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Polytec

ANNUAL FINANCIAL REPORT 2010



POLYTEC GROUP

Group Management Report of POLYTEC Holding AG

for the financial year 2010

1. Business development and global economic situation

Economic development

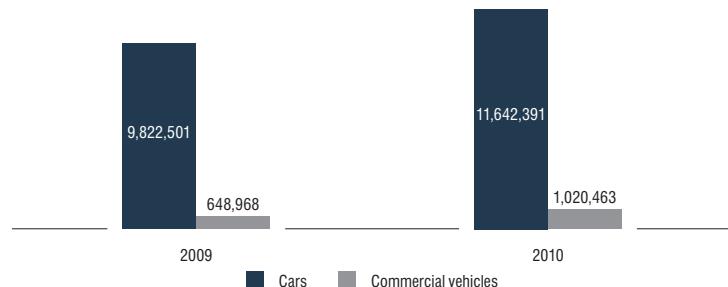
In 2010, the world economy started to emerge from the deep recession, but the recovery proceeded at different speeds in the various regions. Growth was mainly driven by the emerging markets of China, India and Brazil with their strong demand for investment goods. In the year under review, the US economy expanded by 3.0% in real terms according to estimates of the International Monetary Fund (IMF) published in January 2011, while the eurozone economy and the European Union economy each grew by 1.8%. The economic situation in Europe largely stabilized throughout 2010. However, high levels of government debt, consolidation measures, subdued investment dynamics along with the need for financial reforms and macro-economic imbalances in the eurozone continued to have a negative impact on economic development. The Austrian economy also saw a resumption of growth in 2010, with a real growth rate of 2.0% according to estimates by the Austrian Institute of Economic Research (WIFO). This recovery was mainly driven by export growth, with private consumption also remaining stable.

The automotive industry is speeding out of the recession – all signs point to growth again

After considerable declines in demand and sales volumes, as well as several insolvencies among automotive components suppliers as a result of the global financial and economic crisis, the automotive sector regained momentum in the year under review, closing the 2010 business year considerably better than originally expected. Against the backdrop of a macro-economic recovery, sales volumes worldwide resumed an upward trend in 2010, with the BRIC countries (Brazil,

Russia, India and China) in particular recording substantial growth in sales. In China alone, a total of 11.3 million vehicles were sold in 2010, an increase in sales of 34% compared to the previous year and almost twice the level of 2008. The US automotive industry also showed clear signs of recovery in 2010 after the drastic slumps of the previous year.

World vehicle production of German OEM



Source: VDA; 2010 figures preliminary

Against this backdrop, German premium manufacturers such as the Daimler Group, BMW Group or Volkswagen Group – all longstanding POLYTEC GROUP customers – were able to successfully consolidate their position in the year under review. For the German top suppliers, 2011 also got off to a good start: BMW recorded a 28% rise in sales figures compared to the same period of the previous year, selling roughly 105,000 vehicles in January 2011. Although relatively moderate growth rates are expected on the largely saturated European markets in 2011, the automotive industry has impressively demonstrated its status as an important pillar of the global economy.

Forecast for 2011

The international car industry continued last year's recovery at the beginning of 2011 with sales of new cars on the most important foreign markets rising in the first month of the year. This rebound is mainly attributable to the BRIC countries (Brazil, Russia, India and China), which had also acted as growth drivers for the world automotive industry in the previous year. In 2011, these emerging sales markets are once again proving to be particularly dynamic.

The German Association of the Automotive Industry (VDA) expects the number of new car registrations on the domestic market to climb by more than 6% in 2011. The VDA's export forecasts are also very optimistic, anticipating a further increase in exports to 4.4 million vehicles (2010: 4.2 million) in 2011.

The development of raw material prices and the persistent price pressure exerted by the OEMs, which have always been major determining factors for the components supply industry in the past, will continue to play a crucial role for the business performance and earnings development of the Group going forward.

Business development and Group situation

General background information

Change in segment reporting

Given the experiences in recent years with the segment structure defined at the time of the IPO, which is no longer consistent with the current organizational structure (changed operating responsibilities) and the internal reporting system, the company's Board of Directors has decided to align the segment structure to the Group's decision-making processes pursuant to IFRS 8. The previously separate business segments Automotive Systems and Automotive Composites have therefore been merged to form a single segment. This management decision is based on the following facts, which justify a uniform approach:

- Both segments show comparable economic features
- Similar range of products and technologies
- Both segments supply the European automotive industry
- Partly overlapping sales structures

POLYTEC HOLDING AG Hörsching, Austria								
AUTOMOTIVE/SYSTEMS				CAR STYLING			INDUSTRIAL	
COMPONENTS		INTERIOR		COMPOSITES				
POLYTEC RIESSELMANN Lohne, Germany 3 plants	100%	POLYTEC INTERIOR GERMANY Geretsried, Germany 4 plants	100%	POLYTEC COMPOSITES GERMANY Gochsheim, Germany 3 plants	100%	POLYTEC FOR Car Styling Hörsching, Austria	100%	POLYTEC ELASTOFORM Marchtrenk, Austria
POLYTEC THERMOPLAST Idstein, Germany	100%	POLYTEC INTERIOR POLSKA Polska Tomaszow Mazowiecki, Poland	100%	POLYTEC COMPOUNDS Gochsheim, Germany	100%	POLYTEC HOLDEN Bromyard, England	100%	POLYTEC EMC ENGINEERING Marchtrenk, Austria
POLYTEC INTEX Waldbröhl, Germany	100%	POLYTEC INTERIOR ZARAGOZA Zaragoza, Spain	100%	POLYTEC INDUSTRIELLACKIERUNGEN Rastatt, Germany	100%	POLYTEC FOHA Detroit, USA Toronto, Canada	80%	POLYTEC THELEN Bochum, Germany
		POLYTEC INTERIOR SOUTH AFRICA Rosslyn, South Africa	100%	POLYTEC COMPOSITES SLOVAKIA Sladkovicovo, Slovakia	100%	POLYTEC AVO Antwerpen, Belgium	100%	
		POLYTEC AUTOMOTIVE Geretsried, Germany	100%	POLYTEC PLASTIK Aksaray, Turkey	100%	Ratipur Autófelszerelés Komló, Hungary	24%	
				POLYTEC COMPOSITES WEIDEN Weiden, Germany	100%			
				POLYTEC COMPOSITES BOHEMIA Chodová Planá, Czech Republic	100%			
				Inapal Plásticos Leca do Balio, Portugal	2%			

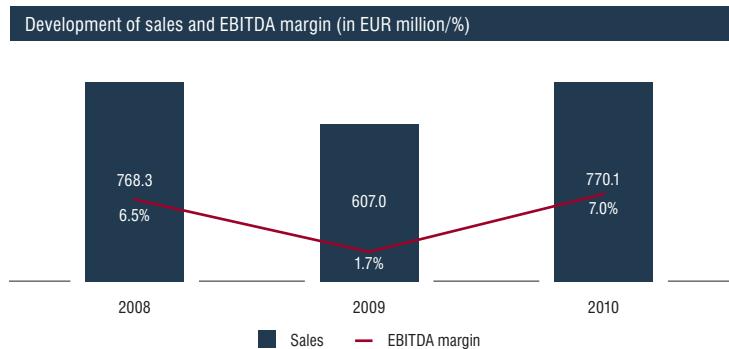
For better comparability, the figures for the 2009 and 2008 financial years published in this Group Management Report have been adjusted accordingly.

Disposal of PEGUFORM in 2009

The restructuring program of the POLYTEC GROUP, which was agreed upon by the financing banks and the company and unanimously approved by the extraordinary General Meeting on June 26, 2009 envisaged, among other things, the disposal of the PEGUFORM GROUP, which had been acquired in the 2008 financial year, with the exception of the two plants belonging to the Automotive Composites Division (Weiden and Chodová Planá). Thus, the PEGUFORM GROUP, with the exception of the two aforementioned plants, had to be classified as "held for sale" pursuant to IFRS 5 and consequently divested from the Automotive Systems Division.

All figures reported in the following paragraphs for the 2009 financial year have therefore been adjusted for the effects of the deconsolidation of the companies of the PEGUFORM GROUP as of July 1, 2009 and their contribution to results has been classified as "result from divested divisions".

For better comparability and a more accurate assessment of the development of results, the figures reported for the 2008 financial year were adjusted for the effects of the acquisition of PEGUFORM.



The divestment of the Italian subsidiary POLYTEC Composites Italia S.r.l. led to a deconsolidation gain of EUR 0.7 million, which is included in the Group EBITDA. In addition to a significant increase in production volumes, this favorable result is mainly attributable to the consistent implementation of structural reforms and sales measures throughout the entire Group. For a more detailed description of results, please refer to the segment reporting.

In line with EBITDA development, Group EBIT increased from EUR -30.2 million to EUR 27.2 million. No significant one-off effect was included in it in the year under review. The decline in amortization and depreciation charges by roughly 6% was mainly attributable to lower investments in fixed assets, as no major production start-up projects are planned for the current business year.

The financial result of EUR -1.5 million for the 2010 business year includes a positive effect in the amount of EUR 6.1 million from the disposal of a 10% stake in Grammer AG at the end of the third quarter 2010.

All in all, both the rapid recovery of the automotive industry, which clearly exceeded the management's expectations at the beginning of 2010, and the Group-wide implementation of operating measures resulted in net profit of EUR 25.6 million. This corresponds to earnings per share of EUR 1.12.

Business development of the Group

Based on the worldwide recovery of the automotive industry in the year under review, POLYTEC GROUP sales recorded a significant increase of 26.9% or EUR 163.1 million to EUR 770.1 million. However, developments in the most relevant sales markets of the Group varied.

Group results outstripped the increase in sales, with Group EBITDA improving more than fivefold to EUR 54.3 million per year-end 2010 and the EBITDA margin totaling 7.0%.

Earnings figures of the Group	Unit	2010	2009	2008 comparable
Sales	EUR million	770.1	607.0	768.3
EBITDA	EUR million	54.3	10.2	50.2
EBITDA margin (EBITDA/sales)	%	7.0	1.7	6.5
EBIT before restructuring costs	EUR million	27.2	-22.4	13.9
EBIT after restructuring costs	EUR million	27.2	-30.2	13.9
EBIT margin (EBIT/sales)	%	3.5	-5.0	1.8
Net profit from continued operations	EUR million	25.6	-51.4	9.8
Net profit margin (result after taxes/sales)	%	3.3	-8.5	1.3
Earnings per share	EUR	1.12	-2.33	0.42
Average capital employed	EUR million	136.6	336.7	n/a
ROCE before tax (EBIT/capital employed)	%	19.9	-9.0	n/a

Automotive/Systems Division

	Unit	2010	2009	2008 comparable
Sales	EUR million	675.8	525.9	670.3
Share of Group sales	%	87.8	86.6	87.3
EBITDA	EUR million	43.5	1.9	36.2
EBITDA margin (EBITDA/sales)	%	6.4	0.4	5.4
EBIT before restructuring costs	EUR million	19.1	-27.6	3.1
EBIT after restructuring costs	EUR million	19.1	-31.5	3.1
EBIT margin (EBIT/sales)	%	2.8	-6.0	0.5
Net profit	EUR million	11.7	-34.3	-9.7
Net profit margin (result after taxes/sales)	%	1.7	-6.5	-1.4
Average capital employed	EUR million	94.6	293.2	n/a

The Automotive/Systems Division, which following the change in segment reporting described at the beginning of this report is now responsible for the Group's entire series-production business, was able to achieve a considerable increase in sales in the year under review. Division sales rose by 28.5% to EUR 675.8 million mainly due to the positive performance of all the vehicle segments supplied by the division. The highly dynamic development of the German OEMs was mainly driven by positive sales in the growth markets of the BRIC countries, followed by the US.

Part sales, in particular, recorded a significant increase of 35.5% to EUR 614.1 million, whereas tooling sales dropped by 14.3% to EUR 62.0 million in 2010.

Development of sales and EBITDA margin (in EUR million/%)



Division EBITDA continued to increase throughout the year under review totaling EUR 43.5 million at year-end 2010. This figure includes a deconsolidation gain of EUR 0.7 million resulting from the divestment of POLYTEC Composites Italia S.r.l. as of December 31, 2010.

Division EBIT amounted to EUR 19.1 million in 2010 compared to EUR -31.5 million in the previous year. No one-off restructuring expenses were recorded in 2010.

The unsatisfactory development of the Spanish plant in Zaragoza and the German plant in Waldbröl had a negative impact on earnings at this division. On the basis of a comprehensive action plan, these two operating units were able to reverse the downward trend prevailing at the beginning of 2010. Yet despite an improved performance over the rest of the year as a result of a comprehensive package of measures, they continued to operate at a loss and closed the year with a negative EBIT of around EUR -11 million, which in turn had a negative impact on the operating result of the division.

Car Styling Division

	Unit	2010	2009	2008
Sales	EUR million	75.8	64.3	77.7
Share of Group sales	%	9.8	10.6	10.1
EBITDA	EUR million	7.0	5.1	8.9
EBITDA margin (EBITDA/sales)	%	9.3	7.9	11.4
EBIT	EUR million	5.4	3.1	6.8
EBIT margin (EBIT/sales)	%	7.2	4.8	8.7
Net profit	EUR million	4.6	2.1	4.4
Net profit margin (result after taxes/sales)	%	6.1	3.3	5.7
Average capital employed	EUR million	31.3	33.0	34.7

The POLYTEC GROUP also reported a favorable development in the equipment domain, with the Car Styling Division achieving substantial increases in both sales and earnings in the year under review. Division sales grew by 17.8% to EUR 75.8 million and EBITDA rose by 37.2% to EUR 7.0 million.

In addition to its core business, which focuses on the development and production of original equipment, the sales market for components for small series production is also producing its first successes.

Development of sales and EBITDA margin (in EUR million/%)



Other Business Units

	Unit	2010	2009	2008
Sales	EUR million	18.5	16.8	20.3
Share of Group sales	%	2.4	2.9	2.6
EBITDA	EUR million	3.6	3.3	5.2
EBIT before restructuring costs	EUR million	2.6	2.2	3.9
EBIT after restructuring costs	EUR million	2.6	-1.7	3.9
Net profit	EUR million	15.6	-19.3	15.0

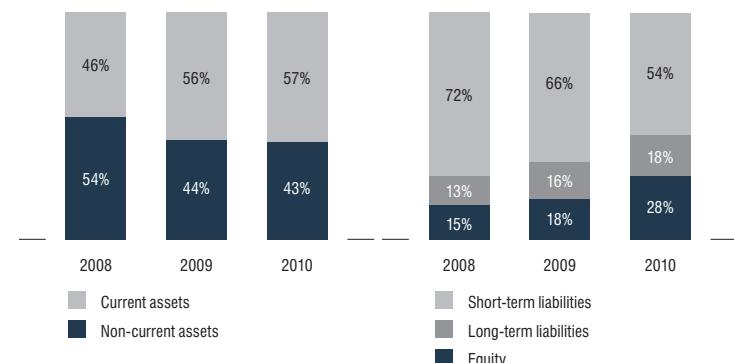
The segment "Other Business Units" principally encompasses the non-automotive business of the Group, POLYTEC Holding AG, as well as consolidation effects on results, which cannot be attributed to any division in particular.

Group key balance sheet and financial figures

	Unit	Dec. 31, 2010	Dec. 31, 2009	Dec. 31, 2008
Asset ratio (Non-current assets/balance sheet total)	%	37.5	39.3	51.5
Equity ratio (equity/balance sheet total)	%	28.3	18.5	15.2
Balance sheet total	EUR million	308.5	332.1	1,020.8
Net working capital	EUR million	16.5	26.0	17.9
Net working capital in % of sales (NWC/sales)	%	2.1	4.3	4.4

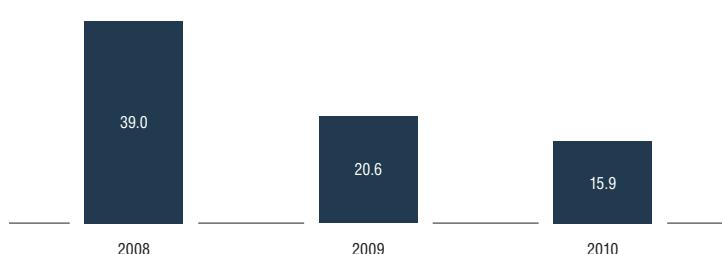
Investment volumes of the POLYTEC GROUP were reduced by 18.8% to EUR 16.7 million in the year under review. As a result, the asset ratio declined to 37.5% mainly due to lower investments for product launches in 2011.

Balance sheet structure of POLYTEC GROUP (in %)



As of the balance sheet date on December 31, 2010, net debt decreased by EUR 43.2 million to EUR 26.7 million compared to the previous year. In addition to the positive business development, the disposal of POLYTEC Composites Italia S.r.l. contributed around EUR 3.1 million and the divestment of a 10% shareholding in Grammer AG contributed approximately EUR 12.0 million to this reduction. The ratio net debt to EBITDA amounted to 0.5 in 2010, which benchmarked against the corresponding values of the previous periods reflects the positive performance of the Group.

Capital expenditures for tangible assets (in EUR million)



The equity ratio developed well in the year under review, totaling 28.3% at year-end 2010. This positive performance is mainly attributable to the improvement of results, with net profit amounting to EUR 25.6 million, and to the further reduction of the balance sheet total to EUR 308.5 million. A solid balance sheet structure is one of the key evaluation criteria used by customers for selecting suppliers and placing orders.

	Unit	2010	2009
Net debt	EUR million	26.7	69.9
Net debt to EBITDA	–	0.5	6.9
Gearing (net debt/equity)	–	0.31	1.14

Cash flow from continuing operations

	Unit	2010	2009
Cash flow from operating activities	EUR million	46.0	10.7
Cash flow from investing activities	EUR million	-1.8	-18.0
Cash flow from financing activities	EUR million	-47.1	19.9
Changes in cash and cash equivalents	EUR million	-2.8	12.6

In the year under review, cash inflow from operating activities amounted to EUR 46.0 million mainly due to the significant improvement of results at Group level. The change in working capital was largely attributable to an increase in operating activities.

In 2010, investments were mainly concentrated on customer-related and efficiency-enhancing projects. The cash outflow for investing activities of EUR 1.8 million also included the effects from the disposal of POLYTEC Composites Italia S.r.l. amounting to EUR 2.5 million.

The cash outflow for financing activities totaling EUR 47.1 million mainly resulted from the consistent repayment of the EUR 31.0 million borrowed in 2009 for the company's restructuring program.

Non-financial performance indicators

Environmental protection

Practical environmental protection involves more than just compliance with regulatory obligations. Many organizations do more than is legally required and have voluntarily introduced an environmental management system with the aim of continuously improving their environmental performance and reducing the negative impact of their operations on the environment. ISO 14001 is the internationally recognized standard for putting in place an environmental management system. All the Group's major sites have received certification in accordance with this standard.

Dealing carefully and responsibly with natural resources is an essential part of the POLYTEC GROUP's business activities. For a company specializing in processing plastics, the avoidance of waste is particularly important. In those factories that work primarily with injection-molding technologies, every effort is made to regranulate the waste material and channel it back into the production process. The Group also focuses on increasing the use of natural materials.

The economic (sparing) use of raw materials or the use of alternative materials is also an integral aspect of all corporate research and development activities.

Employees

The average number of those employed¹⁾ by the POLYTEC GROUP and their geographic spread in the years from 2008 to 2010 is as follows:

	2010	2009	2008 comparable
Austria	384	382	424
Germany	3,883	3,644	4,028
Rest of Europe	1,520	1,341	1,827
North America	20	15	17
South America	0	0	0
Asia	0	67	160
Total	5,807	5,449	6,456

¹⁾ Incl. temporary staff; employees of companies included in the consolidated financial statements for the first time are shown in the table on a pro rata temporis basis from the date of initial consolidation.

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

	2010	2009	2008 comparable
Automotive/Systems Division	5,066	4,775	5,742
Car Styling Division	662	610	647
Other segments/holding	153	140	150
Total	5,881	5,525	6,539

A key performance indicator in the HR area, sales per employee, developed as follows:

	Unit	2010	2009	2008 comparable
Sales per employee	TEUR	131	110	117

A strong customer focus and ongoing process optimization to enhance profitability, environmental-friendliness and efficiency are top priorities for the POLYTEC GROUP. These factors also define the attitude of POLYTEC employees towards their work.

To ensure that it is well equipped to face the dynamic market challenges that lie ahead, the POLYTEC GROUP promotes the further education and professional training of its employees, both through in-house educational and vocational training measures and with the support of external educational institutions. Alongside the further development of technical know-how and manual skills, strong emphasis is placed on the teaching of foreign languages, as these are essential for the business success of an international company like POLYTEC.

Executive remuneration packages include a performance-based component to promote identification with the company and a strong sense of responsibility.

Subsequent events after the balance sheet date

No reportable subsequent events with material influence on POLYTEC GROUP occurred since the balance sheet date.

2. Report on the expected development and potential risks for the Group

Forecast report

Sector

Cars

It is expected that the recovery within the automotive industry, which started in 2010, will continue to gain momentum in 2011, although not, however, at the same dynamic pace. Nevertheless, market expectations with regard to sales targets were very high at the beginning of 2011. In addition to the aforementioned BRIC countries and the US, growth is also anticipated on the German home market. In 2010, this market had been negatively affected by the phasing-out of the car scrappage schemes.

Commercial vehicles

In the commercial vehicle segment, production volumes registered strong growth at the end of 2010. In the 2011 business year, this upward trend in production output is expected to continue, with the VDA predicting an increase of roughly 25% for heavy commercial vehicles over 16 tons, an important segment for the POLYTEC GROUP. As in the car segment, exports will also play a crucial role in the commercial vehicle segment.

Group results forecast

For the full-year 2011, POLYTEC management expects slight organic growth in sales despite the divestment of the Italian subsidiary POLYTEC Composites Italia S.r.l. at year-end 2010, which had contributed around EUR 30 million to Group sales in the previous year. It is anticipated that the Group operating result will show a disproportionate increase compared to sales. This will be mainly attributable to the consistent implementation of operating structural measures and the resulting improvement in productivity, as well as to cost reductions (fixed cost degression) and an overall positive economic outlook.

Based on the persisting trend towards consolidation within the automotive supply industry, the company's management is currently evaluating the potential to seize growth-enhancing acquisition opportunities going forward.

Status of financing

In 2010, European automotive manufacturers posted sustained positive business development on foreign markets in Asia, Russia and the US, whereas the demand situation for European OEMs in their domestic markets was still below that of the previous year, when demand had been supported by the various scrappage schemes. In 2010, a positive result after taxes of EUR 25.6 million (previous year: EUR -90.1 million) was achieved.

At Group level, the forecast is for a further improvement of EBIT and for an increased internal financing capability associated therewith in 2011. This positive earnings development is the result of the successful implementation of changes to the operating structure in the Group and the increasingly buoyant economy. In the first two months of 2011, Group results were above budgeted figures.

On the balance sheet date, a substantial part of the Group's financing consisted of short-term credit lines. The company's principal creditor, the lending bank, has increased the previous financing commitments by some EUR 6.0 million and extended them until further notice in accordance with a resolution by the responsible committee dated March 21, 2011.

Risk reporting and financial instruments

With regard to the company's risk reporting please refer to section E. 5 of the notes to the consolidated financial statements. For details of the derivate financial instruments used by the Group please refer to section C. 16 of the notes.

3. Report on research and development

To secure future competitiveness and business success, research and development activities at the POLYTEC GROUP range from continuously improving and streamlining current manufacturing processes and the new and further development of automotive components in consultation and collaboration with corporate customers, to the further development of materials.

In the 2010 business year, the main focus was once again on the use of lightweight components to reduce the weight of individual parts, on intelligent system integration to increase cost-efficiency and on new ecological and sustainable product innovations.

The POLYTEC GROUP operates several development centers. In keeping with the corporate strategy, each of these development centers specializes in the products that are manufactured at the particular site.

Automotive/Systems Division

Components competence area

Engine component parts are developed at the production site in the north German town of Lohne. Development work ranges from the substitution of plastic parts for aluminum parts to the further development of existing components. The test area has been extended to meet constantly rising customer demands and to support active work on new developments, with a view to further consolidating the company's pioneering role in the field of engine component parts.

The developments implemented in the 2010 business year included:

- “**POLYSWIRL**”: For the separation of oil particles from air – a procedure that is playing an increasingly important role – the POLYTEC GROUP has successfully used an integrated switched cyclone-type oil mist separator for several years. In the latest cylinder cover heads, the company has incorporated the “POLYSWIRL” oil separator, which is a centrifugal separator that sets the gas stream into rotation and separates the oil drops from the air by spinning them against the walls of the swirl chamber. The “POLYSWIRL” oil separator from POLYTEC has already been incorporated in the cylinder cover heads of VW, Audi, Daimler, BMW and PSA.
- “**POLYVENT**”: “POLYVENT” is an innovative pressure control valve for small compact gasoline motors that takes up very little room. This POLYTEC development allows for a space-saving construction of components.

– “**KEYLOCK**”: The patented “KEYLOCK” system represents another highlight in this segment. This system allows for the fast connection of lines. Vehicles are granted access to the American market only if certain media-carrying lines are non-detachably connected with one another. In this case, non-detachable means that dismantling destroys them.

– “**Projectile Injection Technology**”: POLYTEC uses innovative projectile injection technology (PIT) for the production of cooling water pipes and was awarded a prize at Euromold 2010, the world's largest fair for mold-making and tooling, design and product development. During the production process, a projectile pushes the melted core of the plastic through the cavity and back into the machine tool instead of into an overflow as was previously the case.

Interior competence area

In the Bavarian town of Geretsried, development work focuses on interior systems. Employees here work constantly on the further development of materials and surface treatment processes, concentrating on weight reduction, cost efficiency and component quality. In the field of material development, the clear focus is on developing sandwich materials and environmentally friendly materials based on natural fibers. Development work in the field of manufacturing and production is increasingly directed toward improving the integrated module solution with the help of highly flexible production solutions in order to counteract the trend towards lower components volumes caused by the niche market policy pursued by OEMs.

In the 2010 business year, series production of a door trim panel was started, which set new standards in the premium segment. Based on a highly innovative laminating solution in combination with a smart holistic concept, a product was developed which, for the first time, allows for maximum product quality and weight reduction for large-scale production runs. In the past such high product quality had only been available for the production of niche series with a high percentage of manual processes. The further development of basic topics such as the use of optimized substrates based on renewable raw materials to improve crash resistance (to comply with increasingly stringent legal requirements) as well as research activities to further reduce component weight round off the company's development portfolio.

In the German town of Waldbröl, development work concentrates on pillar trims, in particular on back injection molding of textiles and other materials. The town is also home to the competence center for the finishing of special textile goods for back injection molding. The use of thin wall technology in the field of injection molding is also developed at this center, as are plastic door trim panels. In autumn 2009, POLYTEC was able to round out its product portfolio with a component realized on the basis of the MuCell™ process. Following a joint three-year development phase with Daimler AG, the series production of the assembled rear door trim for the S212 model was started. The substrate of the rear door was produced using a combination of MuCell™ and textile back molding.

With the seat back panels for Audi, the company's fully automated manufacturing process successfully demonstrated its suitability for long-term use. The manufacturing tools combine both back molding and integrated stamping technologies.

Composites competence area

In the composites area the focus is above all on finding new and better applications for thermoset materials. Other development activities are aimed at increasing efficiency in the production and processing of SMC (Sheet Molding Compounds), LFT (Long Fiber Thermoplastic) and GMT (Glass Mat Thermoplastic) as well as at enhancing the reliability of processing and varnishing processes. The new generation of vehicles also poses new challenges in terms of component strength and impact resistance, requiring constant development of the basic material and the way in which it is processed. Another key area of development work encompasses the weight reduction of components whilst preserving their main properties. In collaboration with prestigious OEMs, work in the area of carbon fiber-reinforced SMC was further intensified in the year under review. With regard to e-vehicles, and more specifically, the requirement for plastic components to be able to shield electromagnetic fields, first positive results were achieved.

Car Styling Division

The business activities of the Car Styling Division cover the entire process chain, beginning with first design concepts and clay models (M 1:1) to digitalization, CAD construction and the construction of rapid-prototyping-models. In the tool shop and mold construction department, production tools and devices are developed and manufactured. These processes are executed by highly motivated and experienced project managers in close cooperation with corporate customers and in-house divisions. The process chain covers plastic parts production, pre-treatment, prime coating, painting, assembling and the integration into the logistics chain of the customers. This enhances flexibility and enables the further development of expertise on an ongoing basis.

In 2010, the POLYTEC GROUP spent approximately 2.1% of total Group sales on research and development (previous year: 2.7%).

4. Key features of the internal control and risk management system with regard to the accounting process

The Board of Directors is responsible for implementing an adequate internal control and risk management system for the accounting process and financial reporting. Appropriate organizational measures ensure that all relevant legal requirements to make complete, correct, timely and orderly entries in the books and other records are met.

The entire process from procurement to payment is subject to strict rules and guidelines that are intended to avoid any risks these processes may entail. These measures and rules include the separation of functions, signature authorization policies and signatory powers for authorizing payments on an exclusively collective basis and restricted to a small number of employees, as well as system-supported checks by the software in use.

By using a standardized, Group-wide financial reporting system, together with ad hoc reporting on major events, the Board of Directors is kept constantly abreast of all relevant issues. The Supervisory Board is informed in Supervisory Board meetings, held at least once every quarter, about the current business development, including operative planning and the medium-term strategy of the Group, with direct and immediate information being provided to the Supervisory Board in special cases. Internal control and risk management are among the topics dealt with at the Audit Committee meetings.

5. Disclosures on capital, share, voting and control rights and associated obligations

The share capital of POLYTECH 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 a stake of over 10.0% of the share capital as of the balance sheet date and at the time of the compilation of this report included:

Huemer Invest GmbH: This company holds approximately 27% of the share capital of POLYTECH Holding AG (also via its affiliated company, Huemer Holding GmbH). The CEO of the POLYTEC GROUP, Friedrich Huemer, is the indirect sole shareholder and the managing director with sole power of representation of the said companies.

Compared to the balance sheet date as of December 31, 2009, this corresponds to a reduction in the shareholding of 4.2%. Notice of this reduction was given to the company on January 28, 2011 in the form of a voting rights announcement pursuant to Section 91 of the Austrian Stock Corporation Act.

The title to 16% of the company's share capital, which had been pledged as security for the acquisition of a working capital line of credit in 2009, was reassigned to Huemer Holding GmbH once the borrowed funds had been fully repaid.

PT Automotive Consulting GmbH: This company, based in Linz (Austria), belongs to the affiliated Group of Raiffeisenlandesbank Oberösterreich AG and holds approximately 19.7% of the company's share capital.

Delta Lloyd Asset Management NV: This asset management firm is based in Amsterdam (Netherlands) and holds approximately 10% of the share capital of POLYTECH Holding AG through the following funds:

- Delta Lloyd Europees Deelnemingen Fonds
- Delta Lloyd Luxembourg European Participation Fund

No shareholders have particular rights of control.

With regard to the Board of Directors' ability to issue shares, please refer to the notes to the consolidated financial statements under D. 21 for more detailed information about the authorized capital.

There are no indemnification agreements between the company and the members of the Board of Directors in the case of a change in control. There are no indemnification agreements for the Supervisory Board members and employees, nor any other major agreements, which would be affected by a change in control or a public takeover bid.

There are no provisions in the Articles of Association that go beyond the statutory provisions for appointing members of the Board of Directors or of the Supervisory Board or for amending the Articles of Association.

Hörsching, April 5, 2011

The Board of Directors

Friedrich Huemer m. p. Peter Haidenek m. p. Alfred Kollros m. p.

Consolidated financial statements of POLYTEC Holding AG

for the financial year 2010

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Consolidated income statement for the financial year 2010

compared with the figures from the previous year

in TEUR	Notes	2010	2009
1. Net sales	D. 1	770,070	607,047
2. Other operating income	D. 2	22,231	22,439
3. Changes in inventory of finished and unfinished goods		-11,575	-19,728
4. Own work capitalized		912	823
5. Expenses for materials and services received	D. 3	-408,629	-330,194
6. Personnel expenses	D. 4	-206,215	-186,509
7. Other operating expenses	D. 5	-113,258	-87,091
8. Deconsolidation gains	B. 1	736	3,434
9. Earnings before interest, taxes and amortization (EBITDA)		54,272	10,221
10. Depreciation		-27,053	-28,671
11. Earnings before interest, taxes and amortization of goodwill (EBITA)		27,219	-18,450
12. Impairments	D. 6	0	-3,965
13. Operating profit (EBIT) before cost of restructuring		27,219	-22,415
14. Cost of restructuring	D. 7	0	-7,822
15. Operating profit (EBIT) after cost of restructuring		27,219	-30,236
16. Income from associated companies		18	0
17. Financial expenses		-6,826	-6,884
18. Impairments		0	-9,944
19. Other financial results		5,313	-568
20. Financial result	D. 8	-1,495	-17,397
21. Earnings before tax (EBT)		25,725	-47,633
22. Taxes on income	D. 9	-140	-3,796
23. Net profit of continued operations		25,585	-51,429
24. Net profit of discontinued operations	D. 10	0	-38,650
25. Consolidated profit for the year		25,585	-90,079
thereof result of non-controlling interests		-576	-428
thereof result of the parent company		25,009	-90,506
Earnings per share	D. 22	1.12	-4.06
Earnings per share of discontinued operations	D. 22	1.12	-2.33

Consolidated statement of comprehensive income

Jan. 1 – Dec. 31, 2010

in TEUR	Group	Non-controlling interests	Total
Profit after tax	25,009	576	25,585
Currency translations	177	6	183
Total comprehensive income	25,186	582	25,768

Jan. 1 – Dec. 31, 2009

in TEUR	Group	Non-controlling interests	Total
Profit after tax	-90,506	428	-90,079
Non-controlling interests' share of results of discontinued operations	0	846	846
Currency translations	585	-200	385
Market valuation of securities available for sale	9,059	0	9,059
Total comprehensive income	-80,863	1,073	-79,790

Consolidated statement of financial position as of December 31, 2010

compared with the figures from the previous year

Assets

in TEUR	Notes	Dec. 31, 2010	Dec. 31, 2009
A. Non-current assets			
I. Intangible assets	D. 11	1,622	1,975
II. Goodwill	D. 12	19,180	19,300
III. Tangible assets	D. 13	92,115	106,176
IV. Investments in affiliated companies		280	290
V. Investments in associated companies		31	31
VI. Other financial assets		2,478	2,874
VII. Deferred tax assets	D. 15	17,086	13,974
		132,792	144,619
B. Current assets			
I. Inventories			
1. Raw materials and supplies		27,599	27,429
2. Unfinished goods and as yet unbillable services minus advance payments		21,314	22,005
3. Finished goods and merchandise		13,701	20,606
4. Advance payments made		4,527	2,932
	D. 16	67,141	72,972
II. Trade accounts receivable and other receivables and assets			
1. Trade accounts receivable		61,046	54,976
2. Other receivables		17,674	20,526
3. Income tax receivables		847	1,200
	D. 17	79,567	76,702
III. Marketable securities	D. 18	0	5,932
IV. Cash and cash equivalents	D. 19	29,013	31,857
		308,512	332,081

Equity and liabilities

in TEUR	Notes	Dec. 31, 2010	Dec. 31, 2009
A. Shareholders' equity			
I. Share capital		22,330	22,330
II. Capital reserves		37,563	37,563
III. Treasury stock		0	-216
IV. Non-controlling interests		3,988	3,406
V. Retained earnings		23,455	-1,601
	D. 21	87,336	61,483
B. Long-term liabilities			
I. Interest-bearing liabilities	D. 23	22,206	12,589
II. Provision for deferred taxes	D. 15	5,566	5,098
III. Long-term provisions for personnel	D. 24	24,878	25,661
IV. Other long-term liabilities	D. 25	3,231	5,800
		55,880	49,147
C. Short-term liabilities			
I. Trade accounts payable	D. 26	65,565	59,642
II. Short-term interest-bearing liabilities	D. 27	25,878	51,801
III. Short-term portion of long-term loans	D. 28	9,204	45,276
IV. Liabilities on income taxes	D. 29	2,922	2,202
V. Other short-term liabilities	D. 30	61,728	62,530
		165,296	221,451
		308,512	332,081

Consolidated statement of cash flows for the financial year 2010

compared with the figures from the previous year

Consolidated cash flow from continued operations

in TEUR	2010	2009
Earnings before tax	25,725	-47,633
– Income taxes	-1,878	3,993
+ Depreciation (appreciation) of fixed assets	27,053	32,646
- (+) Non-cash revenues (expenditures) from securities held for sale	-6,119	9,944
– Non-cash effect from deconsolidation	-736	0
+(-) Increase (decrease) in long-term provisions	527	1,108
- (+) Profit (loss) from asset disposals	-18	-180
= Consolidated cash flow from earnings	44,555	-123
- (+) Increase (decrease) in inventories, advance payments made	2,824	13,552
- (+) Increase (decrease) in trade and other receivables	-16,897	2,983
+(-) Increase (decrease) in trade and other payables	16,375	10,892
+(-) Increase (decrease) in short-term provisions	-818	-16,577
= Consolidated cash flow from operating activities	46,038	10,728

in TEUR	2010	2009
– Investments in fixed assets	-16,702	-20,569
– Acquisition of subsidiaries	-25	-48
+ Disposal of affiliated companies	35	25
+ Proceeds from deconsolidation, net of cash disposed of	2,479	0
+ Disposal of marketable securities	12,050	0
+(-) Profit (loss) from asset disposals	18	180
+ Book value of asset disposals	329	2,441
= Consolidated cash flow from investing activities	-1,816	-17,970

in TEUR	2010	2009
+(-) Increase (decrease) in interest-bearing loans and liabilities to banks	-47,728	19,323
+(-) Grant of long-term loans (less repayment)	394	483
+ Proceeds from sale of own shares	85	0
+(-) Other changes in equity	183	98
= Consolidated cash flow from financing activities	-47,066	19,904

in TEUR	2010	2009
+(-) Consolidated cash flow from operating activities	46,038	10,728
+(-) Consolidated cash flow from investing activities	-1,816	-17,970
+(-) Consolidated cash flow from financing activities	-47,066	19,904
= Changes in cash and cash equivalents	-2,844	12,662
+ Opening balance of cash and cash equivalents	31,857	19,195
= Closing balance in cash and cash equivalents	29,013	31,857

Consolidated statement of cash flows for the financial year 2010

compared with the figures from the previous year

Consolidated cash flow from discontinued operations

in TEUR	2010	2009
+(-) Consolidated cash flow from operating activities	0	-11,371
+(-) Consolidated cash flow from investing activities	0	-10,713
+(-) Consolidated cash flow from financing activities	0	-1,087
= Consolidated cash flow from discontinued operations	0	-23,170
+ Opening balance of cash and cash equivalents of discontinued operations	0	81,574
- Outflow of cash and cash equivalents from deconsolidation	0	-58,404
= Closing balance of cash and cash equivalents from discontinued operations	0	0

in TEUR	2010	2009
Closing balance of cash and cash equivalents of continued operations	29,013	31,857
Closing balance of cash and cash equivalents of discontinued operations	0	0
Closing balance of cash and cash equivalents	29,013	31,857

Statement of changes in equity

in TEUR	Share capital	Capital reserves	Treasury Stock	Non-controlling interests	Retained earnings	Total
Balance as of January 1, 2010	22,330	37,563	-216	3,406	-1,601	61,483
Total comprehensive income after tax	0	0	0	582	25,186	25,768
Payments	0	0	85	0	0	85
Other changes	0	0	131	0	-131	0
Balance as of December 31, 2010	22,330	37,563	0	3,988	23,455	87,336

in TEUR	Share capital	Capital reserves	Treasury Stock	Non-controlling interests	Retained earnings	Total
Balance as of January 1, 2009	22,330	37,563	-216	15,566	79,549	154,792
Total comprehensive income after tax	0	0	0	1,073	-80,863	-79,790
Dividends	0	0	0	-2,414	0	-2,414
Deconsolidation of non-controlling interests	0	0	0	-10,819	0	-10,819
Other changes	0	0	0	0	-287	-287
Balance as of December 31, 2009	22,330	37,563	-216	3,406	-1,601	61,483

Notes to the consolidated financial statements for the financial year 2010 of POLYTEC Holding AG, Hörsching

A. General information

The POLYTEC GROUP is a globally operating corporation focusing on the automotive and plastics industry with its head office in Austria. In the automotive industry, the Group is working as supplier of interior and engine compartment components in the high-volume market segment (Automotive/Systems Division) as well as a supplier of original equipment and components for small and medium volume series (Car Styling Division). Furthermore, the Group produces PU plastic parts as well as machines for their production for other industries.

The consolidated financial statements for the fiscal year 2010 of the POLYTEC Holding AG (hereinafter referred to as "Group" or "POLYTEC GROUP") were prepared in accordance with the guidelines of the International Financial Reporting Standards (IFRS) and their interpretations in line with the EU standard practice.

The headquarters of the POLYTEC Holding AG is located in Hörsching, Austria, and is listed in the commercial register of the Landesgericht Linz (Commercial Registry of the regional court 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 financial statements. Already published standards and standards applied by the EU or interpretations, which did not have to be mandatorily applied, were not prematurely applied.

The POLYTEC GROUP has applied the standard IFRS 3 (revised) "Business Combinations" and IAS 27 (revised) "Consolidated and Separate Financial Statements pursuant to IFRS" starting from the financial year commencing on January 1, 2010.

Together, the revised standards IFRS 3 and IAS 27 form the definitive regulations for accounting for business combinations, consolidated financial statements and non-controlling interests. In particular, greater importance will be accorded to the fair value measurement in future.

Application of the following standards published by the IASB is not yet mandatory and they have not been applied by the POLYTEC GROUP to date either:

Standard/interpretation	Title	Applicable for the first time for financial years commencing on or after:
IAS 24 (revised)	Related Party Disclosures	January 1, 2011
IAS 32 (revised)	Amendment to IAS 32: Classification of Rights Issues	February 1, 2010
IFRS 7 (revised)	Amendment to IFRS 7: Improving Disclosures about Financial Instruments	July 1, 2011
IFRS 9	Financial Instruments	January 1, 2013
IFRIC 14	Amendment to IFRIC 14	January 1, 2011
IFRIC 19	Extinguishing Financial Liabilities with Equity Instruments	July 1, 2010

This list represents the changes relevant for the POLYTEC GROUP. The resulting repercussions on future transactions are currently being evaluated.

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

The consolidated financial statements have been prepared in thousand 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 consolidated income statement of the Group is prepared in accordance with the total cost accounting method.

Pursuant to Section 245a UGB [Austrian Business Code], the present consolidated financial statements replace the consolidated financial statements, which would otherwise have to be prepared in accordance with Section 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 and Accounting for Investments in Subsidiaries) in connection with SIC 12 (Consolidation - Special Purpose Entities). The parent company is the POLYTEC Holding AG, Hörsching. The consolidated financial statements include all companies by full consolidation, which are influenced by the parent company. Thus, four national subsidiaries (previous year: four) and 24 international subsidiaries (previous year: 23) were included in addition to the parent company; these subsidiaries are under the legal and factual control of the POLYTEC GROUP. Twelve companies (previous year: ten), which were not included, are not material for the consolidated financial statements. The balance sheet date for all companies included in the consolidated financial statements is December 31, 2010.

Special purpose entities are included in the consolidated financial statements provided that they are under the controlling influence of the POLYTEC GROUP. Special purpose entities are legal entities that are created to fulfill narrow and specific objectives.

An overview of the fully consolidated companies can be found in section 5 of the notes to the consolidated financial statements.

The annual financial statements of subsidiaries are included into the consolidated financial statements from the time of acquisition until the time of disposal. 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.

A joint venture is a contractual arrangement, whereby two or more parties undertake an economic activity that is subject to joint control. Investments are reported in the balance sheet pursuant to IAS 31 by applying the equity method of accounting. Investments are included for the first time in the consolidated financial statements at the acquisition costs. Subsequently, the carrying amount of the investment is reduced or increased in line with the results of the associated company. The Group's share of the results of the associated company is recorded in the profit and loss account at the time of the acquisition.

In the financial year, the basis of consolidation changed as follows:

Basis of consolidation	Full consolidation
As of Dec. 31, 2009	28
Retirement due to company divestment	-1
Addition due to Group-internal reorganization	2
As of Dec. 31, 2010	29
thereof foreign companies	

The following companies were deconsolidated in the year under review:

Under the purchase agreement dated December 29, 2010, 100% of the shares in POLYTEC Composites Italia S.r.l., Mondovì, Italy, were transferred to Industrie Metallvakuum Ranger SpA, Carate Brianza, Italy. For materiality reasons the deconsolidation was performed on November 30, 2010.

The contribution of POLYTEC Composites Italia S.r.l., Mondovì, Italy to the values shown in the income statement is as follows:

in TEUR	
Net sales	30,340
Net loss	-7

The deconsolidation gain with an amount of TEUR 736 results from the difference between the net assets of POLYTEC Composites Italia S.r.l., Mondovì, Italy, as of November 30, 2010 with an amount of TEUR 2,264 and its sales price of TEUR 3,000. Taking into account the company's cash and cash equivalents of TEUR 521 as of November 30, 2010, the cash effect is TEUR 2,479.

To strengthen the strategic market position, the "Compounds" and "Industrial Varnishes" units of POLYTEC Composites GmbH & Co. KG were separated under the spin-off agreement dated June 18, 2010. As a result of this spin-off, the basis of consolidation has been expanded by two companies, POLYTEC Compounds GmbH & Co KG and POLYTEC Industrielackierungen GmbH & Co KG.

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. Goodwill will be assigned to the assets as far as possible. 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).

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 than the net assets, the difference (negative consolidation difference) will be recognized in the income statement in the acquisition period.

Further information with regard to the effects of the deconsolidation carried out in the 2010 financial year can be found in section B.1.

Non-controlling 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 receivable and payable as well as expenses and earnings 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.

Exchange rate differences of monetary positions, which, from the economic point of view, belong to a foreign company such as, for example, long-term debts and loans 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 the balance sheet date	
	2010	2009	Dec. 31, 2010	Dec. 31, 2009
CAD	1.3635	1.5808	1.3323	1.5128
GBP	0.8554	0.8894	0.8607	0.8881
PLN	4.0032	4.3365	3.9746	4.1045
SEK	9.5406	10.5820	8.9655	10.2520
USD	1.3184	1.3922	1.3362	1.4406
ZAR	9.6339	11.4679	8.8652	10.6660
CZK	25.2525	26.4550	25.0627	26.4730

3. Currency translation

Business transactions in 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 consolidated income statement of the Group.

Translation of individual financial statements in foreign currencies

The functional currency of subsidiaries located outside the eurozone is the corresponding national currency; however, this does not apply to 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 consolidated income statement of the Group were converted with average exchange rates of the financial year.

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. All financial statements were prepared on a going concern basis.

1. Intangible assets

Intangible assets are accounted for at 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 not only covers the normal costs but also the corresponding development costs. Capitalized development costs for customer orders are amortized 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. 2.1% (previous year: 2.7%) of total revenues.

2. Goodwill

Goodwill results from acquisitions of subsidiaries or interests in associated companies. Since January 1, 2005, goodwill is not amortized on a yearly basis 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 (section "impairment" in the notes to the consolidated financial statements).

3. Tangible assets

Tangible assets are valued at the costs of acquisition or production, reduced by scheduled depreciation, or the lower achievable market price. The scheduled depreciation 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 plant, fixtures, fittings and equipment	10.0–50.0

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

In the case of tangible assets being immobilized, sold or given 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.

4. Assets from tenancies and leasing

Leased assets for which basically all risks and rewards resulting from the property of assets were transferred (finance lease), are valued as assets with their fair value or the lower present value in correspondence with IAS 17. The amortization was performed according to the periods of the leasing agreement. If at inception of the lease it is reasonably certain that ownership of the asset will be obtained by the end of the lease term, the asset is depreciated over the expected useful life. The payment obligations resulting from the future lease payments are discounted and recorded as liabilities.

5. Government grants

Government grants and subsidies 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 loans 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.

Interests in joint ventures are balanced pursuant to IAS 31 by applying the equity method of accounting.

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 section "impairment" in the notes to the consolidated financial statements).

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 capitalized.

8. Accounts receivable for trade, income tax and other accounts receivable

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

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

9. Marketable securities

The investments and securities portfolio of the previous year had been classified as "available for sale". In 2010, all securities were sold.

10. Cash and short-term financial resources

Cash and other short time financial means consist of cash on hand, checks 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.

11. Impairment

Assets are tested at the balance sheet date if any indications exist for impairment. For goodwill, such an annual verification (impairment test) is performed shortly before any balance sheet date 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. In case of goodwill, the segment is usually defined as a cash-generating unit.

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 estimation of the future cash flow is based on a three-year planning horizon. The interest rate used for calculating the present value is the weighted average capital costs of the corresponding cash-generating unit and was defined at 10% to 11% for the 2010 financial year. 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 impairment, corresponding revaluations will be performed for fixed assets. Goodwill, which has been amortized due to impairment, is 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, 2003 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 will be made to a company pension fund for employees, which will be recorded as expenses.

The provisions for severance payments are determined on a standardized basis with the "projected unit credit method" and by applying a discount rate of 4.75% (previous year: 5.5%) as well as by including a dynamic rate for future salary increases of 2.0% (previous year: 2.5%). A reduction for fluctuation of personnel based on the years of service is included. The assumed retirement age for men and women, taking into account certain temporary arrangements, is still defined as 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 consolidated income statement of the group as part of personnel costs. Interest costs corresponding to severance payments provisions are shown in the financial results.

Entitlement to severance payments

Due to legal obligations, the employees of Polish and Turkish 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.

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 4.75% (previous year: 5.5%) as well as an increase of 1.5% (previous year: 1.5%) will be applied. The guidelines 2005G – Dr. Klaus Heubeck will be used for the actuarial calculations.

Interest costs resulting from the long-term provisions for personnel are recorded in the consolidated income 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 (income tax credit) includes the actual taxes and the deferred taxes.

The actual taxes for the individual companies are calculated based on 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 balance sheet liability method. Furthermore, the probable realizable tax advantage from existing losses carried forward 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-term 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 recognizable risks and uncertain obligations occur up to the preparation of the balance sheet. They will be specified with the amount that 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 generally balanced on the settlement date.

Financial assets will be categorized as follows:

- a. Financial assets measured at fair value through profit or loss
- b. Held for trading
- c. Loans and receivables
- d. Available for sale

Financial liabilities will be categorized as follows:

- a. Financial liabilities measured at residual book value.

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 were held on December 31, 2010:

	Currency	Longest term	Nominal (x 1,000)	Fair value in TEUR
Interest rate swap	EUR	December 2011	5,000	-98
Interest rate swap	EUR	October 2012	10,000	-548
Foreign exchange forward contract	USD	May 2011	500	30
Foreign exchange forward contract	USD	June 2011	500	40

In addition, a call option may be exercised starting from the 2014 financial year for the acquisition of stakes in companies outside the Group. 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.

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, recognized 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.

17. Realization of income and expenses

Revenues from the sale of products and goods are realized upon transfer of the risks and rewards 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 result

The financing expenses include the interest and interest equivalent expenses arising from 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

Estimates and assumptions have to be made to a certain degree in the consolidated financial statements, which have an influence on the recognized 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 these estimates.

In particular 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 and deferred tax assets) in the following years.

The assessment of provisions for severance payments and pension contributions is based on a specific method, which applies parameters such as the expected deduction of accrued interest, increases in wage payments and pension contributions as well as anticipated earnings on planned assets. If the development of these relevant parameters differs significantly from the original expectations, this might have considerable repercussions on the provisions and consequently on the Group's net expenses for severance payments and pension contributions.

In assessing the recoverability of deferred tax assets, the Board of Directors considers whether it is probable that all deferred tax assets will be realized. The realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which these temporary differences become deductible. If the company is unable to generate sufficient future taxable income, no deferred tax benefits from operating loss carry-forwards can be recognized and their value has therefore to be adjusted correspondingly.

D. Information concerning the consolidated income statement and the consolidated statement of financial position

1. Sales revenues and segment reporting

The segments represent product groups and correspond to the internal reporting system of the Group. On the basis of experience in recent years with the segment structure defined at the time of the IPO, which no longer corresponds to the current organizational structure and internal reporting, the segment structure was adjusted in line with the Group's decision-making processes in compliance with IFRS 8. The previous Automotive Systems and Composites Divisions were merged on the basis of similar long-term earnings development, comparable economic characteristics, similar product spectrums and technologies and partially redundant sales structures. Accordingly, the company is now divided into the Automotive/Systems and Car Styling Divisions. The previous year's figures were adjusted to improve comparability. A detailed description of the business activities of the different divisions can be found in section A. of the notes to the consolidated financial statements.

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 that 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 customary market conditions.

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 2010 and 2009, only three customer groups achieved more than 10% of the Group's entire sales. In total, the three main customers accounted for roughly 56% of total sales in 2010 (previous year: 55%). 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 at the Group level can be summarized as follows:

	External sales		Deferred tax assets		Obligations towards employees	
	2010	2009	2010	2009	Dec. 31, 2010	Dec. 31, 2009
Austria	29,471	32,838	10,794	9,261	1,913	1,774
Germany	513,436	404,356	5,835	4,390	22,633	22,322
Other EU	181,269	136,735	457	324	132	1,405
Rest of the world	45,894	33,118	0	0	201	160
Group	770,070	607,047	17,086	13,974	24,878	25,661

All information for the segments of the Group can be found in section 1 of the notes to the consolidated financial statements. Segment sales are reported based on the customer's location.

Sales are divided into the following categories:

in TEUR	2010	2009
Part sales and other sales	701,977	522,745
Tooling and development sales	68,093	84,302
Total	770,070	607,047

2. Other operating income

in TEUR	2010	2009
Earnings from the disposal and appreciation of fixed assets excluding financial assets	81	560
Income from release of provisions	8,935	7,442
Exchange rate gains	1,045	2,121
Other income	12,170	12,316
Total	22,231	22,439

3. Expenses for material and other services received

in TEUR	2010	2009
Material expenses	344,167	254,953
Expenses for services received	64,462	75,241
Total	408,629	330,194

4. Personnel expenses

in TEUR	2010	2009
Wages and salaries	160,259	143,995
Expenses for statutory social charges	34,925	35,114
Expenses for severance payments and pensions	4,754	5,302
Other personnel expenses	6,276	2,098
Total	206,215	186,509

Expenses for severance payments and pensions also include expenses for contribution-oriented plans.

The average number of employees was:

in TEUR	2010	2009
Workers	4,072	4,077
Employees	1,112	1,159
Total	5,184	5,236

On the balance sheet date as of December 31, 2010, the POLYTEC Group employed 5,019 employees (3,950 workers and 1,069 white-collar employees excluding leased personnel).

5. Other operating expenses

in TEUR	2010	2009
Leased staff	26,647	9,111
Maintenance	17,838	13,765
Transport	9,615	8,239
Rent buildings	15,310	15,183
Other rent and leases	4,821	5,327
IT and communication costs	3,330	3,366
Legal and consulting fees	4,041	2,903
Exchange rate losses	427	1,626
Other expenses	12,708	10,493
Other sales expenses	5,113	3,874
Other administration expenses	9,700	8,449
Risk provision and damaging	3,123	3,853
Non-income based taxes and charges	522	518
Losses from the disposal of fixed assets, excluding financial assets	63	380
Total	113,258	87,091

6. Impairments

Pursuant to IAS 36 impairment tests are to be carried out when there is an indication of impairment with regard to the company's assets. No impairment charges were required in 2010 following the impairment tests (previous year: TEUR 3,965). In the previous year, impairment charges mainly applied to production plants in Spain.

According to IFRS 3 (Business Combinations), the goodwill will not be subject to scheduled amortization from the beginning of the financial year 2005 but is subject to an annual impairment test.

Due to these impairment tests, no goodwill amortizations were required in 2010 as in the previous year.

7. Restructuring costs

In the previous year, restructuring costs related to personnel measures (TEUR 2,891), costs in connection with the closure of the site in Sweden (TEUR 1,845) as well as costs in connection with the disposal of the PEGUFORM GROUP (TEUR 3,085) which were not attributable to the results of discontinued operations.

8. Financial result

in TEUR	2010	2009
Income from associated companies	18	0
Interest income and income from securities	232	776
Write-off of financial assets	0	-45
Interest component of pension commitments	-1,240	-1,296
Other interest expenses	-6,308	-6,365
Impairment of securities held as current assets	0	-9,944
Income from the disposal of securities held as current assets	6,119	0
Other financial result	-315	-524
Total	-1,495	-17,397

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

In the previous year, the impairment of securities held as current assets related to shares that were classified as "available for sale". These were all sold in 2010.

9. Income taxes

in TEUR	2010	2009
Current income taxes	2,962	2,074
thereof non-periodic	57	-650
Changes in deferred income taxes	-2,823	1,722
thereof non-periodic	0	2,090
Total	140	3,796
thereof non-periodic	57	1,440

The income tax expense for the 2010 financial year amounting to TEUR 140 is lower by an amount of TEUR 6,291 compared to the calculated income tax revenue amounting to TEUR 6,431, which would result by applying a tax rate of 25% to the result prior to income taxes amounting to TEUR 25,725.

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

in TEUR	2010	2009
Earnings before tax	27,725	-47,633
thereof 25% calculated income tax expense	6,431	-11,908
Changes in value adjustments for deferred tax assets	-3,414	13,071
Permanent and other differences	-2,912	2,034
Differences from the discrepancy between the local and the consolidated tax rate	-23	-841
Income tax expense for the reporting period	83	2,356
Non-periodic income tax expense	57	1,440
Disclosed income tax expense	140	3,796

Deferred taxes were capitalized for one Group company although they suffered losses in 2010. On the basis of present planning statements, the Board of Directors assumes that the capitalized amounts can be realized in the foreseeable future.

10. Result from divisions “held for sale”

The result from divisions “held for sale” relates solely to the PEGUFORM GROUP, which was sold in the previous year and can be reported as follows:

in TEUR	2010	2009
Sales revenues	0	558,881
Total output	0	589,163
Cost of materials	0	-399,359
Personnel expenses	0	-121,953
Other operating expenses	0	-66,424
EBITDA	0	1,428
Amortization	0	0
Impairment as per IFRS 5	0	-47,651
EBIT	0	-46,223
Financial result	0	-6,148
Result before taxes	0	-52,371
Income taxes	0	1,895
Net loss for the year	0	-50,477
Gain on deconsolidation of the PEGUFORM GROUP	0	15,751
Share of the profits attributable to minority shareholders	0	-846
Less interest expenses netted off against interest waivers	0	-3,078
Result from divisions “held for sale”	0	-38,650

The interest waivers relating to interest expense incurred in the financial year 2009 of EUR 3.1 million are netted off against the matching interest expense. The remaining deconsolidation gain of EUR 12.7 million was allocated to the result from “held for sale” divisions, in addition to the current loss by the PEGUFORM GROUP in the first two quarters of 2009, and to the depreciation in the non-current assets “held for sale” on the anticipated loss on disposal before taking minority interests into account.

The result of the PEGUFORM GROUP in the first half of 2009 was calculated on the basis of the financial reporting for the compilation of the half-year 2009 financial statements and duly apportioned within the result from divisions “held for sale” between the current result and the gain on deconsolidation.

11. Intangible assets

The classification of the intangible assets and their development summarized in the consolidated balance sheet are shown in the summary of fixed assets (section 2 of the notes).

No intangible assets were mortgaged or pledged as a security for bank liabilities in 2010 as in 2009.

12. Goodwill

The goodwill is allocated to the following divisions:

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Car Styling	12,643	12,643
Automotive/Systems	0	119
Other	6,537	6,537
Total	19,180	19,300

13. Tangible assets

The classification of the tangible assets summarized in the consolidated balance sheet as well as their development is shown in the summary of fixed assets (section 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. 7) amounted to TEUR 34,920 as of December 31, 2010 (previous year: TEUR 35,079) and are due as follows:

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Within 1 year	10,423	11,599
Longer than 1 year and within 5 years	24,497	23,480
Longer than 5 years	0	0

Tangible assets include finance lease goods with a book value amounting to TEUR 4,791 (previous year: TEUR 13,957).

The finance lease results in leasing obligations towards third parties amounting to TEUR 5,379 (previous year: TEUR 15,038). The specified leasing obligations (present values including redemption for residual value) are due as follows:

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Within 1 year	3,029	10,136
Longer than 1 year and within 5 years	2,350	4,902
Longer than 5 years	0	0

The leasing payments (without redemption for residual value) corresponding to the present values amount to TEUR 4,590 (previous year: TEUR 14,730) and are due as follows:

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Within 1 year	2,581	9,509
Longer than 1 year and within 5 years	2,009	5,222
Longer than 5 years	0	0

In the 2010 financial year, no extraordinary amortizations on fixed assets were recognized (previous year: TEUR 3,965). No revaluations were made in 2010 as in the previous year.

For bank liabilities amounting to TEUR 30,953 (previous year: TEUR 34,662), tangible assets are pledged as security.

14. Loans

The Group has issued long-term loans to companies of the POLYTEC Immobilien Group (see also the explanations with regard to affiliated companies in E. 7). 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, 2010	Dec. 31, 2009
Carrying value	1,606	2,000
Cash flow of the following year	408	521
Cash flow in the years 2 to 5	1,349	1,562
Cash flow over more than 5 years	0	0

15. Deferred taxes

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

	Dec. 31, 2010	Dec. 31, 2009		
	Assets	Liabilities	Assets	Liabilities
Intangible assets	0	0	0	0
Tangible assets	-398	207	-975	265
Provisions for severance payments	435	0	360	-32
Provisions for pensions	1,338	0	465	0
Other provisions for personnel	485	0	314	0
Tax losses carried forward	8,844	0	10,866	0
Lease liabilities	1,276	0	1,947	0
Other provisions	1,607	0	2,785	0
Others	3,375	117	-1,854	48
Subtotal	16,962	324	13,907	281
Consolidation of debt	0	5,242	0	4,817
Elimination of inter-company profits	124	0	67	0
Capitalization/Provisions for deferred taxes	17,086	5,566	13,974	5,098

Deferred taxes on losses carried forward of TEUR 31,004 (previous year: TEUR 29,734) were not capitalized.

16. Inventory

The inventory is structured as follows:

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Raw materials and supplies	27,599	27,429
Unfinished goods	8,424	17,871
Work-in-progress	28,611	27,660
Advance payments received	-15,721	-23,526
Finished goods and merchandise	13,701	20,606
Advance payments made	4,527	2,932
Total	67,141	72,972

For bank liabilities amounting to TEUR 25,776 (previous year: TEUR 33,141), inventories are pledged as security.

17. Trade accounts receivable and other receivables

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Trade accounts receivable	61,046	54,976
thereof with a residual term > 1 year	1,139	3,616
thereof from affiliated companies	286	69
thereof from associated companies	4	2
Other receivables and assets	17,126	19,453
thereof with a residual term > 1 year	2,718	1,135
thereof from affiliated companies	0	0
thereof from associated companies	0	0
thereof from related companies	36	125
Income tax receivable	847	1,200
thereof with a residual term > 1 year	0	0
Prepayments and deferred charges	548	1,073
thereof with a residual term > 1 year	0	0
Total	79,567	76,702
thereof with a residual term > 1 year	3,857	4,751
thereof from affiliated companies	286	69
thereof from associated companies	4	2
thereof from related companies	36	125

Within the scope of global assignments, TEUR 32,302 (previous year: TEUR 42,739) of bank liabilities are secured by accounts receivable.

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

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Non payable	44,379	43,795
Due up to 60 days	10,536	8,464
Due up to 120 days	2,912	867
Due up to 360 days	3,066	1,208
Due longer than 360 days	153	642
Total	61,046	54,976

For the determination of the recoverability of the accounts receivable, not only the individual creditworthiness of the debtor, 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 accounts receivable	Other receivables
Balance as of January 1, 2010	3,176	78
Changes in consolidation	0	0
Use	-296	0
Release	-762	0
Allocation	350	0
Foreign exchange rate differences	26	16
Balance as of December 31, 2010	2,494	94

18. Securities held as current assets

In the previous year, the securities held as current assets consisted of shares of the Grammer AG held by the POLYTEC Holding AG.

19. Cash and cash equivalents

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Cash and cash equivalents (short term)	29,013	31,857

Restrictions concerning the amounts included in this position were not existent on the balance sheet date. TEUR 189 (previous year: TEUR 189) are pledged as a security for bank liabilities.

20. Financial assets

in TEUR	Amortized costs	Fair value without any impact on profit or loss	Fair value through profit or loss	Carrying amount as of Dec. 31, 2010	Market value as of Dec. 31, 2010
Loans and receivables					
Trade accounts receivable and other receivables	78,102	0	0	78,102	78,102
Loans	1,606	0	0	1,606	1,606
Investments in other companies	1,183	0	0	1,183	1,183
Cash and cash equivalents (short term)	29,013	0	0	29,013	29,013
	109,903	0	0	109,903	109,903
Held for trading					
Foreign exchange forward transactions	0	0	70	70	70
Interest rate derivatives	0	0	-645	-645	-645
	0	0	-575	-575	-575
Available for sale					
Securities held as current assets	0	0	0	0	0
	0	0	0	0	0
Total	109,903	0	-575	109,328	109,328

in TEUR	Amortized costs	Fair value without any impact on profit or loss	Fair value through profit or loss	Carrying amount as of Dec. 31, 2009	Market value as of Dec. 31, 2009
Loans and receivables					
Trade accounts receivable and other receivables	70,884	0	0	70,884	70,884
Loans	2,000	0	0	2,000	2,000
Investments in other companies	1,195	0	0	1,195	1,195
Cash and cash equivalents (short term)	31,857	0	0	31,857	31,857
	105,935	0	0	105,935	105,935
Held for trading					
Interest rate derivatives	0	0	-919	-919	-919
Available for sale					
Securities held as current assets	15,876	0	-9,944	5,932	5,932
Total	121,811	0	-10,863	110,948	110,948

Cash and cash equivalents, trade accounts receivable and other short-term financial assets have short-term maturity. Therefore, the carrying values of these assets are nearly similar to the fair value at the balance sheet date. The fair value of other long-term receivables and other long-term financial assets corresponds to the present value of the payments based on the actual market parameter.

Loans and receivables also include securities that are not listed. Therefore, allocation of the fair value of these assets was not reliable and so the carrying value was recognized at historic costs.

Financial assets measured at market value are allocated as follows to the three stages of the fair value hierarchy:

	thereof Stage 1 Dec. 31, 2010	thereof Stage 2 Dec. 31, 2010	thereof Stage 3 Dec. 31, 2010
Held for trading			
Foreign exchange forward transactions	0	70	0
Interest rate derivatives	0	-645	0
Available for sale			
Securities held as current assets	0	0	0
	0	-575	0

	thereof Stage 1 Dec. 31, 2009	thereof Stage 2 Dec. 31, 2009	thereof Stage 3 Dec. 31, 2009
Held for trading			
Interest rate derivatives	0	-919	0
Available for sale			
Securities held as current assets	5,932	0	0
	5,932	-919	0

These three stages distinguish fair values according to the significance of the factors included in the measurement and illustrate the extent to which observable market data are available in measuring the fair value.

The stages of the fair value hierarchy and their application to assets and liabilities can be described as follows:

Stage 1:

Listed market prices for identical assets or liabilities on active markets

Stage 2:

Information other than listed market prices, which is observable directly (e.g. prices) or indirectly (e.g. derived from prices).

Stage 3:

Information for assets and liabilities, which is not based on observable market data.

21. Consolidated shareholders' equity

The share capital of the POLYTEC Holding AG on the balance sheet date amounts to TEUR 22,330 (previous year: TEUR 22,330) 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.

According to a decision of the Annual General Meeting held on May 21, 2008, 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 EUR 11,164,792.00 by issuing new shares with a minimum issue price of EUR 1.00 each. New shares can be also issued excluding shareholders' subscription rights.

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 2006 financial year, which can be allocated to the capital increase. In the 2008 financial year, on the basis of Austrian law, capital reserves of TEUR 20,220 were liquidated in the individual financial statements of POLYTEC Holding AG to cover the loss for the year.

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

Information concerning 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 avoidance. The relation between the equity capital and the total capital can be summarized as follows:

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Total equity	87,336	61,483
Balance sheet total	308,512	332,081
Equity ratio	28.3%	18.5%

For POLYTEC, the term "capital management" means the control of the equity capital and the net financial liabilities (less financial assets), 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.

22. 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	2010	2009
Net income after non-controlling interests	TEUR	25,009	-90,506
Result from continuing operations after non-controlling interests	TEUR	25,009	-51,856
Weighted average number of ordinary shares issued	Shares	22,329,585	22,329,585
Average number of treasury shares	Shares	0	29,934
Average number of shares outstanding	Shares	22,329,585	22,299,651
Earnings per share	EUR/share	1.12	-4.06
Earnings per share from continuing operations	EUR/share	1.12	-2.33

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.

For the 2010 financial year, the Board of Directors of the POLYTEC Holding AG will propose to waive the payment of a dividend as in the previous year.

23. 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, 2010	Dec. 31, 2009
Liabilities due to banks	19,658	7,425
thereof with a residual term > 5 years	286	4,000
thereof with collateral securities	19,658	4,523
Other interest-bearing liabilities	198	262
thereof with a residual term > 5 years	0	0
Lease liabilities	2,350	4,902
thereof with a residual term > 5 years	0	0
Total	22,206	12,589

The substantial part of the liabilities towards credit institutes secured by property can be prematurely terminated by the financing banks, if the equity or the equity ratio of the Group fall below a predefined value or if the ratio net financial liabilities to EBITDA exceeds a defined value.

The agreed target ratios were fully achieved as of December 31, 2010.

The loan agreements finalized in the 2011 financial year do not contain any financial covenants.

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

	2010		2009	
	Proportion %	Average ordinary interest	Proportion %	Average ordinary interest
EUR	96.2	4.49	95.8	4.71
GBP	3.8	2.40	0.7	4.00
PLN	0.0	n/a	3.5	8.48

24. Obligations towards to employees

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

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Provision for severance payments	1,714	1,613
T.F.R. severance payment entitlements	0	1,365
Provision for pensions	21,464	21,211
Provision for jubilee payments	1,368	1,272
Other long-term provisions	333	201
Total	24,878	25,661

For further information about the development of the provisions for severance payments, pensions and long service bonus payments in the previous financial years please refer to section 3 of the notes to the consolidated financial statements.

25. Other long-term liabilities

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Long-term contingent liabilities and provisions	2,629	5,259
Government grants (residual terms > 1 year)	601	541
Total	3,231	5,800

26. Trade accounts payable

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Trade accounts payable	63,636	55,960
thereof due to associated companies	0	56
thereof due to affiliated companies	153	193
Advance payments received	1,929	3,682
Total	65,565	59,642

27. Short-term interest-bearing liabilities

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Liabilities due to banks	25,878	51,686
Loans from non-consolidated affiliated companies	0	115
Total	25,878	51,801

28. Short-term part of long-term loans

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Bank liabilities with a residual term < 1 year	6,175	35,140
Lease liabilities with a residual term < 1 year	3,029	10,136
Total	9,204	45,276

29. Liabilities from income taxes

The liabilities from income taxes primarily 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	2010	2009
Balance as of January 1 of the reporting year	2,202	2,466
Changes in consolidation	-180	-599
Exchange rate differences	2	-1
Use for tax payments	-1,063	-436
Release	-497	-36
Addition	2,457	808
Balance as of December 31 of the reporting year	2,922	2,202

30. Other short-term liabilities

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Provision for vacation	6,449	4,383
Other personnel expenses	5,899	5,934
Losses and risks	11,080	16,483
Other short-term provisions	15,291	14,084
Short-term provisions	38,719	40,884
Other tax liabilities	6,733	7,287
Social security liabilities	1,040	1,057
Other liabilities	14,283	11,740
Government grants with a residual term of < 1 year	382	491
Deferred charges	571	1,071
Total	61,728	62,530

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 section 4 of the notes to the consolidated financial statements.

31. Financial liabilities

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

in TEUR	Amortized costs	Fair value without impact on profit and loss	Fair value through profit and loss	Carrying value as of Dec. 31, 2010	Market value as of Dec. 31, 2010
Measured at amortized costs					
Long-term interest-bearing financial liabilities	19,856	0	0	19,856	19,856
Short-term interest-bearing financial liabilities	32,053	0	0	32,053	32,053
Trade accounts payable	65,565	0	0	65,565	65,565
Other short-term liabilities	13,636	0	0	13,636	13,636
Total	131,110	0	0	131,110	131,110
Not allocated according to IAS 39 (financial lease)					
Long-term interest bearing financial liabilities	2,349	0	0	2,349	2,349
Short-term interest bearing financial liabilities	3,029	0	0	3,029	3,029
	5,378	0	0	5,378	5,378
Total	136,488	0	0	136,488	136,488

in TEUR	Amortized costs	Fair value without impact on profit and loss	Fair value through profit and loss	Carrying value as of Dec. 31, 2009	Market value as of Dec. 31, 2009
Measured at amortized costs					
Long-term interest-bearing financial liabilities	7,687	0	0	7,687	7,687
Short-term interest-bearing financial liabilities	86,941	0	0	86,941	86,941
Trade accounts payable	59,642	0	0	59,642	59,642
Other short-term liabilities	12,953	0	0	12,953	12,953
	167,223	0	0	167,223	167,223
Not allocated according to IAS 39 (financial lease)					
Long-term interest bearing financial liabilities	4,902	0	0	4,902	4,902
Short-term interest bearing financial liabilities	10,136	0	0	10,136	10,136
	15,038	0	0	15,038	15,038
Total	182,262	0	0	182,262	182,262

Trade accounts payables and other liabilities have short-term maturity and, therefore, the carrying values are approximate to the fair value. The fair value of the interest-bearing liabilities and other financial liabilities were calculated with the present value of the payments related to the liabilities based on the actual market parameters.

E. Other information

1. Cash flow statement

The cash flow statement is represented with the help of the indirect method. The financial resource funds exclusively include the cash reserves and bank deposits. The income tax payments are shown separately in the cash flow from business activities.

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

in TEUR	2010	2009
Interest cash in	232	776
Interest cash out	-6,769	-6,681
Total	-6,537	-5,904

2. Events after the balance sheet date

Further events occurring after the balance sheet date, which are of significance for the evaluation on the balance sheet date, such as outstanding legal cases or claims for compensation and other obligations or impending losses, which would have to be posted 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 financial statements.

Towards the POLYTEC Immobilien Group, there is an existing obligation with regard to a leasing agreement amounting to TEUR 1,500 (previous year: TEUR 1,500). An amount of TEUR 542 (previous year: TEUR 684) was reported on the liabilities side in the present consolidated financial statements due to the closure of the site in Sweden.

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

3. Status of financing

In 2010, European automotive manufacturers posted sustained positive business development on foreign markets in Asia, Russia and the US, whereas the demand situation for European OEMs in their domestic market was still below that of the previous year, when demand had been supported by the various scrappage schemes. In 2010, a positive result after taxes of EUR 25.6 million (previous year: EUR -90.1 million) was achieved.

At Group level, the forecast is for a markedly positive EBIT and for the increased internal financing capability associated therewith in 2011. This positive earnings development is the result of the successful implementation of changes to the operating structure in the Group and the increasingly buoyant economy.

In the first two months of 2011, Group results were above budgeted figures.

On the balance sheet date, a substantial part of the Group's financing consisted of short-term credit lines. The company's principal creditor, the lending bank, has increased the previous financing commitments by some EUR 6.0 million and extended them until further notice in accordance with the resolution by the committee dated March 21, 2011.

5. Risk reporting

Within the scope of its business activities, the POLYTEC GROUP is subject to a variety of risks, which are directly related to corporate transactions. Risk management is an integral part of all business processes of POLYTEC. The comprehensive certifications required by a supplier of the automotive industry (e.g. TS ISO/16949:2002) already specify certain regulations, which are also monitored with the help of external audits. In line with the organizational structure of POLYTEC, risks are locally managed and monitored close to the market, especially within the scope of the current business processes. However, 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 which faces very strong competition and is also currently undergoing a consolidation process. Sales revenues are mainly dependent on the acquisition of new orders, which are usually placed two to three years prior to serial production. In the order acquisition phase, each supplier faces strong competition from its rivals to offer the best conditions. During serial production, the supplier is also dependent on the sales figures of the vehicle, for which the supplier provides the components; however, the supplier has no direct influence on the vehicle's business success. Furthermore, suppliers are permanently benchmarked by the OEMs even after the start of 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 represented by the fluctuation of raw material prices, which in the case of the POLYTEC GROUP as a plastic-processing company is mainly due to a sustainable change in oil price and refinery capacities. On the procurement side, this risk is countervailed with long-term delivery agreements and on the sales side, with material fluctuation clauses in the disclosed calculations, as far as these are enforceable towards the customers. To some extent, negotiations with regard to raw materials and bought-in parts take place directly between the company's

4. Other obligations and risks as well as off-balance sheet transactions

Individual companies of the POLYTEC GROUP concluded a factoring agreement for up to EUR 43 million with a German factoring company. Provided that the receivables are legally valid, the 'del credere risk' will be borne by the factoring company. Since the POLYTEC GROUP does not guarantee the recoverability of the receivables, the receivables are derecognized from the consolidated financial statements on the date they are sold to the factoring company in accordance with IAS 39.

customers and the suppliers. As far as prices are only agreed with the customer on an annual basis, changes in raw material prices are an important parameter for the annual negotiations of new prices. Furthermore, increased research and development expenses are aimed at using new raw materials (natural fibers).

Financial risks, their management and sensitivity

Credit risk: Due to the company's customer structure, with more than 90% of total turnover being generated with OEMs or with major system suppliers, POLYTEC is subject to the credit risk of the automotive industry. However, accounts receivable are critically monitored on a permanent basis, and the payment of accounts receivable in accordance with what has been agreed is guaranteed. In the 2010 financial year, approx. 56% (2009: 55%) of the turnover was achieved with the company's three major customers; this results in a certain accumulated credit risk, which has been assessed by the management as rather uncritical with regard to the potential non-payment of credits. Dependency on only a few customers is a basic characteristic of the automotive industry suppliers. 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, as the contractual partners are banks with very good creditworthiness.

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

	in TEUR	Dec. 31, 2010	Dec. 31, 2009
Loans and receivables		109,903	105,935
At fair value through profit and loss		0	0
Held for trading		70	0
Available for sale		0	5,932
Total		109,973	111,867

The analysis of the overdue but not impaired trade accounts receivables and of other accounts receivable as of December 31 of the reporting year can be presented as follows:

Dec. 31, 2010	Total	Not over-due and not impaired	Overdue but not impaired			
			up to 60 days	60–120 days	120–360 days	longer than 360 days
Trade accounts receivable	61,046	44,379	10,536	2,912	3,066	153
Other accounts receivable	18,521	16,843	348	93	1,103	134

Dec. 31, 2009	Total	Not over-due and not impaired	Overdue but not impaired			
			up to 60 days	60–120 days	120–360 days	longer than 360 days
Trade accounts receivable	54,976	43,795	8,464	867	1,208	642
Other accounts receivable	21,726	17,897	1,227	2,444	2	157

Liquidity risk: The Group ensures its liquidity by contractual agreements concerning certain credit lines and, if required, by retaining a cash reserve. This is controlled by the company's headquarters. The Group has installed a cash management system for all material 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 at the interest rate that applied as of the balance sheet date):

in TEUR	Carrying value as of Dec. 31, 2010	Total contractual cash flows	thereof up to 1 year	thereof over 1 but less than 5 years	thereof more than 5 years
Bank loans	36,884	40,528	19,582	20,442	504
Bank current accounts	15,042	15,580	15,580	0	0
Financial leases	5,378	5,903	3,311	2,592	0
Trade accounts payable	65,565	65,565	65,565	0	0
Other financial liabilities	13,636	13,636	13,636	0	0
Total	138,488	141,212	117,674	23,034	504

in TEUR	Carrying value as of Dec. 31, 2009	Total contractual cash flows	thereof up to 1 year	thereof over 1 but less than 5 years	thereof more than 5 years
Bank loans	56,648	62,188	31,212	26,810	4,167
Bank current accounts	37,808	38,404	38,404	0	0
Financial leases	15,038	15,822	9,673	6,149	0
Trade accounts payable	59,642	59,642	59,642	0	0
Other financial liabilities	13,125	13,125	13,125	0	0
Total	182,262	189,181	152,056	32,958	4,167

The bank current accounts 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 are normally prolonged on a 12 to 15 month basis so that the aforementioned 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. As the purchase of intermediate inputs is performed with the same currency as the sale of intermediate inputs, foreign exchange risks are hedged. The Group is subject to higher foreign exchange risks in those countries, where invoices are written in euro but intermediate inputs have to be purchased in the local currency. Such risks, for example, apply to Polish zloty. 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	Dec. 31, 2010		
	in euros	in foreign currency	Total
Investments	1,183	0	1,183
Receivables and other assets	66,537	11,565	78,102
Loans	1,606	0	1,606
Cash in bank	23,344	5,669	29,013
Interest rate derivatives	-575	0	-575
Securities held as current assets	0	0	0
Total	92,095	17,234	109,329

in TEUR	Dec. 31, 2010		
	in euros	in foreign currency	Total
Long-term interest-bearing financial liabilities	21,367	839	22,206
Short-term interest-bearing financial liabilities	32,978	2,104	35,082
Trade accounts payable	59,346	6,219	65,565
Other short-term liabilities	12,953	683	13,636
Total	126,644	9,845	136,489

in TEUR	Dec. 31, 2009		
	in euros	in foreign currency	Total
Investments	1,195	0	1,195
Receivables and other assets	62,951	7,934	70,884
Loans	2,000	0	2,000
Cash in bank	27,143	4,713	31,857
Interest rate derivatives	-919	0	-919
Securities held as current assets	5,932	0	5,932
Total	98,301	12,647	110,948

in TEUR	Dec. 31, 2009		
	in euros	in foreign currency	Total
Long-term interest-bearing financial liabilities	12,039	550	12,589
Short-term interest-bearing financial liabilities	95,803	1,941	97,744
Trade accounts payable	56,385	2,590	58,975
Other short-term liabilities	12,331	622	12,953
Total	176,558	5.704	182.262

The distribution structure shows that the risk the Group is subject to due to exchange rate fluctuations is very low since both financial assets held in foreign currency totaling 15.8% (previous year: 11.4%) and liabilities totaling 7.2% (previous year: 4.5%) account for only a minor part of the total volume. Furthermore, currency fluctuations would equally affect both assets and liabilities and therefore show compensatory effects.

A change in exchange rates of +/- 10% with regard to trade accounts payable and liabilities outside the Group would not have any significant impact on results and equity.

Interest rate change risk: The interest rate change risk is countervailed 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 are 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, 2010	Dec. 31, 2009
Liabilities to banks	51,711	94,455
thereof with fixed interest rate	5,828	11,701
thereof with variable interest rate	45,883	82,754
Finance leases	5,378	15,038
thereof with fixed interest rate	5,378	15,038
thereof with variable interest rate	0	0
Other interest-bearing liabilities	198	172
thereof with fixed interest rate	198	172
thereof with variable interest rate	0	0
Total	57,287	109,666
thereof with fixed interest rate	11,404	26,912
thereof with variable interest rate	45,883	82,754

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 approximately TEUR 460 (2009: TEUR 660).

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

in TEUR	2010	2009
Received payments	-460	-316
Valuation result	226	-275
Total	-234	-591

Stock price change risk: The listed securities held as current assets (shares) by the Group are subject to the risk of a change in the stock exchange price. In the previous year, an increase (decrease) in the stock exchange price of 10% would have resulted in an increase (decrease) in the equity capital by TEUR 593 without affecting profit

and loss, provided that no impairment charge affecting net income was recognized. As all securities were sold in the year under review, the Group was not subject to any risks related to a change in the stock exchange price in 2010.

6. Net income according to evaluation categories

Dec. 31, 2010 in TEUR	Interest	Value adjustments	Currency translation	Income from other securities	Income from other investments	Income from derivatives	Net income
Loans and receivables	-6,076	411	-8	0	18	0	5,655
Financial investments available for sale	0	0	0	6,119	0	0	6,119
Financial investments held-to-maturity	0	0	0	0	0	0	0
At fair value through profit and loss	0	0	0	0	0	-164	-164

Dec. 31, 2009 in TEUR	Interest	Value adjustments	Currency translation	Income from other securities	Income from other investments	Value adjustments – investments	Net income
Loans and receivables	-7,430	-395	495	0	0	-19	-7,350
Financial investments available for sale	0	-9,944	0	0	0	0	-9,944
Financial investments held-to-maturity	0	0	0	0	0	0	0
At fair value through profit and loss	0	0	0	-591	0	0	-591

7. Related parties

Related parties according to IAS 24 include the IMC Verwaltungsgesellschaft mbH, Hörsching and its affiliated companies in addition to the members of the Board of Directors and of the Supervisory Board. The sole owner and sole manager of the IMC Verwaltungsgesellschaft mbH is the Chairman of the Board of Directors of POLYTEC Holding AG, Mr. Friedrich Huemer.

The main shareholders of POLYTEC Holding AG encompass Huemer Invest GmbH (27%), PT Automotive Consulting GmbH (20%) and Delta Lloyd Asset Management NV (10%).

The POLYTEC GROUP has established business relationships with the following companies of the IMC Group in the 2010 financial year:

POLYTEC Immobilien Group

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

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, Hodenhagen and Wolmirstedt
6. POLYTEC Interior GmbH	Plants Nordhalben and Ebersdorf
7. POLYTEC Intex GmbH & Co. KG	Plant Waldbröl
8. Polytec Interior Polska Sp.z.o.o.	Plant Tomaszw Mazowiecki
9. Polytec Interior Zaragoza S.L.	Plant Zaragoza
10. POLYTEC Composites Germany GmbH & Co KG	Plants Gochsheim, Cornberg and Voerde
11. POLYTEC Composites Slovakia s.r.o.	Plant Sladkovicovo
12. POLYTEC Elastoform GmbH & Co KG	Plant Marchtrenk
13. POLYTEC THELEN GmbH	Plant Bochum

The rental expenses from the rental contracts amounted to approximately EUR 9.2 million in the 2010 financial year (previous year: EUR 9.2 million).

The rental contracts can be terminated by complying with a period of notice from six to twelve 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 27,839 as of December 31, 2010 (previous year: TEUR 35,709) and are due as follows:

in TEUR	Dec. 31, 2010	Dec. 31, 2009
Within 1 year	9,058	8,829
Longer than 1 year within 5 years	14,892	21,347
Over 5 years	3,889	5,534

For four properties, the POLYTEC GROUP was granted certain sales options by the lessor.

Loans were issued to a company 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 until December 31, 2018 at the latest. Further information can be found in section D. 14.

All transactions were carried out based on customary market rates. No provisions for doubtful debts and no expenses for doubtful or unrecoverable debts were recorded in 2010 in connection with transactions with affiliated parties.

Other business relationships

The POLYTEC GROUP has a work contract with the IMC Verwaltungsgesellschaft mbH, Hörsching concerning a member of the Board of Directors 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.

GLOBE AIR AG provided transport services to employees of the POLYTEC GROUP in the business year under review.

Not yet paid variable portions of salary affecting the 2010 business year are balanced in the short-term personnel provisions.

There are no stock-option plans or similar shareholding-based remuneration pursuant to IFRS 2.

Total expenses for the remunerations of the members of the Supervisory Board in the 2010 financial year amounted to TEUR 90 (previous year: TEUR 102).

There are no credits or advanced payments with regard to current or former members of the governing bodies of the company. No former members of the governing bodies of the company receive any kind of salary from the Group or from one of its affiliated companies.

8. Salaries of the Board of Directors

Total remuneration of the members of the Board of Directors in the year under review amounted to TEUR 2,021 (previous year: TEUR 1,948). TEUR 2,016 are to be attributed to short-term benefits. TEUR 5 refer to payments made after the termination of the working relationship. Of the reported figure, TEUR 0 (previous year: TEUR 32) were not spent by the company itself but by its affiliated companies.

The 2009 remuneration contain a one-off payment to a member of the Board of Directors amounting to TEUR 675, who left as a result of the restructuring of the POLYTEC GROUP.

In 2009, the Chairman of the Board of Directors waived 20% of his fixed salary, to which he was entitled, as a contribution to tackling the POLYTEC GROUP's difficult situation.

9. Expenses for the Group auditors

Expenses for the services provided by the Group auditors in 2010 are as follows:

in TEUR	2010	2009
Year-end audit	112	90
Other services	181	221
Total	293	311

10. Governing bodies of POLYTEC Holding AG

In the year under review, the members of the Board of Directors at the time of the preparation of the consolidated financial statements included:

Friedrich Huemer,

Wallern (Chairman of the Board of Directors)

Andreas Jagl,

Gröbming (until October 31, 2010)

Alfred Kollros,

St. Valentin

Eduard Schreiner,

Leonding (until August 31, 2010)

Peter Haidenek,

Velden a. W. (since February 1, 2011)

In the year under review, the members of the Supervisory Board at the time of the preparation of the consolidated financial statements included:

Fred Duswald,

Thalheim (Chairman)

Manfred Helmut Trauth,

Knittelsheim, Germany (Vice Chairman)

Robert Büchelhofer,

Starnberg, Germany

Viktoria Kickinger,

Vienna

Reinhard Schwendtbauer,

Leonding (since February 8, 2010)

Meinhard Lukas,

Linz (since February 8, 2010 until August 31, 2010)

Andreas Szigmund,

Linz (until February 8, 2010)

The Board of Directors of POLYTEC Holding AG approved the consolidated financial statements on April 5, 2011 and authorized its transmission to the Supervisory Board.

Hörsching, April 5, 2011

The Board of Directors

Friedrich Huemer m. p. Peter Haidenek m. p. Alfred Kollros m. p.

Annex 1

Reporting by business segment

in TEUR	Automotive/Systems		Car Styling	
	2010	2009 adjusted	2010	2009 adjusted
Net sales (not consolidated)	824,583	610,582	87,937	72,495
thereof:				
Internal sales own division	148,659	84,391	11,919	7,941
Internal sales other divisions	76	265	244	212
External sales	675,847	525,926	75,773	64,342
EBITDA	43,535	1,911	7,016	5,099
Depreciation and amortization	24,484	25,549	1,567	2,015
Impairments	0	3,965	0	0
thereof goodwill	0	0	0	0
Material earnings positions				
Income from reversal of provisions for liabilities	8,552	6,380	331	375
Deconsolidation gains	736	3,434	0	0
Operating profit (EBIT) before cost of restructuring	19,051	-27,602	5,449	3,084
Cost of restructuring	0	-3,926	0	0
Operating profit (EBIT) after cost of restructuring	19,051	-31,528	5,449	3,084
Financial expenses	-7,037	-5,364	-344	-437
Impairments	0	0	0	0
Other financial results	0	-64	0	0
Taxes on income	-349	2,659	-516	-530
Net profit of continued operations	11,664	-34,296	4,589	2,118
Operating assets	205,549	223,396	39,635	38,148
Operating liabilities	122,189	117,464	7,894	7,285
Capital employed	83,260	105,932	31,741	30,863
thereof:				
Deferred tax assets	6,404	5,605	436	384
Employee benefit obligations	22,920	23,846	1,399	1,219
Investments in continued operations	14,308	19,582	1,560	594
Book value of asset disposals and change in long-term provisions including deconsolidation gains	220	-4,542	-240	86

Information on geographic allocation

in TEUR	External sales		Deferred tax assets		Obligations towards employees	
	2010	2009	2010	2009	2010	2009
Austria	29,471	32,838	10,794	9,261	1,913	1,774
Germany	513,436	404,356	5,835	4,390	22,633	22,322
Other EU	181,269	136,735	457	324	132	1,405
Rest of the world	45,894	33,118	0	0	201	160
Group	770,070	607,047	17,086	13,974	24,878	25,661

		Other segments		Consolidation		Group
2010	2009 adjusted	2010	2009 adjusted	2010	2009 adjusted	
19,235	17,625	0	0	931,754		700,702
773	845	0	0	161,352		93,177
12	1	0	0	332		478
18,450	16,778	0	0	770,070		607,047
3,614	3,276	108	-65	54,272		10,221
1,002	1,107	0	0	27,053		28,671
0	0	0	0	0		3,965
0	0	0	0	0		0
51	687	0	0	8,935		7,442
0	0	0	0	736		3,434
2,612	2,168	108	-65	27,219		-22,415
0	-3,896	0	0	0		-7,822
2,612	-1,728	108	-65	27,219		-30,236
646	-2,678	-90	1,594	-6,826		-6,884
0	-9,944	0	0	0		-9,944
11,665	-759	-6,333	255	5,332		-568
710	-2,447	16	-3,478	-140		-3,796
15,632	-17,555	-6,300	-1,695	25,585		-51,429
17,939	15,874	-3,433	-391	259,689		277,028
6,631	5,972	-3,456	-564	133,257		130,158
11,308	9,902	24	173	126,333		146,870
10,294	8,789	-48	-804	17,086		13,974
751	621	-192	-25	24,878		25,661
834	392	0	0	16,702		20,569
-263	175	167	-183	-115		-4,464

Annex 2

Summary of fixed assets as of December 31, 2010

in TEUR	Balance as of Jan. 1, 2010	Changes in consolidation	Exchange rate differences	Additions	Disposals
I. Intangible assets					
1. Research and development costs	1,008	0	0	0	0
2. Rights	9,684	-95	48	781	1,214
3. Goodwill	45,627	-119	0	0	0
	56,319	-214	48	781	1,214
II. Tangible assets					
1. Land and buildings	12,827	-1,085	200	427	103
2. Technical equipment and machinery	228,794	-9,959	1,232	8,695	4,846
3. Other plant, fixtures, fittings and equipment	49,361	-1,079	517	4,574	2,214
4. Advance payments made and assets under construction	4,465	0	5	2,200	118
	295,446	-12,122	1,954	15,897	7,282
III. Financial assets					
1. Investments in affiliated companies	290	0	0	25	35
2. Investments in associated companies	1,031	0	0	0	0
3. Other investments	882	0	0	0	0
4. Loans	2,000	0	0	0	394
5. Securities held as fixed assets	2	-1	0	0	0
	4,205	-1	0	25	429
	355,971	-12,338	2,002	16,702	8,925

Summary of fixed assets as of December 31, 2009

in TEUR	Balance as of Jan. 1, 2009	Changes in consolidation	Exchange rate differences	Additions	Disposals
I. Intangible assets					
1. Research and development costs	9,878	-2,104	0	0	6,766
2. Rights	21,057	-11,291	59	550	1,063
3. Goodwill	45,627	0	0	0	0
4. Customer contracts	79,933	-79,933	0	0	0
	156,496	-93,328	59	550	7,829
II. Tangible assets					
1. Land and buildings	170,266	-159,439	309	797	95
2. Technical equipment and machinery	609,943	-418,135	4,978	17,048	9,871
3. Other plant, fixtures, fittings and equipment	69,710	-23,766	625	3,224	2,355
4. Advance payments made and assets under construction	37,386	-18,750	171	14,547	775
	887,304	-620,090	6,083	35,616	13,096
III. Financial assets					
1. Investments in affiliated companies	296	-41	0	35	0
2. Investments in associated companies	1,031	0	0	0	0
3. Investments in joint ventures	7,414	-7,759	0	345	0
4. Other investments	874	-5	0	13	0
5. Loans	2,483	0	0	0	483
6. Securities held as non-current assets	62	-60	0	0	0
	12,160	-7,865	0	393	483
	1,055,960	-721,283	6,142	36,560	21,409

Cost of acquisition or production		Depreciation of the fiscal year	thereof extraordinary	Accumulated depreciation	Net book value Dec. 31, 2010	Net book value Dec. 31, 2009
Transfers	Balance as of Dec. 31, 2010					
0	1,008	80	0	984	25	105
0	9,204	1,022	0	7,606	1,597	1,870
0	45,508	0	0	26,328	19,180	19,300
0	55,720	1,102	0	34,917	20,803	21,274
25	12,291	575	0	6,002	6,289	6,924
4,322	228,237	20,871	0	158,371	69,867	80,696
413	51,572	4,506	0	37,382	14,190	14,113
-4,760	1,793	0	0	23	1,770	4,442
0	293,893	25,951	0	201,778	92,115	106,176
0	280	0	0	0	280	290
0	1,031	0	0	1,000	31	31
0	882	0	0	10	872	872
0	1,606	0	0	0	1,606	2,000
0	1	0	0	0	1	2
0	3,800	0	0	1,010	2,789	3,195
0	353,412	27,053	0	237,706	115,707	130,645

Cost of acquisition or production		Depreciation of the fiscal year	thereof extraordinary	Accumulated depreciation	Net book value Dec. 31, 2009	Net book value Dec. 31, 2008
Transfers	Balance as of Dec. 31, 2009					
0	1,008	74	0	904	105	8,794
371	9,684	1,301	0	7,814	1,870	5,990
0	45,627	0	0	26,328	19,300	19,300
0	0	0	0	0	0	5,774
371	56,319	1,375	0	35,045	21,274	39,858
988	12,827	837	0	5,903	6,924	134,097
24,831	228,794	25,648	3,965	148,098	80,696	277,005
1,923	49,361	4,752	0	35,248	14,113	25,951
-28,113	4,465	23	0	23	4,442	37,386
-371	295,446	31,260	3,965	189,270	106,176	474,439
0	290	0	0	0	290	296
0	1,031	0	0	1,000	31	31
0	0	0	0	0	0	7,414
0	882	10	10	10	872	874
0	2,000	0	0	0	2,000	2,483
0	2	0	0	0	2	62
0	4,205	10	10	1,010	3,195	11,160
0	355,971	32,646	3,975	225,326	130,645	525,456

Annex 3

Changes in provisions for severance payments, pensions and jubilee payments in the financial years 2006–2010

in TEUR	2010	2009	2008	2007	2006
Present value of severance obligation (DBO) as of January 1	1,638	1,921	1,743	1,947	1,925
Service cost	120	129	124	162	179
Interest cost	87	99	91	87	80
Severance payments	-106	-329	-98	-179	-126
Realized actuarial profit/loss	167	-182	61	-275	-111
Present value of severance obligation (DBO) as of December 31	1,906	1,638	1,921	1,743	1,947
Unrealized actuarial profit/loss	-192	-25	-208	-147	-435
Provision for severance payments as of December 31	1,714	1,613	1,713	1,597	1,512
in TEUR	2010	2009	2008	2007	2006
Present value of pension obligation (DBO) as of January 1	20,355	21,459	20,653	7,148	6,588
Changes in consolidation	0	-2,244	2,306	13,752	0
Service cost	1,386	962	586	327	284
Interest cost	1,153	1,187	213	727	265
Pension payments	-927	-888	-1,217	-630	-169
Realized actuarial profit/loss	-432	-121	-1,082	-670	180
Present value of pension obligation (DBO) as of December 31	21,536	20,355	21,459	20,653	7,148
Unrealized actuarial profit/loss	-72	856	1,108	165	-619
Provision for pensions as of December 31	21,464	21,211	22,566	20,818	6,529
in TEUR	2010	2009	2008	2007	2006
Present value of performance orientated obligations	1,368	1,272	2,291	1,155	818
Realized actuarial profit/loss	0	0	0	0	0
Provision for jubilee payments	1,368	1,272	2,291	1,155	818

Annex 4

Consolidated chart of short-term provisions in the financial year 2010

in TEUR	Balance as of Jan. 1, 2010	Change in consolidation	Currency translation	Utilisation	Release	Addition	Balance as of Dec. 31, 2010
Provision for vacation	4,383	-339	3	3,220	349	5,971	6,449
Other short-term personnel expenses	5,934	-1,007	2	1,473	2,011	4,454	5,899
Provision for anticipated losses and risks	16,483	0	11	4,639	6,107	5,333	11,080
Other short-term provisions	14,084	0	45	6,616	2,828	10,606	15,291
	40,884	-1,346	61	15,947	11,295	26,363	38,719

Consolidated chart of short-term provisions in the financial year 2009

in TEUR	Balance as of Jan. 1, 2009	Change in consolidation	Currency translation	Utilisation	Release	Addition	Balance as of Dec. 31, 2009
Provision for vacation	9,163	-2,952	33	5,486	0	3,625	4,383
Other short-term personnel expenses	31,859	-21,877	14	3,148	2,942	2,029	5,934
Provision for anticipated losses and risks	33,752	-8,188	44	11,282	2,808	4,964	16,483
Other short-term provisions	59,540	-43,837	8	9,660	1,692	9,725	14,084
	134,314	-76,854	99	29,576	7,442	20,342	40,884

Annex 5**Schedule of Group investments as of December 31, 2010**

Company	Location	Country	Parent company	Direct and indirect share %	Type of consolidation ¹⁾
POLYTEC Invest GmbH	Geretsried	GER	POLYTEC Holding AG	100,0	KV
PF Beteiligungs GmbH	Hörsching	AUT	POLYTEC Holding AG	100,0	KO
Car Styling Division					
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	24,0	KOE
Automotive/Systems Division					
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 ²⁾	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
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.	Rosslyn	SAF	Polytec Holding Deutschland GmbH	100,0	KV
PDN Real Estate GmbH	Bötzingen	GER	Polytec Holding Deutschland GmbH	100,0	KO
PT Beteiligungs GmbH	Hörsching	AUT	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 ²⁾	Gochsheim	GER	POLYTEC Composites Beteiligungs GmbH	100,0	KV
POLYTEC Compounds GmbH & Co. KG ²⁾	Gochsheim	GER	POLYTEC Composites Beteiligungs GmbH	100,0	KV
POLYTEC Compounds GmbH	Gochsheim	GER	POLYTEC Composites Beteiligungs GmbH	100,0	KO
POLYTEC Industrielackierungen GmbH & Co. KG ²⁾	Rastatt	GER	POLYTEC Composites Beteiligungs GmbH	100,0	KV
POLYTEC Industrielackierungen GmbH	Rastatt	GER	POLYTEC Composites Beteiligungs GmbH	100,0	KO
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
Polytec Composites Bohemia s.r.o.	Chodová Planá	CZE	PT Beteiligungs GmbH	100,0	KV
POLYTEC Composites Weiden GmbH	Weiden	GER	POLYTEC Composites Beteiligungs GmbH	100,0	KV
INAPAL PLASTICOS, S.A.	Leca do Balio	POR	POLYTEC Composites Germany GmbH & Co KG	2,0	KOE
Ljungby Komposit AB	Ljungby	SWE	PT Beteiligungs GmbH	25,0	KOE
Industrial Division					
POLYTEC Industrial Plastics GmbH	Bochum	GER	POLYTEC Holding AG	70,0	KV
POLYTEC Elastoform GmbH & Co KG	Marchtrenk	AUT	POLYTEC Industrial Plastics GmbH	70,0	KV
POLYTEC EMC Engineering GmbH & Co KG	Marchtrenk	AUT	POLYTEC Industrial Plastics GmbH	70,0	KV
POLYTEC EMC Engineering GmbH	Hörsching	AUT	POLYTEC Industrial Plastics GmbH	70,0	KO
POLYTEC THELEN GmbH	Bochum	GER	POLYTEC Industrial Plastics GmbH	70,0	KV

¹⁾ KV = fully consolidated

KE = consolidated at equity

KO = not consolidated due to subordinated importance

KOE = no valuation at equity due to subordinated importance

²⁾ According to Section 264 b of the German Commercial Code these companies are relieved from the duty of reporting, auditing and publishing annual financial statements and a management report in accordance with the applicable regulations for capital companies.

Statement of all legal representatives

according to section 82 para 4 pt. 3 Austrian Stock Corporation Act

We confirm to the best of our knowledge that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the group as required by the applicable accounting standards and that the group management report gives a true and fair view of the development and performance of the business and the position of the group, together with a description of the principal risks and uncertainties the group faces.

We confirm to the best of our knowledge that the separate financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the parent company as required by the applicable accounting standards and that the management report gives a true and fair view of the development and performance of the business and the position of the company, together with a description of the principal risks and uncertainties the company faces.

Hörsching, April 5, 2011

The Board of Directors

Friedrich Huemer m. p.

Peter Haidenek m. p.

Alfred Kollros m. p.

Auditors' report

Report on the consolidated financial statements

We have audited the accompanying consolidated financial statements of Polytec Holding AG, Hörsching, for the fiscal year from January 1, 2010 to December 31, 2010. These consolidated financial statements comprise the consolidated statement of financial position as of December 31, 2010, the consolidated income statement, the consolidated statement of cash flows, the consolidated statement of comprehensive income and the consolidated statement of changes in equity for the fiscal year ended December 31, 2010, and a summary of significant accounting policies and other explanatory notes.

Management's responsibility for the consolidated financial statements and for the accounting system

The Company's management is responsible for the group accounting system and 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 consolidated 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.

Auditors' responsibility and description of type and scope of the statutory audit

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, as well as in accordance with International Standards on Auditing (ISAs) issued by the International Auditing and Assurance Standards Board (IAASB) of the International Federation of Accountants (IFAC).

Those standards require that we comply with professional guidelines and that we plan and perform the audit to obtain reasonable assurance as to 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 auditors' 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 Group'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 Group'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. In our opinion, which is based on the results of our audit, the consolidated financial statements comply with legal requirements and give a true and fair view of the financial position of the Group as of December 31, 2010 and of its financial performance and its cash flows for the fiscal year from January 1, 2010 to December 31, 2010 in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU.

Without qualifying our opinion, we draw attention to the notes to the consolidated financial statements (section E.3) and the Group Management Report (section 2) for further information about the status of financing. The company's principal creditor, the lending bank, has increased the previous financing commitments by some EUR 6.0 million and extended the short-term lines of credit until further notice in accordance with a board resolution dated March 21, 2011. The next board resolution for the prolongation of credit facilities is planned for June 2012.

Comments on the consolidated Management Report for the Group

Pursuant to statutory provisions, the consolidated Management Report for the Group is to be audited as to whether it is consistent with the consolidated financial statements and as to whether the other disclosures are not misleading with respect to the Company's position. The auditors' report also has to contain a statement as to whether the consolidated Management Report for the Group is consistent with the consolidated financial statements and whether the disclosures pursuant to Section 243a UGB (Austrian Commercial Code) are appropriate.

In our opinion, the consolidated Management Report for the Group is consistent with the consolidated financial statements. The disclosures pursuant to Section 243a UGB (Austrian Commercial Code) are appropriate.

Leonding, April 5, 2011

Deloitte Oberösterreich Wirtschaftsprüfungs GmbH

Nikolaus Schaffer m. p.
Certified Public Accountant

Ulrich Dollinger m. p.
Certified Public Accountant

Financial Statements 2010 of POLYTEC Holding AG

LAGEBERICHT der POLYTEC Holding AG für das GESCHÄFTSJAHR 2010

1. GESCHÄFTSVERLAUF UND WIRTSCHAFTLICHE LAGE

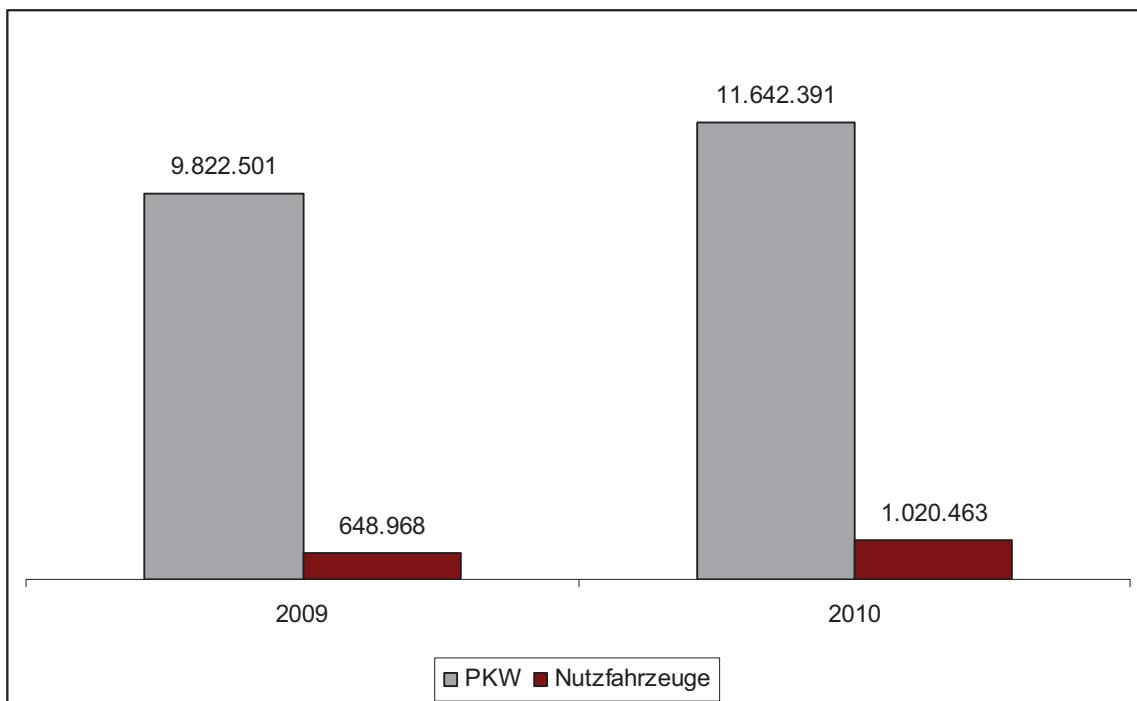
WIRTSCHAFTLICHE ENTWICKLUNG

Die Weltwirtschaft hat sich 2010 wieder aus der tiefen Rezession gelöst, das Tempo der Erholung fiel in den einzelnen Regionen allerdings unterschiedlich aus. Wachstumsmotor der Weltwirtschaft war zweifellos die Entwicklung in den Volkswirtschaften der Schwellenländer China, Indien und Brasilien, in denen nach wie vor ein hoher Bedarf an Investitionsgütern besteht. Die Wirtschaft der USA wuchs 2010 laut Prognose des Internationalen Währungsfonds (IWF) vom Jänner 2011 real um 3,0%. Im Euroraum und in der EU betrug das reale Wirtschaftswachstum nach IWF-Prognose jeweils 1,8%. Die wirtschaftliche Lage in Europa hat sich also stabilisiert. Die hohen Staatsdefizite und die anstehenden Maßnahmen zur Konsolidierung, die mäßige Investitionsdynamik, der Reformbedarf im Finanzsektor und die gesamtwirtschaftlichen Ungleichgewichte im Euroraum wirken sich jedoch weiterhin belastend auf die Konjunkturentwicklung aus. Auch die österreichische Wirtschaft schwenkte 2010 wieder auf einen Wachstumskurs ein. Die Wirtschaftsleistung stieg real voraussichtlich um 2,0% (WIFO). Getragen wurde die Erholung primär von den Warenexporten. Zudem entwickelte sich der private Konsum stabil.

Automobilindustrie fährt mit hohem Tempo aus der Krise – Zeichen stehen wieder auf Wachstum

Nach Nachfrage- und Absatzeinbrüchen sowie Insolvenzen von Autozulieferbetrieben im Folge der Finanz- und Wirtschaftskrise hat der Automobilsektor weltweit wieder deutlich an Fahrt gewonnen und das Jahr 2010 wesentlich besser abgeschlossen als noch zu Beginn des abgelaufenen Geschäftsjahres erwartet. Die Verkaufszahlen zeigten im Laufe des Jahres 2010 vor

dem Hintergrund der gesamtkonjunkturellen Erholung weltweit wieder deutlich nach oben. Vor allem die BRIC-Märkte (Brasilien, Russland, Indien und China) warteten mit deutlich gestiegenen Absatzzahlen auf. So wurde der Absatz im letzten Jahr allein in China mit 11,3 Mio. verkauften Fahrzeugen gegenüber dem Vorjahr um 34% gesteigert und damit seit 2008 verdoppelt. Zudem ist auch in den USA nach drastischen Markteinbrüchen eine deutliche Erholung der Branche zu beobachten.



Grafik: Weltautomobilproduktion der deutschen OEM (Quelle: VDA; Daten für 2010 vorläufig)

Deutsche Premium-Hersteller wie die Daimler Gruppe, die BMW Gruppe oder die Volkswagen Gruppe – durchwegs langjährige Kunden der POLYTEC GROUP – konnten sich in diesem Umfeld besonders gut behaupten. Und auch das Geschäftsjahr 2011 begann für die deutschen Top-Hersteller sehr positiv: So lieferte BMW im Jänner 2011 mit rd. 105.000 Automobilen um 28% mehr Fahrzeuge aus als im Vergleichszeitraum des Vorjahres. Auch wenn auf dem weitgehend gesättigten europäischen Absatzmarkt für 2011 weiterhin von relativ geringen Wachstumsraten auszugehen ist, hat die Automobilindustrie ihren Status als wesentliche Säule des globalen Wirtschaftskreislaufes eindrucksvoll unter Beweis gestellt.

Ausblick 2011

Das internationale Pkw-Geschäft setzt auch zu Beginn 2011 den Erholungstrend des vergangenen Jahres fort. Auf den wichtigen Auslandsmärkten konnte der Absatz von Neuwagen bereits im ersten Monat des aktuellen Geschäftsjahres gesteigert werden. Getragen wurde dieser Erholungstrend von jenen Märkten, die auch im Vorjahr als Motoren der weltweiten Automobilindustrie wirkten. Die BRIC-Staaten (Brasilien, Russland, Indien und China) erweisen sich weiterhin als besonders dynamische Absatzmärkte.

Für das Geschäftsjahr 2011 rechnet der deutsche Verband der Automobilindustrie (VDA) mit einer weiteren Zunahme der Neuzulassungen im Inlandsmarkt um über 6%. Auch bei den Exporten zeigt sich der VDA optimistisch: Für das aktuelle Geschäftsjahr rechnet der Verband mit einer weiteren Zunahme auf 4,4 Mio. Einheiten (2010: 4,2 Mio.)

Die für die Zulieferindustrie auch in der Vergangenheit bestimmenden Faktoren – insbesondere die Rohstoffpreisentwicklung und der anhaltende Preisdruck der OEM – bleiben auch weiterhin die zentralen Größen für die Entwicklung und Ertragslage des Konzerns.

GESCHÄFTSENTWICKLUNG UND LAGE DES KONZERNS

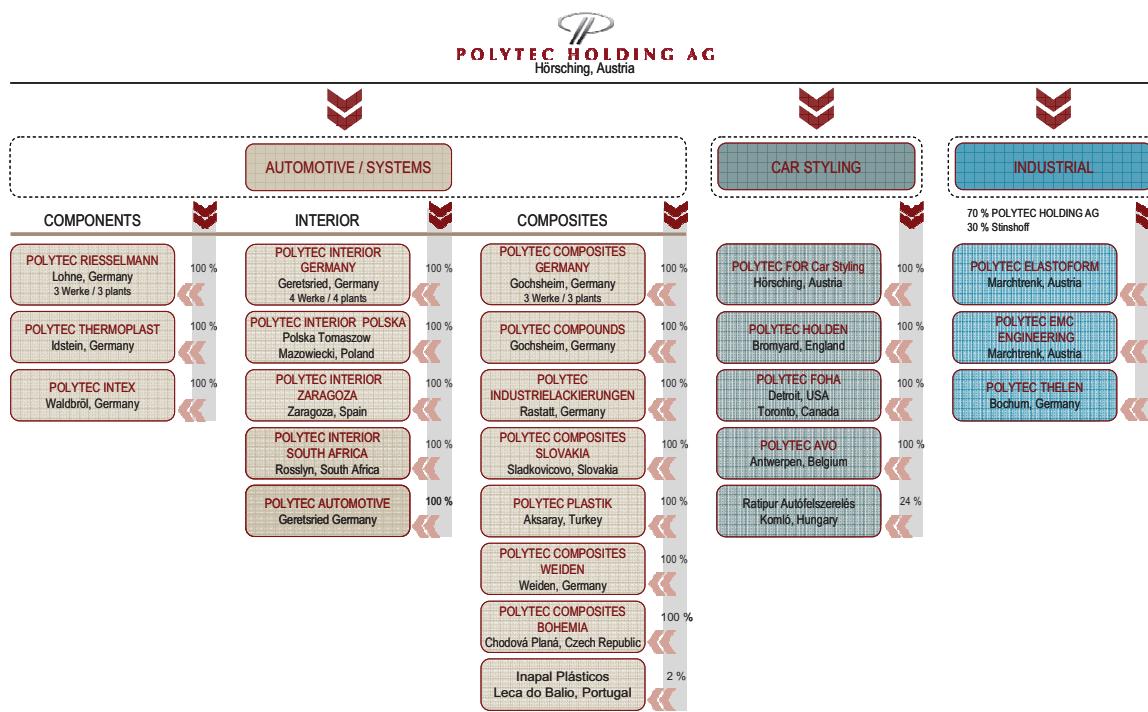
ALLGEMEINE ANGABEN

Änderung der Segmentberichterstattung

Aufgrund der Erfahrungen der letzten Jahre mit der zum Zeitpunkt des Börsenganges definierten Segmentstruktur, die nicht mehr der aktuellen Organisationsstruktur (geänderte operative Verantwortungen) und dem internen Berichtswesen entspricht, hat sich der Vorstand im Einklang mit IFRS 8 dazu entschlossen, die Segmentstruktur an die geänderten Entscheidungswege des Konzerns anzupassen. Deshalb wurden die Geschäftssegmente Automotive Systems und Automotive

Composites zu einem Segment zusammengefasst. Dieser Zusammenlegung ist vonseiten des Managements folgender Sachverhalt zugrunde gelegt worden, der eine einheitliche Betrachtung rechtfertigt:

- Vergleichbare wirtschaftliche Merkmale beider Segmente
- Ähnliches Produkt- und Kundenspektrum
- Belieferung der europäischen Automobilindustrie durch beide Segmente
- Teilweise deckungsgleiche Vertriebsstrukturen



Die in diesem Lagebericht angegebenen Zahlen zu den Vorjahresperioden 2009 und 2008 wurden zur besseren Vergleichbarkeit angepasst.

Abgabe PEGUFORM 2009

Die zwischen der POLYTEC GROUP und den Banken getroffene und im Zuge einer außerordentlichen Hauptversammlung am 26. Juni 2009 einstimmig beschlossene Restrukturierungsvereinbarung sah unter anderem vor, dass die im Geschäftsjahr 2008 erworbene PEGUFORM GROUP mit Ausnahme jener beiden Standorte (Weiden und Chodova Plana), die dem Kompetenzbereich Composites zuzurechnen sind, abzugeben ist. Somit ist die PEGUFORM GROUP, mit Ausnahme dieser

beiden oben genannten Standorte, gemäß IFRS 5 als „Zur Veräußerung gehalten“ zu klassifizieren und aus der Automotive Systems Division auszugliedern.

Alle im folgenden Text angegebenen Werte des Geschäftsjahres 2009 sind in diesem Sinn bereinigt um die per 1. Juli 2009 entkonsolidierten Gesellschaften der PEGUFORM GROUP, deren Ergebnisbeitrag als Ergebnis aus aufgegebenen Geschäftsbereichen ausgewiesen wird.

Für eine bessere Einschätzung und Beurteilung der jeweiligen Ergebnisentwicklung wurden die entsprechenden Darstellungen 2008 um die Akquisition bereinigt dargestellt.

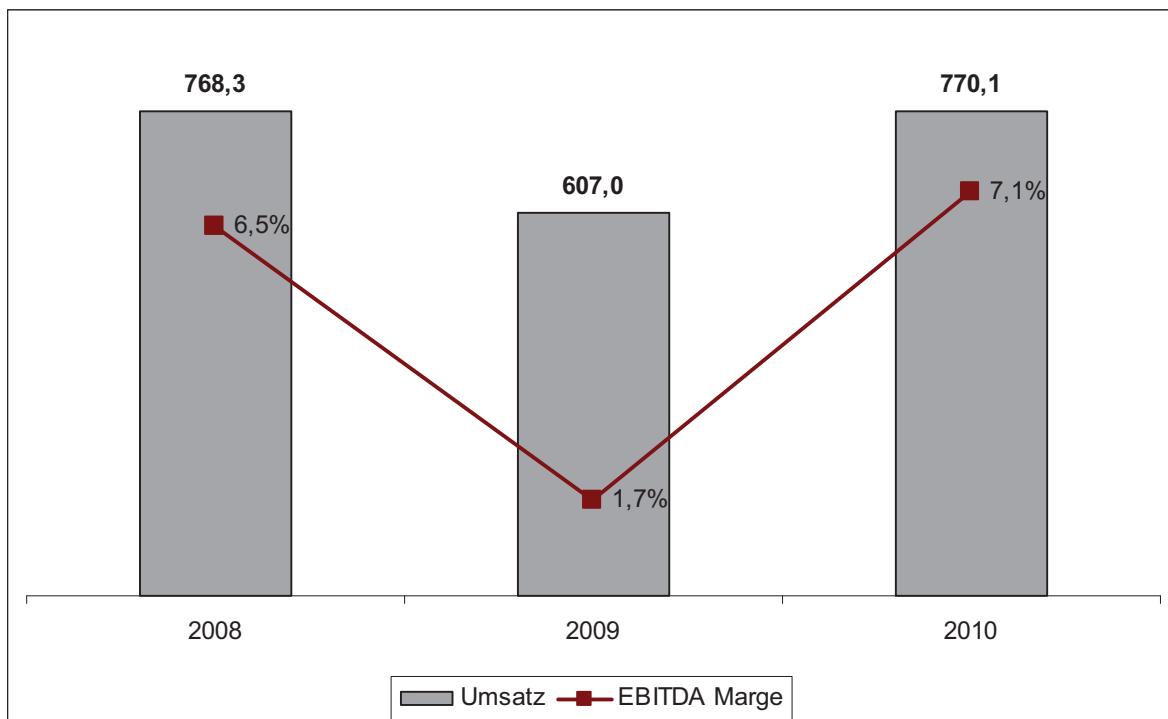
GESCHÄFTSENTWICKLUNG DES KONZERNS

Auf Grundlage der weltweiten Erholung des Automobilgeschäfts im Geschäftsjahr 2010 konnte die POLYTEC GROUP eine wesentliche Steigerung ihres Konzernumsatzes erzielen. Die für den Konzern wesentlichen Absatzmärkte entwickelten sich dabei unterschiedlich. In Summe konnte ein deutlicher Umsatzanstieg von 26,9 % oder EUR 163,1 Mio auf EUR 770,1 Mio erreicht werden.

Das Konzernergebnis konnte im Vergleich zur Umsatzausweitung überproportional gesteigert werden. So wurde das EBITDA 2010 auf EUR 54,3 Mio. mehr als verfünfach. In Relation zum Umsatz ergibt sich daraus eine EBITDA Marge von 7,1%.

Kennzahlen zur Ertragslage der Gruppe	Einheit	2010	2009	2008 vergleichbar
Umsatz	EUR Mio.	770,1	607,0	768,3
EBITDA	EUR Mio.	54,3	10,2	50,2
EBITDA-Marge (EBITDA/ Umsatz)	%	7,0	1,7	6,5
EBIT vor Restrukturierungskosten	EUR Mio.	27,2	-22,4	13,9
EBIT nach Restrukturierungskosten	EUR Mio.	27,2	-30,2	13,9

EBIT-Marge (EBIT / Umsatz)	%	3,5	-5,0	1,8
Net Profit aus fortgeführten Aktivitäten	EUR Mio.	25,6	-51,4	9,8
Net Profit-Marge (Ergebnis nach Steuern / Umsatz)	%	3,3	-8,5	1,3
Ergebnis je Aktie	EUR	1,12	-2,33	0,42
Durchschnittliches Capital Employed	EUR Mio.	136,6	336,7	n/a
ROCE vor Steuern (EBIT / Capital Employed)	%	19,9	-9,0	n/a



Umsatz und EBITDA-Marge 2008/2010 (in EUR Mio./%)

Die Veräußerung der italienischen Tochtergesellschaft POLYTEC Composites Italia Srl führte zu einem Entkonsolidierungserfolg von EUR 0,7 Mio., der im EBITDA berücksichtigt ist. Die erfreuliche Ergebnisentwicklung ist - neben den deutlich gestiegenen Produktionsmengen - auch auf die konsequente Umsetzung von Struktur- und Vertriebsmaßnahmen im gesamten Konzern zurückzuführen. Eine entsprechende Ergebnisdiskussion erfolgt im Rahmen der Segmentbeschreibung.

Der Entwicklung des EBITDA folgend, erhöhte sich auch das EBIT von EUR - 30,2 Mio. auf EUR 27,2 Mio. Es enthält im abgelaufenen Geschäftsjahr keine wesentlichen Sondereffekte. Der Rückgang der Abschreibungen von rund 6% ist auf

die reduzierte Investitionstätigkeit in das Anlagevermögen zurückzuführen, da vor allem für das laufende Geschäftsjahr keine wesentlichen Produktionsanläufe vorgesehen sind.

Das Finanzergebnis von EUR – 1,5 Mio. berücksichtigt einen positiven Effekt in Höhe von EUR 6,1 Mio. aus der Veräußerung des 10% Anteils an der Grammer AG zum Ende des dritten Quartals 2010.

In Summe führten sowohl die rasche Erholung der Automobilindustrie, welche klar über den Erwartungen des Managements zu Jahresbeginn 2010 lag, als auch die konzernseitig umgesetzten Maßnahmen zu einem Konzernergebnis von EUR 25,6 Mio. Dies entspricht einem Ergebnis je Aktie von EUR 1,12.

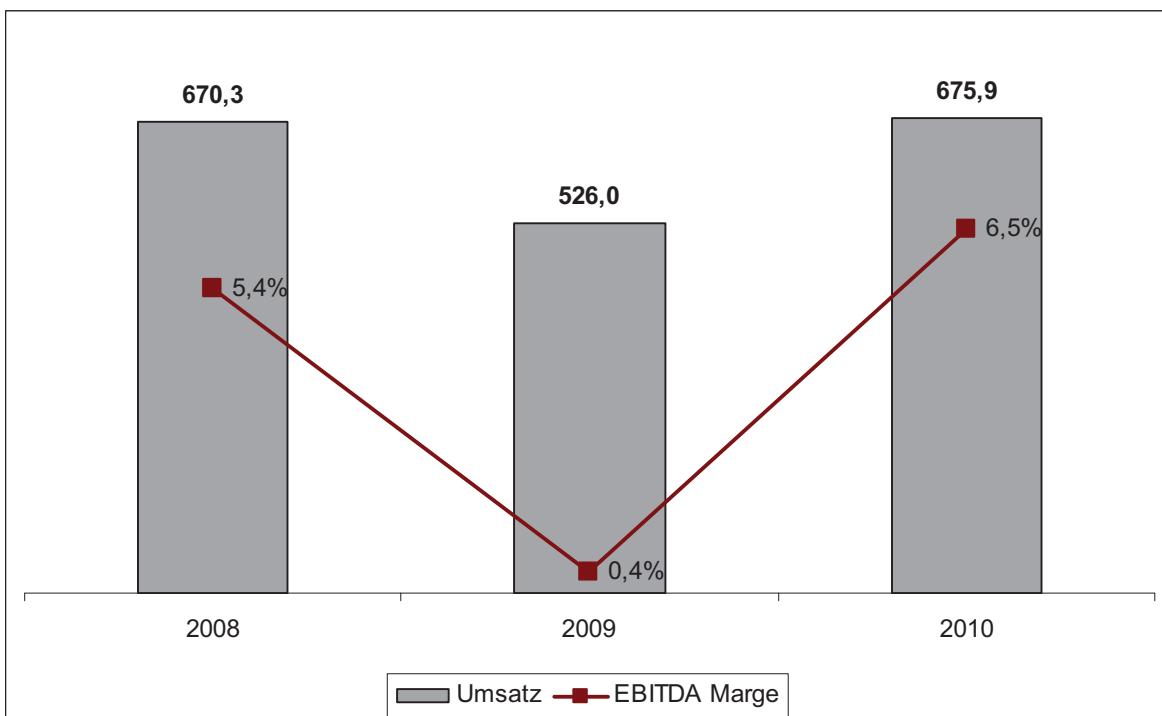
Automotive Systems Division

	Einheit	2010	2009	2008 vergleichbar
Umsatz	EUR Mio.	675,8	525,9	670,3
Anteil am Konzernumsatz	%	87,8	86,6	87,3
EBITDA	EUR Mio.	43,5	1,9	36,2
EBITDA-Marge (EBITDA / Umsatz)	%	6,4	0,4	5,4
EBIT vor Restrukturierungskosten		19,1	-27,6	3,1
EBIT nach Restrukturierungskosten	EUR Mio.	19,1	-31,5	3,1
EBIT-Marge (EBIT / Umsatz)	%	2,8	-6,0	0,4
Net Profit	EUR Mio.	11,7	-34,3	-9,7
Net Profit-Marge (Ergebnis nach Steuern / Umsatz)	%	1,7	-6,5	-1,4
Durchschnittliches Capital Employed	EUR Mio.	95,1	293,2	n/a

Die Automotive Systems Division, die gemäß der eingangs beschriebenen Änderung im Segmentreporting nunmehr das gesamte Seriengeschäft des Konzerns umfasst, konnte im abgelaufenen Geschäftsjahr 2010 eine deutliche Umsatzsteigerung erzielen. Der Umsatz der Division erhöhte sich um 28,5% auf EUR 675,8 Mio. Dieser Umsatzanstieg ist auf die positive Entwicklung in allen durch die Division belieferten Fahrzeugsegmenten zurückzuführen. Die hohe Dynamik der deutschen OEM war

dabei getragen durch hohe Absatzzahlen in den Wachstumsmärkten der BRIC Staaten, gefolgt von den USA.

Vor allem beim Teileumsatz ist ein signifikanter Anstieg von 35,5% auf EUR 614,1 Mio. erreicht worden. Der Werkzeugumsatz reduzierte sich um 14,3% auf EUR 62,0 Mio.



Umsatz und EBITDA-Marge 2008/2010 (in EUR Mio./%)

Das EBITDA der Division konnte im Jahresverlauf 2010 kontinuierlich gesteigert werden und erreichte zum Jahresende einen Wert von EUR 43,5 Mio. In diesem Ergebnis zu ist auch der Entkonsolidierungserfolg von EUR 0,7 Mio. EUR der POLYTEC Composites Italia S.r.l. nach ihrer Veräußerung zum 31. Dezember 2010 berücksichtigen.

Das EBIT der Division beträgt im Geschäftsjahr 2010 EUR 19,1 Mio. nach einem negativen Wert von EUR -31,5 Mio. im Vorjahr. Ein Sonderaufwand für Restrukturierung fiel im Jahr 2010 nicht mehr an.

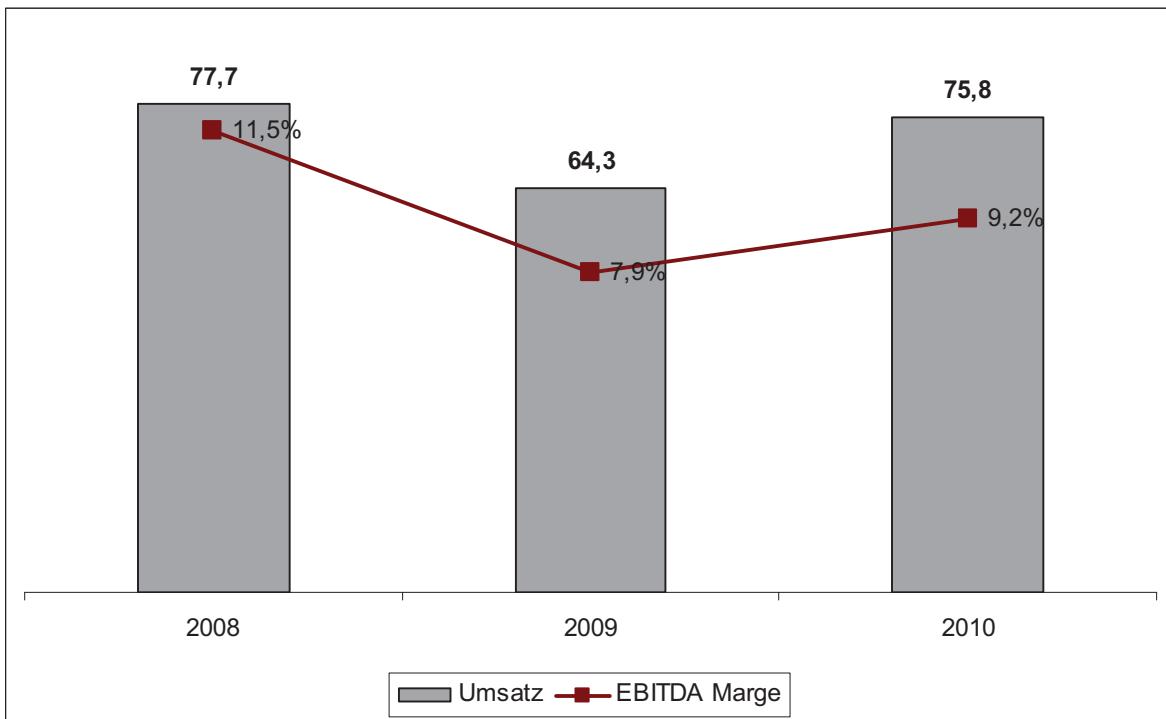
Belastend auf die Ergebnisentwicklung wirkte sich im Geschäftsjahr 2010 die nicht zufriedenstellende Situation der Standorte Zaragoza (E) und Waldbröl (D) aus. Diese – zu Beginn des Jahres noch mit klar negativen Ergebnissen operierenden – Einheiten zeigten im Lauf des Geschäftsjahres dank eines umfangreichen Maßnahmenpaketes zwar einen positiven Trend. Sie blieben aber auf Jahressicht mit einem negativen EBIT von rund EUR -11 Mio. weiterhin in der Verlustzone und belasteten damit das Betriebsergebnis der Division insgesamt.

Car Styling Division

	Einheit	2010	2009	2008
Umsatz	EUR Mio.	75,8	64,3	77,7
Anteil am Konzernumsatz	%	9,8	10,6	10,1
EBITDA	EUR Mio.	7,0	5,1	8,9
EBITDA-Marge (EBITDA / Umsatz)	%	9,3	7,9	11,4
EBIT	EUR Mio.	5,4	3,1	6,8
EBIT-Marge (EBIT / Umsatz)	%	7,2	4,8	8,7
Net Profit	EUR Mio.	4,6	2,1	4,4
Net Profit-Marge (Ergebnis nach Steuern / Umsatz)	%	6,1	3,3	5,7
Capital Employed	EUR Mio.	31,7	33,0	34,7

Auch im Zubehörbereich konnte die POLYTEC GROUP mit ihrer Car Styling Division eine durchaus erfreuliche Entwicklung verzeichnen. Neben einem deutlichen Umsatzwachstum von 17,8% auf EUR 75,8 Mio. wurde auch in dieser Division eine signifikante Verbesserung der Ertragslage erreicht: Das EBITDA erhöhte sich im Geschäftsjahr 2010 um 37,6% auf EUR 7,0 Mio.

Neben dem Kerngeschäft – der Entwicklung und Produktion von „Original-Zubehörteilen“ – wird von der Division auch der Markt des Kleinseriengeschäfts mit ersten Erfolgen erschlossen.



Umsatz und EBITDA-Marge 2008/2010 (in EUR Mio./%)

Sonstige Geschäftsbereiche

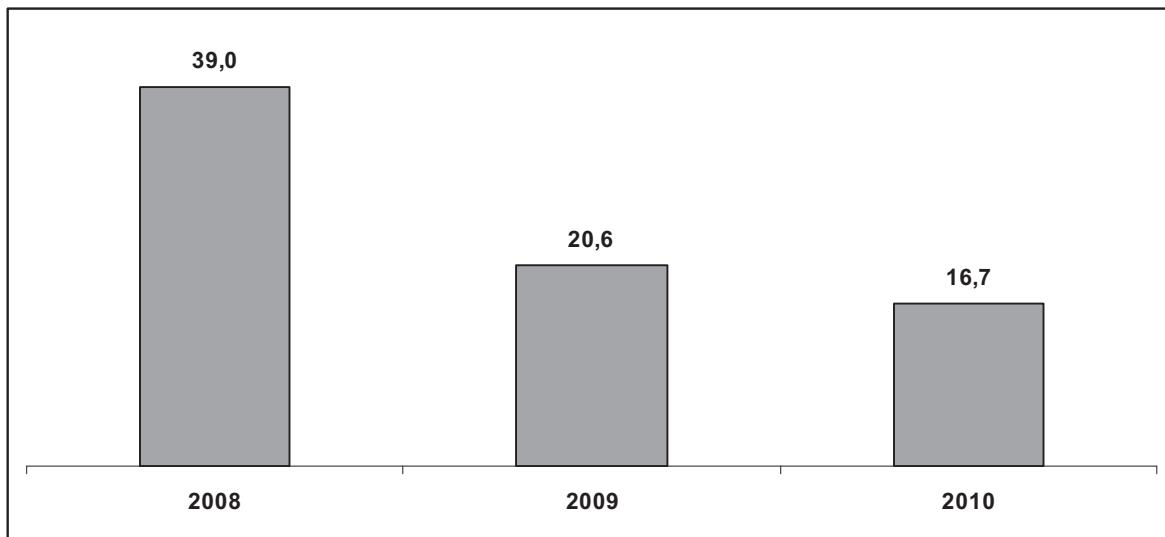
	Einheit	2010	2009	2008
Umsatz	EUR Mio.	18,5	16,8	20,3
Anteil am Konzernumsatz	%	2,4	2,9	2,6
EBITDA	EUR Mio.	3,6	3,3	5,2
EBIT vor Restrukturierungskosten		2,6	2,2	3,9
EBIT nach Restrukturierungskosten	EUR Mio.	2,6	-1,7	3,9
Net Profit	EUR Mio.	15,6	-17,6	15,0

Die sonstigen Geschäftsbereiche erfassen im Wesentlichen das nicht-automotive Geschäft des Konzerns. In diesem Bereich werden auch die konzernleitende POLYTEC Holding AG sowie Ergebniseinflüsse aus nicht den Divisionen zuordenbaren Konsolidierungsvorgängen abgebildet.

Kennzahlen zur Vermögens- und Finanzlage der Gruppe

	Einheit	31.12.2010	31.12.2009	31.12.2008
Anlagenquote (Anlagevermögen/Bilanzsumme)	%	37,5	39,3	51,5
Eigenkapitalquote (Eigenkapital/Bilanzsumme)	%	28,3	18,5	15,2
Bilanzsumme	EUR Mio.	308,5	332,1	1.020,8
Nettoumlaufvermögen (Net Working Capital)	EUR Mio.	16,5	26,3	17,9
Nettoumlaufvermögen in % vom Umsatz (NWC/Umsatz)	%	2,1	4,3	4,4

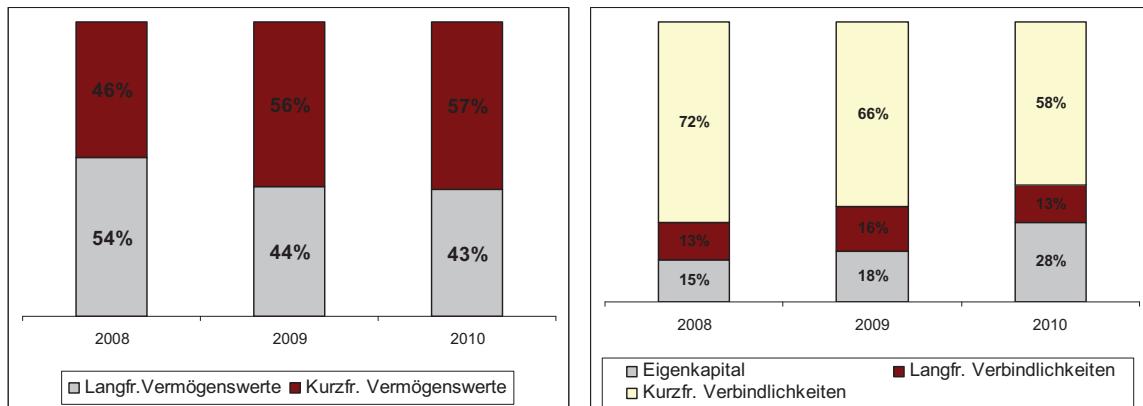
Das Investitionsvolumen der POLYTEC GROUP reduzierte sich im Geschäftsjahr 2010 um 18,8% auf EUR 16,7 Mio. Im Einklang damit reduzierte sich auch die Anlagenquote auf 37,5%. Dies beruhte im Wesentlichen auf den reduzierten Investitionserfordernissen für Produktneuanläufe im Geschäftsjahr 2011.



Grafik: Investitionen in das Sachanlagevermögen (in EUR Mio.)

Die Eigenkapitalquote entwickelte sich im Geschäftsjahr 2010 positiv und erreichte zum Jahresende einen Wert von 28,3%. Diese positive Entwicklung ist sowohl auf die Ergebnissesteigerung mit einem Nettoergebnis von EUR 25,6 Mio. als auch auf die weitere Reduktion der Bilanzsumme auf EUR 308,5 Mio. zurückzuführen. Eine solide

Bilanzstruktur ist eines der wesentlichen Argumente für die Berücksichtigung im Vergabeprozess des Kunden.



Bilanzstruktur POLYTEC GROUP

Die Nettofinanzverbindlichkeiten reduzierten sich zum Bilanzstichtag 31. Dezember 2010 im Vergleich zum Vorjahr um EUR 43,2 Mio. auf EUR 26,7 Mio. Neben der positiven Geschäftsentwicklung trugen der Verkauf der POLYTEC Composites Italia S.r.l. mit rund EUR 3 Mio. sowie die Veräußerung des 10%-Aktienpaketes der Grammer AG um rund EUR 12 Mio. zu dieser Reduktion bei. Die Kennzahl Nettofinanzverbindlichkeiten zu EBITDA von 0,5 spiegelt, verglichen mit den entsprechenden Werten der Vorperioden, die positive Entwicklung des Konzerns deutlich wider.

	Einheit	2010	2009
Nettofinanzschulden	EUR Mio.	26,7	69,9
Nettofinanzschulden zu EBITDA	-	0,5	6,9
Gearing (Nettofinanzschulden / Eigenkapital)	-	0,30	1,14

Cash-Flow aus fortgeführten Aktivitäten

	Einheit	2010	2009
Cash-Flow aus der Betriebstätigkeit	EUR Mio.	46,0	10,7
Cash-Flow aus der Investitionstätigkeit	EUR Mio.	-1,8	-18,0
Cash-Flow aus der Finanzierungstätigkeit	EUR Mio.	-47,1	19,9
Veränderung der flüssigen Mittel	EUR Mio.	-2,8	12,6

Der Cash-Flow aus der Betriebstätigkeit von EUR 46,0 Mio. beruht auf der wesentlichen Ergebnisverbesserung des Konzerns im Geschäftsjahr 2010. Die Veränderung des Working Capital ist im Wesentlichen das Resultat der erhöhten Geschäftstätigkeit.

Die Investitionen wurden im Berichtsjahr weitestgehend auf kundenbezogene bzw. Effizienz steigernde Projekte konzentriert. Im Cash-Flow aus Investitionstätigkeit von EUR -1,8 Mio. ist auch der Verkauf der POLYTEC Composites Italia S.r.l. mit EUR 2,5 Mio. berücksichtigt.

Der Cash-Flow aus Finanzierungstätigkeit von EUR -47,1 Mio. resultiert überwiegend aus der konsequenten Rückführung der im Geschäftsjahr 2009 aufgenommenen Restrukturierungsfinanzierung in Höhe von EUR 31,0 Mio.

Geschäftsentwicklung der Gesellschaft

Die POLYTEC Holding AG musste im Geschäftsjahr 2010 Abschreibungen auf Finanzanlagen iHv. EUR 7,0 Mio. vornehmen. Darüber hinaus waren Wertberichtigungen, Rückstellungsdotierungen und Forderungsverzichte betreffend Tochtergesellschaften notwendig, was das Jahresergebnis mit weiteren EUR 4,7 Mio. an einmaligen Aufwendungen für verbundene Unternehmen belastete. Dem gegenüber standen Erträge aus Finanzanlagen in der Höhe von EUR 4,0 Mio., die auf den Veräußerungsgewinn der POLYTEC Composites Italia S.r.l sowie auf die Auflösung der Wertberichtung einer Forderung von EUR 2,0 Mio. der POLYTEC HOLDING AG gegenüber der POLYTEC Composites Slovakia s.r.o. zurückzuführen sind. Weiters enthält das Ergebnis Beteiligungserträge in Höhe von EUR 17,5 Mio.

Der Jahresgewinn 2010 führte zu einem entsprechenden Anstieg des Eigenkapitals der Gesellschaft, was zusammen mit einer konstanten Bilanzsumme zu einem - im Vergleich zum Vorjahr - wesentlichen Anstieg der Eigenkapitalquote auf 95,1 % geführt hat.

Nichtfinanzielle Leistungsindikatoren

Umweltschutz

Praktischer Umweltschutz ist mehr als die Einhaltung ordnungsrechtlicher Pflichten. Viele Organisationen gehen über die gesetzlichen Anforderungen hinaus und verringern durch die freiwillige Einführung eines Umweltmanagementsystems mit der zentralen Zielsetzung einer kontinuierlichen Verbesserung ihrer ökologischen Performance nachteilige Umweltauswirkungen so weit wie möglich. Das dafür weltweit anwendbare Instrument zur Errichtung eines Umweltmanagementsystems ist die Norm ISO 14001. Alle wesentlichen Standorte des Konzerns sind nach dieser Norm zertifiziert.

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 primär 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.

Arbeitnehmer

Die durchschnittliche Anzahl der Beschäftigten¹ der POLYTEC GROUP und ihre geografische Verteilung in den Jahren 2008 bis 2010 stellt sich wie folgt dar:

	2010	2009	2008 vergleichbar
Österreich	384	382	424
Deutschland	3.883	3.644	4.028
Resteuropa	1.520	1.341	1.827
Nordamerika	20	15	17
Südamerika	0	0	0
Südafrika	74	76	83
Asien	0	67	160
Summe	5.881	5.525	6.539

Nach Divisionen gliedert sich der durchschnittliche Beschäftigtenstand wie folgt:

	2010	2009	2008 vergleichbar
Automotive Systems Division	5.066	4.775	5.742
Car Styling Division	662	610	647
Sonstige Geschäftsbereiche und Konzern	153	140	150
Summe	5.881	5.525	6.539

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

	Einheit	2010	2009	2008 vergleichbar
Umsatz je Mitarbeiter	TEUR	131	110	117

Kundenorientierung wie auch die laufende Verbesserung der Prozesse im Hinblick auf Wirtschaftlichkeit, Umwelt und Effizienz nehmen für die POLYTEC GROUP

¹ Inkl. Leiharbeiter / Mitarbeiter von erstmals in den Konzernabschluss einbezogenen Unternehmen sind in der Aufstellung zeitanteilig ab dem Zeitpunkt der Erstkonsolidierung enthalten.

höchste Priorität ein; diese Aspekte prägen auch die Einstellung der Mitarbeiter der POLYTEC zu ihrer Tätigkeit.

Um für die dynamischen Herausforderungen des Marktes gerüstet zu sein, fördert die POLYTEC GROUP die laufende Weiterbildung ihrer 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.

Vorgänge von besonderer Bedeutung nach dem Bilanzstichtag

Seit dem Ende des Geschäftsjahres sind keine Ereignisse von besonderer Bedeutung eingetreten, die maßgeblichen Einfluss auf den Konzern haben könnten.

2. BERICHT ÜBER DIE VORAUSSICHTLICHE ENTWICKLUNG UND DIE RISIKEN DES KONZERN

Prognosebericht

Branche

Pkw

Für das laufende Geschäftsjahr 2011 wird – wie schon für das Jahr 2010 – mit einer weiteren Erholung der Automobilindustrie gerechnet. Es darf jedoch davon ausgegangen werden, dass sich die Dynamik nicht im selben Ausmaß wiederholen wird wie 2010. Der Beginn des Jahres war dennoch geprägt von einer hohen

Erwartungshaltung hinsichtlich der Absatzziele der einzelnen Marken. Neben den bereits mehrfach genannten Absatzmärkten der BRIC-Staaten und der USA wird auch für den Heimmarkt Deutschland wieder mit Zuwachsen gerechnet. Dieser hat 2010 unter dem Auslaufen der Abwrackprämie gelitten.

NUTZFAHRZEUGE

Die Nutzfahrzeugmärkte haben zum Ende des abgelaufenen Geschäftsjahres starke Zuwächse bei den Produktionsmengen verzeichnen können. Auch für das laufende Jahr ist von einer weiteren Steigerung bei den Produktionsmengen zu rechnen. Vor allem in dem für die POLYTEC GROUP wichtigen Segment der Lkw über 16 Tonnen sieht der VDA für 2010 eine Steigerung von rund 25% als realistisch. Wie schon bei den Pkw bleibt auch bei den Nutzfahrzeugen der Export die wesentliche Einflussgröße.

Ergebnisausblick des Konzerns

Für das Geschäftsjahr 2011 geht das Management der POLYTEC GROUP trotz der zum Jahresende 2010 erfolgten Abgabe der POLYTEC Composites Italia S.r.l., die 2010 mit rund EUR 30 Mio. zum Konzernumsatz beigetragen hat, von einem leichten organischen Umsatzwachstum aus. Das Betriebsergebnis wird voraussichtlich erneut überproportional zum Umsatz wachsen. Dies ist auf die weiterhin konsequente Umsetzung von operativen Strukturmaßnahmen und die daraus folgende Erhöhung der Produktivität und Senkung der Kosten (Fixkostendegression) sowie auf die allgemein gute Konjunkturerwartung zurückzuführen.

Auf Grundlage des anhaltenden Trends zur Konsolidierung in der Automobilzulieferindustrie prüft das Management parallel dazu Möglichkeiten, zusätzlich auch Chancen für Akquisitionen zu nutzen.

Status der Finanzierung

Im Jahr 2010 zeigte sich eine anhaltend positive Geschäftsentwicklung der europäischen Automobilhersteller auf den Auslandsmärkten in Asien, Russland und in den USA, während die Nachfragesituation der europäischen OEM auf ihren Heimmärkten noch unter jener des prämiengestützten Vorjahres lag. 2010 wurde ein positives Konzernergebnis nach Steuern von EUR 25,6 Mio. (Vorjahr: EUR -90,1 Mio.) erzielt.

Für 2011 wird auf Konzernebene eine weitere Verbesserung des Betriebserfolges (EBIT) sowie eine daran geknüpfte Stärkung der Innenfinanzierungskraft prognostiziert. Diese positive Ergebnisentwicklung ist das Ergebnis der im Konzern erfolgreich implementierten operativen Strukturmaßnahmen sowie der allgemein guten Konjunkturerwartung. In den ersten beiden Monaten 2011 lag das Ergebnis auf Konzernebene über Plan.

Die Finanzierung des Konzerns erfolgte zum Bilanzstichtag zu einem wesentlichen Teil über kurzfristige Kreditlinien. Die finanzierende Hausbank hat als Hauptgläubiger mit Gremialbeschluss vom 21. März 2011 die bisherigen Finanzierungszusagen um rund EUR 6,0 Mio. erhöht und bis auf weiteres prolongiert.

Risikoberichterstattung und Finanzinstrumente

Die POLYTEC GROUP 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 in erster Linie abhängig von der Gewinnung neuer Aufträge, welche in der Regel 2 bis 3 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 GROUP 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 und 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 und Sensitivitäten

Kreditrisiko:

Aufgrund der Kundenstruktur, mehr als 90% des Umsatzes wird mit den OEMs oder großen Systemlieferanten erzielt, ist die POLYTEC dem Bonitätsrisiko der Automobilindustrie ausgesetzt. Die Außenstände werden laufend kritisch verfolgt und die vereinbarungsgemäße Bezahlung von Forderungen sichergestellt. Im Geschäftsjahr 2010 wurden rund 56% (2009: 55%) 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 Ausfallsrisiko bei flüssigen Mitteln ist gering, da die Vertragspartner ausschließlich Banken mit bestmöglicher 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, das auch zur Optimierung des Nettozinsergebnisses dient.

Währungsrisiko:

Der weitaus überwiegende Anteil der Umsätze der POLYTEC GROUP 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. Diese Risiken sind vielfach nicht Finanzinstrumenten zuzuordnen, da sie vor allem auch auf Personalkosten zurückzuführen sind.

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 im Vorjahr von der Gruppe gehaltenen börsennotierten Wertpapiere des Umlaufvermögens (Aktien) unterlagen dem Risiko der Börsekursänderung. Ein Anstieg (Fall) des Börsekurses um 10% hätte im Vorjahr unter der Voraussetzung, dass keine erfolgswirksam zu erfassende Wertminderung vorliegt, zu einer erfolgsneutralen Erhöhung (Verminderung) der Konzerneigenmittel von TEUR 593 geführt. Nach dem Verkauf der Wertpapiere im laufenden Geschäftsjahr unterliegt der Konzern keinen Börsekursänderungsrisiken mehr.

3. BERICHT ÜBER FORSCHUNG UND ENTWICKLUNG

Um die Wettbewerbsfähigkeit und damit auch den Unternehmenserfolg sicherzustellen, reichen die Forschungs- und Entwicklungsschwerpunkte der POLYTEC GROUP von der laufenden Verbesserung und Rationalisierung der bestehenden Fertigungsprozesse über technische Neu- und Weiterentwicklungen von Automobilteilen in Abstimmung und Zusammenarbeit mit den Kunden bis hin zur Weiterentwicklung von Werkstoffen.

Im Geschäftsjahr 2010 lag der Schwerpunkt erneut auf der Reduktion des Teilegewichts von Fahrzeugen durch Leichtbau der Komponenten, einer Kostenreduktion durch intelligente Systemintegration sowie neuen ökologischen und nachhaltigen Produktinnovationen.

Die POLYTEC GROUP unterhält mehrere Entwicklungszentren. Diese Zentren sind – entsprechend der Konzernstrategie – auf jene Produkte ausgerichtet, die auch an den jeweiligen Standorten produziert werden.

AUTOMOTIVE SYSTEMS DIVISION

Kompetenzbereich Components

Das Zentrum im norddeutschen Lohne verantwortet die Entwicklung von Motorraumteilen. Die Bandbreite der Entwicklungstätigkeit reicht dabei von der Substitution von Aluminium durch Kunststoff bis hin zur Weiterentwicklung von bestehenden Teilen. Der erweiterte Testingbereich ermöglicht einerseits die rasche Bearbeitung kontinuierlich wachsender Kundenanforderungen und andererseits die aktive Entwicklung gänzlich neuer Teile. Die Vorreiterrolle des Konzerns im Bereich der Motorraumteile wird dadurch weiter gefestigt.

Im Geschäftsjahr 2010 umgesetzte Entwicklungen waren:

- „**POLYSWIRL**“: Für die Feinölabscheidung, die laufend an Bedeutung gewinnt, setzt die POLYTEC GROUP seit einigen Jahren mit großem Erfolg geschaltete Zyklonabscheider ein. In neueren Zylinderkopfhauben wird dabei der „**POLYSWIRL**“ Feinölabscheider verwendet – ein Fliehkraftabscheider, bei dem das Gas in schnelle Rotation versetzt wird. Dadurch werden die Tröpfchen an die Wand der Wirbelkammer geschleudert und abgeschieden. Der „**POLYSWIRL**“ Feinölabscheider wird seit Kurzem in Zylinderkopfhauben von VW, Audi, Daimler, BMW und PSA eingesetzt.
- „**POLYVENT**“: Das Ventil „**POLYVENT**“ ist ein innovatives Druckregelventil für Benzinmotoren mit äußerst kleinem Bauraum. Diese Eigenentwicklung erlaubt eine platzsparende Konstruktion von Bauteilen.

- „**KEYLOCK**“: Das patentierte „KEYLOCK“ System, ein Highlight in diesem Segment, dient der Schnellverbindung von Anschlussleitungen. Zur Freigabe eines Fahrzeugs auf dem US-amerikanischen Markt müssen bestimmte medienführende Leitungen unlösbar miteinander verbunden sein. Unlösbar bedeutet in diesem Fall: Zerstörung bei der Demontage.
- „**Projektilinjektionstechnik**“: POLYTEC fertigt Kühlwasserrohre in der innovativen „Projektilinjektionstechnik“ (PIT) und wurde dafür im Rahmen der Euromold, der weltweit führenden Fachmesse für Werkzeug- und Formenbau, Design und Produktentwicklung, prämiert. Bei der Produktion wird das verdrängte Material über das Heißkanalsystem direkt zurück in das Maschinenaggregat befördert und nicht, wie bisher, in einen Überlauf.

Kompetenzbereich Interior

Im bayerischen Geretsried liegt der Entwicklungsschwerpunkt auf Interior-Systemen. Hier wird an der Weiterentwicklung von Werkstoffen und Oberflächenverfahren mit Fokus auf Gewicht, Kosten und Bauteilwertigkeit gearbeitet. Im Bereich der Werkstoffentwicklung liegt der Fokus auf der Weiterentwicklung von umweltfreundlichen Materialien auf Naturfaserbasis und Sandwich-Werkstoffen. Im Bereich der Industrialisierung und Produktion wird zunehmend an effizienten Modul-Lösungen gearbeitet, um dem durch die zunehmende Nischenpolitik der OEM bedingten Trend der geringeren Bauteilvolumen mithilfe von hochflexiblen Produktionslösungen entgegenwirken zu können.

Im Geschäftsjahr 2010 hat POLYTEC eine Türverkleidung in Serie gebracht, die im Premium-Segment neue Maßstäbe setzt: Mittels einer hochinnovativen Kaschier-Technologie konnte in Kombination mit einem intelligenten Gesamtkonzept ein Produkt erzeugt werden, das maximale Wertigkeit bei geringem Bauteilgewicht erstmals auch für größere Bauteilvolumen ermöglicht. Eine ähnliche Wertigkeit war bislang nur Nischenserien mit hohem Anteil an manuellen Prozessschritten zugänglich. Die Weiterentwicklung von Grundlagenthemen unter anderem zum Einsatz von optimierten Trägerstrukturen aus nachwachsenden Rohstoffen für noch besseres Verhalten im Crash-Fall (zunehmend höhere Anforderungen durch die gesetzlichen Richtlinien) und Aktivitäten zur weiteren Gewichtsreduktion von Komponenten runden das Entwicklungs-Portfolio weiter ab.

Im nordrheinwestfälischen Waldbröl 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. Bereits im Herbst 2009 konnte POLYTEC ihrem Produktpotfolio ein weiteres Bauteil im MuCellTM-Verfahren hinzufügen. In gemeinsamer dreijähriger Entwicklungsarbeit mit der Daimler AG wurde die ZSB Verkleidung Rückwandtür für den S212 in Serienproduktion gebracht. Der Träger der Rückwandtür wird dabei in der Verfahrenskombination MuCellTM/Teppichhinterspritztechnik gefertigt.

Mit den Sitzrückenlehnen für Audi konnte die Langzeittauglichkeit eines vollautomatischen Fertigungsprozesses erfolgreich unter Beweis gestellt werden. Hier bilden Hinterspritztechnik und integrierte Stanztechnik im Werkzeug eine Einheit.

Kompetenzbereich Composites

Im Bereich Composites wird insbesondere nach neuen und besseren Einsatzmöglichkeiten für den Werkstoff Duroplaste geforscht. Weitere Entwicklungsverfahren betreffen die Effizienzsteigerung in der Produktion und Bearbeitung von SMC (Sheet Moulding Compound), LFT (Long Fiber Thermoplastic) und GMT (Glass Mat Thermoplastic) sowie deren prozesssichere Verarbeitung und Lackierung. Die Anforderungen, die aus einer neuen Fahrzeuggeneration an die Festigkeit und Schlagzähigkeit der Bauteile gestellt werden, erfordern zudem eine laufende Weiterentwicklung des Grundmaterials und seiner Verarbeitung. Einen Schwerpunkt in der Entwicklung bildet etwa die Gewichtsreduktion der Bauteile bei gleichzeitiger Beibehaltung der Bauteileigenschaften. In Zusammenarbeit mit namhaften OEM wurden hierzu die Arbeiten im Bereich SMC mit Kohlenstofffaser intensiviert. Ein weiterer Punkt im Zusammenhang mit E-Mobility-Fahrzeugen ist die Anforderung an Kunststoffbauteile, elektromagnetische Felder abzuschirmen. Hier liegen bereits erste positive Ergebnisse vor.

CAR STYLING DIVISION

Das Leistungsspektrum der Car Styling Division bietet die Möglichkeit, die gesamte Entwicklungskette abzudecken – beginnend von den ersten Designskizzen über Clay-Modelle (M1:1), Digitalisierung und CAD-Konstruktion bis hin zur Erstellung von Rapid-Prototyping-Modellen. Im Werkzeug- und Formenbau können die erforderlichen Produktionswerkzeuge und -vorrichtungen entwickelt und gefertigt werden. Diese Prozesse werden von engagierten und erfahrenen Projektmanagern in enger Zusammenarbeit mit den Kunden und den internen Entwicklungs- und Fertigungsbereichen abgewickelt. Die Produktionskette erstreckt sich von der Kunststoffteilefertigung über die Vorbehandlung zum Grundieren, Lackieren, Assemblieren und Verpacken bis hin zur Integration in die Logistikkette der Kunden. Dadurch ist es möglich, flexibel zu agieren und die Kompetenzen kontinuierlich weiter zu entwickeln.

Die POLYTEC GROUP wendete 2010 rund 2,1% (2009: 2,7%) ihres Konzernumsatzes für Forschungs- und Entwicklungsarbeiten auf.

4. WESENTLICHE MERKMALE DES INTERNEN KONTROLL- UND RISIKOMANAGEMENTSYSTEMS IM HINBLICK AUF DEN RECHNUNGSLEGUNGSPROZESS

Die Einrichtung eines angemessenen internen Kontroll- und Risikomanagementsystems in Hinblick auf den Rechnungslegungsprozess bzw. die Finanzberichterstattung liegt in der Verantwortung des Vorstands. Durch entsprechende organisatorische Maßnahmen wird sichergestellt, dass die gesetzliche Vorgabe, nach der die Eintragungen in die Bücher und die sonstigen Aufzeichnungen vollständig, richtig, zeitgerecht und geordnet zu erfolgen haben, erfüllt wird.

Der gesamte Prozess von der Beschaffung bis zur Zahlung unterliegt strengen Regeln und Richtlinien, die jegliche damit im Zusammenhang stehende Risiken vermeiden sollen. Zu diesen Maßnahmen und Regeln zählen u. a. Funktionstrennungen, Unterschriftenordnungen, ausschließlich kollektive und auf

wenige Personen eingeschränkte Zeichnungsermächtigungen für Zahlungen sowie systemunterstützte Prüfungen durch die verwendete Software.

Durch ein standardisiertes konzernweites Finanzberichtswesen sowie eine interne Ad-hoc-Berichterstattung über unternehmenswichtige Ereignisse wird der Vorstand laufend über alle relevanten Sachverhalte informiert. Der Aufsichtsrat wird in zumindest einer Aufsichtsratssitzung pro Quartal über den laufenden Geschäftsgang, die operative Planung und die mittelfristige Strategie des Konzerns unterrichtet, in besonderen Fällen wird der Aufsichtsrat auch unmittelbar informiert. In den Prüfungsausschusssitzungen wird u. a. auch das interne Kontroll- und Risikomanagement behandelt.

5. ANGABEN ZU KAPITAL-, ANTEILS-, STIMM- UND KONTROLLRECHTEN UND DAMIT VERBUNDENEN VERPFLICHTUNGEN

Das Grundkapital der POLYTEC Holding AG ist in 22.329.585 Inhaberaktien mit einem Nennwert von je EUR 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% waren am Bilanzstichtag und zum Zeitpunkt der Erstellung des Abschlusses:

Huemer Invest GmbH: Die Gesellschaft hält rund 27% des Grundkapitals (teilweise über ihre Tochtergesellschaft Huemer Holding GmbH) Aktien an der POLYTEC Holding AG. Der CEO der POLYTEC GROUP, Ing. Friedrich Huemer, ist indirekt Alleineigentümer der Anteile an genannten Gesellschaften und auch allein vertretungsbefugter Geschäftsführer.

Gegenüber dem Bilanzstichtag 31. Dezember 2009 entspricht dies einer Reduktion des Anteilsbesitzes um 4,2%. Dies wurde der Gesellschaft am 28. Jänner 2011 in Form einer Stimmrechtsmitteilung gem. § 91 Börsengesetz mitgeteilt.

Das für eine Betriebsmittellinie im Geschäftsjahr 2009 sicherungsübereignete Aktienpaket im Ausmaß von 16% wurde im Jänner 2011 nach vollständiger Rückführung dieser Kreditlinie an die Huemer Holding GmbH rückübertragen.

PT Automotive Consulting GmbH: Die Gesellschaft mit Sitz in Linz/Österreich ist eine zum Konzernverbund der Raiffeisenlandesbank Oberösterreich AG gehörende Gesellschaft und hält einen Anteil von rund 19,7%.

Delta Lloyd Asset Management NV: Die Gesellschaft hält als Fondsgesellschaft mit Sitz in Amsterdam/Niederlande über folgende Fonds rund 10% des Grundkapitals der POLYTEC Holding AG

- ⇒ Delta Lloyd Europees Deelnemingen Fonds
- ⇒ Delta Lloyd Luxembourg European Participation Fund

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 unter Abschnitt III.

Es existiert keine Entschädigungsvereinbarung zwischen der Gesellschaft und Mitgliedern des Vorstandes im Falle eines Kontrollwechsels. Es gibt keine Entschädigungsvereinbarungen für die Aufsichtsratsmitglieder und Arbeitnehmer. Weitere bedeutende Vereinbarungen, auf die ein Kontrollwechsel oder ein öffentliches Übernahmangebot eine Auswirkung hätten, bestehen nicht.

Es bestehen keine Satzungsbestimmungen, die über die gesetzlichen Bestimmungen zur Ernennung von Vorstand oder Aufsichtsrat sowie zur Änderung der Satzung hinausgehende Regelungen enthalten.

Hörsching, am 5. April 2011

Der Vorstand

Friedrich Huemer e.h.

Peter Haidenek e.h.

Alfred Kollros e.h.

Bilanz zum 31. Dezember 2010

mit Gegenüberstellung der Vorjahreszahlen in tausend Euro (TEUR)

Aktiva		31.12.2010 EUR	31.12.2009 TEUR	Passiva	
				31.12.2010 EUR	31.12.2009 TEUR
A. Anlagevermögen:					
I. Immaterielle Vermögensgegenstände		302.060,90	215		
II. Sachanlagen		605.072,07	536		
III. Finanzanlagen		<u>39.956.134,75</u>	48.361		
		<u>40.863.267,72</u>	49.112		
B. Umlaufvermögen:					
I. Forderungen und sonstige Vermögensgegenstände:					
1. Forderungen aus Lieferungen und Leistungen		13.900,00	339		
2. Forderungen gegenüber verbundenen Unternehmen		32.015.258,31	23.758		
3. Sonstige Forderungen und Vermögensgegenstände		<u>902.254,82</u>	915		
		<u>32.931.413,13</u>	25.012		
II. Wertpapiere und Anteile:					
Eigene Anteile		0,00	63		
III. Guthaben bei Kreditinstituten		<u>4.423.333,72</u>	1.333		
		<u>37.354.746,85</u>	26.407		
C. Rechnungsabgrenzungsposten		<u>4.816,90</u>	20		
		<u>78.222.831,47</u>	75.539		
				Haftungsverhältnisse	
				<u>108.139.325,40</u>	125.380

Gewinn- und Verlustrechnung für das Geschäftsjahr 2010

mit Gegenüberstellung der Vorjahreszahlen in tausend Euro (TEUR)

	2010 EUR	2009 TEUR
1. Umsatzerlöse	9.024.653,92	7.572
2. Sonstige betriebliche Erträge	948.862,36	963
3. Personalaufwand	-3.292.227,11	-3.605
4. Abschreibungen auf immaterielle Gegenstände des Anlagever- mögens und Sachanlagen	-307.150,66	-401
5. Sonstige betriebliche Aufwendungen a) Steuern, soweit sie nicht unter Z 15 fallen	-1.832,48	0
b) Übrige	<u>-5.702.071,86</u>	<u>-4.249</u>
6. Zwischensumme aus Z 1 bis Z 5 (Betriebsergebnis)	670.234,17	280
7. Erträge aus Beteiligungen (davon aus verbundenen Unternehmen EUR 17.508.246,99; Vorjahr: TEUR 4.651)	17.526.330,83	4.651
8. Sonstige Zinsen und ähnliche Erträge (davon aus verbundenen Unternehmen EUR 980.406,18; Vorjahr: TEUR 1.052)	1.042.103,87	1.254
9. Erträge aus dem Abgang von und der Zuschreibung zu Finanzanlagen und Wertpapieren des Umlaufvermögens (davon aus verbundenen Unternehmen EUR 3.969.395,06; Vorjahr: TEUR 4.090)	3.991.546,22	4.090
10. Aufwendungen aus Finanzanlagen und aus Wertpapieren des Umlaufvermögens (davon Ab- schreibungen EUR -6.975.000,00; Vorjahr: TEUR -962; davon Aufwendungen aus verbundenen Unter- nehmen EUR -11.685.942,68; Vorjahr: TEUR -5.873)	-11.685.942,68	-5.878
11. Zinsen und ähnliche Aufwendungen (davon betreffend verbundene Unternehmen EUR -153.327,88; Vorjahr: TEUR -2.261)	<u>-434.706,28</u>	<u>-4.184</u>
12. Zwischensumme aus Z 7 bis Z 11 (Finanzergebnis)	10.439.331,96	-68
13. Ergebnis der gewöhnlichen Geschäftstätigkeit	11.109.566,13	212
14. Außerordentliche Erträge = Außerordentliches Ergebnis	0,00	1.438
15. Steuern vom Einkommen	<u>412.187,86</u>	-30
16. Jahresüberschuss	11.521.753,99	1.620
17. Übertrag aus Rücklage für eigene Anteile	63.160,74	6
18. Gewinnvortrag aus dem Vorjahr	<u>1.626.041,36</u>	0
19. Bilanzgewinn	<u>13.210.956,09</u>	1.626

Anhang für das Geschäftsjahr 2010 der POLYTEC Holding AG, Hörsching

I. Anwendung der unternehmensrechtlichen Vorschriften

Der vorliegende Jahresabschluss 2010 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. Hinsichtlich der Bewertung der Beteiligungsansätze wird auf Beilage III/3 verwiesen.

Die bisher angewandten Bewertungsmethoden wurden beibehalten.

Dem Vorsichtsgrundsatz 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 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 unter Berücksichtigung des Niederstwertprinzips 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 beizulegendem 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 wie im Vorjahr nach anerkannten finanzmathematischen Grundsätzen auf Basis eines Rechnungszinssatzes von 3,0 % (Vorjahr: 3,0 %) ermittelt. Das rechnungsmäßige Pensionsalter entspricht im Geschäftsjahr dem höchstmöglichen Anfallsalter für die Alterspension gemäß der im Budgetbegleitgesetz 2003 verankerten Pensionsreform (im Vorjahr 60 Jahre bei Frauen und 65 Jahre bei Männern).

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

Verbindlichkeiten werden mit ihrem Rückzahlungsbetrag angesetzt. Fremdwährungsverbindlichkeiten werden unter Berücksichtigung des Höchstwertprinzips 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 2011 eine Verpflichtung von EUR 292.389,84 (Vorjahr: TEUR 412). Der Gesamtbetrag der Verpflichtungen für die nächsten 5 Jahre beträgt EUR 584.779,68 (Vorjahr: TEUR 1.237).

Der Gesamtbetrag der sonstigen Ausleihungen mit einer Restlaufzeit bis zu einem Jahr beträgt EUR 350.000,00 (Vorjahr: TEUR 700).

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 aus Lieferungen und Leistungen Vorjahr in TEUR	13.900,00 339	0,00 0	13.900,00 339
Forderungen gegenüber ver- bundenen Unternehmen Vorjahr in TEUR	22.888.027,64 17.416	9.127.230,67 6.342	32.015.258,31 23.758
Sonstige Forderungen und Vermögensgegenstände Vorjahr in TEUR	902.254,82 915	0,00 0	902.254,82 915
	23.804.182,46	9.127.230,67	32.931.413,13
Vorjahr in TEUR	18.669	6.342	25.012

Im Posten "Sonstige Forderungen und Vermögensgegenstände" sind Erträge in Höhe von EUR 65.561,40 (Vorjahr: TEUR 68) enthalten, die erst nach dem Bilanzstichtag zahlungswirksam werden.

Grundkapital

Das Grundkapital beträgt zum 31.12.2010 EUR 22.329.585,00 und ist in 22.239.585 Stück-aktien zum Nennbetrag von je EUR 1,00 zerlegt. Die Aktien lauten auf Inhaber.

Das Grundkapital der Gesellschaft blieb im Geschäftsjahr 2010 unverändert.

Mit Beschluss der ordentlichen Hauptversammlung vom 21.5.2008 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 Nominale EUR 11.164.792,00 durch Ausgabe neuer Aktien zu einem Mindestausgabebetrag von je EUR 1,00 zu erhöhen. Die Ausgabe der neuen Aktien kann auch unter Ausschluss des Bezugrechts der Aktionäre erfolgen.

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). Im Geschäftsjahr 2010 wurden die eigenen Aktien zu einem Preis von EUR 2,85 zur Gänze verkauft.

Sonstige Rückstellungen

Die sonstigen Rückstellungen umfassen im Wesentlichen Vorsorgen für nicht konsumierte Urlaube, Erfolgsprämien, Risiken aus Finanzkontrakten sowie Vorsorgen für Risiken aus abgegebenen Bürgschaften.

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 gegenüber Kreditinstituten	0,00	0,00	0,00	0,00
Vorjahr in TEUR	2.159	0	0	2.159
Verbindlichkeiten aus Lieferungen und Leistungen	616.108,22	0,00	0,00	616.108,22
Vorjahr in TEUR	345	0	0	345
Verbindlichkeiten gegenüber verbundenen Unternehmen	100.935,55	0,00	0,00	100.935,55
Vorjahr in TEUR	6.480	0	0	6.480
Sonstige Verbindlichkeiten	126.111,82	0,00	0,00	126.111,82
Vorjahr in TEUR	209	0	0	209
	843.155,59	0,00	0,00	843.155,59
Vorjahr in TEUR	9.193	0	0	9.193

Im Posten "Sonstige Verbindlichkeiten" sind Aufwendungen in Höhe von EUR 95.606,77 (Vorjahr: TEUR 78) enthalten, die erst nach dem Bilanzstichtag zahlungswirksam werden.

Haftungsverhältnisse

	31.12.2010 EUR	31.12.2009 TEUR
Wechselbürgschaften	9.736.000,00	10.736
Ausfallsbürgschaften	31.144.322,58	41.196
Sonstige Bürgschaften	27.541.023,88	36.792
Garantien	1.500.000,00	4.842
Haftung für Leasingverpflichtungen	3.560.782,70	7.115
Ausfallbürgschaft Factoring	34.657.196,24	24.700
	<u>108.139.325,40</u>	<u>125.380</u>

Die Wechselbürgschaften bestehen gegenüber inländischen Kreditinstituten. Die Ausfallsbürgschaften bestehen gegenüber in- und ausländischen Banken. Die sonstigen Bürgschaften betreffen im wesentlichen Mietverpflichtungen. Die Garantien bestehen gegenüber einem inländischen Unternehmen. Die Haftung für Leasingverpflichtungen betrifft die Mithaftung als zweiter Leasingnehmer. Die Ausfallbürgschaft Factoring betrifft das Restrisiko einer Inanspruchnahme der Gesellschaft für den Fall, dass an Konzerngesellschaften bevorschusste, jedoch dem Grunde nach nicht gerechtfertigte Forderungen, weder beim Schuldner der Forderung noch bei der Konzerngesellschaft einbringlich sind. Das Delkredrerisiko, den Rechtsbestand der Forderung vorausgesetzt, wird von der Factoringgesellschaft getragen.

Sämtliche Haftungsverhältnisse betreffen Risikoübernahmen von verbundenen Unternehmen.

Außerbilanzielle Geschäfte nach § 237 Z 8a UGB aus denen wesentliche Risiken oder Vorteile resultieren könnten, liegen zum Bilanzstichtag nicht vor.

Status der Finanzierung

In 2010 zeigte sich eine anhaltend positive Geschäftsentwicklung der europäischen Automobilhersteller auf den Auslandsmärkten in Asien, Russland und in den USA, wohingegen die Nachfragesituation der europäischen OEMs auf ihren Heimmärkten noch unter jener des prämiengestützten Vorjahres lag. In 2010 wurde ein positives Konzernergebnis nach Steuern von MEUR 25,6 (Vorjahr: MEUR -90,1) erzielt.

Für 2011 wird auf Konzernebene eine weitere Verbesserung des Betriebserfolgs (EBIT) sowie daran geknüpfte gestärkte Innenfinanzierungskraft prognostiziert. Diese positive Ergebnisentwicklung ist das Ergebnis der im Konzern erfolgreich implementierten operativen Strukturmaßnahmen sowie der allgemein guten Konjunkturerwartung. In den ersten beiden Monaten in 2011 lag das Ergebnis auf Konzernebene über Plan.

Die Finanzierung des Konzerns erfolgte zum Bilanzstichtag zu einem wesentlichen Teil über kurzfristige Kreditlinien. Die finanzierte Hausbank hat als Hauptgläubiger mit Gremialbeschluss vom 21. März 2011 die bisherigen Finanzierungszusagen um rund MEUR 6,0 erhöht und bis auf weiteres prolongiert.

IV. Erläuterungen zur Gewinn- und Verlustrechnung

Umsatzerlöse

	2010 EUR	2009 TEUR
Inland	2.007.932,78	1.755
Ausland	7.016.721,14	5.817
	<u>9.024.653,92</u>	<u>7.572</u>

Sonstige betriebliche Erträge

	2010 EUR	2009 TEUR
Erträge aus dem Abgang vom Anlagevermögen	5.140,00	3
Erträge aus der Auflösung von Rückstellungen	0,00	616
Übrige	<u>943.722,36</u>	<u>344</u>
	<u>948.862,36</u>	<u>963</u>

Personalaufwand

	2010 EUR	2009 TEUR
Gehälter	2.676.658,61	3.015
Aufwendungen für Abfertigungen und Leistungen an betriebliche Mitarbeitervorsorgekassen	0,00	0
Aufwendungen für gesetzlich vorgeschriebene Sozialabgaben sowie vom Entgelt abhängige Abgaben und Pflichtbeiträge	543.528,82	508
Sonstige Sozialaufwendungen	<u>6.413,56</u>	<u>6</u>
	<u>3.226.600,99</u>	<u>3.528</u>

Von den Aufwendungen für Abfertigungen und Leistungen an betriebliche Mitarbeitervorsorgekassen entfielen im Geschäftsjahr EUR 24.062,75 (Vorjahr: TEUR 32) auf Mitglieder des Vorstands und leitende Angestellte.

Im Posten "Aufwendungen für Abfertigungen und Leistungen an betriebliche Mitarbeitervorsorgekassen" sind EUR 43.332,83 (Vorjahr: TEUR 49) an Aufwendungen für Abfertigungen enthalten.

Sonstige betriebliche Aufwendungen

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

Finanzergebnis

Die Erträge aus Beteiligungen von EUR 17.526.330,83 (Vorjahr: TEUR 4.651) stammen im Wesentlichen aus Gewinnausschüttungen von Tochterunternehmen.

Die Erträge aus dem Abgang von und der Zuschreibung zu Finanzanlagen und Wertpapieren des Umlaufvermögens beinhalten insbesondere die Erträge aus dem im Dezember 2010 erfolgten Verkauf der Anteile an der Polytec Composites Italia S.r.l. in Höhe von EUR 1.969.395,06 sowie die Auflösung von Wertberichtigungen von Forderungen aus der Finanzierung von verbundenen Unternehmen in Höhe von EUR 2.000.000,00.

Die Aufwendungen aus Finanzanlagen und aus Wertpapieren des Umlaufvermögens beinhalten im Wesentlichen die ausschüttungsbedingte Abschreibung der Anteile an der POLYTEC Invest GmbH in Höhe von EUR 6.975.000,00 sowie die Wertberichtigung von Forderungen aus der Finanzierung von verbundenen Unternehmen in Höhe von EUR 4.200.000,00.

Außerordentliches Ergebnis

Im außerordentlichen Ergebnis des Vorjahres sind alle Aufwendungen und Erträge abgebildet, die mit der Restrukturierung und der damit verbundenen Abgabe der Peguform-Gruppe in Zusammenhang stehen. Die Restrukturierung basierte auf einem mit den Hauptgläubigerbanken vereinbarten und mit Zustimmung der außerordentlichen Hauptversammlung vom 26.6.2009 abgeschlossenen Konzept zur Entschuldung der POLYTEC Holding AG.

Steuern von Einkommen

	2010 EUR	2009 TEUR
Körperschaftsteuer:		
Laufendes Jahr	3.500,00	4
Aus Vorperioden	-13.482,86	328
Steuerumlagen Gruppenbesteuerung	37.095,00	37
Latenter Steueraufwand (Gruppenbesteuerung)	<u>-439.300,00</u>	<u>-339</u>
	<u>-412.187,86</u>	<u>30</u>

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

Die Steuerumlagen werden nach der sogenannten Belastungsmethode verrechnet, wobei im Fall eines steuerlichen Gewinns das inländische Gruppenmitglied eine Steuerumlage an den Gruppenträger zu entrichten hat. Im Fall eines steuerlichen Verlustes eines inländischen Gruppenmitglieds hat der Gruppenträger eine Ausgleichszahlung an das Gruppenmitglied zu leisten.

Der im Geschäftsjahr ausgewiesene laufende Steueraufwand betrifft ausschließlich das ordentliche Ergebnis.

Der Gesamtbetrag der aktivierbaren latenten Steuern zum 31.12.2010 beträgt rund TEUR 6.841 (Vorjahr: TEUR 9.474). Davon stammen aus den bei der Gesellschaft steuerlich zu erfassenden Personengesellschaften aktivierbare aktive latente Steuern in Höhe von rund TEUR 415 (Vorjahr: TEUR 405).

Bis zum 31.12.2010 wurden in der Steuergruppe (§ 9 KStG) der Gesellschaft aus dem Jahr 2010 und früheren Geschäftsjahren ausländische Verluste in Höhe von TEUR 21.357 (Vorjahr: TEUR 18.584) einbezogen, für die keine Rückstellung für latente Steuer gebildet wurde, da durch die Übernahme dieser steuerlichen Verluste noch kein steuerlicher Vorteil im Inland erzielt wurde bzw. da mit einer zeitnahen Umkehr der Steuerentlastung nicht ernsthaft zu rechnen ist.

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 Konzertreasury ein. Zum 31.12.2010 bestanden folgende derivative Finanzinstrumente:

Kategorie der Finanzinstrumente	Nominale	Buchwert/ Rückstellung 31.12.2010	beizulegen- der Wert 31.12.2010
		EUR	EUR
Zinssatz-Swap	EUR 10.000.000,00	547.651,83	-547.651,83
Zinssatz-Swap	EUR 5.000.000,00	97.593,56	-97.593,56
Devisentermingeschäft	USD 500.000,00	0,00	29.838,00
Devisentermingeschäft	USD 500.000,00	0,00	40.169,00

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

Darüber hinaus bestehen Call Optionen auf den Erwerb von konzernfremden Gesellschaftsanteilen. Die Optionen sind ab 2014 ausübbar.

Geschäfte mit nahe stehenden Personen und Unternehmen

Wesentliche Geschäfte mit nahe stehenden Personen und Unternehmen werden mit Firmen, die sich im mittelbaren oder unmittelbaren Beteiligungsbesitz des Vorstandsvorsitzenden befinden, getätigt (sogenannte IMC-Gruppe). Sie betreffen neben der werkvertraglich geregelten Stellung des Vorstandsvorsitzenden die Anmietung des Betriebsgebäudes der POLYTEC Holding AG. Darüber hinaus hat die POLYTEC Holding AG Haftungen für Mietverhältnisse, welche von Konzerngesellschaften mit der IMC-Gruppe geschlossenen wurden, übernommen. Sämtliche getätigten Geschäfte wurden zu marktüblichen Bedingungen abgeschlossen.

Arbeitnehmer und Organe

	2010	2009
Angestellte (im Jahresdurchschnitt)	34	33

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 Dkfm. Peter H a i d e n e k , Wien (seit 1.2.2011)
Herr Ing. Alfred K o l l r o s , St. Valentin
Herr Ing. Andreas J a g l , Gröbming (bis 31.10.2010)
Herr Mag. Eduard S c h r e i n e r , Leonding (bis 31.8.2010)

Der Gesamtbetrag der Bezüge des Vorstands im Geschäftsjahr betrug TEUR 2.021 (Vorjahr: TEUR 1.948). Vom angegebenen Betrag wurden TEUR 0 (Vorjahr: TEUR 32) 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 Duswald, Thalheim (Vorsitzender)
Herr Manfred Helmut Trauth, Knittelsheim, Deutschland
(Stellvertreter des Vorsitzenden)
Herr Prof. Dr. Robert Büchelhofe r, Starnberg, Deutschland
Frau Dr. Viktoria Kickinger, Wien
Herr Univ.-Prof. Mag. Dr. Meinhard Lukas, Linz (von 8.2.2010 bis 31.8.2010)
Herr Mag. Reinhard Schwendtbauer, Leonding (seit 8.2.2010)
Herr Dr. Andreas Sigmund, Linz (bis 8.2.2010)

Die erfassten Aufwendungen für Vergütungen an Mitglieder des Aufsichtsrats betrugen im Geschäftsjahr EUR 90.000,00 (Vorjahr: TEUR 102).

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 5. April 2011

Der Vorstand

Ing. Friedrich Huemer Ing. Alfred Kollros Dkfm. Peter Haidenek

Anlage 1 zum Anhang: Anlagenspiegel
Anlage 2 zum Anhang: Beteiligungsliste

Anlagenpiegel zum 31. Dezember 2010

	Anschaffungs- und Herstellungskosten				Abschreibungen				Nettowert		
	Stand am 1.1.2010 EUR	Zugänge EUR	Abgänge EUR	Stand am 31.12.2010 EUR	Stand am 1.1.2010 EUR	Zugänge EUR	Zu- schreibungen EUR	Abgänge EUR	Stand am 31.12.2010 EUR	Stand am 31.12.2010 EUR	Stand am 31.12.2009 EUR
I. Immaterielle Vermögensgegenstände:											
Rechte	620.624,59	237.573,47	0,00	858.198,06	405.261,37	150.875,79	0,00	0,00	556.137,16	302.060,90	215.363,22
II. Sachanlagen:											
Andere Anlagen, Betriebs- und Geschäftsausstattung	1.200.563,17	340.729,11	164.126,70	1.377.165,58	664.843,34	156.274,87	0,00	49.024,70	772.093,51	605.072,07	535.719,83
III. Finanzanlagen:											
1. Anteile an verbundenen Unternehmen	107.430.304,36	0,00	1.035.604,94	106.394.699,42	61.100.249,73	6.975.000,00	0,00	0,00	68.075.249,73	38.319.449,69	46.330.054,63
2. Beteiligungen	30.979,06	0,00	0,00	30.979,06	0,00	0,00	0,00	0,00	0,00	30.979,06	30.979,06
3. Sonstige Ausleihungen	2.000.000,00	0,00	394.294,00	1.605.706,00	0,00	0,00	0,00	0,00	0,00	1.605.706,00	2.000.000,00
	109.461.283,42	0,00	1.429.898,94	108.031.384,48	61.100.249,73	6.975.000,00	0,00	0,00	68.075.249,73	39.956.134,75	48.361.033,69
	111.282.471,18	578.302,58	1.594.025,64	110.266.748,12	62.170.354,44	7.282.150,66	0,00	49.024,70	69.403.480,40	40.863.267,72	49.112.116,74

Beteiligungsliste

Die Gesellschaft hält bei folgenden Unternehmen mindestens 20,0 % Anteilsbesitz, die Angaben zu Eigenkapital und Ergebnis basieren zum Teil auf den vorläufigen Ergebnissen für 2010:

Beteiligungsunternehmen	Kapital- anteil %	Währ- ung	Eigenkapital/ Negatives Eigenkapital	Ergebnis des Geschäfts- jahres	Stichtag
POLYTEC FOR Car Styling GmbH & Co KG, Hörsching	100,0	EUR	1.700.000,00	3.342.247,00	31.12.2010
POLYTEC FOR Car Styling GmbH, Hörsching	100,0	EUR	47.627,46	6.970,57	31.12.2010
POLYTEC FOHA INC., Warren, USA	80,0	USD	1.490.916,00	747.415,00	31.12.2010
POLYTEC FOHA CORP., Markham, Kanada	80,0	CAD	-131.537,00	2.869,00	31.12.2010
Polytec Holden Ltd., Bromyard, Großbritannien	100,0	GBP	2.115.056,00	559.807,00	31.12.2010
POLYTEC-AVO N.V., Schoten, Belgien	100,0	EUR	1.162.083,00	286.182,00	31.12.2010
Ratipur Kraftfahrzeugbauteile und Autoausstattung Herstellungs- und Vertriebsgesellschaft mit beschränkter Haftung, Komló, Ungarn	24,0	THUF	613.104	1.223	31.12.2009
		THUF	611.881	84.121	31.12.2008
POLYTEC Holding Deutschland GmbH, Geretsried, Deutschland	100,0	EUR	14.185.572,00	-48.484,00	31.12.2010
POLYTEC Interior Zaragoza S.L., Zaragoza, Spanien	100,0	EUR	-8.371.484,00	-5.327.887,00	31.12.2010
POLYTEC Interior Polska Sp.z.o.o., Tomaszow Mazowiecki, Polen	100,0	PLN	8.654.515,00	116.117,00	31.12.2010
		PLN	8.538.397,38	-9.483.909,31	31.12.2009
POLYTEC Industrial Plastics GmbH, Bochum, Deutschland	70,0	EUR	10.175.169,00	384.344,00	31.12.2010
PT Beteiligungs GmbH, Hörsching	100,0	EUR	9.790.824,85	149.228,29	31.12.2009
PT Beteiligungs GmbH, Hörsching	100,0	EUR	1.732.014,00	1.534.634,00	31.12.2010
POLYTEC Invest GmbH, Geretsried, Deutschland	100,0	EUR	2.997.379,49	45.863,63	31.12.2009
POLYTEC Invest GmbH, Geretsried, Deutschland	100,0	EUR	153.188,00	5.984.081,00	31.12.2010
Polytec Composites Sweden AB, Ljungby, Schweden (in Insolvenz)	100,0	SEK	6.535.107,00	-834.804,00	31.12.2009
		SEK	-10.429.687,62	-25.901.128,54	31.12.2008
		SEK	10.106.442,00	-35.119.822,00	31.12.2008

Bestätigungsvermerk

Bericht zum Jahresabschluss

Wir haben den beigefügten Jahresabschluss der POLYTEC Holding AG, Hörsching, für das Geschäftsjahr vom 1. Jänner 2010 bis zum 31. Dezember 2010 unter Einbeziehung der Buchführung geprüft. Dieser Jahresabschluss umfasst die Bilanz zum 31. Dezember 2010, die Gewinn- und Verlustrechnung für das am 31. Dezember 2010 endende Geschäftsjahr sowie den Anhang.

Verantwortung der gesetzlichen Vertreter für den Jahresabschluss und für die Buchführung

Die gesetzlichen Vertreter der Gesellschaft sind für die Buchführung sowie für die Aufstellung und den Inhalt eines Jahresabschlusses verantwortlich, der ein möglichst getreues Bild der Vermögens-, Finanz- und Ertragslage der Gesellschaft in Übereinstimmung mit den österreichischen unternehmensrechtlichen Vorschriften vermittelt. Diese Verantwortung beinhaltet: Gestaltung, Umsetzung und Aufrechterhaltung eines internen Kontrollsystems, soweit dieses für die Aufstellung des Jahresabschlusses und die Vermittlung eines möglichst getreuen Bildes der Vermögens-, Finanz- und Ertragslage der Gesellschaft von Bedeutung ist, damit dieser frei von wesentlichen Fehldarstellungen ist, sei es auf Grund von beabsichtigten oder unbeabsichtigten Fehlern; die Auswahl und Anwendung geeigneter Bilanzierungs- und Bewertungsmethoden; die Vornahme von Schätzungen, die unter Berücksichtigung der gegebenen Rahmenbedingungen angemessen erscheinen.

Verantwortung des Abschlussprüfers und Beschreibung von Art und Umfang der gesetzlichen Abschlussprüfung

Unsere Verantwortung besteht in der Abgabe eines Prüfungsurteils zu diesem Jahresabschluss auf der Grundlage unserer Prüfung. Wir haben unsere Prüfung unter Beachtung der in Österreich geltenden gesetzlichen Vorschriften und Grundsätze ordnungsgemäßer Abschlussprüfung durchgeführt. Diese Grundsätze erfordern, dass wir die Standesregeln einhalten und die Prüfung so planen und durchführen, dass wir uns mit hinreichender Sicherheit ein Urteil darüber bilden können, ob der Jahresabschluss frei von wesentlichen Fehldarstellungen ist.

Eine Prüfung beinhaltet die Durchführung von Prüfungshandlungen zur Erlangung von Prüfungsnachweisen hinsichtlich der Beträge und sonstigen Angaben im Jahresabschluss. Die Auswahl der Prüfungshandlungen liegt im pflichtgemäßen Ermessen des Abschlussprüfers unter Berücksichtigung seiner Einschätzung des Risikos eines Auftretens wesentlicher Fehldarstellungen, sei es auf Grund von beabsichtigten oder unbeabsichtigten Fehlern. Bei der Vornahme dieser Risikoeinschätzung berücksichtigt der Abschlussprüfer das interne Kontrollsyste, soweit es für die Aufstellung des Jahresabschlusses und die Vermittlung eines möglichst getreuen Bildes der Vermögens-, Finanz- und Ertragslage der Gesellschaft von Bedeutung ist, um unter Berücksichtigung der Rahmenbedingungen geeignete Prüfungshandlungen festzulegen, nicht jedoch um ein Prüfungsurteil über die Wirksamkeit der internen Kontrollen der Gesellschaft abzugeben. Die Prüfung umfasst ferner die Beurteilung der Angemessenheit der angewandten Bilanzierungs- und Bewertungsmethoden und der von den gesetzlichen Vertretern vorgenommenen wesentlichen Schätzungen sowie eine Würdigung der Gesamtaussage des Jahresabschlusses.

Wir sind der Auffassung, dass wir ausreichende und geeignete Prüfungsnachweise erlangt haben, sodass unsere Prüfung eine hinreichend sichere Grundlage für unser Prüfungsurteil darstellt.

Prüfungsurteil

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- und Finanzlage der POLYTEC Holding AG zum 31. Dezember 2010 sowie der Ertragslage der Gesellschaft für das Geschäftsjahr vom 1. Jänner 2010 bis zum 31. Dezember 2010 in Übereinstimmung mit den österreichischen Grundsätzen ordnungsmäßiger Buchführung.

Ohne den Bestätigungsvermerk einzuschränken, weisen wir auf die Darstellungen zum Status der Finanzierung im Anhang (Abschnitt III.) und Lagebericht (Abschnitt 2.) hin. Die finanzierende Hausbank hat als Hauptgläubiger mit Gremialbeschluss vom 21. März 2011 das bisherige Finanzierungsvolumen um insgesamt rund MEUR 6,0 erhöht und die darin enthaltenen kurzfristigen Kreditlinien bis auf weiteres prolongiert. Der nächste Gremialbeschluss zur Prolongation soll plangemäß im Juni 2012 gefasst werden.

Aussagen zum Lagebericht

Der Lagebericht ist auf Grund der gesetzlichen Vorschriften darauf zu prüfen, ob er mit dem Jahresabschluss in Einklang steht und ob die sonstigen Angaben im Lagebericht nicht eine falsche Vorstellung von der Lage der Gesellschaft erwecken. Der Bestätigungsvermerk hat auch eine Aussage darüber zu enthalten, ob der Lagebericht mit dem Jahresabschluss in Einklang steht und ob die Angaben nach § 243a UGB zutreffen.

Der Lagebericht steht nach unserer Beurteilung in Einklang mit dem Jahresabschluss. Die Angaben gemäß § 243a UGB sind zutreffend.

Leonding, am 5. April 2011

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Die Veröffentlichung oder Weitergabe des Jahresabschlusses mit unserem Bestätigungsvermerk darf nur in der von uns bestätigten Fassung erfolgen. Dieser Bestätigungsvermerk bezieht sich ausschließlich auf den deutschsprachigen und vollständigen Jahresabschluss samt Lagebericht. Für abweichende Fassungen sind die Vorschriften des § 281 Abs 2 UGB zu beachten.