

# NINE MONTH REPORT 2012

1 January – 30 September

# **Key Figures**

in € million	Q3 / 2012	Q3 / 2011	Change	9M / 2012	9M / 2011	Change
Continuing operations						
Order entry	36.6	38.2	-4.2%	117.0	118.6	-1.3 %
Order backlog as of 09 / 30				102.4	103.5	-1.1 %
Total sales	40.7	45.9	-11.3 %	108.2	130.6	-17.2 %
Sales margin	1.0 %	6.3 %	-5.3 %-points	0.7%	8.6%	-7.9 %-points
Gross profit	13.4	16.2	-17.3 %	38.3	50.1	-23.6%
Gross margin	32.9%	35.3 %	-2.4%-points	35.4%	38.4%	-3.0 %-points
Cost of sales	27.3	29.7	-8.1%	69.9	80.5	-13.2 %
R&D costs	2.7	3.7	-27.0 %	7.1	9.2	-22.8 %
Continuing operations						
EBITDA	3.3	5.8	-43.1%	8.2	19.5	-57.9 %
EBITDA margin	8.1%	12.6%	-4.5 %-points	7.6 %	14.9%	-7.3 %-points
EBIT	1.6	4.1	-61.0 %	3.1	14.7	-78.9 %
EBIT margin	3.9%	8.9%	-5.0 %-points	2.9 %	11.3 %	-8.4%-points
Earnings after tax	0.4	2.9	-86.2%	0.8	11.2	-92.9%
Earnings per share (in €) basic	0.02	0.15	-86.7%	0.04	0.59	-93.2%
Continuing and discontinued operations						
Earnings after tax	0.4	2.9	-86.2%	2.3	11.2	-79.5%
Earnings per share (in €) basic	0.02	0.15	-86.7%	0.12	0.59	-79.7%
Balance sheet and cash flow						
Equity				122.3	117.1	4.4%
Equity ratio				60.6%	60.3 %	0.3 %-points
Return on equity	0.3 %	2.5%	-2.2 %-points	0.7%	9.6%	-8.9 %-points
Balance sheet total				201.7	194.1	3.9 %
Net cash				30.7	40.1	-23.4%
Free cash flow *	0.9	4.5	-80.0%	-6.2	2.0	<b>◄-100.0</b> %
Further key figures						
Investments**	0.5	0.5	0.0 %	3.0	3.0	0.0 %
Investment ratio	1.2 %	1.1%	0.1%-points	2.8 %	2.3 %	0.5 %-points
Depreciation	1.7	1.6	6.3 %	5.0	4.8	4.2%
Employees as of 09 / 30				699	637	9.7%

<sup>\*</sup> Before consideration of purchase or sale of available-for-sale securities and before consideration of extraordinary items from purchase or sale of subsidiaries.

 $<sup>\</sup>ensuremath{^{**}}$  without consideration of purchase of subsidiaries.

# **Contents**

## **FOREWORD**

4 Foreword by the Management Board

## **HIGHLIGHTS**

8 Highlights Q3 2012

## **INVESTOR RELATIONS**

- 9 The Euro debt crisis imposes growing risks for the business cycle
- 9 The SUSS MicroTec Share

## **BUSINESS DEVELOPMENT**

- 12 Overview
- 13 Orders Position and Sales by Region
- 13 Business Development in the Individual Divisions

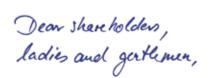
## **FINANCIAL REPORT**

- 16 Consolidated Statement of Income (IFRS)
- 17 Statement of Comprehensive Income
- 18 Consolidated Balance Sheet (IFRS)
- 20 Consolidated Statement of Cash Flows (IFRS)
- 22 Consolidated statement of shareholders' equity (IFRS)
- 24 Segment Reporting (IFRS)
- 26 Selected Explanatory Notes

## **SERVICE**

- 31 Legal structure of the group
- 32 Financial Calendar 2012 / 2013
- 32 Credits & Contact

# **Foreword** by the management board



A year ago, we wrote to you in this letter that the preceding quarter had been characterized by tremendous uncertainty both politically and macroeconomically, not least due to the apparently never-ending debate about the debt crisis in Europe. Now that the third quarter of 2012 has come to an end, we must acknowledge that the situation has scarcely changed. In the meantime, various bailout packages have been arranged and just recently the permanent European Stability Mechanism ESM has taken effect. However, a lasting solution to the pan-European debt crisis is still not in sight and the probability that the entire world economy will be impacted is high.

The effects on the real economy are already palpable. According to research by RWI Essen (Rheinisch-Westfälisches Institut für Wirtschaftsforschung in Essen), the global economy had already begun to slow in the first half of 2012. The German economy revived slightly in the first half of the year, driven primarily by exports, but domestic demand remained weak. Against this backdrop, RWI lowered its forecast for gross domestic product growth in Germany this year to 0.8%, having predicted 1.1% growth in June.

In our sector, the semiconductor and semiconductorrelated industry, an increasing number of warning signals have been heard from large equipment manufacturers and semiconductor companies in the past months. The Gartner market research institute asserts that investments in wafer fab equipment will decline in 2012, anticipates that these investments will stabilize in 2013 and for 2014 they forecast another upturn. Given our broadly diversified product range and our focus on the robust packaging market, we can mitigate the effects of this sector-specific cyclicality, but we cannot entirely eliminate them. The behavior of our customers also reflects uncertain macroeconomic conditions. We continue to perceive a high level of uncertainty, combined with individual cases of delays in the placement of orders similar to what we have seen already in the last quarters. Despite this environment, we have once again managed to generate good order entry in the third quarter.

The uncertainty of the economic environment is also reflected in the capital markets, particularly in the performance of stock prices. Our TecDAX and Prime IG Semiconductor benchmark indexes recorded significant price losses in the third quarter. The SUSS MicroTec share was able to record a gain since the beginning of the year, but it retreated significantly from its annual highs in March and May.

# ORDER ENTRY ON A GOOD LEVEL IN THE THIRD QUARTER







MICHAEL KNOPP
Chief Financial Officer

## **OPERATIONAL BUSINESS DEVELOPMENT UPDATE**

Dear shareholders, we would like to take this opportunity to provide an update on the operational business development of our divisions. Our largest division, Lithography, continues to display very robust business activity. Tamarack Scientific, which we acquired in March of this year, is part of this division. We are satisfied with progress integrating the new business into our organizational structure and continue to see tremendous potential for Tamarack products. Focusing on our target markets and the corresponding related activities, like hiring and training of new employees, the manufacture of new generations of tools as well as the build-up of working capital, will remain dominant themes in the Lithography Division in the coming year, with a corresponding negative impact on the margin similar to 2012.

We see the greatest growth potential for our Company in the Substrate Bonder division. The growth in the volume of products that require permanent bonding processes such as image sensors, MEMS, and LEDs is continuously increasing and requires additional capacities. The introduction of 3D technology in chip processing requires complex and technologically demanding new processes that we develop in close collaboration with customers and cooperation partners. This area will also see a negative result in the coming fiscal year, generated by high expenses in the area of research and development combined with some product margins that continue to be very low. However, the losses will be less than those in 2012. The latest generation of Bond Cluster tools delivered to an internationally leading integrated device manufacturer in December 2011 was installed successfully. Together with the customer, our engineers work to optimize processes in order to make the crossover into pre-serial production possible. These activities proceed according to plan. Follow-up orders are expected over the course of the 2013 fiscal year.

The Photomask Equipment division develops cyclically with the semiconductor market. Following strong order entry in 2010, we saw a correspondingly sharp rise in sales in 2011. So far in 2012, order entry has been very satisfactory, but, as expected, it does not match the high level seen in 2010. The business is primarily determined by the demand for production equipment in the high-end Photomask area and benefits from the introduction of new technology nodes on the front-end.

## THE THIRD QUARTER IN FIGURES

In view of the macroeconomic environment, order entry remained positive for us in the third quarter of 2012. Although the demand for SUSS MicroTec equipment declined slightly from the corresponding quarter of the previous year, it remained at the upper end of our estimate range. In the quarterly comparison, order entry amounted to €36.6 million after €38.2 million in the corresponding quarter of the previous year, representing a decrease of approximately 4%. Sales in the months from July to September totaled €40.7 million, about 11% below the previous quarter's level (Q3 2011: €45.9 million). EBIT of €1.6 million in the third quarter was 61% below the €4.1 million amount in the corresponding quarter of the previous year.

Sales in the first nine months came to €108.2 million, below the high level in the previous year of €130.6 million. This corresponds to a decrease of approximately 17%. Order entry declined slightly from €118.6 million in 2011 to €117.0 million in 2012. As of the reporting date of September 30, 2012, the order backlog amounted to €102.4 million (previous year: €103.5 million).

The gross profit margin for SUSS MicroTec Group declined in the first nine months of the year to 35.4% (9M 2011: 38.4%). This decline was primarily attributable to the diminished margin in the Photomask Equipment division as well as the margin in the Lithography division, which returned to a normal level after an extremely strong year in 2011.

Earnings before interest and taxes (EBIT) of  $\le$  3.1 million were below the  $\le$  14.7 million of the previous year. EBIT included one-time currency effects of  $\le$  -0.4 million. This resulted from the settlement of Company-internal foreign currency credits of SUSS MicroTec AG to SUSS MicroTec Inc. in connection with the acquisition of Tamarack in March 2012. The margin also suffered from the higher share of sales for Substrate Bonder, the loss at Tamarack, and higher research and development costs.

Earnings after taxes (EAT) for continuing operations amounted to € o.8 million, compared to € 11.2 million in the previous year. Earnings after taxes (EAT) amounted to € 2.3 million for continuing and discontinued operations, compared to € 11.2 million in the previous year. This included a tax-free amount of € 1.5 million, which resulted from the sale of the Test Systems division in 2010. Basic earnings per share (EPS) from continuing and discontinued operations amounted to € 0.12 (previous year: € 0.59).

Cash and interest-bearing securities totaled €44.3 million as of September 30, 2012 (September 30, 2011: €54.7 million). Net liquidity came in at €30.7 million as of the reporting date (September 30, 2011: €40.1 million). Free cash flow before the inclusion of securities sales / purchases and extraordinary effects from M&A activities came to €-6.2 million in the first nine months of the year (previous year: €2.0 million).

## OUTLOOK

We reiterate our forecast that in the current fiscal year the Company expects to achieve sales between € 160 and € 170 million as well as an EBIT between € 5 and € 10 million, and a free cash flow in the low single digit million € range.

Due to our currently very limited visibility, we broaden our order intake guidance for the fourth quarter and expect an order intake of  $\le 25 - 40$  million.

Garching, Germany, November 2012

Frank Averdung
Chief Executive Officer

Michael Knopp Chief Financial Officer

# Highlights Q3 2012

## SUSS MICROTEC LAUNCHES ACS200 GEN3: THE NEW GENERATION AUTOMATED COATER/DEVELOPER PLATFORM

In July SUSS MicroTec launched the third generation of the ACS200 Coating and Developing Platform. This newly developed tool offers an excellent mix of innovation and production proven technology components of the well-established ACS200Plus and Gamma platforms. The configuration flexibility of modules and technologies meets not only the requirements of the Advanced Packaging, MEMS and LED markets, it also bridges the gap between research & development and high volume manufacturing. Especially the newly designed coater module offers state of the art open bowl spin coating as well as the patented GYRSET® closed cover coating technology.

# SUSS MICROTEC AT THE SEMICON WEST IN SAN FRANCISCO

This year's Semicon West took place from July 10 to 12 in the Moscone Center in San Francisco. SUSS MicroTec presented itself under the well known theme "shrink, stack, integrate" on its exhibition stand to customers and business partners. Main focus of this years' show was the Lithography Plus campaign, promoting the recent acquisition of Tamarack Scientific and reflecting the expansion of SUSS MicroTec's technology competence. As in the previous years, SUSS MicroTec invited for the annual 3D Integration Technology Workshop under the slogan "3D Integration Technology — Ready for Take Off?". Over 70 participants listened to speakers from preeminent companies and world-renowned research institutions, like 3M, Dow Corning, IMEC, Yole, etc., presenting updates on 3D technology development.

# SUSS MICROTEC JOINS "BLUECOMPETENCE" INITIATIVE OF THE VDMA

Since August 2012, SUSS MicroTec is an official partner of the BluECOmpetence" initiative of the VDMA. SUSS MicroTec joined this initiative because sustainability is gaining importance in the industrial sector. The activities are aligned to achieve sustainable developments on a global perspective. As part of our Corporate Social Responsibility, SUSS MicroTec views environmental protection, health and safety of the society and the wellbeing of the individual person as values on its own. Production, relationships with our business partners and the design of the products are not only based on economic and financial factors but consider environmental and social issues with equal adherence.



# **Investor** Relations

# THE EURO DEBT CRISIS IMPOSES GROWING RISKS FOR THE BUSINESS CYCLE

According to a paper from the research institute RWI, Essen, the global business cycle cooled down in the first half of 2012 and the upswing in the US and in Asia began to lose momentum in past months. Growth in Latin America remained halting. Production levels in the Eurozone continued to fall, as expected. The Euro debt crisis and the fear of a long term recession are proving to be a growing burden on the global economy. As long as this crisis remains unsolved, the risks for the global economy are substantial.

The development is also reflected in the capital market and especially the stock market. The successful approval of the bailout packages at the European and international level have led to a certain easing of tensions in the financial markets in the first half of 2012, which in turn has led to partially rising share prices. Starting in the second quarter already a high

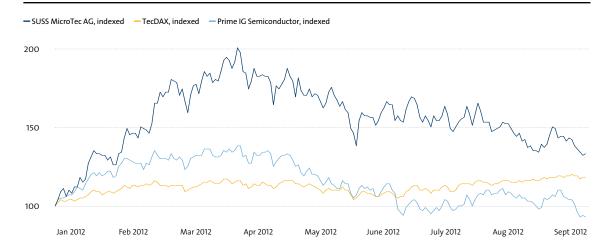
degree of uncertainty and volatility returned to the capital markets. This situation is still present today and dominated the activities of the stock market participants.

## THE SUSS MICROTEC SHARE

Our share began the 2012 fiscal year with an XETRA closing price of € 5.83 on January 2. In the first quarter of 2012, the price of the SUSS MicroTec share almost doubled since then and was once again able to surpass the € 10 threshold. This price increase, which was even more rapid than the price increase in the first quarter of the previous year, was accompanied by volatility that is typical for technology stocks. Ultimately, the SUSS MicroTec share closed the first quarter of 2012 with a price of € 10.76, which corresponded to an increase of more than 90 % from the beginning of 2012. This positive trend was broken in April 2012. The TecDAX and the Prime IG Semiconductor have experienced share price declines since then.

## SUSS MICROTEC SHARE PERFORMANCE IN 2012

(SUSS MicroTec share price on December 30, 2011: €5.63)

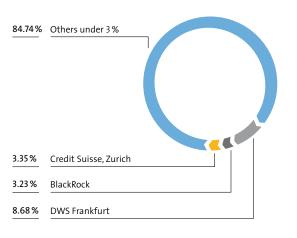


The SUSS MicroTec share also displayed price declines compared to the first quarter 2012. In the beginning of the third quarter, the SUSS MicroTec share generally moved sideways, but coupled with high daily volatility. Compared to the end of the second quarter, the share price decreased further in the third quarter, but could defend the plus of 28 % of the share price compared to beginning of 2012.

The two benchmark indexes TecDAX and Prime IG Semiconductor performed differently in the first nine months of 2012. The TecDAX closed the first nine months with a gain of approximately 18%, while the Prime IG Semiconductor recorded a decrease of 7% in the first nine months. Thus, the SUSS MicroTec share once again outperformed both benchmark indexes.

The average daily trading volume of SUSS MicroTec shares on all German stock exchanges in the first nine months of 2012 amounted to approximately 129k shares (9M 2011: average daily trading volume of approximately 326k shares). A consideration here, however, is that extraordinarily high trading volumes were recorded in the first quarter of 2011 prior to the share's inclusion in the TecDAX. Additionally, almost all stock listed companies are suffering a general decline in trading volume in 2012, but the SUSS MicroTec share is holding its position in the middle field of the TecDAX ranking according to trading volume (September Ranking: #17).

## Ownership Information as of September 30, 2012 (in %)



# SHARE OWNERSHIP BY OFFICERS AND RELATED PARTIES AS OF SEPTEMBER 30, 2012

	Shares	Options
MANAGEMENT BOARD		
Frank Averdung	83,200	0
Michael Knopp	22,500	0
SUPERVISORY BOARD		
Dr. Stefan Reineck	9,600	0
Jan Teichert	0	0
Gerhard Pegam	0	0

## 12 **BUSINESS DEVELOPMENT**

- 12 Overview
- 13 Orders Position and Sales by Region
- Business Development in the Individual Divisions 13

## **FINANCIAL REPORT** 16

- Consolidated Statement of Income (IFRS) 16
- Statement of Comprehensive Income
- 18 Consolidated Balance Sheet (IFRS)
- Consolidated Statement of Cash Flows (IFRS) 20
- 22 Consolidated Statement of shareholders' equity (IFRS)
- 24 Segment Reporting (IFRS)
- Selected Explanatory Notes 26

## 31 **SERVICE**

- Legal structure of the group 31
- Financial Calendar 2012 / 2013 32
- Credits & Contact

# **BUSINESS DEVELOPMENT**

of SUSS MicroTec AG



## **OVERVIEW**

Order entry of € 36.6 million in the third quarter of the current fiscal year fell just slightly short of the € 38.2 million level in the same quarter in the previous year. Sales in the third quarter of 2012 amounted to € 40.7 million, 11.3% lower than € 45.9 million in the previous year's quarter. Demand for SUSS MicroTec equipment primarily involved the two largest market segments, advanced packaging and MEMS.

The nine-month period developed as follows: order entry of € 117.0 million in the first nine months of 2012 was 1.3% below the corresponding amount of € 118.6 million in the previous year. Compared with the same period of the previous year, sales decreased by 17.2% from € 130.6 million in 2011 to € 108.2 million in 2012. The order backlog as of September 30, 2012 amounted to €102.4 million (September 30, 2011: € 103.5 million).

The gross profit margin reached 32.9% in the third quarter after 35.3% in the corresponding quarter of the previous year, reflecting a larger share of sales for Substrate Bonder and a lower margin in the Lithography division. For the full year, the gross profit margin was 35.4%, which represents a decrease of three percentage points from the previous year.

Earnings before interest and taxes (EBIT) of € 3.1 million were below the € 14.7 million of the previous year's quarter. EBIT included one-time currency effects of € -o.4 million. This resulted from the settlement of Company-internal foreign currency credits of SUSS MicroTec AG to SUSS MicroTec Inc. in connection with the acquisition of Tamarack in March 2012. Additional negative factors were the higher share of sales for Substrate Bonder, the loss at Tamarack, and the lower margin in the Photomask Equipment and Lithography divisions.

Earnings after taxes (EAT) for continuing operations amounted to € o.8 million, compared to € 11.2 million in the previous year. Earnings after taxes (EAT) amounted to € 2.3 million for continuing and discontinued operations, compared to € 11.2 million in the previous year. This included a tax-free amount of €1.5 million, which resulted from the sale of the Test Systems division in 2010. Basic earnings per share (EPS) from continuing and discontinued operations amounted to € 0.12 (previous year: € 0.59).

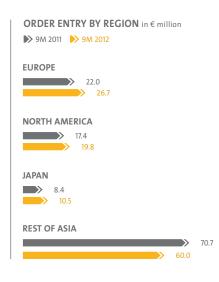
Cash and interest-bearing securities amounted to €44.3 million as of September 30, 2012 (September 30, 2011: € 54.7 million). Net liquidity came in at € 30.7 million as of the reporting date (September 30, 2011: € 40.1 million). Free cash flow before the inclusion of securities sales / purchases and extraordinary effects from M&A activities came to €-6.2 million in the first nine months of the year (previous year: € 2.0 million).

## IDATED INTERIM MANAGEMANT REPORT

## **ORDERS POSITION AND SALES BY REGION**

The weakening order entry in the first nine months of the 2012 fiscal year exclusively involved the Rest of Asia region. This region primarily comprises of Taiwan, China, Korea and Malaysia. It recorded 15.3% fewer orders than in the corresponding period of the previous year. Since the Rest of Asia region constitutes more than 50% of order entry, total order entry declined in the first nine months even though all other regions recorded increases. The regions of North America (+13.8%), Europe (+21.4%), and Japan (+25.0%) all reported double-digit increases in order entry.

The regional distribution of sales in the first nine months offers a similar picture. The Rest of Asia region also experienced a decline in sales (-32.6%). In addition, sales fell in Europe (-11.5%). By contrast, the regions of Japan and North America reported growth of 13.1% and 14.6%, respectively.





# BUSINESS DEVELOPMENT IN THE INDIVIDUAL DIVISIONS

## Lithography division

The Lithography division includes the development, manufacture, and sale of the Mask Aligner, Developer, and Coater product lines. These product lines are developed and produced in Germany at the locations in Garching near Munich and Sternenfels. The Lithography division was strengthened in the first quarter of 2012 by the acquisition of Tamarack Scientific Co., Inc. The company was founded in 1966 and has its headquarters in Corona in southern California (USA). Tamarack is a leading provider of UV projection lithography devices as well as laser-based microstructuring systems.

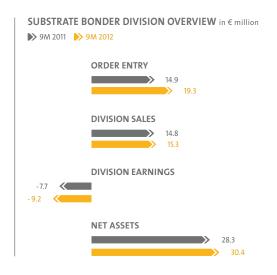
The Lithography division recorded a decline in order entry in the first nine months of 2012. Order entry of  $\in$  76.4 million for the nine-month period of 2012 could not quite reach the comparable value in the previous year of  $\in$  81.1 million. Division sales in the first nine months of 2012 amounted to  $\in$  81.1 million after  $\in$  84.4 million in the corresponding period of the previous year, representing a decrease of approximately 4%. Division earnings (EBIT) in the Lithography division declined in the ninemonth comparison from  $\in$  20.0 million in the previous year to  $\in$  16.3 million.



## **Substrate Bonder**

The Substrate Bonder division comprises the development, production, and sale of the Substrate (Wafer) Bonder product line and is located at our site in Sternenfels (Germany).

In the first nine months of the fiscal year, the Substrate Bonder division recorded a 29.5% increase in order entry from the previous year. Sales also rose from the corresponding period of the previous year. While order entry increased to  $\in$  19.3 million (9M 2011:  $\in$  14.9 million), sales rose from  $\in$  14.8 million to  $\in$  15.3 million. Division earnings as of September 30, 2012 deteriorated to  $\in$  -9.2 million (9M 2011:  $\in$  -7.7 million). The reasons for this included the resumed delivery of low-margin devices and higher research and development costs in this division.



# Photomask Equipment

The Photomask Equipment division comprises the development, manufacture, and sale of the HMx, ASx, MaskTrack, and MaskTrack Pro product lines. The development and production of specialized systems for the cleaning and processing of photomasks for the semiconductor industry are also conducted at the Sternenfels site in Germany.

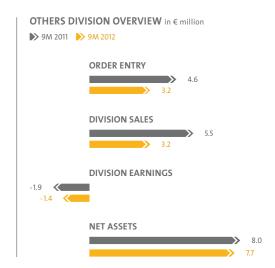
In the first nine months of 2012, the Photomask Equipment division recorded order entry of  $\in$  18.1 million, slightly above the level of  $\in$  17.9 million in the previous year. However, division sales fell significantly to  $\in$  8.6 million (9M 2011:  $\in$  25.8 million). Division earnings in the first nine months showed a loss of  $\in$  -2.5 million (9M 2011:  $\in$  4.4 million), reflecting lower sales. This division is heavily influenced by leaps in technology on the front-end of the semiconductor industry, resulting in a pronounced cyclicality.

# PHOTOMASK EQUIPMENT DIVISION OVERVIEW in € million ▶ 9M 2011 P 9M 2012 ORDER ENTRY 17.9 18.1 DIVISION SALES 25.8 DIVISION EARNINGS 4.4 -2.5 NET ASSETS

## **Others**

The Others division comprises Micro-optics activities at the Neuchâtel, Switzerland, location, the C4NP business, as well as the costs for central Group functions that generally cannot be attributed to the main divisions. At the end of 2011, the Mask business for the semiconductor industry in Palo Alto, USA, was sold. Ownership of the Micro-optics business was boosted to 100% in the first half of the year. In this way, the company, which commands important enabling technologies, will be even more closely tied to SUSS MicroTec.

Order entry declined from  $\[ \] 4.7 \]$  million in the first nine months of 2011 to  $\[ \] 3.2 \]$  million. Division sales after the first nine months of 2012 amounted to  $\[ \] 3.2 \]$  million after  $\[ \] 5.5 \]$  million in the corresponding period of the previous year. Division earnings amounted to  $\[ \] -1.9 \]$  million in the first nine months of 2011 and  $\[ \] -1.4 \]$  million in the first nine months of 2012.



# **Financial Report**

of SUSS MicroTec AG



## CONSOLIDATED STATEMENT OF INCOME (IFRS)

in € thousand	Q3 2012	Q3 2011	01/01/2012 – 09/30/2012	01/01/2011- 09/30/2011
Sales	40,716	45,913	108,228	130,575
Cost of sales	-27,285	-29,700	-69,881	-80,477
Gross profit	13,431	16,213	38,347	50,098
Selling costs	-5,262	-4,965	-14,817	-14,031
Research and development costs	-2,732	-3,656	-7,098	-9,228
Administration costs	-4,133	-3,570	-12,628	-11,880
Other operating income	562	1,383	2,242	3,675
Other operating expenses	-281	-1,263	-2,920	-3,917
Analysis of net income from operations (EBIT):				
EBITDA (Earnings before Interest and Taxes. Depreciation and Amortization)	3,342	5,784	8,154	19,503
Depreciation and amortization of tangible assets, intangible assets and investments in subsidiaries	-1,757	-1,642	-5,028	-4,786
Net income from operations (EBIT)	1,585	4,142	3,126	14,717
Financial income	198	253	663	1,562
Financial expenses	-170	-147	-531	-767
Financial result	28	106	132	795
Proft from continuing operations before taxes	1,613	4,248	3,258	15,512
Income taxes	-1,180	-1,325	-2,470	-4,263
Profit from continuing operations	433	2,923	788	11,249
Net profit or loss from discontinued operations (after taxes)	0	-2	1,507	-23
Net profit	433	2,921	2,295	11,226
Thereof equity holders of SUSS MicroTec	433	2,880	2,265	11,096
Thereof minority interests	0	41	30	130
Earnings per share (undiluted)				
Basic earnings per share from continuing operations in EUR	0.02	0.15	0.04	0.59
Basic earnings per share from discontinued operations in EUR	0.00	0.00	0.08	0.00
Earnings per share (diluted)				
Basic earnings per share from continuing operations in EUR	0.02	0.15	0.04	0.59
Basic earnings per share from discontinued operations in EUR	0.00	0.00	0.08	0.00

## STATEMENT OF COMPREHENSIVE INCOME

	01/01/2011-09/30/2011	
2,295	11,226	
78	-66	
776	-837	
-163	-189	
-5	70	
686	-1,022	
2,981	10,204	
2,942	10,059	
39	145	
	686 2,981 2,942	

# CONSOLIDATED BALANCE SHEET (IFRS)

<b>ASSETS</b> in € thousand	09/30/2012	12/31/2011
NON-CURRENT ASSETS	44,047	37,691
Intangible assets	8,903	8,568
Goodwill	17,535	13,599
Tangible assets	11,705	9,462
Current tax assets	69	87
Other assets	784	592
Deferred tax assets	5,051	5,383
CURRENT ASSETS	157,669	150,055
Inventories	93,950	71,632
Accounts receivable	14,446	17,790
Other financial assets	720	756
Securities	28,265	19,362
Current tax assets	1,368	686
Cash and cash equivalents	15,996	37,036
Other assets	2,924	2,793
TOTAL ASSETS	201,716	187,746

LIABILITIES & SHAREHOLDERS' EQUITY in € thousand	09/30/2012	12/31/2011
EQUITY	122,267	120,393
Total equity attributable to shareholders of SUSS MicroTec AG	122,267	119,704
Subscribed capital	19,116	19,101
Reserves	103,487	101,616
Accumulated other comprehensive income	-336	-1,013
Minority interests	0	689
NON-CURRENT LIABILITIES	15,471	10,500
Pension plans and similar commitments	3,022	2,872
Provisions	363	348
Financial debt	4,000	4,279
Other financial liabilities	3,751	244
Deferred tax liabilities	4,335	2,757
CURRENT LIABILITIES	63,978	56,853
Provisions	2,972	3,322
Tax liabilities	2,051	5,734
Financial debt	9,515	10,131
Other financial liabilities	7,440	5,995
Accounts payable	6,620	7,582
Other liabilities	35,380	24,089
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	201,716	187,746

# CONSOLIDATED STATEMENT OF CASH FLOWS (IFRS)

in∈thousand	01/01/2012 - 09/30/2012	01/01/2011 – 09/30/2011
Net profit (after taxes)	2,295	11,226
Amortization of intangible assets	3,486	3,119
Depreciation of tangible assets	1,587	1,667
Profit or loss on disposal of intangible and tangible assets	0	59
Profit on disposal of Cascade shares	0	-833
Change of reserves on inventories	3,772	-163
Change of reserves for bad debts	79	102
Non-cash stock based compensation	0	45
Other non-cash effective income and expenses	315	-565
Acquisition costs Tamarack	259	0
Gain from subsequent purchase price payment Test business	-1,507	0
Change in inventories	-17,112	-12,966
Change in trade receivables	3,775	-1,828
Change in other assets	-639	-1,159
Change in pension provisions	150	-79
Change in trade payables	-1,181	-2,996
Change in other liabilities and other provisions	1,244	6,237
Change of deferred taxes	324	3,041
Cash flow from operating activities	-3,153	4,907

in $\in$ thousand	01/01/2012 - 09/30/2012	01/01/2011 – 09/30/2011
Disbursements for tangible assets	-2,367	-2,317
Disbursements for intangible assets	-699	-645
Purchases of current available-for-sale securities	-14,868	-29,955
Proceeds from redemption of available-for-sale securities	6,041	2,099
Proceeds from redemption of Cascade shares	0	3,333
Proceeds from disposal of intangible and tangible assets	0	61
Proceeds from subsequent selling price Test Business	1,507	0
Payments for purchase of SMO shares	-1,126	0
Payments for purchase of Tamarack	-5,443	0
Cash flow from investing activities	-16,955	-27,424
Repayment of bank loans	-180	-180
Change in current bank liabilities	-99	17
Change in other financial debt	-616	-708
Proceeds from exercise of subscription rights	19	453
Cash flow from financing activities	-876	-418
Adjustments to funds caused by exchange-rate fluctuations	-56	-156
Change in cash and cash equivalents	-21,040	-23,091
Funds at beginning of the year	37,036	36,525
Funds at end of the period	15,996	13,434
Cash flow from operating activities includes:		
Interest paid during the period	163	360
Interest received during period	691	607
Tax paid during the period	6,841	1,466
Tax refunds during the period	0	16

# CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY (IFRS)

in∈thousand	Subscribed capital	Additional paid-in capital	Earnings reserve	
As of 01 January 2011	18,721	98,225	433	
Exercise of subsription rights	349	103		
Issuance of subscription rights		45		
Net loss				
Total income and expenses recognized in equity				
As of September 30, 2011	19,070	98,373	433	
As of 01 January 2012	19,101	98,384	433	
Exercise of stock options	15	4		
Issuance of subscription rights				
Net profit				
Total income and expenses recognized in equity				
Purchase of minority interest SMO		-398		
As of September 30, 2012	19,116	97,990	433	

Retained Earnings	Accumulated other Comprehensive Income	Total equity attributable to shareholders of SUSS MicroTec AG	Minority interests	Equity
-10,714	-659	106,006	398	106,404
		452		452
		45		45
11,096		11,096	130	11,226
	-1,037	-1,037	15	-1,022
382	-1,696	116,562	543	117,105
2,799	-1,013	119,704	689	120,393
		19		19
		0		0
2,265		2,265	30	2,295
	677	677	9	686
		-398	-728	-1,126
 5,064	-336	122,267	0	122,267

# SEGMENT REPORTING (IFRS)

## Segment information by business segment

	Lithogra	phy	Substrate B	Sonder	Photomask Eq	uipment
in € thousand	9M / 2012	9M / 2011	9M / 2012	9M / 2011	9M / 2012	9M / 2011
External Sales	81,059	84,412	15,340	14,822	8,594	25,847
Internal Sales	0	0	0	0	0	0
Total Sales	81,059	84,412	15,340	14,822	8,594	25,847
Result per segment (EBIT)	16,340	19,968	-9,232	-7,735	-2,540	4,376
Income before taxes	16,327	19,930	-9,232	-7,737	-2,543	4,374
Significant non-cash items	-1,342	-863	-2,133	-1,835	-356	-299
Segment assets	84,693	64,332	35,090	36,281	16,725	16,840
thereof Goodwill	17,535	13,599	0	0	0	0
Unallocated assets						
Total assets						
Segment liabilities	-32,508	-28,537	-4,714	-7,870	-10,055	-9,656
Unallocated liabilities						
Total liabilities						
Depreciation and amortisation	1,637	1,210	1,635	1,548	459	467
thereof scheduled	1,637	1,210	1,635	1,548	459	467
thereof impairment loss	0	0	0	0	0	0
Capital expenditure	5,511	948	175	802	60	279
Workforce at September 30	415	337	134	136	105	105

## Segment information by region

	Sales (continuing	operations)	Capital expe	nditure	Asset	;
in € thousand	9M / 2012	9M / 2011	9M / 2012	9M / 2011	9M / 2012	9M / 2011
Europe	26,555	30,014	2,701	2,037	103,372	99,470
North-America	22,903	19,986	4,913	828	22,259	9,222
Japan	11,031	9,751	0	3	2,579	2,495
Rest of Asia	47,739	70,824	27	94	1,552	1,282
Consolidation effects	0	0	0	0	16,778	8,134
Total	108,228	130,575	7,641	2,962	146,540	120,603

Other		Continuing operations		Discontinued Operations (Test business)		Consolidation effects		Total	
9M/2012	9M / 2011	9M / 2012	9M / 2011	9M / 2012	9M / 2011	9M / 2012	9M / 2011	9M / 2012	9M / 2011
3,235	5,494	108,228	130,575	0	380	-	-	108,228	130,955
6,279	5,389	6,279	5,389	0	0	-6,279	-5,389	0	0
9,514	10,883	114,507	135,964	0	380	-6,279	-5,389	108,228	130,955
-1,442	-1,892	3,126	14,717	1,507	-23	-	-	4,633	14,694
-1,294	-1,055	3,258	15,512	1,507	-23	-	-	4,765	15,489
13	-109	-3,818	-3,106	0	0	-	-	-3,818	-3,106
10,032	9,857	146,540	127,310	0	0	-	-	146,540	127,310
0	0	17,535	13,599	0	0	-	-	17,535	13,599
								55,176	66,749
								201,716	194,059
-2,350	-1,905	-49,627	-47,968	0	0	<u> </u>		-49,627	-47,968
								-29,822	-28,986
								-79,449	-76,954
1,297	1,561	5,028	4,786	0	0	-	-	5,028	4,786
1,297	1,561	5,028	4,786	0	0	-	-	5,028	4,786
0	0	0	0	0	0	-	-	0	0
1,895	933	7,641	2,962	0	0	-	-	7,641	2,962
45	59	699	637	0	0	-	-	699	637

# Selected Explanatory Notes

to the Interim Report of SUSS MicroTec AG as of September 30, 2012



## **GENERAL ACCOUNTING POLICIES**

The consolidated financial statements of SUSS MicroTec AG as of December 31, 2011 have been prepared in accordance with the International Financial Reporting Standards (IFRSs) applied by the International Accounting Standards Board (IASB) as of the closing date. In the consolidated interim financial statements as of September 30, 2012, which were prepared on the basis of International Accounting Standards (IAS) 34 "Interim Financial Reporting," the same accounting methods were applied as in the consolidated financial statements for the 2011 fiscal year.

All of the interpretations of the International Financial Reporting Interpretations Committee (IFRIC) in effect as of September 30, 2012 have been applied.

For additional information about specific accounting and measurement methods, please see the consolidated financial statements of SUSS MicroTec AG as of December 31, 2011.

The Group auditor has neither audited nor reviewed the interim financial statements.

## 2. CHANGES IN THE SCOPE OF CONSOLIDATION

The consolidated financial statements include the financial statements of SUSS MicroTec AG and of all material companies over which, independent of the level of its participatory investment, the proprietary company can exercise control (i.e. the control principle).

By purchase agreement dated March 29, 2012, SUSS MicroTec Group acquired 100% of the shares in Tamarack Scientific Co. Inc. (Corona, CA, USA). The purchase price consists of a fixed component of US\$ 9.34 million as well as a variable component, which depends on the development of revenues in the next three fiscal years. As of September 30, 2012, provisions were set aside for the potential earn-out. Based on the existing corporate plans for Tamarack, the amount of the total earn-out liability was estimated to be approximately US\$ 6.8 million. In the second quarter of 2012, a provisional purchase price allocation was carried out that led to the capitalization of hidden reserves of US\$ 5.2 million. At the same time, deferred tax liabilities of US\$ 2.1 million were recognized. The purchase price allocation resulted in total goodwill of US\$ 5.1 million, which will be tested for impairment once a year in the future or whenever there are unusual events. Goodwill related to the acquisition will be allocated to the Lithography division. Additional acquisition costs currently amounting to € 280 thousand were directly recognized under expenses.

With the purchase agreement dated May 14, 2012, SUSS MicroTec acquired 15% of the shares of SUSS MicroOptics S.A., Neuchâtel (Switzerland), in the process boosting its stake from 85% to 100%. The purchase price totaled CHF 1.35 million and was paid in May 2012.

Compared with the consolidated financial statements as of December 31, 2011, there were no additional changes to the scope of consolidation.

## 3. MANDATORY DISCLOSURES

## 3.1 New Credit Agreements

SUSS MicroTec Group has various credit facilities with national and international banks and insurance companies. The credit and guarantee line of € 8 million provided by a bank consortium led by BayernLB remained in effect until March 31, 2012. In addition, DZ Bank AG provided a credit and guarantee line of € 2 million, which also had a term until March 31, 2012.

Upon expiration of the previous credit agreements, the bank consortium was expanded to include not only BayernLB as the lead manager and Deutsche Bank, but also DZ Bank AG, as of April 1, 2012. SUSS MicroTec and SUSS MicroTec Lithography GmbH concluded new credit agreements with the new bank consortium in March 2012. The new credit agreements resulted in credit and guarantee lines totaling € 7.5 million. The credit lines, whose term runs until March 31, 2013, were issued without covenants. Their primary purpose is to serve as backing for down payment guarantees.

## 3.2 Acquisition of Tamarack Scientific Co. Inc.

By purchase agreement dated March 29, 2012, SUSS MicroTec Inc. (Sunnyvale, California, USA) acquired 100% of the shares in Tamarack Scientific Co. Inc. based in Corona, California, USA.

The acquisition of the shares and assets or liabilities is recorded in the consolidated financial statements of SUSS MicroTec AG in accordance with the International Financial Reporting Standards as a business combination, as stipulated in IAS 27 (rev. 2008) and IFRS 3 (rev. 2008). In this context, the acquired assets, liabilities, and contingent liabilities (with a few exceptions) are to be recognized at fair value at the time of acquisition

(IFRS 3.18). In accordance with the guidelines of IFRS 3 in connection with IAS 38, not only assets appearing in the statement of financial position are to be taken into account, but also not yet recognized intangible assets.

In view of this, a provisional purchase price allocation was conducted for the acquired assets and liabilities. The acquired assets and liabilities were recognized at the time of initial consolidation on March 31, 2012, as follows:

in USD million	Book Value according to IFRS	Value at time of acquisition
Intangible assets	1.2	4.2
Tangible assets	1.7	1.9
Other non-current assets	0.3	0.3
Current assets	12.8	14.8
Total assets	16.0	21.2
Non-current financial liabilities	0.0	2.1
Current financial liabilities	9.2	9.2
Total liabilities	9.2	11.3
Net assets	6.8	9.9
Acquisition costs	-	9.3
Provisions for earn-out		5.7
Goodwill		5.1

At the time of initial consolidation, previously unrecognized intangible assets of approximately US\$ 3.0 million, which primarily related to the acquired technology, were capitalized. The measurement of the technology is based on planning for the years 2012 to 2020 and the resulting cash flows. In addition, hidden reserves within tangible assets of US\$ 0.2 million were disclosed. Hidden reserves of approximately US\$ 2.0 million, which related to tools and unfinished goods in inventory reserves, were recognized in current assets.

Under noncurrent liabilities, deferred tax liabilities of US\$ 2.1 million were recognized as a result of the initial consolidation. The tax rate of approximately 40% for Tamarack Scientific Co., Inc. (Corona, USA) is relevant for the calculation.

Aside from the fixed purchase price of approximately US\$ 9.34 million, a variable purchase price component, which depends on the development of sales and margins in the next three years, has been agreed upon. The amount of the anticipated earn-out liability was estimated to be approximately US\$ 6.8 million, based on existing corporate plans. At the time of initial consolidation, appropriate (noncurrent) provisions of US\$ 5.7 million were recognized as liabilities.

Goodwill, which amounts to approximately US\$ 5.1 million, is allocated to the Lithography division. Goodwill will be tested for impairment in the future once a year or whenever there are unusual events.

The values calculated in the purchase price allocation should be regarded as provisional values. The purchase price allocation will be concluded by December 31, 2012 at the latest.

Additional acquisition costs currently amounting to € 280 thousand were recognized under expenses.

Tamarack Scientific Co., Inc.'s income and expenses in the months from April to September 2012 are recorded in the consolidated statement of income. In this period, Tamarack Scientific Co., Inc. contributed sales of US\$ o.8 million and earnings of US\$ -2.5 million to consolidated earnings after taxes. In addition, an additional loss of US\$ -0.3 million resulted from the amortization of hidden reserves. If SUSS MicroTec Group had already acquired Tamarack at the beginning of the reporting period, consolidated sales would have totaled € 111.5 million and consolidated earnings after taxes € -2.2 million (continuing operations). Here it should be taken into account that Tamarack Scientific Inc. had to recognize several extraordinary effects in income at the time of the acquisition. As a result, deferred tax assets of US\$ 1.8 million had to be deleted.

## 3.3 Increasing the Majority Stake in SUSS MicroOptics, S.A.

With the purchase agreement dated May 14, 2012, SUSS MicroTec acquired 15% of the shares of SUSS MicroOptics S.A., Neuchâtel (Switzerland), in the process boosting its stake from 85% previously to 100%. The purchase price of the acquired shares amounts to CHF 1.35 million and was paid to the sellers in May 2012.

In the consolidated financial statements of SUSS MicroTec AG, the share purchase was recorded as an equity transaction in accordance with IAS 27. The difference in amount between the paid purchase price and the lower carrying value of the acquired minority shares came to approximately € 0.4 million and was recognized under consolidated capital surplus.

## 3.4 Other Mandatory Disclosures

The securities held as available for sale recognized in the statement of financial position include – as in the previous year – corporate and government bonds as well as commercial papers with a term of up to six months. The securities have been measured at market prices. Any fluctuations in the market price are recognized in accumulated other comprehensive income and therefore do not affect profit and loss.

In connection with the sale of the Test Systems division in January 2010, portions of the agreed purchase price were placed in escrow. Release was dependent on certain conditions. As of December 31, 2011, these escrow accounts reported a remaining amount of €1.5 million. The conditions were deemed to be fulfilled in January 2012. As a result, in February 2012 the total amount of € 1.5 million was paid out to SUSS MicroTec AG and recognized with effect on profit and loss. The income is recognized as of September 30, 2012, under profit from discontinued operations.

Other issues influencing assets, liabilities, shareholders' equity, the result for the period, or cash flows and unusual in terms of their nature, magnitude, or frequency did not arise during the interim reporting period.

## 4. CHANGE IN PRESENTATION

The presentation of the consolidated financial statements as of September 30, 2012, is analogous to the presentation as of December 31, 2011. There were no changes in presentation.

## 5. CHANGES IN ESTIMATES

To the extent that estimates were made in the interim reports, the methodology underlying the estimates remained fundamentally the same during the fiscal year and in comparison to the previous fiscal year.

In a departure from the approach used at the end of the fiscal year, income tax expense in each interim reporting period is recorded on the basis of the best estimate of the weighted average annual income tax rate which is expected for the entire fiscal year.

SUSS MicroTec AG currently assumes that the annual income tax rate will deviate from the expected tax rate of approximately 28%. The primary reason for this is that the losses accrued by foreign subsidiaries cannot be capitalized.

Otherwise there are no changes requiring disclosure which would have a material impact on the current interim reporting period.

## 6. BONDS AND EQUITY SECURITIES

In connection with the exercise of 14,510 stock options from the 2008 stock option plan, a total of 14,510 new shares were issued until September 30, 2012. No additional issuances, repurchases, or repayments occurred involving either bonds or equity securities.

## 7. DIVIDENDS PAID

During the reporting report, no dividend was distributed nor was such a distribution proposed.

## 8. SIGNIFICANT EVENTS AFTER THE END OF THE **INTERIM REPORTING PERIOD**

No material events occurred after the end of the interim reporting period.

## 9. CONTINGENT LIABILITIES AND RECEIVABLES

There are no contingent receivables. There were no substantial changes in contingent liabilities since the previous reporting date of December 31, 2011.

## 10. EARNINGS PER SHARE

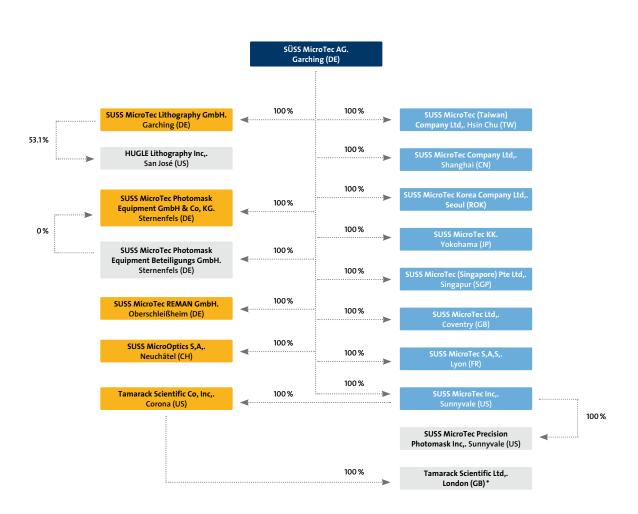
Basic earnings per share are calculated by dividing the net profit or loss for the period (net of minority interests) by the average number of shares.

In order to calculate diluted earnings per share, the profit or loss for the period attributable to shareholders (net of minority interests) and the weighted average of outstanding shares are adjusted for the impact of all potential dilutive shares.

The following table shows the calculation of the basic and diluted earnings per share:

in T€	9M / 2012	9M / 2011
Profit from continuing operations	788	11,226
Less minority interests	-30	-130
Profit from continuing operations attributable to shareholders of SUSS MicroTec AG	758	11,096
Weighted average number of outstanding shares	19,106,396	18,847,759
Effect of the (potential) exercise of stock options (number of options)	0	46,010
Adjusted weighted average number of outstanding shares	19,106,396	18,893,769
Earnings per share in € from continuing operations – basic –	0.04	0.59
Earnings per share in € from continuing operations – diluted –	0.04	0.59

# **Legal structure** of the group





# **Financial Calendar** 2012 / 2013



# **Credits &** Contact



SUSS MicroTec AG Schleißheimer Straße 90 85748 Garching, Deutschland +49 (0)89-32007-0 E-Mail: info@suss.com

Investor Relations

Fon: +49 (o)89-32007-161 E-Mail: ir@suss.com

## **CREDITS**

Published by: SUSS MicroTec AG Edited by: Finance, Julia Natterer Investor Relations, Franka Schielke Concept and design: Whitepark GmbH & Co., Hamburg

Photography: Michael Lange, SUSS MicroTec AG

Forward-looking statements: These reports contain forward-looking statements. Statements that are not historical facts, including statements about our beliefs and expectations, are forward-looking statements. These statements are based oncurrent plans, estimates, and projections, and should be under $stood\ as\ such.\ Forward-looking\ statements\ speak\ only\ as\ of\ the\ date\ they\ are\ made, and\ we\ undertake\ no\ obligation\ to\ update\ any\ of\ them\ in\ light\ of\ new$  $information\ or\ future\ events.\ Forward-looking\ statements\ involve\ inherent\ risks\ and\ uncertainties.\ We\ caution\ readers\ that\ a\ number\ of\ important\ factors$ could cause actual results or outcomes to differ materially from those expressed in any forward-looking statement.

SUSS MicroTec AG Schleißheimer Straße 90 85748 Garching, Germany Fon: +49 (0)89-32007-c

www.suss.com