SIMONA



Financial Statements 2007 SIMONA AG



SIMONA AG

Kirn

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Financial Statements of SIMONA AG

2007 Management Report of SIMONA AG

1. Business review

General economic situation

The German economy displayed buoyant growth for the second year in succession in 2007, albeit at a slightly less dynamic rate than in the past. The economy as a whole expanded by 2.5 per cent, compared with 2.9 per cent in the previous year. From mid-2007 the general outlook for future economic growth deteriorated as a result of the ongoing crisis within the global financial markets, leading to greater uncertainty. The forward momentum recorded in the domestic market was attributable principally to capital expenditure. Investments in machinery and equipment, for instance, rose by 8.4 per cent, while those channelled into new construction projects increased by 2 per cent compared with the preceding year. Above all, however, net exports proved to be a key contributor to growth, accounting for a share of 1.4 per cent. Exports rose by 8.3 per cent year on year, thus significantly outpacing the 5.7 per cent increase in imports.

Economic growth in Europe remained stable in 2007. The eurozone as a whole grew by 2.7 per cent (previous year: 2.7 per cent), while economic expansion in the European Union again stood at 2.9 per cent, the same as in the previous year.

By contrast, the world economy showed signs of stagnation in 2007. According to data compiled by the International Monetary Fund, growth amounted to 4.9 per cent, compared with 5.0 per cent in 2006. Within this context, growth within the industrialised economies was affected first and foremost by the significant slowdown in the United States, triggered by the subprime mortgage and financial crisis. The emerging economies continued to develop at a dynamic pace. China, in particular, expanded its economy by an impressive 11.4 per cent, thus recording double-digit growth for the fifth time in succession.

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The trend within SIMONA's key customer markets was bifurcated. The chemical industry reaped the rewards of solid economic development in 2007, expanding by 4.5 per cent in terms of production output and by 7.5 per cent with regard to sales revenue. However, business performance within the individual segments of the chemical industry was anything but homogeneous: while the base materials sector – polymers, petrochemicals and inorganic base chemicals – only grew by around 2 per cent on average, production output in the other segments of the chemical industry increased markedly.

With projected growth of 11 per cent in 2007, Germany's mechanical engineering sector recorded one of the most successful years of the post-war era. Forward momentum within this area was driven in equal parts by domestic and overseas demand. Exports were buoyed in particular by business activities in Europe, which produced year-on-year gains of close to 17 per cent.

The international trade fairs based in Germany recorded their best results in seven years. Provisional data points to 3 per cent growth in exhibitor, floor space and visitor numbers.

Calculated on the basis of preliminary figures, the German construction industry is likely to report a 4 per cent increase in sales revenue for 2007. Demand and order intake were driven in particular by the greater propensity to invest, both within the private and the public sector.

Against this economic backdrop, the plastics processing industry registered more pronounced growth rates than the German economy as a whole. Revenue generated within this sector rose by 7.5 per cent to €53 billion in 2007. At 9.5 per cent, suppliers to the automotive and electrical industries recorded the highest growth rates, closely followed by packaging manufacturers with 9 per cent growth. After record sales in 2006, companies producing applications designed specifically for the construction industry only managed to expand their revenues by 4.7 per cent in 2007.

As in the past, growth was driven mainly by exports over the course of 2007. Revenue from foreign sales rose by 9.8 per cent within the plastics processing industry. Buoyed by year-on-year growth, the export ratio thus climbed to a new high of 36.6 per cent (previous year: 36.0 per cent). In parallel, revenue from domestic sales, which rose by 6.4 per cent, also contributed to growth in the year under review, driven by the continuing strength of the domestic economy. Having said that, earnings generated by companies within the plastics processing sector have come under increasing pressure. Faced with a surge in raw material, energy and transportation costs, many enterprises were unable to pass on to their customers the full extent of price rises. Furthermore, the industry as a whole had to contend with less favourable delivery terms imposed by producers of raw materials.

Revenues and orders at SIMONA AG

SIMONA AG again outpaced both the German and the global economy in terms of growth over the course of 2007, as well as outperforming the plastics processing industry as a whole. Both sales volumes and sales revenues rose by double-digit amounts, up 10.1 per cent and 16.7 per cent respectively. At €265.7 million, the company recorded the highest level of revenue since its inception. In addition to benefiting from the prevailing strength of the global economy, SIMONA reaped the rewards of an expanded product portfolio. This translated into larger sales volumes

in all product categories. Within the area of semi-finished products business with pressed sheets made of PE, PP and PVC produced the most sizeable gains in sales volume and revenue. For the first time since the takeover of the plastics business of Deutsche Holzveredelung Alfons & Ewald Schmeing oHG (now Plant V at SIMONA AG) in October 2006, the results of Plant V have been incorporated in profit and loss for a full annual period. Against this backdrop, both sales volumes and revenues generated within the area of finished parts, profiles and pressed sheets increased significantly in the period under review. SIMONA's focus on international project business within the area of piping systems has also borne fruit. Non-domestic orders for PE and PP pipes/fittings made a significant contribution to growth within the area of piping systems. The consistent level of growth achieved in the segment of pipes and fittings is a tribute to the incisive strategy of positioning SIMONA as a system supplier. SIMONA has divided its market activities into three sales regions: Germany, Europe & Africa, as well as Asia, America & Australia.

Business development in Germany

Benefiting from favourable economic conditions, the company succeeded in expanding sales revenue in Germany during the period under review. Revenue increased from €95.1 million to €109.4 million, which corresponds to 15.1 per cent growth. Within this context, growth was driven mainly by substantial exports within Germany's chemical and mechanical engineering industries. Expanded production of pressed sheets and the inclusion of finished parts within the portfolio following the takeover of Dehoplast made a significant contribution to revenue growth.

Business development in Europe & Africa

The most sizeable growth in revenue was achieved in the sales region of Europe & Africa. Recording growth of 23.6 per cent, this region expanded by a much more pronounced rate than total sales revenue. Revenue amounted to €138.9 million, compared with €112.4 million in 2006. Thus, the region as a whole accounted for 52.5 per cent of total revenue, up from 49.4 per cent. In Central and Eastern Europe in particular demand for semi-finished plastics used in structural engineering and the advertising industry remained very strong. In parallel, a solid level of orders within the area of chemical tank and equipment engineering continued to produce forward momentum in Europe.

Business development in Asia, America & Australia

As in the past, the sales region of Asia, America & Australia was faced with a number of competitive disadvantages stemming from customs duties and freight costs as well as the strength of local players. From mid-2007 onwards, demand in America slowed down considerably in the wake of the subprime crisis. Owing to the unfavourable exchange rate, sales revenue for the region as a whole remained largely unchanged year on year at €17.4 million.

Earnings performance

Profit from ordinary activities rose by 47.2 per cent to €21.2 million (previous year: €14.4 million). As a result of higher volumes held, inventories of finished goods increased by €1.8 million; other operating income included items not attributable to the accounting period.

Expenses for raw materials and goods purchased rose by 19.2 per cent to €158.6 million, prompted in part by substantial price hikes within the area procurement but also by the record level of sales volumes. Energy costs for Germany alone rose by more than €2 million. Due to competitive pressures, the company was unable to pass on to customers the full extent of price increases associated with raw materials. However, a stringent programme aimed at raising efficiency levels and streamlining costs helped to contain the overall impact on earnings. Gross profit rose by €12.3 million to €106.7 million. At the same time, the gross profit margin fell from 41.5 to 40.2 per cent.

The increase in wages and salaries by €3.6 million to €38.9 million was attributable principally to the first-time inclusion for a full annual period of payroll items relating to personnel employed at what is now Plant V, which was taken over by the company.

Depreciation expense for property, plant and equipments rose by €2.9 million, mainly as a result of higher write-downs. Other operating expenses increased by €3.7 million. Within this context, operating costs remained stable. Selling expenses rose by €2.0 million as a result of more expansive sales volumes. Higher charges for outward freight had a noticeable impact on this expense item. Costs associated with advertising and exhibitions increased by €0.8 million due to marketing measures implemented as part of the company's 150th anniversary.

Despite the significant rise in material-related expenses, operating profit showed tangible signs of improvement, rising by 57.2 per cent to €21.2 million. The EBIT margin of SIMONA AG rose from 5.9 to 7.6 per cent, which is well within the company's target range.

Production

The SIMONA Group manufactures and markets a range of semi-finished plastics, pipes and fittings as well as finished parts. The materials used include polyethylene (PE), polypropylene (PP), polyvinyl chloride (PVC), polyethylene terephthalate (PETG), polyvinylidene fluoride (PVDF) and ethylene-chlorotrifluoroethylene (E-CTFE) as well as various specialist materials. The production methods applied within this area range from extrusion, pressing and injection moulding to CNC manufacturing. SIMONA also maintains its own plastics laboratories and workshops for the production of customised fittings.

Semi-finished products (sheets, rods, welding rods) are manufactured at two plants in Kirn (Rhineland-Palatinate), while sheets and finished parts are produced at the company's plant in Kirchhundem-Würdinghausen/Lützel (North Rhine-Westphalia) and pipes and fittings at a facility in Ringsheim (Baden-Württemberg).

Procurement

The cost of raw materials continued to rise in 2007. The price of polyolefins, in particular, increased year on year in response to a global surge in demand, while production capacities remained unchanged. The installation of new production capacities planned in the Middle East and South East Asia has been postponed to 2009, and therefore volumes available on the European market saw no sign of expansion. In fact, the market as a whole had to contend with supply-side shortages of polyethylene and polypropylene during the summer months.

Higher prices for ethylene and propylene, both of which belong to the family of monomers, also had an adverse impact on cost structures, fuelled in particular by the surge in crude oil prices towards the end of 2007 and the concomitant rise in naphtha prices. In conjunction with the rise in metal prices, this also led to a significant increase in the cost of oil- and metal-based additives. As a result of higher costs and volumes, expenses relating to raw materials and purchased goods rose from €133.1 million to €158.6 million at SIMONA AG, which corresponds to a year-on-year increase of 19.2 per cent.

Capital expenditure

The SIMONA Group continued to invest in the expansion and modernisation of its production plant over the course of the 2007 financial year. In total, capital expenditure within this area amounted to €14.6 million. At the Ringsheim facility a new extension was completed for injection moulding operations, and two injection moulding machines with robot-controlled extraction and finishing technology were put into service. The production plant in Kirn was equipped with new sheet extrusion machines as well as a finishing unit for sheet products. The company also invested in new-generation tools. Ownership interests in the subsidiaries in the United States and China were extended as part of the expansion or planned expansion of production capacity. Mainly comprising software licences, intangible assets increased as a result of the continued rollout of SAP.

Employees

As at December 31, 2007, the company employed 1,031 people. Following the significant increase in staffing levels in 2006 as part of SIMONA's takeover of the plastics business of Deutsche Holzveredelung Alfons & Ewald Schmeing oHG, the overall headcount fell slightly, down by 13, in the 2007 financial year. The average number of employees stood at 1,022. SIMONA expanded its vocational training programme for school-leavers in 2007. At the end of the year, 60 (previous year: 58) young people were in apprenticeships relating either to technical or commercial disciplines. 17 apprentices successfully completed their vocational training in 2007, three of whom with distinction. 14 apprentices were taken on as new staff members. In addition, three apprentices are attending part-time degree courses on the basis of the integrated educational programme introduced in 2001 in collaboration with the University of Applied Sciences Ludwigshafen.

As at December 31, 2007, 9 members of staff were on parental leave. At the end of 2007, 51 members of staff had opted for part-time employment until they are eligible for retirement. 16

members of staff were released from their employment duties. Thus, in total 21 members of staff were able to retire by taking part in the semi-retirement scheme.

The average absence ratio due to sick leave fell from 4.73 per cent in 2006 to 4.15 per cent in 2007.

As in the past, a number of training seminars were organised during 2007 for the purpose of further improving staff qualifications. These measures included training for the respective product segments, cross-departmental seminars as well as subject-specific product and application workshops. In view of the more international nature of our business, we also focused on providing English lessons for staff members as well as intercultural seminars. Training also included computer courses centred around MS Office applications. In February 2007, the Koblenz Chamber of Commerce and Industry presented SIMONA with an award in recognition of the company's exemplary staff training programme.

The introduction of SAP within the area of production, sales and logistics at the company's headquarters was completed back in 2006. To a large extent, intracompany synergies and improvements in efficiency were realised as planned. In 2007, the focus was on implementing additional SAP subprojects at SIMONA production facilities. For instance, SAP was rolled out fully at Plant V, which is mainly responsible for the production of finished parts for the mechanical and transport engineering industries. Additionally, preparations were made for SAP deployment at the company's new site in Litvinov, Czech Republic.

Quality and environmental management

Alongside customer orientation, profitability and environmental protection, quality is one of the foremost corporate goals at SIMONA AG. In view of this, one of the key tasks of quality management in the year under review was to determine and monitor customer-specific requirements and assess conformity levels with the help of internal audits.

Regular quality meetings were organised as part of quality and complaints reviews in all areas of the company and at all staff levels. The action plans and quality targets defined as part of these procedures were and continue to be essential tools used for the purpose of improving products and processes.

The newly integrated Würdinghausen facility was incorporated into the company's quality management system; the certification audit in accordance with ISO 9001 was conducted in December 2007 without any departures. Conformity of SIMONA's QM system and products with the specified requirements was attested by certification bodies and by customers as part of several audits performed at the respective production sites.

The company also continued to roll out a range of measures initiated within the area of environmental management. The declared objective within this area is to scale back energy consumption and reduce production-related waste or deploy an appropriate recycling system for such materials.

A pre-audit was carried out for the Würdinghausen site to establish its conformity with the environmental management provisions set out in ISO 14001. The certification audit will be conducted in 2008.

2. Review of financial situation

Financial position

The total assets of SIMONA AG rose by €7.3 million to €179.2 million. The year-on-year increase was attributable mainly to higher investments in affiliated companies as well as an expansion of finished goods.

Inventories of raw materials, consumables and supplies were scaled back by €1.1 million. For the purpose of safeguarding the company's delivery capabilities, finished goods were increased by €2.9 million. Despite the more expansive business activities, trade receivables remained largely unchanged. This was attributable to two factors. First, the company managed to improve customer payment cycles by pursuing a more stringent form of receivables management. Secondly, trade receivables had already expanded as early as the fourth quarter of 2006 following the takeover of the plastics business formerly operated by Deutsche Holzveredelung Alfons & Ewald Schmeing oHG.

Receivables from affiliated companies rose as a result of more extensive business relations with the company's subsidiaries. Within the area of "other assets", above all the company recorded an increase in bonus receivables and tax assets.

The reduction in cash by €4.3 million was attributable principally to the allocation of equity to the company's subsidiaries. SIMONA AG's liquidity was maintained at all times during the period under review.

Equity rose by €8.3 million to €128.0 million, as a result of which the equity ratio increased from 69.6 to 71.4 per cent.

3. Expected developments

Expected developments

The German, European and global economies will be exposed to more pronounced risks in 2008. However, the actual repercussions of the subprime mortgage crisis are not likely to emerge fully until later in the year. Economic recession has become a probable scenario for the United States. At the very least, the US economy is bracing itself for a slowdown in growth in the coming years. Other risks include those emanating from the raw materials markets. The price of oil continued to rise at the beginning of 2008, a trend that we have also been witnessing in other raw material markets that are of relevance to industrial businesses. A further appreciation of the euro will have a detrimental effect on German exports, the outlook for which still remains optimistic. At the same time, rising inflation will have a tangible impact on the domestic economy. On the back of rising prices, there is also a greater risk of more expansive wage settlements, which may also have an adverse effect on the economy. In view of mounting concerns over the future of the economy, the growth forecasts for Germany have been revised downwards in recent months. On the whole, however, general conditions for the German economy remain favourable. As regards SIMONA's business performance, future trends within the area of capital expenditure will be of particular importance. The dynamic investment activity seen in 2007 as regards new machinery and equipment will probably ebb away slightly. At the same time, however, companies are likely to be buoyed by high levels of capacity utilisation in conjunction with solid sales and profit outlooks. In addition, there is a solid order backlog from 2007.

The first three months of the 2008 financial year have delivered a steady stream of demand and produced a year-on-year increase in the overall volume of sales for SIMONA AG.

For the 2008 financial year as a whole SIMONA AG expects to generate 5.5 per cent growth in sales volumes and revenue growth in excess of 6 per cent, taking the total to €287 million. Within the area of chemical equipment and plant engineering the course of business will depend primarily on domestic demand. Growth within the area of piping systems is likely to be driven mainly by foreign sales. The newly created mechanical engineering and transport systems unit has provided SIMONA AG with a broader product range in key areas of the value creation chain and will contribute to the company's growth.

Despite the significant pressure exerted on the company's gross margin as a result of spiralling raw material, energy and transport costs, SIMONA AG is committed to improving its financial performance. The measures initiated in 2007 with the express purpose of raising efficiency levels and scaling back costs have already had a tangible effect and will continue to be pursued rigorously in the months ahead. SIMONA AG is targeting an operating profit of €18.1 million. Business in the 2009 financial year is expected to progress at a comparable level, although this will depend to a large extent on the performance of the global economy, which at present is dominated by uncertainties.

Opportunities and risks associated with the future development of the company

The risk management system of SIMONA AG controls the following material risks: risks relating to the general business environment and sector, financial risks and IT-specific risks.

The risks associated with the general business environment and the sector in which the company operates relate mainly to the economic development of customer segments supplied by SIMONA. They also include price-specific risks due to fluctuating exchange rates and risks emanating from developments on the raw material markets. Owing to our broad range of products and thorough analysis of the market, we are able to mitigate these risks and respond to changes. In establishing our own production facilities in China and the Czech Republic, we will also improve the company's flexibility when it comes to meeting new customer requirements at a global level. Price risks associated with exchange rates tend to increase in proportion to revenue generated outside the eurozone. The expansion of production in the United States and the establishment of the new plant in China have helped to scale back risks within this area. In addition, SIMONA AG addresses the issue of currency risk to the largest extent possible by deploying hedging instruments. Price risks relating to raw materials are again likely to be of particular significance in 2008. In view of the record prices achieved by crude oil in the first months of the year, we are anticipating higher procurement costs for raw materials in 2008. Substantial wage settlements may also be a source of potential risk to SIMONA's cost structures in 2008.

Additionally, the risk of default has increased as a result of higher revenues. In this context, thorough investigations in credit ratings and continuous monitoring within this area help to

mitigate risk as a whole as well as risk associated with individually identifiable items. Default-related risk associated with specific customers is limited by credit insurance and the cut-off of deliveries in the case of outstanding payments. The carrying amounts of inventories were assessed on a regular basis, and adjustments in the form of allowances were made for specific products.

In our opinion, the company's overall risk situation has not changed materially in relation to the previous financial year.

4. Other information

Events after the reporting period

Effective from January 1, 2008, SIMONA AG sold its ownership interests in Georg Fischer SIMONA Fluorpolymer Products GmbH, Ettenheim, to Georg Fischer Rohrleitungssysteme AG, Schaffhausen (Switzerland). In future, SIMONA's main focus will be on expanding its business within the core sectors of chemicals and industry within the fluoropolymer market. Beyond this, there were no events of material significance to the state of affairs of SIMONA AG in the period between the end of the 2007 financial year and the preparation of this management report. In accordance with statutory provisions, interim announcements will be issued during 2008, outlining the development of the entity and any events that are subject to disclosure requirements.

Research and development

In the financial year under review, the main focus of SIMONA's research and development activities was on optimising process technology and formulae as part of an interdisciplinary approach.

We intensified our product development activities and unveiled our new PP-DWU AlphaPlus product line that is to be rolled out gradually over the course of 2008. By incorporating special nucleating agents and adjusting key elements within the area of process engineering, we were able to develop a PP-H with α-crystalline properties – SIMONA® PP-DWU AlphaPlus. Thus for the first time SIMONA can offer a complete product portfolio consisting of pipes and fittings, extruded and pressed sheets as well as solid rods and welding rods featuring a consistently nucleated PP-H as the base material throughout the range. The ultra-fine and stable alphacrystalline structure has provided the basis for significant improvements in the rigidity, notched impact strength and welding properties of this product. Therefore, the operational safety reserves associated with these materials are considerably higher.

Additionally, SIMONA developed its second generation of PE, PP and PPs twin-wall sheets in 2007, with market rollout scheduled for 2008. The new generation of twin-wall sheets has variable web spacing and can withstand higher loads despite their low weight. Because there is no longer a need for steel reinforcements, the potential cost savings within the area of tank construction amount to roughly 30 per cent. Twin-wall sheets are used mainly for lightweight formwork, swimming-pool covers, sound barriers, tanks, covers for electroplating baths, floating pontoons, silo linings, transport systems and as interior liners for truck trailers.

Research and development expenses are mainly comprised of staff costs, material costs and depreciation/amortisation of non-current assets. Owing to the interrelationship between customer-specific manufacturing procedures, optimisation measures within the area of process engineering and formulae as well as product development itself, the above-mentioned expenses cannot be systematically segregated from production costs.

Management Board compensation

The Personnel Committee within the Supervisory Board is responsible for determining the level of compensation for the Management Board. The Personnel Committee consists of Hans-Wilhelm Voss, Chairman of the Supervisory Board, as well as the Supervisory Board members Hans-Werner Marx and Roland Frobel. Compensation for the members of the Management Board of SIMONA AG is calculated on the basis of the size of the company, its commercial and financial position, as well as the level and structure of compensation granted to Management Board members of similar enterprises. In addition, the duties and the contribution of the respective members of the Board of Directors are taken into account.

Management Board compensation is performance-based. It is comprised of a fixed level of remuneration as well as a variable component in the form of a bonus. Both of the aforementioned components are assessed on an annual basis. In addition, both components are subject to thorough analyses in intervals of two to three years, based on a comparison with compensation figures applicable to executive staff of similar enterprises. The most recent assessment was conducted in 2007.

The fixed component of compensation is paid as a salary on a monthly basis. In addition, the members of the Management Board receive a bonus, the level of which is dependent on attaining specific financial targets which are mainly calculated on the basis of the company's revenue and earnings performance. Total compensation for the Management Board amounted to €1,081 thousand (previous year: €1,015 thousand). This figure was comprised of €691 thousand in fixed-level compensation and €390 thousand in bonus payments. The company does not grant loans to members of the Management Board. There are no share option plans or other share-based compensation programmes in place for members of the Management Board.

The company's Articles of Association contain no provisions that are non-compliant with those set out in the German Stock Corporation Act as regards the conditions applicable to the appointment or removal of Management Board members as well as amendments to the company's Articles of Association. In view of this, readers are asked to refer to the relevant statutory provisions set out in Sections 84, 85, 133 and 179 of the German Stock Corporation Act (Aktiengesetz – AktG) for further details.

Remuneration for the former members of the Management Board amounted to €782 thousand (previous year: €778 thousand). Pension provisions for former members of the Management Board were recognised to the full extent and amounted to €6,959 thousand as at December 31, 2007 (previous year: €7,144 thousand).

Supervisory Board compensation

Supervisory Board compensation is calculated according to the size of the company, as well as the duties and responsibilities of the Supervisory Board members. The Chairman and the Deputy Chairman as well as members involved in Committees receive supplementary compensation.

Members of the Supervisory Board receive a standard fixed level of compensation amounting to €10,000. The Chairman receives an amount equivalent to double the standard level of compensation; the Deputy Chairman receives an amount equivalent to one and a half the standard level of compensation. Supervisory Board members who are engaged in Committee work receive supplementary compensation of €5,000. All expenses associated directly with a position on the Supervisory Board, as well as sales tax, are reimbursed.

In addition to fixed compensation, the General Meeting shall be authorised to pass a resolution on a variable component of compensation, payment of which shall be dependent on whether specific corporate performance indicators have been met or exceeded. At the Annual General Meeting of Shareholders on June 23, 2007, no such resolution for variable compensation components was passed for the 2007 financial year

As regards SIMONA AG, Supervisory Board compensation for 2007 amounted to €105.0 thousand (previous year: €100.8 thousand). The company does not grant loans to members of the Supervisory Board. There are no share option plans or other share-based compensation programmes in place for members of the Supervisory Board.

Shareholdings of the Management Board and the Supervisory Board

At the balance sheet date, the share capital of SIMONA AG was €15.5 million, divided into 600,000 bearer shares. All shares are categorised as no-par-value shares ("Stückaktien" governed by German law). There are no restrictions with regard to share transfer or voting rights. An 18.66 per cent interest is held by Anita Bürkle (Kirn), a 12.13 per cent interest by Dr. Wolfgang und Anita Bürkle Stiftung, an 11.64 per cent interest by Dirk Möller (Kirn), an 11.41 per cent interest by Regine Tegtmeyer (Seelze), a 10.67 per cent interest by Kreissparkasse Biberach (Biberach), a 10.0 per cent interest by SIMONA Vermögensverwaltungsgesellschaft mbH (Kirn) and a 6.67 per cent interest by Rossmann Beteiligungs GmbH (Burgwedel). The remaining 18.82 per cent of shares in the company are in free float.

As at June 29, 2007, members of the Management Board reported a total holding of 69,826 shares; this corresponds to 11.64 per cent of the share capital of SIMONA AG. According to the notification of June 29, 2007, members of the Supervisory Board held a total of 2,800 shares. This corresponds to an interest of 0.467 per cent.

Closing statement

We hereby declare that to the best of our knowledge the management report conveys the course of business, the financial performance and the material opportunities and risks associated with the expected development of SIMONA AG.

Kirn, March 27, 2008

Wolfgang Moyses Dirk Möller Jochen Feldmann

Balance Sheet of SIMONA AG as at December 31, 2007

Assets

€ '00	0		31/12/07	31/12/06			
A. N	on-current assets						
I.	Intangible assets						
	Industrial property rights and similar rights	1,537	2,737				
II.	Property, plant and equipment						
	1. Land, land rights and buildings	17,372		17,861			
	2. Technical equipment and machinery	18,208		19,918			
	3. Other equipment, operating and office equipment	4,656		4,629			
	4. Prepayments and assets under construction	1,344		1,555			
			41,580	43,963			
III.	Financial assets						
	1. Investments in affiliated companies	15,801		10,179			
	2. Other long-term equity investments	2,023		2,023			
			17,824	12,202			
			60,941	58,902			
B. C	urrent assets						
l.	Inventories						
	1. Raw materials, consumables and supplies	11,438		12,560			
	2. Finished goods	23,406		20,490			
			34,844	33,050			
II.	Receivables and other assets						
	1. Trade receivables	23,452		23,387			
	2. Receivables from affiliated companies	28,790		23,911			
	 Receivables from other long-term investees and investors 	1,008		1,078			
	4. Other current assets	11,940		9,566			
			65,190	57,942			
III.	Securities		00,100				
	1. Treasury shares	0		133			
			0	133			
VI.	Cash in hand, bank balances and cheques		17,599	21,868			
C. P	repaid expenses		629	31			
			179,203	171,926			

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Equity and liabilities

	€ '000		31/12/07	31/12/06
A. Equit	у			
I. Su	bscribed capital		15,500	15,500
II. Ca	pital reserves		15,032	15,032
III. Re	evenue reserves			
1.	Legal reserve	397		397
2.	Reserve for treasury shares	0		133
3.	Statutory reserve	2,847		2,847
4.	Other revenue reserves	80,449		73,454
			83,693	76,831
IV. Unap	ppropriated surplus		13,780	12,307
			128,005	119,670
B. Spec	ial tax-allowable reserve		0	229
C. Provi	sions			
1.	Provisions for pensions	23,537		24,205
2.	Provisions for taxes	550		2,222
3.	Other provisions	14,330		12,788
			38,417	39,215
D. Liabi	lities			
1.	Bank borrowings	0		3
2.	Trade payables	8,073		7,624
3.	Liabilities to affiliated companies	0		3
4.	Other liabilities	4,708		5,182
	– of which taxes €1,039 (prev. year: €983 thousand)			
	– of which relating to social security €667 thousand			
	(prev. year: €890 thousand)			
			12,781	12,812
			179,203	171,926
E Canti	ngencies		F 244	6,100
E. COIII	ngencies		5,241	6,100

Income Statement of SIMONA AG for FY 2007

€ '00	0		2007	2006
1.	Revenue		265,745	227,714
2.	Increase or decrease in finished goods inventories		2,916	1,104
3.	Other operating income	_	4,910	3,198
		_	273,571	232,016
4.	Cost of materials			
	a. Cost of raw materials, consumables and supplies as well as purchased merchandise	158,648		133,137
	b. Cost of purchased services	370		154
			159,018	133,291
5.	Staff costs			
	a. Wages and salaries	38,852		35,263
	b. Social security, post-employment and other employee	8,794		9,478
	benefit costs – of which in respect of old age pensions €876 thousand (prev. year: €2,207 thousand)			
			47,646	44,741
6.	Depreciation, amortisation and write-downs of property, plant and equipment as well as intangible assets		12,486	9,599
7.	Other operating expenses		34,503	30,896
8.	Income from long-term equity investments – of which from		387	128
	affiliated companies €387 thousand (prev. year: €128 thousand)			
9.	Other interest and similar income – of which from affiliated companies €318 thousand (prev. year: €110 thousand)		961	833
10.	Income from profit transfer agreements		0	0
11.	Interest and other expenses		51	86
12.	Result from ordinary activities		21,215	14,364
13.	Taxes on income		7,359	(678)
14.	Other taxes		130	127
15.	Net profit for the period		13,726	14,915
16.	Unappropriated retained earnings brought forward		12,307	9,342
17.	Dividend distribution		5,391	4,493
18.	Allocation to other revenue reserves		6,862	7,457
19.	Unappropriated surplus		13,780	12,307

Notes to Balance Sheet and Income Statement of SIMONA AG for FY 2007

General information

These financial statements have been prepared in accordance with Section 242 et seq. and Section §264 et seq. of the German Commercial Code (Handelsgesetzbuch – HGB) as well as on the basis of the relevant provisions set out in the Stock Corporation Act (Aktiengesetz – AktG) and the supplementary accounting requirements of the Articles of Association. In this case, regulations governing large corporations apply.

The income statement has been prepared on the basis of the nature of expense method.

Accounting policies

The following accounting policies, which remain largely unchanged compared with the previous year, have been used in preparing the annual financial statements:

Purchased intangible assets are recorded at their cost of purchase and, to the extent that their useful lives are finite, their carrying amount is appropriately reduced by systematic amortisation.

Property, plant and equipment are initially recorded at cost of purchase or cost of conversion and, to the extent that their useful lives are finite, their carrying amounts are reduced by systematic depreciation.

Assets relating to property, plant and equipment are written down according to their estimated useful lives on the basis of the maximum rates permissible under tax law. The diminishing balance method of depreciation is applied to movable assets insofar as this is permissible under tax law. Transition to the straight-line method occurs in the year in which the straight-line method results in higher annual depreciation charges. The remaining non-current assets are written down using the straight-line method of depreciation. Low-cost assets with a value of up to €410.00 are written off fully in the year they are recognised as additions to assets; within this context, it is assumed that an immediate disposal/retirement of the asset has taken place. Depreciation on additions to property, plant and equipment is performed pro rata temporis. Write-downs to the lower fair value are performed if there are reasonable grounds for such write-downs.

In the case of financial assets, equity interests are carried at the lower of cost or fair value.

Inventories are stated at the lower of purchase or conversion cost and current cost.

Inventories have been capitalised at the lower of average historical cost or current cost at the reporting date.

Raw materials and finished goods were measured on the basis of the LIFO method. The differences in these amounts to those resulting from measurement on the basis of the exchange price or the market price at the reporting date have been presented as part of the explanatory notes.

The inventories associated with consumables have been capitalised at the lower of average historical cost or current cost at the balance sheet date.

Finished goods have been measured at manufacturing cost (cost of conversion) according to item-by-item calculations based on current operational accounting; in addition to the directly related cost of direct material, direct labour and special production costs, this item also includes production and material overheads as well as depreciation in accordance with the minimum requirements specified under German tax law.

As in the previous year, all other items held in inventories are stated at the lower of purchase or replacement cost at the reporting date.

All identifiable risks associated with inventories, relating to holding periods in excess of average duration, diminished usability and lower replacement costs, are recognised by an appropriate write down.

Receivables and other assets are carried at their nominal values. All items subject to risk are written down on an item-by-item basis; where items are subject to a general credit risk, a general allowance is recognised. Non-interest-bearing other assets with a term of more than one year have been discounted.

Provisions for pensions and early retirement obligations have been reported at the level permissible under tax law. The partial values ("Teilwert", relating to allocation from date of entry into service) calculated on the basis of actuarial principles in accordance with Section 6a of the Income Tax Act (Einkommensteuergestz – EStG) are based on a rate of interest of 6%, applying the Richttafeln 2005 G (actuarial mortality assumptions).

Tax and other provisions were created with reference to liabilities, the timing or amount of which were uncertain at the reporting date or in consideration of contingent losses associated with onerous contracts. They are carried at the amount that is deemed appropriate according to reasonable commercial judgement.

Liabilities are stated at their repayment amount.

Currency translation

In the financial statements of SIMONA AG, receivables and liabilities denominated in foreign currencies are carried at the foreign exchange rate applicable at the date the receivables or liabilities arose, insofar as changes in foreign currency exchange rates do not necessitate a reduction in the carrying amounts of receivables or an increase in the carrying amounts of liabilities. Bank deposits or liabilities denominated in foreign currencies are translated at the closing rate.

Notes to balance sheet

Non-current assets

Changes to individual items classified as non-current assets have been presented in the statement of changes in fixed assets together with details of depreciation and amortisation for the full financial year.

Exercising the option under Section 253(2) sentence 3 HGB, the carrying amount of machinery has been written down in part. Non-scheduled write-downs amounted to €1,644 thousand.

Details of shareholdings

Please refer to page 12 in the appendix to the notes for further details of shareholdings.

Inventories

Inventories are measured on the basis of the LIFO method. The LIFO measurement of inventories entails the classification of inventories into appropriate groups, which are then valued at the lower of cost and net realisable value. The difference arising from the application of this method compared with the average cost method amounted to €10,059 thousand.

Receivables and other assets

All receivables and other assets have maturities of under one year.

In connection with the Act Governing Tax Measures Accompanying the Introduction of the European Company and for the Change of other Tax Regulations (SEStEG), the company capitalised its entitlement to the payment of the corporation tax credit (€6,067 thousand) and reported this item under other assets. The respective instalments are due between 2008 and 2017. The total amount of other assets with a remaining term of more than one year was €5,348 thousand (previous year: €5,837 thousand).

Securities

SIMONA AG disposed of its treasury shares during the 2007 financial year. The disposal encompassed 1,000 bearer shares of SIMONA AG. The book gain of €242 thousand from the disposal of securities has been carried under other operating income.

Special tax-allowable reserve

In the 2007 financial year, the company transferred the special tax-allowable reserve, recognised in accordance with Section 6b of the German Income Tax Act (Einkommensteuergesetz – EStG), as part of a non-scheduled write-down of €229 thousand in connection with a construction project at the domestic production facility in Ringsheim. This had a corresponding effect on net profit.

Other provisions

Other provisions mainly relate to warranty obligations, obligations regarding partial employment for staff approaching retirement, restructuring measures, holiday pay, management and staff bonus payments as well as trade association fees.

Liabilities

All receivables are due within one year.

As a result of statutory changes to the insolvency protection measures required in connection with occupational pension provision in 2006, at the reporting date, the company had an obligation in respect of accumulated benefit entitlements from prior periods that now require supplementary financing. The remaining present value of the obligation is €231 thousand and is payable in 14 equal annual instalments between 2008 and 2021. The total amount of liabilities due after one and prior to five years is €74 thousand. The total amount of liabilities with a remaining term of five or more years after December 31, 2007, is €137 thousand.

Contingencies

SIMONA AG, Kirn, issued a guarantee in the amount of €23 thousand for the benefit of Georg Fischer SIMONA Fluorpolymer Products GmbH, Ettenheim.

SIMONA AG, Kirn, issued an absolute suretyship for the benefit of its subsidiary SIMONA AMERICA Inc., Hazleton/USA. At December 31, 2007, it amounted to €5,218 thousand.

Other financial commitments

Commitments from rental and lease agreements	in € '000
Due 2008	1,010
Due 2009–2012	1,974
	2,984
Order commitments arising from investment orders	6,667
Financial derivatives	
Foreign exchange forward contracts	7,719
Currency options	3,124
	10,843

The commitment relates to the forward sale of GBP 3,300,000, CHF 2,400,000 and PLN 5,700,000. Comparison with closing rates shows unrealised foreign exchange gains of €230 thousand and unrealised foreign exchange losses of €6 thousand.

The forward foreign exchange transactions are in relation to sales obligations denominated in GBP, CHF, CHF and PLN.

In addition, the company holds options that entitle it to sell a total of USD 4,500,000 at an agreed rate. On the basis of the market valuation of the options, the unrealised foreign exchange gains at the reporting date were €54 thousand. As at December 31, 2007, the transactions had a positive market value of €104 thousand.

Letter of comfort

On February 28, 2005, SIMONA AG issued a Letter of Comfort for the subsidiary SIMONA UK Limited, Stafford, United Kingdom. In accordance with this Letter of Comfort, the company is obliged to furnish the subsidiary with sufficient financial resources so that it is in a position to meet its obligations.

Notes to income statement

Revenue

	2007		200	6
	€ '000	%	€ '000	%
Domestic	109,799	41.3	95,140	41.8
Non-domestic	155,946	58.7	132,574	58.2
	265,745	100.0	227,714	100.0

Other operating income

Other operating income includes income not attributable to the accounting period in connection with the reversal of provisions (€379 thousand) and income from the disposal of non-current assets (€65 thousand), as well as income from the reversal of the special tax-allowable reserve (€229 thousand).

Other operating expenses

Expenses not attributable to the accounting period relate mainly to allocations to specific and general allowances (€193 thousand).

Taxes on income

Income taxes are attributable to earnings from ordinary activities in the financial year under review.

Other information

Governing bodies and compensation

Management Board

- Wolfgang Moyses, MBA, Diplom-Betriebswirt, (Chairman)
- Dirk Möller, Diplom-Ingenieur

Jochen Feldmann, Diplom-Kaufmann

Supervisory Board

- Hans-Wilhelm Voss, Simmertal, Merchant, (Chairman)
 Other supervisory board mandates: SIMONA S.A., Domont, France, SIMONA UK., Stafford, United Kingdom
- Hans-Werner Marx, Kirn, Merchant, (Deputy Chairman)
- Roland Frobel, Langenhagen, Tax Advisor
- Dr. Roland Reber, Stuttgart, Managing Director of Ensinger GmbH, Nufringen
- Bernd Meurer, Hennweiler, (Employee Representative), Maintenance Engineer/Fitter
- Karl-Ernst Schaab, Bergen, (Employee Representative), Member of Commercial Staff

Total Management Board compensation

Total Management Board compensation for the 2007 financial year amounted to EUR 1,081 thousand, of which EUR 390 thousand was attributable to variable components.

Total Supervisory Board compensation

Supervisory Board compensation comprises remuneration in respect of supervisory board duties (€75 thousand) and remuneration for committee work performed by Supervisory Board members (€30 thousand). Total Supervisory Board compensation amounted to €105 thousand, itemised as follows:

in € '000	2007
Hans-Wilhelm Voss	30.0
Hans-Werner Marx	25.0
Roland Frobel	20.0
Dr. Roland Reber	10.0
Bernd Meurer	10.0
Karl-Ernst Schaab	10.0
	105.0

Compensation and pension provisions for former members of the Management Board and the Supervisory Board

Compensation relating to former members of the Management Board amounted to EUR 782 thousand.

Full allocations have been made to pension provisions for former members of the Management Board. At December 31, 2007, these amounted to EUR 6,959 thousand.

Employees

Average number of staff employed in the financial year:

	2007	2006
Industrial staff	664	591
Clerical staff	300	303
	964	894
School-leaver trainees (apprentices)	58	54
	1,022	948

Appropriation of profits

The Management Board proposes that the unappropriated surplus ("Bilanzgewinn", i.e. the distributable profit) be appropriated as follows:

	€ '000
Net profit for the period	13,726
Unappropriated retained earnings brought forward	6,916
	20,642
Appropriation to other revenue reserves in accordance with the Articles of Association	6,862
Unappropriated surplus	13,780
Dividend (€8.50 per share)	5,100
Carried forward to new account	8,680

Share capital amounts to €15,500 thousand and comprises 600,000 bearer shares. Share capital is in the form of no-par shares ("Stückaktien").

Corporate Governance Code Declaration pursuant to Section 161 of the Stock Corporation Act

In accordance with the provisions set out in Section 161 AktG, SIMONA AG - as the only exchange-listed company within the Group - filed a Declaration of Conformity for 2007 on March 12, 2008, and made the aforementioned Declaration permanently available to shareholders.

Shareholdings pursuant to Section 21(1) WpHG

On August 26 and August 27, 2007, the company disclosed in accordance with Section 26(1) of the Securities Trading Act (Wertpapierhandelsgesetz – WpHG) that it had received notification of the following interests held in the company. The ownership interests are outlined below:

in % of voting rights in SIMONA AG

Anita Bürkle, Kirn	18.66
Dr. Wolfgang und Anita Bürkle Stiftung	12.13
Dirk Möller, Kirn	11.64
Regine Tegtmeyer, Seelze	11.41
Kreissparkasse Biberach	10.67
SIMONA Vermögensverwaltungsgesellschaft der Belegschaft mbH, Kirn	10.00
Rossmann Beteiligungs-GmbH, Burgwedel	6.67

Group relationship

The separate financial statements are included in the consolidated financial statements of SIMONA AG, Kirn. The consolidated financial statements have been filed with the District Court Bad Kreuznach, Commercial Register No. HRB 1390.

Audit and consulting fees

Professional fees accounted for as expense in connection with the year-end financial audit amounted to €125 thousand, while fees attributable to tax consulting services amounted to €25 thousand.

Kirn, March 27, 2008 SIMONA Aktiengesellschaft, Kirn The Management Board

Notes to SIMONA AG Shareholdings

Company	Ownership	Equity	Profit/(Loss)
	Interest %	€ '000	2007 € '000
Indirectly			
SIMONA S.A., Domont/France	96.6	3,585	346
SIMONA S.R.L., Vimodrone/Italy	98.0	951	83
SIMONA UK Limited, Stafford/United Kingdom	100.0	39	515
SIMONA IBERICA SEMIELABORADOS S.L., Barcelona/Spain	100.0	(18)	91
SIMONA ENGINEERING PLASTICS TRADING Co., Limited, Shanghai/China	100.0	376	13
SIMONA ENGINEERING PLASTICS Co., Limited, Jiangmen/China	100.0	3,542	(61)
64 North Conahan Drive Holding LLC, Hazleton/USA	100.0	2,482	(17)
Directly			
SIMONA-PLASTICS CZ, s.r.o., Prague/Czech Republic	100.0	189	16
SIMONA FAR EAST Limited, Hong Kong/China	100.0	730	8
SIMONA POLSKA Sp. z o.o., Wrocław/Poland	100.0	764	289
SIMONA Sozialwerk GmbH, Kirn (2006)	50.0	13,925	2,338
SIMONA Vermögensverwaltungsgesellschaft der Belegschaft mbH, Kirn (2006)	50.0	6,319	4,259
SIMONA Beteiligungs GmbH, Kirn	100.0	1,834	0
SIMONA AMERICA Inc., Hazleton/USA	100.0	4,128	(2,668)
SIMONA Plast-Technik s.r.o., Litvinov/Czech Republic	100.0	364	(13)
SIMONA ASIA Limited, Hong Kong/China	100.0	3,353	(86)
Georg Fischer SIMONA Fluorpolymer Products GmbH, Ettenheim	50.0	4,653	313
DEHOPLAST Polska Sp. z o.o., Kwidzyn/Poland	51.0	175	26

Statement of Changes in Fixed Assets of SIMONA AG

	Cost of purchase or conversion Accumulated depreciation/amortisation				Net carrying amounts						
€ '000'	01/01/2007	Additions	Disposals	Reclas- sifications	31/12/2007	01/01/2007	Additions	Disposals	31/12/2007	31/12/2007	31/12/ 2006
I. Intangible											
assets											
Industrial property rights and similar rights	6,957	247	0	40	7,244	4,220	1,487	0	5,707	1,537	2,737
II. Property, plant											
and equipment											
Land, land rights and buildings	45,209	920			46,129	27,348	1,409	0	28,757	17,372	17,861
Technical equipment and machinery	108,812	5,069	11	1,164	115,034	88,894	7,931	0	96,825	18,208	19,918
3. Other equipment, operating and office equipment	61,595	1,680	22	28	63,281	56,966	1,659	0	58,625	4,656	4,629
4. Prepayments and assets under construction	1,555	1,021	0	(1,232)	1,344	0	0	0	0	1,344	1,555
	217,171	8,690	33	(40)	225,788	173,208	10,999	0	184,207	41,580	43,963
III. Financial											
Investments in affiliated companies	12,411	5,622	0	0	18,033	2,232	0	0	2,232	15,801	10,179
2. Other long-term equity investments	2,023	0	0	0	2,023	0	0	0	0	2,023	2,023
	14,434	5,622	0	0	20,056	2,232	0	0	2,232	17,824	12,202
	238,562	14,559	33	0	253,088	179,660	12,486	0	192,146	60,941	58,902

Auditor's Report

We have issued the following audit opinion relating to the financial statements and management report:

"We have audited the annual financial statements – comprising the balance sheet, income statement and notes to the financial statements – together with the bookkeeping system and management report of SIMONA Aktiengesellschaft, Kirn, for the financial year from January 1 to December 31, 2007. The maintenance of the books and records and the preparation of the annual financial statements and management report in accordance with German commercial law as well as supplementary accounting requirements set out in the articles of association are the responsibility of the Company's management. Our responsibility is to express an opinion on the annual financial statements, together with the bookkeeping system, and the management report based on our audit.

We conducted our audit of the annual financial statements in accordance with Section 317 of the German Commercial Code and in compliance with generally accepted German auditing standards promulgated by the Institut der Wirtschaftsprüfer (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the annual financial statements in accordance with German principles of proper accounting and in the management report are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Company and expectations as to possible misstatements are taken into account in the determination of audit procedures. An audit includes assessing, on a test basis, the efficacy of the accounting-related internal control system, as well as examining evidence supporting the amounts and disclosures in the accounting records, annual financial statements and management report. The audit includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the annual financial statements and management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the annual financial statements comply with the legal requirements and supplementary provisions of the articles of association and give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with German principles of proper accounting. The management report is consistent with the annual financial statements and as a whole provides a suitable view of the Company's position and suitably presents the opportunities and risks of future development.

Eschborn/Frankfurt am Main, March 27, 2008

Emst & Young AG

Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft

Klein Mühleck

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