MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS FOR THE HISTORICAL FINANCIAL DATA AS OF AND FOR THE TWELVE MONTH PERIODS ENDED DECEMBER 31, 2014 AND 2015

As of September 1, 2013 CeramTec Holding GmbH obtained control of the advanced ceramics business consisting of CeramTec GmbH and its subsidiaries, CeramTec North America Corporation, PST Press + Sintertechnik Sp.z o.o. and Press and Sinter Technics de Mexico, S.A. de C.V. (CeramTec Holding Group).

The purpose of this MD&A is to show the development of the financial results of the operating advanced ceramics business for the twelve month period ended December 31, 2015 in comparison to the twelve month period ended December 31, 2014.

The historical financial data as of and for the twelve month period ended December 31, 2014 have been derived from the unaudited interim condensed consolidated financial statements of the advanced ceramics business. The financial data as of and for the twelve month period ended December 31, 2015 have been derived from the unaudited interim condensed consolidated financial statements of the CeramTec Holding Group.

The following discussion should be read in conjunction with the information contained in our unaudited interim condensed consolidated financial statements as of and for the twelve month period ended December 31, 2015 including the notes thereto which have been separately provided to you.

Due to rounding differences, figures in tables and cross-references may differ slightly from the actual figures (units of currency, percentages, etc.). We have re-named some of the line items in our financial statements compared to the prior year period, however, such changes have no effect on the composition of the amounts.

Overview

We are a leading global developer, manufacturer and supplier of high performance ceramics ("HPC"). Our products are made of advanced ceramics, which are highly specialized materials with superior biological, mechanical, electrical, thermal or chemical properties compared to competing products made from metal or polymers (plastics). We have been engaged in the HPC industry for over 100 years, with operational expertise and experience in creating innovative system solutions for longstanding customers. We offer a wide range of HPC products, from hip joint prostheses components to actuators in valves for diesel and gasoline injection systems. The versatility of HPC products and wide-range of applications provide us with a highly diversified end market and customer base. CeramTec has succeeded in manufacturing transparent and durable ceramics on a series-production scale and to transfer the advantages of ceramics to a transparent material.

ECONOMIC, INDUSTRY AND OTHER DEVELOPMENTS IN OUR KEY GEOGRAPHICAL TARGET MARKETS

Our sales to our customers are mostly concentrated in Europe and specifically in Germany. However, although our customers are concentrated in Europe, many of them, especially medical and automotive customers, are export oriented. As a result, while we currently generate approximately 68% of our net sales based on sales to our direct customers in Europe, we are globally more diversified due to the export focus of many of our European customers. The following table provides an overview of our net sales by geography (by invoicing address, which means Europe is overstated while other regions, mainly North America, are understates driven by sales to top customers located in Europe and distributing worldwide) in the last two years as a percentage of total net sales in the given period:

	Year Ended December 31,	
	2015	**2014**
	(%)	**(%)**
Europe (including Germany)	67.7	70.9
Thereof Germany	26.0	28.3
North America	16.7	14.5
Asia	12.5	11.7
Other regions	3.1	2.9

The world economy was expected to grow moderately in 2015 by 3.1% according to forecasts from the Institute for the World Economy of the level of economic activity and is expected to rise moderately by 3.4% in 2016. In 2015 the Eurozone economy continued to recover as the year progressed and for 2016 a steady but moderate economic recovery is expected so that a GDP growth rate of 1.7 % is projected. The German economy continued in 2015 to experience an upturn and its gross domestic product is expected to increase by 2.2 % in 2016. The gross domestic product of the United States of America grew in 2015 by 2.5 %, a growth rate of 2.8 % is expected for the following year respectively. For 2015 China's gross domestic product rose by 6.8 % is and is expected to grow by 6.5 % in the following year.

Our Medical Applications are not particularly affected by macroeconomic developments and this industry experienced moderate growth in 2015. This is expected to continue in 2016 at a similar rate.

Our net sales in Industrial Applications are influenced by economic growth in our target markets. The global automotive industry showed slight growth last year. The US car market led the world demand, followed by China and other Asian countries. In Europe, the automotive industry was mostly stagnant. A similar scenario is predicted for 2016. The electronics industry in the USA, in Europe and many Asian countries also profited from an increase in the level of demand experienced by the end user market; slight growth may be expected also in 2016. However, due to the large number of niche markets in which we operate, the effect of economic downturns in the past has been partially offset by the various different developments in our industrial target markets. Additionally, while 63.6% of our total net sales were attributable to our Industrial Applications in 2015, our Medical Applications generated the majority of our Adjusted EBITDA in 2015.

By net sales, the automotive market was the largest single end market for our Industrial Applications, followed by the electronics market, textile, construction and various other industrial niche markets. Particularly for the automotive end market, but also various other industrial end markets such as construction, the economic developments in Germany and Europe have a significant effect on our net sales.

Next to the overall GDP growth rate influencing the results of the operations of our Industrial Applications, each of our industrial markets is also influenced by separate and distinct factors and has a different economic cycle.

We are among the market leaders in many of the industrial niche markets that we target. Most of our main HPC competitors have either a different target market or geographical focus. Additionally, due to the large variety of our products, we are the sole supplier of certain specialized products in certain niche areas. However, specifically in the automotive end market and the electronics end market we have faced pressure from competitors in certain niche markets.

Results of Operations

The following table sets forth amounts from our income statement along with the percentage change for the twelve month period ended December 31, 2015 compared to the twelve month period ended December 31, 2014. All figures are unaudited and as reported.

	Twelve Months Ended December 31,		
	2015	**2014**	**Change**
	(in € million)		*(%)*
Revenue	501.3	474.8	5.6
Cost of sales	300.0	293.5	2.2
Gross profit	**201.4**	**181.3**	**11.1**
Selling costs	86.8	78.9	10.0
Research and development costs	24.2	24.1	0.7
General administrative costs	21.1	18.9	11.9
Other income and expenses (-), net	0.5	2.0(*)	-77.7
Operating income	**69.7**	**61.5**	**13.3**
Interest income and other finance income	5.4	0.2(*)	>100.0
Interest expenses and other finance costs	81.7	94.1(*)	-13.2
Financial result	**-76.3**	**-93.9**	**-18.7**
Profit / Loss (-) before taxes	**-6.6**	**-32.4**	**-79.6**
Income tax benefit / expense (-)	-7.7	1.0	>-100.0
Net profit / net loss (-)	**-14.3**	**-31.4**	**54.4**

(*) MD&A presentation has been changed according to the interim condensed consolidated financial statements:
Compared to the interim condensed consolidated financial statements of the prior year period, the presentation of the consolidated statement of comprehensive income was adjusted. The previous items "Other income" and "Other expenses" are offset and reported under the item "Other income and expenses (-), net". In addition, the results of changing the fair values of derivatives and foreign currency results are offset and recognized in the financial result.

Revenue

The following table provides an overview of our revenue for the twelve months ended December 31, 2015 compared to the respective comparative period in 2014 on a business unit level. All figures are unaudited and as reported.

	Twelve Months Ended December 31,		
	2015	**2014**	**Change**
	(in € million)		*(%)*
Medical Applications[1]	**182.7**	**177.6**	**2.9**
Industrial Applications[1]	**318.6**	**297.2**	**7.2**
Thereof Multifunctional Ceramics	46.1	47.2	-2.2
Thereof Electronic Applications	53.2	46.9	13.4
Thereof SPK Cutting Tools	39.9	38.8	2.9
Thereof Mechanical Systems	35.8	36.0	-0.5
Thereof Mechanical Applications	21.8	23.3	-6.5
Thereof Other	172.9	150.6	14.8
Consolidation[2]	-51.1	-45.5	12.4
Total revenue	**501.3**	**474.8**	**5.6**

(1) The numbers presented for Medical Applications and Industrial Applications are external revenue to third parties.

(2) The revenue figures presented for the individual business units within Industrial Applications include internal revenue to Group companies. The line item "Consolidation" represents all internal revenue between the business units listed under Industrial Applications to show the amount by which the total revenue figure for Industrial Applications has been reduced to account for such internal revenue. However, our management believes that revenue including internal revenue for our business units in Industrial Applications provide a better description of trends in these business units due to substantial internal revenue between our business units in Industrial Applications.

Total revenue increased by 5.6% as reported (+3.2% in constant currency) from €474.8 million in 2014 to €501.3 million in 2015. Our operations can be divided into two business groups - Medical Applications and Industrial Applications.

Our revenue in Medical Applications continued to grow by 2.9% as reported (+2.9% in constant currency) from €177.6 million in 2014 to €182.7 million in 2015, principally due to our strong market position in the growing total hip replacement market and increased penetration of ceramic components. Medical performance is impacted by lower volumes of inserts but higher ball head volume growth.

Revenue in Industrial Applications increased by 7.2% as reported (+3.3% in constant currency) from €297.2 million in 2014 to €318.6 million in 2015. The revenue development was mainly influenced by the Electronic Applications business, which grew by 13.4% as reported mainly due to increased volumes in sensor tapes to a top customer, Emil Mueller with good volumes development to a key customer, the acquisition of DAI and supported by positive FX effects from translation. We continue experiencing overall good conditions in the automotive, construction and machine industries. Notable other effects include: some delay in Roller bearing project in Mechanical Systems, softer textile business in China impacting Mechanical Applications revenue, good volumes of ethylene oxide catalyst (EOC) products compensating for the discontinuation of e-cigarette business in CT NA and the decline in business of our CT-ETEC division (lower wear protection volumes).

The regional split of the revenue is 26.0% for Germany, 41.8% for Europe (including most of the Medical Applications revenue to OEM), 16.7 % for North America, 12.5 % for Asia and 3.1% for other regions. The split is mainly unchanged compared to the comparative period in 2014.

The following table shows a break-down of our net sales which we generated in the different geographical areas:

	Year Ended December 31		
	2015	2014	Change
	(in € million)		(%)
Europe (excluding Germany)	209.3	202.4	3.4
Germany	130.2	134.5	-3.2
North America	83.5	68.8	21.4
Asia	62.7	55.8	12.5
Other regions	15.5	13.4	15.8
Total net sales	**501.3**	**474.8**	**5.6**

Cost of Sales and Gross Profit

The following table shows a break-down of our cost of revenue for the twelve month periods ended December 31, 2014 and 2015. All figures are unaudited and as reported.

	Twelve Months Ended December 31			
	2015		2014	
	(in € million)	*(% of revenue)*	*(in € million)*	*(% of revenue)*
Cost of materials and packing	94.8	18.9	88.7	18.7
Energies	16.0	3.2	16.6	3.5
Other variable costs	6.9	1.4	8.5	1.8
Personnel Expense	108.5	21.6	101.3	21.3
Amortization and depreciation	50.4	10.1	55.5	11.7
Maintenance expenses of factory building and equipment	7.4	1.5	8.0	1.7
Other costs	16.0	3.2	14.9	3.1
Cost of Sales	**300.0**	**59.8**	**293.5**	**61.8**

Cost of sales increased by 2.2% from €293.5 million or 61.8% of revenue in 2014 to €300.0 million or 59.8% of revenue in 2015. The increase was primarily caused by a higher volume of revenue. Excluding amortization and depreciation, our gross profit increased by €14.9 million from €236.8 million to €251.8 million while our gross margin increased by 0.3%pts from 49.9% to 50.2%.

Selling Costs

Excluding amortization and depreciation, our selling costs increased by €7.2 million from €49.7 million or 10.5% of revenue in 2014 to €56.9 million or 11.4% of revenue mainly due to increased revenue activity due to accelerated growth and affected by non-recurring litigation costs.

Research and Development Costs

Our research and development costs increased from €24.1 million or 5.1% of revenue in 2014 to €24.2 million or 4.8% of revenue in 2015 mainly due to increased efforts to develop new medical products and to support our other growth projects offset by savings in our development of transparent ceramics which is in a more customer and application focused stadium now.

General Administrative Costs

Our general administrative costs increased from €18.9 million or 4.0% of revenue in 2014 to €21.1 million or 4.2% of revenue in 2015, thus growing broadly in line with our revenue and affected by non-recurring consulting costs.

Other Income and Expenses, net

Other income and expenses, net decreased from €2.0 million income in 2014 to €0.4 million income in 2015. The change of €1.6 million mainly results from lower non-operating release of provision for pension adjustment which we have normalized in our Adjusted EBITDA.

Interest Income and Other Finance Income

This line item increased from €0.2 million in 2014 by €5.2 million to €5.4 million in 2015 due to a net gain on the fair value measurement of derivatives.

Interest Expenses and Other Finance Costs

This line item decreased from €94.1 million for 2014 to €81.7 million for 2015 mainly due to the reduction of losses on derivative valuations and lower expenses from effective interest rate method. The financial expenses of €81.7 million includes €54.1 million in interest expenses, €7.2 million expenses from the effective interest rate method, €11.0 million in non-cash interest expenses and €9.5 million exchange rate losses and other interest expenses.

Income tax expenses

Income tax expenses increased from an income of €1.0 million for 2014 to expenses of €7.7 million in 2015 mainly due to an increase in income and a decrease in deferred tax income from temporary differences.

The following table provides an overview over the split in earnings before taxes as they relate to Germany and other countries:

	Year Ended December 31	
	2015	2014
	(in € million)	
Germany	(15.2)	(36.1)
Abroad	8.6	3.7
Total earnings before taxes	**(6.6)**	**(32,4)**

The effective tax rate includes the current and also the deferred tax expenses and takes into account all impacts, e.g. through non-deductible operating expenses or an amended tax assessment basis. The following table shows the reconciliation of the expected to the effective tax rate (i.e. tax expense in relation to the earnings before taxes):

	Year Ended December 31,			
	2015		2014	
	(in € million)	(%)	(in € million)	(%)
Earnings before income taxes	**(6.6)**	**100.0**	**(32.4)**	**100.0**
Expected tax expense (income)	(1.9)	28.5	(9.2)	28.5
Permanent differences	2.0	(31.1)	2.0	(6.2)
Effects resulting from interest carry forwards	6.3	(94.9)	7.0	(21.5)
Corrections in the prior years	0.4	(5.6)	(0.4)	1.3
Allowance on deferred taxes on temporary differences	0.8	(12.1)	0	0.0
Other adjustments	0.1	(1.1)	(0.4)	1.1
Tax expense and effective tax rate	**7.7**	**(116.3)**	**(1.0)**	**3.2**

Net Profit / Loss

As a result of the above described developments in combination with the strong operating results and higher gross profit, our net loss decreased from a net loss of €-31.4 million for 2014 to a net loss of €-14.3 million for 2015.

Financial Condition, Liquidity and Capital Resources

As of December 31, 2015, the gross financial debt, the cash balance as well as the undrawn Revolving Credit Facility were as follows (all figures are unaudited):

	As of December 31, 2015
	(in € million)
Gross financial debt (without accrued transaction costs)........................ …...	958.3
thereof bond .... …...	*306.7*
thereof term loans.. …...	*695.4*
thereof mark-to-market measure cross-currency swaps .... …...	*-55.8*
thereof accrued interest.. …...	*12.0*
Cash..	86.5
Net debt...	871.8
Undrawn Revolving Credit Facility..	100.0
Net Debt to LTM Adjusted EBITDA(*) ratio	5.3

(*) LTM Adjusted EBITDA January 2015 – December 2015 was EUR 164.2 million.

Cash Flow Statement

The following table shows the cash flow statement for the twelve month period ended December 31, 2015. All figures are unaudited.

	Twelve Months Ended December 31, 2015
	(in € million)
Net profit / net loss (-) for the period	-14.3
Income tax expenses	7.7
Financial result	76.3
Amortization, depreciation and impairment charges of non-recurrent assets	84.6
Gain (-) / Loss on disposal of fixed assets	0.1
Increase / decrease (-) in provisions (excluding deferred taxes)	1.2
Income tax refund /payment (-)	-11.3
Other non-cash expenses / income (-)	0.1
Increase (-) / decrease in inventories	-6.3
Increase (-) / decrease in trade receivables	-5.1
Increase (-) / decrease in other receivables and (financial) assets	0.6
Increase / decrease (-) in trade payables	1.9
Increase / decrease (-) in other (financial) liabilities	0.1
Cash flow from operating activities	**135.5**
Cash received from disposals of property, plant and equipment	0.3
Cash paid (-) for investments in property, plant and equipment	-26.9
Cash received from grants	1.1
Cash paid (-) for investments in intangible assets	-1.1
Cash paid (-) for the acquisition of entities	-10.9
Cash flow from investing activities	**-37.5**
Repayment (-) of syndicated loan	-18.7
Interest paid (-)	-55.3
Cash flow from financing activities	**-74.0**
Change in cash and cash equivalents	**24.0**
Net foreign exchange difference	0.2
Cash and cash equivalents at the beginning of the period	62.2
Cash and cash equivalents at the end of the period	**86.5**

There was a positive change in cash and cash equivalents of €24.0 million in 2015. This was primarily the result of a positive Q2 and Q4 development with €14 million respectively €13 million cash generation. Cash flow from operating activities was negatively impacted by an increase in trade receivables (€5.1 million) due to a change of terms of payment applied in the Medical Segment and an increase in inventories mainly driven from one-time effects (e.g. supplier change) in the Medical business. Cash flow from investing activities included the acquisition of DAI Ceramics Inc. business (€10.9 million) and cash flow from financing included transaction cost for the repricing of the EUR-Term Loan (€0.5 million).

EBITDA and Adjusted EBITDA

The following table reconciles net profit to EBITDA and Adjusted EBITDA for the periods presented. All figures are unaudited.

	Twelve Months Ended December 31,	
	2015	**2014**
	(in € million)	
Net profit / loss (-)	-14.3	-31.4
Income tax expenses	7.7	-1.0
Financial result	76.3	93.9
Depreciation and amortization	83.8	88.8
Impairment charges	0.8	0.4
EBITDA	**154.3**	**150.8**
Restructuring costs [(a)]	1.2	4.6
Non-Recurring [(b)]	9.8	2.4
Acquisition and restructuring cost (DAI)	0.9	_
Foreign Exchange Conversion Effects	-2.0	-1.8
Release of provision for pension adjustment	_	-1.8
Adjusted EBITDA [(*)]	**164.2**	**154.1**

(*) We further adjusted the reconciliation of our EBITDA to our adjusted EBITDA for better comparability: FX gains and losses resulting from the revaluation of balance sheet items and the litigation expenses for three cases are presented in the adjustment reconciliation since Q3. In Q4/2015 further litigation expenses have been recognized and added to the reconciliation. Due to the described changes we adjusted the presentation format of our already published discussions of our results of operations for the sake of comparability and consistency **– (**see appendix on page 15 – 18)

(a) Restructuring costs in 2014 reflected closing costs and severance payments for the reduction of staff in three subsidiaries (closure of CeramTec UK Ltd. production facility and Durawear Corp. as well as the reduction of staff at CeramTec-ETEC GmbH). Restructuring costs in 2015 reflected further severance payments for the reduction of staff at CT-ETEC GmbH, for the closure of production at CT UK and for management change at CeramTec GmbH.

(b) Includes non-recurring consulting and litigation expenses

CONTRACTUAL OBLIGATIONS RESULTING FROM THE FINANCING

The following table summarizes our contractual obligations resulting from the senior credit facilities as well as the notes as of December 31, 2015 including repayments and interest payments:

Contractual Obligations	Total	2016	2017	2018	2019	2020	2021	2022 and beyond
Senior Credit Facilities[(1)]....	812.4	31.4	30.9	31.0	31.6	687.5	0.0	0.0
Notes[(2)]	458.5	25.3	25.3	25.3	25.3	25.3	332.0	0.0
Total	**1,271.0**	**56.7**	**56.2**	**56.3**	**56.9**	**712.8**	**332.0**	**0.0**

(1) Payments presented in the table are calculated using the forward interest rates and forward USD/EUR rates as of December 31, 2015, assuming the minimum payments contractually obliged to. Any USD denominated loan under the Term Loan Facility will have 0.25% of initial principal amount ($472.5 million) amortization each quarter while the EUR denominated loans under the Term Loan Facility will have no interim amortization.

(2) Assumes no optional repayments.

PENSION COMMITMENTS

We provide our employees with various defined benefit and defined contribution pension plans in relation to retirement, invalidity and death benefits. The promised benefits differ from country to country depending on the legal, tax and economic conditions. Furthermore, the existing plans are subject to the respective local requirements as well as the financing and the plan assets of pension plans.The following table shows the pension obligations and market value of the plan assets of the defined benefit plans at the beginning and at the end of the financial year 2015:

	Year ended December 31, 2015		
	German plans	Foreign plans	Total
	(in € million)		
Contractual obligation at the beginning of the year	**83.7**	**12.8**	**96.5**
Service costs	4.3	0.1	4.4
Interest expenses	1.6	0.4	2.0
Actuarial (gains)/losses (Remeasurements)	(8.9)	(0.9)	(9.8)
Currency Translation	0.0	0.8	0.8
Benefit payment	(2.2)	(0.4)	(2.6)
Contractual obligation at the end of the year	**78.5**	**12.8**	**91.3**
Market value of the plan assets at the beginning of the financial year	**0.0**	**5.1**	**5.1**
Expected income from plan assets	0.0	0.2	0.2
Expense for managing the plans	0.0	(0.3)	(0.3)
Employers' contributions	0.0	0.5	0.5
Actuarial (gains)/losses (Remeasurements)	0.0	(0.1)	(0.1)
Currency translation	0.0	0.3	0.3
Benefit payments	0.0	(0.4)	(0.4)
Market value of the plan assets at the end of the year	**0.0**	**5.3**	**5.3**
Net liability/provisions for pension benefits	**78.5**	**7.5**	**86.0**

The actuarial gain is primarily due to the increase in the discount rate for the German plans (2015: 2.4%, 2014: 1.9%). The expected contributions to the defined benefit plans by the employer until 31 December 2016 will amount to €0.5 million. For the financial year 2016 benefit payments in the amount of €2.7 million are expected.

CONTINGENCIES

Group Companies are exposed to a limited number of product litigations. These processes are linked to the normal business activities and mainly relate to litigations referring to issues under commercial law, product liability law and environmental law. In this context, the Group Companies recognize provisions if such an obligation is probable and if the amount can be reliably estimated. The Group is disclosing such obligations if there is a reasonable possibility that a material expense will arise.

No litigations are currently outstanding that could have a material impact on the Group’s net asset position, financial position and results of operations.

We anticipate that there are no further cases that would materially affect the Group’s net assets, financial position and results of operations. We will adjust the amount of the provisions taking into account the new information, if further cases should arise.

CRITICAL ACCOUNTING POLICIES AND SIGNIFICANT ACCOUNTING ESTIMATES

Please refer to our consolidated financial statements as of December 31, 2015 for a detailed description of the accounting policies and accounting estimates applied.

Recent Developments

CeramTec has appointed Henri Steinmetz (58) as Group CEO with effect from March 14, 2016, following the planned retirement of the current CEO Dr Ulf-D. Zimmermann (66) who will step down from the CeramTec Board with effect from March 14, 2016.
Dr Zimmermann will join the Supervisory Board of CeramTec GmbH (Germany) and will be appointed Senior Advisor to CeramTec and Cinven to enable the Company to benefit from his significant industry knowledge going forward.

Appendix

Reconciliation of Q1/2014, Q2/2014, Q3/2014, Q4/2014, Q1/2015, Q2/2015 and Q3/2015

The following tables show the adjustments necessary to align the presentation of EBITDA adjustments for periods already published. The columns below comprise the following:

- Column (a) shows for the respective periods the figures as already published
- Column (b) includes the adjustment of the operating FX gains and losses which are of operating nature
- Column (c) includes the cost of litigation for one particular issue
- Column (a-c) shows for the respective periods the figures reconciled and published in Q3/2015
- Column (d) includes further recognized cost of litigation for this one particular issue over all periods and restructuring cost for acquired DAI in Q3/2015 only

Reconciliation of net income and EBITDA and Adjusted EBITDA for Q1/2014

In € million	(a)	(b)	(c)	(a) – (c)	(d)	(a) – (d)
	published	FX gain/loss	Litigation costs	adjusted	further Litigation costs	adjusted
Net profit / net loss (-)	-6.3			-6.3		-6-3
Taxes on income	1.1			1.1		1.1
Financial result	21.6			21.6		21.6
Depreciation and amortization	22.7			22.7		22.7
EBITDA	**39.0**			**39.0**		**39.0**
Restructuring costs	1.6			1.6		1.6
Foreign exchange conversion		0.1		0.1		0.1
Other non-recurring items			0.4	0.4		0.4
Adjusted EBITDA	**40.6**	**0.1**	**0.4**	**41.1**	**0.0**	**41.1**

Reconciliation of net income and EBITDA and Adjusted EBITDA for Q2/2014 (YTD)

In € million	(a)	(b)	(c)	(a) – (c)	(d)	(a) – (d)
	published	FX gain/loss	Litigation costs	adjusted	further Litigation costs	adjusted
Net profit / net loss (-)	-9.1			-9.1		-9.1
Taxes on income	2.7			2.7		2.7
Financial result	40.2			40.2		40.2
Depreciation and amortization	46.0			46.0		46.0
EBITDA	**79.9**			**79.9**		**79.9**
Restructuring costs	1.9			1.9		1.9
Foreign exchange conversion		0.0		0.0		0.0
Other non-recurring items			0.6	0.6	0.1	0.7
Adjusted EBITDA	**81.8**	**0.0**	**0.6**	**82.4**	**0.1**	**82.5**

Reconciliation of net income and EBITDA and Adjusted EBITDA for Q3/2014 (YTD)

In € million	(a) published	(b) FX gain/loss	(c) Litigation costs	(a) – (c) adjusted	(d) further Litigation costs	(a) – (d) adjusted
Net profit / net loss (-)	-23.3			-23.3		-23.3
Taxes on income	0.4			0.4		0.4
Financial result	72.0			72.0		72.0
Depreciation and amortization	68.1			68.1		68.1
EBITDA	**117.3**			**117.3**		**117.3**
Restructuring costs	3.5			3.5		3.5
Foreign exchange conversion		-1.0		-1.0		-1.0
Other non-recurring items	0.2		1.6	1.8	0.7	2.5
Release of provision for pension adjustments	-1.8			-1.8		.-1.8
Adjusted EBITDA	**119.2**	**-1.0**	**1.6**	**119.7**	**0.7**	**120.4**

Reconciliation of net income and EBITDA and Adjusted EBITDA for Q4/2014 (YTD)

In € million	(a) published	(b) FX gain/loss	(c) Litigation costs	(a) – (c) adjusted	(d) further Litigation costs	(a) – (d) adjusted
Net profit / net loss (-)	-31.4			-31.4		-31.4
Taxes on income	-1.0			-1.0		-1.0
Financial result	93.9			93.9		93.9
Depreciation and amortization	89.2			89.2		89.2
EBITDA	**150.8**			**150.8**		**150.8**
Restructuring costs	4.6			4.6		4.6
Foreign exchange conversion		-1.8		-1.8		-1.8
Other non-recurring items	-1.3		1.3	0.0	0.5	0.5
Adjusted EBITDA	**154.1**	**-1.8**	**1.3**	**153.5**	**0.5**	**154.1**

Reconciliation of net income and EBITDA and Adjusted EBITDA for Q1/2015 (YTD)

In € million	(a) published	(b) FX gain/loss	(c) Litigation costs	(a) – (c) adjusted	(d) further Litigation costs	(a) – (d) adjusted
Net profit / net loss (-)	4.7			4.7		4.7
Taxes on income	4.6			4.6		4.6
Financial result	14.2			14.2		14.2
Depreciation and amortization	20.7			20.7		20.7
EBITDA	**44.2**			**44.2**		**44.2**
Restructuring costs	0.2			0.2		0.2
Foreign exchange conversion		-2.1		-2.1		-2.1
Other non-recurring items	0.2		0.8	0.9	0.2	1.1
Adjusted EBITDA	**44.6**	**-2.1**	**0.8**	**43.3**	**0.2**	**43.4**

Reconciliation of net income and EBITDA and Adjusted EBITDA for Q2/2015 (YTD)

In € million	(a) published	(b) FX gain/loss	(c) Litigation costs	(a) – (c) adjusted	(d) further Litigation costs	(a) – (d) adjusted
Net profit / net loss (-)	1.6			1.6		1.6
Taxes on income	6.2			6.2		6.2
Financial result	37.0			37.0		37.0
Depreciation and amortization	41.6			41.6		41.6
EBITDA	**86.4**			**86.4**		**86.4**
Restructuring costs	0.2			0.2		0.2
Foreign exchange conversion		-1.8		-1.8		-1.8
Other non-recurring items	1.6		1.7	3.2	0.4	3.5
Acquisition cost (DAI)	0.5			0.5		0.5
Adjusted EBITDA	**88.7**	**-1.8**	**1.7**	**88.5**	**0.4**	**88.8**

Reconciliation of net income and EBITDA and Adjusted EBITDA for Q3/2015 (YTD)

In € million	(a) published	(b) FX gain/loss	(c) Litigation costs	(a) – (c) adjusted	(d) further Litigation and DAI restruct. costs	(a) – (d) adjusted
Net profit / net loss (-)	-5.4			-5.4		-5.4
Taxes on income	7.8			7.8		7.8
Financial result	54.8			54.8		54.8
Depreciation and amortization	62.9			62.9		62.9
EBITDA	**120.2**			**120.2**		**120.2**
Restructuring costs	1.2			1.2		1.2
Non-Recurring	6.5			6.5	0.7	7.2
Acquisition cost (DAI)	0.6			0.6	0.3	0.9
Foreign exchange conversion	-1.8			-1.8		-1.8
Adjusted EBITDA	**126.7**			**126.7**	**1.0**	**127.7**