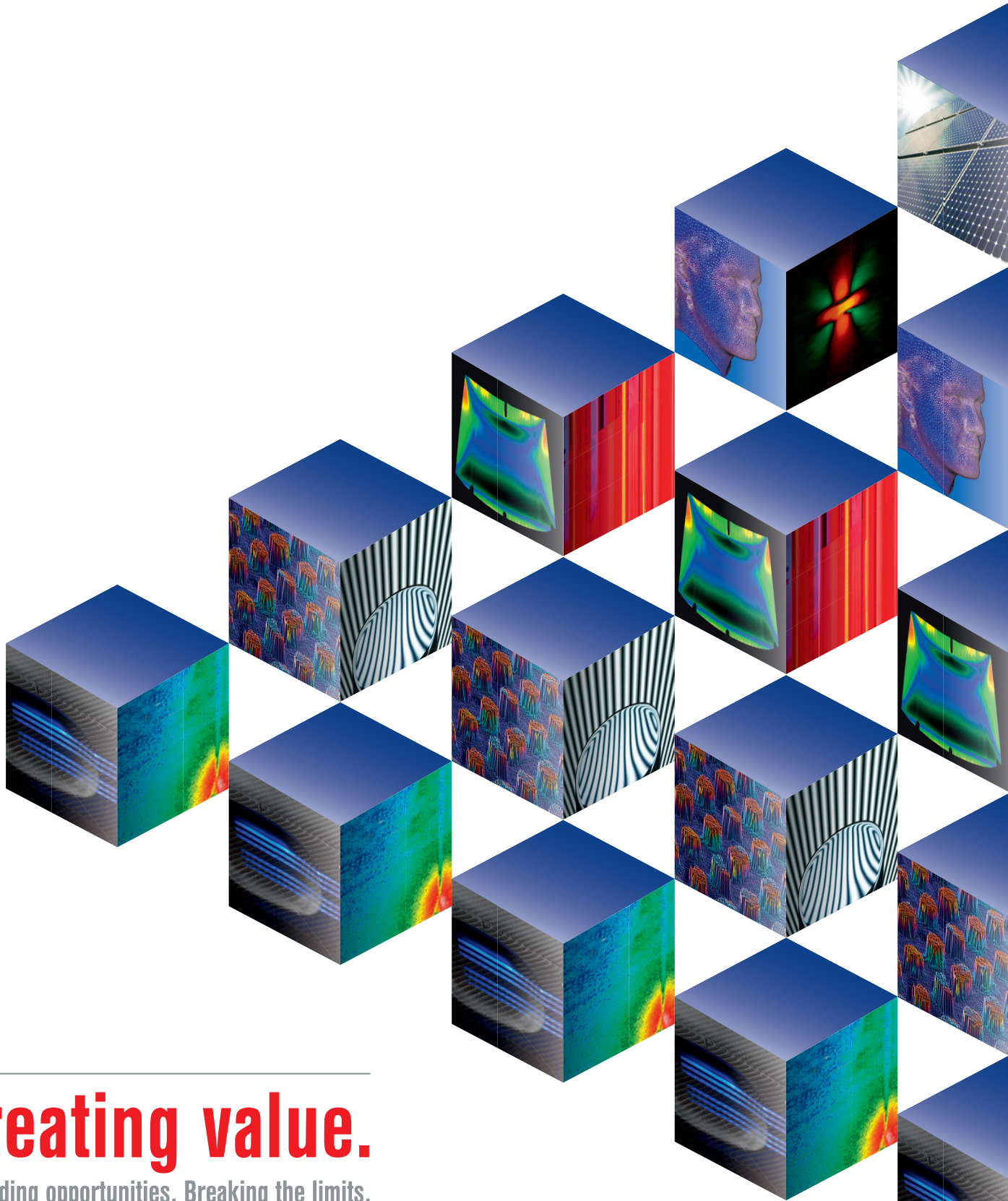


**ISRA**  
VISION

2013 / 2014



---

**Creating value.**

Expanding opportunities. Breaking the limits.

---

- 
- Group Management Report
  - Report of the Supervisory Board
  - Corporate Governance Declaration  
incl. Declaration of Conformity with the GCGC
  - Consolidated Financial Statements (IFRS)
- 

**2013 / 2014**

# Group Management Report ISRA VISION AG

Financial Year 2013/2014

## 1 Fundamental information about the Group

### 1.1 Business model

#### ISRA VISION – a global company

ISRA VISION AG, including all of its subsidiaries (ISRA), is one of the world market leaders for surface inspection systems. Furthermore, it is among the globally leading providers for image processing systems, specializing in the field of 3D Machine Vision, particularly for 3D Robot Vision.

#### Focusing on different industries with innovative solutions

The core competence of the company is ISRA BrainWARE®, an innovative software for intelligent machine vision systems. It integrates scientific know-how in the areas of optics, lighting technology, measurement technology, physics, image processing and classification algorithms as well as a complex system design. Machine Vision – also referred to as industrial image processing – is a key technology of seeing systems which imitate the human eye. Today's ISRA applications primarily concentrate on the automation of production and quality assurance of goods and products that are supplied to large, promising markets such as energy, healthcare, food, mobility and information technology. Amongst the customers are predominantly renowned global players of the respective industry that are distributed onto two segments. In the area of industrial automation, ISRA addresses first and foremost customers from the automotive industry and, complementarily, from other industries; in the Surface Vision segment customers stem from the glass, solar, plastics, print, paper, security paper and metal industry.

#### Group, subsidiaries and branch locations

With more than 25 locations, ISRA is close to the customer at any location worldwide and ensures an optimal service and support.

#### Germany

ISRA is represented throughout Germany. ISRA VISION AG in Darmstadt is the headquarters for the Group. The departments of Finance, Marketing, Purchasing and partly Electrical Production are concentrated at this location. The Industrial Automation division, with the automotive industry as its primary focus, is also managed from Darmstadt. The activities for developing and marketing the ready-to-use product line „Plug & Automate“ for 3D Machine Vision also fall into this segment. The operating facility of ISRA VISION AG in Karlsruhe supports the Darmstadt location in the area of hardware development.

Mainz-based Metronom Automation GmbH (Metronom) is a specialist in the area of 3D quality software for car body construction in the automotive industry. 3D-Shape GmbH in Erlangen with its products from the 3D measurement technology sector supplements the portfolio of ISRA VISION AG in the Industrial Automation segment. In addition, the location with its experienced technical experts and specialized three-dimensional measurement methods supports the further development of products for other target industries in the Surface Vision segment.

The Surface Inspection business for glass, plastics and security paper is concentrated in ISRA SURFACE VISION GmbH, Herten. Furthermore, the customers from the printing industry are served at the Herten location. In addition, the location in Herten manages the central production for the Surface Vision segment. ISRA VISION LASOR GmbH, Bielefeld, develops the Surface Vision systems for security paper. A shared activity with Darmstadt at this location is the basic development of software for all Surface Vision systems. ISRA VISION PARSYTEC AG in Aachen is focused on the metal and paper industry.

GP Solar GmbH with headquarters in Munich and an operating facility in Constance, together with GP Inspect GmbH in Munich and ISRA VISION Graphikon GmbH with headquarters in Berlin, are responsible for the activities in the photovoltaics and solar thermal energy industry. The portfolio includes solutions for the inspection of silicon-based solar cells and modules as well as for the inspection of modules based on thin-film technology and test devices for lab equipment in the solar industry.

Outside of Germany, ISRA has subsidiaries and branch locations in all regions essential to its operating activity.

#### Europe

ISRA VISION Parsytec Ltd. in Hampshire, Great Britain, concentrates on business with customers from the metal and paper industry. In Finland, ISRA is present with ISRA VISION Finland Oy for Scandinavian customers from the paper industry. The interest in ISRA VISION VISTEK A.S., Istanbul, Turkey, serves as a development location and as a springboard to the Turkish market, as well as both the Near and Middle East. ISRA VISION LLC in Moscow, Russia, serves the Russian market with inspection solutions.

## America

ISRA VISION SYSTEMS Inc., of Bloomfield Hills (Michigan), USA, runs the entire North American automotive business of the Industrial Automation division. All Surface Vision activities in North America were brought together under one roof at ISRA SURFACE VISION Inc. of Duluth (Georgia), USA. ISRA VISION PARSYTEC Inc. was also successfully integrated into this unit. ISRA VISION COMÉRCIO, SERVIÇOS, IMPORTAÇÃO E EXPORTAÇÃO LTDA located in São Paulo is responsible for the South American market. It provides sales, service and engineering for customers primarily from the automotive, metal, plastics, printing and paper industry.

## Asia

In Asia, ISRA is represented in the two segments Industrial Automation and Surface Vision with ISRA VISION (Shanghai) Co. Ltd., Shanghai, China. A branch of the Shanghai location is the Glass Center in Tianjin. Activities in the glass, solar, metal, plastics and printing industry are supported by the Taiwan office, which is part of ISRA SURFACE VISION GmbH. The activities in Mumbai and Calcutta, India, are concentrated in ISRA VISION INDIA Private Limited and are also targeting customers in the glass, metal, plastics and printing industry. The two companies ISRA PARSYTEC Asia Pasific Co. Ltd. in Seoul, South Korea, and in ISRA VISION JAPAN Co. Ltd. in Tokyo, Japan, are further important ISRA locations and concentrate primarily on the Surface Vision segment.

### 1.2 Objectives and strategies

Even after reaching the revenue goal of 100-million euros, ISRA's strategy continues to be directed at constantly increasing its revenues, thereby sustainably expanding its market position while optimizing costs and cash flow at the same time. For this purpose, the focus will remain directed on the application of machine vision as core competence of the company.

#### Continuous growth

Innovations remain essential drivers of the organic growth. As technologically leading company in the area of Machine Vision, research and development have the highest priority for ISRA. The investments in R&D are the cornerstone for innovative products that enable new applications and solutions for customers all over the world. This creates the prerequisite for future profitable growth. For this reason, management concentrates on a sustainable innovation roadmap for new products and applications that is continuously adapted to customer needs and market requirements in order to further increase the return-on-investment of customers.

Additionally, the multi-industry strategy is an important factor to continue the course of the double-digit percentage growth. In the process, the company does not only diversify itself via the two application fields Surface Inspection and Production Automation, but also via different customer industries in the strategic energy, health, food, transportation and information markets in different geographic regions. The economic crisis of 2008/2009 has already shown that the broad strategic positioning has made ISRA more robust and independent towards economic and regional fluctuations. As a result, projects for developing new customer industries, geographic regions or application fields will continue to be examined and, given the prospect of success, implemented.

#### Optimization of cash flow and margins

By using economies of scale in all areas and efficiency increases in production, Management sees optimization and growth potentials for cash flow as well as margins. To prepare the organization to a continued revenue growth beyond the 100 million euros, the management concentrates on measures for increasing the cost efficiency for internal processes. In production, the activities for making processes leaner and for reducing lead times are being continued. In the same way, the cost optimization of products and applications is a fundamental part of ISRA's R&D strategy. The long-term goal for the gross margin is at 60%. In addition, a focus remains on optimizing cash management.

#### Targeted acquisitions for expanding the portfolio

Besides organic growth, external growth through acquisitions of suitable companies is another important component of the long-term strategy. A meaningful expansion of the technology and product portfolio, an increase of the market shares, the development of new markets and an effective integration are at the center of the audits for the target companies in advance of an acquisition.

### 1.3 Internal management system

The economic planning and control of the Group is done centrally via the predefined targets specified by the Executive Board that are coordinated in the strategy process with the segments and functional units. Based on these specifications, a constant review of the business development takes place with the help of continually updated assessments of the control ratios and performance indicators. The implementation of the strategic goals, and measures for counteraction in case of deviations from the plan are being initiated for this review.

The Company's key performance indicators stem from the consolidated total output EBITDA/EBIT statement.<sup>1</sup> They provide a view of the Company's efficiency and profitability as it relates to the industry. The most important key performance indicators are the revenues, the gross margin (gross profit to total output), EBITDA, EBIT and EBT as well as the corresponding margins, each with respect to total output.

ISRA is a market-oriented company, and the forecasts of sales are an additional foundation for the corporate governance. The forecasts are created continually by the sales division. Based on this foundation, decisions are made about the further personnel requirements in the area of marketing, sales, service, production and engineering. The estimated quarterly and annual revenues report, which is continually adapted based on the sales forecasts, serves as leading target achievement indicator.

#### 1.4 Research and development as catalyst for growth strategy

Research and development are an important foundation for innovations and, therefore, the prerequisite for future growth of ISRA. For the ability to expand product offerings for existing and new customers and to develop new applications for potential markets, ISRA continuously invests in research and development. In the year under review, 18.3 million euros were invested for this purpose, 17 % more than the previous year (15.6 million euros).<sup>2</sup>

In the past financial year, the Company once again successfully introduced a variety of new products and applications to the market. These include new products that offer customers a higher return on investment as well as cost-effective solutions tailored specifically for fast-growing markets in Eastern Europe, Asia and Latin America. Regular customers were offered optimized products and solutions for existing and future production lines. ISRA also developed innovative applications for new customer markets and industries based on existing technologies.

In the area of surface inspection, solutions are being marketed that significantly increase system performance. These products can be used not only in new systems, but also as retrofits for existing systems. With the help of new technical solutions in electronics, color camera technology and LED lighting, ISRA creates innovative products for customers in the plastics, printing, glass and solar industries.

In the area of industrial automation, ISRA has introduced several innovations for 3D applications. They are used for three-dimensional measurement tasks, facilitation of assembly at the operating production line and gripping into transport containers to identify and remove unsorted parts.

In the area of the intelligent yield management product series „PROMI“ (Enterprise PROduction Management Intelligence), which supports customers in increasing efficiency in production, the portfolio was expanded with a new version.

## 2 Report on economic position

### 2.1 Macroeconomic and sector-specific environment

Based on the economic forecasts published at the end of 2014 by banks and economic research institutes,<sup>3</sup> the global economic development in 2014 was moderate. While the beginning of the year showed only a minor growth of the global GDP, significant growth could be seen for the third and fourth quarter. Depending on the source, the year 2014 resulted in an overall growth of 2.4 to 3.4 % which is at or slightly above the growth of the previous year. As a result, the growth forecasts are only partially met. Among the decisive influencing factors on the course of the global economy, are the significant decline of the oil price, the political situation in Eastern Europe, the expansive monetary policy in the advanced national economies, only moderate growth in the emerging countries as well as inconsistent signals from the industrial countries are mentioned.

#### Contradictory signals from the regions

As principal markets of ISRA, the development in Germany, North America and China is of particular interest for the course of business of the company. The growth assessment in all three of these countries turns out to be mixed. Germany, with its strong start, almost stagnated starting in the middle of the year and was able to realize an overall growth of only approx. 1.4 %. One of the primary causes is said to be a restraint with respect to equipment investments. In the United States, on the other hand, the economic situation showed a good recovery following a decline at the beginning of the year as a result of the extreme onset of winter and is said to reach a growth of approx. 2.2 to 2.7 % for the year as a whole. China is said to be able to confirm expectations with a growth rate of approx. 7.4 %.

#### Positive development in the sector

Machine Vision is a key technology that is applied in nearly all industries. The sector profits from an increasing degree of automation in industrial production, along with continuous, fully automated optimization of productivity and production quality. Machine Vision also occupies an important role in securing sustainability in automated manufacturing processes since it supports companies in saving resources and minimizing environmental pollution.

Competition structures of the industry are marked by a high level of fragmentation in the form of many providers with relatively low market share. The majority of companies are smaller niche-suppliers operating mainly locally or oriented towards specific customer applications, with few employees. However, the pace of consolidation within the industry is accelerating.

<sup>1</sup> The Group total output EBITDA-EBIT statement is an additional presentation based on the previous years and therefore not part of the ISRA consolidated financial statements.

<sup>2</sup> Statements about capitalized developments are located in the section Results of operations of the economic report.

<sup>3</sup> Cp.: Institute for the World Economy, Weltkonjunktur im Winter 2014; Deutsche Bank, Globaler Ausblick Konjunktur (Q4/2014), Berenberg Bank, Ausblick 2015.

For the year 2014, the German Engineering Federation (VDMA) expects that the German industry sales of the image processing industry will grow by at least 10% compared to 2013 to more than 1.8 billion euros. The positive impulses are particularly the result of a high order backlog from overseas, especially in Asia and the United States, as well as a rising order entry from within Germany.<sup>4</sup> For the image processing industry in North America, the American Industry Association AIA sees a growth of the industry of approx. 12% in the first nine months of 2014. This growth is based not only on the demand for image processing products for use in production, but increasingly on the use in security applications and life sciences.<sup>5</sup> For the Asian markets, statements for the year 2014 are not yet available.

## 2.2 Course of business, net assets, financial position and results of operations

In the 2013/2014 financial year, ISRA reached the revenue goal of 100 million euros which management considered to be important. It is a strategic milestone that demonstrates the development of the company in recent years notably. Both company segments provided decisive contributions to reach the revenue goal of 100 million euros.

In the 2012/2013 financial year, the Industrial Automation segment was one of the strongest growth engines with a revenue plus of 30%. In the current period under review, revenues were not only held at the high level of the previous year, but also increased further by 3% to 25.0 million euros (previous year: 24.3 million euros). The development was carried by a continuously high demand for innovative 3D system solutions, particularly from German premium car manufacturers and the American automobile industry.

Revenues in the Surface Vision segment rose significantly in the 2013/2014 financial year by 19% to 77.4 million euros (previous year: 65.3 million euros). The business transactions in the plastics, metal and paper industry contributed to revenues with clear double-digit growth rates. A similar picture can be found in the order entries from the security paper industry. The development in the glass business is supported further by investments in innovations and sales. In the print area, management and sales were reinforced, the product novelties are advanced with a worldwide marketing offensive. In the solar business, ISRA completed the integration of GP Solar in the 2013/2014 financial year and the good market position in the solar business was strengthened through additional investments in sales and the expansion of the product portfolio. This strategy was confirmed by a significant increase of order entries, particularly from Taiwan, China and Korea. The new version of the intelligent yield management software „PROMI“ for efficiency and productivity increase in various ISRA customer industries started successfully with a strategic order from China.

A positive step towards the strategic objective in the Customer Support and Service Center (CSSC) to expand the share in revenues was realized with an annual result in the double-digit million range. For this purpose, the portfolio was expanded further with additional support and services and the marketing activities were intensified. Additionally, ISRA also increased the range of training and instruction offered as part of ISRA Academy at various locations throughout the world.

With respect to the regional business development, ISRA profited from its strong worldwide presence. Despite the moderate economic situation in China, Asia was able to confirm the previous positive development with additional growths. After a period of investment restraint, Europe recorded increasing revenues with double-digit growth rates, particularly starting with the second quarter. Notwithstanding the political situation in the region, the company registered increasing demand impulses from Eastern Europe, whereby the Russia business was overall of minor importance similar to previous years. After a good start, the order entries in North and South America showed a slightly more moderate development and, for this reason, are given additional support with targeted marketing and sales measures. As a result, America is already showing an increased demand at the beginning of the current financial year.

Besides organic growth, external growth through acquisitions of suitable companies is another important component of the long-term strategy. The integration of GP Solar, which was acquired in May of 2013, was successfully completed in the 2013/2014 financial year. In addition, ISRA successfully expanded its three-year long investment with the complete integration of the machine vision specialist VISTEK located in Istanbul. Its acquisition allowed ISRA to expand its product portfolio by an application for the inspection of glassware. On top of that, the company gained an excellent market access, not only to Turkey, but also to the Middle East.

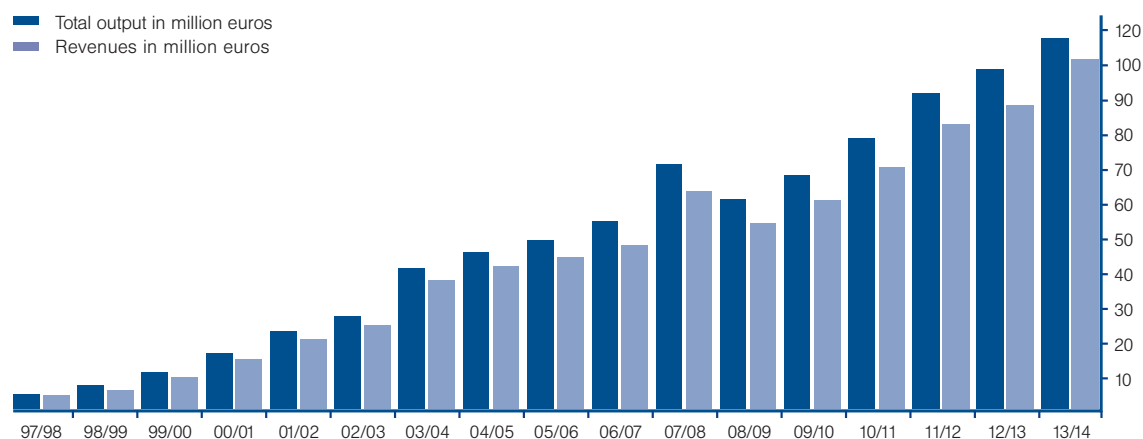
### 2.2.1 Results of operations

#### Profitable growth

ISRA increased revenues in the 2013/2014 financial year by approx. 14% to 102.5 million euros (previous year: 89.5 million euros). The magnitude of order entries in the past financial year corresponds roughly to the revenues of the period. The motivation for new and replacement investments in the various target industries of ISRA has strong influence over the order backlog and subsequently attainable revenues. The order backlog of approx. 69 million euros (as of January 14, 2015; previous year: approx. 51 million euros) is a strong indication for the current financial year.

<sup>4</sup> Cp. VDMA: Industrielle Bildverarbeitung so stark wie nie; press release dated November 04, 2014.

<sup>5</sup> Cp. AIA: North American Machine Vision Market In Midst of Record Year; press release dated December 11, 2014.



### Consolidated total output EBITDA/EBIT statement<sup>6</sup>

Particularly based on increased revenues, total output rose to 114.6 million euros in the 2013/2014 financial year, representing an increase of 15% compared to the previous year (99.8 million euros). The capitalized work increased by 18% to 12.1 million euros (previous year: 10.3 million euros). The percentage cost share of production was kept constant with 45.4 million euros (previous year: 39.8 million euros) in the year under review at 40% of total output through continuous optimization of the products and the production processes. It leads to a gross profit margin of 60% (previous year: 60%); this corresponds to the long-term margin goal. With respect to revenues, the margin amounted to 67% (previous year: 67%).

(in € k)	Oct. 1, 2013 - Sep. 30, 2014		Oct. 1, 2012 - Sep. 30, 2013*	
Net sales	102,477	89%	89,541	90%
Capitalized work	12,089	11%	10,280	10%
Total output	114,566	100%	99,821	100%
Cost of materials	24,154	21%	20,866	21%
Cost of labor excluding depreciation	21,262	19%	18,973	19%
Cost of production excluding depreciation	45,416	40%	39,839	40%
Gross profit	69,150	60%	59,982	60%
Research and development total	18,253	16%	15,600	16%
Sales and marketing	19,083	17%	16,084	16%
Administration	4,746	4%	4,462	4%
Sales and administration excluding depreciation and amortization	23,829	21%	20,546	21%
Other revenues	1,740	2%	2,309	2%
EBITDA	28,808	25%	26,145	26%
Depreciation and amortization	8,795	8%	8,857	9%
Total costs	50,877	44%	45,003	45%
EBIT	20,013	17%	17,288	17%
Earnings from associated companies	0	0%	46	0%
Interest income	59	0%	127	0%
Interest expenses	927	1%	949	1%
EBT	19,145	17%	16,512	17%
Income taxes	6,017	5%	5,067	5%
Consolidated net profit	13,128	11%	11,445	11%
Of which accounted to non-controlling shareholders	129	0%	-103	0%
Of which accounted to shareholders of ISRA VISION AG	12,999	11%	11,548	12%

\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014.

<sup>6</sup> This pro forma presentation is an additional presentation based on the previous years and therefore not part of the ISRA consolidated financial statements.

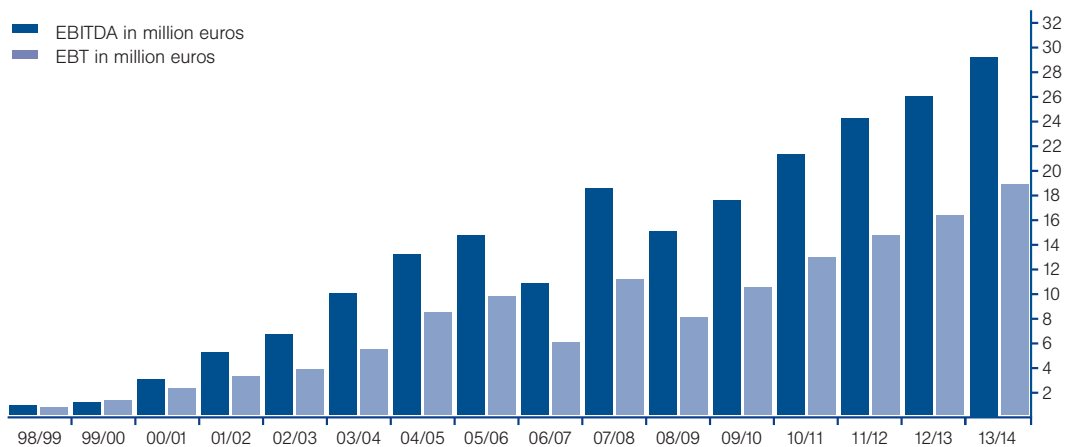
### Sales, marketing, administration and R&D

Expenditures for sales and marketing amounted to 19.1 million euros in the reporting period (previous year: 16.1 million euros). In the context of the continued innovation and marketing offensive, these expenditures rose by 19% compared to previous year. Administrative costs in the amount of 4.7 million euros (previous year: 4.5 million euros) rose by 6% thanks to a lean organization, a smaller proportional increase than the one in revenue growth. So, its share of the total output amounted to approx. 4% (previous year: 4%). For R&D, the company spent 18.3 million euros (previous year: 15.6 million euros) in the year under review. This corresponds to an increase of 17%. 12.1 million euros of it were invested in developing new products that are soon to be launched on the market (previous year: 10.3 million euros). These amounts were capitalized in accordance with IAS 38.

### Stable margins

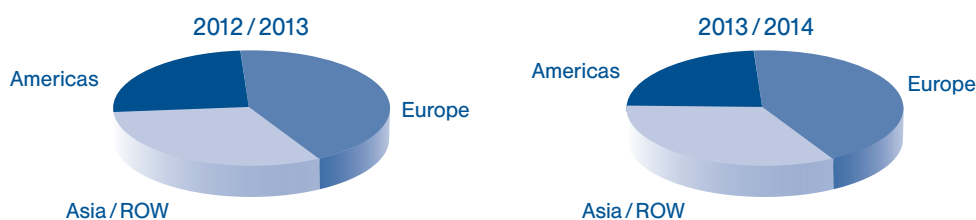
ISRA increased the EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) by 10% to 28.8 million euros (previous year: 26.1 million euros). This resulted in a margin based on total output in the amount of 25% (previous year: 26%). The development of EBITDA was significantly influenced by a drop in miscellaneous earnings by 25% to 1.7 million euros; in the previous year, they still amounted to 2.3 million euros in conjunction with the acquisition of GP Solar GmbH.

The depreciation and amortization in the year under review decreased by approx. 1% to a total of 8.8 million euros (previous year: 8.9 million euros). 7.7 million euros (previous year: 7.0 million euros) of this figure was attributed to depreciation and amortization for capitalized work of the previous years and the year under review as well as software and licenses. The remaining depreciation and amortization was reduced by 41% to 1.1 million euros (previous year: 1.9 million euros), since full depreciation and amortization was reached for several business assets. As a result, ISRA obtained an EBIT (Earnings Before Interest and Taxes) in the amount of 20.0 million euros in the year under review. That represents an increase of 16% compared to the previous year with 17.3 million euros. The financing result changed from minus 0.8 million euros in the previous year to minus 0.9 million euros. ISRA increased earnings before taxes by 16% to 19.1 million euros (previous year: 16.5 million euros). Referenced to total output, it corresponds to a margin of 17%, referenced to revenues 19% (previous year: 17% and 18%, respectively). Tax expenditures amounted to 6.0 million euros (previous year: 5.1 million euros). ISRA achieved consolidated group earnings attributable to the shareholders of ISRA VISION AG of 13.0 million euros. This translates to an increase of 13% compared to the previous year (11.5 million euros). In relation to the weighted average of the number of shares<sup>7</sup> of 4,380,373 (previous year: 4,381,093), it results in an EPS (Earnings per Share) of 2.97 euros (previous year: 2.64 euros).



### Development in segments and regions

In the Industrial Automation segment, in which the sales activities concentrate almost exclusively on the automotive industry, revenues in the current period under review increased by another 3% to 25.0 million euros (previous year: 24.3 million euros) after they had already increased by 30% in the previous year. EBIT increased disproportionately by 6% to 5.0 million euros (previous year: 4.8 million euros), the EBIT margin improved accordingly by one percentage point to 18% to total output (previous year: 17%). The revenues in the Surface Vision segment rose to 77.4 million euros (previous year: 65.3 million euros), a clear plus of 19%. EBIT amounted to 15.0 million euros (previous year: 12.5 million euros), the EBIT margin to 17% to total output (previous year: 17%).



<sup>7</sup> The number of shares is the weighted average of externally owned shares during a financial year and does not include shares purchased back by the Company.



The regional independence of the company continued to be strengthened further in 2013/2014. The sustaining growth in Asia, specifically in China, Taiwan and Korea, brought the Asiatic revenue share with approx. 40% almost to the level of Europe. The double-digit rates in revenue growth also contributed to passing the strategic mark of 100 million euros. In America, a cautious investment climate temporarily led to a sluggish pace of business; but at the beginning of the current financial year, it was possible to record an increased demand again.

## 2.2.2 Financial position

The top priority of financial management is to ensure a sufficient liquidity of the Company. For this reason, the liquidity reserves are managed in a way that ensures that payment obligations can be met on time. Group financing is coordinated centrally through the parent company in Darmstadt, ISRA VISION AG. Liquidity safeguarding is managed through in-depth financial planning. An important task of the future continues to be the systematic optimization of the working capital, i.e., increasing the operative cash flow while simultaneously reducing the net debt.

### Capital structure

In the 2013/2014 financial year, total assets of the ISRA Group increased by 15.1 million euros to 222.5 million euros (previous year: 207.4 million euros). On the liabilities side of the consolidated balance sheet, the trade payables increased by 2.0 million euros to 8.7 million euros (previous year: 6.7 million euros). The short-term bank liabilities increased by 3.0 million euros to 32.0 million euros. The remaining financial liabilities rose by 0.9 million euros to 12.1 million euros. The income tax liabilities increased to 2.3 million euros (previous year: 1.9 million euros). Short-term provisions of 1.2 million euros have only an insignificant effect on the consolidated balance sheet, similar to the previous year (1.0 million euros).

Of the long-term liabilities, bank liabilities decreased due to scheduled repayments by 3.6 million euros to 8.0 million euros. These liabilities are held in euros and are mostly subject to variable interest rates. The liabilities to Kreditanstalt für Wiederaufbau amounted to 0.5 million euros (previous year: 1.6 million euros), and 7.5 million euros (previous year: 10.0 million euros) to Baden-Württembergische Bank. Deferred tax liabilities rose by 0.8 million euros to 25.2 million euros, the long-term provisions in the form of pension provisions increased from 2.4 million euros to 2.9 million euros.

At the end of the 2013/2014 financial year, the equity ratio amounted to 58% (previous year: 57%) with a net debt of 28.8 million euros (previous year: 30.9 million euros). The use of off-balance-sheet instruments plays a minor role at ISRA. Merely business assets with a short useful life and without reference to core competence are provided for business operations in the context of leasing operations.

### Capital expenditures

In the year under review, ISRA invested 1.4 million euros (previous year: 1.4 million euros) in property, plant and equipment. The investments in intangible assets increased to 12.8 million euros (previous year: 9.9 million euros). Nearly all of it falls to capitalized development costs. The acquisition of additional shares of ISRA VISION VISTEK A.S. led to investments in company acquisitions in the amount of 0.8 million euros (previous year: 1.4 million euros); ISRA now owns 75 % of the shares. In the period under review, investments in long-term assets for the segments Industrial Automation and Surface Vision amounted to 4.2 and 10.0 million euros, respectively (previous year: 3.0 and 8.2 million euros).

ISRA carries on to continuously invest in new products and the development of new applications and markets in order to increase revenues. The current operative cash flow forms the basis for financing the organic growth. The planned investments for the different sectors of the operative business are made from these resources, too. In the case of acquisitions, additional financing demand may occur depending on volume, whereby smaller acquisitions could be financed through operative cash flow.

### Liquidity

In the 2013/2014 financial year, ISRA attained an operative cash flow of 19.8 million euros (previous year: 15.5 million euros). A significant share of it came from the items depreciation and amortization in the amount of 8.8 million euros (previous year: 8.9 million euros), increase in trade receivables in the amount of 7.1 million euros (previous year decrease by 0.7 million euros), income tax payments in the amount of 2.6 million euros (previous year: 3.4 million euros), increase of inventories by 2.1 million euros (previous year: 0.0 million euros) as well as changes in deferred tax assets and deferred tax liabilities in the amount of 2.1 million euros (previous year: 3.3 million euros), that were the result of an increase of deferred tax liabilities and a decrease of deferred tax assets.

Cash flow from investment activities amounts to a total of minus 15.0 million euros (previous year: minus 12.7 million euros) and is largely based on investments in intangible assets. The cash flow from financing activities in the amount of minus 3.3 million euros (previous year: minus 0.7 million euros) essentially consists of income from the assumption of financial liabilities with 3.0 million euros (previous year: 5.5 million euros) and repayment of financial liabilities with 3.6 million euros (previous year 4.1 million euros). The dividend payout of 1.5 million euros results from the dividend of 0.35 euros per share. Taking into account dispensable value changes based on exchange rates, cash and cash equivalents increased overall by 1.6 million euros (previous year: 2.1 million euros) by September 30, 2014 to 11.2 million euros (previous year: 9.7 million euros).

A positive availability of financial means is given; as of September 30, 2014, only means in the amount of 0.3 million euros (previous year: 0.5 million euros) were deposited as security and subject to a restraint on disposal. At the same time, ISRA can access to unused financing of approx. 28 million euros. With the positive operative cash flow as well as existing cash, cash equivalents and available credit lines, ISRA disposes of a solid capital base for future growth. Interest risks from previous acquisitions are explained in sections 5.5 and 7.

### 2.2.3 Net assets

On the assets side, ISRA showed cash and cash equivalents in the amount of 11.2 million euros (previous year: 9.7 million euros) on the balance sheet date of September 30, 2014. Short-term assets showed a share of 51 % of the total assets (previous year: 50 %). The trade receivables rose to 70.2 million euros (previous year: 63.2 million euros) due to the increase in business volume. Receivables from unfinished orders amounted to 33.6 million euros (previous year: 34.7 million euros), based on the percentage-of-completion method.

Long-term assets amounted to 108.2 million euros (previous year: 104.2 million euros) as of the balance sheet date. The goodwill increased by 0.2 million euros to 38.5 million euros (previous year: 38.3 million euros). Due to the continuing positive development in both operating segments, the impairment test did not call for any need for correction. Other intangible assets increased by 5.0 million euros to 59.5 million euros (previous year: 54.5 million euros) due to capitalized work. Its main cause was the increase of capitalized work as self-created intangible assets of 40.5 million euros to 47.0 million euros.

Tax losses carried forward for ISRA totaled 9.5 million euros as of September 30, 2014 (previous year: 12.0 million). Deferred tax assets were recognized for tax losses in the amount of 9.4 million euros.

### 2.2.4 Non-financial key performance indicators and sustainability

ISRA VISION AG is a globally operating company whose market environment is characterized by increasingly higher dynamics and complexity. This requires sustainable business processes that distinguish themselves by responsible handling with economic, ecological and social resources. Besides efficient, value-oriented corporate governance, the non-financial key performance indicators and sustainability aspects presented below carry an important share of the continual success of ISRA.

#### Customer benefit

For products and solutions from ISRA, the benefit to customers is at the center of attention. Important indicators are the return on investment and the amortization time of investments. Continuous research and development work increases the efficiency of ISRA solutions and continually reduces the costs of the systems. This results in short amortization times which is often only a few months and allows customers to make budget-independent investments. Resulting low total costs of ownership contribute to a higher operating margin.

#### Ecological and social benefit

Machine vision also occupies an important role with respect to a sustainable development in industrial production since it supports companies in saving resources and minimizing environmental pollution. ISRA offers solutions that address not only the economic customer benefit, but also the ecological and social dimension of sustainability. The systems provide customers with support, e. g. for complex assembly and testing processes in the automotive industry, which otherwise would be dependent on physical, non-ergonomically strenuous activities without ISRA's automation solutions. The applications reduce physical stress, thereby benefiting employees working in production. In the Surface Vision segment, the automated surface inspection enables customers in the glass, solar, plastics, print, paper, security paper and metal industry to uncover any quality defects directly in the manufacturing process. As a result, it is possible to initiate countermeasures early, which reduce production waste and undesired further refinement and processing of defective products.

#### High level of innovation

A high level of innovation, based on market-oriented and future-oriented innovations and new technologies, is an important pillar of further strategic development and essential for the profitable growth of the ISRA Group. Based on the needs of customers, the Company attaches great importance to continually improving its technology position. In the year under review, ISRA successfully placed a large number of product innovations in the different application sectors on the market.

The goal is to develop new applications and open up related earnings potentials and sales markets, to expand the technological advantage in order to create the barrier for competitors looking to enter the market, and to shorten the time to market. For this purpose, ISRA uses innovation roadmaps to ensure early identification of future requirements of the market and the acquisition and utilization of required technologies.

#### Knowledge of the markets

With a business activity that spans more than 25 years by ISRA and its predecessor companies, the Company has gained a position of trust with customers. As such, ISRA has a sound knowledge of the customer processes in the framework of production and is capable of continuously aligning its products with the requirements and needs of customers. Focusing on individual industries and close contact with customers secure the required technology transfer to offer the products which the customer needs, today and in the future, quickly. A clear indicator for knowledge of the markets is customer loyalty which manifests itself in many years of trustworthy business relationships.

One important goal in the area of market expertise is further increasing market penetration and market share. This also includes transferring the know-how to solutions for customers in industries that have not been supplied until now and expansion into additional geographical markets. To

support this process, positions in sales and product management are regularly filled with experienced personnel from relevant target industries and regions.

### Customer proximity

Products sold by ISRA are generally used in systems that are manufacturing around the clock. For this reason, local presence and short response times in service are of great importance to customers. As a result, ISRA manages a worldwide infrastructure and is represented in essential local markets with its own sales and service personnel. This allows the Company to respond in the best possible way to regionally specific requirements and to offer an optimal service for the operation of its systems.

Today, ISRA is already one of the best globalized companies for Machine Vision. The established infrastructure and the international team will continue to play an important role in the future in the support of global customers who are largely market leaders themselves in their respective industries. To secure and intensify the customer proximity, emerging markets are quickly developed and, if the need arises, supported locally by ISRA's own subsidiaries or operating facilities. In the period under review, market access to Turkey as well as the Middle East could be strengthened with the full integration of ISRA VISION VISTEK A.S. in Istanbul. At the present time, entrance to the market in Indonesia for Asia and in Mexico for America by setting up local branches is being examined.

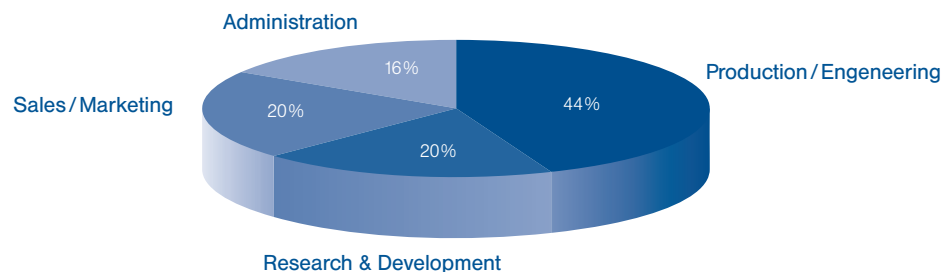
### Efficiency of business processes

ISRA continuously works on improving the efficiency of the business processes. Continued cost-reduction measures have already resulted in sustained productivity gains. Part of the fundamental management tasks is to continuously and critically check the efficiency in production and to ensure lean processes. Furthermore, the Company has established additional programs which, for example, are continuously probing and optimizing the cost structures and workflow management in the administration.

### Personnel development and securing specialists

Employees with skills and personal qualities are an essential prerequisite for the success of ISRA. To ensure an always adequate staffing and personnel development, continuous investments are made in the Human Resources Management.

In the 2013/2014 financial year, the ISRA Group employed an average of 551 people worldwide (previous year: 542). 604 people were employed as of September 30, 2014. The majority is working at locations in Germany (68%). Europe (without Germany) accounted for 6%, North and South America for 9% and Asia for 17% of the employees.



Of the staff employed worldwide as of September 30, 2014, 44% worked in production and engineering and approximately 20% in research and development (R&D). Another 20% of ISRA employees worked in sales and marketing and 16% in administration.

ISRA already pays special attention to well-trained technical personnel with social and interdisciplinary competencies in its international employee recruitment process. This is manifested in the large percentage of employees with an academic degree.

Cooperation with universities and specialist colleges enables ISRA to gain qualified academic recruits. ISRA continuously expands these cooperations and develops them further. The Machine Vision Prize, which was awarded for the first time in 2011, together with the TU Darmstadt will provide targeted support for the scientific establishment of industrial image processing in academic education with the goal to inspire young talents for this innovative industry sector at an early stage. In 2014, similar cooperations could be established by introducing the Machine Vision Prize at the RWTH Aachen and at the prestigious Sabanci University in Istanbul. In addition, ISRA also acts as a vocational training company and introduces young employees in a directed way to different tasks in the technical and commercial business divisions.

To expand the personal qualifications of existing employees even further, the Company supports its employees on a regular basis using internal education as well as through targeted external measures for individual positions. Human Resources Management continuously accompanies employees and supports them to expand their skills according to their assignments and to motivate them to take on responsibilities. This allows ISRA to secure the long-term company success and to create secure, high-quality jobs.

### Management competencies

The high degree of innovation of products and markets as well as the ambitious growth objectives of ISRA demand a high degree of competency at the management level. In this context, ISRA was again able to significantly reinforce the well-established management which is closely tied to the Company with selective, target-oriented employment.

Besides the aspiring intrinsic growth, a special challenge for management is the acquisition and integration of companies in order to be able to expand market shares and develop new markets. In the framework of the successful acquisitions of recent years, ISRA was able to demonstrate its extensive knowledge in the area of mergers & acquisitions.

### Social commitment

As a successful globally operating company, ISRA VISION bears social responsibility. Social commitment is important to ISRA and centrally anchored in its corporate mission. A matter of special concern lies in supporting the development and education of children and adolescents, e.g. in the form of monetary donations, but also through the personal commitment on part of the management. In accordance with the global orientation of the company, the charitable efforts also cover various projects all over the world. For example, ISRA became the sponsor of the SOS Kindergarten in Phnom Penh, the capitol of Cambodia. The long-term partnership ensures that children from poor living conditions can grow up in a sheltered environment. They receive early pedagogical support, regular meals and loving care. Currently, more than 120 orphan girls and boys are living in the facility. ISRA's support consists of covering the maintenance costs and provide the children from the crisis-ridden country with a good start into life – true to the motto expressed by the donor plaque on the building: With our long-term contribution, we are happy to help the ‚smallest‘ in becoming ‚great‘.

### 2.2.3 Assessment of the course of business

ISRA Management assesses the closing financial year as another successful year. The company confirmed the growth forecast, as it has in the preceding fourteen trading years with the exception of the global economic crisis of 2008, and increased revenues to 102.5 million euros and the annual consolidated surplus to 13.1 million euros. This plus of 14% and 13%, respectively, shows that the course of business is not necessarily coupled with the general economic development or the economic situation in the industry sector. The earnings per share after taxes increased to 2.97 euros, a plus of 13%. This provides a good basis for the company to continue the sustainable dividend strategy (previous year: 0.35 euros per share). The forecasted stability of the margins was also reached on the whole. The minor decrease of the EBITDA margin to total output is the result of further intensification of the marketing and sales activities, which have already been undertaken in view of the sustained achievement of revenues beyond the mark of 100 million euros. In the end, ISRA continued its profitable growth with a double-digit EBT growth of 16% and an EBT margin to total output of 17% in spite of challenges in individual regions and industries. The growth in both segments with at least stable margins also confirmed the segment forecast.

Non-financial performance indicators also contributed to the positive business development. In the 2013/2014 financial year, it was possible to expand market access to Turkey as well as the Middle East and optimize business processes through intensive process management. Strengthening the employee base was implemented through timely, targeted hiring, e.g. in the management team and for marketing, as well as extensive training programs for promoting individual potentials.

Based on the described results of operations, financial position, and net assets, the management's overall assessment of the economic position of the Group is positive. The intensive efforts in Cash Management show an operative cash flow that improved to 19.8 million euros. In conjunction with the good equity capital position of the Company, it results in a large measure of independence for ISRA which allows it to continue on the path of growth it has embarked upon.

## 3 Report on post-balance sheet date events

After the conclusion of the 2013/2014 financial year, no significant events of special importance occurred for the consolidated financial statements of ISRA.

## 4 Report on expected developments

ISRA draws its forecast, among other things, upon the statements from economic research institutes and banks on the development of the world economy.<sup>8</sup> For 2015, they expect a slight increase of the growth rates compared to the values of 2014. According to the institutes and banks, the actual course of the economic development in the coming years continues to decisively depend on whether the oil price will remain on the comparatively low level, that the partially inconsistent monetary policy in the regions does not develop any restrictive effect, that the geopolitical crises will not escalate again, that extensive turbulences in the financial markets will largely not take place, and that the recovery for the euro countries affected by the crisis will continue. Under these conditions, a economic growth of 2.6 to 3.7% could be expected globally for 2015.

<sup>8</sup> Cp.: Institute for the World Economy, Weltkonjunktur im Winter 2014; Deutsche Bank, Globaler Ausblick Konjunktur (Q4/2014), Berenberg Bank, Ausblick 2015.

### Moderate framework conditions in Germany and China, stronger economic growth in the United States

For ISRA's principal markets, however, economists envision different perspectives. Germany will achieve an economic growth of only 1 to 1.2%, among other things because of the political uncertainties in East Europe, initially continuing weak investment activities for capital goods and initial effects of the introduction of a minimum wage. But the underlying trend of the German economy should remain upward. For the United States, a lasting upswing with gradually stronger growth of 3.0 to 3.5% could now be assumed, starting with a continually improving employment situation. In China, the current underlying trend of decreasing growth rates will most likely continue. It is due to an aspiring attempt to restructure the economy which is aimed at replacing investments and exports as the long-standing growth engines with more services and private consumption. The resulting forecasts are an economic growth of 6.8 to 7.0% in 2015.

### Image processing industry expects further growth

According to the forecasts by the German Engineering Federation (VDMA), industrial image processing will increase the industry revenues in Germany for 2014 by at least 10% compared to previous year. Based on this high sales level, a continued growth of the industry in the single-digit range is expected for 2015. A particular high potential is envisioned in the future not only for the German and US market, but also for China.<sup>9</sup> After the good development in the first nine months of 2014, the American Industry Association AIA expects a continued good demand for systems and an additional increase in the component business into the year 2015.<sup>10</sup>

### Revenues of 100 million euros as the basis for additional profitable growth

In the 2013/2014 financial year, ISRA has once again met its growth forecasts and remains on its path of long-term growth. On the one hand, the market shares in the relevant industries were rigorously expanded, in some it even led to a top position – on the other hand, the successive hiring of employees at more than 25 locations throughout the world represents an investment in the global expansion of the company. By passing the mark of 100 million euros, the critical mass for additional growth was also reached in the different regions. As a result, ISRA is one of the best globalized companies worldwide in the corresponding target markets. These assets – infrastructure and international team – will also be important in the future for the support of global customers. The sustained expansion of market shares in different customer industries, the independence of individual markets and regions as well as the diversification render the company robust, even in economically difficult phases. With the revenue milestone of 100 million euros, a magnitude for implementing economies of scale and synergies as catalyst for profitable growth has been reached.

### ISRA with growth opportunities in both segments

The development for the 2014/2015 financial year will continue to be determined, among other things, by the economic situation on the global markets, whereby the Company assumes a positive trend. The investment activities for new and replacement equipment in the target industries of ISRA have a strong influence over the order backlog and subsequently attainable revenues. The past has shown they are not necessarily only tied to the general economic development. Other important factors are the technological progress and sales strength compared to competitors.

For the two segments Industrial Automation and Surface Vision, the company expects additional important impulses from the currently exciting market environment for its automation and quality assurance solutions. As the basis for further organic growth, ISRA carries on to continuously invest in new products and the development of new applications and markets in order to increase revenues. For this reason, management concentrates on the innovation roadmap that is continuously adapted to customer needs and market requirements. The continuous expansion of the Customer Support and Service Centers as well as the new version of the intelligent yield management software „FPROMI“ for efficiency and productivity increase can contribute more and more to the revenue development. A coordinated marketing offensive as well as the reinforcement of the international service and sales teams form the basis for the success of the innovations on the market. The strong diversification in the customer industries offers the opportunity for cross-financing between the segments.

For the Industrial Automation segment, the company plans ahead with additional larger orders of the automotive industry from the area of 3D system solutions and expects a positive development. In the Surface Vision segment, the revenue dynamics from the plastics, metal, paper and security paper industry should also continue in the new financial year. Investments in innovations and sales support the development in the glass and print business. In the solar business, the order entries from the first quarter of the current year confirm the high level of the previous quarters. The company continues to carefully monitor the industry and has the best prerequisites to profit from the future development of the photovoltaic market.

In order to realize the planned growth, the worldwide sales activities and the regional presence are intensified again. The good order situation in Europe with double-digit rates decisively contributed to passing the strategic mark of revenues of 100 million euros; a similar development is also expected for the current financial year. At the beginning of the current year, America records an increased demand. A slightly lower order entry dynamics than in 2013/2014 is expected for Asia. Expanding the global presence will remain an important instrument of the company strategy in the future. At the present time, entrance to the market in Indonesia for Asia and in Mexico for America is being prepared.

<sup>9</sup> Cp.: VDMA, Industrielle Bildverarbeitung so stark wie nie; press release dated November 04, 2014.

<sup>10</sup> Cp.: AIA, The Machine Vision Market: What to Expect; press release dated July 01, 2014.

### Strategic acquisitions feasible

Besides organic growth, external growth through acquisitions of suitable companies remains an important component of the long-term strategy in the future. After successful integration of GP Solar and VISTEK, the management is already intensively monitoring and analyzing new acquisition targets that will strategically strengthen ISRA. For some projects, the company is at an advanced stage and, upon positive outcome of the analyses, plans on concluding an additional acquisition in the current financial year.

### Continuation of growth path forecasted

With an order backlog of approx. 69 million euros (status: January 14, 2015; previous year: approx. 51 million euros), ISRA started out the new financial year rather well and expects a continuation of the order entry dynamics in 2014/2015. On part of the management, it expects a considerable revenue growth at the revenue level of the previous years with correspondingly increasing earnings in the Group as well as in both segments, whereby the focus remains on continued margin improvement as well as cash flow optimization. This should allow the gross margin referenced to total output to remain stable at least at approx. 60% with the EBITDA margin at 25%. For the EBIT and EBT margin, approx. 17% is forecast in each case.

Against the background of planned and acquisition-based growth, ISRA is systematically preparing to reach the next planned revenue dimension, among other things by reinforcing the management team in value-adding sectors. The financial situation of the ISRA Group is very solid. A high equity ratio, the operative cash flow, the liquid funds and the available credit lines of financial partners form a reliable foundation for the continued positive development beyond the current financial year up into the year 2016. By using economies of scale in all areas and efficiency increases in production, Management sees optimization potentials for cash flow as well as margins.

## 5 Report on opportunities and risks

Business activities go hand-in-hand with risks. A company's success is characterized by successful opportunities exceeding the downside risks in all important decisions after detailed considerations. Owing to the global positioning of ISRA and the growing number of markets, locations and employees, it is increasingly more demanding to promptly procure, distribute and process detailed information. For this reason, ISRA uses a qualified risk management system, whose outline is based on ISO 31000 and which is described in a risk management manual that is accessible to all employees.

### 5.1 Opportunity and risk management

The risk management system of ISRA is operated centrally by departments that are reporting directly to the Executive Board. It is continuously examined in line with the insights from previous years, new legal requirements and changes according to the German Corporate Governance Code and adjusted if necessary. The goal is to be able to recognize, analyze and evaluate the essential chances and risks for the business development of ISRA early and as complete as possible, and to enable the initiation of required measures on this basis.

For this purpose, the superior risk management process consisting of risk identification, analysis and evaluation is subjected to different functional and risk areas on a regular basis, e.g. in the context of the annual strategic planning and the annual financial statements. For risks that are assessed as decisive and that cannot easily be borne by the company, control measures are defined. For risks that occur more on a strategic or administrative level and that can be intercepted using individual measures, measures for risk avoidance, reduction or transfer are initiated. This includes, for example, measures for limiting interest rate risks or a proactive human resource management for controlling personnel risks. For risks and opportunities that occur situationally from the operative business or outside of the company, ISRA institutionalized various instruments and processes that enable continuous monitoring of the risk development and quickly present changes of the risk situation. For this reason, a group-wide reporting and messaging system as well as continuous oral and written queries by the risk management officer inform about the current risk situation of the Group. Depending on the type and effect of the risk, the Executive Board is informed ad hoc or periodically via direct communication.

In accordance with the current assessment by the management, the risks and opportunities presented below are essential for the further development of the company. Under consideration of the existing control and management measures, neither one of the individual risks is seen as a threat to the existence of the Group, nor a composite effect threatening the existence of the Group upon simultaneous occurrence of several individual risks.

### 5.2 Market risks and opportunities

#### General business environment and industry-specific risks

Despite the currently relatively stable global economic situation and the continuing recovery from the past crisis, future setbacks cannot be ruled out with certainty. Because of this uncertainty, it must be observed in the coming weeks and months to what extent industrial investments are being executed in the different ISRA customer industries. For this purpose, ISRA continues to maintain the risk management system which has already been intensified since the last economic crisis.

Reporting intervals have been significantly shortened to allow risks to be detected early on. This is why quarterly reports have been changed to a monthly cycle, and monthly reports to a bi-weekly interval. These stringent controls will also be kept in place in the current financial year. They pertain to all of the company's key performance indicators such as revenue forecasts, liquidity planning, as well as receivables and production capacity planning. Thus, customers and markets are being monitored with much closer scrutiny. New customers in particular will be subject to a stricter credit check. Instituted measures to boost productivity and efficiencies will be continued.

If – against expectations – the economic trend should turn negatively in the course of the year 2015, it could negatively impact the economic situation of the customers and therefore the demand for products offered by ISRA. This could result in commensurate risks to revenue and profits. For this reason, the management has simulated different risk scenarios in order to be prepared accordingly. Simulations have been performed, especially with regard to delays/drops in orders, bad debts, overdue incoming payments, and delays in the commissioning of systems.

#### Developing new applications, technologies and regional markets

In principle, the strategic alignment of ISRA provides it with extensive opportunities. The customer industries have been selected so that they are directly associated with at least one of the expanding energy, healthcare, food, mobility or information technology markets. The constant increase of the world population and the resulting increase in demand marked out a permanent growth on these markets. The accompanying, increasing demand in the ISRA customer industries offers ISRA opportunities for future revenue growth. Additional potentials can be found in the development of innovative, new products and the development of new technologies as well as additional regional markets.

ISRA plans to open up additional industries in the future using existing and new technologies and products. The overall market for machine vision amounts to approx. 7 billion euros in all types of different application areas. A multitude of possible customer issues and applications that can be solved with machine vision has not yet been completely identified and filled. As a result, it provides extensive opportunities, but also risks, for the industry and the ISRA Group. Business Development is responsible for the strategic development of new markets and monitoring of existing markets. The monitoring of existing sales regions and industries, market studies on emerging new markets and industry sectors as well as regular reports to upper management guarantee an early identification of new sales potentials.

The development of new applications and technologies implies, in particular, that the Company succeeds in building the special application know-how required for new target markets, successfully developing corresponding products and introducing them to the market. Successes in product development, especially for new application areas, cannot be predicted with any certainty. Hence, it cannot be ruled out that new products may result in technical application problems or that products in the new target markets are not at all, not fast enough or not sufficiently accepted. To avoid risks that could have negative effects on the results of operations, financial position, and net assets, management successfully concentrates on core competency areas and direct cooperations with customers concerning new applications.

In addition, ISRA intends to develop additional geographic markets in the future with own locations. ISRA strengthens its local presence in this way, thereby optimizing its access to new customers in the addressed industries of the regions. The success of such an expansion depends on a large number of factors and is accompanied by uncertainties. The continued internationalization could be associated with risks on these new markets. If these risks should become a reality, in whole or in part, and the company should not succeed in developing these new geographic markets, it could lead to a negative impact on the results of operations, financial position, and net assets. In the growth regions Russia and Brazil, ISRA has already founded its own subsidiaries for the structural reinforcement of market activities. The office in São Paulo, Brazil, serves the plastics, paper, printing, metal and automotive industries. The subsidiary in Moscow serves the Russian market and the neighboring states of the CIS. In this way, ISRA is creating a strong base in emerging countries to be able to profit from market opportunities that accompany the increased use of automation technologies in industrial production in these regions. At the present time, substantial opportunities are emerging in Mexico and Indonesia as well as their neighboring countries. For this reason, an intensive examination of these opportunities and consideration of any risks in establishing own local ISRA locations is being carried out.

#### Continuous innovations for quick technological change

The core technology of ISRA is machine vision technology for the industry, i.e. the use of electronic image generation, image processing and image analysis technologies in the inspection and control of processes in the manufacturing industry. The basis of this technology is the combination of specialized knowledge of basic and application technology in the fields of robotics and image processing, as well as process knowledge, with software technology in marketable standard hardware and software components. These technologies and its according industry standards are characterized by a continuous further development. Thus, the requirements on intelligent machine vision systems in the area of automating production processes and quality assurance systems are also subject to quick change. Therefore, the software solutions developed by ISRA based on these technologies and standards require continuous further development.

For this reason, the success of ISRA depends on the ability to continuously improve its current products and to develop or acquire new products and technologies to keep step with the constantly changing technological developments and industry standards so that it can meet the constantly changing requirements of customers. This requires the use of significant personnel and financial resources in the research and development area. ISRA's success depends on its capability to timely develop and bring into the market new or improved products that conform to changes in technology and meet customer demands. Technological progress by one or several competitors of the company or new future market players

in this field can cause current or future products of the company to lose their competitiveness or become obsolete. If the Company should develop or acquire technological improvements too late or not at all or adjust its products too late to the technological change or not at all, it would negatively impact results of operations, financial position, and net assets at a significant level.

The previous success of ISRA shows that the Company has been strategically and operationally capable of applying the corresponding research and development investments in a targeted way, recognize risks timely and initiate required countermeasures early.

### Competition

The Company is competing with a series of providers of machine vision systems in all business areas. It is possible that competitors, who have been forced onto the defensive, may temporarily attempt a challenging price strategy in order to conquer market shares. Furthermore, it cannot be ruled out that additional providers will be entering the market for the different industries in the future. At present, several companies produce complete solutions for high-end applications that are similar to the ISRA products. These manufacturers have access to technologies that allow their products to be adapted in a relatively short time and comparatively little effort for use on the target markets of ISRA, e.g. in the automotive, plastics and glass industries. Hence, it cannot be ruled out that these companies, in particular, will become direct competitors of ISRA. In the Surface Vision segment, it is also possible that such competitors, who have been offering only systems for checking homogeneous surfaces, e.g. of steel strip or paper, will also be offering systems for the significantly more demanding structure and texture inspection.

The Company must assert itself successfully against current and future competition – including in the target countries – which will be increasing. As such, one essential goal of the management is that ISRA further expands strategic competitive advantages and the barriers for competitors looking to enter the market. This applies to research and development as well as to customer relationships and customer satisfaction. To achieve this, ISRA will continue to invest, particularly in sales and customer support.

### Dependency on specific customers

In all business areas, ISRA is primarily addressing the leading companies of the respective target market (key accounts and OEM customers). As such, many customers are global players. In the future, the strategy of the Company will continue to be directed at retaining and gaining primarily global companies of the respective target market as customers. Consequently, the loss of one of these customers and any reactions of other customers could decisively impact the results of operations, financial position, and net assets of the Company. ISRA's rigorous goal is to set up a revenue structure that is independent of this risk by assigning no more than a 5% share of the total revenues to a single customer outside of the ISRA Group. In the past financial year, management has successfully implemented this goal.

## 5.3 Operational risks

### Risks from project business

ISRA achieves part of its revenues in the project business with individual customers. For this purpose, fixed prices are partially agreed on for a defined scope of services and a fixed completion date. In many cases, meeting the agreements is subject to uncertainties, especially with respect to the complexity of customer-specific projects. Furthermore, errors cannot be ruled out in the planning, calculation, controlling and execution of these projects. If errors during the planning, incorrect calculations, defective or late executions should occur in projects, such projects cannot be executed with a profit or at cost or they could lead to loss of reputation. This could have a significant negative impact on the results of operations, financial position, and net assets of ISRA. Management is working to counteract these risks through intensive and rigorous controlling of quotations and project costs.

### Liability risks

Software developed or used by ISRA as well as products or services provided may be flawed. This can negatively impact the market acceptance of the products and services offered by ISRA in addition to the actual liability risk. Due to market conditions it cannot always be ruled out that the contracts concluded with customers do not contain any provisions that would limit the possible liability for defective products or services. Although no liability claims have been filed against the companies of the ISRA Group due to defective products or services until now, it cannot be ruled out that ISRA will not be exposed to such a risk in the future.

## 5.4 Administrative-organizational risks and opportunities

### Dependency on qualified personnel in key positions

ISRA's success depends, among other things, on qualified executive boards, managers and employees below the level of the executive board and management. Key positions are located particularly in research and development and in sales. Loss of managers or employees in key positions could negatively impact ISRA's results of operations, financial position, and net assets. Management meets these risks with suitable measures. Human Resource Management will continue to strategically build up the future and succession planning in the coming years.



### Management of growth

The Company intends to continue its global expansion in Germany and also abroad using internal growth as well as strategic alliances, legal mergers and acquisitions of companies or parts of companies. Organic growth and acquisitions under a continuously close focus on the core competence in Machine Vision provide the opportunity to utilize economies of scale due to a disproportionately low development of costs as well as increase profitability and efficiency in the Company. Expenditures for research and development can lead to innovations that can be applied in different target industries. It is no longer necessary to separately undertake each development for individual, segmented industries. To be able to realize these opportunities, it requires hiring suitable managers and employees, selecting strategic partners and legal merger or acquisition candidates as well as procuring the required financial means. Furthermore, it requires meaningful expansion of suitable organizational structures, particularly in accounting, planning, controlling and human resources divisions. The past has shown that the management knows the growth opportunities and risks and, among other things, has successfully managed them through forward-thinking planning and efficient cost controlling.

Legal mergers and acquisitions as well as strategic alliances are also associated with significant integration risks. In particular, this includes the risk that the Company cannot retain the personnel of the newly acquired companies or parts of companies and cannot integrate the business relations in the ISRA Group. Until now, management has sufficiently considered such risks of acquisitions. The last acquisitions of ISRA are good examples of successful integrations.

### Protection of intellectual property

The protection of intellectual property, particularly know-how and software, is very important to ISRA. In setting up and protecting its rights to intellectual property, the Company systematically utilizes registering trademarks and patents as well as confidentiality agreements and other contractual agreements about the use of intellectual property for the products and services of ISRA. These mechanisms offer the chance of expanding the technological edge over the competition so that existing sales potentials can be protected. But trademarks and patents can offer only limited protection, particularly in the case of software solutions. Furthermore, failures to take required measures for the protection of rights to intellectual property can significantly affect the competitiveness as well as the results of operations, financial position, and net assets. Besides, there is the risk that the current or future patent, trademark and copyrights of ISRA or its other rights to intellectual property can be contested, declared null and void or circumvented. In addition, third parties can develop similar products and services without violating rights to intellectual property of ISRA. Despite ISRA's endeavors to protect its rights to intellectual property, it cannot be ruled out that competitors copy or use products or services from ISRA and, as a result, affect the results of operations, financial position, and net assets. To counter these risks, the innovation speed is kept high in the Company to be able to maintain a technological advantage over the competition at all times.

### Information risks

For ISRA, information technology is an integral component, not only for the provision of internal services and administration, but also in the products and applications that are delivered to the customer industries. The results of operations, financial position, and net assets of ISRA greatly depend on applications and infrastructure to be operational and available. For this reason, ISRA protects itself against unauthorized data access, data manipulations and data losses. Various instruments, such as redundantly designed IT systems, backup procedures, anti-virus and access protection as well as encryption systems are utilized here. The effectiveness of the measures is continually being checked. The occurrence of individual risk cases with an effect on the results of operations, financial position, and net assets of ISRA cannot be ruled out completely.

## 5.5 Financial risks and opportunities

### Market assessment risks

Among other things, capitalized work as well as goodwill from the acquisitions of the preceding years enter into the consolidated balance sheet. The capitalized work reflects investments in market-oriented product developments that represent a large potential for the coming years and are intended to ensure additional revenue growth. The Company values reflect special technological know-how and patents as assets that can be used to expand the product portfolio, gain market shares or develop new markets.

Both positions form an interaction with the business development and the market success and, as such, are accompanied by uncertainty. To reduce these market assessment risks, the recoverability and the underlying approaches are checked with regular impairment tests. If recoverability differences should occur, extraordinary depreciations have to be posted.

### Interest risks and follow-up financing risks

The liability items of the ISRA consolidated balance sheet contain bank liabilities. Change in the future interest rate level can lead to additional cash flow fluctuations for variable-interest liabilities. In case of extreme changes of the general interest rate level, they can lead to further risks. The same applies to any necessary follow-up financing.

## 5.6 Other risks

### General legal and economic risks

The opportunities and risks described can have a significant impact on the net sales and results of operations of the Group. These are the risks that have been identified and are considered to be significant. In addition, ISRA is exposed to general legal and economic risks in countries where particular group companies operate. This does not preclude the existence of other risks not yet realized as important by management, nor does it preclude the possibility of these risks are being underestimated.

## 6 Internal control system and risk management system relevant for the consolidated financial reporting process

The risk management of ISRA also covers the Group accounting process. The goal of the accounting process-based internal control system is to ensure the regularity and reliability of group accounting (group accounting, consolidated financial statements and group management report) through the implementation of appropriate and effective regulations and controls. For this purpose, central organization and control as well as local responsibility of individual partial processes are interconnected.

The control and risk management system entails all the measures, structures and processes with the objective of a prompt, uniform and correct accounting recording of business activities and transactions. In the process, it is ensured that the legal standards, accounting regulations and internal control guidelines are being followed. They are binding for all companies included in the consolidated financial statements. Among other things, completeness of the financial reporting, the same balance sheet and valuation standards throughout the Group, authorization and access rules of IT accounting systems, as well as the proper, complete elimination of transactions within the Group are checked. In addition, manual samples for the plausibility check of the completeness and correctness of data and calculations at all group levels are also performed outside of software systems. Using a group-wide standardized monthly reporting allows recognizing plan-actual variances during the year. All individual financial statements of group companies that are entered in the group consolidation are subject to the audit of the ISRA auditor.

By employing qualified personnel in controlling, in financial accounting and in group accounting as well as through continuous sampling-based control of received and forwarded accounting data for completeness and correctness, ISRA ensures rigorous adherence to the national and international accounting regulations in individual and consolidated financial statements.

Standard software (Axapta) is predominantly used for essential accounting processes in the Group. Integrated plausibility checks take on the primary control function. The software systems used are protected against unauthorized access.

Group companies create the annual financial statements at the respective locations according to local law. They are set up by local management in larger companies. After transmitting the annual financial statements to the group headquarters, they are checked for completeness of financial reporting and adherence to the same balance sheet and valuation standards throughout the group by group accounting. After this check, the annual financial statements are reconciled and then consolidated according to the general group principles and the IFRS regulations. During the consolidation, an additional check of the individual annual financial statements takes place. This multi-tier check system of annual financial statements ensures that the statutory and group stipulations are followed and, concurrently, ensures the quality of the annual financial statements.

## 7 Risk reporting relating to the use of financial instruments

The use of financial instruments is regulated by internal guidelines in the context of risk management. These guidelines are setting limits for underlying transactions, defining authorization procedures, excluding the use of derivatives for speculative purposes, minimizing credit risks, regulating internal reporting and segregation of functions. Hedging transactions are undertaken exclusively via the Group's central finance department for the purposes of hedging against fluctuations in market interest rates.

The risks from the use of financial instruments are essentially the result of liquidity risks, counterparty credit risks, creditworthiness risks, interest risks and cash flow fluctuation risks, currency and price fluctuation risks as well as acquisition financing risks.

### Liquidity risks

To guarantee ISRA's ability to pay and be financially flexible at all times, a liquidity reserve in the form of credit lines and cash is being held in reserve. Until now, credit lines and cash flows have secured sufficient reserves at all times. The company will continue to maintain the credit lines required for this purpose with a volume adjusted to the respective operative business.

### Counterparty credit risks

In all areas of its business, ISRA has customer relationships with many large enterprises. These companies are chiefly multinationals in the automotive, glass, paper, security paper, printing, plastics, metal, solar and automation industries. The company strategy is to minimize dependency on individual customers and to successively increase the number of new customers. In the year under review, none of the customers accounted for a share of revenues exceeding 2.5% of the Group's total revenues. While the increased acquisition of new customers will also increase the risk of individual failures, the relevance of a single case will be reduced in this way. Specific failure risks should be reduced through prior analyses of new customers.

### Creditworthiness risks

The majority of ISRA customers shows a high degree of creditworthiness. Splitting the overall receivable into smaller amounts (e.g. payable prior to work being conducted, during system installation and after commissioning) works against a total loss of receivables. The insolvency risk of multinational customers is regarded to be low. Nevertheless, this risk must be monitored very closely. Expansion of the business to new countries throughout the world can further increase this risk. In the 2013/2014 financial year, the level of bad debt was less than 1% of the revenue and thus in line with the average of the past few years.

### Interest risks and cash flow fluctuation risks

To counter the risks associated with interest rates and cash flow fluctuations, interest rate hedging instruments are finalized for variable interest rate bank loans. In managing interest risks, ISRA limits itself to instruments commonly used on the market. Such instruments are employed exclusively to hedge existing loans and not for speculative purposes. ISRA has undertaken a cash flow hedge for hedging interest risks. This swap business does, however, not cover the entire bank liabilities. Change in the future interest rate level can lead to additional cash flow fluctuations for variable-interest liabilities. In case of extreme changes of the general interest rate level, they can lead to further risks. Additional explanations are listed in the appendix.

### Currency and price fluctuation risks

In principle, customer orders are processed in euro. ISRA products are offered in national currencies only in the United States and in China. Management regularly adjusts sales calculations to changes in the exchange rates. This task is aimed at minimizing currency risks. Furthermore, fundamental risks exist towards local providers and the competitors from the dollar region if the dollar exchange rate were to change significantly. These risks can partially be reduced through production sites in China and the United States. Currency risks in purchasing goods are mainly US dollar risks at the present time that are cushioned through long-term contracts. This risk is limited, however, because the administrative and sales costs in the USA are also in dollars.

### Acquisition risks

The Company intends to continue its global expansion, not only through internal growth, but also by means of strategic alliances, legal mergers and the acquisition of companies or parts of companies. With the acquisitions of the past few years, ISRA has demonstrated its ability to also integrate large companies successfully, thus making a considerable contribution to the growth of both revenue and profit. The acquisitions made in previous years have been partially financed through a long-term loan at a variable interest rate. ISRA bears the risk of changes in the interest rate. Because of the current development in the capital markets and because of the expected cash flow, Management considers this type of financing to be optimal at this time. There is, however, still the possibility that acquired companies will not immediately earn back interest expenses through their operative business. At this time, management estimates the probability to be low.

## 8 Remuneration report

The members of the Executive and Supervisory Boards are remunerated in appropriate proportion to their tasks and responsibilities. Performance-based remuneration of Executive Board members reflects the corporate philosophy on management remuneration within the entire ISRA Group. Members of the Executive Board and other managers within the company receive remuneration consisting of both fixed and variable components.

The structure of the remuneration system for the Executive Board is determined by the Supervisory Board. Criteria used to assess appropriateness of remuneration include the tasks of the respective Executive Board member, his personal performance, the performance of the entire Executive Board, as well as the Company's economic position, success and future prospects – all in comparison to the relevant peer group.

The remuneration of Executive Board members comprises short-term components as well as long-term incentives. The short-term components contain non-performance-based and performance-based elements. Non-performance-based components involve fixed remuneration, payments in kind and other types of benefits. The non-performance-oriented, fixed base remuneration is paid monthly as a salary and is reviewed on a yearly basis. Executive Board members also receive other benefits, such as allowances for health insurance and benefits in kind that primarily involve the use of a company car. As performance-based element, payments to the members of the Executive Board include variable components which may amount to up to 50% of basic pay. They are revised annually by the Supervisory Board on the basis of objectives that normally gear to the development of revenues, EBITDA and EBIT. To create a lasting remuneration system, the remuneration for the members of the Executive Board includes a performance-based component based on the development of the Company over a period of three years. For previous years, the particular amounts of the performance-based remuneration with long-term relevance have been paid in the financial year 2013/2014.

The members of the Supervisory Board receive adequate remuneration for their membership on the Supervisory Board every full financial year; this remuneration is determined by the General Meeting and is payable after the end of the financial year. The Chairman receives double the amount; the vice chairman receives 1.5 times the amount. Supervisory Board members who have not belonged to the Board for a full financial

year are remunerated based on the duration of their membership on the Supervisory Board. The members of the Supervisory Board will be reimbursed for all expenses and for the value-added tax that they must pay on their remuneration and expenses.

## 9 Takeover-related disclosures

### Disclosures in accordance with § 289 Section 4 and § 315 Section 4 of the German Commercial Code (HGB)

As of the balance sheet date, the Company's share capital totaled 4,381,240.00 euros. This was associated with 4,381,240 shares of bearer common stock with a par value of one euro. Each share conveys one vote. It is forbidden to securitize the shares. The information required according to § 315 Section 4 Clause 1 of the German Commercial Code (HGB) is listed in the group appendix.

EWVB GmbH & Co. KG (majority shareholder and CEO Enis Ersü), headquartered in Darmstadt, as well as Fidelity Management & Research Company, headquartered in Boston, Massachusetts, USA, each held an interest in excess of 10% of ISRA VISION AG as of September 30, 2014.

Pursuant to §§ 84, 85 of the German Stock Corporation Act (AktG) in conjunction with § 6 of the company's Articles of Association, the Executive Board is appointed and dismissed by the Supervisory Board. According to § 19 of the Articles of Association, changes to the Articles of Association must be ratified at the annual General Meeting through a simple majority of the share capital entitled to vote that is represented at the adoption of the resolution. According to § 179 of the German Stock Corporation Act (AktG), changes to the Articles of Association that pertain to the objective of the company must be ratified at the annual General Meeting through at least a three-fourths majority of the share capital entitled to vote that is represented at the adoption of the resolution. Pursuant to § 15 of the Articles of Association, the Supervisory Board of the Company is furthermore only authorized to make modifications to the Company's Articles of Association that concern its wording.

The General Meeting held on March 24, 2010 adopted a resolution amending the Articles of Association. This amendment authorizes the Executive Board to increase the Company's share capital until March 23, 2015 once only or on multiple occasions by issuing new no-par value bearer shares against cash or non-cash contributions, up to a maximum amount of 2,190,620.00 euros (authorized capital). The Executive Board is authorized, with the agreement of the Supervisory Board, to exclude the statutory subscription rights of shareholders

- for fractional amounts,
- to secure shares in return for contributions of fixed assets, in particular in the context of mergers with other companies or the purchase of other companies, parts of companies or of an interest in other companies.
- if the capital increase takes place by means of an equity contribution and the issued value is not, at the time of the final determination of the issued value by the Executive Board, significantly less than the share price of the shares of a similar nature and scope which are already quoted on the stock markets, when judged in terms of the provisions of § 203 Sections 1 and 2, 186 Section 3 Clause 4 of the German Stock Corporation Act (AktG) and the amount of the share capital attributable to the shares issued under exclusion of the statutory subscription rights according to § 186 Section 3 Clause 4 does not exceed 438,124.00 euros or – if this amount is less – 10% of the existing base capital at the time of the issue of the new shares. Realization of stocks must be charged against this 10% limitation of base capital if they come into effect due to authorization under shareholder exception from subscription according to § 71 Section 1 No. 8 of the German Stock Corporation Act (AktG) in conjunction with § 186 Section Clause 4 of the German Stock Corporation Act (AktG). In addition, stocks used to service bonds under warrant and / or conversion right fall under the 10% limitation of share capital if the bond was issued under shareholder exception from subscription due to authorization according to § 186 Section 3 Clause 4 of the German Stock Corporation Act.

On the basis of a resolution passed by the General Meeting on March 29, 2011, ISRA VISION AG conditionally increased its share capital by up to 100,000.00 euros by issuing up to 100,000 no-par value bearer shares for the purpose of securing non-exercised options (**conditional capital I**).

On the basis of a resolution passed by the General Meeting on March 29, 2011, share capital has been conditionally increased by up to 1,790,620.00 euros of no-par value bearer shares (**conditional capital II**). The conditional capital increase may only be carried out to the extent that the holder of convertible or negotiable option bonds, issued on the basis of the authorization given to the Executive Board by the Annual General Meeting on March 29, 2011, makes use of this conversion or option right, or to the extent that the holders, who are obliged to make the conversion fulfill their obligation to undertake the conversion.

Based on the decision of the General Meeting held on March 24, 2010, the Executive Board of ISRA VISION AG has been authorized to acquire its own shares until March 23, 2015, complying with the principle of equal treatment (§ 53a of the German Stock Corporation Act (AktG)). They are authorized to acquire up to 10% of the authorized capital at the time of the adoption of the resolution, under the provision that the shares which are purchased in accordance with this authorization, when added to the other shares in the company which the company has already purchased and still possesses or which have to be allocated to it pursuant to § 71a and following of the German Stock Corporation Act (AktG), do not represent more than 10% of the share capital of the company. In addition, the requirements of § 71 Section 2 Clauses 2 and 3 of the German Stock Corporation Act (AktG) must be observed. Purchases may not be undertaken for the purpose of trading in own shares. This authorization may be implemented in full or in parts. Purchases may be undertaken within the period covered by the authorization up to the point where the maximum purchase volume has been reached by partial purchases on various purchasing dates. Purchases may also be undertaken by subsidiary enterprises of the Company in the context of § 17 of the German Stock Corporation Act (AktG) or on its/their behalf by third parties.

As a publicly traded company, ISRA VISION AG had the particular opportunity until March 2011 to have its employees and the Executive Board participate directly in its success via a stock option program, a variable element of their remuneration in the form of a long-term incentive. Options may only be exercised after a blocking period has expired. According to the stock option program, options can be exercised for either cash or shares; however, ISRA VISION AG's internal practice tends towards offering cash for stock options.

An option holder's options expire if the option holder has terminated the employment relationship with the company, or if they are no longer a member of a statutory body of ISRA VISION AG or of a group company. Irrespective of this, options remain in force unchanged if the employment relationship ends due to the employee retiring or owing to professional disability. Options cannot be inherited or transferred. In addition, option rights expire 5 years after the day they are issued.

Options may only be exercised if at least one of the two predefined targets for success has been reached. These are based on the stock performance in relation to purchase price and time of exercise. The subscription price for a share is given by the arithmetic average of the closing prices in XETRA trading for the share in the period between the 15th and 5th trading day (before the option is issued), multiplied by a factor of 1.1.

The Supervisory Board is authorized to define the further details of the subscription conditions and the issue and structure of the options for the Executive Board. In addition, the Supervisory Board is authorized to transfer on behalf of the Executive Board the shares needed to fulfill the option rights by issuing acquired treasury shares or by issuing new shares through a capital increase.

## 10 Corporate governance declaration

The corporate governance declaration is publicly accessible via the website of ISRA VISION AG ([www.isravision.com/corporategovernance](http://www.isravision.com/corporategovernance)).

Darmstadt, January 14, 2015

The Executive Board

# Report of the Supervisory Board

for the 2013 / 2014 Financial Year

## Members of the Supervisory Board

In the period under review, the Supervisory Board consisted of Dr.-Ing. h. c. Heribert J. Wiedenhuës (Chairman), Dr. Wolfgang Witz (Deputy Chairman), Dr. Erich W. Georg, Stefan Müller, Falko Schling and Prof. Dr. rer. nat. Dipl.-Ing. Henning Tolle.

## Cooperation between Executive Board and Supervisory Board

As in previous years, the Supervisory Board also exercised its legal and statutory responsibilities in the 2013/2014 financial year with conscientious care. The collaboration with the Executive Board was characterized by an intensive and methodical dialogue. The Executive Board regularly and comprehensively informed the Supervisory Board about the status quo of the Company and its business activities, both verbally and in writing. The Supervisory Board discussed the reports of the Executive Board in depth and requested supplementary information and explanations whenever necessary. The Supervisory Board continuously monitored the activities of the Executive Board based on this reporting and provided comprehensive advice in the management and strategic development of the Company. A catalog written by the Supervisory Board lists the types of business transactions whose execution requires that the Executive Board obtains the approval of the Supervisory Board. The Supervisory Board approved the business transactions submitted for approval by the Executive Board.

Criteria for monitoring the Executive Board by the Supervisory Board included particularly the legal, compliance, effectiveness and efficiency areas of group-wide management by the Executive Board. Subjects and scope of reporting by the Executive Board fulfilled the requirements established by the law, the principles of Corporate Governance and the Supervisory Board. Especially, the Chairperson of the Supervisory Board has kept in regular contact with the Executive Board, and primarily with its Chairperson to discuss questions concerning strategy, acquisitions, planning, business development, expansion of management personnel, risk situation, risk management and the compliance of ISRA VISION AG and the Group.

The Supervisory Board was always included at an early stage in decisions of essential importance. The Chairperson of the Supervisory Board was always informed without delay by the Chairperson of the Executive Board about important events that were of essential importance for the assessment of the situation and development as well as the management of the Company.

In particular, the Supervisory Board passed the following resolutions in the past financial year:

November 26, 2013

- Passing of a resolution on the Declaration of Compliance for the Corporate Governance Code according to § 161 of the German Stock Corporation Act (AktG)

January 23, 2014

- Authorizing, respectively approving the individual and consolidated financial statements of ISRA VISION AG for the 2012/2013 financial year
- Adoption of the resolution proposal by the Supervisory Board to the General Meeting for the use of the net profit of the 2012/2013 financial year
- Approval of the agenda for the 2014 General Meeting as well as adoption of other resolution proposals of the Supervisory Board to the General Meeting
- Adoption of a resolution of the Supervisory Board about updating the business transactions of the Executive Board that are subject to approval
- Adoption of the Report of the Supervisory Board for the 2012/2013 financial year

September 02, 2014

- Approval of the budget for the 2014/2015 financial year

## Summary of Key Points in Deliberations by the Supervisory Board

The key points in consultations by the Supervisory Board in all sessions in the period under review were:

- Strategy, planning and business development,
- Revenue development as well as the assets, revenue and financial position,
- Investments and acquisitions,

- Risk situation, risk management and compliance,
- International development of the markets for industrial image processing – specifically under consideration of the global situation –, as well as
- Expansion opportunities and risks for ISRA VISION AG and the Group in Europe, Asia, Russia and South America.

### Meetings of the Supervisory Board

The Supervisory Board convened four meetings on a regular basis by personal attendance in the 2013/2014 financial year. The following topics were deliberated in detail and decided upon:

#### Meeting on November 26, 2013

In the meeting on November 26, 2013, the preliminary financial statements for 2012/2013 were explained and discussed. Furthermore, the Executive Board gave an overview of the first quarter of 2013/2014 and an outlook for the entire 2013/2014 financial year. The Supervisory Board discussed the draft agenda items presented by the Executive Board for the General Meeting on March 25, 2014 and approved them. Furthermore, the Declaration of Compliance to the Corporate Governance Code was discussed, deviations in the Declaration of Compliances were recorded and the declaration was adopted. The Executive Board informed the Supervisory Board about possible acquisition projects.

#### Meeting on January 23, 2014

In the Supervisory Board meeting on January 23, 2014, the Audit Committee reported on its meetings of December 06, 2013 and of January 23, 2014. The annual financial statement, the consolidated financial statements, the management report for ISRA VISION AG and the Group for the 2012/2013 financial year as well as the proposal by the Executive Board for the use of the net profit for the year were assessed in detail by the Supervisory Board and reviewed. This meeting was attended by the Chairperson of the Executive Board as well as the auditor – accompanied by the two financial auditors certifying the auditor's report. Questions from Supervisory Board members were answered at length and individual facts were discussed in detail. Following the subsequent result of the examination performed by the Supervisory Board, it was determined that no objections were noted. The annual financial statements and management reports for the 2012/2013 financial year submitted for the Company and the Group by the Executive Board were subsequently approved by the Supervisory Board. The annual financial statement of the Company was thus approved.

In accordance with the recommendation from the Audit Committee, the Supervisory Board also approved the Executive Board's suggestion for the allocation of the net profit for the year after a detailed discussion.

The Supervisory Board subsequently discussed the organization and sequence of the General Meeting and gave its approval for the agenda as well as decided on the suggestions to the General Meeting for the respective agenda items. Furthermore, the Supervisory Board reached a decision on the report of the Supervisory Board to the General Meeting at the time.

In addition, the Executive Board presented the concept for the 2012/2013 financial report to the Supervisory Board. The overview of the first quarter of the 2013/2014 financial year and the forecast until September 30, 2014 were explained and discussed.

In the meeting on January 23, 2014 the Supervisory Board also discussed the progress of the integration of GP Solar and decided on updating the business transactions of the Executive Board that are subject to approval.

#### Meeting on May 20, 2014

In the Supervisory Board meeting on May 20, 2014, the Executive Board reported in depth about the second quarter of 2013/2014, gave a preview of the third quarter as well as an outlook on the entire 2013/2014 financial year, whereby the Supervisory Board acknowledged and approved the planning and forecasts of the Executive Board.

#### Meeting on September 02, 2014

In the Supervisory Board meeting on September 02, 2014, the Executive Board informed the Supervisory Board about the third quarter of 2013/2014 and presented a preview of the fourth quarter of 2013/2014. The Supervisory Board discussed the budget proposed and explained by the Executive Board in depth, including a discussion of the situation in the individual customer industries. The Supervisory Board determined the annual timetable for the financial year 2013/2014. The Executive Board informed the Supervisory Board in detail about the status of various acquisition considerations. Furthermore, the Supervisory Board discussed the mid-term strategic company planning. In addition, the Supervisory Board was informed that the hiring of additional qualified personnel was planned to further strengthen important sectors for the aspiring growth.

### Activities of committees

The Supervisory Board set up two committees, the Audit Committee and the Main Committee.

The Audit Committee is specifically addressing questions concerning accounting, risk management and compliance, the required independence of the auditor, issuing the audit assignment, determining the audit areas of concentration and the remuneration agreement. The Main Committee especially deals with the requirements for the employment contracts of the Executive Board and prepares the adoption of a resolution of the Supervisory Board about the remuneration system of the Executive Board.

In the 2013/2014 financial year, the Audit Committee held two meetings, the Main Committee one meeting.

In its meeting on December 06, 2013, the Audit Committee dealt with questions concerning the audit. In its meeting on January 23, 2014, it examined the audit documents for the 2012/2013 financial year as well as the proposal by the Executive Board for the use of the net profit of this financial year and presented its recommendations to the entire Supervisory Board regarding this proposal. The Audit Committee submitted its recommendation concerning the nomination for the auditor election to the entire Supervisory Board, and it also dealt extensively with the risk management and compliance.

In its meeting on January 23, 2014, the Main Committee analyzed and discussed all the relevant information concerning the compensation of the Executive Board, particularly with respect to the function of incentives of individual remuneration components, and presented it to the entire Supervisory Board. After extensive consideration, the Supervisory Board decided on the determination of the remuneration of Executive Board members and the decisive parameters in this context.

### Corporate Governance and Declaration of Compliances

In the 2013/2014 financial year, the Supervisory Board has again dealt in depth with questions concerning Corporate Governance and the German Corporate Governance Code. On November 26, 2013, the Supervisory Board passed a resolution on the declaration of compliances in accordance with § 161 of the German Stock Corporation Act (AktG) on the German Corporate Governance Code as published on May 13, 2013. On November 25, 2014, the Supervisory Board decided on the new declaration of compliances. This declaration is reflected in the Declaration on Corporate Governance and, similar to the preceding declarations, permanently accessible on the website of the Company. No conflicts of interest occurred on the Supervisory Board in the course of the 2013/2014 financial year. No Supervisory Board member attended less than half of the meetings.

### Audit of the annual financial statement and consolidated financial statement for the 2013/2014 financial year

The annual financial statements were prepared in line with the regulations of the German Commercial Code (HGB) and the consolidated financial statements in line with the International Financial Reporting Standards (IFRS), in the version applicable in the EU, as well as the applicable commercial regulations in accordance with § 315a of the German Commercial Code (HGB). The management report and the group management report of ISRA VISION AG for the 2013/2014 financial year were also found to be acceptable. The PKF Deutschland GmbH financial auditing company from Frankfurt am Main (PKF), commissioned through the General Meeting on March 25, 2014, and authorized in writing by the Supervisory Board on September 10, 2014, performed the audit and granted each an unqualified audit certificate.

Before the Supervisory Board suggested PKF as financial auditor to the General Meeting, PKF certified to the Chairman of the Supervisory Board and the Audit Committee that no circumstances existed that could affect the independence as auditor or confirm any doubts concerning their independence. In the process, PKF also explained the scope of other services that were provided to the Company in the previous financial year or have contractually been arranged for the following year. The Supervisory Board agreed with PKF that, among other things, PKF should inform the Supervisory Board and record in the audit report if facts were to be determined during the execution of the audit of annual financial statements that would result in an incorrect statement by the Executive Board and Supervisory Board concerning the GCGC.

The aforementioned financial statement documents, the auditor's reports and the suggestion of the Executive Board concerning the allocation of net profit for the year, were submitted to the members of the Supervisory Board in a timely manner. For the preparation of the audit and handling of these documents, the Auditing Committee of the Supervisory Board discussed the named financial statement documents and audit reports of the auditor in the full Supervisory Board in its meeting on December 09, 2014.

In the meeting of the Audit Committee and in the subsequent accounts review meeting of the full Supervisory Board on January 21, 2015, the Executive Board explained each of the listed financial statement documents as well as its proposal for the use of the net profit for the year. In addition, questions from the members of the Audit Committee and the Supervisory Board were answered by the Executive Board.

Following the explanation by the Executive Board under consideration of the audit results of PKF, the Audit Committee and the Supervisory Board examined the financial statement documents. The auditor present in the meeting of the Audit Committee and in the accounts review meeting of the Supervisory Board – accompanied by the two financial auditors certifying the auditor's report – reported in depth about the audit and the audit results and explained the audit report. The priorities of the audit by the Audit Committee and the Supervisory Board were: consistency of approach and valuation, inter-company settlements, valuation of investments as well as percentage of completion and impairment test of inventories in line with IAS 36. In the context of the reporting in the meeting of the Audit Committee and the accounts review meeting of the Su-



pervisory Board on January 21, 2015, the auditor also reported that his audit of the internal control and risk management system with reference to the accounting process did not identify any significant weaknesses. The auditor was questioned in depth by the Audit Committee as well as the Supervisory Board about the audit results and about type and scope of the audit activity. Furthermore, the Audit Committee reported to the Supervisory Board about its own audit of the accounting, its discussions with the Executive Board and the auditor as well as its monitoring of the accounting process. The committee also reported that it dealt with the effectiveness of the internal control management system, the risk management system and the internal revision system of ISRA VISION AG and the Group in the context of its monitoring function and verified its effectiveness. On the basis of that report, the Supervisory Board also assumed that these systems are effective.

The committee also informed the whole Supervisory Board about its instruction by PKF that no circumstances were present that would give an indication to their bias, and about the services that were performed by PKF outside of its audit. The committee additionally reported about its monitoring of the auditor's independence under consideration of the services rendered external to the audit and its assessment that the auditor has the requisite independence. Based on this committee's report, the Supervisory Board also came to this conclusion.

The Audit Committee and the Supervisory Board could be satisfied that the audit by PKF had been properly performed. In particular, they came to the conclusion that the audit reports – and the audit itself – met the statutory requirements. Based on the report and the recommendation of the Audit Committee, the Supervisory Board subsequently granted its approval to the result of the audit, and since there were no objections to be raised after the concluding result of their own audit, it approved the annual financial statement, the consolidated financial statements as well as the management report and the group management report (including the declaration by the Executive Board about the corporate governance in accordance with § 289a of the German Commercial Code, HGB) for the 2013/2014 financial year. The annual financial statement of the company has thus been approved.

In its assessment of the position of the Company and the Group, the Supervisory Board agreed with the estimation of the Executive Board in its management reports. After in-depth examination, which included a discussion with the auditor, particularly in terms of the dividend policy, liquidity of the ISRA Group and shareholders' interests, the Supervisory Board joined the suggestion explained by the Executive Board concerning the allocation of the net profit for the year.

The Supervisory Board extends its thanks to the Executive Board, as well as to all employees of ISRA and its Group companies, for their personal efforts and successful work in the past 2013/2014 financial year.

Darmstadt, January 21, 2015

Chairman of the Supervisory Board

# Corporate Governance Declaration

## Disclosures according to § 289a of the German Commercial Code (HGB)

The Corporate Governance Declaration according to § 289a of the German Commercial Code (HGB) contains the Declaration of Conformity according to § 161 of the German Stock Corporation Act (AktG), the relevant information on corporate governance practices, which are applied beyond the statutory requirements, and a description of the working method of Executive Board and Supervisory Board as well as the composition and working method of the Supervisory Board committees.

## Declaration of Conformity acc. to § 161 of the German Stock Corporation Act (AktG)

The German Corporate Governance Code represents legal regulations for managing and monitoring publicly listed German companies and contains internationally and nationally recognized standards of good and responsible corporate governance.

Prior to the enactment of the German Corporate Governance Code, ISRA had already satisfied the high demands and now underscores its orientation towards these standards and shareholder interests with the Declaration of Conformity.

## Declaration of Conformity with the German Corporate Governance Code acc. to § 161 of the German Stock Corporation Act (AktG)

Executive Board and Supervisory Board of ISRA VISION AG hereby declare in accordance with § 161 of the German Stock Corporation Act (AktG) that the recommendations of the government commission, aside from the exceptions listed below, on the German Corporate Governance Code (GCGC) in the version dated May 13, 2013, have been fulfilled, and that henceforth the recommendations in the version dated June 26, 2014 will be fulfilled as well. The following recommendations were not or not completely fulfilled:

### *Item 3.8 Section 3 GCGC*

D&O insurance policies for members of the Supervisory Board do not provide for a deductible. The Executive Board and the Supervisory Board do not take the view that the responsibility with which the members of the Supervisory Board perform their tasks will be improved through such a deductible. Rather, there is a risk that the agreement to share costs would conflict with the aspirations of ISRA VISION AG to recruit highly qualified persons for the Supervisory Board.

### *Items 4.1.5 and 5.1.2 Section 1 Clause 1 GCGC*

ISRA VISION AG is a cosmopolitan, value-oriented company. At ISRA VISION AG and its subsidiaries, all persons have equal opportunities. Pursuant to the Basic Law of the Federal Republic of Germany, ISRA does not discriminate against or favor any person because of gender, origin, race, language, country of origin and background, conviction, religious or political views. In the interest of the Company, filling management positions and appointing persons as Executive Board members is based exclusively on the qualification of the respective person for the management position or the Executive Board position. For this reason, certain quota or other objectives that would place a general restriction on the selection of suitable persons are not planned for the filling of management positions or Executive Board positions.

### *Item 4.2.3 Section 2 GCGC as of May 13, 2013*

The service contracts of the Executive Board members were already concluded before announcing the new edition of the Codex dated May 13, 2013. They contain maximum limits with respect to the variable remuneration components, but do not show any amount-based maximum limits for the entire remuneration, including the fringe benefits. Nevertheless, a change of the existing service contracts of the Executive Board members is not being planned. Because limiting the variable remuneration components provides sufficient assurance that the overall remuneration will also remain within reasonable limits.

### *Item 4.2.3 Section 4 GCGC*

The service contracts of the Executive Board members of ISRA VISION AG do not contain any severance caps because the amount of a possible severance is subject to a termination agreement to be concluded at the end of the Executive Board activity and, therefore, dependent upon an agreement with the member of the Executive Board. ISRA VISION AG is also convinced that the Supervisory Board will sufficiently represent the interests of the Company without such a clause in negotiations with an retiring Executive Board member and will not grant any unnecessary severances.

### *Item 4.2.5 Section 3 GCGC as of May 13, 2013*

The decision on the information for the financial years starting after December 31, 2013, recommended by item 4.2.5 section 3 GCGC while using the model tables recommended by the Codex shall be made only after first experiences of other companies are present. Because, at ISRA,

these recommendations are concerned with the financial year ending on September 30, 2015 for the first time since the financial year deviates from the calendar year.

*Item 5.2 Section 2 GCGC*

The Chairperson of the Audit Committee will be selected specifically based on his or her special experience and knowledge in the application of accounting principles and internal control mechanisms. Against this background, it is not ruled out that the Chairperson of the Supervisory Board is also elected to be the Chairperson of the Audit committee – as it is currently the case.

*Item 5.3.3 GCGC*

The ISRA VISION AG Supervisory Board consists of six members. Because of the low number of members, it was deemed unnecessary to form a Nomination Committee. However, this does not affect the efficiency of the Supervisory Board.

*Item 5.4.1 Clauses 2 to 5 GCGC*

The goal of filling the positions of the Supervisory Board of ISRA VISION AG overall is that its members have the requisite knowledge, skills and professional experience for the proper care of their assignments. In the process, the Supervisory Board will also ensure its sufficient independence. However, the Supervisory Board must make its decision insofar as the best suitable candidate is concerned from its perspective whenever a new election is waiting. The Supervisory Board – in agreement with the Executive Board – does not consider it to be pertinent if it is bound by abstract objectives formulated in advance with respect to its selection of a candidate or even considers itself to be bound by them, instead of being able to freely decide on the persons available in their specific decision scenario which it deems to be best suited for the position. For this reason, the Supervisory Board does not name specific objectives as provided by item 5.4.1 clause 2 GCGC. Consequently, such objectives will also not be taken into account for the nominations directed at the responsible election bodies and no report will be given about them and the state of their implementation.

*Item 5.4.6 Clause 3 Section 1 GCGC as of May 15, 2012*

Remuneration of Supervisory Board members applies to the positions of Chairperson and Vice Chairperson. Given the size of the committees, the size of the Company and the level of Supervisory Board remuneration, it was not deemed appropriate to provide additional remuneration for committee chairs or members.

*Item 5.4.6 Section 3 GCGC*

Payments to the members of the Supervisory Board are recorded in the consolidated financial statements. In this manner, the requirements for information to which the shareholders are entitled will be fulfilled both appropriately and adequately. For this reason, there is no provision for publishing individual details concerning the remuneration of the Supervisory Board members.

*Item 6.1 Section 1 GCGC as of May 13, 2013 or Item 6.1 Section 3 GCGC as of May 15, 2012*

The Executive Board of ISRA VISION AG treats all shareholders equally. This is especially true with regard to critical information about the Company's performance. Many individual topics are explained by means of regular investor / analyst presentations using charts. These charts are never relevant to current market prices, however, and are not published on the Internet since they contain proprietary information.

*Item 7.1.2 Clause 2 GCGC*

The Supervisory Board regularly discusses the quarterly and semi-annual figures with the Executive Board. In terms of lean processes, semi-annual or quarterly figures will not be discussed again with the Executive Board after the completion of the reports.

*Item 7.1.2 Clause 4 GCGC*

The Company observes the current statutory requirements and publishes the Company's consolidated financial statements within 4 months after the end of the financial year. (Interim reports are published within 2 months of the end of the reporting period.) Regular publication within the time frame recommended by the Corporate Governance Code would require an increase in the size of the internal accounting structure and would thus entail significantly higher costs, given the size of the Company. This would not be compatible with the goal of maintaining lean management structures.

## Relevant information on corporate governance practices that are applied beyond the statutory requirements

### Corporate governance through value-oriented management

An essential factor for a company's success is its management. ISRA has always placed great importance on responsible, value-oriented, effective corporate governance. For this purpose, ISRA orients itself, among other things, towards the relevant legal regulations for managing and monitoring publicly listed German companies and towards internationally and nationally recognized standards of good corporate governance

(German Corporate Governance Code – accessible on the Internet under [www.corporate-governance-code.de](http://www.corporate-governance-code.de)). The Executive Board and the Supervisory Board are particularly committed to a responsible and long-term value-enhanced corporate governance.

### Managing risk effectively

Doing business as an entrepreneur means running risks. Effective management of these risks will determine the success of a company. ISRA's risk management system ensures that these risks will be handled in a responsible manner. It is especially designed to promptly recognize, evaluate and manage risks. The risk management system is continually readjusted in line with the insights gained from previous years, new legal requirements and changes according to the German Corporate Governance Code. In the management report, the Executive Board reports in detail about risks and future trends.

### Description of the Working Method of Executive Board and Supervisory Board

#### The Executive Board manages transactions responsibly and self-reliantly

At ISRA, good corporate governance means first and foremost a constructive, trusting cooperation between the Executive Board and the Supervisory Board with the goal of corporate governance targeted towards value enhancement. The Executive Board develops the Company's strategic orientation in conjunction with the Supervisory Board, leading the ISRA Group responsibly and self-reliantly. The bylaws for the Executive Board govern the allocation of rights and duties on the Executive Board and define transactions and procedures which the Supervisory Board must follow.

The Chairperson of the Executive Board, Mr. Ersü, coordinates the Executive Board as well as the corporate governance with respect to the overall goals and plans of the Executive Board. Mr. Christ is responsible for sales, Mr. Rothermel for production and engineering, and Dr. Giet for research and development. The statutory retirement age for executive boards was set to 70 years.

#### The Supervisory Board monitors and advises the Executive Board

The Supervisory Board appoints the members of the Executive Board and advises the Executive Board with respect to the management of the Company. It monitors and checks the Executive Board in its activity. The bylaws regulate all administrative and organizational matters. The Chairperson of the Supervisory Board reports about this committee's work in a separate Supervisory Board report.

The Chairperson of the Supervisory Board coordinates the work of the Supervisory Board, chairs its meetings, and externally represents the interests of the Supervisory Board. The Chairperson of the Supervisory Board keeps in regular contact with the Executive Board including in between meetings of the Supervisory Board, particularly with its Chairperson, and discusses questions concerning strategy, planning, business development, risk situation, risk management and the compliance of the Company. The Chairperson of the Executive Board informs the Chairperson of the Supervisory Board without delay about important events that are essentially important for the assessment of the situation and development as well as the management of the Company.

#### Cooperation of Executive Board and Supervisory Board

Executive Board and Supervisory Board work closely together for the best of the Company and keep in regular contact. Thereby, the Executive Board reports to the Supervisory Board on a regular basis, timely and extensively in written and verbal form, particularly about all questions relevant to the Company concerning strategy, planning, business development, risk situation, risk management and the compliance.

#### Avoiding conflicts of interest

Conflicts of interest of members of the Executive Board or Supervisory Board are immediately disclosed to the Supervisory Board. The acceptance of activities by members of the Executive Board that are not part of the scope the Executive Board mandate, are subject to the approval of the Supervisory Board.

#### Working method and composition of the committees of the Executive Board and the Supervisory Board

To increase efficiency, the Supervisory Board has formed two committees.

##### *Audit Committee*

The Audit Committee consists of two members of the Supervisory Board:

- Dr.-Ing. h. c. Heribert J. Wiedenhuës (Chairperson of the Audit Committee)
- Dr. Erich W. Georg

The Audit Committee deals primarily with monitoring the accounting process, effectiveness of the internal control system and the internal revision system, the audit, particularly the independence of the auditor, additional services provided by the auditor, granting the auditing contract to the auditor, determining focal points of the audit and fee agreement as well as the compliance.

#### Main Committee

The Main Committee consists of two members of the Supervisory Board:

- Dr.-Ing. h. c. Heribert J. Wiedenhuës (Chairperson of the Steering Committee)
- Dr. Wolfgang Witz

The Main Committee especially handles the requirements for the employment contracts of the Executive Boards and prepares the adoption of a resolution of the Supervisory Board using the remuneration system of the Executive Board.

The committees regularly report to the Supervisory Board about the work of the committees. The Chairperson of the Audit Committee has special knowledge and experience in the area of financial reporting, auditing and internal control methods. The Chairperson is not a former member of the Executive Board of the Company whose appointment ended less than two years ago.

The Supervisory Board performs an efficiency check on a regular basis.

#### Reassuring and Expanding Trust

Through open information and transparent decision structures, the management aims to validate and further encourage the trust of its customers, employees, business partners, shareholders and the public. The Company communicates information regularly in an open, proactive manner. Price-sensitive information is communicated without delay using ad hoc announcements. All obligatory announcements, corporate reports, essential notifications and press releases are promptly published on the ISRA Internet homepage. This assures equal dissemination of information to all shareholders.

The Executive Board

#### Shareholding structure

Members of the Executive and Supervisory Boards are holding the following numbers of shares:

Executive Board	No. of shares as per Sept. 30, 2014	Supervisory Board	No. of shares as per Sept. 30, 2014
E. Ersü	1,094,000*	Dr.-Ing. h. c. H. J. Wiedenhuës	0
H. J. Christ	60	Dr. W. Witz	0
W. Rothermel	0	Prof. Dr. rer. nat. Dipl.-Ing. H. Tolle	1,200
Dr.-Ing. J. Giet	0	S. Müller	0
		Dr. E. W. Georg	0
		F. Schling	0

\* Mr. Ersü holds the voting rights allocated to him via the following companies which he himself controls: EVWB GmbH & Co. KG, EVWB GmbH. Each of these companies, in turn, holds at least 3% of the voting rights in ISRA VISION AG

---

**- Consolidated Financial Statements  
(IFRS)**

---

**2013 / 2014**

## Consolidated Income Statement

(IFRS)

(in €k)	Explanation	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013 *
Net sales		102,477	89,541
Cost of sales	2	45,944	40,749
Gross operating result (gross profit)		56,533	48,792
Research and development		13,507	11,915
Total costs		18,253	15,600
Depreciation and amortization	12	7,674	6,962
Grants		-332	-367
Capitalized work	12	-12,089	-10,280
Sales and marketing costs	3	19,557	16,855
Administration	4	4,864	4,676
Sales and administration costs		24,421	21,531
Other revenues	6	1,408	1,942
Earnings from associated companies		-	46
Interest income		59	127
Interest expenses		-927	-949
Financing result		-868	-822
Earnings before taxes (EBT)		19,145	16,512
Income taxes	7	6,017	5,067
Consolidated net profit		13,128	11,445
Of which accounted to shareholders of ISRA VISION AG		12,999	11,548
Of which accounted to non-controlling shareholders		129	-103
Earnings per share in € (diluted / undiluted)		2.97	2.64
Shares issued		4,380,373	4,381,093

\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014.

## Consolidated Statements of Comprehensive Income

(in €k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013 *
Consolidated net profit	13,128	11,445
Amounts that may subsequently be reclassified to the income statement		
Change of unrealized profits to cash flow hedges	0	27
Tax effect	0	0
Total unrealized earnings to cash flow hedges	0	27
Changes to the currency exchange variation	1,198	-713
Amounts not reclassifiable to the income statement		
Changes to actuarial profits and losses from performance-based retirement benefits	-493	-179
Tax effect	188	57
Total of earnings and expenditures recorded directly in the equity capital	893	-809
Overall group earnings	14,021	10,637
Of which accounted to shareholders of ISRA VISION AG	13,892	10,740
Of which accounted to non-controlling shareholders	129	-103

\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014.

## Consolidated Total Operating Revenue EBITDA-EBIT Statement\*

(in € k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013 **
Net sales	102,477	89,541
Capitalized work	12,089	10,280
Total output	114,566	99,821
Cost of materials	24,154	20,866
Cost of labor <small>excluding depreciation</small>	21,262	18,973
Cost of production <small>excluding depreciation</small>	45,416	39,839
Gross profit	69,150	59,982
Research and development <small>total</small>	18,253	15,600
Sales and marketing costs	19,083	16,084
Administration	4,746	4,462
Sales and administration costs <small>excluding depreciation</small>	23,829	20,546
Other revenues	1,740	2,309
EBITDA	28,808	26,145
Depreciation and amortization	8,795	8,857
Total costs	50,877	45,003
EBIT	20,013	17,288
Earnings from associated companies	0	46
Interest income	59	127
Interest expenses	-927	-949
Financing result	-868	-822
EBT	19,145	16,512
Income taxes	6,017	5,067
Consolidated net profit	13,128	11,445
Of which accounted to non-controlling shareholders	129	-103
Of which accounted to shareholders of ISRA VISION AG	12,999	11,548
Earnings per share in €	2.97	2.64
Shares issued	4,380,373	4,381,093

\* This pro forma presentation is an additional presentation based on the comprehensive presentation given in previous years and therefore not part of the IFRS consolidated financial statements. These are not IFRS key operating numbers.

\*\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014.



## Consolidated Group Balance Sheet

(in € k)	Explanation	Sept. 30, 2014	Sept. 30, 2013*	Oct. 01, 2012*
<b>ASSETS</b>				
<b>Assets</b>				
<b>Short-term assets</b>				
Inventories	9	27,963	25,848	24,866
Trade receivables	8	70,191	63,180	59,784
Cash and cash equivalents	24	10,924	9,130	6,801
Financial assets	10	3,778	1,268	508
Other receivables	11	789	3,053	2,186
Income tax receivables		605	591	439
<b>Total short-term assets</b>		<b>114,250</b>	<b>103,070</b>	<b>94,584</b>
<b>Long-term assets</b>				
Intangible assets	12	98,043	92,831	86,012
Tangible assets	13	5,865	5,538	4,499
Shareholdings in associated companies		0	0	195
Cash and cash equivalents	24	315	525	735
Financial assets	10	1,210	1,335	1,198
Deferred tax claims	19	2,777	4,052	4,573
<b>Total long-term assets</b>		<b>108,210</b>	<b>104,281</b>	<b>97,212</b>
<b>Total assets</b>		<b>222,460</b>	<b>207,351</b>	<b>191,796</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Short-term liabilities</b>				
Trade payables	15	8,681	6,676	7,299
Financial liabilities to banks	14	31,974	28,944	23,793
Other financial liabilities	17	12,135	11,208	8,870
Other accruals	16	1,177	961	712
Income tax liabilities		2,282	1,896	2,302
Other liabilities	18	608	1,659	2,022
<b>Total short-term liabilities</b>		<b>56,857</b>	<b>51,344</b>	<b>44,998</b>
<b>Long-term liabilities</b>				
Deferred tax liabilities	19	25,176	24,362	21,604
Financial liabilities to banks	14	8,025	11,575	15,375
Pension provisions	20	2,888	2,407	2,235
<b>Total long-term liabilities</b>		<b>36,089</b>	<b>38,344</b>	<b>39,214</b>
<b>Total liabilities</b>		<b>92,946</b>	<b>89,688</b>	<b>84,212</b>
<b>Equity</b>				
	21			
Issued capital		4,381	4,381	4,381
Capital reserves		38,623	38,623	38,623
Own shares		-162	-8	0
Other comprehensive income		1,224	331	1,138
Profit brought forward		71,111	61,259	51,910
Net profit accounted to the shareholders of ISRA VISION AG		12,999	11,547	10,663
<b>Share of equity capital held by ISRA VISION AG shareholders</b>		<b>128,176</b>	<b>116,133</b>	<b>106,715</b>
Equity capital accounted to non-controlling shareholders		1,338	1,530	869
<b>Total equity</b>		<b>129,514</b>	<b>117,663</b>	<b>107,584</b>
<b>Total equity and liabilities</b>		<b>222,460</b>	<b>207,351</b>	<b>191,796</b>

\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014.

## Consolidated Cash Flow Statement

(in € k)	Explanation	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013 *
<b>Consolidated net profit</b>		<b>13,128</b>	<b>11,445</b>
Income tax payments		2,570	3,414
Changes in deferred tax assets and liabilities		2,046	3,341
Changes in accruals		696	-289
Depreciation and amortization		8,795	8,857
Changes in inventories		-2,115	-38
Changes in trade receivables and other assets		-7,147	659
Changes in trade payables and other liabilities		1,435	-13,378
Interest income		-59	-127
Interest expenses		927	859
Other non-cash changes		-482	784
<b>Cash flow from operating activities</b>		<b>19,794</b>	<b>15,527</b>
Payments for investments in tangible assets		-1,444	-1,394
Payments for investments in intangible assets		-12,786	-9,878
Company acquisition	24	-750	-1,410
<b>Cash flow from investment activities</b>		<b>-14,980</b>	<b>-12,681</b>
Payments to company owners through acquisition of own shares		-154	-8
Dividend payouts		-1,533	-1,314
Acquisition of minority interests in subsidiaries		-200	0
Deposits from the assumption of financial liabilities		3,030	5,480
Repayments of financial liabilities		-3,550	-4,130
Interest income		59	127
Interest expenses		-927	-859
<b>Cash flow from financing activities</b>		<b>-3,275</b>	<b>-704</b>
Exchange rate-based value changes of the financial resources		45	-23
<b>Change of financial resources</b>		<b>1,584</b>	<b>2,119</b>
Net cash flow			
Financial resources on October 1, 2013		9,655	7,536
Of which restricted		630	735
Financial resources available on October 1, 2013		9,025	6,801
Financial resources on September 30, 2014		11,239	9,655
Of which restricted		315	630
Financial resources available on September 30, 2014		10,924	9,025
<b>Change of available financial resources</b>		<b>1,899</b>	<b>2,224</b>

\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014.

## Consolidated Statement of Changes in Equity

for the period October 01, 2013 to September 30, 2014

(in €k)	Issued capital	Capital reserves	Own shares	Other not-income-affecting changes of equity	Profit brought forward	Net profit by shares of other investors	Equity of shareholders of ISRA VISION	Accounted to non-controlling shareholders	Equity
As of Sept. 30, 2013	4,381	38,623	-8	331	61,259	11,547	116,133	1,530	117,663
Profit brought forward					11,547	-11,547	0		0
Changes in own shares			-154				-154		-154
Payout					-1,533		-1,533		-1,533
Changes in shares of non-controlling shareholders					-161		-161	-321	-482
Overall earnings				893		12,999	13,892	129	14,021
Cash flow hedge							0		0
Actuarial profits/losses				-305			-305		-305
Currency exchange variations				1,198			1,198		1,198
As of Sept. 30, 2014	4,381	38,623	-162	1,224	71,111	12,999	128,176	1,338	129,514

## Consolidated Statement of Changes in Equity

for the period October 01, 2012 to September 30, 2013\*

(in € k)	Issued capital	Capital reserves	Own shares	Other not-income-affecting changes of equity	Profit brought forward	Net profit by shares of other investors	Equity of shareholders of ISRA VISION	Accounted to non-controlling shareholders	Equity
As of Sept. 30, 2012	4,381	38,623	0	1,258	51,910	10,663	106,835	869	107,704
Adjustments				-120			-120		-120
Adjusted as of Oct. 1, 2012	4,381	38,623	0	1,138	51,910	10,663	106,715	869	107,584
Profit brought forward					10,663	-10,663	0		0
Changes in own shares			-8				-8		-8
Payout					-1,314		-1,314		-1,314
Changes in shares of non-controlling shareholders due to change in scope of consolidation							0	764	764
Overall earnings				-807		11,547	10,740	-103	10,637
Cash flow hedge				28			28		28
Actuarial profits/losses				-122			-122		-122
Currency exchange variations				-713			-713		-713
As of Sept. 30, 2013	4,381	38,623	-8	331	61,259	11,547	116,133	1,530	117,663

\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014.

## Notes to the Consolidated Financial Statements as of September 30, 2014

### 1. General

ISRA VISION AG, Darmstadt (hereinafter "ISRA" or "Company") was established on September 23, 1997 and entered in the commercial register of the Local Court of Darmstadt under the name ISRA VISION SYSTEMS AG and the registration number HRB 6820 on September 25, 1997. ISRA shares were first listed on the Frankfurt Stock Exchange on April 20, 2000. A resolution to change the Company name from ISRA VISION SYSTEMS AG to ISRA VISION AG was adopted at the general meeting of March 28, 2006, and was entered into the commercial register on November 15, 2006. The Company's head office is located in Darmstadt. The financial year runs from October 1 to September 30. For the companies ISRA VISION (Shanghai) Co. Ltd., ISRA VISION VISTEK A.S., ISRA VISION COMERCIO, SERVIÇOS, IMPORTAÇÃO E EXPORTAÇÃO LTDA, ISRA VISION LLC and ISRA VISION India Private Ltd. that are included in the consolidated financial statements, the financial year deviates from the calendar year of ISRA VISION AG. An interim balance sheet is being prepared for these companies for the purposes of the consolidated financial statements.

The purpose of the Company is to develop, market, employ, distribute and sell products, systems, equipment, and services in the areas of machine vision, automation, software and robot technology.

The consolidated financial statements of ISRA VISION AG were prepared in line with the International Financial Reporting Standards (IFRS) of the International Accounting Standards Board (IASB) regarding how these are applied in accordance with Regulation No. 1606/2002 of the European Parliament and in accordance with the European Council's ruling on applying international accounting standards in the European Union. Since all IFRS applied by ISRA VISION AG have been adopted by the European Commission for application in the EU, the consolidated financial statements of ISRA VISION AG also correspond to the IFRS published by the IASB. For this reason, the term IFRS is henceforth being used by standard.

The consolidated financial statements are prepared in euro. The group of consolidated companies did not change compared to previous year. Minority interests held by other shareholders are stated according to their respective pro-rata share of the subsidiary's net assets. After the merger of a company, 24 subsidiaries were included in the consolidation. With successive share acquisition without status change, 35% (current share 100%) were acquired of ISRA VISION Finland Oy for € 200k. Minorities as well as profit brought forward changed by € 161k due to the acquisition.

### 2. Accounting methodes

Unless otherwise indicated, all figures are rounded off to thousands of euros (€ k) in the consolidated financial statements.

Individual items of the consolidated balance sheet and the income statement have been combined to improve the clarity of presentation. Their explanations are listed in the appendix. The income statement is structured according to the cost of sales method.

In addition, ISRA VISION AG voluntarily publishes a consolidated total operating revenue EBITDA-EBIT statement typical for the industry oriented to the cost-summary method. The key differences between the cost of sales method and the consolidated total operating revenue/EBITDA-EBIT pro forma calculation are as follows: Profit margins increase because they are now associated with net sales instead of total output (net sales plus capitalized work). Capitalized work no longer appears in the cost of sales method and is assigned to the R&D functional area. Depreciation and amortization is now spread over the relevant functional areas. The EBIT earnings and the EBT earnings of the total output EBITDA-EBIT pro-forma statement do not deviate from the consolidated income statement, which corresponds to IFRS.

The accounting methods applied in the consolidated financial statements, with the exception of the changes listed below, correspond to those that were also used as the basis for the consolidated financial statements as of September 30, 2013.

In the consolidated financial statements for the 2013/2014 financial year, the following new or changed accounting standards and interpretations had to be applied for the first time:

Standard / Interpretation		revised/new
IAS 19	Employee benefits (IAS 19R)	revised
IFRS 1	Initial application of IFRS	revised
IFRS 7	Change to IFRS 7 Information (Offsetting of financial assets and financial liabilities)	revised
IFRS 13	Assessment of fair value	new
IFRIC 20	Stripping costs in the production phase of a surface mine	new
IAS 1, IAS 16, IAS 32 and IAS 34	Changes from the Annual Improvements Project 2009-2011	revised

Except for the change of IAS 19 (revised 2011), there were no or no significant effects on the presentation of the net assets, financial situation and results of operations or the cash flows of ISRA.

The change of IFRS 1, „First Time Adoption of IFRSs“ includes a new exception for principal retrospective application of IFRS by first-time adopters with respect to government loans and is not relevant to ISRA.

The change of IFRS 7, „Financial instruments: Disclosures“, contains expanded amendment information if netting agreements are present.

The new IFRS 13 is aimed at uniformness and comparability in fair value measurements and the information about an assessment hierarchy associated with it. Input factors are divided into three levels. The highest priority in the hierarchy is assigned to quoted prices in an active market of identical assets or debts and the lowest priority to non-observable input factors.

The new interpretation IFRIC 20, „Stripping Costs in the Production Phase of a Surface Mine“, deals with the approach and assessment of costs for stripping of a surface mine during the production phase.

#### Changes from the Annual Improvements Project 2009-2011:

IAS 1, „Presentation of Financial Statements“: The change includes a clarification about the disclosure requirements to comparative information for a mandatory or voluntary creation of a third consolidated balance sheet.

IAS 16, „Property, Plant and Equipment“: The change includes a clarification with respect to presenting spare parts and maintenance equipment as property, plant and equipment or inventory.

IAS 32, „Financial Instruments: Presentation“: The change contains a clarification that the tax consequences from dividend payments and transaction costs from the issue or repurchase of equity instruments must be recognized in accordance with IAS 12.

IAS 34, „Interim Financial Reporting“: The change clarifies that the listing of segment assets and liabilities is required only if they are reported to the main decision body of the company on a regular basis and it underwent significant changes since the last published annual financial statement.

The application of changes of IAS 19, „Employee Benefits“, also includes the elimination of the previously optional corridor method which affects the financial reporting of employer pension plans. In particular, an immediate recording of actuarial gains and losses in other earnings as well as the past service costs is carried out immediately. Consequently, these changes had a direct effect on the presentation of the operating result and the consolidated balance sheet of ISRA. The following corrections were determined from them:

Position	Sept. 30, 2013	Oct. 01, 2012
Pension provisions	179	176
Deferred tax liabilities	-57	-56
Interest costs	30	0
Deferred tax claims	10	0
Not-income-affecting changes in equity	122	120

The corrections had no effects on the earnings per share.

Consolidated net profit of the previous year in the consolidated cash flow statement is lower by € 20k due to IAS 19. The same applies to net profit by shares of other investors in the consolidated statement of changes in equity of the previous year.

The following financial reporting regulations newly published or changed by the IASB and partially not yet adopted by the European Union will have to be applied only to future financial statements – assuming the adoption by the European Union. No regulations will be applied prematurely:

Standard / Interpretation		To be applied as of financial year
IAS 32	Amendments to IAS 32 Financial Instruments: Presentation (Offsetting of financial assets and financial liabilities)	2014 / 2015
IFRS 10	Consolidated financial statements	2014 / 2015
IFRS 11	Joint Arrangements	2014 / 2015
IFRS 12	Disclosure of interests in other entities	2014 / 2015
IAS 27	Separate Financial Statements (2011 R)	2014 / 2015
IFRS 10/12; IAS 27	Amendments to IFRS 10, IFRS 12 and IAS 12 (Investment companies)	2014 / 2015
IAS 28	Investments in Associates and Joint Ventures (2011 R)	2014 / 2015
IAS 36	Amendments to IAS 36 Impairment of assets (Recoverable amount disclosures)	2014 / 2015
IAS 39	Amendments to IAS 39 Financial instruments: Recognition and Measurement (Novation of Derivatives and Continuation of Hedge Accounting)	2014 / 2015
IFRIC 21*	Levies	2014 / 2015
IFRS 9*	Financial instruments	2015 / 2016
IFRS 15*	Revenue from Contracts with Customers	2017 / 2018

The changes identified with \* have not yet been published by IASB in their final version (IFRS 9) or have not yet been endorsed by the EU.

ISRA VISION AG does not expect any significant effects on its consolidated financial statements from the future application of the new financial reporting regulations – with the exception of IFRS, „Revenue from Contracts with Customers“. The new consolidation standards do not show an effect since ISRA VISION AG already fully consolidates all subsidiaries according to the regulations of IAS 27 which would also be subject to full consolidation according to the new IFRS 10.

In May 2014, the IASB published the standard IFRS 15, Revenue from Contracts with Customers. Based on the new standard, the recognition of revenues must reflect the transfer of the promised goods or services to the customer, with the amount that corresponds to the respective consideration which the company expects to receive in exchange for these goods or services. IFRS 15 replaces IAS 11, Construction Contracts, and IAS 18, Revenue, as well as the pertinent interpretations. The standard must be applied to financial years that start on or after January 1, 2017; an earlier application is permitted. ISRA is currently examining which effects an application of IFRS 15 would have on the consolidated financial statement of the company and will determine the time of its initial application as well as the transition method.

#### (a) Discretionary decisions

When preparing the consolidated financial statements, the management of ISRA VISION AG made estimates and assumptions which had an impact on the amounts of the figures presented in the consolidated financial statements and the disclosures in the notes.

- Employer pension plans  
The amount of benefits is evaluated based on actuarial calculations. They are based on extensive assumptions, e.g. discount rate, mortality rate and future pension increases.
- Accounting for business combinations  
During the initial consolidation of companies in the consolidated financial statements, company values are generally disclosed. In this context, all identifiable assets, liabilities and contingent liabilities are recorded at fair values at the date of acquisition. For this purpose, determining the fair value represents an estimate. The fair values are largely determined by assessment methods that require forecasting expected future cash flows. The assessment technique as well as the forecast depend on assumptions made by the management.
- Impairment of goodwill  
The management reviews at least once a year whether a decrease in value of recognized goodwill has occurred. In this context, the attainable amount of the cash generating unit must be determined. This determination also requires forecasts for expected future cash flows and assumptions concerning their discounting. The management considers the assumptions and estimates made to be appropriate. However, due to unforeseen events, the assumptions made by management may not occur or may be different which could lead to a decrease in value.
- Impairment of assets  
For each balance sheet date, the group must estimate whether indications exist that could point to an impairment of assets. If such an indication exists, the recoverable amount of the asset is estimated. This estimate requires forecasts for expected future cash flows and assumptions concerning their discounting as well as future sales prices. The management considers the assumptions and estimates made to be appropriate. However, due to unforeseen events, the assumptions made by management may not occur or may be different which could lead to a decrease in value.
- Realization of sales of production orders  
ISRA VISION AG generates the essential part of its revenues from production orders that are recorded based on the percentage of com-

pletion method. This method requires an assessment of the degree of completion in relation to the total contract costs since the share of revenues to be realized is based on them. In this context, significant effects are exercised by the assessment of total contract costs, the costs that could still be incurred until completion, the total of the contract revenues as well as other contract risks. The procedures for determining this assessment are constantly being reviewed.

- Taxes on income and earnings

ISRA VISION AG and its group companies operate in many countries which are naturally subject to different fiscal framework conditions. Determining the tax liabilities and deferred taxes is subject to the assessment of certain facts that could be interpreted differently by local tax authorities which could affect the actual amount of tax liabilities in the group.

For every balance sheet date, the management assesses the realizability of future tax advantages with regard to the balancing of deferred tax assets. This assessment requires estimating the probability of future taxable income to occur. Effects on the recoverability of deferred tax assets can occur if the estimated tax income is not being realized as planned or if pertinent deviating changes of the tax legislation occur.

*(b) Estimates and assumptions in the application of accounting principles*

The preparation of consolidated financial statements requires assumptions and estimates that have an effect on the measurement of the amount of assets and liabilities in the consolidated balance sheet or on the recognition of expenditures and income in the income statement as well as consolidated statements of comprehensive income. The actual figures may deviate from the amounts presented. Essentially, assumptions and estimates concern the assessment of tangible assets and intangible assets, particularly the verification of the recoverability of goodwill, the valuation of inventories, the assessment of the realizability of receivables and deferred tax assets as well as the valuation of accruals.

In particular, the assessment of assets, tangible assets and intangible assets requires an estimate of expected useful life. Verifying the recoverability is based on future-oriented assumptions about expected cash flows and discount rates. A large number of factors can affect them, causing the actual cash flows to deviate significantly from the underlying future cash flows. This applies particularly to the goodwill impairment test.

Self-created intangible assets are capitalized in accordance with IAS 38 during the development phase upon meeting certain requirements. This includes the technical realizability, the intention of completing the developed intangible asset, the ability to use it or to dispose of it, as well as the substantiation how the asset will be generating an anticipated future economic benefit. Estimates are primarily based on the decision with respect to future utilization or the assumption of the future sale as well as future benefits resulting from it.

Value adjustments on receivables are formed on the basis of age distribution and on historical data concerning the delinquencies that occurred in the past.

Deferred tax assets are recorded if the use of the future tax advantages appears to be predominantly probable. Estimates with respect to the future tax earning situation of the concerning companies, which may deviate from the actual future earnings, are employed for assessing the usability of the losses carried forward.

To evaluate the pension obligations, ISRA utilizes actuarial calculations from experts to estimate the effects of future developments on the expenditures and income to be recognized from these plans as well as obligations and claims. Among other things, the calculations are based on assumptions about the accounting interest rate, increases to salaries and pensions as well as biometric probabilities.

The application and evaluation of provisions as well as the determination of contingent liabilities are also greatly influenced by estimates of the management.

*(c) Consolidation*

In addition to ISRA's individual financial statements, the consolidated financial statements include the individual financial statements of the subsidiaries, which were also prepared in line with the provisions of the IFRSs. As a rule, the date of initial consolidation is the date on which ISRA gained the controlling interest. Until the date of their sale, companies are included in the consolidated financial statements. During the initial consolidation, the assets and liabilities are valued at their fair value on the purchase date insofar as they qualify for recognition under IFRS 3. Goodwill is determined as the difference between the (full) revalued net assets on the one hand and the amount of consideration provided plus the fair value of interests formerly held in the acquisition object. Transactions between consolidated companies are eliminated during consolidation.

*(d) Associated companies*

An associate is a company on which ISRA VISION AG has a significant influence, but which is not controlled or jointly controlled by ISRA VISION AG. A significant influence is assumed, among other things, if ISRA VISION AG directly or indirectly holds 20% or more of votes.



Shares in associates are accounted for according to the equity method. As such, shares in associates are initially carried at their purchase costs. For the following balance sheet dates, ISRA VISION AG carries forward the amount initially recognized according to its share of overall earnings of the associate. Distributions received from associates reduce the carrying amount.

Essential unrealized interim results from transactions with associates are eliminated on a pro-rata basis of the interest.

The carrying amount of an associate is compared with its recoverable amount in conjunction with impairment tests. If the carrying amount exceeds the recoverable amount, ISRA VISION AG recognizes a decrease in value on the recoverable amount.

*(e) Foreign currency conversion*

The national currencies of the consolidated companies are their functional currencies. The reporting currency is the euro. The individual financial statements of the companies included in the group with a functional currency other than the euro are converted into euros for inclusion in the consolidated financial statements. Assets and liabilities are converted using the mean exchange rate on the balance sheet date. Items of the income statement are converted at the average exchange rate. Equity capital is converted using historical exchange rates. Currency differences from conversion are recorded as equity so that they will not affect the net profit for the period and are only realized (pro rata) when the relevant financial interest is (partially) disposed.

Foreign currency entries in the individual financial statements are converted into the functional currency of the consolidated companies during the year in which they occur. Currency-based gains or losses have been entered at the exchange rate at the time of acquisition and converted at the exchange rate on the balance sheet date in the income statement.

The currencies for the ISRA Group, US dollar and Renminbi, were converted at the following exchange rates:

	Closing rate Sept. 30, 2014	Average rate Oct. 01, 2013 - Sept. 30, 2014
1 EUR = USD	1.2583	1.3568
1 EUR = CNY	7.7262	8.3409

*(f) Realization of sales and other revenue*

Revenues from the sale of goods (e.g. spare parts) are recorded at the point of time at which the significant chances and risks of ownership are transferred to the buyer and the amount of realizable revenues can be determined reliably. Revenues from services are recorded as soon as the services have been provided. Revenues are not recorded if significant risks exist concerning the receipt of consideration. Revenues are recorded less any reductions such as bonuses, cash discounts or rebates. Revenues from production orders are recorded on the basis of the percentage of completion method, whereby the revenues are recorded according to their production state (see also (a) General accounting methods).

Percentage of completion method (POC) for the assessment of customer-specific production orders according to IAS 11.

According to IAS 11, revenues and corresponding profits may be realized according to the percentage of completion method – insofar as the requisite conditions have been fulfilled. The degree of completion is determined according to the status of the performance. To determine the degree of completion, the contract processing progress is calculated as a ratio between the expenditures incurred during the financial year and the overall expenditures to be expected.

If accumulated services (cost of orders and profit/loss) in exceptional cases exceed advance payments, they will be listed in the form of production orders on the assets side as „future receivables from production orders“ accruing from deliveries and services provided. If advance payments exceed accumulated services, they will be listed on the liability side as „liability from production orders“ under the liabilities from goods and services.

*(g) Capitalized work, research costs as well as company and product advertising*

Expenses for in-house product development according to IAS 38.

In accordance with IAS 38, expenditures for product development are capitalized subject to defined preconditions and depreciated over the normal useful operating life. The conditions for capitalization were examined and found to be fulfilled.

The developments finished in the course of the year were depreciated pro rata over time from the moment of completion. Non-completed development work is written off only from the time of its completion. The scheduled depreciation and amortization is carried out on a linear basis over the course of a useful life, generally six years. ISRA VISION AG records the corresponding depreciation and amortization under research and development in the consolidated income statement (see also Notes, part 12). The retention of carrying amount is ensured by a continuous process of monitoring and support of development projects. Each year, the retention of carrying amount for capitalized balance

sheet items is verified by means of a comparison with the present value of future surplus inflows associated with a development project (impairment test). Insofar as capitalized carrying amounts are found to exceed the present value, a corresponding adjustment is immediately made to reflect the value impairment.

#### Research costs

Research is the search for new insights, which use is intended to develop new products and processes as well as improving existing ones. Costs arising in this context are carried as expenses at the time of being incurred.

The costs of corporate and product-related advertising are recorded as expenses at the time of being incurred.

#### (h) Goodwill, impairment test, software and other intangible assets

The impairment of balanced goodwill is reviewed at least once a year in the context of the impairment test. Impairment tests are also conducted if there is any indication of a decrease in value.

For business divisions representing the segments, the value in use is determined using DCF models and then applied as the basis for the impairment tests.

Based on the internal monitoring by the Executive Board and the internal reporting structures of ISRA VISION AG, the cash-generating units in the context of the goodwill impairment test represent the reporting segments in accordance with IFRS 8.

The intangible assets identified when purchasing a company are subject to scheduled depreciation over their envisaged useful life or at most until the right expires.

Software that has been acquired by purchase is capitalized and written off over an estimated useful life of four years. Other intangible assets that have been acquired by purchase are carried at their acquisition cost and are subject to planned depreciation over their envisaged useful life or at most until the respective right expires.

#### (i) Cash and cash equivalents

The financial resources in the cash flow statement comprise checks, cash and credit balances at banks.

#### (j) Trade receivables and other financial assets

Trade receivables and other financial assets are carried at the present value of future cash flow. Possible bad debts are taken into account by way of individual allowances. Other assets include travel expenses advanced to employees, lease down payments, rent deposits, pension plan re-insurance claims, as well as other assets. Contracted work requiring expenditure on engineering, installation and start-up is evaluated by the „percentage of completion“ method and recorded in the balance sheet as trade receivables. The carrying amounts of trade receivables and other financial assets on the balance sheet date are nearly the same as their respective fair value.

#### (k) Inventories

These items are valued at cost of inventories or at the lower market price on the balance sheet date. Elements of production expenses are direct material costs, direct costs of conversion, overheads for materials and production and depreciation of equipment. Financing and sales and marketing costs are not included in the manufacturing costs. An average cost method is used to determine the manufacturing costs.

#### (l) Tangible assets

Plant and office equipment are carried on the balance sheet at their acquisition or production cost less planned depreciation. The repair and maintenance costs are carried as an expense at the time at which they are incurred. Planned depreciation is performed using the straight-line method over the expected useful life of the respective assets.

Assets subject to wear and tear are written off over the useful life listed below:

	Expected useful life
Plant	4 years
Office equipment / furnishings	3-10 years
Buildings	40 years

*(m) Value impairments*

For each balance sheet date, the group examines the carrying amounts of intangible assets and tangible assets as to whether indications exist that a decrease in value may have occurred. In this case, the amount recoverable of the respective asset is determined to establish the scope of value adjustment that may have to be performed. The amount recoverable corresponds to the fair value less the costs of disposal or the value in use; the higher value is authoritative. The value in use corresponds to the present value of the expected cash flows. An interest rate before taxes that corresponds to the market conditions is used as the discount rate. If no amount recoverable can be established for an individual asset, the amount recoverable for the lowest identifiable group of assets (cash-generating unit) is determined to which the corresponding asset can be allocated.

Company values resulting from company acquisitions are allocated to the identifiable groups of assets (cash-generating units) that are intended to draw a benefit from the synergies of the acquisition. Such groups represent the lowest reporting level in the group at which company values are monitored by the management for internal control purposes. The amount recoverable of a cash-generating unit containing a company value is examined every year on September 30 for recoverability and additionally if indications of a possible decrease in value exist at other times.

If the amount recoverable of an asset is less than the carrying amount, an immediate value adjustment of the asset affecting earnings is recognized.

In the case of value adjustments in conjunction with cash-generating units that contain a company value, existing company values are reduced first. If the value adjustment need exceeds the carrying amount of the Company value, the difference is generally distributed proportionally to the remaining long-term assets of the cash-generating units.

If a value impairment has been performed and a higher amount recoverable of the asset or cash-generating unit is obtained at a later time, a reversal of an impairment loss up to the maximum amount of the amount recoverable is carried out. The reversal of an impairment loss is limited to the continued carrying amount which would have resulted in the past without the value adjustment. The write-up is reported as affecting earnings. Reversals of an impairment loss of previous value adjustments to company values are not allowed.

*(n) Trade payables and other financial liabilities*

Trade payables and other financial liabilities are valued with the continued purchase costs using the effective interest method. Since these are exclusively non-interest bearing short-term items, the continued acquisition costs regularly correspond to the cost of repayment and nearly to the fair value of the balance sheet date.

*(o) Financial liabilities*

For the year under review, financial liabilities were reported vis-à-vis the following credit institutions: Baden-Württembergische Bank AG, Kreditanstalt für Wiederaufbau, Commerzbank (formerly Dresdner Bank), Deutsche Postbank AG, Nord LB and DZ Bank. They are valued at the continued purchase costs using the effective interest method.

*(p) Employer pension plans in accordance with IAS 19*

The evaluation of employer pension plans in accordance with IAS 19 is carried out in line with the projected unit credit method allowing for future increases to salary and pensions (IAS 19). Actuarial profits and losses are accounted for immediately neutral in their effects in the consolidated statements of comprehensive income. Interest costs are contained in the financial result.

*(q) Provisions*

Provisions are formed for liabilities recorded on the balance sheet date which will most likely lead to an outflow of economic resources and whose amount can be reliably determined. Their assessment is based on the best possible estimate for the amount that reflects the most likely outflow of resources.

*(r) Deferred taxes*

The formation of deferred taxes follows the balance sheet-oriented liabilities method. According to this method, deferred taxes are assessed for temporary differences existing on the balance sheet date between the IFRS carrying amount and the tax value of assets and liabilities. In addition, ISRA VISION AG forms deferred tax assets for tax losses carried forward that can probably be used.

Deferred taxes are assessed in the amount of the reduced or additional tax burden which is likely to arise if the temporary differences are reduced or the tax losses carried forward are utilized. The Company and its subsidiaries are legally independent units and their registered offices are not at the same location. This means that the parent company and its subsidiaries are subject to different fiscal jurisdictions. The individual tax situations of the various companies are authoritative for the tax deferral. This applies particularly to the tax rate applied. Netting out of deferred tax assets and liabilities is only possible within the same fiscal jurisdiction and if the company is legally entitled to the settlement of corresponding current tax assets and liabilities.

(s) *Other taxes*

Other taxes solely comprise motor vehicle tax – this is shown under Other operating expenses.

(t) *Government grants*

Government grants awarded for the compensation of specific expenditures of the Company are recorded by ISRA VISION AG in so far as income as the respective expenditures arise. They are recorded in the income statement under other revenue. In the event of grants being awarded for investments, the grant is accounted for as a liability and amortized affecting earnings over the envisaged useful life of the capital goods.

(u) *Financial instruments*

Financial instruments are contracts that simultaneously create financial assets for one company and financial liabilities for another company or that create an equity instrument. When first applied, the financial instrument is classified according to the financial substance of the contractual agreement and according to the definitions for financial assets, financial liabilities and equity instruments.

In particular, financial assets contain cash as well as loans granted and receivables.

Financial liabilities regularly necessitate that cash or other financial assets be devoted to them. Financial liabilities, in particular, include liabilities from goods and services, bank liabilities and derivative financial liabilities.

A financial asset or a financial liability is created on the consolidated balance sheet if ISRA becomes a party to the respective financial instrument. The initial accounting of the settlement date is relevant for purchases and sales typical in the market; this is the day on which the asset is delivered by or to ISRA.

When they are first recorded, financial assets will be evaluated based on their fair value. The subsequent valuation will be based on the classification of the asset into one of four categories: (a) financial assets that will be evaluated based on their fair value in the income statement, (b) financial investments that are held until their final maturity, (c) loans and receivables, or (d) financial assets that are available for realization.

For the first application of financial assets, ISRA has decided not to designate those financial assets being assessed for their fair value as relating to the income statement.

Loans and receivables as well as financial investments held until their final maturity are valued at the continued purchase costs based on amortized costs using the effective interest method. For each balance sheet date, ISRA VISION AG examines whether substantial indicators exist for a decrease in value. A possible impairment loss is determined as the difference between the financial asset's carrying amount and the present value of the future cash flow expected from it. Impairment losses are recorded as affecting profit in the income statement under the Other operating expenses item.

Impairment losses are recorded in a value adjustment account. ISRA VISION depreciates the asset when the loss is certain.

Financial assets held for commercial purposes are evaluated on the basis of their fair value. Any profit or loss resulting from the subsequent valuation are recorded directly in the consolidated financial statements with effect on the income statement.

Financial assets available for realization are assessed at the time of inclusion on the basis of their fair value. The profits and losses resulting from the subsequent valuation from the assessment at the fair value are recorded in the equity capital with no effect on the income statement, except for the value impairments, profits and losses from the currency variations. Upon write-off, the profit or loss previously recorded in equity is reclassified and adopted into the period result.

When first applied, original financial liabilities are assessed on the basis of their fair value. The subsequent valuation is carried out with the continued purchase costs using the effective interest method.

ISRA uses derivative financial instruments exclusively to hedge against risks from interest-rate fluctuations.

Derivative financial statements are first recorded at current market value, which is also used for subsequent reporting.

When accounting for the cash flow hedge, the effective part of the change to the fair value of the hedging instrument is initially recorded in equity without affecting the income statement. A reclassification of these amounts is carried out in so far as the hedged cash flows are recorded in the income statement as expenditure or revenue. The ineffective part of the value change of the hedging instrument must be recorded as immediately affecting profit. ISRA VISION did not perform any hedging relation as fair value hedge.

(v) *Accounting for leases*

As of the balance sheet date, leases exist solely in the form of operating leases. Since the primary financial risks and opportunities fall on the lessor under these contracts, ISRA VISION does neither record the leasing objects as assets nor the leasing obligations associated with them as financial liabilities. Instead, the leasing installments have been expensed in the income statement as incurred linearly across duration of the lease.

(w) *Accounting of share-based remuneration transactions in line with IFRS 2*

Liabilities from share option programs for employees, which can be exercised for cash settlement after the expiration of a blocked period, are incorporated by recognizing liabilities and recording a corresponding cost of labor in line with IFRS 2.

### 3. **Release of the consolidated financial statements**

The consolidated annual financial statements were released for publication by the Executive Board on January 14, 2015.

## Explanatory Notes

### 1. Segment reporting

In accordance with IFRS 8, the identification of reporting segments is based on the management approach. The valuation principles for segment reporting are based on the IFRS utilized in the consolidated financial statements. ISRA assesses the performances of the segments based on the EBIT, which is being reported to the Executive Board as a measure of earnings. The segment investments include the additions to the intangible assets and tangible assets. A representation of the segment debts was omitted since they are not relevant to group management and reporting.

The segment definition is based on the corporate structure's focus on a market-oriented organization. The reporting segments reflect the business divisions which sell specific products in particular markets. The operative segments reflect the reporting structure of ISRA VISION AG. In accordance with the internal reporting structures, the business segments correspond to the reporting segments.

The types of products that represent the foundation of the net sales of the segments are as follows:

- INDUSTRIAL AUTOMATION

The target markets of this division are primarily the automotive industry, machine tool manufacturers, the automation industry, general industry, plant and system manufacturers as well as the OEM markets in which ISRA products are integrated into customers' products as OEM systems. In these cases, ISRA applies the entire range of its technologies, utilizing surface inspection products in addition to the primary products from robot vision and quality vision.

- SURFACE VISION

This business division concentrates on surface inspection technology. This primarily concerns web materials which are checked for defects during the production process. The main focus is on flat glass, solar, foil, nonwovens, metal, paper and printing industries.

(in € k)	Industrial Automation		Surface Vision		Total	
	Oct. 01, 2013 - Sept. 30, 2014	Oct. 01, 2012 - Sept. 30, 2013	Oct. 01, 2013 - Sept. 30, 2014	Oct. 01, 2012 - Sept. 30, 2013	Oct. 01, 2013 - Sept. 30, 2014	Oct. 01, 2012 - Sept. 30, 2013
Net sales	25,038	24,285	77,439	65,256	102,477	89,541
EBIT	5,016	4,716	14,997	12,571	20,013	17,288
Earnings from associated companies	0	46	0	0	0	46
Financing income					-868	-822
Income taxes					6,017	5,067
Consolidated net profit					13,128	11,445

There was no interdivisional revenue. POC sales (percentage of completion method) figures totaled € 6,601k (previous year: € 12,602k) in the Industrial Automation segment and € 31,212k (previous year: € 27,414k) in the Surface Vision segment.

(in € k)	Industrial Automation		Surface Vision		Total	
	as of Sept. 30, 2014	as of Sept. 30, 2013	as of Sept. 30, 2014	as of Sept. 30, 2013	as of Sept. 30, 2014	as of Sept. 30, 2013
Investments in long-term assets in year under review	4,191	3,036	10,039	8,207	14,230	11,242
At-equity investments	0	0	0	0	0	0
<b>Value impairment</b>						
Business and company values	0	0	0	0	0	0
<b>Depreciation and amortization</b>						
Other intangible assets	2,195	2,011	5,455	5,874	7,650	7,885
Tangible assets	108	143	1,036	829	1,145	972
<b>Assets</b>	<b>50,738</b>	<b>55,618</b>	<b>171,722</b>	<b>151,614</b>	<b>222,460</b>	<b>207,232</b>

## Regional representation of net sales

(in €k)	Germany		Europe		America		Asia, ROW*	
	Oct. 01, 13 - Sept. 30, 14	Oct. 01, 12 - Sept. 30, 13	Oct. 01, 13 - Sept. 30, 14	Oct. 01, 12 - Sept. 30, 13	Oct. 01, 13 - Sept. 30, 14	Oct. 01, 12 - Sept. 30, 13	Oct. 01, 13 - Sept. 30, 14	Oct. 01, 12 - Sept. 30, 13
Net sales	23,239	20,012	21,293	19,255	18,245	18,124	39,700	32,150

\* ROW = Rest of the World

In the following countries, ISRA VISION AG achieves more than 10% of its total sales: Germany (€ 23,239k), China (€ 19,799k), US (€ 12,963k).

## Regional representation of assets situation

(in €k)	Germany		Europe		America		Asia, ROW*		Total	
	as of Sept. 30, 2014	as of Sept. 30, 2013	as of Sept. 30, 2014	as of Sept. 30, 2013	as of Sept. 30, 2014	as of Sept. 30, 2013	as of Sept. 30, 2014	as of Sept. 30, 2013	as of Sept. 30, 2014	as of Sept. 30, 2013
ASSETS										
Intangible assets and tangible assets	101,350	95,671	1,095	1,330	1,246	1,196	217	172	103,908	98,369

\* ROW = Rest of the World

## 2. Cost of sales

(in €k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013
Material	-24,154	-20,866
Personnel	-21,790	-19,883
<b>Total</b>	<b>-45,944</b>	<b>-40,749</b>

The cost of sales increased by € 5,195k, a smaller increase than the one in revenues. The cost of labor includes depreciation and amortization in the amount of € 528k (previous year: € 910k).

## 3. Cost of sales and marketing

(in €k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013
Sales	-19,557	-16,855
<b>Total</b>	<b>-19,557</b>	<b>-16,855</b>

Due to increased sales activities, the cost of sales and marketing increased by € 2,702k. The cost of sales and marketing includes depreciation and amortization in the amount of € 474k (previous year: € 771k).

## 4. Administrative costs

(in €k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013
Administration	-4,864	-4,676
<b>Total</b>	<b>-4,864</b>	<b>-4,676</b>

The administrative costs increased disproportionately to revenues by € 188k (previous year: € 111k). The administrative costs include depreciation and amortization in the amount of € 118k (previous year: € 214k).

## 5. Total depreciation / amortization

(in € k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013
Depreciation on intangible assets	-7,650	-7,885
Depreciation on tangible assets	-1,145	-972
<b>Total according to inventory of assets</b>	<b>-8,795</b>	<b>-8,857</b>

Of the depreciation and amortization of intangible assets, € 5,487k (previous year: € 5,763k) is accounted for capitalized developments that are depreciated over a period of six years after completion.

## 6. Other revenues

Other revenues consist of the following items:

(in € k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013
Freight proceeds	56	0
Revenues from exchange rate differences	363	189
Revenues from insurance indemnifications	36	46
Other operating revenues	952	1,708
<b>Subtotal</b>	<b>1,408</b>	<b>1,942</b>
Grants (in R&D)	332	367
<b>Total</b>	<b>1,740</b>	<b>2,309</b>

No unfulfilled conditions or potential liabilities existed with respect to grants.

## 7. Income taxes

The tax expenses shown in the income statement are attributable to Germany and foreign countries as well as to current tax expenses and deferred tax expenses as follows:

(in € k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013*
<b>Taxes on current earnings</b>		
Germany	2,729	2,033
Other countries	1,242	927
	<b>3,971</b>	<b>2,960</b>
<b>Deferred tax expenditure</b>		
Germany	2,032	2,107
Other countries	14	0
	<b>2,046</b>	<b>2,107</b>
<b>Total</b>	<b>6,017</b>	<b>5,067</b>

\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014.



The tax charges based on the tax rate applicable to ISRA as a parent company and the actual tax charges of the Group can be reconciled as follows:

(in €k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013*
Earnings before taxes	19,145	16,512
Expected income tax expenditure	5,912	5,078
Effect from foreign income tax rates	-87	131
Consolidation-based and other effects	192	-142
Stated income tax expenditure	6,017	5,067

\* The prior-year comparatives were adjusted retrospectively due to the application of IAS 19 (amended) as of September 30, 2014. Earnings before taxes in the previous year amounted to € 16,542k.

In the 2013/2014 financial year, the corporate tax rate totaled 15%, plus the German reunification tax of 5.5% of corporate tax. This resulted in an effective corporate tax rate of 15.83%. Taking into account the local business taxes – which amounted to 15.05% – this resulted in an overall tax rate of approximately 30.88% (previous year: 30.76%).

The taxes in the individual financial statements of ISRA LLC, ISRA VISION SYSTEMS Inc., ISRA SURFACE VISION Inc. and ISRA VISION PARSYTEC Inc. were determined at a tax rate of 38.0%. A tax rate of 22.0% was applied to ISRA VISION Ltd. and ISRA VISION PARSYTEC Ltd. For ISRA VISION (Shanghai) Co. Ltd. a 25.0% tax rate was applied. A uniform tax rate of 32.46% was applied for the German PARSYTEC group. A tax rate of 20.0% was applied for the Finnish company ISRA VISION Finland Oy.

## 8. Receivables

(in €k)	Sept. 30, 2014	Sept. 30, 2013
Trade receivables of domestic group companies	30,071	24,411
Trade receivables of foreign group companies	6,540	4,083
Receivables from unfinished orders valued acc. to the percentage of completion method	33,581	34,686
<b>Balance sheet value</b>	<b>70,191</b>	<b>63,180</b>

Costs of additional recognized profits and minus recognized losses up to the balance sheet date amounted to € 37,813k (previous year: € 40,016k). Partial billings in the amount of € 4,233k (previous year: € 5,330k) have been deducted from the receivables from unfinished orders evaluated on the percentage of completion basis. The contract revenues recognized in the period based on the percentage of completion method amount to € 33,999k (previous year: € 35,149k).

The value adjustments on receivables performed as follows:

(in €k)	2013/2014	2012/2013
Value adjustments as of October 1	1,379	847
Usage	581	304
Liquidation	120	240
Allocation	354	1,094
Exchange rate differences	27	-18
Value adjustments as of September 30	1,059	1,379

The devaluations for receivables disclosed as other revenues were made exclusively on a case-by-case basis. The check of the receivables disclosed on the balance sheet date did not result in any other recognizable risks for the Company's receivables.

The receivables are structured according to maturity dates as follows:

(in € k)	Balance sheet value	Of which not overdue or value-adjusted as of the reporting date	Net value of value-adjusted receivables	Of which not value-adjusted as of the reporting date but overdue (for one of the periods below)			
				< 31 days	31-60 days	61-90 days	> 90 days
Receivables							
as per Sept. 30, 2014	70,191	52,997	854	4,957	1,655	1,820	7,909
as per Sept. 30, 2013	63,180	50,936	1,152	3,159	1,042	1,232	5,659

With regard to overdue but non-value-impaired receivables, there are no indications that the debtors will not ultimately fulfill their payment obligations.

## 9. Inventories

The inventory include:

(in € k)	Sept. 30, 2014	Sept. 30, 2013
Raw materials, ancillary resources and supplies	9,000	8,775
Work in progress	17,089	16,171
Finished products	1,874	902
<b>Balance sheet value</b>	<b>27,963</b>	<b>25,848</b>

In the 2013/2014 financial year, impairment losses on inventories amounted to € 127k (previous year: € 165k).

## 10. Financial assets

This category comprises the following short-term and long-term financial assets:

(in € k)	Sept. 30, 2014		Sept. 30, 2013	
	Short-term	Long-term	Short-term	Long-term
Loans and other receivables from employees	532	0	424	0
Insurance claims	0	1,048	0	1,263
Rental deposits	0	161	101	72
Miscellaneous	3,246	0	743	0
<b>Balance sheet value</b>	<b>3,778</b>	<b>1,210</b>	<b>1,268</b>	<b>1,335</b>

The long-term insurance claims arise from re-insurance policies.

## 11. Other receivables

This category comprises the following short-term and long-term receivables:

(in € k)	Sept. 30, 2014		Sept. 30, 2013	
	Short-term	Long-term	Short-term	Long-term
Advance payments	611	0	431	0
Sales tax receivables	178	0	2,621	0
<b>Balance sheet value</b>	<b>789</b>	<b>0</b>	<b>3,053</b>	<b>0</b>

## 12. Intangible assets

Intangible assets include:

(in €k)	Goodwill	Software, licenses	Capitalized work	Total
<b>Procurement and production costs</b>				
October 01, 2013	40,346	31,226	75,164	146,735
Additions	0	809	11,977	12,787
Additions from acquisitions	0	0	0	0
Disposals	0	2,850	6,822	9,672
Reclassifications	0	0	0	0
Currency exchange variations	194	-88	15	122
September 30, 2014	40,540	29,097	80,334	149,972
<b>Depreciation and amortization</b>				
October 01, 2013	2,023	17,264	34,618	53,905
Additions	0	2,163	5,364	7,527
Additions from acquisitions	0	0	0	0
Disposals	0	2,840	6,822	9,663
Reclassifications	0	0	0	0
Value impairment	0	0	123	123
Reversal of impairment loss	0	0	0	0
Currency exchange variations	18	3	15	36
September 30, 2014	2,041	16,589	33,298	51,928
<b>Balance sheet value of intangible assets</b>				
October 01, 2013	38,323	13,963	40,546	92,831
September 30, 2014	38,499	12,508	47,036	98,043

(in €k)	Goodwill	Software, licenses	Capitalized work	Total
<b>Procurement and production costs</b>				
October 01, 2012	39,444	26,508	63,984	129,936
Additions	0	421	9,456	9,878
Additions from acquisitions	1,022	4,415	1,732	7,169
Disposals	0	120	0	120
Reclassifications	0	0	0	0
Currency exchange variations	-120	2	-9	-128
September 30, 2013	40,346	31,226	75,164	146,735
<b>Depreciation and amortization</b>				
October 01, 2012	2,034	14,097	27,792	43,923
Additions	0	2,122	5,264	7,386
Additions from acquisitions	0	1,046	1,073	2,118
Disposals	0	0	0	0
Reclassifications	0	0	0	0
Value impairment	0	0	499	499
Reversal of impairment loss	0	0	0	0
Currency exchange variations	-11	-1	-9	-22
September 30, 2013	2,023	17,264	34,618	53,905
<b>Balance sheet value of intangible assets</b>				
October 01, 2012	37,410	12,411	36,192	86,012
September 30, 2013	38,323	13,963	40,546	92,831

The purchased software, the license costs and the intangible assets purchased as acquisitions, in so far as these were identifiable when the purchase price was allocated, are shown under software and licenses.

The cumulative depreciations on the capitalized developments come in at a total of € 33,298k (previous year: € 34,618k); depreciations from the year under review account for € 5,487k (previous year: € 5,763k). Capitalized developments have been value impaired by € 123k (previous year: € 499k), because the value in use would be negative as the recoverable amount.

The goodwill impairment test is conducted on the basis of the cash-generating units (CGU) by comparing the amount recoverable with the carrying amount, where the amount recoverable is based on the value in use.

The value in use has been calculated using a discounted cash flow method, which is subject to the following premises:

- Cash flows depend on the management's current planning for a period of five years. Significant planning assumptions have been made regarding sales growth, working capital quote and EBIT margin. Management bases its planning on historical data as well as external market studies.
- For the periods going beyond the planning, growth rates of 1.5% (previous year: 1.5%) have been assumed.
- A weighted-average cost of capital before taxes (WACC) of 9.80% was assumed (previous year: 10.5%).

The impairment tests for the goodwill have not resulted in the need for a goodwill impairment.

If the underlying working capital quote had been higher by 2 percentage points for the goodwill impairment tests of the cash-generating units, it would have resulted in no value impairment. If the underlying revenue growth rates had been lower by 3 percentage points for the goodwill impairment tests of the cash-generating units, it would have resulted in no value impairment. If the underlying EBIT quotes had been lower by 1 percentage point for the goodwill impairment tests of the cash-generating units, it would have resulted in no value impairment.

The goodwill by segments is derived as follows:

(in € k)	Sept. 30, 2014	Sept. 30, 2013
Goodwill Industrial Automation	5,866	5,836
Goodwill Surface Vision	32,633	32,486
<b>Goodwill</b>	<b>38,499</b>	<b>38,323</b>

ISRA VISION AG records the provision for depreciation for intangible assets in the positions of cost of sales, research and development, and sales and general administrative costs, according to the use of the intangible asset.

As of September 30, 2014, there were no contractual obligations to acquire intangible assets (as in the previous year).

### 13. Tangible assets

Total tangible assets include:

(in €k)	Land and buildings	Technical equipment	Office equipment	Fixed assets under construction	Total
<b>Procurement and production costs</b>					
October 01, 2013	1,587	5,133	7,335	802	14,858
Additions	290	390	630	135	1,444
Additions from acquisitions	0	0	0	0	0
Disposals	0	18	274	0	292
Reclassifications	17	-17	660	-660	0
Currency exchange variations	84	0	63	4	151
September 30, 2014	1,978	5,488	8,414	281	16,161
<b>Depreciation and amortization</b>					
October 01, 2013	290	3,034	5,853	143	9,320
Additions	52	468	624	0	1,145
Additions from acquisitions	0	0	0	0	0
Disposals	0	0	242	0	242
Reclassifications	0	0	0	0	0
Value impairment	0	0	0	0	0
Reversal of impairment loss	0	0	0	0	0
Currency exchange variations	20	0	50	4	73
September 30, 2014	362	3,502	6,285	146	10,295
<b>Balance sheet value of tangible assets</b>					
October 01, 2013	1,297	2,099	1,483	660	5,538
September 30, 2014	1,616	1,985	2,129	135	5,865

As of September 30, 2014, there were no contractual obligations to acquire tangible assets (as in the previous year).

(in €k)	Land and buildings	Technical equipment	Office equipment	Fixed assets under construction	Total
<b>Procurement and production costs</b>					
October 01, 2012	1,612	1,914	6,671	776	10,974
Additions	4	882	430	49	1,365
Additions from acquisitions	0	1,665	1,179	0	2,844
Disposals	0	80	160	0	239
Reclassifications	22	751	-751	-22	0
Currency exchange variations	-51	0	-34	-1	-86
September 30, 2013	1,587	5,133	7,335	802	14,858
<b>Depreciation and amortization</b>					
October 01, 2012	239	1,451	4,641	144	6,475
Additions	61	319	592	0	972
Additions from acquisitions	0	1,333	804	0	2,137
Disposals	0	69	155	0	225
Reclassifications	0	0	0	0	0
Value impairment	0	0	0	0	0
Reversal of impairment loss	0	0	0	0	0
Currency exchange variations	-10	0	-28	-1	-40
September 30, 2013	290	3,034	5,853	143	9,320
<b>Balance sheet value of tangible assets</b>					
October 01, 2012	1,372	464	2,030	632	4,499
September 30, 2013	1,297	2,099	1,483	660	5,538

#### 14. Financial liabilities to banks

As of the balance sheet date, ISRA had long-term bank liabilities of € 8,025k (previous year: € 11,575k).

The short-term bank liabilities total € 31,974k (previous year: € 28,944k).

The weighted average interest rate over the 2013/2014 financial year for bank liabilities amounts to 1.27%.

#### Liquidity risks

The following tables present the contractually stipulated (undiscounted) cash flows of the interest and repayments of the financial liabilities that fall within the scope of IFRS 7:

2013/2014 (in € k)	Balance sheet value	Cash flows 2014/2015		Cash flows 2015/2016		Cash flows from 2015/2016	
		Interest	Repayment	Interest	Repayment	Interest	Repayment
Liabilities to banks	39,999	103	31,974	22	8,025	0	0
Trade payables	8,681		8,681				
Cash flow hedge	0						
Financial liabilities	12,135		12,135				
Other liabilities	608		608				

2012/2013 (in € k)	Balance sheet value	Cash flows 2013/2014		Cash flows 2014/2015		Cash flows from 2014/2015	
		Interest	Repayment	Interest	Repayment	Interest	Repayment
Liabilities to banks	40,519	158	28,944	103	3,550	22	8,025
Trade payables	6,676		6,676				
Cash flow hedge	2		2		2		
Financial liabilities	11,206		11,206				
Other liabilities	1,659		1,659				

All liabilities as of the balance sheet date of September 30, 2014 and for which payments were contractually stipulated were included. An acceptance of new liabilities was not taken into account. The variable interest rate payments associated with financial instruments were calculated on the basis of an average interest rate for financial year 2013/2014.

The future cash outflow expected from the financial liabilities will be covered by the operative business, receivables and the lines of credit available.

#### 15. Trade payables

Trade payables total € 8,681k (previous year: € 6,676k). The liabilities are being paid off regularly, taking full advantage of discount terms offered. The liabilities are free of interest and payable within a year.

#### 16. Other accruals

Other accruals include the following items:

(in € k)	Oct. 01, 2013	Additions	Usage	Liquidation	Change from currency variations	Sept. 30, 2014	Of which due in the next financial year
Warranties	289	223	126	6	0	380	380
Contribution for severely disabled persons / Pension Insurance Association	102	40	39	1	4	106	106
Other accruals	570	626	523	1	19	691	691
<b>Balance sheet value</b>	<b>961</b>	<b>889</b>	<b>688</b>	<b>8</b>	<b>23</b>	<b>1,177</b>	<b>1,177</b>

The other accruals also contain accruals for outstanding work, leave, work on annual financial statements and bonus payments.

## 17. Other financial liabilities

(in €k)	Sept. 30, 2014	Sept. 30, 2013
Wages/salaries, performance bonuses, related social insurance contributions and remaining holiday entitlements	6,316	5,152
Other liabilities	5,819	6,056
<b>Balance sheet value</b>	<b>12,135</b>	<b>11,208</b>

In relation to advance payments from customers associated with maintenance contracts, a liability has been introduced to cover the remaining period of the contracts. These other liabilities will be amortized over the remaining period of the contracts.

## 18. Other liabilities

(in €k)	Sept. 30, 2014	Sept. 30, 2013
Advance payments received	608	575
Sales tax liabilities	0	1,084
<b>Balance sheet value</b>	<b>608</b>	<b>1,659</b>

## 19. Deferred tax assets/deferred tax liabilities

The calculation of the deferred taxes is based on average profit tax rates of 30.9% (previous year: 30.8%) for Germany and 38% (previous year: 41%) for the United States. The deferred tax assets result primarily from existing tax losses carried forward from the German subsidiaries. The deferred taxes are distributed as follows to the balance sheet items:

(in €k)	Sept. 30, 2014	Sept. 30, 2013
Intangible assets	13,553	11,426
Inventories	-2,065	-3,124
Receivables, POC	11,791	12,571
Other items	1,897	3,489
<b>Deferred tax liabilities</b>	<b>25,176</b>	<b>24,362</b>
Losses carried forward	2,144	2,893
Pension provisions	403	260
Other accruals	229	289
Other items	0	610
<b>Deferred tax assets</b>	<b>2,777</b>	<b>4,052</b>

The deferred tax assets realized after more than 12 months amount to € 1,870k (previous year: € 3,026k). The deferred tax liabilities realized after more than 12 months amount to € 10,720k (previous year: € 11,454k).

The change in the balance of the deferred taxes amounts to 2.0 million euros (previous year: 3.3 million euros).

Tax losses carried forward totaled € 9.5 million as of September 30, 2014 (previous year: € 12.0 million). No deferred tax assets were set aside for € 2.6 million (previous year: € 2.6 million) of the tax losses carried forward. The Executive Board has assessed the usability of the losses carried forward based on corporate planning for 2015-2019.

Permanently valid losses carried forward amount to € 9.3 million. Within 20 years, € 0.2 million in losses carried forward will expire.

## 20. Pension provisions

The ISRA Vision Group applied the changed standard IAS 19, Employee Benefits (revised in 2011), for the period under review for the first time. In accordance with IAS 8.22, the previous period incl. its opening balance sheet values was also adjusted according to the new regulations and presented in the consolidated balance sheet accordingly. These values reflect balances as if the new regulations had been applied all this time. For the type of change in accounting method as well as the amount of corrections for earlier periods, see chapter 2, Accounting Methods.

The accruals for obligations to employees according to the Company pensions plan have been evaluated on the basis of the projected unit credit method (current one-off premium payment procedure) in accordance with IAS 19. In the process, the defined benefit obligation (DBO) and the

current service cost are calculated precisely for each beneficiary according to the respective single commitment. The pension obligations were calculated using the mortality tables published by Dr. Heubeck in 2005.

The pension liabilities arise from pension obligations of ISRA VISION LASOR GmbH based on a pension scheme terminated as of July 31, 2004 of FELDMÜHLE Aktiengesellschaft as well as ISRA VISION PARSYTEC AG and ISRA PARSYTEC GmbH on the basis of formal individual commitments.

The pension plans from the terminated pension scheme consisted of a base amount and increments calculated based on the number of years of service to be taken into account. Based on individual commitments, former senior executives were granted pension commitments in form of proportional fixed monthly pensions upon reaching the age limit or survivor's benefits.

In the consolidated balance sheet, pension obligations were combined based on similar agreements and are explained together accordingly.

The retirement benefits overall include 37 eligible persons, 4 of them retirees, 13 active employees and 20 former employees. Since no new benefits can be earned, the risk of the company results exclusively from the development of the interest rates, the expected age of retirement as well as the life expectancy of eligible persons.

Determining the obligations as per September 30, 2014 is based on independent actuarial opinions by experts for company pension schemes.

The assessments for ISRA VISION LASOR GmbH are based on the following assumptions: discount rate 2.60% (previous year: 3.80%), projected pension increase of 1.80% p.a. (previous year: 1.90%).

For ISRA VISION PARSYTEC AG and ISRA PARSYTEC GmbH, the following assumptions were made: discount rate 2.60% (previous year: 3.80%), projected pension increase 1.80% p.a. (previous year: 1.90%).

The "Reference Guidelines 2005 G" from Dr. Klaus Heubeck were used as calculation bases. The fluctuation was assessed with 0% since the obligations to active employees were exclusively unchallengeable claims that are based on fully earned entitlement.

The cash values of performance-based pension obligations developed as follows during the 2013/2014 financial year:

(in € k)	2013 / 2014	2012 / 2013	Oct. 01, 2012
Cash value of defined benefit obligations at start of FY	2,407	2,235	2,059
Actuarial (profits) losses	493	179	176
Interest costs	22	30	0
Pension payments	-34	-37	0
<b>Total at end of financial year</b>	<b>2,888</b>	<b>2,407</b>	<b>2,235</b>

Interest costs are contained in the financial result of the respective financial year.

The actuarial profits and losses are presented neutral in their effects in equity adjusted by the earnings tax effect. The total amount of the actuarial profits/losses of the financial year falls to changes in financial assumptions.

A change of the essential actuarial assumptions by half a percentage point each as of the balance sheet date would result in the following changes of the cash value of the performance-based obligation:

(Sensitivity of DBO as per Sept. 30, 2014 in € k)	+0.5%	-0.5%
Interest rate	-206	230
Pension increases (projected pension increase)	141	-129

The following pension payments to eligible persons are expected for the next years.

(Expected pension payments in € k)	
Financial Year 2014/2015	77
Financial Year 2015/2016	87
Financial Year 2016/2017	96
Financial Year 2017/2018	97
Financial Year 2018/2019	100
Financial Year 2019/2020 - 2023/2024	634



In the 2013/2014 financial year, € 2,053k (previous year: € 1,957k) were recorded as incurred as contribution-oriented pension provisions to the statutory pension insurance.

## 21. Equity

### a) Share capital

The Company's **share capital** as of the balance sheet date totals € 4,381,240.00, divided into bearer shares of EUR 1.00 per share.

Capital developed as follows during the current financial year:

The capital amounts to € 4,381,240.00 as of the balance sheet date (previous year: € 4,381,240.00).

The Company holds 3,800 own shares (previous year: 300 shares).

In addition, the General Meeting held on March 24, 2010 resolved an amendment to the Articles of Association. This amendment authorizes the Executive Board to increase the Company's share capital until March 23, 2015 once only or on multiple occasions by issuing new no-par value shares against cash or non-cash contributions, up to a maximum amount of € 2,190,620.00 (**authorized capital**). With the agreement of the Supervisory Board, The Executive Board is authorized to exclude the statutory subscription rights of shareholders

- for fractional amounts,
- to secure shares in return for contributions of fixed assets, in particular in the context of mergers with other companies or the purchase of other companies, parts of companies or of an interest in other companies,
- if the capital increase takes place by means of an equity contribution and the issued value is not, at the time of the final determination of the issued value by the Executive Board, significantly less than the share price of the shares of a similar nature and scope which are already quoted on the stock markets, when judged in terms of the provisions of § 203 Sections 1 and 2, 186 Section 3 Clause 4 of the German Stock Corporation Act (AktG) and the amount of the share capital attributable to the shares issued under exclusion of the statutory subscription rights according to § 186 Section 3 Clause 4 of the German Stock Corporation Act (AktG) does not exceed € 438,124.00 and 10% of the recorded base capital at the time of the issue of the new shares. Realization of stocks must be charged against this 10% limitation of base capital if they come into effect due to authorization under shareholder exception from subscription according to § 71 Section 1 No. 8 of the German Stock Corporation Act (AktG) in conjunction with § 186 Section Clause 4 of the German Stock Corporation Act (AktG). In addition, stocks used to service bonds under warrant and/or conversion right fall under the 10% limitation of share capital if the bond was issued under shareholder exception from subscription due to authorization according to § 186 Section 3 Clause 4 of the German Stock Corporation Act.

Subject to agreement by the Supervisory Board, The Executive Board is authorized to determine the further details of implementing the increase in capital stock from the authorized capital.

Under a resolution passed by the General Meeting on March 29, 2011, the share capital of ISRA VISION AG is conditionally increased by up to € 100,000.00 by issuing up to 100,000 no-par value bearer shares to implement an employee equity compensation plan (**conditional capital I**).

Under a resolution passed by the General Meeting on March 29, 2011, share capital has been increased by up to " 1,790,620.00 of no-par value bearer shares (**conditional capital II**). The conditional capital increase may only be carried out to the extent that the holder of convertible or negotiable option bonds, issued on the basis of the authorization given to the Executive Board by the Annual General Meeting from March 29, 2011 to March 28, 2016, makes use of this conversion or option right, or to the extent that the holders, who are obligated to make the conversion fulfill their obligation to undertake the conversion. The issue price of the new shares will be based on the specific option/conversion price in accordance with the above authorization resolution. The new shares will begin participating in company profits as of the start of the financial year in which they are created (by exercising option/conversion rights and/or fulfilling option/conversion obligations).

Under a resolution passed by the General Meeting held on March 24, 2010, the Executive Board of ISRA VISION AG has been authorized to acquire its own shares until March 23, 2015, complying with the principle of equal treatment (§ 53a of the German Stock Corporation Act (AktG)). They are authorized to acquire up to 10% of the recorded base capital at the time of the adoption of the resolution, under the provision that the shares which are purchased in accordance with this authorization, when added to the other shares in the Company which the Company has already purchased and still possesses or which have to be allocated to it pursuant to § 71a and following of the German Stock Corporation Act (AktG), do not represent more than 10% of the base capital of the Company. In addition, the requirements of § 71 Section 2 Clauses 2 and 3 of the German Stock Corporation Act (AktG) must be observed. Purchases may not be undertaken for the purpose of trading in own shares. This authorization may be implemented in full or in parts. Purchases may be undertaken within the period covered by the authorization up to the point where the maximum purchase volume has been reached by partial purchases on various purchasing dates. Purchases may also be undertaken by subsidiary enterprises of the company in the context of § 17 of the German Stock Corporation Act (AktG) or on its/their behalf by third parties.

b) *Capital reserve*

The capital reserve primarily contains share premiums from the initial public offering and capital increases; expenditures from corporate actions were also charged to the capital reserve.

As of September 30, 2014, the capital reserve was € 38,623k (previous year: € 38,623k).

c) *Own shares*

The purchase costs of own shares changed from € 8k to € 162k.

d) *Reserve for cash flow hedges*

The reserve for the cash flow hedge of the previous year is associated with the hedging of payment streams by means of an interest rate swap.

e) *Equity capital accounted to non-controlling shareholders*

In addition to ISRA VISION AG, other non-controlling shareholders have an interest in the subsidiaries ISRA VISION PARSYTEC AG and ISRA VISION VISTEK A.S. Their share of the net assets of the respective subsidiary is recorded in the item designated accordingly in group equity.

f) *Currency exchange differences*

The currency exchange variations in the equity capital serve to record the differences that result from the currency conversions in the financial statements of foreign subsidiaries. The balancing items for currency exchange variations increased in the 2013/2014 financial year from € 1,198k to € 1,771k.

g) *Dividend*

In the 2013/2014 financial year, ISRA paid out dividends for the 2012/2013 financial year in the amount of € 1,533k. This corresponds to a dividend of € 0.35 per share.

## 22. Hedging transactions

To hedge against payment risks arising from variable-rate liabilities, ISRA VISION used payer interest rate swaps to counter the risk of higher interest payments due to increasing market rates. The interest rate swap is quoted in EUR and has a repayment period until October 31, 2013. The nominal amount of interest rate swaps amounts to € 0k (previous year: € 250k). Their fair value is determined by direct reference to publicly quoted market prices in an active market.

As of the balance sheet date, derivatives used for hedging purposes accounted for fair value of € 0k (previous year: € -2k). The payment streams from the hedged underlying transactions and the hedging instruments end in October 2013 and are affecting profit until this date.

(in € k)	2013 / 2014				2012 / 2013			
	Level 1	Level 2	Level 3	Sum	Level 1	Level 2	Level 3	Sum
Cash flow hedge		0		0		-2		-2

- Level 1: At this level of the fair value hierarchy, the fair values are determined on the basis of publicly quoted market prices that can be observed for the financial instrument in an active market.
- Level 2: If no price can be determined for a financial instrument in an active market, the fair value must be determined by means of a valuation model. The valuation models include the use of the most recent business transactions between knowledgeable, willing and independent business partners, reference to the fair value of another financial instrument that is substantially the same, the valuation using a discounted cash flow method, or via option-price models. A level-2 valuation is given if all significant input factors for the valuation result can be observed directly or indirectly.
- Level 3: The valuation is based on a valuation model which also uses parameters that cannot be observed in the market, but which are significant for the assessment as a whole.

For the other earnings from cash flow hedges, deferred taxes in the amount of € 0.4k (previous year: € 6k) were included in the other earnings. The change of unrealized profits to cash flow hedges amounted to € 27k (previous year: € 31k).

### 23. Contingent liabilities and other financial liabilities

These liabilities relate to mid-term and long-term leases of buildings and rentals of motor vehicles, the telephone system as well as of office fittings. The resulting liabilities are as follows:

Expenditures during the year (in €k)	Year under review	Previous year
2014 to 2019 (previous year: 2013 to 2018)	4,648	6,114
After Sept. 30, 2019 (previous year: after Sept. 30, 2018)	397	572
Expenditures in year under review	3,459	3,997

There were no liabilities from **investment projects already started** on the balance sheet date.

The leasing contract on the building for ISRA SURFACE VISION GmbH in Herten includes a purchasing right in favor of ISRA SURFACE VISION GmbH.

Future minimum leasing payments due to non-terminating operate-lease contracts (in €k)	Year under review	Previous year
Up to one year	249	287
More than one year and up to five years	83	331
More than five years	0	0

The basis for the definition of the conditional leasing payments is the leasing of the building for its use as a production site and as the new SURFACE VISION headquarters in Herten. 2,407 sqm of office space, a 924 sqm production hall and parking spaces have been leased. The lease began on February 1, 2006 and expires after 10 years; an extension to the lease of a further seven years is possible. Measures that increase the costs of the lease or overheads may only be carried out with the approval of ISRA SURFACE VISION GmbH. The stipulated lease has increased because of the actual construction costs, which have exceeded the planned construction costs due to changes that ISRA made to the plans.

Rent expenditures in the 2013/2014 financial year from the operate lease relationship totaled € 245k (previous year: € 244k).

### 24. Observations on consolidated cash flow statement

The cash and cash equivalents comprise cash in hand and bank deposits available at short notice. An amount totaling € 315k (previous year: € 525k) was deposited as a security.

Short-term liquid funds total € 10,924k (previous year: € 9,130k). Long-term liquid funds currently total € 315k (previous year: € 525k), which corresponds to the security deposited.

Company acquisitions in the year under review resulted in a reduction of liquidity amounting to approx. € 750k (previous year: € 1,410k). As a result, ISRA VISION AG acquired additional 51 % of ISRA VISION VISTEK A.S., Istanbul for € 750k in November 2013.

### 25. Transactions with affiliated companies or related parties

Under a lease dated August 12, 1998, the Company leased administration, storage, and development premises at the Company's registered office in Darmstadt from ISRA Bau-Mitarbeiter-Beteiligungsgesellschaft GbR, Darmstadt. Two members of the Executive Board of ISRA VISION AG are partners of this GbR (civil law partnership). The addendum to the lease dated October 01, 2012 has a fixed initial term of ten years and may not be terminated during this period. The monthly rent amounts to € 10,200.26 plus a lump-sum for ancillary costs of € 805.29. The terms and provisions of the rental agreement were negotiated at arm's length. As of the balance sheet date, liabilities to ISRA Bau-Mitarbeiter-Beteiligungsgesellschaft GbR amounted to € 0k (previous year: € 0k). In the year under review, rental expenditure for GbR amounted to € 132k (previous year: € 132k).

Future minimum leasing payments due to non-terminating operate-lease contracts (in €k)	Year under review	Previous year
Up to one year	132	132
More than one year and up to five years	528	528
More than five years	396	528

## 26. Classes of financial assets/liabilities and reconciliation statement

The classes of financial assets and liabilities correspond to the balance sheet items as follows:

(in €k)	Category acc. to IAS 39	Carrying amount Sept. 30, 2014	Consolidated balance sheet valuation acc. to IAS 39			Carrying amount Sept. 30, 2013	Consolidated balance sheet valuation acc. to IAS 39		
			Fair value	Continued purchase costs	Fair value without affecting profit/loss		Fair value	Continued purchase costs	Fair value without affecting profit/loss
<b>Assets</b>									
Cash and cash equivalents	Loans and receivables	11,239	0	11,239	0	9,655	0	9,655	0
Trade receivables	Loans and receivables	70,191	0	70,191	0	63,180	0	63,180	0
Other assets	Loans and receivables	5,776	0	5,776	0	5,656	0	5,656	0
<b>Of which aggregated to valuation categories acc. to IAS 39</b>									
Loans and receivables		87,206	0	87,206	0	78,491	0	78,491	0
<b>Equity and liabilities</b>									
Trade payables	financial liabilities valued at continued purchase costs	8,681	0	8,681	0	6,676	0	6,676	0
Liabilities to banks	financial liabilities valued at continued purchase costs	39,999	0	39,999	0	40,519	0	40,519	0
Derivative financial liabilities with hedge relation	n/a	0	0	0	0	2	2	0	2
Other liabilities	financial liabilities valued at continued purchase costs	12,743	0	12,743	0	12,867	0	12,867	0
<b>of which aggregated to valuation categories acc. to IAS 39</b>									
financial liabilities valued at continued purchase costs		61,423	0	61,423	0	60,062	0	60,062	0

The cash and cash equivalents, the trade receivables/trade payables and other receivables/payables primarily have a short maturity. Their carrying amounts as of the balance sheet date of September 30, 2014, are therefore nearly the same as their fair value. The carrying amount of the bank liabilities is the same as their fair value since the revaluation of future interest payments will generally not significantly affect the fair value of the liability with regard to bank liabilities that have a variable interest rate.

## 27. Net profit/net loss

The net results of the financial instruments according to analysis categories are as follows:

(in € k)	From interests and dividends	From the subsequent valuation			From disposal	Net result	
		At fair Value	Currency conversion	Value adjustment		2013/2014	2012/2013
Loans and receivables	-16	0	-203	-234	-90	-542	-771
Liabilities balanced for continued purchase costs	-727	0	189	0	0	-538	-763

## 28. Personnel

During the 2013/2014 financial year, the number of employees averaged 594 (previous year: 542).

	Year under review	Previous year
Employees	545	500
Temporary help	49	42
	<b>594</b>	<b>542</b>

Cost of labor:

(in € k)	Oct. 1, 2013 - Sept. 30, 2014	Oct. 1, 2012 - Sept. 30, 2013
Wages and salaries	-34,252	-30,017
Social security expenses, expenses for pension benefits	-4,533	-4,531
<b>Total</b>	<b>-38,785</b>	<b>-34,548</b>

## 29. Information on capital management

The capital management essentially considers cash and cash equivalents (€ 10,924k) as well as financial liabilities to banks (see 14) and equity capital (see 21).

The primary objective of capital management is to guarantee liquidity at any time. The group's financing and liquidity is safeguarded centrally through in-depth financial planning.

## 30. Stock option program

As a publicly listed company, ISRA VISION AG had a special option to let its employees participate directly in its profits via a stock option program.

The conditions for option rights, according to the old stock option program, on shares of ISRA VISION AG were laid down on the basis of the authorization given by the Annual General Meeting on March 28, 2006 and are as follows: options may only be issued to members of the Executive Board, managers and employees of ISRA VISION AG and companies in the ISRA VISION AG Group.

The total carrying amount of liabilities from these option rights amounted to € 13k (previous year: € 11k) as of the balance sheet date. During the 2013/2014 financial year, the total expenditure for share-based payments amounted to € 1k.

	Number of share options	Weighted average exercise price in €
Outstanding/exercisable share options Oct. 01, 2013	314	18.06
Granted	0	
Exercised	21	53.82
Expired	22	15.60
Outstanding share options Sept. 30, 2014	271	15.93
<b>Of which exercisable as of Sept. 30, 2014</b>	<b>178</b>	

Exercise price	Number	Weighted contract duration
5.00 - 9.99	0	
10.00 - 14.99	0	
15.00 - 19.99	271	1.3
20.00 - 24.99	0	
25.00 - 29.99	0	
	271	

Options may only be exercised after a blocking period of two years has expired.

Exercising options is possible if the price of the share of ISRA VISION AG prior to the start of the respective exercise window, in which exercising can occur, exceeds the price of the share of ISRA VISION AG as reference price 1 in the time period in which the option rights are granted as reference price 2, by at least 20%. Reference price 1 is determined on the basis of the mean value of the closing prices of the share of ISRA VISION AG as determined in Xetra trading on the Frankfurt Stock Exchange between the 15th and the 5th trading day (each inclusive) prior to the start of the respective exercise window. Reference price 2 is determined based on the mean value of the closing prices of the share of ISRA VISION AG as determined in Xetra trading on the Frankfurt Stock Exchange on the last ten trading days before granting the option.

Exercising options is possible if the performance of the share of ISRA VISION AG between the two determined reference periods below exceeds 10% of the performance of the TecDAX within the same period. The first reference period includes the last 10 trading days at the stock exchange before granting the options, the second reference period includes the time between the 15th and the 5th trading day (each inclusive) prior to the start of the respective exercise window, in which exercising can occur. For both reference periods, the starting value (average share price of the first reference period) and closing value (average share price of the second reference period) is determined based on the mean value of the closing prices of the share of ISRA VISION AG as determined in Xetra trading on the Frankfurt Stock Exchange during the reference period.

The performance is the share price development, expressed in percentage points, in a comparison of the starting value with the closing value. The percentage appreciation of the TecDAX is determined in the same way based on the arithmetic averages of the listings of the TecDAX index in both reference periods. If the TecDAX is terminated during the lifetime of the stock option plan or the options issued under it, then the TecDAX will be replaced by another index whose composition matches the TecDAX as closely as possible or, if such an index should not exist, the comparison index will continue to be calculated by a bank authorized by ISRA VISION AG, using as many individual share prices of the TecDAX as possible to match the original TecDAX at the start of the lifetime of the stock option plan as best as possible. The Executive Board with the approval of the Supervisory Board will then determine which index is to be selected or whether a new index under incorporation of as many individual share prices of the TecDAX as possible will be formed.

According to the stock option program, options can be exercised for either cash or shares as selected by the issuer. However, ISRA VISION AG's (past) internal practice tends towards offering cash for stock options. An option holder's options expire if the option holder has terminated the employment relationship with the company, or if they are no longer a member of a statutory body of ISRA VISION AG or of a group company. Irrespective of this, options remain in force unchanged if the employment relationship ends due to the employee retiring or owing to professional disability. Options cannot be inherited or transferred. In addition, option rights expire five years after the day they are issued.

Option rights may be exercised only if the predefined target for success has been reached. These are based on the stock performance in relation to purchase price and time of exercise. The subscription price for a share is given by the arithmetic average of the closing prices in XETRA trading for the share in the period between the 15th and 5th trading day (before the option is issued), multiplied by a factor of 1.1.

The Executive Board is authorized to specify the further details of the subscription conditions and of the issue and structure of the options. In addition, the Executive Board is authorized to transfer the shares that may be granted to fulfill the option rights by issuing acquired treasury shares or via new shares by way of a capital increase still to be implemented. Insofar as members of the Executive Board are affected, the further details will be specified by the Supervisory Board.

### 31. Earnings per share

The earnings per share calculated according to IAS 33 is based on the division of the consolidated net profit attributable to the parent company of € 12,999k (previous year: € 11,548k) by the 4,380,373 shares (previous year: 4,381,093 shares) on average circulating during the financial year.

There is no difference between the diluted and undiluted earnings per share because the outstanding stock options of employees had no computational effects.

	Number of shares in circulation
September 30, 2013	4,380,940
Own shares purchased	3,500
Shares issued	0
Own shares sold	0
September 30, 2014	4,377,440

### 32. Notifications in accordance with § 21 Section 1 and Section 1a of the German Securities Trading Act (WpHG)

ISRA VISION AG has been notified of the existence of shareholdings in accordance with § 21 Section 1 or Section 1a of the German Securities Trading Act (Wertpapierhandelsgesetz). The contents of the notifications are contained in the notes to the individual financial statements.

### 33. Declaration of conformity with the German Corporate Governance Code

As the only company currently publicly listed in Germany that is included in the consolidated annual financial statements, ISRA VISION AG has submitted the Declaration of Compliances prescribed by § 161 of the German Stock Corporation Act (AktG) and has made it accessible to shareholders under [www.isravision.com/entsprechenserklaerungen](http://www.isravision.com/entsprechenserklaerungen) in the Investor Relations area.

### 34. Auditors' fees

The following fees have been accrued in the ISRA Group for auditing services and additional services by the auditor (PKF) and other companies of the worldwide association of PKF rendered in the 2013/2014 financial year:

(in € k)	Year under review	Previous year
Audit of annual financial statements	198	197
Other certification and valuation services	0	0
- for previous years	0	0
Tax advisory services	26	26
Other services	78	78
<b>Total</b>	<b>302</b>	<b>301</b>

The fee for the audit of annual financial statements includes approx. € 31 (previous year: € 31k) of fees for foreign PKF companies.

### 35. Risk management

#### *Principles of risk management*

In terms of its business, ISRA is subject to market risks, in particular currency, interest, liquidity and credit risks.

The objective of risk management is to counter these risks by taking active measures and limiting them as far as possible.

#### *Currency risks*

The currency risks primarily result from investments and operational activities.

A 10% increase in the EUR/USD exchange rate would lead to the results being reduced by € -438k (previous year: € -182k). A 10% decrease in the EUR/USD exchange rate would lead to the results being increased by € 535k (previous year: € 226k). Equity would lead to a change by € -303k and € 370k.

For ISRA VISION, a strong dollar has sales-promoting effects, negative effects can be expected only from a disproportionately strong euro. In this case, currency hedgings must be performed.

Currencies other than the USD do not play a significant role for ISRA.

The currency sensitivity analysis is subject to the following assumptions:

The currency sensitivity analysis on the reporting date of September 30, 2014 based on the foreign currency receivables and payables may be considered representative for the entire financial year.

#### *Interest risks*

Interest risks result from original financial instruments with variable or fixed interest rates if they are assessed at their fair value. Accordingly, interest change risks as defined in IFRS 7 do not therefore affect any financial instruments with fixed interest that are valued with amortized costs.

ISRA VISION AG is subject to interest risks only in the euro zone. The overwhelming number of bank liabilities designed to bear interest at a variable rate.

An interest sensitivity analysis using interest rates from 2013/2014 yields the following results:

If the market interest level as of September 30, 2014 had been 100 base points higher (lower), the result before taxes would have been € 220k (€ 27k) lower (higher) (previous year: € 241k, € 32k). The equity capital would have dropped (risen) by € 152k (€ 19k) (previous year: € 167, € 22k).

The interest sensitivity analysis is subject to the following assumptions:

The bank liabilities existing as of the reporting date of September 30, 2014 may be considered representative for the entire financial year. The analysis only involves original financial instruments that bear variable interest.

#### *Liquidity risks*

Among other things, liquidity risks result from financial bank liabilities (item 14). Additional liquidity risks result from the contingent liabilities and other financial liabilities (item 23), the trade payables (item 15) and the other financial liabilities (item 17).

#### *Price risks*

There were no significant price risks as of the balance sheet date.

#### *Credit risks*

ISRA conducts business with creditworthy third parties only. The majority of the customer structure consists of multinational companies with a high level of creditworthiness. By splitting the total receivables into various sub-areas and due to constant monitoring of the inventory of receivables, there is no significant non-payment risk. The maximum non-payment risk is limited to the declared carrying amount. There are no significant concentrations of non-payment risks. Due to the customer structure, there is similarly no risk concentration. For other financial assets, such as cash and cash equivalents, the maximum credit risk matches the carrying amount of these instruments if the contracting party fails to pay.

The maximum default risk to be reported is determined by the carrying amounts of the financial assets and the existing financial guarantees and amounts to € 4,987k (previous year: € 3,631k).

The non-payment risk will be accommodated by specific allowances for bad debts and commercial credit insurance.

#### *Financing risks*

The loans granted by banks are subject to contractually agreed terms and key operating numbers. These key operating numbers are verified each quarter (based on the quarterly results published on the Internet) as well as on each balance sheet date (based on the results published in the consolidated financial statements). Insofar as the agreed terms are found to have been breached, the creditors have the right to demand accelerated repayment of their claims.

### **36. Payments to the members of Executive and Supervisory Board**

The remuneration of Executive Board members comprises short-term components as well as long-term incentives. The short-term components comprise performance-based and non-performance-based elements. Non-performance-based components involve fixed remuneration, payments in kind and other types of benefits. Executive Board members also receive other benefits, such as allowances for health insurance and benefits in kind that primarily involve the use of a company car. As a performance-based element, payments to the members of the Executive Board include variable components which may amount to as much as 50% of basic pay. The non-performance-based fixed remuneration and the performance-based remuneration are revised annually by the Supervisory Board on the basis of objectives. To create a lasting remuneration system, a performance-based remuneration based on the development of the Company over a period of three years is intended for members of the Executive Board. For the Chairperson of the Executive Board and the founder of the Company, a special settlement in the event of removal, dismissal or non-renewal of the contract in the amount of 3 times the annual remuneration, as in the previous year, is intended due to his 30-year long affiliation.



In the 2013/2014 financial year, the non-performance-based parts of the remunerations total € 220k for Mr. Christ (previous year: € 201k), € 440k for Mr. Ersü (previous year: € 440k), € 200k for Dr.-Ing. Giet (previous year: € 176k), and € 160k for Mr. Rothermel (previous year: € 146k). The benefits in kind and allowances, which included the use of a company car and allowances for health insurance, amounted to € 27k for Mr. Christ (previous year: € 27k), € 29k for Mr. Ersü (previous year: € 29k), € 22k for Dr.-Ing. Giet (previous year: € 22k), and € 22k for Mr. Rothermel (previous year: € 22k). At the time of completing the audit, the Steering Committee of the Supervisory Board has not yet finally determined the amount of variable remuneration for financial year 2013/2014. The following amounts are an indication for the expected level of the performance-based remuneration, in particular for Mr. Christ € 81k (previous year: € 85k), for Mr. Ersü € 157k (previous year: € 190k), for Dr.-Ing. Giet € 24k (previous year: € 45k), and for Mr. Rothermel € 35k (previous year: € 40k). The variable performance-based remunerations with long-term incentive total € 28k for Mr. Christ (previous year: € 28k), € 35k for Mr. Ersü (previous year: € 35k), € 15k for Dr.-Ing. Giet (previous year: € 15k), and € 10k for Mr. Rothermel (previous year: € 10k). This resulted overall in the following expected non-performance-based and performance-based remunerations for Mr. Christ € 329k (previous year: € 314k), for Mr. Ersü € 632k (previous year: € 665k), for Dr.-Ing. Giet € 249k (previous year: € 236k), and for Mr. Rothermel € 205k (previous year: € 196k). The remuneration of the Executive Board totaled € 1,515k (previous year: € 1,511k). For previous years, the particular amounts of the performance-based remuneration with long-term relevance have been paid in the financial year 2013/2014.

For the members of the Executive board, a D&O insurance exists that meets the statutory requirements regarding the excess of the directors under the VorstAG.

The payments to the members of the Supervisory Board for their activities totaled € 89k (previous year: € 106k). No option rights have been granted to members of the Supervisory Board. The Chairperson of the Executive Board received a loan in the amount of € 200k (previous year: € 200k) in November 2010 for an investment object. The investment object serves as hedging. The interest rate is based on EONIA plus margin in accordance with the refinancing of the Company. The loan, which is paid off at the end of the term, has a repayment period of three years and was extended by two additional years.

#### Supervisory Board

Mr. Dr.-Ing. h. c. Heribert J. Wiedenhuies, Lahnstein, Chairperson of the Supervisory Board of PM – International AG, Speyer; Member of the Administrative Board of PM – International AG, Luxembourg; Member of the Advisory Committee (Chairperson) VITRULAN International GmbH, Marktschorgast (until March 31, 2014); Deputy Chairperson of the Supervisory Board of Fischer Computertechnik AG, Radolfzell/Lake Constance; Chairperson of the ISRA Supervisory Board since September 2007

Mr. Dr. Wolfgang Witz, Freiburg im Breisgau, Attorney at Law and Partner of the law firm Baas, Overlack, Witz, Mannheim, Deputy Chairperson of the Advisory Committee of Troester GmbH & Co. KG, Hanover; Deputy Chairperson of the Advisory Committee of TET Systems Holding GmbH & Co. KG, Heidelberg; Deputy Chairperson of the ISRA Supervisory Board since February 2000

Mr. Prof. Dr. rer. nat. Dipl.-Ing. Dr. Henning Tolle, Professor Emeritus, Rossdorf, former Chairman of the ISRA Supervisory Board from February 2000 to September 2007

Mr. Falko Schling, Frankfurt, Managing Director of bonotos Kältetechnik GmbH, Katzenelnbogen; Member of the Supervisory Board of PMG-Holding GmbH Füssen; Managing Director of KKM GmbH, Katzenelnbogen; Managing Director of AHT Research and Development GmbH, Katzenelnbogen; Member of the ISRA Supervisory Board since March 2008

Mr. Stefan Müller, Königsbrunn, former Managing Director of KUKA Roboter GmbH; Member of the ISRA Supervisory Board since July 2007

Mr. Dr. Erich W. Georg, Usingen, President of the MCIC GmbH (Management Consulting International Cooperation GmbH); Member of the Advisory Committee of Hedrich Vacuum Systems, Ehringshausen; Member of the ISRA Supervisory Board since October 2007

#### Executive Board

Mr. Enis Ersü, Graduate Engineer, Darmstadt (Chairperson)

Mr. Hans Jürgen Christ, Graduate Engineer, Ober-Ramstadt (Deputy Chairperson)

Mr. Dr.-Ing. Johannes Giet, Graduate Engineer, Eggenstein

Mr. Werner Rothermel, Graduate Engineer, Alsbach-Hähnlein

Darmstadt, January 14, 2015

ISRA VISION AG  
The Executive Board

## List of shareholdings of subsidiaries as of September 30, 2014

Name and domicile of the Company	Shareholding (in %)	Indirect investment via affiliate (no.)
Parent company		
ISRA VISION AG, Darmstadt, Germany		
Overview of affiliated companies		
1. ISRA VISION SYSTEMS Inc., Bloomfield Hills/Michigan, USA	100	
2. ISRA SURFACE VISION GmbH, Herten, Germany	100	
3. ISRA VISION LASOR GmbH, Bielefeld, Germany	100	
4. ISRA SURFACE VISION Inc., Duluth/Georgia, USA	100	3.
5. ISRA VISION (Shanghai) Co. Ltd., Shanghai, China <sup>a)</sup>	100	
6. ISRA VISION Ltd., London, United Kingdom	100	
7. ISRA VISION PARSYTEC AG, Aachen, Germany	96,07	
ISRA PARSYTEC GmbH, Aachen, Germany	96,07	7.
ISRA VISION JAPAN Co. Ltd., Tokio, Japan	96,07	7.
ISRA PARSYTEC Asia Pacific Co. Ltd., Seoul, South Korea	96,07	7.
ISRA VISION PARSYTEC Inc., Duluth/Georgia, USA	96,07	7.
ISRA VISION PARSYTEC Ltd., Hampshire, United Kingdom	96,07	7.
8. metronom Automation GmbH, Mainz, Germany	100	
9. ISRA VISION Graphikon GmbH, Berlin, Germany	100	
10. ISRA VISION GmbH, Darmstadt, Germany	100	
11. ISRA VISION SYSTEMS OF CANADA Inc., Windsor, Canada	100	
12. ISRA VISION INDIA Private Limited, Mumbai, India <sup>a)</sup>	100	
13. ISRA VISION Finland Oy, Helsinki, Finland	100	
14. 3D-Shape GmbH, Erlangen, Germany	100	
15. ISRA VISION COMÉRCIO, SERVIÇOS, IMPORTAÇÃO E EXPORTAÇÃO LTDA., São Paulo, Brazil <sup>a)</sup>	100	
16. ISRA VISION LLC, Moskau, Russia <sup>a)</sup>	100	
17. GP Solar GmbH, Neuried, Germany	100	
18. GP Inspect GmbH, Neuried, Germany	100	17.
19. ISRA VISION VISTEK A.S., Istanbul, Turkey <sup>a)</sup>	75	

a) Has a different balance sheet date than the parent.

The following companies exercised exemption under § 264 Section 3 German Commercial Code (HGB): ISRA SURFACE VISION GmbH, ISRA VISION LASOR GmbH, metronom Automation GmbH and ISRA VISION GmbH.

## Reproduction of the Auditor's Report

We have audited the consolidated financial statements - comprising the consolidated balance sheet, the consolidated statements of comprehensive income, the consolidated Cash-Flow statement, consolidated statement of changes in equity and notes, as well as the management report, prepared by ISRA VISION AG, Darmstadt, for the financial year from October 1, 2013 to September 30, 2014. The preparation of the consolidated financial statements and the management report in accordance with IFRS, as it is to be applied in the EU, and supplementary according to the accounting principles of § 315a Paragraph 1 of the German Commercial Code (HGB) as well as additional regulations by the articles of incorporation is the responsibility of the Company's legal representatives. Our responsibility is to express an opinion about the consolidated financial statements and the management report based on our audit.

We conducted our audit of the consolidated financial statements in accordance with § 317 of the German Commercial Code (HGB) and generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (IDW). These standards and regulations require that we plan and perform the audit in such a manner, that inaccuracies and violations which have a material impact on the presentation of the status of the Group with respect to its assets and its financial and profit situation, as given by the consolidated financial statements prepared under consideration of the principles of accounting to be applied, can be detected with sufficient certainty.

Knowledge of the business activities and the economic and legal environment of the Group and expectations concerning possible errors are taken into account in the determination of the audit procedures.

The effectiveness of the internal system for the control of accounting principles, and the evidence supporting disclosures in the consolidated financial statements and the management report are mostly examined on a test basis within the framework of the audit. The audit includes the assessment of the annual financial statements of the companies incorporated in the consolidated statement, of the composition of the companies included in the consolidated statement, of the accounting principles used and of significant estimates made by the legal representatives, as well as an evaluation of the overall presentation of the consolidated financial statements and the management report. We believe that our audit provides a reasonable basis for our assessment.

Our audit has not led to any reservations.

Due to our assessment based on the results of our audit, the consolidated financial statements are in accordance with IFRS, as it is to be applied in the EU, and supplementary according to the accounting principles of § 315a Paragraph 1 of the German Commercial Code (HGB) as well as additional regulations by the articles of incorporation, and, considering these rules, provides a suitable understanding of the Group's actual assets and its financial and profit situation. The management report complies with the consolidated financial statements, gives a true and fair view of the Group's situation and describes chances and risks of its future development appropriately.

Frankfurt am Main, January 20, 2015

PKF Deutschland GmbH  
Financial Auditing Company

W. Fenn	D. Hanxleden
Financial Auditor	Financial Auditor

## Responsibility Statement

To the best of our knowledge, and in accordance with the applicable reporting principles, the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group, and the group management report includes a fair view of the development and performance of the business and the position of the Group, together with a description of the material opportunities and risks associated with the expected development of the Group.

Darmstadt, January 14, 2015

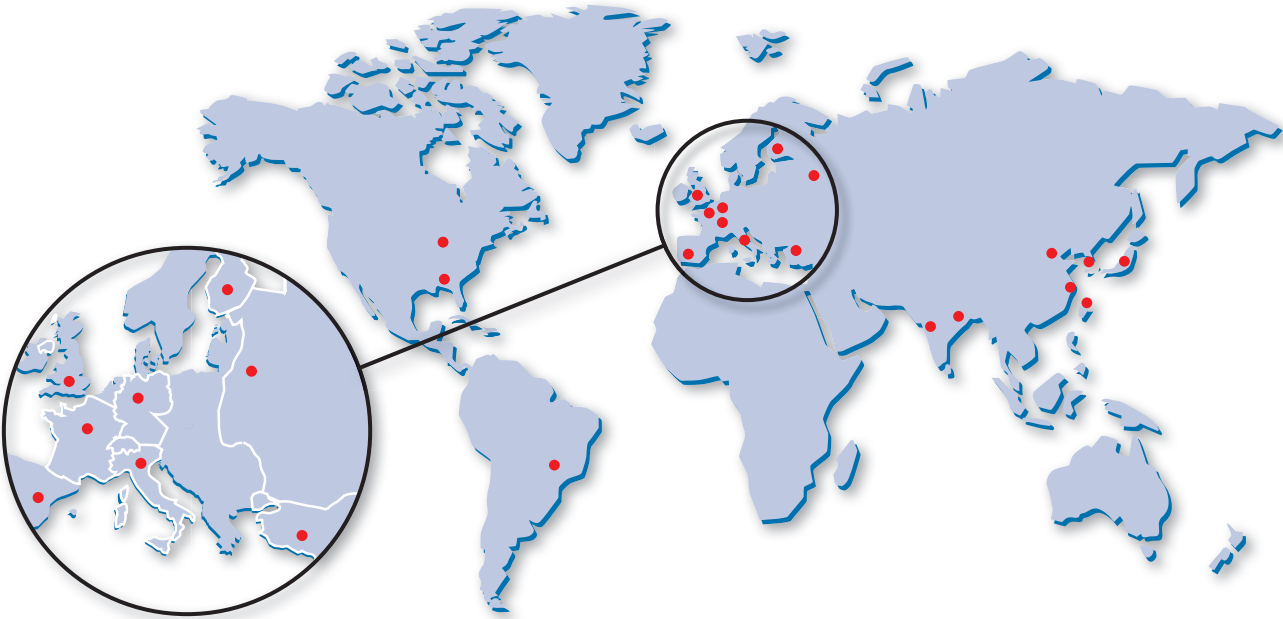
The Executive Board

## Forward-looking statements

These documents contain forward-looking statements based on assumptions and estimations by the Management Board of ISRA VISION AG. Even though the Management Board is of the opinion that these assumptions and estimations are realistic, the actual future development and results may deviate substantially from these forward-looking statements due to various factors, such as changes in the macro-economic situation, in the exchange rates, in the interest rates, and in the machine vision industry.

ISRA VISION AG gives no warranty and does not assume liability for any damages in case the future development and the projected results do not correspond with the forward-looking statements contained in this Annual Report. ISRA VISION does not intend, and does not assume any obligation, to update the forward-looking statements contained in this Annual Report to reflect events or developments that have occurred after this Annual Report was published.

The English version is a translation of the original German version; in the event of variances, the German version shall take precedence over the English translation.



---

---

**ISRA VISION AG**

Industriestraße 14  
64297 Darmstadt  
Germany

Tel.: +49 (6151) 948-0  
Fax: +49 (6151) 948-140  
[investor@isravision.com](mailto:investor@isravision.com)

[WWW.ISRAVISION.COM](http://WWW.ISRAVISION.COM)