

Trading Update Q4 and full year financial statements  
Financial information in this press release is unaudited

### TIE KINETIX: increased focus pays off with strong Q4 performance

Breukelen, the Netherlands, November 18<sup>th</sup>, 2015

#### Fourth quarter (period July 1 – September 30, 2015).

- Q4 revenue increase with 8,6% to € 6.160k (Q4 2014: € 5.667k)
- Q4 SaaS and hosting revenues grow with 1,6% to € 2.435k (Q4 2014: € 2.396k)
- Q4 EBITDA amounts to € 830k (Q4 2014: € 574k), excl. € 44k one-time expenses
- Q4 EBIT amounts to € 523k (Q4 2014: € 296k), excl. € 44k one-time expenses

TIE Kinetix (hereinafter “TIE”), the leading provider of cloud-managed Business Integration, E-Commerce, Demand Generation, and Business Analytics services today released the results for the fourth quarter and full fiscal year 2015 (Oct 1, 2014 – Sept 30, 2015) as follows:

#### Highlights Q4

Table 1: Operational performance Q4 FY2015

In € x 1.000	Integration		E-Commerce		Analytics & Optimization		Demand Generation		Elimination		Total Operations	
	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
Licenses and hardware	284	312	(0)	33	0	-	3	-	-	-	287	345
Maintenance and support	748	710	(1)	4	-	-	0	-	-	-	747	714
Consultancy and Implementation	587	415	237	837	877	166	198	525	-	-	1.899	1.943
Software as a service	1.051	884	409	403	197	348	779	762	-	-	2.435	2.396
Other income and intercompany	67	(37)	22	0	201	(19)	250	-	(196)	113	344	57
<b>Total income</b>	<b>2.737</b>	<b>2.283</b>	<b>666</b>	<b>1.277</b>	<b>1.275</b>	<b>495</b>	<b>1.230</b>	<b>1.287</b>	<b>(196)</b>	<b>113</b>	<b>5.713</b>	<b>5.455</b>
<b>Total cost of sales</b>	<b>(822)</b>	<b>(540)</b>	<b>(461)</b>	<b>(538)</b>	<b>(452)</b>	<b>(446)</b>	<b>(813)</b>	<b>(630)</b>	<b>255</b>	<b>(225)</b>	<b>(2.293)</b>	<b>(2.379)</b>
<b>Gross margin</b>	<b>1.915</b>	<b>1.743</b>	<b>206</b>	<b>739</b>	<b>823</b>	<b>49</b>	<b>417</b>	<b>657</b>	<b>59</b>	<b>(112)</b>	<b>3.419</b>	<b>3.076</b>
Wages and salaries											(1.458)	(1.808)
Other operating expenses											(1.058)	(566)
<b>Total Operating expenses</b>											<b>(2.516)</b>	<b>(2.374)</b>
<b>EBITDA (excl. one-time expenses)</b>											<b>903</b>	<b>702</b>
One-time expenses											(7)	(77)
<b>EBITDA</b>											<b>896</b>	<b>625</b>
Depreciation and amortization											(306)	(278)
<b>EBIT</b>											<b>590</b>	<b>348</b>

**Table 2: EU projects and Total performance Q4 FY2015**

In € x 1.000	Total Operations		EU projects		Total Consolidated		
	2015	2014	2015	2014	2015	2014	Change
Licenses and hardware	287	345	-	-	287	345	(58)
Maintenance and support	747	714	-	-	747	714	33
Consultancy and Implementation	1.899	1.943	-	-	1.899	1.943	(44)
Software as a service	2.435	2.396	-	-	2.435	2.396	39
Other income and intercompany	344	57	447	212	791	269	522
<b>Total income</b>	<b>5.713</b>	<b>5.455</b>	<b>447</b>	<b>212</b>	<b>6.160</b>	<b>5.667</b>	<b>493</b>
<b>Total cost of sales</b>	<b>(2.293)</b>	<b>(2.379)</b>	<b>(463)</b>	<b>(210)</b>	<b>(2.756)</b>	<b>(2.589)</b>	<b>(167)</b>
<b>Gross margin</b>	<b>3.419</b>	<b>3.076</b>	<b>(16)</b>	<b>2</b>	<b>3.403</b>	<b>3.078</b>	<b>325</b>
Wages and salaries	(1.458)	(1.808)	-	-	(1.458)	(1.808)	350
Other operating expenses	(1.058)	(566)	(57)	(130)	(1.115)	(696)	(419)
<b>Total Operating expenses</b>	<b>(2.516)</b>	<b>(2.374)</b>	<b>(57)</b>	<b>(130)</b>	<b>(2.573)</b>	<b>(2.504)</b>	<b>(69)</b>
<b>EBITDA (excl. one-time expenses)</b>	<b>903</b>	<b>702</b>	<b>(73)</b>	<b>(128)</b>	<b>830</b>	<b>574</b>	<b>256</b>
One-time expenses	(7)	(77)	(38)	-	(44)	(77)	33
<b>EBITDA</b>	<b>896</b>	<b>625</b>	<b>(111)</b>	<b>(128)</b>	<b>786</b>	<b>497</b>	<b>289</b>
Depreciation and amortization	(306)	(278)	(1)	(0)	(307)	(278)	(29)
<b>EBIT</b>	<b>590</b>	<b>348</b>	<b>(111)</b>	<b>(129)</b>	<b>479</b>	<b>219</b>	<b>260</b>

## Highlights full year 2015

**Table 1: Operational performance FY2015**

In € x 1.000	Integration		E-Commerce		Analytics & Optimization		Demand Generation		Elimination		Total Operations	
	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
Licenses and hardware	795	1.006	1	47	0	-	9	-	-	-	804	1.053
Maintenance and support	3.002	2.830	15	14	-	-	2	-	-	-	3.019	2.844
Consultancy and Implementation	2.066	2.055	1.197	2.179	2.252	1.030	1.379	2.098	-	-	6.895	7.362
Software as a service	3.675	3.207	1.933	1.201	725	1.066	2.847	2.486	-	-	9.180	7.959
Other income and intercompany	264	230	71	4	356	119	330	-	(523)	(211)	498	142
<b>Total income</b>	<b>9.802</b>	<b>9.327</b>	<b>3.218</b>	<b>3.445</b>	<b>3.333</b>	<b>2.215</b>	<b>4.567</b>	<b>4.584</b>	<b>(523)</b>	<b>(211)</b>	<b>20.396</b>	<b>19.360</b>
<b>Total cost of sales</b>	<b>(3.324)</b>	<b>(2.990)</b>	<b>(2.055)</b>	<b>(1.916)</b>	<b>(1.855)</b>	<b>(1.305)</b>	<b>(3.141)</b>	<b>(3.236)</b>	<b>541</b>	<b>283</b>	<b>(9.834)</b>	<b>(9.164)</b>
<b>Gross margin</b>	<b>6.477</b>	<b>6.337</b>	<b>1.163</b>	<b>1.529</b>	<b>1.478</b>	<b>910</b>	<b>1.426</b>	<b>1.348</b>	<b>18</b>	<b>72</b>	<b>10.562</b>	<b>10.196</b>
Wages and salaries											(5.143)	(5.084)
Other operating expenses											(3.329)	(2.822)
<b>Total Operating expenses</b>											<b>(8.473)</b>	<b>(7.906)</b>
<b>EBITDA (excl. one-time expenses)</b>											<b>2.089</b>	<b>2.290</b>
One-time expenses											(672)	(727)
<b>EBITDA</b>											<b>1.417</b>	<b>1.563</b>
Depreciation and amortization											(1.171)	(856)
<b>EBIT</b>											<b>246</b>	<b>708</b>

Table 2: EU projects and Total performance FY2015

In € x 1.000	Total Operations		EU projects		Total Consolidated		
	2015	2014	2015	2014	2015	2014	Change
Licenses and hardware	804	1.053	-	-	804	1.053	(249)
Maintenance and support	3.019	2.844	-	-	3.019	2.844	175
Consultancy and Implementation	6.895	7.362	-	-	6.895	7.362	(467)
Software as a service	9.180	7.959	-	-	9.180	7.959	1.221
Other income and intercompany	498	142	1.767	1.114	2.265	1.256	1.009
<b>Total income</b>	<b>20.396</b>	<b>19.360</b>	<b>1.767</b>	<b>1.114</b>	<b>22.163</b>	<b>20.474</b>	<b>1.689</b>
<b>Total cost of sales</b>	<b>(9.834)</b>	<b>(9.164)</b>	<b>(1.653)</b>	<b>(1.077)</b>	<b>(11.487)</b>	<b>(10.241)</b>	<b>(1.246)</b>
<b>Gross margin</b>	<b>10.562</b>	<b>10.196</b>	<b>114</b>	<b>37</b>	<b>10.676</b>	<b>10.233</b>	<b>443</b>
Wages and salaries	(5.143)	(5.084)	-	-	(5.143)	(5.084)	(59)
Other operating expenses	(3.329)	(2.822)	(441)	(500)	(3.770)	(3.322)	(448)
<b>Total Operating expenses</b>	<b>(8.473)</b>	<b>(7.906)</b>	<b>(441)</b>	<b>(500)</b>	<b>(8.914)</b>	<b>(8.406)</b>	<b>(507)</b>
<b>EBITDA (excl. one-time expenses)</b>	<b>2.089</b>	<b>2.290</b>	<b>(326)</b>	<b>(463)</b>	<b>1.763</b>	<b>1.827</b>	<b>(64)</b>
One-time expenses	(672)	(727)	(1.321)	-	(1.993)	(727)	(1.266)
<b>EBITDA</b>	<b>1.417</b>	<b>1.563</b>	<b>(1.647)</b>	<b>(463)</b>	<b>(230)</b>	<b>1.100</b>	<b>(1.330)</b>
Depreciation and amortization	(1.171)	(856)	(1)	(1)	(1.172)	(857)	(315)
<b>EBIT</b>	<b>246</b>	<b>708</b>	<b>(1.648)</b>	<b>(465)</b>	<b>(1.402)</b>	<b>243</b>	<b>(1.644)</b>

## Revenue

TIE closed a strong fourth quarter, with revenue amounting to € 6.160k, and EBITDA of € 830k (13,4%), due to favorable currency effects and the delivery of sizable customer projects. Strong growth is reported in Integration (+20%) and Analytics and Optimization (+162%). We were less successful in our E-Commerce business (-30%) and Demand Generation (-4%). The following highlights the developments in our four business lines throughout our financial year 2015 (Oct. 1, 2014 – Sept. 30, 2015):

- Integration: we have been able to build on our strong position in vertical markets such as food retail, publishing, do-it-yourself, telecommunications and automotive industries. We concluded new contracts with customers such as de Bijenkorf and Bunzl. In fiscal year 2015, our Business Integration revenue grew with 5,3% from € 9.327k (2014) to € 9.802k (2015).
- E-commerce: our E-commerce proposition delivers webshop solutions with full back office integrations. Our customers are typically large scale telecommunications companies such as kpn-Hi and T-Mobile. In 2015, kpn-Hi terminated its contract with TIE following a consolidation of its customer labels. In FY 2015, kpn-Hi was a top 10 customer, accounting for some € 660k in revenue. In the second half of 2015, anticipating this development, TIE reorganized this business line and reduced management and size of the E-Commerce delivery organization. In 2015, our E-commerce revenue declined with 8.6% from € 3.445k (2014) to € 3.218k (2015) due to less activity and projects with our main customer T-Mobile.
- Analytics: in 2015 we have been able to successfully build on the business acquired with the acquisition of TFT. Important new customers were implemented in the Benelux (European Parliament, Landelijke Huisartsen Vereniging) and Germany (Siemens, SKY and BMW-global). TFT has been consolidated since its acquisition on December 2, 2013. In Q4, 2014 TIE Kinetix acquired a foothold of in the market for Google Search Appliance in the Netherlands allowing it to further develop these activities in the Netherlands, using TFT expertise. In 2015 we were awarded Premium Partnership by Google as our Analytics revenue grew with 50,4% from € 2.215k (2014) to € 3.333k (2015).

- Demand Generation: In 2015, we increased our customer base and geographic coverage with the implementation of high profile customers such as Michelin, Fossil, Motorola and Genesys. We were able to report growth of our Demand Generation Solution with 86%, due to new customer implementations and favorable currency effects. TIE Kinetix was recognized as Strong Performer in this market by analyst firm Forrester. Next to the Demand Generation we also report certain portal customers in the Business Line Demand Generation.

Jan Sundelin (CEO) said:

“I am quite pleased with our performance this quarter. After a difficult start earlier this year, we successfully recovered and were able to report a strong performance in the second half year of our fiscal 2015 (1 April-Sept 30). We delivered sizable projects for Michelin, the European Parliament and Fossil in our Q4. Unfortunately, we also learned that our customer kpn-Hi decided to discontinue its label Hi. Rather than focusing our E-Commerce specifically to the market, we will enhance our proposition by integrating E-Commerce functionality into all our platforms therewith giving our customers access to this expertise. We gained a solid 16% growth of our SaaS (Software as a Service) revenue to € 9.2 million and even with our significantly reduced activity in EU projects our three year contract value amounts to € 31 million.”

In 2015, the Company reported the following highlights:

- |            |  |
|------------|--|
| 30-10-2014 | TIE Kinetix announces repayment of EU Development Grants                                 |
| 10-11-2014 | Statement Supervisory Board TIE Kinetix  |
| 10-11-2014 | TIE Kinetix reaches agreement with guarantor to cover repayment of EU Development Grants |
| 19-11-2014 | Trading Update Q4 and Full Year Financial Statements                                     |
| 27-01-2015 | Publication of Annual report 2014  |
| 06-02-2015 | Update on Reclaim EU Development Grants  |
| 11-02-2015 | Trading update: Profitable Operations, Strong Order intake and Losses on EU Projects     |
| 12-02-2015 | Convocation Annual General Meeting of shareholders                                       |
| 06-03-2015 | TIE Kinetix settles dispute with Samar   |
| 13-03-2015 | TIE Kinetix appoints new Chief Technology Officer  |
| 27-03-2015 | Annual General Meeting of Shareholders approves all proposals                            |
| 02-04-2015 | Update on EU Development Grants: new shares issued                                       |
| 20-05-2015 | First Half year FY 2015 Results: Solid growth in SaaS revenue                            |

11-08-2015 Trading Update Q3: Strong q3 performance

### **Subsequent Events**

01-10-2015 TIE Kinetix announces strong Q4 Order Intake

16-10-2015 TIE Kinetix and Leaseweb announce strategic partnership

### **EU Projects and EC claim process**

In October 2014 TIE Kinetix received a first invoice from the European Commission (“EC”) for a repayment of EU development grants of € 705.075, following an audit carried out under supervision of the EC over the period 2008-2011. Furthermore, the European Commission requested that the audit findings were extrapolated over other eligible projects that TIE Kinetix participated in. TIE Kinetix hired an interim subsidy specialist to fully recalculate all current and past EU projects and turned to Deloitte to assure that the recalculations were in line with the audit findings and EU regulations. Management has spent a considerable effort in investigating possibilities to mitigate damages, communicate with EU officials and their auditors to try and find an amicable resolution or payment plan. In the first half year of 2015, the full scope of the repayment of EU subsidies became clear. The EU officials responded negatively to all TIE Kinetix’ requests for resolution and even our request for phased payments was rejected. As a consequence, TIE Kinetix had to repay EU subsidies calculated at approximately € 1.085.383, for which amount a provision has been created in the first half year of 2015. Furthermore, TIE Kinetix has incurred support costs consisting of subsidy specialist costs and legal fees, in total amounting to € 62.286. This amount is of an extraordinary nature and reflected in the first half year profit and loss account under one-time expenses.

TIE Kinetix obtained a shareholder guarantee for EU damages up to an amount of € 2 million. On March 31, 2015 a first draw-down of € 700.000 under this guarantee was done. All draw-downs under this guarantee are reflected under the company’s equity.

As at September 30, 2015 the European Commission has collected an amount of € 521.412 out of their initial claim of € 705.075. The remainder, an amount of € 183.663, may be expected to be offset against subsidies claimed by the Company for the projects the Company still participates in. As at September 30, 2015 the amount of subsidies claimed by the company for projects the company still participates in amounts to € 158.7859.

The Company has not yet received any further claims following its extrapolation of audit findings sent to the EC on July 15<sup>th</sup>, 2015. Depending on the final EC claim following the July 15, 2015 extrapolation, the company may have to issue additional shares under the shareholder guarantee agreement. However, at this stage the company has no indication that this second draw down would exceed an amount of € 500.000.

The company and the guarantor have agreed to issue the guarantee fee of € 300.000, payable in shares to be issued at € 6.11, at a later date, awaiting final completion of the EC claim process.

As at September 30, 2015 the projects Simpli-city, Intuitel, Arum, Adventure and Premanus have been completed or are in the final stages of completion. The Company currently participates in the projects Alfred and SAM (both terminating Sept. 2016) and Accept (terminating Sept 2017). The company will not engage any more in large scale European Commission projects in future.

**Financial and Cash Position:**

Shareholders' Equity amounts to € 4.251k on September 30, 2015 (€ 5.975k on September 30, 2014). On September 30, 2015 the Company held a cash position of € 689k (€ 594k on September 30, 2014).

**Segments and Impairment testing:**

Cash generating units are identified in line with the way management monitors, and will continue to monitor, the business. This is based on the internal reporting to the Executive Board as main decision-making body in the company. From October 2014 onwards, our planning is primarily based on business line segments. In certain instances, such as for statutory reporting, tax reporting and recognition of cash generating units country segments are used. Starting October 1, 2014 all revenue, direct costs and fee earning staff are allocated to business lines. To avoid arbitrary and volatile allocation, indirect costs and non-fee earning staff are not allocated directly to business lines, but rather allocated to country operations (or holding functions). With the introduction of Business Lines, the company applies an intercompany transfer pricing mechanism to account for the various roles the respective country operations have in the value chain towards its customers. As the case may be, the company identifies sales roles, product ownership roles and development roles, with each role rewarded commensurate with its place in the value chain. The intercompany pricing mechanism may distort the intra year as well as the year-on-year country segment comparison.

TIE has four business lines: Integration, E-Commerce, Demand Generation and Analytics & Optimization. TIE currently has country operations in the Netherlands, in the US, in Germany, and in France. This leads to the cash generating units TIE Nederland/International, TIE Mambo5, TIE France, TIE US, TIE Germany incl. DACH and TIE Product Development.

As in prior years we have used a discounted cash flow model to determine the value in use, based on a 10% WACC and 10 years horizon. TIE has assessed the assumptions regarding expected growth rates, and has conducted sensitivity tests with WACC of 11% and 12%.

Management assessed that during the year no triggering event has occurred and has conducted annual impairment testing. Management assessed that for all cash generating units the Value in Use [IAS 36.30-57] exceeds Carrying Value [IAS 36.8-9]. Furthermore, management has no indications that individual assets of any cash generating unit may be impaired.

**Three year contract value projection**

The three year contract value projection is the value of our current customer contracts with a going forward contract duration of three years or more. As at the end of Q4, 2015 the total three year contract value amounts to € 31,1 million (Q4, 2014: € 32,5 million) and is

primarily driven by multi-year maintenance agreements, SaaS and Hosting agreements and EU projects. This provides TIE with a solid basis for further investments in Sales and Marketing and to further develop our SaaS offerings to service the Business to Business to Consumer markets. The decrease in three year contract value is due to the reduction in three year contract value in EU projects (Q4, 2015: 495k; Q4, 2014: € 2.983k).

In calculating the three year contract value the following assumption is made: SaaS, Maintenance and support, and hosting contracts run between 12 and 36 months with an automatic renewal for 12 months. Since contracts may be renewed during the projected period of three years, the contracted value is adjusted based on historical churn rates. In FY 2015, the three year SaaS value increased with 13,2% to over € 20 million as at September 30, 2015. However, the possible strategic partnership with Leaseweb may lead to a reduction of three year contract value in SaaS revenue with an amount currently estimated at € 5.550k.

#### Possible Leaseweb Strategic Partnership

On October 16<sup>th</sup> TIE Kinetix announced an agreement in principle with Leaseweb to enter into a strategic partnership. Under the terms of this agreement TIE Kinetix intends to secure access to a hybrid hosting proposition for its customers without having to invest and manage these hosting partners itself. For TIE Kinetix, such a strategic partnership should secure access to best of breed, cloud independent and cost efficient internet infrastructure in a dynamic, changing and very competitive market, allowing TIE Kinetix to focus on its core strategy – the successful delivery of a wide range of SaaS (Software as a Service) based solutions for Business-to-Business customers. Parties are currently investigating the feasibility of TIE Kinetix' strategic intent through a strategic partnership.

After Financial Close, TIE will evaluate the consequences of this transaction for both the Carrying Value [IAS 36.8-9] and Value in Use [IAS 36.30-57] for the Cash Generating Unit 'TIE Germany incl. DACH'. A potential derecognition or impairment of Intangible Assets cannot be excluded at this stage.

#### **Annual Accounts:**

The financial results of TIE presented here are unaudited. The audit of the Financial Statements will not be completed until the publication thereof.

#### Litigation: Samar

Since December 2007, TIE Kinetix has been involved in discussions and subsequently in legal proceedings with Samar. For further information on these proceedings, reference is made to TIE's previous press releases on the matter and to the summary included in the paragraph "Legal Cases - Samar B.V." in TIE's 2014 Annual Report, page 57.

On March 6, 2015 TIE Kinetix announced that it had reached an out of court settlement with Samar. The settlement includes 26 monthly payments of € 10.416 by TIE Kinetix to Samar commencing March 2015, and totaling an amount of € 270.816. With this payment, parties grant each other full and final discharge with regard to all claims.



As at September 30, 2015 7 instalments of € 10.416 (totaling € 72.912) is of extraordinary nature and reflected under operating expenses whilst an accrued expense has been recognized for the remaining 19 installments (amounting to € 197.904).

#### Forward looking statement/Guidance

This report contains information as referred to in the articles 5.59 jo. 5:53, 5:25d and 5:25w of the Dutch Financial Supervision Act (Wet op het financieel toezicht). Forward looking statements, which can form a part of this report refer to future events and may be expressed in a variety of ways, such as 'expects', 'projects', 'anticipates', 'intends' or similar words. The Company has based these forward looking statements on its current expectations and projections about future events.

#### Risks and uncertainties

Risks and TIE Kinetix's risk management strategy are detailed in the 2014 annual report and have not changed during 2015.

#### Forward looking statement/Guidance

The forward looking statements, which can form a part of this document / report refer to future events and may be expressed in a variety of ways, such as 'expects', 'projects', 'anticipates', 'intends' or similar words. TIE Kinetix NV (the Company) has based these forward looking statements on its current expectations and projections about future events. This document / report may contain expectations about the financial state of affairs and results of the activities of the Company as well as certain related plans and objectives. Such expectations for the future are naturally associated with risks and uncertainties to factors that are beyond the Company's ability to control or estimate precisely, because they relate to future events, and as such depend on certain circumstances that may or may not arise in future. Various factors may cause real results and developments to deviate considerably from explicitly or implicitly made statements about future expectations. Such factors may for instance be changes in expenditure by the Company in important markets, change in future market and economic conditions, the behavior of other market participants, changes in customer preferences, the ability to successfully integrate acquired businesses and achieve anticipated synergies, statutory changes and changes in financial markets, in the EU grant regime, in the salary levels of employees, in future borrowing costs, in exchange rates, in tax rates, in future divestitures and the pace of technological developments. The Company therefore cannot guarantee that the expectations or forward looking statements will be realized and denies any obligation to update statements made in this document / report.

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#### **About TIE Kinetix**

TIE Kinetix transforms the digital supply chain by providing Total Integrated E-commerce solutions. These solutions maximize revenue opportunities by minimizing the energy required to market, sell and deliver online. Customers and partners of TIE Kinetix constantly benefit from innovative, field tested, state-of-the-art technologies, backed by over 25 years



of experience and prestigious awards. TIE Kinetix makes technology to perform, such that customers and partners can focus on their core business.

TIE Kinetix is a public company (NYSE Euronext: TIE Kinetix), and has offices in the United States, the Netherlands, France, Australia, UK and Germany.

**Unaudited condensed  
Full Year 2015  
Financial Statements**

**30 September 2015**

**Consolidated statement of financial position**  
**As at September 30, 2015**

<b>Assets</b> <b>(€ x 1,000)</b>	<b>30 September 2015</b>	<b>30 September 2014</b>
<b>Non Current Assets</b>		
Intangible fixed assets		
Goodwill	4.548	4.495
Other intangible fixed assets	<u>2.963</u>	<u>3.107</u>
	7.511	7.602
Tangible fixed assets		
Property, Plant and Equipment	<u>533</u>	<u>596</u>
	533	596
Financial fixed assets		
Loans and Receivables	895	196
Deferred Tax Asset	<u>1.149</u>	<u>1.691</u>
Loans and Receivables		
	2.044	1.887
<b>Total Non Current Assets</b>	<b><u>10.088</u></b>	<b><u>10.085</u></b>
<b>Current Assets</b>		
Trade Debtors	3.207	3.618
Income Tax Receivable	82	-
Taxation and Social Security	28	10
Other Receivables and Prepayme	<u>1.794</u>	<u>1.687</u>
	5.111	5.315
Cash and Cash Equivalents	<u>689</u>	<u>594</u>
<b>Total Current Assets</b>	<b><u>5.800</u></b>	<b><u>5.909</u></b>
<b>Total Assets</b>	<b><u>15.888</u></b>	<b><u>15.994</u></b>

<b>Equity and Liabilities</b> <b>(€ x 1,000)</b>	<b>30 September 2015</b>	<b>30 September 2014</b>
<b>Equity</b>		
Shareholders' Equity	4.251	5.975
Convertible Bonds	<u>45</u>	<u>45</u>
<b>Total Equity</b>	<b><u>4.296</u></b>	<b><u>6.020</u></b>
<b>Non Current Liabilities</b>		
Loans	1.165	1.527
Deferred Tax Liability	105	131
Deferred Revenue	514	-
Contingent Consideration	55	56
Provisions	<u>676</u>	<u>96</u>
<b>Total Non Current Liabilities</b>	<b><u>2.515</u></b>	<b><u>1.810</u></b>
<b>Current Liabilities</b>		
Provisions	29	-
Short term debt	734	464
Bank overdraft	692	468
Trade Creditors	1.187	1.420
Deferred Revenue	3.455	2.989
Taxation and Social Security, Incc	720	289
Other Payables and Accruals	<u>2.260</u>	<u>2.534</u>
<b>Total Current Liabilities</b>	<b><u>9.077</u></b>	<b><u>8.164</u></b>
<b>Total Equity and Liabilities</b>	<b><u>15.888</u></b>	<b><u>15.994</u></b>

**Consolidated income statement**  
**Fiscal 2015 (October 1, 2015 – September 30, 2015)**

<b>(€ x 1,000)</b>	<b>2015</b>	<b>2014</b>
<b>Revenues</b>		
Licenses	804	1.053
Maintenance and Support	3.019	2.844
Consultancy	6.895	7.362
Software as a Service	<u>9.180</u>	<u>7.959</u>
<b>Revenues</b>	19.898	19.218
EU Projects	1.767	1.114
Onetime income	<u>498</u>	<u>142</u>
<b>Total Revenue</b>	<b>22.163</b>	<b>20.474</b>
Third party hire	(933)	(1.197)
Direct Employee Costs	(7.087)	(5.992) *)
Direct Purchase Costs	<u>(3.467)</u>	<u>(3.052)</u>
<b>Gross Profit</b>	<b>10.676</b>	<b>10.233</b>
<b>Operating Expenses</b>		
Employee Benefits	5.143	5.084 *)
Acquisition costs and onetime expenses	1.993	727
Depreciation and Amortization	1.172	857
Other Operating Expenses	<u>3.770</u>	<u>3.322</u>
<b>Total Operating Expenses</b>	<b>12.078</b>	<b>9.990</b>
<b>Operating Income/(loss)</b>	<b>(1.402)</b>	<b>243</b>
Interest and other Financial Income	31	3
Interest and other Financial Expense	<u>(209)</u>	<u>(93)</u>
<b>Income/(loss) before Tax</b>	<b>(1.580)</b>	<b>153</b>
Corporate Income Tax	<u>(841)</u>	<u>286</u>
<b>Net Income/(loss)</b>	<b>(2.421)</b>	<b>439</b>
<b>Comprehensive Income</b>		
<b>Net Income/(loss)</b>	<b>(2.421)</b>	<b>439</b>
Exchange differences on translating of foreign operations	<u>294</u>	<u>108</u>
<b>Total Comprehensive Income/(loss) net after Tax</b>	<b>(2.127)</b>	<b>547</b>
<b>Attributable to Shareholders of TIE:</b>		
<b>2015</b>	<b>2015</b>	<b>2014</b>
Income after Tax	(2.421)	439
Comprehensive Income net after Tax	(2.127)	547
Net result per share – basic	(2,06)	0,41
Weighted average shares outstanding – basic (thousands)	1.177	1.083
Net result per share – diluted	(2,05)	0,40
Weighted average number of shares fully diluted (thousands)	1.182	1.085

**Consolidated statement of changes in equity**  
**Fiscal 2015 (October 1, 2014 – September 30, 2015)**

(€ x 1,000)	Share Capital (Incl Surplus)	Retained Earnings	Foreign Currency translation reserve	Share-holders Equity	Convertible Bonds	Total Equity
<b>Balance per September 30, 2013</b>	<b>56.688</b>	<b>(52.377)</b>	<b>(267)</b>	<b>4.044</b>	<b>45</b>	<b>4.089</b>
Foreign currency translation reserve	-	-	108	108	-	108
Net Income	-	439	-	439	-	439
<b>Total Comprehensive Income (loss)</b>	-	<b>439</b>	<b>108</b>	<b>547</b>	-	<b>547</b>
Share based payments	-	14	-	14	-	14
Other movements	1.357	13	-	1.370	-	1.370
<b>Balance per September 30, 2014</b>	<b>58.045</b>	<b>(51.911)</b>	<b>(159)</b>	<b>5.975</b>	<b>45</b>	<b>6.020</b>
Foreign currency translation reserve	-	-	294	294	-	294
Net Income	-	(2.421)	-	(2.421)	-	(2.421)
<b>Total Comprehensive Income (loss)</b>	-	<b>(2.421)</b>	<b>294</b>	<b>(2.127)</b>	-	<b>(2.127)</b>
Shares issued and Share Premium	700	-	-	700	-	700
Costs of shares issued	(304)	-	-	(304)	-	(304)
Share based payments	-	13	-	13	-	13
Other movements	(6)	-	-	(6)	-	(6)
<b>Balance per September 30, 2015</b>	<b>58.435</b>	<b>(54.319)</b>	<b>135</b>	<b>4.251</b>	<b>45</b>	<b>4.296</b>

**Consolidated cash flow statement**  
**Fiscal 2015 (October 1, 2014 – September 30, 2015)**

(€ x 1,000)	2015	2014
<b>Income before tax</b>	<b>(1.580)</b>	<b>153</b>
<i>Adjustments:</i>		
Share based payments expense	13	14
Depreciation and amortization	1.172	857
Increase (decrease) provisions	<u>609</u>	<u>(78)</u>
	<b>1.794</b>	<b>793</b>
<i>Working Capital Movements</i>		
(Increase) decrease in debtors and other receivables	286	(527)
(Decrease) increase in deferred revenue	466	997
(Decrease) increase in current liabilities	<u>(98)</u>	<u>643</u>
	<b>654</b>	<b>1.113</b>
Cash generated (applied) in operations	<u><b>868</b></u>	<u><b>2.059</b></u>
Interest paid	(209)	(69)
Interest received	31	3
Sales taxes paid	<u>(11)</u>	<u>(11)</u>
<b>Net Cash flow from operating activities</b>	<b>679</b>	<b>1.982</b>
Investments in intangible fixed assets	(792)	(1.481)
Acquisition of subsidiary net of cash acquired	-	(1.998)
Investments in tangible fixed assets	<u>(166)</u>	<u>(137)</u>
<b>Net Cash flow generated / (used) in investing activities</b>	<b>(958)</b>	<b>(3.616)</b>
Increase (decrease) long term loans	(362)	660
Issue of new shares	<u>696</u>	<u>1.357</u>
Net Cash flow generated / (used) by financing activities	<u><b>334</b></u>	<u><b>2.017</b></u>
<b>Net increase (decrease) in Cash and Cash Equivalents and Cash Equivalents</b>	<b>55</b>	<b>383</b>
	40	7
Opening balance Cash and Cash Equivalents	<u>594</u>	<u>204</u>
<b>Closing balance Cash and Cash Equivalents</b>	<u><b>689</b></u>	<u><b>594</b></u>

### **About TIE Kinetix**

TIE Kinetix (Euronext Amsterdam: TIE) transforms the digital supply chain by providing Total Integrated E-commerce solutions. These solutions maximize revenue opportunities by minimizing the energy required to market, sell, deliver, and analyze online. Customers and partners of TIE Kinetix constantly benefit from innovative, field-tested, state-of-the-art technologies, which are backed by over 25 year of experience and prestigious awards. TIE Kinetix makes technology to perform, such that customers and partners can focus on their core business. For more information visit [www.TIEKinetix.com](http://www.TIEKinetix.com).

### **For more information, please contact:**

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## Notes to the UNAUDITED consolidated financial report

### **General Information**

TIE Kinetix N.V. is a public limited company established and domiciled in the Netherlands, with its registered office and headquarters at De Corridor 5d, 3621 ZA in Breukelen. The UNAUDITED Consolidated Financial report of the company for the year ended on September 30, 2015 include the company and all its subsidiaries (jointly called “Tie Kinetix”). The financial year of Tie Kinetix commences on October 1 and closes on September 30. The UNAUDITED Consolidated Financial report for the financial year 2015 has been authorized for issue by both the Supervisory Board and the Management Board on November 17, 2014.

### **Auditor’s Involvement**

The interim financial report has not been audited by our external auditors. The Annual General Meeting of shareholders has appointed BDO on March 27<sup>th</sup>, 2015 as external auditor for the year commencing on October 1, 2014.

### **Statement of Compliance**

This UNAUDITED Consolidated Financial report does not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the annual financial statements as at September 30, 2015.

We consider the accounting policies applied to the effect that the UNAUDITED condensed consolidated financial statements give a true and fair view of the Group’s assets, liabilities and financial position as at September 30, 2015 and of the results of the Group’s operations and cash flow in the period October 1, 2014 – September 30, 2015.

### **General Accounting Principles**

The accounting policies used in the preparation of the UNAUDITED Consolidated Financial report are consistent with those followed in the preparation of the Group’s annual financial statements for the year ended September 30, 2015. This report is presented in € x 1.000 unless otherwise indicated.

### **Accounting Estimates**

The preparation of the financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, the determination of results and the reported contingent assets and liabilities. For a list of the judgments, estimates and assumptions, reference is made to the financial statements for 2015.

### **Segment Information**

As of October 1, 2014 the company uses Business Lines as primary reporting segment. With the introduction of Business Lines, the company applied an intercompany transfer pricing mechanism to account for the various roles country operations have in the value chain towards its customers. As the case may be, the company identifies sales roles, product ownership roles and development roles, with each role rewarded commensurate with its place in the value chain. However, for statutory reporting and tax reporting country segments will continue to be used. Readers are cautioned that the intercompany pricing mechanism complicates comparison of FY 2014 with FY 2015 country segments.

2015 (€ x 1,000)	The Netherlands		TIE MamboFive		North America		France		DACH/TFT		Product Development		Holding and Eliminations		Total	
	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
<b>Revenues</b>																
Licenses	136	262	-	-	468	561	80	44	120	186	-	-	-	-	804	1,053
Maintenance and Support	660	767	23	14	2,100	1,672	136	178	100	213	-	-	-	-	3,019	2,844
Consultancy	889	932	1,089	1,530	1,034	832	427	365	3,456	3,703	-	-	-	-	6,895	7,362
Software as a Service	1,946	1,427	1,360	1,199	2,477	1,922	589	523	2,808	2,888	-	-	-	-	9,180	7,959
<b>Revenues</b>	<b>3,631</b>	<b>3,388</b>	<b>2,472</b>	<b>2,743</b>	<b>6,079</b>	<b>4,987</b>	<b>1,232</b>	<b>1,110</b>	<b>6,484</b>	<b>6,990</b>	-	-	-	-	<b>19,898</b>	<b>19,218</b>
EU Projects & Other Income	1,781	1,556	-	4	255	211	8	4	1,299	270	385	-	(1,463)	(789)	2,265	1,256
<b>Total Revenue</b>	<b>5,412</b>	<b>4,944</b>	<b>2,472</b>	<b>2,747</b>	<b>6,334</b>	<b>5,198</b>	<b>1,240</b>	<b>1,114</b>	<b>7,783</b>	<b>7,260</b>	<b>385</b>	-	<b>(1,463)</b>	<b>(789)</b>	<b>22,163</b>	<b>20,474</b>
Total Cost of Sales	(3,069)	(2,574)	(1,590)	(1,476)	(2,645)	(2,110)	(410)	(299)	(5,181)	(4,800)	-	-	1,408	1,018	(11,487)	(10,241)
<b>Gross Profit</b>	<b>2,343</b>	<b>2,370</b>	<b>882</b>	<b>1,271</b>	<b>3,689</b>	<b>3,088</b>	<b>830</b>	<b>815</b>	<b>2,602</b>	<b>2,460</b>	<b>385</b>	-	<b>(55)</b>	<b>229</b>	<b>10,676</b>	<b>10,233</b>
<b>Operating Expenses</b>																
Employee Benefits															5,143	5,084
Onetime expenses															1,993	727
Other Operating Expenses															3,770	3,322
<b>Total Operating expenses</b>															<b>10,905</b>	<b>9,133</b>
<b>EBITDA</b>															<b>(230)</b>	<b>1,100</b>
Depreciation and amortization															1,172	857
<b>EBIT</b>															<b>(1,402)</b>	<b>243</b>
Interest and other Financial (Expense) Income															(178)	(90)
<b>Income/(loss) before Tax</b>															<b>(1,580)</b>	<b>153</b>
Corporate Income Tax															(841)	286
<b>Net Income/(loss)</b>															<b>(2,421)</b>	<b>439</b>

TIE Netherlands: with customers migrating from license (and maintenance) towards a SaaS delivery model, lower license and maintenance revenue in FY 2015 caused the revenue in FY 2015 falling short of total revenue in FY 2014. SaaS revenue grew with 20%.

TIE Mambo 5: lower activity levels with T-Mobile and kpn-Hi caused lower consultancy revenue partly compensated by slightly higher SaaS revenue. For FY 2016 a further reduction of kpn activity may be expected.

TIE France: performed very strong with delivery of high profile projects for Michelin leading to both higher consultancy revenue and higher SaaS revenue.

TIE Germany: FY 2015 includes incidental revenue of € 616K generated under the contract with Tomorrow Focus AG (the previous owner) as well as revenue generated with reseller TWZ in Austria. TIE Germany facilitated the rollout of Google Analytics business in the Benelux and was instrumental in the delivery of high profile projects for Fossil and the European Parliament. The acquisition of Tomorrow Focus Technologies GmbH (now "TIE Germany") was completed on December 2<sup>nd</sup>, 2013. In this report the results of TFT have been included as from that date.

TIE Commerce (US): in FY 2015 TIE Commerce generated higher revenue than in FY 2014 caused by a higher SaaS revenue. More Demand Generation customers were implemented in the US and in Europe. TIE Commerce (US) is owner of the development of the Demand Generation solution and facilitated the implementation of this solution both US and Europe.

### Currency effects

Our reporting currency is the Euro. TIE Kinetix incurred effects of changes of foreign currencies of its operations in North America, due to the movement of the US \$ exchange rate versus the Euro, with an impact on both Balance Sheet positions and positions in the

Income Statement. The positive impact on reported revenue amounts € 113k for Q1, € 272k for Q2, € 345k for Q3 and € 270k for Q4.

### **Risks and Risk Management**

In the Annual Report 2014 (pages 81-82) we have outlined the strategic, operational and financial risks we face, the risk management and control mechanisms we have in place and the risk analysis and assessments we conduct regularly. We believe that the nature and potential impact of these risks have not materially changed in 2015. We will continue to monitor the key risks closely and manage our internal control systems as new risks may emerge and current risks may change.

### Notes to the consolidated Financial Position as at September 30, 2015

#### **Business Combinations**

No acquisitions have been made in FY 2015.

#### **Intangible Assets**

Intangible Assets include Goodwill amounting to € 4.548k, Customer Base amounting to € 521k and capitalized development costs amounting to € 1.272k.

On October 16<sup>th</sup> TIE announced an agreement in principle with Leaseweb. Under the terms of the agreement, certain customers that were acquired as part of the acquisition of TFT in December 2013, will be assigned to Leaseweb for a financial consideration. The financial consideration will become partly payable upon financial close and partly be contingent, payable in the subsequent two years. The goodwill recognized upon the acquisition of TFT in 2013 will be assessed so as to determine the goodwill pertaining to the customers now transferred to Leaseweb. A similar assessment will be done for the valuation of the customer base. Financial implications may depend on prevailing facts and circumstances and will be disclosed after Financial Close of this transaction, currently planned for mid-December. At this stage, it cannot be excluded that this transaction might result in derecognition or impairment of certain intangible assets.

#### **Deferred tax position**

The carrying value of the Deferred Tax Asset in the Netherlands amounts to € 0k (2014: € 317k). Management has decided to derecognize the carrying value of the Netherlands Deferred Tax Asset because of low track record of cash flow against plan realization. The carrying value of the Deferred Tax Asset in the US amounts to \$ 1.262k in the US (2014: \$ 1.694k). For France an amount of € 12k has been included under short term receivables due to the compensatory character of the tax position. The carrying value of the Deferred Tax Liability in Germany amounts to € 84k (2014: € 109k) and in the Netherlands amounts to € 21k (2014: € 22k).

#### **Cash**

On September 30, 2015 the Company held a net positive cash and cash equivalents position of € 689k (September 30, 2014 € 594k). The net cash generated in operations amounts to € 868k (2014: € 2.059k) and is negatively impacted by the cash effect of one-time expenses (€ 1.056k).

### Subsidiaries

During FY 2015 the operations of TIE Ascention GmbH in Germany and TIE Acention Austria GmbH in Germany have been transferred to TIE Germany GmbH. TIE Ascention GmbH and TIE Ascention GmbH Austria are currently being unwound.

### Options

During the reporting period no movements occurred.

### Equity

(number of shares)	2015	2014
Balance as of October 1,	1.127.377	932.954
Issued	100.000	194.423
Balance as at September 30,	<b>1.227.377</b>	<b>1.127.377</b>
In € (x 1,000)	123	7.892

On April 2<sup>nd</sup>, 2015 100.000 shares have been issued following approval of the Annual General Meeting of shareholders held on March 27, 2015. Following approval of the Annual General Meeting of Shareholders of said date the bylaws of the Company have been adjusted to reduce the par value of TIE Kinetix NV shares from € 7.00 to € 0.10.

### Personnel

The total number of FTE by department are:

Number of FTE per department at year end	2015	2014
Research & Development	15	22
Sales & Marketing	26	24
Consultancy & Support	73	81
General & Administration	22	21
	<b>136</b>	<b>148</b>

Breukelen, November 17, 2015

M. Wolfswinkel  
J.B. Sundelin  
Executive Board