Interim
condensed consolidated financial statements

June 30, 2011

exceet Group AG I Marktplatz 4
CH-9004 St. Gallen I SWITZERLAND
www.exceet.ch

August 26, 2011

exceet Group AG – Interim condensed consolidated financial statements June 30, 2011

Table of contents

Condensed consolidated balance sheet

	unaudited Juni 30, 2011 TCHF	December 31, 2010 TCHF
Assets		
Non-current assets		
Tangible assets	30'766	26'161
Intangible assets	64'181	58'827
Other financial investments	32	0
Other non-current receivables	329	349
Total non-current assets	**95'308**	**85'337**
Current assets		
Inventories	42'418	27'772
Trade receivables, net	25'429	20'353
Other current receivables	4'074	1'287
Current income tax receivable	322	341
Accrued income and prepaid expenses	1'189	671
Cash and cash equivalents	13'340	23'578
Total current assets	**86'772**	**74'002**
Total assets	**182'080**	**159'339**
Equity		
Share capital	22'287	22'287
Reserves	48'586	43'516
Equity attributable to owners of the parent	**70'873**	**65'803**
Non-controlling interests	**3'747**	**3'990**
Total equity	**74'620**	**69'793**
Liabilities		
Non-current liabilities		
Borrowings	28'084	23'391
Retirement benefit obligations	5'592	5'138
Deferred tax liabilities	9'541	8'128
Provisions for other liabilities and charges	732	503
Other non-current liabilities	2'127	625
Total non-current liabilities	**46'076**	**37'785**
Current liabilities		
Trade payables	13'892	11'385
Other current liabilities	8'154	6'808
Accrued expenses and deferred income	10'202	7'482
Current income tax liabilities	4'143	2'512
Borrowings	24'111	22'157
Provisions for other liabilities and charges	882	1'417
Total current liabilities	**61'384**	**51'761**
Total liabilities	**107'460**	**89'546**
Total equity and liabilities	**182'080**	**159'339**

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Condensed consolidated income statement

	Note	unaudited 01.01.-30.06.2011	unaudited 01.01.-30.06.2010
		TCHF	TCHF
Revenue		99'146	76'332
Cost of sales		-73'364	-59'357
Gross profit		**25'782**	**16'975**
Distribution costs		-6'314	-5'414
Administrative expenses		-9'673	-4'624
Other operating income		971	830
Operating result (EBIT)		**10'766**	**7'767**
Financial income		1'098	529
Financial expense		-2'441	-1'414
Financial result, net		**-1'343**	**-885**
Profit before income tax		**9'423**	**6'882**
Income tax expense		-2'881	-596
Profit for the period		**6'542**	**6'286**
Profit attributable to:			
Owners of the parent		**6'701**	**6'671**
Non-controlling interests		-159	-385
		CHF	CHF
Earnings per share (basic) in CHF	8	300.67	299.32
Earnings per share (diluted) in CHF	8	300.67	299.32

Condensed consolidated statement of other comprehensive income

	unaudited 01.01.-30.06.2011	unaudited 01.01.-30.06.2010
	TCHF	TCHF
Profit for the period	**6'542**	**6'286**
Other comprehensive income:		
Actuarial gains/(losses) and adjustments under IAS 19.58b	-647	-2'319
Deferred tax effect on actuarial (gains)/losses	92	336
Currency translation differences	-1'101	-1'773
Other comprehensive income for the period	**-1'656**	**-3'756**
Total comprehensive income for the period	**4'886**	**2'530**
Attributable to:		
Owners of the parent	**5'045**	**2'915**
Non-controlling interests	**-159**	**-385**

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Condensed consolidated statement of cash flows

	Note	unaudited 01.01.-31.06.2011	unaudited 01.01.-31.06.2010
		TCHF	TCHF
Profit before income tax		9'423	6'882
Amortization on intangible assets		1'775	1'296
Depreciation on tangible assets		2'976	2'659
(Gains)/ losses on disposal of assets		-3	-10
Interest Income/ (expense), net		778	848
Other non-cash (income)/ expenses		-897	316
Adjustments to retirement benefit obligation/ prepaid cost		-182	-43
Operating results before changes in net working capital		13'870	11'948
Changes to net working capital			
Changes to inventories		-5'620	-2'325
Changes to receivables		-3'409	-3'869
Changes to accrued income and prepaid expenses		-313	-309
Changes to liabilities		-856	342
Changes to provisions for other liabilities and charges		-67	-39
Changes to accrued expenses and deferred income		815	1'717
Tax received		0	66
Tax paid		-1'256	-1'853
Interest received		6	10
Interest paid		-481	-290
Cashflows from operating activities		**2'689**	**5'398**
Acquisition of subsidiaries, net of cash acquired	6	-8'077	0
Acquisition of tangible assets	6	-1'680	-1'208
Sale of tangible assets		6	10
Acquisition of intangible assets		-79	-137
Cashflows from investing activities		**-9'830**	**-1'335**
Acquisition of non-controlling interests		-62	0
Repayment of borrowings		-781	-4'808
Repayments of other non-currents liabilities		-643	0
(Repayment)/ proceeds in finance lease		-1'539	-671
Cashflows from financing activities		**-3'025**	**-5'479**
Net changes in cash and cash equivalents		**-10'166**	**-1'416**
Cash and cash equivalents at the beginning of the period		**23'578**	**16'204**
Effect of exchange rate gains/ (losses)		-72	-533
Cash and cash equivalents at the end of the period		**13'340**	**14'255**

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Condensed consolidated statement of changes in equity

	Issued and paid-in share capital	Capital reserves	Retained earnings	Foreign Currency transl. diff.	Total owners of the parent	Non-controlling interests	Total
	TCHF	TCHF	TCHF	TCHF	TCHF	TCHF	TCHF
Balances at January 1, 2011	**22'287**	**29'594**	**17'520**	**-3'598**	**65'803**	**3'990**	**69'793**
Profit for the period			6'701		6'701	-159	6'542
Other comprehensive income:							
Actuarial gains/(losses) and adjustments under IAS 19.58b			-647		-647		-647
Deferred tax effect on actuarial (gain)/loss			92		92		92
Currency translation differences				-1'101	-1'101		-1'101
Total other comprehensive income for the period	0	0	-555	-1'101	-1'656	0	-1'656
Total comprehensive income for the period	**0**	**0**	**6'146**	**-1'101**	**5'045**	**-159**	**4'886**
Acquisition of non-controlling interests			25		25	-84	-59
Balances at Juni 30, 2011 unaudited	**22'287**	**29'594**	**23'691**	**-4'699**	**70'873**	**3'747**	**74'620**

	Issued and paid-in share capital	Capital reserves	Retained earnings	Foreign Currency transl. diff.	Total owners of the parent	Non-controlling interests	Total
	TCHF	TCHF	TCHF	TCHF	TCHF	TCHF	TCHF
Balances at January 1, 2010	**22'287**	**29'594**	**5'035**	**-616**	**56'300**	**4'031**	**60'331**
Profit for the period			6'671		6'671	-385	6'286
Other comprehensive income:							
Actuarial gains/(losses) and adjustments under IAS 19.58b			-2'319		-2'319		-2'319
Deferred tax effect on actuarial (gain)/loss			336		336		336
Currency translation differences				-1'773	-1'773		-1'773
Total other comprehensive income for the period	0	0	-1'983	-1'773	-3'756	0	-3'756
Total comprehensive income for the period	**0**	**0**	**4'688**	**-1'773**	**2'915**	**-385**	**2'530**
Balances at Juni 30, 2010 unaudited	**22'287**	**29'594**	**9'723**	**-2'389**	**59'215**	**3'646**	**62'861**

The accompanying notes are an integral part of the interim condensed consolidated financial statements.

Notes to the unaudited interim condensed consolidated financial statements

1 General information

The Group's parent company is exceet Group AG with its registered office at Marktplatz 4, 9004 St. Gallen, Switzerland. exceet Group AG was established on October 23, 2006.

This condensed consolidated interim financial information is unaudited and was approved for issue on August 26, 2011.

2 Accounting policies

The accounting policies are consistent with those of the annual financial statements for the year ended December 31, 2010, except as described below. The following new standards or amendments to existing standards have been applied since the year end, which did not impact the Group's result and financial position:

IAS 24 – Related party disclosures
IAS 32 – Financial instruments: Presentation
IFRIC 14 – IAS 19 – The limit on a defined benefit asset, minimum funding requirements and their interactions
IFRIC 19 – Extinguishing financial liabilities with equity instruments

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

The following table shows the new standards and the amendments to existing standards which will be applicable.

New Standards or amendments to existing standards	Effective date when a standard has to apply
Amendments to IAS 12: Deferred Tax - Recovery of Underlying Assets	01 January 2012
IFRS 9 - Financial Instruments: Classification and Measurement	01 January 2013
IFRS 10 - Consolidated financial statements	01 January 2013
IFRS 11 - Joint arrangements	01 January 2013
IFRS 12 - Disclosure of interests in other entities	01 January 2013
IFRS 13 - Fair value measurement'	01 January 2013
IAS 27 (revised) - Separate financial statements	01 January 2013
IAS 28 (revised) - Investments in associates and joint ventures	01 January 2013
IAS 19 (revised) - Employee benefits	01 January 2013
Amendments to IAS 1 - Presentation of items of other comprehensive income	01 January 2013

The Group is currently in process to analyze the potential impacts of the new standards and the amendments to the existing standards. As soon as this process has been completed, the Group will make the decision if the changes will be early adopted.

3 Basis of preparation of half-year report

This consolidated interim financial information for the six months ended June 30, 2011 has been prepared in accordance with IAS 34, 'Interim financial reporting'. The consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended December 31, 2010, which have been prepared in accordance with IFRSs, including International Accounting Standards and Interpretations issued by the International Accounting Standards Board (IASB).

The following exchange rates were relevant to the interim financial report as per June 30, 2011:

	30.06.2011	Average 01.01.-30.06.2011	31.12.2010	30.06.2010	Average 01.01.-30.06.2010
1 EUR	1.20	1.27	1.25	1.32	1.44
1 USD	0.83	0.91	0.94	1.09	1.08

4 Estimates

The preparation of interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial statements, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended December 31, 2010.

Due to the seasonal nature of the segment IDMS, higher revenues are usually expected in the second half of the year based on past experiences. The segment ECMS and the segment ESS are usually not influenced of seasonal effects. The costs of the segments – apart from material costs which show the same fluctuations as in the segment revenues - are stable over the periods.

5 Scope of consolidation

On May 4, 2011, the Group (exceet Austria GmbH 99.01%, exceet Group AG 0.99%) acquired all of the issued shares in Contec Steuerungstechnik & Automation Gesellschaft m.b.H.

Contec Steuerungstechnik & Automation Gesellschaft m.b.H. contributed revenue of TCHF 5'675 and a net loss of TCHF 68 to the Group for the period of May 1, 2011 to June 30, 2011. The financial information (revenue and net income) for the period from January 1, 2011 to June 30, 2011 is currently in process for preparation but not yet available.

Details of net assets acquired and goodwill are as follows:

Purchase consideration at May 1, 2011	TCHF
Purchase consideration settled in cash until June 30, 2011	6'036
Contingent consideration	3'155
Total purchase consideration	**9'191**
Fair value of net assets acquired	-8'178
Goodwill	**1'013**

The contingent consideration arrangement requires the Group to pay over the next 2 years (2012 -2013) up to TEUR 3'000 (undiscounted amount) depending on defined results. The management expected an earn out payment of TEUR 2'500 based on best estimate.

The goodwill is attributable mainly to expected synergies, labour force and the favorable sales growth opportunities. The goodwill is not tax deductable.

The assets and liabilities arising from the acquisition are as follows:

	Fair Value
	TCHF
Cash and cash equivalents	174
Tangible assets	6'096
Software and other intangible assets	263
Customer Base	4'589
Other financial assets	35
Inventory	9'511
Trade receivables (including allowance)	2'521
Other receivables	1'028
Accrued income and deferred expenses	194
Trade payables	-2'869
Other liabilities	-1'782
Accrued expenses and deferred income	-648
Provisions	-148
Long-term financial liabilities	-9'924
Deferred tax, net	-862
Net assets acquired	**8'178**
Purchase consideration settled in cash until June 30, 2011	-6'036
Cash and cash equivalents in subsidiary acquired	174
Cash outflow on acquisition	**-5'862**

On April 1, 2011, the Group acquired all of the issued shares in AuthentiDate AG, Düsseldorf, for a cash consideration of TCHF 1'300 (TUSD 1'530).

AuthentiDate AG contributed revenue of TCHF 2'659 and a net profit of TCHF 216 to the Group for the period of April 1, 2011 to June 30, 2011. The financial information (revenue and net income) for the period from January 1, 2011 to June 30, 2011 is currently in process for preparation but not yet available.

Details of net assets acquired and goodwill are as follows:

Purchase consideration at April 1, 2011	TCHF
Purchase consideration settled in cash until June 30, 2011	1'300
Total purchase consideration	**1'300**
Fair value of net assets acquired	-821
Goodwill	**479**

The goodwill is mainly attributable to expected synergies and labour force. The goodwill is not tax deductable.

The assets and liabilities arising from the acquisition are as follows:

	Fair Value
	TCHF
Cash and cash equivalents	107
Tangible assets	52
Software and other intangible assets	33
Customer Base	1'891
Inventory	8
Trade receivables (including allowance)	574
Other receivables	454
Accrued income and deferred expenses	54
Trade payables	-134
Other liabilities	-652
Accrued expenses and deferred income	-1'336
Provisions	-6
Loan from shareholder	-88
Deferred tax, net	-136
Net assets acquired	**821**
Purchase consideration settled in cash until June 30, 2011	-1'300
Cash and cash equivalents in subsidiary acquired	107
Cash outflow on acquisition	**-1'193**

On March 1, 2011, the Group acquired exceet Austria GmbH, an inactive holding company, which has been purchased for TCHF 51. At the date of acquisition, the acquired asset contains only cash positions. In June the Group made a capital contribution into exceet Austria

On February 16, 2011, the Group acquired additional 4.88% of the issued share capital of Winter AG and increased its interest in the subsidiary to 100%. The purchase of additional subsidiary shares once control is obtained by the parent entity is accounted for as an equity transaction and no gain or loss was recorded. The purchase price was TCHF 62.

Net income attributable to parent entity and transfer from the non-controlling interests:

For the six months ended June 30, 2011	**unaudited 2011**
	TCHF
Net income attributable to parent entity	6'701
Transfer from the non-controlling interests:	
Increase in equity for purchase of Winter AG shares	22
Entity and net transfers from the non-controlling interests	**6'723**

The initial accounting for the acquisitions in the current financial year is provisional.

The results of the final valuation and purchase price allocation are still outstanding. The fair values assigned to the identifiable assets acquired and liabilities assumed are therefore still subject to changes.

The account receivables and other receivables are valued at fair value; there are no uncollectible receivables.

6 Additional information to the cash flow statement

Cash flow on acquisition of investments	unaudited Cash flow 01.01.-30.06.2010	Date of consolidation
	TCHF	
Cash outflow on acquisition of exceet Austria GmbH	-31	March 1, 2011
Cash outflow on acquisition of The Art of Packaging s.r.o.	-991	December 31, 2010
Cash outflow on acquisition of AuthentiDate AG	-1'193	April 1, 2011
Cash outflow on acquisition of Contec GmbH	-5'862	May 1, 2011
Total	**-8'077**	

Transaction cost directly recognized in the income statement	01.01.-30.06.2010
	TCHF
AuthentiDate AG	157
exceet Austria GmbH	5
Contec GmbH	185
The Art of Packaging s.r.o.	3
Winter AG	12
Total	**362**

The acquisition of tangible assets is mainly related to the purchase of production facilities and machinery.

7 Segment information

The Group has three main business segments, Electronic Components Modules & Systems (‘ECMS’), ID Management & Systems (‘IDMS’) an Electronic Security Solutions (ESS), representing different subsidiaries. The segment information is presented on the same basis as for internal reporting purposes. The segments are reported in a manner that is consistent with the internal reporting provided to the Management Board. In addition, the Group has a forth segment ‘Corporate and other’ for reporting purposes which only includes the investment companies. The segment information for the six months ended June 30, 2011 and a reconciliation of EBIT to profit for the period are provided as follows:

Income statement/capital expenditure by segment

in TCHF	ECMS		IDMS		ESS		Corporate and others		Inter-segment Elimination		Group consolidated	
	unaudited		unaudited		unaudited		unaudited		unaudited		unaudited	
	01.01.2011-30.06.2011	01.01.2010-30.06.2010	01.01.2011-30.06.2011	01.01.2010-30.06.2010	01.01.2011-30.06.2011	01.01.2010-30.06.2010	01.01.2011-30.06.2011	01.01.2010-30.06.2010	01.01.2011-30.06.2011	01.01.2010-30.06.2010	01.01.2011-30.06.2011	01.01.2010-30.06.2010
External revenue	69'158	53'044	27'329	23'288	2'659	0	0	0			99'146	76'332
Inter-segment revenue	0	0	596	1	0	0	272	211	-868	-212	0	0
Total revenue	**69'158**	**53'044**	**27'925**	**23'289**	**2'659**	**0**	**272**	**211**	**-868**	**-212**	**99'146**	**76'332**
Operating result (EBITDA)	**17'212**	**12'121**	**2'750**	**1'570**	**496**	**0**	**-4'941**	**-1'969**			**15'517**	**11'722**
Depreciation and amortization	-3'247	-2'860	-1'300	-1'077	-185	0	-19	-18			-4'751	-3'955
Operating result (EBIT)	**13'965**	**9'261**	**1'450**	**493**	**311**	**0**	**-4'960**	**-1'987**			**10'766**	**7'767**
Financial income											1'098	529
Financial costs											-2'441	-1'414
Financial result – net											**-1'343**	**-885**
Profit before income tax											**9'423**	**6'882**
Income tax expense											-2'881	-596
Profit for the period											**6'542**	**6'286**
Capital expenditure tangible assets	1'110	1'897	911	817	5	0	0	0			2'026	2'714
Capital expenditure intangible assets	35	66	38	57	1	0	5	17			79	140
Depreciation tangible assets	-1'829	-1'645	-1'141	-1'013	-5	0	-1	-1			-2'976	-2'659
Impairment tangible assets	0	0	0	0	0	0	0	0			0	0
Amortization intangible assets	-1'418	-1'215	-159	-64	-180	0	-18	-17			-1'775	-1'296
Impairment of goodwill	0	0	0	0	0	0	0	0			0	0

Assets/liabilities by segment

in TCHF	ECMS			IDMS			ESS			Corporate and others			Group consolidated		
	unaudited		unaudited	unaudited		unaudited	unaudited		unaudited	unaudited		unaudited	unaudited		unaudited
	30.06.2011	31.12.2010	30.06.2010	30.06.2011	31.12.2010	30.06.2010	30.06.2011	31.12.2010	30.06.2010	30.06.2011	31.12.2010	30.06.2010	30.06.2011	31.12.2010	30.06.2010
Non current Assets	66'468	57'244	57'687	26'614	28'018	24'266	2'165	0	0	61	75	92	95'308	85'337	82'045
Current Assets	66'073	49'528	45'378	16'566	20'473	15'166	3'066	0	0	1'067	4'001	1'806	86'772	74'002	62'350
Liabilities	49'266	33'227	32'042	17'861	22'158	14'504	2'069	0	0	38'264	34'161	34'988	107'460	89'546	81'534

8 Earnings per share

a) Basic

In accordance with IAS 33, the basic earnings per share are equal to the net income for the period divided by the weighted number of outstanding registered shares.

	unaudited 01.01.-30.06.2011 TCHF	unaudited 01.01.-30.06.2010 TCHF
Profit for the period (CHF) attributable to equity holders of the company	6'701	6'671
Number of weighted registered shares	22'287	22'287
Basic earnings per share (CHF/ share)	**300.67**	**299.32**

b) Diluted

Diluted earnings per share are calculated by increasing the average number of shares outstanding by the total number of potential shares arising from option rights. As there are no options or shared based payment plan outstanding or other instruments which could lead to an increase of the average number of shares, the diluted EPS and the basic EPS are equal.

9 Significant events and transactions

As per June 30, 2011, the Group recognized TCHF 2’936 driven by the IPO and SPAC/Helikos activities in administrative expenses in the income statement.

10 Development Costs

The position “cost of sales” in the consolidated income statement includes development costs in the amount of TCHF 3’960 (prior period January 1, 2010 to June 30, 2010 - TCHF 3’707; prior year January 1, 2010 to December 31, 2010 - TCHF 7’783).

Development costs are mainly related to the development of customer projects and products, process development and optimization for the productions.

11 Dividends

No dividends were paid during the six months ended June 30, 2011 and the financial year 2010.

12 Financial risk management

In 2011, there were no significant changes in the business or economic circumstances that affect the fair value of the Group’s financial assets and financial liabilities.

In 2011, there were no reclassifications of financial assets.

13 Contingencies

There have been no material changes in contingent liabilities since December 31, 2010.

14 Related-party transactions

The main related party transactions are related to the shareholder loans which have been unchanged since year-end (interest charge for the period 2011 - TCHF 156 (2010: TCHF 295)). In addition, the Group had legal charges in the first six months of 2011 of TCHF 187 (2010: TCHF 181). For the acquisition of The Art of Packaging s.r.o. at December 31, 2010, TCHF 991 has been paid to members of Management Board of exceet Group AG (note 6) by the end of the second quarter of 2011.

15 Events occurring after the reporting period

On 26 July 2011, exceet Group S.E. (previously named as Helikos SE) acquired exceet Group AG. As of the date, exceet Group AG has become a wholly-owned subsidiary of Helikos SE which was renamed to exceet Group SE after the acquisition has been completed successfully. Exceet Group SE is a Luxemburg company, listed on the regulated market (Prime Standard) of the Frankfurter Stock Exchange.

Before the acquisition was successfully completed, the minority shareholders within exceet Group AG exchanged the 30.44% participation in exceet Card Group AG through a capital contribution in new issued shares of exceet Group AG. As a result of this transaction, on 21. July 2011, the share capital of exceet Group AG has increased by 3’241’040 shares to 25’528’040 shares and the group had no non-controlling interests anymore. The initial accounting for this transaction was incomplete at the time the financial statements were authorized for issue.