

# CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS 2012

(UNAUDITED)



# CONTENTS

| ١. | Income Statement   |    |
|----|--|----|
| 2. | Statement of Comprehensive Income                                | 2  |
| 3. | Balance Sheet  | 3  |
| 4. | Statement of Changes in Equity                                   | 4  |
| 5. | Cash Flow Statement  | 5  |
| 6. | Notes to the Condensed Consolidated Interim Financial Statements | 6  |
| 7. | Financial Calendar   | 16 |

Schindellegi, July 13, 2012

### 1. Income Statement

1

|   | Ja     | nuary - June |                      |        | April - June |                      |
|---|--------|--------------|----------------------|--------|--------------|----------------------|
| CHF million                                       | 2012   | 2011         | Variance<br>per cent | 2012   | 2011         | Variance<br>per cent |
| Invoiced turnover                                 | 10,062 | 9,786        | 2.8                  | 5,228  | 4,966        | 5.3                  |
| Customs duties and taxes                          | -1,790 | -1,673       |                      | -907   | -834         |                      |
| Net invoiced turnover                             | 8,272  | 8,113        | 2.0                  | 4,321  | 4,132        | 4.6                  |
| Net expenses for services from third parties      | -5,240 | -5,159       |                      | -2,791 | -2,636       |                      |
| Gross profit                                      | 3,032  | 2,954        | 2.6                  | 1,530  | 1,496        | 2.3                  |
| Personnel expenses                                | -1,782 | -1,676       |                      | -897   | -849         |                      |
| Selling, general and administrative expenses      | -809   | -780         |                      | -405   | -396         |                      |
| Other operating income/expenses, net <sup>1</sup> | -52    | 4            |                      | 8      | 2            |                      |
| EBITDA  | 389    | 502          | -22.5                | 236    | 253          | -6.7                 |
| Depreciation of property, plant and equipment     | -72    | -75          |                      | -36    | -37          |                      |
| Amortisation of other intangibles                 | -35    | -31          |                      | -18    | -16          |                      |
| EBIT  | 282    | 396          | -28.8                | 182    | 200          | -9.0                 |
| Financial income                                  | 6      | 5            |                      | 1      | 3            |                      |
| Financial expenses                                | -3     | -5           |                      | -1     | -3           |                      |
| Result from joint ventures and associates         | 3      | 2            |                      | 3      | 2            |                      |
| Earnings before tax (EBT)                         | 288    | 398          | -27.6                | 185    | 202          | -8.4                 |
| Income tax  | -74    | -84          |                      | -39    | -43          |                      |
| Earnings for the period                           | 214    | 314          | -31.8                | 146    | 159          | -8.2                 |
| Attributable to:                                  |        |              |                      |        |              |                      |
| Equity holders of the parent company              | 211    | 312          | -32.4                | 144    | 158          | -8.9                 |
| Non-controlling interests                         | 3      | 2            | <del>-</del>         | 2      | 1            |                      |
| Earnings for the period                           | 214    | 314          | -31.8                | 146    | 159          | -8.2                 |
| Basic earnings per share in CHF                   | 1.76   | 2.64         |                      | 1.20   | 1.35         |                      |
| Diluted earnings per share in CHF                 | 1.76   | 2.63         | <del>-</del>         | 1.20   | 1.34         |                      |
|   |        |              |                      |        |              |                      |

 $<sup>1\,</sup>$  Includes one-off item of CHF 65 million, refer to note 6.12 on page 15.

# 2. Statement of Comprehensive Income

|   | January - | June | April - J | une  |
|---|-----------|------|-----------|------|
| CHF million   | 2012      | 2011 | 2012      | 2011 |
| Earnings for the period                                       | 214       | 314  | 146       | 159  |
| Other comprehensive income                                    |           |      |           |      |
| Foreign exchange differences                                  | 5         | -191 | 36        | -201 |
| Actuarial gains/(losses) on defined benefit plans, net of tax | -21       | 3    | -11       | -3   |
| Other comprehensive income, net of tax                        | -16       | -188 | 25        | -204 |
| Total comprehensive income for the period                     | 198       | 126  | 171       | -45  |
| Attributable to:  |           |      |           |      |
| Equity holders of the parent company                          | 194       | 128  | 168       | -43  |
| Non-controlling interests                                     | 4         | -2   | 3         | -2   |

#### 3

#### 3. **Balance Sheet**

| CHF million   | June 30, 2012 | Dec. 31, 2011 | June 30, 2011 |
|---|---------------|---------------|---------------|
| Assets  |               |               |               |
| Property, plant and equipment                                   | 1,126         | 1,146         | 1,051         |
| Goodwill  | 700           | 696           | 623           |
| Other intangibles   | 169           | 196           | 194           |
| Investments in joint ventures                                   | 40            | 39            | 36            |
| Deferred tax assets   | 159           | 162           | 148           |
| Non-current assets  | 2,194         | 2,239         | 2,052         |
| Prepayments   | 171           | 97            | 127           |
| Work in progress  | 309           | 275           | 239           |
| Trade receivables   | 2,529         | 2,278         | 2,154         |
| Other receivables   | 196           | 149           | 161           |
| Financial investments   | -             | 252           | -             |
| Cash and cash equivalents                                       | 807           | 851           | 705           |
| Current assets  | 4,012         | 3,902         | 3,386         |
| Total assets  | 6,206         | 6,141         | 5,438         |
| Liabilities and equity Share capital                            | 120           | 120           | 120           |
| Reserves and retained earnings                                  | 1,795         | 1,661         | 1,574         |
| Earnings for the period   | 211           | 601           | 312           |
| Equity attributable to the equity holders of the parent company | 2,126         | 2,382         | 2,006         |
| Non-controlling interests                                       | 27            | 23            | 19            |
| Equity  | 2,153         | 2,405         | 2,025         |
| Provisions for pension plans and severance payments             | 324           | 296           | 267           |
| Deferred tax liabilities  | 150           | 156           | 154           |
| Finance lease obligations                                       | 38            | 43            | 49            |
| Non-current provisions  | 86            | 97            | 88            |
| Non-current liabilities   | 598           | 592           | 558           |
| Bank and other interest-bearing liabilities                     | 38            | 44            | 50            |
| Trade payables  | 1,334         | 1,285         | 1,067         |
| Accrued trade expenses/deferred income                          | 1,007         | 881           | 894           |
| Current tax liabilities   | 113           | 106           | 133           |
| Current provisions  | 68            | 64            | 63            |
| Other liabilities   | 895           | 764           | 648           |
| Current liabilities   | 3,455         | 3,144         | 2,855         |
| Total liabilities and equity                                    | 6,206         | 6,141         | 5,438         |

Schindellegi, July 13, 2012

Reinhard Lange Gerard van Kesteren CFO

CEO

# 4. Statement of Changes in Equity

| CHF million                               | Share<br>capital | Share<br>premium | Treasury<br>shares | Cumu-<br>lative<br>translation<br>adjust-<br>ment | Actuarial<br>gains &<br>losses | Retained<br>earnings | Total equity attributable to the equity holders of parent company | Non-<br>controlling<br>interests | Total<br>equity |
|---|------------------|------------------|--------------------|---|--------------------------------|----------------------|---|----------------------------------|-----------------|
| Balance as of January 1, 2011             | 120              | 705              | -51                | -641  | -26                            | 2,258                | 2,365   | 13                               | 2,378           |
| Earnings for the period                   | -                |                  |                    | -   | -                              | 312                  | 312   | 2                                | 314             |
| Other comprehensive income                |                  |                  |                    |   |                                |                      |   |                                  |                 |
| Foreign exchange differences              |                  |                  |                    | -187  |                                |                      | -187  | -4                               | -191            |
| Actuarial gains/(losses) on               |                  |                  |                    |   |                                |                      |   |                                  |                 |
| defined benefit plans, net of tax         | _                | _                | _                  | _   | 3                              | _                    | 3   | _                                | 3               |
| Total other comprehensive income,         |                  |                  |                    |   |                                |                      |   |                                  |                 |
| net of tax                                | _                | _                | _                  | -187  | 3                              | _                    | -184  | -4                               | -188            |
| Total comprehensive income for the period |                  |                  |                    | -187  | 3                              | 312                  | 128   | -2                               | 126             |
| Purchase of treasury shares               |                  |                  | -9                 |   |                                |                      | -9  |                                  | -9              |
| Disposal of treasury shares               |                  | 7                | 17                 |   |                                |                      | 24  |                                  | 24              |
| Dividend paid <sup>2</sup>                |                  |                  |                    |   | <u>-</u>                       | -328                 | -328  |                                  | -328            |
| Distribution from capital                 |                  |                  |                    |   |                                |                      |   |                                  |                 |
| contribution reserves                     | _                | -179             | _                  | _   | _                              | _                    | -179  | _                                | -179            |
| Expenses for employee share               |                  |                  |                    |   |                                |                      |   |                                  |                 |
| purchase and option plan                  | _                | _                | _                  | _   | _                              | 5                    | 5   | _                                | 5               |
| Total contributions by and                |                  |                  |                    |   |                                |                      |   |                                  |                 |
| distributions to owners                   | _                | -172             | 8                  | _   | _                              | -323                 | -487  | _                                | -487            |
| Acquisition of subsidiaries               |                  |                  |                    |   |                                |                      |   |                                  |                 |
| with non-controlling interests            | _                | _                | _                  | _   | _                              | _                    | _   | 8                                | 8               |
| Total transactions with owners            | _                | -172             | 8                  |   |                                | -323                 | -487  | 8                                | -479            |
| Balance as of June 30, 2011               | 120              | 533              | -43                | -828  | -23                            | 2,247                | 2,006   | 19                               | 2,025           |
| Balance as of January 1, 2012             | 120              | 535              | -45                | -715  | -44                            | 2,531                | 2,382   | 23                               | 2,405           |
| Earnings for the period                   |                  | _                |                    |   |                                | 211                  | 211   | 3                                | 214             |
| Other comprehensive income                |                  |                  |                    |   |                                |                      |   |                                  |                 |
| Foreign exchange differences              |                  |                  |                    | 4   |                                |                      | 4   | 1                                | 5               |
| Actuarial gains/(losses)                  |                  |                  |                    |   |                                |                      |   |                                  |                 |
| on defined benefit plans, net of tax      | _                | _                | _                  | _   | -21                            | _                    | -21   | _                                | -21             |
| Total other comprehensive income,         |                  |                  |                    |   |                                |                      |   |                                  |                 |
| net of tax                                | _                | _                | _                  | 4   | -21                            | _                    | -17   | 1                                | -16             |
| Total comprehensive income for the period | _                | _                |                    | 4   | -21                            | 211                  | 194   | 4                                | 198             |
| Purchase of treasury shares               |                  |                  | -17                |   |                                |                      | -17   |                                  | -17             |
| Disposal of treasury shares               |                  | 7                | 15                 |   |                                |                      | 22  |                                  | 22              |
| Dividend paid <sup>2</sup>                |                  |                  |                    |   |                                | -460                 | -460  |                                  | -460            |
| Expenses for employee share               |                  |                  |                    |   |                                |                      |   |                                  |                 |
| purchase and option plan                  | _                | _                | _                  | _   | _                              | 5                    | 5   | _                                | 5               |
| Total transactions with owners            | _                | 7                | -2                 |   |                                | -455                 | -450  |                                  | -450            |
| Balance as of June 30, 2012               | 120              | 542              | -47                | <del>-711</del>                                   | -65                            | 2,287                | 2,126   | 27                               | 2,153           |

<sup>2</sup> CHF 3.85 per share (2011: CHF 2.75 per share)

#### 5. Cash Flow Statement

|   | January – June      |            |              | April - June   |       |              |  |
|---|---------------------|------------|--------------|----------------|-------|--------------|--|
| CHF million   | 2012                | 2011       | Variance     | 2012           | 2011  | Variance     |  |
| Cash flow from operating activities                                 |                     |            | <del>-</del> |                |       |              |  |
| Earnings for the period   | 214                 | 314        |              | 146            | 159   |              |  |
| Reversal of non-cash items:   |                     |            |              |                |       |              |  |
| Income tax  | 74                  | 84         |              | 39             | 43    |              |  |
| Financial income  | -6                  | -5         |              | -1             | -3    |              |  |
| Financial expenses  | 3                   | 5          |              | 1              | 3     |              |  |
| Result from joint ventures and associates                           | -3                  | -2         |              | -3             | -2    |              |  |
| Depreciation of property, plant and equipment                       | 72                  | 75         |              | 36             | 37    |              |  |
| Amortisation of other intangibles                                   | 35                  | 31         |              | 18             | 16    |              |  |
| Expenses for employee share purchase and option plan                | 5                   | 5          |              | 2              | 3     |              |  |
| Gain on disposal of property, plant and equipment and associate     | -12                 | -5         |              | -7             | -2    |              |  |
| Loss on disposal of property, plant and equipment                   | 1                   | 1          |              | 1              |       |              |  |
| Net addition to provisions for pension plans and severance payments | 4                   | 2          |              | -1             | 3     |              |  |
| Subtotal operational cash flow                                      | 387                 | 505        | -118         | 231            | 257   | -26          |  |
| (Increase)/decrease work in progress                                | - <del>- 35</del> - | -9         |              | <del>-42</del> | -18   | <del>-</del> |  |
| (Increase)/decrease trade and other receivables, prepayments        | - <del>- 33</del>   | -278       | <del>-</del> | -258           | -132  |              |  |
| Increase/(decrease) other liabilities                               | - <del> </del>      | 24         |              | 38             | -55   |              |  |
| Increase/(decrease) provisions                                      | - <del> 7</del> -   | -6         | <del>-</del> |                | 2     |              |  |
| Increase/(decrease) trade payables,                                 |                     |            | <del>-</del> |                |       |              |  |
| accrued trade expenses/deferred income                              | 168                 | 15         |              | 250            | 72    |              |  |
| Income taxes paid   |                     | -115       |              | -55            | -57   |              |  |
| Total cash flow from operating activities                           | 217                 | 136        | 81           | 99             | 69    | 30           |  |
| Cash flow from investing activities                                 |                     |            |              |                |       |              |  |
| Capital expenditure   |                     |            |              |                |       |              |  |
| - Property, plant and equipment                                     | -68                 | -91        |              | -36            | -46   |              |  |
| - Other intangibles   | -6                  | -4         |              | -4             | -2    |              |  |
| Disposal of property, plant and equipment                           | 15                  | 10         |              | 3              | 2     |              |  |
| Acquisition of subsidiaries, net of cash acquired                   | -4                  | -126       |              | -              | -115  |              |  |
| Disposal of financial investments                                   | 252                 |            |              | 113            | _     |              |  |
| Interest received   | 3                   | 5          |              | _              | 3     |              |  |
| (Increase)/decrease of share capital in joint ventures              |                     | 3          | <del>_</del> | _              | 3     |              |  |
| Sale of associate   | 5                   |            | <del>_</del> | 5              |       |              |  |
| Dividend received from joint ventures and associates                | 3                   | 2          |              | 3              | 2     |              |  |
| Total cash flow from investing activities                           | 200                 | -201       | 401          | 84             | -153  | 237          |  |
| Cash flow from financing activities                                 |                     |            |              |                |       |              |  |
| Proceeds from interest-bearing liabilities                          | 2                   |            |              | _              |       |              |  |
| Repayment of interest-bearing liabilities                           | -18                 | -16        |              | -6             | -9    |              |  |
| Interest paid   | -3                  | -4         |              | -2             | -2    |              |  |
| Purchase of treasury shares   | -17                 | -9         | <u>-</u>     | -17            |       |              |  |
| Disposal of treasury shares   | 22                  | 24         | <del>-</del> | 8              | 17    |              |  |
| Dividend paid to equity holders of parent company                   | -460                | -328       |              | -460           | -328  |              |  |
| Distribution from capital contribution reserves                     |                     | -179       |              |                | -179  |              |  |
| Total cash flow from financing activities                           | -474                | -512       | 38           | -477           | -501  | 24           |  |
| Exchange difference on cash and cash equivalents                    | - <del> </del>      | <u>-54</u> |              | 14             | -48   |              |  |
| Increase/(decrease) in cash and cash equivalents                    |                     | -631       | 581          | -280           | -633  | 353          |  |
| Cash and cash equivalents at the beginning of the period, net       | 835                 | 1,315      | -480         | 1,065          | 1,317 | -252         |  |
| Cash and cash equivalents at the end of the period, net             | - <del> </del>      | 684        | 101          | 785            | 684   | 101          |  |
| outh and cath equivalents at the end of the period, het             |                     | 307        |              | , 03           | - 307 | 101          |  |

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

#### 6.1 Organisation

Kuehne + Nagel International AG (the Company) is incorporated in Schindellegi (Feusisberg), Switzerland. The Company is one of the world's leading logistics providers. Its strong market position lies in the seafreight, airfreight, the overland and contract logistics businesses.

The Condensed Consolidated Interim Financial Statements of the Company for the six months ended June 30, 2012, comprise the Company, its subsidiaries (the Group) and its interests in joint ventures.

The Group voluntarily also presents the balance sheet for the six months ended June 30, 2011, and the cash flow statement for the three months ended June 30 (including comparatives).

#### 6.2 Statement of compliance

The unaudited Condensed Consolidated Interim Financial Statements have been prepared in accordance with IAS 34 Interim Financial Reporting. They do not include all of the information required for full annual financial statements, and should be read in conjunction with the Consolidated Financial Statements of the Group for the year ended December 31, 2011.

#### 6.3 Basis of preparation

The Condensed Consolidated Interim Financial Statements are presented in Swiss francs (CHF) million. They are prepared on

a historical cost basis except for certain financial instruments which are stated at fair value. Non-current assets and disposal groups held for sale are stated at the lower of the carrying amount and fair value less costs to sell.

The preparation of Condensed Consolidated Interim Financial Statements in conformity with IFRS requires the management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The actual result may differ from these estimates. Judgements made by the management in the application of IFRS that have a significant effect on the Condensed Consolidated Interim Financial Statements and estimates with a significant risk of material adjustment in the next period were the same as those applied to the Consolidated Financial Statements for the year ended December 31, 2011.

#### Accounting policies

The accounting policies are the same as those applied in the Consolidated Financial Statements for the year ended December 31, 2011.

The amended standards that are effective for the 2012 reporting year are not applicable to the Group, or do not have a significant impact on the Condensed Consolidated Interim Financial Statements.

#### 6.4 Foreign exchange rates

The major foreign currency exchange rates applied are as follows:

# Income statement and cash flow statement (average rates for the period)

|       | 2012<br>CHF | Variance<br>per cent | 2011<br>CHF |
|-------|-------------|----------------------|-------------|
| EUR 1 | 1.2066      | -4.3                 | 1.2608      |
| USD 1 | 0.9252      | 2.4                  | 0.9037      |
| GBP 1 | 1.4622      | 0.8                  | 1.4499      |

# Balance sheet (period end rates)

|       | June 2012<br>CHF | Variance<br>per cent | June 2011<br>CHF |
|-------|------------------|----------------------|------------------|
| EUR 1 | 1.2011           | 1.2                  | 1.1865           |
| USD 1 | 0.9610           | 15.0                 | 0.8360           |
| GBP 1 | 1.4995           | 12.4                 | 1.3341           |

#### 6.5 **Seasonality**

The Group is not exposed to significant seasonal or cyclical variations in its operations.

#### 6.6 Changes in the scope of consolidation

The more significant changes in the scope of consolidation in the first half year of 2012 related to the following companies:

|   | Capital share acquired<br>in per cent equals<br>voting rights | Currency | Share capital<br>in 1,000 | Acquisition/<br>incorporation<br>date |
|---|---|----------|---------------------------|---------------------------------------|
| Acquisition                                       |   |          |                           |                                       |
| Link Logistics International Pty. Ltd., Australia | 100   | AUD      | < 1                       | February 2, 2012                      |
| Incorporations                                    |   |          |                           |                                       |
| Kuehne & Nagel SAS, Morocco                       | 100   | MAD      | 300                       | March 1, 2012                         |
| Kuehne + Nagel Logistique SASU, France            | 100   | EUR      | 45                        | May, 1, 2012                          |

The more significant changes in the scope of consolidation in the first half year of 2011 related to the following companies:

|  | Capital share acquired<br>in per cent equals<br>voting rights | Currency | Share capital<br>in 1,000 | Acquisition/<br>incorporation<br>date |
|--|---|----------|---------------------------|---------------------------------------|
| Acquisitions                             |   |          |                           |                                       |
| Rennies Investment Ltd., Great Britain   | 100   | GBP      | < 1                       | April 1, 2011                         |
| Cooltainer Holdings Limited, New Zealand | 75  | NZD      | 1,200                     | April 1, 2011                         |
| Incorporation                            |   |          |                           |                                       |
| Nacora S.A., Colombia                    | 100   | COP      | 20                        | April 1, 2011                         |

There were no significant divestments in the first half years of 2012 and 2011.

#### 6.7 Acquisitions

#### 2012 acquisitions

The acquisition of a subsidiary in the first half year of 2012 had the following effect on the Group's assets and liabilities:

| 2012                                      | Total                     |
|---|---------------------------|
| CHF million                               | Recognised<br>fair values |
| Other intangibles                         | 1                         |
| Trade receivables                         | 7                         |
| Subtotal assets                           | 8                         |
| Trade payables                            | -5                        |
| Other current liabilities                 | -1                        |
| Total identifiable assets and liabilities | 2                         |
| Goodwill                                  | 4                         |
| Total consideration                       | 6                         |
| Contingent consideration                  | -2                        |
| Purchase price, paid in cash              | 4                         |
| Acquired cash and cash equivalents        | -                         |
| Net cash outflow                          | 4                         |
|   |                           |

The acquisition was in connection with the implementation of the Group's "Go for Growth" strategy.

Effective February 2, the Group acquired Link Logistics International Pty. Ltd, an Australian freight forwarder specialised in perishables logistics. The purchase price of CHF 5.4 million includes a contingent consideration of CHF 1.8 million depending on the financial performance of the acquired business until December 2013. CHF 3.6 million has been paid in cash.

The acquisitions contributed CHF 164 million of invoiced turnover and CHF 3 million of loss to the consolidated invoiced turnover and earnings respectively for the first six months of 2012. If the acquisition had occurred on January 1, 2012, the Group's invoiced turnover would have been CHF 10,066 million and consolidated earnings for the period would have been CHF 214 million.

The trade receivables comprise gross contractual amounts due of CHF 7 million, and all amounts are expected to be collectible. Goodwill of CHF 4 million arose on this acquisition because certain intangible assets did not meet the IFRS 3 criteria for the recognition as intangible assets at the date of acquisition. These assets mainly consist of management expertise and workforce. Other intangibles of CHF 1 million recognised on this acquisition represent non-contractual customer lists having a useful life of one year.

The initial accounting for the acquisition made in the first six months of 2012 has only been determined provisionally.

The initial accounting for the acquisitions made between October 1, 2011 and December 31, 2011, was only determined provisionally in the Consolidated Financial Statements for the year ended December 31, 2011. No material adjustments to the values previously reported were deemed necessary after having finalised the acquisition accounting in the first quarter of 2012.

#### 2011 acquisitions

The acquisition of businesses and subsidiaries, each individually immaterial, in the first half year of 2011 had the following effect on the Group's assets and liabilities:

| 2011  | Total                     |
|---|---------------------------|
| CHF million   | Recognised<br>fair values |
| Property, plant and equipment   | 32                        |
| Other intangibles   | 59                        |
| Other non-current assets  | 2                         |
| Trade receivables   | 31                        |
| Other current assets  | 8                         |
| Acquired cash and cash equivalents  | -4                        |
| Subtotal assets   | 128                       |
| Trade payables  | -29                       |
| Other current liabilities   | -17                       |
| Non-current liabilities   | -23                       |
| Total identifiable assets and liabilities   | 59                        |
| Attributable to non-controlling interests, based on their proportionate interest of the net identifiable assets | -8                        |
| Goodwill  | 83                        |
| Total consideration   | 134                       |
| Contingent consideration  | -12                       |
| Purchase price, paid in cash  | 122                       |
| Acquired cash and cash equivalents  | 4                         |
| Net cash outflow  | 126                       |

All acquisitions in the first half year of 2011 were in connection with the implementation of the Group's "Go for Growth" strategy.

Effective January 14, the Group acquired the perishable logistics business (mainly customer lists) from two companies in Colombia and one in Ecuador. The business acquired is a specialised perishable forwarding operation having 160 employees and handling 75,000 tons of air export per annum. The purchase price of CHF 21.8 million includes a contingent consideration of CHF 10.9 million depending on the financial performance of the acquired business in the next three years ending December 31, 2013. CHF 10.9 million has been paid in cash.

Effective March 24, the Group acquired the business (mainly customer lists) of Grolman & Co. GmbH and ASTRA Assekuranz GmbH. The purchase price of CHF 0.6 million includes a contingent consideration of CHF 0.3 million depending on the financial performance of the acquired business until December 31, 2012. CHF 0.3 million has been paid in cash.

Effective April 1, the Group acquired a 75 per cent stake of Cooltainer Holdings Limited, a leading reefer operator in New Zealand. The purchase price of CHF 23.5 million includes a contingent consideration of CHF 1.2 million based on equity disclosed in audited financial statements as of March 31, 2011. CHF 22.3 million has been paid in cash.

Effective April 1, the Group acquired Rennies Investment Limited (RH Freight), a European overland provider in the United Kingdom. The purchase price of CHF 88 million has been paid in cash.

The acquisitions contributed CHF 188 million of invoiced turnover and CHF 2 million of loss to the consolidated invoiced turnover and earnings respectively for the first half of 2011. If all acquisitions had occurred on January 1, 2011, the Group's invoiced turnover would have been CHF 9,937 million and consolidated earnings for the period would have been CHF 311 million.

The trade receivables comprise gross contractual amounts due of CHF 32 million, of which CHF 1 million was expected to be uncollectible at the acquisition date.

Goodwill of CHF 83 million arose on these acquisitions because certain intangible assets did not meet the IFRS 3 criteria for recognition as intangible assets at the date of acquisition. These assets are mainly management expertise and workforce. An amount of CHF 9 million of goodwill is expected to be deductible for tax purposes.

Other intangibles of CHF 59 million recognised on these acquisitions represent non-contractual customer lists having a useful life of 5 to 7 years.

The initial accounting for all acquisitions made in the first six months of 2011 was only determined provisionally. No material adjustments to the values previously reported were deemed necessary after having finalised the acquisition accounting.

#### 6.8 Operating Segments

#### a) Reportable Segments

The Group provides integrated logistics solutions across customer's supply chains using its global logistics network. The business is divided into six operating segments namely Seafreight, Airfreight, Road & Rail Logistics, Contract Logistics, Real Estate and Insurance Brokers. These six reportable segments

reflect the internal management and reporting structure to the Management Board (the chief operating decision maker, CODM) and are managed through specific organisational structures. The CODM reviews internal management reports on a monthly basis. Each segment is a distinguishable business unit and is engaged in providing and selling discrete products and services.

The discrete distinction between Seafreight, Airfreight and Road & Rail Logistics is the usage of the same transportation mode within a reportable segment. In addition to common business processes and management routines, mainly transportation mode is the same within a reportable segment. For the reportable segment Contract Logistics the services performed are related to customer contracts for warehouse and distribution activities, whereby services performed are storage, handling and distribution. In reportable segment Real Estate activities mainly related to internal rent of facilities are reported. Under Insurance Brokers, activities exclusively related to brokerage of insurance coverage, mainly marine liability are reported.

Pricing between segments is determined on an arm's length basis. The accounting policies of the reportable segments are the same as applied in the Consolidated Financial Statements.

Information about the reportable segments is presented on the next pages. Segment performance is based on EBIT as reviewed by the CODM. The column "elimination" is eliminations of turnover and expenses between segments. All operating expenses are allocated to the segments and included in the EBIT.

#### b) Geographical information

The Group is operating on a worldwide basis in the following geographical areas: Europe, Americas, Asia-Pacific and Middle East, Central Asia and Africa. All products and services are provided in each of these geographical regions. The segment revenue is based on the geographical location of the customers invoiced, and segment assets are based on the geographical location of assets.

#### c) Major Customers

There is no single customer that represents more than 10 per cent of the Group's total revenue.

# 6.8 Segment reporting

January - June

# a) Reportable Segments

|   | Total G | Seafreight |        | Airfreight |                   |        |  |
|---|---------|------------|--------|------------|-------------------|--------|--|
| CHF million                                       | 2012    | 2011       | 2012   | 2011       | 2012 <sup>3</sup> | 2011   |  |
| Invoiced turnover (external customers)            | 10,062  | 9,786      | 4,314  | 4,136      | 1,981             | 2,033  |  |
| Invoiced inter-segment turnover                   |         |            | 785    | 775        | 1,082             | 1,079  |  |
| Customs duties and taxes                          | -1,790  | -1,673     | -1,186 | -1,101     | -326              | -301   |  |
| Net invoiced turnover                             | 8,272   | 8,113      | 3,913  | 3,810      | 2,737             | 2,811  |  |
| Net expenses for services from third parties      | -5,240  | -5,159     | -3,283 | -3,185     | -2,322            | -2,415 |  |
| Gross profit                                      | 3,032   | 2,954      | 630    | 625        | 415               | 396    |  |
| Total expenses <sup>3</sup>                       | -2,643  | -2,452     | -434   | -405       | -365              | -267   |  |
| EBITDA  | 389     | 502        | 196    | 220        | 50                | 129    |  |
| Depreciation of property, plant and equipment     | -72     | -75        | -7     | -6         | -5                | -5     |  |
| Amortisation of other intangibles                 | -35     | -31        | -4     | -4         | -5                | -3     |  |
| EBIT (segment profit/(loss))                      | 282     | 396        | 185    | 210        | 40                | 121    |  |
| Financial income                                  | 6       | 5          |        |            |                   |        |  |
| Financial expenses                                | -3      | -5         |        |            |                   |        |  |
| Result from joint ventures and associates         | 3       | 2          | 1      | 1          |                   |        |  |
| Earnings before tax (EBT)                         | 288     | 398        |        |            |                   |        |  |
| Income tax  | -74     | -84        |        |            |                   |        |  |
| Earnings for the period                           | 214     | 314        |        |            |                   |        |  |
| Attributable to:                                  |         |            |        |            |                   |        |  |
| Equity holders of the parent company              | 211     | 312        |        |            |                   |        |  |
| Non-controlling interests                         | 3       | 2          |        |            |                   |        |  |
| Earnings for the period                           | 214     | 314        |        |            |                   |        |  |
| Additional information not regularly              |         |            |        |            |                   |        |  |
| reported to CODM                                  |         |            |        |            |                   |        |  |
| Allocation of goodwill                            | 700     | 623        | 46     | 41         | 43                | 21     |  |
| Allocation of other intangibles                   | 169     | 194        | 22     | 27         | 25                | 20     |  |
| Capital expenditure property, plant and equipment | 69      | 85<br>     | 10     | 8          | 8                 | 5      |  |
| Capital expenditure other intangibles             | 6       | 4          | 2      | 1          | 1                 | 1      |  |
| Property, plant and equipment, goodwill           |         |            |        |            |                   |        |  |
| and intangibles through business combinations     | 5       | 161        |        | 40         | 5                 | 20     |  |

<sup>3</sup> Total expenses in 2012 include an expense for EU commission antitrust fines of CHF 65 million in Airfreight.

| Road & Rail       | Logistics | Contract I | ogistics.       | Real Est | ate          | Insurance I | Broker       | Tota<br>Reportable |        | Elimina | tions        |
|-------------------|-----------|------------|-----------------|----------|--------------|-------------|--------------|--------------------|--------|---------|--------------|
| 2012              | 2011      | 2012       | 2011            | 2012     | 2011         | 2012        | 2011         | 2012               | 2011   | 2012    | 2011         |
| <br>1,558         | 1,493     | 2,150      | 2,060           | 1        | <br>1        | 58          | 63           | 10,062             | 9,786  | _       |              |
| <br>723           | 544       | 53         | 81              | 37       | 37           | 31          | 32           | 2,711              | 2,548  | -2,711  | -2,548       |
| <br>-137          | -146      | -141       | -125            |          |              |             |              | -1,790             | -1,673 | _       |              |
| <br>2,144         | 1,891     | 2,062      | 2,016           | 38       | 38           | 89          | 95           | 10,983             | 10,661 | -2,711  | -2,548       |
| -1,688            | -1,453    | -550       | -541            | _        |              | -71         | -76          | -7,914             | -7,670 | 2,674   | 2,511        |
| 456               | 438       | 1,512      | 1,475           | 38       | 38           | 18          | 19           | 3,069              | 2,991  | -37     | -37          |
| -427              | -411      | -1,440     | -1,390          | -5       | -7           | -9          | -9           | -2,680             | -2,489 | 37      | 37           |
| 29                | 27        | 72         | 85              | 33       | 31           | 9           | 10           | 389                | 502    | _       | _            |
| <br>-14           | -16       | -34        | -36             | -12      | -12          |             |              | -72                | -75    | _       |              |
| <br>-13           | -12       | -13        | -12             |          |              |             |              | -35                | -31    |         |              |
| <br>2             | -1        | 25         | 37              | 21       | 19           | 9           | 10           | 282                | 396    | _       |              |
| <br>              |           |            |                 |          |              |             |              |                    |        |         |              |
| <br>              |           |            |                 |          |              |             |              |                    |        |         |              |
| <br>2             |           |            | 1               |          |              |             |              | 3                  | 2      |         |              |
| <br>              |           |            | <b>_</b>        |          |              |             |              |                    |        |         |              |
| <br>              |           |            | <b>_</b>        |          |              |             |              |                    |        |         |              |
| <br>              |           |            |                 |          |              |             |              |                    |        |         |              |
|                   |           |            |                 |          |              |             |              |                    |        |         |              |
| <br>              |           |            |                 |          |              |             |              |                    |        |         |              |
| <br>              |           |            | <del>-</del>    |          |              |             |              |                    |        |         |              |
| <br>              |           |            | <del>_</del>    |          |              |             |              |                    |        |         |              |
|                   |           |            |                 |          |              |             |              |                    |        |         |              |
|                   |           |            |                 |          |              |             |              |                    |        |         |              |
| <br>              | 101       | 200        | <b>_</b>        |          | <b>-</b>     |             |              | 700                |        |         |              |
| <br>215           | 191       | 396        | 369<br><b>-</b> |          | <del>-</del> |             | <del>-</del> | 700                | 623    |         | <del>_</del> |
| <br>81            | 89        | 41         | 58<br>          |          | -<br>        |             |              | 169                | 194    |         | <del>-</del> |
| <br>12            | 9         | 30         | 36              | 9 -      | 27           |             |              | 69                 | 85     |         |              |
| <br>1             | 1         | 2          | 1 _             |          | <del>-</del> |             |              | 6                  | 4      |         |              |
| _                 | 100       | _          | _               | _        | _            | _           | 1            | 5                  | 161    | _       | _            |
| <br><del></del> - |           |            | <del>-</del>    |          |              |             |              |                    |        |         |              |

# b) Geographical information

|   | Total G | Euro   | pe     | Americas |        |        |  |
|---|---------|--------|--------|----------|--------|--------|--|
| CHF million                                       | 2012    | 2011   | 2012 4 | 2011     | 2012   | 2011   |  |
| Invoiced turnover (external customers)            | 10,062  | 9,786  | 6,123  | 6,269    | 2,173  | 1,962  |  |
| Invoiced inter-region turnover                    | -       | -      | 1,544  | 1,586    | 356    | 331    |  |
| Customs duties and taxes                          | -1,790  | -1,673 | -986   | -997     | -431   | -343   |  |
| Net invoiced turnover                             | 8,272   | 8,113  | 6,681  | 6,858    | 2,098  | 1,950  |  |
| Net expenses for services from third parties      | -5,240  | -5,159 | -4,494 | -4,700   | -1,628 | -1,520 |  |
| Gross profit                                      | 3,032   | 2,954  | 2,187  | 2,158    | 470    | 430    |  |
| Total expenses <sup>4</sup>                       | -2,643  | -2,452 | -1,965 | -1,864   | -394   | -356   |  |
| EBITDA  | 389     | 502    | 222    | 294      | 76     | 74     |  |
| Depreciation of property, plant and equipment     | -72     | -75    | -54    | -59      | -10    | -9     |  |
| Amortisation of other intangibles                 | -35     | -31    | -30    | -28      | -3     | -2     |  |
| EBIT  | 282     | 396    | 138    | 207      | 63     | 63     |  |
| Financial income                                  | 6       | 5      |        |          |        |        |  |
| Financial expenses                                | -3      | -5     |        |          |        |        |  |
| Result from joint ventures and associates         | 3       | 2      | 3      | 2        | _      |        |  |
| Earnings before tax (EBT)                         | 288     | 398    |        |          |        |        |  |
| Income tax  | -74     | -84    |        |          |        |        |  |
| Earnings for the period                           | 214     | 314    |        |          |        |        |  |
| Attributable to:                                  |         |        |        |          |        |        |  |
| Equity holders of the parent company              | 211     | 312    |        |          |        |        |  |
| Non-controlling interests                         | 3       | 2      |        |          |        |        |  |
| Earnings for the period                           | 214     | 314    |        |          |        |        |  |
| Additional information                            |         |        |        |          |        |        |  |
| not regularly reported to CODM                    |         |        |        |          |        |        |  |
| Allocation of goodwill                            | 700     | 623    | 553    | 516      | 116    | 82     |  |
| Allocation of other intangibles                   | 169     | 194    | 140    | 173      | 19     | 10     |  |
| Capital expenditure property, plant and equipment | 69      | 85     | 42     | 68       | 9      | 8      |  |
| Capital expenditure other intangibles             | 6       | 4      | 6      | 3        |        | 1      |  |
| Property, plant and equipment, goodwill           |         |        |        |          |        |        |  |
| and intangibles through business combinations     | 5       | 161    | _      | 101      | _      | 20     |  |

<sup>4</sup> Total expenses in 2012 include an expense for EU commission antitrust fines of CHF 48 million in Europe and CHF 17 million in Asia-Pacific.

| Asia-Pa    | cific        | Middle E<br>Central A<br>and Afri | \sia     | Elimina | tions        |
|------------|--------------|-----------------------------------|----------|---------|--------------|
| <br>2012 4 | 2011         | 2012                              | 2011     | 2012    | 2011         |
| <br>991    | 895          | 775                               | 660      |         |              |
| <br>570    | 590          | 203                               | 105      | -2,673  | -2,612       |
| <br>       | -95          | -248                              | -238     | -2,073  | -2,012       |
| <br>       | <del>-</del> |                                   |          | 2.672   | 2.612        |
| <br>1,436  | 1,390        | 730                               | 527      | -2,673  | -2,612       |
| <br>-1,165 | -1,110       | -626                              | -441<br> | 2,673   | 2,612        |
| <br>271    | 280          | 104                               | 86       |         | <del>-</del> |
| <br>-199   | -164         | -85                               | -68      |         | <del>-</del> |
| <br>72     | 116          | 19                                | 18       |         | <del>-</del> |
| <br>-5     | -4           | -3                                | -3       |         |              |
| <br>-2     | -1           |                                   |          |         |              |
| 65         | 111          | 16                                | 15       | _       | -            |
|            |              |                                   |          |         |              |
|            |              |                                   |          |         |              |
| <br>_      | -            | _                                 |          | _       |              |
|            | <del>-</del> |                                   |          |         |              |
| <br>       |              |                                   |          |         |              |
| <br>       | <del>-</del> |                                   |          |         |              |
| <br>       | <del>-</del> |                                   |          |         |              |
|            |              |                                   |          |         |              |
| <br>       | <del>-</del> |                                   |          |         |              |
| <br>       | <del>-</del> |                                   |          |         |              |
| <br>       | <del>-</del> |                                   |          |         |              |
|            |              |                                   |          |         |              |
|            |              |                                   |          |         |              |
| <br>       | <del>-</del> |                                   |          |         |              |
| <br>25     | 20           | 6                                 | 5<br>    |         | <del>_</del> |
| <br>10     | 11 _         |                                   |          |         |              |
| <br>8      | 5            | 10                                | 4        |         |              |
|            |              |                                   |          | _       | <del>_</del> |
|            |              |                                   |          |         |              |
| 5          | 40           |                                   |          |         |              |
|            | <del>-</del> |                                   |          |         |              |

#### 6.9 Equity

In the first half year of 2012, the Company sold 227,985 treasury shares (2011: 271,682 treasury shares) for CHF 22 million (2011: CHF 24 million) under the Employee Share Option and Purchase Plan. The Company also purchased 176,923 treasury shares for CHF 17 million during the reporting period (2011: 75,000 treasury shares for CHF 9 million).

The dividend payment for the year 2011 paid in 2012 amounted to CHF 3.85 per share or CHF 460 million (2011: CHF 2.75 per share or CHF 328 million).

In the first half year of 2012 there was no distribution from capital contribution reserves to the shareholders (2011: CHF 1.50 per share or CHF 179 million).

#### 6.10 Employees

|                                      | June 30, 2012 | June 30, 2011 |
|--------------------------------------|---------------|---------------|
| Europe                               | 43,778        | 42,372        |
| Americas                             | 9,071         | 8,387         |
| Asia-Pacific                         | 7,067         | 6,879         |
| Middle East, Central Asia and Africa | 2,881         | 2,621         |
| Total Employees                      | 62,797        | 60,259        |
| Full-time equivalent                 | 70,709        | 68,289        |

#### 6.11 Capital expenditure

The capital expenditure (excluding other intangible assets and property, plant and equipment from acquisitions) from January to June 2012 was CHF 75 million (2011: CHF 89 million).

### 6.12 Legal claims

The status of proceedings with the EU commission, disclosed in notes 41 and 45 in the Consolidated Financial Statements 2011 has changed as follows: As of March 28, 2012, the EU commission concluded the investigations and imposed fines against various logistics companies in antitrust proceedings, including Kuehne + Nagel International AG and its subsidiaries. For Kuehne + Nagel International AG and its subsidiaries, the fine amounts to CHF 65 million (EUR 53.7 million); the same amount was provided for in March 2012 and paid on July 2, 2012.

The status of other proceedings, disclosed in notes 41 and 45 in the Consolidated Financial Statements for the year ended December 31, 2011 has not changed materially.

#### 6.13 Post balance sheet events

Effective July 4, 2012, the Group acquired the business of company Perishables International Transportation Inc., Vancouver, Canada. The business acquired is specialised in handling and transportation of fresh and frozen perishable goods.

The acquired business will be consolidated as of July 4, 2012. The purchase price including contingent consideration is CHF 2 million.

The Group is in the process of preparing the acquisition accounting and can therefore not provide any other reliable disclosure in line with IFRS 3 at this stage.

These unaudited Condensed Consolidated Interim Financial Statements of Kuehne + Nagel International AG were authorised for issue by the Audit Committee of the Group on July 13, 2012.

There have been no other material events between June 30, 2012, and the date of authorisation that would require adjustments of the Condensed Consolidated Interim Financial Statements or disclosure.

# 7. Financial Calendar

| October 15, 2012 | Nine-months 2012 results   |  |
|------------------|----------------------------|--|
| March 04, 2013   | Full year 2012 results     |  |
| April 15, 2013   | First quarter 2013 results |  |
| May 07, 2013     | Annual General Meeting     |  |
| May 14, 2013     | Dividend payment for 2012  |  |
| July 15, 2013    | Half-year 2013 results     |  |

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