



Business Report **2013**

Introduction	4
Key figures for the Messe Berlin Group and the trade fair venues in Berlin in 2013	6
Trade fair statistics for 2013	8
The year's events in 2013	10
Group cash flow statement for Messe Berlin GmbH	31
Situation report for 2013 for the group and Messe Berlin GmbH	32
Group and annual financial statements for 2013	50
Group balance sheet Messe Berlin GmbH	
Group profit and loss statement Messe Berlin GmbH	
Group equity schedule	
Appendix 2013: Group and Messe Berlin GmbH	56
Balance sheet Messe Berlin GmbH	
Profit and loss statement Messe Berlin GmbH	
Audit certificate	88
Corporate governance report for the financial year 2013	90
Report of the Supervisory Board 2013	99

Messe Berlin GmbH

INTRODUCTION



In 2013 Messe Berlin recorded a profitable turnover of EUR 190 million, the highest in the company's history in an odd-numbered year, in which traditionally there are fewer events. In terms of structuring 2013 was a difficult year, one that involved considerable advance spending on the CityCube Berlin, our new trade fair and conference venue, and on operations at Berlin ExpoCenter Airport, our new exhibition grounds next door to the capital's future airport BER, which has yet to open. Despite this, turnover at Messe Berlin reached a new record.

More than 30,000 exhibitors and some two million visitors from Germany and abroad attended a total of 91 events held by the Messe Berlin group of companies (58 in-house and guest events at Berlin's trade fair venues as well as 33 events held by the group at other locations), which provided the necessary economic support. As a result of these record figures we not only confirmed but were able to build upon our position as one of the world's top ten companies in the trade fair and conference business.

In addition to our wide portfolio of in-house events, the range of guest events and large-scale congresses held on the Berlin exhibition grounds, particularly in the medical field, has continued to expand. Our investment in the CityCube Berlin and the necessary expansion of the grounds makes it possible for us to satisfy the ever-increasing expectations of our trade fair and conference customers and offers them an additional incentive to find out for themselves about Berlin as a place for doing business. The CityCube opened on time in spring 2014 and its arrival means we are well equipped to meet the future challenges of the trade fair and conference business and can strengthen our position on the international market. Despite closing the ICC Berlin for refurbishment, on the one hand we are able to ensure that conference events continue and on the other can satisfy the space requirements of our major international fairs. The International Green Week Berlin, FRUIT LOGISTICA, ITB Berlin, IFA and InnoTrans are the mainstays of our success, which we must build upon in Berlin. It is also encouraging that our involvement in trade fairs abroad, in ASIA FRUIT LOGISTICA in Hong Kong and ITB Asia in Singapore, continues to reap success.

ExpoCenter Airport, Messe Berlin's recently opened exhibition venue, has already hosted several major events and impressed exhibitors and trade visitors with its flexibility and an ideal outdoor exhibition area.

John Deere, the world's largest manufacturer of agricultural machinery, made good use of ExpoCenter Airport to provide a wide-ranging display of its products. In 2014 ExpoCenter Airport will again host the ILA Berlin International Air Show, which attracts around 200,000 trade visitors and members of the general public. Nonetheless, its full potential will only be realised once BER, the capital's new airport, opens.

Berlin, Germany's capital on the River Spree, radiates a unique international appeal and is more attractive than ever. As an international trendsetter, one experiencing constant change, and as a city in the heart of Europe hosting more than 1,500 events daily, Berlin is the ideal destination for business. As such, during the last ten years Berlin has established itself successfully amid leading international competitors.

Around 27 million overnight stays, over 11 million visitors to the capital, more than 10 million participants at conference events in 2013: The statistics are proof of Berlin's attractiveness as a venue for business, politics, science and creativity. Together, Messe Berlin and the city of Berlin are the ideal hosts for trade fairs and conference events. In addition to exhibitors, trade visitors and the general public, local companies and service providers contribute to the success of our events, be it by providing cab rides, hotel overnights or restaurant services. With its activities Messe Berlin secures jobs for more than 22,000 people and as such is one of Berlin and Brandenburg's major forces driving tourism and growth.

We are proud that events held at Messe Berlin in 2013 helped significantly to create a positive view of the major international city of Berlin.

Sincerely,

Dr Christian Göke
CEO

Ingrid Maaß
COO

Key figures 2013

Key figures for the
Messe Berlin Group
and the trade fair
venues in Berlin

Trade fairs	2013
Overall area in m ²	1,750,440
Trade fairs and exhibitions	91
Exhibiting companies	30,290
Attendance / participants	1,932,230

Congresses	2013
Congresses	34
Participants, total	approx. 118,600
percentage of out-of-town participants	approx. 74%

Finances (in mi.€)	2013
Turnover (group)	188
Turnover (Messe Berlin GmbH)	133
Annual profits (group)	1.3
Annual profits (Messe Berlin GmbH)	1.8
Group earnings before tax (EBT): trade fairs and congresses	46.3

Employees *	2013
Employees (group)	723
incl. number of trainees	32
Employees (Messe Berlin GmbH)	384
incl. number of trainees	21

* average annual figures

TRADE FAIRS CONGRESSES FINANCES EMPLOYEES



Trade fair statistics

2013

Events	Organiser	Dates in 2013	m ² (total) *	Exhibiting companies *	Attendance/ participants *
PANORAMA BERLIN	Messe Berlin GmbH & Panorama Fashion Fair Berlin GmbH	15.01 – 17.01	21,000	360 **	33,550
International Green Week Berlin	Messe Berlin GmbH	18.01 – 27.01	115,000	1,630	407,000
FRUIT LOGISTICA	Messe Berlin GmbH	06.02 – 08.02	105,460	2,550	58,000
ITB Berlin	Messe Berlin GmbH	06.03 – 10.03	160,000	10,090	170,000
conhIT	Messe Berlin GmbH	09.04 – 11.04	12,000	320	5,980
WASSER BERLIN INTERNATIONAL	Messe Berlin GmbH	23.04 – 26.04	40,000	630	31,000
LinuxTag	Messe Berlin GmbH	22.05 – 25.05	1,620	120	10,200
YOU	Messe Berlin GmbH	31.05 – 02.06	40,000	240	45,000
PANORAMA BERLIN	Messe Berlin GmbH & Panorama Fashion Fair Berlin GmbH	02.07 – 04.07	21,000	360 **	36,000
IFA	Messe Berlin GmbH	06.09 – 11.09	145,000	1,500	240,000
CMS 2013 Cleaning. Management. Services.	Messe Berlin GmbH	24.09 – 27.09	24,700	360	16,500
IMPORT SHOP BERLIN	Messe Berlin GmbH	13.11 – 17.11	19,650	580	41,360
BOAT & FUN BERLIN	Messe Berlin GmbH	21.11 – 24.11	48,700	650	37,260
HIPPOLOGICA Berlin	Messe Berlin GmbH	12.12 – 15.12	18,550	190	22,080
14 Events held by the Messe Berlin Group at its venues in Berlin, at ExpoCenter City and Berlin ExpoCenter Airport			772,680	19,580	1,153,930
44 Guest events held at venues in Berlin, at ExpoCenter City and Berlin ExpoCenter Airport			374,500	4,650	250,500
58 Events at venues in Berlin (total)			1,147,180	24,230	1,404,430
RegioAgrar Bayern, Augsburg	E.G.E. European Green Exhibitions GmbH	05.02 – 07.02	8,000	130	8,600
AGRAR Unternehmertage, Münster	E.G.E. European Green Exhibitions GmbH	26.02 – 01.03	12,850	320	26,000
ASIA FRUIT LOGISTICA, Hong Kong	Global Produce Events GmbH	04.09 – 06.09	13,360	370	6,500
MeLa, Trade exhibition for agriculture, food, fisheries, forestry, hunting and horticulture, Mühlengiez	Messe- und Ausstellungszentrum Mühlengiez GmbH	12.09 – 15.09	170,000	1,030	70,300
ITB Asia, Singapore	Messe Berlin (Singapore) Pte. Ltd.	23.10 – 25.10	12,000	830	9,100
28 other events held by the Messe Berlin group at other locations	E.G.E. European Green Exhibitions GmbH, MAZ GmbH		387,050	3,380	407,300
91 events held by the Messe Berlin Group at venues in Berlin, at ExpoCenter City and Berlin ExpoCenter Airport			1,750,440	30,290	1,932,230

* partially rounded off
 ** including brands/trademarks

The year's events in

2013

Events held by the Messe Berlin group

In 2013, Messe Berlin GmbH achieved a turnover of almost EUR 190 million (2011: EUR 180M), a record figure in an odd-numbered year in which traditionally there are fewer events.

Messe Berlin's leading international trade fairs include ITB Berlin, the International Green Week, FRUIT LOGISTICA, IFA, ILA, InnoTrans and WASSER BERLIN INTERNATIONAL. Specialised subsidiaries cover all areas of services, catering and facility management.

In the financial year 2013 Messe Berlin held 58 in-house and guest events. These were attended by around 24,200 exhibitors from over 180 countries who occupied hall space totalling almost 1.15 million square metres. Around 19,600 exhibitors were represented at the in-house events, of whom approximately two-thirds came from outside Germany.

Messe Berlin has two shows outside Germany, ITB Asia in Singapore and ASIA FRUIT LOGISTICA in Hong Kong. These are two highly successful spin-offs of corresponding major trade fairs in Germany. In the space of only a few years each has become a leading industry event in Asia.

In 2013 highlights at Berlin ExpoCenter Airport, Messe Berlin's second event venue near BER, the capital's future airport, included the January and July editions of the fashion show PANORAMA BERLIN. Showcasing volume market collections of mens' and womenswear, shoes and accessories, each of the two editions was attended by around 70,000 trade visitors from around the world.

Following the foundation laying ceremony in July 2012, in the financial year 2013 there were important milestones in the completion of the CityCube Berlin. In spring 2014 the multi-purpose trade fair and conference venue was able to open and welcome its first large-scale events. With the opening of the CityCube the ICC Berlin ceased operations.



Guest events

In the Messe Berlin Guest Events division, one of the highlights of 2013 was the awards ceremony in early December. Federal President Joachim Gauck presented the 'German Zukunftspreis,' and the ceremony the southern entrance to the exhibition grounds was broadcast live on TV. Events such as Velo Berlin in March and the World Publishing Expo in October also attracted considerable media attention.

Altogether, over 250,000 visitors attended the 44 guest events held by Messe Berlin in 2013. Exhibitor numbers grew as well, exceeding 4,600 (5% more than in 2012). The events organised by this division are extremely diverse and include highly specialised trade fairs such as CWIEME Berlin, the world's largest coil winding exhibition, as well as events such as HochzeitsWelt and Einstieg, an event for career starters, and Kreativ Tage Berlin.

In August and September at ExpoCenter Airport, the new event venue in Berlin, John Deere, the world's largest manufacturer of agricultural machinery, displayed the company's latest products to 5,000 selected guests from 40 countries.

In March, Auto Camping Caravan Berlin 2013, the 'region's largest consumer exhibition for motorhomes', showcased a wide-ranging line-up of motor-homes, towing vehicles and all kinds of camping equipment.

During its last financial year the Congress division was able to retain its leading position in the market for national and international conference events. Despite the fact that statistics for absolute event and participant numbers did not achieve the excellent results of 2012, due to the imminent closure of the ICC Berlin, once again there were numerous outstanding events. What is remarkable is that the percentage of out-of-town visitors (74%) and the average number of participants at events (3,900) represented outstanding results.

International events deserving mention include the congress of the European Society of Clinical Microbiology and Infectious Diseases (ECCMID) with around 10,000 delegates and the United European Gastroenterology Week (UEG) with around 12,600 participants from 125 countries. There were also regular national events such as the German Orthopaedics and Traumatology Congress (around 11,000 delegates), the German Psychiatric Congress (around 9,000 delegates) and the annual general meeting of Daimler AG (around 6,000 delegates).

Congresses

Fashion show for volume-market collections of men's and womenswear, shoes and accessories

**PANORAMA
BERLIN**
15.01 – 17.01.2013



From 15 to 17 January 2013 a total of around 33,550 buyers from 66 countries attended this newly established marketplace. Some 360 exhibitors from 20 countries showcased volume-market collections of men's and womenswear, shoes and accessories for spring 2013/2014. The debut event took place on the new exhibition grounds at Berlin ExpoCenter Airport in three halls on a display area totalling 21,000 square metres. PANORAMA BERLIN is a co-production of PANORAMA Fashion Fair Berlin GmbH and is organised by managing partner Jörg Wichmann and Messe Berlin GmbH.

The high number of international exhibitors and trade visitors was impressive. Collections from a total of four continents went on display. Exhibitors came from Belgium, Switzerland, China, Germany, Denmark, Spain, France, Greece, Israel, Italy, Morocco, Mongolia, the Netherlands, Austria, Portugal, Romania, Sweden, Turkey, the UK and the USA.

The next PANORAMA BERLIN will take place at Berlin ExpoCenter Airport from 2 to 4 July 2013.

www.panorama-berlin.com



Exhibition for the Food Industry, Agriculture and Agriculture

The International Green Week Berlin 2013 (IGW) marked another milestone in the 87-year history of the event. 1,630 exhibitors from 67 countries (2012: 1,624/59), 80 ministers of agriculture from all parts of the world and many more foreign delegations of agricultural policy decision-makers came to the world's largest consumer exhibition for agriculture, the food industry and horticulture. It was the highest international attendance since the fair's launch in 1926.

Despite the snowy winter weather more than 400,000 visitors came to the fair in Berlin. The overall attendance at the Green Week 2013, recorded on the final day of the fair, was around 407,000 (2012: 420,000). At EUR 113, (2012: EUR 111) consumer spending per person was higher than last year, with exhibitors taking in around EUR 46 million. The Green Week was attended by more than 100,000 trade visitors, a high figure similar to that of 2012.

The next International Green Week Berlin will take place from 17 to 26 January 2014.

www.greenweek.de



**International
Green Week Berlin**
18.01 – 27.01.2013



The regional exhibition for agricultural production, commerce, management and IT

RegioAgrar Bayern
05.02 – 07.02.2013



Trade visitor numbers at the third edition of RegioAgrar Bayern, which took place in Augsburg from 5 to 7 February, rose to 8,600, marking an increase of close to 8%.

In 2013 more than 130 exhibitors exhibited their products and services at the regional exhibition for agricultural production, commerce, management and IT. The combination of an exhibition and a wide-ranging programme of papers was well received by the farming representatives at the event. In-depth meetings took place everywhere, from stands exhibiting farming machinery, stable equipment, and wood chip heating systems, to animal feed company and consultancy stands. Detailed information was also available.

Among the key topics at the event were livestock breeding, animal feed, IT, the forestry industry as well as renewable energies. The next RegioAgrar Bayern will take place from 4 to 6 February 2014.

www.regioagrار.de



International trade fair for fruit and vegetable marketing

FRUIT LOGISTICA
06.02 – 08.02.2013



Over 58,000 trade visitors (4% more than in 2012) from 130 countries came to FRUIT LOGISTICA to find out about the products and services of the entire fresh produce marketing chain and to gain a global market overview. Foreign visitors accounted for 80% of those attending.

Close to 2,550 exhibitors (+2%) from 78 countries, a record figure, displayed the entire value-added chain of an industry that ensures consumers can enjoy top-quality fresh fruit and vegetables at all times of the year. Foreign companies made up 90% of the exhibitors at the fair.

Exhibitors and trade visitors alike praised the good relations maintained with wholesalers and retailers, fruit and vegetable producers and with the import and export industry. Senior international agricultural policy decision-makers also came to Berlin, including 12 ministers. Around 750 members of the media from 37 countries reported on events directly from the fair.

The City Farming concept of the Dutch Staay Food Group won the FRUIT LOGISTICA Innovation Award 2013 (FLIA). The Globus self-service warehouse received the FRUCHTHANDEL MAGAZIN Retail Award 2013.

Peru was the partner country of FRUIT LOGISTICA 2013.

The next FRUIT LOGISTICA will take place from 5 to 7 February 2014 in Berlin.

www.fruitlogistica.dcom



The regional exhibition for agricultural production, commerce and management

**AGRAR
Unternehmertage
in Münster
26.02 – 01.03.2013**



Every two years Agrar Unternehmertage in Münster is where the farming industry meets. At this year's event, which in 2013 took place from 26 February to 1 March, more than 320 exhibitors (2011: 336) occupied five halls. Over 26,000 visitors came to find out about improvements in agricultural production technology, innovations in arable farming and renewable energies.

Accompanying the exhibition was a specialist forum, featuring more than 70 outstanding papers and discussion rounds. For the farming industry in North Rhine-Westphalia, Lower Saxony and the local regions this trade fair has practically become a must-see event.

The next AGRAR Unternehmertage in Münster will take place from 3 to 6 February 2015.

www.agrarunternehmertage.de



The world's leading travel trade show

From 6 to 10 March 2013 around 10,090 exhibitors from 188 countries exhibited their products and services in halls that were booked to capacity. Close to 170,000 visitors attended ITB Berlin on the Berlin Exhibition Grounds. Indonesia, the partner country, provided a spectacular show which featured over 300 dancers, musicians and performing artists from Kalimantan, Sumatra, Sulawesi, Papua, Jakarta and Java.

A total of 110,000 trade visitors came to Berlin, of whom more than 43% were from outside Germany. In 2013 the ITB Berlin Convention attracted 25% higher numbers than in 2012. Audiences totalling 21,000 attended the 200 paper readings, discussions and workshops.

The key topics were social media and mobile travel services. The new match-making event that brought together bloggers and exhibitors was very well received. On the weekend more than 60,000 members of the public took the opportunity to obtain wide-ranging information from tour organisers and find out about niche market providers. For the first time, visitors were able to book their tours directly at ITB Berlin.

The next ITB Berlin will take place from 5 to 9 March 2014.

www.itb-berlin.com



**ITB Berlin
06.03 – 10.03.2013**



Connecting Healthcare IT

conhIT
09.04 – 11.04.2013



As Europe's leading event for health IT, conhIT – Connecting Healthcare IT fulfilled all the high expectations placed on it. 5,980 trade visitors from over 40 countries attended conhIT in Berlin from 9 to 11 April, 500 more than in 2012 and marking an increase of 11%. 320 exhibitors (+19%) from 14 countries displayed their healthcare IT products and services on the Berlin Exhibition Grounds.

In addition to companies from Europe, exhibitors from Taiwan, Korea, Israel and the USA also attended the show. Belgium was the official partner country of the event. 21% of exhibitors came from abroad, double the percentage as 2012. A display area covering 12,000 square metres provided visitors to the industrial fair with a comprehensive overview of the market for healthcare IT products and services.

With 13 Congress sessions, four Academy seminars and 99 networking events the supporting programme of conhIT 2013 considerably exceeded that of previous years.

The next conhIT will take place from 6 to 8 May 2014.

www.conhit.com



Trade fair and congress for water management

WASSER BERLIN INTERNATIONAL
23.04 – 26.04.2013



From 23 to 26 April 2013, over a period of four days, WASSER BERLIN INTERNATIONAL was the meeting place of the international water industry. A substantial increase in the number of trade visitors and exhibitors from abroad was one of the hallmarks of WASSER BERLIN INTERNATIONAL 2013. This year around 31,000 visitors (+10%) representing industry, politics and science attended the event, and could learn about WASSER BERLIN INTERNATIONAL's high level of expertise in a display area covering six halls.

A total of more than 630 exhibitors from 36 countries showcased their latest water supply and wastewater disposal technologies, products and services. International exhibitors rose from 25 to 28%.

Reactions to the WASSER BERLIN INTERNATIONAL 2013 Congress featuring numerous specialist symposiums were very positive and its international events were very well received.

The special event entitled 'Schaustelle Wasser' was met with very keen interest. It was organised mainly by Berliner Wasserbetriebe and also featured building sites belonging to NBB Netzgesellschaft Berlin/Brandenburg, Vattenfall Europe and Berliner Verkehrsbetriebe (BVG). 633 trade visitors from around the world were able to gain a unique first-hand insight into how well the latest technologies perform.

WASSERLEBEN, the interactive show for the public, was attended by around 10,000 young people and adults. Exhibitors and trade visitors were greatly impressed by the activities organised by schoolchildren for their peers and by the 35 institutions whose focus was on the sustainable exploitation of water resources.

WASSER BERLIN INTERNATIONAL 2015 will take place from 24 to 27 March 2015.

www.wasser-berlin.com



The leading trade fair for young people

YOU
31.05 – 02.06.2013



From 31 May to 2 June around 45,000 young people, teachers and parents came to the capital to attend the 15th edition of the trade fair for young people. 240 exhibitors showcased the latest trends in music, sport, lifestyle and education over nine halls at the Berlin Exhibition Grounds. The Education and Vocational Training section was larger than in any previous year. YOU featured a newly organised Schools section, special displays for school classes as well as guided information tours. Around 110 exhibitors in three halls provided information on education, vocational training and careers.

YOUr jobaktiv, the trade fair for vocational training organised in collaboration with the National Career Service, offered career advice, job interview coaching and a programme of events on starting out in a career. For the first time all these services were combined in one section under the heading of Education.Career.Future. The new Dancing Hall attracted keen interest. Featuring around 500 dancers, the German qualifying rounds for the world hip hop championships took place here. The live concerts in the music arena also attracted large crowds.

The next YOU will take place from 27 to 29 June 2014 in Berlin.

In future, YOU's successful concept will also be going on tour in Westphalia. From 28 to 30 November 2014 YOU will also take place in Dortmund.

www.you.de



Fashion show for high-volume collections of men's and womenswear, shoes and accessories

PANORAMA BERLIN
02.07 – 04.07.2013



At the spring/summer 2013 edition of the PANORAMA BERLIN fashion show, over 36,000 highly satisfied trade visitors (7% more than at the previous event) who came from 95 countries found out about the upcoming fashion trends. From 2 to 4 July, as part of the Berlin Fashion Week, around 360 international collections from 18 countries featuring men's and womenswear, shoes and accessories provided visitors with a market overview of spring/summer fashion in 2013.

Following its launch in January, the second edition of PANORAMA BERLIN took place again at Berlin ExpoCenter Airport. All three halls were fully booked, with a display area of 21,000 square metres.

Jörg Wichmann, managing partner of PANORAMA Fashion Fair Berlin GmbH: "Exhibitors and buyers alike were enthusiastic about PANORAMA BERLIN. Visitors praised the brand displays and the high fashion quality of the collections on show. Exhibitors were keen to acknowledge the quality of the trade visitors attending and the high number of meetings they had throughout."

The next PANORAMA BERLIN will take place from 14 to 16 January 2014 at Berlin ExpoCenter City.

www.panorama-berlin.com



International trade fair for fruit and vegetable marketing in Asia

**ASIA FRUIT
LOGISTICA, Hong Kong**
04.09 – 06.09.2013



With around 6,500 buyers and trade visitors from 64 countries, attendance at this event grew by 14% compared to 2012. Exhibitor numbers rose to more than 370, an increase of nearly 10%. The number of countries rose to 37, marking a rise of 23% and the highest level of foreign attendance to date.

Once again, the majority of exhibitors attending this year's event were from Asia, with the 13 Asian countries represented accounting for 35% of all exhibitors. Exhibitors from Europe (12 countries) rose to 28%. They were followed by South America (6 countries, 13%), Oceania (9%), Africa (8%) and North America (7%).

Before ASIA FRUIT LOGISTICA opened its doors the Asia Fruit Congress took place on 3 September with a packed programme that mirrored the previous format. Around 400 participants from 32 countries attended the region's leading conference event which provided an outstanding programme featuring three keynote speeches and four breakout sessions.

The next ASIA FRUIT LOGISTICA will take place from 3 to 5 September 2014.

www.asiafruitlogistica.com



The world's leading trade fair for consumer electronics and home appliances

Orders were placed totalling close to EUR 4 billion, making IFA the leading event for industry and retailers in the run-up to Christmas, the most important trading period for stockists. This applied equally to both the consumer electronics and home appliances industries.

Around 1,500 exhibitors (7% more than in 2012) displayed their wide range of products and innovations on a rented display area covering 145,000 square metres. Total attendance at IFA 2013 was around 240,000, of whom more than 142,000 were trade visitors (+1.4%). The number of foreign trade visitors at IFA 2013 rose to 46,000, 2.2% more than in 2012.

The number of international journalists attending rose yet again, to 2,360. IFA was able to build on its reputation in the media as the world's leading event. In Germany alone, over 16,400 articles were published in daily newspapers, equivalent to an advertising value of more than EUR 113.5 million.

The next IFA will take place from 5 to 10 September 2014.

www.ifa-berlin.com

IFA
06.09 – 11.09.2013



Trade exhibition for agriculture and food, fisheries, forestry, hunting and horticulture

Cleaning. Management. Services. International trade fair and congress

MeLa
12.09 – 15.09.2013

CMS Berlin
24.09 – 27.09.2013



From 12 to 15 September 2013 the 23rd Trade exhibition for agriculture and food, fisheries, forestry, hunting and horticulture took place in the federal State of Mecklenburg-West Pomerania at the Trade Fair and Exhibition Centre in Mühlengiez. 24 of the 1,030 exhibitors attending the event came from outside Germany.

CMS Berlin, the international cleaning trade fair, posted record exhibitor and visitor numbers, confirming its role as Europe's leading event for this sector in 2013. An even greater international dimension, highly satisfied exhibitors and an extremely positive mood as far as the industry's overall economic outlook was concerned were the hallmarks of CMS Berlin 2013 – Cleaning. Management. Services.

Yet again, the displays of agricultural technology, livestock and the wide-ranging programme of supporting events made a big impression on visitors in 2013. With the four-day event witnessing around 70,300 visitors, this was the second time in the history of MeLa that attendance figures exceeded 70,000. Survey results showed that both exhibitors and visitors were satisfied with MeLa.

From 24 to 27 September around 360 exhibitors from 20 countries (2011: 354/19) provided a comprehensive overview of their products, systems and work methods which represented the market's entire range of cleaning systems and cleaning agents. Over a period of four days close to 16,500 trade visitors (6% more than in 2011) from 65 countries (+8%) found out about the industry's new products. The display area at the International Trade Fair for Cleaning Equipment, Facility Management and Services covered 24,700 square metres.

The next MeLa will take place from 11 to 14 September 2014.

The International CMS Congress celebrated a successful debut. Under the heading of 'Sustainable competitiveness in the cleaning sector' some 200 senior industry executives from around the world debated this topic in a global context.

www.mela-messe.de

The next CMS Berlin Cleaning. Management. Services. will take place from 22 to 25 September 2015.

www.cms-berlin.com



The trade show for the Asian travel market

ITB Asia, Singapore
23.10 – 25.10.2013



In 2013 ITB Asia again reported an increased number of trade visitors. At the Suntec Singapore Exhibition & Convention Centre in Singapore 9,100 trade visitors (+7%) from more than 110 countries met with around 830 exhibiting companies from 73 countries. Exhibitors came from Europe, Asia, Africa and the Middle East and represented every area of the travel industry, in particular the market's leisure, corporate and MICE travel segments.

In 2013, the leading travel trade show for the Asian travel market became even more wide-ranging and acquired an even greater international dimension. The USA increased its stand size by 90% and was able to secure 30% more co-exhibitors. Europe was represented in greater numbers than in 2012, with exhibitors occupying 20% more floor space. Numerous Asian countries also enlarged their display areas. The stand of the Philippines grew by 75% and that of Japan by 140%.

The programme of conference events also expanded. At over 20 events it featured 3,850 minutes of valuable information about trends and the challenges facing the travel industry. Partners at the conferences included the United Nations World Tourism Organization (UNWTO), the Global Business Travel Association (GBTA), the Pacific Asia Travel Association (PATA), the Medical Tourism Association, the National Association of Travel Agents (NATAS), American Express and micenet ASIA.

The next ITB Asia will take place from 29 to 31 October 2014.

www.itb-asia.com



The most beautiful things in the world

With around 41,360 visitors (+3% more than in 2012) this year's Import Shop Berlin again proved to be a major public attraction. Close to 580 exhibitors from 60 countries displayed their products at the 52nd Import Shop Berlin.

Products included quality handicrafts, clothing, home textiles, jewellery, natural goods, natural cosmetic products, contemporary art & design and Christmas decorations. This year the focus was on Thailand, the partner country.

The positive reactions from visitors to the exotic shopping mall, which closed on 17 November, spoke for themselves. Around 95% of visitors polled were satisfied with the fair and the same percentage said they would recommend it to others. 94% said they would be back for next year's event, which will be held under a new name: Bazaar Berlin.

Bazaar Berlin will take place from 12 to 16 November 2014.

www.importshop-berlin.com / www.bazaar-berlin.com

IMPORT SHOP BERLIN
13.11 – 17.11.2013



The world of boating and outdoor sports

BOAT & FUN BERLIN
21.11 – 24.11.2013



Over 650 exhibitors from 17 countries showcased their products and services on a display area covering 48,700 square metres. Altogether, around 37,260 visitors attended the Berlin boating exhibition. The year before, around 32,400 water sports enthusiasts had visited the fair. Despite the event's shorter duration (one day less) attendance rose by 15%. More than 7,000 guests attended the GALA Night of the Boats on the eve of the fair and were able to take a night-time stroll around the halls and their maritime displays.

According to figures released by the trade publication Boote a total of 528 boats (+8%) were exhibited at this year's BOAT & FUN BERLIN. Of this number 405 were motorboats (383 in 2012, +6%) and 123 were sailing boats (106 in 2012, +16%). In terms of the number of boats on display BOAT & FUN BERLIN has become one of Germany's leading boating exhibitions. Many exhibited boats were featured on Boat Exchange, an innovative web-site tailored to the needs of the water sports industry and first launched in Germany at BOAT & FUN BERLIN. More than 100,000 page hits were recorded in the week after the site's launch.

The last event of the WAKE MASTERS series of events took place at BOAT & FUN BERLIN. Measuring 1,000 square metres, a pool was specially built for the occasion. Around 55 of Germany's best wakeboarders came to compete in the individual stages and for the title of series winner.

The next edition of BOAT & FUN BERLIN will take place from 26 November (GALA Night of the Boats) to 30 November 2014.

www.boot-berlin.com



The international exhibition for equestrianism

Combining a show, sports and shopping opportunities, HIPPOLOGICA Berlin, the exhibition for equestrianism, impressed exhibitors, riding enthusiasts and visitors alike. From 12 to 15 December 2013 the event attracted a total of around 22,080 visitors to the Berlin Exhibition Grounds. This was the first time attendance exceeded 22,000 and marked a 1% increase over 2012. Around 190 exhibitors (+6%) showcased their products and services covering equestrian topics in five halls.

The 23rd HIPPOLOGICA attracted visitors from the local region and from all parts of eastern Germany. The debut event of the Horse & Dog Trials Cup and the introduction of a third Class 5* dressage event met with a particularly positive response and was especially to the liking of the equestrian sports enthusiasts present. The mood in the HIPPODROME and the reactions from riders and spectators were very positive.

The next HIPPOLOGICA Berlin will take place from 11 to 14 December 2014.

www.hippologica.de

HIPPOLOGICA
Berlin
12.12 – 15.12.2013



Statement of changes in financial position

2013

	2013 TEUR	2012 TEUR
Annual group surplus	1,270	5,920
Write-downs on capital asset items	5,944	4,771
Decrease (prev. year, increase) in reserves	-9,617	16,825
Other income not affecting balance sheet	-291	-290
Losses (prev. year, profits) from disposal of tangible assets	140	-15
Decrease (prev. year, increase) in stocks, claims and other assets not classified as investment or financing activities	1,800	-85
Increase (prev. year, decrease) in payables and other liabilities not classified as investment or financing activities	768	-425
Cash flow from current business activity	14	26,701
Payments-in from disposal of capital assets	16	112
Payments-out for investment in capital assets	-45,033	-27,083
Payments-out for investment in intangible assets	-204	-916
Payments-in from disposal of financial assets	11	0
Payments-out for investment in financial assets	-81	-200
Payments-in from investment subsidies	3,130	0
Payments-out (prev. year, payments-in) from sales of shares in consolidated companies less liquid funds	-59	14
Payments-out for acquisition of consolidated companies less liquid funds	-262	0
Cash flow from investment activity	-42,482	-28,073
Payments-in from raising financial credit	45,000	2
Payments-out from repayment of financial credit	-1,800	0
Payments-out to minority shareholders	-419	-709
Cash flow from financing activity	42,781	-707
Changes in financial resources	313	-2,079
Changes, due to consolidated entry, in financial resources	-74	0
Financial resources at the start of the period	65,640	67,719
Financial resources at the end of the period	65,879	65,640

Statement of changes in financial position for the group for the financial year 2013

Situation report

2013

**Situation report for
2013 – group and
Messe Berlin GmbH**

General information

Messe Berlin – the company

Business report

National trade fairs in Germany report marginal growth in 2013

Business progress

General assessment of the business and profits in 2013
In-house events
Positive industry reactions to the new fashion show concept
Guest events attract ever-increasing numbers
Leading venue for large-scale medical congresses
Business activities abroad
Conclusion of the basic agreement for 2013 to 2017
Change in management
Changes in share ownership
CityCube Berlin on time and within budget

Financial performance indicators

Operating results of Messe Berlin GmbH and the group
In-house events
Congresses and guest events
Subsidiaries at home and abroad
Service companies
Special factors affecting the operating results
Financial and assets situation

Non-financial performance indicators

Workforce
Managing job and family life
Professional training and advanced training
Pension provisions
Promoting health and well-being
Workplace culture

Addendum

Risk management

Risk policy
Risk management system
Risk areas

Future prospects, opportunities and risks associated with future developments

Downtime costs – ICC Berlin emergency measures – ICC Berlin
CityCube Berlin
Marketing the exhibition grounds at Berlin ExpoCenter Airport
Planning basis for anticipated development of business
Anticipated economic conditions
Anticipated development of business and profits
Anticipated financial and assets situation

Messe Berlin – the company

In terms of turnover, Messe Berlin is among the ten leading trade fair companies in the world. With a workforce of 700, it is an important provider of jobs in the capital.

Messe Berlin operates two exhibition grounds in the Berlin/Brandenburg region. Berlin ExpoCenter City, the company's established venue next to the Berlin Radio Tower, has display halls covering 160,000 square metres as well as a 100,000 square metre outdoor display site. Located next to the capital's future airport BER, Berlin ExpoCenter Airport was completed in summer 2012 and is now available for events. It features permanent display halls occupying more than 20,000 square metres as well as extensive open-air grounds which can accommodate other temporary fair halls or can be used for large-scale outdoor displays.

The programme of international events at Messe Berlin includes the International Green Week Berlin, FRUIT LOGISTICA, ITB Berlin, IFA, the ILA Berlin Air Show, InnoTrans and WASSER BERLIN INTERNATIONAL. Specialised subsidiaries guarantee comprehensive services at the national and international level. Messe Berlin operates a network of 85 foreign representative offices in more than 150 countries around the world. The history of Berlin and its exhibitions dates back to 1822 when the first industrial exhibition marked the beginning of trade fairs organised and held in Berlin. The trade fair company was founded in 1923.

General information

Business report

National trade fairs in Germany report marginal growth in 2013

Adjusted for inflation, figures released by the Federal Statistics Office show that in 2013 the German economy grew by only 0.4% (2012: 0.7%). According to the Association of the German Trade Fair Industry (AUMA) the German trade fair industry again experienced unfavourable general conditions. Taking the latest figures into account, and compared to previous events, AUMA projections for 2013 forecast an exhibitor increase at the 139 national trade fairs of almost 1% (2012: +2.0%). At the same time there was an above-average increase in foreign exhibitors (+2%), while the amount of floor space occupied remained stable (2012: +4.1%). According to AUMA, the increase in foreign exhibitors shows that companies from abroad regard Germany as extremely attractive for business.

Business progress

General assessment of the business and profits in 2013

In terms of structuring, 2013 was a difficult year. Large sums were invested in the CityCube Berlin, the company's new multi-purpose venue. Furthermore, Messe Berlin began operating new exhibition grounds at BER, the capital's future airport, which has yet to open. Despite this, in a year in which there were fewer events, the group achieved a turnover of EUR 188M, a record figure when compared to 2011 (EUR 182M). Around 24,230 exhibitors from over 180 countries occupied 1.1 million square metres in the display halls at the 58 in-house and guest events which took place at trade fair venues in Berlin. Altogether, in the financial year 2013 the Messe Berlin group of companies held 91 events in Germany and abroad and rented out floor space totalling around 1.8 million square metres to 30,290 exhibitors.

In-house events

More than 19,580 exhibitors were represented at in-house events at trade fair venues in Berlin, of whom around two-thirds came from abroad. More than 1.1 million visitors from Germany and abroad attended the events. Messe Berlin registered over 620,000 trade visitors, of whom some 60% came from abroad. Exhibitors and trade visitors were impressed with the international appeal of Berlin as a trade fair venue and with the many decision-makers at the events.

Positive industry reactions to the new fashion show concept

In January, the new fashion show PANORAMA BERLIN celebrated a successful debut on the new exhibition grounds at Berlin ExpoCenter Airport. The second edition of this event for high-volume collections of men's and womenswear, shoes and accessories was held in July as part of the Berlin Fashion Week. 33,550 buyers from 66 countries attended the first show.

36,000 buyers were registered at the second event in July. At each show 360 exhibitors from more than 20 countries were represented inside the newly completed display halls covering 21,000 square metres.

Guest events attract ever-increasing number of visitors

The company's guest events continue to attract a rising number of visitors. In the Messe Berlin Guest Events division, one of the highlights of 2013 was the awards ceremony in early December. Federal President Joachim Gauck presented the 'German Zukunftspreis,' and the ceremony was one of the year's highlights. The ceremony at the southern entrance to the exhibition grounds was broadcast live on TV. Events such as Velo Berlin in March, SHOWTECH in June and the World Publishing Expo in October also attracted considerable media attention. John Deere, the world's largest manufacturer of agricultural machinery, made good use of the exhibition grounds at ExpoCenter Airport next door to BER, the capital's future major airport. In August and September, the company displayed its 2014 line-up of innovative products to 5,000 selected guests from 40 countries.

Leading venue for large-scale medical congresses

In 2013, the Berlin Exhibition Grounds again hosted numerous large-scale congresses, particularly in the medical field. More than 13,000 visitors came to the International Congress Center ICC Berlin to attend the world's largest congress for gastroenterology.

Business activities abroad

Once again, business activities abroad contributed to the success of the Messe Berlin group of companies during the financial year 2013. ITB Asia in Singapore registered a 7% increase in trade visitors. 9,100 visitors from over 110 countries came to find out about the products and services of 830 exhibiting companies from 73 countries. ASIA FRUIT LOGISTICA, the trade fair for fresh produce in Hong Kong, reported growth in all areas.

The 5th Annual SEHA Research Conference in Abu Dhabi, which K.I.T. Group GmbH had been organising since July 2013, took place in December. Over 1,000 delegates attended more than 200 science lectures. K.I.T. Group was responsible for the overall organisation, including delegate registration, logistics, abstract management and the supporting programme of events.

Conclusion of the basic agreement for 2013 to 2017

On 25 February 2013, Messe Berlin GmbH and the Land of Berlin, the main shareholder, signed a follow-up basic agreement on cooperation in matters concerning trade fair and congress business. One important amendment to the basic agreement is a reduction amounting to EUR 4 million of the flat rate that partially compensates for maintenance and repairs on the exhibition and congress grounds, including the ICC Berlin, as of the financial year 2013.

Change in management

On 27 March 2013, the Supervisory Board appointed Dipl. Kauffrau Ingrid Maaß to the post of Chief Operating Officer of Messe Berlin GmbH, effective as of 1 August 2013. She joined the management team alongside Dr Christian Göke, who took over as Chief Executive Officer on 1 July 2013 after Raimund Hosch retired.

Changes in share ownership

On 1 January 2013, Messe Berlin GmbH acquired another 24% share in K.I.T. Group GmbH, which organises events worldwide and is the market leader for organising medical congresses. Messe Berlin currently owns 75% of shares in this company.

As part of further expansion, Capital Facility GmbH & Co. KG was transformed into Capital Facility GmbH. A control and profit-and-loss transfer agreement backdated to 1 January 2013 was concluded between Capital Facility GmbH and Messe Berlin.

In November 2013, the shares in the subsidiary MW Messe-, Ausstellungs- und Dienstleistungsgesellschaft mbH were sold to the Swiss-based company FVF Messe-Event AG (51%). The entire loan amounting to CHF 400,000 plus interest, which Messe Berlin GmbH had granted to FVF Messe-Event AG, was repaid. In December 2013, Messe Berlin GmbH sold its shares in the WHS Foundation GmbH.

CityCube Berlin on time and within budget

No bookings were lost as a result of moving event operations from ICC Berlin to CityCube Berlin. At the time of writing, construction of the CityCube Berlin was going according to plan and was within the projected time and budget schedule. Delays and extra costs remain within limits with regard to original projections. The inauguration of the CityCube is scheduled for May 2014 and the DGB Congress will be the first event to be held there.

Operating results of Messe Berlin GmbH and the group

In 2013, an odd-numbered year in which traditionally there are fewer events, turnover fell to EUR 187.6M, which compared to 2012 (EUR 246.8M) represented a decline of EUR 59.2M (24%).

By comparison, in this year with fewer events, expenditure on materials fell slightly disproportionately by 25.5%. The operative results before interest, tax and write-downs (EBITDA) declined by EUR 3.7M. At 5.7% the EBITDA margin remained practically the same as in 2012.

Compared to the financial year 2011, turnover (EUR 182.1M) increased by EUR 5.5M (+3%). Taking into account the reduction by EUR 4.0M in the sum provided for maintenance and repairs on the exhibition and congress grounds, these operative results are the best in any odd-numbered year, in which fewer events take place. The company's leading international trade fairs continued to grow, yielding above-average earnings that in part offset this reduction.

Financial performance indicators

Messe Berlin group	2013	2012	Comparison of changes (prev. yr.)	
	million EUR	million EUR	million EUR	%
Sales revenues	187.6	246.8	-59.2	-24.0
Change in holdings incomplete services	0,1	0.0	0.1	-
Other operating revenues	6.8	6.5	0.3	4.6
Expenditure on materials	-118.3	-158.8	40.5	-25.5
Personnel costs	-46.3	-46.6	0.3	-0.6
Other operating expenditure	-19.3	-33.6	14.3	-42.6
EBITDA	10.6	14.3	-3.7	-25.9
Depreciation on assets	-5.9	-4.8	-1.1	22.9
Interest income	-2.1	-1.3	-0.8	61.5
Taxes	-1.3	-2.2	0.9	-40.9
Minority shareholders' share of earnings	-0.5	-0.6	0.1	-16.7
Annual results	0.8	5.4	-4.6	-85.2
EBITDA as% of turnover	5.7%	5.8%		

70% of the group's turnover was generated by Messe Berlin GmbH. Turnover increased by EUR 4.8M (+3.7%) compared to 2011 (EUR 128.2M) which reflected the positive developments at the company's leading international trade fairs.

Messe Berlin GmbH	2013	2012	Comparison of changes (prev. yr.)	
	million EUR	million EUR	million EUR	%
Sales revenues	133.0	171.9	-38.9	-22.6
Other operating revenues	9.3	8.3	1.0	12.0
Material costs	-93.9	-120.8	26.9	-22.3
Personnel costs	-27.1	-26.6	-0.5	1.9
Other operating costs	-20.3	-32.1	11.8	-36.8
Income from investments	6.0	9.5	-3.5	-36.8
EBITDA	7.0	10.2	-3.2	-31.4
Depreciation on assets	-3.9	-3.7	-0.2	5.4
Interest income	-1.4	-0.8	-0.6	75.0
Extraordinary income	0.0	0.2	-0.2	-100.0
Taxes	0.1	-1.3	1.4	>100.0
Annual results	1.8	4.6	-2.8	-60.9
EBITDA as% of turnover	5.3%	5.9%		

In-house events

In the financial year 2013, Messe Berlin held a total of 14 in-house events. The company's leading trade fairs made the most significant contribution to turnover: IFA – Consumer Electronics Unlimited and the International Tourism Exchange ITB Berlin, followed by FRUIT LOGISTICA – the International Trade Fair for Fruit and Vegetable Marketing. PANORAMA BERLIN made a major contribution to turnover growth in a year in which fewer events took place. The above events generated positive results in all major areas, thereby exceeding the forecasts.

Congresses and Guest Events

More than 250,000 participants attended the 44 guest events held by Berlin in 2013. The total number of exhibitors at these events was 4,650. The events organised by the Guest Events division are extremely diverse and include highly specialised trade fairs such as CWIEME Berlin, the world's largest coil winding exhibition, as well as events such as Hochzeitswelt and Einstieg, an event for people starting out in their careers, and Kreativ Tage Berlin.

During its last financial year, the ICC Berlin/Congress division was again able to maintain its leading position in the market for national and international conference events. Despite the fact that statistics for absolute event and participant numbers did not achieve the excellent results of the previous year, due to the imminent closure of the ICC Berlin, once again there were numerous outstanding events. What is remarkable is that the percentage of out-of-town visitors (74%) and the average number of participants at events (3,900) represented outstanding results.

International events deserving mention include the congress of the European Society of Clinical Microbiology and Infectious Diseases (ECCMID) with 10,000 delegates and the United European Gastroenterology Week (UEG) with 12,600 participants from 125 countries. There were also regular national events such as the German Orthopaedics and Traumatology Congress (11,000 delegates) and the German Psychiatric Congress (9,000 delegates).

The company's congresses and guest events generated a turnover and contribution margin that exceeded forecasts.

Subsidiaries at home and abroad

In 2013 the K.I.T Group GmbH and its subsidiaries generated a turnover of EUR 23.4M (2012: 35.3M). This figure was EUR 1.1M. more than had been previously forecast (+5.1%).

In 2013 the Messe Berlin group again generated outstanding turnover abroad, equivalent to that of 2012. As in the previous year, the group's most successful events abroad included ITB Asia in Singapore and ASIA FRUIT LOGISTICA in Hong Kong.

Service companies

As a result of implementing cost savings, Capital Facility GmbH (formerly Capital Facility GmbH & Co. KG), the subsidiary mainly responsible for the technical maintenance of Messe Berlin's facilities, generated a turnover of EUR 2.1M, EUR 0.6M more than had been previously forecast.

Compared to 2012, Capital Catering GmbH (the catering service subsidiary) and MB Capital Services GmbH (responsible for stand construction, marketing advertising space and ticket sales) reported weaker growth in profits due to their dependence on business from the parent company. Capital Catering GmbH generated a turnover of EUR 10.8M (2012: EUR 13.5M), and profits equal to EUR 0.05M (2012: EUR 0.9M). Both companies transfer their entire profits/losses to Messe Berlin GmbH under the terms of profit-and-loss transfer agreements.

In 2013, MB Capital Services GmbH generated a turnover of EUR 20.8M (2012: EUR 25.0M). Compared to the previous year, the decline in turnover was 17%, less than had been originally forecast (-23%). Turnover was better than expected especially in the stand construction department, which generated EUR 1.3M more than the original forecasts.

ExpoCenter Airport Berlin Brandenburg GmbH, a subsidiary, purchases and commercially exploits properties in the vicinity of Berlin/Brandenburg BER, the new airport. It develops these properties and leases them out for exhibitions and other events. Messe Berlin has signed an operating agreement with ExpoCenter Airport Berlin Brandenburg GmbH. The company reported a turnover of EUR 1.6M. and profits of TEUR -587. As a joint venture, ExpoCenter Airport results are included proportionately in the group financial statement.

Special factors affecting the operating results

The high costs incurred by the maintenance and repairs on the exhibition grounds as well as the ICC Berlin continue to have an impact on the results of Messe Berlin GmbH and the group. The fact that fewer events took place in the financial year 2013 led to a corresponding decrease in the reserves required to comply with maintenance obligations towards the lessor, the Land of Berlin, from EUR 24.7M to EUR 20.5M.

Financial and assets situation

The positive results achieved by the group totalling EUR 1.3M (before minority interests), with write-downs amounting to EUR 5.9M, a decrease in reserves amounting to EUR 9.6M, a decrease in other assets and an increase in other liabilities amounting to EUR 2.7M, as well as other income not affecting the balance sheet amounting to EUR 0.3M, produced a balanced cash flow totalling EUR 0.0M from ongoing business.

The cash flow from investment activities (EUR -42.5M) resulted mainly from expenditure necessary for completing the CityCube Berlin (EUR -37.5M) and for converting Hall 7.2 into a new main kitchen facility (EUR -3.6M). Balancing the expenditure on investment is a positive cash flow from financing activities (EUR 42.8M) resulting from loans taken out by Messe Berlin GmbH (EUR 43.2M) for construction of the CityCube. Overall, during the last financial year the group's financial resources increased by EUR 0.3M.

Group cash flow statement (summary)

	2013	2012
	million EUR	million EUR
Cash flow from current business activities	0.0	26.7
Cash flow from investment activities	-42.5	-28.1
Cash flow from financing activities	42.8	-0.7
Changes in financial resources	0.3	-2.1
Financial resources as per 1 January	65.6	67.7
Financial resources as per 31 December	65.9	65.6

In the case of Messe Berlin (annual surplus of EUR 1.8M) the decrease in particular of reserves (EUR 9.2M) resulted in a negative cash flow from ongoing business amounting to EUR 2.9M, which combined with the negative cash flow from investment activities (EUR 41.5M) and the positive cash flow from financing activities (EUR 43.2M) produced a decrease in financial resources amounting to EUR 1.2M.

Messe Berlin GmbH cash flow statement (summary)	2013 million EUR	2012 million EUR
Cash flow from current business activities	-2.9	26.0
Cash flow from investment activities	-41.5	-19.9
Cash flow from financing activities	43.2	0.0
Changes in financial resources	-1.2	6.1
Financial resources as per 1 January	47.0	40.9
Financial resources as per 31 December	45.8	47.0

In 2014, the main investment project is the completion of the CityCube Berlin. This resulted in financial obligations amounting to EUR 28M as per the balance sheet date.

The financial and assets situation of the group is as follows:

Messe Berlin group	2013 million EUR	2012 million EUR	Comparison of changes (prev. yr.) million EUR	%
Long-term assets	123.9	83.4	40.5	48.6
Short-term assets	89.1	91.7	-2.6	-2.8
Assets	213.0	175.1	37.9	21.6
Equity capital	52.5	51.8	0.7	1.4
Long-term outside capital	81.2	35.1	46.1	>100.0
Short-term outside capital	79.3	88.2	-8.9	-10.1
Liabilities	213.0	175.1	37.9	21.6

Construction work on the CityCube Berlin resulted in the group's long-term assets increasing by an additional EUR 40.5M (2012: EUR 21.3M). Long-term assets amounting to EUR 123.9M are fully covered by equity capital amounting to EUR 52.5M and long-term outside capital valued at 81,2M. The equity ratio has declined from 29.6% to 24.6%.

The short-term assets amounting to 89.1M in particular concern claims from supplies and services (EUR 11.5M), other assets (EUR 10.4M) and liquid funds (EUR 65.9M).

The group's long-term outside capital figures include long-term loans taken out to finance the building projects. These loans amount to EUR 25M (EUR 8M for Messe Berlin GmbH, EUR 17M for ExpoCenter Airport Berlin Brandenburg GmbH, proportionately: EUR 8.5M) and are earmarked for the development of ExpoCenter Airport. All the loans are taken out over a period of 20 years.

Furthermore, in the financial year 2013 two further loans were taken out by Messe Berlin GmbH, two redeemable loans amounting to EUR 24M taken out over 10 years and two non-bonded loans amounting to EUR 21M taken out over 7 and 10 years respectively.

The financial and assets situation of Messe Berlin GmbH is as follows:

Messe Berlin GmbH	2013 million EUR	2012 million EUR	Comparison of changes (prev. yr.) million EUR	%
Long-term assets	120.6	79.1	41.5	52.5
Short-term assets	69.3	71.4	-2.1	-2.9
Assets	189.9	150.5	39.4	26.2
Equity capital	52.8	51.0	1.8	3.5
Long-term outside capital	68.5	22.6	45.9	>100.0
Short-term outside capital	68.6	76.9	-8.3	-10.8
Liabilities	189.9	150.5	39.4	26.2

Due to investment activities the balance sheet total for Messe Berlin GmbH rose by EUR 39.4M. It amounts to EUR 189.9M, EUR 119.6M (63%) of which are contained in assets and EUR 1.0M of which are contained in the active balance from the capital account. Financial assets comprise EUR 11.0M. The equity ratio figure for Messe Berlin GmbH is 28% (2012: 34%).

Non-financial performance indicators

Workforce

The group's workforce average over the course of the year rose by five employees over 2012. The Messe Berlin GmbH workforce increased by three employees. During the last financial year the overall workforce average of the group was 691 employees and 32 trainees.

At Messe Berlin GmbH the TVÖD and its wage tariff system applies. In the spring of 2012 the parties concluded a wage agreement that will run for 24 months. In 2013, wages were increased twice, on 1 January and 1 August 2013 respectively. In each case wages rose by 1.4%. On 1 August 2013 trainees received a raise of EUR 40. Furthermore, in May 2013 all employees received a bonus for their contribution to the group's outstanding results in 2012.

The ratio of female employees was 70%. At management level it was 47%. The average duration of employment within the company was 11.9 years.

Managing job and family life

In order to make it easier for employees to manage their job and family life, Messe Berlin GmbH operates a system of flexible working hours and a number of options for part-time employment which, where possible, accommodate employees' individual needs. At the end of 2013, 41 employees held part-time jobs. In 13 cases female employees took extra periods off after their regular maternity leave, for a total of 101 months. Male employees also continued to make use of their legal right to paternity leave.

Professional training and advanced training

At the end of 2013, 20 trainees were under contract and being trained as commercial office staff, event specialists and attended B.A. degree courses in trade fair, congress and event management. Messe Berlin GmbH offers parallel courses in Economics and Trade Fair and Congress Events in partnership with the universities of Baden-Württemberg and Ravensburg, which also offer parallel courses.

Messe Berlin regularly organises in-house advanced training courses and enables its employees to take part in external courses so as to further their qualifications. SAP, English, Communications, Company Management and Time Management are frequently attended courses.

Pension provisions

At Messe Berlin GmbH ensuring employees receive a company pension is a matter of priority. In the case of all employees bound by the legal wage agreement, Messe Berlin pays 6.45% of their gross wages into a supplementary pension scheme (VBL). In the case of employees not bound by the wage agreement, a sum varying between 4.5% and 6.9% of their gross wages is paid into the insurance scheme. The legal framework also enables employees to pay part of their wages into two alternative insurance schemes with no tax or social security obligations. The level of contributions is their own choice and can be adjusted to suit their individual circumstances. If they change employers the accumulated amount can be transferred to a new insurance scheme.

Promoting health and well-being

Messe Berlin supports preventive healthcare. In that context it held the following events last year: a 'Tappa' run (walking competition), a preventive healthcare workshop (staying fit and healthy/stress prevention).

In addition, Messe Berlin organises an annual 'Health Day' event featuring a wide range of lectures on health matters and practical measures (e.g. on back problems and exercise, cardiovascular preventive measures, a 'lunch-box' cooking workshop, a trial zumba workout, hand strength measurement, gait measurement, an eye test, a service for glasses and a health test). It also offers regular first aid courses, flu vaccinations and an in-house doctor's surgery every two weeks.

Workplace culture

The management believes that the future success of the company also depends on workplace culture. The 'great place to work' model is used as the basis for assessing workplace culture according to key criteria: trust, pride and team spirit. Over the coming months, based on the findings of an employee survey, a plan is to be drawn up with measures for cultivating workplace culture.

In order to improve the flow of information, the Human Resource Department set up a blog on the Messe Berlin intranet where department members post topical information on their field of work.

No significant events that could foreseeably exercise a decisive influence on the financial and assets situation and operating results of the Messe Berlin group of companies have occurred since 1 January 2014.

*Supplementary
report*

Risk management

Risk policy

Messe Berlin defines risks as the possibility of company developments deviating negatively from planned targets, while opportunities represent deviations in the positive sense. The business activities of Messe Berlin inevitably involve risks that despite great care cannot be entirely avoided. Messe Berlin's topmost priority where risk policy is concerned is to exploit existing opportunities and to only undertake such business risks as can be considered reasonable and that open up new opportunities for earnings.

Risk management system

Messe Berlin employs a risk management system to identify, evaluate and document risks, which is regularly re-examined to ensure its suitability and effectiveness.

The basic principles of the risk management system are laid down in an organisational directive. All main risks are classified at divisional and subsidiary level.

The findings obtained during the classification process form the basis for estimating current and future risk situations within the group. Risk management is an ongoing process. In addition to regular monthly reports, accompanied by a permanent, year-end extrapolation at all levels within the group, for certain risks and depending on their severity a group risk report is submitted to the management at regular and prescribed intervals and to the Supervisory Board at least at six-monthly intervals.

The development of risks is monitored using early warning indicators. Economic fluctuations are shown as risk factors affecting the business development. In the course of the annual economic planning process, the various opportunities and risks associated with all future business activities are assessed and any changes in the market or in the competitive situation are taken into consideration. Entrepreneurial risks incurred when expanding business activities and in the course of new projects are only entered into if an entrepreneurial assessment regards the opportunities and risks to be adequately controllable.

Risk areas

Typical risks faced by a trade fair company include exhibitor and visitor numbers that fail to meet expectations, pricing pressure at guest events and the loss of trade fairs to other venues.

For Messe Berlin, risks associated with the grounds and with construction work are of primary concern. At present there are no risks endangering the existing organisation.

Downtime costs – ICC Berlin

The last events in the ICC Berlin are due to be held in April, after which the ICC will cease to operate as a venue for conference events. Messe Berlin has earmarked around EUR 2.4M p.a. in its 2014 business plan for maintaining the building's technical services (defrosting and sprinkler systems etc.), but without the conference systems and stage equipment.

Costs exceeding this amount constitute a risk for Messe Berlin. Even after closing as a venue for events, according to the terms of the follow-up basic agreement concluded between the Land of Berlin and Messe Berlin, the ICC continues to be the responsibility of Messe Berlin. Based on a concept paper by Messe Berlin and the Senate Department of Economics, Employment and Science the status of the ICC after its decommissioning as an event venue is to be decided upon by the end of February 2014 and this assessment will be presented to the Construction Supervisory Authority. An agreement has been reached with the relevant authorities regarding the decommissioning procedures.

Emergency measures – ICC Berlin

The ICC Berlin is to retain its status as an event venue until the end of June 2014. This is accompanied by the risk of it requiring further emergency measures the cost of which, based on the experience and data of previous years, has been estimated at EUR 3 million and included in the business plan.

CityCube Berlin

According to the timetable for completion of the CityCube Berlin, approval by the Construction Supervisory Authority and commencement of operations, the venue's first event, the DGB Congress, will take place on 10 May 2014. There is a risk that due to unforeseen circumstances the CityCube will not be completed and approved by the Construction Supervisory Authority in time for the DGB Congress and following events to take place there. Should this situation arise the DGB Congress and following events would take place in the ICC Berlin. The financial consequences would concern costs resulting from construction delays which would depend on individual circumstances and claims for recourse.

Marketing the exhibition grounds at Berlin ExpoCenter Airport

While the availability of the new exhibition venue with its direct proximity to the airport and the city centre is expected to provide opportunities for Messe Berlin, the indefinite postponement of Berlin/Brandenburg BER, the capital's new airport, also presents a substantial marketing risk.

Future prospects, opportunities and risks associated with future developments

Planning basis for anticipated development of business

The future development of the earnings, financial and assets situation is planned on the basis of assumptions that at the present time appear plausible and sufficiently probable, although the economic background is still marked by a degree of uncertainty. Consequently, actual developments may differ significantly from the assumptions previously made and the resultant planning and forecast trends.

Anticipated economic conditions

According to the 2013 economic report of the Federal Ministry of Economics and Energy the German government forecasts an average increase in GDP of 1.8% for 2014. The economy's firmly established momentum is reflected in foreign-based, continuous upward trend. The general mood among consumers and businesses indicates they have confidence in future economic developments. Germany's economic growth is forecast to again significantly exceed the Eurozone average. German trade fair organisers are cautiously optimistic about the prospects for 2014. The industry association AUMA anticipates trade fair figures to remain stable or to reflect slight growth. 180,000 exhibitors are forecast to occupy floor space totalling around 6.9 million square metres. At 9.7 million, attendance figures are expected to remain stable.

Anticipated development of business and profits

The Messe Berlin group began the new year boosted by the success of its events in 2013, an odd-numbered year. All of the company's leading events are scheduled to take place in 2014 and Messe Berlin is optimistic about the prospects for business in the new year.

In 2014 the commissioning of the CityCube Berlin will herald the start of a new era in trade fairs and congresses for Messe Berlin. Both the exhibition grounds and the CityCube are almost fully booked in 2014.

In the financial year 2014, turnover for the Messe Berlin group is expected to reach around EUR 247M, with earnings before tax at EUR 5.2M. During the same period turnover for Messe Berlin GmbH is expected to reach EUR 181M, with earnings before tax forecast at EUR 4.1M.

In 2014, all of Messe Berlin's leading trade fairs will be taking place. They include the International Green Week Berlin 2014, FRUIT LOGISTICA 2014, ITB Berlin, the ILA Berlin Air Show 2014, IFA 2014 and InnoTrans. Messe Berlin has two shows outside Germany, ITB Asia in Singapore and ASIA FRUIT LOGISTICA in Hong Kong. These are two highly successful spin-offs of corresponding major trade fairs in Germany.

In the space of only a few years each has become a leading industry event in Asia.

The CityCube Berlin, the company's multi-purpose trade fair and conference venue, will be able to hold parallel events with attendances of up to 11,000 and is due to commence operations in May 2014 with the national conference of the Confederation of German Trade Unions. Further conference highlights await, and directly afterwards the CityCube will host the World Congress of the International Trade Union Confederation. Numerous large-scale medical congresses will follow, including the Diabetes Congress 2014, the Medicine and Health Congress in the capital and the annual conference of the European College of Neuropsychopharmacology (ECNP). The International Green Week Berlin and FRUIT LOGISTICA, the first two major international trade fairs in 2014, were a success. At both events there was an increase in attendance and rented floor space. Once again, many exhibitors said they would be back for the same trade fairs next year.

Anticipated financial and assets situation

Messe Berlin has comprehensive, long-term financing arrangements in place for the development of its exhibition grounds at Berlin ExpoCenter Airport and for the construction of the CityCube Berlin, its trade fair and conference venue.

It is anticipated that the reduction amounting to EUR 4 million p.a. of the sum received by Messe Berlin for maintenance and repairs on the exhibition grounds will be balanced by the operative cash flow.

As matters stand and under the present conditions the company has sufficient liquid funds at its disposal for the planned projects ahead.

3 March 2014

Dr Christian Göke

Ingrid Maaß

Group financial statement

2013

Group balance sheet and final balance sheet as per 31 December 2013

Assets	31.12.2013		31.12.2012	
	TEUR	TEUR	TEUR	TEUR
A. Capital assets				
I. Intangible assets				
1. Rights and licences acquired against payment	1,793		2,403	
2. Value as going concern	671		0	
3. Payments made on account	136	2,600	0	2,403
II. Fixed assets				
1. Land, titles to land, incl. buildings on other premises	49,924		50,007	
2. Technical installations and machinery	4,833		5,142	
3. Operating and business equipment	4,120		4,207	
4. Payments on account and installations under construction	61,177	120,054	20,098	79,454
III. Financial assets				
1. Shares in associated companies	80		26	
2. Shareholdings	26		37	
3. Securities	43		42	
4. Payments made on account	0	149	1,400	1,505
	122,803		83,362	
B. Liquid assets				
I. Stocks				
1. Raw, auxiliary and operating materials	194		727	
2. Work in progress	711		58	
3. Goods	137		149	
4. Payments made on account	309	1,351	781	1,715
II. Claims and other assets				
1. Claims from supplies and services	11,485		15,341	
2. Other assets	10,370	21,855	9,003	24,344
III. Liquid asset securities				
Other securities		53		0
IV. Cash in hand, balances with financial institutions and cheques		65,879		65,640
	89,138		91,699	
C. Deferred revenue		34		24
D. Active balances from appointment of assets		1,024		34
	212,999		175,119	

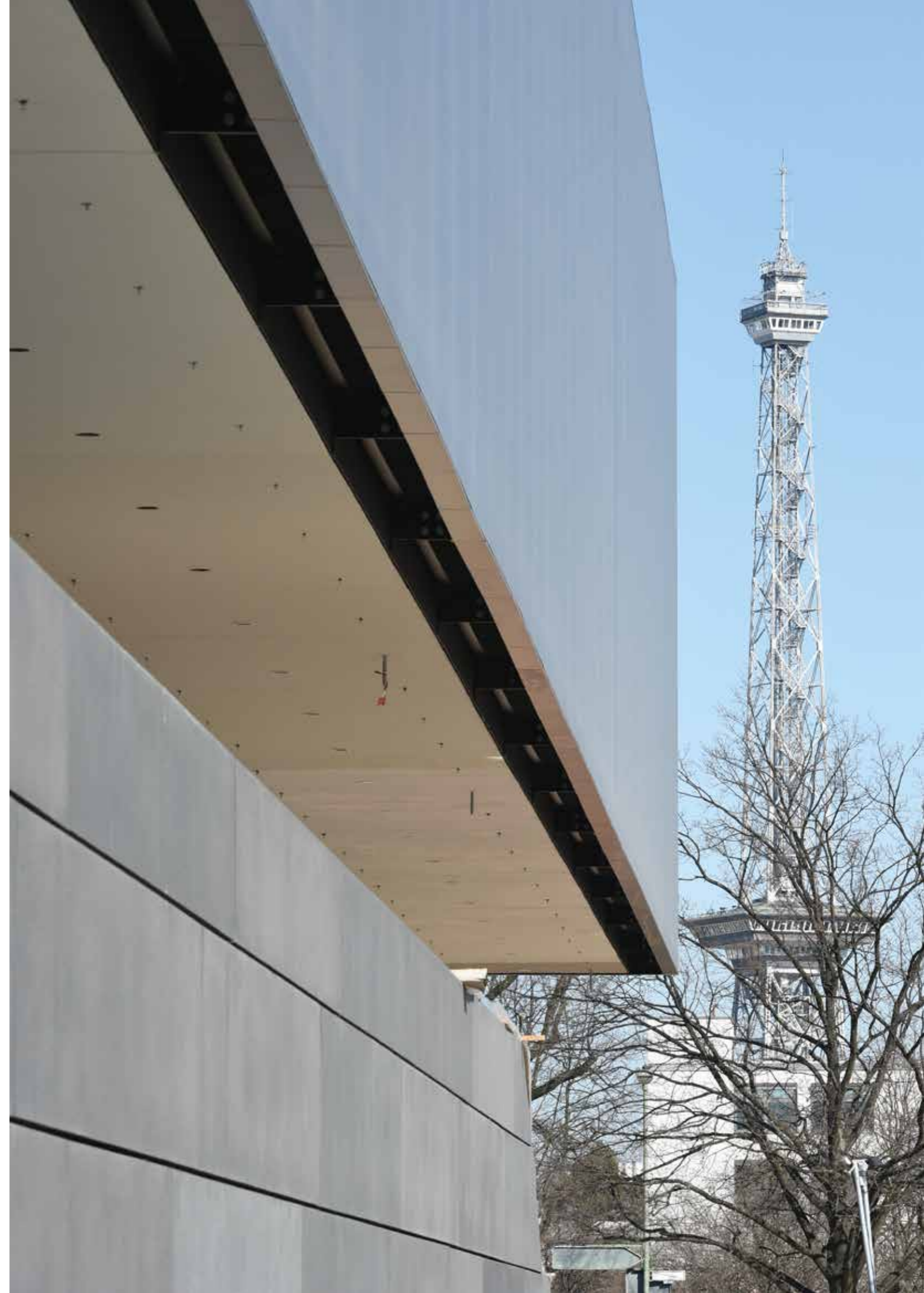
Liabilities	31.12.2013		31.12.2012	
	TEUR	TEUR	TEUR	TEUR
A. Equity capital				
I. Subscribed capital	20,708		20,708	
II. Capital reserves	12,578		12,578	
III. Other earnings reserves	109		109	
IV. Net group earnings	17,263		16,505	
V. Differences in equity capital resulting from currency conversion	-46		41	
VI. Adjustment items for interests of other shareholders	1,810		1,791	
	52,422		51,732	
B. Balance from capital consolidation		32		65
C. Special items contributions to assets		7,095		4,256
D. Provisions				
1. Provisions for pension or similar obligations	14,496		14,329	
2. Provisions for tax	2,279		1,993	
3. Other provisions	37,720		47,790	
	54,495		64,112	
E. Liabilities				
1. Liabilities to financial institutions	59,700		16,502	
2. Down payments received on orders	28,066		24,339	
3. Liabilities from supplies and services	5,238		8,160	
4. Liabilities to companies with shared ownership	65		6	
5. Other liabilities (from taxes TEUR 763 (prev. yr. TEUR 897) (for social security TEUR 31 (prev. yr. TEUR 40))	4,131		3,961	
	97,200		55,968	
F. Deferred revenue		1,755		1,986
	212,999		175,119	

Group profit and loss account

2013

Group profit and loss
account for the period
from 01 January to
31 December 2013

	TEUR	2013 TEUR	TEUR	2012 TEUR
1. Sales revenues	187,562		246,751	
2. Increase in stock of work in progress	126		12	
3. Other operating revenues (revenues from currency conversion TEUR 30; prev yr. TEUR 31)	6,864	194,552	6,473	253,236
4. Material costs				
a) Cost of raw, auxiliary & operating materials and goods brought in	-15,397		-16,096	
b) Cost of buying in services	-102,923	-118,320	-142,748	-158,844
5. Personnel costs				
a) Wages and salaries	-37,731		-38,534	
b) Social security contributions and costs for benefits (of which, for pensions TEUR 2,024; prev yr. TEUR 1,594)	-8,555	-46,286	-8,011	-46,545
6. Write-downs on intangible assets and fixed assets		-5,944		-4,771
7. Other operating expenses (costs of currency conversion TEUR 148; prev yr. TEUR 48)		-19,318		-33,568
8. Other interest and similar earnings		197		336
9. Interest and similar expenditures (of which costs from discounting provisions TEUR 1,003; prev yr. TEUR 1,078)		-2,334		-1,687
10. Yield from normal business activities		2,547		8,157
11. Taxes from income and earnings		-1,260		-2,223
12. Other taxes		-17		-14
13. Annual group surplus		1,270		5,920
14. Profits share of other shareholders		-512		-551
15. Group profit		758		5,369
16. Profit carried over from previous year		16,505		11,136
17. Net group profit		17,263		16,505



Scope of equity capital

2013

Scope of
equity capital for
the financial year
2013

	Subscribed capital	Capital reserve	Group equity generated	Currency conversion	Equity capital of Messe Berlin GmbH	Minorities' equity capital	Group equity capital
	TEUR	TEUR	TEUR	TEUR	TEUR	TEUR	TEUR
1.1.2013	20,708	12,578	11,245	23	44,554	1,949	46,503
Annual group surplus	0	0	5,369	0	5,369	551	5,920
Other results	0	0	0	18	18	0	18
Distribution of profits	0	0	0	0	0	-709	-709
Change in scope of consolidation	0	0	0	0	0	0	0
31.12.2013	20,708	12,578	16,614	41	49,941	1,791	51,732
Annual group surplus	0	0	758	0	758	512	1,270
Other results	0	0	0	-87	-87	0	-87
Distribution of profits	0	0	0	0	0	-419	-419
Changes in the scope of consolidation	0	0	0	0	0	-74	-74
31 December 2013	20,708	12,578	17,372	-46	50,612	1,810	52,422

Appendix
2013

Appendix
2013

General details

1. Preliminary remarks
2. Consolidated entity
3. Consolidation principles

Balance sheet and assessment principles

4. Principles
5. Fixed assets
6. Liquid assets
7. Active balance from the capital account
8. Special items
9. Reserves and liabilities
10. Deferred taxes
11. Foreign currency conversion

Explanations regarding the balance sheets

12. Fixed assets
13. Accounts receivable and other assets
14. Active accruals and deferrals
15. Active balance from the capital account
16. Equity capital
17. Balance from the capital consolidation
18. Special items for investment subsidies
19. Reserves
20. Liabilities
21. Deferred taxes
22. Business not included in the balance sheet, contingencies and other financial liabilities
23. Business conducted with affiliated companies and persons

Explanations concerning the profit and loss account

24. Sales revenues
25. Other operating revenues
26. Staff
27. Write-downs
28. Financial results
29. Taxes

Explanations regarding the cash flow statement and joint enterprises

Other explanations

30. Management and Supervisory Board
31. Total auditor's fee

1. Preliminary remarks

The financial statement of Messe Berlin GmbH and the group financial statement are both explained below. Unless stated otherwise, the explanations pertain to both financial statements. The presentation currency is the euro (EUR). Unless stated otherwise, all amounts in this report are shown in thousands of euros (TEUR).

The financial statements have been prepared in accordance with commercial law as it applies to large incorporated companies and with the supplementary regulations of the regulating limited companies, as well as taking into consideration the principles of correct book-keeping and group accounting. The profit and loss accounts have been prepared in accordance with the aggregate cost method.

The annual group and group financial statement prepared by Messe Berlin have been submitted to the Operator of the electronic Bundesanzeiger (Federal Gazette) and have been published in the Bundesanzeiger.

The purpose of Messe Berlin GmbH is to organise, stage and provide support for trade fairs, exhibitions, congresses and meetings, sporting and entertainment events in order to strengthen Berlin's position and abroad as a venue for trade fairs and similar events, and participation in events of this kind and all the activities associated with such business.

2. Consolidated entity

Along with Messe Berlin GmbH the group also includes eleven domestic and two foreign companies (previous year: eleven domestic and two foreign subsidiaries), on which Messe Berlin GmbH has the power to exert a direct or indirect controlling influence. As part of the process of full consolidation the following companies are included in the group financial statement:

Capital Catering GmbH, Berlin
 MB Capital Services GmbH, Berlin
 CSG-Team GmbH, Berlin
 Capital Facility GmbH, Berlin
 (formerly Capital Facility Beteiligungsgesellschaft mbH)

General details

MW Messe-, Ausstellungs- und Dienstleistungsgesellschaft Wolfsburg mbH, Wolfsburg
 E.G.E. European Green Exhibitions GmbH, Berlin
 MAZ Messe- und Ausstellungszentrum Mühlengiez GmbH, Mühlengiez
 Global Produce Event GmbH, Berlin
 K.I.T. Group GmbH, Berlin
 Festival Technical Event Management GmbH, Berlin
 K.I.T. Group GmbH Dresden, Dresden
 Messe Berlin (Singapore) Pte. Ltd., Singapore

Messe Berlin holds a 50% stake in ExpoCenter Airport Berlin Brandenburg GmbH, Schönefeld. The company is included proportionately in the group financial statement.

In accordance with the agreement dated 27 May 2013, certified by Notary Public, Messe Berlin GmbH purchased the remaining shares (50%) in Capital Facility Beteiligungsgesellschaft mbH, effective as of 1 January 2013, and subsequently re-assigned its share in Capital Facility GmbH & Co. KG. As a result, Capital Facility GmbH & Co. KG was liquidated and its assets accrued to Capital Facility Beteiligungsgesellschaft mbH. Capital Facility Beteiligungsgesellschaft mbH, which until 31 December 2012 in accordance with the right of choice permitted under § 296 Section 2 of the Commercial Code (HGB) was not included in the group financial statement, became Capital Facility GmbH and as of the financial year 2013 was incorporated in the consolidated entity. As this was an in-house transaction it had no significant impact on the group's financial and assets situation and its operating results.

As per 31 October 2013 FVF Messe-Event AG, Frauenfeld, Switzerland, ceased to be part of the consolidated entity, as on 8 November 2013 MW Messe-, Ausstellungs- und Dienstleistungsgesellschaft Wolfsburg mbH sold its shares in FVF Messe-Event AG.

In accordance with the agreement dated 19 December 2012 K.I.T. Group GmbH, Berlin, acquired 100% of the shares in K.I.T. Swiss AG, CH-Laufenburg, effective as of 1 January 2013. In accordance with the right of choice permitted under § 296 Section 2 HGB the company was not included in the group financial statement, as it is of secondary importance as far as presenting the group's financial and assets situation and operating results is concerned.

In accordance with § 311 Section 2 HGB it was decided not to include WHS Foundation GmbH, Berlin in its role as an affiliated company.

As per a notarially certified agreement dated 3 December 2013 Messe Berlin GmbH disposed of its shares (42.5%) in WHS Foundation GmbH and recorded its disposal on 31 December 2013. A breakdown of share ownership in subsidiaries of Messe Berlin GmbH is included in the appendix.

3. Consolidation principles

The balance sheet date for all the companies included in the group statement is 31 December 2013. The initial consolidation must take place at a time when the possibility for control of the assets and of the financial and operative actions of the acquired company passes to the group.

The balance sheets of the companies forming the consolidated entity have been put together uniformly in accordance with balance sheet and assessment methods determined by the parent company.

Capital consolidation takes place in accordance with the re-assessment method. This involves offsetting the stated amounts of the shares held by the respective parent company against the time values of the subsidiary company's assets and liabilities, which are to be included in the group statement. The difference remaining after offsetting, if it comprises assets, is shown as goodwill, and is written off over the anticipated period of use or at the value to be adjusted on the balance sheet date. Negative balances are recognised as income in a scheduled procedure, provided that expected losses or expenditure do not mitigate against liquidation.

For companies first consolidated before 1 January 2009 the book value method is retained for the capital consolidation (§ 301 Section 1 p. 2 No. 1 a. F. HGB).

Accounts receivable, liabilities, expenditure and earnings between the companies involved are eliminated. To this extent interim results are largely subtracted out.

With the exception of equity capital, a statement in a foreign currency is converted into euros at the exchange rate in force on the reference date of the statement. The foreign company's equity capital (subscribed capital, reserves, profit or loss carried forward) is converted at the historic rate at the time of first inclusion of the subsidiary in the group financial statement. The profit and loss account items are converted into euros at the mean exchange rate.

Balance sheet and assessment principles

In the conversion of equity capital, differences arising from changes in the exchange rate since the previous year are listed separately, recognised directly in equity, under the item 'Differences in equity capital resulting from currency conversion'.

4. Principles

The balance sheets for all the companies included in the group have been put together uniformly in accordance with the balance sheet and assessment methods of Messe Berlin GmbH, while taking ongoing business activities into account. The balance sheet and assessment methods applied in previous years have remained unchanged.

5. Fixed assets

Intangible assets acquired by payment and tangible assets are entered on the balance sheet at their initial cost. If a long-term reduction in value is anticipated then a lower value will be entered on the reference date of the financial statement. Depreciable assets are written down linearly over their period of use. Accruals are written down on a pro rata temporis basis.

A fixed value is set for small catering items of Messe Berlin GmbH which are regularly replaced and are of secondary importance compared with the overall value. The principles defined by § 6 Section 2 EStG, respectively § 6 Section 2a EStG are applied to small-value items. Depreciable goods and chattels with a purchase cost not exceeding EUR 410 are written down in full in the year of acquisition. Low-value, fixed-asset items costing between EUR 150 and EUR 1,000, which from 2008 to 2010 were included as a compound item, are written down over a period of five years.

Financial assets are shown on the balance sheet at the initial cost or at an adjusted lower value on the reference date of the financial statement.

6. Liquid assets

Raw, auxiliary and operating materials as well as goods are assessed at their initial cost or lower adjusted value on the reference date of the financial statement and incomplete deliverables are assessed at the manufacturing cost. The production costs for future events comprise quantifiable, directly allocatable individual costs (material and individual manufacturing costs) as well as reasonable, combined manufacturing costs. General costs not related to production are not capitalised.

Receivables and other assets are shown on the balance sheet at a nominal value or at an adjusted, lower value on the reference date of the financial

statement. Individual risks are taken into account by means of reasonable adjustments in value.

Securities are shown on the balance sheet at their initial cost or at an adjusted, lower value. Provided securities are not accessible to all other creditors and serve only to cover debts from pension liabilities or similar long-term liabilities, then these are offset against the corresponding liabilities. Financial resources encompass cash holdings, bank balances and cheques and are shown on the balance sheet either at a nominal value or at an adjusted lower value on the reference date of the financial statement.

7. Active balance from the capital account

Credit surpluses from offsetting assets against corresponding liabilities are shown. The assets are not accessible to all other creditors and are rated according to a time value. Accruing earnings and expenditure are also offset accordingly.

8. Special items

Public investment subsidies, intended for the purchase of tangible assets, are shown. The special items are written off as recognised income over the period of use of the subsidised assets.

9. Reserves and liabilities

Reserves for pensions and similar liabilities are assessed on the basis of actuarial calculations in accordance with the projected unit credit method, taking into account future remuneration and pension adjustments.

Tax provisions and other provisions equivalent to the required settlement amount are made in accordance with the principles of a rational commercial assessment for uncertain liabilities and the threat of losses from pending businesses (taking into account future price and cost increases). All foreseeable risks and uncertain liabilities are taken into account. Liabilities with a residual time to maturity of more than one year are subject to interest for the time remaining until maturity at the average market rate of interest.

10. Deferred taxes

Deferred taxes are determined using the temporary differences between the estimates in the balance of trade and the fiscal valuation and losses brought forward. Deferred tax assets and liabilities are offset as a sum total; a resulting deferred tax asset surplus is not applied. This also applies to deferred tax assets in the group financial statement.

*Explanations
regarding the
balance sheets*

11. Foreign currency conversion

Assets and liabilities shown in foreign currencies are converted at the mean exchange rate in effect on the reference date of the financial statement. In accordance with § 256a HGB, for a residual time to maturity of one year or less, the initial cost principle and the realisation principle are not applied.

12. Fixed assets

A breakdown of the asset items and their development in 2013, as summarised in the Messe Berlin balance sheet and the consolidated balance sheet, is shown in the respective fixed assets schedule. A list showing share ownership as of 31 December 2013 is included in the appendix.

In accordance with the agreement dated 27 May 2013 Messe Berlin GmbH purchased the remaining shares (50%) in Capital Facility Beteiligungsgesellschaft mbH from MB Capital Services GmbH and, as the sole limited partner of Capital Facility GmbH & Co. KG, assigned its share amounting to TEUR 150 to Capital Facility Beteiligungsgesellschaft mbH, effecting an increase in capital (nominal capital: TEUR 1, capital reserves: TEUR 149). Thus, Capital Facility GmbH & Co. KG was liquidated and its assets accrued to Capital Facility Beteiligungsgesellschaft mbH. Capital Facility Beteiligungsgesellschaft mbH retains the assets and liabilities of Capital Facility GmbH & Co. KG at their book values as per 31 December 2012.

In accordance with the agreement dated 8 November 2013 MW Messe Ausstellungs- und Dienstleistungsgesellschaft Wolfsburg mbH disposed of its shares (51%) in the Swiss-based company FVF Messe-Event AG. The loss in proceeds (TEUR 5) is included under 'other operating costs'.

In accordance with the agreement dated 3 December 2013 the shares remaining with Messe Berlin GmbH (42.5%, TEUR 11) were sold to WHS Foundation GmbH on 31 December 2013 at their book value.

Accruals to the financial assets of Messe Berlin GmbH consist mainly of a contractually agreed payment of TEUR 262 for shares in K.I.T. Group GmbH as well as a book transfer of payments made in previous years amounting to TEUR 1.400 for further shares in K.I.T. Group GmbH. Shares in German Sounds AG (now liquidated) with a book value of EUR 1 and the repayment of declared loans provided by MB Singapore PTE. LTD to affiliated companies amounting to TEUR 210 are no longer included.

The accruals to tangible assets mainly concern advance payments and investments in construction and result from the building work carried out by Messe Berlin GmbH on the CityCube Berlin (TEUR 37,514) and the new main kitchen facility (TEUR 3,598).

During the financial year Messe Berlin GmbH also constructed three passageways between halls on the exhibition grounds at ExpoCenter Airport (completion cost: TEUR 817) and a top floor at ExpoCenter City (completion cost: TEUR 667). These items are summarised under 'Land, titles to land, including buildings on other premises'.

During the financial year 2013 other activities in connection with the development of ExpoCenter Airport by ExpoCenter Airport Berlin Brandenburg GmbH led to the commencement of construction of a parking area. This item is included under 'Payments on account and installations under construction' (total: TEUR 264). The initial costs of installations completed in the previous financial year (total: TEUR 427) are also included.

13. Accounts receivable and other assets

Receivables and other assets of Messe Berlin GmbH (TEUR 23,388; previous year: TEUR 24,386) all have a residual time to maturity of less than one year. Within the group (TEUR 21,855; previous year: TEUR 24,344) other assets amounting to TEUR 162 (previous year: TEUR 105) with a residual time to maturity of more than one year are shown. Claims against affiliated companies of Messe Berlin GmbH amounting to TEUR 4,770 (previous year: TEUR 6,233) result mainly from the transfer of subsidiaries' earnings.

As in previous years the other assets of Messe Berlin GmbH (TEUR 9,217; previous year: TEUR 7,372) consist mainly of advances (TEUR 6,680; previous year: TEUR 5,937) and claims made against tax offices (TEUR 1,811; previous year: TEUR 1,132).

14. Active accruals and deferrals

The active accruals and deferrals in the group (TEUR 34; previous year: TEUR 24) consist exclusively of the payments for expenses for a specific period following the balance sheet date.

15. Active balance from the capital account

The active balance from the capital account consists of an active surplus (TEUR 1,024; previous year: TEUR 34) which results from offsetting active assets of Messe Berlin GmbH with a time value of TEUR 3,964 (previous year: TEUR 3,522) and fund assets of Capital Facility GmbH with a time value of TEUR 252 (previous year: TEUR 189), which is not accessible to any other creditors. For Messe Berlin GmbH this is offset against liabilities from part-time allowances for older employees (TEUR 1,020; previous year: TEUR 1,611) and from long-term accounts for hours worked (TEUR 1,921; previous year: TEUR 1,912), and for Capital Facility GmbH it is offset against liabilities from long-term accounts for hours worked (TEUR 251; previous year: TEUR 154).

16. Equity capital

The changes to the group's equity capital including the shares held by other partners are shown in the group equity capital schedule. The cumulative, earned capital shows the earnings of the companies included in the group financial statement, unless these have been distributed.

The shares held by other partners (TEUR 1,810; previous year: TEUR 1,791) refer to the original share capital and the share in the profits held by minority shareholders in E.G.E. European Green Exhibition GmbH, Global Produce Event GmbH and K.I.T. Group GmbH.

Conversion of the equity capital in Singapore dollars in the financial statement of Messe Berlin (Singapore) Pte. Ltd. reveals a difference amounting to TEUR 46. The difference, which does not affect net income, is shown under 'Equity capital'.

17. Balance from the capital consolidation

A negative balance previously amounting to TEUR 130 arose from the initial capital consolidation of the subsidiaries of K.I.T. Group GmbH and will be liquidated as planned over a period of four years. The year under review includes other operating earnings amounting to TEUR 32. As of 31 December 2013 the balance sheet includes TEUR 32 (previous year: TEUR 65).

18. Special items for investment subsidies

Public financing assistance as part of the regional economic development scheme for investment projects is shown here. The special item is liquidated linearly over the period of use of the investment and applies to its full extent to Messe Berlin GmbH.

In the year under review 'Special items' includes GRW funding provided by the investment bank amounting to TEUR 3,130. The sum was allocated for construction of the CityCube Berlin.

19. Reserves

The reserves shown in the group for pensions (TEUR 14,496; previous year: TEUR 14,329) were created to meet liabilities arising from rights to future pensions and to current benefits payable to former and active employees of Messe Berlin GmbH and Capital Facility mbH as well as their surviving dependents.

These liabilities are based on individual and collective agreements. The assessment of the pension liabilities was obtained using the projected-unit credit method. The reserves were calculated on the basis of an actuarial

interest of 4.89% p.a. (previous year: 5.05% p.a.) and an upward trend in pensions and wages of 2% p.a. and 3% p.a. (previous year: 2% p.a. and 3% p.a.). The life expectancy was obtained according to the actuarial tables 2005 G prepared by Dr. Klaus Heubeck.

Interest components from pensions amounting to TEUR 505 (previous year: TEUR 610) for the unconsolidated statement and TEUR 798 (previous year: TEUR 847) for the group are shown as interest expenditures in the profit and loss account.

The tax provisions shown in the group statement amounting to TEUR 2,258 (previous year: TEUR 1,715) result mainly from corporation tax and trade tax. In addition, tax provisions from foreign tax earnings amounting to TEUR 21 (previous year: TEUR 277) are also shown.

The other reserves take into account all identifiable and de facto obligations to third parties, which are likely to be met and for which the amounts can be reliably estimated. In particular, they include the maintenance obligations arising from the lease agreement with the Land of Berlin (TEUR 20,500 for Messe Berlin GmbH), provisions for the threat of losses (TEUR 5,599 for Messe Berlin GmbH, TEUR 5,618 for the group), outstanding suppliers' invoices (TEUR 4,094 for Messe Berlin GmbH, TEUR 5,028 for the group), provisions for holiday and leisure time due (TEUR 1,575 for Messe Berlin, TEUR 1,989 for the group), provisions to cover part-time allowances for older employees (TEUR 0 for Messe Berlin GmbH, TEUR 249 for the group) and provisions for bonuses (TEUR 1,576 for Messe Berlin GmbH, TEUR 2,289 for the group).

The calculation of the provisions to cover part-time allowances for older employees is in accordance with § 253 Section 2 Line 1 HGB and is based on a bank lending rate of 3.62% p.a. (previous year: 3.95% for Messe Berlin GmbH and 5.05% for Capital Facility GmbH). Future wage increases estimated at 3.0% p.a. were also taken into account. Using the projected unit credit method, the provisions for long-term deposits (accounts for hours worked) were calculated with a bank lending rate of 4.89% (previous year: 5.05%) for the group, with future wage increases estimated at 3.0% p.a. In the unconsolidated financial statement of Messe Berlin GmbH long-term personnel obligations are offset against assets amounting to TEUR 3,987 (TEUR 1,046 for pension liabilities and TEUR 2,941 for other provisions). In the group financial statement of Messe Berlin GmbH long-term personnel obligations are offset against assets amounting to TEUR 4,379 (TEUR 1,046 for pension liabilities and TEUR 3,333 for other provisions).

Group: Allocated amounts in accordance with § 246 Section 2 Line 2 HGB:	Group 2013 in TEUR	Group 2012 in TEUR
Amounts allocated for liabilities		
Pension liabilities	15,542	15,220
Long-term accounts for hours worked	2,172	2,433
Early retirement scheme liabilities	1,410	2,007
Initial cost of assets		
Pension liabilities	966	891
Long-term accounts for hours worked	2,625	2,098
Early retirement scheme liabilities	1,137	1,678
Adjusted value of the assets		
Pension liabilities	1,046	891
Long-term accounts for hours worked	2,806	2,100
Early retirement scheme liabilities	1,551	1,678
Allocated expenditure		
Pension liabilities	798	847
Long-term accounts for hours worked	84	118
Early retirement scheme liabilities	121	113
Allocated income		
Pension liabilities	80	0
Long-term accounts for hours worked	181	2
Early retirement scheme liabilities	24	30

Messe Berlin GmbH: Allocated amounts in accordance with § 246 Section 2 Line 2 HGB:	Messe Berlin GmbH 2013 in TEUR	Messe Berlin GmbH 2012 in TEUR
Amounts allocated for liabilities		
Pension liabilities	11,298	11,280
Long-term accounts for hours worked	1,921	2,279
Early retirement scheme liabilities	1,020	1,758
Initial cost of assets		
Pension liabilities	966	891
Long-term accounts for hours worked	2,375	1,912
Early retirement scheme liabilities	997	1,611

Adjusted value of the assets		
Pension liabilities	1,046	891
Long-term accounts for hours worked	2,806	1.912
Early retirement scheme liabilities	1,551	1.610
Allocated expenditure		
Pension liabilities	798	610
Long-term accounts for hours worked	84	108
Early retirement scheme liabilities	121	102
Allocated income		
Pension liabilities	80	0
Long-term accounts for hours worked	181	0
Early retirement scheme liabilities	29	29

The adjusted time value corresponds to the asset value of reinsurance or in the case of stock market funds their market value as of 31 December 2013.

20. Liabilities

Within the group, the financial liabilities to financial institutions amount to TEUR 59,700 (previous year: TEUR 16,502). In order to finance the development and construction of the exhibition grounds at Selchow (ExpoCenter Airport), as of 4 November 2011 ExpoCenter Airport Berlin Brandenburg GmbH took out two loans of TEUR 8,500 each (totalling TEUR 17,000). ExpoCenter Airport Berlin Brandenburg GmbH is shown in the group financial statement with a share of 50%. In order to finance the construction of display halls on the exhibition grounds at Selchow, as of November 2011 Messe Berlin GmbH also took out a loan of TEUR 8,000. In order to finance the CityCube Berlin Messe Berlin GmbH took out further loans in the financial year 2013.

On 25 February 2013/26 February 2013 Messe Berlin GmbH signed an agreement to take out a loan of TEUR 12,000. On 26 March 2013/27 March 2013 it signed another agreement to take out an additional TEUR 12,000. On 25 February 2013/26 February 2013 Messe Berlin GmbH also took out two non-bonded loans amounting to TEUR 10,500. TEUR 2,400 (previous year: TEUR 2) of the group's total obligations to credit institutes have a residual time to maturity of a maximum of one year. TEUR 16,855 (previous year: TEUR 2,913) have a residual time to maturity of between one and five years and TEUR 40,445 (previous year: TEUR 13,587) have a residual time to maturity of more than five years.

In addition, TEUR 23,776 (previous year: TEUR 21,005) of payments on account are shown for Messe Berlin GmbH and correspondingly TEUR 28,066 (previous year: TEUR 24,339) for the group. TEUR 500 (previous year: TEUR 0) have a residual time to maturity of between one and five years and TEUR 27,566 (previous year: TEUR 24,339) have a residual time to maturity of a maximum of one year. The group's liabilities from supplies and services amount to TEUR 5,238 (previous year: TEUR 8,160) and those of Messe Berlin GmbH to TEUR 4.281 (previous year: TEUR 6.485). In each case, as in the previous year, the residual time to maturity is a maximum of one year.

Of the other liabilities amounting to TEUR 1,525 (previous year: TEUR 1,615) in the unconsolidated financial statement and TEUR 4,131 (previous year: TEUR 3,961) for the group, Messe Berlin tax liabilities amount to TEUR 445 (previous year: TEUR 470) and group tax liabilities amount to TEUR 763 (previous year: TEUR 897), while Messe Berlin social security liabilities amount to TEUR 2 (previous year: TEUR 3) and group social security liabilities amount to TEUR 31 (previous year: TEUR 40). As in the previous year, all other liabilities of Messe Berlin GmbH have a residual time to maturity of a maximum of one year. For the group other liabilities amount to TEUR 56 (previous year: TEUR 545), with a residual time to maturity of between one and five years.

Of the liabilities to affiliated companies, those of Messe Berlin GmbH TEUR amount to 919 (previous year: TEUR 304) and those of the group to TEUR 65 (previous year: TEUR 6). The balance sheet of Messe Berlin GmbH also shows liabilities to companies in which it has shares amounting to TEUR 426 (previous year: TEUR 560). As in the previous year, all liabilities regarding the group and affiliated companies have a residual time to maturity of a maximum of one year.

21. Deferred taxes

For Messe Berlin GmbH, as of December 2013 active deferred taxes are listed resulting from the temporary differences between the balance of trade and tax balance sheets.

Messe Berlin GmbH	31.12.2013		31.12.2012	
	Deferred tax assets ¹	Deferred tax liabilities ¹	Deferred tax assets ¹	Deferred tax liabilities ¹
	TEUR	TEUR	TEUR	TEUR
Long-term assets	1		629	
Short-term assets	1,203		855	
Long-term liabilities	761		459	
Short-term liabilities	1,836	1,022	2,857	1,067
Losses carried forward	4,518		1,462	
Subtotal	8,319	1,022	6,262	1,067
Balance	1,022		1,067	
Total	7,297		5,195	

¹ Assessment rates - corporation tax: 15.83%; trade tax: 14.35%

In making the calculation only losses carried forward, for which there is sufficient certainty that they can be utilised, are taken into consideration (forecast period 5 years).

Companies based in Germany with the legal form of an incorporated company are subject to corporation tax of 15% and a solidarity surcharge of 5.5% on any corporation tax owed. In addition, such companies are subject to trade tax, the rate being determined in accordance with the local rate of assessment (rate in Berlin 2013: 410%). These rates are used as the basis for the calculation.

For Messe Berlin GmbH, temporary differences between the book values in the commercial balance sheet exist, amounting to TEUR 9,207 (previous year: TEUR 12,933), as well as taxation losses amounting to around EUR 57M (previous year: EUR 55M).

For the group the temporary differences amount to TEUR 9,226 (previous year: TEUR 14,160).

Group	31.12.2013		31.12.2012	
	Deferred	Deferred	Deferred	Deferred
	tax	tax	tax	tax
	assets ¹	liabilities ¹	assets ¹	liabilities ¹
	TEUR	TEUR	TEUR	TEUR
Long-term assets	1		155	
Short-term assets	1,203		1,332	
Long-term liabilities	761		750	
Short-term liabilities	1,842	1,022	2,935	1.067
Losses carried forward	4,706		1,695	
Subtotal	8,513	1,022	6,867	1.067
Balance	1,022		1,067	
Total	7,491		5,800	

¹ Assessment rates - corporation tax: 15.83%; trade tax 14.35%; income tax, Singapore 17%

Differences resulting from consolidation measures amount to a liability surplus of TEUR 29.

Capitalisation of surplus in both the individual and group financial statements is dispensed with in accordance with § 274 Section 1 Line 2, § 300 Section 2 Line 2 HGB.

22. Business not included in the balance sheet, contingencies and other financial liabilities

In 2014 Messe Berlin has financial obligations resulting from contracts for construction work on the CityCube Berlin at ExpoCenter City amounting to EUR 28M. The total sum invested in construction, which was increased in 2013, amounts to around EUR 82.8M.

Messe Berlin GmbH is also jointly and severally liable for the aforementioned loans of ExpoCenter Airport Berlin Brandenburg GmbH, which each amount to TEUR 8,500.

As of the balance sheet date, based on the planning for 2014 and 2015 the risk of incurring this liability is regarded as minimal.

Utilising the right of choice in accordance with Item 28 Section 1 Line 2 EGHGB, pension obligations are shown neither in the group nor unconsolidated balance sheet.

Messe Berlin staff who receive their remuneration in accordance with TVÖD are insured through Versorgungsanstalt des Bundes und der Länder (VBL).

The purpose of the VBL is to provide employees of the participating employers with an additional old-age pension through an insurance scheme operated under private law. The VBL is financed with contributions under the partial reserve pay-as-you-go system and additionally, from January 2004, for VBL Ost through the capital cover system.

In the year under review, the contribution rate for the VBL was 7.86% (previous year: 7.86%). For 456 persons this resulted in a contribution of TEUR 1,610, of which Messe Berlin provided 6.45% (previous year: 6.45%). The employees' own contribution amounts to 1.41% of their income (previous year: 1.41%).

In 2013 a capitalisation payment amounting to (initially) 1.81% (previous year: 1.86%) of the compulsory complementary pension sum was also paid. The final percentage will be determined in autumn 2014 when all contributions and insurance payments have been calculated. In 2012 it was 1.77%.

The contribution rates in 2014 remain unchanged for employers and employees. The initial capitalisation payment rate is 1.77%.

During the year under review, no other significant business activities took place that are not included in the balance sheet.

23. Business conducted with affiliated companies and persons

In the year under review, no significant business took place with affiliated companies and persons that was not conducted under normal market conditions.

**Explanations
concerning the profit
and loss account**

24. Sales revenues

The sales revenues for the group and for Messe Berlin are made up as follows:

	Group		Messe Berlin GmbH	
	2013 TEUR	2012 TEUR	2013 TEUR	2012 TEUR
In-house events	91,430	118,898	81,097	105,239
Guest events, congresses and other events	37,543	54,239	14,860	19,521
Services	30,220	35,913	15,399	18,143
Catering services	7,478	10,090	–	–
Portfolio and facility services	12,171	16,144	15,639	20,201
Other revenues	8,720	11,467	6,010	8,746
Total	187,562	246,751	133,005	171,850

The difference in revenues compared to the previous year are due mainly to 2013 being an odd-numbered year in which traditionally fewer events take place.

Sales revenues from portfolio and facility services amounting to TEUR 10,000 (previous year: TEUR 14,000) result from payments made by the Land of Berlin for ongoing maintenance and repairs.

	Group	
	2013 TEUR	2012 TEUR
In-house events	5,163	5,747
Guest events, congresses and other events	11,938	10,082
Services	1,513	2,101
Other revenues	157	680
Total	18,771	18,610

Compared to 2012 group turnover abroad remained stable. As in 2012, the congresses abroad organised by K.I.T. Group GmbH were a significant factor in this development.

25. Other operating revenues

Other operating revenues of the group show revenues unrelated to the accounting period from the liquidation of value adjustments on receivables totalling TEUR 3,918 (TEUR 3,464 for Messe Berlin).

	Group		Messe Berlin GmbH	
	2013 TEUR	2012 TEUR	2013 TEUR	2012 TEUR
Revenue from liquidation of provisions (not specific to the accounting period)	3,553	3,065	3,187	2,544
Revenue from liquidation of value adjustments on receivables	365	662	277	386
Revenue from liquidation of special items for contributions	291	289	291	289
Revenue from disposal of fixed assets	39	15	4	1
Remaining operating venue	2,616	2,442	5,556	5,059
Total	6,864	6,473	9,315	8,279

26. Staff

In the year under review the staff number averages for employees and trainees were as follows:

	Group		Messe Berlin GmbH	
	2013	2012	2013	2012
Employees	691	686	363	360
Trainees	32	33	21	23
Total	723	719	384	383

Temporary staff were also employed as required.

27. Write-downs

In the year under review, the scheduled write-downs for Messe Berlin GmbH amount to TEUR 3,906 (previous year: TEUR 3,634). The increase is due mainly to the conclusion of construction work at ExpoCenter Airport, of which write-downs were only partially included in the financial year 2012, as well as to additional investment projects being concluded in the financial year 2013 at ExpoCenter Airport and ExpoCenter City. No non-scheduled write-downs on financial assets were undertaken during the financial year.

Within the group, the write-downs amounted to TEUR 5,944 (previous year: TEUR 4,771). Again, the increase compared to 2012 is due mainly to write-downs on investment projects concluded at ExpoCenter Airport being only partially included in the financial year 2012. In the year under review there were write-downs on intangible assets amounting to TEUR 933 (previous year: TEUR 235), of which TEUR 262 concerned payments resulting from the acquisition in 2010 of 49% of the shares and in 2013 from a 24% increase (TEUR 671) in the stake held in K.I.T. Group Berlin GmbH.

28. Financial results

For the afore-mentioned loans taken out by Messe Berlin GmbH, interest payments were made amounting to TEUR 1,014 (previous year: TEUR 295).

29. Taxes

On 27 May 2013, Messe Berlin GmbH signed a control and profit-and-loss transfer agreement with Capital Facility GmbH which was filed in the Commercial Register on 26 June 2013. Accordingly, as of this financial year the conditions exist for Capital Facility GmbH and Messe Berlin GmbH to report their taxes on earnings and sales as a joint entity.

In 2013, external auditing began at Messe Berlin and of its affiliated companies – Capital Catering GmbH, MW Messe-, Ausstellungs-, und Dienstleistungsgesellschaft mbH and Messe Berlin GmbH as the legal successor to Messewelten GmbH – as well as of the subsidiaries not forming part of Messe Berlin GmbH. The auditing period spanned the financial years 2008 to 2011. The subject of auditing was corporation tax and the solidarity surcharge, trade tax and sales tax. At the time of the business report being compiled auditing had not yet concluded.

Within the group, tax on earnings totalled TEUR 1,260 (previous year: TEUR 2,223). This figure consists mainly of tax on profits from K.I.T. Group GmbH (TEUR 382), Global Produce Events GmbH (TEUR 189) and tax provisions (TEUR 641), made for safety reasons due to the afore-mentioned auditing of K.I.T. Group GmbH.

As in 2012, the financial capital comprises short-term bank balances as well as cash and cheques amounting to TEUR 65,879 (previous year: TEUR 65,640). Value adjustments to the financial capital resulting from fluctuating exchange rates and amounting to TEUR 92 are shown. TEUR 567 concern the financial capital of the company on a proportionately consolidated basis.

In the financial year 2013, the group paid interest amounting to TEUR 1,333 and received interest amounting to TEUR 195. Tax on earnings paid amounted to TEUR 764. Dividends paid to minority shareholders amounted to TEUR 419.

Within the group, shares in the joint venture ExpoCenter Airport Berlin Brandenburg GmbH generated short-term assets amounting to TEUR 573, long-term assets amounting to TEUR 12,455, short-term liabilities amounting to TEUR 91 and long-term liabilities amounting to TEUR 8,500. Expenditure amounted to TEUR 962.

30. Management and Supervisory Board

During the financial year Messe Berlin GmbH comprised the following organs:

Management:

Dr Christian Göke
(1 July to 31 Dec. 2013)
Chief executive officer
(1 Jan. to 30 June 2013)
Chief operating officer

Ingrid Maaß
(1 Aug. to 31 Dec. 2013)
Chief operating officer

Raimund Hosch
(1 Jan. to 30 June 2013)
Chief executive officer

Supervisory Board:

Hans-Joachim Kamp
Chairman of the Supervisory Board of Philips
Deutschland GmbH, Hamburg
Chairman

Explanations regarding the cash flow statement and joint ventures

Other explanations

Cornelia Yzer
 Senator for Economics, Technology and Research, Berlin
 First deputy chairman

Thomas Jaegler
 Sous-chef
 Capital Catering GmbH, Berlin
 Employees' representative
 Second deputy chairman

Jean-Claude Baumgarten
 Vice chairman
 World Travel & Tourism Council, London/UK

Ute Biernat
 Chief executive officer
 UFA SHOW GmbH, Köln

Ulrike Brabant
 Head of Customer Services MB Capital Services GmbH, Berlin
 Employees' representative

Jan Eder
 Chief executive officer
 Berlin Chamber of Industry and Commerce, Berlin

Klaus Feiler
 State secretary
 Senate Department for Finance, Berlin

Ellen Funk-Fritz
 Chairman of the Works Council Messe Berlin GmbH, Berlin
 Employees' representative

Dr Beatrice Kramm
 Managing partner
 Polyphon Film- und Fernsehgesellschaft mbH, Hamburg/Berlin

Catherine Mühlemann
 Member of the Administrative Board, media entrepreneur, lecturer,
 co-partner, Andmann Media Holding
 Andmann Media Holding, Baar, Switzerland

Stephan Ruppel
 (01 Jan. to 31 July 2013)
 Conventions & Guest Events
 Head of Marketing & Sales
 Messe Berlin GmbH, Berlin
 (01 Aug. to 31 Dec. 2013)
 retired Employees' representative

Gerd Sonnleitner
 (01 Jan. to 17 Dec. 2013)
 Honorary President
 German Farmers' Association, Berlin

Joachim Rukwied
 (18 Dec. to 31 Dec. 2013)
 President
 German Farmers' Association, Berlin

Wolf-Dieter Wolf
 Managing partner
 Grundkonzept Financial Services Wirtschaftsberatungs-
 und Beteiligungsgesellschaft mbH, Berlin

Norbert Zeglin
 Head, Procurement of Building & Technical Services
 Messe Berlin GmbH, Berlin
 Employees' representative

Taking all declarable amounts into consideration, the earnings of the active members of the management are made up as follows:

	Dr Christian Göke	Ingrid Maaß	Raimund Hosch*
	TEUR	TEUR	TEUR
Fixed amount	278	114	149
Bonuses	158	0	201
Total	436	114	350

* Chief executive officer until 30 June 2013

Former managers and their dependents received TEUR 742 (previous year: TEUR 606) in pensions and benefits. For the groups of persons referred to, pension provisions were made as of 31 December 2013 totalling TEUR 9,301 (previous year: TEUR 5,244) before netting with the actuarial reserve (TEUR 1,046). In the year under review members of the Supervisory Board received remuneration amounting to TEUR 83 (previous year: TEUR 81).

As an unlisted company, Messe Berlin GmbH applies the Berlin Corporate Governance Code in accordance with § 161 AktG. The declaration by the Management and Supervisory Board of conformity with the German Corporate Governance Code was submitted to a vote by the Supervisory Board on 14 November 2013 and received its approval. The declaration of conformity has been made available on the company's website.

31. Total auditor's fee

For the financial year in question, fees totalling TEUR 98 were agreed with the auditing company Ernst & Young GmbH which is included in 'Other provisions'.

The total fee comprises final audit fees (TEUR 84) and fees for other certification services (TEUR 14). The final audit fees cover the auditing of the annual financial statement of Messe Berlin GmbH and other subsidiaries and the auditing of the group financial statement.

Berlin, 3 March 2014



Dr Christian Göke



Ingrid Maaß

Enclosure 1: Breakdown of share ownership
2013

	Share of nominal capital %	Own capital TEUR	Earnings TEUR
Directly affiliated companies			
Messe Berlin GmbH, Berlin			
Capital Catering GmbH, Berlin ^{1,2}	100	60	0
MB Capital Services GmbH, Berlin ^{1,2}	100	400	0
Capital Facility GmbH, Berlin (formerly Capital Facility Beteiligungs- gesellschaft mbH) ^{1,2}	100	182	0
E.G.E. European Green Exhibitions GmbH, Berlin ²	50	1,732	603
K.I.T. Group GmbH, Berlin ²	75	481	456
MW Messe-, Ausstellungs- und Dienst- leistungsgesellschaft Wolfsburg mbH, Wolfsburg ^{1,2}	100	626	0
Global Produce Events GmbH, Berlin ²	70	346	321
Messe Berlin (Singapore) PTE. LTD., Singapore ^{2,5}	100	1,743	810
Shareholdings			
Messe Berlin GmbH, Berlin			
ExpoCenter Airport Berlin Brandenburg GmbH, Selchow ³	50	9,302	-587
Indirectly affiliated companies			
MB Capital Services GmbH, Berlin			
CSG-Team GmbH, Berlin ²	100	201	52
E.G.E. European Green Exhibitions GmbH, Berlin			
MAZ Messe- und Ausstellungszentrum Mühlengiez GmbH, Mühlengiez ^{1,2}	100	27	0
K.I.T. Group GmbH, Berlin			
Festival Technical Event Management GmbH, Berlin ²	50.10	253	91
K.I.T. Group GmbH Dresden, Dresden ²	55.08	32	13
K.I.T. Swiss AG. CH-Laufenburg ^{4,6}	100	180	87

¹ Control and profit-and-loss agreement with the parent company

² fully consolidated

³ partially consolidated

⁴ In accordance with § 296 Section 2 HGB, respectively § 311 Section 2 HGB of lesser importance and therefore not included in the group financial statement

⁵ Share capital: SGD 100,000

⁶ Nominal capital: CHF 100,000

Enclosure 2: Group assets schedule

2013

Development of
the group's assets
for the financial
year 2013

	Initial costs				Initial costs 31.12.2013 TEUR	Write-downs				Book values	
	Initial costs 01.01.2013 TEUR	Additions TEUR	Adjusting entries TEUR	Disposals TEUR		Write-downs 01.01.2013 TEUR	Additions TEUR	Disposals TEUR	Write-downs 31.12.2013 TEUR	Book value 31.12.2013 TEUR	Book value 31.12.2012 TEUR
I. Intangible assets											
Rights and licences acquired by payment	14,265	126	0	-33	14,358	11,862	711	-8	12,565	1,793	2,403
Goodwill	2,381	262	1,400	-654	3,389	2,381	933	-596	2,718	671	0
Payments made on account	0	136	0	0	136	0	0	0	0	136	0
	16,646	524	1,400	-687	17,883	14,243	1,644	-604	15,283	2,600	2,403
II. Tangible assets											
Land, titles to land, including buildings on other premises	66,275	960	1,650	0	68,885	16,268	2,693	0	18,961	49,924	50,007
Technical installations and machinery	6,429	53	0	-5	6,477	1,287	360	-3	1,644	4,833	5,142
Operating and business equipment	22,113	875	416	-1,249	22,155	17,906	1,247	-1,118	18,035	4,120	4,207
Payments on account and installations under construction	20,098	43,145	-2,066	0	61,177	0	0	0	0	61,177	20,098
	114,915	45,033	0	-1,254	158,694	35,461	4,300	-1,121	38,640	120,054	79,454
III. Financial assets											
Shares in affiliated companies	26	81	0	-27	80	0	0	0	0	80	26
Shareholdings	37	0	0	-11	26	0	0	0	0	26	37
Securities included in the assets	42	1	0	0	43	0	0	0	0	43	42
Payments made on account	1,400	0	-1,400	0	0	0	0	0	0	0	1,400
	1,505	82	-1,400	-38	149	0	0	0	0	149	1,505
	133,066	45,639	0	-1,979	176,726	49,704	5,944	-1,725	53,923	122,803	83,362

Enclosure 3: Equity schedule

2013

Development
of assets of
Messe Berlin GmbH
for the financial year
2013

	Initial costs					Write-downs				Book values	
	Initial costs 01.01.2013 TEUR	Additions TEUR	Adjusting entries TEUR	Disposals TEUR	Initial costs 31.12.2013 TEUR	Write- downs 01.01.2013 TEUR	Additions TEUR	Disposals TEUR	Write- downs 31.12.2013 TEUR	Book value 31.12.2013 TEUR	Book value 31.12.2012 TEUR
I. Intangible assets											
Rights and licences acquired by payment	10,696	118	0	0	10,814	9,690	361	0	10,051	763	1,006
Payments made on account	0	137	0	0	137	0	0	0	0	137	0
	10,696	255	0	0	10,951	9,690	361	0	10,051	900	1,006
II. Tangible assets											
Buildings on other premises	57,703	482	1,650	0	59,835	16,030	2,354	0	18,384	41,451	41,673
Technical installations- and machinery	3,135	19	0	-5	3,149	1,182	194	-3	1,373	1,776	1,953
Operating and business equipment	20,779	627	416	-1,200	20,622	16,983	997	-1,058	16,922	3,700	3,796
Payments on account and installations under construction	19,748	43,137	-2,066	0	60,819	0	0	0	0	60,819	19,748
	101,365	44,265	0	-1,205	144,425	34,195	3,545	-1,061	36,679	107,746	67,170
III. Financial assets											
Shares in affiliated companies	10,577	425	1,400	-5,092	7,310	5,442	0	-4,942	500	6,810	5,135
Loans to affiliated companies	210	0	0	-210	0	0	0	0	0	0	210
Shareholdings	5,052	0	0	-14	5,038	873	0	-4	869	4,169	4,179
Payments made on account	1,400	0	-1,400	0	0	0	0	0	0	0	1,400
	17,239	425	0	-5,316	12,348	6,315	0	-4,946	1,369	10,979	10,924
	129,300	44,945	0	-6,521	167,724	50,200	3,906	-6,007	48,099	119,625	79,100

Balance Sheet
2013

Messe Berlin GmbH
balance sheet as of
31 December

Assets	31.12.2013		31.12.2012	
	TEUR	TEUR	TEUR	TEUR
A. Assets				
I. Intangible assets				
1. Rights and licences acquired by payment	763		1,006	
2. Payments made on account	137	900	0	1,006
II. Tangible assets				
1. Buildings on other premises	41,451		41,673	
2. Technical installations and machinery	1,776		1,953	
3. Operating and business equipment	3,700		3,796	
4. Payments on account and installations under construction	60,819	107,746	19,748	67,170
III. Financial assets				
1. Shares in affiliated companies	6,810		5,135	
2. Loans to affiliated companies	0		210	
3. Shareholdings	4,169		4,179	
4. Payments made on account	0	10,979	1,400	10,924
		119,625		79,100
B. Liquid assets				
I. Inventories				
Raw, auxiliary and operating materials		59		57
II. Accounts receivable and other assets				
1. Receivables from supplies and services	9,401		10,781	
2. Receivables due from affiliated companies	4,770		6,233	
3. Other assets	9,217	23,388	7,372	24,386
III. Cash holdings, credit institute balances and cheques		45,815		46,969
		69,262		71,412
C. Active balance from the capital account		1,023		0
		189,910		150,512

Liabilities	31.12.2013		31.12.2012	
	TEUR	TEUR	TEUR	TEUR
A. Equity capital				
I. Subscribed capital	20,708		20,708	
II. Capital reserves	12,578		12,578	
III. Other reserves	109		109	
IV. Profits carried over	17,624		13,022	
V. Annual surplus (previous year: annual deficit)	1,795		4,602	
		52,814		51,019
B. Special items for contributions to assets		7,094		4,256
C. Provisions				
1. Provisions for pensions	10,252		10,389	
2. Provisions for tax	1,326		1,326	
3. Other provisions	34,542		43,582	
		46,120		55,297
D. Liabilities				
1. Liabilities to credit institutes	51,200		8,000	
2. Down payments received on orders	23,776		21,005	
3. Liabilities from supplies and services	4,281		6,485	
4. Liabilities to affiliated companies	919		304	
5. Liabilities to companies in which shares are held	426		560	
6. Other accounts payable (of which, from taxes TEUR 470; previous year TEUR 470) (of which, for social security TEUR 2; previous year TEUR 3)	1,525		1,615	
		82,127		37,969
E. Accruals and deferrals		1,755		1,971
		189,910		150,512

Profit and loss statement

2013

Profit and loss
statement Messe
Berlin GmbH for the
period from
1 Jan. to 31 Dec. 2013

	TEUR	2013 TEUR	TEUR	2012 TEUR
1. Sales revenues		133,005		171,850
2. Other operating revenues (of which, income from currency conversion TEUR 5; previous year TEUR 20)		9,315		8,279
3. Material costs				
a) Cost of raw, auxiliary and operating materials	-11,010		-11,288	
b) Cost of buying in services	-82,910	-93,920	-109,499	-120,787
4. Personnel costs				
a) Wages and salaries	-21,592		-21,709	
b) Social security contributions and costs for pensions and benefits (of which, for pensions TEUR 1,820; previous year TEUR 1,400)	-5,488	-27,080	-4,939	-26,648
5. Write-downs on tangible and fixed assets		-3,906		-3,634
6. Other operating costs (of which, costs of currency conversion TEUR 14; previous year TEUR 37)		-20,324		-32,087
7. Income from holdings		988		2,092
8. Income from profit transfer agreements		5,165		7,378
9. Earnings from loans from financial assets (of which, from affiliated companies TEUR 6; previous year TEUR 18)		6		18
10. Other interest and similar income (of which, from affiliated companies TEUR 28; previous year TEUR 50)		195		305
11. Expenditure from absorption losses		-107		0
12. Interest and similar expenditures (of which costs from discounting provisions TEUR 670; previous year TEUR 820)		-1,686		-1,123
13. Earnings from regular business activities		1,651		5,643
14. Extraordinary expenditures		0		199
15. Tax on income and earnings		158		-1,228
16. Other taxes		-14		-12
17. Annual surplus		1,795		4,602



CityCube Berlin

A multipurpose arena for conventions and events connected to the Berlin Exhibition Grounds. In a world-famous city filled with energy and culture, the CityCube Berlin opened in spring 2014 is a perfect venue for events attracting up to 11,000 participants.



Audit certificate**2013****Audit certificate**

We have examined the annual financial statement – consisting of the balance sheet, profit and loss account and appendix, of Messe Berlin GmbH and the group, with the inclusion of the book-keeping of Messe Berlin GmbH, Berlin, together with the group financial statement prepared by the company – consisting of the balance sheet, profit and loss account, cash flow statement, equity schedule and appendix of Messe Berlin GmbH and of the group – and their report on the state of the company and of the group for the financial year from 1 January to 31 December 2013. The book-keeping and the preparation of these documents in accordance with the regulations of German commercial law are the responsibility of the company's management. Our task, on the basis of the examination that we have conducted, is to evaluate the annual financial statement, including the book-keeping and the group annual financial statement together with its report on the state of the company and the group.

We have examined the annual and group financial statement in accordance with § 317 HGB, having due regard to the German principles of correct financial auditing as laid down by the auditing institute – Institut der Wirtschaftsprüfer – (IDW). These specify that the audit should be planned and carried out in such a way as to identify with sufficient certainty any inaccuracies and irregularities that would have a significant impact on the situation as shown in the annual financial statement and the group annual statement and in the report on the state of the company and the group, with regard to assets, finances and revenues, taking into consideration the principles of correct book-keeping. In determining the actions to be carried out in the audit attention is paid to knowledge about the commercial activities and about the economic and legal situation of the company and the group, as well as the expectations of any possible errors. Within the scope of the audit an appraisal is made, predominantly on the basis of random tests, of the accounting-related internal control systems and of the evidence underlying the statements in the book-keeping, in the annual financial statement and group financial statement, and in the report on the state of the company and the group. The examination encompassed an appraisal of the annual financial statements of the companies included in the group financial statement, of the differentiation of the consolidated entity, the principles applied to accounting and consolidation and significant assessments by the legally appointed representatives and an evaluation of the overall presentation of the annual financial statement and group financial statement and of the report about the state of the company and of the group. In our opinion our examination provides a sufficiently secure basis for our appraisal.

Our examination produced no objections.

In our assessment, on the basis of the findings revealed by the examination, the annual financial statement and the group financial statement comply with statutory regulations and, observing the principles of correct book-keeping, they provide a picture of the situation regarding assets, finances and revenues of the company and the group that reflects the actual circumstances. The report on the situation of the company and the group is consistent with the annual financial statement and the group financial statement and, in its entirety, it provides an accurate picture of the state of the company and of the group, and accurately presents the opportunities and risks of future development.

Berlin, 7 March 2014

Ernst & Young GmbH
Auditing company



Seidel
Auditor



Pilawa
Auditor

Corporate governance report 2013

Corporate governance report for the financial year 2013

As an unlisted company Messe Berlin GmbH applies the Berlin Corporate Governance Code ('Kodex') on the basis of the participation guidelines issued by the Land of Berlin, which the Senate Department for Finance requires Messe Berlin to observe, being a company in which the Land of Berlin holds a stake greater than 50%.

In the corresponding application of § 161 AktG, the Management and Supervisory Board of Messe Berlin GmbH state that, as shown below and with the exception of the divergences that are also shown, Messe Berlin GmbH has and will continue to comply with the recommendations of the Berlin Corporate Governance Code in the version dated 17 February 2009. If any of the following statements apply both to the statement period 2013 and to future statement periods, these are shown in the present

1. Collaboration between the Management and the Supervisory Board

The Management and Supervisory Board work closely in an atmosphere of mutual trust for the benefit of the company. Details of all company affairs and knowledge about the company are revealed by the Management as part of its reporting obligations. Management and Supervisory Board personnel have an obligation to maintain secrecy.

As a matter of principle the Management always participates in the meetings of the Supervisory Board.

Strategic corporate planning is coordinated with the Supervisory Board. The Management regularly reports on the progress achieved in implementing these plans.

In addition to the rules in the company agreement concerning the obligation to provide information and maintain secrecy, the Supervisory Board has imposed rules of procedure to be observed by the Management, regulating the rights of consent of the Supervisory Board.

The Management shall acquaint the Supervisory Board about all business of fundamental importance and shall obtain the latter's approval in all matters that require such approval.

The Management shall meet its obligations, regularly and in written form, to provide information and maintain secrecy for all issues concerning planning, business development, the risk situation, risk management and compliance that are relevant to the company; sufficient time shall be given to receive documents before convening for meetings and management decisions.

Target/performance comparisons are to be undertaken. Any divergence from the plan shall be shown in a plausible and understandable way and any necessary counter-measures that are proposed shall be in implementable form.

In meeting their obligations the Management and the Supervisory Board shall comply with correct business management practice; they shall observe the duty of care required for the correct and conscientious performance of the tasks of the Management and Supervisory Board. D&O insurance cover without an excess has been arranged for the Management and Supervisory Board. The agreements with the Management state that Messe Berlin – in particular in the event of a change in the stake held by the Land of Berlin – is entitled to amend the D&O insurance cover for the Management, even without the consent of the chief executive officer. Furthermore, under the terms the chief executive officer agrees that the D&O third party insurance shall be entitled to demand excess, amounting to 10% of the damage incurred, being at maximum equal to 1.5 times the fixed amount of the chief executive officer's annual remuneration. Until now, the terms regarding excess have not been included in the current insurance policies as corresponding amendments to the agreement would result in higher insurance costs.

Each year in the business report the Management and Supervisory Board shall submit a report on the corporate governance of the company (corporate governance report), which is included on the Messe Berlin GmbH website. This also includes explanations about any divergences from the recommendations of the Berlin Corporate Governance Code.

2. Management

The Management shall bear responsibility for managing the company and shall work exclusively on behalf of the company's interests and to increase the long-term value of the company. No activities that are detrimental to the company shall be carried out. The Management shall ensure that statutory regulations and the company's own internal directives are observed. The Management shall work towards their observance by the companies within the group (compliance). The company has at its disposal an effective system of risk management and risk monitoring.

The Management of the company comprises two management executives. The rules of procedure regulate the tasks of the Management, the responsibility of individual managers for specific departments (in connection with the organisational plan), the tasks reserved for the management as a whole and the majority of votes required for management decisions.

Dr. Christian Göke is Chief Executive Officer.

The managers' remuneration comprises a fixed amount and also a variable remuneration. The variable remuneration is made on the basis of an agreement on objectives, which is agreed with the Chairman of the Supervisory Board and based on a ruling by the Personnel and Presidial Committee. It consists of a profit-sharing arrangement based on the target result and on other structural objectives. The target agreement includes specifications intended to provide long-term incentives and a ceiling is set on the amount involved.

The remuneration of the managers is shown in an appendix to the annual financial statement. The annual financial statement is available on the Messe Berlin GmbH website as part of the business report.

Due to the preservation of vested rights, and due to the agreements running for three years, the agreements with the managers have not been designed in such a way that payments to the managers in the event of premature termination of their management activities without good reason, and including fringe benefits, do not exceed the value of two years' remuneration (severance package cap) and do not provide remuneration for a period exceeding the remaining term of the agreement.

3. Supervisory Board

The Supervisory Board discharges its duties to the Management in accordance with the terms of the company agreement and the procedural rules. It is involved in decisions of fundamental importance for the company and does not hitherto see any need for additional regulation. The frequency of meetings and time allotments correspond to the requirements of the company. procedural rules have been laid down for the Supervisory Board. It has no other business linked with its approval.

The Chairman of the Supervisory Board coordinates the work in the Supervisory Board, oversees its meetings and represents the interests of the Supervisory Board externally. There is regular contact between the chairman of the Supervisory Board and the Management, when regular consultations take place about strategy, business development and risk management. The Chairman of the Board of Management (CEO) advises the Chairman of the Supervisory Board without delay about any importance events which are of fundamental importance in assessing the situation and ongoing development and also for the management of the company. For his part, when necessary the Chairman of the Supervisory Board briefs the Supervisory Board. In the financial year 2013 no extraordinary meetings of the Supervisory Board were called.

The Supervisory Board also includes a Personnel and Presidial committee. The chairman of this committee is the Chairman of the Supervisory Board. The signing and termination of employment and pension contracts and the authority to determine bonuses for the managers are assigned to the Personnel and Presidial Committee of the Supervisory Board for consultation and decision-making.

Furthermore, the Personnel and Presidial Committee is authorised to conduct legal transactions of any kind with members of the Supervisory Board and members of the Management. The chairman of the committee informs the plenary assembly of the Supervisory Board about the content and outcome of the consultations.

With its resolution of 2 July 2009 the Supervisory Board has continued to assign to the Personnel and Presidial Committee the tasks and authority to act as an audit committee until the end of the current term of office.

The Personnel and Presidial Committee therefore also deals with issues involving accounting, and with risk management and compliance, the necessary independence of the auditor, the award of the auditing contract to the auditor, defining the priorities of the audit and the agreement about fees. The Supervisory Board has appointed a member of this committee who is not the Chairman of the Supervisory Board and the Presidial Committee to the chair the meetings of.

In 2013 one extraordinary meeting of the Personnel and Presidial Committee was held. Furthermore, the Supervisory Board has set up an Investment Committee. Its task is to advise the Supervisory board about real and financial investments of major significance, on the basis of the company's general strategy.

The Supervisory Board has not assigned any further decision-making competence to any committees.

The Supervisory Board has not specified an age limit for the managers. It is not the practice for a manager to take over the chairmanship of the Supervisory Board or one of its committees.

In submitting proposals for the membership of the Supervisory Board it is important to ensure at all times that the members of the Supervisory Board have the knowledge, skills and professional experience required in order to correctly perform their tasks.

The Supervisory Board shall comprise what it considers to be a sufficient number of independent members. No member of the Supervisory Board holds the maximum number of 5 or 10 mandates on the Board. The members of the Supervisory Board have not held posts as organs of competing companies or acted as their consultants.

The election of employees' representatives is conducted in accordance with the rules laid down in DrittelbG. The shareholders' representatives are not elected individually by the meeting of shareholders.

The remuneration received by members of the Supervisory Board is determined as the result of a resolution by the shareholders' meeting and takes into account the responsibility and scope of activities of the members of the Supervisory Board, the economic situation and the success of the company as well as the chairmanship and deputy chairmanship. The remuneration consists of a fixed sum. Remuneration based on results or special services is not provided. The total remuneration is shown in the appendix to the annual financial statement. The individual remuneration paid to each member is not shown.

In 2013 no member of the Supervisory Board attended less than half of the meetings held by the board.

The Supervisory Board regularly examines the efficiency of its activities. It has established that no events can be identified that have restricted its efficiency.

4. Conflicts of interest

The members of the Supervisory Board observe the rules of restraint on competition. They neither solicit benefits or advantages from third parties nor do they accept them for themselves or for others. They do not grant unjustified advantages to third parties. The Management is not aware of any cases in which advantages have been accepted or granted by employees of the company.

Members of the Management as well as of the Supervisory Board safeguard the interests of the company, do not pursue any personal interests and do not make use of the company's business opportunities for their own benefit.

No member of the Management or of the Supervisory Board was subject to any conflict of interest.

Every member of the Management or of the Supervisory Board shall disclose conflicts to the Supervisory Board without delay and inform other members of the Management.

No business transactions have been concluded with the company by members of the Management, by persons associated with them, or by persons with whom they are closely associated and consequently have not been submitted to the Supervisory Board for its approval. No consultancy contract, service contract, work-for-hire contract or other contract between members of the Supervisory Board and the company has been submitted to the Supervisory Board for its approval. Should such business arrangements arise, no uniform regulation has been made by the group to disclose or inform the Supervisory Board, on the basis of statutory regulations.

The Supervisory Board has not enacted any procedural rules for business with the company with reference to individual cases.

Taking into account posts held until 30 June 2013 the former Chief Executive Officer, Mr. Raimund Hosch (until 30 June 2013), was

- a member of the Board of the Association of the German Trade Fair Industry (AUMA),
- a member of the Board of the Association of Major German Exhibition Centres (GDG),
- a member of the Board of Directors of the Union of International Fairs – (UFI),
- a member of the Economic Advisory Council of the Berlin Regional Sports Federation (Landessportbund Berlin),
- a member of the Directors' Council of the General Business Association for Berlin and Brandenburg (Allgemeiner Verband der Wirtschaft für Berlin und Brandenburg e.V.),
- a member of the Supervisory Board of ExpoCenter Airport Berlin Brandenburg GmbH,
- a member of the World Travel and Tourism Council (WTTC).

In 2013 the Chief Executive Officer, Dr Christian Göke, was

- a member of the Board of the Association of the German Trade Fair Industry (AUMA), (as of 01 July 2013),
- a member of the Supervisory Board of Berlin Tourismus & Kongress GmbH (visitBerlin),
- a member of the Board of the Association of Major German Exhibition Centres (GDG), (as of 01 July 2013),
- a member of the Board of Directors of the Union of International Fairs – (UFI),

- a member of the Supervisory Board of Hertha BSC Berlin GmbH & Co. KGaA,
- a member of the Supervisory Board of E.G.E. European Green Exhibitions GmbH,
- a member of the Supervisory Board of Kick-Media AG,
- a member of the Board of Trustees of Forschungsverbund Berlin e.V., (until 31 August 2013),
- a member of the Administrative Council of the German National Tourism Board (DZT),
- a member of the Economic Advisory Council of the Berlin Regional Sports Federation (Landessportbund Berlin),
- a member of the World Travel and Tourism Council (WTTC).

Taking into account posts held from 01 August 2013, the Chief Operating Officer, Ms. Maaß (as of 01 August 2013), was

- Chairman of the Supervisory Board of ExpoCenter Airport Berlin Brandenburg GmbH.

The managers did not perform other work outside the company. Details of any outside work are submitted to the Chairman of the Personnel and Presidial Committee for approval.

No loans have been granted to members of the Management or to members of the Supervisory Board or to relatives or dependents of the members of these organs.

5. Transparency

In June/July 2013 the Land of Berlin and Messe Berlin GmbH signed a follow-up basic agreement, valid for a period of five years, which came into effect on 01 January 2013. The agreement specifies a reduction (from annually EUR 14M to EUR 10M) in the flat rate provided to Messe Berlin in order to partially compensate it for maintenance and repairs on the exhibition grounds and the ICC Berlin. Last year the Management had already informed the Supervisory Board of the serious consequences for the company's economic and financial plans, in particular as far as financing the CityCube Berlin was concerned, and of the consequent reduction in maintenance and repair work.

The Supervisory Board has taken note of the fact that the terms of the covenants governing the financing of the CityCube Berlin risk not being fulfilled. The blank cheque amounting to EUR 45M issued by the banks (without any safeguards by the Land of Berlin, nor properties as collateral) is bound by accessory agreements. These stipulate maintaining the equity

ratio held, maintaining current debt levels, as well as complying with the basic agreement concluded with the Land of Berlin. Any degree of failure to meet these terms would entitle the banks to terminate the loan agreements. The situation would conceivably deteriorate if the Land of Berlin were to lower the current rate of 10M p.a. which it provides for maintenance and repairs, a measure to which under the terms of the basic agreement it is entitled.

The Supervisory Board was informed that the ICC Berlin (ICC) will continue to host a number of events in 2014 as, due to delays by ARGE Rohbau, the current timetable does not foresee completion of the CityCube Berlin before early 2014. The updated projections for earnings in 2014 resulting from the cost of operations at the ICC and of maintenance after closure are included in the economic plans for 2014. The basic agreement states that Messe Berlin and the Land of Berlin shall come to a mutual agreement regarding the necessary measures after operations cease. The Supervisory Board is regularly updated on the progress of these talks.

Notwithstanding these developments the Supervisory Board was informed that retaining the ICC as a venue until the end of 2014 would result in the risk of it requiring further emergency measures. For this reason no extension to its status as an event venue will be granted beyond 30 June 2014.

The repeated postponement of the opening of the new airport (Berlin Brandenburg BER) will have a significant impact on the company's economic and financial planning. The postponement will foreseeably cause additional costs at ILA 2014, which is due to take place in Selchow (Berlin ExpoCenter Airport).

To some extent, information about the company is also published on the internet. The current Corporate Governance Report can be accessed on the company's website.

6. Accounting

The annual financial statement and the group financial statement have been compiled in accordance with recognised national accounting principles and have been submitted to the shareholders within the intended deadline following the corresponding resolution by the Supervisory Board.

In addition to the annual financial statement and the group financial statement, the Land of Berlin, as main shareholder, and the Chairman of the Supervisory Board will be kept informed during the current financial year by means of quarterly reports in accordance with the specifications laid down by the Subsidiary Controlling department of the Land of Berlin and will discuss the interim reports with the Management.

Report of the Supervisory Board**2013**

Reports to the Supervisory Board on the financial situation will be submitted at the meetings of the Supervisory Board, which are held at least quarterly.

7. Audit of annual accounts

The Supervisory Board has received a statement from the auditors confirming that no commercial, financial, personal or other liabilities exist – with regard to the auditors' organs – or with regard to the company/ members of its organs. There are no doubts about the independence of the auditor, its organs or the persons in charge of the audit. If any reasons for possible bias exist the auditor is required to notify the chairman of the Supervisory Board without delay. The auditor has not presented any reasons for bias.

The Supervisory Board has commissioned the auditor to carry out the audit and has agreed a fee with him.

The auditor has not informed the Supervisory Board about any findings or occurrences. The auditor is not aware of any facts that would compromise the accuracy of the statement given to the Berlin Corporate Governance Code.

The auditor will take part in the consultations by the Supervisory Board concerning the annual financial statement and the group financial statement and will report on any substantial findings resulting from his investigations.

In the financial year 2012 the Supervisory Board of Messe Berlin GmbH convened at four regular sessions. In addition, three resolutions were introduced following a written vote conducted outside the meetings of the board. The Supervisory Board discharged its tasks as stipulated by law and the company articles and supervised the management of the company as well as supporting its management in a consultative capacity. The Supervisory Board was involved in all decisions that were of fundamental importance for the company. This applies in particular with regard to corporate planning and to the main projects and investments. Matters which, in accordance with the law and the company agreement, require the approval of the Supervisory Board, were submitted for a ruling. This applies in particular to the economic and finance plan.

The Chairman of the Supervisory Board was kept regularly informed by the Chairman of the Board of Management (CEO) about all important business occurrences and about the economic development of the company.

In 2013 Messe Berlin achieved a substantial increase in turnover in both its trade fair and congress business, thus underlining the company's solid financial and economic position and providing an impetus for its future development. Messe Berlin recorded its highest turnover in an odd-numbered year, in which traditionally there are fewer events, despite investing substantially in the CityCube Berlin and the new exhibition grounds adjacent to BER, the capital's future airport, for which following several postponements the opening date still has to be decided. In 2013, at over 50%, the proportion of exhibitors and visitors from abroad at events on the Berlin Exhibition Grounds rose yet again. Messe Berlin is the leading venue for large-scale medical congresses. In 2013 the success stories of ASIA FRUIT LOGISTICA and ITB Asia continued. Attracting more and more international exhibitors and visitors to our trade fairs is an integral part of our corporate strategy.

In 2013 the Supervisory Board focused in detail on the construction of the CityCube Berlin. The evolving costs and adherence to the construction timetable were among the main topics on which the investment committee, among others, reported regularly to the Supervisory Board.

The Supervisory Board also discussed the ICC Berlin following its scheduled closure for refurbishment in mid-June 2014 as well as the impact this would have on Messe Berlin. The Senate Department for Urban Development and Environmental Protection and Messe Berlin are agreed that the Construction Supervisory Authority must, as a preventive measure, be officially notified in order to secure a legal framework for maintenance of the ICC Berlin

**Report of the
Supervisory Board
2013**

following its closure. The Supervisory Authority has taken due note that the Land of Berlin is currently examining concepts for the ICC proposed by a number of investors.

At its meeting on 20 June 2013 the Supervisory Board agreed to finalise the 2013 – 2017 basic agreement between Messe Berlin GmbH and the Land of Berlin. The reduction (from EUR 14M to EUR 10M) in the rate compensating for maintenance and repairs was taken into account in the economic and financial plans for 2014.

Another topic discussed by the Supervisory Board was the state of progress of the restructuring of the company's Facility Management and Technical Event Services divisions, which began a few years ago. The decision to create a separate company was deferred for legal reasons.

In September 2012 the Supervisory Board agreed to the decision to invest in a new main kitchen facility. Monitoring of the ongoing construction work and schedule was also a regular topic at the meetings of the Supervisory Board in 2013.

At the end of June 2013 Raimund Hosch, the company's Chief Executive Officer, went into retirement. On the basis of a decision by the Supervisory Board on 5 December 2012 Dr Christian Göke, who had taken over as Chief Operating Officer of Messe Berlin GmbH in 2000, was appointed to the post of Chief Executive Officer Messe Berlin GmbH on 1 July 2013. On the basis of a decision by the Supervisory Board on 27 March 2013 Ms. Ingrid Maaß was appointed as a management member and on 1 August 2013 took over as Chief Operating Officer of Messe Berlin GmbH.

The Supervisory Board praised the success achieved by Messe Berlin under the leadership of Mr. Hosch. Its members thanked Mr. Hosch for his commitment and his success at Messe Berlin.

During 2013, five regular meetings and one extraordinary meeting of the Personnel and Presidial Committee were held.

In accordance with a decision by the Supervisory Board on 2 July 2009 the Personnel and Presidial Committee also deals with issues involving accounting and risk management, the necessary independence of the auditor, the award of the auditing contract to the auditor, defining the priorities of the audit and the agreement about fees.

During 2013, four sessions of the Investment Committee took place.

The annual financial statement and group financial statement provided by the Management, together with the situation report and group situation report for the financial year 2013, have been examined by the auditors appointed by the shareholders of Messe Berlin GmbH, Ernst & Young GmbH Wirtschaftsprüfungsgesellschaft, and have been awarded the unconditional audit certificate.

On the basis of a decision by the Supervisory Board on 30 September 2004, as an unlisted company Messe Berlin GmbH has voluntarily applied the German Corporate Governance Code – since 2009 the Berlin Corporate Governance Code. The Corporate Governance Report 2013 by the Management and the Supervisory Board is published in the Business Report and also made available on the Messe Berlin website.

At meetings held on 21 March and 2 April 2014 the auditors informed the Personnel and Presidial Committee and the Supervisory Board respectively about the contents of the annual financial statement and the group financial statement for 2013 and answered all the questions raised by the members.

The Supervisory Board has examined and approved the annual financial statement and the management's situation report and has also recommended their findings to the shareholders' meeting and in addition has acknowledged the group financial statement and the group situation report. It has acknowledged and approved the findings of the examination conducted by the auditors.

The Supervisory Board has approved the proposal by the Management to apply the findings.

In December 2013 the shareholders of Messe Berlin GmbH agreed to appoint Mr. Joachim Rukwied, President of the German Farmers' Association, as a member of the Supervisory Board as of 18 December 2013. He replaced Mr. Gerd Sonnleitner, who resigned his post on 17 December 2013.

The Supervisory Board thanked the member who left during the period under review for his effective contribution.

The term of office of the current Supervisory Board will expire with its discharge for the financial year 2013 by the annual shareholders' meeting, which is currently scheduled for 3 June 2014.

The election of employees' representatives for the next term of office took place within the specified period and the election of the shareholders' representatives is to be held at the next annual shareholders' meeting in 2014.

The outgoing Supervisory Board wishes to thank the management for its cooperation.

Berlin, 2 April 2014



The Supervisory Board
Hans-Joachim Kamp
Chairman

