

2017 Q3/9M QUARTERLY STATEMENT

Software AG's Major Q3 Successes in the Internet of Things (IoT) Market Accelerate Transition to Cloud

- Major new IoT partnerships with key industry leaders successfully closed
- IoT cloud lays the foundation for scalable and dynamic future growth through recurring revenue
- IoT cloud to become a separate fast growing business line in 2018
- Financial results after nine months in line with market guidance
- Raised 2017 outlook confirmed

Revenue

- **Licenses:** Revenue at €141.4 million
- **Products:** Revenue at €459.3 million
- **Total revenue:** at €610.6 million

610.6
MILLION EURO
TOTAL
REVENUE



Segments

- **Digital Business Platform:** €310.7 million in revenue and 30.1 percent segment margin
- **Adabas & Natural:** €149.2 million in revenue and 67.6 percent segment margin
- **Consulting:** €150.7 million in revenue and 13.1 percent segment margin



DBP
PRODUCT REVENUE
310.7
MILLION EURO

Earnings

- **EBIT:** at €140.0 million
- **Operating EBITA (non-IFRS):** at €181.2 million
- **Operating profit margin (non-IFRS):** 29.7 percent

29.7%
OPERATING PROFIT
MARGIN



Key Developments in the Third Quarter

World market leaders combine strengths in ADAMOS: Through the joint venture ADAMOS (ADaptive Manufacturing Open Solutions), DMG MORI, Dürr, Software AG and ZEISS as well as ASM PT have established a strategic alliance for the future topics of Industrie 4.0 and the Industrial Internet of Things (IIoT). Germany's first alliance of well-known industrial and software companies wants to set ADAMOS as global standard for the industry and attract other machine builders to become partners. ADAMOS is customized to meet the specific needs of machine and plant builders and their customers: The open IIoT platform ADAMOS is non-proprietary and brings together the most up-to-date IT technology and industry knowledge. It enables engineering companies to offer tried and tested solutions for digitally networked production to their customers with little effort. Machine tool builders as well as their suppliers and customers will benefit from this as ADAMOS is a platform service that offers data autonomy and access to leading software solutions. The jointly developed ADAMOS platform is available worldwide since October 1, 2017.

Cumulocity IoT: Software AG continued its Internet of Things innovation drive and introduced a fully cloud-enabled and scalable portfolio for the strong growing IoT market. The launch of an extended Cumulocity IoT technology portfolio for cloud-based IoT platform services enablement addressed today's market demand for easy, fast, and scalable IoT solutions to support enterprises of all sizes, regardless of the level of sophistication of their IoT requirements. Recent market research shows that whereas nearly 90 percent of executives surveyed feel the Industrial Internet of Things (IIoT) is critical to their companies' success, only 16 percent have a comprehensive IIoT roadmap. The new Cumulocity IoT portfolio addresses this gap by offering self-service IoT solutions to enable organizations to develop their own IoT applications and solutions. The Cumulocity IoT portfolio will take full advantage of Software AG's industry-leading integration, business process, advanced analytics and machine learning capabilities, based on its heritage in enterprise middleware platform leadership.

Converted to registered shares: On October 04, 2017 Software AG has converted its outstanding shares of 76.400.000 into registered shares at a ratio of 1:1. As part of the conversion, the domestic and international securities identification numbers (WKN or ISIN) have changed to A2GS40 and DE000A2GS40, respectively. The ticker symbol will remain as SOW.

A Decade of Leadership: Software AG was again named a leader by Gartner, Inc., a leading industry analyst firm, in its 2017 "Magic Quadrant for Enterprise Architecture Tools¹." This is the tenth consecutive year that Gartner has assessed the company's Alfabet Enterprise Architecture Management (EAM) product and named it a Leader. Software AG also released the latest version of Alfabet (version 10). The new Alfabet release includes operational project management capabilities as well as critical functionality to help enterprises with GDPR compliance and "Industrie 4.0".

Software AG's Digital Business Platform Ranked a Leader: Software AG was named a 'Leader' by Forrester Research, Inc., a leading independent research firm, in its report, "The Forrester Wave™: Digital Process Automation, Q3 2017." According to the report, Digital Process Automation (DPA) represents a big expansion of BPM "set apart by an emphasis on low-code development, consumer-grade user experiences, and AI-based innovation". Further, Software AG was named a 'Leader' in "The Forrester Wave™: Enterprise Architecture Management Suites², Q2 2017²" for its Alfabet solution. Alfabet Enterprise Architecture (EA) Management is part of Software AG's Digital Business Platform. Also for its Apama Streaming Analytics Platform the company was cited as a 'Leader' in "The Forrester Wave™: Streaming Analytics, Q3 2017³." The report is targeted towards AD&D (application development and deployment) professionals who are "looking to enhance or build applications that sense, think, and act in real time".

Software AG Establishes Scientific Advisory Board: The digital economy is a fast-paced sector with rapidly emerging and complex topics. Software AG has formed a Scientific Advisory Board to better embrace these burgeoning trends from a business and scientific point of view. The board is to serve as a catalyst for outside ideas and provide Software AG with a scientific perspective on trends in technology. The biggest beneficiaries of the initiative will be Software AG customers. The scientific research discourse will complement Software AG's strategic development and product planning. The Scientific Advisory Board includes representatives from the science and research communities. It will carry out an advisory function and is not a corporate managing body.

¹ Gartner, "Magic Quadrant for Enterprise Architecture Tools", May 24, 2017, by Samantha Searle and Marc Kerremans
About the Magic Quadrant

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² The Forrester Wave™: Enterprise Architecture Management Suites, Q2 2017; Vendor EA Capability Is Increasing, But Stakeholder Experience Is An Issue by Gordon Barnett

³ The Forrester Wave™: Streaming Analytics, Q3 2017 by Mike Gualtieri, September 7, 2017

Management's Assessment of the Third Quarter Results

In the past few months we successfully entered a number of new strategic partnerships in the fields of the Internet of Things (IoT) and Industry 4.0. These include the newly founded ADAMOS joint venture with global market leading manufacturing companies such as DMG MORI, Dürr, ZEISS and ASM PT as well as other scalable IoT projects with major global enterprises. These successes and this high market demand reflect the growing relevance of Software AG's leading technology and are accelerating our transition to the cloud. The new IoT partnerships lay the foundation for a scalable and more predictable business with exponential and dynamic growth rates that increase with every additional connected machine, device or sensor. Therefore, Software AG will start reporting IoT cloud related revenue separately under a fourth business line as of January 2018. Based on the deals we already closed in the current business year, we expect additional recurring revenue of at least €20 million per year as of 2018. In addition to establishing a fast growing IoT business with recurring revenues, we confirmed our 2017 outlook which had been raised in the last quarter. In Q3, the three business lines of the Group all reported growth of 2 percent at constant currency while EBIT increased by 1 percent. Our operating profit margin (EBITA, non-IFRS) remained very high at 32.2 percent in the third quarter.

Software AG CEO Karl-Heinz Streibich said, "We have continuously expanded our technology leadership in the Internet of Things and Industry 4.0 markets. As a result, Software AG's relevance in the global IoT market has increased significantly. New strategic partnerships with global industrial enterprises highlight this positive trend. Establishing IoT as our fourth business line as of 2018 is an acknowledgment of this extraordinary market success."

Software AG CFO Arnd Zinnhardt added, "IoT has become a strategic element of our customers' new business models. To reflect this, we have established a licensing model based on the actual usage of our products significantly reducing IoT market entry barriers. This recurring, sustainable revenue stream gives us the opportunity to easily scale with the rapidly increasing numbers of connected machines and devices and to maximize our business potential to its full and true value."

Business Line Development

The **Digital Business Platform (DBP)** business line stayed on course for further growth. Maintenance revenue showed a 7 percent increase to total €201.6 million (2016: €188.8 million) in the first nine months of the year. License revenue was up 1 percent at €109.1 million (2016: €108.2 million) in the period. DBP product revenue (licenses and maintenance) thus grew 5 percent to €310.7 million (2016: €297.0 million), which is within the forecast range for the fiscal year. In regard to Software AG's new IoT partnerships with major corporations, cloud has become the customer business model of choice. Consequently, the Group has taken the strategic decision to forgo a traditional licensing model with short-term income in favor of long-term revenue based on increased usage and market demand. Due to the increasing importance of Software AG's scalable IoT business with recurring revenue, the company has decided to consolidate revenue from the IoT segment into a fourth business line as of January 2018.

Adabas & Natural(A&N) Overall A&N revenue for the nine-month period was €149.2 million (2016: €165.1 million). Software AG anticipates an uptick in A&N contract renewals in the last quarter of the year and, therefore, expects revenue in the upper half of the market guidance corridor.

The **Consulting** business line continued its robust performance, fueled by the ever greater relevance of Software AG's product portfolio in the high-growth IoT and Industry 4.0 markets. In the nine-month period Consulting revenue grew 3 percent to reach €150.7 million (2016: €145.8 million).

Total Revenue and Earnings Development

Software AG's **total revenue** increased to €610.6 million (2016: €607.9 million). **Product revenue** (licenses + maintenance) totaled €459.3 million (2016: €461.5 million). **License revenue** declined 9 percent to €141.4 million (2016: €155.5 million). **Maintenance revenue** rose 4 percent in the period under review to €317.9 million (2016: €306.0 million). At €140.0 million (2016: €138.8 million), Software AG's **EBIT** (IFRS) was up 1 percent. **EBITA** (non-IFRS) was €181.2 million (2016: €181.8 million). Software AG's **operating profit margin** (EBITA, non-IFRS) remained high at 29.7 percent (2016: 29.9 percent).

The **net result** (IFRS) rose 3 percent and reached €92.4 million (2016: €90.1 million), while **earnings per share** (IFRS) improved to €1.23 (2016: €1.18).

The **equity ratio** was 60 percent (2016: 61 percent). The **operating cash flow** reached the high average of the past years. It amounted to €146.0 million (2016: €157.2 million). The **free cash flow** was impacted by a property investment at the headquarter in Darmstadt and amounted to €121.3 million (2016: €145.3 million) in the first nine months.

Employees

As of September 30, 2017, Software AG employed a total of 4,600 (2016: 4,435) employees (full-time equivalents), of which 1,945 (2016: 1,891) in consulting and service, 1,179 (2016: 1,076) in research and development, 865 (2016: 872) in Sales and Marketing as well as 611 (2016: 596) in Administration.

2017 Outlook

Based on current business development, Software AG confirms the raised forecast published with its results for the first half of the year. Software AG expects its operating profit margin (EBITA, non-IFRS) for fiscal 2017 to be between 31.0 and 32.0 percent. The forecast for product revenue growth in the Digital Business Platform (DBP) line remains unchanged at +5 to +10 percent at constant currency. Based on deals expected to close in the Adabas & Natural database business late in the year, Software AG anticipates a product revenue development between -2 and -6 percent at constant currency and year-on-year.

Outlook for Fiscal Year 2017

	2016 (in € millions)	2017 Outlook (as of July 17, 2017)	YTD 2017 (as of Sept. 30, 2017)
Product revenue Digital Business Platform	441.4	+5% to +10%*	+5%*
Product revenue Adabas & Natural	233.9	-2% to -6%*	-11%*
Operating profit margin (EBITA, non-IFRS)**	31.2%	31.0% to 32.0%	29.7%

* At constant currency

** After adjusting for non-operating factors (see non-IFRS results)

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KEY FIGURES

as of September 30, 2017

in € millions (unless otherwise stated)	9M 2017	9M 2016	Δ as %	Δ as % acc*
Revenue	610,6	607,9	0%	0%
DBP business line	310,7	297,0	5%	5%
A&N business line	149,2	165,1	-10%	-11%
Licenses	141,4	155,5	-9%	-9%
Maintenance	317,9	306,0	4%	3%
Operating EBITA (non-IFRS)	181,2	181,8	0%	
as % of revenue	29,7%	29,9%		
DBP segment earnings	93,5	88,4	6%	7%
Segment margin	30,1%	29,8%		
A&N segment earnings	100,8	115,9	-13%	-15%
Segment margin	67,6%	70,2%		
Net income (non-IFRS)	120,6	119,4	1%	
Earnings per share (non-IFRS)**	1,61	1,57	3%	
Operating Cash Flow	146,0	157,2	-7%	
CapEx***	24,8	11,9		
Free Cash Flow	121,3	145,4	-17%	
Balance sheet	Sep. 30, 2017	Dec. 31, 2016		
Total assets	1.816,6	1.957,2		
Cash and cash equivalents	326,7	374,6		
Net cash	22,1	73,1		
Employees (FTE)	4.600	4.471		

* acc = at constant currency

** Based on weighted average shares outstanding (basic) 9M 2017: 74.9m / 9M 2016: 76.2m

*** Cash flow from investing activities adjusted for acquisitions and investments in debt instruments

CONSOLIDATED INCOME STATEMENT

(IFRS, unaudited)

for the nine months ended September 30, 2017

in € thousands	9M 2017	9M 2016	Δ as %
Licenses	141.388	155.515	-9%
Maintenance	317.938	305.981	4%
Services	149.944	145.332	3%
Other	1.334	1.061	26%
Total revenue	610.604	607.889	0%
Costs of sales	-155.340	-157.522	-1%
Gross profit	455.264	450.367	1%
Research and development expenses	-88.849	-82.566	8%
Sales, marketing and distribution expenses	-175.341	-170.640	3%
General and administrative expenses	-55.007	-56.442	-3%
Other taxes	-5.327	-3.925	36%
Operating earnings	130.740	136.794	-4%
Other income / expenses, net	3.959	-1.955	
Financing expenses, net	-357	-2.523	
Earnings before income taxes	134.342	132.316	2%
Income taxes	-41.977	-42.175	0%
Net income	92.365	90.141	2%
Thereof attributable to shareholders of Software AG	92.172	89.992	2%
Thereof attributable to non-controlling interests	193	149	
Earnings per share (€, basic)	1,23	1,18	4%
Earnings per share (€, diluted)	1,23	1,18	4%
Weighted average number of shares outstanding (basic)	74.870.803	76.231.631	-
Weighted average number of shares outstanding (diluted)	74.881.101	76.254.063	-

CONSOLIDATED BALANCE SHEET

(IFRS, unaudited)

as of September 30, 2017

Assets (in € thousands)	Sep. 30, 2017	Dec. 31, 2016
Current assets	568.428	641.989
Cash and cash equivalents	326.681	374.611
Other financial assets	22.586	13.488
Trade receivables and other receivables	185.969	220.966
Other non-financial assets	16.973	20.286
Income tax receivables	16.219	12.638
Non-current assets	1.248.177	1.315.228
Intangible assets	139.346	149.420
Goodwill	926.594	936.606
Property, plant and equipment	73.303	75.559
Other financial assets	43.602	45.957
Trade receivables and other receivables	38.834	84.905
Other non-financial assets	232	291
Income tax receivables	8.077	6.988
Deferred tax receivables	18.189	15.502
Total Assets	1.816.605	1.957.217
Equity and Liabilities (in € thousands)	Sep. 30, 2017	Dec. 31, 2016
Current liabilities	535.383	467.626
Financial liabilities	204.404	101.467
Trade payables and other liabilities	32.027	39.695
Other non-financial liabilities	94.238	121.817
Other provisions	51.961	50.959
Income tax liabilities	22.463	28.224
Deferred income	130.290	125.464
Non-current liabilities	196.438	292.796
Financial liabilities	100.174	200.049
Trade payables and other liabilities	3.881	4.195
Other non-financial liabilities	433	381
Other provisions	25.290	24.793
Provisions for pensions and similar obligations	40.105	42.215
Deferred tax liabilities	19.264	13.498
Deferred income	7.291	7.665
Equity	1.084.784	1.196.795
Share capital	76.400	79.000
Capital reserves	22.935	23.682
Retained earnings	1.128.561	1.145.374
Other reserves	-51.776	19.789
Treasury shares	-91.865	-71.596
Attributable to shareholders of Software AG	1.084.255	1.196.249
Non-controlling interests	529	546
Total Equity and Liabilities	1.816.605	1.957.217

CONSOLIDATED STATEMENT OF CASH FLOWS

(IFRS, unaudited)

for the nine months ended September 30, 2017

in € thousands	9M 2017	9M 2016
Net income	92.365	90.141
Income taxes	41.977	42.175
Net financial income/expense	357	2.523
Amortization/depreciation of non-current assets	31.575	30.014
Payments for the settlement of share based payment rights with a choice of settlement	0	-16.320
Other non-cash income/expense	1.353	-12.854
Changes in receivables and other assets	67.999	41.912
Changes in payables and other liabilities	-32.958	34.128
Income taxes paid/received	-55.216	-50.695
Interest paid	-8.100	-10.866
Interest received	6.679	7.086
Net cash provided by operating activities	146.031	157.244
Proceeds from the sale of property, plant and equipment/intangible assets	290	336
Purchase of property, plant and equipment/intangible assets	-22.673	-8.582
Proceeds from the sale of non-current financial assets	101	1.425
Purchase of non-current financial assets	-2.486	-5.042
Proceeds from the sale of current financial assets	4.179	16.818
Purchase of current financial assets	-622	-16.951
Payment for acquisitions, net	-49.420	-11.546
Net cash used in investing activities	-70.631	-23.542
Repurchase of treasury shares	-89.587	0
Sale of treasury stock	1.330	0
Dividends paid	-44.553	-42.105
Proceeds and payments from current financial liabilities	96.052	3.624
Proceeds from non-current financial liabilities	0	75.000
Repayment of non-current financial liabilities	-70.894	-122.432
Acquisition of non controlling interest	0	-460
Net cash provided by/used in financing activities	-107.652	-86.373
Change in cash and cash equivalents from cash relevant transactions	-32.252	47.329
Currency translation adjustment	-15.678	1.055
Net change in cash and cash equivalents	-47.930	48.384
Cash and cash equivalents at the beginning of the period	374.611	300.567
Cash and cash equivalents at the end of the period	326.681	348.951
Free Cash Flow	121.263	145.381

SEGMENT REPORT

(IFRS, unaudited)

for the nine months ended September 30, 2017

in € thousands	A&N		DBP		Consulting		Reconciliation		TOTAL	
	9M 2017	9M 2016	9M 2017	9M 2016	9M 2017	9M 2016	9M 2017	9M 2016	9M 2017	9M 2016
Licenses	32.329	47.360	109.059	108.155	0	0			141.388	155.515
Maintenance	116.332	117.195	201.606	188.786	0	0			317.938	305.981
Product revenue	148.661	164.555	310.665	296.941	0	0			459.326	461.496
Services	0	0	0	0	149.944	145.332			149.944	145.332
Other	506	520	52	35	776	506			1.334	1.061
Total revenue	149.167	165.075	310.717	296.976	150.720	145.838			610.604	607.889
Cost of sales	-7.337	-8.570	-21.357	-22.067	-116.693	-118.477	-9.953	-8.408	-155.340	-157.522
Gross profit	141.830	156.505	289.360	274.909	34.027	27.361	-9.953	-8.408	455.264	450.367
Sales, Marketing & Distribution expenses	-23.358	-24.177	-124.678	-120.306	-14.272	-12.811	-13.033	-13.346	-175.341	-170.640
Segment contribution	118.472	132.328	164.682	154.603	19.755	14.550	-22.986	-21.754	279.923	279.727
Research and development expenses	-17.658	-16.393	-71.191	-66.173	0	0	0	0	-88.849	-82.566
Segment earnings	100.814	115.935	93.491	88.430	19.755	14.550	-22.986	-21.754	191.074	197.161
General and administrative expenses									-55.007	-56.442
Other taxes									-5.327	-3.925
Operating earnings									130.740	136.794
Other income / expenses, net									3.959	-1.955
Net financial income / expenses									-357	-2.523
Earnings before income taxes									134.342	132.316
Income Taxes									-41.977	-42.175
Net income									92.365	90.141

STATEMENT OF COMPREHENSIVE INCOME

(IFRS, unaudited)

for the nine months ended September 30, 2017

in € thousands	9M 2017	9M 2016
Net income	92.365	90.141
Currency translation differences from foreign operations	-67.517	-9.421
Net gain/loss on remeasuring financial assets	-119	3.423
Currency translation gain/loss from net investments in foreign operations	-4.544	-1.008
Items to be reclassified to the income statement if certain conditions are met	-72.180	-7.006
Net actuarial gain/loss on pension obligations	615	635
Items not to be reclassified to the income statement	615	635
Other comprehensive income	-71.565	-6.371
Total comprehensive income	20.800	83.770
Thereof attributable to shareholders of Software AG	20.607	83.621
Thereof attributable to non-controlling interests	193	149

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ABOUT SOFTWARE AG

Software AG (Frankfurt TecDAX: SOW) helps companies with their digital transformation. With Software AG's Digital Business Platform, companies can better interact with their customers and bring them on new 'digital' journeys, promote unique value propositions, and create new business opportunities. In the Internet of Things (IoT) market, Software AG enables enterprises to integrate, connect and manage IoT components as well as analyze data and predict future events based on Artificial Intelligence (AI). The Digital Business Platform is built on decades of uncompromising software development, IT experience and technological leadership. Software AG has more than 4,500 employees, is active in 70 countries and had revenues of €872 million in 2016. To learn more, visit www.softwareag.com.

