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Solteq Oyj  
Financial Statement Release

## SOLTEQ PLC'S FINANCIAL STATEMENTS BULLETIN 1.1.-31.12.2011

Solteq Plc Stock Exchange Bulletin 16.2.2012 at 9.00 am

- Turnover increased by 0.5% and totalled 27,1 million euros (27,0 million euros)
- Operating profit totalled 1.453 thousand euros (-4.315 thousand euros)
- For 2012, we estimate that we grow with the market and at the same time we improve our profitability
- Earnings per share were 0,08 euros (-0,32 euros)
- The Solteq Plc Board proposes to the Annual General Meeting that the Board be authorised, on the basis of Chapter 13, Section 6, Sub-section 2 of the Finnish Companies Act, to decide on the distribution of a dividend amounting to a maximum of EUR 0.05 per share or of other assets from the distributable equity reserve, as well as decide on the timing and other details concerning the possible distribution

Turnover by operation:

%	1-12/11	1-12/10
Softwareservices	64	65
Licences	30	27
Hardware	6	8

CEO Repe Harmanen:

"With regard to financial figures, the results of the past year can be considered reasonable and partly good. We managed to rectify our financial situation which is due to our strong business foundation and revamping our working methods. These factors have made it possible, that during 2011 all quarters were positive.

The principles guiding our operations aimed at improving profitability and predictability, establishing new working methods, and making the strategy published at the beginning of the year into an integral part of everyday operations. Throughout the year, we concentrated on taking measures to improve both short-term and long-term profitability through increased accuracy and forecasting as well as faster actions. This work continues, and we want to continue improving our performance in these areas.

### Effective Range of Solutions

In 2011, almost all our business areas significantly improved their results from the previous year. Cooperation between the business areas also improved, which essentially contributed to the improvement of the result. Our range of solutions and mutually supportive solution areas have proven quite suitable for our clients. The core consisting of ERP solutions requires the support of well-designed special solutions.

At the end of the year, we made changes to our organisation to meet the objectives our new strategy. At the same time we reviewed our offering to see how we should develop it in order to improve our position as a sought-after service provider in our chosen industries.

### **Systematic Implementation of the Strategy**

The road from a product-specific organisation to a project and service provider is long, but that is exactly what the strategy we published at the beginning of the year aims at. The organisation of our services into offerings that comply with our strategy keeps our perspective right and the most important principles in the foreground in our daily work.

The implementation of the strategy that we published at the beginning of February has proceeded well and we will monitor the development carefully. During the autumn, we also reviewed our strategy with regard to the changes in the operating environment. The main strategic lines, however, remain the same.

During the spring, we developed the predictability of our operations. This was important as was shown by the favourable development in the latter part of the year. This work was carried out at all levels, and some of the improvements became part of our normal operating model. During the summer and autumn, we also took proactive measures to ensure our ability to offer our clients new solution areas that would support their operations.

We increased our turnover and essentially improved our profitability from the previous year. We can be proud and happy with this change in the direction but we cannot rest on our laurels; the level of both turnover and profitability is still not sufficient for us. I interpret the result of 2011 as a positive signal which encourages us forward.

For 2012, we estimate that we grow with the market and at the same time we improve our profitability

I would like to thank our customers, employees and partners for their cooperation during the year. We want to continue in the same way forward."

### **BUSINESS ENVIRONMENT AND BUSINESS DEVELOPMENT**

Solteq offers systematically developing operational and financial control services to commercial, logistics, industrial and public administration actors. We complement our core offering with solutions for specialized retail management, maintenance and servicing management, as well as solutions for quality improvement and the management of systems in which master data is contained. With the help of our solutions developed using technology from the world's leading companies, our clients guide their businesses more efficiently and improve their profitability.

Till the end of 2011, Solteq's operations were divided into four business areas and the results of the company are monitored through these areas. Business areas are: ERP (enterprise resource planning), EAM (enterprise asset management), Data (data management, optimization and integration) and Store (retail solutions and technology).

As from the beginning of 2012, Solteq Plc's reportable segments are the Enterprise Resource Planning and Financial Management Solutions (until 2011 ERP) and Value Added Solutions (until 2011 EAM, DATA and STORE).

Solteq's turnover was 27.144 thousand euros, which has increased 0,5 per cent to year 2010.

Solteq's operating profit increased to 1.453 985 thousand euros (-4.315 thousand euros in 2010). The company's operating margin was 5,4 % (-16,0 % in 2010).

## ERP

Solteq's ERP business area offers its clientele enterprise resource planning systems and supporting optimization and reporting solutions as well as a set of other different added value solutions. These solutions help customers lead their operations and enhance, for example, their purchases, sales and warehouse management, as well as reporting. A wide group of customers use these solutions every day in the trade, industry, auto trade and public sector operating areas, among others.

The revenue of the ERP business area totalled 16,6 million euros. The business area's operating profit was 1,5 million euros.

## EAM

Solteq's EAM solutions include systems for maintenance management, asset management optimization, fieldwork management and maintenance. Through these solutions, Solteq's customers can anticipate the need for service of production lines and machines, monitor the malfunction history and control the machinery maintenance related material flows from purchasing to warehousing. The clientele consists of, among others, energy and production plants, companies in the processing and engineering industries, as well as the maintenance related service sector.

During the review period, the revenue of the EAM business area totalled 3,8 million euros and the operating profit was 0,1 million euros.

## Data

Solteq's Data business area is responsible for services and products relating to the data (namely, masterdata) that are crucial to the customers' businesses as well as e-commerce and integration technologies. Solteq offers to its customers masterdata-related quality improvement projects, data maintenance services in which the services are outsourced to masterdata service centers, software technologies and consultancy services that can be utilized in masterdata management. The aim of these services is to ensure that the data that is stored in the programs that support customers' enterprise resource planning and decision-making is high-quality, compatible and up to date.

During the review period the revenue of the Data business area totalled 2,5 million euros and the operating result was -0.3 million euros.

## Store

The solutions of Solteq's Store business sector enhance the management of the purchases, sales and customer relationships of specialty stores and chained commerce. Every day hundreds of retailers, entrepreneurs and salespersons lead their businesses and serve their customers in thousands of store locations by means of these solutions.

The revenue of Store business area totalled 4,2 million euros and the operating profit was 0.2 million euros during the review period.

## TURNOVER AND RESULT

Turnover increased by 0.5 % compared to the previous year and totalled 27.144 thousand euros (previous review period 26.998 thousand euros).

Turnover consists of several individual clienteles. At the most, one client corresponds to less than ten per cent of the turnover.

The profit for the review period was 1.453 thousand euros (-4.315 thousand euros), the operating profit before taxes was 1.280 thousand euros (-4.487 thousand euros) and the operating profit for the review period was 897 thousand euros (-3.707 thousand euros).

## BALANCE SHEET AND FINANCING

The total assets amounted to 17.374 thousand euros (17.211 thousand euros). Liquid assets totalled 277 thousand euros (131 thousand euros). In addition to liquid assets the company had unused account limits totalling 2.374 thousand euros at the end of the review period.

Solteq Group's interest-bearing liabilities were 4.166 thousand euros (7.117 thousand euros).

Solteq Group's equity ratio was 34,2 per cent (30,6 per cent).

#### INVESTMENTS, RESEARCH AND DEVELOPMENT

Gross investment during the review period was 473 thousand euros (153 thousand euros).

##### Research and development

Solteq's research and development costs consist mainly of personnel costs. When developing basic products, it is Solteq's strategy to cooperate with global actors such as SAP, Microsoft and IBM and utilize their resources and distribution channels. Own development efforts are focused on added value products and developing tailored service concepts.

During the review period product development costs were not amortized in accordance with IFRS standards (comparison year also not amortized for the review period).

#### PERSONNEL

The number of permanent employees at the end of the review period was 212 (220). The average number of personnel during the review period was 211 (233). In the end of the review period the number of personnel could be divided as business units has divided starting in 1.1.2010 ERP: 105 people; EAM: 32 people; DATA: 21 people; STORE: 24 people and 30 people in shared functions.

#### RELATED PARTY TRANSACTIONS

Solteq's related parties include the board of directors, managing director and the management team.

The company has on 1/3 and 23/3/2011 provided notification about an arrangement in which interest bearing loans and a directed issuance have been given to Solteq Management Oy, which is owned by management.

Solteq Management Oy is combined into consolidated financial statements on the basis of the shareholders' agreement.

#### SHARES, SHAREHOLDERS AND TREASURY SHARES

Solteq Plc's equity on 30.9.2011 was 1.009.154,17 euros which was represented by 12.148.429 shares. The shares have no nominal value.

At the end of the review period, the amount of treasury shares in Solteq Plc and the group company Solteq Management Oy's possession were 700.062 shares. The amount of treasury shares represented 5,76 % of the total amount of shares and votes at the end of the review period. The equivalent value of acquired shares was 58.153 euros.

##### Exchange and share price

During the review period, the exchange of Solteq's shares on the Helsinki Stock Exchange was 1.6 million shares (1.3 million shares) and 1.7 million euros (1.5 million euros). The highest price during the review period was 1.20 euros and the lowest price was 0.95 euros. The weighted average price of the share was 1.07 euros and the price ending was 0,98 euros. The market value of the company's shares in the end of the review period totalled 11,9 million euros (16,2 million euros).

##### Corporate Governance Statement

Solteq has issued its Corporate Governance Statement as a separate report. The auditor of Solteq Plc has audited that the Corporate Governance Statement has been issued and that the systems of internal control and risk management relating to the reporting of financial results that are described in the report are consistent with Solteq Plc's financial statements. Solteq Plc's Corporate Governance Statement is available on company's website at [www.solteq.com/governance](http://www.solteq.com/governance)

#### Ownership

At the end of the review period, Solteq had a total of 1,829 shareholders (1,945 shareholders). Solteq's 10 largest shareholders owned 8,524 thousand shares, amounting to 70.2 per cent of the company's shares and votes. Solteq Plc board members owned a total of 5,149 thousand shares which equals 42.4 per cent of the company's shares and votes.

#### ANNUAL GENERAL MEETING

At Solteq Plc's annual general meeting on 16 March 2011 the 2010 financial statements were adopted and the members of the board and the managing director were discharged from liability for the 2010 review period.

The annual general meeting decided in accordance with the board's proposal that no dividend will be paid for the review period ending on 31 December 2010.

The annual general meeting decided to authorize the board of directors to decide on acquiring and distress the company's own shares so that the amount in the possession of the company may reach up to 10 per cent of the company's total shares at that moment. The shares can be acquired in order to develop the company's capital structure, finance and execute acquisitions or similar arrangements or be used as part of the incentive scheme of the personnel or be otherwise conveyed or cancelled. The shares can be acquired in proportions other than the shareholders' holdings. The shares are to be acquired through public trading. The authorization is valid until the next annual general meeting.

The General Meeting approved proposal by the Board to cover the loss of 3.412.908, 22 euros in balance sheet by the fund for invested unrestricted equity.

#### BOARD OF DIRECTORS AND AUDITORS

Five members were elected to the board of directors. Ali Saadetdin, Seppo Aalto, Markku Pietilä, Sirpa Sara-aho and Jukka Sonninen continued as members of the board. The board elected Ali Saadetdin to act as the Chairman of the Board.

KPMG Oy Ab, Authorized Public Accountants, was re-elected as Solteq's auditors. Frans Kärki, APA, acts as the chief auditor.

#### EVENTS AFTER THE REVIEW PERIOD

No events have occurred that require reporting after the review period.

#### RISKS AND UNCERTAINTIES

The key uncertainties and risks in short term are related to the timing and pricing of business deals that are the basis for revenue, changes in the level of costs and the company's ability to manage extensive contract agreements and deliveries.

The key business risks and uncertainties of the company are monitored constantly as a part of the board of directors' and management team's duties. The company has not organized a separate internal audit organization or committee.

#### PROSPECTS

For 2012, we estimate that we grow with the market and at the same time we improve our profitability.

## PROPOSAL OF THE BOARD FOR DISTRIBUTION OF DIVIDEND

At the end of the financial period 2011, the distributable equity of the Group's parent company is 3.791.858,52 euros.

The Solteq Plc Board proposes to the Ordinary General Meeting that the Board be authorised, on the basis of Chapter 13, Section 6, Sub-section 2 of the Finnish Companies Act, to decide on the distribution of a dividend amounting to a maximum of EUR 0.05 per share or of other assets from the distributable equity reserve, as well as decide on the timing and other details concerning the possible distribution (The board proposed that no dividend will be paid from the financial period 2010.).

## Financial Reporting

This financial statements bulletin has been prepared in accordance with IAS 34 and the same accounting policies as in the annual financial statements 2010 have been applied.

The financial result is reported through four business areas. The ERP business area includes systems for finance and enterprise resource planning. The EAM business area consists of asset management optimization, material management and maintenance management systems. The Data business area includes tools for data collection, assurance of data's quality and accuracy, as well as tools for data integration between different systems. The Store business area includes point-of-sale and store management systems. The most essential product and service types of the Solteq group of companies are software services, licenses and hardware sales.

All forecasts and estimates presented in the interim report are based on the current views of management on the economic environment and outlook. Because of this, the results can differ as a result of, among other factors, changes in economy, markets and competitive conditions, changes in the regulatory environment and other government actions.

The financial statements bulletin is audited. Balance sheet figures presented in the bulleting are based on the company's audited financial statements. The Auditor's Report was provided on 15/2/2012.

## FINANCIAL INFORMATION

## GROUP PROFIT AND LOSS ACCOUNT

(TEUR)

	1.10.- 31.12.2011	1.10.- 31.12.2010	1.1.- 31.12.2011	1.1.- 31.12.2010
NET TURNOVER	7 652	7 491	27 144	26 998
Other operating income	6	38	15	52

Raw materials and services	-2 102	-2 034	-6 383	-7 394
Staff expenses	-3 720	-3 999	-14 165	-15 688
Depreciation	-136	-2 298	-750	-3 223
Other operating expenses	-1 232	-1 300	-4 408	-5 060
OPERATING RESULT	468	-2 102	1 453	-4 315
Financial income and expenses	-35	-43	-174	-172
RESULT BEFORE TAXES	433	-2 145	1 280	-4 487
Income taxes	-151	202	-383	780
RESULT FOR THE PERIOD	282	-1 943	897	-3 707
OTHER ITEMS OF TOTAL COMPREHENSIVE INCOME				
Cash flow hedging	0	13	8	-18
Other items of total comprehensive income after taxes	0	10	6	-13
TOTAL COMPREHENSIVE INCOME	0	-1 933	903	-3 720
Total profit for the period attributable to Owners of the parent	282	-1 943	897	-3 707
Total comprehensive income attributable to Owners of the parent	282	-1 933	903	-3 720
Earnings / share, e(undiluted)	0,03	-0,17	0,08	-0,32
Earnings / share, e(diluted)	0,03	-0,17	0,08	-0,32

Taxes corresponding to the result have been presented as taxes for the period.

GROUP BALANCE SHEET (TEUR)	31.12.2011	31.12.2010
<b>ASSETS</b>		
<b>NON-CURRENT ASSETS</b>		
Intangible assets		
Intangible rights	1 780	2 093
Goodwill	6 199	6 199
Tangible assets	2 264	2 229
Investments		
Other shares and similar rights of ownership	524	524
Deferred tax assets	280	654
Other receivables	67	87
Total non-current assets	11 114	11 786
<b>CURRENT ASSETS</b>		
Short-term debtors	5 983	5 294
Cash in hand and at banks	277	131
Total current assets	6 260	5 425
<b>TOTAL ASSETS</b>	<b>17 374</b>	<b>17 211</b>

**EQUITY AND LIABILITIES**

CAPITAL AND RESERVES ATTRIBUTABLE TO THE  
SHAREHOLDERS OF THE PARENT COMPANY



Share capital	1 009	1 009
Company's own shares	-835	-618
Share premium account	75	75
Account for cash flow hedging	-14	-20
Unrestricted equity fund	3 801	7 214
Retained earnings	1 012	1 306
Result for the financial period	897	-3 707
<b>Total equity</b>	<b>5 945</b>	<b>5 259</b>
<b>Non-current liabilities</b>		
Other non-current liabilities	1 951	3 016
<b>Current liabilities</b>	<b>9 478</b>	<b>8 936</b>
<b>Total liabilities</b>	<b>11 429</b>	<b>11 952</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>17 374</b>	<b>17 211</b>

Due to reclassification in property, plant and equipment and other shares in investment groups in the balance sheet, there is a difference of 431 thousand euros between the items in the reference figures.

FINANCIAL PERFORMANCE INDICATORS (IFRS)	2011	2010	2009	2008	2007
Net turnover MEUR	27,1	27,0	28,6	30,4	27,9
Change in net turnover	0,5 %	-5,4 %	-6,0 %	8,8 %	20,6 %
Operating result MEUR	1,5	-4,3	1,5	1,5	1,3
% of turnover	5,4 %	-16,0 %	5,1 %	4,8 %	4,7 %
Result before taxes MEUR	1,3	-4,5	1,3	1,1	1,1
% of turnover	4,7 %	-16,6 %	4,7 %	3,7 %	3,9 %
Equity ratio, %	34,2	30,6	47,2	43,6	44,1
Gearing, %	65,4 %	132,8 %	66,7 %	58,5 %	69,0 %
Gross investments in non-current assets MEUR	0,5	0,2	0,7	0,9	1,8
Return on equity, %	16,0 %	-48,7 %	9,6 %	9,0 %	11,5 %
Return on investment, %	13,1 %	-29,3 %	9,1 %	9,0 %	8,7 %
Personnel at end of period	212	220	235	268	259
Personnel average					

for period	211	233	240	266	252
KEY INDICATORS PER SHARE					
Earnings / share, e	0,08	-0,32	0,08	0,07	0,09
Earnings / share, e(diluted)	0,08	-0,32	0,08	0,07	0,09
Equity / share, e	0,52	0,45	0,84	0,80	0,81

## SEGMENT INFORMATION

## Turnover by segment:

Me	1-12/11	1-12/10	Change
ERP	16,6	16,6	
EAM	3,8	3,5	+0,3
DATA	2,5	2,8	-0,3
STORE	4,2	4,1	+0,1
Total	27,1	27,0	+0,1

## Operating result by segment:

Me	1-12/11	1-12/10	Change
ERP	1,5	-1,5	+3,0
EAM	0,1	-1,0	+1,1
DATA	-0,3	-1,4	+1,1
STORE	0,2	-0,4	+0,6
Total	1,5	-4,3	+5,8

## QUARTERLY KEY INDICATORS (MEUR)

	1Q/10	2Q/10	3Q/10	4Q/10
Net turnover	6,17	6,59	6,75	7,49
Operating result	-1,02	-1,16	-0,04	-2,10
Result before taxes	-1,07	-1,20	-0,08	-2,15
	1Q/11	2Q/11	3Q/11	4Q/11
Net turnover	6,85	7,32	5,32	7,65
Operating result	0,37	0,32	0,29	0,47
Result before taxes	0,32	0,27	0,26	0,43

## CASH FLOW STATEMENT (MEUR)

	1-12/2011	1-12/2010
Cash flow from business operations	3,78	0,82
Cash flow from capital expenditure	-0,47	-0,15
Cash flow from financing activities		
Dividend distribution	0,00	-0,71
Own shares	-0,22	-0,28
Loan agreement	-2,94	0,19
Cash flow from financing activities	-3,16	-0,80
Change in cash and cash equivalents	0,15	-0,13

## TOTAL INVESTMENTS (TEUR)

	1-12/2011	1-12/2010
Continuing operations, group total	473	154

Company cars procurement policy has been changed in 2011.  
New purchases have been recorded in the balance sheet.

LIABILITIES (MEUR)	31.12.2011	31.12.2010
Company quorantee for credit limits	2,61	2,61
Lease contracts, machinery & equipment	0,23	0,41
Lease liability, premises	1,42	1,80
Pledged shares	1,59	1,59

DISTRIBUTION OF HOLDINGS BY SECTOR DECEMBER 31, 2011

	Number of Shares and votes		
	holdings	%	Number
Private companies	80	18,9 %	2 295 263
Financial an insurance institutions	5	0,2 %	20 457
Public-sector organizations	1	0,1 %	11 747
Households	1 732	80,8 %	9 811 991
Non-profit organizations	5	0,0 %	4 381
Foreigners	6	0,0 %	4 590
Total	1 829	100,0 %	12 148 429
Total of Nominee-registered	5	0,2 %	20 016

## DISTRIBUTION BY NUMBER OS SHARES DECEMBER 31,2011

Number of shares	Number of Shares and votes		
	holdings	%	Number
1 - 100	334	0,2 %	26 410
101 - 1 000	1 008	4,0 %	487 042
1 001 - 10 000	410	11,0 %	1 339 600
10 001 - 100 000	67	14,6 %	1 771 263
100 001 - 1 000 000	7	16,4 %	1 995 702
1 000 000 -	3	53,7 %	6 528 412
Total	1 829	100,0 %	12 148 429
Total of nominee-registered	5	0,2 %	20 016

## MAJOR SHAREHOLDERS DECEMBER 31, 2011

	Shares and votes	
	Number	%
1. Saadetdin Ali	3 481 383	28,7
2. Aalto Seppo	1 662 206	13,7
3. Profiz Business Solution Oyj	1 384 823	11,4
4. Pirhonen Jalo	513 380	4,2
5. Solteq Management Oy	400 000	3,3
6. Roininen Matti	350 000	2,9
7. Solteq Oyj	300 062	2,5
8. Hakamäki Jorma	172 430	1,4
9. Saadetdin Katiye	156 600	1,3

10. Aukia Timo	103 230	0,8
10 largest shareholders total	8 524 114	70,2 %
Total of nominee-registered	20 016	0,2 %
Others	3 604 299	29,7 %
Total	12 148 429	100,0 %

## STATEMENT OF CHANGES IN GROUP EQUITY (TEUR)

A=Share capital

B=Company's own shares

C=Share premium account

D=Account for cash flow hedging

E=Unrestricted equity fund

F=Retained earnings

G=Total

	A	B	C	D	E	F	G
EQUITY 1.1.2010	1 009	-337	75	-7	7 213	2 020	9 973
Total comprehensive income				-13		-3 707	-3 720
Acquiring of own shares		-281					-281
dividend distribution						-712	-712
EQUITY 31.12.2010	1 009	-618	75	-20	7 213	-2 400	5 259
EQUITY 1.1.2011	1 009	-618	75	-20	7 213	-2 400	5 259
Total comprehensive income				6		897	903
Acquiring of own shares		-217					-217
Cover for losses					-3 413	3 413	0
EQUITY 31.12.2011	1 009	-835	75	-14	3 800	1 910	5 945

## CALCULATION OF FINANCIAL RATIOS

## Solvency ratio, in percentage

$$\frac{\text{equity}}{\text{balance sheet total - advances received}} \times 100$$

## Gearing

$$\frac{\text{interest bearing liabilities - cash, bank balances and securities}}{\text{equity}} \times 100$$

## Return on Equity (ROE) in percentage

$$\frac{\text{profit or loss before taxation - taxes}}{\text{equity}} \times 100$$

## Profit from invested equity in percentage

$$\frac{\text{profit or loss before taxation + interest expenses and other financing expenses}}{\text{balance sheet total - non-interest bearing liabilities}} \times 100$$

## Earnings per share

$$\frac{\text{pre-tax result - taxes +/- minority interest}}{\text{diluted average share issue corrected number of shares}}$$

## Diluted earnings per share

$$\frac{\text{diluted profit before taxation - taxes +/- minority interest}}{\text{diluted average share issue}}$$

corrected number of shares

Equity per share

equity

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number of shares

#### Financial Reporting

Solteq's Annual Report including audited financial statements for the year 2011 were published in the company's web site on 16/2/2012. The company does not publish a printed Annual Report.


Solteq Plc's financial information bulletins in 2012 have been scheduled as follows:

- Interim Report 1-3/2012 Thursday 19.04.2012 at 9.00 am
- Interim Report 1-6/2012 Tuesday 17.07.2012 at 9.00 am
- Interim Report 1-9/2012 Thursday 18.10.2012 at 9.00 am

More investor information is available from Solteq's website at [www.solteq.com](http://www.solteq.com)



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Key Media

**Attachments:**

[Solteq Financial Statement 2011.pdf](#)

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