



Haulotte 
GROUP
More than lifting

STATUTORY
ACCOUNTS 2012



STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

> BALANCE SHEET - ASSETS

In thousands of euros	Note	Gross	Amort. Deprec.	Net 31/12/2012	31/12/2011
INTANGIBLE ASSETS	4.1				
Software, patents		7 883	5 325	2 558	2 795
Goodwill		168		168	168
Other intangible assets		639		639	321
PROPERTY, PLANT AND EQUIPMENT	4.1				
Land		1 466		1 466	1 466
Buildings		16 327	8 468	7 860	7 069
Machinery and equipment		22 890	18 589	4 300	3 407
Other PPE		2 262	1 807	455	488
Fixed assets in progress		333		333	138
FINANCIAL ASSETS	4.2 et 4.3				
Long-term investments		21 730	8 802	12 928	11 547
Receivables from investments		221 665	84 609	137 056	170 644
Other investments		14 690	5 218	9 472	9 607
Other financial assets		1 513		1 513	205
NON-CURRENT ASSETS		311 566	132 818	178 748	207 854
INVENTORIES AND WORK IN PROGRESS	5				
Raw materials		14 569	418	14 150	13 261
Work in progress		2 921		2 921	6 956
Finished goods		27 284	1 240	26 044	24 008
Trade goods		5 634	1 586	4 048	4 236
Advances paid to suppliers		282		282	245
ACCOUNTS RECEIVABLE					
Accounts receivable	6	81 729	11 930	69 799	63 235
Other receivables	7	4 558	220	4 338	37 718
CASH AND CASH EQUIVALENT					
Marketable securities		10		10	10
Cash at hand		3 594		3 594	4 870
ACCRUALS					
Prepaid expenses	8	563		563	567
CURRENT ASSETS		141 144	15 395	125 749	155 106
Unrealised foreign exchange losses	8	1 124		1 124	7 052
TOTAL		453 834	148 213	305 621	370 011

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> BALANCE SHEET - LIABILITIES AND EQUITY

In thousands of euros	Note	31/12/2012	31/12/2011
Share capital	10	4 058	4 058
Additional paid-in-capital		92 044	92 044
Legal reserves		448	448
Other reserves		1 274	1 274
Retained earnings		40 095	72 126
PROFIT (LOSS) FOR THE YEAR		(22 558)	(32 032)
Regulated reserves		3 395	3 539
SHAREHOLDERS' EQUITY	10	118 756	141 458
Provisions for contingencies		6 789	12 959
Provisions for charges		2 034	1 273
COMMITMENTS AND CONTENGENCIES	12	8 823	14 232
LONG-TERM DEBT			
Bank borrowings	13	89 409	136 156
Miscellaneous loans and borrowings	13	1 054	274
Down payments received		1 333	218
TRADE PAYABLES AND OTHER CURRENT LIABILITIES	14		
Trade payables		34 589	37 287
Tax and employee-related liabilities		5 029	5 236
Fixed asset creditors			
Other payables		41 376	25 594
ACCRUALS			
Deferred revenue		175	1
TOTAL LIABILITIES		172 965	204 764
Unrealised foreign exchange gains	8	5 078	9 557
TOTAL		305 621	370 011



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> INCOME STATEMENT

In thousands of euros	Note	31/12/2012	31/12/2011
NET SALES	16	164 262	151 315
Change in inventories of finished goods and work in progress		(2 123)	(7 445)
Capitalised production		161	108
Operating grants		44	38
Reversal of depreciation and provisions, expenses reclassifications		5 916	5 215
Other income		27	17
OPERATING INCOME		168 287	149 246
Purchase of trade goods		18 490	15 409
Change in inventories (trade goods)		(88)	(439)
Purchase of raw materials and other supplies		86 296	84 935
Change in inventories (raw materials and other supplies)		(626)	(4 919)
Other purchases and external charges		32 732	28 981
Taxes other than on corporate income		2 437	2 444
Wages and salaries		22 341	19 959
Social charges		9 564	9 022
Depreciation and amortisation of fixed assets		2 688	2 756
Increase in provisions for current assets		3 804	1 214
Provisions for contingencies and commitments		6 070	4 245
Other expenses		15	0
OPERATING EXPENSES		183 724	163 609
OPERATING PROFIT (LOSS)		(15 435)	(14 362)
Dividends received from subsidiaries		0	331
Interest income		6 206	7 443
Reversals of provisions		15 656	9 271
Currency gains		6 481	4 028
Net proceeds from the disposal of marketable securities		2	12
FINANCIAL INCOME		28 345	21 085
Allowances for depreciation and reserves		20 000	30 318
Interest expenses		10 146	9 702
Currency losses		6 465	2 958
FINANCIAL EXPENSE		36 611	42 977
NET FINANCIAL PROFIT (LOSS)	18.1	(8 266)	(21 891)
PRE-TAX PROFIT BEFORE EXTRAORDINARY ITEMS		(23 702)	(36 254)
Extraordinary income sundry business operations		13	10
Extraordinary income on transactions		8	1 645
Reversal of provisions, expenses reclassifications		2 387	6 620
EXTRAORDINARY INCOME		2 408	8 275
Extraordinary expenses sundry business operations		1 639	458
Extraordinary expenses on transactions		95	2 096
Depreciation and provisions		392	2 129
EXTRAORDINARY EXPENSES		2 126	4 682
EXTRAORDINARY PROFIT (LOSS)	18.2	282	3 593
Corporate income tax	19	(862)	630
NET PROFIT (LOSS)		(22 558)	(32 032)

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Figures are expressed as thousands of euros.

NOTE 1 - SIGNIFICANT EVENTS

Renegotiation of the syndicated credit facility

In the first half, the Group entered into discussions with its banking syndicate to renegotiate the repayment schedule and terms of the syndicated credit facility for which the final payment was initially set for July 2013.

These discussions resulted in the signature on 30 July 2012 of a new amendment to the initial loan agreement extending the date of the final instalment to July 2015 and redefining the repayment schedule (detailed disclosures on these items are presented in note 13).

The instalment of July 2012 for €22.5 million was repaid in accordance with the contractual terms.

In light of the acceleration clause in the event a breach of certain financial ratios provided for in the syndicated loan agreement and the fact that certain of these ratios were breached at 31 December 2012, the full outstanding amount owed under this syndicated loan agreement was presented under short-term debt.

Discussions were initiated with the Group's financial partners in the first quarter of 2013 that are expected to result in an agreement making it possible to maintain the terms of the credit facility granted to the Group.

Assignment of carry-back receivables

On 17 December 2012, Haulotte Group SA assigned to a financial institution the receivables for a carry-back of a corporate income tax of €26.1 million. In exchange for this assignment, the company received €23.3 million in cash.

Reorganisation of manufacturing operations

In the period, Haulotte Group has reorganised its manufacturing operations. This reorganisation had an impact on French sites with the adoption of a voluntary redundancy plan and the relocation of the manufacturing operations for telehandlers equipment. The total cost of this reorganisation amounted to €1.7 million and was recognised under type of expenses.

NOTE 2 - ACCOUNTING POLICIES

The company's annual financial statements have been prepared in accordance with the laws and regulations applicable in France.

The accounting principles applied include:

- the conservatism principle;
- the going concern concept;
- the time period concept;
- the consistency principle.

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2.1 Intangible fixed assets

Intangible assets are recognised at their purchase price, excluding financial charges.

Software is depreciated on a straight-line basis over 3 to 7 years according to its useful life.

Models and designs are depreciated over 5 years.

Goodwill is not subject to depreciation. An impairment is recorded when its value in use is less than the amount initially recognised.

Research and development expenditure is expensed in the period incurred.

2.2 Property, plant and equipment

Property, plant and equipment are recognised in the balance sheet at purchase cost (less discounts and all costs necessary to bring the asset to working condition for its intended use) or production cost. Finance costs are not included in the cost of fixed assets.

Basis for depreciation of fixed assets is their gross value (cost less residual value). Depreciation starts from the date the asset is ready to be commissioned. Depreciation is recorded over the useful life that reflects the consumption of future economic benefits associated with the asset that will flow to Haulotte Group SA.

When the asset's carrying value is greater than its estimated recoverable amount, an impairment is recorded for the difference.

Subsequent costs are recognised as separate assets and subject to different depreciation rates if the related assets have different useful lives. The carrying amount of the renewed or replaced part is derecognised, the new costs incurred being separately capitalised.

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method over their estimated useful lives as follows:

	Depreciation period
Plant buildings :	
- main component	40 years
- other components	10 to 30 years
Building fixtures and improvements	
- main component	10 to 40 years
- other components	5 to 20 years
Plant equipment	5 to 20 years
Other installations and equipment	3 to 20 years
Transportation equipment	5 years
Computer and office equipment	3 to 10 years
Office furniture	3 to 10 years



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The assets' residual value and useful lives are reviewed and adjusted, if appropriate, at each balance-sheet date.

The gains or losses on disposals of fixed assets are recognised within 'Extraordinary income/expenses on transactions'.

• **Regulated tax reserves**

Regulated reserves include in particular additional tax depreciation allowances calculated by utilising the most favourable tax option. This mainly concerns depreciation on residual values of equipment recorded as fixed assets.

2.3 Financial assets

• **Equity Investments**

Investments are recognised in the balance sheet at historical cost, including transaction costs such as transfer rights, commissions and fees directly attributable to the acquisition of the securities. These expenses are included in the cost of securities and are subject to special accelerated depreciation over five years.

At year-end their balance sheet value is compared with their going concern value, determined with reference to the share in net equity owned and the earnings prospects. When applicable, a provision for impairment is recorded. When necessary (notably for subsidiaries with negative net equity), additional provisions are recognised first against intra-group assets (receivables, current accounts) and further as a provision for charges if necessary.

• **Receivables from investments**

Receivables from investments relate to current account advances and loans granted to subsidiaries.

These items are recognised at face value. Current account balances in foreign currencies are translated into Euros at the year-end exchange rate. Gains arising on translation are recognised as 'unrealised foreign exchange gains' and recorded in the balance sheet. Losses arising on translation result in the recognition of a provision for foreign exchange losses and go therefore through the income statement.

Current accounts are subject to impairment in the cases described in the preceding paragraph. There is no translation adjustment recorded for the impaired portion of foreign currency current accounts.

• **Treasury shares**

Treasury shares acquired in connection with the Group's share buy-back program are recorded as financial assets. They are recognised at purchase price. At the end of the year, their carrying value is determined on the basis of the average quoted price of the shares for the last month of the year. If the carrying value is lower than the purchase price, an impairment loss is recorded for the difference.

2.4 Inventories and work in progress

Inventories are stated at the lower of cost or net realisable value:

- Materials and supplies cost is determined using the average cost method based on the weighted average cost per unit;
- The cost of finished products and work in progress includes direct production costs and factory overhead (based on normal operating capacity);

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- Traded goods inventories are recorded at purchase price (spare parts) or at their trade-in value (second-hand machines)
- The net realisable value is the estimated selling price in the ordinary course of business less applicable expenses to recondition or sell the goods.

Impairment is recognised when the net realisable value corresponding to the estimated selling price in the ordinary course of business less applicable expenses to recondition or sell the goods, is less than the carrying value of inventories defined above.

2.5 Receivables and payables

Receivables and payables are recognised at their face value.

A provision for impairment is recorded when their collection value, determined on a case-by-case basis, is estimated to be lower than the carrying value.

As soon as there are indications of a real and serious collection risk, a provision for impairment is recorded.

2.6 Translation of transactions in foreign currency

Transactions in foreign currencies are translated at the exchange rate on the transaction date. At the end of the period, receivables and payables balances that have not been hedged are translated at the closing rate. The resulting translation differences for payables and receivables in foreign currency at the end of the period are recognised in the balance sheet under the cumulative translation adjustment. For unrealised foreign exchange losses a provision for contingencies is recorded.

Hedged receivables are translated at the hedge rate.

For receivables for which impairment has been recorded, only the remaining balance is translated at the year-end exchange rate.

2.7 Marketable securities

Marketable securities are initially recognised at their purchase price excluding incidentals. Carrying value of the securities is measured based on quoted values at the closing date. An impairment is recorded when this quoted value is lower than purchase price.

2.8 Provisions

When a contingent liability is identified, for which no reliable estimation can be determined, there is no provision recognized. If applicable, a description of the identified risk is included in a dedicated paragraph within the notes relating to provisions for contingencies and charges.

In general a provision is recorded when:

- the Group has a present legal or constructive obligation as a result of a past event
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and;
- the obligation has been reliably estimated.



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• *Warranty provision*

Accordingly, Haulotte Group grants clients a manufacturer's warranty. The estimated cost of warranties on products already sold is covered by a provision statistically calculated on the basis of historical data. The warranty period is generally one to two years. When necessary, a provision is recognised on a case-by-case basis to cover specific warranty risks identified.

• *Litigations*

Other provisions are also recorded in accordance with the above principles to cover risks related to litigations, site closures (when applicable) or any other event meeting the definition of a liability. The amount recognised as a provision represents the best estimate of the expenditure required to settle the obligation.

All material lawsuits involving the company were reviewed at year-end, and based on the advice of legal counsel, the appropriate provisions were recorded, when necessary, to cover the estimated risks.

• *Pension*

Haulotte Group SA records provisions for pensions indemnities and other post-employment obligations as well as long-service awards. Haulotte Group SA only had defined benefit plans. The corresponding obligation is measured using the projected unit credit method with end-of-career wages. The calculation of this obligation takes into account the provisions of the laws and collective bargaining agreements and actuarial assumptions concerning notably staff turnover, mortality tables, salary increases and inflation. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recorded in the income statement in the period incurred.

2.9 Operating profit

• *Revenue recognition*

"Net sales" includes the goods and services sales comprising notably :

- Equipment sales to the distribution and renting subsidiaries of the group
- Direct sales to certain customers
- spare parts sales
- provision of services.

Sales of goods are recorded net of value added tax at the date of transfer of risks and benefits of ownership.

Revenues related to services are recognised over the period during which the services are rendered.

• *Operating expenses*

Operating expenses include notably material costs, production costs and overheads.

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2.10 Financial income

Financial income consists primarily of changes in provisions on investments and on intercompany current accounts, exchange gains and losses, interest income and expenses on current accounts and financial costs associated with borrowing.

2.11 Extraordinary income

Items that are exceptional in nature or that do not occur in the normal course of business are recognised under extraordinary profit or loss. In accordance with the French National Accounting Code (Plan Comptable Général), extraordinary profit or loss also includes allowances and reversals of special tax depreciation provisions.

NOTE 3 - POST-CLOSING EVENTS

No post-closing event occurred which may have a significant impact on the financial statements.

NOTE 4 - FIXED ASSETS

4.1 Property, plant and equipment & intangible assets

Gross amounts

	31/12/2011	Increase	Decrease	31/12/2012
Intangible assets ⁽¹⁾	7 562	680	192	8 050
Intangible assets in progress	321	639	321	639
Land	1 466			1 466
Building	4 566			4 566
General installations	10 282	1 485	5	11 761
Machinery and equipment	21 758	1 697	565	22 890
Other PPE	2 039	252	29	2 262
Fixed assets in progress	138	299	104	333
TOTAL	48 133	5 052	1 216	51 968

Accumulated depreciation and impairment

	31/12/2011	Increase	Decrease	31/12/2012
Intangible assets	4 600	931	206	5 325
Land				
Building	1 559	111		1 671
General installations	6 220	582	5	6 796
Machinery and equipment	18 351	780	542	18 589
Other PPE	1 551	285	28	1 808
TOTAL	32 281	2 688	781	34 189

⁽¹⁾ The intangible assets concerns primarily software. It also includes goodwill of €168 thousand. The goodwill originated from the creation of Haulotte S.A. in 1995. No depreciation or impairment has been recorded.



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Research and development expenditure, recorded in operating expenses, totalled € 6 662 thousand for the fiscal year.

4.2 Financial assets

Financial assets break down as follows on a cost basis:

	31/12/2011	Increase	Decrease	31/12/2012
Equity investments ⁽¹⁾	20 441	1 289	0	21 730
Current accounts & loans to subsidiaries ⁽²⁾	245 024	14 324	37 683	221 665
Treasury shares ⁽³⁾	14 690			14 690
Other financial assets	205	1 308	0	1 513
TOTAL GROSS VALUE	280 360	16 921	37 683	259 598

	31/12/2011	Allowances	Reversals	31/12/2012
Provisions on Equity investments ⁽⁴⁾	8 894	1 410	1 501	8 802
Provisions on Current accounts & loans ⁽⁵⁾	74 380	12 249	2 020	84 609
Provisions on Treasury shares	5 084	5 218	5 084	5 218
Provisions on other financial assets				
TOTAL PROVISIONS	88 358	18 877	8 605	98 629

TOTAL NET VALUE	192 002	160 969
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⁽¹⁾ During the fiscal year, Haulotte Group subscribed to a capital increase of its subsidiaries Haulotte Argentina and Haulotte Mexico. Haulotte Group constituted two new subsidiaries : Haulotte Chile and Horizon Reach Chile.

⁽²⁾ Receivables from equity interests include €66 million with a maturity exceeding five years. The decrease of current accounts is due to cash transfer from the subsidiaries.

⁽³⁾ The number of treasury shares owned at the year end 2012 is 1 837 823.

⁽⁴⁾ Additional provisions have been recorded by Haulotte Group S.A. on the investments in the subsidiaries Levantor and Haulotte Mexico.

⁽⁵⁾ The additional provisions on current accounts concerns Levantor and Haulotte Cantabria and Haulotte UK.

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4.3 Changes in treasury shares

The company did not repurchase any of its own shares in 2012.

Type		2012	2011
Liquidity agreement	Number of shares purchased		
	Purchase price of shares (€)		
	Average price per share (€)		
	Number of shares sold		
	Original value of shares sold (€)		
	Sale price of shares sold (€)		
	Net gain / (loss) (€)		
	Number of shares cancelled		
	Number of shares at December 31	139 418	139 418
	Original value of shares at December 31 (€)	1 506 773	1 506 773
Buyback authorisation	Number of shares purchased		
	Purchase price of shares (€)		
	Average price per share (€)		
	Number of shares sold		
	Number of shares cancelled	0	0
	Number of shares at December 31	1 698 405	1 698 405
Global	Original value of shares at December 31(€)	13 183 551	13 183 551
	Number of shares at December 31	1 837 823	1 837 823
	Initial value of shares at December 31(€)	14 690 324	14 690 324
	Provision for treasury shares at December 31* (€)	5 217 798	5 083 761
	Closing price of shares at December 31 (€)	5,45	4,69

* On the basis of the average price of shares for the last month



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4.4 List of subsidiaries and affiliates

Company Registered office	Share capital Shareholders' equity ⁽¹⁾	Ownership interest (%)	Reserves and retained earnings	Gross value Net value of shares	Advances	Dividends received	Revenue ⁽²⁾ Net income
Haulotte France Sarl 69 St-Priest - France	1 046 3 256	99,99%	748	3 804 3 256	(6 570)		53 121 1 462
Telescopelle SAS L'Horme - France	37 548	100,00%	444	37 37	(643)		125 67
Haulotte Access Equipment Manufacturing (Changzhou) Co., Ltd. Chine	2 192 3 111	100,00%	(219)	2 000 2 000	758		10 750 1 155
Haulotte Argentina SA Argentine	15 960	95,00%	694	293 293	786		7 492 277
Haulotte Arges SRL Roumanie	878 8 331	100,00%	2 506	1 100 1 100	21 512		33 800 4 932
Haulotte Australia Pty Ltd Australie	0 (6 554)	100,00%	(6 173)	0 0	15 292		24 806 (391)
Haulotte Cantabria SL Espagne	6 240 (18 236)	99,99%	(16 788)	6 240 0	26 933		26 655 (7 687)
Haulotte Do Brazil Ltda Brésil	186 (11 005)	99,98%	(7 552)	201 0	7 942		26 333 (3 920)
Haulotte Hubarbeitsbunnen GmbH Allemagne	26 12 620	100,00%	11 976	26 26	(10 673)		29 132 618
Haulotte Iberica SL Espagne	310 1 240	98,71%	4 271	3 3	10 198		8 589 (3 341)
Haulotte Italia Srl Italie	100 9 598	99,00%	8 841	10 10	(1 567)		8 393 657
Haulotte Mexico SA de CV Mexique	1 090 (295)	99,99%	(1 454)	1 113 0	2 848		4 378 71
Haulotte Middle East FZE Emirats Arabes	206 3 436	100,00%	2 444	199 199	42		6 941 805
Haulotte Netherlands BV Pays-bas	20 (2 027)	100,00%	(2 006)	20 0	3 146		4 888 (41)
Haulotte Polska SP Z.O.O. Pologne	98 2 367	100,00%	2 032	105 105	(1 127)		4 069 231
Haulotte Scandinavia AB Suède	12 16 363	100,00%	15 990	11 11	(12 030)		14 726 357
Haulotte Singapore Ltd. Singapour	0 86	100,00%	(506)	0 0	4 322		14 554 608
Haulotte Trading (Shanghai) co. Ltd. Chine	691 254	100,00%	(478)	550 254			5 666 41

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Haulotte UK Ltd Angleterre	1 (4 669)	100,00%	(4 651)	2 0	10 180	12 091 (20)
Haulotte US Inc Etats Unis	2 (22 423)	100,00%	(22 110)	3 0	51 462	26 895 (324)
Haulotte Vostok Russie	71 (1 900)	100,00%	(1 580)	80 0		18 990 (395)
Horizon High Reach Limited Argentine	334 4 075	100,00%	2 893	5 065 5 065		7 193 935
Levanor Maquinaria de Elevacion S.A. Espagne	100 700	91,00%	789	300 0	2 489	1 253 (189)
NO.VE. S.R.L. Italie	103 1 191	100,00%	2 358	564 564	13 840	7 103 (1 270)
Haulotte Chile Chili	0 0	100,00%		0		
Horizon Chile Chili	0 (215)	100,00%		5 5	743	83 (216)

⁽¹⁾ Including Capital and Net income

⁽²⁾ The turnover shown for each subsidiary includes interest revenue on finance leases.

For foreign subsidiaries, figures presented are translated at the year-end closing exchange rate except for revenue and net income which are translated at the average exchange rate of the period.

NOTE 5 - INVENTORIES

	Inventories at 31/12/2012			Inventories at 31/12/2011		
	Gross	Provisions	Net	Gross	Provisions	Net
Raw materials	14 569	(418)	14 150	13 943	(682)	13 261
Work in progress	2 921		2 921	6 956		6 956
Finished goods	27 283	(1 240)	26 044	25 043	(1 035)	24 008
Trade goods	5 634	(1 586)	4 048	5 855	(1 618)	4 237
TOTAL	50 407	(3 244)	47 163	51 797	(3 335)	48 462

Inventory levels are globally flat over 2012.



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NOTE 6 - TRADE RECEIVABLES

	31/12/2012	31/12/2011
Trade receivables	81 729	72 799
Provisions	(11 930)	(9 564)
NET TRADE RECEIVABLES	69 799	63 235

NOTE 7 - MATURITY OF RECEIVABLES AND PAYABLES

The receivables are as follows:

	Total	<1 year	> 1 to < 5 years	> 5 years
Current accounts & loans to subsidiaries	221 665	155 648		66 017
Trade receivables	81 729	75 109		6 620
Other receivables	4 558	2 922	1 636	

Other receivables mainly include corporate income tax and VAT. In 2011, they also included carry back receivable (€26 million) sold during 2012 and some litigation claims (€8 million) finished on 2012.

NOTE 8 - ACCRUALS

	31/12/2012	31/12/2011
<u>Prepaid expenses</u>	563	567
Operating expenses :	563	567
Financial expenses :		
<u>Deferred revenue</u>	175	1
<u>Unrealised foreign exchange losses</u>	1 124	7 052
On receivables	1 102	6 872
On payables	22	180
<u>Unrealised foreign exchange gains</u>	5 078	9 557
On receivables	5 049	9 552
On payables	29	5

STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

NOTE 9 - OTHER ACCRUED ASSETS AND LIABILITIES

9.1 Accrued liabilities

	31/12/2012	31/12/2011
Bank borrowings	166	361
Trade payables	10 610	14 193
Tax and employee-related payables	2 434	2 161
Other payables	590	254
TOTAL	13 800	16 969

9.2 Accrued assets

	31/12/2012	31/12/2011
Accounts receivable	1 721	2 445
Other receivables	1 701	1 125
Accrued interest	4	13
TOTAL	3 426	3 482

NOTE 10 - SHAREHOLDERS' EQUITY

Detail of share capital (in €)

	31/12/2011	Increase	Decrease	31/12/2012
Number of shares	31 214 129			31 214 129
Nominal value in euros	0,13			0,13
Share capital in euros	4 057 837			4 057 837

Statement of changes in shareholders' equity (in thousands of euros)

Shareholders' equity at 31/12/2011	141 458
Capital increase	0
Cancellation of treasury shares	
Increase in additional paid-in capital	0
Decrease of reserves following the elimination of treasury shares	
Dividends distributed	
Change in regulated reserves	(144)
Profit/(loss) for the period	(22 558)
Shareholders' equity at 31/12/2012	118 756



STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

NOTE 11 - IDENTITY OF THE PARENT COMPANY CONSOLIDATING THE FINANCIAL STATEMENTS

Company name – registered office	Legal form	Capital	Capital of Haulotte Group SA owned
SOLEM 93 Epinay sur Seine - France	S.A.S	477	54,67

NOTE 12 - COMMITMENTS AND CONTINGENCIES

	31/12/2011	Allowances	Provisions used in the period	Reversal of unused provisions	31/12/2012
Warranty provisions	4 124	5 078	4 124		5 078
Provisions for foreign exchange losses	7 052	1 124	7 052		1 124
Provision for pensions	1 273	762			2 035
Other contingencies and commitments	1 783	522		1 718	587
TOTAL	14 232	7 486	11 176	1 718	8 824
Recognised under operating profit		6 070	4 124		
Recognised under financial profit		1 124	7 052		
Recognised under extraordinary profit		292	1 718		
TOTAL		7 486	12 894		

Provisions for post-employment benefits

Retirement commitments are estimated according to the projected unit credit method using end-of-career wages according to the procedures described in paragraph 2.8, on the basis of the following assumptions :

- a mortality table INSEE 07-09 (In 2011 : INSEE 03-05) ;
- a staff turnover rate based on available Group historical data ;
- a salary increase rate based on the expected length of service, career development, the terms of collective bargaining agreements and the rate of long-term inflation representing a total rate of 2% ;
- a 3% discount rate (5 % in 2011) ;
- a retirement age for employees born before 1 January 1950 of 62 for managers, 60 for clerical staff ;
- a retirement age for employees, born after 1 January 1950 of 65 for managers, 63 for clerical staff.

STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

Concerning end-of-career severance benefits, the assumption retained is that of voluntary retirement that takes into account social security contributions (45 %). This method of calculation complies with the French Pension Reform Act of 21 August 2003 (Loi Fillon), amended by the law n°2010-1330 dated 9 November 2010 as published in the "Journal Officiel" dated 10 November 2010.

At 31 December 2012, the provision was split between :

- €1,806 thousand for pensions provisions
- €229 thousand for long-service award provisions.

NOTE 13 - BORROWINGS

Bank borrowings

In 2005 Haulotte Group secured a 7-year syndicated loan of €330 million. The loan was contracted at a variable rate of interest indexed on the Euribor.

Successive amendments modified in 2006, 2009 and June 2010 (following the recognition in fiscal 2009 of the breach of certain ratios applicable to this debt) the aggregate amount and breakdown of the different tranches of this credit facility. On 30 July 2012 a new amendment was signed, extending the maturity of the credit facility until July 2015 (instead of July 2013) and redefining the repayment schedule (Tranche A, B and C):

- 31 July 2012: €22.5m
- 31 July 2013: €24.5m
- 31 July 2014: €28m

The working capital credit line for €69 million is non-redeemable until July 2015.

A swap agreement has been implemented to cover the risks of interest rate fluctuations (note 29).

The following information relating to the syndicated loan detail :

- the amount of each tranche by nature (a)
- the balance due by the Company at 31 December 2012 after drawings on the different credit lines (b)
- the balance available on each tranche for further drawing (c)

		Total loan (a)	(b)	(c)
Tranche A	Refinancing of existing debt	70 000		
Tranche B	Financing of capital expenditures	70 000	42 000	
Tranche C	Financing of acquisitions	31 000	10 497	
Tranche D	Financing of working capital requirements - Revolving ⁽¹⁾	67 500	34 500	22 000
	SOUS TOTAL		86 997	
Tranche D	Financing of working capital requirements - Bank Overdraft ⁽¹⁾	12 500	1 342	11 158
	TOTAL	251 000	88 339	33 158

⁽¹⁾ Maximum credit line about financing of working capital amounts to €69,000 thousand until July 2015.



STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

The change in the different bank borrowings over the year 2012 can be summarized as follows :

	Loan balance at 31 Dec. 2011	Net change of the revolving porting	Change	Contractual repayment in July 2012	Loan balance at 31 Dec. 2012
Tranche A	17 497			(17 497)	
Tranche B	42 000				42 000
Tranche C	15 500			(5 003)	10 497
Tranche D	56 500	(22 000)			34 500
SOUS TOTAL	131 497	(22 000)		(22 500)	86 997
Other ⁽¹⁾	4 657		(2 246)		2 411
TOTAL	136 154	(22 000)	(2 246)	(22 500)	89 409

⁽¹⁾ Including overdraft Tranche D, others credit bank accounts and interest payable.

The syndicated loan is secured by collateral, detailed in the note 23 "Off Balance Sheet commitments".

Other loans and borrowings

	31/12/2011	Increase	Decrease	31/12/2012
Other loans	120	900	120	900
Deposits	154			154
TOTAL	274	900	120	1 054

Maturity of borrowings

The maturity of borrowings and other financial debts at 31 december 2012 is as follows :

	Total	<1 year	> 1 to < 5 years	> 5 years
Bank borrowings	89 409	89 409		
Other loans and borrowings	1 054	154	900	

STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

NOTE 14 - MATURITY OF CREDITORS

The maturity of creditors at 31 December 2012 is as follows :

	Total	<1 year	> 1 to < 5 years	> 5 years
Trade payables	34 589	34 589		
Tax and employee related liabilities	5 029	5 029		
Payables to fixed assets suppliers	0		0	
Other liabilities	41 376	41 376		
<i>of which current accounts</i>		<i>40 786</i>		

Notes payables at 31 December 2012 totalled €2,952 thousand (31 December 2011 : €2,248 thousand).

NOTE 15 - RELATED PARTIES BALANCE SHEET TRANSACTIONS

Main balance sheet aggregates representing transactions with related parties are :

	31/12/2012	31/12/2011
Equity investments	21 730	20 441
Receivables from investments	221 665	245 024
Accounts receivable	66 611	60 716
Other receivables	200	75
Trade payables	(11 476)	(5 584)
Other payables	(41 359)	(25 589)
NET RECEIVABLES (PAYABLES)	257 371	295 097

According to Regulation No. 2010-02 issued by the ANC (French accounting standards authority) on 2 September 2010, we confirm the existence of significant transactions with related parties. However, these have been entered into on standard market conditions.

NOTE 16 - SALES

	France	Export	Total
Sales of equipment	35 323	121 795	157 118
Sales of services	1 078	6 066	7 144
TOTAL	36 401	127 861	164 262



STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

NOTE 17 - RELATED PARTIES INCOME STATEMENT TRANSACTIONS

	31/12/2012	31/12/2011
Operating income	138 704	131 631
Financial income	6 181	7 652
Financial expense	2 640	2 461

NOTE 18 - FINANCIAL AND EXTRAORDINARY INCOME AND EXPENSE

18.1 Net financial expense

	Profit / (loss) 31/12/11	Profit / (loss) 31/12/12
Change in provisions for impairment of shares and advances to subsidiaries	(10 138)	(17 104)
Dividends received from subsidiaries		331
Interest on bank overdrafts and current account loans	5 141	6 360
Interest on borrowings and bank fees	(5 855)	(7 240)
Foreign exchange : gains, losses, changes in provisions	5 944	2 212
Details by currency :		
USD	1 475	
GBP	2 144	
AUD	2 345	
Autres	-20	
	5 944	
Treasury shares	(134)	(5 084)
Income from marketable securities	2	12
Debt waivers	(1 600)	(1 500)
Late payment interest and discounts	(1 626)	121
TOTAL	(8 266)	(21 892)

18.2 Extraordinary profit (loss)

	Expense 31/12/11	Income 31/12/11	Expense 31/12/12	Income 31/12/12
Fines and penalties	55		44	
Provisions for lawsuit contingencies	292	1 718	1 928	357
Other extraordinary income (expense)	1 587	13	473	10
Proceeds from the disposal of PPE	93	8	817	895
Proceeds from the disposal of financial assets			1 220	1 242
Exceptional depreciation expenses		82	82	
Excess tax depreciation	100	244	118	967
Transfer of charges		343		4 804
TOTAL	2 126	2 408	4 682	8 275

STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

NOTE 19 - BREAKDOWN OF TAX INCOME BETWEEN CURRENT INCOME AND EXTRAORDINARY PROFIT (LOSS)

	Pre-tax income	Corporate income tax	After tax income
Current income	(23 702)		(22 840)
Extraordinary profit (loss)	282	862	282
TOTAL	(23 420)	862	(22 558)

The breakdown of tax between current income and extraordinary income has been determined by applying the legal tax rate respectively to a current tax income and an extraordinary tax income.

NOTE 20 - DEFERRED TAXES

	Basis	Deferred tax
Expenses recorded not deductible for tax purposes		
Employee profit-sharing		
"Organic" tax	262	87
Provision for inventory losses	2 376	792
Provision for trade receivable losses	2 845	948
Provision for pensions	1 806	602
Taxable income not recorded in the accounting income	5 078	1 692
NET DEFERRED TAXES	12 367	4 122

The company has losses carry forward reportable :

- €28,851 thousand for the overall result 2011
- €24,548 thousand for the overall result 2012

NOTE 21 - TAX CONSOLIDATION

Haulotte Group SA is the head of a French tax consolidation that included on 31 December 2012 the entities Haulotte France, Télescopelle and Haulotte Services.

Under this tax sharing agreement, the income tax of entities is incurred by subsidiaries as if they are not included in a tax group.

NOTE 22 - FEES ALLOCATED TO DIRECTORS AND OFFICERS

Amount allocated to board members expensed by the compagny totalled €644 thousand in 2012 versus €604 thousand in 2011. This amount originates from funds invoiced by Solem S.A.S. for the services rendered on behalf of the Group by two executives. It includes expenses incurred by those executives on behalf of the Group.

In compliance with the agreement to provide general administrative and commercial assistance signed by Solem S.A.S. the cost of the services is subject to a 10% mark-up.

No loans or advances have been granted to directors and officers. There are no other pension obligations



STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

or related commitments in favour of former executives.

NOTE 23 - OFF-BALANCE SHEET COMMITMENTS

23.1 Finance lease commitments

Lease payments paid and received

	Paid		Received	
	Fiscal year	Accumulated	Fiscal year	Accumulated
Equipment held by Haulotte Group SA	-	-	10	40 897
TOTAL	-	-	10	40 897

Lease payments to be received

	Total	Less than 1 year	1 - 5 years	More than 5 years	Residual value at end of the lease	Total commitment
Equipment held by Haulotte Group SA	0	0	0		0	0
<i>of which financial expense</i>	0					0
TOTAL	0	0	0		0	0
Net commitment :						0

23.2 Other commitments given

Commitments to continue lease payments

These represent commitments by the Company to financial institutions guaranteeing lease payments in the event of customer default.

	31/12/2012	31/12/2011
< 1 year	1 805	4 396
1 - 5 years	2 772	4 512
> 5 years		
TOTAL	4 577	8 908

STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

Risk pool

Risk pool commitments relate to the sale of aerial work platforms to financial institutions who lease Haulotte Group SA lifts to their end customers and for which Haulotte Group SA has given a guarantee limited to a certain percentage of the sales volume generated by such institutions. The amounts as off-balance sheet commitments include the share of lease payments outstanding by end customers for which Haulotte Group SA has stood guarantee :

of which €28 thousand given to Haulotte Polska

of which €140 thousand given to Haulotte Iberica

of which €454 thousand given to Haulotte UK

of which €132 thousand given to Haulotte Italia

	31/12/2012	31/12/2011
< 1 year	370	857
1 - 5 years	384	716
> 5 years		
TOTAL	754	1 573

Repurchase commitments given to institutions providing financing to customers

This concerns commitments given by the company to financial institutions to substitute for customers who do not exercise their purchase option

of which €406 thousand given to Haulotte France

of which €3,134 thousand given to Haulotte Iberica

	31/12/2012	31/12/2011
< 1 year	3 153	2 000
1 - 5 years	380	3 539
> 5 years	7	0
TOTAL	3 540	5 539

Other commitments

This concerns commitments given by the company to suppliers

Of which €10 thousand given to Total

	31/12/2012
< 1 year	10
1 - 5 years	
> 5 years	
TOTAL	10



STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

Commitments granted to the banking syndicate as collateral to the syndicated loan

In exchange for the syndicated loan, the following commitments were granted to the banking syndicate:

- Pledge of Haulotte Group S.A. goodwill
- Pledge of Haulotte UK shares
- Pledge of Equipro Inc. shares
- Pledge of current account between Haulotte Group S.A. and Haulotte US for USD30,000 thousand

The bank borrowings amount to €86,997 thousand at 31/12/2012 (€131,497 thousand at 31/12/2011).

23.3 Contingent liabilities

No contingent liabilities.

NOTE 24 - COMMITMENTS RECEIVED

	31/12/2012	31/12/2011
Commitment received from Télescopelle as a beneficiary of a debt waiver with a repayment clause	1 450	1 450
Commitment received by UK Platforms as a beneficiary of a debt waiver with a repayment clause for £4,085,000 or € 5,911,000	5 911	5 911
Commitment received by UK Platforms as a beneficiary of a debt waiver with a repayment clause for £3,900,000 or €4,330,000	4 330	4 330
Commitment received by Nove as a beneficiary of a debt waiver with a repayment clause for €400,000	400	400
Commitment received by Nove as a beneficiary of a debt waiver with a repayment clause for €1,500,000	1 500	1 500
Commitment received by Nove as a beneficiary of a debt waiver with a repayment clause for €1,600,000	1 600	

STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

NOTE 25 - INFORMATION ON EMPLOYEE STOCK OPTION PLANS

At year-end, there is no stock option plan in progress.

NOTE 26 - AVERAGE HEADCOUNTS

	31/12/2012	31/12/2011
Managers	189	189
Office employees, technicians	134	134
Workers	263	292
TOTAL	586	615

NOTE 27 - INDIVIDUAL TRAINING BENEFITS

At 31 December 2012 rights vested but not exercised by Haulotte Group SA in connection with the French individual training entitlement benefit (DIF) represented €779 thousand for a total of 51 418 hours.

NOTE 28 - FOREIGN EXCHANGE RISKS EXPOSURE

The Company is mainly exposed to foreign exchange risks with receivables in US dollars, Australian dollars and pound sterling. A portion of this exposure is hedged by forward purchases of the relevant currencies and by a specific hedging instrument in US dollars.



STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

Significant receivables (net of provisions), payables and commitments in foreign currency not hedged

Foreign exchange exposure	Currencies				
	AUD	BRL	GBP	USD	PLN
BALANCE SHEET					
Receivables ⁽¹⁾	10 829	65	30 916	76 886	344
of which Group receivables	10 821		30 902	70 306	
of which non-Group receivables	8	65	14	6 580	344
Payables ⁽²⁾	242			9 037	1 131
of which Group payables	242			8 112	1 127
of which non-Group payables				925	4
OFF-BALANCE SHEET COMMITMENTS ⁽³⁾					
Non-group commitments given			621		
Group commitments given					

⁽¹⁾ Financial receivables, trade receivables

⁽²⁾ Borrowings, trade payables, others

⁽³⁾ This concerns commitments to cover lease payments and risk pools mentioned in section 23.2

Significant receivables, payables and commitments in foreign currency that are hedged

Foreign exchange exposure	Currencies				
	AUD	AED	GBP	USD	DZD
BALANCE SHEET					
Receivables ⁽¹⁾				7 918	
of which Group receivables				7 918	
of which non-Group receivables					

⁽¹⁾ Financial receivables, trade receivables

Receivables in US dollars are hedged at an exchange rate of 1,1367 €

NOTE 29 - INTEREST-RATE RISKS

The company has purchased interest rate swaps with maturities of 1 to 5 five years. The market valuation of these financial instruments represented a negative position of €795 thousand.

STATUTORY ACCOUNTS

Fiscal year ended 31 December 2012

NOTE 30 - CASH FLOW STATEMENT

	2012	2011
Net income	(22 559)	(32 031)
Depreciation and change in provisions	7 326	24 955
Gain and losses from disposal of fixed assets	87	391
Gross cash flow from operations	(15 146)	(6 685)
Change in operating working capital	30 859	(11 553)
Net cash flow from operating activities	15 713	(18 238)
Purchases of fixed assets	28 968	15 334
Proceeds from the sales of fixed assets, net of tax	8	1 654
Changes in payables on fixed assets		
Net cash flow from investing activities	28 976	16 988
Loan issues	900	18 106
Repayment of borrowings	(44 620)	(39 439)
Cash capital increases	0	0
Dividends paid to shareholders		
Net cash flows from financing activities	(43 720)	(21 333)
Net change in cash and cash equivalents	969	(22 583)
Opening cash and cash equivalents	584	23 167
Other changes *	361	0
Closing cash and cash equivalents	1 192	584

* reclassification of interest payable on overdraft



STATUTORY AUDITORS' REPORT ON THE FINANCIAL STATEMENTS

For the year ended 31 December 2012

This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. The Statutory Auditors' report includes information specifically required by French law in such reports, whether modified or not. This information is presented below the opinion on the financial statements and includes an explanatory paragraph discussing the Auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the financial statements.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

Haulotte Group SA L'Horme

To the Shareholders,

In compliance with the assignment entrusted to us by your General Meeting, we hereby report to you, for the year ended 31 December 2012, on:

- the audit of the accompanying financial statements of Haulotte Group SA;
- the justification of our assessments;
- the specific verifications and information required by law.

These financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements based on our audit.

I. OPINION ON THE FINANCIAL STATEMENTS

We conducted our audit in accordance with professional standards applicable in France. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit involves performing procedures, using sampling techniques or other methods of selection, to obtain audit evidence about the amounts and disclosures in the financial statements. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made, as well as the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

STATUTORY AUDITORS' REPORT ON THE FINANCIAL STATEMENTS

For the year ended 31 December 2012

In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company at 31 December 2012 and of the results of its operations for the year then ended in accordance with French accounting principles.

Without qualifying our opinion, we draw your attention to Note 1 to the financial statements which state that negotiations with financial partners are in progress subsequent to the Company's failure to comply with financial ratios in the second half of 2012, in order to reach an agreement to maintain terms and conditions applicable to the loan.

II. JUSTIFICATION OF OUR ASSESSMENTS

Accounting estimates used for the preparation of the financial statements for the year ended 31 December 2012 were made in the context of continuing difficulty in assessing the economic outlook. Against this backdrop and in accordance with the requirements of article L.823-9 of the French Commercial Code (Code de commerce) relating to the justification of our assessments, we bring to your attention the following matter:

- Shares in subsidiaries, receivables from investments, treasury shares and trade receivables have been valued in accordance with the methods described in Notes 2.3 and 2.5 to the financial statements. Our work consisted in reviewing the approach used by the Company and assessing the reasonableness of the resulting estimates.

These assessments were made as part of our audit of the consolidated financial statements taken as a whole, and therefore contributed to the opinion we formed which is expressed in the first part of this report.

III. SPECIFIC VERIFICATIONS AND INFORMATION

In accordance with professional standards applicable in France, we have also performed the specific verifications required by French law.

We have no matters to report as to the fair presentation and the consistency with the financial statements of the information given in the management report of the Board of Directors, and in the documents addressed to the shareholders with respect to the financial position and the financial statements.

In accordance with French law, we inform you that social, societal and environmental information have not been fully provided in the management report, as requested by article L.225-102-1 of the French Commercial Code.

Concerning the information given in accordance with the requirements of article L.225-102-1 of the French Commercial Code relating to remuneration and benefits received by corporate officers and any other commitments made in their favour, we have verified its consistency with the financial statements,



STATUTORY AUDITORS' REPORT ON THE FINANCIAL STATEMENTS

For the year ended 31 December 2012

or with the underlying information used to prepare these financial statements and, where applicable, with the information obtained by your Company from companies controlling it or controlled by it. Based on this work, in respect of the accuracy and fair presentation of this information, we have the following observation to make: the Company has not provided the required information concerning non-executive corporate officers.

In accordance with French law, we have verified that the required information concerning the identity of shareholders and holders of the voting rights has been properly disclosed in the management report.

Lyon and Paris, 25 April 2013
The Statutory Auditors

PricewaterhouseCoopers Audit



Elisabeth L'hermite

Hoche Audit



Dominique Jutier