



Interim Report

2012

January - September



LETTER TO THE SHAREHOLDERS

Dear Shareholders,

With two strategic acquisitions in the third quarter of 2012, we have taken a further step to strengthen our market position in our target markets. The takeover of MC², a leading software provider in the USA that focuses on the country's top 1,000 building enterprises, represents a decisive step for RIB and our iTWO BIM 5D software into the US market. The acquisition of the cloud software enterprise CADX Pty Ltd, which markets a new cloud-based collaboration technology and has increased its revenue with cloud business from AUD 1.4m to 4.7m over the past years, now positions RIB in this future market, which is significant for the construction industry.

By 2020, we expect a market volume of up to 1% of the global construction volume for cloud-based 5D technology and SaaS solutions. This represents a revenue potential of approximately USD 100bn.

Our goal is to become the global market leader in cloud-based 5D technology and SaaS. Based on our iTWO BIM 5D solution and the collaboration platform of CADX Pty Ltd, we will henceforth offer a cloud-based BIM 5D platform for our customers the world over. The main focus is on the 1,000 largest investors and providers in the EU (RIB AG, Stuttgart), the 1,000 key customers in the USA (RIB MC² US Ltd., Memphis) and top customers in China, the Middle East and Southeast Asia.

With two successful strategic acquisitions in the first nine months of the financial year 2012 and four phase II orders for iTWO BIM 5D from internationally renowned business enterprises (successfully completed in the meantime), we are steadily moving towards the goals that we defined in 2011 within the scope of the IPO. Due to the highly successful first nine months of 2012, we have thus already been able to complete four of the six phase II contracts planned for 2012. In case we manage to complete two more phase II deals in the fourth quarter, we expect earnings in the amount of the current market expectations.

We would like to thank you, dear shareholders, for the confidence you have placed in us, and we are looking forward to your continued companionship on our exciting path.

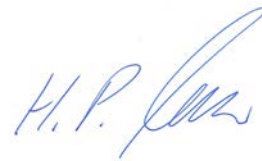
Kind regards,



Thomas Wolf



Michael Sauer



Dr. Hans-Peter Sanio

RIB ON THE CAPITAL MARKET

In the first nine months of 2012, the RIB share underwent a 23% price increase, thereby significantly outperforming its benchmark, the TecDAX index. The current price of our share is backed by cash at around EUR 2.60 per share. The current price is still below our expectations. The RIB share has currently been given a buy rating by three analysts (UBS, Equinet and Warburg).

RIB share price performance 1/1/2012 – 9/30/2012



Key Figures

	in million EUR	9/30/2012	9/30/2011	Change
Revenue		27.8	26.8	+3.7%
Software revenue		12.4	12.4	0.0%
EBITDA¹		11.3	10.0	+13.0%
as % of revenue		40.6%	37.3%	
EBT¹		8.9	8.0	+11.3%
as % of revenue		32.0%	29.9%	
Profit after tax¹		6.2	5.1	+21.6%
Cash flow from operating activities²		14.1	12.8	10.2%
Average number of employees		454	318	+42.8%
Net Cash³		100.1	102.7	-2.5%
Equity-Quote³		87.8%	88.4%	

¹ EBITDA, EBT and Profit after tax adjusted IPO & FX costs

² Adjusted IPO costs

³ Presentation of previous year as of December 31, 2011

INTERIM GROUP MANAGEMENT REPORT

A. REPORT ON THE RESULTS OF OPERATIONS, FINANCIAL POSITION AND NET ASSETS

Earnings after taxes up 21.6%

Thanks to further revenue growth in the first nine months of 2012, earnings after taxes (adjusted for the costs of the IPO in 2011 and foreign currency effects) climbed to EUR 6.2m, a year-on-year increase of 21.6% (prior year: EUR 5.1m). The EBITDA margin in the first nine months amounted to 40.6%. In the first nine months of 2012, the total revenue went up to EUR 27.8m (prior year: EUR 26.8m). Despite the postponement of planned phase II deals in the third quarter of 2012, software revenues remained at EUR 12.4m, a level comparable to that of the prior year, thanks to strong "iTWO BIM 5D" growth of 100% to EUR 2.4m with small and medium-sized customers (prior year: EUR 1.2m). This is especially pleasing in view of the fact that EUR 3.0m in software revenues had been generated with two phase II deals in the prior-year quarter. Software revenues with the other product lines increased 14.8% to EUR 6.2m (prior year: EUR 5.4m). Maintenance revenues, a key element of our business, rose 7.0% to EUR 12.2m (prior year: EUR 11.4m). Service revenues remained at EUR 3.1m, a level similar to that of the prior year.

With two acquisitions in the third quarter of 2012, RIB Software has taken a further step to strengthen its market position in its target markets. The takeover of MC², a leading software provider in the USA that focuses on the country's top 1,000 building enterprises, represents a decisive step of RIB Software AG to position the integrated technology platform iTWO BIM 5D in the US market as well. By acquiring the cloud software enterprise CADX Pty Ltd, which markets a new cloud-based collaboration technology and increased its revenue with cloud business from AUD 1.4m to 4.7m over the past years, RIB Software AG is now substantially expanding its cloud business.

R&D expenses in the reporting period fell 8.3% to EUR 5.5m (prior year: EUR 6.0m). The R&D ratio before capitalisation, depreciation and amortisation amounted to 28.1%. Sales and marketing expenses totalled EUR 6.2m (prior year: EUR 6.7m), a decrease of EUR 0.5m. Administrative expenses rose EUR 0.7m to EUR 2.8m (prior year: EUR 2.1m).

Despite declining interest rates, financial earnings remained at EUR 0.6m, a figure similar to that of the prior year. In the first nine months of 2012, currency effects with an effect on profit or loss amounted to EUR -0.2m (prior year: EUR 0.5m).

The integration of GZ TWO IT, GZ TWO Consulting and RIB MC² brought the average number of employees up to 454 (prior year: 318 employees).

Net cash flow from operating activities increases 10.2% Cash and cash equivalents still above EUR 100m, despite US acquisition

The net cash flow from operating activities (adjusted for the costs of the IPO in 2011) increased 10.2% to EUR 14.1m (prior year: EUR 12.8m). Due to the purchase of fixed-rate securities worth EUR 36.7m and the acquisition of MC², the cash flow from investing activities stood at EUR -50.0m in the reporting period (prior year: EUR -2.0m). In the first nine months, the cash flow from financing activities amounted to EUR -7.3m, which was mainly made up of the dividend payment (EUR -3.1m) and the repayment of the purchase price liability to TWO Limited (EUR -4.1m) (prior year: EUR 89.1m).

In the first nine months of the financial year 2012, cash and cash equivalents including fixed-rate securities thus dropped EUR 6.6m to EUR 100.2m (31 December 2011: EUR 106.8m).

Equity rose to EUR 147.2m (31 December 2011: EUR 144.3m), more than 68% of which are covered by cash and cash equivalents. As at 30 September 2012, the equity ratio amounted to 87.8%.

Liabilities to third parties dropped more than 45.5% to EUR 0.6m (31 December 2011: EUR 1.1m). Receivables from third parties receded by EUR 0.6m to EUR 7.2m (31 December 2011: EUR 7.8m).

B. OPPORTUNITY AND RISK REPORT

The main opportunities and risks associated with the probable development of the RIB Group are outlined in the consolidated management report as at 31 December 2011.

After we had obtained three phase II orders in the first half of the year – from Heinrich Schmid, Renaissance Construction and MBN Bau AG – we were able to conclude a fourth phase II deal with the Zech Group from Bremen, Germany, a leading construction enterprise operating at an international scale, in the third quarter.

Due to the highly successful first nine months of 2012, we have thus already been able to complete four of the six phase II contracts planned for 2012. In case we manage to complete two more phase II deals in the fourth quarter, we expect earnings in the amount of the current market expectations.

CONSOLIDATED INTERIM FINANCIAL STATEMENTS

CONSOLIDATED INCOME STATEMENT

For the period: 1/1/2012 to 9/30/2012

	Note	3rd quarter 2012 EUR k	3rd quarter 2011 EUR k	9 months 2012 EUR k	9 months 2011 EUR k
Revenue	(5)	8,728	10,393	27,783	26,847
Cost of sales		-1,750	-1,797	-5,660	-5,498
Gross profit		6,978	8,596	22,123	21,349
Other operating income		-30	1,199	1,309	1,735
Selling and distribution costs		-2,081	-2,272	-6,244	-6,720
Administrative expenses		-995	-717	-2,817	-2,132
Research and development expenses		-1,962	-2,205	-5,479	-6,016
Other operating expenses	(6)	-440	407	-756	-4,061
Finance income		152	229	560	651
Finance costs		-1	-1	-4	-45
Profit before tax		1,621	5,236	8,692	4,761
Income tax expense		-458	-1,624	-2,602	-1,924
Profit after tax		1,163	3,612	6,090	2,837
Earnings per share: Diluted and basic	(8)	0.03 €	0.10 €	0.16 €	0.08 €

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the period: 1/1/2012 to 9/30/2012

	3rd quarter 2012 EUR k	3rd quarter 2011 EUR k	9 months 2012 EUR k	9 months 2011 EUR k
Profit after tax	1,163	3,612	6,090	2,837
Other comprehensive income				
Exchange differences	-452	734	-112	424
Changes in value of available-for-sale securities	9	9	33	50
Other comprehensive income for the period	-443	743	-79	474
Total comprehensive income	720	4,355	6,011	3,311

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF 9/30/2012 AND 12/31/2011

	Note	9/30/2012 EUR k	12/31/2011 EUR k
Non-current assets			
Goodwill	(9)	23,755	16,967
Other intangible assets		23,351	19,739
Property, plant and equipment		5,673	5,142
Investments accounted for using the equity method		1,257	1,257
Trade receivables		1,130	633
Other assets		86	86
Deferred tax assets		484	374
Total non-current assets		55,736	44,198
Current assets			
Trade receivables		6,043	7,127
Available-for-sale securities	(10)	40,625	3,664
Available-for-sale non-current assets	(11)	3,516	3,388
Other assets		2,268	1,617
Cash and cash equivalents		59,536	103,183
Total current assets		111,988	118,979
Total assets		167,724	163,177

	Note	9/30/2012 EUR k	12/31/2011 EUR k
Equity			
Issued capital		38,715	38,715
Capital reserves		80,620	80,620
Legal reserves		47	47
Accumulated other comprehensive income		1,726	1,806
Retained earnings		26,066	23,072
Total equity		147,174	144,260
Non-current liabilities			
Pension provisions		3,041	2,951
Finance lease obligations, non-current portion		0	11
Deferred tax liabilities		5,897	5,669
Total non-current liabilities		8,938	8,631
Current liabilities			
Trade payables		634	1,136
Provisions for income taxes		2,480	1,197
Other provisions		358	361
Accruals		2,124	1,802
Deferred revenue		5,038	1,037
Finance lease obligations, current portion		22	41
Other financial liabilities	(13)	0	4,142
Other liabilities		956	570
Total current liabilities		11,612	10,286
Total equity and liabilities		167,724	163,177

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the period: 1/1/2012 to 9/30/2012

	Accumulated other comprehensive income						Total equity according to consolidated statement of financial position EUR k
	Issued capital	Capital reserves	Legal reserves	Changes in value of available-for-sale securities	Foreign currency translation reserve	Retained earnings	
	EUR k	EUR k	EUR k	EUR k	EUR k	EUR k	
As of 1 January 2011	28,917	813	47	-27	360	17,495	47,605
Net loss of the Group	-	-	-	-	-	2,837	2,837
Other comprehensive income	-	-	-	50	424	-	474
Total comprehensive income	-	-	-	50	424	2,837	3,311
Capital increase	9,798	79,850	-	-	-	-	89,648
As of 30 September 2011	38,715	80,663	47	23	784	20,332	140,564
As of 1 January 2012	38,715	80,620	47	14	1,792	23,072	144,260
Net profit of the Group	-	-	-	-	-	6,090	6,090
Other comprehensive income	-	-	-	33	-112	-	-79
Total comprehensive income	0	0	0	33	-112	6,090	6,011
Dividend payment	-	-	-	-	-	-3,097	-3,097
As of 30 September 2012	38,715	80,620	47	47	1,680	26,065	147,174

CONSOLIDATED STATEMENT OF CASH FLOWS

For the period: 1/1/2012 to 9/30/2012

	9 months 2012 EUR k	9 months 2011 EUR k
Cash flows from operating activities		
Profit/Loss before tax	8,692	4,761
Adjustments for:		
Depreciation and impairment of property, plant and equipment	127	109
Amortisation and impairment of intangible assets	2,816	2,464
Changes in allowance for impairment of trade receivables	218	92
Other non-cash items	531	680
Interest expense and other finance cost	4	45
Finance income	-560	-651
	11,828	7,500
Working capital adjustments		
Increase/decrease(-) in provisions and accruals	195	-588
Increase(-)/decrease in receivables and other assets	302	-1,691
Increase/decrease(-) in trade payables and other liabilities	3,104	3,807
Cash generated from operations	15,429	9,028
Interest paid	0	-4
Interest received	430	558
Income taxes paid	-1,318	-1,626
Net cash flows from operating activities	14,541	7,956
Cash flow from investing activities		
Purchase of property, plant and equipment	-220	-929
Purchase of intangible assets	-4,843	-4,352
Purchase of consolidated companies net of cash acquired	-8,705	-2,903
Purchase(-)/sale of available-for-sale securities	-36,682	6,206
Net cash flows from investing activities	-50,450	-1,978
Cash flows from financing activities		
Dividends paid	-3,097	0
Gross issue proceeds from IPO	0	90,638
Profit & loss neutral payments for IPO	0	-1,429
Cash outflow for repayment of other financial liabilities	-4,142	0
Cash paid for finance leases	-30	-101
Net cash flows used in financing activities	-7,269	89,108
Change in cash and cash equivalents impacting on cash flow	-43,178	95,086
Cash and cash equivalents at the beginning of the period	103,183	7,152
Currency-related change in cash and cash equivalents	-469	-255
Cash and cash equivalents at the end of the period	59,536	101,983
Composition of cash and cash equivalents		
Cash and bank balances, unrestricted	51,769	101,983
Cash and bank balances, restricted	7,767	0
Total cash and cash equivalents	59,536	101,983

NOTES TO THE CONSOLIDATED INTERIM FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

This condensed consolidated interim financial statement of RIB Software AG (the "Company") and its subsidiaries (collectively the "Group") was drawn up according to the regulations of the International Financial Reporting Standards (IFRS) for "Interim financial reporting" (IAS 34).

The condensed consolidated interim financial statement has not been subjected to auditing inspection or a general audit.

Our business activity is in some respects subject to seasonal fluctuations. In the past the revenue in the fourth quarter tended to be higher than in the individual preceding quarters. The interim results can therefore only be regarded as an indicator for the results of the entire financial year.

This condensed and unaudited consolidated interim financial statement should be read with the audited IFRS consolidated financial statements of RIB Software AG as of 31 December 2011.

Due to the representation of the numbers in EUR k, rounding differences may arise in individual items.

2. ACCOUNTING POLICIES

In drawing up the consolidated interim financial report the same accounting policies and calculation methods were used as in the consolidated financial statements as of 31 December 2011.

3. CONSOLIDATED GROUP

Compared to the consolidated financial statements as of 31 December 2011, the consolidated Group as at 30 September 2012 comprised the following additional fully consolidated entity, which RIB Software AG established as sole shareholder by way of cash subscription:

- TWO Hong Kong Limited, Hong Kong, PRC

In the reporting period, the Group acquired all interests in the following company:

- Management Computer Controls Inc., Memphis, Tennessee, USA (hereinafter referred to as "MC²")
The company was fully consolidated for the first time in the interim financial statements as at 30 September 2012.
Please refer to the information in Section (4) below.

In October 2012, the Group also purchased the majority of the interests in the following company:

- CADX Pty Limited, Sydney, Australia (hereinafter referred to as "CADX")
Please refer to the information in Section (4) below.

4. MERGERS

a) Purchase of interests in MC²

Under the agreement dated 9 September 2012, RIB Limited, Hong Kong, which is wholly owned by RIB Software AG, took over all interests in MC².

As the acquisition detailed below took place only shortly before the cut-off date of these interim financial statements, the fair value of the identifiable assets and liabilities could only be determined on a provisional basis. Therefore, the initial accounting of the merger only took place on a provisional basis. The date of acquisition was 9 September 2012. For the sake of simplicity, the purchase price allocation was based on the value as at 31 August 2012. The transactions that took place between 31 August and 9 September 2012 were insignificant. Moreover, no material change of the value took place during this period.

The acquisition costs included the purchase price of EUR 9,411k. The purchase price was transferred on 7 September 2012 and 11 September 2012.

Nearly 1,500 established construction groups are customers of MC². Almost half of the top 50 US construction companies are customers of MC². With this acquisition, the Group remains consistent with its strategy of entering the US market via the client network of MC². With the integration of the ICE software by MC² (Interactive Cost Estimating) and the RIB solution iTWO BIM 5D, the Group will offer the first integrated software currently for digital planning and construction with specific localisation for the US market.

The provisional fair value of the identifiable assets and liabilities of MC² as at the acquisition date and the corresponding book values immediately before the acquisition date were as follows:

	Carrying amount 8/31/2012 EUR k	Fair value 8/31/2012 EUR k
Intangible assets	0	1,581
Property, plant and equipment	433	433
Other assets	287	287
Deferred tax assets	58	58
Trade receivables	281	281
Available-for-sale securities	406	406
Cash and cash equivalents	706	706
	2,171	3,752
Deferred revenue	771	771
Other debts and other liabilities	224	224
Deferred tax liabilities	0	122
	995	1,117
Net assets	1,176	2,635
Goodwill from the company acquisition		6,776
Total acquisition costs		9,411

The goodwill especially reflects anticipated synergy effects from the acquisition. By purchasing MC², the Group intends to expand its position in the US market. In this context, the customer relationships of MC² are particularly valuable and are to be used to develop further sales potential by combining the MC² software with the iTWO BIM 5D software.

As a whole, the goodwill is not deductible for tax purposes.

Totalling EUR 1,581k, intangible assets included software amounting to EUR 728k and maintenance agreements and associated customer relationships worth EUR 853k.

The acquisition of MC² increased the revenue in the reporting period by EUR 379k and the total consolidated earnings by EUR 91k.

Had MC² been purchased as of 1 July 2012, the revenue in the reporting period would have been EUR 923k higher, and the consolidated earnings would have been EUR 515k lower.

b) Purchase of interests in CADX

Under the agreement dated 28 September 2012, RIB Limited, Hong Kong, which is wholly owned by RIB Software AG, took over 75% of the interests in CADX. At the same time, mutual purchase and sale options were agreed for the transfer of the outstanding interests of 25%. The options can be exercised after a period of five years. Though the option price is basically governed by the enterprise value of CADX at the time of the exercise, it is limited by a contractually agreed minimum price (EUR 1,865k) and a maximum price (EUR 9,475k) for 25% of the shares.

The date of acquisition was 5 October 2012. Therefore, the acquisition has not yet been accounted for in these interim financial statements.

For the purchased share of 75%, the Group must pay a purchase price of EUR 4,524k and pay EUR 3,243k to CADX within the scope of a capital increase.

On 28 September 2012, the Group transferred both amounts to a trust account set up for the purpose of the transaction. The amount was credited to the trust account on 2 October 2012. In the balance sheet as at 30 September 2012, the total amount of EUR 7,767k of the payment in process was presented under cash and cash equivalents.

On 5 October 2012, the purchase price was paid from the trust account to the seller.

The cloud "Software as a Service" (SaaS) provider CADX, which acts as Project Centre, markets the latest-generation cloud-based collaboration technology. The company increased the sales of its cloud business within the last few years from around AUD 1.4m to 4.7m. With this acquisition, the Group aims to offer its worldwide client base an integrated BIM 5D cloud platform based on RIB's iTWO 5D technology and the collaboration platform from CADX.

At the time of the acquisition, CADX had little positive equity. During the preparation of these interim financial statements, the assessment of the fair value and of the book values of the identifiable assets and liabilities of CADX as at the time of acquisition had not yet been completed. Therefore, quantitative information on this subject is not yet available. We believe that the purchase price allocation to map the CADX acquisition will mainly lead to the recognition of software, customer relationships and goodwill.

5. REVENUE

Revenue breaks down as follows:

	9 months 2012 EUR k	9 months 2011 EUR k
Software	12,449	12,355
Maintenance services	12,188	11,376
Consultancy and support services	3,146	3,116
Total revenue	27,783	26,847

The software revenue is as follows:

	9 months 2012 EUR k	9 months 2011 EUR k
iTWO Key Account	3,770	5,164
iTWO Mass Market	2,411	1,248
iTWO SAP Channel	87	538
Legacy Products	6,181	5,405
Total software	12,449	12,355

6. OTHER OPERATING EXPENSES

Other operating expenses amounting to EUR 756k comprised currency losses from the valuation of fixed interest securities, time deposits and other financial liabilities, which were recognised through profit or loss.

IPO costs of EUR 3,742k were included under "Other operating expenses" in the same period of the previous year.

7. EXPENSES FOR EMPLOYEE BENEFITS AND NUMBER OF EMPLOYEES

Expenses for employee benefits

	9 months 2012 EUR k	9 months 2011 EUR k
Wages and salaries	12,249	10,631
Social security and pension costs	2,073	1,721
Total	14,322	12,352

Average number of employees

	9 months 2012	9 months 2011
General administration	48	32
Research and development	230	126
Sales and distribution	76	77
Support/Consulting	100	83
Total	454	318

8. EARNINGS PER SHARE – DILUTED AND BASIC

Basic earnings per share are determined by dividing the net income for the period allocable to the shareholders by the weighted number of bearer shares outstanding during the period. As a result of the capital increase in 2011, the number of shares increased from previously 28,916,670 to 38,715,420.

	9 months 2012 EUR k	9 months 2011 EUR k
Profit after tax	6,090	2,837
Weighted average of shares in circulation	38,715,420	37,495,063
Earnings per share: diluted and basic	0.16 €	0.08 €

9. GOODWILL

	9/30/2012 EUR k	12/31/2011 EUR k
I&C Segment	7,096	7,096
CS Segment	13,715	6,939
GZ TWO development unit	2,944	2,932
Total	23,755	16,967

The goodwill of the GZ TWO development unit accounted for currency adjustments amounting to EUR 12k. The goodwill from the acquisition of MC² was fully allocated to the CS segment; see also Section (4).

10. AVAILABLE-FOR-SALE SECURITIES

In the reporting period, the Group acquired further fixed-rate securities at a total acquisition cost of EUR 36,682k. These consisted of corporate bonds in euros and US dollars with maturity dates of no later than November 2013 and annual nominal interest rates from 0.875% to 5.125%.

Within the scope of the acquisition of MC², the Group also purchased preferred fixed-rate capital securities (6.0% to 7.5%) denominated in US dollars. In September 2012, some of these preferreds were sold.

11. AVAILABLE-FOR-SALE NON-CURRENT ASSETS

This item comprises the European Outsourcing Centre II, a site with buildings in the People's Republic of China that has passed to the Group within the scope of the acquisition of GZ TWO. For further details, please refer to our consolidated financial statements as at 31 December 2011, Section (22).

Under the agreement of 12 September 2012, the period for the exercise of the purchase option was extended until 30 November 2012.

12. SEGMENT INFORMATION

Please refer to Section (8) of our consolidated financial statements for the 2011 financial year for information on the basis of our segment reporting and notes on the segments.

The tables below show the segment revenue, segment results and reconciliations with the revenue shown in the consolidated income statement and comprehensive income.

	9 months 2012			
	I&C Segment EUR k	CS Segment EUR k	Other EUR k	Total EUR k
Total revenue, external sales	12,256	15,527	-	27,783
Segment profit	6,599	8,324	-6,787	8,136
Interest income and expense				556
Other unallocated income and expenses				0
Profit before tax				8,692
Income tax expense				-2,602
Profit after tax				6,090

	9 months 2011			
	I&C Segment EUR k	CS Segment EUR k	Other EUR k	Total EUR k
Total revenue, external sales	12,202	14,631	14	26,847
Segment profit	5,558	6,477	-4,138	7,897
Interest income and expense				606
Other unallocated income and expenses				-3,742
Profit before tax				4,761
Income tax expense				-1,924
Profit after tax				2,837

Other unallocated expenses mainly include the IPO costs.

Geographic information

Revenue by geographic area (based on the location of customers) breaks down as follows:

	9 months 2012 EUR k	9 months 2011 EUR k
EMEA (Germany, Europe, Middle East and Africa)	25,550	24,755
Asia Pacific	1,684	1,891
Other regions	549	201
Total revenue	27,783	26,847

13. RELATED PARTY TRANSACTION

Under an agreement dated 29 December 2011, RIB Software acquired a loan receivable from TWO Limited against its subsidiary GZ TWO at a purchase price of EUR 4,142k.

The Transfer of the loan receivable was approved end of May 2012 by the relevant Chinese authority.

The purchase price liability therefore was paid back to TWO Limited in June 2012.

There were no other significant related party transaction during the reporting period.

You will find further information on related party transactions in our consolidated financial statements for the period ending 31 December 2011, Section 41.

14. SUBSEQUENT EVENTS

Concerning the acquisition of CADX after the end of the reporting period, please refer to the above information in Section (4).

Stuttgart, 30 October 2012

RIB Software AG

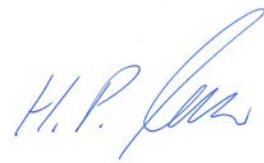
The Board of Directors



Thomas Wolf



Michael Sauer



Dr. Hans-Peter Sanio

FURTHER INFORMATION

CONTACT DETAILS

RIB Software AG

Vaihinger Straße 151
70567 Stuttgart
Germany

Investor Relations

Phone: +49 711 7873-191
Fax: +49 711 7873-311
e-mail: investor@rib-software.com
Internet: group.rib-software.com

IMPRINT

Published by:

RIB Software AG, Vaihinger Straße 151, 70567 Stuttgart

Responsible for content:

RIB Software AG, Germany

Photos:

Title: Istockphoto

Trademarks:

RIB, RIB iTWO, ARRIBA, the RIB logo and the iTWO logo are registered Trademarks of RIB Software AG in Germany und optionally in other countries. All other trademarks and product names is property of the respective owners. After deadline changes may have occurred. RIB does not guarantee its accuracy.

Notice:

“The English version of the Interim Report is a translation of the original German version; in the event of variances, the German version shall take precedence over the English translation.”

October 2012