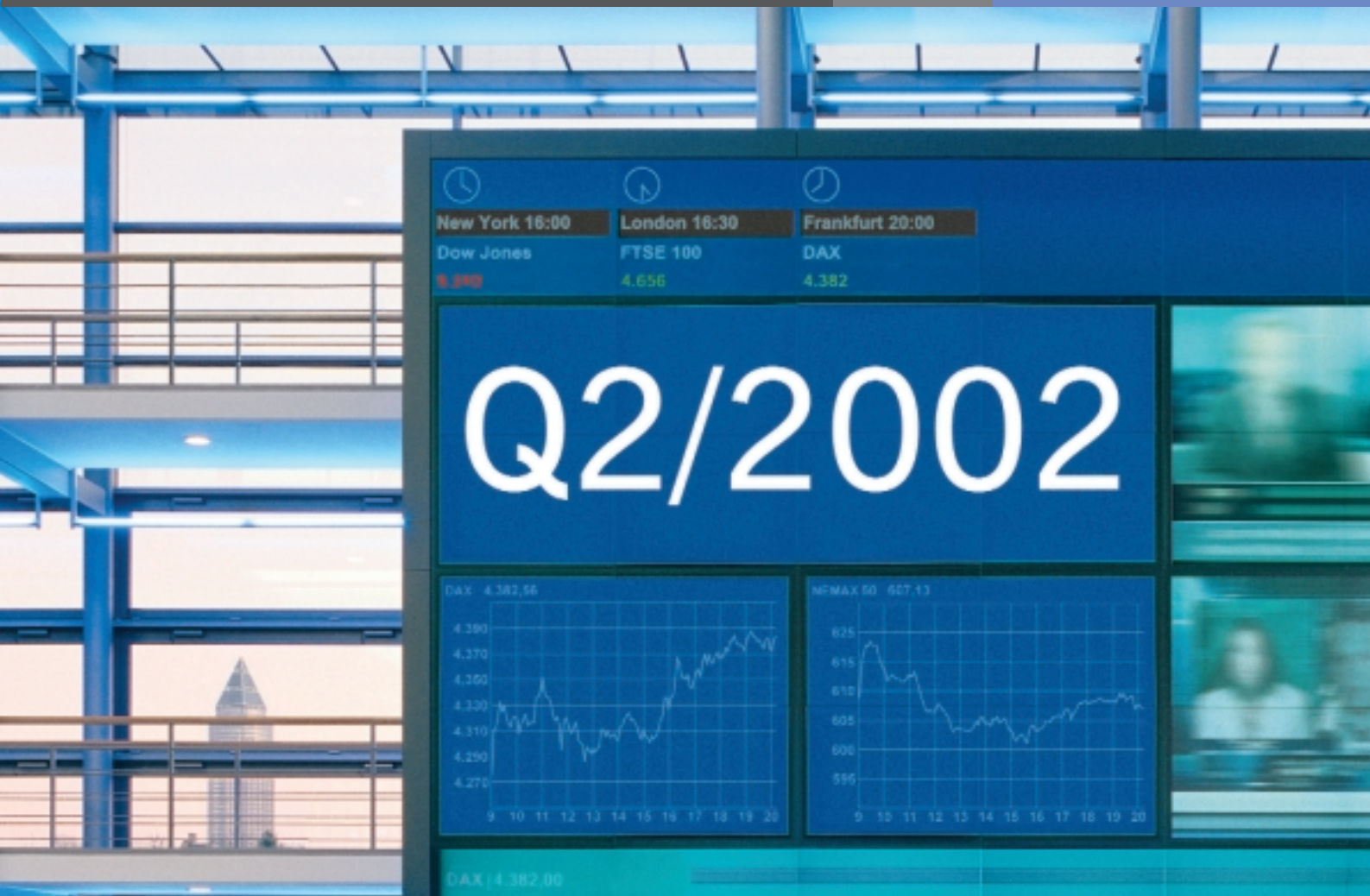




Deutsche Börse Group

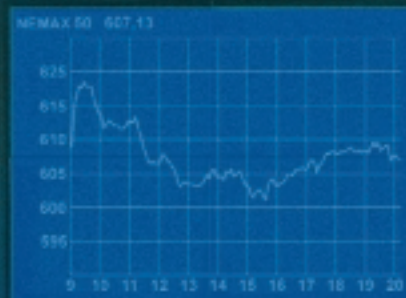
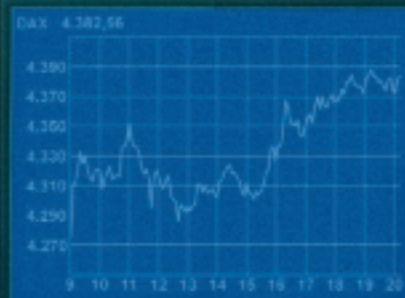
# Interim Report

Quarter 2/2002



New York 16:00	London 16:30	Frankfurt 20:00
Dow Jones	FTSE 100	DAX
8,349	4,656	4,382

# Q2/2002



DAX | 4.382,00

DEUTSCHE BÖRSE GROUP: FINANCIAL HIGHLIGHTS

		30 June 2002	Quarter ended 30 June 2001	30 June 2002	Six months ended 30 June 2001	
<b>Consolidated income statement</b>						
Sales revenue	€m	205.3	182.9	410.2	374.6	
Earnings before interest and tax (EBIT)	€m	80.0	70.3	167.4	160.5	
DVFA/SG earnings	€m	59.7	52.3	124.3	117.5	
<b>Consolidated cash flow statement</b>						
Cash flow from operating activities	€m	110.0	58.5	180.1	76.9	
Cash flow from investing activities	€m	-28.3	-32.7	-83.4	-64.4	
<b>Consolidated balance sheet (as at 30 June)</b>						
Equity	€m	2,039.5	1,468.4	2,039.5	1,468.4	
Total assets	€m	2,568.7	1,820.9	2,568.7	1,820.9	
<b>Performance indicators</b>						
DVFA/SG earnings per share	€	0.57	0.51	1.20	1.21	
DVFA/SG cash flow per share	€	0.96	0.74	1.70	1.55	
<b>Market indicators</b>						
<b>Xetra</b>						
Number of transactions	thousands	13,484	10,903	26,517	23,395	
Order book turnover	€m	230,806	242,005	472,402	501,458	
Participants (at 30 June)		397	426	397	426	
<b>Floor trading</b>						
Number of transactions	thousands	21,783	30,101	46,802	69,506	
Order book turnover	€m	42,390	58,257	86,797	136,705	
<b>Eurex</b>						
Number of traded contracts	thousands	182,583	160,243	367,791	323,978	
Participants (at 30 June)		421	430	421	430	
<b>Settlement</b>						
Number of transactions	national	m	15.9	15.4	32.0	33.7
	international	m	3.9	5.3	8.0	11.8
Customer cash deposits (at 30 June)	national	€bn	4,730	5,213	4,730	5,213
	international	€bn	2,680	2,787	2,680	2,787
<b>Deutsche Börse share price<sup>1)</sup></b>						
Opening price <sup>2)</sup>	€	47.15	31.80	43.21	33.50 <sup>3)</sup>	
High	€	51.20	43.45	51.51	43.45	
Low	€	40.45	30.50	40.45	29.77	
Closing price	€	43.10	41.70	43.10	41.70	

<sup>1)</sup> Adjusted for the 10-for-1 stock split implemented on 1 June 2001; Xetra intraday data

<sup>2)</sup> Closing price on preceding trading day

<sup>3)</sup> Issue price on 5 February 2001

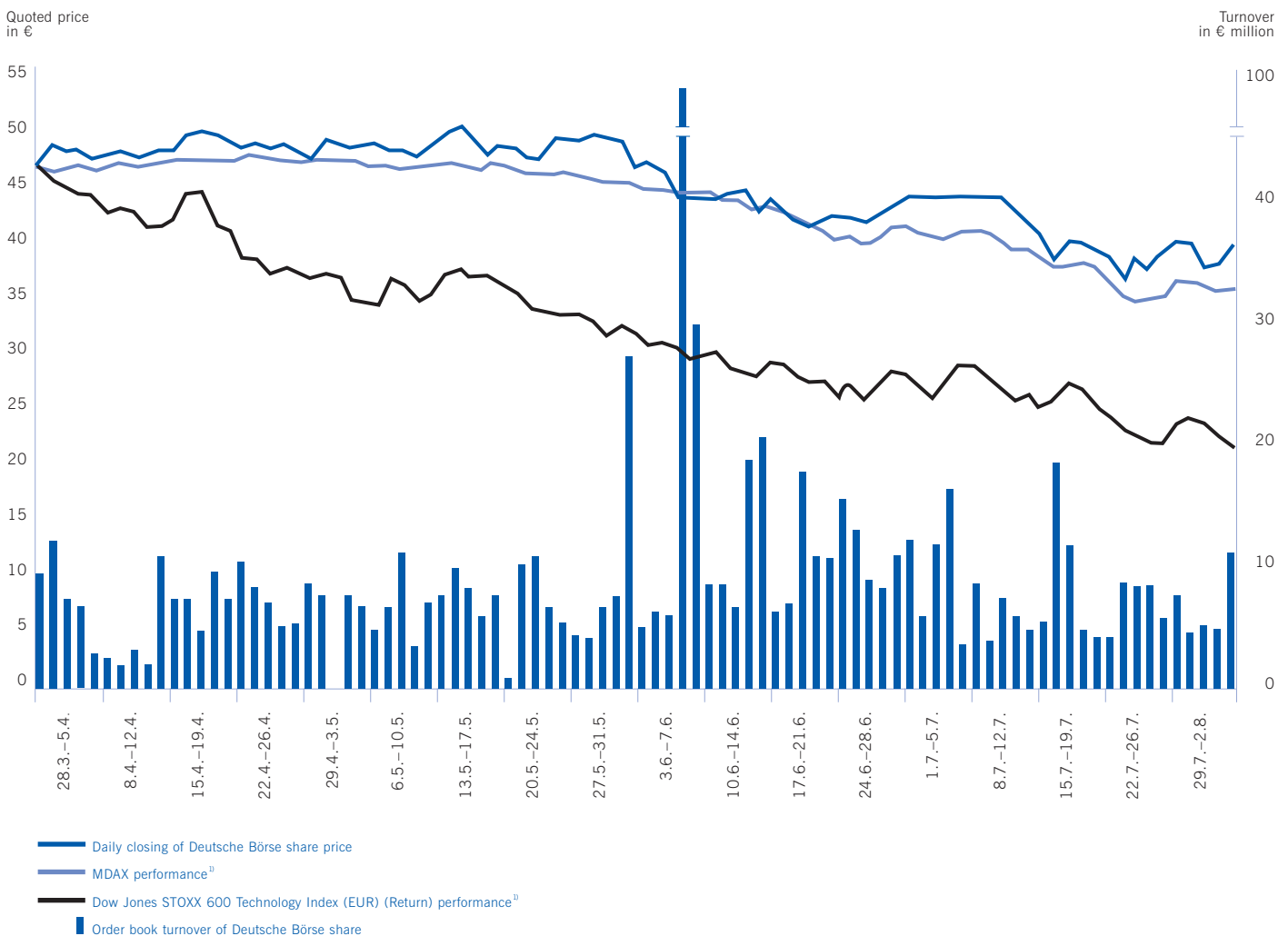
**Clearstream transaction completed**

- Cedel shareholders received a total of €1.76 billion: €1.6 billion for Cedel's stake in Clearstream and €0.16 billion for Cedel's remaining net assets.
- The deal was funded by proceeds from the IPO, from a capital increase placed on 6 June 2002 and from a commercial paper issue.
- Rating agencies awarded Deutsche Börse excellent ratings: Moody's reiterated its Aa1 long-term rating, coupled with a new short-term rating of P-1; Standard & Poor's awarded A-1+ (short-term) and AA+ (long-term) ratings.
- In line with the resolution by the Annual General Meeting, shareholders received a dividend of €0.36 per share (2001: €0.30 per share).

**Business development remains positive**

- Following the first-time consolidation of entory AG, Deutsche Börse Group's sales revenue grew by 12 percent year-on-year to €205.3 million (Q2/2001: €182.9 million).
- Deutsche Börse Group recorded earnings before interest and tax (EBIT) of €80.0 million, a 14 percent year-on-year increase (Q2/2001: €70.3 million).
- DVFA/SG interim earnings per share were €0.57, for an average of 104.0 million shares (Q2/2001: €0.51 for a weighted average of 102.8 million shares, adjusted for the 1-for-10 stock split implemented on 1 June).

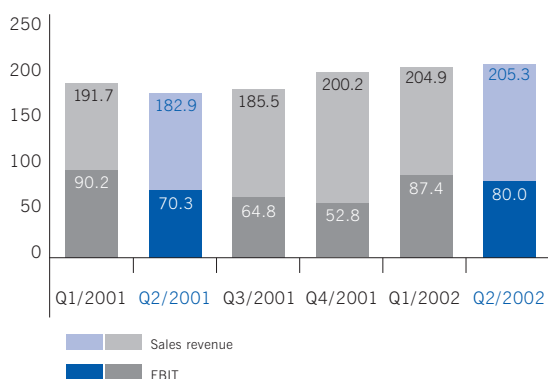
**Despite the difficult market environment, Deutsche Börse share continued to outperform its benchmark indices in Q2/2002.**



<sup>1)</sup> Index-linked to the closing price on 28 March 2002

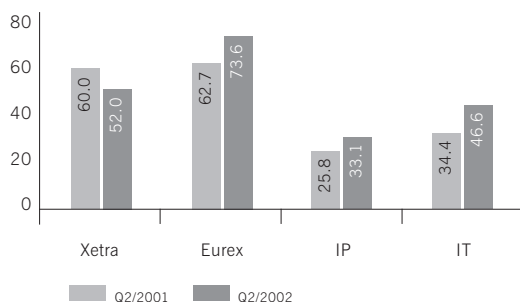
**Sales revenue and EBIT by quarter**

- Following the first-time consolidation of entory AG, Deutsche Börse Group's sales revenue of €205.3 million grew by 12 percent year-on-year (Q2/2001: €182.9 million). Excluding entory's sales revenue of €15.4 million, revenue rose by 4 percent.
- Deutsche Börse Group recorded EBIT of €80.0 million, a 14 percent year-on-year increase (Q2/2001: €70.3 million).



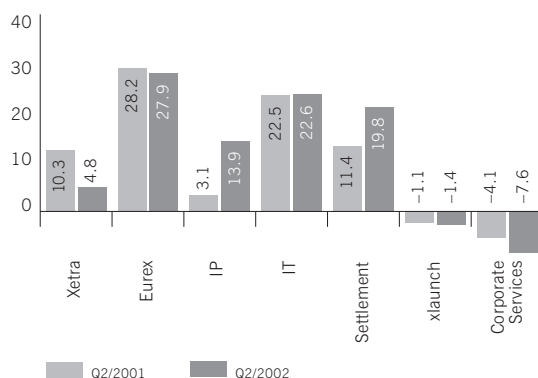
**Sales revenue by segment**

- With 17 percent growth to €73.6 million (Q2/2001: €62.7 million), Eurex again generated the strongest sales revenue for Deutsche Börse Group.
- The number of Xetra transactions rose further, but a downturn in floor trading cut sales revenue in the Xetra segment by 13 percent to €52.0 million (Q2/2001: €60.0 million).
- Information Products (IP) sales revenue grew by 28 percent to €33.1 million (Q2/2001: €25.8 million), driven in particular by the new packaging – bundling data into information packages.
- Consolidation of entory's revenue pushed up sales revenue in the Information Technology (IT) segment by 35 percent to €46.6 million (Q2/2001: €34.4 million). On a like-for-like basis (excluding entory) the IT segment recorded a 9 percent drop in sales revenue.



**EBIT by segment**

- The drop in EBIT in the Xetra segment due to lower floor trading activity was partially cushioned by reduced network operation and distribution costs.
- EBIT remained constant at Eurex despite the higher sales revenue, a result of further start-up expenses at the Eurex Bonds GmbH and Eurex Repo GmbH subsidiaries, as well as a higher marketing spend for new products.
- Information Products boosted EBIT by more than 300 percent, reflecting higher sales revenue coupled with lower development and operating costs, in particular for the Consolidated Exchange Feed (CEF) and for Internet applications.
- Despite a difficult environment, EBIT in the IT segment remained constant at €22.6 million (Q2/2001: €22.5 million). entory's loss amounted to €2.1 million, including goodwill amortization of €1.2 million.
- The EBIT contribution from Deutsche Börse's investment in Clearstream rose by 74 percent in Q2/2002 to €19.8 million (Q2/2001: €11.4 million). Following its full acquisition, Clearstream's earnings will be fully consolidated for the first time in Q3/2002.
- The Corporate Services result included €4.2 million of external costs stemming from the planned integration of Clearstream.



### Growing internationalization based on a global distribution network

Deutsche Börse Group is developing into an international service provider that can offer its customers a steadily growing portfolio of services and products focused on securities through existing distribution channels.

Deutsche Börse Systems operates an infrastructure that links customers in the USA and Europe with Deutsche Börse and sets standards in terms of stability and reliability. Deutsche Börse Systems' network integrates more than 1,000 participants in 19 countries and five time zones. 18 stock exchanges and markets worldwide use its information technology.

Eurex has built the world's largest market for financial derivatives on the basis of this architecture: at present, it covers 421 market participants in 17 countries. The growing internationalization of the customer base is a significant revenue driver – Eurex now generates more than 60 percent of its sales revenue from market participants outside Germany and Switzerland. Eurex's product development is supporting this development by focusing on the market launch of new international equity and index products.

The situation at Xetra is similar: 397 market participants from 17 countries form the basis of the largest international cash market network; market participants outside Germany now account for around 29 percent of the transactions. Xetra will continue to push forward with cross-border straight through processing and thus further increase the trading volume of the international participants.

Cross-border sales of information packages are also on the rise: around 50 percent of IP products are now supplied to customers outside Germany, with the sales revenue generated by these customers now accounting for around 70 percent of IP's total revenue.

Clearstream's distribution channels are a further revenue generator: around 2,500 customers in some 100 countries are linked via its systems. Following the acquisition of Clearstream, Deutsche Börse Group will be able to further extend its global presence, and will also have a stronger presence in the Asia Pacific and Middle East regions in future.

At the same time, Deutsche Börse Group aims to realize considerable synergies from the merger of lines previously operated separately for the customers of Deutsche Börse and Clearstream.

### Growing internationalization of Deutsche Börse Group's business

Division	Unit of measure	Germany	Europe	North America	Rest of World
Xetra	Transactions on Xetra in Q2/2002	71%	29%	–	–
Eurex	Contract volume in Q2/2002	35% <sup>1)</sup>	55%	10%	–
IT	Technical participants as at 30 June 2002	34%	46%	20%	–
IP	Information packages sold in June 2002	50%	41%	7%	2%

<sup>1)</sup> Germany plus Switzerland

### Xetra: market leadership in Germany and further internationalization of order flow

- Despite growth in the number of transactions on Xetra, the difficult market environment pushed down sales revenue by 13 percent to €52.0 million (Q2/2001: €60.0 million).
- EBIT fell by €5.5 million to €4.8 million (Q2/2001: €10.3 million).

The number of transactions on Xetra rose by 24 percent to 13.5 million (Q2/2001: 10.9 million). This saw Xetra, our electronic trading system, further increase its market share – measured by order book volume – compared with Frankfurt floor trading and the regional stock exchanges. It now accounts for 91 percent of total equities trading, and 96 percent for DAX equities.

Deutsche Börse successfully established its XTF segment in the high-growth market for exchange-traded funds. XTF reinforced its position as European market leader with a market share of 49 percent in the first six months of 2002.

Xetra Best Execution (Xetra BEST) is Deutsche Börse's new trading service offering to its market participants for retail investor orders on the Xetra platform. This new product supports the immediate execution of retail orders, combined with a lower price that would be currently charged using the Xetra order book. Xetra BEST is an integrated component of the next Xetra software Release 7.0.

### Trading on Xetra and the Frankfurt floor

in thousands

	Xetra transactions		Xontro contract notes in Frankfurt floor trading	
	2002	2001	2002	2001
January	4,577	4,725	3,356	5,971
February	4,152	3,505	2,838	4,345
March	4,304	4,262	3,040	4,652
April	4,176	3,785	2,759	3,745
May	4,342	3,684	2,521	4,069
June	4,966	3,434	2,561	3,459
<b>Total Q2</b>	<b>13,484</b>	<b>10,903</b>	<b>7,841</b>	<b>11,273</b>
Total H1	26,517	23,395	17,075	26,241

### Eurex: now the global leader for equity options

- Eurex again recorded double-digit growth: sales revenue rose by 17 percent to €73.6 million (Q2/2001: €62.7 million).
- At €27.9 million, EBIT remained almost unchanged year-on-year (Q2/2001: €28.2 million). The reasons are additional start-up expenses at the Eurex Bonds GmbH and Eurex Repo GmbH subsidiaries, as well as a higher marketing spend for the Dow Jones Euro STOXX sector indices and for the launch of the new options on Dutch equities.

182.6 million contracts in Q2/2002 equate to the record 185.2 million contracts in Q1/2002 and a 14 percent year-on-year growth (Q2/2001: 160.2 million). In the first six months of 2002, Eurex handled 367.8 million contracts with an underlying value of €25.9 trillion.

With 36.9 million contracts in Q2/2002, Eurex further extended its market leadership for equity options. Measured by the underlying value of transactions, Eurex this year overtook the Chicago Board Options Exchange, the previous leader, for the first time. To underpin its leadership in equity product trading and the European equity options segment, Eurex launched further options on 14 leading Dutch equities on 1 July. These new options mean that all Dutch blue chips can now be traded on Eurex.

Eurex recorded its strongest growth in the index products segment (up 64 percent). The contract volume for derivatives on the Dow Jones Euro STOXX 50 alone rose to 24.5 million – considerably more than twice the volume in the prior year period (Q2/2001: 9.0 million). Eurex has a solid basis for further growth: with approval from the US regulator CFTC now obtained, Eurex extended its portfolio by two sector index futures and a future on the Dow Jones Global Titans 50 index.

### Growing derivatives contract volume on Eurex

in thousand contracts

	Q2/2002 30 June 2002	Q2/2001 30 June 2001	Change in %
Equity products	36,918	37,077	-0.4
Index products	45,258	27,568	64.2
Money market products	144	168	-14.3
Capital market products	100,263	95,430	5.1
<b>Total Q2</b>	<b>182,583</b>	<b>160,243</b>	<b>13.9</b>
Total H1	367,791	323,978	13.5



Eurex and the Chicago Board of Trade (CBOT) have restructured their a/c/e alliance. The new agreements relate above all to the continuation of the two exchanges' technology cooperation. In addition, the partners agreed that they may independently launch new US-dollar- and euro-denominated products, except for some key products of the two exchanges.

### Information Products: new packaging boosts revenues

- Sales revenue grew by 28 percent to €33.1 million (Q2/2001: €25.8 million).
- Following the initial completion of cost intensive IT projects last year, EBIT has now risen by over 300 percent to €13.9 million (Q2/2001: €3.1 million).

The new packaging launched on 1 April has had a positive effect on revenue, with an increase in IP sales revenue especially outside Germany.

The appreciable hike in profitability is due primarily to the efficient CEF price data system (Consolidated Exchange Feed), which provides IP customers with real-time data. The system could increase its data volume by 75 percent with a corresponding cost increase of only 10 percent.

### Information Technology: position maintained in a weak environment

- Sales revenue at the Information Technology segment rose by 35 percent to €46.6 million (Q2/2001: €34.4 million), with entory contributing revenue of €15.4 million to this total.
- Despite entory's loss of €2.1 million (including goodwill amortization), EBIT remained unchanged year-on-year at €22.6 million (Q2/2001: €22.5 million).
- The decline in sales revenue was offset by savings in network costs and external services.

Due to the high proportion of long-term operating agreements, Deutsche Börse Systems AG is largely unaffected by short-term cyclical fluctuations. At €31.2 million (excluding entory), Q2/2002 sales revenue remained almost unchanged as against the previous year (Q2/2001: €34.4 million). An exception to this is the Xontro operating agreement entered into with the regional exchanges: the lower trading volume resulted in a €1.5 million drop in revenue to €7.8 million in Q2/2002.

Due to the heavily cyclical project business, entory AG, the second pillar of the IT Division, was unable to offset fully the weak market environment in the financial services IT sector, recording sales revenue (including intercompany sales) of €19.1 million (Q2/2001: €27.3 million). Unlike its competitors, however, entory was able to largely cushion this revenue shortfall by cutting external services.

### xlaunch: market participants interested in a neutral operator for new markets

- Costs in Q2/2002 amounted to €1.4 million (Q2/2001: €1.1 million).

In Q2/2002, the e-market factory xlaunch focused on validating its business model. Its attractiveness lies in its scalability, and the cost-effectiveness of a standardized infrastructure for new developing markets. Investment banks indicated their interest in developing marketplaces for OTC derivatives in a series of talks. xlaunch is also working on projects to migrate B2B marketplaces for energy and logistics to this common infrastructure.

### Settlement: higher earnings due to cost-cutting program

- Revenue from net interest and commission income decreased 15 percent to €143.1 million (Q2/2001: €168.6 million) due to a reduction in transaction volumes and average customer cash balances, as well as to lower interest rates.
- Total costs in Q2/2002 fell by €55.0 million to €109.0 million (Q2/2001: €164.0 million).
- Earnings from Deutsche Börse's 50 percent interest in Clearstream International S.A. grew to €19.8 million, compared with €11.4 million in Q2/2001.

Sales revenue dropped in a difficult market environment. However, profits increased considerably due to the cost-cutting program. This was launched in Q2/2001, and has cut the costs of external services in particular.

## CONSOLIDATED BALANCE SHEET as at 30 June 2002

	30 June 2002 €m	31 Dec. 2001 €m	30 June 2001 €m
<b>ASSETS</b>			
<b>Noncurrent assets</b>			
Intangible assets	303.9	259.8	204.0
Plant and equipment	50.8	57.3	59.2
Long-term investments	427.9	420.1	394.0
	<b>782.6</b>	<b>737.2</b>	<b>657.2</b>
<b>Current assets</b>			
Receivables and other assets	155.6	166.9	160.9
Current financial investments	311.2	302.9	0
Cash and bank balances	1,307.7	916.9	996.3
	<b>1,774.5</b>	<b>1,386.7</b>	<b>1,157.2</b>
<b>Deferred tax assets</b>	<b>11.6</b>	<b>11.2</b>	<b>6.5</b>
<b>Total assets</b>	<b>2,568.7</b>	<b>2,135.1</b>	<b>1,820.9</b>
<b>SHAREHOLDERS' EQUITY AND LIABILITIES</b>			
<b>Shareholders' equity</b>			
Subscribed capital	111.8	102.8	102.8
Share premium	1,330.2	945.5	945.5
Legal reserve and other retained earnings	470.3	446.3	297.1
Revaluation surplus	2.9	5.7	5.5
Unappropriated surplus	124.3	60.0	117.5
	<b>2,039.5</b>	<b>1,560.3</b>	<b>1,468.4</b>
<b>Minority interests</b>	<b>5.8</b>	<b>10.6</b>	<b>4.1</b>
<b>Provisions and liabilities</b>			
<b>Long-term provisions</b>			
Provision for pensions and other employee benefits	33.7	31.2	25.7
Deferred tax liabilities	57.9	47.6	38.4
Other long-term provisions	26.3	26.3	21.8
	<b>117.9</b>	<b>105.1</b>	<b>85.9</b>
<b>Short-term provisions</b>			
Tax provisions	38.8	26.9	48.9
Other short-term provisions	21.6	25.4	16.2
	<b>60.4</b>	<b>52.3</b>	<b>65.1</b>
<b>Noncurrent liabilities</b>			
Interest-bearing liabilities	0	0	80.0
Other noncurrent liabilities	20.5	11.1	0
	<b>20.5</b>	<b>11.1</b>	<b>80.0</b>
<b>Current liabilities</b>			
Bank loans and overdrafts	0	90.0	10.0
Trade payables	47.8	70.2	35.1
Payables to other investors	28.6	12.6	7.5
Cash deposits by Eurex participants	204.0	164.7	17.8
Other current liabilities	44.2	58.2	47.0
	<b>523.4</b>	<b>395.7</b>	<b>117.4</b>
<b>Total provisions and liabilities</b>	<b>554.5</b>	<b>564.2</b>	<b>348.4</b>
<b>Total shareholders' equity and liabilities</b>	<b>2,568.7</b>	<b>2,135.1</b>	<b>1,820.9</b>



**CONSOLIDATED INCOME STATEMENT**  
for the period 1 January to 30 June 2002

	30 June 2002 €m	Quarter ended 30 June 2001 €m	30 June 2002 €m	Six months ended 30 June 2001 €m
Sales revenue	205.3	182.9	410.2	374.6
Own expenses capitalized	19.4	17.7	33.4	34.8
Other operating income	12.0	17.0	28.5	36.3
	<b>236.7</b>	<b>217.6</b>	<b>472.1</b>	<b>445.7</b>
Staff costs	-36.3	-26.7	-75.6	-55.0
Depreciation and amortization expense	-24.4	-20.0	-47.5	-37.7
Other operating expenses	-114.5	-110.4	-219.2	-217.6
Income from equity investments	20.1	12.1	40.0	29.2
Write-downs of long-term investments	-1.6	-2.3	-2.4	-4.1
<b>Earnings before interest and tax (EBIT)</b>	<b>80.0</b>	<b>70.3</b>	<b>167.4</b>	<b>160.5</b>
Net financial income	9.4	13.2	17.0	21.8
<b>Profit before tax from ordinary activities</b>	<b>89.4</b>	<b>83.5</b>	<b>184.4</b>	<b>182.3</b>
Income tax expense	-30.1	-31.3	-60.6	-64.9
<b>Net profit for the period</b>	<b>59.3</b>	<b>52.2</b>	<b>123.8</b>	<b>117.4</b>
Minority interests in net loss/(profit)	0.4	0.1	0.5	0.1
<b>DVFA/SG earnings</b>	<b>59.7</b>	<b>52.3</b>	<b>124.3</b>	<b>117.5</b>
DVFA/SG earnings per share (€)	0.57	0.51	1.20	1.21

**CONSOLIDATED CASH FLOW STATEMENT**  
for the period 1 January to 30 June 2002

	30 June 2002 €m	Six months ended 30 June 2001 €m
Net profit for the period	123.8	117.4
Depreciation and amortization expense	49.9	41.8
Increase/(decrease) in long-term provisions	2.5	-8.0
Deferred taxes income and expense	12.4	14.3
Other non-cash income and expense	-12.7	-15.8
<b>DVFA/SG cash flow</b>	<b>175.9</b>	<b>149.7</b>
Change in working capital, net of non-cash items	-7.9	-64.1
Adjustment for interest and taxes contained in net profit for the period	31.2	28.8
Interest received and income from other noncurrent financial investments and long-term loans	26.2	27.2
Interest paid	-9.2	-5.4
Income tax paid	-36.3	-59.7
Net loss on the disposal of plant and equipment	0.2	0.4
<b>Cash flow from operating activities</b>	<b>180.1</b>	<b>76.9</b>
Investments in noncurrent assets	-42.4	-64.4
Investments in subsidiaries	-41.0	0
<b>Cash flow from investing activities</b>	<b>-83.4</b>	<b>-64.4</b>
Net proceeds from capital increase	390.8	961.8
Repayment of long-term borrowings	-90.0	-10.0
Dividends paid	-37.0	-30.8
<b>Cash flow from financing activities</b>	<b>263.8</b>	<b>921.0</b>
<b>Net change in cash and cash equivalents</b>	<b>360.5</b>	<b>933.5</b>
Cash and cash equivalents at beginning of period <sup>1)</sup>	1,062.0	45.0
<b>Cash and cash equivalents at end of period<sup>1)</sup></b>	<b>1,422.5</b>	<b>978.5</b>
DVFA/SG cash flow per share (€)	1.70	1.55

<sup>1)</sup> Excluding Eurex participants' cash deposits

**CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY**  
for the period 1 January to 30 June 2002

	30 June 2002 €m	Six months ended 30 June 2001 €m
<b>Subscribed capital</b>		
Balance as at 1 January	102.8	18.8
Issue of new shares	9.0	7.5
Capital increase from share premium and retained earnings	0	76.5
<b>Balance as at 30 June</b>	<b>111.8</b>	<b>102.8</b>
<b>Share premium</b>		
Balance as at 1 January	945.5	44.8
Issue of new shares	388.8	976.1
Costs of capital increase	-7.0	-36.8
Deferred taxes on costs of capital increase	2.9	15.1
Capital increase from share premium	0	-53.7
<b>Balance as at 30 June</b>	<b>1,330.2</b>	<b>945.5</b>
<b>Retained earnings</b>		
Balance as at 1 January	446.3	306.6
Capital increase from retained earnings	0	-22.8
Appropriations from unappropriated surplus (incl. any IAS adjustments)	23.0	11.0
Adjustments from deferred taxes	-0.4	1.0
Measurement of interest rate swaps	3.8	-2.2
Increase in carrying amount of investments held by Clearstream International S.A.	-2.4	3.5
<b>Balance as at 30 June</b>	<b>470.3</b>	<b>297.1</b>
<b>Revaluation surplus</b>		
Balance as at 1 January	5.7	7.8
Remeasurement of long-term investments	-2.8	-2.3
<b>Balance as at 30 June</b>	<b>2.9</b>	<b>5.5</b>
<b>Unappropriated surplus</b>		
Balance as at 1 January	60.0	41.8
Dividends paid	-37.0	-30.8
Net profit for the period	123.8	117.4
Minority interests	0.5	0.1
Appropriation to retained earnings (incl. any IAS adjustments)	-23.0	-11.0
<b>Balance as at 30 June</b>	<b>124.3</b>	<b>117.5</b>
<b>Shareholders' equity as at 30 June</b>	<b>2,039.5</b>	<b>1,468.4</b>

## Notes to the interim financial statements

### 1. Accounting policies

These interim financial statements have been prepared in accordance with International Accounting Standards (IASs). The same accounting policies and valuation methods have been used as in the consolidated financial statements for the year ended 31 December 2001.

In accordance with IAS 39, commercial paper transactions are recognized at the settlement date.

### 2. Group structure

Deutsche Börse AG increased its interest in entory AG by 2 percent during the second quarter of 2002 to a total interest of 96 percent. The remaining 4 percent interest is expected to be acquired during the remainder of 2002. Since 1 January 2002, entory Group's earnings have been fully consolidated in Deutsche Börse Group's income statement.

On 23 April 2002, NeuerMarkt.com AG, a 100 percent affiliate of Deutsche Börse AG, was merged with Deutsche Börse AG.

### 3. Seasonal influences

The Group's revenues are influenced more by the volatility and the level of transactions in the capital markets than by seasonal factors. Owing to a concentration of costs for projects coming to completion in the fourth quarter, net income in the fourth quarter tends to be lower than in the first three quarters of the year.

### 4. Bank loans

Outstanding bank loans totalling €90 million as at 31 December 2001 were repaid in January 2002, together with the interest charge for the previous 12 months.

There were no significant bank loans during Q2/2002. See also note 12.

### 5. Share capital

On 19 June 2002, the subscribed capital was increased by €9,042,880 to 111,802,880 shares by issuing new no-par value registered shares against cash contributions. The newly issued shares were placed mainly with institutional investors in the United Kingdom, Germany and the USA by way of a private placement at a price of €44.00 per share; shareholders' pre-emptive rights were suspended.

At the Annual General Meeting of Shareholders ("AGM") held on 3 May 2001, shareholders approved increases in the Company's authorized share capital I and II. Accordingly, the Executive Board was authorized, subject to the agreement of the Supervisory Board, to increase the subscribed capital by issuing new shares with a nominal value of up to €41,104,000 (authorized capital I) and a further €10,276,000 (authorized capital II) against cash or non-cash contributions. After adjustment for the capital increase on 19 June 2002 mentioned above, the share capital may be increased by the remaining €1,233,120 from authorized capital II. The Executive Board is also authorized, subject to the agreement of the Supervisory Board, to suspend existing shareholders' pre-emptive rights if the issue of authorized capital I against non-cash contributions is for the purpose of acquiring companies, parts of companies or stakes in companies, or if the issue of authorized capital II is for cash at an issue price which is not significantly lower than the stock exchange price.

### 6. Dividends

The dividend per share for fiscal year 2001 was increased by 20 percent to €0.36 (previous year: €0.30 after adjustment for the stock split implemented on 1 June 2001) and was distributed to shareholders on 16 May 2002. The total dividend payout of €37 million corresponded to a distribution ratio of 18 percent of net profit for the year (previous year: 21 percent excluding extraordinary gains).

## 7. Segment results

### Sales revenue

	30 June 2002 €m	Quarter ended 30 June 2001 €m	30 June 2002 €m	Six months ended 30 June 2001 €m
Xetra	52.0	60.0	107.0	126.3
Eurex	73.6	62.7	147.3	124.0
Information Products	33.1	25.8	62.6	50.3
Information Technology <sup>1)</sup>	46.6	34.4	93.3	71.6
xlaunch	0	0	0	2.4
<b>Total sales revenue</b>	<b>205.3</b>	<b>182.9</b>	<b>410.2</b>	<b>374.6</b>
<b>Internal revenue Information Technology</b>	<b>56.4</b>	<b>61.1</b>	<b>104.5</b>	<b>126.5</b>

<sup>1)</sup> 2002 figures include entory group data.

### Earnings before interest and tax (EBIT)

	30 June 2002 €m	Quarter ended 30 June 2001 €m	30 June 2002 €m	Six months ended 30 June 2001 €m
Xetra	4.8	10.3	15.9	23.7
Eurex	27.9	28.2	63.7	56.1
Information Products	13.9	3.1	21.7	5.9
Information Technology <sup>1)</sup>	22.6	22.5	37.2	56.7
xlaunch	-1.4	-1.1	-2.4	-3.9
Corporate Services	-7.6	-4.1	-7.7	-6.3
Settlement <sup>2)</sup>	19.8	11.4	39.0	28.3
<b>Total EBIT</b>	<b>80.0</b>	<b>70.3</b>	<b>167.4</b>	<b>160.5</b>

<sup>1)</sup> 2002 figures include entory group data.

<sup>2)</sup> Including earnings from the 50 percent investment in Clearstream International S.A. and the dividend on the investment in Cedel International S.A.

Earnings before interest and tax consist of the profit or loss from operating activities, including Deutsche Börse's proportionate share of the profit or loss of associated companies carried at equity.

### Profit before tax from ordinary activities (EBT)

	30 June 2002 €m	Quarter ended 30 June 2001 €m	30 June 2002 €m	Six months ended 30 June 2001 €m
Xetra	4.8	10.3	15.9	23.7
Eurex	29.2	30.6	66.1	61.6
Information Products	13.9	3.1	21.7	5.9
Information Technology <sup>1)</sup>	22.8	22.4	37.5	56.6
xlaunch	-1.4	-1.1	-2.4	-3.8
Corporate Services	0.3	8.1	6.6	12.8
Settlement <sup>2)</sup>	19.8	10.1	39.0	25.5
<b>Total EBT</b>	<b>89.4</b>	<b>83.5</b>	<b>184.4</b>	<b>182.3</b>

<sup>1)</sup> 2002 figures include entory group data.

<sup>2)</sup> Including earnings from the 50 percent investment in Clearstream International S.A. and the dividend on the investment in Cedel International S.A.

Interest earned on the investment of the IPO proceeds in short-term cash deposits and money market funds is included within the Corporate Services Segment.

## Investments (excluding financial investments)

	30 June 2002 €m	Quarter ended 30 June 2001 €m	30 June 2002 €m	Six months ended 30 June 2001 €m
Xetra	8.3	7.9	13.7	18.4
Eurex	8.5	13.4	14.4	25.4
Information Products	2.2	5.5	4.8	8.2
Information Technology <sup>1)</sup>	5.8	4.1	8.0	9.4
xlaunch	0.3	0	0.3	0
Corporate Services	0.4	1.0	1.0	1.4
<b>Total investments</b>	<b>25.5</b>	<b>31.9</b>	<b>42.2</b>	<b>62.8</b>

<sup>1)</sup> 2002 figures include entory group data.

## Depreciation and amortization

	30 June 2002 €m	Quarter ended 30 June 2001 €m	30 June 2002 €m	Six months ended 30 June 2001 €m
Xetra	8.3	7.8	16.7	14.9
Eurex	3.8	2.5	7.1	4.9
Information Products	2.2	0.9	4.2	1.0
Information Technology <sup>1)</sup>	8.6	7.2	16.4	13.9
xlaunch	0	0	0	0
Corporate Services	1.5	1.6	3.1	3.0
<b>Total depreciation and amortization</b>	<b>24.4</b>	<b>20.0</b>	<b>47.5</b>	<b>37.7</b>

<sup>1)</sup> 2002 figures include entory group data.

## 8. Earnings per share

In accordance with IAS 33, earnings per share are calculated by dividing the result for the period by the weighted average number of shares outstanding. As at 30 June 2002, there were no outstanding options or rights to purchase shares that potentially could have diluted the earnings per share.

The historical number of shares and the earnings and dividend per share in the table below have been adjusted to reflect the 10-for-1 stock split carried out on 1 June 2001.

	30 June 2002	Quarter ended 30 June 2001	30 June 2002	Six months ended 30 June 2001
Number of shares outstanding at beginning of period	102,760,000	102,760,000	102,760,000	73,400,000
Number of shares outstanding at end of period	111,802,880	102,760,000	111,802,880	102,760,000
Weighted average number of shares outstanding	103,952,468	102,760,000	103,359,528	96,716,354
DVFA/SG earnings (€m)	59.7	52.3	124.3	117.5
DVFA/SG earnings per share (€)	0.57	0.51	1.20	1.21
Dividends paid (€m)	37.0	30.8	37.0	30.8
Dividend per share (€)	0.36	0.30	0.36	0.30

## 9. Shareholdings of members of the Executive and Supervisory Boards

The company has been notified of the following holdings of Deutsche Börse AG shares as at 30 June 2002.

Shareholding as at 30 June 2002		Shareholding as at 30 June 2002	
<b>Executive Board</b>		Hans-Peter Gabe	410
Werner G. Seifert	0	Dr. Peter Gloystein	0
Rudolf Ferscha	18,290	Harold Hörauf	0
Frank Gerstenschläger	745	Dr. Stefan Jentzsch	0
Mathias Hlubek	5,000	Dr. Claus Löwe	0
Michael Kuhn	0	Friedrich von Metzler	0
Christoph Lammersdorf	2,380	Fritz Nols	0
Volker Potthoff	660	Klaus M. Patig	0
		Roland Prantl	0
<b>Supervisory Board</b>		Sadegh Rismanchi	430
Dr. Rolf-E. Breuer	0	Gerhard B. Roggemann	0
Ralf Arnemann	0	Rainer Roubal	0
Herbert Bayer	0	Johannes Witt	100
Dr. Peter Coym	0	Manfred Zaß	0
Leonhard Fischer	0	Silke Zilles	0
Uwe E. Flach	0		

Under the Group's stock option plan implemented in February 2001, management receives "virtual" options each year. The value of the options is calculated based on the change in the value of the Company's shares compared with the Dow Jones STOXX 600 Technology Index (EUR) (Return). The options are exercisable after between three and five years and the options' value is only payable in cash. No other shares or share options have been granted to management.

## 10. Transactions with related parties

Material transactions with companies classified as related parties are presented below. All transactions were effected on an arm's length basis.

	30 June 2002 €m	Quarter ended 30 June 2001 €m	30 June 2002 €m	Six months ended 30 June 2001 €m
Systems operating services provided by Deutsche Börse Systems AG to Clearstream Banking AG	4.2	2.7	8.4	8.9
Xetra settlement fees paid by Clearstream Banking AG to Deutsche Börse AG	5.4	4.6	10.7	9.8
Specific service agreements for the provision of office and administrative services:				
by Eurex Zürich AG to SWX Swiss Exchange	4.4	8.0	10.7	12.8
by SWX Swiss Exchange to Eurex Zürich AG	3.5	-0.7	3.4	0.9
by Deutsche Börse AG to Clearstream Banking AG	3.5	1.6	7.1	3.1
by Deutsche Börse AG to European Energy Exchange AG	0.1	0.2	0.5	0.9

**11. Employees<sup>1)</sup>**

	Quarter ended		Six months ended	
	30 June 2002	30 June 2001	30 June 2002	30 June 2001
Employed at balance sheet date	1,552	1,079	1,552	1,079
Average number of employees <sup>2)</sup>	1,546	1,007	1,536	997

<sup>1)</sup> 2002 figures include entry group data.<sup>2)</sup> Allowing for part-time employees**12. Events after the balance sheet date**

## Cedel International S.A. transaction

Deutsche Börse AG successfully completed its acquisition of Cedel International and Cedel's 50 percent interest in Clearstream International on 11 July 2002. Deutsche Börse now holds all shares of Cedel International S.A., which it acquired for €1.76 billion. Cedel International S.A., Clearstream International S.A. and their subsidiaries will be fully consolidated as from 1 July 2002.

The transaction was funded from the cash reserves of €1.4 billion held on 30 June 2002 (including the cash inflow from the capital increases listed in note 5) and from the funds received from the issuance of commercial paper after 1 July 2002.

The Executive Board  
Deutsche Börse AG  
Frankfurt/Main, 7 August 2002



Werner G. Seifert



Rudolf Ferscha



Frank Gerstenschläger



Mathias Hlubek



Michael Kuhn



Christoph Lammersdorf



Volker Potthoff





Q2/2002

**Contact**

Investor Relations  
e-mail: [ir@deutsche-boerse.com](mailto:ir@deutsche-boerse.com)  
Fax: +49-(0)69-21 01-43 21

Additional copies of this interim report and the Annual Report 2001 may be obtained from the Publications Hotline.

Tel: +49-69-21 01-15 10  
Fax: +49-69-21 01-15 11

or may be downloaded from the internet at [www.deutsche-boerse.com](http://www.deutsche-boerse.com)

**Published by**

Deutsche Börse Group  
60485 Frankfurt/Main  
Germany

[www.deutsche-boerse.com](http://www.deutsche-boerse.com)

Reproductions – in total or in part – only with the written permission of the publisher.

August 2002  
Order number: 1010-1446

Company Register: Frankfurt/Main HRB 32 23 2