

HEAD N.V. INTERIM FINANCIAL STATEMENTS

For the Period Ended March 31, 2010



HEAD N.V.

INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2010

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PRESENTATION OF INFORMATION

Percentages and some amounts contained herein are rounded for ease of presentation, and some amounts may therefore not total. Most financial information is presented in euro. In some cases, this report contains translations of amounts in other currencies into euro at specified rates solely for the convenience of the reader. You should not construe these translations as representations that these amounts actually represent these euro amounts or could be converted into euro at the rate indicated.

Unless otherwise indicated, euro amounts have been translated from other currency amounts to euro, based on the European Central Bank rates.

The condensed interim financial statements included herein have been prepared in accordance with IFRS as adopted by the European Union.

HEAD N.V. AND SUBSIDIARIES ITEM 1. FINANCIAL STATEMENTS CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

			March 31,		December 31,
	Note	_	2010		2009
		_	(unaudited) (in thousands, ex	сер	t share data)
ASSETS:					
Non-current assets	_	_		_	
Property, plant and equipment, net	6	€	54,009	€	•
Intangible assets			11,260		10,995
Goodwill	6		2,851		2,744
Deferred income tax assets			50,756		49,239
Trade receivables			115		1,045
Other non-current assets		_	4,770		4,738
Total non-current assets			123,760		122,970
Current assets					
Inventories, net	3		78,325		62,829
Trade and other receivables			80,289		122,296
Prepaid expense			2,291		1,857
Available-for-sale financial assets			6,746		6,573
Cash and cash equivalents		_	68,164		36,935
Total current assets		_	235,816		230,490
Total assets		€_	359,577	€	353,460
EQUITY:					
Share capital: €0.01 par value;					
88,204,030 shares issued	5	€	882	€	882
Other reserves			105,077		105,077
Treasury shares	5		(683)		(683)
Retained earnings			51,457		53,286
Fair Value and other reserves including					
cumulative translation adjustments (CTA)		_	(6,531)		(10,073)
Total equity			150,202		148,489
LIABILITIES:					
Non-current liabilities					
Borrowings			92,449		92,286
Retirement benefit obligations			14,508		14,276
Other long-term liabilities		_	11,609		14,212
Total non-current liabilities			118,565		120,774
Current liabilities					
Trade and other payables			55,053		49,003
Income taxe liabilities			2,071		1,947
Borrowings			23,063		22,133
Provisions		_	10,622		11,114
Total current liabilities		_	90,810		84,197
Total liabilities		_	209,375		204,971
Total liabilities and shareholders' equity		€_	359,577	€	353,460

The accompanying notes are an integral part of the consolidated financial statements

HEAD N.V. AND SUBSIDIARIES ITEM 1. FINANCIAL STATEMENTS CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	_		For the Three Months ended March 31,			
	Note		2010		2009	
			(unaudited)		(unaudited)	
			(in thousands, e	хсер	t share data)	
Results of operations:						
Total net revenues	6	€	60,977	€	57,174	
Cost of sales		_	34,790		35,382	
Gross profit			26,187		21,792	
Selling and marketing expense			22,510		22,313	
General and administrative expense			6,523		7,168	
Restructuring costs					1,723	
Share-based compensation income			(2,807)		(10)	
Other operating expense, net		_	472	_	722	
Operating loss			(512)		(10,124)	
Interest and other finance expense			(2,316)		(3,152)	
Expense on exchange of senior notes					(1,900)	
Interest and investment income			196		185	
Other non-operating income (expense), net		_	(428)	_	1,380	
Loss before income taxes			(3,059)		(13,612)	
Income tax benefit (expense):						
Current			(287)		(1,345)	
Deferred		_	1,517	_	3,182	
Income tax benefit		_	1,230		1,837	
Loss for the period		€_	(1,829)	€	(11,775)	
Other comprehensive income:						
Gains (losses) recognized directly in equity						
Invested intercompany receivables		€	459	€	405	
Available-for-sale financial assets			173		(258)	
Foreign currency translation adjustment			3,069		1,708	
Income tax related to components						
of other comprehensive income			(158)		(37)	
Other comprehensive income for the period, net of tax		€_	3,543	€_	1,818	
		_=	4 740	_=	(0.053)	
Total comprehensive income (loss) for the period		€=	1,713	[€] =	(9,957)	
Earnings per share-basic						
Loss for the period		€	(0.02)	€	(0.32)	
Earnings per share-diluted						
Loss for the period		€	(0.02)	€	(0.32)	
Weighted average shares outstanding						
Basic			87,944		37,109	
Diluted			87,944		37,109	

The accompanying notes are an integral part of the consolidated financial statements.

HEAD N.V. AND SUBSIDIARIES ITEM 1. FINANCIAL STATEMENTS CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

						Fair Value and Other	
_	Ordinary St	nares	Other	Treasury	Retained	Reserves/	Total
-	Shares	Amount	Reserves	Stock	Earnings	CTA	Equity
			<i>*</i>	(unaudited)			
				nds, except s		/= -= · · ·	
Balance at January 1, 2009	37,109,432 €	398	€ 111,489	€ (7,119) €	30,960 €	(9,694) €	126,034
Loss for the period					(11,775)		(11,775)
Changes in fair value and other reserves including CTA						1,818	1,818
for the period							(9,957)
Balance at March 31, 2009	37,109,432 €	398	€ 111,489	€ (7,119) €	19,186 €	(7,876) €	116,077
Balance at January 1, 2010	87,944,008 €	882	€ 105,077	€ (683) €	53,286 €	(10,073) €	148,489
Loss for the period	~*				(1,829)		(1,829)
Changes in fair value and other reserves including CTA						3,543	3,543
for the period							1,713
Balance at March 31, 2010	87,944,008 €	882	€ 105,077	€ (683) €	51,457 €	(6,531) €	150,202

The accompanying notes are an integral part of the consolidated financial statements.

HEAD N.V. AND SUBSIDIARIES ITEM 1. FINANCIAL STATEMENTS CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

			For the Three Months ended March 31,			
	Note		2010		2009	
			(unaudited) (in th	ousan	(unaudited) ds)	
OPERATING ACTIVITIES:		_	(4.000)	_	(11.775)	
Loss for the period		€	(1,829)	€	(11,775)	
Depreciation and amortization			2,664		3,974	
Amortization and write-off of debt issuance cost						
and bond discount			39		113	
Provision (release) for leaving indemnity and pension benefits			187		(248)	
Restructuring costs					82	
Loss (gain) on sale of property, plant and equipment			1		(9)	
Share-based compensation income			(2,807)		(10)	
Deferred Income			(173)		(721)	
Interest expense			1,845		2,474	
Interest income			(196)		(185)	
Income tax expense			287		1,345	
Deferred tax benefit	ı		(1,517)		(3,182)	
Changes in operating assets and liabilities:						
Accounts receivable			45,585		50,581	
Inventories	3		(14,262)		(15,199)	
Prepaid expense and other assets			(441)		(459)	
Accounts payable, accrued expenses, other liabilities			6 000		(1.251)	
and provisions			6,989		(1,351)	
Interest paid			(3,855)		(5,477)	
Income tax paid		-	(243)		(271)	
Net cash provided by operating activities		-	32,275	_	19,683	
INVESTING ACTIVITIES:						
Purchase of property, plant and equipment			(986)		(1,483)	
Proceeds from sale of property, plant and equipment			13		10	
Interest received			180	_	113	
Net cash used for investing activities			(793)	_	(1,360)	
FINANCING ACTIVITIES:						
Change in short-term borrowings, net			551		(3,097)	
Payments on long-term debt			(478)		(887)	
Change in restricted cash			(0)	_	192	
Net cash provided by (used for) financing activities			72	_	(3,791)	
Effect of exchange rate changes on cash and cash equivalents			(326)		(301)	
Net increase in cash and cash equivalents			31,229		14,230	
Cash and cash equivalents at beginning of period			36,024		17,155	
Cash and cash equivalents at end of period		€.	67,253	€=	31,385	

The accompanying notes are an integral part of the consolidated financial statements.

HEAD N.V. AND SUBSIDIARIES ITEM 1: FINANCIAL STATEMENTS NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS Note 1 - Business

Head N.V. ("Head" or the "Company") is a leading global manufacturer and marketer of branded sporting goods serving the skiing, tennis and diving markets. The Company has created or acquired a portfolio of brands – *Head* (principally alpine skis, ski bindings, ski boots, and snowboard products, tennis, racquetball, squash and badminton racquets, tennis balls and tennis footwear), *Penn* (tennis balls and racquetball balls), *Tyrolia* (ski bindings), *Mares* (diving equipment). The Company's key products have attained leading market positions based on sales and reputation and have gained high visibility through their use by many of today's top athletes.

The Company generates revenues in its principal markets by selling goods directly to retail stores and, to a lesser extent, by selling to distributors. The Company also receives licensing and royalty income. As many of the Company's products, especially Winter Sports products, are shipped during a specific part of the year, the Company experiences highly seasonal revenue streams. Following industry practice, the Company begins to receive orders from its customers in the Winter Sports division from March until September, during which time the Company books approximately three quarters of its orders for the year. The Company will typically begin shipment of skis, boots and bindings in July and August, with the peak shipping period occurring in September to November. At this time, the Company will begin to receive re-orders from customers, which constitute the remaining quarter of the yearly orders. This re-orders inflow may last, depending on the course of weather into the first quarter of the next year. Racquet Sports and Diving product revenues experience almost no seasonality.

During the first three months of any calendar year, the Company typically generates some 25% of its Racquet Sports and Diving product revenues, but some 10% of its Winter Sports revenue. Thus, the Company typically generates only some 20% of its total year gross profit in the first three months of the year, but the Company incurs some 25% of fixed general and administration and marketing expenses in this period.

Head conducts business in Europe (primarily in Austria, Italy, Germany, France, Spain, Switzerland, the Netherlands and the United Kingdom), North America and Asia.

Note 2 - General Principles and Explanations

Basis of Presentation

The condensed interim financial statements included herein have been prepared in accordance with IFRS ("International Financial Reporting Standards") as adopted by the EU. The accounting principles applied in these condensed interim financial statements are the same as those applied by the Company in its consolidated financial statements as at and for the year ended December 31, 2009. The condensed interim financial statements comply with IAS 34. The result of operations for the three months period ended March 31, 2010 is not necessarily indicative of the results that may be expected for any other interim period or for the full fiscal year.

HEAD N.V. AND SUBSIDIARIES ITEM 1: FINANCIAL STATEMENTS NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS Note 3 - Inventories

Inventories consist of the following (in thousands):

	March 31,	December 31,		
	2010	2009		
	(unaudited)			
Raw materials and supplies €	14,339	€ 13,196		
Work in process	7,254	5,517		
Finished goods	66,532	54,590		
Provisions	(9,799)	(10,474)		
Total inventories, net ϵ	78,325	€ 62,829		

Note 4 - Financial Instruments

The following table provides information regarding the Company's foreign exchange forward and option contracts as of March 31, 2010 and December 31, 2009. The fair value of the foreign currency contracts represent the amount the Company would receive or pay to terminate the contracts, considering first, quoted market prices of comparable agreements, or in the absence of quoted market prices, such factors as interest rates, currency exchange rates and remaining maturity.

	As of March 31, 2010			
	Contract	Carrying	Fair	
_	amount	<u>value</u>	<u>value</u>	
		(in thousand	s)	
Foreign exchange forward contracts	€ 23,706	€ (1.454)	€ (1.454)	
Foreign exchange option contracts	€ 2,494	€ (32)	€ (32)	
_	As of	December 31,	2009	
	Contract	Carrying	Fair	
	<u>amount</u>	<u>value</u>	<u>value</u>	
		(in thousand	s)	
Foreign exchange forward contracts	€ 31,029	€ (271)	€ (271)	
Foreign exchange option contracts	€ 3,683	€ 16	€ 16	

Note 5 - Shareholders' Equity

Head Sports Holdings N.V. and its shareholders controlled 48,242,064 shares, or approximately 54.69% of the Company's issued shares, as of March 31, 2010. Head Sports Holdings N.V., a Netherlands Antilles corporation, and its shareholders are controlled by Johan Eliasch, the Company's CEO, and his family members resulting in the ability to significantly influence and control the Company's operations.

In accordance with SIC 12 "Consolidation – Special Purpose Entity" the Company consolidated the Stichting, as the Company was considered the main beneficiary of the Stichting. The Stichting is a Dutch foundation, which holds, votes, and receives dividends on certain of the Company's ordinary shares. In conjunction with the Company's option plans, the Stichting also issues depository receipts to option holders, upon exercise of the option. As a result of consolidating the Stichting shares held by the Stichting are presented as treasury shares in the consolidated statement

HEAD N.V. AND SUBSIDIARIES ITEM 1: FINANCIAL STATEMENTS NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

of financial position. As of March 31, 2010, the Stichting held 260,022 treasury shares.

Note 6 - Segment Information

The Company operates in one industry segment, Sporting Goods. The following information reflects net revenues and long-lived assets based on the location of the Company's subsidiaries:

,	For the Three Months ended March 31,				
_	2010		2009		
_	(unaudited) (in the	ousa	(unaudited) nds)		
Net Revenues from External Customers:					
Austria €	21,686	€	20,902		
Italy	8,072		8,532		
Other (Europe)	9,370		7,655		
Asia	2,818		2,357		
North America	19,031	_	17,729		
Total Net Revenues ϵ	60,977	€_	57,174		
	March 31,		December 31,		
<u> </u>	2010		2009		
	(unaudited)				
	(in thousands)				
Long-lived assets:					
Austria €	19,894	€	20,672		
Italy	8,652		8,941		
Other (Europe)	20,879		20,781		
Asia	11,559		10,811		
North America	7,135	_	6,744		
Total long-lived assets €	68,119	€	67,949		

Note 7 - Related Party Transactions

The Company receives administrative services from corporations, which are ultimately controlled by the principal shareholder of the Company. Administrative expenses amounted to approximately €1.2 million for the period ended March 31, 2010 and 2009, respectively. The company provides investor relations, corporate finance, legal and consulting services. In the amended indenture governing the senior secured notes, the Company has agreed to limit such expenses to €4.6 million per year as long as the senior secured notes are outstanding.

One of the Company's subsidiaries leased its office building from its general manager. Rental expenses amounted to approximately €0.01 million for the period ended March 31, 2010 and 2009, respectively.

Overview:

The Company is a leading global manufacturer and marketer of branded sporting goods serving the skiing, tennis and diving markets. The Company has created or acquired a portfolio of brands – *Head* (principally alpine skis, ski bindings, ski boots, and snowboard and protection products, tennis, racquetball, squash and badminton racquets, tennis balls and tennis footwear), *Penn* (tennis balls and racquetball balls), *Tyrolia* (ski bindings), *Mares* (diving equipment). The Company's key products have attained leading market positions based on sales and reputation and have gained high visibility through their use by many of today's top athletes.

With a broad product offering marketed mainly from middle to high price points, the Company supplies sporting equipment and accessories to all major distribution channels in the skiing, tennis and diving markets, including pro shops, specialty sporting goods stores and mass merchants. Head N.V.'s products are sold through some 37,000 customers in over 85 countries and target sports enthusiasts of varying levels of ability and interest ranging from the novice to the professional athlete. The Company's strongest presence has traditionally been in Europe. The United States is the next largest market for the Company's products after Europe.

Over the last six decades, the Company has become one of the world's most widely recognized developers and manufacturers of innovative, high-quality and technologically advanced sporting equipment. The Company's focus continues to be its core products of skiing, tennis and diving equipment. In order to expand market share and maximize profitability, for the last ten years the Company has increased its emphasis on marketing and new product development, leveraging further its brands, global distribution network and traditional strength in manufacturing and the Company is continuously looking for a possible reduction of its fixed costs.

Business development

Winter Sports. The 2009/2010 winter season started with early snow in Europe and in some parts of the U.S. but with late snow in Japan. Retailers in Europe reported a growing winter sports equipment business mainly driven by accessories and skiwear. Ski sales in Europe have been flat compared to 2008 and significantly down in Japan and in Canada. Good snow conditions all over the world as from January onwards for the rest of the season led to some good sell through also in Japan and retailers could reduce their inventory. In the Olympic Games in Vancouver Head skiers won four Gold, one Silver and six Bronze medals the best performing Alpine Ski brand during these games. This increases the popularity and demand for our products at retail and consumer level and helps us to gain additional market share in a still slightly declining equipment market. There is still a significant trend towards renting the ski equipment. We are part way through the preseason orders for our winter sports business, and at this stage, based on our bookings we believe that winter sports sales will be broadly in line with last years.

Racquet Sports. The tennis market finished the year 2009 in better shape than anticipated. While the U.S. tennis market declined at a rate of approximately 10% in racquet sales and 1% in ball sales, the European market was stable in racquet sales and slightly declined in ball sales, driven by lower prices for balls in the market. The Japanese market also declined in 2009. For 2010, we anticipate a market similar to 2009 in racquet and ball sales in all regions of the world.

Diving. Diving markets declined in 2009 as a result of the worldwide economic crisis, with dive equipment at higher price-points having been affected stronger than soft-goods.

The Company believes that Mares gained market share in its key European markets, of Germany, France and Spain as a result of innovative product launches and improved operations. The Mares business was most severely impacted in the U.S. with a decline of over 20% in sales. Asian countries developed differently, and were in total slightly down, with Korea up both in sales and market share, while Australia worsened due to distribution weaknesses.

Results of Operations:

The following table sets forth certain consolidated income statement data:

_	For the Three Months ended March 31,			
_	2010	2009		
	(unaudited) (in thous	(unaudited) sands)		
	•	•		
Total net revenues €	60,977	€ 57,174		
Cost of sales	34,790	35,382		
Gross profit	26,187	21,792		
Gross margin	42.9%	38.1%		
Selling and marketing expense	22,510	22,313		
General and administrative expense	6,523	7,168		
Restructuring costs		1,723		
Share-based compensation income	(2,807)	(10)		
Other operating expense, net	472	722		
Operating loss	(512)	(10,124)		
Interest and other finance expense	(2,316)	(3,152)		
Expense on exchange of senior notes		(1,900)		
Interest and investment income	196	185		
Other non-operating income (expense), net	(428)	1,380		
Income tax benefit	1,230	1,837		
Loss for the period ϵ	(1,829)	€ (11,775)		

Three Months Ended March 31, 2010 and 2009

Total Net Revenues. For the three months ended March 31, 2010 total net revenues increased by €3.8 million, or 6.7%, to €61.0 million from €57.2 million in the comparable 2009 period. This increase was mainly due to improved racquet sports sales offset by a decline in diving. Winter sports remained broadly flat.

For the Three Months ended March 31. 2010 2009 (unaudited) (unaudited) (in thousands) **Product category:** Winter Sports.....€ 13.969 € 13.883 Racquet Sports..... 35,710 31,219 Diving..... 11.548 12.095 Licensina..... 1,396 1,491 Total revenues..... 62,623 58.688 (1,646)Sales Deductions..... (1,514)Total Net Revenues.....€ 60,977 € 57,174

Winter Sports revenues for the three months ended March 31, 2010 increased by €0.1 million, or 0.6%, to €14.0 million from €13.9 million in the comparable 2009 period mainly due to improved product mix.

Racquet Sports revenues for the three months ended March 31, 2010 increased by €4.5 million, or 14.4%, to €35.7 million from €31.2 million in the comparable 2009 period. This increase was due to higher sales volumes for racquets and tennis balls as well as improved product mix of racquets, partially offset by the effect of the stronger euro against the U.S. dollar during the reported period compared to prior years reported period.

Diving revenues for the three months ended March 31, 2010 decreased by 0.5 million, or 4.5%, to 1.5 million from 1.2 million in the comparable 2009 period. This decrease was mainly driven by the overall decline in the economic environment and consumer spending and product availability issues from a third party supplier.

Licensing revenues for the three months ended March 31, 2010 decreased by €0.1 million, or 6.4%, to €1.4 million from €1.5 million in the comparable 2009 period due to fewer licensing agreements.

Sales deductions for the three months ended March 31, 2010 increased by €0.1 million, or 8.7%, to €1.6 million from €1.5 million in the comparable 2009 period due to increased sales.

Gross Profit. For the three months ended March 31, 2010 gross profit increased by €4.4 million to €26.2 million from €21.8 million in the comparable 2009 period. This increase was mainly due to higher sales, improved product mix and manufacturing costs as well as lower sourcing cost. Gross margin increased to 42.9% for the first three months ended March 31, 2010 from 38.1% in the comparable 2009 period.

Selling and Marketing Expense. For the three months ended March 31, 2010, selling and marketing expense increased by €0.2 million, or 0.9%, to €22.5 million from €22.3 million in the comparable 2009 period. This increase was mainly due to higher advertising costs and higher sales commissions.

General and Administrative Expense. For the three months ended March 31, 2010, general and administrative expenses decreased by €0.6 million, or 9.0%, to €6.5 million from €7.2 million in the comparable 2009 period. This decrease was mainly due to lower personnel expense.

Share-Based Compensation Income. For the three months ended March 31, 2010, we recorded €2.8 million of share-based compensation income for our Stock Option Plans compared to € 0.01 million in the comparable 2009 period due to the decrease in our share price which led to a decrease of the liability due to the option holders.

Other Operating Expense, net. For the three months ended March 31, 2010, other operating expense, net amounted to 0.5 million, compared to 0.7 million in the comparable 2009 period due to lower foreign currency exchange losses.

Operating Loss. As a result of the foregoing factors, operating loss for the three months ended March 31, 2010 decreased by \in 9.6 million to \in 0.5 million from \in 10.1 million in the comparable 2009 period.

Interest and Other Finance Expense. For the three months ended March 31, 2010, interest and other finance expense decreased by €0.8 million, or 26.5%, to €2.3 million from €3.2 million in the comparable 2009 period. This decrease was due to lower interest from our bonds as a result of the bond exchange in 2009.

Interest and Investment Income. For the three months ended March 31, 2010, interest income remained stable.

Other Non-operating Income (Expense), net. For the three months ended March 31, 2010 other non-operating expenses (net of other non-operating income) were 0.4 million. This was an increase in net expenses of 1.8 million compared to the first three months of 2009 mainly due to foreign currency losses in 2010.

Income Tax Benefit. For the three months ended March 31, 2010, the income tax benefit decreased by 0.6 million to 1.2 million, compared to 1.8 million in the comparable 2009 period. This was due to lower tax losses the tax benefit of which is probable to be realized in the near future that resulted in deferred income tax benefits partially offset by lower current income tax expense.

Net Loss. As a result of the foregoing factors, for the three months ended March 31, 2010, we had a net loss of €1.8 million, compared to a net loss of €11.8 million in the comparable 2009 period.

Liquidity and Capital Resources

Payments from our customers are our principal source of liquidity. Additional sources of liquidity include our credit facility, financing under capital lease arrangements and vendor financing. The cash provided by these sources has a variety of uses. Most importantly, the Company must pay its employees and vendors for the services and materials they supply. Additional uses include capital expenditures, development of new products, payment of interest, extension of credit to our customers, and other general funding of our day-to-day operations.

For the three months ended March 31, 2010, cash provided by operating activities increased by $\[\in \]$ 12.6 million to $\[\in \]$ 32.3 million compared to $\[\in \]$ 19.7 million in the comparable 2009 period, which was mainly a result of a better operating result, lower interest paid and improved working capital management. Additional cash was used to purchase property, plant and equipment of $\[\in \]$ 1.0 million compared to $\[\in \]$ 1.5 million in the comparable 2009 period.

As of March 31, 2010, the Company had in place €43.7 million secured senior notes due 2012, €27.7 million senior notes due 2014, €11.9 million long-term obligations under a sale-leaseback agreement and a mortgage agreement due 2017, a liability against our venture partner of €2.7 million and €8.3 million other long-term debt comprising secured loans in Italy, Japan and China. In addition, the Company used lines of credit with several banks in Austria, France and Japan of €21.1 million.