



Interim Report for the 2nd Quarter and 1st half of 2009
For the period from January 1, 2009 to June 30, 2009

Key Figures (unaudited)

€m	€ Mio.	Q2 2009	Q2 2008	HY 2009	HY 2008
Total Revenues	Gesamtumsatz	8.315	9.181	17.051	17.972
Cost of Sales	Herstellungskosten	4.977	4.961	9.857	9.610
Gross Profit	Rohertrag	3.338	4.220	7.194	8.362
Gross Margin	Rohertragsmarge	40.1 %	46.0 %	42.2 %	46.5 %
Operating Result (EBIT)	Operatives Ergebnis (EBIT)	-0.104	0.901	0.726	1.842
Non-recurring Costs	Einmalkosten	0.902	0	1.425	0
EBIT after Non-recurring Costs	EBIT nach Einmalkosten	-1.006	0.901	-0.699	1.842
Operating Margin	Operative Marge	n. a.	9.8 %	n. a.	10.2 %
Profit Before Tax (EBT)	Ergebnis vor Steuern	-1.136	0.712	-0.959	1.467
Profit Margin	Ergebnismarge	n. a.	7.8 %	n. a.	8.2 %
Net Income	Periodenergebnis	-1.011	0.712	-0.834	1.467
Net Income Margin	Marge	n. a.	7.8 %	n. a.	8.2 %
Operating Cash Flow	Operativer Cashflow	-0.989	1.065	-1.089	-0.732
Number of shares outstanding	Aktienanzahl	37,878,999	26,890,775	37,878,999	26,890,775
Earnings per Share (basic)	Ergebnis je Aktie (unverwässert)	-0.03	0.03	-0.02	0.05
Earnings per Share (diluted)	Ergebnis je Aktie (verwässert)	-0.03	0.02	-0.02	0.05

This report includes a German translation of the official English version. The English version is legally binding in all circumstances.

Review of the Second Quarter

- Total revenues of Catalis Group for the second quarter 2009 were € 8.3m, down from € 9.2m in 2008 and representing a decrease from the previous year of 9.4% year on year. EBIT before non-recurring costs for this period amounted to € -0.1m (2008: € 0.9m). To this result, Testronic (quality assurance) contributed € 0.0m, Kuju Entertainment (games development) contributed € 0.2m and € -0.3m were attributable to the holding. Including non-recurring costs of € 0.9m, resulting from legal disputes at Testronic (€ 0.8m) and the reorganisation of Kuju (€ 0.1m), EBIT amounted to € -1.0m (2008: € 0.9m).
- Testronic had to cope with delays and cancellations of projects against the background of the still difficult economic environment. Intensified sales activities have proven successful, although the additional projects had comparably low revenues and thus could not offset completely the negative effects from delays and cancellations.
- In order to expand its business, Testronic has introduced a new sales resource into Japan to grow business from Japanese games publishers, and there was also launched a new full website testing service to the market that has been well received and is expected to grow revenues in the software and consultancy business lines for the rest of year.
- The major focus at Kuju was on the further progress of the reorganisation programme. In June 2009, we announced the merger of the NiK NaK business based in Guildford into the growing Zoë Mode group, which already has offices in Brighton, London and San Francisco. NiK NaK was originally created to focus specifically on product for younger gamers, but has seen some crossover with Zoë Mode, the studios working on casual and family-orientated titles. The merger ensures the continued coherence of the Zoë Mode brand which enjoys international recognition as a leading developer in its sector. Furthermore, the Chemistry studio in Sheffield was closed, reflecting Kuju's clear determination to focus on those studios and development projects that give the highest return to our shareholders.
- A number of material development projects that Kuju had expected to sign in the second quarter are still unsigned. There remains a degree of uncertainty as to when or if these projects will commence as the major publishers continue to be cautious about committing to such projects in the current difficult economic environment.
- Also in the second quarter, Kuju announced a new development studio in Brno, the Czech Republic, called Vatra Games. The Vatra team is built from both industry veterans and new talent and is adding to Kuju's competence in the field of action games.
- In June 2009, we announced that Mr. Klaus Nordhoff would switch his role from an executive director of Catalis SE to a non-executive function as of 1 July, 2009.

Letter to our Shareholders

Dear Shareholders and Friends of Catalis Group,

The first half of the fiscal year 2009 was characterised by difficult economic environment due to the ongoing global recession and a growing impact of that recession on both the home entertainment market and the business activities of Catalis Group.

The first quarter was broadly in line with budget. The second quarter has fallen short of expectations in several business lines and experienced material non-recurring costs. Thus the half-year results were below our plans.

In the first six months of the fiscal year 2009, revenues of Catalis Group were down 5.1% from € 18.0m in 2008 to € 17.1m. In light of the difficult economic and industry environment, both Testronic and Kuju experienced a slowdown of their businesses and respective revenues. The EBIT (operating profit) before non-recurring costs, decreased from € 1.8m to € 0.7m, due to reduced revenues. The non-recurring costs amounted to € 1.4m and were made up by legal cost of € 0.8m at Testronic and € 0.6m for the reorganisation programme at Kuju. EBIT after these costs was €-0.7m (2008: €1.8m). Earnings per share for the six months period amounted to € -0.02 compared € 0.05 for the first half of 2008.

After many months of resilience against the economic downturn, recession definitely left its mark on the home entertainment market in the second quarter. The market development for the first half-year of 2009 was clearly hampered by the poor economic environment.

In the video games industry as a whole, we have seen sales figures in all major markets – the U.S., the UK and Japan – being down significantly against the previous year. On the one hand, this development is due to a lower number of top-selling triple-A titles released this year. On the other hand, consumers are maximising the value of their money by turning towards used gaming software and free online gaming. However, Sony have recently announced a price cut for the PlayStation 3 which will add new impetus to platforms sales and introduce a new group of consumers to next generation gaming; this is widely expected to drive growth in software sales through the second half of the year, which will flow through into increased demand for new game developments from the major game publishers in the medium and longer term.

As for the video industry (DVD, Blu-ray and electronic distribution), the decrease in DVD sales continued, while on the other hand, Blu-ray also continued its strong growth. According to DEG (The Digital Entertainment Group) combined sales of DVD and Blu-ray in the U.S. amounted to USD 5.4bn which is a decrease of 13.5% against the previous year. DVD sales were down approx. 17% to USD 5.0bn while Blu-ray sales rose 91% to USD 407m. Today, Blu-ray still accounts for less than 10% of the market. The film market also saw a trend towards consumers saving money, tending to rent rather than buy, and clearly focusing on high quality titles when buying.

While the reduced spending on new titles in the video games industry caused games publishers to remain reluctant in commissioning new games development projects, the development in the film market has led studios to take a more cautious view on consumer demand in this segment and to reduce the number of published titles (particularly back catalogue and episodic titles). Based on recent input from key customers, Testronic believes that the volume of DVD and Blu-ray work will be materially reduced, at least for the foreseeable future.

In response to the tightening market conditions, we have continued to strengthen our market position through a number of strategic measures. The reorganisation programme at Kuju is now largely complete. The core studio brands (Vatra, Headstrong and Zoë

Mode) are well established, have strong market reputations and are excellently positioned for further growth. Our sales initiative at Testronic is broadening our customer base in this division and reducing our dependency on single customers. However, the additional sales could only partly compensate for the reduced volume in the DVD business.

By the end of the second quarter, the economic environment has shown some signs of stabilisation. Yet, there remain a number of problems in the short-term, such as high unemployment rates and debt positions. These will affect the further recovery of the economy and of private consumption. Therefore, we expect our group's markets to remain difficult throughout the rest of the year. However, it should be remembered that the global digital media markets that Catalis focuses on remain very substantial and have shown strong growth over the last few years. This upward growth path, powered as it is through the relentless digitisation of content and the technological convergence of platforms, is likely to resume as the general economic environment starts to improve.

Yours sincerely

Jeremy Lewis (Executive Director)

Eindhoven, August 31, 2009

Introduction

Catalis SE yearly financial reporting is based on the International Financial Reporting Standards (IFRS) and conforms to §§ 37v ff WpHG. The interim reporting for the half-year ending June 30, 2009 is in accordance with IAS 34. Generally, the quarterly report is prepared as an update of the business report focusing on the current reporting period. The group accounts prepared in addition thereto are in accordance with IFRS and serve as a fundamental basis for Catalis SE's financial reporting. Therefore the quarterly report should be read together with the IFRS compliant group accounts and the annual report published for the fiscal year 2008.

Management Report

Market & Industry Environment

Video Games Industry

In the first two months of the year, the growth trend in the U.S. video games industry continued with growth rates of 13% in January and 10% in February. Since March 2009, the industry had to cope with hard drops in sales figures. Against the previous year, revenues declined 17% in March, 17% in April, 23% in May and 31% in June. For the first half-year, the U.S. video games industry is now down 12% from its 2008 figures with a total volume of USD 7.3bn. As the next generation platforms are starting to mature, hardware sales were down 13.2%. Software sales declined 12.5% compared to the first six months of 2008. In the UK video game sales were down 5.7% reaching 29.7m units sold compared to 31.5m units sold in the first half-year of 2008. Yet, this is the second best result ever for the UK games market and according to ELSPA (The Entertainment and Leisure Software Publishers Association) gaming has already become mainstream in the UK. While the number of gaming consoles is now standing at 24m, which is approx. equal to the number of households, favourite games are family-oriented and educational titles. In Japan revenues of the video games industry dropped 24.4% from the previous year. While hardware sales were down 27.6%, software sales declined 21.8%. In the first six months of the fiscal year 2009, revenues in the Japanese video games industry amounted to approx. € 1.6bn.

The major forces in this market were still Nintendo's Wii and DS which were not only the best selling consoles/handhelds but also clearly dominated the video game software charts.

The market decline in the video games industry is mainly due to a relative lack of big-selling triple-A titles as well as increased cost awareness of consumers against the background of the economic recession. This has helped another trend in the industry being the increased popularity of (free) online gaming. Some figures from the U.S. market suggest that video gaming is not losing popularity but gamers adjusting their habits to the economic situation. So, while the latest gamer segmentation study by NPD Group indicates that the U.S. gaming community has grown by some 4 million people since the previous year, there is also a strong increase in online gaming. According to comScore Inc., an internet marketing research company, providing marketing data and services to many of the internet's largest businesses, in May 2009 the number of video game players visiting online gaming sites was up 22% from a year earlier. Currently, video game players are optimizing the value of their money as they tend to spend more time but less money on their gaming activities by either visiting free online gaming sites or buying used games. comScore figures show that also the number of used games bought by the average video gamer in the six months ended May 2009 has increased 17%.

For Kuju Entertainment as an independent provider of video games development outsourcing services, the most recent developments signify an ongoing difficult market environment. While people are spending principally more time on gaming, they spend less money on the purchase of new video games. This translates into reduced revenue expectations for video game publishers and therefore also into a further cautious approach to the commissioning of new video game projects as well as pressure on margins.

DVD & Blu-ray

According to information from DEG (The Digital Entertainment Group) total U.S. spending on home entertainment film products for the first six months of 2009 was down 3.9%. As in the previous quarters, the market has seen a significant drop in DVD sales and a booming Blu-ray segment that is still too small to compensate for the declining DVD segment.

In total, DVD and Blu-ray sales for the first half-year were down 13.5% to USD 5.4bn. Blu-ray sales accounted for USD 407m, an increase of 91% against the previous year, while DVD sales amounted to USD 5.0bn which is approx. 17% less than last year. Digital distribution, including digital sales and video-on-demand, has grown 21% to USD 968m. Revenues from DVD and Blu-ray rentals were up 8.3% and amounted to USD 3.4bn. Despite its continued strong growth Blu-ray still accounts for less than 10% of disc sales and thus cannot yet compensate the drop in the DVD segment.

While the market currently is in a transition to new formats like Blu-ray, digital downloads or streaming, it is studio consensus that the recession will continue to impact consumer disc spending dramatically. Analogue to the video games market, the economic situation has brought consumers to re-align their habits to saving money and maximising entertainment value. Therefore, the market development is characterised by a shift from buying to renting and by clear preference for high quality titles. This has led studios to lower their overall revenue expectations from DVD and Blu-ray sales and to adjust their future release schedules to match up with the changed consumer preferences. In total, this indicates a significant reduction of new titles (and master discs) for the foreseeable future and therefore a reduction of respective testing volumes, too.

On the other hand, both the continuous growth of the Blu-ray segment and the growing online business also provide some positive aspects for Testronic's quality assurance services.

Consumer Electronics

According to figures from iSuppli, the global consumer electronics industry has seen revenues for the first quarter of 2009 fall by 25.8% compared with the fourth quarter of 2008. While consumer electronics revenue typically declines on a sequential basis in the first quarter following the fourth-quarter holiday selling season, this represented a particularly sharp decline.

In the second quarter, the market returned to sequential revenue growth when revenues increased to USD 71.1bn being up 4.2% from USD 68.3bn in the first quarter. Though this represents a major improvement, the market experts of iSuppli expect full-year revenues in the consumer electronics industry to be down 8.2% to USD 307.6bn compared to USD 335.2bn in 2008. This development is due to the global economic recession and sharply declining prices for key products. As the recession has reduced consumers' disposable income, the consumer electronics industry has responded by cutting prices on popular products to help move product. These factors caused revenue

to decline by 10 percent in the first quarter, compared with the same period in 2008, and by 11.3 percent in the second quarter.

Although all 19 consumer electronics product segments tracked by iSuppli experienced a sequential decline in unit shipments in the seasonally weak first quarter, the second quarter saw a rebound, with most products returning to growth. Well known products to see a decline in unit shipments in the second quarter were handheld video games, video game consoles and camcorders.

Business Development

Company Situation

As result of the unsatisfactory business development at Kuju (games development) at the end of the fiscal year 2008, we announced a reorganisation programme in early 2009 to adjust our business activities to the worsening economic environment. As part of the global slowdown Kuju was unable to sign some of the projects which it had planned to sign during the months of November and December 2008. While most of the key projects had been signed and some of the unsigned projects had been delayed rather than cancelled, it was unclear when Kuju would be able to sign the projects or find alternatives. On that basis, Kuju took a more cautious approach compared to its recent rapid growth and decided to reduce its overall headcount significantly.

The reorganisation programme made good progress and was largely completed by the end of the second quarter. So far, all cost centres across the group have undergone a comprehensive review, we have frozen new hires other than for essential replacement positions and we are continuously performing a detailed assessment of work underway. We have been accelerating the relocation of work to lower cost operations (Brno, Manila), closed Chemistry and merged NiK NaK and Kuju America with Zoë Mode. With the remaining studio brands, which are all well-established and renowned in the market, we expect Kuju to be more competitive and efficient in the current market environment. The total costs incurred from the reorganisation programme in the first half of the fiscal year 2009 amounted to € 0.6m.

In June 2009, we announced that Mr. Klaus Nordhoff would switch his role from executive director of Catalis SE to a non-executive function as of July 1, 2009. After more than two years as CFO and later also CEO, Mr. Nordhoff now takes on a non-executive role in the board of Catalis SE. In this role he will focus on contributing his experience in corporate finance and M&A to the skill set of the board. Consequently, Catalis SE will be lead in the future execution of its long-term strategy by the sole executive director and CEO, Mr. Jeremy Lewis, who joined Catalis SE in January 2009.

The overall development of our business activities in the first half-year was characterised by the negative economic environment and the respective cost and order adjustments of our clients. We have counteracted these developments by our own cost adjustments and increased sales activities. Yet, these measures could not offset the postponements and cancellations of other projects. Therefore, our business development and financial results in the first half-year of 2009 did not meet our expectations.

Corporate Actions

In order to back up the reorganisation programme at Kuju, we conducted a capital increase in January 2009. In the course of this capital increase we issued a total 8,963,592 shares with a nominal value of € 0.10 at an issue price of € 0.15. Thus, the number of shares issued and outstanding was increased to 35,854,367. The proceeds from the capital increase amounted to approx. € 1.3m.

In March 2009, we conducted another capital increase to pay the bonus shares for the Kuju management which resulted from the acquisition of Kuju plc in early 2007. In the course of the acquisition, Catalis SE and the Kuju management agreed upon the payment of bonus shares as a means to incentivise the management and secure its long-term commitment to the company. Therefore, Catalis SE issued a total of 2,024,632 new shares with a nominal value of € 0.10, increasing the company's share capital from € 3,585,436.70 to € 3,787,899.90 divided into 37,878,999 shares.

Segment Information

Testronic Laboratories

The quality assurance business of Catalis SE is the traditional core business of the company and is operated through the company's subsidiary Testronic Laboratories, which runs the entire quality assurance operations through its internationally located sites.

The group specialises in quality control of any content (film, game, music) for any communication medium (DVD, CD, online, wireless) for all end devices, ranging from DVD players, personal computers and mobile devices to games consoles and much more. At present, Testronic is the only testing service active in both the film and game industries.

While the first quarter of the fiscal year 2009 has seen high business volumes in the home entertainment area, mainly driven by the film studios releasing large volumes of the new Blu-ray format to coincide with the Easter holiday season, the second quarter has followed much in line with the lowered expectations at the end of Q1. The second quarter has seen a significant drop off in DVD core business due to the uncertainty in the market surrounding the global economic downturn. The development was also characterised by consumer cost barriers still preventing the high volume take up of the new high-definition Blu-ray format and the costs of actually producing high-definition product. In total, combined global DVD and Blu-ray Disc sales are now some 9% below the first half of 2008.

In the first quarter, Testronic's other business lines were broadly in line with expectations although both the software and consultancy areas were showing signs of being impacted by the economic downturn with some key client projects being delayed and in one case cancelled. In the second quarter, this trend was further aggravated with a rising number of key client projects again delayed or cancelled. Therefore, these business lines were also below expectations. Overall, the continued attention to sales activities is beginning to generate positive results with some 50 more clients at this stage of 2009 compared to 2008, although the new clients have tended to award business with a significantly lower value and they have therefore not mitigated the overall reduction in revenues. In June we have also launched a new full website testing service to the market which has been well received and we believe that this will help grow revenues in our software and consultancy divisions for the rest of the year.

Having completed testing of a major triple AAA title for one of our major clients and thus having continued to grow the reputation of our games testing division in the first quarter of 2009, we have recently introduced a new sales resource into Japan to grow business

from Japanese games publishers. This step is part of our increased sales focus and has become particularly relevant as Japanese publishers have acquired the two European games companies, Eidos and Atari. As a result we have commenced detailed negotiations with some high profile games publishers and aim to win some new games business from these relationships.

In the second quarter, Testronic had to make an unexpected provision for legal costs related to a legal dispute. Testronic was pursuing a case in the US relating to a business it acquired there several years ago. Unfortunately, Testronic lost the case and as a result made a provision for additional legal costs amounting to a maximum of € 0.8m.

Kuju Entertainment

The video games development business of Catalis SE is embodied in our subsidiary Kuju Entertainment, one of Europe's leading game developers. Kuju studios develop all genres of computer games for a variety of consoles, PC's and handheld platforms.

Following a disappointing final quarter to 2008 when the majority of global games publishers made significant cuts to their existing and planned development spend (both internal and external), new project signatures for the first quarter of 2009 were in line with expectations with three projects being signed in the quarter and two titles completed and released on schedule.

In the second quarter, Kuju's clients, the major global game publishers, continued to be cautious in their approach to commissioning new titles for the Sony PlayStation 3 and Microsoft Xbox 360 platforms. On the Nintendo Wii, there is pressure on development budgets as the platform matures and developers are now more experienced with it. This has affected negatively the business development of Kuju through increasing gaps for teams between projects as sales cycles have lengthened. Consequently, this has led to an increase in non-billable staff, putting additional pressure on margins. Some publishers have also suffered severe cash flow issues. Currently, there is no immediate prospect for a significant improvement of this market situation for third-party development services although retail sales of video games software continue to hold up quite well despite the prevailing economic climate.

As a consequence, Kuju has refined and focused its brand and studio structure. The NiK NaK brand has been dropped and the studio's staff and projects were integrated into the Zoë Mode studio. The Chemistry studio has been closed. Also, Kuju announced the Vatra Games studio located in Brno in the Czech Republic. This studio represents growth for Kuju outside its traditional UK base. The Czech Republic has a long history of innovation and creative enterprise and this team lives up to that tradition. The Vatra team are a highly talented group, comprising both industry veterans and new talent, enhancing Kuju's overall offering at the high end of action gaming. Currently, Vatra is working on two unannounced titles for one of the industry's top publishers. The games are for PC, PlayStation 3, Xbox 360 and their respective download sites being PSN and XBLA. The first title is due for release in 2010.

Kuju has seen critical acclaim for several of its titles over the first half of the year and the current studio brands (Zoë Mode, Headstrong, doublesix and Vatra Games) continue to enjoy premium status in their respective development areas.

Development of Earnings, Financial and Asset Situation

Earnings Situation

Catalis Group

In the second quarter of 2009, total revenues of Catalis Group amounted to € 8.3m (2008: € 9.2m). This represents a decrease of 9.4% from the previous year. The gross profit was down to € 3.3m (2008: € 4.2m). EBIT (operating result) before non-recurring costs for the reporting period amounted to € -0.1m (2008: € 0.9m). Additional non-recurring costs amounted to € 0.9m resulting from legal disputes at Testronic (€ 0.8m) and the reorganisation programme at Kuju (€ 0.1m). EBIT after these costs was € -1.0m (2008: € 0.9m). Taking into account an improved financial result, € -0.1m versus € -0.2m, the company's pre-tax result amounted to € -1.1m compared to € 0.7m in the previous year. Net income for the period amounted to € -1.0m (2008: € 0.7m). This equals earnings per share of € -0.03 (2008: € 0.03).

For the first six months of 2009, revenues of Catalis Group amounted to € 17.1m (2008: € 18.0m). This is a decrease of 5.1%. Gross profit also decreased from € 8.4m in 2008 to € 7.2m. EBIT (operating result) before non-recurring costs was down to € 0.7m (2008: € 1.8m). Non-recurring costs amounted to € 1.4m resulting from legal disputes at Testronic (€ 0.8m) and the reorganisation programme at Kuju (€ 0.6m). Including these costs, EBIT was € -0.7m (2008: € 1.8m). As the financial result improved from € -0.4m to € -0.3m, pre-tax earnings amounted to € -1.0m (2008: € 1.5m). Net income for the period amounted to € -0.8m (2008: € 1.5m). Earnings per share for the first half of the fiscal year 2009 amounted to € -0.02 (2008: € 0.05).

Testronic Laboratories

Testronic has seen revenues for the second quarter of 2009 decrease from € 3.4m to € 2.9m. This represents a decrease of 14.6% which is due to the significant drop in DVD testing business. Cost of sales for the same time amounted to € 1.4m (2008: € 1.5m). The gross profit at Testronic therefore decreased from € 1.9m to € 1.5m. Testronic generated an EBIT (operating result) before non-recurring costs of € 0.0m (2008: € 0.4m). Including non-recurring costs of € 0.8m resulting from legal disputes initiated in the past, EBIT was € -0.8m (2008: € 0.4m).

For the first six months of 2009, revenues at Testronic amounted to € 6.5m (2008: € 7.0m), a decrease of 7.4% from the previous year. The gross profit was reduced to € 3.4m (2008: € 3.9m). Testronic's EBIT (operating result) before non-recurring costs for the first half-year of 2009, amounted to € 0.4m (2008: € 0.8m). Including non-recurring costs of € 0.8m, EBIT was € -0.4m (2008: € 0.8m).

Kuju Entertainment

In the second quarter of 2009, Kuju generated revenues of € 5.4m (2008: € 5.8m), representing a decrease of 6.4%. The gross profit was down from € 2.3m to € 1.9m. EBIT (operating result) before non-recurring costs, for the period amounted to € 0.2m (2008: € 0.8m). Including non-recurring costs of € 0.1m for the reorganisation programme EBIT was € 0.1m (2008: € 0.8m).

In the first six months of 2009, Kuju generated revenues of € 10.6m (2008: € 11.0m), representing a slight decrease of 3.7%. The gross profit reached € 3.8m (2008: € 4.4m). Kuju's EBIT (operating result) before non-recurring costs for the first half of the fiscal year 2009 amounted to € 0.9m (2008: € 1.5m). Including non-recurring costs for the reorganisation programme of € 0.6m EBIT was € 0.3m (2008: € 1.5m).

Financial Situation

Cash flow

In the first six months of the fiscal year 2009, Catalis SE generated an operating cash flow of € -1.1m (2008: € -0.7m). This is mainly composed of the period's net income (€ -1.0m), depreciation of tangible fixed assets (€ 0.7m), an increase in current assets (€ -1.4m) and an increase in current liabilities (€ 0.4m).

Cash flow from investing activities amounted to € -1.0m (2008: € -1.0m) and is attributable to the purchase of property, plant & equipment resulting from replacement investments and the build-up of the Vatra Games studio.

Cash flow from financing activities amounted to € 0.9m (2008: € -0.4m), including the proceeds from the capital increase of € 1.3m and the repayment of long-term debt of € 0.4m.

Thus, the company's total cash flow in the first six months of 2009 amounted to € -1.1m (2008: € -2.2m), resulting in a net cash position at the end of the reporting period of € -0.9m.

Asset Situation

Balance Sheet

As of June 30, 2009, total assets of Catalis SE amounted to € 28.9m. This is a slight increase from the € 27.4m at December 31, 2008.

The company's fixed assets increased slightly to € 17.9m (2008: € 17.6m). This is mainly due to additional property, plant & equipment, now amounting to € 2.8m (2008: € 2.5m).

Current assets also increased from € 9.8m at the end of 2008 to € 11.0m at the end of June 2009. This is mainly due to an increase in other current assets from € 3.0m to € 4.4m. Trade receivables remained stable at € 5.6m (2008: € 5.5m) and cash and cash equivalents were down from € 1.1m to € 0.8m.

On the equity and liabilities side, the company's total equity increased from € 12.4m to € 13.0m. This equals € 0.34 per share (2008: € 0.46), based on the increased number of shares outstanding of 37,878,999 (2008: 26,890,775). This reflects both the negative income for the period and the effects of the capital increases in the first quarter.

Long term liabilities, mainly consisting of long-term debt amounting to € 6.9m, were reduced from € 7.6m to € 7.2m.

Current liabilities increased from € 7.4m to € 8.7m. Here, trade and other payables were up from € 3.7m to € 5.3m and the bank overdraft increased to € 1.8m (2008: € 0.9m), while liabilities from taxes and social securities were reduced from € 2.5m to € 1.5m.

Employees

As of June 30, 2009, there were 441 (2008: 475) permanent employees working for Catalis SE. The total is composed of 220 (2008: 214) employees working at Testronic and 218 (2008: 259) at Kuju as well as three employees (2008: 2) at Catalis Holding.

Supplementary Report

There are no important events to be reported after the balance sheet date.

Risk Report

Within the scope of its operating activities in a variety of markets, Catalis SE is exposed to various risks connected with technological, entrepreneurial and investment transactions. A full risk report can be found in our Annual Report for the fiscal year 2008. The report is available for download on our corporate website at www.catalisgroup.com in the investor relations / financial publications section.

Audit Statement

The semi-annual financial report for the six months ended June 30, 2009, consists of the condensed consolidated semi-annual financial statements, the semi-annual management report and responsibility statement by the company's Board of Directors. The information in this semi-annual report is unaudited. Our group auditor has neither performed an audit nor a review of these financial statements.

Directors' Holdings

As of June 30, 2009, the following number of shares and options is held by the directors of the company:

Shareholder	No. of Shares	Options	Controlled by	Function
Jens Bodenkamp	89,167	0	Jens Bodenkamp	Chairman of the Board
Jeremy Lewis	50,000	1,100,000	Jeremy Lewis	Executive Director
Klaus Nordhoff	50,000	0	Klaus Nordhoff	Non-Executive Director
Dr. Michael Hasenstab	50,000	0	Dr. Michael Hasenstab	Non-Executive Director
Robert Kaess	50,000	0	Robert Kaess	Non-Executive Director
Dominic Wheatley	50,000	0	Dominic Wheatley	Non-Executive Director

Forecast Report

On July 8, 2009, the International Monetary Fund (IMF) has published the most recent update to its World Economic Outlook. According to the IMF, financial conditions have improved due to unprecedented public intervention and the macroeconomic situation is set for a stabilisation. Still, the IMF also warns that the recession is not over yet and the foreseen recovery of the global economy is expected to be rather sluggish. The IMF now expects growth rates for the global economy of -1.4% in 2009 and 2.5% in 2010. For the advanced economies these projections are -3.8% and 0.6% respectively. Thus, though stabilising, the economic environment will remain fragile and uncertain also throughout the year 2010.

Further important elements of the future economic development will be the expected high unemployment rates and the high levels of debt. Especially private consumption may be harmed significantly by these factors as we have already seen from money saving trends to DVD rentals, used gaming software and free online gaming.

For Catalis Group as a provider of outsourcing services in the fields of quality assurance and games development the expected economic environment still provides a demanding and difficult business environment.

As the lowered private consumption keeps pressure on our customers to cope with reduced revenue expectations, this pressure is passed on to us in form of reduced project volumes and quite likely also reduced margins. Thus, the crucial factors for the business development of Catalis Group in the remaining six months of the year will be the development of consumer demand for home entertainment products and the respective revenue expectations of our customers, determining the volume of work load passed on to us as a third-party service provider. Though we are one of the leading companies in our businesses and though we have already taken necessary and suitable measures to save our profitability, we are not fully immune against negative market trends.

Currently, consumers' focus is on saving and maximising the value of their money as the recession is cutting into their disposable income. This can easily be seen from a recently increasing popularity of DVD rentals, used video game software or free online gaming, substituting the relatively more expensive purchase of new gaming software, DVD or Blu-ray. Thus, customers of both our business divisions Testronic (quality assurance) as well as Kuju (games development) are reluctant to sign new projects due to their own lowered revenue expectations. For the time being, it is not possible to predict when this situation will relax and to what extent formerly cancelled projects might be reinstated.

Therefore, based on the development and the results of the first six months as well as on recent input from our key customers, we have adjusted our forecast for the full fiscal year 2009 to revenues of € 35.7m and an EBIT of € 1.0m. This includes an amount of € 1.4m of non-recurring costs for the reorganisation of Kuju and legal disputes at Testronic.

Given the prevailing uncertainty about the future progress of our markets we will continue to monitor them very carefully and we will react quickly to new developments.

Condensed Consolidated Financial Position of Catalis Group (unaudited)

As of June 30, 2009 and December 31, 2008 (in thousands of euros)

ASSETS	AKTIVA	30.06.2009	31.12.2008
Current Assets	Umlaufvermögen		
Cash and cash equivalents	Liquide Mittel	847	1,126
Trade receivables	Forderungen aus LuL	5,612	5,489
Inventories	Vorräte	0	0
Income tax receivable	Steuerforderungen	171	180
Other current assets	Andere	4,356	3,046
Total Current Assets	Umlaufvermögen gesamt	10,986	9,841
Non-Current Assets	Anlagevermögen		
Intangible assets	Intangible assets	149	197
Goodwill	Firmenwerte	13,110	13,110
Property, plant and equipment at cost- net	Sachanlagen	2,813	2,546
Deferred tax	latente Steuern	1,839	1,714
Other non-current assets/ investments	Andere	0	0
Total Non-Current Assets	Anlagevermögen gesamt	17,911	17,567
TOTAL ASSETS	AKTIVA gesamt	28,897	27,408
LIABILITES & EQUITY	PASSIVA		
Current Liabilities	Kurzfristige Verbindlichkeiten		
Trade and other payables	Verbindlichkeiten aus LuL	5,349	3,738
Taxes and social securities	Steuern und Sozialversicherungen	1,489	2,455
Income tax payable	Verbindlichkeiten aus Ertragssteuern	2	207
Provisions	Rückstellungen	88	88
Bank overdraft	kurzfristige Bankverbindlichkeiten	1,777	948
Total Current Liabilities	Kurzfr. Verbindlichkeiten gesamt	8,705	7,436
Non-Curent Liabilities	Langfristige Verbindlichkeiten		
Long-Term Debt	Langfristige Bankverbindlichkeiten	6,860	7,300
Finance lease obligation	Finance lease obligation	287	251
Deferred tax liability	latente Steuern	14	14
Provisions	Rückstellungen		
Total Non-Current Liabilities	Langfr. Verbindlichkeiten gesamt	7,161	7,565
Total Equity	Eigenkapital gesamt	13,031	12,407
TOTAL LIABILITIES & EQUITY	PASSIVA gesamt	28,897	27,408

Condensed Consolidated Income Statement of Catalis Group (unaudited)
For the periods ended June 30, 2009 and June 30, 2008 (in thousands of euros)

		Q2 2009	Q2 2008	HY 2009	HY 2008
Revenues	Umsatz	8,315	9,181	17,051	17,972
Cost of Sales	Herstellungskosten	4,977	4,961	9,857	9,610
Gross Profit	Rohertrag	3,338	4,220	7,194	8,362
Marketing & Sales	Marketing & Vertrieb	147	66	269	166
General & Administration	Verwaltung	3,208	3,253	6,042	6,354
Other Costs	Sonstige Aufwendungen	87	0	157	0
Operating Result (EBIT)	Operatives Ergebnis (EBIT)	-104	901	726	1,842
Non-recurring Costs	Einmalkosten	902	0	1,425	0
EBIT after Non-recurring Costs	EBIT nach Einmalkosten	-1,006	901	-699	1,842
Financial Income - net	Finanzergebnis	-130	-189	-260	-375
Profit before Tax	Vorsteuerergebnis	-1,136	712	-959	1,467
Income Tax	Steuern	125	0	125	0
Income for the Period	Periodenergebnis	-1,011	712	-834	1,467
Earnings per Share in €* Diluted earnings per Share in €* Earnings per Share in €* Diluted earnings per Share in €* Earnings per Share in €* Diluted earnings per Share in €* Earnings per Share in €* Diluted earnings per Share in €* Earnings per Share in €* Diluted earnings per Share in €* Earnings per Share in €* Diluted earnings per Share in €*	Ergebnis je Aktie in € Verwässertes Ergebnis je Aktie in € Ergebnis je Aktie in € Verwässertes Ergebnis je Aktie in € Ergebnis je Aktie in € Verwässertes Ergebnis je Aktie in € Ergebnis je Aktie in € Verwässertes Ergebnis je Aktie in € Ergebnis je Aktie in € Verwässertes Ergebnis je Aktie in € Ergebnis je Aktie in € Verwässertes Ergebnis je Aktie in €	-0.03 -0.03 -0.03 -0.03 -0.03 -0.03 -0.03 -0.03 -0.03 -0.03 -0.03 -0.03	0.03 0.02 0.03 0.02 0.03 0.02 0.03 0.02 0.03 0.02 0.03 0.02	-0.02 -0.02 -0.02 -0.02 -0.02 -0.02 -0.02 -0.02 -0.02 -0.02 -0.02 -0.02	0.05 0.05 0.05 0.05 0.05 0.05 0.05 0.05 0.05 0.05 0.05 0.05

* calculated with the average number of shares outstanding

Condensed consolidated statement of comprehensive income

€k	HY 2009	HY 2008
Profit (loss) for the period	-834	1,467
Foreign exchange translation differences	109	108
Total comprehensive income for the period	-725	1,575
Attributable to non-controlling interests	0	0
Attributable to shareholders of Catalis SE	-725	1,575

Condensed consolidated statement of changes in equity

€k	HY 2009	HY 2008
Opening balance	12,407	12,856
Total comprehensive income for the period	-725	1,575
Equity issues	1,349	0
Closing balance	13,031	14,431

Condensed Consolidated Cash Flow Statement of Catalis Group (unaudited)

For the periods ended June 30, 2009 and June 30, 2008 (in thousands of euros)

		30.06.2009	30.06.2008
Cash Flow from operating Activities	Kapitalfluss aus betrieblicher Tätigkeit		
Income for the period	Periodenergebnis	-834	1,467
Depreciation of tangible fixed assets	Abschreibungen auf Anlagevermögen	697	559
Amortisation intangible assets	Abschreibungen auf immaterielle Vermögensgegenstände	48	52
Increase/(decrease) provisions	Zunahme/(Abnahme) von Rückstellungen	0	-490
(Increase)/decrease share based payment	(Zunahme)/Abnahme von Share based payment	109	108
(Increase)/decrease current assets	(Zunahme)/Abnahme von kurzfristigen Vermögensgegenständen	-1,424	-2,337
Increase/(decrease) current liabilities	Zunahme/(Abnahme) von kurzfristigen Verbindlichkeiten	440	-91
(Increase)/decrease in deferred taxes	(Zunahme)/Abnahme latenter Steuern	-125	-1
Net Cash (used in) provided by operating activities	Aus betrieblicher Tätigkeit erwirtschaftete Zahlungsmittel	-1,089	-732
Cash Flow from investing activities	Kapitalfluss aus Investitionstätigkeit		
Purchase of property, plant & equipment	Investitionen in Anlagevermögen	-964	-997
Net Cash (used in) provided by investing activities	Aus Investitionstätigkeit erwirtschaftete Zahlungsmittel	-964	-997
Cash Flow from financing activities	Kapitalfluss aus Finanzierungstätigkeit		
Proceeds from issuance of share capital	Zuflüsse aus der Ausgabe von Aktien	1,349	0
Increase/(decrease) of long term debt	Zunahme/(Abnahme) langfristiger Finanzverbindlichkeiten	-404	-440
Net Cash (used in) provided by financing activities	Aus Finanzierungstätigkeit erzielte Zahlungsmittel	945	-440
Net effect of currency translation in cash and cash equivalents	Wechselkursbedingte Veränderung der liquiden Mittel	0	3
Net Increase in cash and cash equivalents	Veränderung der liquiden Mittel	-1,108	-2,166
Cash and cash equivalents at beginning of year	Liquide Mittel zu Beginn der Periode	178	2,722
Cash and cash equivalents at end of period	Liquide Mittel am Ende der Periode	-930	556

Explanatory notes and accounting principles

Reporting entity

Catalis SE is a public limited liability company incorporated and domiciled in the Netherlands and listed on the regulated market segment of the Frankfurt Stock Exchange.

The condensed consolidated interim financial statements of Catalis SE as at and for the six months' period ended June 30, 2009 include the company and its subsidiaries (together called the "Group").

Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34 'Interim Financial Reporting'. The condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at December 31, 2008, which have been prepared in accordance with IFRS adopted by the EU. The condensed consolidated interim financial have not been reviewed nor audited by our external auditor.

These condensed consolidated interim financial statements have been prepared by the Executive Board of Directors on August 31, 2009. The Board of Directors gave permission for publication of the condensed consolidated financial statements on August 31, 2009.

Significant accounting policies

Except as described below the accounting policies as applied in these condensed consolidated interim financial statements are the same as those applied by the Group in its consolidated financial statements as and for the year ended December 31, 2008.

In 2009, the Group applies IFRS 8 and revised IAS 1 which leads to some changes in presentation. Especially the statement of comprehensive income was added. In the consolidated statement of changes in equity all owner changes in equity are presented, whereas all non owner changes in equity are presented as part of the comprehensive statement of income. These changes do not impact earnings per share.

Non-GAAP Measures

In our financial reporting we use certain measures that are not recognised under IFRS or other generally accepted accounting principles (GAAP). We do this because we believe that these measures are useful to investors and other users of our financial statements in helping them to understand underlying business performance. This applies especially to the declaration of non-recurring costs in the profit and loss statement for the second quarter and the first half-year of 2009. For the first six months, these costs totalled € 1.4m and were attributable to legal disputes at Testronic (€ 0.8m) and costs for the reorganisation programme at Kuju (€ 0.6m).

Estimates

The preparation of these condensed consolidated interim financial statements requires the Group to make certain judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimated and judgements.

Management reassessed the main estimates used in these condensed interim financial statements and except as described in these notes there are no material changes in this

reporting period with respect to the significant judgements made by management in applying Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the 2008 financial statements.

Management also reassessed the goodwill impairment analysis which did not lead to an impairment of goodwill as per June 30, 2009.

Seasonality

The Group's activities are not impacted by seasonal patterns.

Financial risk management

Due to the recent financial crisis the credit risk policies have been under scrutiny. Thus far, no significant increases in credit risk appeared.

Segment reporting

Business segments	Testing	Games	Corporate	Total
Half-year 2009, €k				
Revenues	6,460	10,591	0	17,051
Cost of sales	3,050	6,807	0	9,857
Gross profit	3,410	3,784	0	7,194
Marketing & Sales	171	98		269
General & Administration	2,821	2,776	445	6,042
Other Costs	0	0	157	157
Non-recurring Costs	792	633		1,425
EBIT after Non-recurring Costs	-374	277	-602	-699
Segment assets 30.06.2009	6,150	14,075	8,672	28,897
Segment liabilities 30.06.2009	2,254	5,069	8,543	15,866

Business segments Half-year 2008, €k	Testing	Games	Corporate	Total
Revenues	6,973	10,999	0	17,972
Cost of sales	3,049	6,561	0	9,610
Gross profit	3,924	4,438	0	8,362
Marketing & Sales	109	57		166
General & Administration	2,994	2,927	433	6,354
Other Costs	0	0		0
Non-recurring Costs	0	0		0
EBIT after Non-recurring Costs	821	1,454	-433	1,842
Segment assets 31.12.2008	6,678	12,489	8,241	27,408
Segment liabilities 31.12.2008	1,768	4,707	8,527	15,002

There have been no changes to the basis of segmentation or the measurement basis for the segment profit or loss since December 31, 2008.

Share capital issuance

In January 2009, the Board of Directors decided on the issuance of 8,963,592 shares with an issuance price of € 0.15 per share.

Additionally 2,024,632 shares were issued in March 2009, mainly as a result of the share based payment program disclosed in the 2008 financial statements with an issuance price of € 0.25.

Emoluments of the Board of Directors

The new executive director Mr Jeremy Lewis was granted a total of 1,100,000 options.

Loans

As of December 31, 2008, Catalis SE had long-term loans with the KBC Bank with a total amount of € 7.3m. The average interest rate is the Euribor added with 1.25-1.5%. The loans have to be repaid in half-year instalments of € 0.44m. The loans mature in 2012. The half-year repayment as of June 30, 2009 is reflected in the cash flow from financing activities.

Investments

Investments in the reporting period were attributable to the purchase of property, plant & equipment resulting from replacement investments and the further build-up of the Vatra Games studio.

Related parties

There have been no other significant related party transactions in the first six months of 2009.

Subsequent events

There are no significant subsequent events after June 30, 2009.

Additional Information

Responsibility Statement

We declare, pursuant to section 5:25d of the Wet op het financieel toezicht (Wft), that to the best of our knowledge and in accordance with the applicable reporting principles:

- the interim consolidated financial statements as of June 30, 2009 give a true and fair view of the assets, liabilities, the financial position and the profit and loss of Catalis SE and its consolidated operations; and
- the management report includes a true and fair review of the position as per June 30, 2009 and of the development and performance during the first six months of the fiscal year 2009 of Catalis SE and its related participations of which the data have been included in the financial statements, together with a true and fair presentation of the expected future developments.

Eindhoven, August 31, 2009

The Board of Directors:

Dr. Jens Bodenkamp (Chairman, Non-Executive)

Jeremy Lewis (Executive)

Klaus Nordhoff (Non-Executive)

Dr. Michael Hasenstab (Non-Executive)

Robert Kaess (Non-Executive)

Dominic Wheatley (Non-Executive)

Forward-looking Statements

This report contains forward-looking statements. These statements are based on current expectations, estimates and projections of Catalis SE management and information currently available to the company. The statements involve certain risks and uncertainties that are difficult to predict and therefore Catalis SE does not guarantee that its expectations will be realized. Furthermore, Catalis SE has no obligation to update the statements contained in this report.

Imprint

Issuer:

Catalis SE

Geldropseweg 26-28

5611-SJ Eindhoven

Netherlands

t: +31 (0) 40 213 59 30

f: +31 (0) 40 213 56 04