Interim Financial Report
January to September 2013

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2013

HEIDELBERGCEMENT

- **Solid operational performance concealed by currency effects:**
  - **Group revenue almost stable at €10.5 billion**
  - **Operating income before depreciation (OIBD) decreased by 1 % to €1,764 million**

- **Margin improvement programmes are well on track:**
  - **Successful price increases in principal markets**
  - **“FOX 2013“ already achieves full-year target after 9 months**
  - **Lower energy costs**

- **Earnings per share more than tripled to €4.03 (previous year: €1.21)**

- **Outlook for 2013 confirmed: target achievement more challenging due to currency effects**

Overview January to September 2013	July - September		January - September	
€m	2012 [1]	**2013**	2012 [1]	**2013**
Revenue	3,944	**3,891**	10,525	**10,450**
Operating income before depreciation (OIBD)	872	**811**	1,779	**1,764**
in % of revenue	22.1 %	**20.8 %**	16.9 %	**16.9 %**
Operating income	647	**603**	1,152	**1,143**
Additional ordinary result	-59	**236**	-113	**232**
Result from participations	17	**16**	33	**29**
Earnings before interest and income taxes (EBIT)	606	**856**	1,072	**1,404**
Profit before tax	423	**721**	590	**975**
Net income from continuing operations	324	**628**	404	**816**
Net income from discontinued operations	-6	**-1**	0	**96**
Profit for the period	318	**627**	403	**912**
Group share of profit	254	**580**	226	**755**
Investments	179	**210**	511	**930**

1) Amounts restated

Due to rounding, numbers presented in the Interim Financial Report may not add up precisely to the totals provided.

Interim Group management report

Business trend January to September 2013

Economic environment

The world economy continues to grow, but it has noticeably lost momentum. The weaker growth of large emerging countries has a negative impact on global economic output. The economic development clearly differs from region to region: The national economies of Asia remain on a growth trajectory, but the economic dynamics have noticeably weakened. The African countries south of the Sahara are continuing to record solid growth rates. In Europe, there are first signs of an economic recovery, but economic development in many European countries is heavily impaired by the debt crisis and governmental budgetary restrictions. In the USA, economic recovery continues. The labour market has improved significantly in the last few months and residential construction is also on the upturn.

Cement sales volumes benefit from North America, Asia, and Africa

The Group's cement and clinker sales volumes rose slightly by 1.0% to 67.7 million tonnes (previous year: 67.0) in the first nine months of 2013. The growth in sales volumes in the North America, Asia-Pacific, and Africa-Mediterranean Basin Group areas more than offset losses in European markets. North America achieved an overall strong growth in sales volumes thanks to the continued economic recovery. In the Asia-Pacific and Africa-Mediterranean Basin Group areas, the expansion of our cement capacities in India and the high increase in volumes in Ghana and Togo contributed, among others, to a slight increase in sales volumes. Following the drop in demand in the first half of the year, cement sales volumes in Western and Northern Europe as well as Eastern Europe-Central Asia rose slightly in the third quarter, but remained under the previous year's level at the end of the first nine months.

While aggregates sales volumes decreased slightly by 1.2 % to 180.6 million tonnes (previous year: 182.9), ready-mixed concrete deliveries increased by 2.6 % to 29.8 million cubic metres (previous year: 29.0); asphalt sales volumes decreased by 2.5 % to 6.4 million tonnes (previous year: 6.5).

Sales volumes	July - September			January - September		
	2012	2013	Change	2012	2013	Change
Cement and clinker (million tonnes)	24.3	**25.3**	4.1 %	67.0	**67.7**	1.0 %
Aggregates (million tonnes)	68.8	**73.1**	6.3 %	182.9	**180.6**	-1.2 %
Asphalt (million tonnes)	2.9	**2.8**	-0.6 %	6.5	**6.4**	-2.5 %
Ready-mixed concrete (million cubic metres)	10.5	**11.0**	4.5 %	29.0	**29.8**	2.6 %

Development of revenue and results

Group revenue in the period from January to September 2013 remained almost unchanged at €10,450 million (previous year: 10,525).

Excluding consolidation and exchange rate effects, Group revenue increased by 2.3 %. This increase is primarily attributable to the North America and Asia-Pacific Group areas, while the Western and Northern Europe and Eastern Europe-Central Asia Group areas did not quite reach the previous year's level. In contrast to the positive effects of €88 million arising from changes in the consolidation scope, exchange rate effects of €-391 million had a significant negative impact.

In the reporting period, material costs fell by 3.7 % to €4,302 million (previous year: 4,465). This is primarily due to a decrease in expenses for energy (-5.8 %) as well as for raw materials (-7.2 %). Other operating expenses and income were 3.1 % below the previous year's level at €-2,623 million (previous year: -2,548), which is primarily

due to the decline in book profits from the sale of property, plant, and equipment; in the previous year, book profits of €70 million arose from the scheduled sale of quarries in Canada that were depleted and no longer in operational use. Personnel costs also remained relatively stable at €1,731 million (previous year: 1,753).

Operating income before depreciation (OIBD) fell slightly by 0.9 % to €1,764 million (previous year: 1,779). Operating income also fell slightly by 0.7 % to €1,143 million (previous year: 1,152).

Additional ordinary results improved by €344 million to €232 million (previous year: -113). This is primarily due to profits from the repayment of capital and the associated deconsolidation of a foreign finance company, as well as the divestment of a non-controlling interest in a precast concrete producer in Saudi Arabia. Changes in additional ordinary expenses are predominantly attributable to the additional expenditure of €37 million in connection with the fine that was imposed by the Düsseldorf Higher Regional Court in the German antitrust proceedings and upheld by the Federal Court of Justice. The fine was paid in full. At €29 million (previous year: 33), results from participations remained nearly unchanged. This led to an overall increase in earnings before interest and taxes (EBIT) of €332 million to €1,404 million (previous year: 1,072).

Financial results improved by €53 million to €-429 million (previous year: -483). Lower financing costs as a result of the repayment of the US$750 million bond in March 2013 and the improvement in expenses due to the compounding of non-current provisions had a substantial impact on this figure.

The profit before tax from continuing operations rose by €385 million to €975 million (previous year: 590). Expenses relating to taxes on income decreased by €28 million to €158 million (previous year: 186). In particular, results from the capitalisation of deferred taxes had a positive impact on losses carried forward in North America, which were offset by tax expenses resulting from discontinued operations. Offsetting effects arose from tax refunds received in the previous year, which related primarily to North America. As a result, the effective tax rate decreased in comparison with the previous year, from 30.6 % to 16.2 %. Profit after tax from continuing operations thus amounts to €816 million (previous year: 404).

Profit after tax from discontinued operations rose to €96 million (previous year: 0), which resulted principally from the set-up of receivables from insurers based on a court ruling. Further comments are provided in the Notes.

Overall, a profit of €912 million (previous year: 403) was recorded for the period. The profit attributable to non-controlling interests fell by €20 million to €157 million (previous year: 177). The Group share therefore amounts to €755 million (previous year: 226).

Earnings per share – Group share of profit – in accordance with IAS 33 improved to €4.03 (previous year: 1.21). The statement of comprehensive income and the derivation of the earnings per share are shown in detail in the Notes.

"FOX 2013" programme achieves goals for 2013 after just nine months – margin improvement initiatives "PERFORM", "CLIMB Commercial", and "LEO" progressing according to plan

After just nine months, the three-year programme for financial and operational excellence "FOX 2013" has already exceeded the savings goal of €240 million set for 2013, having generated savings of €253 million. The reduction in working capital and the savings in purchasing as well as from the OPEX project surpassed expectations.

The projects that were launched in order to improve margins – "PERFORM" for cement, "CLIMB Commercial" for aggregates, and "LEO" to reduce logistics costs – continue to progress according to plan.

Statement of cash flows

In the months from January to September, operating business activities generated a cash inflow totalling €260 million (previous year: 587). This includes the one-off payment of €161 million for the legally confirmed penalty notice by the Federal Court of Justice in the second quarter of 2013 for antitrust violations in the years 1990 to 2002. The increase of €59 million in income tax payments to €309 million (previous year: 250) and the decrease of €10 million in dividend payments to €11 million (previous year: 21) also reduced the cash inflow from operating activities. In contrast, positive effects arose from the decrease of €110 million in interest payments, owing to a better financing structure, and the continuous improvement in working capital by €111 million.

Net cash used in investing activities was €444 million above the previous year's level, totalling €795 million (previous year: 351), primarily owing to increased investments in other financial assets, associated companies, and joint ventures, including the acquisition of an additional 25 % in the Australian cement company Cement Australia.

Financing activities generated a cash inflow of €436 million (previous year: cash outflow of 859) in the reporting period. Proceeds from and repayments of bonds and loans primarily include drawings as part of the syndicated facility agreement as well as the repayment of a US$750 million bond and several debt certificates. In the same period of the previous year, a Eurobond with an issue volume of €300 million was issued and a bond of €1 billion that matured in January 2012 was repaid. The changes in short-term financial receivables and liabilities relate primarily to inflows from the issue of commercial papers. The cash outflow of €107 million (previous year: 1) from the increase in ownership interests in subsidiaries show an increase in the participation in the Russian cement company CJSC "Construction Materials" from 51 % to 100 %. Dividend payments led to a cash outflow of €173 million (previous year: 130), with dividend payments of HeidelbergCement AG making up €88 million (previous year: 66) of this figure.

Investments

In the first nine months of the 2013, cash flow investments increased to €930 million (previous year: 511). Investments in property, plant, and equipment, including intangible assets, which primarily related to optimisation and environmental protection measures at our production sites, but also expansion projects in growing markets, accounted for €559 million (previous year: 488) of this total. Investments in financial assets and other business units increased to €371 million (previous year: 23); this includes the acquisition of additional 25 % of the share capital of the Australian cement company Cement Australia, the acquisition of the remaining 50 % in the previously proportionately consolidated company Midland Quarry Products, United Kingdom, and further acquisitions to round off shareholdings. The overall restrictive investment policy remains unchanged.

Balance sheet

The balance sheet total declined by €567 million to €27,441 million (previous year: 28,008) as at 30 September 2013.

Long-term assets fell by €557 million to €22,422 million (previous year: 22,979). The decrease of €692 million in fixed assets to €21,556 million (previous year: 22,248) is mainly due to exchange rate effects. The decrease in goodwill by €273 million to €10,337 million (previous year: 10,609) was, along with additions of €182 million, mainly characterised by currency exchange fluctuations of €-431 million. Additions of €565 million to property, plant, and equipment and changes to the scope of consolidation of €164 million were offset by depreciations totalling €597 million and currency exchange fluctuations of €-552 million. Other long-term receivables increased by €183 million to €449 million (previous year: 267), mainly as a result of the capitalisation of receivables from insurers regarding liability for damages in connection with discontinued operations as well as the valuation of plan assets from defined benefit pension plans.

Current assets decreased slightly by €13 million to €5,000 million (previous year: 5,013). Inventories fell by €80 million to €1,546 million (previous year: 1,625). As a result of seasonal factors, trade receivables increased by €285 million to €1,704 million (previous year: 1,419). Cash and cash equivalents fell by €264 million to €1,211 million (previous year: 1,475), of which €165 million is attributable to changes in currency translation. The changes are explained in the Statement of cash flows section.

On the equity and liabilities side, shareholders' equity decreased by €709 million to €12,998 million (previous year: 13,708), which was primarily due to currency exchange fluctuations of €1,523 million and dividend payments of €173 million overall. Positive factors were particularly the €912 million profit for the period, actuarial gains of €138 million, and changes in the market values of cash flow hedges and available-for-sale financial instruments totalling €21 million. The consolidated statement of changes in equity is explained in detail in the Notes.

The increase of €708 million in interest-bearing liabilities to €9,281 million (previous year: 8,573) is primarily due to the offsetting effects of the repayment of a US dollar bond of over US$750 million , loans taken out as part of the syndicated facility agreement, and, in current interest-bearing liabilities in particular, the issue of commercial paper. The decline in provisions by €378 million to €2,039 million (previous year: 2,417) mainly resulted from the €161 million payment of the German antitrust fine and the drop in pension provisions by €176 million. The decrease in operating liabilities by €89 million to €2,562 million (previous year: 2,651) mainly concerns the trade payables and the current liabilities from income taxes.

Financing

On 22 February 2013, HeidelbergCement invoked its right to terminate the debt certificate issued on 20 December 2011 and redeemed at par the tranche of €115.5 million with floating interest rates and an original term ending on 31 October 2016 ahead of schedule on 30 April 2013. In the context of good liquidity development and more favourable refinancing conditions on the market, this measure serves to further reduce financing costs.

On 15 March 2013, HeidelbergCement repaid the US$750 million bond 2003/2013 by using available liquidity or making use of credit lines.

According to the terms and conditions of all the bonds issued since 2009 and the debt certificate issued in December 2011, there is a limitation on incurring additional debt if the consolidated coverage ratio (i.e. the ratio of the aggregate amount of the consolidated EBITDA to the aggregate amount of the consolidated interest expense) of the HeidelbergCement Group is below 2. The consolidated EBITDA of €2,524 million and the consolidated interest expense of €629 million are calculated on a pro forma basis in accordance with the terms and conditions of the bonds. As at 30 September 2013, the consolidated coverage ratio amounted to 4.01.

Net debt increased by €246 million in comparison with 30 September 2012, amounting to €8,005 million (previous year: 7,759) as at 30 September 2013. The increase of €958 million in comparison with the end of 2012 is primarily due to the rise in working capital, related to seasonal factors, the exchange rate-related decrease of cash and cash equivalents, the payment of the fine imposed in the German antitrust proceedings as well as investments in financial assets and other business units. These include in particular the acquisition of additional 25 % of the share capital of the Australian cement company Cement Australia.

The available liquidity from cash and cash equivalents, liquidable financial investments and derivative financial instruments, and unused credit lines amounted to €3,815 million as at the end of September 2013.

Western and Northern Europe

Despite the dampening effects of the debt crisis in Europe, Germany and the Nordic countries of Sweden and Norway are continuing to experience solid economic growth. Belgium and the Netherlands, in particular, have not yet overcome their weak economic development. In the United Kingdom, signs of an economic recovery are increasing. Gross domestic product grew by 0.8 % in the third quarter, after 0.7 % in the second quarter. The construction industry saw an increase of 2.5 %, mainly due to the recovery in residential construction.

While, by and large, the onset of winter only had an adverse effect on the construction industry in February during the first nine months of 2012, construction activity across the entire Group area suffered from the prolonged cold winter weather in the current year 2013.

In the cement business line, demand significantly recovered in the third quarter of 2013, and we achieved an increase in volumes in all Group countries apart from Germany and the Baltic States. Robust growth rates were recorded in the United Kingdom, Norway, and Denmark in particular. In the first nine months, however, due to disruption caused by inclement weather, our deliveries were below the previous year's level in all countries, with the exception of the United Kingdom and Denmark. Successful price increases were implemented in Germany, although the volumes recorded were not at the level of the previous year. After the weak winter months, catch-up effects and a significant increase in sales volumes in the Netherlands meant that our deliveries in Benelux remained only slightly below the previous year's level. In Norway and Sweden, the decrease in volumes caused by bad weather was likewise not fully recovered. Our cement activities in the United Kingdom recorded a significant increase in sales volumes due to the recovery in residential construction. Overall, our cement and clinker sales volumes in Western and Northern Europe fell by 2.9 % in the first nine months of 2013 to 15.6 million tonnes (previous year: 16.1).

In the aggregates business line, the adverse weather conditions of the first quarter were particularly apparent: all countries, with the exception of the United Kingdom, recorded decreases in sales volumes. Thanks to large infrastructural projects in London and the South East, we achieved a strong growth in volumes in the United Kingdom in the second and third quarters, and therefore recorded a moderate overall increase in our deliveries over the first nine months. At the beginning of April 2013, we acquired the remaining 50 % in the previously proportionately consolidated company Midland Quarry Products (MQP), United Kingdom. MQP operates a quarry at Whitwick (Leicestershire) and five asphalt plants. The Group area's deliveries of aggregates contracted by 5.9 % overall to 52.0 million tonnes (previous year: 55.3). Excluding consolidation effects, the decline amounted to 7.7 %.

In the ready-mixed concrete operating line, the growth in sales volumes in the second and third quarter could compensate for the losses in volumes of the first three months. Overall, ready-mixed concrete sales volumes rose slightly by 0.4 % to 9.9 million cubic metres (previous year: 9.8) in the first nine months of the year. Excluding consolidation effects, the increase in volumes amounted to 0.9 %. Sales volumes of the asphalt operating line recorded strong growth in the third quarter and were only 0.6 % below the previous year's level at the end of September.

The building products business line, which consists primarily of the building products of Hanson in the United Kingdom and is heavily dependant on residential construction, is benefiting from the recovery in private residential construction. While the sales volumes of concrete paving blocks and lightweight blocks were still in decline, the brick operating line generated pleasing increases in volumes, and the sales volumes of precast products and masonry blocks grew at a double-digit percentage rate.

Revenue of the Western and Northern Europe Group area declined by 2.2 % to €3,094 million (previous year: 3,163). excluding consolidation and exchange rate effects, the decrease amounted to 1.4 %.

Eastern Europe-Central Asia
Severe and prolonged winter weather and weak economic development hampered construction activity in large parts of the Group area. In addition, the construction industry is being adversely affected in some countries, such as Poland, the Czech Republic, Hungary, and Romania by the lack of financing for infrastructural projects.

In the cement business line, our shipments in the first nine months remained significantly below the previous year in the majority of countries because of the unfavourable weather conditions in the winter months and the weak construction activity. Construction activity and cement consumption suffered particularly in Poland due to the weak demand from the infrastructure and industry sectors. Russia, in contrast, recorded a clear increase in sales volumes as a result of the sustained healthy development in construction activity as well as deliveries from the new Tula cement plant to the booming Moscow market. Bosnia-Herzegovina recorded a slight increase in volumes and the Ukraine almost achieved the previous year's level. Overall, cement and clinker sales volumes in the Group area decreased by 6.6% to 12.5 million tonnes (previous year: 13.4) in the first nine months.

In April 2013, we increased our stake in the Russian cement company CJSC "Construction Materials" from 51 % to 100 % as part of our strategy of low risk bolt-on acquisitions. CJSC "Construction Materials", located in Sterlitamak, has a cement capacity of 1.8 million tonnes and is the market leader in the Russian Republic of Bashkortostan. The construction of the new Caspi Cement plant in western Kazakhstan is progressing according to plan. The plant with a capacity of 0.8 million tonnes will strengthen our nationwide presence and allow us to supply the oil- and gas-rich region on the Caspian Sea more cost-effectively. We aim to produce the first cement there in 2014.

In the aggregates business line, the significant increase in sales volumes by 8.0 % in the third quarter could not completely offset the volume losses during the first half of the year. Overall, our aggregates activities in the Group area recorded a 2.9 % decline in sales volumes to 13.8 million tonnes (previous year: 14.2) in the first nine months. Deliveries of ready-mixed concrete decreased by 4.7 % to 2.7 million cubic metres (previous year: 2.8).

Revenue of the Eastern Europe-Central Asia Group area declined by 9.6 % to €1,009 million previous year: 1,116); excluding exchange rate effects, the decrease amounted to 7.6 %.

North America
In the North America Group area, HeidelbergCement is represented in the USA and Canada. In the USA, economic recovery is continuing. The unemployment rate decreased to 7.2 % in September; however, less new jobs were created than expected. Residential construction is further recovering: According to the latest available figures, housing starts in August were at an annual rate of 891,000. This is 0.9 % above the previous month rate and is 19.0 % above the August 2012 rate. Building permits were 3.8 % below the July rate, but were 11.0 % above the August 2012 rate.

While the construction industry benefited from the mild winter weather in North America in the first nine months of 2012, construction activity and thus demand for our building materials in the current year 2013 was adversely affected by the long, cold winter and the following rainy weather on the East Coast and in the Midwest of the USA. Canada likewise saw heavy rains and flooding in the second quarter, which had a negative impact on the sales volumes of building materials. In the western USA, however, our deliveries were supported not only by improved market conditions but also favourable weather conditions.

While the US cement market experienced a growth of 4.1 % in the first nine months, cement consumption in Canada remained 4.1 % below the previous year. The cement sales volumes of our North American plants grew by 6.4 % in the first nine months to 9.4 million tonnes (previous year: 8.9). The highest increase in volumes was achieved by the West market region, which benefited from improved market conditions primarily in Northern California. Deliveries also increased significantly in the South and Canada regions. Despite unfavourable weather

conditions in the first half of the year, our deliveries in the North region reached slight growth. The positive price development in all market regions and the successfully implemented cost reduction programmes contributed to a significant improvement in results.

In the aggregates business line, the double-digit increase in volumes in the West and South regions offset the weather-related decrease in sales volumes in the North and Canada regions. Overall, the aggregates sales volumes rose slightly by 0.7 % in the first nine months to 79.1 million tonnes (previous year: 78.5). In the ready-mixed concrete operating line, the Canada region benefited from the lively activity in the oil and gas industry as well as from commercial construction projects. The increase in sales volumes achieved in this region could not completely offset the decrease in volumes of the North, West, and South regions. Overall, ready-mixed concrete sales volumes declined by 4.1 % to 4.5 million cubic metres (previous year: 4.7). Excluding consolidation effects, a small increase of 0.3 % was recorded. The asphalt deliveries of 2.3 million tonnes (previous year: 2.6) remained 13.1 % below the previous year; the growth in volumes in the West region could not compensate the losses caused by inclement weather in the North region.

In the building products business line, which is heavily dependant on infrastructure and residential construction, deliveries in the operating lines concrete pipes, pressure pipes, and roof tiles were noticeably below last year's level. In contrast, the sales volumes of precast concrete parts declined only slightly and the bricks operating line achieved slight growth thanks to increased residential construction activity. Thanks to the cost reduction programmes and the split from the concrete paving blocks operating line in the past year, the business line's results have improved substantially in comparison with the previous year.

Total revenue in North America rose marginally by 0.1 % to €2,607 million (previous year: 2,606) and remained approximately on the previous year's level; excluding consolidation and exchange rate effects, it rose by 4.3 %.

Asia-Pacific

The emerging countries of Asia remain on course for growth, although the economic dynamics have weakened overall this year. The Chinese economy picked up slightly in the third quarter. The increase in the gross domestic product amounted to 7.8 %, following an increase of 7.5 % in the second quarter. The Indian economy has not yet overcome its weak economic development. In Indonesia, the economy has slowed down noticeably as a result of the falling commodity prices. The general economic momentum in Australia is being curbed by the declining boom in raw materials.

In the first nine months, cement and clinker deliveries of the Asia-Pacific Group area grew by 5.1 % to 23.2 million tonnes (previous year: 22.1). Excluding consolidation effects, the rise amounted to 1.6 %. In Indonesia, domestic cement consumption increased in the first nine months of 2013 by 5.3 % in comparison with the previous year. Indocement's domestic sales volumes were at the previous year's level; this was due to the entry of new cement capacities and increased imports which have led to price pressure in the market. Indocement decided to protect its margins rather than react with price reductions. In the first nine months of 2013, Indocement's average sales prices were significantly higher than those of the previous year due to successful price increases. Including export deliveries, Indocement's cement and clinker sales volumes rose slightly by 0.6 %. In view of the promising growth prospects in Indonesia, Indocement is continuing to expand its cement capacity with the construction of an additional cement grinding facility at the Citeureup production site. The grinding installation with a capacity of 1.9 million tonnes is scheduled for completion by the end of 2013. In addition, we have started to further expand the Citeureup site. In early October 2013, the groundbreaking ceremony took place for the construction of a new integrated production line with a cement capacity of 4.4 million tonnes, which is set to be completed by 2015.

In China, sales volumes of our joint ventures in the provinces of Guangdong and Shaanxi remained only slightly below the previous year. The decreases in volumes resulted primarily from weak demand during the first quarter and excess capacities. Since April, however, demand has noticeably recovered. Cement prices in both provinces were below the level of the previous year, but have significantly improved in Guangdong since the middle of the year.

In India, construction activity and cement demand are adversely affected by the government's continued restraint with regard to infrastructural projects as well as by high interest rates. Nonetheless, deliveries of our Indian cements plant rose significantly by 21.3 % in the first nine months of the year, primarily as a result of the expansion of our cement capacities in central India by 2.9 million tonnes. After carrying out successful test runs between November 2012 and January 2013, we officially commissioned the new facilities at our Damoh plant in the state of Madya Pradesh and at our Jhansi plant in the state of Uttar Pradesh in February 2013.

In Bangladesh, our sales volumes remained below the levels of the previous year due to political unrest, numerous strikes, and early monsoon. However, higher cement prices and cost savings led to a significant improvement in results. In Australia, sales volumes of the proportionately consolidated cement company Cement Australia were marginally above the previous year's level despite the heavy rainfalls and flooding at the beginning of the year. In March, HeidelbergCement acquired an additional 25 % of the shares in Cement Australia from Holcim via its subsidiary Hanson Australia, thereby increasing its stake in the largest Australian cement manufacturer to 50 %. A new grinding station with a capacity of 1.1 million tonnes is set to be commissioned in Port Kembla by the end of the year.

Our deliveries in the aggregates business line exceeded the previous year's values in all Group countries; Indonesia, in particular, experienced a considerable increase in volumes. Overall, sales volumes of aggregates rose by 5.5 % to 28.6 million tonnes (previous year: 27.1). In the asphalt operating line, strong demand from infrastructure construction in Malaysia led to an increase in sales volumes of 15.9 %. Deliveries of ready-mixed concrete increased by 14.3 % to 9.1 million cubic metres (previous year: 8.0), helped by Malaysia and in particular Indonesia, where Indocement benefited from the extension of its ready-mixed concrete business.

Revenue of the Asia-Pacific Group area rose slightly by 0.7 % to €2,566 million (previous year: 2,548); excluding consolidation and exchange rate effects, the increase amounted to 4.9 %.

Africa-Mediterranean Basin

The African countries south of the Sahara are continuing to experience solid economic development and lively construction activity. In Turkey, the economy and the construction industry are recovering from a period of weakness in the previous year. However, the high current account deficit and the weakening of the Turkish currency are reasons for concern. In Spain, the construction industry is still suffering as a result of the property crisis, high unemployment, and the government's budget cuts, which result in further heavy reductions in infrastructure expenditure this year.

In Africa, our cement deliveries recorded an increase of 4.1 %. Our main market, Ghana, and Togo, made a particularly strong contribution to this growth, as did Liberia, the Democratic Republic of Congo and Benin.

In light of the positive growth prospects, HeidelbergCement is expanding its activities in Africa. In Liberia, we commissioned an additional cement mill with a capacity of 0.5 million tonnes in June 2013. We are also expanding our cement production capacity in Tanzania with the construction of a new cement mill at our Tanzania Portland Cement plant; the commissioning of the mill with a capacity of 0.7 million tonnes is scheduled for the end of 2014, bringing our total cement capacity to 2 million tonnes in Tanzania. In addition, a new cement grinding plant in Burkina Faso with a capacity of 650,000 tonnes is to be commissioned near the capital of Ouagadougou at the end of 2014. Following the expansion of the cement capacity at our Tema grinding facility in Ghana, which was completed in November 2012, we are carrying out a similar project at our Takoradi location. With the scheduled commissioning of a new cement mill with a capacity of 0.8 million tonnes at the Takoradi grinding plant at the end of 2014, we will have a cement grinding capacity of 4.4 million tonnes in Ghana. In Togo, we set up a new clinker plant with an annual capacity of 1.5 million tonnes near the town of Tabligbo, around 80 km to the northeast of the capital of Lomé. In addition, we are constructing a cement grinding facility with a capacity of 200,000 tonnes in the north of the country. Commissioning for both plants is planned for 2015. We are evaluating options for capacity expansions in other African countries.

The domestic cement sales volumes of our joint venture Akçansa increased by more than 15 % in the first nine months of the year. In contrast, cement and clinker exports declined significantly. In total, Akçansa's cement and clinker sales volumes were 3.7 % above the previous year's level. Overall, the cement and clinker sales volumes of the Africa-Mediterranean Basin Group area increased by 3.9 % to 7.2 million tonnes (previous year: 6.9).

Deliveries in the aggregates business line fell by 10.2 % overall to 9.5 million tonnes (previous year: 10.5). This decline is primarily attributable to the continuing weak construction activity in Spain. Israel also suffered decreases in sales volumes, while Turkey achieved a slight increase in volumes. The asphalt activities recorded a decrease of 4.7 % in sales volumes. Deliveries of ready-mixed concrete fell by 2.4 % to 3.6 million cubic metres (previous year: 3.7); while Israel achieved growth in sales volumes and Turkey remained only slightly below the previous year's level, our Spanish ready-mixed concrete activities recorded a considerable decline in volumes.

Revenue of the Africa-Mediterranean Basin Group area rose by 1.7 % to €860 million (previous year: 846); excluding exchange rate effects, the growth amounted to 6.1 %.

Group Services

Group Services comprises the activities of our subsidiary HC Trading, one of the largest international trading companies for cement and clinker. The company is also responsible for purchasing and delivering coal and petroleum coke via sea routes to our own locations and to other cement companies around the world.

HC Trading's trading activities in cement, clinker, and other building materials such as lime and dry mortar increased by 24.7 % to 9.9 million tonnes in the first nine months (previous year: 8.0). Deliveries of coal and petroleum coke rose by 5.8 % to 3.1 million tonnes (previous year: 2.9).

Revenue of the Group Services business unit rose by 6.7 % to €655 million (previous year: 614); excluding exchange rate effects, revenue increased by 9.7 %.

Employees

At the end of September 2013, the number of employees at HeidelbergCement stood at 53,621 (previous year: 53,729). The decrease of 108 employees essentially results from two opposing developments: on one hand, more than 1,100 jobs were cut in the North America Group area, in Benelux, in Spain, and some Eastern European countries in connection with efficiency increases in sales and administration, location optimisations, and capacity adjustments. On the other hand, we have hired around 700 new employees in growing markets such as Indonesia and Central Asia. In addition, the number of our employees has grown by around 300 following the increase in the stake in the proportionately consolidated cement company Cement Australia and the acquisition of the remaining 50 % in the previously proportionately consolidated company Midland Quarry Products, United Kingdom.

Events after the balance sheet date

On 24 October 2013, HeidelbergCement issued a Eurobond under its €10 billion EMTN programme with an issue volume of €300 million and a maturity date of 21 October 2020. The 7 year bond bears a fixed coupon of 3.25 % p.a. The issue price was at 99.227 %, resulting in a yield to maturity of 3.375 %. The bond is unsecured and ranks pari passu with all other capital market debt. As with all the bonds issued since 2009 and the debt certificate issued in December 2011, the bond terms and conditions include a limitation on incurring additional debt. The proceeds of the transaction will be used for general corporate purposes.

Outlook

In its latest forecast, the International Monetary Fund (IMF) has further reduced growth rates for the world economy. The sustained slower growth in China and the possible discontinuation of the extremely relaxed monetary policy in the United States have adversely affected the growth potential and exchange rates of the emerging countries. The IMF now only expects a growth rate of 2.9 % for 2013, compared with 3.2 % in the previous year. However, this remains subject to the industrial countries in North America and Europe continuing unabated with their efforts to resolve the debt crisis and to achieve budgetary consolidation. The euro debt crisis, the high level of debt in the USA, and the armed conflicts in the Middle East continue to pose political risks to the development of the world economy.

In North America, HeidelbergCement still expects ongoing economic recovery and consequently a further increasing demand for building materials, especially from residential construction and the raw materials industry. A three-layered economic development is anticipated in Europe and Central Asia: The markets in Germany, Northern Europe, and the United Kingdom should continue to develop positively. Markets in central Asia should remain stable, and in Benelux and Eastern Europe a continuing weak development of the economy and demand for building materials is anticipated. In Asia and Africa, the Group still expects sustained positive demand.

In terms of costs, the Group anticipates a light to moderate increase in the cost base for raw materials and personnel. For energy costs, we expect stable or slightly declining development overall for the full year 2013, following the slight decline in the first nine months. The objective remains to recover the margin loss that has arisen from the massively increasing energy costs in recent years. Price increases have top priority. To this end, the Group started two sales excellence programmes in 2012 – "PERFORM" for the cement business in the USA and Europe as well as "CLIMB Commercial" for the aggregates business line – with the objective of achieving a margin improvement of €350 million by 2015. The Group wants to realise a further €240 million of cash-relevant savings in 2013 as part of the "FOX 2013" programme, in comparison with the base year 2010. Furthermore, HeidelbergCement is following the "LEO" programme for optimising supply chains, which should reduce costs by €150 million over the coming years.

On the basis of these assumptions, the Managing Board is continuing with the objective of further increasing revenue and operating income in 2013 and significantly improving profit before tax.

Based on the increase in the holdings in Cement Australia, Midland Quarry Products, and CJSC "Construction Materials", CapEx will probably exceed the corporate target of €1.1 billion and reach a level of about €1.35 billion. HeidelbergCement nevertheless sticks to the original target and will continue with its disciplined investment policy.

Despite the growing headwind, we confirm our earnings outlook for 2013, even though reaching our targets is much more challenging than assumed at the end of the first half of the year. In view of the weakening of economic development and currencies in some emerging countries, we will continue unabated with our measures to improve margins. We will maintain our focus on increasing sales prices. For this purpose, we will intensify our implementation efforts for the "PERFORM" and "CLIMB Commercial" sales excellence programmes. At the same time, we will continue to drive our efforts to lower costs and increase efficiency with the "FOX 2013" and "LEO" programmes. Deleveraging with the aim to improve the decisive key financial ratios is still a top priority for us, in order to qualify for investment grade rating. We will also remain on course with our successful strategy of targeted investments to expand cement capacities in emerging countries. With our global market leadership in the aggregates business line and our advantageous geographical positioning in attractive markets, we will do all we can to benefit over-proportionally from the continued economic growth.

Additional statements on the outlook

The Managing Board of HeidelbergCement has not seen evidence of developments beyond those mentioned in the previous paragraph that would suggest changes for the business year 2013 regarding the forecasts and other statements made in the 2012 Annual Report in the Outlook chapter on page 112 ff. on the expected development of HeidelbergCement and its business environment.

The expected future development of HeidelbergCement and the business environment over the course of 2013 is described in the outlook. As such, please note that this Interim Financial Report contains forward-looking statements based on the information currently available and the current assumptions and forecasts of the Managing Board of HeidelbergCement. Such statements are naturally subject to risks and uncertainties and may therefore deviate significantly from the actual development. HeidelbergCement undertakes no obligation and furthermore has no intention to update the forward-looking statements made in this Interim Financial Report.

Risk report

HeidelbergCement's risk policy is based on the business strategy, which focuses on safeguarding the Group's existence and sustainably increasing its value. Entrepreneurial activity is always forward-looking and therefore subject to certain risks. Identifying risks, understanding them, and reducing them systematically is the responsibility of the Managing Board and a key task for all managers. HeidelbergCement is subject to various risks that are not fundamentally avoided, but instead accepted, provided they are consistent with the legal and ethical principles of entrepreneurial activity and are well balanced by the opportunities they present. Opportunity and risk management at HeidelbergCement is closely linked by Group-wide planning and monitoring systems. Opportunities are recorded in the annual operational plan and followed up as part of monthly financial reporting. Operational management in each country and the central Group departments are directly responsible for identifying and observing opportunities at an early stage.

The Managing Board of HeidelbergCement AG is obliged to set up and supervise an internal control and risk management system. The Managing Board also has overall responsibility for the scope and organisation of the established systems. The Supervisory Board and its Audit Committee also review the effectiveness of the risk management system on a regular basis. HeidelbergCement has installed transparent regulations to govern competences and responsibilities for risk management that are based on the Group's structure. A code of conduct, guidelines, and principles apply across the Group for the implementation of systematic and effective risk management. The internal control and risk management system, standardised across the Group, comprises several components that are carefully coordinated and systematically incorporated into the structure and workflow organisation. It is based on the financial resources, operational planning, and the risk management strategy established by the Managing Board.

In a holistic view of individual risks and the overall risk situation, there are, from today's perspective, no identifiable risks that could threaten the existence of the Group or any other apparent significant risks. Our control and risk management system standardised across the Group ensures that major risks, which, if they occurred, would lead to a considerable deterioration of the Group's economic position, are identified at an early stage.

Risks that may have a significant impact on our financial position and performance in the 2013 financial year and in the foreseeable future are described in detail in the 2012 Annual Report in the Risk report chapter on page 79 ff. and in the section "Estimates for 2013 and 2014 by Group management – risks and opportunities" on page 120 f in the Outlook chapter.

The risks arising from volatile energy and raw material prices as well as from exchange rates remain high. The International Monetary Fund (IMF) has once again lowered the 2013 growth rate for the global economy in its latest forecast. The ongoing development is still subject to uncertainties and risks. In the industrialised countries, the most pressing task is to consolidate state finances, reform the financial sector and tackle unemployment. The emerging countries face the dual challenges of slowing growth rates and tighter financial conditions. Significant uncertainties still remain with regard to the stability of the global financial system.

Interim consolidated financial statements

Consolidated income statement

Consolidated income statement	July - September		January - September	
€m	2012 [1]	2013	2012 [1]	2013
Revenue	3,944.4	**3,890.5**	10,524.8	**10,450.3**
Change in finished goods and work in progress	-13.6	**-37.5**	15.0	**-37.3**
Own work capitalised	1.7	**2.7**	5.4	**7.6**
Operating revenue	3,932.5	**3,855.6**	10,545.2	**10,420.6**
Other operating income	159.7	**82.3**	334.4	**225.6**
Material costs	-1,594.7	**-1,527.3**	-4,465.0	**-4,302.0**
Employee and personnel costs	-605.7	**-582.1**	-1,752.9	**-1,731.4**
Other operating expenses	-1,019.8	**-1,017.7**	-2,882.6	**-2,849.0**
Operating income before depreciation (OIBD)	872.0	**810.8**	1,779.1	**1,763.9**
Depreciation of property, plant and equipment	-203.5	**-200.3**	-590.7	**-596.9**
Amortisation of intangible assets	-21.4	**-7.1**	-36.7	**-23.5**
Operating income	647.2	**603.4**	1,151.7	**1,143.4**
Additional ordinary income	0.0	**267.6**	0.7	**314.5**
Additional ordinary expenses	-59.0	**-31.3**	-113.3	**-82.9**
Additional ordinary result	-59.0	**236.3**	-112.6	**231.6**
Result from associated companies [2]	16.6	**15.1**	29.0	**22.3**
Result from other participations	0.7	**0.6**	3.9	**6.3**
Earnings before interest and taxes (EBIT)	605.5	**855.5**	1,072.0	**1,403.6**
Interest income	19.9	**17.1**	52.9	**54.6**
Interest expenses	-162.9	**-139.9**	-476.0	**-436.7**
Foreign exchange gains	8.6	**4.7**	13.8	**3.4**
Other financial result	-48.6	**-16.8**	-73.2	**-50.5**
Financial result	-183.0	**-135.0**	-482.5	**-429.1**
Profit before tax from continuing operations	422.5	**720.5**	589.5	**974.5**
Income taxes	-98.7	**-92.4**	-186.0	**-158.1**
Net income from continuing operations	323.8	**628.1**	403.5	**816.4**
Net income / loss from discontinued operations	-6.2	**-0.6**	-0.2	**95.5**
Profit for the period	317.6	**627.4**	403.3	**911.9**
Thereof non-controlling interests	64.0	**47.7**	177.0	**157.1**
Thereof Group share of profit	253.6	**579.8**	226.3	**754.8**
Earnings per share in € (IAS 33)				
Earnings per share attributable to the parent entity	1.36	**3.10**	1.21	**4.03**
Earnings per share – continuing operations	1.39	**3.10**	1.21	**3.52**
Earnings per share – discontinued operations	-0.03	**0.00**	0.00	**0.51**

1) Amounts restated due to the retrospective application of IAS 19 R.

2) Net result from associated companies	13.4	12.4	21.1	17.1

Consolidated statement of comprehensive income

Consolidated statement of comprehensive income	July - September		January - September	
€m	2012 [1]	**2013**	2012 [1]	**2013**
Profit for the period	317.6	**627.4**	403.3	**911.9**
Other comprehensive income not being reclassified to profit or loss in subsequent periods				
Actuarial gains and losses	-181.9	**-7.5**	-230.3	**165.1**
Income taxes	53.7	**7.7**	69.1	**-26.7**
	-128.2	**0.2**	-161.2	**138.4**
Other comprehensive income to be reclassified to profit or loss in subsequent periods				
Cash flow hedges – change in fair value	-0.5	**14.3**	3.5	**16.5**
Reclassification of gains / losses included in the income statement	0.7	**-0.7**	-0.6	**2.4**
Income taxes	0.3	**-3.5**	-0.1	**-4.4**
	0.5	**10.2**	2.7	**14.5**
Available for sale assets – change in fair value	-1.0	**-0.7**	0.7	**7.4**
Income taxes	0.1			**-0.4**
	-1.0	**-0.7**	0.6	**7.0**
Currency translation	-53.2	**-919.1**	358.1	**-1,522.6**
Income taxes	-4.8	**5.8**	-9.8	**20.1**
	-58.0	**-913.3**	348.3	**-1,502.5**
Other comprehensive income	-186.6	**-903.6**	190.5	**-1,342.6**
Total comprehensive income	131.0	**-276.2**	593.7	**-430.6**
Relating to non-controlling interests	47.8	**-95.4**	142.6	**4.3**
Relating to HeidelbergCement AG shareholders	83.2	**-180.8**	451.2	**-435.0**

1) Amounts restated due to the retrospective application of IAS 19 R.

Consolidated statement of cash flows

Consolidated statement of cash flows	July - September		January - September	
€m	2012[1]	**2013**	2012[1]	**2013**
Net income from continuing operations	323.8	**628.1**	403.5	**816.4**
Income taxes	98.7	**92.4**	186.0	**158.1**
Interest income/ expenses	143.0	**122.8**	423.1	**382.1**
Dividends received	7.1	**3.2**	21.2	**11.3**
Interest received	20.8	**24.4**	88.5	**89.2**
Interest paid	-125.4	**-108.1**	-556.9	**-446.5**
Income taxes paid	-77.1	**-60.4**	-250.4	**-308.9**
Depreciation, amortisation, and impairment	227.6	**214.2**	671.2	**625.9**
Elimination of other non-cash items	45.9	**-272.3**	204.5	**-402.5**
Cash flow	664.2	**644.3**	1,190.9	**924.9**
Changes in operating assets	-36.8	**-93.2**	-440.1	**-399.8**
Changes in operating liabilities	-61.8	**56.0**	-11.9	**59.0**
Changes in working capital	-98.6	**-37.2**	-452.1	**-340.9**
Decrease in provisions through cash payments	-49.9	**-66.1**	-152.2	**-323.6**
Cash flow from operating activities	515.7	**541.1**	586.6	**260.4**
Intangible assets	-2.4	**-2.0**	-13.4	**-7.3**
Property, plant and equipment	-160.6	**-199.1**	-474.5	**-551.4**
Subsidiaries and other business units	-5.2	**-7.4**	-5.2	**-67.8**
Other financial assets, associates and joint ventures	-10.9	**-1.7**	-18.1	**-303.6**
Investments (cash outflow)	-179.0	**-210.1**	-511.2	**-930.1**
Subsidiaries and other business units	57.3	**0.0**	60.1	**2.5**
Other fixed assets	42.7	**30.4**	100.4	**127.0**
Divestments (cash inflow)	100.0	**30.4**	160.5	**129.5**
Cash from changes in consolidation scope	0.0	**0.0**	0.1	**5.2**
Cash flow from investing activities	-79.1	**-179.7**	-350.6	**-795.4**
Capital increase - non controlling shareholders		**3.1**		**3.1**
Dividend payments - HeidelbergCement AG			-65.6	**-88.1**
Dividend payments - non-controlling shareholders	-8.3	**-7.0**	-63.9	**-85.3**
Increase in ownership interests in subsidiaries	-0.5	**0.0**	-1.0	**-107.0**
Proceeds from bond issuance and loans	-121.5	**-877.0**	339.3	**348.5**
Repayment of bonds and loans	-23.5	**-29.4**	-1,212.2	**-1,048.9**
Changes in short-term interest-bearing assets and liabilities	-320.9	**487.5**	144.4	**1,413.8**
Cash flow from financing activities	-474.8	**-422.8**	-859.1	**436.1**
Net change in cash and cash equivalents	-38.1	**-61.4**	-623.1	**-98.9**
Effect of exchange rate changes	-14.6	**-150.4**	-24.9	**-164.4**
Cash and cash equivalents at the beginning of period	1,274.5	**1,423.3**	1,869.8	**1,474.8**
Cash and cash equivalents at period end	1,221.8	**1,211.5**	1,221.8	**1,211.5**
Reclassification of cash and cash equivalents according to IFRS 5		**-0.2**		**-0.2**
Cash and cash equivalents presented in the balance sheet at period end	1,221.8	**1,211.3**	1,221.8	**1,211.3**

1) Amounts restated due to the retrospective application of IAS 19 R.

Consolidated balance sheet

Assets			
€m	30 Sep. 2012 [1]	31 Dec. 2012 [1]	30 Sep. 2013
Non-current assets			
Intangible assets			
Goodwill	10,914.0	10,609.4	**10,336.8**
Other intangible assets	319.1	302.0	**298.1**
	11,233.0	10,911.4	**10,634.9**
Property, plant and equipment			
Land and buildings	5,407.3	5,289.5	**5,061.6**
Plant and machinery	4,383.2	4,315.3	**4,151.9**
Other operating equipment	341.0	334.8	**309.6**
Prepayments and assets under construction	890.8	859.2	**809.7**
	11,022.3	10,798.8	**10,332.8**
Financial assets			
Investments in associates	396.2	379.7	**389.8**
Financial investments	71.9	68.1	**86.4**
Loans to participations	15.1	14.1	**14.3**
Other loans and derivative financial instruments	73.9	75.8	**97.6**
	557.1	537.6	**588.0**
Fixed assets	22,812.4	22,247.8	**21,555.7**
Deferred taxes	452.9	444.6	**399.3**
Other non-current receivables	296.6	266.6	**449.3**
Non-current income tax assets	27.5	19.8	**17.5**
Total non-current assets	23,589.4	22,978.7	**22,421.8**
Current assets			
Inventories			
Raw materials and consumables	771.1	725.8	**690.5**
Work in progress	175.5	193.1	**173.4**
Finished goods and goods for resale	686.9	685.4	**649.4**
Prepayments	33.7	21.2	**32.5**
	1,667.2	1,625.4	**1,545.7**
Receivables and other assets			
Current interest-bearing receivables	98.4	93.5	**85.6**
Trade receivables	2,006.0	1,418.8	**1,703.6**
Other current operating receivables	384.6	353.3	**369.6**
Current income tax assets	47.1	41.6	**64.5**
	2,536.1	1,907.2	**2,223.3**
Derivative financial instruments	14.9	5.9	**19.6**
Cash and cash equivalents	1,221.8	1,474.8	**1,211.3**
Total current assets	5,440.0	5,013.3	**5,000.0**
Disposal groups held for sale		15.7	**19.5**
Balance sheet total	29,029.4	28,007.8	**27,441.3**

1) Amounts restated due to the retrospective application of IAS 19 R and IFRIC 20.

Equity and liabilities

€m	30 Sep. 2012 [1]	31 Dec. 2012 [1]	30 Sep. 2013
Shareholders' equity and non-controlling interests			
Subscribed share capital	562.5	562.5	**562.5**
Share premium	5,539.4	5,539.4	**5,539.4**
Retained earnings	6,649.0	6,668.1	**7,414.5**
Other components of equity	277.0	-160.8	**-1,489.8**
Equity attributable to shareholders	13,027.8	12,609.2	**12,026.6**
Non-controlling interests	1,055.2	1,098.3	**971.5**
Total equity	14,083.0	13,707.5	**12,998.1**
Non-current liabilities			
Bonds payable	6,523.9	6,509.2	**6,492.9**
Bank loans	553.5	529.8	**609.6**
Other non-current interest-bearing liabilities	116.8	109.2	**112.0**
	7,194.2	7,148.2	**7,214.5**
Non-controlling interests with put options	22.9		
	7,217.1	7,148.2	**7,214.5**
Pension provisions	1,063.1	1,027.2	**855.9**
Deferred taxes	689.9	659.1	**557.8**
Other non-current provisions	1,116.5	1,067.0	**930.9**
Other non-current operating liabilities	266.6	89.0	**82.2**
Non-current income tax liabilities	51.3	52.2	**53.7**
	3,187.4	2,894.5	**2,480.5**
Total non-current liabilities	10,404.5	10,042.7	**9,695.0**
Current liabilities			
Bonds payable (current portion)	735.1	708.8	**151.5**
Bank loans (current portion)	695.9	461.4	**284.8**
Other current interest-bearing liabilities	370.9	209.5	**1,584.9**
	1,801.9	1,379.7	**2,021.2**
Non-controlling interests with put options	22.3	45.1	**44.9**
	1,824.3	1,424.9	**2,066.2**
Pension provisions (current portion)	87.8	87.4	**82.7**
Other current provisions	187.0	235.5	**169.4**
Trade payables	1,333.8	1,372.3	**1,300.7**
Other current operating liabilities	964.5	989.8	**995.4**
Current income tax liabilities	144.6	147.6	**129.8**
	2,717.7	2,832.7	**2,678.0**
Total current liabilities	4,541.9	4,257.5	**4,744.2**
Liabilities associated with disposal groups			**4.1**
Total liabilities	14,946.4	14,300.3	**14,443.2**
Balance sheet total	29,029.4	28,007.8	**27,441.3**

Consolidated statement of changes in equity

€m	Subscribed share capital	Share premium	Retained earnings	Cash flow hedge reserve
1 January 2012	562.5	5,539.4	6,623.1	-8.9
IAS 19R (revised)			-3.8	
1 January 2012 (restated)	562.5	5,539.4	6,619.3	-8.9
Profit for the period			226.3	
Other comprehensive income			-161.2	2.7
Total comprehensive income			65.1	2.7
Changes in ownership interests in subsidiaries			-0.9	
Changes in non-controlling interests with put options			29.1	
Other changes			2.0	
Dividends			-65.6	
30 September 2012	562.5	5,539.4	6,649.0	-6.2
1 January 2013	562.5	5,539.4	6,673.5	-3.7
IAS 19R (revised)			-5.5	
1 January 2013 (restated)	562.5	5,539.4	6,668.1	-3.7
Profit for the period			754.8	
Other comprehensive income			138.4	8.8
Total comprehensive income			893.2	8.8
Changes in ownership interests in subsidiaries			-58.8	
Changes in non-controlling interests with put options			-1.4	
Other changes			1.6	
Dividends			-88.1	
30 September 2013	562.5	5,539.4	7,414.5	5.2

	Other components of equity						
	Available for sale reserve	Asset revaluation reserve	Currency translation	Total other components of equity	Equity attributable to shareholders	Non-controlling interests	**Total equity**
	19.1	35.5	-153.7	-108.0	12,617.0	951.6	**13,568.6**
					-3.8	-0.6	**-4.4**
	19.1	35.5	-153.7	-108.0	12,613.2	951.0	**13,564.2**
					226.3	177.0	**403.3**
	0.6		382.7	386.1	224.9	-34.4	**190.5**
	0.6		382.7	386.1	451.2	142.6	**593.7**
					-0.9	-1.2	**-2.1**
					29.1	26.7	**55.8**
		-1.1		-1.1	0.9		**0.9**
					-65.6	-63.9	**-129.5**
	19.7	34.4	229.0	277.0	13,027.8	1,055.2	**14,083.0**
	22.3	34.0	-213.5	-160.8	12,614.6	1,098.8	**13,713.4**
					-5.4	-0.5	**-5.9**
	22.3	34.0	-213.5	-160.8	12,609.2	1,098.3	**13,707.5**
					754.8	157.1	**911.9**
	7.0		-1,344.0	-1,328.1	-1,189.8	-152.8	**-1,342.6**
	7.0		-1,344.0	-1,328.1	-435.0	4.3	**-430.6**
					-58.8	-49.7	**-108.5**
					-1.4	1.6	**0.2**
		-1.0		-1.0	0.6	2.2	**2.9**
					-88.1	-85.3	**-173.4**
	29.3	33.1	-1,557.4	-1,489.8	12,026.6	971.5	**12,998.1**

Segment reporting / Notes

Group areas January - September	Western and Northern Europe		Eastern Europe-Central Asia		North America	
€m	2012[1]	2013	2012[1]	2013	2012[1]	2013
External revenue	3,111	**3,048**	1,116	**1,009**	2,606	**2,607**
Inter-Group areas revenue	52	**46**	0			
Revenue	3,163	**3,094**	1,116	**1,009**	2,606	**2,607**
Change to previous year in %		**-2.2 %**		**-9.6 %**		**0.1 %**
Operating income before depreciation (OIBD)	379	**401**	236	**196**	448	**457**
as % of revenue	12.0 %	**13.0 %**	21.2 %	**19.5 %**	17.2 %	**17.5 %**
Depreciation	-205	**-193**	-84	**-90**	-188	**-174**
Operating income	174	**208**	152	**106**	260	**283**
as % of revenue	5.5 %	**6.7 %**	13.6 %	**10.5 %**	10.0 %	**10.9 %**
Results from associated companies	19	**11**	1	**1**	2	**1**
Results from other participations	1	**2**	0	**0**	0	**0**
Results from participations	20	**13**	1	**1**	2	**1**
Additional ordinary result						
Earnings before interest and taxes (EBIT)	194	**221**	153	**107**	262	**284**
Capital expenditures[2]	99	**95**	120	**79**	87	**120**
Segment assets[3]	6,979	**6,554**	2,268	**2,183**	8,165	**7,624**
OIBD as % of segment assets	5.4 %	**6.1 %**	10.4 %	**9.0 %**	5.5 %	**6.0 %**
Number of employees as at 30 September	13,441	**13,391**	9,826	**9,557**	12,558	**12,058**
Average number of employees	13,513	**13,282**	9,897	**9,522**	12,345	**11,858**

1) Amounts restated due to the retrospective application of IAS 19 R.

2) Capital expenditures = in the segment columns: property, plant and equipment as well as intangible assets investments; in the reconciliation column: investments in financial fixed assets and other business units

3) Segment assets = property, plant and equipment as well as intangible assets

4) Includes corporate functions, eliminations of intra-Group relationships between the segments and additional ordinary result.

Asia-Pacific		Africa-Mediterranean Basin		Group Services		Reconciliation[4]		Continuing operations	
2012[1]	**2013**	2012[1]	**2013**	2012[1]	**2013**	2012[1]	**2013**	2012[1]	**2013**
2,544	**2,559**	819	**839**	330	**389**			10,525	**10,450**
4	**8**	27	**21**	284	**266**	-367	**-340**		
2,548	**2,566**	846	**860**	614	**655**	-367	**-340**	10,525	**10,450**
	0.7 %		**1.7 %**		**6.7 %**				**-0.7 %**
627	**623**	147	**162**	16	**16**	-74	**-92**	1,779	**1,764**
24.6 %	**24.3 %**	17.3 %	**18.8 %**	2.6 %	**2.5 %**	20.1 %	**27.1 %**	16.9 %	**16.9 %**
-115	**-125**	-27	**-29**	0	**0**	-8	**-9**	-627	**-620**
512	**499**	120	**133**	16	**16**	-82	**-102**	1,152	**1,143**
20.1 %	**19.4 %**	14.2 %	**15.4 %**	2.5 %	**2.5 %**	22.3 %	**29.9 %**	10.9 %	**10.9 %**
6	**9**	1	**1**					29	**22**
1	**3**	2	**2**	0				4	**6**
7	**12**	3	**2**	0				33	**29**
						-113	**232**	-113	**232**
519	**510**	123	**135**	16	**16**	-194	**130**	1,072	**1,404**
143	**185**	39	**79**			23	**371**	511	**930**
4,073	**3,797**	731	**771**	39	**38**			22,255	**20,968**
15.4 %	**16.4 %**	20.0 %	**20.9 %**	40.5 %	**43.4 %**			8.0 %	**8.4 %**
14,464	**15,199**	3,384	**3,354**	57	**62**			53,729	**53,621**
14,243	**15,226**	3,427	**3,344**	56	**59**			53,481	**53,291**

Notes to the interim consolidated financial statements

Accounting and valuation principles
The interim consolidated financial statements of HeidelbergCement AG as of 30 September 2013 were prepared on the basis of IAS 34 (Interim Financial Statements). All International Financial Reporting Standards (IFRSs), including the interpretations of the IFRS Interpretations Committee, that were binding as at the reporting date and had been adopted into European law by the European Commission were applied.

In accordance with the regulations of IAS 34, a condensed report scope in comparison with the consolidated financial statements as at 31 December 2012, with selected explanatory notes, was chosen. The accounting and valuation principles applied in the preparation of the interim financial statements correspond in principle to those of the consolidated financial statements as at 31 December 2012. Detailed explanations can be found on pages 156 f. in the Notes to the 2012 Annual Report, which forms the basis for these interim financial statements.

In accordance with IAS 34, the income taxes in the reporting period were accrued on the basis of the tax rate expected for the whole financial year.

The interim consolidated financial statements as at 30 September 2013 were not subject to any audits or reviews.

The following new or amended IASB standards and interpretations were applicable for the first time in these interim consolidated financial statements:

– The amendments to IAS 1 (Presentation of Financial Statements) concern the breakdown of the items shown in other comprehensive income into two categories, depending on whether, in subsequent periods, they are reclassified to the income statement or not. The statement of comprehensive income for the Group has been adjusted accordingly.

– The amendments to IAS 19 (Employee Benefits – Revised 2011) – subsequently referred to as IAS 19R – had the following impact on the financial reporting of the HeidelbergCement Group: The existing method of recording expected return on plan assets and the calculation of the interest cost from the defined benefit obligation will now be replaced by recording the net interest from the net defined benefit obligation or the net defined benefit asset. The difference between the interest income from plan assets and actual return on plan assets is included in actuarial gains and losses in the statement of comprehensive income. Past service costs are immediately recognised in profit or loss as they arise. Administration costs that are incurred while the service is being provided and do not relate to the management of the plan assets (investment-related costs), will be recorded in other operating expenses from now on. The obligation to retrospectively apply IAS 19R led to adjustments to the income statement, the statement of comprehensive income, the statement of cash flows, the balance sheet, and the statement of changes in equity in earlier periods.

– The amendment to IFRS 7 (Disclosures – Offsetting Financial Assets and Financial Liabilities) results in additional disclosures relating to the netting of financial instruments in the Notes. The amendment to IFRS 7 does not have any impact on the reporting of the HeidelbergCement Group.

– IFRS 13 (Fair Value Measurement) introduces a uniform framework for the measurement of the fair value of assets and liabilities, which applies to all IFRS with a few exceptions (IFRS 2 Share-based Payment and IAS 17 Leases). IFRS 13 is to be applied prospectively. The initial application was of subordinate importance for the interim consolidated financial statement.

- IFRIC 20 (Stripping Costs in the Production Phase of a Surface Mine) describes the accounting of stripping costs during the production phase in surface mining and clarifies when production stripping costs should lead to the recognition of an asset and how that asset should be classified and measured both initially and in subsequent periods. The retrospective application of IFRIC 20 resulted in balance sheet reclassifications in earlier periods. The effects on the income statement were of subordinate importance.

The following tables show the impact of the retrospective application of IAS 19R and IFRIC 20 on the income statement, the statement of comprehensive income, the statement of cash flows, and the balance sheet in earlier periods. The retrospective adjustment of shareholders' equity is shown in the statement of changes in equity.

Income statement	January - September 2012		
€m	Before adjustment	IAS 19R	**Adjusted**
Other operating expenses	-2,875.8	-6.8	**-2,882.6**
Operating income	1,158.4	-6.8	**1,151.7**
Other financial result	-68.0	-5.2	**-73.2**
Profit before tax from continuing operations	601.4	-12.0	**589.5**
Income taxes	-185.0	-0.9	**-186.0**
Profit for the period	416.2	-12.9	**403.3**
Thereof Group share of profit	239.2	-12.9	**226.3**
Earnings per share in €			
Earnings per share attributable to the parent entity	1.28	-0.07	**1.21**
Earnings per share – continuing operations	1.28	-0.07	**1.21**
Earnings per share – discontinued operations		0.00	**0.00**

Statement of comprehensive income	January - September 2012		
€m	Before adjustment	IAS 19R	**Adjusted**
Profit for the period	416.2	-12.9	**403.3**
Other comprehensive income not being reclassified to profit or loss in subsequent periods			
Actuarial gains and losses	-242.3	12.0	**-230.3**
Income taxes	67.8	1.3	**69.1**
	-174.4	13.2	**-161.2**
Other comprehensive income	177.2	13.2	**190.5**
Total comprehensive income	593.4	0.3	**593.7**
Relating to HeidelbergCement AG shareholders	450.8	0.4	**451.2**

Statement of cash flows	January - September 2012		
€m	Before adjustment	IAS 19R	**Adjusted**
Net income from continuing operations	416.4	-12.9	**403.5**
Income taxes	185.0	0.9	**186.0**
Elimination of other non-cash items	192.6	12.0	**204.5**
Cash flow	1,190.8	0.0	**1,190.9**

Balance sheet	1 January 2012			
€m	Before adjustment	IAS 19R	IFRIC 20	Adjusted
Assets				
Other intangible assets	345.9		3.8	**349.6**
Land and buildings	5,296.7		15.5	**5,312.3**
Deferred taxes	379.2	2.2		**381.4**
Other non-current receivables	294.0		-6.2	**287.8**
Total non-current assets	23,394.9	2.2	13.1	**23,410.2**
Other current operating receivables	359.0		-13.1	**345.9**
Total current assets	5,625.4		-13.1	**5,612.3**
Balance sheet total	29,020.3	2.2		**29,022.5**
Equity and liabilities				
Retained earnings	6,623.1	-3.8		**6,619.3**
Non-controlling interests	951.6	-0.6		**951.0**
Total equity	13,568.6	-4.4		**13,564.2**
Non-current pension provisions	832.6	6.6		**839.2**
Total liabilities	15,451.7	6.6		**15,458.3**
Balance sheet total	29,020.3	2.2		**29,022.5**

Balance sheet	30 September 2012			
€m	Before adjustment	IAS 19R	IFRIC 20	Adjusted
Assets				
Other intangible assets	315.0		4.1	**319.1**
Land and buildings	5,390.8		16.5	**5,407.3**
Deferred taxes	450.5	2.5		**452.9**
Other non-current receivables	304.7		-8.1	**296.6**
Total non-current assets	23,574.4	2.4	12.5	**23,589.4**
Other current operating receivables	397.1		-12.5	**384.6**
Total current assets	5,452.5		-12.5	**5,440.0**
Balance sheet total	29,027.0	2.4		**29,029.4**
Equity and liabilities				
Retained earnings	6,652.5	-3.5		**6,649.0**
Non-controlling interests	1,055.8	-0.6		**1,055.2**
Total equity	14,087.1	-4.1		**14,083.0**
Non-current pension provisions	1,056.5	6.5		**1,063.1**
Total liabilities	14,939.9	6.5		**14,946.4**
Balance sheet total	29,027.0	2.4		**29,029.4**

Balance sheet	31 December 2012			
€m	Before adjustment	IAS 19R	IFRIC 20	Adjusted
Assets				
Other intangible assets	297.7		4.3	**302.0**
Land and buildings	5,272.7		16.8	**5,289.5**
Deferred taxes	442.0	2.6		**444.6**
Other non-current receivables	275.4		-8.8	**266.6**
Total non-current assets	22,963.9	2.6	12.3	**22,978.7**
Other current operating receivables	365.6		-12.3	**353.3**
Total current assets	5,025.6		-12.3	**5,013.3**
Balance sheet total	28,005.2	2.6		**28,007.8**
Equity and liabilities				
Retained earnings	6,673.5	-5.4		**6,668.1**
Non-controlling interests	1,098.8	-0.5		**1,098.3**
Total equity	13,713.4	-5.9		**13,707.5**
Non-current pension provisions	1,018.7	8.5		**1,027.2**
Total liabilities	14,291.8	8.5		**14,300.3**
Balance sheet total	28,005.2	2.6		**28,007.8**

A detailed description of the pronouncements adopted by the IASB but not applicable until a later date is given in the Notes to the 2012 Annual Report on pages 159 f.

In order to improve transparency, the presentation of proceeds from and repayment of bonds and loans in the statement of cash flows was amended to the effect that proceeds and repayments relating to the syndicated facility agreement are reported on a net basis within a reporting period. Furthermore, changes to short-term interest-bearing receivables and liabilities are now reported separately. The following table shows the adjustments to the previous period.

Statement of cash flows	January - September 2012		
€m	Before adjustment	Adjustment	Adjusted
Proceeds from bond issuance and loans	955.4	-616.1	**339.3**
Repayment of bonds and loans	-1,683.9	471.7	**-1,212.2**
Changes in short-term interest-bearing assets and liabilities		144.4	**144.4**
Cash flow from financing activities	-859.1	0.0	**-859.1**

Seasonal nature of the business

The production and sales of building materials are seasonal due to the regional weather patterns. Particularly in our important markets in Europe and North America, business figures of the first and fourth quarters are adversely affected by the winter months, whereas the warmer months contribute to higher sales and profit numbers in the second and third quarters.

Exchange rates

The following table contains the key exchange rates used in the translation of the separate financial statements denominated in foreign currencies into euro.

Exchange rates		Exchange rates at reporting date		Average exchange rates	
EUR		31 Dec. 2012	30 Sep. 2013	01-09/2012	01-09/2013
USD	USA	1.3197	**1.3526**	1.2820	**1.3173**
AUD	Australia	1.2693	**1.4517**	1.2392	**1.3466**
CAD	Canada	1.3090	**1.3947**	1.2849	**1.3482**
CNY	China	8.2218	**8.2800**	8.1160	**8.1238**
GBP	Great Britain	0.8117	**0.8358**	0.8124	**0.8520**
GEL	Georgia	2.1863	**2.2513**	2.1129	**2.1813**
GHS	Ghana	2.5089	**2.7052**	2.3297	**2.5792**
HKD	Hong Kong	10.2227	**10.4897**	9.9473	**10.2187**
IDR	Indonesia	12,761.02	**15,707.74**	11,984.66	**13,370.64**
INR	India	72.4030	**84.6590**	68.0283	**75.6377**
KZT	Kazakhstan	198.7850	**208.0300**	190.6025	**199.7862**
MYR	Malaysia	4.0355	**4.4073**	3.9712	**4.1245**
NOK	Norway	7.3435	**8.1337**	7.5142	**7.6623**
PLN	Poland	4.0795	**4.2215**	4.2058	**4.1991**
RON	Romania	4.4453	**4.4545**	4.4350	**4.4070**
RUB	Russia	40.2910	**43.8000**	39.7704	**41.6684**
SEK	Sweden	8.5802	**8.6949**	8.7327	**8.5816**
CZK	Czech Republic	25.0815	**25.6860**	25.1277	**25.7399**
HUF	Hungary	291.3550	**297.4400**	291.0789	**296.6576**
TZS	Tanzania	2,145.42	**2,232.60**	2,063.43	**2,188.09**
TRY	Turkey	2.3546	**2.7307**	2.3109	**2.4580**

Business combinations in the reporting period

To strengthen the market position in the field of ready-mixed concrete, HeidelbergCement has effected various business combinations in Germany. On 1 January 2013, the outstanding 50% share in BLG Transportbeton GmbH & Co. KG, Munich, was acquired. On 1 July 2013, the remaining 42.5% of the shares in Wetterauer Lieferbeton GmbH & Co. KG, Bad Nauheim, as well as the outstanding 40% of the shares in Heidelberger Beton Zwickau GmbH & Co. KG, Zwickau, were taken over. Thus far the companies have been proportionately included as joint ventures in the consolidated financial statements. Furthermore, HeidelbergCement acquired two ready-mixed concrete plants in Cologne on 15 August 2013 as part of an asset deal. The overall purchase price of €14.1 million for these business combinations was paid in cash. The fair value of the previously held equity interest in the joint ventures amounted to €12.8 million. The revaluation of the interest resulted in a gain of €6.8 million, which was recognised in the additional ordinary income. The purchase price allocations have not yet been completed. The measurement of property, plant, and equipment and thus deferred taxes may be revised. The provisionally recognised goodwill of €16.3 million, of which €0.4 million is likely to be deductible for tax purposes, reflects the synergy potential arising from the business combinations. As part of the business combinations, receivables with a gross value of €3.4 million were acquired, of which €3.3 million are expected to be recoverable. The fair value of the receivables amounts to €3.3 million.

On 2 April 2013, HeidelbergCement acquired the remaining 50% of the shares in the joint venture Midland Quarry Products Limited (MQP), Whitwick, within the scope of a business combination, as well as two necessary operating quarries. The acquired company is one of the leading suppliers of aggregates and asphalt for the construction industry and rail industry in the United Kingdom. The purchase price amounted to €39.4 million and was paid in cash. Thus far the company has been proportionately consolidated. The provisional fair value of the previously held equity interest in the company amounted to €50.6 million as at the acquisition date.

The revaluation of the interest resulted in a loss of €20.4 million, which was recognised in the additional ordinary expenses. The purchase price allocation has not yet been completed. The valuations of the acquired property, plant and equipment, mineral reserves, as well as the associated deferred taxes are essentially outstanding. The provisionally recognised goodwill as part of the preliminary valuation amounts to €5.6 million and is not deductible for tax purposes. Transaction costs of €0.6 million were recognised in the additional ordinary expenses. As part of the business combination, receivables with a fair value of €14.0 million were acquired. The gross value of the receivables is €14.3 million, of which €0.3 million is likely to be irrecoverable.

The following table shows the provisional fair values of the identifiable assets and liabilities of the business combinations as at the acquisition date.

Preliminary fair values recognised as at the acquisition date

€m	Germany	MQP	Total
Intangible assets	0.2	15.9	**16.1**
Property, plant and equipment	13.7	57.9	**71.6**
Inventories	0.5	5.5	**6.0**
Trade receivables	3.2	14.0	**17.2**
Cash and cash equivalents	1.0	8.3	**9.3**
Other assets	1.2	15.3	**16.5**
Total assets	19.9	116.9	**136.8**
Provisions	0.8	2.0	**2.8**
Liabilities	7.4	15.5	**22.9**
Deferred taxes	1.2	15.0	**16.2**
Total liabilities	9.4	32.5	**42.0**
Net assets	10.5	84.4	**95.0**

The purchase of the outstanding shares of the hitherto proportionally consolidated companies BLG Transportbeton GmbH & Co. KG, Wetterauer Lieferbeton GmbH & Co. KG, Heidelberger Beton Zwickau GmbH & Co. KG, and Midland Quarry Products Limited led to an increase in revenue and results of €34.4 million and €2.8 million, respectively, from the date of first-time consolidation. If the share acquisitions had taken place on 1 January, contributions to revenue and results would be higher by €7.0 million and €0.2 million, respectively. The revenue and results of the two ready-mixed concrete plants in Cologne cannot be determined separately as the units were integrated into the existing business following their acquisition.

Business combinations in the same period of the previous year

In the first three quarters of 2012, HeidelbergCement did not effect any business combinations that had a material impact on the financial position and performance of the Group.

Divestments in the reporting period

HeidelbergCement did not effect any significant divestments in the reporting period.

Divestments in the same period of the previous year

On 23 May 2012, HeidelbergCement sold 100 % of the shares in Perstrup Beton Industri A/S, Kolind, Denmark. The sales price of €2.8 million was paid in cash.

In August 2012, HeidelbergCement sold operations in the building products and concrete-service-other business lines in North America as part of two asset deals. The sales price amounted to €57.3 million and was paid in cash.

The assets and liabilities at the date of disposal are shown in the following table.

Assets and liabilities at date of disposal			
€m	Denmark	North America	Total
Intangible assets	2,3	21,4	**23,7**
Property, plant and equipment	2,2	67,8	**70,0**
Inventories	2,5	7,8	**10,3**
Other assets	2,0	4,5	**6,5**
Total assets	9,0	101,5	**110,5**
Current liabilities	2,5	0,1	**2,6**
Total liabilities	2,5	0,1	**2,6**
Net assets	6,5	101,4	**107,9**

Revenue development by Group areas and business lines

January - September	Cement		Aggregates		Building products		Concrete-service-other		Intra Group eliminations		Total	
€m	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013
Western and Northern Europe	1,295	**1,297**	662	**633**	371	**329**	1,333	**1,315**	-498	**-480**	3,163	**3,094**
Eastern Europe-Central Asia	919	**833**	91	**81**			177	**161**	-71	**-66**	1,116	**1,009**
North America	821	**865**	776	**799**	547	**496**	761	**726**	-300	**-278**	2,606	**2,607**
Asia-Pacific	1,489	**1,539**	436	**434**	21	**20**	883	**900**	-280	**-327**	2,548	**2,566**
Africa-Mediterranean Basin	612	**618**	67	**68**			225	**235**	-58	**-61**	846	**860**
Group Services							614	**655**			614	**655**
Inter-Group area revenue within business lines	-12	**-11**	0	**0**	0	**0**					-12	**-11**
Total	5,125	**5,142**	2,031	**2,015**	938	**844**	3,993	**3,991**	-1,207	**-1,212**	10,880	**10,780**
Inter-Group area revenue between business lines									-355	**-329**	-355	**-329**
Continuing operations									-1,563	**-1,541**	10,525	**10,450**

Additional ordinary result

The additional ordinary result includes transactions which, although occurring in the course of ordinary business activities, are not shown in operating income because they are non-recurring.

Additional ordinary result	January - September	
€m	2012	2013
Additional ordinary income		
Gains from the disposal of subsidiaries and other business units	0,1	**311,7**
Other non-recurring income	0,6	**2,8**
	0,7	**314,5**
Additional ordinary expenses		
Losses from the disposal of subsidiaries and other business units	-49,5	**-21,5**
Impairment of goodwill	-17,9	
Impairment of other intangible assets and property, plant, and equipment	-25,7	**-7,0**
Restructuring expenses	-14,7	**-4,5**
Other non-recurring expenses	-5,5	**-49,9**
	-113,3	**-82,9**
	-112,6	**231,6**

Gains from the disposal of subsidiaries and other business units primarily include income in connection with the repayment of capital and the subsequent deconsolidation of a foreign finance company, as well as income from the sale of the non-controlling interest in a precast concrete parts manufacturer in Saudi Arabia.

Other non-recurring expenses include additional expenses of €36.5 million in connection with the fine imposed by the Düsseldorf Higher Regional Court in the German antitrust proceedings, which was upheld by the Federal Court of Justice, and for which no risk provisions were made in previous years.

Results from discontinued operations

The following table shows the composition of the results from discontinued operations.

Net income from discontinued operations	January - September	
€m	2012	**2013**
Income		**168.4**
Expenses	-30.3	**-4.8**
Income taxes	30.1	**-68.1**
Net income from discontinued operations	-0.2	**95.5**

The results include income and expenses incurred in connection with operations of the Hanson Group discontinued in previous years and which are derived essentially from provisions for damages and environmental obligations. Further details on the obligations are explained in the Notes to the Annual Report 2012 on page 201 f. Due to current court rulings, the management has altered its estimate of reimbursements from insurers and recognised an insurance receivable to the amount of €168.4 million. The gain from the recognition of the receivable was recognised in the income from discontinued operations.

Earnings per share

Earnings per share	January - September	
€m	2012	**2013**
Profit for the period	403.3	**911.9**
Non-controlling interests	177.0	**157.1**
Group share of profit	226.3	**754.8**
Number of shares in '000s (weighted average)	187,500	**187,500**
Earnings per share in €	1.21	**4.03**
Net income from continuing operations – attributable to the parent entity	226.5	**659.3**
Earnings per share in € – continuing operations	1.21	**3.52**
Net income / loss from discontinued operations – attributable to the parent entity	-0.2	**95.5**
Earnings per share in € – discontinued operations	0.00	**0.51**

The basic earnings per share are calculated in accordance with IAS 33 (Earnings per Share), by dividing the Group share of profit for the financial year by the weighted average of the number of issued shares. The diluted earnings per share indicator takes into account not only currently issued shares but also shares potentially available through option rights. The earnings per share were not diluted in the reporting period in accordance with IAS 33.30.

Consolidated statement of comprehensive income
The total comprehensive income for the period decreased by €-1,024.3 million in comparison with the previous year to €-430.6 million (previous year: 593.7). The profit for the period increased by €508.6 million to €911.9 million (previous year: 403.3). Other comprehensive income decreased by €-1,533.1 million to €-1,342.6 million (previous year: 190.5). The actuarial gains and losses of €138.4 million (after income taxes) recognised in other comprehensive income are primarily due to changes in interest rates. In the same period of the previous year, the losses amounted to €-161.2 million. The positive changes in the cash flow hedge reserve of €14.5 million in the reporting period (previous year: 2.7) result primarily from currency swaps and commodities. The market valuation of assets available for sale resulted in gains of €7.0 million (previous year: 0.6). Foreign currency translation resulted in losses of €-1,502.5 million in the reporting period. The losses are due, in particular, to the appreciation of the euro against the Australian dollar, British pound and US dollar since 31 December 2012. In the same period of the previous year, the foreign exchange gains amounted to €348.3 million and resulted primarily from the depreciation of the euro against the British pound and Australian dollar.

The non-controlling interests in the total comprehensive income of €4.3 million are composed of the positive non-controlling interest of €157.1 million in the profit for the period, which results in particular from the positive contributions to profits made by our Indonesian and African subsidiaries and a negative result from foreign currency translation of €-158.5 million which is in particular due to depreciation of the Indonesian rupiah against the euro. In addition, the comprehensive income includes changes in the cash flow hedge reserve attributable to non-controlling interests of €5.6 million.

Goodwill
An impairment test on goodwill in accordance with IAS 36 (Impairment of Assets) is generally performed annually within the HeidelbergCement Group in the fourth quarter once the operational three-year plan has been prepared, or if there are indications of impairment. In this impairment test, the carrying amount of a group of cash-generating units (CGUs) to which goodwill is allocated is compared with the recoverable amount of this group of CGUs.

As at 30 September 2013, there were no events giving rise to or indications of a possible impairment requirement and therefore no impairment needed to be recognised.

Consolidated statement of changes in equity
As at 30 September 2013, the subscribed share capital amounts to €562.5 million – unchanged from 31 December 2012 – and is divided into 187,500,000 no-par value bearer shares, each representing a notional amount of €3.00 in the share capital. The share premium of €5,539.4 million (unchanged from 31 December 2012) was essentially created from the premium from capital increases. As at the reporting date, the company has no treasury shares.

At the reporting date, the retained earnings amounted to €7,414.5 million (previous year: 6,668.1). They were increased in the reporting period by the total comprehensive income of €893.2 million, which is composed of the profit for the period of €754.8 million and the actuarial gains and losses of €138.4 million recognised in other comprehensive income. The changes in ownership interests in subsidiaries amounting to €-58.8 million resulted mainly from the acquisition of the remaining 49 % of shares in the Russian cement manufacturer CJSC "Construction Materials". Dividends of €88.1 million (€0.47 per share) were paid to shareholders of HeidelbergCement AG.

The other components of equity were reduced by a total of €1,329.1 million, of which €-1,344.0 million related to foreign currency translation losses, €8.8 million to positive changes in the fair value of cash flow hedges and €7.0 million to assets available for sale.

The non-controlling interests amounted to €971.5 million (previous year: 1,098.3) as at the reporting date. These include foreign currency translation differences of €-216.0 million (previous year: -57.5). The total comprehensive income attributable to non-controlling shareholders led to a rise in the non-controlling interests of €4.3 million. The acquisition of the remaining 49 % of shares in our subsidiary CJSC “Construction Materials” led to a reduction of the non-controlling interests to the amount of €49.7 million. In the reporting period, dividends totalling €85.3 million were paid to non-controlling shareholders. Major payments were made to the non-controlling shareholders of our Indonesian subsidiary PT Indocement and our African subsidiaries

Changes in estimates for pension provisions

The actuarial gains and losses were adjusted on the basis of the interest rates for the key countries applicable at the reporting date. The rise in interest rates by around 0.2 percentage points led to a reduction in the provisions for pensions and similar obligations by €122.8 million.

Disclosures on financial instruments

The following table assigns the individual balance sheet items for the financial instruments to classes and valuation categories. In addition, the aggregate carrying amounts for each measurement category and the fair values for each class are shown.

Carrying amounts, measurement and fair values by measurement categories

€m	Category of IAS 39 [1]	Amortised cost	Cost	Fair value with P/L effect	Fair value without P/L effect	Carrying amount	Fair value
30 September 2013							
Assets							
Financial investments – available for sale at cost	AfS		63.6			**63.6**	
Financial investments – available for sale at fair value	AfS				22.8	**22.8**	**22.8**
Loans and other interest-bearing receivables	LaR	166.5				**166.5**	**170.1**
Trade receivables and other operating receivables	LaR	2,195.6				**2,195.5**	**2,195.5**
Cash and cash equivalents	LaR	1,211.3				**1,211.3**	**1,211.3**
Derivatives – hedge accounting	Hedge				4.3	**4.3**	**4.3**
Derivatives – held for trading	HfT			46.3		**46.3**	**46.3**
Liabilities							
Bonds payable, bank loans, and miscellaneous financial liabilities	FLAC	9,180.4				**9,180.4**	**10,156.5**
Trade payables, liabilities relating to personnel, and miscellaneous operating liabilities	FLAC	2,184.3				**2,184.3**	**2,184.3**
Liabilities from finance lease	FLAC	15.4				**15.4**	**15.4**
Derivatives – hedge accounting	Hedge				6.4	**6.4**	**6.4**
Derivatives – held for trading	HfT			33.6		**33.6**	**33.6**
Non-controlling interests with put options [2]	FLAC		23.2		21.7	**44.9**	**21.7**
31 December 2012							
Assets							
Financial investments – available for sale at cost	AfS		49.4			**49.4**	
Financial investments – available for sale at fair value	AfS				18.7	**18.7**	**18.7**
Loans and other interest-bearing receivables	LaR	166.1				**166.1**	**169.6**
Trade receivables and other operating receivables	LaR	1,788.5				**1,788.5**	**1,788.9**
Cash and cash equivalents	LaR	1,474.8				**1,474.8**	**1,474.8**
Derivatives – hedge accounting	Hedge				0.3	**0.3**	**0.3**
Derivatives – held for trading	HfT			22.9		**22.9**	**22.9**
Liabilities							
Bonds payable, bank loans, and miscellaneous financial liabilities	FLAC	8,425.8				**8,425.8**	**9,510.1**
Trade payables, liabilities relating to personnel, and miscellaneous operating liabilities	FLAC	2,308.3				**2,308.3**	**2,308.3**
Liabilities from finance lease	FLAC	17.2				**17.2**	**17.2**
Derivatives – hedge accounting	Hedge				4.8	**4.8**	**4.8**
Derivatives – held for trading	HfT			80.2		**80.2**	**80.2**
Non-controlling interests with put options [2]	FLAC		23.0		22.1	**45.1**	**22.1**

1) AfS: Available for sale, LaR: Loans and receivables, Hedge: Hedge accounting, HfT: Held for trading, FLAC: Financial liabilities at amortised cost
2) The non-controlling interests with put options accounted for at cost are not taken into account in the fair value data.

Available for sale at cost investments are equity investments measured at cost, for which no listed price on an active market exists and whose fair values cannot be reliably determined. Therefore, no fair value is indicated for these instruments. Available for sale at fair value investments are measured at fair value on the basis of the stock market prices on the reporting date. Derivative financial instruments, both those designated as hedges and those held for trading, are also measured at fair value. In these items, the fair value always corresponds to the carrying amount.

The fair values of the long-term loans, other long-term operating receivables, bank loans, finance lease liabilities, and other long-term interest-bearing and operating liabilities correspond to the present values of the future payments, taking into account the interest parameters at the time of payment.

The fair values of the listed bonds correspond to the nominal values multiplied by the price quotations on the reporting date. For the financial instruments with short-term maturities, the carrying amounts on the reporting date represent reasonable estimates of the fair values.

The following overview shows the valuation hierarchies in which the financial assets and liabilities are classified in accordance with IFRS 13 and which are measured at fair value.

Fair value hierarchy	31 December 2012		30 September 2013	
€m	Hierarchy 1	Hierarchy 2	**Hierarchy 1**	**Hierarchy 2**
Assets				
Financial investments – available for sale at fair value	18.7		**22.8**	
Derivatives				
Currency forwards		0.0		**0.5**
Foreign exchange swaps		5.6		**15.2**
Cross-currency interest rate swaps		17.3		**31.0**
Interest rate swaps				**3.6**
Commodities		0.3		**0.2**
Liabilities				
Derivatives				
Currency forwards		0.9		**1.5**
Foreign exchange swaps		70.2		**25.9**
Currency swaps		2.7		**4.5**
Cross-currency interest rate swaps		6.8		**3.8**
Interest rate swaps		0.9		**2.1**
Commodities		1.0		**0.2**
Other interest rate and currency derivatives		2.5		**2.0**

In hierarchy 1, the fair value is calculated using prices quoted on an active market (unadjusted) for identical assets or liabilities to which the company has access on the measurement date. For hierarchy 2, the fair value is determined using a discounted cash flow model on the basis of input data that does not involve quoted prices classified in level 1, and which is directly or indirectly observable.

Related parties disclosures

No reportable transactions with related parties took place in the reporting period beyond normal business relations.

Contingent liabilities and other financial commitments
As at the reporting date, there were contingent liabilities of €51.6 million (previous year: 45.5) in connection with tax-related risks. The timing of the possible cash outflows for the contingent liabilities is uncertain because they depend on various external factors that remain outside HeidelbergCement's control. The application of taxation regulations may not yet be determined at the time that current income tax assets and liabilities are calculated. The calculation of tax items is based on the regulations most likely to be applied in each case. Regardless of this, the fiscal authorities may be of a deviating opinion, which may give rise to additional tax liabilities.

The total future minimum lease payments for operating leases as at the reporting date are shown in the following table.

Other financial commitments

€m	31 Dec. 2012	30 Sep. 2012
Rental and leasing contracts		
Total of all leasing payments mature within 1 year	148,8	**140,4**
Total of all leasing payments mature within 1 to 5 years	343,4	**338,3**
Total of all leasing payments mature after more than 5 years	442,9	**439,3**
	935,10	**918,0**

Events after the balance sheet date
On 24 October 2013, HeidelbergCement issued a Eurobond under its €10 billion EMTN programme with an issue volume of €300 million and a maturity date of 21 October 2020. The 7 year bond bears a fixed coupon of 3.25 % p.a. The issue price was at 99.227 %, resulting in a yield to maturity of 3.375 %. The bond is unsecured and ranks pari passu with all other capital market debt. As with all the bonds issued since 2009 and the debt certificate issued in December 2011, the bond terms and conditions include a limitation on incurring additional debt. The proceeds of the transaction will be used for general corporate purposes.

Heidelberg, 7 November 2013

HeidelbergCement AG

The Managing Board

The Company has its registered office in Heidelberg, Germany.
It is registered with the Commercial Register at the Local Court of Mannheim (Amtsgericht Mannheim) under HRB 330082.

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The Interim Financial Report January to September 2013 was published on 7 November 2013.

Financial calendar	
Group annual accounts 2013	19 March 2014
Press conference on annual accounts	19 March 2014
Interim Financial Report January to March 2014	7 May 2014
Annual General Meeting 2014	7 May 2014
Half-Year Financial Report January to June 2014	30 July 2014
Interim Financial Report January to September 2014	6 November 2014

140 Years

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