Welcome to the Annual General Meeting 2014 of the Nemetschek AG

Munich, May 20, 2014, Conference Center Munich at the Hanns-Seidel-Stiftung
Annual General Meeting 2014
Kurt Dobitsch, Chairman of the Supervisory Board
1. Our business model

2. The business results for the fiscal year 2013 and the business performance in the first quarter 2014

3. Our strategy

4. Nemetschek AG at the capital market

5. Outlook
Our business model
A success story of more than 50 years

1963
Company founded by Prof. Georg Nemetschek

1968
First use of computers in the building industry

1980
Nemetschek publishes first Computer Aided Engineering Software

1983
Start of internationalization (Austria, Switzerland)

1984
Release of CAD Software „Allplan 1.0“

1999
IPO on Frankfurt Stock Exchange

1999 - 2007
Numerous acquisitions: Glaser, Auer, Maxon, Vectorworks, Scia, Graphisoft

2008 - 2013
Further internationalization and acquisition of Data Design System

2014
Leading Open BIM* Software Company in the world

* Building Information Modeling
Unique DNA

Positioning

- Nemetschek Group with 12 strong brands
- Software solutions for the AECM industry (Architecture, Engineering, Construction, Management)
- More than 1.2 million users
- Globally present with more than 40 locations in 142 countries

Mission & Vision

- Our claim: Innovative, customer-oriented software solution throughout the lifecycle of buildings
- Our benchmark: Highest quality, user-friendliness and user benefits
- Focus on customers
- Worldwide presence: Intensive sales and service secure customer access, customer proximity and customer satisfaction
What makes us so special

Strong, entrepreneurial brands: Close involvement with customers, speed, excellence, innovation

Value added: Complementarity, specialization, best in class instead of shared services

Attractive for potential targets: Integration of different cultures

Nemetschek covers complete value chain in AECM + Multimedia
Business results for the fiscal year 2013
Products / Solutions
- Many new releases (ArchiCAD 17, Vectorworks 2014, Allplan 2014, Cinema 4D 15, Scia Engineer, Nevaris, iX-Haus by NCREM etc.) with good feedback, bim+ went live
- Maxon Group renderer

Cooperations
- Cooperation Maxon with Adobe
- Strategic partnership of Graphisoft with Nikken Sekkei in Asia

Allplan
- Realignment of Allplan: Growth through innovations and stronger international positioning
Highlights (2)

Acquisition
- DDS acquired successfully end of November 2013
- 100% of shares, DDS already integrated

Internationalization
- Foundation of Graphisoft Mexico as Latin American regional hub
- Strong business in Japan, access to Asian markets
- More than 40 locations and 1.2 million users worldwide

Executive Board
- Three member executive board complete since March 2014
- Continued growth strategy: Innovation, internationalization, organic and inorganic growth
Accelerated growth in the fourth quarter 2013

In mEUR

Q1 2012 to Q1 2013: +5.1%
Q2 2012 to Q2 2013: +4.6%
Q3 2012 to Q3 2013: +5.8%
Q4 2012 to Q4 2013: +9.0%
FY 2012 to FY 2013: +6.2%

- Q4 2013 showed stronger growth of 9.0%
- FY 2013 with an increase of 6.2% inline with guidance
Stable revenue split between licenses and services

Revenue growth in mEUR

<table>
<thead>
<tr>
<th>Year</th>
<th>Consulting &amp; Hardware</th>
<th>Software Services</th>
<th>Software Licenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>2009</td>
<td>64,3</td>
<td>62,0</td>
<td>9,3</td>
</tr>
<tr>
<td>2013</td>
<td>87,0</td>
<td>89,1</td>
<td>9,8</td>
</tr>
</tbody>
</table>

CAGR +8.2%

Revenue split in %

- Consulting & Hardware: 5.3%
- Software Services: 47.9%
- Software Licenses: 46.8%
International revenue split

Revenues 2009: 135.6m EUR

- Europe 44%
- Germany 44%
- Americas 6%
- Asia/Pacific 5%
- RoW 1%

Revenues 2013: 185.9m EUR

- Europe 39%
- Germany 40%
- Americas 11%
- Asia/Pacific 9%
- RoW 1%

 ↔ DACH: Market leading position, solid base, increasing revenues
 ↔ Market position in Americas and Asia strengthened
 ↔ Growth potential abroad
Strong performance of operating result

In mEUR

EBITDA showed an increase of 13% over the last year

Profitability increased: EBITDA margin of 24.9%
Net result (Group shares) increased to 24.0 mEUR (+23.0%)
EPS at 2.49 EUR
Segment overview

<table>
<thead>
<tr>
<th>Segment</th>
<th>Revenues (in mEUR)</th>
<th>FY 2012</th>
<th>FY 2013</th>
<th>EBITDA Margin</th>
</tr>
</thead>
<tbody>
<tr>
<td>Design</td>
<td>141.8</td>
<td>149.5</td>
<td>+5.5%</td>
<td></td>
</tr>
<tr>
<td>Build</td>
<td></td>
<td>14.3</td>
<td>15.4</td>
<td>+7.4%</td>
</tr>
<tr>
<td>Manage</td>
<td></td>
<td>4.2</td>
<td>5.0</td>
<td>+20.2%</td>
</tr>
<tr>
<td>Multimedia</td>
<td></td>
<td>14.8</td>
<td>16.0</td>
<td>+8.1%</td>
</tr>
</tbody>
</table>

**Design**
- Growth driven by Vectorworks and Graphisoft
- Realignment of Allplan
- Improved margin situation

**Build**
- Moderate growth
- High margin business

**Manage**
- Strong revenue and earnings development

**Multimedia**
- Positive revenue development at home and abroad
- High margin despite higher development and marketing expenses
Sound Balance Sheet

in mEUR

<table>
<thead>
<tr>
<th>Current assets</th>
<th>2012: 74.4</th>
<th>2013: 79.6</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-current assets</td>
<td>53%</td>
<td>55%</td>
</tr>
<tr>
<td>2012</td>
<td>159.9</td>
<td></td>
</tr>
<tr>
<td>2013</td>
<td>178.5</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Equity and liabilities</th>
</tr>
</thead>
<tbody>
<tr>
<td>Current liabilities</td>
</tr>
<tr>
<td>Non-current liabilities</td>
</tr>
<tr>
<td>Equity</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Equity ratio</th>
</tr>
</thead>
<tbody>
<tr>
<td>2012: 66.8%</td>
</tr>
<tr>
<td>2013: 66.2%</td>
</tr>
</tbody>
</table>
Operating cash flow increased by 10.3% to 40.2 mEUR
CapEx 5.4 mEUR as expected
Dividend payment 11.1 mEUR in Q2/2013
Acquisition DDS 16.2 mEUR in Q4/2013
Net cash 48.6 mEUR (+9.6%)

Net cash development

- EBITDA
  - FY 2012: 40.9 mEUR
  - FY 2013: 46.3 mEUR
  - % YoY: +13.0%

- Operating cash flow
  - FY 2012: 36.5 mEUR
  - FY 2013: 40.2 mEUR
  - % YoY: +10.3%

- Conversion rate*
  - FY 2012: 89%
  - FY 2013: 87%
  - % YoY: -

- Investing cash flow
  - FY 2012: -6.7 mEUR
  - FY 2013: -21.6 mEUR
  - % YoY: -

High cash position enables further growth organically and via acquisitions

Operating cash flow / EBITDA
Business performance in the first quarter 2014
Successful start in the first quarter 2014

<table>
<thead>
<tr>
<th>In mEUR</th>
<th>Q1 2013</th>
<th>Q1 2014</th>
<th>% YoY</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenues</td>
<td>43.7</td>
<td>51.0</td>
<td>+16.7%</td>
</tr>
<tr>
<td>Thereof Software Licenses</td>
<td>20.5</td>
<td>24.3</td>
<td>+18.7%</td>
</tr>
<tr>
<td>Thereof Software Services</td>
<td>20.8</td>
<td>23.8</td>
<td>+14.3%</td>
</tr>
<tr>
<td>EBITDA</td>
<td>10.8</td>
<td>13.2</td>
<td>+22.3%</td>
</tr>
<tr>
<td>Margin</td>
<td>24.6%</td>
<td>25.8%</td>
<td></td>
</tr>
<tr>
<td>Net result (Group shares)</td>
<td>5.5</td>
<td>7.5</td>
<td>+37.2%</td>
</tr>
<tr>
<td>EPS</td>
<td>0.57</td>
<td>0.78</td>
<td>+37.2%</td>
</tr>
</tbody>
</table>

→ Balanced growth of licenses and services
→ Strong growth in international markets (+18.5%), esp. Asia, Latin and North America
→ Design segment with positive development (+20.6%)
→ Sound balance sheet and high net liquidity of 67 mEUR
Our strategy
Challenges of the AECM industry

Time and costs are the critical parameters in the building process, e.g. Airport Berlin, Plan: 2012 completion, 1.7bn EUR, Status: 2017 completion, 5.7bn EUR

Further projects: Elbphilharmonie, San Francisco Bay Bridge, Soccer stadium Berlin and many others

- Industry in transition
- Digitalization far behind other industries
- Increasing complexity
- Less time, less budget
- More team players
- New regulations
- Increasing demands for sustainable building
- Management of the complete value chain in the building process
What drives our growth

- The Americas
- Asia
- Northern Europe
- Eastern Europe

Major growth markets

- BIM
- Web
- Cloud
- Collaboration
- Mobile

Strategic areas

- Processes
- Data management
- Usability
- Content
- Apps
- ...

Focus on customers

Growth: Organic and via acquisitions

Acquisition focus: Strategic fit to close regional and technology gaps
Internationalization: Regions on the agenda

- Strengthening our position in the Americas, Asia, Northern and Eastern Europe
- Markets with strong growth prospects and increasing demand
- Leverage via co-operations, acquisitions and early-stage occupation
AECM industry in transition

- 2D drawings
- Slow internet
- Poor hardware

- 3D drawings
- Fast internet
- Powerful hardware
- BIM
- Cloud computing

- 5D end-to-end solution
- Smart/Mobile/Apps
- Collaboration along the value chain

since 1985  Today  Tomorrow
Open BIM is one of the growth drivers for AECM
Nemetschek Group focus on Open BIM

Innovations along the value chain
Focus on customer needs
Nemetschek AG at the capital market
**Stable shareholder structure**

- Founded: in 1963
- IPO: March 10, 1999
- Number of shares: 9,625,000
- Frankfurt Stock Exchange, Prime Standard
- Bloomberg: NEM GY, Reuters: NEKG.DE
- Shares Nemetschek family: 53.57%
- Freefloat: 46.43 percent
- Current MarketCap: ~ 600 mEUR
- Current TecDAX Ranking: 25/31

Shares of Nemetschek family pooled: secures stable shareholder structure for well-being of Nemetschek Group in the future
Dividend proposal at 1.30 EUR

Dividend per share in EUR

- Dividend increases by 13% to 1.30 EUR per share
- Dividend proposal to the AGM on May 20, 2014
- In total 12.5 mEUR will be paid out to the shareholders
- Since 2009, we paid in the last 5 years 49m EUR in total
Share price increase and higher visibility through TecDAX

<table>
<thead>
<tr>
<th>Time frame</th>
<th>Nemetschek</th>
<th>TecDAX</th>
<th>DAX</th>
</tr>
</thead>
<tbody>
<tr>
<td>Year 2012</td>
<td>+29%</td>
<td>+18%</td>
<td>+25%</td>
</tr>
<tr>
<td>Year 2013</td>
<td>+52%</td>
<td>+41%</td>
<td>+25%</td>
</tr>
<tr>
<td>Year 2014*</td>
<td>+30%</td>
<td>+6%</td>
<td>+3%</td>
</tr>
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</table>

*Status: 15.05.2014
Rückblick:
So war 2008!

Outlook
Nemetschek Group in long-term growing markets

Global construction market (in $T)

CAGR +5%

2013 8,7 2014 9,0 2016 9,7 2018 10,3 2020 11,0 2025 15,0

Source: Global Construction 2025

Building Information Modeling market (in $B)

CAGR +17%

2012 1,8 2015 2,5 2017 3,3 2019 4,2 2020 6,5

Source: Pike Research
Optimistic outlook 2014

- Market conditions
  - Robust development of construction markets
  - Strong growth expected for BIM products and solutions

- Strategic market positioning
  - Clear focus on AECM market
  - Leading in Open BIM solutions
  - Strong and independent global brands

- Healthy financial
  - High margin business
  - Strong cash generation
  - Healthy balance sheet

- Growth potential
  - Integrated process: Design, build and manage buildings
  - Strengthen Nemetschek’s position abroad
  - Capable of investing in inorganic growth
  - Driving innovations for an industry whose transformation has just begun

<table>
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<th>Revenues:</th>
<th>EBITDA margin:</th>
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<td>207 - 212 mEUR (+ 11 - 14%)</td>
<td>23 - 25%</td>
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Annual General Meeting 2014

Kurt Dobitsch, Chairman of the Supervisory Board