

AMADEUS FIRE



ANNUAL REPORT

Shortened Fiscal Year 2004

An Overview

AMADEUS FIRE-Group Financial Summary

Amounts stated in EUR k	Shortened Fiscal Year 2004 Apr-Dec	Comparable period 2003 Apr.-Dec.	Divergency in per cent	Fiscal Year 2003/2004
Sales Revenues	32.882	36.272	-9,3	47.125
Gross Profit on Sales	13.413	14.304	-6,2	18.616
Gross profit margin in per cent	40,8	39,4		39,5
EBITDA	2.456	2.489	-1,3	3.273
EBITDA margin in per cent	7,5	6,9		6,9
EBITA	1.463	1.512	-3,2	1.957
EBITA margin in per cent	4,4	4,2		
EBIT	1.463	456	220,8	562
EBIT margin in per cent	4,4	1,3		1,2
Profit before Tax	1.624	609	167,1	768
PBT margin in per cent	4,9	1,7		1,6
Profit for the period	1.320	299	341,5	227
Net earnings margin in per cent	4,0	0,8		0,5
- allocated to Minorities	560	614	8,8	742
- allocated to Shareholders	760	-315	341,3	-515
Balance Sheet Total	29.930	29.505	1,4	29.633
Stockholders' Equity	23.068	22.580	2,2	22.556
Cash	12.926	11.577	11,7	12.179
Net Cash from Operating Activities	2.540	1.762	44,2	2.393
Net Cash from Operating Activities per Share	0,48	0,33	44,2	0,45
Earnings per Share	0,14	-0,06	341,3	-0,10
Average number of shares undiluted	5.295.064	5.295.064		5.295.064
Earnings per Share diluted	0,14	-0,06	341,3	-0,10
Average number of shares diluted*	5.295.064	5.295.064		5.295.064
Dividend per Share	0,10	-		-
Number of Employees	700	815	-14,1	793

* No dilution is disclosed as the stock options are not in the money.

Letter to Shareholders	2
Report of the Supervisory Board	4
 Management Report	 7
General Economic Development	7
Markets	8
Strategy	9
Business Development	10
Services	12
Marketing and Image	14
Our Employees	15
Organization Structure	16
Risk Report, Risk Management and Risk Control	17
AMADEUS FIRE stock	20
Forecast	23
 Consolidated Financial Statements	
Consolidated Income Statement	28
Consolidated Balance Sheet	29
Statement of Changes in Equity	31
Consolidated Cash Flow Statement	32
Information on the Business Segments	34
Notes to the Consolidated Financial Statements	36
Audit Opinion	57
 Unaudited Comparison	
Consolidated Income Statement	58
Consolidated Balance Sheet	59
Statement of Changes in Equity	60
Consolidated Cash Flow Statement	61
Information on the Business Segments	63
 Declaration Corporate Governance	 64
Locations of AMADEUS FIRE Group	65



Günter Spahn,
CEO & Chairman
of the Board

*Dear ladies
and gentlemen,*

2004 was another year that failed to deliver the economic turnaround hoped for Germany. The German economy remains weak and deeply divided. Healthy growth for the German export industry with a sharp rise in net exports contrasted with the lethargy of the domestic economy. The situation on the labor market did not improve, and the number of unemployed reached an all-time high of almost 4,5m in December. A recovery on the job market is not expected in 2005.

The staffing services market, especially the field of temporary employment, grew by some 4 per cent in 2004, largely due to the industrial/technical area which accounts for around 75 per cent of the overall market. Demand for engineers, IT specialists and trained office staff also grew in the course of 2004. The finance and accounting industry of particular relevance to our Group recorded another decrease in 2004. The large number of job applicants from the commercial field and the introduction of the collective agreement led to lower salaries for temporary staff, pushing down prices. Corporate restructurings saw the formation of rescue companies, which also impacted on demand.

2004 was a 9-months abbreviated fiscal year for AMADEUS FIRE. In this time, we saw a drop in sales on the prior-year period, mainly due to the decrease in temporary employment sales. Interim and project management remained fairly stable, picking up towards the end of the abbreviated fiscal year. The performance of personnel placement was very encouraging, as was training once again.

Our total revenues dropped by 9,3 per cent in the fiscal year, coming to almost EUR 33 m.

The gross profit margin increased further to 40,8 per cent. This improvement is due to a change in the composition of sales and higher utilization in temporary employment.

We were pleased to be able to disclose an EBITA of EUR 1,5 m, at level to the comparable prior year despite lower sales.

After no dividends were paid in fiscal year 2003/2004, we plan to make a distribution again this year and will propose a dividend of EUR 0,10 per share to the general shareholders' meeting.

Our last three years were difficult, challenging and marked by change. We used this time to work on our strategy and infrastructure. Our vision is taking shape more and more. Our focus is on finance and accounting, where we want to offer qualified, unique services and significantly extend our market leadership with our brands

- **AMADEUS FIRE** - **Greenwell Gleeson** - **Steuer-Fachschule Dr. Endriss**

AMADEUS FIRE is Germany's market leader for temporary employment, personnel placement and the provision of project specialists for finance and accounting.

Greenwell Gleeson is the Group's international brand, standing for permanent placement for management positions and interim management.

Steuer-Fachschule Dr. Endriss is a key player in the finance and accounting training market and rounds off our service portfolio.

We continued to invest in our structure and organization in the past year. The sales application "AmadeusMOTION!" has proved to be a success, supporting our business locations in their daily work with state-of-the-art information technology. Sales activities are underpinned by professional database marketing, with targeting of strategic key accounts. At Greenwell Gleeson Germany, we are establishing a strong national presence, and Steuer-Fachschule has increased both the quality and number of courses on offer. Our subsidiaries in the UK and the Netherlands give substance to our international approach and make a positive contribution to group earnings.

We are excellently positioned and will build significantly on our market position. We will also benefit in the long term from our strategic focus on highly qualified services, as a shortage of qualified staff on the labor market is expected to result from the demographic changes in Germany. We have already seen a rise in demand in recent months. Sales trends are encouraging for interim management/project specialists and personnel placement, and we are very optimistic. Yet we are not about to lose our heads. The past few years have shown that nothing is as permanent as change. We will be measured in the future by our ability to shape this change.

We wish to express our thanks to all our employees for their professional dedication and skills and their commitment to the Company. We also wish to thank our advisory boards for their constructive and positive work. To our clients and business associates, I wish to extend my warmest thanks for your support of and trust in AMADEUS FIRE AG.

Sincerely,



Günter Spahn, CEO & Chairman of the Board



Gerd B. von Below,
Chairman of the
Supervisory Board

Dear Shareholders,

The supervisory board regularly consulted on the business and strategic development of AMADEUS FIRE AG, on its results of operations, risk situation, current events and fundamental issues in the past abbreviated fiscal year 2004. Five supervisory board meetings were held in the abbreviated fiscal year from April 1 to December 31, 2004.

The chairman of the supervisory board also had the management board report to him on the current business situation and significant transactions.

Meetings of the Supervisory Board

During its meetings, the supervisory board discussed business planning, including financial, investment and personnel planning, the current performance of the Group and its future strategic focus in detail.

Corporate Governance

Corporate governance for AMADEUS FIRE AG means responsible management and control focused on long-term added value. Corporate governance is practiced at all levels of group management and monitoring. Responsible and transparent corporate governance fosters the trust of investors, business partners, the public at large and last but not least group employees.

On December 16, 2004, the management board and supervisory board issued a declaration of compliance with the recommendations of the German Corporate Governance Code developed by the government commission in the version dated May 21, 2003 and made this permanently available to the shareholders on the Company's website.

Committees

The audit committee, which consists of three supervisory board members, met twice in the abbreviated fiscal year. In particular, the priorities for the audit of the separate and consolidated financial statements were discussed and determined with the Company's auditors.

The personnel committee, which consists of two supervisory board members, met three times in the period under review.

The general and strategic committee currently has no members. Its tasks will be performed by the entire supervisory board until further notice.

Separate Financial Statements and Consolidated Financial Statements

Ernst & Young Revisions- und Treuhandgesellschaft mbH Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, appointed by the shareholders' meeting, audited the separate financial statements and management report of AMADEUS FIRE AG, prepared in accordance with German accounting regulations, and the consolidated financial statements and group management report for the period from April 1, 2004 to December 31, 2004, prepared in accordance with International Financial Reporting Standards (IFRSs), and rendered an unqualified audit opinion thereon.

The audit reports were made available to the members of the supervisory board in good time. The auditors attended the meeting at which the supervisory board discussed the separate and consolidated financial statements. The auditors reported on the main findings of the audit.

The supervisory board discussed and examined the financial statements as of December 31, 2004, the consolidated financial statements, the management report of AMADEUS FIRE AG and the group management report in detail. The supervisory board did not raise any objections and endorsed the financial statements, the consolidated financial statements and the accompanying management reports on March 29, 2005, thus approving the financial statements of AMADEUS FIRE AG for the abbreviated fiscal year ending December 31, 2004.

The members of the supervisory board during the abbreviated fiscal year 2004 were:

Gerd B. von Below, Bonn, chairman
Georg Blinn, Bruchmühlbach, vice chairman
Hans H. Roolf, Oberursel
Hartmut van der Straeten, Wehrheim
Ulrike Bert, Aschaffenburg, employee representative
Axel Böke, Kriftel, employee representative

Thanks to our Employees and Management

The supervisory board wishes to thank and acknowledge the performance of the management board and all employees in the abbreviated fiscal year

We wish to express special thanks to our customers and shareholders for the trust they have placed in us.

Frankfurt am Main, March 29, 2005

For the Supervisory Board



Gerd B. von Below
Chairman of the Supervisory Board



AMADEUS FIRE



Temporary Employment · Permanent Placement · Project Specialists

As market leader in Germany AMADEUS FIRE supports national and international companies with commercial employees with the focus on finance and accounting.

www.amadeus-fire.com

General Economic Development

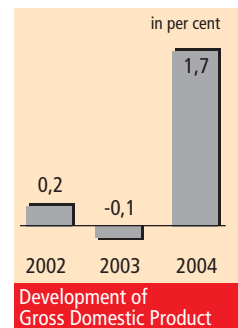
2004 saw a recovery but not a real economic turnaround for Germany. The German economy continues to ailing amidst a booming global market. Despite being intertwined with the world economy, Germany has been left behind, with growth also below the average for the old EU member states. Real GDP increased 1,7 per cent compared to the prior year, with 0,5 per cent of this figure attributable to the extra number of working days in 2004. Growth picked up somewhat at the end of 2004.

Nevertheless, the momentum reflected in the overall growth rate masks a deep divide in the past year's economic performance. Healthy growth for the German export industry with a sharp rise in net exports contrasted with the lethargy of the domestic economy. A recovery led by exports was not an unusual scenario for the German economy in the past. Except for 2003, past years have never seen such a long lasting divide between positive export effects and a flat or negative domestic, as has been observed for a long time. Private consumption, the most important component of the domestic use, shrank by 0,3 per cent in real terms. This marks the third successive year of decreasing consumption by private households. The poor employment situation and loss of purchasing power due to higher prices for energy and healthcare were responsible for the pronounced consumer reluctance. Consumer confidence remained in the doldrums despite recent tax cuts. Hopes for an improvement in the second half of the year were dashed. Instead, the savings rate rose to 10,9 per cent, its highest level since 1995. Investing activities were also disappointing again in the past year. Gross fixed capital formation dropped by 0,7 per cent, down the fourth year running.

The situation on the labour market worsened despite the improvement in the overall economy. There was a minor increase of 130.000 (+0,3 per cent) in the number of employed, but this increase needs to be considered more closely. The number of employed subject to social insurance dropped by more than

100.000 in the same period. The increase in the number of employed is primarily attributable to a larger number of workers in marginal part-time employment (mini jobs) and self-employment schemes (Ich-AGs). The number of registered unemployed was reduced by statistical adjustments and a change in the official definition of unemployment. The number of unemployed has since grown again considerably. In December, there were 4,46 million unemployed net of seasonal effects, equivalent to an unemployment rate of 10,8 per cent. The average jobless rate for the year was 10,3 per cent. The poor situation on the labour market influenced collective bargaining, and negotiations focused on safeguarding jobs. As a result, collective wage rates on an hourly basis only rose by 1,3 per cent. Labour market policies were dominated by the debate over the new reduced unemployment benefit for the long-term unemployed, which is being introduced as of January 1, 2005.

In 2005, the number of registered unemployed is set to remain at the prior-year level, without considering the effects from the implementation of the Hartz IV labour market reforms. Including the implications of the introduction of the new reduced unemployment benefit for the long-term unemployed, jobless numbers will increase sharply and are expected to exceed five million in February. It is thought that numbers will drop again in the course of the year, but on average the number of registered unemployed is expected to be some 150.000 higher than in 2004.



Markets

The slight economic recovery is estimated to have led to approx. 4 per cent growth in the temporary employment market in 2004. This market growth is largely driven by approx. 5 per cent growth in the industrial area, which represents some 75 per cent of the entire market. There was a sharp increase in the number of temporary workers in the past year. Mid-year, the German Federal Employment Agency counted almost 400.000 temporary workers. This is a 26 per cent increase on the prior year. However, these figures have to be examined more closely. 26.000 people were under contract at personnel service agencies in the middle of the year. Personnel service agencies are loan-employment agencies that sign a contract with the labour office agreeing to recruit the difficult-to-employ and assign them as loan workers to various companies. In addition, the large number of workers in employment companies set up by ailing major companies also distort the statistics. Nonetheless, the number of temporary employees as a percentage of people in dependent employment is thought to have risen slightly.

The new legal regulations governing employee leasing took effect as of January 1, 2004. Alongside the abolition of the maximum length of employee leasing, the ban on leasing staff to a single company for the entire duration of their employment and the ban on reemployment, the equal pay/equal treatment principle is the prime concern of the temporary employment industry.

The legal compulsion to pay loan workers at the same conditions as the regular workforce of the loan-employment agency has led to 99 per cent of temporary employment companies electing to use a collective agreement.

The de facto introduction of collective agreements and the removal of the abovementioned barriers to employee leasing will improve the image of the temporary employment industry markedly in the long term, contributing to a positive overall development.

The minimum wage requirements of the collective agreements will have increased pressure on margins in the low-wage sector.

The market saw considerable demand for blue-collar workers in industry at the beginning of the year. IT specialists, engineers and trained office staff were also in demand during the year.

The finance and accounting industry of particular relevance to the AMADEUS FIRE Group failed to recover, recording another decrease following 2003. The transparency of the collective agreements also means that we have to spend more time explaining the situation to customers, especially the fact that the rates for workers under the collective agreements are minimum wage requirements and are well below market rates in the high qualification segment. The number of competitors is still increasing. The drop in demand in 2004 was also influenced by the foundation of rescue companies in the wake of restructuring divisions of major corporations. There is a growing tendency in the market to conclude framework agreements.

A slight increase in demand was observed at the end of 2004.

In the past abbreviated fiscal year, the AMADEUS FIRE Group defended its leadership in the finance and accounting market, although its market share decreased in size somewhat to around 15 per cent, especially due to the increase in local competitors.

According to media reports, personnel consulting and placement revenues increased again in 2004, after a significant drop the year before. Low single-digit percentage revenue growth is expected. Sluggish demand led to further consolidation in the personnel consulting industry, with the market for innovative and partly success-based permanent placement stabilizing.

The overall training market saw a sharp drop in 2004. This is attributable to the reforms by the German Federal Employment Agency and the restrictive funding of training as a result as well as reduced spending on training due to cost cutting at many companies. However, Steuer-Fachschule Dr. Endriss is not very dependent on state-funded training measures.

More and more employees feel compelled or want to improve their personal career opportunities by gaining more qualifications. Private educational institutions such as Steuer-Fachschule Dr. Endriss are being used to an increasing degree in this market environment. In addition to preparing students for examinations recognized by the state (e.g. accountant and tax advisor examinations) in a market that has been stable for many years, there is growing demand for courses in specialist areas such as international accounting standards (IASs/IFRSs).

No volume-based market data are available for the specialized British staffing services market. A regular opinion poll shows the first signs of a downturn at the end of 2004. GDP growth of 2,8 per cent is forecast for 2005, which makes estimates cautious for the performance of the industry.

Strategy

The AMADEUS FIRE Group has positioned itself as a provider of highly qualified services in the commercial field, focusing on its core competencies in finance and accounting. The market for qualified and specialized staffing services generates higher revenues than the mass market, as the employees' skills are rewarded better in this area. All group services are offered on the strong-growth German market, the aim being to further increase our market share. The Group is positioned as an international provider for permanent placement and interim management through its Greenwell Gleeson subsidiaries.

The Group's staffing services comprise:

- the temporary leasing of qualified specialists;
- permanent job placement for specialists and managers;
- training;

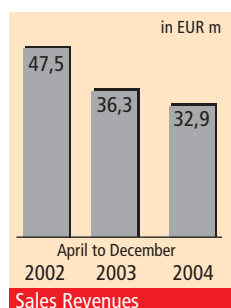
both at departmental and management levels.

The services complement each other and generate sales and recruiting synergies.

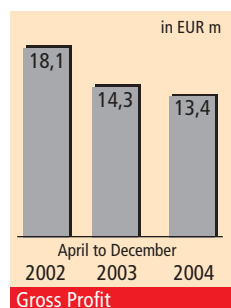
The AMADEUS FIRE Group will continue to strategically build on its services and will achieve growth both organically as well as through targeted acquisitions, thereby expanding its strong market position.

The strong dependence on cyclical trends is to be reduced so as to achieve sustainable growth with an operating result greater than 10 per cent.

Business Development



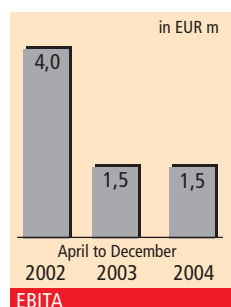
The fiscal year was converted to the calendar year by resolution of the shareholders' meeting of August 4, 2004. The period from April 1 to December 31, 2004 is therefore an abbreviated fiscal year. For the sake of comparability, all comparative information provided below is based on the same nine months of the prior year. The AMADEUS FIRE Group suffered a decline in revenues in the abbreviated fiscal year 2004. Consolidated revenues came to EUR 32,9m (prior-year period: EUR 36,3m). This represents a decrease of 9,3 per cent and is mainly shaped by a significant drop in demand in later-cycle specialized temporary staffing services. Most of the other service areas remained stable, some achieved considerable revenue growth.



The AMADEUS FIRE Group's gross profit in the abbreviated fiscal year 2004 amounted to EUR 13,4m (prior-year period: EUR 14,3m). Gross profit was thus down 6,2 per cent on the prior-year period. The gross profit margin rose 141 basis points to 40,8 per cent, after 39,4 per cent in the comparable prior-year period. This increase is due to higher permanent placement and training revenues and improved performance in staffing services.

The development of the individual services in the abbreviated fiscal year 2004 is presented in detail in the management report in the section on Services.

The AMADEUS FIRE Group achieves a much higher gross profit margin than the average margin in the industry, which is a maximum of 25 per cent. This is attributable to the Group's positioning itself as a specialist staffing services provider with complementary services in finance and accounting.



The Group amalgamated its activities in Krefeld and Mönchengladbach in the period under review and now has operations at 16 national locations and two international locations, Birmingham and Amsterdam.

Selling and administrative expenses were reduced by 7 per cent through a number of cost-cutting measures, despite offsetting cost effects related to the business expansion of training and education and permanent placement.

EBITA (earnings before interest, tax and goodwill amortization) in the abbreviated fiscal year came to EUR 1,5m (prior-year period: EUR 1,5m). This puts earnings at the same level as the prior year despite lower revenues. The EBITA margin was 4,4 per cent (prior-year period: 4,2 per cent).

Due to the transition to IFRS 3 from the beginning of this abbreviated fiscal year, the previous amortization of goodwill is no longer charged. Goodwill amortization came to EUR 1,06m in the comparable prior-year period.

Consolidated net profit net of minority interests amounts to EUR 0,8m (prior-year period: consolidated net loss of EUR 0,3m including goodwill amortization).

Investments amount to EUR 0,5m in the fiscal year (prior-year period: EUR 1,1m). Most of this was invested in the software used. The sales application "AmadeusMotion!" was extended further in 2004, and software was purchased for Steuer-Fachschule Dr. Endriss and for Greenwell Gleeson.

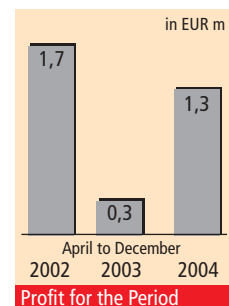
EUR 0,7m was paid in the period under review for outstanding purchase price installments for the acquisition of the shares in Greenwell Gleeson Ltd. in 2001. All acquisitions and equity investments have now been paid for.

As of December 31, 2004, net working capital amounts to EUR -1,9m (December 31, 2003: EUR -2,2m). This is attributable to the increase in net receivables due to lower bad debt allowances and the increase in the average term of trade receivables to 26 days (prior year: 24 days).

Cash and cash equivalents totaled EUR 12,9m (December 31, 2003: EUR 11,6m) as of the balance sheet date, which is 43,2 per cent (December 31, 2003: 39,2 per cent) of the balance sheet total.

Consolidated equity is EUR 23,1m as of December 31, 2004 (December 31, 2003: EUR 22,6m). Given the balance sheet total of EUR 29,9m (prior-year period: EUR 29,5m), this represents an equity ratio of 77,1 per cent (prior year: 76,5 per cent).

The management board did not make use of the authorization granted by the shareholders' meeting of August 4, 2004 to acquire treasury shares in the fiscal year.



Services

The AMADEUS FIRE Group offers its customers specialized services for temporary and permanent placements in the finance and accounting and office fields at different qualification levels, both for operations and management positions.

We also offer our customers the opportunity to train their staff in finance and accounting. The personnel solutions we offer allow our customers to be more flexible while cutting the cost for their own personnel department.

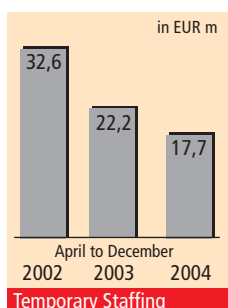
But we also see ourselves as a service provider for people who are looking for an inter-

esting field of work, who want to develop their career, or improve their skills and qualifications through training. We can cater to these needs fast and effectively thanks to our access to the market and our service portfolio.

The Group currently operates in Germany, the UK and the Netherlands, although training and education is only offered in Germany.

Constant change and increasingly high demands on corporate accounting as well as the greater flexibility sought by many companies will increase the demand for specialists in the commercial field and for training.

Temporary Staffing Services



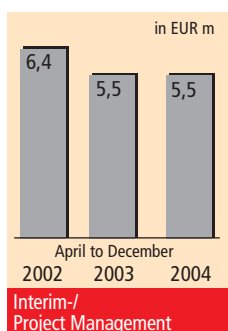
The Group generated revenues of EUR 17,7m in the abbreviated fiscal year (EUR 0,5m of which in the UK), compared with EUR 22,2m in the same prior-year period. This represents a drop of 20,2 per cent.

The number of hours invoiced was down 13 per cent due to the drop in demand. The average service price decreased by 8 per cent to some EUR 29. Performance increased by

3,6 per cent. The gross profit margin rose by 1 percentage point to 34,2 per cent.

The decrease in revenues is attributable both to demand and prices. A slight recovery in demand was observed at the end the year. Temporary staffing services accounted for some 53,7 per cent of total revenues (prior year 61,0 per cent).

Interim and Project Management



The Group generated revenues of EUR 5,5m (of which EUR 0,5m in the UK) from interim and project management in the abbreviated fiscal year. Revenues were almost identical in the comparable prior-year period (+0,2 per cent). After a 10,6 per cent drop six months into the abbreviated fiscal year, there was a significant increase in demand in the last

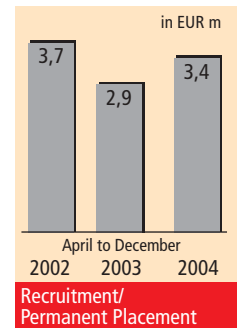
quarter. Due to the increase in more complex assignments, the average prices are up some 13 per cent. Interim/project management contributed 16,7 per cent to total revenues (prior year: 15,3 per cent). The gross profit margin decreased by 2,6 percentage points to 29,8 per cent.

Recruitment/Permanent Placement

The realignment of the recruitment/permanent placement business in Germany and the Netherlands under the Greenwell Gleeson brand was reflected in a 42 per cent increase in revenues against the same prior-year period. The successful concept of the UK subsidiary has been transferred to Germany and the Netherlands. The number of staff in Germany was upped substantially.

The Greenwell Gleeson brand name stands for recruitment/permanent placement and

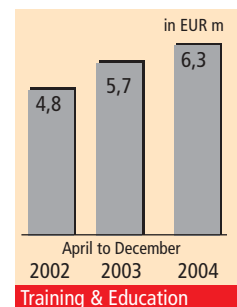
executive interim management services and focuses on international activities. The Group generated total revenues of EUR 3,4m (of which EUR 1,4m in the UK) from this service area. In the comparable prior-year period, revenues came to EUR 2,9m (of which EUR 1,2m in the UK). This represents an increase in revenues of 17,0 per cent. This high-yield service segment accounted for 10,4 per cent of revenues (prior year: 8,0 per cent). Revenues were increased by almost 18 per cent in the UK.



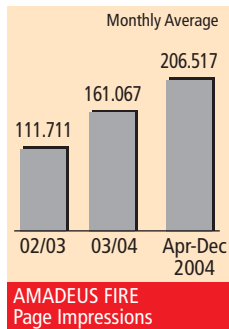
Training & Education

Revenues from training in the fields of tax, finance and accounting totaled EUR 6,3m (prior-year period: EUR 5,7m). This represents an increase of 11,6 per cent. The extended course offerings in international accounting and the encouraging performance of courses for the tax advisory profession were behind the higher revenues. EBITA in the abbreviated

fiscal year amounted to EUR 1,4m. This is almost on a par with the good prior-year result (EUR 1,5m) despite greater expenditure on developing the business, especially expanding e-learning. Steuer-Fachschule Dr. Endriss accounts for some 19,2 per cent of total revenues for the fiscal year against 15,6 per cent in the prior year.



Marketing and Image



The AMADEUS FIRE Group has followed the market trend towards concluding framework agreements and has restructured both the personnel and strategic organization of key account management for the Group.

This step allowed us to conclude new framework agreements with reputable companies. While entering into such agreements leads to lower margins on average, they do establish long-term partnerships that offer significant revenue potential in the medium to long term and enhance the reputation of the Group.

The past years' marketing activities with a focus on sponsoring, especially the Mainz 05 soccer team, has achieved the strategic objectives of a high-level presence in the public arena and increased recognition of the AMADEUS FIRE brand. The Company ceased to be the main sponsor of Mainz 05 when the club was promoted to the first German league. The marketing strategy was revised in the abbreviated fiscal year and is now more focused on approaching the relevant target groups directly. We maintain personal contact with the customers' decision-makers through local sponsoring and customer events so as to better market our services, some of which require explanation. We have built on customer and applicant targeting using various IT tools and extended database management. Various potential analyses were carried out and the database improved as part of database management. On this basis, our sales software "AmadeusMotion!" can perform direct marketing for our target groups, thereby supporting sales activities more efficiently.

Our placements in the major search engines and portals were improved for online marketing in the abbreviated fiscal year. Various success-based advertising campaigns (Google, Overture) and partnerships increased the number of visitors to the AMADEUS FIRE site. The repositioning of Greenwell Gleeson led to a comprehensive relaunch of the internet site for the entire Group.

These measures underpinned the positive trend of site visits by customers, applicants and other interested parties from April to December 2004. The figure of 200,000 visits per month was exceeded for the first time in this period, with a record of more than 242,000 visits in September. On average, site visits increased 27 per cent against the prior-year period. This figure is higher than the increase in general internet use.

The success of the Group's internet site is also shown by the fact that more than 50 per cent of external employees are now recruited by this means.

The brand relaunch in the prior year positions the Group in the market as a specialized staffing service provider with an international focus, a unique corporate design and a three-brand strategy.

Our Employees

The quality of service provided by our external employees is ultimately key to customer satisfaction and is hence one of the main factors driving success in temporary staffing services.

Moreover, one of the most important criteria that set us apart from the competition is our external employees' qualifications, the key quality issue for our customers. Customer demands on both qualifications and soft skills have been increasing for some time.

The AMADEUS FIRE Group holds in-depth interviews with applicants and checks their skills before recruitment. They are assessed by the customer in a questionnaire after completion of an assignment. This is an important part of quality management. A customer satisfaction analysis showed that 94 per cent of companies surveyed were very satisfied or satisfied with the staff assigned to them. To ensure this high level of quality, external employees are offered courses at Steuer-Fachschule Dr. Endriss as well as training in SAP and MS Office.

Employee quality and customer satisfaction are demonstrated by the high percentage of employees offered permanent positions, some 38 per cent in the abbreviated fiscal year 2004.

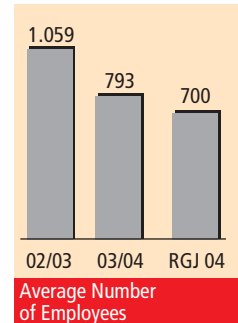
468 employees were recruited for customer assignments in the period from April to December 2004. 515 (productiv) external front-line staff were employed on average over the nine months of the abbreviated fiscal year. 478 departures equate to a turnover rate of 93 per cent. The number of external front-line employees (productiv) rose during the abbreviated fiscal year to 536 as of December 31, 2004.

51 per cent of employees were recruited via the Group's internet activities, 27 per cent by recommendation. More than 10 per cent of employees recruited previously worked for AMADEUS FIRE. This shows that the AMADEUS FIRE Group is a valued employer and partner in the development of its employees' careers.

Our internal staff represent the Group in dealings with customers, external employees and applicants. Hence they are directly responsible for operations. The Group trains its staff in sales techniques in particular to ensure high quality advice is provided to our customers and to promote a strong focus on sales. The numerous legal regulations, especially (collective) labour law, are also a training priority. Training is held annually for all relevant new legal regulations.

137 internal staff were employed on average over the nine months of the abbreviated fiscal year. 25 departures equate to a turnover rate of 18 per cent. As of December 31, 2004, the AMADEUS FIRE Group had 140 internal staff (including administrative employees and trainees).

The AMADEUS FIRE Group is a good corporate citizen, training young people who have completed their schooling. The Group had 11 trainees as of December 31, 2004.



Organization Structure

The AMADEUS FIRE Group consists of the following companies: AMADEUS FIRE Interim- und Projektmanagement GmbH, Frankfurt, AMADEUS FIRE Services GmbH, Frankfurt, Steuer-Fachschule Dr. Endriss GmbH & Co. KG, Cologne, Dr. Endriss Verwaltungs-GmbH, Cologne, Greenwell Gleeson GmbH, Frankfurt, Greenwell Gleeson B.V., Amsterdam, Greenwell Gleeson Ltd., Birmingham, Greenwell Gleeson Personalberatung GmbH, Vienna, and AMADEUS FIRE AG, Frankfurt, the parent company. The management board of AMADEUS FIRE AG has two members. Their responsibilities are detailed on page 55 of the notes to the consolidated financial statements.

All subsidiaries are wholly owned other than Steuer-Fachschule Dr. Endriss, Cologne, in which AMADEUS FIRE holds a 60 per cent share.

The Krefeld and Mönchengladbach locations were amalgamated in Mönchengladbach in the abbreviated fiscal year 2004. The current 16 national and two international locations are each under the charge of an experienced manager or a general manager responsible for one of the service areas.

The locations are run in accordance with the company philosophy "entrepreneurs in the enterprise".

Back office functions are provided by the head office in Frankfurt as a central service provider.



Risk Report, Risk Management and Risk Control

General Economic Risks

Economic growth forecasts for 2005 currently range between 1,4 per cent and 1,8 per cent. The economy is continuing to expand, fueled by exports. A moderate recovery of domestic demand is expected in the course of the year. The lower number of working days will dampen growth somewhat. Unemployment is set to remain high, but the number of employed is expected to rise over 2005. The rise in consumer prices will remain moderate and is estimated at 1,6 per cent for 2005.

The main risks to the forecasts are the development of oil prices and exchange rates. An important driver behind economic growth in Germany would be lost if the global economy were to slow noticeably.

The economic recovery towards the end of 2004, especially in services and the retail/wholesale trade, gives rise to a reasonable level of optimism and expectations of a moderate recovery in the demand for the services of the AMADEUS FIRE Group.

Industry Risks

The German market for temporary employment is dominated by the industrial sector and is fragmented. There were around 4,500 companies in mid-2004 according to the German Federal Employment Agency. The industrial/technical sector accounts for around 75 per cent of business. The introduction of collective agreements for temporary employment has made temporary staffing more expensive in the industrial sector, especially in the low-skilled area. Competition has increased as a result.

Since AMADEUS FIRE AG does not operate in this market segment, we are not affected by this development. Our Company has been using the IGZ [Association of German Temporary Employment Agencies] collective agreement since autumn 2003. Service prices have not risen since the qualified employees have always been paid in line with market conditions, well above the minimum wage requirements of the collective agreements. There is increased competitive pressure in the special-

ized segment for business professionals and executives due to the drop in demand as well as the appearance of new competitors. However, thanks to our enhanced skills, we have held on to our market leadership.

The new transparency of the collective agreements coupled with the recent drop in demand is, however, leading to price decreases which are offset by wage adjustments.

We continue to view the prospects for highly qualified employees as very good despite the difficult market and are sticking to our specialist provider strategy. Our external employees are regularly assessed and measured against the increased client requirements.

The current economic situation means that qualified staff are more readily available, but the recruiting of highly qualified employees remains crucial for our success. We will therefore continue to set high standards in our recruiting activities.

Legal Risks

There are currently no material legal disputes. Because the AMADEUS FIRE Group operates in a highly restrictive business environment, compliance with the relevant legal provisions, the application of the collective agreement and the internal guidelines are reviewed by the internal audit department. The internal

audit function was restructured after the implementation of the AmadeusMotion! sales software and is now computer-assisted to a greater degree. In order to reduce the legal risks, sales employees will continue to be trained in the relevant areas annually.

IT Risks

The AMADEUS FIRE Group has a central IT landscape which enables the branch offices and subsidiaries to use the same high-quality systems. These include a state-of-the-art security environment with a firewall, intrusion detection, virus scanning, spam filter and multiply-secured remote access to identify and fend off attempts at hacking. Centrally held data are automatically backed up on a regular basis, and copies are stored off-site.

Due to the redundancy and availability of local IT capacities, Steuer-Fachschule Dr. Endriss is equipped with additional local server systems. To minimize line costs and increase the speed of access, Greenwell Gleeson Ltd., Birmingham, has been equipped with local servers and security systems which are monitored by the central IT department.

The business locations are linked via a separate company network and encrypted data lines. The data lines are sufficiently dimensioned and are flexibly scalable at any time. All branches are also equipped with a back-up ISDN connection. This allows data communication with the head office if the main line fails.

The move to new premises in Darmstädter Landstrasse in Frankfurt in summer 2004 allowed the entire IT infrastructure at head office to be updated and optimized. The computer center was divided into zones with different security levels/access rights. This was planned with the help of a specialized engineering firm, observing current standards and regulations.

Centralization of the IT systems entails the risk of dependency on a central IT department. To counter this problem and to ensure the highest possible levels of availability, the following additional measures have been taken:

- Duplicate dimensioning of the relevant systems
- Uninterrupted power supply; redundant air-conditioning
- Alarm and danger signal equipment along with corresponding access systems
- Contingency plans to bring systems back into operation before the specified maximum system failure duration per system is reached
- Conclusion of relevant service level agreements with external providers with agreements regulating on-call service and reaction times

Work on establishing an emergency computer center at the Darmstadt branch began in the fiscal year. Completion is scheduled for the end of fiscal year 2005. This will further reduce dependency on a central IT department.

During the nine months of the abbreviated fiscal year, average system availability for all systems in the specified operating periods was 99,2 per cent. Security systems and restart plans proved their effectiveness during major disruptions in the past fiscal year. This includes restarting systems within 24 hours after the occurrence of water damage and fending off several major denial-of-service attacks.

No IT risks are foreseeable at present.

Financing Risks

As of December 31, 2004, the AMADEUS FIRE Group has cash and cash equivalents of EUR 12,9m. This forms the basis for a solid financing of operations, the option to make further acquisitions and for potential share

redemptions. A positive cash flow is expected for fiscal year 2005.

No financing risks are apparent at present.

Management Risks

The management board of AMADEUS FIRE AG has two members who have been allocated responsibility for the various business areas by the supervisory board. Contracts with members of the management board have terms of between 24 and 27 months.

The companies in the Group are headed by general managers appointed to manage them.

The branch offices of the AMADEUS FIRE Group are managed by an area manager at each location and supported by a supraregional key account manager. Each of the central service functions reports to a separate departmental head. The Group thus has a lean and appropriate management structure.

No management risks are apparent at present.

Other Risks

No other risks are apparent at present.

Risk Control

The AMADEUS FIRE Group has an efficient, detailed risk management system which is used to report to the management board at regular intervals. The risk management system encompasses sales, human resources, finance, investor relations, IT and internal audit.

There are a wide variety of controls designed to enable all risks to be identified and managed in time and effective measures to minimize risks to be developed. This includes in particular the Group's uniform reporting

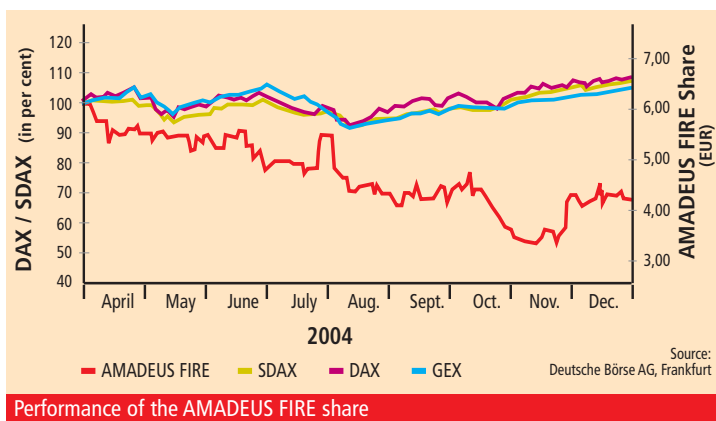
function, structured control systems and procedural instructions. The Group's strategy is revised annually and achievement of the defined steps is examined.

Based on the specific risks described, the existing risk management system and the current development of operating activities, the operations of the AMADEUS FIRE Group are not exposed to any risks which would pose a threat to its ability to continue as a going concern.

The AMADEUS FIRE stock

Performance of the AMADEUS FIRE Stock in the Abbreviated Fiscal Year 2004

Although 2004 ended on a positive note at the stock exchange, it was a year of disappointments, surprises or simply boredom for many investors. The DAX only closed 2004 up 7 per cent on January 1, 2004 thanks to the year-end rally that started in late October.



Bad news prompted most investors to refrain from buying shares in the first six months. It was not until the summer, when many listed companies began to report significant growth in profits, that share purchases increased again, pushing up prices once more. This was reflected in the DAX from October. The leading German index rose more than 400 to 4.256 points in the space of three months.

The AMADEUS FIRE stock started the fiscal year at EUR 6,15 (Xetra) on April 1, 2004. This was also the high for the year. The share price

decreased fairly steadily over the year, reaching its low for the year of EUR 3,25 on November 11, 2004. It recovered slightly in December. The stock was listed at a closing price of EUR 4,20 on December 30, 2004. Sale orders on a relatively large scale for the Company, which successively pushed down the share price, were the reason for the strong downward trend.

At the end of the fiscal year, the market capitalization of AMADEUS FIRE AG amounted to EUR 22,2m.

Since the reorganization of the German stock market, AMADEUS FIRE AG has been admitted to the Prime Standard and thus fulfills the higher international transparency requirements of this segment. Some 76 per cent of AMADEUS FIRE AG shares are in free float (according to the Deutsche Börse definition). We expect that our EBITA will return to past profitability levels in the medium term and that we will thus attract more attention from investors and analysts.

AMADEUS FIRE has also been admitted to the new German Entrepreneurial Index, GEX. This index of approx. 120 stocks is the new index for the performance of entrepreneurial mid-market companies and supplements the DAX, MDAX, SDAX and TecDAX.



Dividends

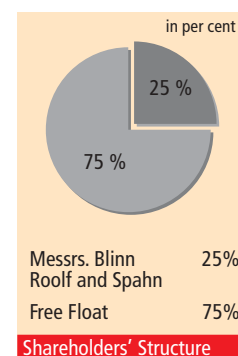
The management board and supervisory board will propose to the shareholders' meeting that a

dividend of EUR 0,10 per share be paid for the abbreviated fiscal year 2004.

Shareholder Structure of AMADEUS FIRE AG

According to the definition of Deutsche Börse AG, 75 per cent of the shares of AMADEUS FIRE AG are in free float. The remaining 25 per cent is held by the company founders Günter Spahn, Georg Blinn and Hans H. Roölf. The free float is distributed as follows: approx. 15 per cent of total capital is held by family members of the company founders, 5 per cent by a company founder and a further 2 per cent is

held by Endriss Beteiligungsgesellschaft mbH. Most of the remaining 58 per cent is held by institutional investors. The ratio of German institutional investors to foreign institutional investors (especially from the UK) is approx. 15:85.



Stock Option Plan of AMADEUS FIRE AG

AMADEUS FIRE AG's stock option plan gives management the opportunity to allow employees to share in the Company's success. Shareholders' interests and the interests of AMADEUS FIRE Group employees are thus meaningfully linked. Strict key performance indicators have been defined under this plan; these have to be met before options may be exercised.

No options were exercised in the fiscal year, since the targets for exercising such options were not reached during the exercise period. As of December 31, 2004, a total of 239,247 stock options had not been exercised.

Note 23 in the notes to the consolidated financial statements contains detailed information on AMADEUS FIRE AG's stock option plan.

Investor Relations

AMADEUS FIRE values communication with analysts and current and potential shareholders. A timely and extensive reporting system allows the provision of reports and information as quickly, competently and comprehensively as possible. Apart from the compulsory publication of quarterly and annual reports, the Company seeks and maintains contact with investors through special events, telephone conferences and personal meetings to inform investors about its current situation and expectations.

The Group's homepage (www.amadeus-fire.com) is used by many current and potential investors for fast and detailed information. AMADEUS FIRE ensures that up-to-date and extensive information is made available and that the Company can be contacted at any time.

Over the past nine months, a large number of one-on-one discussions were held over the telephone and in person with investors and analysts from Germany, France and the UK.

The AMADEUS FIRE stock is currently analyzed and evaluated by four institutions (WestLB, Cazenove, Berenberg Bank and Independent Research). The Company aims to achieve greater coverage once more.

The objective of investor relations activities in fiscal year 2005 will be to win new shareholders for the AMADEUS FIRE stock, in addition to serving existing shareholders as best we can.



GREENWELL GLEESON
FINANCE

Specialized Recruitment · Interim Management

GREENWELL GLEESON is specialized in search, selection and recruiting of qualified people in middle and top management positions in the areas finance & accounting, controlling, sales & marketing and human resources.

Forecast

Development of the Economy as a Whole

Economic growth for 2005 is expected to be between 1,4 per cent and 1,8 per cent. Exports will continue to fuel overall economic development, with exports to other European countries becoming more and more important, offsetting the decrease in demand from trading partners elsewhere in the world. The slow economic recovery in the domestic market remains comparatively weak. Low wage increases and job insecurity are dampening private consumption. An increase in the number of employed and

the cut in tax rates as well as the transition to deferred taxation of retirement income will increase available incomes by around 2,3 per cent. A noticeable improvement on the labour market is not expected. The number of jobs in the low-wage sector, one-euro jobs to supplement the unemployment benefit, and marginal part-time work are expected to increase. The number of registered unemployed should drop from mid-2005, but will be about as high as in 2004 on average at just under 4,4 million.

Industry Performance

After a marked improvement in the overall staffing services market, rising demand for specialized services, especially for finance and accounting, is expected in 2005.

The AMADEUS FIRE Group suffered a much higher fall in revenues in comparison to the industry as a whole again in the fiscal year. This is particularly attributable to the fact that the market segment of finance and accounting reacts very late to market trends. However, there has been a clear upward trend since autumn 2004, which has more than offset the fall in some areas in the first two quarters.

We have coped well with the change in the general framework for temporary staffing in Germany brought about by the legal amendments and the introduction of collective agreements. Public acceptance and the image of temporary staffing will improve in the medium term as a result. Specialized staffing service providers such as AMADEUS FIRE stand to benefit more than others from this trend in the long term.

Sales and Earnings

The sales situation for staffing services in the finance and accounting area in Germany continues to be problematical. A slight downturn in the staffing services business is expected in the first six months of 2005, but this should be more than offset by a recovery in the second half of the year. This will be due to the economic cycle as well as key account management with new framework agreements, which always need a little time to take effect. A moderate increase in revenues is therefore expected for 2005.

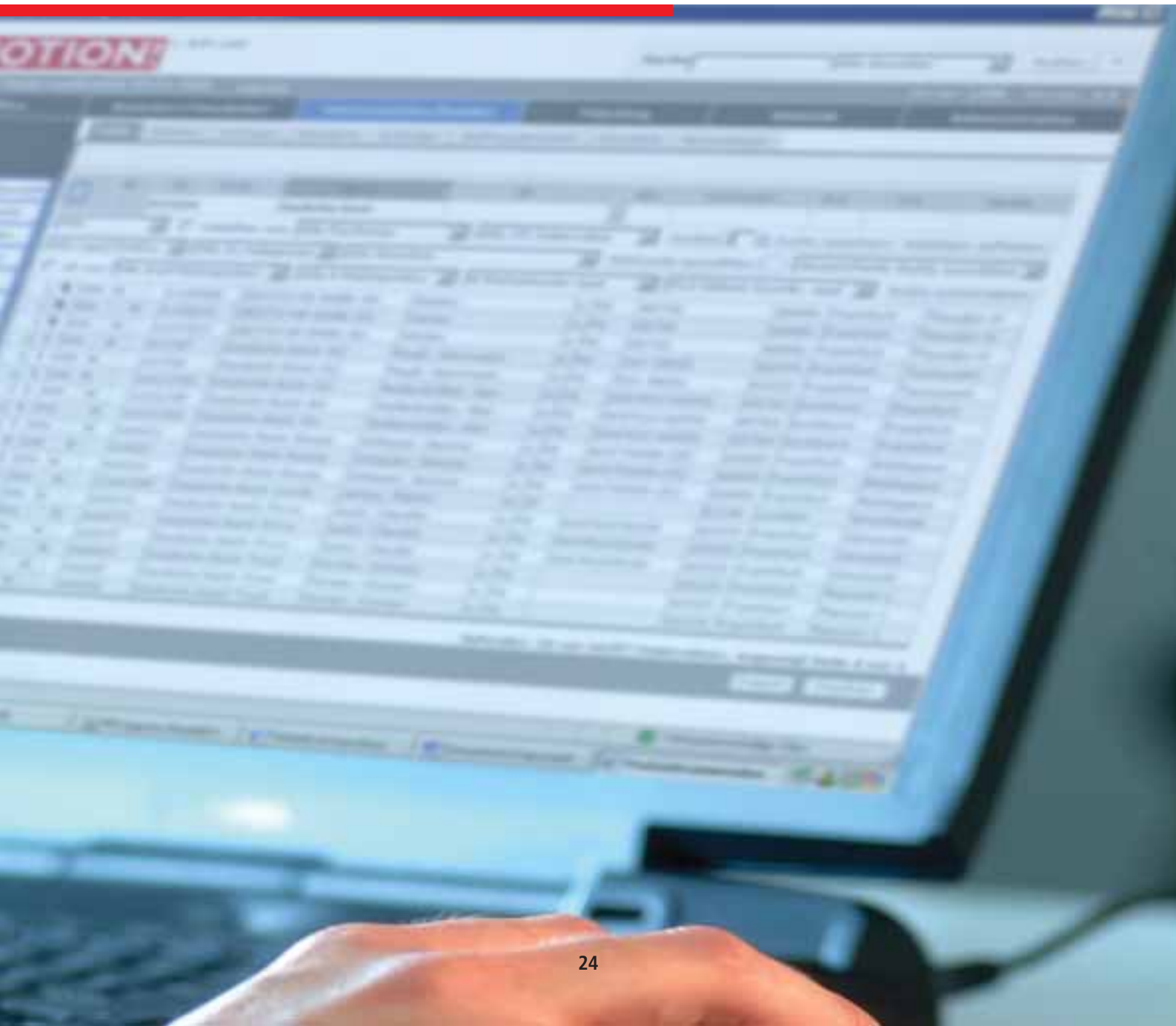
An increase in revenues in the first half of the year is forecast for interim management and permanent placement/consulting. This expectation is based on the increased revenues in the last quarter and the successful realignment of the Greenwell Gleeson subsidiary. The expansion of executive interim management at Greenwell Gleeson in Germany and the positive trend in permanent placement revenues in Germany, the Netherlands and the UK, coupled with an ongoing upturn in demand should lead to a significant increase in revenues from these services.

The sales situation for training should remain stable, with moderate growth expected.

The AMADEUS FIRE Group will therefore at least maintain its market share in the relevant markets in 2005. Approx. EUR 47m in revenues are expected for fiscal year 2005. This would mean a 7 per cent increase in revenues in relative terms.

Due to the high quality of the services offered, we also expect to maintain the high gross profit margin of approx. 40 per cent achieved in the abbreviated fiscal year in fiscal year 2005.

Improved EBITA is expected for fiscal year 2005.



Strategic Focus

The AMADEUS FIRE Group remains clearly focused on the commercial sector with its strength in finance and accounting.

We will retain our defined service portfolio. This is unique in the staffing services industry and emphasizes our competence as a service provider for the commercial sector. Thanks to its position, the AMADEUS FIRE Group will perform better than the individual markets through organic growth in the medium and long term. Growth will be fueled by acquisitions and equity investments.

Our acquisition targets are companies with above-average earnings that would complement the existing services of the Group and also open up operating synergies.

The Group will benefit more than others from a recovery of the staffing services market in the commercial area and from the growth potential in the German staffing services market. AMADEUS FIRE has created an infrastructure for the specialized staffing services business that can achieve a higher business volume with almost no additional fixed costs.

By continuing with its responsible, value-based strategy, management is putting every effort

Financial Calendar

21.04.2005	Quarter 1 Report for fiscal year 2005
April 2005	International Roadshow
10.05.2005	Shareholders' General Meeting
21.07.2005	Semi Annual Report for fiscal year 2005
20.10.2005	Nine Months Report for fiscal year 2005
October 2005	International Roadshow
February 2006	Preliminary Sales and EBITA Figures for fiscal year 2005
March 2006	Press and DVFA-Conference for fiscal year results 2005
May 2006	Shareholders' General Meeting

into increasing confidence in the AMADEUS FIRE Group and achieving a return to past yields in the medium term as well as sustained growth in corporate value.

In view of the net profit forecast for 2005, we again plan to distribute dividends.

Frankfurt am Main, February 2, 2005


Günter Spahn
 CEO


Peter Haas
 CFO



STEUER-FACHSCHULE
DR. ENDRISS

Training Courses · Seminars · Symposiums · Inhouse Trainings

The tax college Dr. Endriss is nationwide the largest academy for training and education for chartered accountants, accountants, controller and tax account assistants. It operates successfully more than 50 years. Beside presence and correspondend courses in 25 cities the tax college offers customised inhouse seminars for business companies.

Consolidated Financial Statements

Consolidated Income Statement	28
Consolidated Balance Sheet	29
Statement of Changes in Equity	31
Consolidated Cash Flow Statement	32
Information on the Business Segments	34
Notes to the Consolidated Financial Statements	36
General	36
Abbreviations of Group Companies and Associated Companies	36
Accounting Policies	37
Stock Options	42
Date of Disclosure	42
Notes to the Consolidated Income Statement	43
Notes to the Consolidated Balance Sheet	46
Notes to the Consolidated Cash Flow Statement	53
Notes to the Segment Reporting	54
Other Notes	54

CONSOLIDATED INCOME STATEMENT

Consolidated Income Statement for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	Notes	2004	2003/2004
Revenues	1	32.882	47.125
Cost of sales	2	-19.469	-28.509
Gross profit		13.413	18.616
Selling expenses	3	-9.233	-12.300
General administrative expenses	4	-2.691	-4.391
Other operating income	6	70	87
Other operating expenses	7	-96	-55
Profit from operations before goodwill amortization		1.463	1.957
Goodwill amortization	8	0	-1.395
Profit from operations		1.463	562
Financial result	9	161	206
Profit before tax		1.624	768
Income tax expense	10	-304	-541
Net profit for the period		1.320	227
Thereof attributable to minority interests	11	560	742
Thereof attributable to shareholders		760	-515
Profit carryforward		4.337	4.822
Transfer to the revenue reserve		0	30
Accumulated profit		5.097	4.337
Earnings per share:			
Basic (euro/share)	12	0,14	-0,10
Diluted (euro/share)	12	0,14	-0,10
Weighted average number of ordinary shares:			
Basic (shares)	12	5.295.064	5.295.064
Diluted (shares)	12	5.295.064*	5.295.064*
* No dilution is disclosed as the stock options are not in the money.			

Consolidated Balance Sheet
for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	Notes	December 31, 2004	March 31, 2004
ASSETS			
Non-current assets			
Software	13, 15	700	714
Goodwill	13, 15	9.996	9.996
Property, plant and equipment	14, 15	1.162	1.661
Advance payments on property, plant and equipment and software	14, 15	17	10
Deferred taxes	16	154	142
		12.029	12.523
Current assets			
Trade receivables	17	3.726	3.610
Other assets	17	827	862
Prepaid expenses	18	422	459
Cash and cash equivalents	19	12.926	12.179
		17.901	17.110
Total assets		29.930	29.633
EQUITY AND LIABILITIES			
Equity			
Capital stock	20	5.295	5.295
Capital reserve	24	12.099	12.099
Adjustment item from currency translation		-102	-35
Accumulated profit	25	5.097	4.337
Minority interests	26	679	860
		23.068	22.556
Current liabilities			
Provisions for taxes	27	102	190
Trade payables	27	1.181	568
Other liabilities and accruals	27	5.579	6.319
		6.862	7.077
Total equity and liabilities		29.930	29.633


AMADEUS FIRE



Human Resource Services of AMADEUS FIRE AG.

www.amadeus-fire.com

STATEMENT OF CHANGES IN EQUITY

Statement of Changes in Equity for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	Capital stock	Capital reserve	Legal reserves	Currency translation	Retained earnings	Minority interests	Total
April 1, 2003	5.295	12.099	30	-67	7.046	558	24.961
Dividends paid	0	0	0	0	-2.224	-376	-2.600
Acquisition of minority interests	0	0	0	0	0	-63	-63
Capital increase	0	0	0	0	0	0	0
Currency translation	0	0	0	32	0	0	32
Net profit	0	0	0	0	-515	741	226
Transfer to the revenue reserve	0	0	-30	0	30		
March 31, 2004	5.295	12.099	0	-35	4.337	860	22.556
April 1, 2004	5.295	12.099	0	-35	4.337	860	22.556
Dividends paid	0	0	0	0	0	-741	-741
Currency translation	0	0	0	-67	0	0	-67
Net profit	0	0	0	0	760	560	1.320
December 31, 2004	5.295	12.099	0	-102	5.097	679	23.068

CONSOLIDATED CASH FLOW STATEMENT

Consolidated Cash Flow Statement for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	Notes	April 1, 2004-December 31, 2004	2003/2004
Cash Flow from operating activities	28		
Net profit		1.320	227
Tax expense and deferred taxes		293	480
Depreciation/amortization on non-current assets		993	2.710
Currency translation differences		-67	32
Finance income		-163	-236
Interest expenses		2	30
Operating result before working capital changes		2.378	3.243
Increase/decrease in trade and other receivables		-77	679
Increase/decrease in deferrals		38	-59
Increase/decrease in trade payable and other liabilities and accruals		311	-704
Cash generated from operations		2.650	3.159
Interest paid		-10	-50
Income taxes paid		-100	-716
Net cash from operating activities		2.540	2.393
Cash Flow from investing activities	29		
Acquisition of minority interests		0	-504
Outflow from purchase price installments		-721	-696
Acquisition of intangible assets and property, plant and equipment		-538	-813
Disposals of assets		48	219
Interest received		159	219
Net cash used in investing activities		-1.052	-1.575

CONSOLIDATED CASH FLOW STATEMENT

Amounts stated in EUR k	Notes	April 1, 2004-December 31,2004	2003/2004
Cash Flow from financing activities	30		
Dividends to minority interests		-741	-376
Dividends paid		0	-2.224
Net cash used in financing activities		-741	-2.600
Net change in cash and cash equivalents		747	-1.782
Cash and cash equivalents at beginning of period		12.179	13.961
Cash and cash equivalents at end of period		12.926	12.179
Composition of cash and cash equivalents at end of period			
Cash on hand and balances with banks (without drawing restrictions)		12.926	12.179
Additional information:			
Credit lines (not utilized)		500	500

Information on the Business Segments

Amounts stated in EUR k	Temporary staffing services / interim- and project management/ recruitment/permanent placement	Training & Education	Eliminations	Consolidated
April 1, 2004 - December 31, 2004				
Revenues				
External sales	26.553	6.329	0	32.882
Inter-segment sales	0	0	0	0
Total revenues	26.553	6.329	0	32.882
Result				
Segment result	2.710	1.471	0	4.181
Segment result before goodwill amortization	2.710	1.471	0	
General administrative expenses				2.691
Other operating income and expenses				-27
Profit from operations				1.463
Interest expenses				2
Interest income				163
Income taxes				304
Minority interests in profit/loss				560
Profit/loss from ordinary activities				760
Net profit/loss				760
Other information				
Segment assets	21.758	8.172	0	29.930
Segment liabilities	3.374	3.488	0	6.862
Investments (including goodwill amortization)	361	177	0	538
Amortization/depreciation (including goodwill amortization)	884	109	0	993
Non-cash expenses/income other than depreciation/amortization	-336	572	0	236
Segment cash flows from operations	613	2.037	0	2.650
Number of employees per segment	683	17	0	700

INFORMATION ON THE BUSINESS SEGMENTS

Amounts stated in EUR k	Temporary staffing services / interim- and project management/ recruitment/permanent placement	Training & Education	Eliminations	Consolidated
2003 / 2004				
Revenues				
External sales	39.954	7.171	0	47.125
Inter-segment sales	0	7	-7	0
Total revenues	39.954	7.178	-7	47.125
Result				
Segment result	3.277	1.650	-6	4.921
Segment result before goodwill amortization	4.288	2.028	0	
General administrative expenses				4.391
Other operating income and expenses				32
Profit from operations				562
Interest expenses				30
Interest income				236
Income taxes				541
Minority interests in profit/loss				742
Profit/loss from ordinary activities				-515
Net profit/loss				-515
Other information				
Segment assets	21.656	7.977	0	29.633
Segment liabilities	3.965	3.112	0	7.077
Investments (including goodwill amortization)	1.011	243	0	1.254
Amortization/depreciation (including goodwill amortization)	2.243	467	0	2.710
Non-cash expenses/income other than depreciation/amortization	-770	610	0	-160
Segment cash flows from operations	1.222	1.937	0	3.159
Number of employees per segment	776	17	0	793

Notes to the Consolidated Financial Statements for the Shortened Fiscal Year from April 1, 2004 to December 31, 2004

General

AMADEUS FIRE AG is a stock corporation under German law based in Frankfurt am Main, Darmstädter Landstrasse 116, Germany. The Company is entered in the commercial register at the local court of Frankfurt, department B, under No. 45804.

AMADEUS FIRE AG was founded as Amadeus Gesellschaft für Zeitarbeit und Arbeitsvermittlung mbH on December 19, 1990 and transformed into Amadeus AG in 1998. Following the resolution adopted at the general shareholders' meeting on August 2, 2000, the Company was renamed Amadeus AG Personal-Dienstleister und Solution Provider (hereinafter also referred to as "Amadeus AG"). By resolution of the general shareholders' meeting on August 6, 2003, FIRE AG Personal-Dienstleistungen im Finanz- und Rechnungswesen was merged into Amadeus AG effective as of April 1, 2003. By resolution of the same date, the Company was renamed AMADEUS FIRE AG. AMADEUS FIRE AG has been listed for official trading on the Frankfurt Stock Exchange since March 4, 1999. The Company was listed in the SMAX quality segment from April 1999 to March 21, 2003; it was listed in the SDAX from June 1999 until its reorganization by Deutsche Börse AG on March 24, 2003. AMADEUS FIRE AG was admitted to the Prime Standard on January 31, 2003. Deutsche Börse admitted AMADEUS FIRE AG to the new German Entrepreneurial Index, GEX, on January 3,

2005. Since the same date, this has been the new index for the performance of entrepreneurial midmarket companies.

The fiscal year was converted to the calendar year by resolution of the general shareholders' meeting of August 4, 2004. The period from April 1, 2004 to December 31, 2004 became an abbreviated fiscal year. All disclosures in the notes for the prior year refer to the 12-month period from April 1, 2003 to March 31, 2004 and are therefore only comparable to a limited extent.

The activities of the group companies comprise the provision of temporary personnel and temporary management services within the framework of the AÜG ["Arbeitnehmerüberlassungsgesetz": German Personnel Leasing Act], permanent placement and consulting, interim and project management as well as the provision of training and education in the areas of tax, finance and accounting and financial control.

Abbreviations of Group Companies and Associated Companies

AMADEUS FIRE AG	AMADEUS FIRE AG, Frankfurt am Main, Germany
AMADEUS FIRE GmbH	AMADEUS FIRE Interim- und Projektmanagement GmbH, Frankfurt am Main, Germany
AMADEUS FIRE Services	AMADEUS FIRE Services GmbH, Frankfurt am Main, Germany (until November 4, 2004: Amadeus Services GmbH, Frankfurt, Germany)
Endriss KG	Steuer-Fachschule Dr. Endriss GmbH & Co. KG, Cologne, Germany
Endriss GmbH	Dr. Endriss Verwaltungs-GmbH, Cologne, Germany (until September 19, 2004: Dr. H. W. Endriss Verwaltungs-GmbH, Cologne, Germany)
Greenwell Gleeson Germany	Greenwell Gleeson GmbH, Frankfurt am Main, Germany (until June 30, 2004: Greenwell Gleeson search & selection GmbH, Frankfurt am Main, Germany)
Greenwell Gleeson B.V.	Greenwell Gleeson B.V., Amsterdam, Netherlands
Greenwell & Gleeson Ltd.	Greenwell & Gleeson Ltd., Birmingham, UK
Greenwell Gleeson Austria	Greenwell Gleeson Personalberatung GmbH, Vienna, Austria (not operating since January 1, 2004)
Amadeus Personalberatung GmbH	Amadeus GmbH Personalberatung und Personalvermittlung i. L., Vienna, Austria (liquidation registered on December 19, 2003)

Accounting Policies

Basis of the Consolidated Financial Statements

The consolidated financial statements of AMADEUS FIRE AG for the abbreviated fiscal year ended December 31, 2004 were prepared in accordance with the International Financial Reporting Standards (IFRSs) formulated by the International Accounting Standards Board (IASB). All International Financial Reporting Standards (IFRSs), International Accounting Standards (IASs) mandatorily applicable for the abbreviated fiscal year 2004 as well as all interpretations by the International Financial Reporting Interpretations Committee (IFRIC) and interpretations of the Standing Interpretations Committee (SIC) were observed. The financial statements of companies included in consolidation have all been prepared on the basis of uniform accounting policies. The separate financial statements of the group companies were prepared as of the balance sheet date of the consolidated financial statements.

As a publicly quoted company, the Company has made use of the provision in Sec. 292a HGB [“Handelsgesetzbuch”: German Commercial Code] and has prepared exempting consolidated financial statements in accordance with internationally accepted accounting standards as in the prior year. These consolidated financial statements have been drawn up in compliance with International Financial Reporting Standards (IFRS).

The consolidated financial statements comply with the 7th EC Directive based on Standard No. 1 (GAS 1) of the German Accounting Standards Board (GASB).

Major differences compared to German accounting standards as embodied in the HGB relate to the following items in the financial statements of AMADEUS FIRE AG:

- Provisions and liabilities are recognized in accordance with IAS 37. Differences in the accompanying financial statements relate to categorization only.
- Acquired goodwill is subject to an impairment test annually and whenever there are indications of impairment. Goodwill is only written down if it is impaired.

New Accounting Standards

On December 18, 2003, the IASB published a number of revised accounting standards in the scope of its Improvement Project. These are the 13 standards IAS 1, IAS 2, IAS 8, IAS 10, IAS 16, IAS 17, IAS 21, IAS 24, IAS 27, IAS 28, IAS 31, IAS 33 and IAS 40. Application of the revised standards is compulsory for fiscal years beginning on or after January 1, 2005. AMADEUS FIRE AG opted for early application without exception in these consolidated financial statements.

Under IAS 27, minority interests are now disclosed as a component of equity. The minority interests in profit or loss are disclosed as a profit distribution in the income statement (the prior-year figures have been adjusted accordingly).

On December 17, 2003, the IASB published the revised standards IAS 32, “Financial Instruments - Disclosure and Presentation”, and IAS 39, “Financial Instruments – Recognition and Measurement”. The “Amendment to IAS 39 Financial Instruments: Recognition and Measurement - Fair Value Hedge Accounting for a Portfolio Hedge of Interest Rate Risk” was published in March 2004. This amendment relates to macro hedging and allows the risk of interest rate changes to be hedged at portfolio level. The “Amendment to IAS 39 Financial Instruments: Recognition and Measurement - Transition and Initial Recognition of Financial Assets and Liabilities” was published in December 2004. Application of the revised standards IAS 32 and IAS 39, including the changes brought by the amendments, is compulsory for fiscal years beginning on or after January 1, 2005; earlier appli-

cation is encouraged. The Company does not expect application of these provisions to affect recognition, measurement and disclosure in the consolidated financial statements.

On February 19, 2004, the IASB published the standard IFRS 2, “Share-based Payment”, on accounting for share option plans and similar compensation based on the value of shares. This standard specifies the financial reporting for transactions in which the reporting entity grants equity instruments such as its own shares or share options in return for goods or services received. Application of IFRS 2 is compulsory for fiscal years beginning on or after January 1, 2005. The compulsory scope covers grants of equity instruments after November 7, 2002 which were not vested as of January 1, 2005. AMADEUS FIRE AG did not opt for early application in these consolidated financial statements. For plans not covered by the compulsory scope of IFRS 2, the disclosures in the notes required by IFRS 2.44 f. were made accordingly.

On March 31, 2004, the IASB published the standard IFRS 3, “Business Combinations”, and the fundamentally revised IAS 36/IAS 38. The main changes are the abolition of the pooling of interests method and of goodwill amortization in favor of the impairment only approach. Goodwill resulting from business combinations closed before March 31, 2004 may no longer be amortized in the first fiscal year beginning after March 31, 2004 and the Company was therefore required to apply the standard in the abbreviated fiscal year under review.

On March 31, 2004, the IASB published the standard IFRS 4, "Insurance Contracts". This standard specifies the financial reporting for insurance contracts (including reinsurance contracts) by insurers. Application of IFRS 4 is compulsory for fiscal years beginning on or after January 1, 2005; earlier application is encouraged. The Company does not expect application of IFRS 4 to affect recognition, measurement and disclosure in the consolidated financial statements as the Company does not report any insurance contracts given its business operations.

On March 31, 2004, the IASB published the standard IFRS 5, "Non-current Assets Held for Sale and Discontinued Operations". This standard specifies the accounting for assets held for sale, and the presentation and disclosure of discontinued operations. Application of IFRS 5 is compulsory for fiscal years beginning on or after January 1, 2005. The Company does not currently expect application of IFRS 5 to affect recognition, measurement and disclosure in the consolidated financial statements.

On December 9, 2004, the IASB published the standard IFRS 6, "Exploration for and Evaluation of Mineral Resources". IFRS 6 specifies the financial reporting for expenses from the exploration for and evaluation of mineral resources. Application of the standard is compulsory for fiscal years beginning on or after January 1, 2006; earlier application is encouraged with simplifications for comparative information. The Company does not expect application of IFRS 6 to affect recognition, measurement and disclosure in the consolidated financial statements as the Company does not operate in the field covered by the scope of this standard.

On May 27, 2004, the International Financial Reporting Interpretation Committee (IFRIC) published the interpretation IFRIC 1, "Changes in Existing Decommissioning, Restoration and Similar Liabilities". The interpretation specifies the accounting for changes in decommissioning, restoration and similar liabilities, recognized both under IAS 16, "Property, Plant and Equipment", and under IAS 37, "Provisions, Contingent Liabilities and Contingent Assets". Application of IFRIC 1 is compulsory for fiscal years beginning on or after September 1, 2004; earlier application is encouraged. The Company does not expect application of this interpretation to affect recognition, measurement and disclosure in the consolidated financial statements.

On November 11, 2004, the IFRIC published the interpretation, "Amendment to the Scope of SIC-12 – Consolidation - Special Purpose Entities". This amendment now includes equity compensation plans in the scope of SIC-12. Post-employment benefit plans and well as all other long-term employee benefits, on the other hand, are no longer included in the scope of SIC-12. Application of the interpretation is compulsory for fiscal years beginning on or after January 1, 2005. The Company does not expect application of this interpretation to affect recognition, measurement and disclosure in the consolidated financial statements as the Company does not have any special purpose entities.

On November 25, 2004, the IFRIC published the interpretation IFRIC 2, "Members' Shares in Co-operative Entities and Similar Instruments". This interpretation explains how to apply IAS 32, "Financial Instruments: Disclosure and Presentation", to co-operative shares, i.e. the circumstances under which they should be classified as debt or equity. Application of IFRIC 2 is compulsory for fiscal years beginning on or after January 1, 2005; earlier application is encouraged. The Company does not expect application of this interpretation to affect recognition, measurement and disclosure in the consolidated financial statements.

On December 2, 2004, the IFRIC published the interpretations IFRIC 3, "Emission Rights", and IFRIC 4, "Determining whether an Arrangement contains a Lease". IFRIC 3 explains the accounting for emission rights, while IFRIC 4 defines the contracts that should be treated as leases even if they are not termed as such (especially supplier and outsourcing agreements). IFRIC 3 must be applied to fiscal years beginning on or after March 1, 2005, while IFRIC 4 is compulsory for fiscal years starting on or after January 1, 2006. Earlier adoption is encouraged by both interpretations. The Company does not expect application of these interpretations to affect recognition, measurement and disclosure in the consolidated financial statements.

On December 16, 2004, the IFRIC published the interpretation IFRIC 5, "Rights to Interests arising from Decommissioning, Restoration and Environmental Funds". IFRIC 5 specifies how to account for expected reimbursements from funds set up to cover future decommissioning, restoration and similar liabilities. Application of IFRIC 5 is compulsory for fiscal years beginning on or after January 1, 2006; earlier application is encouraged. The Company does not expect application of this interpretation to affect recognition, measurement and disclosure in the consolidated financial statements.

Principles of Consolidation

The Company's consolidated financial statements include AMADEUS FIRE AG and all subsidiaries under the legal or factual control of the Company.

The net results for AMADEUS FIRE GmbH and AMADEUS FIRE Services GmbH are disclosed before profit and loss transfer to the parent in fiscal unity. The capital stock of the consolidated companies has been fully paid in. Voting shares are equal to capital shares.

Amounts stated in EUR k	Shareholding in per cent	Equity		Net profit/loss	
		Dec. 31, 2004	Mar. 31, 2004	Apr. 1 to Dec. 31.2004	2003/04
Direct equity investments					
Greenwell Gleeson B.V.	100	107	155	-48	-67
AMADEUS FIRE Services	100	75	75	94	103
Endriss KG	60	271	271	1.400	1.853
Endriss GmbH	60	27	27	0	2
Greenwell Gleeson Deutschland	100	53	325	-271	-380
Greenwell Gleeson Ltd.	100	1.261	960	368	411
Amadeus Personalberatung GmbH	100	50	50	0	-16
Greenwell Gleeson Österreich	100	101	103	-2	-41
AMADEUS FIRE GmbH	100	30	30	1.357	1.942

The subsidiaries AMADEUS FIRE Services, Endriss GmbH, Greenwell Gleeson Germany and AMADEUS FIRE GmbH make use of the exemption pursuant to Sec. 264 HGB, and Endriss KG of Sec. 264b HGB with respect to disclosure obligations.

The financial statements of the domestic and foreign subsidiaries included in consolidation have been prepared in accordance with uniform accounting policies pursuant to IAS 27. The Company applies the purchase method pursuant to IAS 27 to acquisitions of subsidiaries. A subsidiary is included in the consolidated financial statements for the first time as of the date AMADEUS FIRE AG takes control of the subsidiary. There were no changes in the consolidated group in the abbreviated fiscal year 2004. During consolidation, receivables and liabilities between consolidated companies are fully eliminated, as are income and expenses within the Group. Income and expenses relate solely to profit and loss transfer agreements, interest income and interest expenses from loan agreements as well as advertising and other administrative services to a minor extent.

The goodwill arising on consolidation represents the excess of the cost of an acquisition over the Group's interest in the fair value of the net identifiable assets and liabilities of a subsidiary. IFRS 3 is applied to the abbreviated fiscal year 2004 for the first time in accordance with IAS 36/IAS 38 revised. The impairment test as of March 31, 2004 required for the transition and the impairment test as of December 31, 2004 were carried out. The goodwill was allocated to the cash generating units. Cash-generating units are the operating, legally independent entities of the AMADEUS FIRE Group. Please refer to General.

Use of Judgment and Main Sources of Estimating Uncertainties

In preparing the consolidated financial statements, assumptions and estimates have been made which have had an effect on the recognition and carrying amounts of recognized assets and liabilities, income and expenses and contingent liabilities. These assumptions and estimates generally relate to the uniform determination of useful lives of assets within the Group, the measurement of provisions, the recoverability of trade receivables and the probability of future tax benefits. The actual values may in some cases differ from the assumptions and estimates. Any changes will be recognized in net profit or loss as and when better information is available.

The significant forward-looking assumptions in the consolidated financial statements all pertain to the goodwill impairment test. Under IAS 36, acquired goodwill is subject to an impairment test once a year – or more often when there are indications of impairment. An impairment loss is recognized as soon as the carrying amount of a cash-generating unit exceeds the recoverable amount. The recoverable amount is the higher of an asset's net selling price and value in use. The net selling price is the

amount obtainable from the sale of an asset in an arm's length transaction less the costs of disposal. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. As the net selling price cannot be determined for a cash-generating unit, the Company determined the value in use, applying the DCF method.

The cash flows used in the DCF valuation are based on current business plans for the next five years. This involved making assumptions as to future revenues and costs. Assumptions as to future investments in the Company's operations were made on the basis of past figures, and past income patterns were projected into the future. If significant assumptions differ from actual figures, impairment losses may have to be recognized in the future. The terminal growth rate does not exceed the long-term growth rate of the industry in which the cash-generating units operate. The key assumptions used were a terminal growth rate of 1 per cent and a discount rate of 8,6 per cent.

Currency Translation

The reporting and measurement currency of the Company and all consolidated companies except for Greenwell Gleeson Ltd. is the euro.

Pursuant to IAS 21, the financial statements of Greenwell & Gleeson Ltd. have been translated from pounds sterling to euros as for a "foreign operation". Assets and liabilities were translated at the rate on the balan-

ce sheet date (EUR 1 = GBP 0,70505), expenses and income were translated at the average exchange rate for the year (EUR 1 = GBP 0,67808). The resulting currency translation differences were transferred to an adjustment item under equity ("adjustment item from currency translation").

Income and Expense Recognition

Revenues from temporary staffing services and interim and project management are recognized when the service is rendered. Revenues from training services that are performed over a longer period of time are recognized over time as the service is rendered.

Operating expenses are charged against income when a service is used or when the costs are incurred.

Non-Current Assets

Intangible Assets

Intangible assets are carried at cost less accumulated systematic amortization. Goodwill from first-time consolidation is no longer amortized in accordance with IFRS 3. Impairment losses did not have to be charged after the impairment tests.

Impairment losses are recognized if an asset becomes impaired. Assets are tested for impairment at every balance sheet date in accordance with IAS 36.

Software is amortized on a straight-line basis over three to five years.

Property, Plant and Equipment and Advance Payments

Property, plant and equipment are measured at cost less accumulated systematic depreciation and any accumulated impairment losses. No impairment losses had to be recognized or reversed.

Property, plant and equipment are depreciated on a straight-line basis over a useful life of three to five years. The useful lives and depreciation

methods used are reviewed periodically to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits from items of property, plant and equipment.

Impairment losses are recognized if an asset becomes impaired. Assets are tested for impairment at every balance sheet date in accordance with IAS 36.

Deferred Taxes

In accordance with IAS 12, deferred tax assets are recognized for temporary differences in carrying amounts in the commercial and tax balance sheets of the consolidated companies and on tax loss carry forwards. The liability method of IAS 12 is applied. The recognition and measurement of deferred tax assets is reviewed regularly. Their value is adjusted if there are signs of impairment.

Current Assets

Trade Receivables and Other Assets

Receivables are stated at the fair value of the consideration given and are carried at amortized cost after provision for impairment.

Current Liabilities

Accruals

Accruals are recognized when, and only when, the Company has a present obligation (legal or constructive) as a result of a past event and it

is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Financial Instruments

Financial assets and financial liabilities carried on the balance sheet include cash and cash equivalents and trade and other receivables and liabilities and loans. The accounting policies on recognition and measurement for these items are disclosed in the relevant accounting policies found in these notes.

Financial instruments are classified as liabilities or equity in accordance with the substance of the contractual arrangement. Interest,

dividends, gains and losses relating to financial instruments classified as liabilities are reported as expense or income. Financial instruments are offset when the Company has a legally enforceable right to offset and intends to settle either on a net basis or to realize the asset and settle the liability simultaneously.

Disclosures on Financial Risk Management (IAS 32/IAS 39)

Credit Risk

Group procedures are in force to ensure that services are only rendered to customers with a proven credit history and who do not exceed an acceptable credit exposure limit.

Interest Rate Risk

Since the Group only has balances at banks, and no loan liabilities or other non-current liabilities were entered into, no notable interest rate risk exists.

Liquidity Risk

The Group has adequate cash and cash equivalents to cover all its payment obligations. No liquidity risk exists for the Group at present.

Foreign Exchange Risk

Despite the fact that the Group operates abroad, the foreign exchange risk is to be classified as low. The Group mainly operates in Germany and in Europe via its independent subsidiaries (UK and Netherlands). The financial statements do not contain any significant foreign currency liabilities, hence there is no foreign exchange risk.

Fair Value of Financial Assets and Liabilities

Given their short maturities, the carrying amounts of the financial assets and liabilities are generally equal to their fair values. Impairment losses are recognized on financial assets whose carrying amount is higher than the fair value (present value of future estimated cash flows).

Accounting for Leases

The lease agreements are operating leases and are thus not recognized by the lessee. The lease payments are recognized as an expense on a straight-line basis over the lease term.

Stock Options

The workforce and management were granted options to acquire ordinary shares in the Company. The stock option plan was not accounted for and thus has no effect on the income statement. When options are

exercised, the amounts will be recorded as an increase in capital. For information on the structure of the stock option plans, we refer to Note 23.

Date of Disclosure

The consolidated financial statements as of March 31, 2004 were approved by the supervisory board on June 23, 2004 and published in the Federal Gazette No. 205 (Bundesanzeiger) on October 28, 2004.

Notes to the Consolidated Income Statement

1. Revenues

The Company provides temporary staffing, interim and project management, recruitment/permanent placement as well as training and education, mainly on the basis of service contracts.

Amounts stated in EUR k	Apr. 1 to Dec. 31, 2004	2003/2004	Change from the prior year in per cent	
Temporary employment	17.655	28.562	-10.907	-38
Recruitment/Permanent placement	3.408	3.974	-566	-14
Interim- and Project Management	5.490	7.418	-1.928	-26
Training and Education	6.329	7.171	-842	-12
	32.882	47.125	-14.243	-30

All revenues are generated by services, the majority of which were provided in Germany. Training accounted for around 19 per cent of total revenues and was mainly generated from private customers. 81 per cent of revenues were generated with around 1.300 corporate customers while revenues from the ten largest customers account for around 9 per cent. The customer with the largest share of revenue achieved 1,8 per cent of total revenues.

We refer to segment reporting for the development of revenues by business segment.

2. Cost of Sales

Personnel expenses for temporary employees and the cost of services purchased from external consultants, lecturer fees and the cost of job placement and consulting employees are recognized as cost of sales. Assignment related travel expenses were also reported in this item.

3. Selling Expenses

Selling expenses include management expenses, personnel expenses for sales employees, the premises and vehicle expenses attributable to such staff, marketing costs and amortization/depreciation of non-cur-

rent as-sets. In addition, expenses for communication as well as training costs for the sales department are included on a proportionate basis.

4. General Administrative Expenses

Administrative expenses include management expenses, personnel expenses for head office employees, premises and vehicle expenses attributable to such staff as well as amortization/depreciation of non-

current assets. Ongoing IT costs, legal and consulting fees, accounting costs as well as costs of general shareholders' meetings and the financial statements are also recognized in this item.

5. Average Number of Employees Over the Year

An average of 700 persons were employed by the Company during the abbreviated fiscal year 2004 (prior year: 793). In the abbreviated fiscal year, personnel expenses amounted to EUR 17.986k (prior year: EUR 28.519k).

The employees comprise the following:

	2004	2003/2004
Head office employees	24	27
Sales and administrative employees	116	123
Temporary employees	549	633
Trainees	11	10
	700	793

6. Other Operating Income

Other operating income mainly includes discounts and proceeds from disposals of non-current assets above the carrying amount.

7. Other Operating Expenses

Other operating expenses mainly include expenses for acquisition activities, disposals of assets below their carrying amount and costs of disposal.

8. Amortization of Goodwill

AMADEUS FIRE applied IFRS 3 to the abbreviated fiscal year 2004 for the first time in accordance with IAS 36/IAS 38 revised. Systematic goodwill amortization is no longer allowed. The required impairment tests were carried out. The goodwill was allocated to the cash genera-

ting units. Cash generating units are the operating entities of the AMADEUS FIRE Group. No impairment losses had to be accounted for. Please refer to the section on Accounting Policies for more information.

9. Financial Result

The financial result includes interest income of EUR 163k. The financial result is EUR 45k lower, mainly due to the abbreviated fiscal year.

10. Income Taxes

The corporate income tax rate in the abbreviated fiscal year 2004 amounts to 25 per cent of the tax base (prior year: 25 per cent). Solidarity surcharge, which remained constant at 5,5 per cent, is levied on the corporate income tax. The trade tax rate varies throughout Germany; for the Company it averages 18,7 per cent of the tax base. In the fiscal year, deferred taxes for deductible loss carry forwards of

EUR 14k were recognized for Greenwell Gleeson Germany, measured in accordance with IAS 12, and EUR 2k of deferred taxes for temporary differences were reversed pursuant to IAS 12.

Deferred taxes on the loss incurred by Greenwell Gleeson B.V. in the fiscal year were not recognized in accordance with IAS 12.

As of the balance sheet dates, income taxes split up as follows:

Amounts stated in EUR k	Apr. 1 to Dec. 31, 2004	2003/2004
Current tax expenses:		
Corporate income tax and solidarity surcharge	304	435
Trade tax on income	16	45
	320	480
Deferred taxes:		
- from loss carry forwards	-14	41
- from temporary differences	-2	20
Tax expense	304	541

The Company has tax loss carry forwards amounting to EUR 1.087k for which no deferred tax assets were recognized pursuant to IAS 12.

Reconciliation Pursuant to IAS 12:

The reconciliation of the theoretical amount that would have resulted had the group tax rate (40.1 per cent for the above income taxes, prior

year: 40.1 per cent) been applied to the pre-tax result to the total tax expense disclosed is as follows:

Amounts stated in EUR k	Apr. 1 to Dec. 31, 2004	2003/2004
Theoretical tax expense based on the effective tax rate in Germany	652	308
Goodwill amortization non-deductible for tax purposes	0	479
Effects from the non-recognition of tax loss carry forwards	115	174
Adjustment of deferred tax assets from prior years	0	75
Deferred tax assets from temporary differences	2	0
Tax rate differences abroad	-46	-45
Non-deductible expenses	11	28
Tax attributable to minority interests	-147	-196
Trade tax exemption Endriss KG	-262	-346
Other	-21	64
Tax expense actually disclosed	304	541
Effective tax rate in per cent	40,1	40,1

11. Minority Interests in Profit/Loss

The minority interests stated for the abbreviated fiscal year break down as follows:

	Apr. 1 to Dec. 31, 2004	2003/2004
Minority interests in profit/loss		
Endriss KG	560	741
	560	741

12. Earnings Per Share

Earnings per share are calculated in accordance with IAS 33. The net profit after minority interests in profit is divided by the weighted average number of ordinary shares outstanding during the fiscal year; this amount is the basic earnings per share. To calculate diluted earnings

per share, the net profit after minority interests in profit is divided by the weighted average number of ordinary shares outstanding during the fiscal year plus the weighted average number of all the dilutive potential ordinary shares.

		Apr. 1 to Dec. 31, 2004	2003/2004
Net profit/loss after minority interests	EUR k	760	-515
Weighted average number of ordinary shares outstanding	No.	5.295.064	5.295.064
Basic earnings per share	EUR	0,14	-0,10
Weighted average number of ordinary shares outstanding plus weighted average number of stock options issued	Stück	5.295.064	5.295.064
Diluted earnings per share	EUR	0,14	-0,10

There is no dilution as the options are not in the money due to the requirements for exercise not having been met. Had the options been in the money, the weighted average number of stock options issued including the weighted average number of ordinary shares would have been:

	Apr. 1 to Dec. 31, 2004	2003/2004
No. of shares	5.539.978	5.543.611

Notes to the Consolidated Balance Sheet

Non-Current Assets

13. Intangible Assets

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Software	700	714
Goodwill	9.996	9.996
	10.696	10.710

There are no internally generated intangible assets. Systematic software amortization of EUR 331k is recognized under cost of sales, selling and administrative expenses.

At the balance sheet dates, goodwill is made up of the following net carrying amounts.

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Goodwill Greenwell Gleeson Ltd.	4.331	4.331
Goodwill Endriss KG	3.853	3.853
Goodwill Greenwell Gleeson Deutschland	1.397	1.397
Goodwill AMADEUS FIRE AG	415	415
	9.996	9.996

14. Property, Plant and Equipment and Advance Payments

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Property, plant and equipment	1.162	1.661
Advance payments on property, plant and equipment	17	10
	1.179	1.671

Systematic depreciation of EUR 662k is recognized under cost of sales, selling and administrative expenses.

15. Changes in Consolidated Non-Current Assets

Amounts stated in EUR k	April 1, 2004	Additions	Cost Disposals	Reclassification	Dec. 31, 2004
Intangible assets					
Software	1.785	319	102	0	2.002
Goodwill	16.091	0	0	0	16.091
	17.876	319	102	0	18.093
Property, plant and equipment					
Other plant and equipment	4.707	202	507	10	4.412
Advance payments	10	17	0	-10	17
	4.717	219	507	0	4.429
	22.593	538	609	0	22.522

Amounts stated in EUR k	Accumulated amortization/ depreciation				Adjustment currency translation	Netbook value	
	April 1, 2004	Additions	Disposals	Dec. 31, 2004		Dec. 31, 2004	Mar. 31, 2004
Intangible assets							
Software	1.071	331	100	1.302	0	700	714
Goodwill	6.095	0	0	6.095	0	9.996	9.996
	7.166	331	100	7.397	0	10.696	10.710
Property, plant and equipment							
Other plant and equipment	3.047	662	461	3.248	-2	1.162	1.661
Advance payments	0	0	0	0	0	17	10
	3.047	662	461	3.248	-2	1.179	1.671
	10.213	993	561	10.645	-2	11.875	12.381

16. Deferred Taxes

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Deferred taxes on temporary differences in carrying amounts of non-current assets	10	20
Deferred taxes on loss carry forwards	144	122
	154	142

Deferred taxes of EUR 14k were recognized for losses of Greenwell Gleeson Germany in the abbreviated fiscal year 2004.

Deferred tax assets of EUR 2k on temporary differences in carrying amounts were reversed in the period under review.

Current Assets**17. Trade Receivables and Other Assets**

Trade receivables break down as follows:

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Trade receivables	4.015	4.023
Bad debt allowances	-289	-413
	3.726	3.610

A strict check of creditworthiness and a stringent dunning system limits the risk of receivable losses. The average term of trade receivables was 26 days as of December 31, 2004 (March 31, 2004: 24 days).

Other assets break down as follows:

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Tax refund claims	790	803
Receivables from employees	10	26
Security deposits	7	10
Interest	4	17
Other	16	6
	827	862

18. Prepaid Expenses

Prepaid expenses totaling EUR 422k (prior year: EUR 459k) chiefly comprise prepaid expenses for marketing activities, prepaid insurance premiums and payments under maintenance and support contracts.

19. Cash and Cash Equivalents

Cash and cash equivalents solely comprise cash on hand and balances with banks as well as short-term time deposits that mature in less than one month. The interest rates for the time deposits range between 1.9 per cent and 2.0 per cent for the euro and are at 4.5 per cent for the pound sterling.

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Cash	8	7
Balances with banks	1.775	2.517
Time deposits	11.143	9.655
	12.926	12.179

Equity

20. Capital Stock (Subscribed Capital)

The subscribed capital is the parent company's capital stock of EUR 5.295.064 and is divided up into 5.295.064 no-par value bearer shares held by numerous shareholders. No shareholders are known to hold more than 25 per cent of shares. The subscribed capital has been fully paid in.

By resolution of the general shareholders' meeting on August 4, 2002, the Company is authorized to acquire treasury shares of up to a total of 10 per cent of the capital stock existing at the time of the resolution from the stock market or by means of a tender addressed to all shareholders. Treasury shares may not be acquired for trading purposes or continuous share price regulation. The authorization may be exercised by the Company in full or in part, on one or several occasions, but it may also be exercised by its dependent or majority-owned companies or by third parties in their own name for the account of the Company or for the account of its dependent or majority-owned companies. Authorization to acquire treasury shares is granted for 18 months from the date of the resolution. If the acquisition is made on the stock exchange, the purchase price for a share (excluding acquisition charges) may not be more than 10 per cent above or below the average (arithmetic mean) closing XETRA price for the Company's shares on the Frankfurt Stock Exchange (or in a comparable successor system) in the last five trading days preceding the acquisition or the commitment to acquire shares. If shares are acquired on the basis of a public tender to all shareholders, the purchase price for a share (excluding acquisition charges) may not be more than 20 per cent above or below the average closing XETRA price for the Company's share on the Frankfurt Stock Exchange (or in a comparable successor system) in the last five trading days prior to the public tender.

The authorization of the management board to acquire treasury shares up to February 5, 2005 granted by the general shareholders' meeting on August 6, 2003 was revoked for the amount not yet exercised when the resolution on the grant of this authorization took effect.

The management board is authorized to resell treasury shares on the stock exchange or by way of an offering to all shareholders without an

additional resolution of the general shareholders' meeting. The shareholders' right to subscribe (Secs. 71 (1) No. 8 Sentence 5 in conjunction with Sec. 186 (3) AktG ["Aktiengesetz": German Stock Corporation Act] may be precluded with the approval of the supervisory board and the shares sold in another way than on the stock exchange or by offering to all shareholders if

- the treasury shares are sold at a price that is not significantly less than the stock market price of Company shares in the same category at the time of sale. The stock market price for the purposes of this arrangement is the average closing XETRA price for the Company's shares on the Frankfurt Stock Exchange (or a comparable successor system) in the last five trading days preceding the sale.
- treasury shares are granted to third parties as compensation in the context of acquiring entities, parts of entities or equity investments or issued to third parties as compensation in the context of a business combination, if this is in the interests of the Company.

If the shareholders' right to subscribe is precluded, the number of shares sold in this way may not exceed one tenth of the shares existing at the time of the resolution and the exclusion of the subscription right pursuant to Sec. 186 (3) Sentence 4 AktG must be counted towards this limit in the event of capital increases so as to ensure that the 10 per cent ceiling for shares held in the Company at the time of the resolution is observed.

The management board is also authorized, with the approval of the supervisory board, to redeem acquired treasury shares without an additional resolution of the general shareholders' meeting.

The above authorizations to sell treasury shares in another way than on the stock exchange or by offering to all shareholders may be exercised in full or in part and on one or several occasions and relate to all of the Company's treasury shares which were acquired by the Company on the basis of an authorization granted by the general shareholders' meeting in accordance with Sec. 71 (1) No. 8 AktG.

The management board did not make use of the authorization to acquire treasury shares in the period under review.

21. Approved Capital

By resolution of the general shareholders' meeting to amend the articles of incorporation dated August 4, 2004, the management board was authorized, for five years from the date of entry of the resolution and with the consent of the supervisory board, to increase capital stock on one or several occasions by up to a nominal amount of EUR 1.500.000 by issuing up to 1.500.000 no-par bear shares in return for cash or non-cash contributions. The management board was also authorized to decide on

the exclusion of the shareholders' subscription right with the approval of the supervisory board. The shareholders' subscription right may be excluded in the interests of the Company, in particular in order to enable the Company to expand the business by acquiring equity investments in an exchange of shares. The supervisory board was authorized to amend Art. 4 of the articles of incorporation (Capital Stock) to reflect the scope of the capital increase from approved capital.

22. Conditional Capital

Conditional Capital I

The general shareholders' meeting on January 16, 1999 decided to conditionally increase the capital stock by up to EUR 400.000 by issuing a maximum of 400.000 ordinary bearer shares (conditional capital I). On August 8, 2001, the general shareholders' meeting decided to reduce conditional capital I to EUR 331.000. Stock options for 83.333 ordinary bearer shares were exercised on September 2, 2002. The remaining conditional capital I now totals EUR 247.667.

The management board's authorization, with the approval of the supervisory board, to grant options to employees and managers of the Company and its affiliates was rescinded by the resolution on August 8, 2001 insofar as the authorization had not been used by August 8, 2001.

Conditional Capital II

The general shareholders' meeting on August 7, 2002 decided to conditionally increase the capital stock by up to EUR 190.000 by issuing a maximum of 190.000 ordinary bearer shares (conditional capital II). The management board was authorized, with the approval of the supervisory

board, to grant on one or more occasions up to August 1, 2006 subscription rights for a maximum total of 190.000 bearer shares in the Company to employees and managers of the Company and entities in which the Company directly or indirectly holds a majority interest. Should the Company's management board be the beneficiary, the supervisory board shall be authorized to grant subscription rights.

As of the balance sheet date, total conditional capital thus amounted to EUR 438k.

As of December 31, 2004, the following stock options had been issued from conditional capital I and II:

	Management board	Employees	Total
Conditional capital I	166.667	25.500	192.167
Conditional capital II	25.000	22.080	47.080
	191.667	47.580	239.247

23. Stock Option Plans

Stock Options From Conditional Capital I

On January 16, 1999, the general shareholders' meeting agreed to the conditional increase in capital stock by up to EUR 400.000 by issuing up to 400.000 ordinary bearer shares (conditional capital I) and on August 8, 2001 to the reduction of conditional capital I to EUR 331.000. The management board's authorization, with the approval of the supervisory board, to grant options to employees and managers of the Company and its affiliates was rescinded by the resolution of August 8, 2001.

Strike Price, Vesting Period and Expiration

The strike price amounts to EUR 11,50 for eligible employees of the Company and EUR 1 for eligible members of management as all stock options were issued when the Company went public.

One third of the subscription rights may be exercised for the first time three years after the date of grant and another third may be exercised in each of the subsequent years. The agreements expire on June 30, 2006.

Overview

	Options
Conditional capital I	331.000
As of the balance sheet date:	
Granted on March 5, 1999	394.000
- thereof to members of the management board	250.000
- thereof to employees	144.000
Exercised	83.333
Revoked	0
Expired	118.500
Outstanding on December 31, 2004	192.167
Non-forfeitable	0

Exercise Requirements

The main requirement for exercising the option is a rise in the share price of 5 per cent p.a. by reference to the strike price on the date of grant.

Subscription Price

The subscription price in the stock option plan from conditional capital I is the same as the strike price.

Exercise

No outstanding stock options can be exercised at present due to the share's performance.

Stock Options From Conditional Capital II

By virtue of the resolution adopted by the general shareholders' meeting on August 8, 2001, the management board has to date granted 46.080 options to employees and 25.000 options to members of the management board from conditional capital II. No stock options were issued in the abbreviated fiscal year 2004.

Strike Price, Vesting Period and Expiration

The strike prices are:

Date of grant	Sep. 7, 2001	Feb. 1, 2002	Aug. 12, 2002
Strike price in EUR	13,38	16,98	10,34

Subscription rights may only be granted to those entitled to subscribe in two two-week periods per year. One third of the subscription rights may be exercised for the first time after a vesting period of two years from the date of grant; another third may be exercised in each of the subsequent years.

Overview

	Options
Conditional capital II	190.000
As of the balance sheet date:	
Granted	71.080
- thereof to members of the management board	25.000
- thereof to employees	46.080
Exercised	0
Revoked	0
Expired	24.000
Outstanding on December 31, 2004	47.080
Non-forfeitable	0

Exercise Requirements

The options may only be exercised after the end of the respective vesting period, if, in the period between the options being granted and the start of the next exercise period after the end of the vesting period for the respective tranche, the AMADEUS FIRE share price has outperformed the SDAX of Deutsche Börse AG or another index for small and mid caps ("reference index") in the same period by at least

10 per cent ("performance target"). To calculate attainment of the performance target, the average closing price (XETRA) of the Company's ordinary stock in the last five trading days prior to the end of the respective subscription period in which the subscription rights are granted, and the last five trading days prior to the start of the exercise period in which the subscription rights can be exercised are compared with the reference index trend calculated in the same way. Should the performance target not be fulfilled on the day prior to the start of this exercise period, the vesting period for the respective tranche is extended until the performance target is met on the day prior to the start of one of the following exercise periods. If, after the end of the respective vesting period, the performance target is met at the start of the exercise period and the subscription rights are not exercised in this period, they may be exercised in a later period even if the performance target is no longer met at the start of this subsequent exercise period.

Exercise Price

When exercising the subscription rights, an exercise price has to be paid for each subscription right exercised. This price equals the average closing price (XETRA) of the Company's shares in the last five trading days prior to the end of the subscription period in which the subscription rights were granted ("strike price") minus the out-performance discount. For each percentage point by which the price of the AMADEUS FIRE share outperforms the reference index in the period between the subscription rights being granted and the start of the respective exercise period, the strike price falls by three percent ("exercise price"). To calculate the outperformance of the AMADEUS FIRE shares compared to the reference index, the average closing price (XETRA) of the Company's ordinary stock in the last five trading days prior to the end of the respective subscription period in which the subscription rights were granted, and in the last five trading days prior to the start of the exercise period in which the subscription rights are exercised are compared with the reference index trend calculated in the same way. The subscription right agreements run for a period of eight years.

Exercise

At present, the requirement for exercising options is not met for all the stock options issued for which the vesting period has expired.

24. Capital Reserve

The capital reserve is chiefly the result of amounts generated above the nominal value (premium) from the issuance of shares.

25. Consolidated Accumulated Profit

The consolidated accumulated profit as of March 31, 2004 is as follows:

Amounts stated in EUR k

Accumulated profit as of April 1, 2004	4.337
Net profit for the year	760
Accumulated profit as of December 31, 2004	5.097

26. Minority Interests

The minority interests disclosed are the result a 40 per cent equity investment in Endriss KG.

The change in minority interests is related to the Group's share in profits (see Note 11).

27. Current Liabilities

All current liabilities are due within one year.

Provisions for Taxes

Provisions for taxes cover the amounts that the group companies owe in taxes for fiscal years 2001/2002, 2002/2003 and 2003/2004 and for the abbreviated fiscal year 2004 less prepayments.

The current provisions for taxes developed as follows:

Amounts stated in EUR k	Mar. 31, 2004	Additions	Utilization	Reversals	Dec. 31, 2004
Corporate income tax and solidarity surcharge	174	102	174	0	102
Trade tax	16	0	16	0	0
	190	102	190	0	102

Trade Payables

All trade payables are due to third parties; they are stated at the amount repayable.

Other Liabilities

Other liabilities break down as follows:

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Advance payments of course fees	1.882	1.551
Purchase price payable for the shares in Greenwell Gleeson Ltd.	0	721
Liabilities in connection with social security	608	629
VAT liabilities	471	530
Wage tax, church tax and solidarity surcharge liabilities	317	335
Deferred rent	174	0
Other	70	154
	3.522	3.920

The remaining purchase price liability of EUR 721k for the acquisition of the shares in Greenwell Gleeson Ltd. was settled in the abbreviated fiscal year 2004. All acquisitions made in prior years have thus been paid for.

Accruals

Accruals break down as follows:

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
Outstanding invoices	525	558
Accrued vacation	421	620
Bonuses	377	485
Personnel expenses	181	87
Employers' liability insurance	179	254
Audit and tax consultancy costs	140	113
Legal and consulting fees	20	28
Other	214	254
	2.057	2.399

The other accruals relate to overtime, levies in lieu of employing the severely disabled, remuneration to the supervisory board and chamber of commerce and industry dues.

Notes to the Consolidated Cash Flow Statement

The Company's cash flow statement complies with IAS 7. As such, cash flows are broken down into cash flows from operating activities, investing

activities and financing activities. Cash flows are presented according to the indirect method of IAS 7.

28. Cash Flows From Operating Activities

The cash flows from operating activities were down 6.1 per cent to EUR 2.540k in the abbreviated fiscal year 2004 (prior year: EUR

2.393k). This is mainly due to lower income taxes paid and the increase in liabilities.

29. Cash Flows From Investing Activities

The cash flows from investing activities decreased to EUR 1.052k (prior year: EUR 1.575k). This is attributable to lower cash outflows for acqui-

sitions made in prior years and lower investments in equipment.

30. Cash Flows From Financing Activities

As no dividend was paid for fiscal year 2003/04, but a higher dividend was paid out to minority shareholders, the cash outflow decreased to EUR 741k (prior year: EUR 2.600k).

As of the balance sheet date, the Company had at its disposal undrawn credit facilities of EUR 500k and had drawn EUR 489k on a guarantee line of EUR 600k.

Notes to the Segment Reporting

31. Segment Reporting

In accordance with IAS 14, the Company's segment reporting is based on business segments, similar services being grouped into reportable segments.

Pursuant to IAS 14, the segment reporting is based on distinguishable business segments (primary reporting format) classified according to risks and rewards and in accordance with the internal reporting structure.

The Group's business activities fall into the following two segments:

- a. Temporary staffing services, interim and project management, recruitment/permanent placement
- b. Training and education

All inter-segment prices are arm's length prices.

Pursuant to IAS 14, segment reporting for geographical segments (secondary reporting format) is not necessary because the Company only operates substantially in Germany and hence in just one geographical segment.

Other Notes

32. Contingent Liabilities

The Company has issued rental payment guarantees of EUR 405k to lessors. No other contingent liabilities subject to compulsory disclosure exist.

33. Other Financial Obligations

Amounts stated in EUR k	Dec. 31, 2004	Mar. 31, 2004
2005	1.536	1.154
2006	1.202	701
2007	874	585
2008	795	857
2009 and thereafter	2.225	0
	6.632	3.297

The other long-term financial obligations consist mainly of rental obligations of the companies included in the consolidated financial statements.

34. Related Party Relationships

In the abbreviated fiscal year, the Company made payments to reimburse expenses of EUR 3k in addition to the supervisory board remuneration stated below.

No further payments were made to related parties.

35. Total Remuneration Paid to the Management Board and Supervisory Board

Management Board Remuneration

The remuneration paid to the management board in the fiscal year came to EUR 512k (prior year: EUR 801k).

Post-employment benefits, other long-term benefits, termination benefits and equity compensation benefits were not paid.

Short-term benefits:		
Amounts stated in EUR k	Fixed Remuneration	Variable Remuneration
Spahn	273	0
Haas	239	0

Supervisory Board Remuneration

Pursuant to the resolution by the ordinary general shareholders' meeting on August 8, 2001, all members of the supervisory board receive remuneration of EUR 5.000 in addition to the reimbursement for expenses incurred in performing their official function. The chair-man of the supervisory board receives three times this amount, his deputy double this amount. Pursuant to the resolution by the ordinary general shareholders' meeting on August 6, 2003, all members of the supervisory board receive a per-meeting fee of EUR 500 for each supervisory board meeting from the sixth meeting held in any one fiscal year. Additional remuneration is paid for chairing and sitting on supervisory committees. The chairman of a committee receives EUR 8k, the chairman of the audit committee receives EUR 10k and the members of committees receive EUR 5k for each full year of membership and chairmanship.

Amounts stated in EUR	SB Remuneration	Committee Remuneration	Per-meeting fee
Gerd von Below	11.250	6.000	500
Georg Blinn	7.500	3.750	0
Hans H. Roolf	3.750	3.750	0
Hartmut van der Straeten	3.750	7.500	500
Ulrike Bert	3.750	3.750	0
Axel Böke	3.750	0	0

Shares and Stock Options Held by Board Members

Listed below are the shares and stock options held by those board members who hold more than 1 per cent of the shares issued by the Company. As of December 31, 2004, 5.295.064 shares of AMADEUS FIRE AG were outstanding.

Board Member	Board	No. of shares	No. stock options
Georg Blinn	Supervisory board	356.725	-
Hans H. Roolf	Supervisory board	432.583	-
Günter Spahn	Management board	547.868	166.667

36. Management Board

During the abbreviated fiscal year 2004, Mr. Günter Spahn (graduate of business economics), Babenhausen, (chairman of the management board) and Mr. Peter Haas (graduate of business economics), Rödermark, were members of the management board with sole rights of representation. They are entitled to conclude legal transactions with the Company as a representative of a third party (Sec. 181 BGB ["Bürgerliches Gesetzbuch": German Civil Code]).

Responsibilities are allocated to the members of the management board according to the distribution-of-business plan drawn up by the supervisory board; they are as follows:

Mr. Günter Spahn, CEO:

Corporate strategy, operations, acquisitions and investments, marketing and public relations.

Mr. Peter Haas, CFO:

Finance, accounting and financial control, investor relations, personnel, IT, auditing, legal

37. Supervisory Board

The members of the supervisory board during the abbreviated fiscal year 2004 were:

Mr. Gerd B. von Below, Bonn, chairman, business consultant

Mr. Georg Blinn, Bruchmühlbach, vice chairman, managing director

Mr. Hans H. Roolf, Oberursel, business consultant

Mr. Hartmut van der Straeten, Wehrheim, business consultant

Ms. Ulrike Bert, Aschaffenburg, employee representative

Mr. Axel Böke, Kriftel, employee representative

The supervisory board set up the following committees:

Audit Committee:

Chairman: Mr. Hartmut van der Straeten; other members: Mr. Hans H. Roolf, Ms. Ulrike Bert

Personnel Committee:

Chairman: Mr. Gerd von Below; other member: Mr. Georg Blinn

38. Functions of Board Members on Supervisory or Advisory Boards

Gerd B. von Below	- Chairman of the advisory board of New Radio Tower GmbH, Mülheim/Ruhr - Vice chairman of the supervisory board of Teleplan International N.V., Nijmegen (until July 31, 2004)
Georg Blinn	- Member of the supervisory board of Teleplan International N.V., Nijmegen (until July 31, 2004)
Hartmut van der Straeten	- Executive director of EGANA Jewellery & Pearls Ltd., Hong Kong
Günter Spahn	- Chairman of the supervisory board of Fonds Direkt AG, Oberursel

39. Significant Events After the Balance Sheet Date

No significant events occurred after the balance sheet date.

40. Corporate Governance

The declaration of compliance with the German Corporate Governance Code pursuant to Sec. 161 AktG was made by the management board and the supervisory board; it was made permanently available to shareholders on the Company's website. On October 28, 2004, the declaration of compliance of the prior fiscal year was disclosed in the Federal Gazette No. 205 (Bundesanzeiger). This was submitted to the commercial register on August 6, 2004.

ration of compliance of the prior fiscal year was disclosed in the Federal Gazette No. 205 (Bundesanzeiger). This was submitted to the commercial register on August 6, 2004.

41. Directors' Dealings

Members of the management board or the supervisory board made the following shares purchases in the abbreviated fiscal year:

	Purchase Date	No.	Purchase price/share
Spahn	31.05.2004	9.035	5,20
Spahn	01.12.2004	800	4,15
Spahn	01.12.2004	150	4,10
Haas	13.08.2004	500	4,60
Haas	17.08.2004	500	4,40
Haas	17.08.2004	300	4,44
Haas	24.11.2004	1.520	3,30

42. Appropriation of Profits

The management board and supervisory board propose that the accumulated profit of AMADEUS FIRE AG be appropriated as follows:

Amounts stated in EUR	
Accumulated profit	5.097.084,32
Payment of a dividend of EUR 0,10/share on the 5.295.064 no-par shares bearing dividend rights:	529.506,40
Brought forward to new account:	4.567.577,92

Frankfurt am Main, February 2, 2005



Günter Spahn
CEO



Peter Haas
CFO

Audit Opinion

We have issued the following opinion on the consolidated financial statements and the group management report:

"We have audited the consolidated financial statements, comprising the consolidated balance sheet, consolidated income statement, consolidated cash flow statement and the statement of changes in consolidated equity as well as the notes to the consolidated financial statements, prepared by AMADEUS FIRE AG, Frankfurt am Main, for the abbreviated fiscal year from April 1, 2004 to December 31, 2004. The preparation and the content of the consolidated financial statements are the responsibility of the Company's management board. Our responsibility is to express an opinion whether the consolidated financial statements are in accordance with International Financial Reporting Standards (IFRSs) based on our audit.

We conducted our audit of the consolidated financial statements in accordance with German auditing regulations and generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer [in Deutschland] (IDW). Those standards require that we plan and perform the audit such that it can be assessed with reasonable assurance whether the consolidated financial statements are free of material misstatements. Knowledge of the business activities and the economic and legal environment of the Group and evaluations of possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control

system and the evidence supporting the amounts and disclosures in the consolidated financial statements are examined on a test basis within the framework of the audit. The audit includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements give a true and fair view of the net assets, financial position, results of operations and cash flows of the Group for the fiscal year in accordance with International Financial Reporting Standards (IFRSs).

Our audit, which also extends to the group management report prepared by the management board for the abbreviated fiscal year from April 1, 2004 to December 31, 2004, has not led to any reservations. In our opinion, on the whole the group management report together with the other disclosures in the consolidated financial statements provides a suitable understanding of the Group's position and suitably presents the risks to future development. In addition, we confirm that the consolidated financial statements and the group management report for the fiscal year from April 1, 2004 to December 31, 2004 satisfy the conditions required for the Company's exemption from its obligation to prepare consolidated financial statements and a group management report in accordance with German law."

Eschborn/Frankfurt am Main, February 4, 2005

Ernst & Young Revisions- und Treuhandgesellschaft mbH
Wirtschaftsprüfungsgesellschaft
Steuerberatungsgesellschaft



Frey
Wirtschaftsprüfer



Mair
Wirtschaftsprüfer

Consolidated Income Statement for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	01.04.-31.12.2004	01.04.-31.12.2003
Sales revenues	32.882	36.272
Cost of rendered services	-19.469	-21.968
Gross profit	13.413	14.304
Selling expenses	-9.233	-9.487
Administrative expenses	-2.691	-3.329
Other operating income	70	49
Other operating expenses	-96	-24
Income from operations before goodwill amortization	1.463	1.512
Goodwill amortization	0	-1.056
Income from operations	1.463	456
Financial result	161	153
Income before taxes	1.624	609
Income taxes	-304	-310
Profit for the period	1.320	299
allocated to Minorities	560	614
allocated to the Shareholders	760	-315
Earnings per share		
basic (euro/share)	0,14	-0,06
diluted (euro/share)	0,14	-0,06

Consolidated Balance Sheet for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	December 31, 2004	December 31, 2003
ASSETS		
Non-current assets		
Software	700	723
Goodwill	9.996	10.334
Property, plant and equipment	1.162	1.920
Prepayments	17	0
Deferred taxes	154	209
	12.029	13.186
Current assets		
Trade receivables and other assets	3.726	3.419
Trade receivables and other assets	827	837
Prepaid expenses	422	486
Cash and cash equivalents	12.926	11.577
	17.901	16.319
Total assets	29.930	29.505
EQUITY AND LIABILITIES		
Equity		
Capital stock	5.295	5.295
Capital reserve	12.099	12.099
Legal reserves	0	30
Adjustment item from currency translation	-102	-84
Retained earnings	5.097	4.507
Minority interests	679	733
	23.068	22.580
Current liabilities		
Provisions for taxes	102	65
Trade payables	1.181	529
Other liabilities and accruals	5.579	6.331
	6.924	6.925
Total equity & liabilities	29.930	29.505

Statement of Changes in Equity
for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	Capital stock	Capital reserve	Legal reserves	Currency translation	Retained earnings	Minority interests	Total
01.04.2003	5.295	12.099	30	-67	7.046	558	24.961
Dividends paid	0	0	0	0	-2.224	-376	-2.600
Acquisition of minority interests	0	0	0	0	0	-63	-63
Currency translation	0	0	0	-17	0	0	-17
Net income	0	0	0	0	-315	614	299
31.12.2003	5.295	12.099	30	-84	4.507	733	22.580
01.01.2004	5.295	12.099	30	-84	4.507	733	22.580
Dividends paid	0	0	0	0	0	0	0
Currency translation	0	0	0	49	0	0	49
Net income	0	0	0	0	-200	127	-73
Transfer from legal reserves	0	0	-30	0	30	0	0
31.03.2004	5.295	12.099	0	-35	4.337	860	22.556
01.04.2004	5.295	12.099	0	-35	4.337	860	22.556
Dividends paid	0	0	0	0	0	-741	-741
Currency translation	0	0	0	-67	0	0	-67
Net income	0	0	0	0	760	560	1.320
31.12.2004	5.295	12.099	0	-102	5.097	679	23.068

Consolidated Cash Flow Statement for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	01.04.-31.12.2004	01.04.-31.12.2003
Cash Flow from operating activities		
Profit for the period	1.320	299
Income and deferred taxes	293	305
Depreciation/amortization on non-current assets	993	2.033
Currency translation adjustment	-67	-18
Financial income	-163	-176
Interest expenses	2	23
Operating result before changes to net working capital	2.378	2.466
Increase/decrease in trade receivables and other receivables	-77	765
Increase/decrease in prepaid expenses	38	-86
Increase/decrease in trade payables, other liabilities and accruals	311	-520
Cash generated from operations	2.650	2.625
Interest paid	-10	-36
Income taxes paid/received	-100	-827
Net cash flow from operating activities	2.540	1.762
Cash Flow from investing activities		
Acquisition of minority shares	0	-504
Paid purchase price instalments	-721	-696
Purchase of intangible assets and property, plant and equipment	-538	-717
Disposals of non-current assets	48	202
Interest received	159	169
Net cash used for investing activities	-1.052	-1.546

Consolidated Cash Flow Statement
for Shortened Fiscal Year from April 1, 2004 to December 31, 2004

Amounts stated in EUR k	01.04.-31.12.2004	01.04.-31.12.2003
Cash flow from financing activities		
Dividend of minority interests	-741	-376
Dividends paid	0	-2.224
Net cash used for financing activities	-741	-2.600
Net increase/decrease in cash and cash equivalents	747	-2.384
Cash and cash equivalents at the beginning of fiscal year	12.179	13.961
Cash and cash equivalents at 31st of december	12.926	11.577

Information on the Business Segments

Amounts stated in EUR k	Temporary staffing/interim and project management/ recruitment/permanent placement	Training & Education	Eliminations	Consolidated
01.04.-31.12.2004				
External sales				
Externe Umsätze	26.553	6.329	0	32.882
Inter-segment sales	0	0	0	0
Total revenue	26.553	6.329	0	32.882
Segment result				
Segment result	2.710	1.471	0	4.181
Segment result before goodwill amortization	2.710	1.471	0	4.181
01.04.-31.12.2003				
Sales				
External sales	30.599	5.673	0	36.272
Inter-segment sales	0	7	-7	0
Total revenue	30.599	5.680	-7	36.272
Segment result				
Segment result	2.380	1.381		3.761
Segment result before goodwill amortization	3.140	1.677		4.817

**Declaration by the Management Board and Supervisory Board
of AMADEUS FIRE AG
on the Recommendations of the
"Government Commission of the German Corporate Governance Code"
Pursuant to Sec. 161 AktG**

AMADEUS FIRE AG meets the requirements of the German Corporate Governance Code (version dated May 21, 2003) drawn up by the government commission except in the following matters:

- AMADEUS FIRE AG has taken out directors' and officers' liability insurance for the management and supervisory boards. The current contracts do not include an excess. When the contracts are renewed, the Company will ensure excess insurance to the amount then deemed appropriate based on past experience.
- Members of the Supervisory Board of AMADEUS FIRE AG receive fixed remuneration on a sliding scale according to their positions (chairman, deputy chairman, member). There is separate remuneration for chairing and sitting on supervisory board committees. Each supervisory board member receives an additional per-meeting fee from the sixth meeting of the supervisory board within a fiscal year. There is no variable remuneration for supervisory board members.
- No information on the remuneration system for management board members or details concerning the stock option plan are available on the website of AMADEUS FIRE AG. The stock options plans and the stock options granted to the management board are detailed in the annual report of AMADEUS FIRE AG. No information is given on the value of the stock options. The remuneration components for the management board are listed but no further details are provided.

Frankfurt am Main, December 16, 2004

For the Management Board


Günter Spahn

For the Supervisory Board


Gerd von Below

Locations of AMADEUS FIRE-group in Germany

Frankfurt

Tel: (069) 96 876-150 / -250, Fax: (069) 96 876-199 / -299
E-Mail: frankfurt@amadeus-fire.de

Düsseldorf

Tel: (0211) 82 89 34-0, Fax: (0211) 82 89 34-49
E-Mail: duesseldorf@amadeus-fire.de

Hamburg

Tel: (040) 357 573-0, Fax: (040) 357 573-14
E-Mail: hamburg@amadeus-fire.de

Berlin

Tel: (030) 278 954-0, Fax: (030) 278 954-19
E-Mail: berlin@amadeus-fire.de

Köln

Tel: (0221) 92 13 68-0, Fax: (0221) 92 13 68-19
E-Mail: koeln@amadeus-fire.de

München

Tel: (089) 212 128-0, Fax: (089) 212 128-15
E-Mail: muenchen@amadeus-fire.de

Stuttgart

Tel: (0711) 162 404-0, Fax: (0711) 162 404-9
E-Mail: stuttgart@amadeus-fire.de

Essen

Tel: (0201) 841 25-0, Fax: (0201) 841 25-19
E-Mail: essen@amadeus-fire.de

Mannheim

Tel: (0621) 150 934-0, Fax: (0621) 150 934-9
E-Mail: mannheim@amadeus-fire.de

Hannover

Tel: (0511) 80 71 84-0, Fax: (0511) 80 71 84-19
E-Mail: hannover@amadeus-fire.de

Mainz

Tel: (06131) 240 504-0, Fax: (06131) 240 504-9
E-Mail: mainz@amadeus-fire.de

Bonn

Tel: (0228) 249 874-0, Fax: (0228) 249 874-9
E-Mail: bonn@amadeus-fire.de

Darmstadt

Tel: (06151) 501 174-0, Fax: (06151) 501 174-9
E-Mail: darmstadt@amadeus-fire.de



Mönchengladbach

Tel: (02161) 495 19-0, Fax: (02161) 495 19-19
E-Mail: moenchengladbach@amadeus-fire.de

Bielefeld

Tel: (0521) 520 174-0, Fax: (0521) 520 174-9
E-Mail: bielefeld@amadeus-fire.de

Karlsruhe

Tel: (0721) 161 584-0, Fax: (0721) 161 584-9
E-Mail: karlsruhe@amadeus-fire.de

Group Companies

Greenwell Gleeson GmbH

Darmstädter Landstraße 116
60598 Frankfurt
E-Mail: info@greenwellgleeson.de
www.greenwellgleeson.de

Greenwell Gleeson Ltd.

1st Floor Lancaster House
67 Newhall Street
GB-Birmingham B3 1NQ
E-Mail: info@greenwellgleeson.co.uk
www.accountancyrecruitment.com

Greenwell Gleeson B.V.

Burg Stramanweg 102 L
NL-1101 AA Amsterdam-Zuidoost
E-Mail: mail@greenwell-gleeson.nl
www.greenwell-gleeson.nl

Steuer-Fachschule

Dr. Endriss GmbH & Co. KG
Bernhard-Feilchenfeld-Straße 11
50969 Köln
E-Mail: info@Steuerfachschule.de
www.steuerfachschule.de

Responsible

AMADEUS FIRE AG
Darmstädter Landstraße 116
60598 Frankfurt

Tel. +49 (0)69/96876-0
Fax +49 (0)69/96876-399
www.amadeus-fire.com
Investor-Relations@amadeus-fire.de

Print

Gebhard, Heusenstamm