



6 – MONTH REPORT 2009

USU Software AG

6 - MONTH REPORT 2009	2009	2008
<i>in Thsd. EUR, except the earnings per share and number of employees</i>	01.01.-30.06.2009	01.01.-30.06.2008
REVENUES	16,680	15,674
EBITDA	812	764
EBIT	272	174
NET RESULT	395	258
EARNINGS PER SHARE (EUR)	0.04	0.03
CASH-FLOW FROM ORDINARY OPERATIONS	1,625	-413
NUMBER OF EMPLOYEES AT THE END OF THE PERIOD	263	254
	30.06.2009	31.12.2008
CASH AND CASH EQUIVALENTS	8,668	9,541
SHAREHOLDERS EQUITY	44,838	45,920
BALANCE SHEET	52,672	54,153
EQUITY RATIO	85.1%	84.8%

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Dear shareholders,
dear readers,

Around 250 shareholders, representatives of the press, employees and guests met at Forum am Schlosspark in Ludwigsburg on June 25, 2009 to hear the report by the Management Board at this year's Annual General Meeting of USU Software AG. The Management Board presented the positive business developments at the Company in 2008 and at the start of current fiscal year and confirmed its goal of achieving sales growth at a higher level than the market average and a strong increase in operating earnings (EBITDA) in 2009 as a whole.

When voting on the items on the agenda, the shareholders present approved the proposal of the Management Board and the Supervisory Board to pay a dividend of EUR 0.15 per share for 2008. This was then distributed to the shareholders on June 26, 2009. The shareholders present voted by a large majority to formally approve the actions of the Management Board and the Supervisory Board for fiscal 2008. The Annual General Meeting also authorized the Management Board to acquire treasury shares. Prof. Dr. Binder, Dr. Dr. Hillebrecht & Partner GmbH Wirtschaftsprüfungsgesellschaft in Stuttgart was chosen as the auditor for fiscal 2009.

The Management Board of USU Software AG also announced the positive business performance as a basis for continuing the shareholder-friendly dividend policy in fiscal 2009. And most recent developments have shown that USU generated strong year-on-year growth in both sales and earnings in the first half of 2009 in spite of the economic and financial market crisis.

In the second half of the year, the Company will focus on further advancing its international partner business and achieving further success in the global software market alongside its strong business in Germany. In addition, to Italy, Austria, Switzerland, BeNeLux, Scandinavia and Eastern Europe, partnership and sales activities are focusing on the US and the Arabic market. With the further expansion of USU's global presence through partner companies and the selective extension and ongoing development of the Group's portfolio, USU is specifically investing in the future of the Company so that it will continue to generate sales growth in excess of the average for its relevant market segments and above-average earnings growth in the medium to long term.

Yours,

Bernhard Oberschmidt

Chairman of the Management Board of USU Software AG

Economic development

According to provisional information from the German Federal Office of Statistics, Destatis, the German economy grew again slightly in the second quarter of 2009 for the first time since the first quarter of 2008. Gross domestic product (GDP) was up 0.3% on the previous quarter after adjustment for price, seasonal and calendar effects. However, GDP was also down significantly as against the previous year. Price-adjusted GDP in Germany was 7.1% lower in the quarter under review than in the same quarter of the previous years, while economic output slid 5.9% after adjustment for calendar effects.

According to a fast estimate by the Statistical Office of the European Commission, Eurostat, economic growth in the Eurozone as a whole fell by 0.1% as against the previous quarter. Compared to the same quarter of the previous year, GDP in the Eurozone was down significantly by 4.6% in the second quarter of 2009.

Sector performance

According to the findings of the Bundesverbandes Informationswirtschaft, Telekommunikation und neue Medien e.V. (BITKOM), the sentiment of IT companies deteriorated considerably in the reporting quarter. The most recent BITKOM sector barometer for Q2 2009 showed that only 53% of IT service providers surveyed and 46% of software companies are still anticipating stable or rising sales for the second quarter of 2009 after more than 70% of the companies asked had responded optimistically in the previous quarter. BITKOM has reported that the main reason for the growing investment backlog on the IT market is a reluctance to commit to purchases among companies that have themselves been hit hard by the crisis and are therefore pushing back their IT investments.

Sales and cost development

Group sales

Business performance in the second quarter of 2009.

With Group sales of EUR 8,355 thousand (Q2 2008: EUR 8,325 thousand), USU Software AG and its subsidiaries (hereafter: "USU Group" or "USU") generated slight organic growth of 0.4% in the second quarter of 2009. This was driven by positive consulting and maintenance business, while license revenues were down as against the strong same quarter of the previous year, when several major individual orders were posted. In terms of costs the USU Group was still below the figure for the previous year, including the planned additional expenses for the internationalization strategy.

USU's earnings before interest, taxes, depreciation and amortization (EBITDA) improved by 10.1% in the reporting quarter to EUR 533 thousand (Q2 2008: EUR 484 thousand). Earnings before interest and taxes (EBIT) rose by 40.4% in the same period to EUR 264 thousand (Q2 2008: EUR 188 thousand). With net interest income of EUR 54 thousand (Q2 2008: EUR 88 thousand) and a tax expense of EUR 32 thousand (Q2 2008: EUR 63 thousand), the net profit for the period in the second quarter of fiscal 2009 amounted to EUR 286 thousand (Q2 2008: EUR 214 thousand), which corresponds to an increase as against the same quarter of the previous year of over a third. With an average number of shares outstanding of 10,021,054 (Q2 2008: 10,271,206), this is equivalent to earnings per share of EUR 0.03 (Q2 2008: EUR 0.02).

Business performance in the first six months of fiscal 2009

In the first half of the year, USU generated a sales increase as against the previous year of 6.4% or EUR 1,006 thousand to EUR 16,680 thousand (H1 2008: EUR 15,674 thousand). While consulting business picked up by 12.4% to EUR 10,747 thousand (H1 2008: EUR 9,561 thousand) and maintenance business rose by 8.3% to EUR 3,480 thousand (H1 2008: EUR 3,213 thousand), license business was down 19.0% year-on-year at EUR 1,993 thousand (H1 2008: EUR 2,462 thousand) after a very strong second quarter in 2008. Other income amounted to EUR 460 thousand in the first two quarters of 2009 (H1 2008: EUR 439 thousand) and essentially related to merchandise.

Sales by segment

Driven by strong consulting and maintenance business, the USU Group generated sales growth of 7.0% in "Product Business" segment to EUR 10,866 thousand (H1 2008: EUR 10,151 thousand). In the same period, USU increased its consulting revenue in the "Service Business" segment by 5.4% to EUR 5,797 thousand (H1 2008: EUR 5,501 thousand). The sales not assigned to the segments amounted to EUR 17 thousand in the first six months of fiscal 2009 (H1 2008: EUR 21 thousand).

The USU Group's sales generated outside Germany amounted to EUR 1,238 thousand (H1 2008: EUR 1,227 thousand) in the period under review, accounting for 7.4% (H1 2008: 7.8%) of consolidated sales.

Operating costs

In line with the rise in consulting revenue thanks to the expansion of the consultant team from 102 employees as of June 30, 2008 to 107 as of the end of the second quarter of 2009 and the capacity-optimized utilization of free employees, the cost of sales in the first half of 2009 rose to EUR 8,707 thousand (H1 2008: EUR 8,284 thousand). As a percentage of consolidated sales, the cost of sales fell to 51.9% in the reporting period (H1 2008: 52.2%).

Gross income totaled EUR 7,973 thousand (H1 2008: EUR 7,390 thousand), which corresponds to a gross margin of 47.8% (H1 2008: 47.1%).

As a result of the push in the USU Group's international and partner activities since the start of the current year, marketing and sales expenses climbed to EUR 3,081 thousand in the months from January to June 2009 (H1 2008: EUR 2,715). Accordingly, marketing and sales expenses rose to 18.5% of consolidated sales in the reporting period (H1 2008: 17.3%).

General administrative expenses rose only moderately to EUR 1,525 thousand (H1 2008: EUR 1,483 thousand), bringing the ratio of administrative expenses to consolidated sales down to 9.1% (H1 2008: 9.5%).

As a result of the targeted expansion of development activities from the second quarter of previous year, research and development expenses increased to EUR 2,764 thousand in the first half of the year (H1 2008: EUR 2,599 thousand). As a percentage of consolidated sales, the research and development ratio was exactly stable year-on-year at 16.6% (H1 2008: 16.6%).

Net other operating income and expenses amounted to EUR 33 thousand in the first six months of fiscal 2009 (H1 2008: EUR -7 thousand).

Earnings situation

With a surge in net profit for the period of 53.1% as against the previous year to EUR 395 thousand (H1 2008: EUR 258 thousand), the USU Group continued its positive earnings performance in the first half of 2009. Accordingly, earnings per share amounted to EUR 0.04 (H1 2008: EUR 0.03) based on an average number of 10,021,054 (H1 2008: 10,276,126) shares. Despite stepping up its activities abroad and with partners as part of its internationalization strategy and the greater investments in the ongoing development of Group products, USU increased its EBITDA to EUR 812 thousand (H1 2008: EUR 764 thousand), a rise of 6.3%. EBIT ballooned 56.3% to EUR 272 thousand (H1 2008: EUR 174 thousand) as against the same period of the previous year on account of the positive sales performance, moderate development in costs and lower write-downs.

Balance sheet structure

On the assets side of the balance sheet, current assets amounted to EUR 18,026 thousand as of June 30, 2009 after EUR 19,294 thousand as of December 31, 2008. While work in progress rose to EUR 3,221 thousand as of the reporting date (December 31, 2008: EUR 1,827 thousand), trade receivables and income tax receivables at USU were down to EUR 5,178 thousand (December 31, 2008: EUR 6,775 thousand). In addition, cash and cash equivalents declined from EUR 9,541 thousand as of December 31, 2008 to

EUR 8,668 thousand after the payment of the dividend to the shareholders of USU Software AG on June 26, 2009, which amounted to EUR 1,503 thousand. Non-current assets amounted to EUR 34,646 thousand as of June 30, 2009 (December 31, 2008: EUR 34,859 thousand). The decline in this balance sheet item is mainly due to the amortization of intangible assets.

On the equity and liabilities side, current and non-current liabilities amounted to EUR 7,834 thousand as of June 30, 2009 (December 31, 2008: EUR 8,232 thousand). This reduction in liabilities was essentially due to the final earn-out payment in the first quarter of 2009 for LeuTek GmbH, which was acquired in 2006, and the associated drop in other provisions and liabilities to EUR 771 thousand (December 31, 2008: EUR 2,284 thousand). At the same time, the payment of variable salary components for 2008 in the first quarter of 2009 was a key factor in staff-related provisions and liabilities declining to EUR 2,574 thousand (December 31, 2008: EUR 3,208 thousand). By contrast, deferred income for maintenance agreements invoiced at the start of the year for which the service will be rendered and the sales recognized later in the year increased to EUR 3,002 thousand (December 31, 2008: EUR 954 thousand). Equity fell to EUR 44,838 thousand after EUR 45,921 thousand as of December 31, 2008 due to the dividend payment in the second quarter of 2009. Within equity, the recall of treasury shares in the period under review to reduce share capital resulted in the offsetting of the treasury shares items with issued capital in the amount of the nominal value of the shares and with the capital reserves beyond this. The equity ratio was therefore 85.1% (December 31, 2008: 84.8%) as of June 30, 2009 on total assets of EUR 52,672 thousand (December 31, 2008: EUR 54,153 thousand).

Cash-Flow and investments

Cash and cash equivalents not including securities amounted to EUR 5,175 thousand (H1 2008: EUR 3,724 thousand) as of June 30, 2009. USU improved its cash flow from operating activities significantly from EUR -413 thousand in the previous year to EUR 1,625 thousand in the reporting period. Cash flow from investing activities of EUR -1,076 thousand (H1 2008: EUR 729 thousand) mainly relates to the final earn-out payment for LeuTek GmbH acquired in 2006 while the figure for the previous year was influenced by the partial disposal of securities. This item also includes investments in property, plant and equipment and intangible assets totaling EUR -194 thousand (H1 2008: EUR -168 thousand) for hardware and software. Cash flow from financing activities amounted to EUR -1,503 thousand (H1 2008: EUR -1,627 thousand) in the reporting period on account of the dividend distribution to USU Software AG shareholders on June 26, 2009.

Orders on hand

As of June 30, 2009, orders on hand throughout the USU Group amounted to EUR 12,877 thousand (June 30, 2008: EUR 12,862 thousand).

The order book as of the end of the quarter shows the USU Group's fixed future sales based on binding contracts. This primarily comprises project-related orders as well as maintenance agreements.

Research and development

In the second quarter the development work of the Group's subsidiary USU in the Valuation area centered on the completion of version 3.6, which was released on schedule at the start of July. A number of functionalities primarily requested by customers were implemented in it, including first and foremost a reworking of the user interface. Intensive multi-stage testing has already established a high standard of quality early on. Parallel to the development of the latest version, a service-oriented architecture (SOA) was developed to allow customers to integrate selected Valuation functionalities into their own web interfaces outside the actual Valuation application, such as their own internal portals. Within the USU KnowledgeCenter product suite from USU AG, the second quarter saw the development of version 2.6.1 of the USU KnowledgeBase document management system with a range of new functionalities such as checking unreferenced links or various statistical analyses. At the same time work began to develop a prototype new architecture core for the self-learning search engine USU KnowledgeMiner to be able to implement the specific requirements of international partner business among other things.

The Group's LeuTek GmbH subsidiary focused on linking CMDB systems to proprietary ZIS products in the reporting period and presented two new features in this context with the Service Monitor and Service Explorer, which allow the fully automatic creation and mapping of process structures in real time, and which will be expanded further in the coming months.

Research and development activities at OMEGA focused on the ongoing development of the SME product suite "myCMDB", with a number of extended functions and simplifications being implemented.

Total research and development costs in the first half of 2009 amounted to EUR 2,764 thousand (H1 2008: EUR 2,599 thousand).

Employees

As of the end of the second quarter of 2009, the USU Group employed a total of 263 (June 30, 2008: 254) people, a year-on-year increase of 3.5%.

Broken down by functional area 107 (June 30, 2008: 102) employees worked in consulting and services, 93 (June 30, 2008: 90) in research and development, 37 (June 30, 2008: 36) in sales and marketing and 26 (June 30, 2008: 26) in administration as of the end of the reporting period. Broken down by segment, the USU Group employed 185 (June 30, 2008: 184) staff members in the Product Business division, 60 (June 30, 2008: 52) in the Service Business division and 18 (June 30, 2008: 18) in central administration.

USU shares (ISIN DE000A0BVU28).

The shares of USU Software AG are listed in the Prime Standard of the Frankfurt Stock Exchange under securities identification number A0BVU2 and International Securities Identification Number (ISIN) DE000A0BVU28 and are authorized for trading on the regulated market of this stock exchange.

Following significant losses in recent months, the equity markets enjoyed considerable growth in the second quarter. The Technology All Share improved by 27.9% to 722.43 points in the reporting period, while the German share index DAX rose by 17.7% to 4,808.64 in the same period. In addition to the healthy equities environment, USU's shares also profited from a number of positive analyst and press commentaries in the course of the second quarter of 2009. In this case USU's shares rose by 32.2% quarter-on-quarter on the electronic trading system Xetra to EUR 3.24 as of June 30, 2009.

As against the balance sheet date December 31, 2008, the price of USU shares ballooned by 50.5% as of June 30, 2009 while the Technology All Share posted growth of 19.8% and the DAX remained virtually unchanged.

USU's shares continued to rise strongly after the end of the reporting period, closing at EUR 3.82 on Xetra on 19 August.

Supplementary report

There were no transactions of special importance after the balance sheet date of June 30, 2009 that had a significant effect on the development of business in the USU Group. In this respect, there were no major changes to the net assets, financial position or earnings of the Group.

Opportunity and risk report

There were no changes to the opportunities and risks of USU Software AG or of the Group as a whole as against the balance sheet date December 31, 2008. For more information, please see the risk report in the 2008 Annual Report.

Forecast report

General economy

In its community diagnosis for spring 2009, Germany's leading economic research institutes forecast that the continuing difficult global economic situation will lead to a further decline in productivity in Germany. While the downward momentum has passed its peak, the underlying economic trend is still headed for decline. Thus, the economic research institutes are anticipating a drop in GDP in Germany of 6.0% in 2009 after real GDP growth of 1.3% in 2008. There are also still no signs of sustainable recovery in the Eurozone. While the effects of the expansive financial policy will gradually unfold, the downturn in corporate investments will continue for some time. Negative asset effects and the forecast rise in unemployment will also slow private consumer spending. Given the ongoing decline in incoming orders from abroad, exports are also not expected to provide any stimulus in the near future. Economic research institutes are therefore forecasting a drop in GDP in the Eurozone of 4.5% in 2009 after GDP growth of 0.8% in 2008.

Sector

The IT sector will not completely escape the effects of the negative global trend in the current year. According to recent BITKOM forecasts, sales by IT companies will slide by 2.2% in 2009 after growth of 3.7% in the previous year. While BITKOM is now anticipating growth in IT services of 0.7% in the year under review (2008: 5.4%), the software market is expected to see a decline in sales in 2009 of 2.2% after a growth rate of 3.7% in 2008. EITO is predicting similar results for the USU Group's target European market. According to EITO projections, the European ITT market volume will dip by 2.2% in 2009 after growth of almost 4% in 2008.

Outlook

Following a successful business performance in the first half of 2009 and assuming that economic developments continue to stabilize, the Management Board is anticipating further improvements in sales and earnings in the traditionally stronger second half of the year. As forecast, the USU Group is expected to generate sales growth in excess of the average for its relevant market segments over the year as a whole. Earnings before interest, taxes, depreciation and amortization (EBITDA) should also be up further on the previous year.

In addition to continuing strong domestic business, international partner business is increasingly a key factor in ongoing business success as well. Several international sales partners had their first product training sessions in the first half of 2009 to be able to post their first sales successes by the end of the current fiscal year. By 2010, the international share of consolidated sales, which will primarily consist of partner sales from license and maintenance business, will rise from currently around 7% to over 15%. The Company is therefore investing specifically in increasing its internationalism and the further development of Group products to generate sales growth above the relevant market segment and above-average earnings growth in the medium to long term, thereby establishing a foundation on which to continue the shareholder-friendly dividend policy of recent years to allow the shareholders of USU Software AG to participate in the business success of the Company as in previous years.

USU Software AG

The Management Board

ASSETS (Thsd. EUR)	6-month report 30.06.2009	Annual report 31.12.2008
Non current assets		
Intangible assets	4,884	5,233
Goodwill	27,108	27,108
Property, plant and equipment	551	571
Other financial assets	367	367
Deferred tax assets	978	978
Other assets	758	602
Total non current assets	34,646	34,859
Current assets		
Inventories	619	556
Work in process	3,221	1,827
Trade receivables	4,327	5,383
Income tax receivables	851	1,392
Other financial assets	23	244
Other assets	54	54
Prepaid expenses	263	297
Securities	3,493	3,405
Cash on hand and bank balances	5,175	6,136
Total non current assets	18,026	19,294
Total assets	52,672	54,153

LIABILITIES AND SHAREHOLDERS' EQUITY (Thsd. EUR)	6-month report 30.06.2009	Annual Report 31.12.2008
Shareholders' equity		
Subscribed capital	10,021	10,335
Capital reserve	51,490	52,764
Legal reserve	176	176
Treasury shares	0	-1,588
Other comprehensive income	15	-11
Accumulated losses	-16,864	-15,755
Total shareholders' equity	44,838	45,921
Non-current liabilities		
Pension provisions	184	154
Total non-current liabilities	184	154
Current liabilities		
Provisions for income taxes	49	49
Personnel-related provisions and liabilities	2,574	3,208
Other provisions and liabilities	771	2,284
Liabilities from received payments	135	461
Trade payables	1,119	1,122
Deferred income	3,002	954
Total current liabilities	7,650	8,078
Total liabilities and shareholders' equity	52,672	54,153

CONSOLIDATED INCOME STATEMENT (Thsd. EUR)	Quarterly Report	Quarterly Report	6-Month Report	6-Month Report
	II / 2009	II / 2008	2009	2008
	01.04.2009 -	01.04.2008 -	01.01.2009 -	01.01.2008 -
	30.06.2009	30.06.2008	30.06.2009	30.06.2008
Sales revenue	8,355	8,325	16,680	15,674
Cost of sales	-4,340	-4,348	-8,707	-8,284
Gross profit	4,015	3,977	7,973	7,390
Sales and marketing expenses	-1,507	-1,485	-3,081	-2,715
General administrative expenses	-709	-741	-1,525	-1,483
Research and development expenses	-1,377	-1,366	-2,764	-2,599
Other operating income	62	50	107	67
Other operating expenses	-38	-41	-74	-74
Amortization of intangible assets recognized in the course of company acquisitions	-182	-206	-364	-412
Result of ordinary operations (EBIT)	264	188	272	174
Interest income	132	159	305	260
Interest expenses	-78	-71	-119	-94
Result before tax (EBT)	318	276	458	340
Income taxes	-32	-62	-63	-82
Net profit / loss	286	214	395	258
Earnings per share (in EUR)				
(basic and diluted)	0.03	0.02	0.04	0.03
Weighted average shares				
(basic and diluted)	10,021,054	10,271,206	10,021,054	10,276,126

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (Thsd. EUR)	Quarterly Report	Quarterly Report	6-Month Report	6-Month Report
	II / 2009	II / 2008	2009	2008
	01.04.2009 -	01.04.2008 -	01.01.2009 -	01.01.2008 -
	30.06.2009	30.06.2008	30.06.2009	30.06.2008
Group result	286	214	395	258
Currency translation difference	17	20	19	11
Available-for-sale financial instruments (securities)				
Fair value changes taken directly to equity	13	-57	7	-15
Transferred to profit or loss	0	-13	0	-4
Deferred taxes on value changes directly recognized in equity	0	21	0	2
Other comprehensive income	30	-29	26	-6
Overall result	316	185	421	252

CONSOLIDATED STATEMENT OF CASH FLOW (Thsd. EUR)	6-month report 01.01.2009 - 30.06.2009	6-month report 01.01.2008 - 30.06.2008
CASH FLOW FROM ORDINARY ACTIVITIES:		
Result bevor taxes	458	340
Adjustments for:		
Financial income / financial expenditure	-185	-166
Depreciation and amortization	540	590
Income taxes paid	-64	-145
Interest paid	-17	-7
Interest received	268	279
Other non-cash income and expenses	-33	31
Change in working capital:		
Inventories	-63	0
Work in process	-1,394	-2,108
Trade receivables	1,054	-156
Prepaid expenses and other assets	583	-31
Trade payables	-3	159
Personnel-related provisions and liabilities and pension provisions	-604	-255
Other provisions and liabilities	1,085	1,056
Net cash flow form ordinary activities	1,625	-413
CASH FLOW FROM INVESTING ACTIVITIES:		
Acquisition of subsidiaries less cash and cash equivalents acquired	-877	0
Capital expenditure in property, plant and equipment	-135	-138
Capital expenditure in other intangible assets	-59	-30
Repayment of short-term loans	53	53
Sales of non-current assets	26	4
Sale of available-for-sale securities	503	1,520
Investments in available-for-sale securities	-587	-680
Net cash flow from investing activities	-1,076	729
CASH FLOW FROM FINANCING ACTIVITIES:		
Dividend payment	-1,503	-1,540
Purchase of capital stock	0	-87
Net cash flow from financing activities	-1,503	-1,627
Net effect of currency translation in cash and cash equivalents	-7	-29
NET INCREASE/DECREASE OF CASH AND CASH EQUIVALENTS	-961	-1,340
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD	6,136	5,064
CASH AND CASH EQUIVALENTS AT END OF PERIOD	5,175	3,724

**CONSOLIDATED STATEMENT OF
SHAREHOLDERS EQUITY (unaudited)**

CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY	Subscribed capital		Capital reserve	Legal reserve	Treasury shares	Accumu- lated losses	Other comprehensive income		Total
	Shares	Thsd. EUR	Thsd. EUR	Thsd. EUR	Thsd. EUR	Thsd. EUR	Currency Trans- lation	Securities measured at fair value	Thsd. EUR
							Thsd. EUR	Thsd. EUR	Thsd. EUR
Consolidated equity as of January 1, 2008	10,335,004	10,335	52,320	154	-714	-15,623	62	-55	46,479
Group result	0	0	0	0	0	258	0	0	258
Other comprehensive income	0	0	0	0	0	0	11	-17	-6
Overall result	0	0	0	0	0	258	11	-17	252
Acquisition of treasury shares	0	0	0	0	-87	0	0	0	-87
Dividend payment	0	0	0	0	0	-1,540	0	0	-1,540
Consolidated equity as of June 30, 2008	10,335,004	10,335	52,320	154	-801	-16,905	73	-72	45,104
Consolidated equity as of January 1, 2009	10,335,004	10,335	52,764	176	-1,588	-15,755	26	-37	45,921
Group result	0	0	0	0	0	395	0	0	395
Other comprehensive income	0	0	0	0	0	0	19	7	26
Overall result	0	0	0	0	0	395	19	7	421
Capital reduction	-313,950	-314	-1,274	0	1,588	0	0	0	44
Dividend payment	0	0	0	0	0	-1,504	0	0	-1,504
Consolidated equity as of June 30, 2009	10,021,054	10,021	51,490	176	0	-16,864	45	-30	44,838

Principles of Accounting

This six-month report for 2009 was prepared in accordance with the International Financial Reporting Standards (IFRS) of the International Accounting Standards Board (IASB), London, as they are to be applied within the European Union. The same accounting and valuation principles were used as for the preparation of the consolidated financial statements for the preceding financial year ending December 31, 2008. This unaudited six-month report for 2009 should therefore be read in connection with the audited financial statements for 2008. It complies with the regulations IAS 34 for interim reporting. It complies with the regulations of IAS 34 for interim reporting. Furthermore, the Company used the German Accounting Standard 16 (Interim Financial Reporting) as a guideline when preparing this report.

On account of the new version of IAS 1 "Presentation of Financial Statements", in addition to the income statement the consolidated financial statements include a separate statement of recognized income and expense, that reports both the net profit for the period and all changes in equity for the period not resulting from transactions with shareholders in their capacity as owners as "Other comprehensive income". The statement of other comprehensive income replaces the previously reported presentation of recognized income and expenses. As a result, this also changes the presentation of changes in consolidated equity. Transactions with shareholders are now reported separately in the statement of changes in consolidated equity, which is no longer a component of the notes to the consolidated financial statements and is now instead a separate element of the consolidated financial statements of USU Software AG. The consolidated net profit and the other comprehensive income are broken down according to the individual equity components. The figures for the previous year have been adjusted accordingly. The consolidated net profit, consolidated equity and earnings per share were not changed as a result of the different presentation.

This interim report contains all the necessary deferrals and, in the opinion of the management, provides a true and fair view of assets, liabilities, financial position, and profit or loss. All deferrals performed are in line with the customary accruals concept.

Income taxes are recorded in the interim period based on the best estimate of the weighted average annual income tax rate expected for the year as a whole. This tax rate is applied to the pre-tax profit of the consolidated companies.

It is not necessarily possible to conclude the net profit from the profit of the interim periods.

Sales revenues

Revenues from the sales of goods and services break down as follows:

	1.1.-30.6.2009 Thsd. EUR	1.1.-30.6.2008 Thsd. EUR
Consulting	10,747	9,561
Licences / products	1,993	2,462
Service and maintenance	3,480	3,213
Other	460	438
	16,680	15,674

Segment reporting

For the purpose of segment reporting in accordance with IFRS 8, USU is active in “Product Business“ and “Service Business“, both of which have a major influence on the risks and equity return.

The breakdown of various key ratios by segment in line with IFRS 8 is represented in the following overview:

	Product Business		Service Business		Total Segments		Unallocated		Group	
	1.1.-30.6.2009 Thsd. EUR	1.1.-30.6.2008 Thsd. EUR	1.1.-30.6.2009 Thsd. EUR	1.1.-30.6.2008 Thsd. EUR	1.1.-30.6.2009 Thsd. EUR	1.1.-30.6.2008 Thsd. EUR	1.1.-30.6.2009 Thsd. EUR	1.1.-30.6.2008 Thsd. EUR	1.1.-30.6.2009 Thsd. EUR	1.1.-30.6.2008 Thsd. EUR
Revenues	10,866	10,152	5,797	5,501	16,663	15,653	17	21	16,680	15,674
EBITDA	1,533	1,152	464	714	1,997	1,866	-1,185	-1,102	812	764
EBIT	1,056	625	413	664	1,469	1,289	-1,197	-1,115	272	174
Net financial income	-	-	-	-	-	-	186	166	186	166
Taxes	-	-	-	-	-	-	-63	-82	-63	-82
Net profit / loss	1,056	625	413	664	1,469	1,289	-1,074	-1,031	395	258
Employees (as of June 30, 2009/08)	185	184	60	52	245	236	18	18	263	254

The USU Software Group generated a total of 7.4% or EUR 1,238 thousand of its consolidated sales outside Germany in the first six months of the 2009 financial year. In addition, less than 10% of the consolidated assets held are outside Germany. At the same time, the investments made outside Germany came to less than 10% of the consolidated total investments. Further details of the geographical data have thus not been provided.

Treasury shares

Effective May 13, 2009, the 313,950 treasury shares were recalled in order to reduce the share capital. USU Software AG therefore no longer held any treasury shares as of June 30, 2009.

Shares capital and shares, capital reserves

By way of the recalling of treasury shares, the issued capital of the Company was reduced to EUR 10,021 thousand as of June 30, 2009. As of this reporting date, the capital is divided into 10,021,054 no-par value bearer shares with a notional share of issued capital of EUR 1.00 each.

The capital reserves were also reduced to EUR 51,490 thousand by way of the recall of treasury shares.

Shares and stock options held by members of corporate bodies at USU Software AG

The following shares and options in USU Software AG were held by members of corporate bodies of the company as at June 30, 2009:

Holdings of members of corporate bodies	shares 2009	shares 2008
Management Board		
Bernhard Oberschmidt	18,696	18,696
Supervisory Board		
Udo Strehl*	1,989,319	1,989,319
Erwin Staudt	100,000	50,000
Günter Daiss	85,500	35,500

* An additional 3,773,868 (2008: 3,689,848) shares of USU Software AG can be allocated to Udo Strehl via Udo Strehl Private Equity GmbH as the majority shareholder of the company pursuant to Sec. 22 (1) Sentence 1 No. 1 WpHG. A further 32,000 (2008: 32,000) shares in USU Software AG are allocated to Udo Strehl through the "Knowledge is the future" foundation of which he is the Managing director pursuant to Sec. 22 (1) Sentence 1 No. 1 WpHG.

Related party disclosures

In accordance with IAS 24, all related parties are persons or companies with the ability to control the Group or exercise significant influence over it, or on whom/which the Group can exert significant influence, including the management and the Supervisory Board. Companies that are already included as part of full consolidation in the interim consolidated financial statements are not considered related parties.

The final earn-out payment to the former majority shareholder of LeuTek was made in the first quarter of 2009. There are therefore no longer any obligations arising from the earn-out regulations.

There were no significant changes to business relations between USU Software AG and the Supervisory Board Chairman and majority shareholder Udo Strehl and his wife compared with the information in the notes to the consolidated financial statements of fiscal 2008. For more information, please refer to the details in the consolidated financial statements of USU Software AG for the fiscal year ending December 31, 2008.

Responsibility statement by Management Board

"To the best of my knowledge, and in accordance with the applicable reporting principles for interim financial reporting, the interim consolidated financial statements give a true and fair view of the assets, liabilities, financial position, and profit or loss of the Group, and the interim management report of the Group includes a fair review of the development and performance of the business and the position of the Group, together with a description of the principal opportunities and risks associated with the expected development of the Group for the remaining months of the fiscal year."

Möglingen (Germany), August 20, 2009

Bernhard Oberschmidt,
Chairman of the Management Board

September 10, 2009

11:45 a.m. – 12:30 p.m.

INVESTOR CONFERENCE OF USU SOFTWARE AG

- IV. IFF Investment Forum -

Frankfurt am Main, Germany

NOVEMBER 9, 2009

9-MONTH REPORT 2009

NOVEMBER 9-11, 2009

11:15 a.m. – 12:00 a.m.

ANALYST CONFERENCE OF USU SOFTWARE AG

- GERMAN EQUITY FORUM -

Frankfurt am Main, Germany