

6-5939

FC 30259  
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In accordance with  
Section 1046 of the  
Companies Act 2006 &  
Regulation 4(1) of the  
Overseas Companies  
Regulations 2009

**OS IN01**

Registration of an overseas company opening  
UK establishment



TUE TH MONDAY



A fee is payable with this form  
Please see 'How to pay' on the last page

☒ What this form is for  
You may use this form to register a  
UK establishment

☒ What this form is NOT for  
You cannot use this form to c  
the details of an existing com  
officer or establishment

\*L6R9SUYB\* 66  
LD7 13/06/2011  
COMPANIES HOUSE  
\*LA1ITRXV\*  
LD4 24/02/2011 5  
COMPANIES HOUSE  
\*LAOWDRO7\*  
LD4 15/02/2011 21  
COMPANIES HOUSE

**Part 1 Overseas company details (Name)**

Do you propose to carry on business in the UK under the corporate name as  
incorporated in your home state or country, or under an alternative name?

- To register using your corporate name, go to **Section A1**
- To register using an alternative name, go to **Section A2**

→ **Filling in this form**  
Please complete in typescript (10pt  
or above), or in bold black capitals  
  
All fields are mandatory unless  
specified or indicated by \*

**A1 Corporate company name**

Corporate name ① **LUFTHANSA TECHNIK AG**

① This must be the corporate name in  
the home state or country in which  
the company is incorporated under  
which you propose to carry on  
business in the UK

**A2 Alternative name**

The company wishes to register an alternative name under which it proposes to  
carry on business in the UK under section 1048 of the Companies Act 2006

Corporate name ②

Alternative name  
(if applicable) ③

② Please give your corporate name  
as incorporated in your home state  
or country

③ A company may register an  
alternative name under which it  
proposes to carry on business in the  
United Kingdom under Section 1048  
of the Companies Act 2006

**A3 Overseas company name restrictions ④**

This section does not apply to a European Economic Area (EEA) company  
registering its corporate name

Please tick the box only if the proposed company name contains sensitive or  
restricted words or expressions that require you to seek comments of a  
government department or other specified body

☐ I confirm that the proposed company name contains sensitive or restricted  
words or expressions and that approval, where appropriate, has been  
sought of a government department or other specified body and I attach a  
copy of their response

④ **Overseas company name  
restrictions**  
A list of sensitive or restricted words  
or expressions that require consent  
can be found in guidance available  
on our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**OS IN01**

Registration of an overseas company opening a UK establishment

**Part 2 Overseas company details****B1 Particulars previously delivered**

Have particulars about this company been previously delivered in respect of another UK establishment ❶

→ No Go to Section B2

→ Yes Please enter the registration number below and then go to Part 5 of the form Please note the original UK establishment particulars must be filed up to date

❶ The particulars are legal form, identity of register, number in registration, director and secretaries details, whether the company is a credit or financial institution law, governing law, accounting requirements, objects, share capital, constitution, and accounts.

UK establishment  
registration numberB R        **B2 Credit or financial institution**

Is the company a credit or financial institution? ❶

☐ Yes☒ No

❶ Please tick one box

**B3 Company details**

If the company is registered in its country of incorporation, please enter the data below

Legal form ❶

PUBLIC LIMITED COMPANY

Country of  
incorporation \*

GERMANY

Identity of register  
in which it is  
registered ❶

AMTSGERICHT HAMBURG

Registration number in  
that register

HRE 56865

❶ This includes whether the company is a private or public company or whether or not the company is limited

❶ This will be the registry where the company is registered in its parent country

**B4 EEA or non-EEA member state**

Was the company formed outside the EEA?

→ Yes Complete Sections B5 and B6

→ No Go to Section B6

**B5 Governing law and accounting requirements**

Please give the law under which the company is incorporated

Governing law ❶

❶ This means the relevant rules or legislation which regulates the incorporation of companies in that state

Is the company required to prepare, audit and disclose accounting documents under parent law?

→ Yes Complete the details below

→ No Go to Part 3

## OS IN01

### Registration of an overseas company opening a UK establishment

		Please give the period for which the company is required to prepare accounts by parent law				
From	d	d	m	m		
To	d	d	m	m		
		Please give the period allowed for the preparation and public disclosure of accounts for the above accounting period				
Months						

**B6**

#### Latest disclosed accounts

Are copies of the latest disclosed accounts being sent with this form? Please note if accounts have been disclosed, a copy must be sent with the form, and, if applicable, with a certified translation ①

☒ Yes

Please indicate what documents have been disclosed

☒ Please tick this box if you have enclosed a copy of the accounts

☐ Please tick this box if you have enclosed a certified translation of the accounts

☐ Please tick this box if no accounts have been disclosed

① Please tick the appropriate box(es)

# OS IN01

## Registration of an overseas company opening a UK establishment

### Part 3 Constitution

<b>C1</b>	<b>Constitution of company<sup>①</sup></b>  The following documents must be delivered with this application - Certified copy of the company's constitution and, if applicable, a certified translation  Please tick the appropriate box(es) below <input checked="" type="checkbox"/> I have enclosed a certified copy of the company's constitution <input checked="" type="checkbox"/> I enclose a certified translation, if applicable	<b>①</b> A certified copy is defined as a copy certified as correct and authenticated by - an officer of the company, permanent representative, person authorised to accept service, administrator, administrative receiver, receiver manager, receiver, and liquidator  A certified translation into English must be authenticated by an officer of the company, permanent representative, person authorised to accept service, administrator, administrative receiver, receiver manager, receiver, and liquidator
<b>C2</b>	<b>EEA or non-EEA member state</b>  Was the company formed outside the EEA? → Yes Go to Section C3 → No Go to Part 4 'Officers of the company'	
<b>C3</b>	<b>Constitutional documents</b>  Are all of the following details in the copy of the constitutional documents of the company? - Address of principal place of business or registered office in home country of incorporation - Objects of the Company - Amount of issued share capital  → Yes Go to Part 4 'Officers of the company' → No If any of the above details are not included in the constitutional documents, please enter them in Section C4  The information is not required if it is contained within the constitutional documents accompanying this registration	
<b>C4</b>	<b>Information not included in the constitutional documents</b>  Please give the address of principal place of business or registered office in the country of incorporation ②  Building name/number Street  Post town County/Region Postcode Country  Please give the objects of the company and the amount of issued share capital  Objects of the company ③ Amount of issued share capital ④	<b>②</b> This address will appear on the public record <b>③</b> Please give a brief description of the company's business <b>④</b> Please specify the amount of shares issued and the value

# OS IN01

Registration of an overseas company opening a UK establishment

## Part 4 Officers of the company

Have particulars about this company been previously delivered in respect of another UK establishment?

- Yes Please ensure you entered the registration number in Section B1 and then go to Part 5 of this form
- No Complete the officer details

For a secretary who is an individual, go to Section D1, for a corporate secretary, go to Section E1, for a director who is an individual, go to Section F1, or for a corporate director, go to Section G1

### Continuation pages

Please use a continuation page if you need to enter more officer details

### Secretary

#### D1 Secretary details<sup>①</sup>

Use this section to list all the secretaries of the company  
Please complete Sections D1-D3 For a corporate secretary, complete Sections E1-E5 Please use a continuation page if necessary

Full forename(s)

Surname

Former name(s)<sup>②</sup>

#### ① Corporate details

Please use Sections E1-E5 to enter corporate secretary details

#### ② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

#### D2 Secretary's service address<sup>③</sup>

Building name/number

Street

Post town

County/Region

Postcode

Country

#### ③ Service address

This is the address that will appear on the public record This does not have to be your usual residential address

If you provide your residential address here it will appear on the public record

#### D3 Secretary's authority

Please enter the extent of your authority as secretary Please tick one box

Extent of authority

- ☐ Limited <sup>④</sup>
- ☐ Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box

- ☐ Alone
- ☐ Jointly <sup>⑤</sup>

If applicable, name(s) of person(s) with whom you are acting jointly

④ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below

⑤ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below

# OS IN01

## Registration of an overseas company opening a UK establishment

### Corporate secretary

**E1**

#### Corporate secretary details<sup>①</sup>

Use this section to list all the corporate secretaries of the company  
Please complete Sections E1-E5 Please use a continuation page if necessary

Name of corporate  
body or firm

Building name/number

Street

Post town

County/Region

Postcode

Country

**① Registered or principal address**  
This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

**E2**

#### Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?

- Yes Complete Section E3 only
- No Complete Section E4 only

**E3**

#### EEA companies<sup>②</sup>

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/  
firm is registered<sup>③</sup>

Registration number

**② EEA**  
A full list of countries of the EEA can be found in our guidance  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**③** This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

**E4**

#### Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the  
corporate body  
or firm

Governing law

If applicable, where  
the company/firm is  
registered<sup>④</sup>

If applicable, the  
registration number

**④ Non-EEA**  
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

## OS IN01

### Registration of an overseas company opening a UK establishment

**E5**

#### Corporate secretary's authority

	<p>Please enter the extent of your authority as corporate secretary Please tick one box</p>	<p>❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below</p> <p>❷ If you have indicated that you are not authorised to act alone but only jointly please enter the name(s) of the person(s) with whom you are authorised to act below</p>
Extent of authority	<p><input type="checkbox"/> Limited ❶</p> <p><input type="checkbox"/> Unlimited</p>	
Description of limited authority, if applicable		
	<p>Are you authorised to act alone or jointly? Please tick one box</p> <p><input type="checkbox"/> Alone</p> <p><input type="checkbox"/> Jointly ❷</p>	
If applicable, name(s) of person(s) with whom you are acting jointly		

**OS IN01**

Registration of an overseas company opening a UK establishment

**Director****F1****Director details ①**

Use this section to list all the directors of the company. Please complete Sections F1-F4. For a corporate director, complete Sections G1-G5. Please use a continuation page if necessary.

Full forename(s)	AUGUST WILHELM
Surname	HENNINGSSEN
Former name(s) ②	
Country/State of residence ③	GERMANY
Nationality	GERMAN
Date of birth	'1' '6' '1' '1' '1' '9' '5' '0'
Business occupation (if any) ④	CHAIRMAN OF THE BOARD

**① Corporate details**

Please use Sections G1-G5 to enter corporate director details.

**② Former name(s)**

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

**③ Country/State of residence**

This is in respect of your usual residential address as stated in Section F3.

**④ Business occupation**

If you have a business occupation, please enter here. If you do not, please leave blank.

**F2****Director's service address ⑤**

Building name/number	193
Street	WEG BEIM
Post town	
County/Region	HAMBURG
Postcode	2 2 3 3 5
Country	GERMANY

**⑤ Service address**

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.



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Registration of an overseas company opening a UK establishment

**F4**

### Director's authority

	Please enter the extent of your authority as director Please tick one box		<p>❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below</p> <p>❷ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below</p>
Extent of authority	<input type="checkbox"/> Limited ❶ <input checked="" type="checkbox"/> Unlimited		
Description of limited authority, if applicable	Are you authorised to act alone or jointly? Please tick one box		
	<input type="checkbox"/> Alone <input checked="" type="checkbox"/> Jointly ❷		
If applicable, name(s) of person(s) with whom you are acting jointly	TWO BOARD MEMBERS JOINTLY, OR ONE BOARD MEMBER +		
	WHEN ONE HOLDER IS POWER OF ATTORNEY +		


The following can present the Company jointly  
August Wilhelm Henningsen  
Dr Peter Jansen  
Dr Thomas Stueger  
Uwe Mukrasch

All the above can represent the Company jointly with one other person listed below  
Joerg Meinke  
Dr Gunther Kruse  
Silke Richter  
Wilken Bormann  
Walter Heerd

# OS IN01 - continuation page

## Registration of an overseas company opening a UK establishment

### Director

<b>F1</b>	<b>Director details <sup>①</sup></b>	
Please use this section to list all the directors of the company. Please complete Sections F1-F4. For a corporate director, complete Sections G1-G5.		
Full forename(s)	DR PETER	
Surname	JANSEN	
Former name(s) <sup>②</sup>		
Country/State of residence <sup>③</sup>	GERMANY 	
Nationality	GERMAN	
Date of birth	<div> <div>d</div> <div>0</div> <div>7</div> <div>m</div> <div>0</div> <div>3</div> <div>y</div> <div>1</div> <div>9</div> <div>5</div> <div>4</div> </div>	
Business occupation (if any) <sup>④</sup>		

**① Corporate details**  
Please use Sections G1-G5 to enter corporate director details

**② Former name(s)**  
Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes

**③ Country/State of residence**  
This is in respect of your usual residential address as stated in Section F3

**④ Business occupation**  
If you have a business occupation please enter here. If you do not, please leave blank

<b>F2</b>	<b>Director's service address <sup>⑤</sup></b>	
Building name/number	193	
Street	WEG BEIM JAEGER	
Post town		
County/Region	HAMBURG	
Postcode	<div> <div>2</div> <div>2</div> <div>3</div> <div>3</div> <div>5</div> <div></div> <div></div> <div></div> </div>	
Country	GERMANY	

**⑤ Service address**  
This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record

## OS IN01 - continuation page

Registration of an overseas company opening a UK establishment

**F4**

### Director's authority

	Please enter the extent of your authority as director Please tick one box		<p>❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below</p> <p>❷ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below</p>
Extent of authority	<input type="checkbox"/> Limited ❶ <input checked="" type="checkbox"/> Unlimited		
Description of limited authority, if applicable			
	Are you authorised to act alone or jointly? Please tick one box		
	<input type="checkbox"/> Alone <input checked="" type="checkbox"/> Jointly ❷		
If applicable, name(s) of person(s) with whom you are acting jointly	TWO DIRECTORS JOINTLY OR ONE MEMBER OF THE BOARD ❸		
	WITH ONE OF THE HOLDERS OF POWER OF ATTORNEY ❹		

The following can present the Company jointly  
August Wilhelm Henningsen  
Dr Peter Jansen  
Dr Thomas Stueger  
Uwe Mukrasch

All the above can represent the Company jointly with one other person listed below  
Joerg Meinke  
Dr Gunther Kruse  
Silke Richter  
Wilken Bormann  
Walter Heerdt

**OS IN01****Registration of an overseas company opening a UK establishment****Director****F1****Director details ①**

Use this section to list all the directors of the company Please complete Sections F1-F4 For a corporate director, complete Sections G1-G5 Please use a continuation page if necessary

Full forename(s)	UWE
Surname	MUKRASCH
Former name(s) ②	
Country/State of residence ③	GERMANY
Nationality	GERMAN
Date of birth	05 12 1961
Business occupation (if any) ④	

**① Corporate details**

Please use Sections G1-G5 to enter corporate director details

**② Former name(s)**

Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes

**③ Country/State of residence**

This is in respect of your usual residential address as stated in Section F3

**④ Business occupation**

If you have a business occupation please enter here If you do not, please leave blank

**F2****Director's service address ⑤**

Building name/number	193
Street	WEG BEIM
Post town	
County/Region	HAMBURG
Postcode	22335
Country	GERMANY

**⑤ Service address**

This is the address that will appear on the public record This does not have to be your usual residential address

If you provide your residential address here it will appear on the public record

## OS IN01 - continuation page

Registration of an overseas company opening a UK establishment

**F4**

### Director's authority

	Please enter the extent of your authority as director Please tick one box		<p>❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below</p> <p>❷ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below</p>
Extent of authority	<input type="checkbox"/> Limited ❶ <input checked="" type="checkbox"/> Unlimited		
Description of limited authority, if applicable	Are you authorised to act alone or jointly? Please tick one box		
	<input type="checkbox"/> Alone <input checked="" type="checkbox"/> Jointly ❷		
if applicable, name(s) of person(s) with whom you are acting jointly	TWO BOARD MEMBERS JOINTLY, OR ONE BOARD MEMBER +		
	WHEN ONE HOLDER IS POWER OF ATTORNEY +		

The following can present the Company jointly  
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Dr Gunther Kruse  
Silke Richter  
Wilken Bormann  
Walter Heerd

# OS IN01

## Registration of an overseas company opening a UK establishment

### Director

**F1****Director details <sup>①</sup>**

Use this section to list all the directors of the company. Please complete Sections F1-F4. For a corporate director, complete Sections G1-G5. Please use a continuation page if necessary.

Full forename(s)	DR THOMAS
Surname	STUEGER
Former name(s) <sup>②</sup>	
Country/State of residence <sup>③</sup>	GERMANY
Nationality	AUSTRIAN
Date of birth	d 1 c 5 m 1 m 1 y 1 y 9 y 5 y 6
Business occupation (if any) <sup>④</sup>	

**① Corporate details**

Please use Sections G1-G5 to enter corporate director details.

**② Former name(s)**

Please provide any previous names which have been used for business purposes in the last 20 years. Married women do not need to give former names unless previously used for business purposes.

**③ Country/State of residence**

This is in respect of your usual residential address as stated in Section F3.

**④ Business occupation**

If you have a business occupation, please enter here. If you do not, please leave blank.

**F2****Director's service address <sup>⑤</sup>**

Building name/number	193
Street	WEG BEIM JAEGER
Post town	
County/Region	HAMBURG
Postcode	2 2 3 3 5
Country	GERMANY

**⑤ Service address**

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

## OS IN01 - continuation page

Registration of an overseas company opening a UK establishment

**F4**

### Director's authority

	Please enter the extent of your authority as director Please tick one box		<p>❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below</p> <p>❷ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below</p>
Extent of authority	<input type="checkbox"/> Limited ❶ <input checked="" type="checkbox"/> Unlimited		
Description of limited authority, if applicable			
	Are you authorised to act alone or jointly? Please tick one box		
	<input type="checkbox"/> Alone <input checked="" type="checkbox"/> Jointly ❷		
If applicable, name(s) of person(s) with whom you are acting jointly	TWO BOARD MEMBERS JOINTLY OR ONE MEMBER OF THE BOARD WITH ONE OF THE HOLDERS OF POWER OF ATTORNEY OR TWO HOLDERS OF POWER OF ATTORNEY		

The following can present the Company jointly  
August Wilhelm Henningsen  
Dr Peter Jansen  
Dr Thomas Stueger  
Uwe Mukrasch

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Dr Gunther Kruse  
Silke Richter  
Wilken Bormann  
Walter Heerdt

# OS IN01

## Registration of an overseas company opening a UK establishment

### Corporate director

<b>G1</b>	<b>Corporate director details <sup>①</sup></b>	<b>① Registered or principal address</b> This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number.
	Use this section to list all the corporate directors of the company Please complete G1-G5. Please use a continuation page if necessary.	
Name of corporate body or firm		
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
<b>G2</b>	<b>Location of the registry of the corporate body or firm</b>	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section G3 only → No Complete Section G4 only	
<b>G3</b>	<b>EEA companies <sup>②</sup></b>	<b>② EEA</b> A full list of countries of the EEA can be found in our guidance <a href="http://www.companieshouse.gov.uk">www.companieshouse.gov.uk</a> <b>③</b> This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	
Where the company/firm is registered <sup>③</sup>		
Registration number		
<b>G4</b>	<b>Non-EEA companies</b>	<b>④ Non-EEA</b> Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register	
Legal form of the corporate body or firm		
Governing law		
If applicable, where the company/firm is registered <sup>④</sup>		
If applicable, the registration number		



# OS IN01

## Registration of an overseas company opening a UK establishment

**G5**

### Corporate director's authority

	Please enter the extent of your authority as corporate director Please tick one box		<p>❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below</p> <p>❷ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below</p>
Extent of authority	<input type="checkbox"/> Limited ❶ <input type="checkbox"/> Unlimited		
Description of limited authority, if applicable			
	Are you authorised to act alone or jointly? Please tick one box  <input type="checkbox"/> Alone <input type="checkbox"/> Jointly ❷		
If applicable, name(s) of person(s) with whom you are acting jointly			

# OS IN01

Registration of an overseas company opening a UK establishment

## Part 5 UK establishment details

**H1**

### Documents previously delivered - constitution

Has the company previously registered a certified copy of the company's constitution with material delivered in respect of another UK establishment?

- No Go to Section H3
- Yes Please enter the UK establishment number below and then go to Section H2

UK establishment  
registration number

B R

**H2**

### Documents previously delivered – accounting documents

Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment?

- No Go to Section H3
- Yes Please enter the UK establishment number below and then go to Section H3

UK establishment  
registration number

B R

Sections H3 and H4 must be completed in all cases

**H3**

### Delivery of accounts and reports

Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment

- ☒ In respect of this establishment Please go to Section H4
- ☐ In respect of another UK establishment Please give the registration number below, then go to Section H4

**1** Please tick the appropriate box

UK establishment  
registration number

B R

# OS IN01

## Registration of an overseas company opening a UK establishment

**H4****Particulars of UK establishment <sup>①</sup>**

	Please enter the name and address of the UK establishment		<b>① Address</b> This is the address that will appear on the public record
Name of establishment	LUFTHANSA TECHNIC UK		
Building name/number	37		
Street	KINGFISHER WAY		
	MUDEFORD		
Post town	CHRISTCHURCH		
County/Region	DORSET		
Postcode	B H 2 3 4 R T		
Country	ENGLAND		
	Please give the date the establishment was opened and the business of the establishment		
Date establishment opened	d 0 6 m 0 4 y 2 0 0 9		
Business carried on at the UK establishment	SALES AND SUPPORT REPRESENTATION		

**OS IN01**

Registration of an overseas company opening a UK establishment

**Part 6****Permanent representative**

Please enter the name and address of every person authorised to represent the company as a permanent representative of the company in respect of the UK establishment

**J1****Permanent representative's details**

Please use this section to list all the permanent representatives of the company  
Please complete Sections J1-J4

**Continuation pages**

Please use a continuation page if you need to enter more details

Full forename(s)

NIGEL

Surname

WOODALL

**J2****Permanent representative's service address ①**

Building name/number

37

Street

KINGFISHER WAY

MUDEFORD

Post town

CHRISTCHURCH

County/Region

DORSET

Postcode

B H 2 3 4 R T

Country

ENGLAND

**① Service address**

This is the address that will appear on the public record. This does not have to be your usual residential address.

If you provide your residential address here it will appear on the public record.

**J3****Permanent representative's authority**

Please enter the extent of your authority as permanent representative  
Please tick one box

Extent of authority

☐ Limited ②☒ Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box

☒ Alone☐ Jointly ③

If applicable, name(s) of person(s) with whom you are acting jointly

② If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below

③ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below

# OS IN01

Registration of an overseas company opening a UK establishment

## Part 7

### Person authorised to accept service

Does the company have any person(s) in the UK authorised to accept service of documents on behalf of the company in respect of its UK establishment?

→ **Yes** Please enter the name and service address of every person(s) authorised below

→ **No** Tick the box below then go to Part 8 'Signature'

☐ If there is no such person, please tick this box

## K1

### Details of person authorised to accept service of documents in the UK

Please use this section to list all the persons' authorised to accept service below  
Please complete Sections K1-K2

#### Continuation pages

Please use a continuation page if you need to enter more details.

Full forename(s)

NIGEL

Surname

WOODALL

## K2

### Service address of person authorised to accept service <sup>①</sup>

Building name/number

37

Street

KINGFISHER WAY

MUDEFORD

Post town

CHRISTCHURCH

County/Region

DORSET

Postcode

B H 2 3 4 R T

Country

ENGLAND

#### ① Service address

This is the address that will appear on the public record. This does not have to be your usual residential address. Please note, a DX address would not be acceptable.

OS IN01

Registration of an overseas company opening a UK establishment

**Part 8**

**Signature**

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X

X

*ma S. Riller*

*pps J. Riller*

This form may be signed by  
Director, Secretary, Permanent representative

## OS IN01

### Registration of an overseas company opening a UK establishment

#### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **SIMRAN MEHTA**

Company name **WILMERHALE**

Address **ALDER CASTLE**

**10 NOBLE STREET**

Post town **LONDON**

Country/region

Postcode **E C 2 V 7 Q J**

Country **UNITED KINGDOM**

DX

Telephone **020 7645 2400**

#### Checklist

**We may return forms completed incorrectly or with information missing**

**Please make sure you have remembered the following**

- ☐ The overseas corporate name on the form matches the constitutional documents exactly
- ☐ You have included a copy of the appropriate correspondence in regard to sensitive words, if appropriate
- ☐ You have included certified copies and certified translations of the constitutional documents, if appropriate
- ☐ You have included a copy of the latest disclosed accounts and certified translations, if appropriate
- ☐ You have completed all of the company details in Section B3 if the company has not registered an existing establishment
- ☐ You have complete details for all company secretaries and directors in Part 4 if the company has not registered an existing establishment
- ☐ Any addresses given must be a physical location. They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number
- ☐ You have completed details for all permanent representatives in Part 6 and persons authorised to accept service in Part 7
- ☐ You have signed the form
- ☐ You have enclosed the correct fee

#### Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses.

#### How to pay

A fee of £20 is payable to Companies House in respect of a registration of an overseas company. Make cheques or postal orders payable to 'Companies House'.

#### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below.

##### England and Wales

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

##### Scotland

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

##### Northern Ireland

The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1

##### Higher protection

If you are applying for, or have been granted, higher protection, please post this whole form to the different postal address below:  
The Registrar of Companies, PO Box 4082,  
Cardiff, CF14 3WE

#### Further information

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

# CERTIFIED COPY

Certified Translation  
(Original German)

ARTICLES  
OF  
ASSOCIATION

Lufthansa Technik Aktiengesellschaft

CERTIFIED TO BE  
A TRUE COPY:

A handwritten signature in black ink, appearing to be 'P. Jäger', is written below the certification text.

**LUFTHANSA TECHNIK AG**  
Vorstand Finanzen  
Weg beim Jäger 193  
D - 2 2 3 3 5 H a m b u r g  
Tel 040 / 5070 8010 Fax 040 / 5070 5599



## **I. General Provisions**

### **Art. 1**

The public limited company shall be styled

**"Lufthansa Technik Aktiengesellschaft"**

The company's registered office is Hamburg.

### **Art. 2**

The object of the company is to supply and market aeronautical engineering services and all business connected therewith, especially the maintenance and servicing of aeronautical equipment; further, to provide logistics, engineering, development and, in connection therewith, services and ancillary services for airlines and other aircraft operators.

To further its business purpose, the company is entitled to set up branches and agencies at home and abroad, to hold participatory shares of other companies at home and abroad and to acquire and establish such companies, and to enter into all transactions including joint venture agreements. The company may relinquish its operations in whole or in part to such companies.

### **Art. 3**

Any announcements of the company shall be published in the electronic Federal Gazette (*Bundesanzeiger*), provided nothing to the contrary is mandatorily prescribed by law

## **II. Capital Stock and Shares**

### **Art. 4**

The capital stock of the company shall amount to EUR 220,000,000.00, divided into:  
44,000,000 individual share certificates

### **Art. 5**

The shares shall be registered shares. They shall be registered in the company's share register,

stating the shareholder's name, address, date of birth, number of shares and nationality (individual/corporation). In the case of parties liable to report within the meaning of §§ 21 et seq of the Securities Trading Act, the information stipulated in § 80 (1) of the Companies Act (*Aktiengesetz*) shall be added. Any transfer of shares shall be subject to the company's consent (restriction on transferability). The shares shall also be registered shares if the share capital is increased.

Entitlement to individual certification of shares shall be excluded

### **III. Constitution**

#### **1. Managing Board**

##### **Art. 6**

The Managing Board shall be composed of at least two members.

The Supervisory Board shall appoint the members of the Managing Board and determines the number of members; the Supervisory Board may appoint deputy Managing Board members. The Supervisory Board may appoint one member as chairman and another member as deputy chairman.

As far as legally permissible, resolutions of the Managing Board shall be adopted by [simple] majority vote. In the rules of procedure for the Managing Board, the Supervisory Board may determine which Managing Board member shall have the casting vote in the event of an equality of votes.

##### **Art. 7**

The company shall be legally represented by two Managing Board members or by one Managing Board member acting jointly with one of the holders of Prokura (authorized signatory)

#### **2. Supervisory Board**

##### **Art. 8**

The Supervisory Board shall be composed of 16 members.

As a general rule, no individuals who have completed the 70th year of age should be nominated as candidates for the Supervisory Board.

The election is for the period up to the end of the General Meeting resolving formal approval for the fourth financial year following the beginning of the term of office. The financial year in which the term of office begins shall not count.

If any members who are to be elected by the General Meeting retire before the end of their term of office, there shall be by-elections. By-elections are only valid for the remaining term of office of the retired member.

Every member of the Supervisory Board may lay down his office at any time by giving notice in writing vis-a-vis the chairman of the Supervisory Board or the Managing Board.

#### **Art. 9**

Subsequent to the General Meeting at which all Supervisory Board members to be elected by the General Meeting are newly elected, a Supervisory Board meeting shall be held, for which no special invitation is required. At this meeting, in accordance with Article 27(1) (2) of the German Codetermination Act (*Mitbestimmungsgesetz*), the Supervisory Board shall elect from its midst a chairman and a deputy chairman for the duration of its office.

The oldest member (in years of life) shall chair this election. Should the chairman or his deputy retire from office during the election period, the Supervisory Board shall immediately elect a new member to replace the retired chairman or deputy chairman.

Immediately after the election of the Supervisory Board chairman and his deputy, the Supervisory Board shall form the committee stipulated in Article 27 (3) of the German Codetermination Law.

#### **Art. 10**

Meetings of the Supervisory Board are called by the chairman or, in case he is prevented, by his deputy. Article 110 of the Company Law shall apply.

The Supervisory Board shall constitute a quorum, if invitations have been sent in writing or by telegram with at least one week's notice to the last known address of each member, and if at least half of the members are present or represented by proxy pursuant to Article 108 (3) of the German Companies Act. The Supervisory Board shall adopt its resolutions by the simple majority of the votes cast. Should a Supervisory Board vote result in a tie, the subject is voted on again and, if the result is again a tie, the chairman of the Supervisory board shall have two votes; the deputy chairman shall not be entitled to two votes.

The chairman determines how the vote shall be cast. In deviation of § 108 (4) of the German AktG Act the adoption of resolutions shall be permissible in writing, by telephone or any other comparable means, if the chairman of the Supervisory Board or, if he is prevented, his deputy proposes with sufficient notice that the decision be made in this way and the Supervisory Board consents to this form of adopting a resolution by simple majority. In this case, the afore-mentioned provisions apply mutatis mutandis.

#### **Art. 11**

The Supervisory Board may form committees from among its members and lay down their duties and powers in rules of procedure.

Committees with decisive powers shall be composed in such a way that the Supervisory Board members elected by the General Meeting and the Supervisory Board members elected by the employees are equally represented. These committees only constitute a quorum if at least three members participate in making the decision.

Minutes shall be taken of the meetings of the Supervisory Board and its committees and signed by the chairman. The minutes are to mention the venue and date of the meeting, the participants, the items on the agenda, the essential content of the discussions and any resolutions.

Resolutions adopted by the Supervisory Board and its committees, which, under Art. 10 (3), are to be in writing, by telegram or by telephone, are to be included in the memorandum on the next meeting of the Supervisory Board or its committees.

The Supervisory Board shall also be authorised to resolve amendments to the articles of association, but only as far as the form is concerned.

## **Art. 12**

The Supervisory Board shall draw up rules of procedure for the Managing Board in which, among other things, the Supervisory Board stipulates that certain types of transactions need its approval

The agreement of the Supervisory Board is not a prerequisite for the legal effectiveness of the transaction to be entered into.

## **Art. 13**

The General Meeting may resolve a remuneration for the Supervisory Board members for their efforts in the previous year.

In addition, the Supervisory Board members shall receive a refund of their cash outlay (especially travel expenses) and a meeting allowance of 250 EUR for each session. The company shall reimburse any value added tax on the remuneration. Should more than one meeting take place on the same day, only one meeting allowance is paid.

## **3. The General Meeting**

### **Art. 14**

The General Meeting shall be convened by the Managing Board or the Supervisory Board.

It may be held at the company's seat or at any other venue within Germany.

### **Art. 15**

Only shareholders who are registered in the share register and have declared their intention to attend the General Meeting in time shall be admitted.

The declaration of attendance of the General Meeting must be received by the company at the latest on the third day before the General Meeting. If the end of this deadline falls on a Saturday, Sunday or bank holiday, the term of application shall end on the previous working day. All shareholders who are registered in the share register on the last day of the application period are entitled to vote. The shareholders may have themselves represented by proxy.

If any proxies nominated by the company are authorized to exercise voting rights, the proxy may be granted in writing, by fax oder by other electronic means to be determined by the company. The pertinent details shall be announced together with the invitation to the General Meeting

#### **Art. 16**

The chairman of the Supervisory Board, or, if he is prevented, his deputy, chairs the General Meeting. If both the chairman and his deputy are prevented from attending, the meeting is chaired by another member of the Supervisory Board to be elected by the Supervisory Board members present. Should no member of the Supervisory Board take the chair, the chairman shall be elected by the General Meeting under the direction of the oldest shareholder present.

The chairman shall direct the negotiations, determine the order in which the items on the agenda are dealt with and how voting is to take place.

#### **Art. 17**

The resolutions of the General Meeting shall be adopted with the simple majority of the votes given if not otherwise provided by the Articles of Association or by mandatory provisions of the German Companies Act (*Aktiengesetz*). Should the German Companies Act provide that a capital majority be required for adoption of a resolution, the simple majority of the capital represented suffices in so far as this is legally permissible. If there is a parity of votes, the application is considered to have been turned down.

If, in the case of elections, a majority is not achieved on the first ballot, a vote is to be taken on the two applicants who have received the most votes; if there is a tie, a lot is drawn

Each registered share confers one vote.

### **IV. Annual Financial Statements and Distribution of Profits**

#### **Art. 18**

The financial year shall be the calendar year

#### **Art. 19**

In the first three months of the financial year, the Managing Board must prepare the annual financial statements and the management report for the previous financial year and submit them to the auditors. Immediately upon receipt of the audit report, the annual financial statements, the management report and the audit report shall be submitted to the Supervisory Board, if possible within the first five months of the financial year.

Insofar as the prerequisites of § 264 (3) of the German Commercial Code (*HGB*) including the pertinent resolution of the General Meeting are fulfilled, the Managing Board shall prepare the balance sheet and the profit and loss account for the previous financial year in accordance with the general provisions of the Commercial Code, and to submit these to the Supervisory Board within the first five months of the financial year.

Any deviating or supplemental provisions may be resolved by the General Meeting.

#### **Art. 20**

Each year, within the first eight months of the financial year, the General Meeting shall adopt a resolution on the discharge of the Managing Board and the Supervisory Board, on the utilisation of the net profit for the year and, where legally prescribed, on (i) the approval of the annual financial statements and on the (ii) appointment of an auditor for the current financial year

Instead of or secondary to a cash dividend the General Meeting may also resolve a distribution in kind

#### **Art. 21**

When new shares are issued, another profit entitlement ruling may be laid down

The foregoing document renders the complete wording of the Articles of Association of the  
**Lufthansa Technik Aktiengesellschaft** domiciled in Hamburg

The amended provisions of the Articles of Association correspond to the resolution of the General Meeting on the amendment of the Articles of Association dated 23 October 2006 and the unchanged provisions correspond to the full wording of the Articles of Association as most recently filed with the Commercial Register.

Cologne, 26 October 2006

sgd illegible

Dr Christoph Neuhaus  
Notary Public

Certified true copy of the original.  
Hamburg, 21 May 2010  
sgd. illegible  
Hell (title:) *Justizobersekretär*  
Clerk of the Court



This is to certify that the foregoing is a true  
and complete translation of the original  
German text (i.e. a certified true copy)  
Hamburg, 1 June 2010

  
Petra Mecklenburg,  
Sworn Translator for the  
English Language

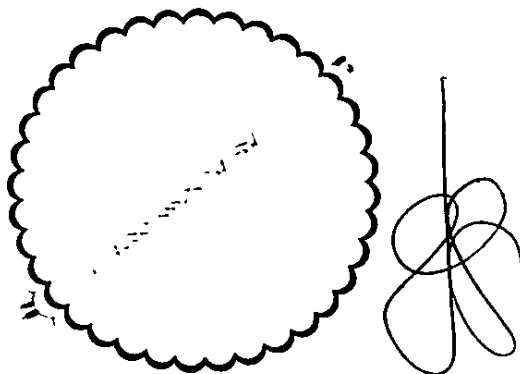


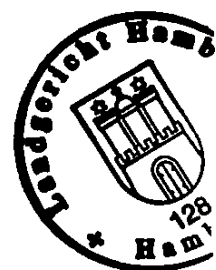
I, the undersigned

**Dr. Jens Jeep,**

a. Notary Public of this Free and Hanseatic City of Hamburg, Federal Republic of Germany, do hereby certify and attest that the foregoing copy is a true and faithful copy of the original

IN WITNESS WHEREOF I have hereunto set my hand and affixed my seal of office at Hamburg, this 2<sup>nd</sup> day of June, 2010





## Apostille

(Convention de La Haye du 5 octobre 1961)

1 Land Bundesrepublik Deutschland

Diese öffentliche Urkunde

2 ist unterschrieben von Dr. Jens Jeep

3 in der Eigenschaft als **Notar**

4 sie ist versehen mit dem Siegel/Stempel des

Notars Dr. Jens Jeep

### Bestätigt

5 in Hamburg

6 am 17. September 2010

7 durch die Präsidentin des Landgerichts

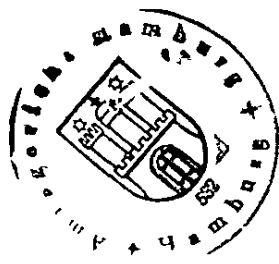
8 unter Nr. 9101 E/I 2664/2010

9 Siegel/Stempel

10 Unterschrift



Umlauf



*Handwritten signature*

## Satzung

### Lufthansa Technik Aktiengesellschaft

CERTIFIED TO BE  
A TRUE COPY:

*Handwritten signature*

**LUFTHANSA TECHNIK AG**  
Vorstand Finanzen

Weg beim Jäger 193

D - 2 2 3 3 5 Hamburg

Tel 040 / 5070 8010 Fax 040 / 5070 5599

## **I. Allgemeine Bestimmungen**

### **§ 1**

Die Aktiengesellschaft führt die Firma  
**"Lufthansa Technik Aktiengesellschaft "**.  
Sie hat ihren Sitz in Hamburg.

### **§ 2**

Gegenstand des Unternehmens ist die Erbringung und Vermarktung von luftfahrttechnischen Leistungen und alle damit zusammenhängenden Geschäfte, insbesondere die Wartung und Instandhaltung von Luftfahrtgerät sowie Logistik-, Ingenieurs- und Entwicklungsleistungen und damit verbundenen Service- und Nebenleistungen für Luftverkehrsgesellschaften und andere Luftfahrzeughalter.

Die Gesellschaft ist zur Förderung des Geschäftszweckes berechtigt, im In- und Ausland Zweigniederlassungen und Agenturen zu errichten, sich bei anderen Unternehmungen des In- und Auslandes zu beteiligen, solche Unternehmungen zu erwerben und zu errichten sowie alle Geschäfte einschließlich von Interessengemeinschaftsverträgen einzugehen. Sie kann ihren Betrieb ganz oder teilweise solchen Unternehmungen überlassen.

### **§ 3**

Die Bekanntmachungen der Gesellschaft werden im elektronischen Bundesanzeiger veröffentlicht, soweit das Gesetz nicht zwingend etwas anderes bestimmt.

## **II. Grundkapital und Aktien**

### **§ 4**

Das Grundkapital der Gesellschaft beträgt 220.000.000,00 Euro. Es ist eingeteilt in 44 000 000 auf den Namen lautende Stuckaktien.

### **§ 5**

Die Aktien lauten auf den Namen; sie sind unter Bezeichnung des Aktionars nach Namen, Adresse, Geburtsdatum, Aktienstückzahl und Staatsangehörigkeit (natürliche /juristische Personen) in das Aktienregister der Gesellschaft einzutragen. Bei Meldepflichtigen im Sinne der §§ 21 ff. des Wertpapierhandelsgesetzes sind ferner die in § 80 Abs. 1 AktG aufgeführten Angaben zu machen. Die Übertragung der Aktien ist an die Zustimmung der Gesellschaft gebunden (Vinkulierung). Auch bei einer Erhöhung des Grundkapitals lauten die Aktien auf den Namen.

Der Anspruch des Aktionars auf Verbriefung seines Anteils ist ausgeschlossen.

### **III. Verfassung**

#### **1. Vorstand**

##### **§ 6**

Der Vorstand besteht aus mindestens zwei Personen.

Der Aufsichtsrat bestellt die Vorstandsmitglieder und bestimmt ihre Zahl, er kann Stellvertreter der Vorstandsmitglieder bestellen.

Der Aufsichtsrat kann ein Mitglied zum Vorsitzenden des Vorstands und ein weiteres Mitglied zu dessen Stellvertreter ernennen.

Die Beschlüsse des Vorstandes werden, soweit gesetzlich zulässig, mit Stimmenmehrheit gefasst. Der Aufsichtsrat bestimmt in der Geschäftsordnung für den Vorstand, welches Vorstandsmitglied bei Stimmengleichheit den Ausschlag gibt.

##### **§ 7**

Die Gesellschaft wird gesetzlich vertreten durch zwei Vorstandsmitglieder oder durch ein Vorstandsmitglied gemeinsam mit einem Prokuristen .

## **2. Aufsichtsrat**

### **§ 8**

Der Aufsichtsrat besteht aus 16 Mitgliedern

Zur Wahl in den Aufsichtsrat sollten im Grundsatz keine Personen vorgeschlagen werden, die das 70. Lebensjahr bereits vollendet haben.

Die Wahl erfolgt für die Zeit bis zur Beendigung der Hauptversammlung, die über die Entlastung für das vierte Geschäftsjahr nach dem Beginn der Amtszeit beschließt. Hierbei wird das Geschäftsjahr, in dem die Amtszeit beginnt, nicht mitgerechnet

Scheiden Mitglieder, die von der Hauptversammlung zu wählen sind, vor Ablauf der Amtszeit aus, so finden Ergänzungswahlen statt. Ergänzungswahlen sind nur für den Rest der Amtszeit des ausgeschiedenen Mitglieds zulässig

Jedes Mitglied des Aufsichtsrats kann durch schriftliche Erklärung gegenüber dem Vorsitzenden des Aufsichtsrats oder gegenüber dem Vorstand sein Amt jederzeit niederlegen.

### **§ 9**

Im Anschluss an die Hauptversammlung, in der alle von der Hauptversammlung zu wählenden Aufsichtsratsmitglieder neu gewählt werden, findet eine Aufsichtsratssitzung statt, zu der es einer besonderen Einladung nicht bedarf. In dieser Sitzung wählt der Aufsichtsrat nach



Maßgabe des § 27 Abs. 1 und 2 MitbestG aus seiner Mitte für die Dauer seiner Amtszeit einen Vorsitzenden und einen Stellvertreter

Bei der Wahlhandlung führt das an Lebensjahren älteste Mitglied den Vorsitz. Scheiden im Lauf einer Wahlperiode der Vorsitzende oder sein Stellvertreter aus seinem Amt aus, so hat der Aufsichtsrat unverzüglich eine Neuwahl für den Ausgeschiedenen vorzunehmen.

Unmittelbar nach der Wahl des Aufsichtsratsvorsitzenden und seines Stellvertreters bildet der Aufsichtsrat den in § 27 Abs. 3 MitbestG vorgesehenen Ausschuss.

## **§ 10**

Der Aufsichtsrat wird durch den Vorsitzenden oder bei seiner Verhinderung durch dessen Stellvertreter einberufen. § 110 des Aktiengesetzes findet Anwendung.

Der Aufsichtsrat ist beschlussfähig, wenn die Mitglieder unter der zuletzt bekannt gegebenen Anschrift schriftlich oder telegrafisch mit einer Frist von einer Woche eingeladen sind und wenn mindestens die Hälfte der Mitglieder anwesend oder gemäß § 108 Abs. 3 AktG abstimmungsberechtigt vertreten ist. Der Aufsichtsrat fasst seine Beschlüsse mit einfacher Mehrheit der abgegebenen Stimmen. Ergibt eine Abstimmung im Aufsichtsrat Stimmengleichheit, so hat bei einer erneuten Abstimmung über denselben Gegenstand, wenn auch sie Stimmengleichheit ergibt, der Aufsichtsratsvorsitzende zwei Stimmen, dem Stellvertreter steht die zweite Stimme nicht zu.

Der Vorsitzende bestimmt die Art der Abstimmung. Schriftliche, fernmundliche oder andere vergleichbare Formen der Beschlussfassung sind abweichend von § 108 Abs 4 AktG zulässig, wenn der Vorsitzende des Aufsichtsrats oder im Falle seiner Verhinderung sein Stellvertreter eine solche Beschlussfassung unter Setzung einer angemessenen Frist vorschlägt und der Aufsichtsrat dieser Form der Beschlussfassung mit einfacher Mehrheit zustimmt. In diesem Falle gelten vorstehende Bestimmungen entsprechend.

## § 11

Der Aufsichtsrat ist befugt, aus seiner Mitte Ausschüsse zu bilden und deren Aufgaben und Befugnisse in einer Geschäftsordnung festzusetzen.

Ausschüsse mit entscheidender Befugnis müssen so besetzt sein, dass die von der Hauptversammlung und die von der Arbeitnehmerschaft gewählten Aufsichtsratsmitglieder in gleicher Zahl vertreten sind. Diese Ausschüsse sind nur beschlussfähig, wenn mindestens drei Mitglieder an der Entscheidung teilnehmen.

Über die Sitzungen des Aufsichtsrats und seiner Ausschüsse ist eine Niederschrift anzufertigen, die der Vorsitzende zu unterzeichnen hat. In der Niederschrift sind Ort und Tag der Sitzung, die Teilnehmer, die Gegenstände der Tagesordnung, der wesentliche Inhalt der Verhandlungen und die Beschlüsse anzugeben.

Beschlusse des Aufsichtsrats und seiner Ausschüsse, die nach § 10 Abs 3 schriftlich, telegrafisch oder fernmündlich gefasst worden sind, werden in der Niederschrift über die nächste Sitzung des Aufsichtsrats oder seiner Ausschüsse aufgenommen

Ferner ist der Aufsichtsrat befugt, Änderungen der Satzung zu beschließen, die nur die Fassung betreffen.

## **§ 12**

Der Aufsichtsrat erlasst eine Geschäftsordnung für den Vorstand, in der er u.a. für bestimmte Arten von Geschäften festlegt, dass sie seiner Zustimmung bedürfen.

Die Zustimmung des Aufsichtsrates ist nicht Voraussetzung für die Rechtswirksamkeit des vorzunehmenden Geschäftes.

## **§ 13**

Die Hauptversammlung kann beschließen, dass den Aufsichtsratsmitgliedern eine jeweils für das vergangene Jahr festzusetzende Vergütung für ihre Muheverwaltung gewährt wird

Zusätzlich erhalten die Aufsichtsratsmitglieder den Ersatz ihrer baren Auslagen (insbesondere Reisekosten) und ein Sitzungsgeld in Höhe von 250 Euro für die einzelne Sitzung. Die Gesellschaft erstattet die auf die Bezüge entfallende Umsatzsteuer

Finden mehrere Sitzungen am gleichen Tage statt, wird nur ein Sitzungsgeld gezahlt.

### **3. Hauptversammlung**

#### **§ 14**

Die Hauptversammlung wird durch den Vorstand oder den Aufsichtsrat einberufen

Sie kann am Sitz der Gesellschaft oder an einem beliebigen anderen Ort im Inland stattfinden

#### **§ 15**

Zur Teilnahme an der Hauptversammlung sind nur Aktionäre zugelassen, welche im Aktienregister eingetragen und rechtzeitig angemeldet sind.

Die Anmeldung zur Teilnahme an der Hauptversammlung muss der Gesellschaft spätestens am dritten Tag vor der Hauptversammlung zugegangen sein. Fällt das Ende der Anmeldefrist auf einen Sonnabend, Sonntag oder gesetzlichen Feiertag, endet die Anmeldefrist jeweils am vorhergehenden Werktag. Stimmberechtigt sind die am Anmeldeschlusstag im Aktienregister eingetragenen Aktien. Die Aktionäre können sich durch einen Bevollmächtigten vertreten lassen.

Werden von der Gesellschaft benannte Stimmrechtsvertreter zur Ausübung des Stimmrechts bevollmächtigt, so kann die Vollmacht schriftlich, per Fax oder auf einem von der Gesellschaft näher zu bestimmenden elektronischen Weg erteilt werden. Die Einzelheiten werden zu-

sammen mit der Einberufung der Hauptversammlung bekannt gemacht.

## § 16

Den Vorsitz in der Hauptversammlung führt der Vorsitzende des Aufsichtsrates oder im Falle der Verhinderung sein Stellvertreter. Im Falle der Verhinderung beider Personen führt ein anderes von den anwesenden Aufsichtsratsmitgliedern zu bestimmendes Mitglied des Aufsichtsrats den Vorsitz. Für den Fall, dass kein Mitglied des Aufsichtsrats den Vorsitz übernimmt, wird der Versammlungsleiter unter Leitung des ältesten anwesenden Aktionärs durch die Hauptversammlung gewählt. Der Vorsitzende leitet die Verhandlungen, bestimmt die Reihenfolge der Gegenstände der Tagesordnung sowie die Art der Abstimmung

## § 17

Die Beschlüsse der Hauptversammlung werden, sofern nicht die Satzung oder zwingende Vorschriften des Aktiengesetzes etwas Abweichendes bestimmen, mit einfacher Mehrheit der abgegebenen Stimmen gefasst. Schreibt das Aktiengesetz außerdem zur Beschlussfassung eine Mehrheit des bei der Beschlussfassung vertretenen Grundkapitals vor, so genügt, soweit gesetzlich zulässig, die einfache Mehrheit des vertretenen Grundkapitals. Bei Stimmengleichheit gilt ein Antrag als abgelehnt.

Wenn bei Wahlen im ersten Wahlgang keine Mehrheit erzielt wird, so findet die engere Wahl zwischen den beiden Bewerbern statt, welche die meisten Stimmen

erhalten haben. Bei Stimmengleichheit entscheidet das Los.

Je eine auf den Namen lautende Aktie gewährt eine Stimme.

#### **IV. Jahresabschluss und Gewinnverteilung**

##### **§ 18**

Das Geschäftsjahr ist das Kalenderjahr.

##### **§ 19**

Der Vorstand hat in den ersten drei Monaten des Geschäftsjahres für das vergangene Geschäftsjahr den Jahresabschluss und den Lagebericht aufzustellen und dem Abschlussprüfer vorzulegen. Der Jahresabschluss, der Lagebericht und der Prüfungsbericht des Abschlussprüfers sind unverzüglich nach Eingang des Prüfungsberichtes, möglichst in den ersten fünf Monaten des Geschäftsjahres, dem Aufsichtsrat vorzulegen.

Sofern die Voraussetzungen des § 264 Abs. 3 HGB einschließlich des entsprechenden Beschlusses der Hauptversammlung erfüllt sind, hat der Vorstand in den ersten drei Monaten des Geschäftsjahres für das vergangene Geschäftsjahr Bilanz und GuV nach den allgemeinen Vorschriften des HGB aufzustellen und in den ersten fünf Monaten des Geschäftsjahres dem Aufsichtsrat vorzulegen.

Abweichende oder ergänzende Regelungen können durch die Hauptversammlung beschlossen werden.

## **§ 20**

Die Hauptversammlung beschließt alljährlich innerhalb der ersten acht Monate des Geschäftsjahres über die Entlastung des Vorstandes und des Aufsichtsrats sowie über die Verwendung des Bilanzgewinnes und in den im Gesetz vorgeschriebenen Fällen über (i) die Feststellung des Jahresabschlusses und (ii) die Wahl eines Abschlussprüfers für das laufende Geschäftsjahr

Die Hauptversammlung kann anstelle oder neben einer Barausschüttung auch eine Sachausschüttung beschließen.

## **§ 21**

Bei Ausgabe neuer Aktien kann eine andere Gewinnberechtigung festgesetzt werden.

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Die vorstehende Satzung ist der vollständige Wortlaut der Satzung der  
**Lufthansa Technik Aktiengesellschaft** mit Sitz in Hamburg

Die geänderten Bestimmungen der Satzung stimmen mit dem Beschluss der  
Hauptversammlung über die Änderung der Satzung vom 23. Oktober 2006  
und die unveränderten Bestimmungen stimmen mit dem zuletzt zum  
Handelsregister eingereichten vollständigen Wortlaut der Satzung überein

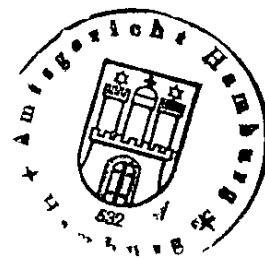
Köln, den 26. Oktober 2006



(Dr. Christoph Neuhaus)

Notar

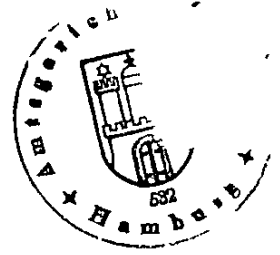
Die Übereinstimmung der Abschrift  
(Ablichtung) mit der Hauptschrift  
wird bezeugt  
Hamburg, d. 8. 9. 10.



Unterschrift des Geschäftsführers  
(H. K.)

- JDS -





## **Apostille**

(Convention de La Haye du 5 octobre 1961)

- 1 Land Bundesrepublik Deutschland  
Diese öffentliche Urkunde
- 2 ist unterschrieben von dem Justizobersekretar  
Heil
- 3 in der Eigenschaft als Urkundsbeamter der  
Geschäftsstelle
- 4 sie ist versehen mit dem Stempel des

Amtsgerichts Hamburg

## **Bestätigt**

- 5 in Hamburg
- 7 durch den Präsidenten des Amtsgerichts
- 8 unter Nr 1217/2010
- 9 Stempel

6 am 13 September 2010

10 Unterschrift



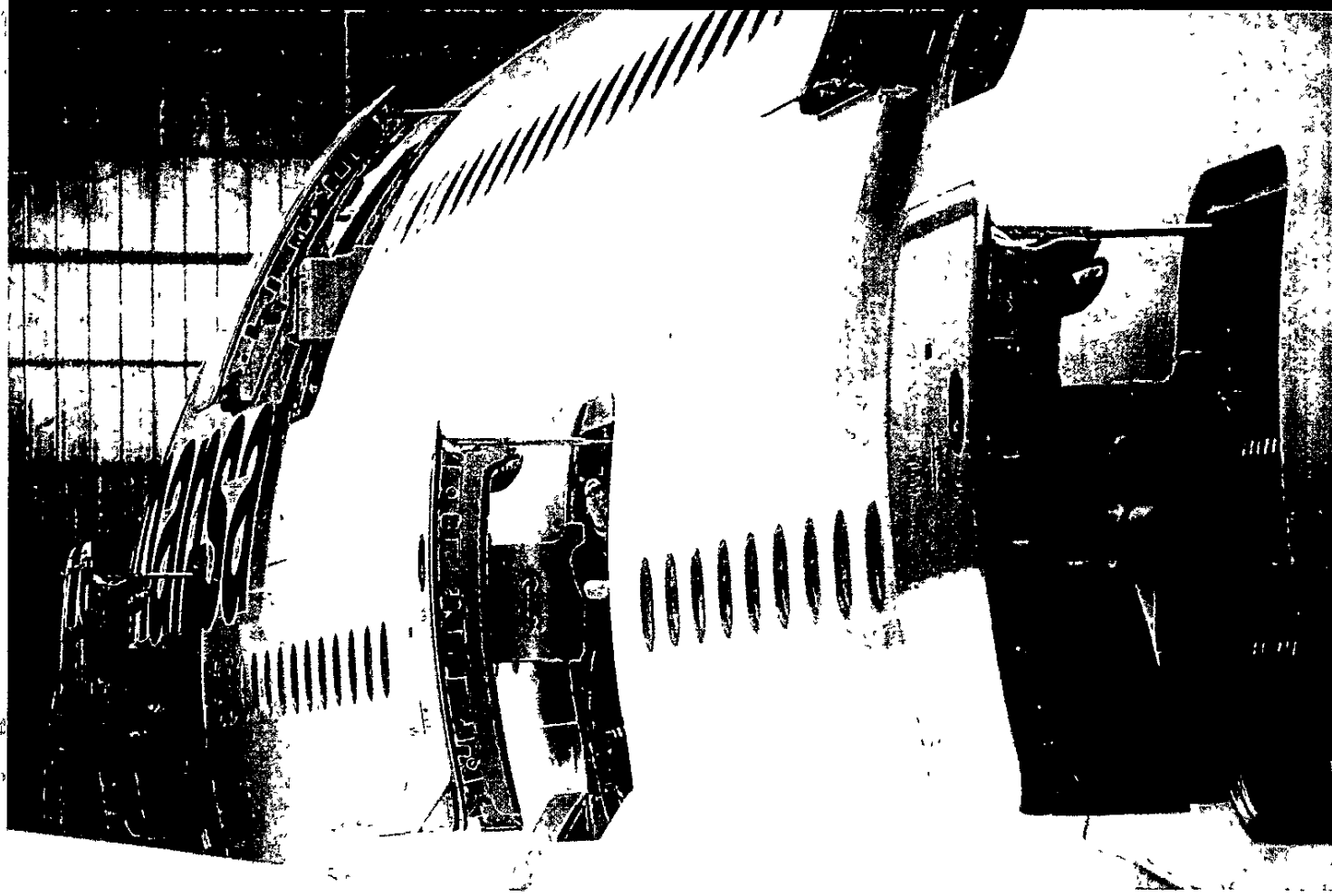
  
Rządtki

Hamburg



**Lufthansa Technik**

## **Annual Report 2010**



## Lufthansa Technik Group at a glance

(all figures quoted in thousand Euro)	2010	2009
Revenue	4,018,136	3,963,232
Result from operating activities	299,444	339,942
Earnings before tax (EBT)	282,400	293,861
Operating result	268,232	316,421
Investments	67,478	121,573
Depreciation on assets	93,969	86,858
Balance sheet total	3,109,559	2,939,813
Employees (year average)	20,297	19,758
Personnel costs	1,100,599	1,059,481

# Introduction from the Board

Ladies and Gentlemen,

In 2010, aviation recovered from the international economic and fiscal crisis. By the end of the year, international passenger volume had climbed to just above its pre-crisis levels. Technical service providers in the MRO industry (Maintenance, Repair & Overhaul), which is a late indicator, were delayed in feeling the effects of this recovery, but even this market began to show growth in the second half of 2010 compared with the previous year. Lufthansa Technik was able to profit on the whole from this upswing.

Even so, profit margins in the global aviation market remained significantly below expectations, it has not yet been possible to translate the increasing demand for mobility into sustainable profits on a global level! The MRO market increased in 2010 by approximately 2.5 percent to USD 45 billion. In the product areas in which Lufthansa Technik is active, growth reached nearly 4 percent. However, the supply of technical services continues to exceed demand, and a return to growth is complicated by undiminished price and cost pressures.

Against this backdrop, Lufthansa Technik has survived the economic and financial crisis relatively well through increases in efficiency, high utilization of flexible working hours, and process innovations. This year saw a slight increase in revenue, but as expected we were not quite able to match the record earnings of the year before. Operatively, the smooth introduction of Lufthansa's new Airbus A380 flagship was a particular high point for Lufthansa Technik in 2010.

In this first year after the crisis, Lufthansa Technik demonstrated its robust competitiveness through its motivated, committed employees. The next task is to succeed in reducing unit costs for customers even further. With our improved product portfolio, international structure, leaner processes, a high level of customer loyalty and our drive to deliver outstanding quality, Lufthansa Technik will continue to play a successful role in the MRO market's positive developments.



August Wilhelm Henningsen,  
Chairman



Dr. Peter Jansen  
Finance



Uwe Mukrasch  
Human Resources & Information Management



Dr. Thomas Stüger,  
Product and Services

August Wilhelm Henningsen

## Lufthansa Technik Group

This annual report is intended to reflect the growing importance of Lufthansa Technik AG's global group of companies by presenting financial information for the Lufthansa Technik subgroup. In fiscal year 2010, the basis of consolidation consisted of twenty companies based in Germany and elsewhere in addition to the parent company, Lufthansa Technik AG. In this report, we present the parent company Lufthansa Technik AG as well as those production companies in the global group of companies that are listed here.

**Lufthansa Technik AG, Hamburg** Established in October 1994 as a subsidiary of Deutsche Lufthansa AG, Lufthansa Technik AG is the parent company of the business segment MRO of Deutsche Lufthansa AG and the global Lufthansa Technik Group, and comprises a total of 54 companies. Lufthansa Technik is the foundation of Deutsche Lufthansa's top-tier technical image and numbers 750 other airlines and operators of commercial aircraft among its customers. Its revenue amounted to EUR 3.5 billion in 2010. The heart of the company, which has 10,600 employees, is the overhaul, development, and logistics center in Hamburg, where technical operations began in 1955 following Lufthansa's reestablishment after the war. Lufthansa Technik AG employs 6,500 people at this site alone; they work primarily on the overhaul of widebody aircraft, the maintenance of engines, components and equipment, the completion of large commercial aircraft, and in the area of research and development. The company's maintenance hub is in Frankfurt and has a staff of 2,770, followed by Munich with 460 employees and Berlin with 415.

**AirLiance Materials, Roselle/Illinois, USA** The main activity of this company, which was established in 1998, is the sale of quality-assured or new spare parts especially for its shareholders Lufthansa Technik, United Airlines, and Air Canada as well as for third-party customers. With an average workforce of 81, the company generated revenue of EUR 76 million in 2010.

**BizJet International Sales & Support Inc., Tulsa/Oklahoma, USA** BizJet is a leading American company in the completion and support of VIP aircraft and larger business jets. BizJet has been part of the Group since 2000, had an average of 205 employees in 2010 and generated revenue of EUR 40 million.

**Hawker Pacific Aerospace, Corp., Sun Valley/California, USA** Established in 1912 and a wholly owned subsidiary of Lufthansa Technik since April 2002, this company offers landing gear overhaul services in Sun Valley and London. In the year under review, its revenue amounted to EUR 93 million with an average workforce of 576.

**Lufthansa Technik AERO Alzey GmbH, Alzey** For over 20 years, this company has successfully maintained turboprop engines from Pratt & Whitney and CF34 turbofan engines from General Electric. AERO Alzey's revenue was EUR 196 million in the year under review with average employment of 441.

**Lufthansa Technik Airmotive Ireland, Dublin/Ireland** This subsidiary, which became a member of the Lufthansa Technik Group in 1997, specializes in repairing CFM1 and Pratt & Whitney engines. During fiscal year 2010, revenue of EUR 167 million was generated by an average work force of 462.

**Lufthansa Technik Budapest** offers overhaul and maintenance services for Boeing 737 Classic and Next Generation aircraft as well as the Airbus A320 family. Founded in 2000 as a joint venture with Budapest Airport Plc, which holds a share of 15%, Lufthansa Technik Budapest produced revenue of EUR 31 million in 2010 with an average workforce of 386.

**Lufthansa Technik Logistik GmbH, Hamburg** This logistics subsidiary has been an independent entity since 1998, and specializes in logistical services such as procurement, warehousing, and transportation of materials. The company generated revenue of EUR 185 million in 2010 and had an annual average of 678 employees.

**Lufthansa Technik Maintenance International GmbH, Frankfurt** This company, which was formed by merging Condor Cargo Technik and parts of the maintenance division of Lufthansa Technik, has been the competence center for maintenance services for non-Lufthansa customers since the beginning of 2009. In its second fiscal year it generated revenue of EUR 105 million with an average of 803 employees.

**Lufthansa Technik Malta** is a joint venture with Air Malta, which holds a share of 8%. The company has been offering maintenance and overhaul services since 2002 on the island of Malta, focusing on Boeing 737 and Airbus A320, A330 and A340 aircraft. An average workforce of 569 produced EUR 38 million in revenue in the year under review.

**Lufthansa Technik Philippines Inc, Manila/Philippines** Established in 1999 as a joint venture with Macro Asia, this company overhauls aircraft, engines, and components for the fleets of Philippine Airlines and other customers. Revenue of EUR 156 million was generated in 2010 by an average workforce of 2,707.

**Lufthansa Technik Switzerland, Basel/Switzerland**, has been a member of the Lufthansa Technik Group since 2008. As the former technology division of SWISS at Basel/Mulhouse airport, it supports regional aircraft of SWISS and other customers as well as larger VIP aircraft, in particular from the Boeing 737 and Airbus A320 families. In the year under review, it produced EUR 88 million in revenue with 455 employees.

**Shannon Aerospace Ltd, Shannon/Ireland** The maintenance portfolio of Shannon Aerospace, founded in 1992, focuses on overhauling short-range aircraft for European customers. In 2010 the company generated revenue of EUR 56 million and had an average workforce of 755.

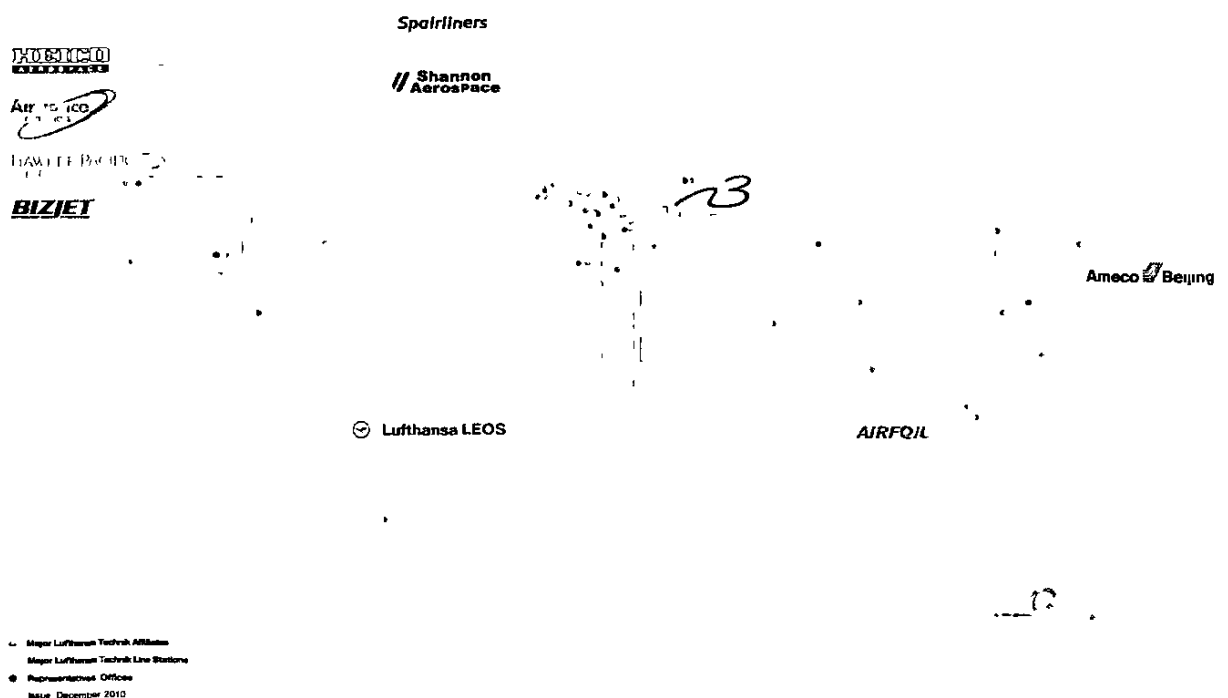
## Management Report of the Lufthansa Technik Group 2010

- Although trailing that of the economy as a whole, recovery in the MRO market has begun, and Lufthansa Technik was able to profit from this increasingly over the course of the fiscal year
- Revenues lie slightly above those of the previous year. Once again Lufthansa Technik generated a high contribution to the earnings of the Lufthansa Group, although it was unable to reach the record levels of fiscal 2009
- With its extensive product portfolio and international manufacturing pool, Lufthansa Technik is well placed to increase revenues and earnings again in the future

### Business and strategy

#### Leading provider in the MRO market

Lufthansa Technik is the world's leading manufacturer-independent provider of maintenance, repair and overhaul (MRO) services for commercial aircraft. Thirty technical maintenance organizations around the world belong to the Lufthansa







Technik Group, and the corporation has direct and indirect equity investments in 54 companies

For more than 50 years, Lufthansa Technik has participated in the development of new maintenance and repair procedures for the products of major aircraft manufacturers and supported airlines in introducing new aircraft types into scheduled service. After successfully taking on technical service provision for the Airbus A380, the company is now preparing to provide technical services for Boeing's new 787 and 747-8 aircraft types.

Lufthansa Technik's range of services is covered by six product divisions: Maintenance, Aircraft Overhaul, Engines, Components, Landing Gear and VIP Aircraft (completion and maintenance). The company offers a variety of product structures and combinations, from the repair of a single component to the fully integrated supply of entire fleets, including spare engines and components. Lufthansa Technik's Total Support services guarantee customers end-to-end care that can even encompass the management of entire fleets, and are among the most successful service packages on the MRO world market.

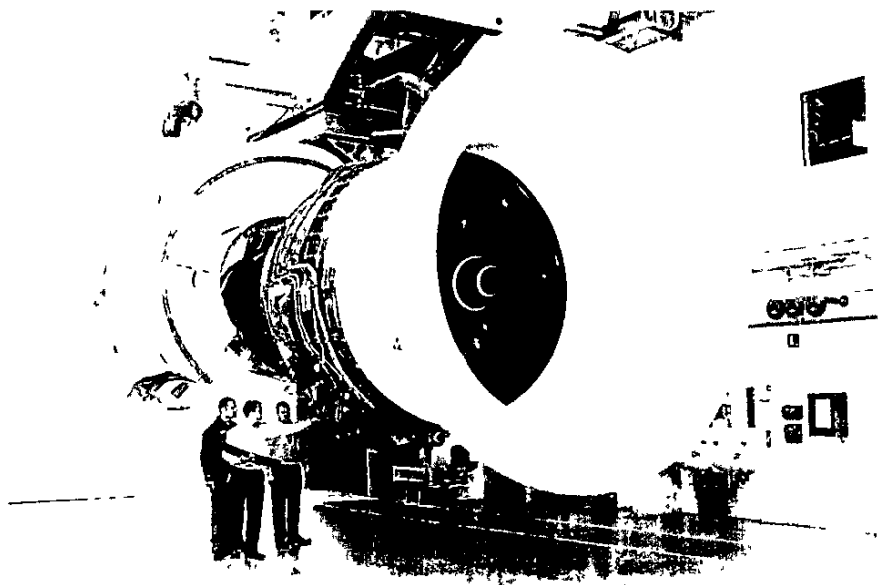
Hamburg is the most important location for maintenance operations, including aircraft overhaul, cabin completion for VIP aircraft, engine and component maintenance, the logistics center, and the design and production facility, and is therefore also home to the headquarters of Lufthansa Technik. The largest maintenance stations are in Frankfurt, Munich and Berlin, with other stations at

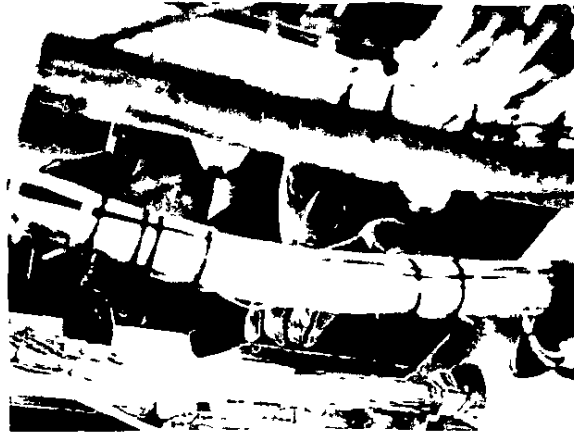
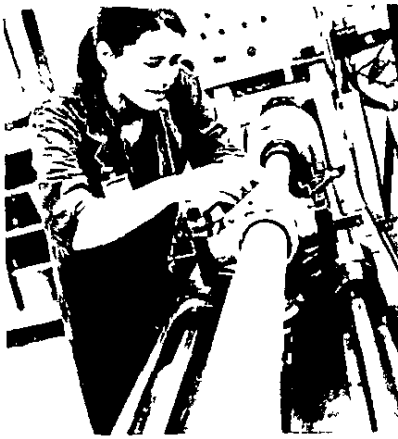
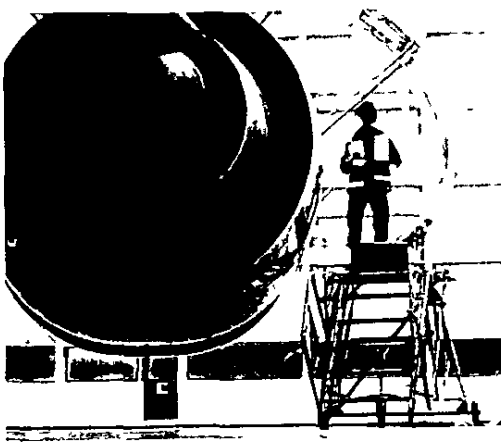
all larger German airports and at fifty other locations worldwide. Lufthansa Technik uses its international network to provide on-site services for its customers. An example is the new Lufthansa Bombardier Aviation Services maintenance station for business jets in Riga, Latvia, which has been in operation since 2010. Cost-effective locations help Lufthansa Technik increase its competitiveness, the company's entry into the Asian market years ago continues to contribute to its success. Today, Lufthansa Technik operates maintenance facilities in four Asian countries. For example Lufthansa Technik Philippines, Lufthansa Technik Shenzhen, Lufthansa Technik Services India and Ameco Beijing. In 2011, its market presence in Germany will be extended even further by the construction of a new maintenance hangar with room for three short- and medium-haul aircraft at the site of the future Berlin-Brandenburg International Airport.

#### **Product portfolio also expanded in 2010**

In the year under review, Lufthansa Technik introduced a variety of new products. Among them were a new on-board camera surveillance system and a flexible Quick Change Kit for VIP cabins in Airbus and Boeing aircraft. This kit enables customers to convert part of the cabin into an exclusive VIP compartment, as needed and at short notice. In addition, a Mobile Aircraft and Cabin Services team now ensures that numerous VIP and business jet customers can receive service on site, anywhere in the world.

The engine product portfolio has also been expanded. Maintenance and overhaul tasks can now be carried out on the Airbus A380's Trent 900 engines as well as on the Embraer E-Jet's auxiliary power unit (APU). Lufthansa Technik





signed a cooperation agreement with Volvo Aero Corporation governing the joint development and marketing of new repair methods for individual engine components. The company also has plans for a cooperation with Panasonic Avionics Corporation in the form of a joint venture for the development, manufacture and marketing of entertainment, communication and cabin management systems for VIP aircraft.

## Markets and competitors

The ongoing recovery in global air traffic has led to an increase, though somewhat delayed, in worldwide demand for technical maintenance services in the aviation industry. The total market for technical services for commercial aircraft had an estimated volume of USD 45 billion in 2010, which represents growth of 2.5 percent over the previous year. Lufthansa Technik's modern portfolio covers 82 percent of this market's volume, and the rollover to young fleets strengthened the portfolio market even more, generating growth of 3.9 percent. Because Lufthansa Technik's revenue growth in 2010 was moderate, the company's market share slid slightly to 14 percent.

Among Lufthansa Technik's competitors are original equipment manufacturers (OEM) of aircraft, engines and components, but also airlines themselves – such as Air France-KLM – and independent providers such as ST AERO or SR Technics. Competition is increasing. New MRO capacity is crowding onto the market and increasing price pressure while airlines continue to battle high cost and margin pressures. As a countermeasure, Lufthansa Technik reacted early with programs to ensure flexible capacity, cost reductions and efficiency increases.

## Sales and customers

### Share of revenue generated with third-party customers increases

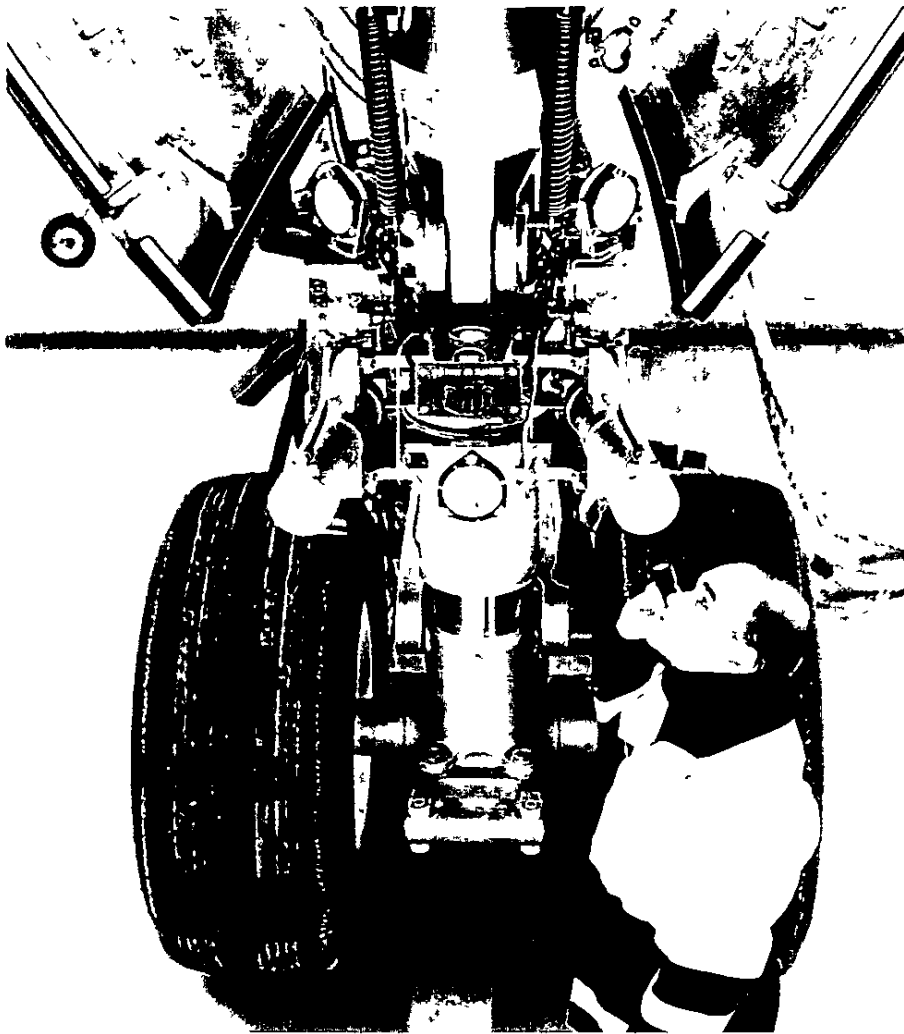
Lufthansa Technik has 750 customers around the world, primarily airlines and operators of VIP jets, but also aircraft leasing companies. Revenue generated with customers outside the Lufthansa Group continued to develop positively in 2010, growing by 11 percent to reach 59.1 percent of total revenue. The most important sales region continued to be Europe, including the CIS states, with a share of revenue of approximately 68 percent. Asia contributed a share of 13 percent, Middle East/Africa 10 percent, and the Americas 9 percent.

Sales at Lufthansa Technik are, for the most part, centrally managed through the direct sales function, although some individual products are sold on a decentralized basis. Sales are divided up into regions, large and important customers are managed by key accounts, some directly at the customer's location. In the area of e-marketing, the customer portal offers a quick overview of Lufthansa Technik's products, sites and new developments. Customer relationships are strengthened and expanded through various print media, participation in international trade fairs, and specialized product-oriented conferences organized by Lufthansa Technik itself. An accurate picture of what customers want is ensured through regular customer satisfaction surveys and direct feedback provided to both sales representatives and decentralized customer service.

## Business development

### Upswing in contract conclusions ensures recovery over the course of the year

MRO businesses are late indicators in the aviation industry and as such Lufthansa Technik's revenue initially declined in 2010, but during the second half of the year it rose increasingly in the direction of the previous year's levels. Overall, 34 new customers and 460 new contracts contributed to an increased contract volume of EUR 504 million for 2010 as a whole, which represents an increase of 23 percent over the previous year. Some customer revenues were lost due to economic crisis-related insolvencies, and this resulted in revenue shortfalls as well as a decline in profits and allowances on receivables. Even so, in 2010 the company was able to compensate more than adequately for customer losses, and recorded an increase of 27 aircraft (+13 percent) to reach a total of 2,055 aircraft under contract to Lufthansa Technik.



During the year under review, Lufthansa Technik delivered the second Airbus A319 for the fleet of the German Federal Ministry of Defence, this aircraft was equipped with a VIP cabin during ground maintenance lasting seven months. In addition, an Airbus A340 for the German federal government is currently being completed in Hamburg. Moreover, Lufthansa Technik and China Airlines have signed a long-term contract for component services for 24 of the airline's Airbus A330 and A340 aircraft, and the company has taken on component supply for 34 Boeing 737NG planes belonging to Aeromexico.

Lufthansa Technik AERO Alzey also succeeded in winning many new contracts during fiscal year 2010, including maintenance for the engines of a variety of aircraft belonging to Lufthansa CityLine, Eurowings, the Austrian regional carrier InterSky, the Spanish regional airline Air Nostrum and Air Mauritius.

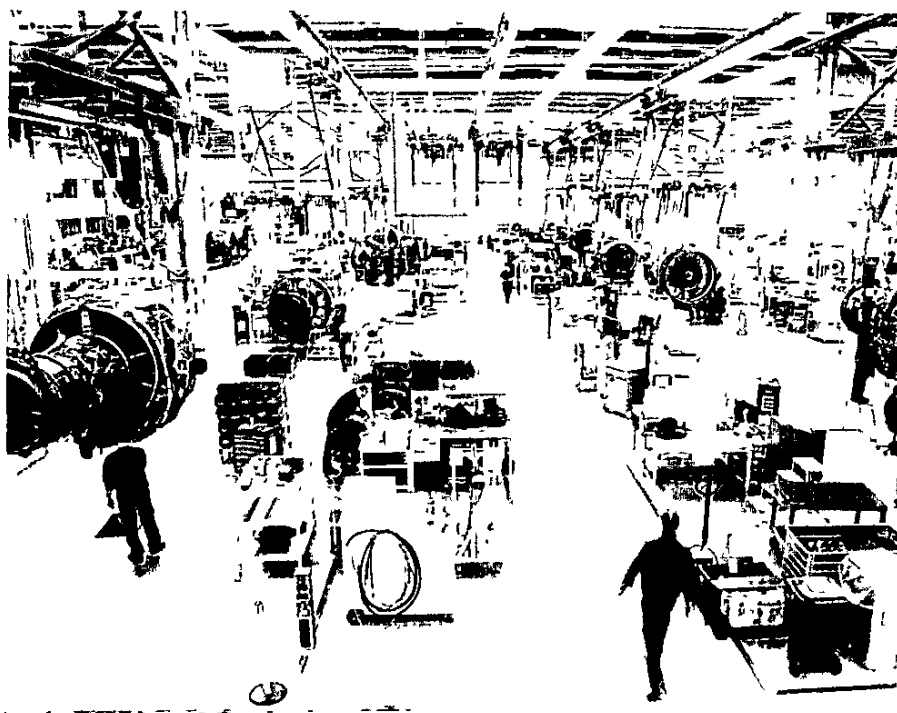
Lufthansa Technik concluded a ten-year cooperation agreement with National Air Services (NAS) in Saudi Arabia that governs both maintenance services for the engines and components for the entire NAS fleet. In addition, engineers and technical consultants from Lufthansa Technik will be supporting NAS's new technology subsidiary, NAS Tech, in developing its own on-site maintenance know-how.

Austrian Airlines was the source of an order to overhaul the engines of its Airbus A320 family of aircraft over the next eight years. This contract represents a further development of a cooperation and partnership of many years with Austrian Airlines, which has been part of the Lufthansa Group since 2009.

## Revenue and profits

### Revenue grows 1.4 percent

During the year under review, the basis of consolidation in the Lufthansa Technik Group was expanded to include the aircraft overhaul operations Lufthansa Technik Malta and Lufthansa Technik Budapest.





Lufthansa Technik was able to continue on its course for growth through a strong fourth quarter and increase revenues by 14 percent over the previous year to EUR 4 billion. While revenues from the Lufthansa Group companies declined slightly by 13 percent, Lufthansa Technik was able to expand its third-party business by 33 percent to EUR 2.4 billion.

Other operating income grew by EUR 54 million to reach EUR 211 million as a result of positive changes in stock as well as income from personnel assignments and services.

Lufthansa Technik generated total operating revenue of EUR 4.2 billion in 2010 – a plus of 26 percent over the previous year.

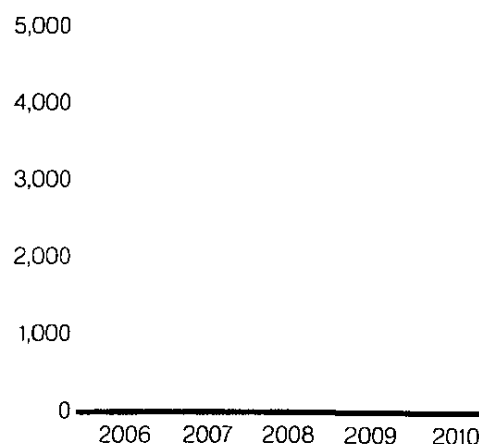
#### Operating expenses increase by 41 percent

Operating expenses climbed by EUR 157 million (+41 percent) to reach EUR 4.0 billion, mostly driven by the increase in the cost of materials, which rose by EUR 77 million (+39 percent) to EUR 2.1 billion. This trend is the reflection of the growth in revenue from engine and component maintenance.

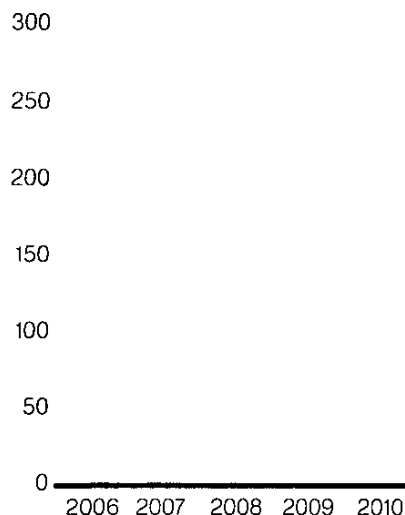
Personnel costs increased by 40 percent to EUR 1.1 billion, and the average yearly workforce in the Technik business segment grew by 955 employees compared with the previous year, owing to the newly consolidated companies. However, the number of employees was reduced at several facilities, so that a plus of only 539 employees remained, with a total of 20,297 employees group-wide.

Impairment losses grew by 8 percent to EUR 94 million. Other operating expenses rose by 46 percent to EUR 710 million through higher provisions, steeper expenses for rent, repair and maintenance, and the increased deployment of third-party personnel.

Revenue development  
Lufthansa Technik Group  
(in EUR million)



Earnings before tax (EBT)  
Lufthansa Technik Group  
(in EUR million)



### Operating result lower than previous year as expected

As expected, the operating result could not be held at the high level of the previous year, it sank 15 percent to EUR 268 million

### Investments significantly lower than 2009

At EUR 67 million, investment levels in 2010 were EUR 54 million lower than during the previous year, the high levels reached in 2009 included the purchase of spare engines and the equipping of the A380 maintenance hangar

### A reliable ongoing source of earnings

Lufthansa Technik may be a late indicator within the Lufthansa group of companies, but it is also a reliable and significant contributor to operative earnings. Thus despite the changing economic climate, Lufthansa Technik has succeeded in past years in achieving continually high operating profits through steady growth in sales, rigorous cost management, a state-of-the-art product portfolio and an international manufacturing pool. Lufthansa Technik's last record earnings year was 2009 – the year that will go down in the history of many aviation companies as a year of crisis. The operating result for 2010, as expected, lies 15 percent behind those record levels.







## Outlook

### Renewed growth in an accelerating market environment

Against the backdrop of the continual expansion in aircraft fleets worldwide, the MRO sector has reason to be optimistic about the future, and can expect average growth of 4.6 percent per year over the next five years – with growth of even 5.2 percent per year expected in the market served by Lufthansa Technik's product portfolio. Yet new MRO capacity is likewise entering the market, and will merely increase today's competitive pressures. In addition, it is realistic to expect a further intensification of price and cost pressures driven by crisis-shaken airlines. In such a situation, only MRO businesses with competitive unit costs will be able to profit from the market's growth.

Thanks to its modern, innovative product portfolio, its cost-effective locations and its ongoing programs to reduce costs, increase efficiency and improve flexibility, Lufthansa Technik is well positioned to meet the challenges of a competitive MRO environment. Thus the company anticipates renewed gains in both its revenues and operating result in 2011 and 2012.

# Lufthansa Technik Group

## Balance sheet as of December 31, 2010

### Assets

December 31, 2010

December 31, 2009

(all figures in EUR thousand)

Intangible assets	19,489	21,375
Property, plant and equipment	858,922	849,973
Repairable aircraft parts	739,993	678,638
Equity-accounted financial assets	98,348	59,851
Other financial assets	44,977	78,666
Receivables and other assets	38,839	21,027
<b>Non-current assets</b>	<b>1,800,567</b>	<b>1,709,530</b>
Inventories	400,274	406,813
Receivables and other assets	880,377	809,644
Securities	703	454
Cash and cash equivalents	27,639	11,754
Assets held for sale	0	1,619
<b>Current assets</b>	<b>1,308,992</b>	<b>1,230,283</b>
	<b>3,109,559</b>	<b>2,939,813</b>

### Shareholders' equity and liabilities

December 31, 2010

December 31, 2009

(all figures in EUR thousand)

<b>Shareholders' equity</b>	<b>820,530</b>	<b>769,855</b>
Provisions	295,699	244,961
Financial liabilities	27,178	79,243
Liabilities	718,392	680,568
<b>Non-current provisions and liabilities</b>	<b>1,041,269</b>	<b>1,004,771</b>
Provisions	273,563	306,710
Financial liabilities	67,799	56,230
Liabilities	906,397	802,246
<b>Current provisions and liabilities</b>	<b>1,247,760</b>	<b>1,165,186</b>
	<b>3,109,559</b>	<b>2,939,813</b>

# Lufthansa Technik Group

## Income statement

### for fiscal year 2010

2010

2009

(all figures in EUR thousand)

1 Revenue	4,018,136	3,963,232
2 Other operating income	210,546	157,089
<b>Total operating revenue</b>	<b>4,228,682</b>	<b>4,120,321</b>
1 Personnel costs	1,100,599	1,059,481
2 Cost of materials	2,055,870	1,979,033
3 Depreciation, amortization and impairment losses	93,969	86,858
4 Other costs	710,013	678,527
<b>Total costs</b>	<b>3,960,450</b>	<b>3,803,899</b>
<b>Operating profit</b>	<b>268,232</b>	<b>316,421</b>
1 Net effect from the disposal of/reversal of impairment losses on financial assets	18,850	3,235
2 Other income from the reversal of provisions	31,092	13,368
3 Other income	1,141	8,507
4 Other costs	19,872	1,589
<b>Earnings before interest and tax (EBIT)</b>	<b>299,444</b>	<b>339,942</b>
1 Income from equity investments	18,717	6,903
2 Net interest costs	-27,838	-36,448
3 Impairment losses on financial assets	7,923	16,535
<b>Net finance costs</b>	<b>-17,044</b>	<b>-46,081</b>
<b>Earnings before tax (EBT)</b>	<b>282,400</b>	<b>293,861</b>

# Notes to the consolidated financial statements as of December 31, 2010

## I Accounting policies

### 1 Use of IFRSs

In addition to preparing single-entity financial statements in accordance with the Handelsgesetzbuch (German Commercial Code, HGB), or regional GAAP, Lufthansa Technik AG and its subsidiaries also prepare financial statements in accordance with the International Financial Reporting Standards (IFRSs) to facilitate consolidation. These IFRS single-entity financial statements form the basis for the consolidated financial statements presented here for Lufthansa Technik AG and its subsidiaries. These statements have been included in the audit of the consolidated financial statements of Deutsche Lufthansa AG. The auditors have issued the respective inter-office opinions.

The use of IFRSs enhances the international comparability of the annual financial statements. The standards in effect as of January 1, 2010 have also been applied.

The IFRS financial statements contain the following accounting policies in variance with German law: Translation of foreign currency denominated receivables and liabilities at the closing rate, recognition of internally produced intangible assets, pro-rata recognition of revenue from long-term customer contracts (percentage-of-completion method), recognition at present value of noncurrent provisions and liabilities on which interest is paid above or below market rates, derecognition of other provisions if the probability of use is less than 50 percent, recognition of deferred taxes in accordance with the asset and liability method, recognition of the asset and of the remaining liability under finance leases in accordance with the allocation criteria of IAS 17, measurement of pension provisions using the projected unit credit method. Due to the existence of a Group-wide hedging policy, the provisions of IAS 39 have only been applied to a limited extent in the IFRS financial statements of Lufthansa Technik AG.

## 2 Basis of consolidation

In 2010, the following twenty companies based in Germany and elsewhere were included in the basis of consolidation in addition to the parent company, Lufthansa Technik AG

Companies	Interest (%)
Lufthansa Technik Airmotive Ireland Holdings Limited, Dublin, Ireland	100
Lufthansa Technik Airmotive Ireland Limited, Dublin, Ireland	100
Lufthansa Technik Airmotive Ireland (Leasing) Limited, Dublin, Ireland	100
Lufthansa Technik AERO Alzey GmbH, Alzey, Germany	100
Lufthansa Technik North America Holding, Corp., Wilmington, Delaware, USA	100
BizJet International Sales & Support, Inc Tulsa, Oklahoma, USA	100
Lufthansa Technik Immobilien- und Verwaltungsgesellschaft mbH, Hamburg, Germany	100
Hamburger Gesellschaft für Flughafenanlagen mbH Hamburg, Germany	100
Lufthansa Technik Objekt- und Verwaltungsgesellschaft mbH, Hamburg, Germany	100
Hawker Pacific Aerospace, Corp., Sun Valley, California, USA	100
Hawker Pacific Aerospace Ltd Hayes, England	100
Shannon Aerospace Ltd., Shannon, Ireland	100
Lufthansa Technik Logistik GmbH, Hamburg, Germany	100
Lufthansa Technik Switzerland GmbH, Basel, Switzerland	100
Lufthansa Technik Maintenance International GmbH, Frankfurt am Main, Germany	100
JASEN Grundstücksgesellschaft mbH & Co KG, Grunwald, Germany	100
Lufthansa Technik Malta Limited, Malta	92 *
Lufthansa Technik Budapest Kft, Budapest, Hungary	85 *
Lufthansa Technik Philippines, Inc., Manila, Philippines	51
AirLiance Materials LLC, Roselle, Illinois, USA	50,2

) consolidated for the first time in 2010

### 3 Consolidated financial statements

Lufthansa Technik AG is exempt from the obligation to prepare its own consolidated financial statements or Group management report, the company is included in the consolidated financial statements of Deutsche Lufthansa AG. The consolidated financial statements are prepared in accordance with the International Financial Reporting Standards (IFRSs) and are filed with the Cologne Local Court under reference HRB 2168.

## II Notes to the balance sheet

### 4 Equity-accounted financial assets

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Shares in joint ventures	28,226	0
Shares in associated companies	70,122	59,851
<b>Total</b>	<b>98,348</b>	<b>59,851</b>

### 5 Other financial assets

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Shares in affiliated companies	18,847	29,854
Loans to affiliated companies	5,566	4,518
Associates and joint ventures	12,019	39,462
Loans to associates and joint ventures	7,486	4,358
Other loans	1,059	474
<b>Total</b>	<b>44,977</b>	<b>78,666</b>

### 6 Non-current receivables and other assets

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Other receivables due after one year	3,285	1,934
Expected income from the reversal of provisions due after one year	1,798	4,077
Other receivables from affiliated companies due after one year	14	4,412
Deferred tax assets	33,742	10,604
<b>Total</b>	<b>38,839</b>	<b>21,027</b>

**7. Inventories**

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Spare parts for aircraft	379,846	389,043
Raw materials and consumables	9,546	4,678
Work in process	10,868	13,092
Advance payments made	14	0
<b>Total</b>	<b>400,274</b>	<b>406,813</b>

**8 Current receivables and other assets**

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Trade accounts receivable	380,736	379,207
Trade accounts receivable from affiliated companies	242,777	210,090
Receivables from associates and joint ventures	6,851	10,145
Other assets	250,013	210,202
<b>Total</b>	<b>880,377</b>	<b>809,644</b>

**9 Shareholders' equity**

The capital stock of Lufthansa Technik AG is EUR 220 million, divided into 44,000,000 no-par-value shares. Deutsche Lufthansa Aktiengesellschaft is the sole shareholder.

**10 Non-current provisions**

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Provision for pensions and similar obligations	176,191	171,446
Other non-current provisions	119,508	73,515
<b>Total</b>	<b>295,699</b>	<b>244,961</b>

**11 Financial liabilities**

The financial liabilities relate to non-current liabilities to banks.

**12 Non-current liabilities**

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Liabilities to affiliated companies	685,654	639,197
Other non-current liabilities	26,770	24,617
Advance payments received	5,911	3,208
Provisions for deferred taxes	57	13,546
<b>Total</b>	<b>718,392</b>	<b>680,568</b>

**13 Current provisions**

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Provisions for other personnel costs	11,114	26,776
Other current provisions	262,449	279,934
<b>Total</b>	<b>273,563</b>	<b>306,710</b>

**14 Current liabilities**

(in EUR thousand)	Dec 31, 2010	Dec 31, 2009
Trade accounts payable	202,412	183,676
Liabilities to affiliated companies	15,391	18,697
Liabilities to associates and joint ventures	9,027	4,825
Advance payments received and deferred income	270,339	272,554
Other liabilities	407,520	321,610
Provisions for taxes on income	1,708	884
<b>Total</b>	<b>906,397</b>	<b>802,246</b>

**III Notes to the income statement****15 Revenue**

Revenue is broken down as follows

(in EUR thousand)	2010	2009
Group companies	1,645,551	1,666,096
Non-Group companies	2,372,585	2,297,136
<b>Total</b>	<b>4,018,136</b>	<b>3,963,232</b>



**16 Other operating income**

(in EUR thousand)	2010	2009
Currency translation differences	29,030	42,468
Miscellaneous other operating income	181,516	114,621
<b>Total</b>	<b>210,546</b>	<b>157,089</b>

**17 Other operating expenses**

(in EUR thousand)	2010	2009
Personnel costs	1,100,599	1,059,481
Cost of materials	2,055,870	1,979,033
Depreciation, amortization and impairment losses	93,969	86,858
Miscellaneous other operating expenses	710,013	678,527
<b>Total</b>	<b>3,960,450</b>	<b>3,803,899</b>

**18 Other non-operating income and expenses**

Other non-operating income increased due to reversals of provisions, write-ups from loan repayments and the sale of noncurrent assets. Other non-operating expenses arise from the closing-date measurement of financial liabilities.

**19 Net finance costs**

(in EUR thousand)	2010	2009
Income from profit and loss transfer agreements	1,490	3,165
Income from other associates and joint ventures	17,679	3,745
Expenses from loss transfers	452	8
Income from long-term loans	880	1,276
Other interest and similar income	7,539	11,812
Interest and similar expenses	36,257	49,536
Impairment losses on financial assets	7,923	16,535
<b>Total</b>	<b>-17,044</b>	<b>-46,081</b>

#### **IV General notes to the financial statements**

##### **20 Number of employees**

In the year under review, the Lufthansa Technik Group had an average of 20,297 employees (previous year 19,758)

##### **21 Supervisory Board and Executive Board**

The members of the Lufthansa Technik AG Supervisory and Executive Boards are listed on page 25

Hamburg, February 15, 2011

##### **Lufthansa Technik Aktiengesellschaft**

Executive Board

A -W Henningsen    Dr P Jansen    Dr T Stuger    U Mukrasch

# Supervisory Board and Executive Board

## Supervisory Board

Stephan Gemkow  
Chief Officer Finance  
and Aviation Services  
Deutsche Lufthansa AG  
Chairman

Dietmar Strelz  
Head of the Transportation Division,  
Multi-service trade union ver.di,  
Hamburg region  
Employee representative  
Deputy Chairman

Barbara Bleicher  
Attorney-at-law  
Employee representative  
(to Aug 27, 2010)

Hauke Brockmann  
Member of the Hamburg Works  
Council  
Employee representative

Kai Deutzmann  
Deputy Chairman of the Hamburg  
Works Council  
Employee representative  
(to Aug 27, 2010)

Cornelia Dorries  
Secretary of trade union ver.di  
Employee representative  
(since Aug 27, 2010)

Dr Christoph Franz  
Since Jan 2011 Deputy Chairman of  
the Executive Board, Deutsche  
Lufthansa AG  
(since Aug 27, 2010)

Anka Hatzel  
Officer Process and  
Quality Management  
Employee representative

Li Hai  
President & CEO  
China Aviation Supplies Import and  
Export Group Corporation, Beijing

Anke Heß  
Aircraft electronic technician  
Employee representative  
(since Aug 27, 2010)

Prof Dr Jochem Heizmann  
Member of the Executive Board,  
Volkswagen AG

Dr Peter Klaus  
Member of the Executive Board, KfW  
Bank Group  
(retired since May 1, 2007)

Stefan Lauer  
Member of the Executive Board with  
responsibility for Airlines and Human  
Resources,  
Deutsche Lufthansa AG  
(to Aug 27, 2010)

Wolfgang Mayrhofer  
To Dec 2010 Chairman  
of the Executive Board  
Deutsche Lufthansa AG

Bernard Meyer  
Managing Partner,  
MEYER WERFT GmbH

Ulrich Meyer  
Member of the Hamburg Works Council  
Employee representative  
(to Aug 27, 2010)

Jobst D Siemer  
Chairman of the Supervisory Board  
ExxonMobil Central Europe Holding  
GmbH

Sigfried Trissler  
Aircraft mechanic  
Employee representative  
(since Aug 27, 2010)

Burkhard Walter  
Industrial clerk  
Employee representative  
(since Aug 27, 2010)

Dipl.-Ing Wolfgang Weynell  
Head of division  
Employee representative of executive  
managers

Werner Zielina  
Deputy Chairman of the Frankfurt  
Works Council  
Employee representative  
(to Aug 27, 2010)

## Executive Board

August Wilhelm Henningsen  
Chairman

Dr Peter Jansen  
Finance

Uwe Mukrasch  
Human Resources and Information  
Management

Dr Thomas Stüger  
Products and Services



**FILE COPY**

**CERTIFICATE OF REGISTRATION  
OF AN OVERSEA COMPANY**

(Registration of a UK establishment)

Company No. FC030259

UK Establishment No. BR015254

The Registrar of Companies hereby certifies that

**LUFTHANSA TECHNIK AG**

has this day been registered under the Companies Act 2006 as having  
established a UK Establishment in the United Kingdom.

Given at Companies House on **14th June 2011.**



*Companies House*  
— for the record —



THE OFFICIAL SEAL OF THE  
REGISTRAR OF COMPANIES