

ANNUAL FINANCIAL STATEMENTS

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CONSOLIDATED BALANCE SHEET AS OF DECEMBER 31, 2007

ASSETS	APPENDIX NOTE	12/31/2007 [€]	12/31/2006 [T €]
A. FIXED ASSETS			
I. Intangible assets	1		
1. Franchises, trademarks, and similar rights		10,442,180.01	13,030
2. Goodwill		255,325.66	412
3. Advance payments		559,395.58	437
		11,256,901.25	13,879
II. Tangible assets	2		
1. Land and buildings		234,701,849.77	245,793
2. Technical equipment and machinery		485,145,955.73	461,804
3. Other equipment		62,411,919.68	56,385
4. Advance payments and construction in progress		72,469,958.28	85,051
		854,729,683.46	849,033
III. Financial assets	3		
1. Shares in related companies		122,998,928.37	353
2. Investments in associated companies		14,357,752.51	11,172
3. Other loans		1,103,525.37	955
		138,460,206.25	12,480
		1,004,446,790.96	875,392
B. CURRENT ASSETS			
I. Inventories	4		
1. Raw materials and supplies		142,887,670.22	119,725
2. Work in progress		125,176,971.73	98,902
3. Finished goods and products		272,081,415.20	242,787
4. Advance payments		12,249,003.06	8,144
		552,395,060.21	469,558
5. Advance payments received		-33,305,619.36	-21,280
		519,089,440.85	448,278
II. Receivables and other assets	5		
1. Trade receivables		659,238,719.15	647,562
2. Receivables from related companies		34,818,344.75	45
3. Receivables from associated companies		1,444,505.60	847
4. Other assets		102,580,437.23	89,871
		798,082,006.73	738,325
III. Securities			
Marketable securities		25,564.60	26
IV. Cash on hand and in federal bank			
Cash in banks and checks		172,771,535.89	199,996
		1,489,968,548.07	1,386,625
C. PREPAID EXPENSES			
1. Disagio		543,684.53	649
2. Other		7,598,186.02	6,008
		8,141,870.55	6,657
		2,502,557,209.58	2,268,674

LIABILITIES	APPENDIX NOTE	12/31/2007 [€]	12/31/2006 [T €]
A. SHAREHOLDERS' EQUITY	6		
I. Subscribed capital	7	120,000,000.00	120,000
II. Profit-participation certificates	8	98,380,540.56	149,221
III. Capital reserve	9	55,475,169.11	55,475
IV. Retained earnings and reserves	10		
1. Legal reserves		4,235,541.94	4,236
2. Other reserves		303,451,514.02	244,617
V. Consolidated income	11	140,154,381.98	89,336
VI. Difference according to section 301, paragraph 3, HGB	12	10,912,691.48	10,913
VII. Shares owned by other shareholders	13	32,825,028.84	27,904
		765,434,867.93	701,702
B. ACCRUED LIABILITIES			
1. Accruals for pension plans and similar commitments	14	140,754,867.58	136,823
2. Tax accruals	15	37,221,715.13	32,419
3. Other accrued liabilities	16	268,039,950.58	248,185
		446,016,533.29	417,427
C. LIABILITIES	17		
1. Profit-participation certificate liabilities		51,413,424.24	0
2. Liabilities to banks		270,182,382.15	270,167
3. Bonded loans		95,000,000.00	95,000
4. Trade payables		724,870,855.43	656,485
5. Notes payable (accepted and drawn)		1,529,822.75	7,205
6. Liabilities to related companies		124,066.66	3
7. Liabilities to associated companies		21,368,146.99	26,193
8. Other liabilities		125,390,088.29	92,715
		1,289,878,786.51	1,147,768
D. DEFERRED INCOME		1,227,021.85	1,777
		2,502,557,209.58	2,268,674

GROUP CONSOLIDATED INCOME STATEMENT FOR THE BUSINESS YEAR FROM JANUARY 1 TO DECEMBER 31, 2007

	APPENDIX NOTE	2007 [€]	2006 [T €]
1. Sales	21	6,319,433,691.39	5,597,750
2. Changes in work in progress and in finished goods		42,951,312.37	7,767
3. Self-constructed capitalized items		9,996,715.42	14,851
		6,372,381,719.18	5,620,368
4. Other operating income	22	71,150,101.25	83,106
5. Cost of materials			
a) Cost of raw materials, supplies, and purchased goods		-4,324,653,329.29	-3,741,002
b) Cost of purchased services		-177,096,654.52	-142,703
6. Personnel expenses			
a) Wages and salaries		-783,791,345.70	-749,713
b) Social security, pension, and other benefit costs	23	-202,491,968.81	-196,541
7. Depreciation and amortization		-155,990,053.18	-144,668
8. Other operating expenses	24	-525,682,453.50	-507,317
		273,826,015.43	221,530
9. Income from associated companies	25	4,214,374.90	2,202
10. Income from other investments and long-term loans		9,534.72	10
11. Other interest and similar income		11,232,176.72	11,832
12. Interest and similar expenses		-29,042,342.34	-31,954
13. Profit-participation certificate expenses		-11,054,014.51	-11,070
14. Transfer of profits from affiliated companies		1,071.48	
15. Transfer of losses from affiliated companies		-303.32	-3
16. Results from ordinary activities		249,186,513.08	192,547
17. Income taxes	26	-99,406,647.14	-97,893
18. Consolidated net profit		149,779,865.94	94,654
19. Profit allotment to minority shareholders		-9,633,704.25	-6,860
20. Loss allotment to minority shareholders		8,220.29	1,542
21. Consolidated income		140,154,381.98	89,336

CORPORATE CASH FLOW STATEMENT

	2007 [€ million]	2006 [€ million]
Consolidated net profit	149.8	94.7
Write-downs on non-current assets	156.0	144.7
Increase in accruals for pension plans and similar commitments	3.9	3.7
Cash flow	309.7	243.1
Other non-cash income and expenses	0.0	0.4
Increase of short-term accruals	24.7	7.1
Profit/loss on disposals of property, plant, and equipment	-0.6	-1.7
Change in investment in associated companies	-3.2	-1.0
Increase in inventories and trade receivables	-79.8	-60.8
Increase in other assets not related to investing or financing activities	-34.3	-14.3
Increase/decrease in trade payables	61.6	50.3
Increase in other liabilities not related to investing or financing activities	2.1	12.9
Cash flow from operating activities	280.2	236.0
1. Purchase of intangible assets	-5.2	-5.4
2. Purchase of property, plant, and equipment	-189.9	-185.7
3. Proceeds from disposals of property, plant, and equipment	16.8	17.5
4. Acquisition of non-current financial assets	-119.2	-0.1
5. Acquisition of subsidiaries	-6.2	-3.2
Cash flow from investing activities	-303.7	-176.9
1. Cash payments to shareholders	-22.5	-15.0
2. Cash payments to minority shareholders	-3.6	-2.5
3. Contributions received from minority shareholders	0.5	2.0
4. Change in profit-participation certificates	0.0	0.0
5. Cash proceeds from issuing bonded loans and short- or long-term borrowings	108.6	170.8
6. Cash repayments of short- or long-term borrowings	-87.3	-149.0
Cash flow from financing activities	-4.3	6.3
Changes affecting settlement of cash	-27.8	65.4
Change in cash funds from exchange rate movements and changes in group structure	0.6	-1.1
Changes in cash funds	-27.2	64.3
Cash funds at the beginning of period	200.0	135.7
Cash funds at the end of period	172.8	200.0

DEVELOPMENT OF FIXED AND FINANCIAL ASSETS 2007

ACQUISITION AND MANUFACTURING COSTS

	Balance carried fwd. 01/01/07 [€]	Additions [€]	Disposals [€]
I. INTANGIBLE ASSETS			
1. Franchises, trademarks, and similar rights	56,043,707	4,570,396	1,525,930
2. Goodwill	2,064,930	0	457,504
3. Advance payments	436,693	590,962	9,131
	58,545,330	5,161,358	1,992,565
II. TANGIBLE ASSETS			
1. Land and buildings	484,856,560	5,551,213	3,617,842
2. Technical equipment and machinery	1,550,916,835	85,403,889	17,263,805
3. Other equipment	253,228,885	29,470,693	18,690,959
4. Advance payments and construction in progress	85,051,184	69,430,836	4,786,714
	2,374,053,464	189,856,631	44,359,320
III. FINANCIAL ASSETS			
1. Shares in related companies	400,287	122,675,737	0
2. Loans to affiliated companies	0	0	0
3. Investments in associated companies	11,172,233	0	0
4. Other loans	954,426	176,584	26,692
	12,526,946	122,852,321	26,692
	2,445,125,740	317,870,310	46,378,577

DEPRECIATION

	Balance carried fwd. 01/01/07 [€]	Depreciation [€]	Disposals [€]
I. INTANGIBLE ASSETS			
1. Franchises, trademarks, and similar rights	43,013,625	6,775,171	666,599
2. Goodwill	1,652,288	50,126	293,565
3. Advance payments	0	0	0
	44,665,913	6,825,297	960,164
II. TANGIBLE ASSETS			
1. Land and buildings	239,063,376	13,543,286	2,230,613
2. Technical equipment and machinery	1,089,113,154	116,190,586	13,460,184
3. Other equipment	196,843,939	19,430,884	11,183,007
4. Advance payments and construction in progress	0	0	0
	1,525,020,469	149,164,756	26,873,804
III. FINANCIAL ASSETS			
1. Shares in related companies	47,740	0	0
2. Loans to affiliated companies	0	0	0
3. Investments in associated companies	0	0	0
4. Other loans	0	0	0
	47,740	0	0
	1,569,734,122	155,990,053	27,833,968

	Rebooking [€]	Other changes ¹	Per 12/31/07 [€]
	470,593	38,745	59,597,511
		178,476	1,785,902
	-470,593	11,464	559,395
	0	228,685	61,942,808
	1,768,092	-6,551,721	482,006,302
	74,097,316	-28,231,619	1,664,922,616
	-773,979	-1,683,516	261,551,124
	-75,091,429	-2,133,919	72,469,958
	0	-38,600,775	2,480,950,000
	0	-73,356	123,002,668
	0	0	0
	0	3,185,520	14,357,753
	0	-793	1,103,525
	0	3,111,371	138,463,946
	0	-35,260,719	2,681,356,754

1. Differences arising from currency conversion, changes from first consolidations, and effects from equity consolidation

	Rebooking [€]	Other changes ¹ [€]	Write-ups [€]	Per 12/31/07 [€]
	0	33,134	0	49,155,331
	0	121,727	0	1,530,576
	0	0	0	0
	0	154,861	0	50,685,907
	-144,362	-2,922,495	4,740	247,304,452
	4,582,857	-16,300,735	349,017	1,179,776,661
	-4,438,495	-1,514,117		199,139,204
	0	0		0
	0	-20,737,347	353,757	1,626,220,317
	0	-44,000	0	3,740
	0	0	0	0
	0	0	0	0
	0	0	0	0
	0	-44,000	0	3,740
	0	-20,626,486	353,757	1,676,909,964

BOOK VALUES

Per 12/31/07 [€]	Per 12/31/06 [€]
10,442,180	13,030,082
255,326	412,642
559,395	436,693
11,256,901	13,879,417
234,701,850	245,793,184
485,145,955	461,803,681
62,411,920	56,384,946
72,469,958	85,051,184
854,729,683	849,032,995
122,998,928	352,547
0	0
14,357,753	11,172,233
1,103,525	954,426
138,460,206	12,479,206
1,004,446,790	875,391,618

DEVELOPMENT OF EQUITY

PARENT COMPANY

	Subscribed capital [T €]	Profit participation certificates [T €]	Capital reserve [T €]	Generated group equity [T €]	Currency differences [T €]
12/31/2005	120,000	148,916	55,475	357,044	-23,665
Distributed dividends				-15,000	
Changes in the scope of consolidation					
Other changes		305		1,210	-13,448
Consolidated net profit				87,504	1,832
12/31/2006	120,000	149,221	55,475	430,758	-35,281
Distributed dividends				-22,500	
Changes in the scope of consolidation					
Other changes		-50,840		268	-3,467
Consolidated net profit				140,155	
12/31/2007	120,000	98,381	55,475	548,681	-38,748

	Difference amounts capital consolidation	Total Equity	SHARES OWNED BY OTHER SHAREHOLDERS			SHAREHOLDERS' EQUITY
	[T €]	[T €]	Minorities equity [T €]	Currency differences [T €]	Total equity minorities [T €]	[T €]
	-43,776	613,994	22,466	775	23,241	637,235
		-15,000	-2,538		-2,538	-17,538
	-2,599	-2,599	1,979		1,979	-620
		-11,933		-95	-95	-12,028
		89,336	5,317		5,317	94,653
	-46,375	673,798	27,224	680	27,904	701,702
		-22,500	-3,587		-3,587	-26,087
	-4,804	-4,804				-4,804
		-54,039	-888	-229	-1,117	-55,156
		140,155	9,625		9,625	149,780
	-51,179	732,610	32,374	451	32,825	765,435

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATION GROUP

The consolidated financial statements of Benteler AG basically include all subsidiaries, domestic and foreign, in which Benteler has indirect or direct majority ownership. The number of subsidiaries included has changed as follows in the fiscal year 2007:

Number of fully consolidated companies	12/31/2007	12/31/2006
Germany	26	24
Foreign countries	73	73
Total	99	97

In addition, two associated companies are included using the equity method. Fourteen subsidiaries are not consolidated. Not included in the consolidation are nine companies whose influence in terms of assets and financial position to the Group's overall performance are of lesser importance. The consolidation option according to Article 296, Section 1, No. 2 (German Commercial Code) was claimed for four subsidiaries, since the share purchase date was shortly before the balance sheet date. These four companies will be consolidated for the first time in the 2008 fiscal year. In the completed reporting year Normydro SAS, France was purchased by Benteler Distribution France S.A.R.L. In December 2007 the company was merged with Benteler Distribution France S.A.R.L.

Benteler AT VG GmbH and Benteler CR Holding GmbH are included in the consolidated financial statements for the first time in the reporting year. The change in the consolidation group had no essential effects so that the comparability with the previous year is not impaired.

The list of shareholdings is attached as an appendix.

METHOD OF CONSOLIDATION

The consolidated financial statements are based on the individual company statements which we have compiled using uniform accounting principles. The independent auditors certify having audited or examined the individual financial statements as of December 31, 2007.

The capital consolidation was done using the cost method: offsetting the purchase costs of these subsidiaries with the shareholders' consolidated portion of the equity at the time of purchase or at the following balance sheet date. Remaining capital differences are listed in the revenue reserves as differences arising from the capital consolidation. A dissolution affecting net income did not take place.

Debit differences of capital consolidation have been assigned to the relevant balance sheet items as much as possible and are written off over their effective lives. Remaining goodwill has been offset with the revenue reserves so as to have a neutral effect on the result.

Associated companies were included, when possible, in the consolidated financial statements at book value at the time of purchase. The shareholders' capital changes were done in accordance with Article 312, Section 4, of the HGB (German Commercial Code). There was no adaptation to the uniform valuation methods and no consolidation actions.

Internally derived receivables and payables which occurred within the consolidated companies during the year in review were offset against each other. Any exchange differences which occurred were neutralized.

In the consolidated income statement, the earnings from internal sales and other internal Group earnings were offset with the corresponding costs. Internal intermediate results arising from performance and delivery transactions were eliminated. Deferred taxes were accrued for consolidation measures whose effect on results will be counterbalanced in the future. Debit balance deferred taxes arising in accordance with Article 306 of the HGB were offset with the deferred credit tax items as shown in the individual balance sheets.

The shares of other shareholders are shown under the caption Shareholders' Equity.

FOREIGN CURRENCY TRANSLATION

The functional currency of the parent company Benteler AG is the euro.

The balance sheets and income statements of companies included in the consolidated financial statements, which were originally prepared in foreign currencies, were converted as follows according to DRS 14 (German Accounting Standards):

- balance sheet items used the spot rates as of year end date,
- all costs and earnings used the average rates for the business year.

The currency differences resulting from this conversion are reported in an adjustment item in the equity capital.

For the individual financial statements, unhedged receivables and payables are converted using the lower historical exchange rate (at the time of transaction) or the less favorable rate as of the year end date.

CASH FLOW STATEMENT

The cash flow statement has been compiled according to DRS 2. All dividends affected the settlement of cash in 2007. Furthermore income taxes of 90.6 million euros (prior year: 99.8 million euros) and interest payments of 39.8 million euros (prior year: 36.7 million euros) affected the cash flow.

In the completed fiscal year, shares of SAS, France, Rothrist Group, Switzerland as well as the remaining minority interest of Benteler Automotive S.A. (formerly Benteler-RB S.A.), Argentina and the Incon Automotive GmbH in Munich were acquired for a total purchase price of 130.6 million euros. A net financial debt of 0.05 million was taken out for the purchase of S.A.S., France.

ACCOUNTING PRINCIPLES

The consolidated financial statements of Benteler AG were compiled in euros using the uniform accounting principles in accordance with the HGB for large capitalized companies.

The financial statements of the consolidated subsidiaries are compiled using the following uniform accounting principles with regard to the same business transactions within the Group. Subsidiaries with differing accounting principles were adjusted accordingly.

The assets and inventories were capitalized at the acquisition or manufacturing costs. Only the amounts subject to obligatory capitalization according to German fiscal regulations are capitalized. Production costs therefore also include production and material overhead as well as depreciation.

Interest paid on borrowed capital and general administration costs have not been capitalized.

Intangible assets acquired against payment are capitalized at acquisition cost minus depreciation as scheduled. Goodwill arising in the individual balance sheets is written off over 15 years in accordance with German tax regulations. The average useful life for software and miscellaneous intangible assets is between 3 and 8 years.

Tangible assets are capitalized at acquisition or manufacturing costs. Assets with a limited life are depreciated in accordance with uniformly defined useful lives. With regard to the domestic subsidiaries of the Group, buildings are depreciated on a straight-line basis over 25 years. Additions to moveable fixed assets are depreciated using the declining balance method of depreciation. The highest rates allowed by the tax regulations are utilized. Straight-line depreciation is used as soon as it results in higher depreciation amounts. There is a partly-fixed valuation for tools. Those objects which are included in the fixed valuation are capitalized at 40% of the acquisition or manufacturing cost. Assets which have a permanent reduction in value or which can no longer be fully utilized are written off via an extraordinary depreciation. Low-value items with acquisition costs of no more than 410 euros are written off in the year of their purchase and are shown in the fixed assets movement schedule as disposals. To provide better insight into the financial and earning situation, capital investment grants and bonuses have been balanced with their respective fixed assets.

Contrary to the above, the following special conditions pertain to the foreign subsidiaries:

- For reasons of simplicity, tangible fixed assets are depreciated on a straight-line basis.
- No fixed valuation is made for tools.
- Miscellaneous low value items are handled in accordance with the simplified regulations of each country.

Financial assets are capitalized at acquisition cost, with exception of the associated companies. If assets decline permanently in value, they are written down to the lower value. If the reason for the reduction in value no longer exists, we have made write-ups up to the amount of the historical acquisition cost.

Inventories are capitalized at the lower of acquisition/manufacturing cost or the current market value. The inherent risks of the inventories, especially the long storage time and reduced usability, have been taken into account by way of appropriate devaluation. For the determination of the acquisition cost of equivalent raw materials and supplies, it is assumed for a part of the inventories of domestic companies that the most recently purchased or manufactured intangible assets are the first consumed or sold (LIFO). The advance payments received on orders are openly subtracted from the stocks.

Accounts receivable and other assets are capitalized at nominal value. The risks in the accounts receivable are taken into account by individual value adjustments. General credit risk is covered by a lump-sum reserve.

Accruals for pensions always equal the going-concern value in accordance with Article 6a of the EstG (German income tax law) based on an annual interest rate of 6%, and relates almost exclusively to the German companies of the Group. The expert opinion calculations are based on the 2005 G guidelines of Dr. Heubeck.

Accruals include all known risks and contingent obligations.

Payables are fixed with their repayment amount.

Derivative financial instruments, as pending transactions, are generally not capitalized. Option premiums from foreign currency call options are capitalized at purchase price as 'other assets' and written down to market value if necessary. Premiums from the purchase of interest caps are recorded as 'other assets' and affect net income pro rata temporis over the maturity term of the caps. Related basic business transactions and derivatives are combined to evaluation units. Derivatives that form an evaluation unit with the basic business transactions have no effect on the results, insofar as the impact of the basic business transaction and the corresponding derivative compensate each other. Profits from hedge transactions that can be assigned to no designated basic business transactions are realized only at maturity. Unrealized losses from derivative financial instruments will be accrued affecting net income.

Regarding research and development expenses, we refer to the Management Report.

NOTES TO THE CONSOLIDATED BALANCE SHEET

1 INTANGIBLE ASSETS

Intangible assets are mainly the computer software programs as well as goodwill, which is amortized on a regular basis.

2 TANGIBLE ASSETS

The additions in this caption are mainly machinery and equipment. Disposals were made of fixed assets through the sale and scrapping of machines and equipment, as well as other fixed assets which were no longer required. Capital investment grants and subsidies of 16.6 million euros have been balanced with the tangible fixed assets. There were 1.2 million euros in unscheduled amortization costs on the tangible assets according to Article 253, Section 2, Clause 3 HGB (German Commercial Code) in the reporting year.

3 FINANCIAL ASSETS

The following is a breakdown of the financial assets:

	[€ million]
Additions	122.9
Disposals	0.0

Benteler Stahl/Rohr GmbH took over Rothrist Group, a Swiss tube manufacturer with production plants in Switzerland and Germany, and a sales subsidiary in the USA, effective December 31, 2007. In 2007 the approximately 550 employees of the Rothrist Group achieved sales of about 150 million euros. The four companies were not consolidated in the consolidated financial statements of the Benteler Group in 2007, because the acquisition took place at the end of the business year and it was not possible to create the respective annual statements of accounts according to the principles of the German Commercial Code in the available time. These companies will be consolidated as of 2008.

4 INVENTORIES

The valuation of similar assets in inventories was carried out by German companies using the LIFO method. The valuation difference according to Article 284, Section 2, No. 4 HGB amounts to 6.1 million euros for the Benteler Group (previous year: 5.1 million euros).

5 RECEIVABLES AND OTHER ASSETS

'Other assets' essentially contain financial receivables, tax refund claims, and other short-term receivables which are not trade-related.

Of the other assets, 1.4 million euros (previous year: 2.1 million euros) have a maturity of more than one year.

6 SHAREHOLDERS' EQUITY

The development of the individual positions of the shareholders' equity is separately presented in the Statement of Development Equity. With the exception of the legal reserves, the generated Group equity is subject to no distribution restrictions.

SUBSCRIBED CAPITAL

The subscribed capital of Benteler AG consists of 120 million restricted shares which are divided among registered shareholders. The companies Hubertus Benteler GmbH, Paderborn, and Dr. Ing. E.H. Helmut Benteler GmbH, Paderborn, have informed Benteler AG in accordance with Article 20, Section 1, of the German Stock Corporation Law that they each own more than 25% of the shares of the Group.

7

PROFIT-PARTICIPATION CERTIFICATES

Bearer-named profit-participation certificates with a nominal value of 100 million euros were issued in 2005. Of all the holders of profit-participation certificates, 1,900 hold certificates with a nominal value of 50,000 euros, and 200 additional holders hold certificates with a nominal value of 25,000 euros. The accrued discount of two hundred thousand euros was allocated to the profit-participation capital and expensed as incurred in accordance with maturity dates. The profit-participation holders share in the company's loss to the full amount. They rank behind the other accounts receivable and are given priority over the shareholders. The validity period of the profit-participation certificates is not fixed. They are terminable by the company for the first time on December 31, 2014.

In 1998, profit-participation certificates with a nominal value of 51.1 million euros (100.0 million DM) were issued. Nineteen of the profit-participation certificates in bearer form show a nominal value of 5.0 million DM each. An additional 100 such certificates show a nominal value of 50,000 DM. The profit-participation capital was increased by 100,000 euros accrued discount in accordance with maturity dates. The profit-participation holders share in the company's loss to the full amount. They rank behind the other accounts receivable and are given priority over the shareholders. The term of the profit-participation certificates expires on December 31, 2007. The redemption date is May 30, 2008.

Correspondingly, the profit-participation certificates issued in 1998 will no longer be reported as shareholders' equity as of December 31, 2007, but rather appear under liabilities.

8

CAPITAL RESERVE

This caption contains premiums received above and beyond the nominal value of the capital increases in 1987, 1994, and 2000.

9

RETAINED EARNINGS AND RESERVES

These contain the legal reserves that correspond to the individual accounts of Benteler AG, as well as other reserves.

Besides the retained earnings and reserves of Benteler AG (without consideration being given to the proposed distribution of earnings), other reserves includes retained earnings and net income and losses of subsidiaries carried forward. In addition, this item also includes conversion differences not affecting net income, which arise from the financial statements of the foreign subsidiaries, as well as goodwill offset with the reserves, and other items arising from the consolidation. From the consolidation of the subsidiaries in 2007, we have offset 4.8 million euros with other reserves, in accordance with Article 309, Section 1 of the German Commercial Code.

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CONSOLIDATED INCOME

The consolidated net profit for the year includes a profit allotment to other shareholders of 9.6 million euros (previous year: 6.9 million euros) and a loss allotment of 0.008 million euros (previous year: 1.6 million euros). After balancing out these allotments to make a clearer statement of the consolidated net profit for 2007, the company has adopted a consolidated income of 140.2 million euros (previous year: 89.3 million euros) into the shareholders' equity account.

12

DIFFERENCE ACCORDING TO SECTION 301, PARAGRAPH 3, HGB

This item shows the credit difference arising from the initial capital consolidation. This is due to the difference between the retained earnings of subsidiaries before they were first included in the consolidation and the favorable acquisition cost paid for the Group companies.

13

SHARES OWNED BY OTHER SHAREHOLDERS

The shares owned by other shareholders in the equity capital mainly concern minority shareholders in 17 domestic and foreign subsidiaries.

14

ACCRUALS FOR PENSION PLANS AND SIMILAR COMMITMENTS

This amount completely reflects the scope of liabilities arising from pension commitments. There are no shortfalls.

15

TAX ACCRUALS

The provision for taxes refers to deferred taxes from the consolidated financial statements, which have been offset with the reserve for deferred taxes from the individual financial statements. The reserve for deferred taxes stood at 5.9 million euros on December 31, 2007. Tax advantages from taxable losses carried forward are not activated. For the sake of simplicity, a uniform taxation scale is employed on consolidation activity for deferred taxes. The rate of taxation at the Group level was reduced from 40% to 30% due to changes effected by Germany's 2008 Corporate Income Tax Reform.

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OTHER ACCRUED LIABILITIES

In this account accrued liabilities have been built with regard to all identifiable risks and contingent liabilities. These mainly refer to personnel expenses, risks caused by business transactions, maintenance measures which were not implemented, outstanding accounts, and other outstanding burdens.

The commercial law option according to Article 249, Section 3 of the HGB was exercised to the extent of 4.6 million euros (previous year: 4.3 million euros).

LIABILITIES

Liabilities have the following residual terms:

	2007	2006
	[€ million]	[€ million]
a) more than 5 years		
Liabilities to banks	28.8	24.2
Bonded loans	53.8	60.0
Other liabilities	0.3	
b) 1 to 5 years		
Liabilities to banks	155.1	180.5
Bonded loans	41.2	35.0
Trade payables	0.4	2.1
Other liabilities	1.0	0.6
c) up to 1 year		
Liabilities to banks	86.2	65.5
Profit-participation certificates	51.4	–
Trade payables	724.5	654.4
Notes payable	1.5	7.2
Liabilities to related/associated companies	21.5	26.2
Other liabilities	124.2	92.1
Total	1,289.9	1,147.8

Liabilities to banks totaling 7.6 million euros are collateralized with encumbrances on foreign related companies.

To improve the transparency of the asset and financial situation, we have reported the bonded loans separately. The loans will mature in 2015.

With regard to trade payables, some reservation of ownership exists, which is usual in this industrial segment.

Included in 'other liabilities' are mainly liabilities arising from payroll accounting for the month of December, 2007, as well as payable wage and church taxes and social security contributions. The miscellaneous liabilities are as follows:

	2007	2006
	[€ million]	[€ million]
Taxes	38.9	32.4
Social security liabilities	11.9	9.4

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CONTINGENT LIABILITIES

The following chart shows the outstanding contingent liabilities:

	2007	2006
	[€ million]	[€ million]
Liabilities arising from transfer of notes payable	3.5	0.1
Guarantees	3.0	1.8
Liabilities arising from warranty contracts	1.6	1.2
Total	8.1	3.1

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OTHER FINANCIAL LIABILITIES

As of December 31, 2007, the total of this category was 165.3 million euros (prior year: 160.2 million euros).

These are liabilities arising from rental contracts of 70.0 million euros and leasing contracts of 27.7 million euros as well as the order commitment for investments in fixed assets in the amount of 67.6 million euros.

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DERIVATIVE FINANCIAL INSTRUMENTS

Derivative financial instruments are employed to protect risk positions from currency and interest rate fluctuations. Hedging transactions cover interest fluctuation risks from booked basic business transactions and for currency risks in addition also from risks from pending delivery and service transactions as well as partially planned transactions.

As part of the central financing function of the Holding for the Benteler Group, the related companies (subsidiaries) conclude forward contracts and currency swaps predominantly with Benteler AG. First of all, these naturally offset closed positions within the Benteler Group and cover the overhang of foreign exchange risks by timely offsetting transactions of the same amount with banks. Currency derivatives are essentially concluded in the form of forward contracts, currency swaps, and as currency option transactions (including zero-cost currency options). For protection from foreign-exchange risks, as of December 31, 2007, there are currency derivatives especially for the currencies US dollar, British pound, and Czech Crown.

Variable interest-bearing financial liabilities (especially in euros and US dollars) with a maturity term of more than one year are predominantly secured with long-term interest derivatives against increasing interest load.

The nominal and market values of the derivative financial instruments existing at the year end date are as follows (denominated in millions of euros):

	NOMINAL VOLUME [€ million]			MARKET VALUES [€ million]		
	Purchase	Sale	Total	Total	Total	Total
	12/31/07	12/31/07	12/31/07	12/31/06	12/31/07	12/31/06
Forward contracts	91.9	97.6	189.5	217.5	7.6	5.1
Currency options	0.0	145.0	145.0	55.6	9.5	1.1
Currency swaps	(1)	(1)	214.8	174.7	1.2	0.3
Interest rate swaps	(1)	(1)	181.8	180.1	1.8	0.4
Interest rate caps	(1)	(1)	12.8	12.8	0.0	0.0
Total	91.9	242.6	743.9	640.7	20.1	6.9

1. Nominal volumes are reported in aggregate.

The nominal values are the aggregate of all business purchase and sales amounts. The reported market values correlate with the price for which third parties would take over the rights and obligations of the financial instruments. The market values do not take any opposed changes in values from basic business transactions into account. The market value of the financial derivative instruments is determined as follows on the basis of market information:

- Forward contracts are evaluated based on reference exchange rates considering the surcharge and discount. Currency options are evaluated by means of acknowledged models for the option price calculation (Black-Scholes, Heath-Jarrow-Morton).
- Interest contracts are based on discounted cash flows expected in the future, whereby valid market interest rates are employed for the unexpired term of the instruments.
- Interest options are evaluated by means of acknowledged models for the option price calculation (Black-Scholes).

There is a credit risk for the financial derivative instruments to the extent of the positive market values of the derivatives. To restrict failure risk, transactions with derivatives are settled with banks of high credit standing.

In 2007, other assets have a book value of interest limiting agreements to the extent of one hundred thousand euros. Furthermore, this position also includes premiums from currency options amounting to 4.6 million euros. Accruals for impending losses from derivatives are 300,000 euros for 2007.

NOTES TO THE CONSOLIDATED INCOME STATEMENT

21 SALES

SALES BY DIVISIONS

	2007		2006	
	[€ million]	[%]	[€ million]	[%]
Automotive	4,772.0	72.8	4,210.4	72.6
Steel/Tube	840.1	12.8	763.9	13.2
Distribution	947.3	14.4	821.2	14.2
	6,559.4	100.0	5,795.5	100.0
Internal Sales	-240.0		-197.8	
External Sales	6,319.4		5,597.7	

SALES BY MARKET AREAS

	2007		2006	
	[€ million]	[%]	[€ million]	[%]
Germany	1,730.7	27.4	1,534.3	27.4
Other EU and EFTA	2,281.1	36.1	2,033.0	36.3
America	1,806.7	28.6	1,567.1	28.0
Asia/Pacific	427.2	6.7	395.5	7.1
Others	73.7	1.2	67.8	1.2
External Sales	6,319.4	100.0	5,597.7	100.0

22 OTHER OPERATING INCOME

Other operating income includes revenues from transaction currency, revenue from our own insurance companies, revenue from claims for restitution of damages, and other recurrent revenues. Furthermore, the position includes revenue from the liquidation of reserves and reversal of bad debt allowances, as well as disposals of fixed assets.

SOCIAL SECURITY, PENSION, AND OTHER BENEFIT COSTS

23

The expenditures for retirement benefits and social charges are as follows:

	2007 [€ million]	2006 [€ million]
Social security	179.4	171.5
Pension costs	23.1	25.0

The previous year's figures were adapted because of a change in reporting for a foreign subsidiary.

OTHER OPERATING EXPENSES

24

This account basically covers sales and administration costs, maintenance and other operating costs, additional personnel expenses, insurance, and other company costs. Other taxes amounting to 8.1 million euros are included in the sum.

INCOME FROM ASSOCIATED COMPANIES

25

The earnings from associated companies concern shares in companies valued according to the equity method.

INCOME TAXES

26

This account pertains mainly to domestic corporate income and trade taxes for the current year and previous years as well as similar foreign taxes. Furthermore, the position includes deferred taxes for temporary differences. The revenues from deferred taxes from the individual financial statements according to Article 274 HGB amount to 800,000 euros and as a result of consolidation according to Article 306 HGB, 800,000 euros. The negative effect of the change in tax rate from 40% to 30% at the Group level as a result of the 2008 Corporate Income Tax Reform amounted to 1.8 million euros.

NON-PERIODIC INCOME AND EXPENSES

The other operating income includes non-accrual revenues of 40.9 million euros, primarily from the reversal of accrued liabilities (26.1 million euros), the reduction of value adjustments (1.8 million euros), and tax refunds (3.5 million euros). The non-periodic expenditures amounting to 28.2 million euros primarily concern material and personnel expenses for earlier business years.

ADDITIONAL INFORMATION

The following subsidiaries are, according to Articles 264, Section 3, or 264b HGB, exempted from the obligation for the breakdown, inspection, and disclosure of their annual accounts according to Articles 264ff HGB:

- Benteler Automobiltechnik GmbH, Paderborn
- Benteler Automobiltechnik Eisenach GmbH, Eisenach
- Benteler Automotive International GmbH, Paderborn
- Benteler Spanien International GmbH, Paderborn
- Benteler Automotive Belgien GmbH, Paderborn
- Benteler Automotive Südafrika GmbH, Paderborn
- Benteler JIT Düsseldorf GmbH & Co. KG, Düsseldorf
- Benteler JIT Düsseldorf Verwaltungs-GmbH, Paderborn
- PDE Automotive Deutschland GmbH & Co. KG, Paderborn
- PDE Automotive Verwaltungs-GmbH, Paderborn
- Benteler Maschinenbau GmbH, Bielefeld
- Benteler Stahl/Rohr GmbH, Paderborn
- Benteler Stahl/Rohr International GmbH, Paderborn
- Benteler Handel GmbH, Kaarst
- Röhrenlager Mannheim GmbH, Mannheim
- ETS Eastern Trade Services GmbH, Kaarst
- Röhren- und Stahllager Beteiligungs-GmbH, Kaarst
- Benteler Rohrhandel Beteiligungs-GmbH, Duisburg
- Benteler Rohrhandel GmbH & Co. KG, Duisburg
- Röhren- und Stahllager GmbH, Henstedt-Ulzburg
- Benteler Trading GmbH, Kaarst
- BLV Versicherungsmanagement GmbH, Dortmund

AVERAGE NUMBER OF EMPLOYEES:

	2007	2006
Wage earners	15,416	14,406
Salaried staff	7,015	7,087
	22,431	21,493
Apprentices	507	499
	22,938	21,992

The total earnings of the Executive Board of Benteler AG amounted to 3.3 million euros in 2007. One million euros were fixed earnings and 2.3 million euros were bonus accruals. A sum of 0.8 million euros was paid to former members of the Executive Board and their surviving dependents.

In total, 6.7 million euros are reserved for retirement entitlements of former members of the Board and their surviving dependents.

The remuneration of the Supervisory Board of Benteler AG amounted to 0.4 million euros.

The members of the Supervisory Board and the Executive Board of Benteler AG are listed on pages 8 and 9.

Paderborn, March 2008

BENTELER AG
The Executive Board

Benteler Wenk

AUDIT CERTIFICATE

We have issued the unconditional Audit Certificate as follows: Audit Certificate of Annual Account Auditor. We have audited the consolidated financial statements – consisting of balance sheet, consolidated income statement, appendix, cash flow statement, and development of equity – and the group management report prepared by Benteler AG for the business year from January 1 through December 31, 2007. The preparation of the consolidated financial statements and the group management report in accordance with German commercial law (and supplementary provisions in the articles of incorporation/partnership agreement) are the responsibility of the company's management. Our responsibility is to express an opinion on the consolidated financial statements and the group management report based on our audit.

We conducted our audit of the consolidated annual financial statements in accordance with Article 317 HGB and the generally accepted German standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the consolidated financial statements and in the group management report are detected with reasonable assurance in accordance with principles of proper accounting. Knowledge of the business activities and the economic and legal environment of the Group and evaluations of possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the consolidated financial statements and the group management report are examined primarily on a test basis within the framework of the audit. The audit includes assessing the annual financial statements of the companies included in consolidation, the determination of the companies to be included in consolidation, the accounting and consolidation principles used and significant estimates made by legal representatives, as well as evaluating the overall presentation of the consolidated financial statements and the group management report. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

According to our appraisal based on the knowledge gained from the audit, the consolidated financial statements comply with the legal requirements and give a true and fair view of the net assets, financial position, and results of operations of the Group in accordance with German principles of proper accounting. The group management report accords with the consolidated financial statement, and on the whole provides a suitable understanding of the Group's position and suitably presents the risks of future development.

Bielefeld, March 5, 2008

KPMG Deutsche Treuhand-Gesellschaft
Aktiengesellschaft
Wirtschaftsprüfungsgesellschaft

Schumacher Hakmann
Wirtschaftsprüfer [Auditor] Wirtschaftsprüfer [Auditor]

REPORT OF THE SUPERVISORY BOARD

SESSIONS AND COMMITTEES

In the reporting year 2007, acting in accordance to the law and the articles of association, the Supervisory Board continually concerned itself with the business and financial situation of the company and observed and advised the Executive Board in its management tasks. In three periodic sessions the Executive Board comprehensively reported to the members of the Supervisory Board about the business and financial situation of Benteler AG and the Benteler Group, deviations of the business and investment plan, possible risks as well as fundamental topics of company policy and strategy. Background information and causes were thoroughly discussed.

Independent of the formal sessions, the Executive Board informed the Supervisory Board of particular business transactions in writing. Furthermore, the Executive Board informed the Supervisory Board of the current business situation by submitting regular quarterly balance sheets. The Chairman of the Supervisory Board was also kept informed of the contents and decisions of the Executive Board with the full minutes of all Executive Board meetings. Furthermore he maintained close contact with the members of the Board and accompanied all essential developments and decisions.

During the Supervisory Board meetings held in 2007, the situation of the Automotive Division, especially in the US and Canadian Benteler plants, was thoroughly discussed and measures both past and future taken under consideration. In the session held on August 24, 2007, the Vice President of Corporate Human Resources explained the major points of the Benteler Group's strategic HR orientation. At the Supervisory Board session on December 19, 2007, the Chairman of the Management Board of Benteler Stahl/Rohr GmbH reported at length about the purchase of the Swiss Rothrist Group and its integration in the strategy of the division. In the same session, the Supervisory Board passed the business plan for the reporting years 2008–2012.

The personnel committee formed within the Supervisory Board met once during the reporting year to decide about target agreements and bonus regulations.

The conference committee formed in accordance with the German law of co-determination did not have to act in the reporting year.

FINANCIAL STATEMENTS

Chosen at the shareholders' general meeting to audit the company's annual accounts, Dr. Stückmann & Partner, Wirtschaftsprüfungs- und Steuerberatungsgesellschaft (auditors and tax consultants) of Bielefeld, Germany, audited the financial statements as of December 31, 2007, and the management report of Benteler AG for the 2007 fiscal year, and issued an unconditional Audit Certificate. The Chairman of the Supervisory Board was informed in a Management Letter about the audit of the Risk Management System which he commissioned to have conducted.

The consolidated financial statements as per December 31, 2007 and the management report of Benteler AG were also examined and accredited with an unconditional audit certificate by KPMG Deutsche Treuhandgesellschaft AG, Wirtschaftsprüfungsgesellschaft (auditing company), of Bielefeld, Germany, which had been selected as the auditors for the Benteler Group by the annual shareholders' meeting and commissioned by the Supervisory Board Chairman to carry out this task.

The financial statements and consolidated financial statements with management reports, as well as the audit reports of Benteler AG and the Group, were provided to the Supervisory Board and subsequently personally explained by the auditor responsible for the implementation of the company audit.

After the conclusion of its own review, the Supervisory Board has no objections. It concurs unconditionally with the results of the annual audit and approves the annual and consolidated balance sheets of Benteler AG, which are thus adopted. The Supervisory Board approved the Executive Board's proposal for the appropriation of earnings.

PERSONNEL MATTERS

During the course of the reporting year, the employee representatives Mr. Jürgen Dietrich and Mr. Robert Wood withdrew from the Supervisory Board. Mr. Rainer Backhaus and Mr. Christian Schachten joined the Supervisory Board in their place. The Supervisory Board thanks Mr. Dietrich and Mr. Wood for their dedicated work in this committee.

In the session held on April 24, 2007, Mr. Hubertus Benteler was re-designated as member of the Executive Board and Chairman of the Executive Board of Benteler AG for another five years, effective as of March 1, 2008.

The Supervisory Board expresses its thanks and appreciation to the Executive Board and all employees of the company for their efforts and successful work in the prior business year.

Paderborn, April 2008



Robert J. Koehler
Chairman

RELATED AND ASSOCIATED COMPANIES

	Currency	Nominal or fixed equity	Participation [%]	at
1. Benteler AG, Paderborn	EUR	120,000,000	-	-
RELATED COMPANIES				
Automotive Division				
2. Benteler Automobiltechnik GmbH, Paderborn	EUR	112,000,000	100	1
3. Benteler Automotive International GmbH, Paderborn	EUR	52,000,000	100	2
4. Benteler Spain International GmbH, Paderborn	EUR	100,000	100	3
5. Benteler Automobiltechnik Eisenach GmbH, Eisenach	EUR	8,346,000	99.7	2
6. Benteler Automotive Belgium GmbH, Paderborn	EUR	30,000	100	2
7. Benteler Automotive South Africa GmbH, Paderborn	EUR	25,000	100	2
8. PDE Automotive Verwaltungs-GmbH, Paderborn	EUR	25,000	100	2
9. PDE Automotive Deutschland GmbH & Co. KG, Paderborn	EUR	3,180,000	100	2
10. INCON Automotive GmbH, Munich	EUR	100,000	100	9
11. Benteler JIT Düsseldorf Verwaltungs-GmbH, Paderborn	EUR	25,000	100	2
12. Benteler JIT Düsseldorf GmbH & Co. KG, Düsseldorf	EUR	2,000,000	100	2
13. Benteler Carbon Composites Beteiligungs-GmbH, Paderborn	EUR	25,000	100	2
14. Benteler CR Holding GmbH, Paderborn	EUR	25,000	100	30
15. Benteler Automotive USA GmbH, Paderborn	EUR	100,000	100	14
16. Benteler Ibérica Holding SL, Spain	EUR	54,323,715	100	4
17. Benteler España S.A., Spain	EUR	9,500,000	100	16
18. J.I.T. Martorell S.A., Spain	EUR	2,150,000	100	16
19. Benteler JIT Valencia S.A., Spain	EUR	1,850,000	100	16
20. Componentes Automotivos Aragón SL, Spain	EUR	3,500	100	16
21. Benteler JIT Barcelona SL, Spain	EUR	800,000	100	16
22. Benteler Automotive Vigo SL, Spain	EUR	22,803,006	100	16
23. Benteler Palencia S.L., Spain	EUR	2,200,000	100	16
24. Benteler-Industria de Componentes para Automoveis Lda., Portugal	EUR	4,987,984	100	4/16/57
25. Benteler Participation SA, France	EUR	20,400,000	100	16
26. Benteler Automotive SAS, France	EUR	14,200,000	100	25
27. Benteler JIT Douai SAS, France	EUR	2,000,000	100	25
28. Benteler Automotive UK Ltd., Great Britain	GBP	100,000	100	3
29. Benteler Bohemia S.R.O., Czech Republic	CZK	100,000	100	3/57
30. Benteler CR S.R.O., Czech Republic	CZK	260,000,000	100	3/29
31. Benteler Automotive Rumburk S.R.O., Czech Republic	CZK	275,000,000	100	2/57
32. Benteler Automotive S.A., Switzerland	CHF	15,000,000	100	3
33. Benteler Automotive Corporation, USA	USD	20,000,000	100	15
34. Benteler Canada, Inc., USA	USD	640,900	100	33
35. Benteler Automotive Canada Corporation, Canada	CAD	1,000,000	100	34
36. Benteler Automotive Alabama, Inc., USA	USD	100	100	33
37. Benteler de Mexico S.A. de C.V., Mexico	MXP	307,040,000	100	4
38. Benteler Automotive S.A., Argentina	ARS	1,012,000	100	1/16
39. Benteler Componentes Automotivos Ltda., Brazil	BRL	58,758,364	100	3/16
40. Benteler Estamparia Automotiva Ltda., Brazil	BRL	29,342,000	65	16

	Currency	Nominal or fixed equity	Participation [%]	at
41. Benteler Sistemas Automotivos Ltda., Brazil	BRL	27,022,119	100	3/16
42. B.E. S.R.L., Italy	EUR	10,400	100	16/57
43. Benteler Automotive S.P.A., Italy	EUR	6,500,000	100	42
44. Benteler Netherlands Holding B.V., Netherlands	EUR	2,850,000	100	1
45. PDE Automotive B.V., Netherlands	EUR	150,000	100	44
46. Fasitet PDE AB, Sweden	SEK	500,000	90	9
47. Fasitet Trollhättan AB, Sweden	SEK	100,000	100	46
48. Benteler Automotive K.K., Japan	JPY	100,000,000	100	3
49. Benteler Autótechnika Kft, Hungary	HUF	268,900,000	100	2
50. Benteler Automotive Belgium N.V., Belgium	EUR	10,000,000	100	3/6
51. Shanghai Benteler Huizhong Automotive Co., Ltd., China	CNY	77,823,751	60	2
52. Benteler CAPP Automotive System Co., Ltd., China	CNY	132,490,107	60	2
53. Benteler Automotive (Shanghai) Co., Ltd., China	CNY	90,568,373	100	2
54. Benteler Management Consulting (Shanghai) Co., Ltd., China	CNY	1,122,940	100	2
55. Aluminox (Pty) Ltd., South Africa	ZAR	1,000	100	7
56. Benteler Automotive South Africa (Pty) Ltd., South Africa	ZAR	100	100	55
57. Benteler Maschinenbau GmbH, Bielefeld	EUR	2,000,000	100	1/2
58. Benteler Maschinenbau CZ S.R.O., Czech Republic	CZK	5,300,000	100	57
Steel/Tube Division				
59. Benteler Stahl/Rohr GmbH, Paderborn	EUR	40,000,000	100	1
60. Benteler Stahl/Rohr International GmbH, Paderborn	EUR	2,556,459	100	59
61. Benteler (U.K.) Ltd., Great Britain	GBP	100,000	100	60
62. Benteler France SAS, France	EUR	128,000	100	60
63. Benteler Benelux B.V., Netherlands	EUR	550,000	100	44
64. Benteler Tubos y Maquinaria S.A., Spain	EUR	160,000	100	16
65. Benteler Steel & Tube Corporation, USA	USD	500,000	90	60
Distribution Division				
66. Benteler Handel GmbH, Kaarst	EUR	26,000,000	100	1
67. Röhren- und Stahlager Beteiligungs-GmbH, Kaarst	EUR	255,646	100	1
68. Röhren- und Stahlager GmbH, Henstedt-Ulzburg	EUR	30,000	100	57
69. ETS Eastern Trade Services GmbH, Kaarst	EUR	52,000	100	66
70. Benteler Rohrhandel Beteiligungs GmbH, Duisburg	EUR	25,000	72	66
71. Benteler Rohrhandel GmbH & Co. KG, Duisburg	EUR	20,000,000	72	66
72. Röhrenlager Mannheim GmbH, Mannheim	EUR	6,135,503	100	71
73. Benteler Trading GmbH, Kaarst	EUR	25,000	100	66
74. Benteler Handel Csö-és Acélkereskedelmi Kft., Hungary	HUF	319,700,000	100	66
75. Benteler Distribution Poland Sp. Z.O.O., Poland	PLN	3,967,000	100	66
76. Benteler Trgovina D.O.O., Slovenia	EUR	179,771	100	66
77. Benteler Distribution Czech Republic spol. S.R.O., Czech Republic	CZK	40,000,000	100	66
78. Benteler Distribution Slovakia, S.R.O., Slovakia	SKK	93,800,000	100	66
79. Heléns Rör A/B, Sweden	SEK	18,000,000	75	66
80. Heléns Rör A/S, Norway	NOK	3,000,000	100	79

	Currency	Nominal or fixed equity	Participation [%]	at
81. Heléns Rør A/S, Denmark	DKK	6,000,000	100	79
82. Heléns OÜ, Estonia	EEK	400,000	100	79
83. Heléns SIA, Latvia	LVL	14,000	100	79
84. UAB Heléns Distributoriai, Lithuania	LTL	350,000	100	79
85. Kindlimann AG, Switzerland	CHF	4,000,000	100	66
86. Charles Nell SA, Switzerland	CHF	1,000,000	100	85
87. Benteler Distribution France S.à.r.l., France	EUR	2,469,000	100	66
88. Guerraz SAS, France	EUR	520,000	100	87
89. United Tube Stockholdings Ltd., Great Britain	GBP	2,800,000	100	66
90. Pipe & Tube Group Ltd., Great Britain	GBP	1,000,000	100	89
91. Benteler Far East Manufacturing Pte Ltd., Singapore	SGD	3,000,000	100	66
92. PT Benteler Far East Indonesia, Indonesia	IDR	500,000,000	100	91
93. Benteler Comercial Ltda., Brazil	BRL	5,549,483	100	1/66
94. Benteler Distribuzione Italia S.P.A., Italy	EUR	2,168,000	100	42
95. Benteler Distribution Austria GmbH, Austria	EUR	220,000	100	66/85
96. Benteler Distribution (Shanghai) Co., Ltd., China	CNY	2,011,875	100	66
97. SC Benteler Distribution Romania S.R.L., Romania	RON	5,098,250	100	66
Others				
98. BLV Versicherungsmanagement GmbH, Dortmund	EUR	25,000	55	1
99. Benteler Reinsurance Company Ltd., Ireland	EUR	650,000	100	1
100. Benteler Capital Corporation, USA	USD	50,000	100	1
ASSOCIATED COMPANIES				
101. Rohstoff-Handelsgesellschaft Günther Voth GmbH, Paderborn	EUR	2,100,000	47.5	59
102. Polarputki Oy, Finland	EUR	1,009,128	50	79
ASSOCIATED COMPANIES NOT INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENTS				
103. Benteler Finance B.V., Netherlands	EUR	90,756	100	1
104. Benteler N.V., Belgium	EUR	30,987	100	1/3
105. IFB Tools & Accessories Pvt. Ltd., India	INR	1,000,000	49	2
106. 000 Benteler Avtotechnika Novgorod, Russia	RUR	96,000	100	2
107. 000 Benteler Automotive, Russia	RUR	200,000	100	2
108. Benteler Italiana S.R.L., Italy	EUR	10,400	100	60
109. Benteler VG GmbH, Paderborn	EUR	25,000	100	1
110. Benteler SR VG GmbH, Paderborn	EUR	25,000	100	59
111. Benteler HA VG GmbH, Duisburg	EUR	25,000	100	71
112. 000 Heléns, Russia	RUR	8,500,000	100	79
113. RoRo Holding AG, Switzerland	CHF	15,000,000	100	59
114. Rothrist Rohr (Switzerland) AG, Switzerland	CHF	10,000,000	100	113
115. Rothrist Rohr (Germany) GmbH, Bottrop	EUR	5,112,919	100	113
116. Rothrist Tube, Inc., USA	USD	10,000	100	113