

To Luxembourg Stock Exchange  
29 August 2008



# **ISS Holding A/S**

## **Interim Report January – June 2008**

ISS Holding A/S  
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## Key Figures

Amounts in DKK millions (unless otherwise stated)	Q2 2008	Q2 2007	H1 2008	H1 2007
Revenue	17,367	15,825	33,734	30,755
Operating profit before other items	1,088	995	1,860	1,692
Operating margin before other items, % <sup>1)</sup>	6.3	6.3	5.5	5.5
EBITDA <sup>1)</sup>	1,238	1,135	2,180	2,012
Adjusted EBITDA <sup>1), 2)</sup>	1,303	1,197	2,276	2,096
Operating profit <sup>2)</sup>	1,023	933	1,764	1,608
Net finance costs	(610)	(826)	(1,276)	(1,421)
Profit before goodwill impairment/amortisation of brands and customer contracts	282	236	297	272
Net profit/(loss) for the period <sup>2)</sup>	97	58	(66)	(102)
Additions to property, plant and equipment, gross	249	259	435	469
Cash flow from operating activities	1,316	1,058	1,010	870
Investments in intangible assets, property, plant and equipment, net	(254)	(134)	(272)	(328)
Total assets	55,576	55,076	55,576	55,076
Goodwill	28,401	27,496	28,401	27,496
Carrying amount of net debt <sup>1)</sup>	30,829	29,294	30,829	29,294
Total equity <sup>2)</sup>	5,293	6,064	5,293	6,064
<b>Financial ratios <sup>1)</sup></b>				
Interest coverage	2.1	1.4	1.8	1.5
Cash conversion, % <sup>2)</sup>	114	108	51	52
Employees on full-time, %	68	67	68	67
Number of employees	461,300	418,800	461,300	418,800
<b>Growth</b>				
Organic growth, %	5.6	6.5	5.8	6.3
Acquisitions, net, %	6	8	6	10
Currency adjustments, %	(2)	(0)	(2)	(0)
Total revenue, %	10	14	10	16

<sup>1)</sup> See page 169 in the Annual Report 2007 for definitions.

<sup>2)</sup> See key figures in the Annual Report 2007.

## Other Financial Measures

Amounts in DKK millions	As of and for the 12-month period ended			
	30 September 2007	31 December 2007	31 March 2008	30 June 2008
Pro Forma Adj. EBITDA	4,752	4,866	4,929	5,064
Pro Forma Net Debt	31,230	29,981	31,096	31,472
Seasonality Adj. Pro Forma Net Debt	29,812	29,981	30,250	30,702
Pro Forma Net Debt / Pro Forma Adj. EBITDA	6.57x	6.16x	6.31x	6.21x
Seasonality Adj. Pro Forma Net Debt / Pro Forma Adj. EBITDA	6.27x	6.16x	6.14x	6.06x

Note: The Pro Forma adjusted financial information set out above is for informational purposes only. ISS includes these financial measures because it believes that they are useful measures of the Group's results of operations and liquidity; however, these items are not measures of financial performance under IFRS and should not be considered as a substitute for operating profit, net profit, cash flow or other financial measures computed in accordance with IFRS. See appendix on pages 29-31 of this report for further information on Other Financial Measures.

ISS Holding A/S ("ISS" or "the Group") is a holding company, and its primary assets consist of shares in ISS A/S.

For further information about ISS, see ISS Holding's Annual Report 2007, which is available from the Group's website, [www.issworld.com](http://www.issworld.com).

## Business highlights

During the first six months of 2008, ISS introduced the next phase of its strategy plan - "The ISS Way", which follows the strategic direction set out in previous strategies and focuses on further aligning the business model and strengthening knowledge-sharing abilities. The initiatives include the continued development of single-service excellence concepts and Integrated Facility Services capabilities, regional and global knowledge and best-practice sharing, as well as increased focus on cross-border sales by strengthening the global Corporate Client organisation. Simultaneously, ISS maintained operational focus on cash flow, profitability, organic growth, and on-going investments in the business through acquisitions.

ISS continued to build up critical mass of services in selected countries, and expanding further organically and through acquisitions, especially in growth regions.

In addition, ISS continued to strengthen the service offering by building critical mass within property services, office support, catering and security services. The transition towards becoming Integrated Facility Services providers continued in many countries.

In March 2008, ISS entered into an international Integrated Facility Services contract with HP, a

leading international technology solutions provider, covering more than 45 countries in Europe, Middle East, Asia and Africa. This contract represents a significant milestone for ISS in pursuing the vision of being the leading global Facility Services provider.

The contract win is a direct result of the global Corporate Client organisation which was established in 2007 with the purpose of winning contracts providing Integrated Facility Services to large multinational clients.

In order to strengthen the service offering and to pursue opportunities in countries with high growth potential ISS continued to invest in acquisitions. In the first six months of 2008, ISS completed a total of 39 acquisitions with total annual revenue estimated at approximately DKK 2,591 million. Furthermore, ISS divested the remaining part of the non-core energy activities in France with annual revenue of DKK 854 million.

## Financial Review

### Income Statement

**Revenue** for the first six months of 2008 amounted to DKK 33,734 million representing a revenue growth of 10% compared with the first six months of 2007. Revenue growth was driven by 6% organic growth and 8% growth from acquisitions. This was partly offset by decreases from divestments of 2% and from adverse currency exchange rate movements of 2%. The organic growth was as expected driven by double-digit growth rates in the growth economies of Asia, Latin America, Eastern Europe and stable growth in Western Europe and the Nordic region. Revenue in Q2 2008 was DKK 17,367 million, an increase of 10% compared with

### Operating results, January - June 2008

	Revenue			Operating profit before other items			Operating margin before other items	
	DKK millions			DKK millions				
	H1 2008	H1 2007	Change	H1 2008	H1 2007	Change	H1 2008	H1 2007
Nordic <sup>1)</sup>	8,507	8,095	5 %	543	542	0 %	6.4 %	6.7 %
Western Europe <sup>2)</sup>	19,453	18,373	6 %	1,124	1,065	6 %	5.8 %	5.8 %
Eastern Europe <sup>3)</sup>	787	542	45 %	52	38	37 %	6.6 %	7.0 %
Asia <sup>4)</sup>	1,395	1,161	20 %	91	73	27 %	6.5 %	6.2 %
Latin America <sup>5)</sup>	858	703	22 %	50	37	33 %	5.8 %	5.3 %
USA <sup>6)</sup>	940	158	493 %	54	9	499 %	5.7 %	5.7 %
Pacific <sup>7)</sup>	1,803	1,731	4 %	108	114	(6)%	6.0 %	6.6 %
Corporate / eliminations	(9)	(8)		(162)	(186)	(13)%	(0.5)%	(0.6)%
<b>Total</b>	<b>33,734</b>	<b>30,755</b>	<b>10 %</b>	<b>1,860</b>	<b>1,692</b>	<b>10 %</b>	<b>5.5 %</b>	<b>5.5 %</b>

<sup>1)</sup> Nordic comprises Denmark, the Faroe Islands, Finland, Greenland, Iceland, Norway and Sweden.

<sup>2)</sup> Western Europe comprises Austria, Belgium & Luxembourg, France, Germany, Greece, Ireland, Israel, Italy, the Netherlands, Portugal, Spain, Switzerland, Turkey and the United Kingdom.

<sup>3)</sup> Eastern Europe comprises Bosnia and Herzegovina, Croatia, the Czech Republic, Estonia, Hungary, Poland, Romania, Russia, Slovakia and Slovenia.

<sup>4)</sup> Asia comprises Brunei, China, Hong Kong, India, Indonesia, Malaysia, the Philippines, Singapore, Sri Lanka, Taiwan and Thailand.

<sup>5)</sup> Latin America comprises Argentina, Brazil, Chile, Mexico and Uruguay.

<sup>6)</sup> USA was established as a region through the acquisition of Sanitors Inc. in June 2007.

<sup>7)</sup> Pacific comprises Australia and New Zealand.

the same period in 2007, of which approximately 6% was organic.

In the Nordic region, ISS's revenue increased by approximately 5% to DKK 8,507 million for the first six months of 2008. The increase was driven by positive organic growth throughout the region which increased revenue by 4%, with the main contributors being Norway and Finland.

In the first six months of 2008, ISS's revenue in Western Europe increased by approximately 6% to DKK 19,453 million. Organic growth was 5% and growth from acquisitions was 6%, while divestments and currency adjustments decreased revenue for the region by 3% and 2% respectively. With the exception of the Netherlands, organic growth was positive in all countries in the region with Greece, Turkey and the United Kingdom delivering double-digit organic growth rates. In France, revenue decreased as a result of the divestment of the remaining part of the non-core energy activities, which generated revenue of DKK 480 million in H1 2007. When adjusted for this effect, revenue in France increased by 3% in the first six months of 2008.

In line with the strategic goal revenue in Eastern Europe increased by 45% from DKK 542 million in the first six months of 2007 to DKK 787 million in the same period in 2008. The growth was primarily driven by growth from acquisitions of 28%. Organic growth amounted to 10%, whereas currency adjustments increased revenue by 7% compared with the first six months of 2007. Organic growth rates were double-digit in all countries in the region, except the Czech Republic, Estonia and Slovakia.

In Asia, revenue increased by 20% to DKK 1,395 million in the first six months of 2008. The increase was driven by 18% organic growth and growth from acquisitions of 15%, partly offset by a 1% decrease from divestments and a 12% decrease from adverse currency adjustments. The organic growth was mainly driven by India and Indonesia and organic growth rates were double-digit in all countries in the

region, except Brunei, Thailand and Taiwan.

Revenue in Latin America increased by 22% from DKK 703 million in the first six months of 2007 to DKK 858 million in the same period in 2008. Organic growth was 16% and growth from acquisitions was 7%. Organic growth was positive throughout the region with the main contributors being Argentina and Chile. Currency adjustments decreased the revenue for the region by approximately 1%.

Revenue in the USA amounted to DKK 940 million for the first six months of 2008. The revenue of DKK 158 million in 2007 represents one month's revenue, as the USA was established as a region via a platform acquisition in June 2007. Growth generated in the USA is in accordance with ISS's methodology excluded from the organic growth calculation during the first 12 months of ISS ownership as the acquired company has reported annual revenue of more than DKK 50 million. In April 2008, ISS further expanded its US platform through the acquisition of BGM Industries, which established ISS as a leading provider of cleaning, property and security services in the Midwest region. The acquisition added approximately DKK 510 million in annual revenue.

Revenue in Pacific increased by 4% from DKK 1,731 million in the first six months of 2007 to DKK 1,803 million in the same period in 2008. The growth was primarily driven by organic growth of 3% stemming from positive organic growth in both Australia and New Zealand. Acquisitions increased revenue by 2%, while currency adjustments decreased revenue by approximately 1%.

**Operating profit before other items** for the first six months of 2008 amounted to DKK 1,860 million representing an increase of 10% compared with the same period of last year. Operating profit before other items as a percentage of revenue, i.e. the operating margin was 5.5% in the first six months of 2008 equal to the operating margin in the same period of 2007. In Q2 2008 the operating profit before other items was DKK 1,088 million resulting in an increase of 9% compared with the same period

Revenue growth, January - June 2008				
	Revenue growth, %			
	Organic <sup>1)</sup>	Acq./Div., net	Currency	Total growth
Nordic	4	1	0	5
Western Europe	5	3	(2)	6
Eastern Europe	10	28	7	45
Asia	18	14	(12)	20
Latin America	16	7	(1)	22
USA <sup>2)</sup>	3	24	(16)	11
Pacific	3	2	(1)	4
<b>Total</b>	<b>6</b>	<b>6</b>	<b>(2)</b>	<b>10</b>

<sup>1)</sup> For a description of the method applied in estimating organic growth, see ISS Holding's Annual Report 2007, which is available at the Group's website, [www.issworld.com](http://www.issworld.com).

<sup>2)</sup> USA was established as a region through the acquisition of Saniters Inc. in June 2007. The growth rates above are presented on a like-for-like basis and represents the development in June 2008 compared to June 2007. The revenue in H1 2008 against H1 2007 increased by 493%.

in 2007. The operating margin was 6.3%, equal to the operating margin for Q2 2007. The operating margin is typically lower in the first six months of the year compared with the full year.

In the first six months of 2008, the operating profit before other items in the Nordic region increased slightly from DKK 542 million for the first six months of 2007 to DKK 543 million in 2008. The operating margin in the region decreased to 6.4% compared with 6.7% in the same period of 2007. This was mainly due to operating margin decreases in Sweden and Norway, partly offset by margin increases in Denmark and Finland. The decrease mainly driven by Sweden was in line with expectations, as the operating margin in 2007 was positively impacted by curtailment gains on defined benefit schemes of DKK 32 million. Norway was impacted by below average margin projects in the building maintenance activities.

Operating profit before other items in Western Europe increased by 6% from DKK 1,065 million in the first six months of 2007 to DKK 1,124 million in the same period in 2008. The operating margin of 5.8% was at the same level as for the first six months of 2007. This was primarily a result of margin increases in Ireland, Turkey and Greece. In Ireland the increase was partly due to the successful restructuring of the business activities following the divestment of the landscaping division in August 2007. This was offset by margin decreases in primarily the Netherlands and Austria, which were impacted by challenging market conditions. Consequently, turnaround plans to adjust the organisations to the current environment are being implemented. One-off income, net of DKK 34 million mainly related to settlement of a dispute on social charge contributions for prior years partly offset the margin decline in the Netherlands.

The operating profit before other items in Eastern Europe increased by 37% to DKK 52 million in the first six months of 2008. The operating margin decreased from 7.0% in the first six months of 2007 to 6.6% in the same period in 2008. The decrease was mainly due to a planned change of service mix in Romania and the Czech Republic following margin dilutive acquisitions in line with the strategy of expanding the service offering. This was partly offset by margin increases in Russia and Poland.

The operating profit before other items in Asia increased by 27% to DKK 91 million in the first six months of 2008. The operating margin increased to 6.5% compared with 6.2% in the same period in 2007. This was due primarily to operating margin increases in Hong Kong, Singapore, India and China, partly offset by margin decreases in Indonesia, Sri Lanka and the Philippines.

The operating profit before other items in Latin America increased by 33% to DKK 50 million in the first six months of 2008. The operating margin for the first six months of 2008 increased to 5.8%, compared with 5.3% in the same period in 2007. All countries except Argentina contributed to the margin

increase, the main contributors being Mexico and Brazil.

The operating profit before other items in the USA amounted to DKK 54 million compared with DKK 9 million in 2007, which only included one month. The operating margin for the first six months of 2008 was 5.7%.

The operating profit before other items in Pacific decreased by 6% to DKK 108 million in the first six months of 2008. The operating margin in the region decreased from 6.6% in the first six months of 2007 to 6.0% in the same period in 2008 as a result of the impact of a decrease in income related to workers compensation incentives received from the Australian government, which decreased from DKK 34 million in 2007 to DKK 21 million in 2008.

**Other income and expenses, net** represented a net expense of DKK 72 million in the first half of 2008. This was mainly related to the sale of the non-core energy activities and a subsequent restructuring of the organisational setup in France. Furthermore, other income and expenses included costs related to a relocation project in Norway as well as redundancy and severance payment relating to organisational changes.

**Net finance costs** for the first six months decreased 10% from DKK 1,421 million in 2007 to DKK 1,276 million in 2008. In 2007, net finance costs included DKK 222 million of non-recurring costs relating to the redemption of DKK 6,326 million (EUR 850 million) Subordinated Floating Rate Notes. Excluding the impact of redemption costs, net finance costs increased by 6%, which is in line with expectations taking into account the savings impact from the July 2007 refinancing. Net finance costs in the first half of 2008 included DKK 1,118 million of net interest expenses, DKK 78 million of amortisation of financing fees and DKK 79 million of net loss on foreign exchange.

**Income taxes** were an expense of DKK 191 million in the first six months of 2008 compared to an income of DKK 82 million in the same period in 2007. The effective tax rate for the first six months 2008 was adversely impacted by withholding taxes that are non-proportional to the profit before tax. Tax expenses in the same period in 2007 were more than offset by recognition of previously unrecognised tax losses related to the jointly taxed Danish subsidiaries. These tax losses were capitalised as they are now expected to be utilised as a direct consequence of an amendment of the Danish Corporation Tax Act.

**Net result for the period** was a loss of DKK 66 million in the first six months of 2008 compared with a loss of DKK 102 million in the same period in 2007. The result was positively impacted by improved operational performance, lower net finance costs as well as lower non-cash charges related to amortisation of brands and customer contract portfolios and related customer relationships, net of tax. This was partly offset by an

increase in income taxes. A loss of DKK 71 million was attributable to the equity holders of ISS, whereas a profit of DKK 5 million was attributable to minority interests.

### Cash Flow Statement

**Cash flow from operating activities** in the first six months of 2008 resulted in a net cash inflow of DKK 1,010 million compared with a net cash inflow of DKK 870 million in the same period in 2007. The net cash inflow was impacted by the normal seasonality leading to a working capital cash outflow of DKK 910 million compared with an outflow of DKK 814 million in the same period in 2007. This increase was primarily a result of organic growth leading to an increase in trade receivables and contract work in progress as well as a decrease in trade payables. Payments related to Other income and expenses, net amounted to DKK 122 million of which DKK 54 million related to the re-scoping of the IT outsourcing agreement in 2007 with CSC.

In Q2 2008 cash flow from operating activities was DKK 1,316 million compared with DKK 1,058 million in the same period in 2007. The cash flows from operations for the individual periods depend on the timing of a number of payments towards the end of the individual months and quarters. For further information on seasonality, see note 2 to the Condensed Consolidated Interim Financial Statements.

**Cash flow from investing activities** in the first six months of 2008 was a net cash outflow of DKK 1,420 million, predominantly affected by a cash outflow of DKK 1,385 million related to acquisitions, most significantly in the United Kingdom, the USA, Australia, Turkey and Greece. This was partly offset by proceeds from divestments of DKK 267 million, primarily related to the divestment of the remaining energy activities in France. In the first six months of 2007, net cash flow from investing activities was an outflow of DKK 2,620 million, predominantly affected by a cash outflow of DKK 2,316 million related to acquisitions, most significantly in the USA, the United Kingdom, Norway and the country establishment in Taiwan.

In Q2 2008 cash flow from investing activities was a cash outflow of DKK 1,135 million, mainly due to payments of DKK 855 million regarding acquisitions and DKK 254 million regarding investment in intangible and tangible fixed assets, net (excluding acquisition related intangibles).

**Cash flow from financing activities** was a net cash outflow of DKK 784 million in the first half of 2008. This was primarily the result of interest payments of DKK 968 million, partly offset by drawings on credit facilities to fund working capital and acquisitions of DKK 201 million. In the first six months of 2007, cash flow from financing activities was a net cash inflow of DKK 929 million, due primarily to a cash inflow of DKK 1,822 million from increased indebtedness to fund acquisitions and

drawings under local credit facilities to fund working capital needs, partly offset by interest payments of DKK 884 million.

In Q2 2008, cash flow from financing activities were an outflow of DKK 435 million, mainly due to interest payments of DKK 510 million, which were only partly offset by increased indebtedness to fund acquisitions.

### Balance Sheet

**Total assets** amounted to DKK 55,576 million at 30 June 2008 compared with DKK 55,348 million at 31 December 2007.

Intangible assets amounted to DKK 37,853 million at 30 June 2008. The vast majority of intangibles were acquisition-related intangibles and comprised DKK 28,401 million of goodwill, DKK 7,541 million of customer contract portfolios and related customer relationships and DKK 1,609 million of brands.

**Total equity** was DKK 5,293 million as of 30 June 2008 of which DKK 5,258 million was attributable to the equity holders of ISS Holding A/S and DKK 35 million related to Minority interests. Net income and expenses recognised directly in equity reduced equity by DKK 197 million. This included negative currency adjustments relating to investments in foreign subsidiaries of DKK 199 million, net loss for the period of DKK 66 million and positive fair value adjustment of hedges, net, of DKK 77 million. The tax effect of entries recognised directly in equity was a decrease of DKK 24 million. The equity ratio, defined as total equity relative to total assets, decreased from 10.0% at 31 December 2007 to 9.5% at 30 June 2008.

**Carrying amount of net debt** is typically higher after the first six months than at the end of the previous financial year due to acquisitions and the fact that ISS's operating cash flow is lower in the first half of the year. Due to this seasonality and the effect of acquisitions completed in the first six months of 2008, the carrying amount of net debt increased to DKK 30,829 million at 30 June 2008. Long-term debt was DKK 30,971 million, short-term debt amounted to DKK 1,391 million while securities, cash and cash equivalents were DKK 1,456 million and receivables from affiliates were DKK 77 million.

For further information on the composition of the net debt as at 30 June 2008 see the appendix on pages 29-31 of this report.

### Acquisitions

In the first six months of 2008, a total of 39 acquisitions were completed with total annual revenue estimated at approximately DKK 2,591 million based on expectations at the time of acquisition.

The most significant acquisitions include U.S.-based BGM Industries, which expanded ISS's platform in

the Midwest region; Aspis Security, which established ISS as a provider of security services in Greece; KFIR, a provider of security and office support services in Israel; and Sardunya in Turkey whereby ISS entered the catering market in the country.

The acquisitions completed in the first six months of 2008 have been carried out at an average multiple of 8.1x EBITA.

## Other Financial Measures

Pro forma Adjusted EBITDA for the 12-month period 1 July 2007 to 30 June 2008 amounted to DKK 5,064 million. Pro Forma Net Debt amounted to DKK 31,472 million at 30 June 2008. Seasonality Adjusted Pro Forma Net Debt, which is adjusted for seasonality in changes in working capital, amounted to DKK 30,702 million at 30 June 2008.

The calculation of these figures is prepared according to the principles described in the appendix on pages 29-31 of this report.

## Interest Rate Risk

Net of interest rate hedges, approximately 78% of ISS's net debt carried fixed interest rates while approximately 22% carried floating interest rates at 30 June 2008.

## Management changes

As announced in December 2007, Jeff Gravenhorst was appointed Group COO with effect from 1 April 2008 and would continue to act as Group Chief Financial Officer (CFO) until his successor was appointed. On 8 May 2008 ISS announced that Mr. Jakob Stausholm has been appointed new Group CFO for the Group and will take up the position on 1 September 2008.

On 20 June 2008 ISS announced that John Murray Allan was elected as new member of the Board of Directors of ISS.

## Outlook

The expectations should be read in conjunction with "Forward-looking statements" as shown in the table below.

In 2008, ISS will continue its strategic directions towards offering Integrated Facility Services,

strengthening single-service excellence and maintaining focus on its key operational objectives (i) cash flow; (ii) operating margin; and (iii) profitable organic growth. ISS has introduced the next phase of its strategy plan - "The ISS Way", which follows the strategic direction set out in previous strategies and focuses on further aligning the business model and strengthening knowledge-sharing abilities. The initiatives include the continued development of single-service excellence concepts and Integrated Facility Services capabilities, regional and global knowledge and best-practice sharing, as well as increased focus on cross-border sales by strengthening the global Corporate Client organisation. Furthermore, the Group intends to continue its strategy of acquiring companies to increase local scale and broadening its service competencies. Finally, ISS is also determined to seek to reduce, on a multiple basis, the financial leverage of the ISS Group.

ISS expects that at the prevailing currency rates and including acquisitions completed up to 31 July, 2008, revenue in the continuing business amounting to DKK 61.6 billion will increase by more than 10% in 2008 and that the operating margin and organic growth rate will be maintained at the level realised in 2007.

### Revenue, continuing business

*DKK billions*

Revenue 2007	63.9
Divested activities	(1.1)
Estimated currency adjustments	(1.2)
<b>Adjusted Revenue, Continuing Business</b>	<b>61.6</b>

## Subsequent Events

Subsequent to 30 June 2008, the Group has made 7 acquisitions up until 31 July 2008. See note 5, Acquisition and divestment of businesses to the Condensed Consolidated Interim Financial Statements.

Apart from the above and the events described in this interim report, the Group is not aware of events subsequent to 30 June 2008, which are expected to have a material impact on the Group's financial position.



### Telephone conference

A telephone conference will be held on Friday, 29 August 2008 at 4:00 PM CET (3:00 PM UK time).

The telephone numbers for the conference are:

+45 70 26 50 40 (Denmark)

+44 208 817 9301 (UK)

+1 718 354 1226 (US)

#### **Forward-looking statements**

This report may contain forward-looking statements. Statements herein, other than statements of historical fact, regarding future events or prospects, are forward-looking statements. The words "may", "will", "should", "expect", "anticipate", "believe", "estimate", "plan", "predict," "intend" or variations of these words, as well as other statements regarding matters that are not historical fact or regarding future events or prospects, constitute forward-looking statements. ISS has based these forward-looking statements on its current views with respect to future events and financial performance. These views involve a number of risks and uncertainties, which could cause actual results to differ materially from those predicted in the forward-looking statements and from the past performance of ISS. Although ISS believes that the estimates and projections reflected in the forward-looking statements are reasonable, they may prove materially incorrect, and actual results may materially differ, e.g. as the result of risks related to the facility service industry in general or ISS in particular including those described in the annual report 2007 of ISS Holding A/S and other information made available by ISS.

As a result, you should not rely on these forward-looking statements. ISS undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except to the extent required by law.

The Annual Report 2007 of ISS Holding A/S is available from the Group's website, [www.issworld.com](http://www.issworld.com).



## Management Statement

COPENHAGEN, 29 August 2008

The Board of Directors and the Executive Group Management have today discussed and approved the interim report of ISS Holding A/S for the period 1 January – 30 June 2008.

The interim report has not been reviewed or audited and has been prepared in accordance with IAS 34 “Interim Financial Reporting” as adopted by the EU and additional Danish disclosure requirements for interim reports.

In our opinion, the interim report gives a true and fair view of the Group's financial position at 30 June 2008 and of the results of the Group's operations and consolidated cash flows for the financial period 1 January – 30 June 2008.

Furthermore, in our opinion the Management Review includes a fair review of the development and performance of the Group's activities and of the Group's financial position taken as a whole, together with a description of the most significant risks and uncertainties that the Group may face.

### EXECUTIVE GROUP MANAGEMENT

Jørgen Lindegaard  
Group Chief Executive Officer

Jeff Gravenhorst  
Group Chief Operating Officer  
Group Chief Financial Officer

### BOARD OF DIRECTORS

Sir Francis Mackay  
Chairman

Leif Östling  
Vice-Chairman

Ole Andersen

Sanjay Patel

Steven Sher

Christoph Sander

Peter Korsholm

John Murray Allan

***Condensed Consolidated Interim Financial Statements  
for ISS Holding A/S***

# Condensed Consolidated Interim Financial Statement

## Condensed consolidated interim income statement

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

Note	Q2 2008	Q2 2007	H1 2008	H1 2007
<b>3 Revenue</b>	<b>17,367</b>	<b>15,825</b>	<b>33,734</b>	<b>30,755</b>
Staff costs	(11,194)	(10,188)	(21,972)	(19,986)
Cost of sales	(1,576)	(1,392)	(3,016)	(2,718)
Other operating expenses	(3,294)	(3,048)	(6,470)	(5,955)
Depreciation and amortisation <sup>1)</sup>	(215)	(202)	(416)	(404)
<b>3 Operating profit before other items <sup>2)</sup></b>	<b>1,088</b>	<b>995</b>	<b>1,860</b>	<b>1,692</b>
4 Other income and expenses, net	(51)	(42)	(72)	(52)
Integration costs	(14)	(20)	(24)	(32)
<b>3 Operating profit <sup>1)</sup></b>	<b>1,023</b>	<b>933</b>	<b>1,764</b>	<b>1,608</b>
Share of result from associates	3	4	0	3
Net finance costs	(610)	(826)	(1,276)	(1,421)
<b>Profit before tax and goodwill impairment/amortisation of brands and customer contracts</b>	<b>416</b>	<b>111</b>	<b>488</b>	<b>190</b>
Income taxes <sup>3)</sup>	(134)	125	(191)	82
<b>Profit before goodwill impairment/amortisation of brands and customer contracts</b>	<b>282</b>	<b>236</b>	<b>297</b>	<b>272</b>
Goodwill impairment and write-down	-	(73)	-	(73)
Amortisation of brands and customer contracts <sup>4)</sup>	(256)	(278)	(504)	(553)
Income tax effect <sup>5)</sup>	71	173	141	252
<b>Net profit/(loss) for the period</b>	<b>97</b>	<b>58</b>	<b>(66)</b>	<b>(102)</b>
<b>Attributable to:</b>				
Equity holders of ISS Holding	89	51	(71)	(113)
Minority interests	8	7	5	11
<b>Net profit/(loss) for the period</b>	<b>97</b>	<b>58</b>	<b>(66)</b>	<b>(102)</b>

<sup>1)</sup> Excluding Goodwill impairment and write-down and Amortisation of brands and customer contracts.

<sup>2)</sup> Other items comprise Other income and expenses, net, Integration costs, Goodwill impairment and write-down and Amortisation of brands and customer contracts.

<sup>3)</sup> Excluding tax effect of Goodwill impairment and write-down and Amortisation of brands and customer contracts.

<sup>4)</sup> Includes customer contract portfolios and related customer relationships.

<sup>5)</sup> Income tax effect of Goodwill impairment and write-down and Amortisation of brands and customer contracts.

## Condensed consolidated interim cash flow statement

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

Note	Q2 2008	Q2 2007	H1 2008	H1 2007
3 Operating profit before other items	1,088	995	1,860	1,692
Share based payments	-	1	-	1
Depreciation and amortisation	215	202	416	404
Changes in working capital	157	76	(910)	(814)
Changes in provisions	2	(64)	(5)	(83)
Income taxes paid, net	(75)	(100)	(206)	(192)
Payments related to other income and expenses, net	(59)	(29)	(122)	(98)
Payments related to integration costs	(12)	(23)	(23)	(40)
<b>Cash flow from operating activities</b>	<b>1,316</b>	<b>1,058</b>	<b>1,010</b>	<b>870</b>
5 Acquisition of businesses	(855)	(1,674)	(1,385)	(2,316)
5 Divestment of businesses	(7)	4	267	16
Investments in intangible assets and property, plant and equipment, net	(254)	(134)	(272)	(328)
Investments in financial assets, net	(19)	39	(30)	8
<b>Cash flow from investing activities</b>	<b>(1,135)</b>	<b>(1,765)</b>	<b>(1,420)</b>	<b>(2,620)</b>
Net proceeds from financing	87	1,504	201	1,822
Interest paid, net	(510)	(555)	(968)	(884)
Minority interests	(12)	(8)	(17)	(9)
<b>Cash flow from financing activities</b>	<b>(435)</b>	<b>941</b>	<b>(784)</b>	<b>929</b>
<b>Total cash flow</b>	<b>(254)</b>	<b>234</b>	<b>(1,194)</b>	<b>(821)</b>
Cash and cash equivalents at beginning	1,608	1,165	2,581	2,216
Total cash flow	(254)	234	(1,194)	(821)
Foreign exchange adjustments	20	4	(13)	8
<b>Cash and cash equivalents at 30 June</b>	<b>1,374</b>	<b>1,403</b>	<b>1,374</b>	<b>1,403</b>

## Condensed consolidated interim balance sheet

These condensed consolidated interim financial statements are unaudited.

Amounts in DKK millions

Note	30 June 2008	30 June 2007	31 December 2007
<b>Assets</b>			
Intangible assets	37,853	37,380	37,150
Property, plant and equipment	2,235	2,248	2,223
Investments in associates	28	24	28
Deferred tax assets	632	826	598
Other financial assets	271	236	229
<b>Total non-current assets</b>	<b>41,019</b>	<b>40,714</b>	<b>40,228</b>
Inventories	285	246	249
Trade receivables	11,033	10,074	10,114
Contract work in progress	247	251	161
Tax receivables	383	316	277
Other receivables	1,153	1,236	1,036
Assets held for sale	-	754	619
Securities	82	82	83
Cash and cash equivalents	1,374	1,403	2,581
<b>Total current assets</b>	<b>14,557</b>	<b>14,362</b>	<b>15,120</b>
<b>Total assets</b>	<b>55,576</b>	<b>55,076</b>	<b>55,348</b>
<b>Equity and liabilities</b>			
Total equity attributable to equity holders of ISS Holding	5,258	6,015	5,459
Minority interests	35	49	59
<b>Total equity</b>	<b>5,293</b>	<b>6,064</b>	<b>5,518</b>
Long-term debt	30,971	29,689	30,882
Pensions and similar obligations	774	680	724
Deferred tax liabilities	2,736	3,184	2,786
Other provisions	319	373	326
<b>Total long-term liabilities</b>	<b>34,800</b>	<b>33,926</b>	<b>34,718</b>
Short-term debt	1,391	1,268	1,039
Trade payables	2,568	2,393	2,750
Tax payables	209	282	151
Other liabilities	10,964	10,397	10,494
Other provisions	351	372	327
Liabilities held for sale	-	374	351
<b>Total current liabilities</b>	<b>15,483</b>	<b>15,086</b>	<b>15,112</b>
<b>Total liabilities</b>	<b>50,283</b>	<b>49,012</b>	<b>49,830</b>
<b>Total equity and liabilities</b>	<b>55,576</b>	<b>55,076</b>	<b>55,348</b>

## Condensed consolidated interim statement of total recognised income and expense and changes in equity

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

	Attributable to equity holders of ISS Holding						Total equity
	Share capital	Retained earnings	Cumulative fx adj.	Realised gain/(loss) on hedges	Unrealised gain/(loss) on hedges	Minority interests	
<b>2008</b>							
<b>Total recognised income and expense</b>							
Net profit/(loss) for the period	-	(71)	-	-	-	5	(66)
Foreign exchange adj. of subsidiaries and minorities	-	-	(198)	-	-	(1)	(199)
Fair value adjustment of hedges, net	-	-	-	-	(5)		(5)
Fair value adjustment of hedges, net, transferred to Net finance costs	-	-	-	-	82		82
Share-based payments	-	7	-	-	-		7
Actuarial gains, net	-	8	-	-	-	-	8
Tax of entries recognised directly in equity	-	(5)	-	-	(19)		(24)
<b>Net income and expense recognised directly in equity</b>	-	10	(198)	-	58	(1)	(131)
<b>Total recognised income and expense for the period</b>	-	(61)	(198)	-	58	4	(197)
<b>Equity at 1 January 2008</b>	<b>100</b>	<b>5,486</b>	<b>(249)</b>	<b>(7)<sup>1)</sup></b>	<b>129<sup>1)</sup></b>	<b>59</b>	<b>5,518</b>
<b>Changes in equity</b>							
Total recognised income and expense for the period	-	(61)	(198)	-	58	4	(197)
Impact from acquired and divested companies, net	-	-	-	-	-	(11)	(11)
Dividends paid	-	-	-	-	-	(17)	(17)
<b>Total changes in equity</b>	-	(61)	(198)	-	58	(24)	(225)
<b>Equity at 30 June 2008</b>	<b>100</b>	<b>5,425</b>	<b>(447)</b>	<b>(7)<sup>1)</sup></b>	<b>187<sup>1)</sup></b>	<b>35</b>	<b>5,293</b>

<sup>1)</sup> Net of taxes.

Continues

## Condensed consolidated interim statement of total recognised income and expense and changes in equity

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

	Attributable to equity holders of ISS Holding					Minority interests	Total equity
	Share capital	Retained earnings	Cumulative fx adj.	Realised gain/(loss) on hedges	Unrealised gain/(loss) on hedges		
<b>2007</b>							
<b>Total recognised income and expense</b>							
Net profit/(loss) for the period	-	(113)	-	-	-	11	(102)
Foreign exchange adj. of subsidiaries and minorities	-	-	(16)	-	-	-	(16)
Fair value adjustment of hedges, net	-	-	-	-	135	-	135
Fair value adjustment of hedges, net, transferred to Net finance costs	-	-	-	-	21	-	21
Share-based payments	-	1	-	-	-	-	1
Actuarial gains, net <sup>1)</sup>	-	187	-	-	-	-	187
Fair value adjustment of PFI investments	-	(19)	-	-	-	-	(19)
Tax of entries recognised directly in equity	-	(50)	-	-	(48)	-	(98)
<b>Net income and expense recognised directly in equity</b>	-	<b>119</b>	<b>(16)</b>	-	<b>108</b>	-	<b>211</b>
<b>Total recognised income and expense for the period</b>	-	<b>6</b>	<b>(16)</b>	-	<b>108</b>	<b>11</b>	<b>109</b>
<b>Equity at 1 January 2007</b>	<b>100</b>	<b>5,716</b>	<b>14</b>	<b>(7) <sup>2)</sup></b>	<b>94 <sup>2)</sup></b>	<b>63</b>	<b>5,980</b>
<b>Changes in equity</b>							
Total recognised income and expense for the period	-	6	(16)	-	108	11	109
Impact from acquired and divested companies, net	-	-	-	-	-	(15)	(15)
Dividends paid	-	-	-	-	-	(10)	(10)
<b>Total changes in equity</b>	-	<b>6</b>	<b>(16)</b>	-	<b>108</b>	<b>(14)</b>	<b>84</b>
<b>Equity at 30 June 2007</b>	<b>100</b>	<b>5,722</b>	<b>(2)</b>	<b>(7) <sup>2)</sup></b>	<b>202 <sup>2)</sup></b>	<b>49</b>	<b>6,064</b>

<sup>1)</sup> Reduced by effect from asset ceiling.

<sup>2)</sup> Net of taxes.



## ***Notes to the condensed consolidated interim financial statements***

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## ***Notes to the condensed consolidated interim financial statements***

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### **1. Significant accounting policies**

The condensed consolidated interim financial statements of ISS Holding A/S for the period 1 January - 30 June 2008, comprise ISS Holding A/S and its subsidiaries (together referred to as "the Group") and the Group's interests in associates and jointly controlled entities.

#### **STATEMENT OF COMPLIANCE**

The condensed consolidated interim financial statements have been prepared in accordance with IAS 34 "Interim Financial Reporting" as adopted by the EU and additional Danish disclosure requirements for interim reports. These condensed consolidated interim financial statements do not include all of the information required for full annual financial statements, and should be read in conjunction with the consolidated financial statements of the Group as of and for the year ended 31 December 2007.

#### **ACCOUNTING POLICIES**

The accounting policies applied by the Group in these condensed consolidated interim financial statements are consistent with those applied by the Group in its consolidated financial statements as of and for the year ended 31 December 2007.

#### **CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS**

In preparing these condensed consolidated interim financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as of and for the year ended 31 December 2007.

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### **2. Seasonality**

The operating margin before other items is typically lower in the first quarter of the year and higher in the third quarter of the year, compared to other quarters. Cash flow from operations tends to be lower in the first quarter of the year due to a number of cash payments relating to, among other things, pension contributions, insurance premium payments, holiday payments and the payment of bonuses earned in the prior year. Cash flow from operations becomes increasingly positive throughout the year and is usually highest in the fourth quarter of the year, when revenue recognised in the third quarter of the year is collected.

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### Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### 3. Segment information

In line with the internal management structure, the geographical segment is the primary segment.

1 January – 30 June 2008

Geographical (primary segment)	External revenue	Total revenue <sup>1)</sup>	Operating profit before other items <sup>2)</sup>	Operating margin %	Operating profit <sup>2)</sup>
France	4,681	4,681	295	6.3	256
United Kingdom	3,832	3,836	246	6.4	245
Norway	2,836	2,836	195	6.9	178
Spain	2,279	2,279	106	4.7	104
Sweden	1,953	1,953	89	4.5	89
Denmark	1,845	1,850	127	6.9	126
Netherlands	1,762	1,762	79	4.5	79
Finland	1,730	1,730	120	7.0	121
Australia	1,694	1,694	103	6.1	102
Belgium and Luxembourg	1,522	1,522	103	6.8	103
Switzerland	1,197	1,197	78	6.5	78
Germany	1,151	1,151	44	3.8	44
USA	940	940	54	5.7	51
Austria	861	861	44	5.1	44
Israel	695	695	33	4.7	30
Turkey	527	527	39	7.5	39
Brazil	456	456	28	6.2	28
Hong Kong	440	440	33	7.5	33
Greece	335	335	24	7.1	23
Singapore	311	311	20	6.4	20
Portugal	256	256	18	7.1	18
Czech Republic	233	233	17	7.3	17
Ireland	228	228	9	3.9	9
Mexico	172	172	9	5.0	7
Slovakia	156	156	12	7.6	12
Indonesia	155	155	15	9.7	15
Thailand	137	137	9	6.7	9
Italy	123	123	8	6.9	8
Chile	120	120	8	6.4	8
New Zealand	110	110	5	4.6	3
Argentina	94	94	4	4.5	4
China	93	93	5	5.6	7
India	86	86	5	5.9	5
Slovenia	84	84	4	4.9	4
Taiwan	82	82	6	7.0	4
Iceland	78	78	6	7.4	6
Poland	76	76	3	3.6	3
Estonia	67	67	4	5.2	4
Hungary	64	64	3	4.7	3
Romania	62	62	9	14.7	9
Greenland	53	53	4	6.9	4
Philippines	48	48	2	3.6	1
Malaysia	36	36	2	6.4	2
Russia	30	30	0	1.0	0
Uruguay	16	16	1	7.2	1
Croatia	15	15	1	3.6	1
Brunei	8	8	2	20.4	2
Faroe Islands	5	5	0	2.6	0
Sri Lanka	0	0	(0)	0.0	0
Regional costs, not allocated to countries / eliminations	-	-	(9)	-	(10)
<b>Total regions</b>	<b>33,734</b>	<b>33,743</b>	<b>2,022</b>	<b>6.0</b>	<b>1,949</b>
Corporate functions / eliminations	-	(9)	(162)	(0.5)	(185)
<b>Total</b>	<b>33,734</b>	<b>33,734</b>	<b>1,860</b>	<b>5.5</b>	<b>1,764</b>

<sup>1)</sup> Internal revenue has not been disclosed due to immateriality.

<sup>2)</sup> Before internal royalty to corporate functions and excluding Goodwill impairment and write-down and Amortisation of brands and customer contracts.

Continues

### Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### 3. Segment information (continued)

1 January – 30 June 2007					
Geographical (primary segment)	External revenue	Total revenue <sup>1)</sup>	Operating profit before other items <sup>2)</sup>	Operating margin %	Operating profit <sup>2)</sup>
France	5,012	5,012	312	6.2	313
United Kingdom	3,778	3,780	252	6.7	266
Norway	2,586	2,586	205	7.9	200
Sweden	1,930	1,930	123	6.4	123
Spain	1,818	1,818	89	4.9	86
Denmark	1,817	1,823	97	5.3	83
Netherlands	1,804	1,804	105	5.8	92
Australia	1,626	1,626	109	6.7	107
Finland	1,623	1,623	110	6.8	103
Belgium and Luxembourg	1,399	1,399	93	6.7	80
Germany	1,092	1,092	46	4.2	48
Switzerland	1,090	1,090	76	7.0	73
Austria	850	850	52	6.2	51
Israel	449	449	29	6.5	29
Hong Kong	385	385	28	7.2	26
Brazil	380	380	22	6.0	22
Turkey	346	346	23	6.8	23
Singapore	255	255	15	5.9	14
Ireland	253	253	(46)	(18.2)	(74)
Portugal	242	242	18	7.5	17
Czech Republic	162	162	12	7.7	12
USA	158	158	9	5.7	9
Greece	146	146	10	7.0	10
Mexico	145	145	5	3.4	5
Thailand	135	135	9	6.9	9
Indonesia	124	124	12	10.0	12
Slovakia	120	120	9	8.1	10
New Zealand	105	105	6	5.3	6
Taiwan	95	95	6	6.5	10
Italy	94	94	8	8.1	8
Chile	89	89	5	6.1	5
Iceland	84	84	7	8.1	7
Argentina	79	79	4	4.5	3
China	66	66	3	4.8	3
Slovenia	60	60	4	6.4	4
Estonia	59	59	3	4.6	3
Romania	47	47	9	18.5	9
Greenland	43	43	3	7.0	3
Poland	39	39	1	2.2	0
India	37	37	1	1.5	1
Malaysia	35	35	2	4.8	2
Russia	25	25	(1)	(4.9)	(1)
Hungary	18	18	1	3.5	1
Croatia	12	12	0	3.0	0
Philippines	10	10	1	6.3	1
Uruguay	10	10	1	6.7	1
Sri Lanka	10	10	0	3.9	0
Brunei	9	9	0	5.5	0
Faroe Islands	4	4	0	(3.7)	0
Regional costs, not allocated to countries / eliminations	-	-	(10)	-	(11)
<b>Total regions</b>	<b>30,755</b>	<b>30,763</b>	<b>1,878</b>	<b>6.1</b>	<b>1,804</b>
Corporate functions / eliminations	-	(8)	(186)	(0.6)	(196)
<b>Total</b>	<b>30,755</b>	<b>30,755</b>	<b>1,692</b>	<b>5.5</b>	<b>1,608</b>

<sup>1)</sup> Internal revenue has not been disclosed due to immateriality.

<sup>2)</sup> Before internal royalty to corporate functions and excluding Goodwill impairment and write-down and Amortisation of brands and customer contracts.

## Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

<b>4. Other income and expenses, net</b>	<b>2008</b>	<b>2007</b>
Gain on sale of Private Finance Initiative stake in the United Kingdom <sup>1)</sup>	-	41
Gain on divestments	5	5
Other	2	2
<b>Other income</b>	<b>7</b>	<b>48</b>
Re-scoping of IT outsourcing agreement <sup>2)</sup>	-	(10)
Consolidation projects in the United Kingdom <sup>3)</sup>	-	(28)
Restructuring projects <sup>4)</sup>	(28)	-
Redundancy and severance payments relating to organisational changes	(12)	-
Loss on divestments <sup>5)</sup>	(25)	(61)
Other	(14)	(1)
<b>Other expenses</b>	<b>(79)</b>	<b>(100)</b>
<b>Other income and expenses, net</b>	<b>(72)</b>	<b>(52)</b>

<sup>1)</sup> In 2007, sale of the Group's interest (PFI-stake) in Criterion Healthcare (Bishop Auckland), which operates certain facilities at Bishop Auckland Hospital in the United Kingdom, resulted in a gain of DKK 41 million.

<sup>2)</sup> As part of the Group's outsourcing of the operation and maintenance of certain of its IT systems, the Group incurred re-scoping costs of DKK 10 million in 2007, primarily as a result of change in the IT outsourcing agreement from a centralised to a decentralised solution.

<sup>3)</sup> In 2007, the Group initiated projects in the United Kingdom comprising a consolidation of properties in central London and Scotland. The projects included termination of leaseholds, write-off of fixed assets and relocation costs.

<sup>4)</sup> In 2008, the Group initiated a restructuring project in France to reorganise the organisational set-up following the divestment of the non-core energy activities amounting to DKK 13 million. Furthermore, the office relocation project initiated in 2007 to consolidate several office locations in Norway continued in 2008 amounting to DKK 15 million. The projects included redundancy payments and relocation costs.

<sup>5)</sup> In 2008, loss on divestments mainly related to the remaining part of the non-core energy activities in France. In 2007, loss on divestments mainly related to landscaping activities in various countries.

## Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### 5. Acquisition and divestment of businesses

The Group made 39 acquisitions during 1 January - 30 June 2008 (39 during 1 January - 30 June 2007). The total purchase price amounted to DKK 1,481 million (DKK 2,144 million during 1 January - 30 June 2007). The total annual revenue of the acquired businesses (unaudited approximate figure) is estimated at approximately DKK 2,591 million (DKK 3,240 million during 1 January - 30 June 2007) based on expectations at the time of acquisition. The balance sheet items etc. relating to acquisitions and divestments (including adjustments to acquisitions and divestments in prior years) are specified below:

	Total acquisitions <sup>1)</sup>		Total divestments
	Net book value at takeover	Fair value at takeover <sup>2)</sup>	
<b>Acquisitions and divestments 1 January - 30 June 2008</b>			
Goodwill	-	-	(9)
Customer contract portfolios and related customer relationships	-	425	-
Other non-current assets	98	115	(6)
Trade receivables	389	373	(16)
Other current assets	136	123	(15)
Assets held for sale	-	-	(619)
Other provisions	(7)	(38)	0
Pensions, deferred tax liabilities and minorities	(10)	(103)	11
Long-term debt	(3)	(3)	-
Short-term debt	(96)	(96)	-
Other current liabilities	(303)	(320)	8
Liabilities held for sale	-	-	351
<b>Net identifiable assets</b>	<b>204</b>	<b>476</b>	<b>(295)</b>
Goodwill <sup>3)</sup>		1,045	-
Loss/(gain) on divestment of businesses		-	20
Acquisition/divestment costs, net of tax <sup>4)</sup>		(40)	(13)
<b>Purchase/(sales) price</b>		<b>1,481</b>	<b>(288)</b>
Cash and cash equivalents in acquired/divested businesses		(48)	8
<b>Net purchase/(sales) price</b>		<b>1,433</b>	<b>(280)</b>
Changes in deferred payments and earn-outs		(83)	-
Changes in receivable sales prices		-	0
Changes in prepayments regarding acquisitions in the coming period		4	-
Acquisition/divestment costs paid, net of tax		31	13
<b>Net payments regarding acquisition/divestment of businesses</b>		<b>1,385</b>	<b>(267)</b>

The amount of the acquiree's profit or loss since the acquisition date included in the income statement for the period is not disclosed, since such disclosure is impracticable, as acquired companies are typically merged with (or activities transferred to) existing companies shortly after completion of the acquisition.

<sup>1)</sup> In the first six months of 2008, no acquisitions accounted for more than 2% of the Group's revenue on an individual basis.

<sup>2)</sup> In accordance with IFRS 3 opening balances are only provisionally determined within the 12 months period from the acquisition date. Fair value adjustments made in 2008 include adjustments relating to net assets from prior years acquisitions of DKK (7) million made within the 12 months period. Furthermore, the purchase price of prior years acquisitions increased by DKK 121 million in 2008, mainly due to inclusion of earn-outs related to the acquisitions of Carlos Rocha in Spain and Ryvola in the Czech Republic. As a result goodwill increased by DKK 128 million in 2008 due to adjustments to prior years acquisitions.

<sup>3)</sup> The following intangibles are subsumed into goodwill; i) assembled workforce, ii) technical expertise and technological know how, iii) training expertise and training and recruitment programmes and iv) platform for growth. As the Group is a service company that acquires businesses in order to apply the ISS model and generate value by restructuring and refining the acquired business, the main impact from acquisitions derives from synergies, the value of human resources and the creation of platforms for growth.

<sup>4)</sup> Acquisition costs, net of tax amounting to DKK 40 million related mainly to the acquisitions of Topic Caterers in Australia, Kfir in Israel, BGM Services in the USA, Aspis in Greece, Servicoin in Mexico and Adams Secuforce in Hong Kong.

Continues

## Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### 5. Acquisition and divestment of businesses (continued)

The Group made 39 acquisitions from 1 January - 30 June 2007 (64 during 1 January - 30 June 2006). The total purchase price amounted to DKK 2,144 million (DKK 2,516 million during 1 January - 30 June 2006). The total annual revenue of the acquired businesses (unaudited approximate figure) is estimated at approximately DKK 3,240 million (DKK 5,560 million during 1 January - 30 June 2006) based on expectations at the time of acquisition. The balance sheet items etc. relating to acquisitions and divestments (including adjustments to acquisitions and divestments in prior years) are specified below:

	Total acquisitions <sup>1)</sup>		Total divestments
	Net book value at takeover	Fair value at takeover	
<b>Acquisitions and divestments 1 January - 30 June 2007</b>			
Goodwill	512	-	-
Customer contract portfolios and related customer relationships	-	628	-
Other non-current assets	130	106	(18)
Trade receivables	474	470	(1)
Other current assets	211	188	(4)
Other provisions	(32)	(43)	-
Pensions, deferred tax liabilities and minorities	(50)	(201)	-
Long-term debt	(6)	(7)	-
Short-term debt	(43)	(46)	-
Other current liabilities	(450)	(470)	-
<b>Net identifiable assets</b>	<b>746</b>	<b>625</b>	<b>(23)</b>
Hereof previously recognised as associates		(42)	-
<b>Net identifiable assets</b>		<b>583</b>	<b>(23)</b>
Goodwill <sup>2)</sup>		1,612	-
Loss/(gain) on divestment of businesses		-	26
Acquisition/divestment costs, net of tax <sup>3)</sup>		(51)	(29)
<b>Purchase/(sales) price</b>		<b>2,144</b>	<b>(26)</b>
Cash and cash equivalents in acquired/divested businesses		(156)	-
<b>Net purchase/(sales) price</b>		<b>1,988</b>	<b>(26)</b>
Changes in deferred payments and earn-outs		207	(4)
Changes in prepayments regarding acquisitions in the coming period		73	-
Acquisition/divestment costs paid, net of tax		48	14
<b>Net payments regarding acquisition/divestment of businesses</b>		<b>2,316</b>	<b>(16)</b>

The amount of the acquiree's profit or loss since the acquisition date included in the income statement for the period is not disclosed, since such disclosure is impracticable, as acquired companies are typically merged with (or activities transferred to) existing companies shortly after completion of the acquisition.

<sup>1)</sup> In 2007 the acquisition of Sanitors Inc. accounted for more than 2% of the Groups revenue on an individual basis. As the review of the opening balance has not yet been finalised, the provisionally determined opening balance has been included in "Total acquisitions" at 30 June 2007.

<sup>2)</sup> The following intangibles are subsumed into goodwill; i) assembled workforce, ii) technical expertise and technological know how, iii) training expertise and training and recruitment programmes and iv) platform for growth. As the Group is a service company that acquires businesses in order to apply the ISS model and generate value by restructuring and refining the acquired business, the main impact from acquisitions derives from synergies, the value of human resources and the creation of platforms for growth.

<sup>3)</sup> Acquisition costs, net of tax amounting to DKK 51 million related mainly to the acquisitions of Sanitors in USA, Topman and Fealty in Taiwan and Advance in the UK.

Continues



## Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

5. Acquisition and divestment of businesses (continued)	2008	2007
<b>Pro forma revenue</b> <sup>1)</sup>		
Revenue recognised in the income statement	33,734	30,755
Adjustment, assuming all acquisitions from 1 January - 30 June were included as of 1 January	687	1,012
Revenue for the Group assuming all acquisitions from 1 January - 30 June were included as of 1 January	34,421	31,767
Adjustment, assuming all divestments signed from 1 January - 30 June were carried out as of 1 January	(2)	(37)
Revenue for the Group assuming all acquisitions and divestments from 1 January - 30 June were carried out as of 1 January	<b>34,419</b>	<b>31,730</b>
<b>Pro forma operating profit before other items</b> <sup>1)</sup>		
Operating profit before other items recognised in the income statement	1,860	1,692
Adjustment, assuming all acquisitions from 1 January - 30 June were included as of 1 January	43	74
Operating profit before other items for the Group assuming all acquisitions from 1 January - 30 June were included as of 1 January	1,903	1,766
Adjustment, assuming all divestments signed from 1 January - 30 June were carried out as of 1 January	0	0
Operating profit before other items for the Group assuming all acquisitions and divestments from 1 January - 30 June were carried out as of 1 January	<b>1,903</b>	<b>1,766</b>

<sup>1)</sup> The adjustment for revenue and operating profit before other items assuming all acquisitions and divestments were included as of 1 January is based on estimates of local ISS management in the respective jurisdictions in which such acquisitions and divestments occurred at the times of such acquisitions and divestments or actual results where available. Synergies from acquisitions are not included for periods in which such acquisitions were not controlled by the Group. These adjustments and the computation of total revenue and operating profit before other items calculated on a pro forma basis based on such adjustments are presented for informational purposes only and have not been audited. This information does not represent the results the Group would have achieved had the divestments and acquisitions during the period occurred on 1 January. In addition, the information should not be used as the basis for or prediction of any annualised calculation.

Continues

## Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### 5. Acquisition and divestment of businesses (continued)

From 1 January 2008 to 30 June 2008, the Group made 39 acquisitions <sup>1)</sup>

Company/activity	Country	Consolidated in the income statement	Percentage interest	Annual revenue <sup>2)</sup>	Number of employees <sup>2)</sup>
Hoguin Espace	France	January	100%	10	21
Kolberg	Norway	January	Activities	17	12
Rengøringscentralen	Denmark	January	100%	24	120
Tefen	Israel	January	50%	26	230
Adams Secuforce Ltd	Hong Kong	January	100%	111	1,627
Triumph Network	India	February	Activities	2	35
Profi-Komfort	Hungary	February	100%	68	1,361
Smartcare	New Zealand	February	Activities	7	85
Kfir	Israel	March	100%	268	4,500
Arena21	United Kingdom	March	100%	43	114
Pest Check	Ireland	March	Activities	5	6
Slim	Chile	March	100%	22	667
TimSar & Hawes	Australia	March	Activities	1	9
Technisch Onderhoud (TO&S)	Belgium	March	100%	33	35
Strata	United Kingdom	March	100%	152	635
Schack Firmafrugt	Denmark	April	Activities	34	25
Vigor	Norway	April	Activities	7	30
Gastropol	Poland	April	100%	81	670
BGM Industries	USA	April	Activities	510	3,800
Ekå Växtservice	Sweden	April	100%	4	6
Complete Cleaning	Australia	April	100%	30	183
Inbuilt Engineering	Singapore	April	100%	94	110
Aspis	Greece	April	100%	216	1,430
Saneerauspari	Finland	May	Activities	13	26
Paksil & CSS	Turkey	May	100%	88	1,500
Smartkost	Norway	May	100%	7	6
Servicoín	Mexico	May	100%	94	987
Provence Faucardage	France	June	100%	15	19
Siddhi Caterers	India	June	100%	20	500
Naturdes	Spain	June	100%	1	15
ISH Weissenfels	Germany	June	Activities	1	2
Sardunya	Turkey	June	100%	298	1,500
David Morrisson	Luxembourg	June	100%	2	3
Contract Building Services	USA	June	Activities	9	95
Boracure	New Zealand	June	Activities	11	22
Topic Caterers	Australia	June	Activities	184	200
Promocentro	Portugal	June	Activities	47	1,473
Notre Bel	Thailand	July	100%	31	1,900
Pedro Moral	Spain	July	100%	5	12
<b>Total</b>				<b>2,591</b>	<b>23,971</b>

<sup>1)</sup> Includes all acquisitions completed prior to 1 July 2008.

<sup>2)</sup> Unaudited approximate figures based on information available at the time of acquisition.

Continues

## Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### 5. Acquisition and divestment of businesses (continued)

From 1 January to 30 June 2008, the Group made 8 divestments <sup>1)</sup>

Company/activity	Country	Excluded from the income statement	Annual revenue <sup>2)</sup>
Wood Restoration Business	Spain	January	6
EU Business	France	January	25
Slotsholmen	Denmark	January	45
ISS Energie	France	January	854
H. Jakober Transport	Switzerland	January	16
Eiendomsinvestor	Norway	February	-
Aquawall	Denmark	March	4
Security Phone Business	Finland	June	5
<b>Total</b>			<b>955</b>

<sup>1)</sup> Includes all divestments completed prior to 1 July 2008.

<sup>2)</sup> Unaudited approximate figures based on information available at the time of divestment.

### Acquisitions and divestments completed in the period 1 July - 31 July 2008

In accordance with usual procedures for purchase price allocation, opening balances for acquisitions and closing balances for divestments subsequent to 30 June 2008 are not yet available.

From 1 July to 31 July 2008, the Group made 7 acquisitions <sup>1)</sup>

Company/activity	Country	Consolidated in the income statement	Percentage interest	Annual revenue <sup>2)</sup>	Number of employees <sup>2)</sup>
Webdie NV	Belgium	July	100%	11	20
StopFlam	France	July	100%	15	14
Ciape	Spain	July	100%	9	24
Catering Habitude	Uruguay	July	Activities	18	188
Equipo Blanco	Argentina	July	100%	10	310
Gros Environment	France	August	100%	37	42
Hung Fat Cleaning Transportation Company	Hong Kong	August	100%	27	183
<b>Total</b>				<b>127</b>	<b>781</b>

<sup>1)</sup> Includes all acquisitions completed prior to 1 August 2008 regardless of consolidation date.

<sup>2)</sup> Unaudited approximate figures based on information available at the time of acquisition.

From 1 July to 31 July 2008, the Group made no divestments.

Continues

## Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### 6. Contingent liabilities

#### Senior Facility Agreement

ISS Holding A/S has executed a share pledge over its shares in ISS A/S as security for the Group's senior facilities and a secondary share pledge over such shares as security for the subordinated notes issued by ISS Holding A/S.

ISS A/S, ISS Global A/S and certain material subsidiaries of ISS Global A/S in Australia, Belgium, Denmark, Finland, France, the Netherlands, Norway, Spain, Sweden, and the United Kingdom have provided guarantees for ISS Global A/S's borrowings under the senior facilities. The guarantees have been backed up by security over bank accounts, trade receivables, intra-group receivables, other receivables, properties, production equipment and intellectual property rights of ISS A/S and these subsidiaries. At 30 June 2008, the aggregate approximate book values of assets provided as security for the borrowings under the senior facilities were:

	Approximate book values (DKK billions)
Goodwill	4.0
Customer contracts	1.1
Intellectual property rights	1.6
Other intangible and tangible assets	0.4
Trade receivables	3.3
Other receivables	0.1
Bank accounts	0.7
<b>Total</b>	<b>11.2</b>

In addition, the shares in the material subsidiaries and shares in certain of their subsidiaries as well as shares in certain subsidiaries in Austria, Germany, Hong Kong, Ireland, Portugal, Singapore and Switzerland have been pledged. Neither ISS A/S nor any of its direct or indirect subsidiaries have guaranteed or granted any security for ISS Holding A/S's borrowing used for financing the acquisition of ISS A/S.

#### Operating leases

Operating leases consist of leases and rentals of properties, vehicles (primarily cars) and other equipment. The total expense under operating leases in the income statement amounted to DKK 935 million (30 June 2007, DKK 865 million). Assuming the current car fleet etc. is maintained, the future minimum lease payments under operating leases are:

	Year 1	Year 2	Year 3	Year 4	Year 5	After 5 years	Total lease payment
At 30 June 2008	1,219	963	690	436	289	412	4,009
At 30 June 2007	1,143	865	626	414	284	447	3,779

#### Commitment vehicle leases

On 1 January 2005 the Group entered into a global car fleet lease framework agreement for three years, including an option for extension. The agreement was re-negotiated and extended for another three year term from 1 January 2008 to 31 December 2010. The framework agreement contains an option for the Group to terminate the fleet of an entire country or the entire fleet under the framework agreement with four weeks notice subject to payment of a termination amount. The majority of the underlying agreements have a duration of 3-5 years. The disclosed contingent liability includes the Group's total leasing commitment assuming no early termination of any agreement.

#### Guarantee commitments

Indemnity and guarantee commitments at 30 June 2008 amounted to DKK 386 million (30 June 2007, DKK 386 million).

#### Performance guarantees

The Group has issued performance guarantee bonds for service contracts with an annual revenue of DKK 1,211 million (30 June 2007, DKK 1,057 million) of which DKK 970 million (30 June 2007, DKK 857 million) were bank-guaranteed performance bonds. Such performance bonds are issued in the ordinary course of business in the service industry.

#### Outsourcing of IT

The Group has an IT outsourcing agreement with Computer Sciences Corporation (CSC), which expires at the end of 2015. The Group's contractual obligations related to the agreement amounted to approximately DKK 62 million at 30 June 2008 (30 June 2007, DKK 91 million).

Continues

## **Notes to the condensed consolidated interim financial statements**

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### **6. Contingent liabilities (continued)**

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#### **Divestments**

The Group makes provisions for claims from purchasers or other parties in connection with divestments and representations and warranties given in relation to such divestments. Management believes that provisions made at 30 June 2008 are adequate. However, there can be no assurance that one or more major claims arising out of The Group's divestment of companies will not adversely affect The Group's activities, results of operations and financial position.

#### **Legal proceedings**

The Group is party to certain legal proceedings. Management believes that these proceedings (which are to a large extent labour cases incidental to the business of the Group) will not have a material impact on The Group's financial position beyond the assets and liabilities already recognised in the balance sheet at 30 June 2008.

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### **7. Related party transactions**

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The sole shareholder of ISS Holding A/S, ISS Equity A/S, has controlling influence in the Group. The ultimate controlling company of the Group is FS Invest S.à r.l ("FS Invest"), which is 54% owned by funds advised by EQT Partners and 44% owned by funds advised by Goldman Sachs Capital Partners.

#### **Members of the Board of Directors and Executive Group Management**

Apart from remuneration and co-investment programmes described below, there were no significant transactions with members of the Board of Directors or the Executive Group Management during the period.

#### **Management Participation Programme**

The Principal Shareholders have offered a management participation programme, under which the Executive Group Management and a number of senior officers of the Group were offered to make an investment. The programme is structured as a combination of direct and indirect investments in a mix of shares and warrants of FS Invest, ISS Holding A/S's ultimate parent company. As of 30 June 2008, the investments amounted to DKK 182 million in total for 133 executives and officers. As part of the programme, certain senior officers were granted warrants in FS Invest of which 396,940 were outstanding as of 30 June 2008.

Non-executive members of the Board of Directors (except representatives of the Principal Shareholders) have been offered to participate in a directors participation programme, under which they have invested in a mix of shares and warrants of FS Invest amounting to approximately DKK 6.4 million in total. In addition they have co-invested with the Principal Shareholders for approximately DKK 17.6 million in total.

#### **Joint ventures and associates**

Transactions with joint ventures and associates are limited to transactions related to shared service agreements. There were no significant transactions with joint ventures and associates during the period. All transactions are made on market terms.

In addition to the above and except for intra-group transactions, which have been eliminated in the consolidated accounts, there were no material transactions with related parties and shareholders during the period.

Continues

## Notes to the condensed consolidated interim financial statements

These condensed consolidated interim financial statements are unaudited.

1 January – 30 June. Amounts in DKK millions

### 7. Related party transactions (continued)

#### External directorships and external executive positions of the Group's Board of Directors and Executive Group Management

Board of Directors	Board Member	Executive Position
Sir Francis Mackay	Chairman Carlton Partner LLP	BioGreen Limited, Director Graysons Limited, Director McKade Property Limited, Director
Leif Östling	Scania AB, AB SKF, Svenskt Näringsliv (Confederation of Swedish Enterprise) and Teknikföretagen (The Association of Swedish Engineering Industries)	President and CEO of Scania AB
Ole Andersen	Dako A/S	None
Sanjay Patel	Ahlsell Sverige AB, certain holding companies of Ahlsell Sverige AB, Expro Ltd., Endemol N.V. and Get A/S and companies related to Sigma Electric Manufacturing Corporation	Co-head of Private Equity in Europe for the Principal Investment Area of Goldman Sachs
Christoph Sander	Casper Limited and subsidiaries of Casper Limited	Co-founder and CEO of Casper Limited
Steven Sher	Ahlsell Sverige AB, Edam Acquisitions B.V. and certain holding companies of Ahlsell Sverige AB and Endemol N.V.	Managing Director, Goldman Sachs International, Principal Investment Area
Peter Korsholm	BTX Group A/S and BCT Holding	Partner and Head of the Copenhagen office of EQT Partners
John Murray Allan	National Grid plc, Deutsche Lufthansa AG and Deutsche Postbank AG	CFO of Deutsche Post World Net and other positions in subsidiaries thereof
Executive Group Management	Board Member	Executive Position
Jørgen Lindegaard	Efsen Engineering A/S	None
Jeff Gravenhorst	None	None

#### Affiliates

In the period 1 January - 30 June 2008, the Group had the following transactions with affiliates:

- the Group received/paid interest from/to affiliates.
- the Group received/paid joint taxation contribution equal to 25% of taxable income from/to ISS Equity A/S (the ultimate parent company in Denmark).
- the Group and Goldman Sachs have agreed general terms and conditions for the supply of Facility Services to be applied by local ISS operations and local Goldman Sachs affiliates when contracting with each other. ISS in Switzerland, Russia and the United Kingdom have entered into Facility Services agreements with local Goldman Sachs affiliates. The annual revenue from these agreements is estimated at DKK 80 million.
- the Group and Goldman Sachs have entered into various agreements on provision of financing and banking related services.

All transactions were made on market terms.

### 8. Subsequent events

Subsequent to 30 June 2008, the Group has made 7 acquisitions up until 31 July 2008. See note 5, Acquisition and divestment of businesses.

Apart from the above and the events described in this interim report, the Group is not aware of events subsequent to 30 June 2008, which are expected to have a material impact on the Group's financial position.

## APPENDIX: Other Financial Measures

The estimated pro forma information presented in this appendix is unaudited and for informational purposes only. This information does not represent the results the Group would have achieved had each of the acquisitions and divestments during the period 1 July 2007 – 30 June 2008 occurred on 1 July 2007.

ISS includes these financial measures because it believes that they are useful measures of the Group's results of operations and liquidity; however, these items are not measures of financial performance under IFRS and should not be considered as a substitute for operating profit, net profit, cash flow or other financial measures computed in accordance with IFRS. Other companies, including those in the Group's industry, may calculate similarly titled financial measures differently from the Group. Because all companies do not calculate these financial measures in the same manner, ISS's presentation of such financial measures may not be comparable to similarly titled measures of other companies. Funds depicted by certain of these measures may not be available for management's discretionary use due to covenant restrictions, debt service payments and other commitments. In addition, the calculations of some of these financial measures take into account estimates of pre-acquisition and post-acquisition results, which by their nature are uncertain.

For further information and definitions, reference is made to the appendix Other Financial Measures set out in the ISS Holding A/S Annual Report 2007, which can be downloaded from [www.issworld.com](http://www.issworld.com).

### Pro Forma Adjusted EBITDA

Estimated pro forma adjusted EBITDA of acquired and divested businesses represents the net aggregate estimated Adjusted EBITDA for each of the acquired or divested businesses for the period from 1 July 2007 to the date of its acquisition or divestment by the Group. These amounts are estimates in part because (i) the historical income statement information that was available for the acquired businesses for the periods from 1 July 2007 to the date of their acquisition by the Group has been converted and adjusted by the Group as described below, and (ii) income statement information was generally not available for any of the acquired businesses for the portions of the twelve-month period ended 30 June 2008 from the dates of the last annual or interim financial statements of the acquired businesses until the date on which they were purchased by the Group.

### Reconciliation of EBITDA to Pro Forma ADJUSTED EBITDA

	12-month period ended 30 June 2008 (DKK millions)
Operating Profit	3,796
Depreciation and amortisation	857
EBITDA	4,653
Other income and expenses, net	150
Integration costs	58
<b>Adjusted EBITDA</b>	<b>4,861</b>
Estimated Pro Forma Adjusted EBITDA of acquired and divested businesses	203
<b>Pro Forma Adjusted EBITDA</b>	<b>5,064</b>

For further information on the method applied to estimate Pro Forma Adjusted EBITDA, reference is made to the appendix Other Financial Measures set out in the ISS Holding A/S Annual Report 2007, which can be downloaded from [www.issworld.com](http://www.issworld.com).



## Pro Forma Net debt

### Pro Forma Net Debt as of 30 June 2008

	DKK millions		
	Consolidated Actual	Accounting adjustments <sup>1)</sup>	Consolidated as Adjusted
<b>Short-term debt <sup>2)</sup>:</b>			
Senior Facilities			
Term Facility A	198		198
Acquisition Facilities	71		71
Other short-term debt	1,122	(98)	1,024
<b>Total short-term debt</b>	<b>1,391</b>		<b>1,293</b>
<b>Long-term debt <sup>2)</sup>:</b>			
Senior Facilities:			
Term Facility A	1,117	75	1,192
Term Facility B	13,142	104	13,246
Acquisition Facilities	2,051		2,051
Euro Medium Term Notes:			
4.75% Notes due 2010	6,105	233	6,338
4.50% Notes due 2014	697	127	824
Second Lien Facility	4,412	63	4,475
8.875% Subordinated Notes due 2016	3,289	97	3,386
Interest rate swaps	35	(35)	-
Other long-term debt	123		123
<b>Total long-term debt</b>	<b>30,971</b>		<b>31,635</b>
<b>Total long and short-term debt</b>			<b>32,928</b>
- Total cash and cash equivalents and securities			(1,456)
<b>Pro Forma Net Debt</b>			<b>31,472</b>
Changes in working capital, 1 January - 30 June, 2008			(910)
Changes in working capital, 1 July, 2007 - 30 June, 2008			140
<b>Seasonality Adjusted Pro Forma Net Debt <sup>3)</sup></b>			<b>30,702</b>

#### Notes:

##### (1) Accounting Adjustments:

Accounting adjustments comprise DKK 360 million of market price adjustments relating to Euro Medium Term Notes (DKK 233 million related to the notes due 2010 and DKK 127 million related to the notes due 2014); DKK (35) million of unamortised gains on interest rate swaps, DKK 339 million of unamortised financing fees (DKK 75 related to Term Facility A, DKK 104 million related to Term Facility B, DKK 63 million related to the Second Lien Facility, and DKK 97 million related to the Subordinated Notes due 2016); and a DKK (98) million adjustment related to the joint taxation scheme with Danish resident subsidiaries and ISS Equity A/S.

Compared to previous quarters, a portion of the market price adjustments have been re-allocated between the Euro Medium Term Notes. The re-allocation of these non-cash items did not impact the total carrying value or total Consolidated as Adjusted value of the notes.

For additional information on the nature of these accounting adjustments, reference is made to the appendix Other Financial Measures set out in the ISS Holding A/S Annual Report 2007, which can be downloaded from [www.issworld.com](http://www.issworld.com).

##### (2) Composition of short- and long-term debt:

In Q2 2008, ISS increased its Revolving Credit Facility ("RCF") by DKK 37 million to DKK 2,437 million, of which DKK 831 million were drawn at 30 June 2008 and were included in "other short-term debt" and "other long-term debt" in the Condensed Consolidated Interim Financial Statements. In addition, approximately DKK 1.0 billion of the RCF was allocated to support performance bonds issued by operating subsidiaries.

Drawings under the Acquisition Facilities amounted to DKK 2,122 million of which DKK 1,425 million were drawn under Acquisition Facility A and DKK 697 million were drawn under Acquisition Facility B. As of 30 June 2008, a total of DKK 2,803 million were available under the Acquisition Facilities.

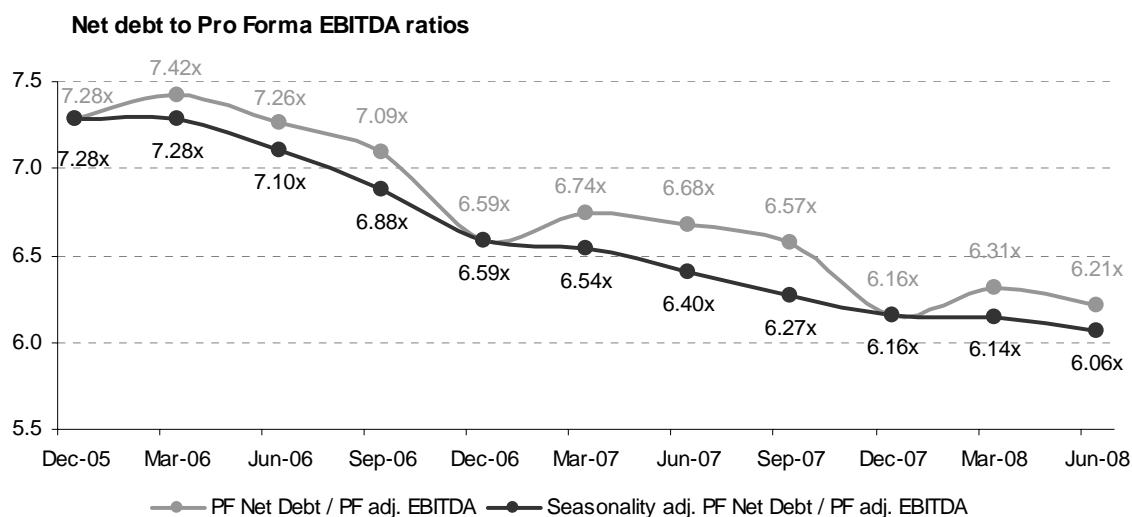
For additional information on ISS's credit facilities, reference is made to the appendix Other Financial Measures set out in the ISS Holding A/S Annual Report 2007, which can be downloaded from [www.issworld.com](http://www.issworld.com).

##### (3) Seasonality adjustment:

Seasonality Adjusted Pro Forma Net Debt, as calculated by ISS, represents Pro Forma Net Debt less changes in working capital for the six-month period ended 30 June 2008, plus changes in working capital for the 12-month period ended 30 June 2008. By applying changes in working capital for the 12-month period ended 30 June 2008 instead of the six-month period ended 30 June 2008, ISS adjusts Pro Forma Net Debt for seasonality in working capital and thus the Seasonality Adjusted Pro Forma Net Debt is comparable to ISS's Pro Forma Net Debt at the end of a financial year. For further information on seasonality, see note 2 to the Condensed Consolidated Interim Financial Statements.

## Financial leverage ratios

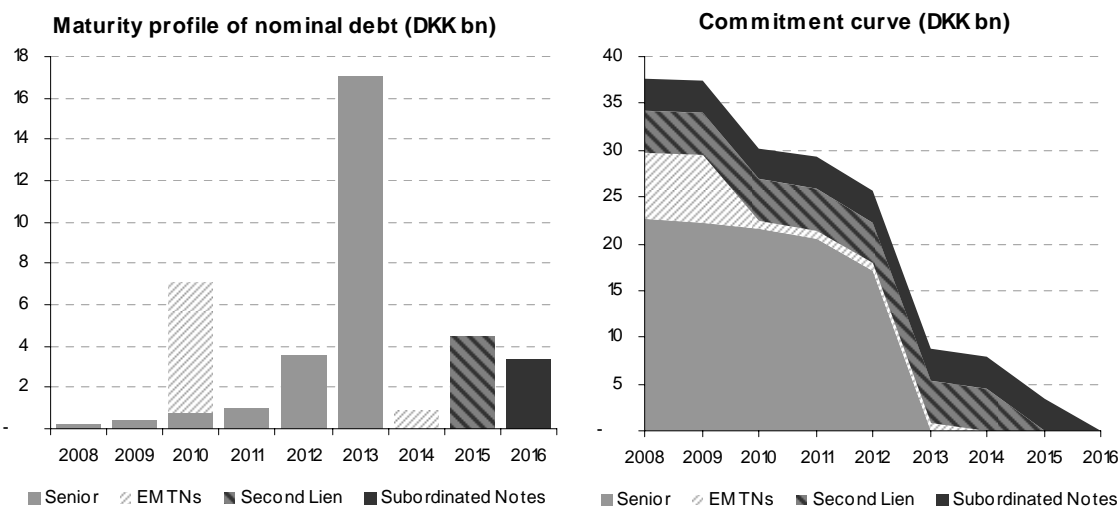
As of 30 June 2008, ISS's estimated Pro Forma Net Debt was approximately equal to 6.21x Pro Forma Adj. EBITDA, a decrease in financial leverage of 1.07x Pro Forma Adj. EBITDA compared with 31 December 2005. Adjusted for seasonality in working capital, Seasonality adjusted Pro Forma Net Debt was approximately equal to 6.06x Pro Forma Adj. EBITDA, representing a reduction of 1.22x Pro Forma Adj. EBITDA compared with 31 December 2005.



**Note:** Ratios for 31 December 2005 are proforma adjusted for the refinancing in April 2006 and ratios for 30 June 2007 are pro forma adjusted for the refinancing in July 2007.

## Maturity of Credit Facilities

The commitment period and maturity profile of the credit facilities available to ISS and its subsidiaries are illustrated below.



## The ISS representation around the globe



The ISS Group was founded in Copenhagen in 1901 and has since grown to become one of the leading Facility Services companies in the world. ISS offers a wide range of services within the following business areas: Cleaning, Office Support, Property Services, Catering and Security. The ISS Group's revenue exceeded DKK 63 billion in 2007 and ISS now has more than 460,000 employees in 50 countries across Europe, Asia, Pacific, Latin America and the USA, who serve more than 200,000 business to business customers every day.