

Nine-month Report Q3 / 2011



Contents

1. Summary of key data	3
2. Foreword	4
3. Business development	5
4. Outlook	6
5. Interim financial statements as of 30 September 2011	
5.1. Balance sheet	7
5.2. Statement of income	8
5.3. Cash flow statement	9
5.4. Statement of changes in equity	10
5.5. Notes to the interim financial statements	11
6. Interim Management Report	15
6.1. Report on net worth, financial position and results of operations	15
6.2. Opportunity and risk report	15
6.3. Related party transactions	16
7. Securities held by the Managing Board and Supervisory Board	17
8. Declaration by the legal representatives	17
9. Financial calendar	18
10. Publication details	18

1. Summary of key data

	1 January - 2011	30 September 2010
	TEUR	TEUR
net sales	14,881	6,894
EBIT	1,580	1,029
net gain / loss Q1 - Q3	1,062	683
net gain / loss per share		
basic	0.52	0.33
diluted	0.50	0.33

2. Foreword

**Dear Shareholders, Customers, Business Associates,
Ladies and Gentlemen,**

In the third quarter of 2011, the good business development of the first half of the year could be confirmed. Notwithstanding investments into the sales brands and due to slightly weaker market growth, the Company generated a significant increase in sales and revenue compared to the previous year. As of the end of the quarter, Jan-Frederik Valentin resigned from the Managing Board at his own request. Armin Schauer was appointed as new CEO. He will consistently continue the Company's business: Travel24 seeks to further expand its business both in the existing as well as in new markets.

Yours,

Armin Schauer
CEO Travel24.com AG

Leipzig, October 2011

3. Business development

Market & economic environment

The German and European online travel market saw a strong third quarter with growth of about 20% (source: Traveltainment). This trend can be explained by a continued shift of bookings from travel agencies to online retail as well as an improving macroeconomic demand.

The Company's strategy

In the first half of the year 2011, Travel24.com AG further expanded both in organisational terms and in terms of staff without reducing its synergies to Unister GmbH, Leipzig. Unister GmbH is part of the Unister Group and a subsidiary of Unister Holding GmbH which also is the majority shareholder of Travel24.com AG. It operates and markets numerous Web portals in different business areas. With travel brands such as ab-in-den-urlaub.de and fluege.de, the online travel network of Unister GmbH is among the largest networks in Germany.

Based on this know-how, the Company's business has also been extended to international markets (Switzerland, Netherlands, UK). The Company uses maximum synergies in its international operation: where possible, the presentation in the different markets is identical. If required, the websites are adapted to market requirements. In fulfilment, for example, contracts with external suppliers are concluded in order to ensure the market know-how relevant for retail. The expansion into other markets is under way, and in doing so, the Company applies a cost minimising approach.

As of the end of the quarter, Jan-Frederik Valentin resigned from the Travel24.com AG Managing Board at his own request. The Company would like to thank him for his successful work. His successor Armin Schauer will consistently continue the Managing Board's business.

Travel retail

In the third quarter 2011, the Company managed to significantly increase the sale of vacation. The number of travel bookings increased considerably compared to Q3 / 2010. This was due to intensified activities in the German-speaking markets (travel24.com, lastminute24.com) as well as in foreign markets. The number of flight bookings also increased considerably compared to the same period in the previous year.

The travel portal portfolio now covers all major German, Austrian, Swiss and Dutch tour operators with a daily selection of up to 100 million last-minute offers and travel packages as well as over 200,000 hotels and more than 750 airlines with scheduled, chartered and budget flights. Furthermore, Travel24.com AG entered the business travel segment by launching its own business travel tool.

Marketing & key figures

The Company's marketing has been significantly extended. TV advertising as well as an increase in online activities contributed to a considerable rise in sales. Our online marketing included various activities such as search engine marketing, newsletter promotion, the targeted use of banner ads both online as well as traditionally, and the so-called affiliate marketing.

All marketing tools were continuously optimised and adjusted to the relevant markets in the second half of the year. This resulted in a considerable rise in user numbers that was in line with sales. At the same time, the websites were further improved resulting in an increase in conversions and profitability.

4. Outlook

Travel 24.com AG plans to significantly expand its business and aims to increase sales and revenue, particularly with a view to the new year's early booking season. The main focus is on internationalising the business as well as extending the successful marketing activities in the German-speaking markets. Further market entries are imminent. According to recent planning and development, we expect a significant improvement of the Company's results in financial year 2011 compared to the previous year.

5. Interim financial statements of Travel24.com AG as of 30 September 2011

5.1. Balance sheet as of 30 September 2011, figures pursuant to HGB (German Commercial Code)

ASSETS	30 September 2011 EUR	31 December 2010 EUR	LIABILITIES	30 September 2011 EUR	31 December 2010 EUR
A. fixed assets			A. shareholders' equity		
I. intangible assets			I. share capital	2,033,585.00	2,033,585.00
concessions, industrial property rights and similar rights and values	1,634.60	1,534.60	II. additional paid-in capital	2,913,974.00	2,913,974.00
	1,634.60	1,534.60	III. accumulated deficit, portion covered by shareholders' equity	-2,973,573.71	-4,035,259.47
				1,973,985.29	912,299.53
B. current assets			B. accrued expenses		
I. accounts receivable and other assets			1. provisions for taxes	1,415,000.00	909,000.00
1. trade accounts receivable	3,646.37	0.00	2. other provisions	124,919.33	59,655.63
2. accounts receivable from affiliated companies	3,576,396.62	2,023,495.83		1,539,919.33	968,655.63
3. other assets	40,830.79	36,904.45	C. liabilities		
II. bank balances	96,594.68	9,924.83	1. trade accounts payable	68,786.97	115,807.14
	3,717,468.46	2,070,325.11	2. accounts payable other	177,832.32	77,597.41
			- thereof from taxes EUR 42,628.03 (as per 31.12.2010: EUR 65,943.37)		
C. deferred expenses and accrued income	41,420.85	2,500.00	- thereof from social security EUR 30.03 (as per 31.12.2010: EUR 579.79)		
	41,420.85	2,500.00		246,619.29	193,404.55
	3,760,523.91	2,074,359.71		3,760,523.91	2,074,359.71

5.2. Statement of income

from 1 January to 30 September 2011, figures pursuant to HGB

	Financial year 2011		Financial year 2010	
	Q3 - 2011	Q1 - Q3 2011	Q3 - 2010	Q1 - Q3 2010
	EUR	EUR	EUR	EUR
1. revenues	5,530,208.07	14,880,707.32	2,699,035.32	6,893,691.88
2. other operating income	2,843.97	6,827.84	0.00	37,485.52
- thereof from currency conversion: EUR 558.91 (p.y.: EUR 0)				
3. purchases				
a) expenses for third party services	-5,083,820.87	-12,594,849.29	-2,301,021.15	-5,599,491.78
4. personnel expenses				
a) salaries and wages	-83,014.35	-235,115.59	-5,593.82	-5,593.82
b) statutory welfare contributions and expenses relating to pension plans and for optional support payments	-17,048.98	-47,938.89	-1,423.34	-1,423.34
c) thereof for pension plans: EUR 383.46				
5. depreciation of intangible fixed assets and of property, plant and equipment				
6. other operating expenses	-185,944.00	-456,319.25	-130,136.38	-285,196.17
- thereof expenses for currency conversion: EUR 1,420.83 (p.y.: EUR 0)				
7. income from other securities and loans receivable held as financial assets				
8. interest and similar income	31.29	52.62	183.00	277.20
9. depreciation and amortization of financial assets and marketable securities		0.00	0.00	-9,000.00
10. interest and similar expenses	-5,805.35	-12,228.16	0.00	-0.05
11. result from ordinary activities	157,449.78	1,541,136.60	261,043.63	1,030,749.44
12. extraordinary income	0.00	26,624.00	0.00	0.00
13. extraordinary expenses	0.00	0.00	-750.00	-1,609.80
14. extraordinary result	0.00	26,624.00	-750.00	-1,609.80
15. income taxes	-52,067.25	-506,074.84	-94,000.00	-346,013.40
16. other taxes	0.00	0.00	0.00	103.00
17. net loss / profit and net loss / profit Q1-Q3	105,382.53	1,061,685.76	166,293.63	683,229.24
18. loss carried forward	-3,078,956.24	-4,035,259.47	-4,541,410.03	-5,058,345.64
19. withdrawals from capital reserves	0.00	0.00	0.00	0.00
20. proceeds from equity cut	0.00	0.00	0.00	0.00
21. accumulated loss	-2,973,573.71	-2,973,573.71	-4,375,116.40	-4,375,116.40

5.3. Cash flow statement from 1 January to 30 September 2011

	1 January - 30 September	
	2011 EUR	2010 EUR
profit / loss	1,061,686	683,229
(+) depreciation and amortization of fixed assets	0	0
(+/-) increase / decrease in provisions	571,264	277,039
(+/-) profit / loss on the disposal of fixed assets	0	0
(-/+) changes in current assets	-1,599,394	-2,141,700
(+/-) increase / decrease in trade accounts payable and other liabilities which are not allocated to investment or financing activities	53,215	0
cash flow from operating activities	86,770	-1,181,432
(-) acquisitions of intangible assets		-1,535
(-) payments for investments in fixed assets	-100	0
cash flow from investment activities	-100	-1,535
(+) payments to share capital	0	246,124
(+) payments to additional paid-in capital	0	902,248
cash flow from financing activities	0	1,148,372
net decrease / increase in cash and cash equivalents	86,670	-34,594
cash and cash equivalents at the beginning of the period	9,925	308,147
cash and cash equivalents at the end of the period	96,595	273,553

5.4. Statement of changes in shareholders' equity from 1 January to 30 September 2011

Travel24.com AG, Leipzig
Statement of changes in shareholders' equity
(in EUR, with the exception of figures per share)

	number of shares issued	share capital ordinary shares	additional paid-in capital	net loss	total
	shares	EUR	EUR	EUR	EUR
As of 31 December 2009	1,787,461	1,878,461.00	2,011,726.00	-5,058,345.64	-1,259,158.64
Payment to additional paid-in capital	0	0.00	410,000.00	0.00	410,000.00
Capital increase through conversion of convertible bonds	246,124	246,124.00	492,248.00	0.00	738,372.00
Net profit / net loss of the reporting period	0	0.00	0.00	1,023,086.17	1,023,086.17
As of 31 December 2010	2,033,585	2,124,585.00	2,913,974.00	-4,035,259.47	912,299.53
Payment to additional paid-in capital	0	0.00	0.00	0.00	0.00
Capital increase through conversion of convertible bonds	0	0.00	0.00	0.00	0.00
Net profit / net loss of the reporting period	0	0.00	0.00	1,061,685.76	1,061,685.76
As of 30 September 2011	2,033,585	2,124,585.00	2,913,974.00	-2,973,573.71	1,973,985.29

5.5. Notes to the interim financial statements

Information on general accounting and valuation principles

Travel24.com AG prepared its nine-month financial statements as of 30 September 2011 using the same accounting and valuation methods as were applied in the last annual financial statements as of 31 December 2010.

The interim financial statements have neither been reviewed by auditors nor audited within the meaning of Article 317 HGB.

Information on single items

Based on the total acquisition and production costs, assets developed as shown below. As a result of the correction, financial asset items which have already fully been depreciated for many years, were booked out in the previous quarter:

Travel24.com AG, Leipzig

Development of assets from 1 January 2011 - 30 September 2011

	acquisition or production costs				depreciations				residual book values	
	01.01.2011	inflow	outflow	30.09.2011	01.01.2011	inflow	outflow	30.09.2011	30.09.2011	31.12.2010
	EUR	EUR	EUR	EUR	EUR	EUR	EUR	EUR	EUR	EUR
I. intangible assets										
concessions, industrial property rights and similar rights and values	1,534.60	100.00	0.00	1,634.60	0,00	0,00	0,00	0,00	1,634.60	1,534.60
II. financial assets										
1. shares in affiliated companies	4,852,160.00	0.00	4,852,160.00	0.00	4,852,160.00	0.00	4,852,160.00	0.00	0.00	0.00
2. shares in associates	5,334,137.79	0.00	5,334,137.79	0.00	5,334,137.79	0.00	5,334,137.79	0.00	0.00	0.00
3. loans to associated companies	4,087,532.00	0.00	4,087,532.00	0.00	4,087,532.00	0.00	4,087,532.00	0.00	0.00	0.00
	14,273,829.79	0.00	14,273,829.79	0.00	14,273,829.79	0.00	14,273,829.79	0.00	0,00	0.00
	14,275,364.39	100.00	14,273,829.79	1,634.60	14,273,829.79	0.00	14,273,829.79	0.00	1,634.60	1,534.60

Payables and receivables were assessed at their nominal value. All of them have a residual term of less than one year. The liabilities are unsecured.

In the reporting period, taxes on income and revenues (TEUR 506) mainly affect the result of ordinary operations. Taxes on income and revenues relating to the extraordinary result (TEUR 27) amount to TEUR 9.

Other provisions comprise the following:

	31 December 2010 EUR	usage EUR	dissolution EUR	appropriation EUR	30 September 2011 EUR
outstanding balances	0.00	0.00	0.00	63,687.88	63,687.88
legal advice	15,400.00	0.00	0.00	4,100.00	19,500.00
annual financial statements	28,206.41	23,949.63	2,365.33	15,230.00	17,121.45
interest on tax provisions	0.00	615.00	0.00	12,225.00	11,610.00
income risks	10,000.00	0.00	0.00	0.00	10,000.00
personnel provisions	6,049.22	0.00	3,049.22	0.00	3,000.00
legal disputes	0.00	0.00	0.00	0.00	0.00
total	59,655.63	24,564.63	5,414.55	31,555.00	124,919.33

The residual terms of the liabilities are as follows:

	with a residual term of		30 September	31 December
	up to 1 year	more than 5 years	2011	2010
	EUR	EUR	EUR	EUR
trade accounts payable	68,786.97	0.00	68,786.97	115,807.14
other current liabilities	177,832.32	0.00	177,832.32	77,597.41

Other liabilities for the next five years subsequent to the balance sheet date comprise the following. The service fees stated only apply to affiliated companies (Unister GmbH):

	1 October - 31 December					1 January - 30 September
	2011	2012	2013	2014	2015	2016
	EUR	EUR	EUR	EUR	EUR	EUR
services / consulting fees	150,000	600,000	600,000	600,000	600,000	450,000

Investor Relations

Share capital

As of 30 September 2011, the total of voting rights of Travel24.com AG amounted to 2,033,585.

Annual General Meeting

The Annual General Meeting was held on 7 June 2011 in Leipzig. On 23 June 2011, the minutes of the Annual General Meeting were filed at the Local Court of Leipzig (registration court) by the notary Dr. Wagner.

Authorised Capital

The Managing Board was empowered by resolution of the General Meeting on 30 July 2010, subject to the approval of the Supervisory Board, to increase the Company's share capital by a maximum of EUR 90,170 (Authorised Capital 2010) by no later than 30 July 2015 through issue of 90,170 new non-par value bearer shares against cash or non-cash contributions with a minimum issuing price of EUR 3.00 per non-par value share. The Managing Board may decide on a share of profits that differs from that stipulated in Art. 60 (2) AktG. The Managing Board was furthermore authorised, subject to the approval of the Supervisory Board and to specific conditions, to exclude the statutory subscription rights of the shareholders. Entry of this resolution in the commercial register was made on 6 December 2010.

Contingent Capital

Following the issue of new shares as of the end of the reporting period, the Contingent Capital 2004/II amounts to EUR 8,213.

Corporate Governance Code

The conformity declaration 2011 has been made accessible on the homepage of Travel24.com AG at www.travel24.com according to Article 161 AktG and will be renewed on an annual basis.

Employees

As of the balance sheet day on 30 September 2011, Travel24.com AG employed seventeen employees (figures excluding Managing Board).

Events subsequent to the balance sheet date

Effective from 1st October 2011, Armin Schauer succeeds Jan-Frederik Valentin as CEO, who resigned from the Managing Board at his own request as of 30 September 2011.

There were no other important events subsequent to the first three quarters of 2011.

6. Interim management report

6.1 Report on net worth, financial position and results of operations

Revenue

In the first three quarters of 2011, the revenue from travel and flight retail as well as advertising amounted to TEUR 14,881.

Result

The Company generated an EBIT of TEUR 1,580 from operating business resulting in net profits of TEUR 1,062 for the first three quarters of the year (taking into account the full income tax charge of TEUR 506).

Cash and cash equivalents

In the period under review, liquidity increased from TEUR 10 to TEUR 97.

Notes to the balance sheet

The Company's share capital as of 30 September 2011 was unchanged and amounted to EUR 2.033.585.

Due to the net profits, the Company's equity increased to TEUR 1,974 (as of the balance sheet day on 31.12.2010: TEUR 912). The accumulated deficit was further reduced to TEUR -2,974 (as of 31.12.2010: TEUR -4,035).

Provisions in the amount of TEUR 1,539 include provisions for taxes amounting to TEUR 1,415. The calculation of provisions for taxes was again done without accounting for the existing tax loss carry forward. The losses carried forward amount to approx. TEUR 92,411 as of 31 December 2010. The Company believes that they still exist in spite of the acquisition by Unister Group according to § 8c (1a) KStG (Corporate tax law), since it incontrovertibly constitutes a reorganisation measure. However, on 26 January 2011, the European Commission decided that the reorganisation clause under German corporate tax law (KStG Art. 8 c sec. 1a) does not comply with the European state aid law. On 7 April 2011, the Federal Republic of Germany filed an action against this resolution with the European Union (legal matter T-205/11). As a result, the provisions for taxes are calculated without accounting for the losses carried forward for reasons of commercial prudence.

Notes to the cash flow statement

The cash flow statement for the period under review starts with the net profit of the period under review. First, the net profit is adjusted for non-cash income and expenses. The changes in working capital are also accounted for in the cash flow. In the period under review, the cash flow was exclusively generated from operating activities. Cash and cash equivalents comprise the cash items recognised in the balance sheet.

6.2 Opportunity and risk report

After the acquisition of Travel24.com AG by Unister Holding GmbH and the election of the new Managing Board in January 2010, the reorganisation of the Company was continued successfully and completed in 2010. Travel24.com AG is on a way to solid growth. Due to an increasing customisation to the Internet as a booking medium, the online travel market records significant growth. The pressure on prices is however stable. Our clients are looking for the best offer for their money, and at the same time our providers wish to minimise their distribution costs. Clients increasingly make short-term

decisions, and we therefore expect a strong last minute business for financial year 2012, as experienced in 2010.

The market entry in new European markets may be connected with market specific risks. These include incorrect or insufficient technical market penetration on the product side, necessary adaptations of the marketing mix, and insufficient performance of partners in terms of products and fulfilment as well as specific cyclical factors that may affect the business.

Global risks such as terrorist attacks and major environmental (political) changes remain imminent, affecting the general willingness to travel.

However, the macroeconomic and industry-specific market environment is in favour of a positive development. In spite of the economic crisis, the online business in Europe has shown a slightly positive development, and we expect this trend to continue in the years to come. On the basis of the assumptions made for the core business (technology, product, sales, marketing and fulfilment), the Company expects a strong and profitable growth of sales for the online travel retail business in the existing markets as well as a successful market entry and development in new markets.

At the same time, the Company focuses on minimising fixed costs (e.g. central management in Leipzig) and the risks related thereto.

For financial year 2011, we expect a significant increase in annual profits as well as a profitable operation of business in the new markets. For financial year 2012, the Managing Board also expects a continued positive development of the result.

6.3 Related party transactions

The business plan includes the positioning of the "Travel24" brand as well as the continuation of the Internet-based business activities by using the "travel24.com" and "travel24.de" domains. This allows organising our business activities in a sustainable and profitable way. Unister Holding GmbH acquired the "travel24.com" and "travel24.de" domains as well as the "Travel24" brand at a total purchasing price of EUR 1.5 million. Pursuant to a License Agreement, the Travel24.com AG domains and brand are made available for at least 30 months. A monthly compensation fee in the amount of TEUR 10 will be due from 1 January 2012 at the earliest.

Due to the agreement concluded with Unister GmbH, a subsidiary of Unister Holding GmbH, Travel24.com AG was able to obtain attractive conditions for travel retail. Like this, and due to the service contract also concluded with Unister GmbH, Travel24.com AG benefits from the conditions of Unister GmbH and makes the best possible use of the synergies and know-how provided by the Unister Group. The aforementioned business has a positive effect on the Company's net worth, financial position and results of operation.

7. Securities held by the Managing Board and Supervisory Board

As of the balance sheet date on 30 September 2011, the shares and options held by members of the Managing Board and of the Supervisory Board were as follows:

	shares	options
Managing Board		
Jan-Frederik Valentin (until 30.9.2011)	0	0
Armin Schauer (from 01.10.2011)	0	0
Thomas Gudel	0	0
Supervisory Board		
Daniel Kirchhof	0	0
Oliver Schilling	24,556	0
Markus Mair	0	0

8. Declaration by the legal representatives

To the best of our knowledge, we declare that, according to the principles of proper interim reporting applied, the interim financial statements provide a true and fair view of the Company's net worth, financial position and results of operations, that the interim management report presents the Company's business including the results and the Company's position such as to provide a true and fair view and that the major opportunities and risks of the Company's anticipated growth for the remaining fiscal year are described.

Leipzig, October 2011

The Managing Board of Travel24.com AG

Armin Schauer

Thomas Gudel

9. Financial Calendar

31 March 2011	Publication of Annual Report 2010
2 May 2011	Publication of Three-month Report Q 1 / 2011
18 May 2011	Analysts' Conference
7 June 2011	General Meeting
1 August 2011	Publication of Half-Year Report Q 2 / 2011
28 October 2011	Publication of Nine-month Report Q 3 / 2011

10. Publication Details

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