
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of September 2018

Commission File Number: 001-36515

Materialise NV

Technologielaan 15
3001 Leuven
Belgium
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

This Form 6-K is incorporated by reference into the registrant's Registration Statement on Form F-3 (File No. 333-213649).

Third Quarter 2018 Results

Except as otherwise required by the context, references to “Materialise,” “Company,” “we,” “us” and “our” are to Materialise NV and its subsidiaries.

ACTech

On October 4, 2017, we acquired ACTech, a full-service manufacturer of complex metal parts. As described in more detail below, the acquired business has increased the scope of our Materialise Manufacturing segment’s operations and had a significant impact on our results of operations for the third quarter of 2018, resulting in increases to our revenues, operating expenses and net result.

Third Quarter 2018 Results

Total revenue for the third quarter of 2018 increased 44.6% (9.9% excluding ACTech) to 46,732 kEUR (35,494 kEUR excluding ACTech) compared to 32,307 kEUR for the third quarter of 2017. Total deferred revenue from annual software sales and maintenance contracts amounted to 20,009 kEUR at the end of the third quarter of 2018 compared to 18,723 kEUR at year end 2017.

Revenue from our Materialise Software segment increased 17.2% to 9,874 kEUR for the third quarter of 2018 from 8,422 kEUR for the same quarter last year.

Revenue from our Materialise Medical segment increased 23.1% to 12,824 kEUR for the third quarter of 2018 compared to 10,421 kEUR for the same period in 2017. Compared to the same quarter in 2017, revenue from our medical software increased 16.6%. Revenue from medical devices and services grew 26.7%.

Revenue from our Materialise Manufacturing segment increased 78.4% to 24,012 kEUR for the third quarter of 2018 from 13,456 kEUR for the third quarter of 2017. Excluding ACTech, revenue decreased 5.0% to 12,778 kEUR.

Gross profit was 26,418 kEUR, or 56.5% of total revenue, for the third quarter of 2018. Excluding ACTech, gross profit was 22,379 kEUR, or 63.1% of total revenue, compared to 17,873 kEUR, or 55.3% of total revenue, for the third quarter of 2017.

Research and development (“R&D”), sales and marketing (“S&M”) and general and administrative (“G&A”) expenses increased, in the aggregate, 26.4% to 24,665 kEUR for the third quarter of 2018 from 19,509 kEUR for the third quarter of 2017. Excluding ACTech, operating expenses increased, in the aggregate, 15.3% to 22,500 kEUR. Excluding ACTech, R&D expenses increased from 4,701 kEUR to 5,640 kEUR while S&M expenses increased from 8,753 kEUR to 10,387 kEUR and G&A expenses increased from 6,055 kEUR to 6,473 kEUR.

Net other operating income decreased by 843 kEUR to 571 kEUR compared to 1,414 kEUR for the third quarter of 2017. Excluding ACTech, net other operating income amounted to 1,243 kEUR.

Operating result increased to 2,324 kEUR from (222) kEUR for the same period prior year. Excluding ACTech, operating result amounted to 1,122 kEUR. Net financial result was 269 kEUR compared to (593) kEUR for the prior-year period. The third quarter of 2018 contained income tax expense of 230 kEUR (of which 180 kEUR was related to ACTech), compared to 433 kEUR in the third quarter of 2017.

As a result of the above, net profit for the third quarter of 2018 was 2,316 kEUR, compared to net loss of (1,413) kEUR for the same period in 2017. Net profit excluding ACTech was 1,426 kEUR. Total comprehensive profit for the third quarter of 2018, which includes exchange differences on translation of foreign operations, was 2,329 kEUR compared to a loss of (1,568) kEUR for the same period in 2017.

Adjusted EBITDA increased 116% to 7,034 kEUR from 3,259 kEUR due to organic EBITDA increases in all three of our segments and to the contribution by ACTech. Excluding ACTech, Adjusted EBITDA increased 43.6% to 4,679 kEUR. The Adjusted EBITDA margin (Adjusted EBITDA divided by total revenue) in the third quarter of 2018 was 15.1% (13.2% excluding ACTech) compared to 10.1% in the third quarter of 2017.

Segment EBITDA from our Materialise Software segment amounted to 3,384 kEUR compared to 3,362 kEUR in the prior-year period, while the segment EBITDA margin (the segment's EBITDA divided by the segment's revenue) was 34.3% compared to 39.9% in the prior-year period.

Segment EBITDA from our Materialise Medical segment was 2,475 kEUR compared to 1,170 kEUR while the segment EBITDA margin increased to 19.3% from 11.2% in the third quarter of 2017.

Segment EBITDA from our Materialise Manufacturing segment increased to 3,405 kEUR from 499 kEUR while the segment EBITDA margin increased to 14.2% from 3.7% for the same quarter in 2017. Excluding ACTech, segment EBITDA increased 110.2% to 1,049 kEUR and the segment EBITDA margin increased to 8.2% from 3.7%.

As at September 30, 2018, we had cash and equivalents of 114,662 kEUR compared to 43,175 kEUR as at December 31, 2017. Cash flow from operating activities over the first nine months of 2018 was 18,265 kEUR compared to 2,518 kEUR in the same period in 2017. Net shareholders' equity as at June 30, 2018 was 134,862 kEUR compared to 77,054 kEUR as at December 31, 2017.

Business Combinations – ACTech

Our audited financial statements for the year ended December 31, 2017 appearing in our Annual Report on Form 20-F, as filed with the U.S. Securities and Exchange Commission on April 30, 2018, included a provisional accounting for the ACTech business combination. The fair value analysis with respect to the assets and liabilities acquired was not yet finalized as of the reporting date.

During September 2018, we completed the fair value analysis of the ACTech business combination, with corresponding adjustments to intangible assets, property, plant and equipment, inventories and contracts in progress, investment grants and deferred taxes. The impact has been accounted for as retrospective adjustments to our consolidated statement of financial position as of December 31, 2017 and our consolidated income statement for the year ended December 31, 2017. The total impact on the consolidated reserves for the year ended December 31, 2017 amounted to 461 kEUR.

The adjustments are summarized below.

| (in € 000) | For the year ended December 31, 2017 | | |
|--|--------------------------------------|-------------|----------|
| | As previously reported | Adjustments | Restated |
| Goodwill | 18,447 | (895) | 17,552 |
| Intangible assets | 28,646 | (46) | 28,600 |
| Property, plant & equipment | 86,881 | 184 | 87,065 |
| Inventories and contracts in progress | 11,594 | (567) | 11,027 |
| Consolidated reserves | 3,250 | 461 | 3,711 |
| Deferred tax liabilities (non-current) | (7,006) | (409) | (7,415) |
| Deferred income (non-current) | (5,040) | 1272 | (3,768) |

Non-IFRS Measures

Materialise uses EBITDA and Adjusted EBITDA as supplemental financial measures of its financial performance. EBITDA is calculated as net profit plus income taxes, financial expenses (less financial income), shares of loss in a joint venture and depreciation and amortization. Adjusted EBITDA is determined by adding non-cash stock-based

compensation expenses and acquisition-related expenses of business combinations to EBITDA. Management believes these non-IFRS measures to be important measures as they exclude the effects of items which primarily reflect the impact of long-term investment and financing decisions, rather than the performance of the company's day-to-day operations. As compared to net profit, these measures are limited in that they do not reflect the periodic costs of certain capitalized tangible and intangible assets used in generating revenues in the company's business, or the charges associated with impairments. Management evaluates such items through other financial measures such as capital expenditures and cash flow provided by operating activities. The company believes that these measurements are useful to measure a company's ability to grow or as a valuation measurement. The company's calculation of EBITDA and Adjusted EBITDA may not be comparable to similarly titled measures reported by other companies. EBITDA and Adjusted EBITDA should not be considered as alternatives to net profit or any other performance measure derived in accordance with IFRS. The company's presentation of EBITDA and Adjusted EBITDA should not be construed to imply that its future results will be unaffected by unusual or non-recurring items.

Exchange Rate

This document contains translations of certain euro amounts into U.S. dollars at specified rates solely for the convenience of readers. Unless otherwise noted, all translations from euros to U.S. dollars in this document were made at a rate of EUR 1.00 to USD 1.1576, the reference rate of the European Central Bank on September 30, 2018.

About Materialise

Materialise incorporates more than 25 years of 3D printing experience into a range of software solutions and 3D printing services, which form the backbone of the 3D printing industry. Materialise's open and flexible solutions enable players in a wide variety of industries, including healthcare, automotive, aerospace, art and design, and consumer goods, to build innovative 3D printing applications that aim to make the world a better and healthier place. Headquartered in Belgium, with branches worldwide, Materialise combines one of the largest groups of software developers in the industry with one of the largest 3D printing facilities in the world.

Consolidated income statement (Unaudited)

| (in 000, except per share amounts) | For the three months ended | | | For the nine months ended | |
|--|----------------------------|---------------|----------------|---------------------------|----------------|
| | September 30, | | | September 30, | |
| | 2018 | 2018 | 2017 | 2018 | 2017 |
| | U.S.\$ | € | € | € | € |
| Revenue | 54,097 | 46,732 | 32,307 | 135,707 | 97,840 |
| Cost of sales | (23,515) | (20,314) | (14,434) | (60,546) | (42,102) |
| Gross profit | 30,582 | 26,418 | 17,873 | 75,161 | 55,738 |
| Gross profit as % of revenue | 56.5% | 56.5% | 55.3% | 55.4% | 57.0% |
| Research and development expenses | (6,522) | (5,634) | (4,701) | (17,080) | (14,424) |
| Sales and marketing expenses | (13,072) | (11,292) | (8,753) | (33,733) | (28,370) |
| General and administrative expenses | (8,959) | (7,739) | (6,055) | (22,926) | (17,205) |
| Net other operating income (expenses) | 661 | 571 | 1,414 | 2,961 | 3,660 |
| Operating (loss) profit | 2,690 | 2,324 | (222) | 4,383 | (601) |
| Financial expenses | (1,203) | (1,039) | (1,058) | (3,556) | (3,294) |
| Financial income | 1,514 | 1,308 | 465 | 2,739 | 2,132 |
| Share in loss of joint venture | (54) | (47) | (165) | (291) | (596) |
| (Loss) profit before taxes | 2,947 | 2,546 | (980) | 3,275 | (2,359) |
| Income taxes | (266) | (230) | (433) | (773) | (825) |
| Net (loss) profit of the period | 2,681 | 2,316 | (1,413) | 2,502 | (3,184) |
| Net (loss) profit attributable to: | | | | | |
| The owners of the parent | 2,681 | 2,316 | (1,413) | 2,502 | (3,184) |
| Non-controlling interest | — | — | — | — | — |
| Earnings per share attributable to owners of the parent | | | | | |
| Basic | 0.05 | 0.04 | (0.03) | 0.05 | (0.07) |
| Diluted | 0.05 | 0.04 | (0.03) | 0.05 | (0.07) |
| Weighted average basic shares outstanding | 51,507 | 51,507 | 47,325 | 48,770 | 47,325 |
| Weighted average diluted shares outstanding | 52,319 | 52,319 | 47,325 | 49,532 | 47,325 |

Consolidated statements of comprehensive income (Unaudited)

| (in 000) | For the three months ended | | | For the nine months ended | |
|---|----------------------------|--------------|----------------|---------------------------|----------------|
| | September 30, | | | September 30, | |
| | 2018 | 2018 | 2017 | 2018 | 2017 |
| | U.S.\$ | € | € | € | € |
| Net profit (loss) for the period | 2,681 | 2,316 | (1,413) | 2,502 | (3,184) |
| Other comprehensive income | | | | | |
| Exchange difference on translation of foreign operations | 15 | 13 | (155) | (29) | (481) |
| Other comprehensive income (loss), net of taxes | 15 | 13 | (155) | (29) | (481) |
| Total comprehensive income (loss) for the year, net of taxes | 2,696 | 2,329 | (1,568) | 2,473 | (3,665) |
| Total comprehensive income (loss) attributable to: | | | | | |
| The owners of the parent | 2,696 | 2,329 | (1,568) | 2,473 | (3,665) |
| Non-controlling interest | — | — | — | — | — |

Consolidated statement of financial position (Unaudited)

| (in 000) | As of September 30, 2018 | As of December 31 (restated), 2017 |
|---------------------------------|---|---|
| | € | € |
| Assets | | |
| Non-current assets | | |
| Goodwill | 17,532 | 17,552 |
| Intangible assets | 26,194 | 28,600 |
| Property, plant & equipment | 92,236 | 87,065 |
| Investments in joint ventures | — | 31 |
| Deferred tax assets | 293 | 304 |
| Other non-current assets | 4,132 | 3,667 |
| Total non-current assets | 140,387 | 137,219 |
| Current assets | | |
| Inventories | 10,400 | 11,027 |
| Trade receivables | 36,790 | 35,582 |
| Held to maturity investments | — | — |
| Other current assets | 10,557 | 9,212 |
| Cash and cash equivalents | 114,622 | 43,175 |
| Total current assets | 172,369 | 98,996 |
| Total assets | 312,756 | 236,215 |

| (in 000) | <u>As of September 30, 2018</u> € | <u>As of December 31 (restated), 2017</u> € |
|--|--|--|
| Equity and liabilities | | |
| Equity | | |
| Share capital | 3,047 | 2,729 |
| Share premium | 136,022 | 79,839 |
| Consolidated reserves | (2,375) | (3,711) |
| Other comprehensive income | (1,832) | (1,803) |
| Equity attributable to the owners of the parent | 134,862 | 77,054 |
| Non-controlling interest | — | — |
| Total equity | 134,862 | 77,054 |
| Non-current liabilities | | |
| Loans & borrowings | 93,463 | 81,788 |
| Deferred tax liabilities | 6,800 | 7,415 |
| Deferred income | 4,683 | 3,768 |
| Other non-current liabilities | 1,763 | 1,904 |
| Total non-current liabilities | 106,709 | 94,875 |
| Current liabilities | | |
| Loans & borrowings | 14,264 | 12,769 |
| Trade payables | 16,926 | 15,670 |
| Tax payables | 3,146 | 3,560 |
| Deferred income | 22,771 | 18,791 |
| Other current liabilities | 14,078 | 13,496 |
| Total current liabilities | 71,185 | 64,286 |
| Total equity and liabilities | 312,756 | 236,215 |

Consolidated statement of cash flows (Unaudited)

| (in 000) | For the nine months ended | |
|---|----------------------------------|--------------|
| | September 30, | |
| | 2018 | 2017 |
| | € | € |
| Operating activities | | |
| Net (loss) profit of the period | 2,502 | (3,184) |
| <i>Non-cash and operational adjustments</i> | | |
| Depreciation of property, plant & equipment | 8,632 | 6,008 |
| Amortization of intangible assets | 3,902 | 2,134 |
| Share-based payment expense | 557 | 997 |
| Loss (gain) on disposal of property, plant & equipment | (148) | (7) |
| Fair value contingent liabilities | — | — |
| Movement in provisions | 13 | 21 |
| Movement reserve for bad debt | 255 | 191 |
| Financial income | (224) | (416) |
| Financial expense | 1,474 | 957 |
| Impact of foreign currencies | (433) | 621 |
| Share in loss of a joint venture (equity method) | 291 | 596 |
| Income and Deferred tax expense (income) | 773 | 824 |
| Other | 164 | (42) |
| Working capital adjustment & income tax paid | | |
| Increase in trade receivables and other receivables | (3,174) | (5,916) |
| Decrease (increase) in inventories | 584 | (804) |
| Increase in trade payables and other payables | 5,230 | 1,789 |
| Income tax paid | (2,133) | (1,251) |
| Net cash flow from operating activities | 18,265 | 2,518 |

| (in 000) | For the nine months ended | |
|---|---------------------------|-----------------|
| | September 30, | |
| | 2018 | 2017 |
| | € | € |
| Investing activities | | |
| Purchase of property, plant & equipment | (14,923) | (22,245) |
| Purchase of intangible assets | (1,181) | (3,739) |
| Proceeds from the sale of property, plant & equipment (net) | — | 54 |
| Proceeds from the sale of intangible assets (net) | 1,264 | 36 |
| Available for sale investments | (50) | — |
| Investments in joint-ventures | — | (500) |
| Interest received | 126 | 267 |
| Net cash flow used in investing activities | (14,764) | (26,127) |
| Financing activities | | |
| Proceeds from loans & borrowings | 31,043 | 22,794 |
| Repayment of loans & borrowings | (16,257) | (2,827) |
| Repayment of finance leases | (2,350) | (2,081) |
| Capital increase in parent company | 60,110 | — |
| Direct attributable expense capital increase | (4,103) | — |
| Interest paid | (1,142) | (502) |
| Other financial income (expense) | (182) | (251) |
| Net cash flow from (used in) financing activities | 67,119 | 17,133 |
| Net increase of cash & cash equivalents | 70,620 | (6,476) |
| Cash & cash equivalents at beginning of the year | 43,175 | 55,912 |
| Exchange rate differences on cash & cash equivalents | 827 | (1,337) |
| Cash & cash equivalents at end of the year | 114,622 | 48,099 |

Reconciliation of Net Profit (Loss) to EBITDA and Adjusted EBITDA (Unaudited)

| (in 000) | For the three months ended | | For the nine months ended | |
|---|----------------------------|----------------|---------------------------|----------------|
| | September 30, | | September 30, | |
| | 2018 | 2017 | 2018 | 2017 |
| | € | € | € | € |
| Net profit (loss) for the period | 2,316 | (1,413) | 2,502 | (3,184) |
| Income taxes | 230 | 433 | 773 | 825 |
| Financial expenses | 1,039 | 1,058 | 3,556 | 3,294 |
| Financial income | (1,308) | (465) | (2,739) | (2,132) |
| Share in loss of joint venture | 47 | 165 | 291 | 596 |
| Depreciation and amortization | 4,519 | 2,918 | 12,534 | 8,142 |
| EBITDA | 6,843 | 2,696 | 16,917 | 7,541 |
| Non-cash stock-based compensation expense (1) | 191 | 297 | 557 | 997 |
| Acquisition-related expenses (2) | — | 266 | — | 266 |
| ADJUSTED EBITDA | 7,034 | 3,259 | 17,474 | 8,804 |

- (1) Non-cash stock-based compensation expenses represent the cost of equity-settled and cash-settled share-based payments to employees.
(2) Acquisition-related expenses of business combinations represent expenses incurred in connection with the ACTech acquisition.

Segment P&L (Unaudited)

| (in 000) | <u>Materialise Software</u> € | <u>Materialise Medical</u> € | <u>Materialise Manufacturing</u> € | <u>Total segments</u> € | <u>Unallocated (1)</u> € | <u>Consolidated</u> € |
|---|--------------------------------------|-------------------------------------|---|--------------------------------|-----------------------------|--------------------------|
| For the nine months ended September 30, 2018 | | | | | | |
| Revenues | 27,331 | 37,170 | 71,031 | 135,532 | 175 | 135,707 |
| Segment EBITDA | 8,567 | 6,659 | 8,802 | 24,028 | (7,111) | 16,917 |
| Segment EBITDA % | 31.3% | 17.9% | 12.4% | 17.7% | | 12.5% |
| For the nine months ended September 30, 2017 | | | | | | |
| Revenues | 25,302 | 30,999 | 41,318 | 97,619 | 221 | 97,840 |
| Segment EBITDA | 9,307 | 2,242 | 3,062 | 14,611 | (7,070) | 7,541 |
| Segment EBITDA % | 36.8% | 7.2% | 7.4% | 15.0% | | 7.7% |

- (1) Unallocated Revenues consist of occasional one-off sales by our core competencies not allocated to any of our segments. Unallocated Segment EBITDA consists of corporate research and development, corporate headquarter costs and net other operating income (expense).

| (in 000) | <u>Materialise Software</u> € | <u>Materialise Medical</u> € | <u>Materialise Manufacturing</u> € | <u>Total segments</u> € | <u>Unallocated (1)</u> € | <u>Consolidated</u> € |
|--|--------------------------------------|-------------------------------------|---|--------------------------------|-----------------------------|--------------------------|
| For the three months ended September 30, 2018 | | | | | | |
| Revenues | 9,874 | 12,824 | 24,012 | 46,710 | 22 | 46,732 |
| Segment EBITDA | 3,384 | 2,475 | 3,405 | 9,264 | (2,420) | 6,844 |
| Segment EBITDA % | 34.3% | 19.3% | 14.2% | 19.8% | | 14.6% |
| For the three months ended September 30, 2017 | | | | | | |
| Revenues | 8,422 | 10,421 | 13,456 | 32,299 | 8 | 32,307 |
| Segment EBITDA | 3,362 | 1,170 | 499 | 5,031 | (2,335) | 2,696 |
| Segment EBITDA % | 39.9% | 11.2% | 3.7% | 15.6% | | 8.3% |

(1) Unallocated Revenues consist of occasional one-off sales by our core competencies not allocated to any of our segments. Unallocated Segment EBITDA consists of corporate research and development, corporate headquarter costs and net other operating income (expense).

Reconciliation of Net Profit (Loss) to Segment EBITDA (Unaudited)

| (in 000) | For the three months ended | | For the nine months ended | |
|---|----------------------------|----------------|---------------------------|----------------|
| | September 30, | | September 30, | |
| | 2018 | 2017 | 2018 | 2017 |
| | € | € | € | € |
| Net profit (loss) for the period | 2,316 | (1,413) | 2,502 | (3,184) |
| Income taxes | 230 | 433 | 773 | 825 |
| Financial expenses | 1,039 | 1,058 | 3,556 | 3,294 |
| Financial income | (1,308) | (465) | (2,739) | (2,132) |
| Share in loss of joint venture | 47 | 165 | 291 | 596 |
| Operating profit | 2,324 | (222) | 4,383 | (601) |
| Depreciation and amortization | 4,519 | 2,918 | 12,534 | 8,142 |
| Corporate research and development | 483 | 502 | 1,469 | 1,527 |
| Corporate headquarter costs | 2,437 | 2,447 | 7,514 | 6,984 |
| Other operating income (expense) | (499) | (614) | (1,872) | (1,441) |
| Segment EBITDA | 9,264 | 5,031 | 24,028 | 14,611 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

MATERIALISE NV

By: /s/ Wilfried Vancraen

Name: Wilfried Vancraen

Title: Chief Executive Officer

Date: October 31, 2018