

# BIESSE S.p.A. QUARTERLY REPORT AT DECEMBER 31 ${ }^{\text {ST }}$, 2004 

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## GROUP STRUCTURE

The following companies are part of Biesse Group:


[^0]In comparison with the previous quarterly report, dated September $30^{\text {th }}$ 2004, the consolidation area has not changed.

The investments in the associated companies Biesse China Co. Ltd., ISP Systems S.r.I., Hsd Deutschland GmbH and Kernex Automation S.r.I. are valued with the equity method. Also the investment in the affiliated company Biesse Corporate School s.c.a r.l. is valued with the equity method and not integrally consolidated, because of its irrelevant size.

Since the consolidated companies have changed significantly in comparison to the same period of 2003, the present report also shows the proforma accounting statements, in order to allow a like for like comparison of the results for the two periods: in the 2003 accounting statement the Schelling Group has been excluded, while in the 2004 accounting statement the affiliated companies Cabi S.r.l., Sandymac S.r.I. and Intermac Vidrio Iberica S.A. have been excluded.

## PARENT COMPANY CORPORATE BODIES

The Board of Directors currently in office is composed as follows:

| Roberto Selci | Chairman |
| :--- | :--- |
| Giancarlo Selci | Vice President |
| Innocenzo Cipolletta | Director * |
| Leone Sibani | Director * |
| Giampaolo Garattoni | Director * |

* Independent Director, as required under the Code of Conduct.

The Board of Statutory Auditors currently in office is composed as follows:

Giovanni Ciurlo<br>Adriano Franzoni<br>Claudio Sanchioni<br>Chairman<br>Statutory Auditor<br>Statutory Auditor

HIGHLIGHTS










## ACCOUNTING STATEMENTS

## Fourth Quarter 2004 Income Statement

| (thousand of Euro) | IV Q 2004 | \% | IV Q 2003 | \% | $\Delta \%$ |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Revenues from sales and services | 97,947 | 100.0\% | 95,239 | 100.0\% | 2.8\% |
| Variation of stocks of finished products | $(10,433)$ | (10.7\%) | $(11,560)$ | (12.1\%) | (9.7\%) |
| Other revenues and income | 2,122 | 2.2\% | 1,790 | 1.9\% | 18.5\% |
| Value of production | 89,636 | 91.5\% | 85,469 | 89.7\% | 4.9\% |
| Consumption of raw materials | $(36,180)$ | (36.9\%) | $(38,009)$ | (39.9\%) | (4.8\%) |
| Costs for services | $(17,124)$ | (17.5\%) | $(16,872)$ | (17.7\%) | 1.5\% |
| Use of third party assets | $(1,652)$ | (1.7\%) | $(1,918)$ | (2.0\%) | (13.9\%) |
| Other operating expenses | $(1,742)$ | (1.8\%) | $(2,054)$ | (2.2\%) | (15.2\%) |
| Added value | 32,938 | 33.6\% | 26,616 | 27.9\% | 23.8\% |
| Personnel expenses | $(21,494)$ | (21.9\%) | $(24,433)$ | (25.7\%) | (12.0\%) |
| Gross operating margin | 11,444 | 11.7\% | 2,183 | 2.3\% | --- |
| Amortizations, depreciations and provisions | $(3,838)$ | (3.9\%) | $(3,352)$ | (3.5\%) | 14.5\% |
| Profit before depreciation of consolidation difference | 7,606 | 7.8\% | $(1,169)$ | (1.2\%) | --- |
| Amortization of consolidation difference | (131) | (0.1\%) | (278) | (0.3\%) | (52.9\%) |
| Operating result | 7,475 | 7.6\% | $(1,447)$ | (1.5\%) | --- |
| Financial charges and incomes | (824) | (0.8\%) | $(1,470)$ | (1.5\%) | (43.9\%) |
| Extra-ordinary charges and incomes | 465 | 0.5\% | $(28,400)$ | (29.8\%) | (101.6\%) |
| Pre-tax result | 7,116 | 7.3\% | $(31,317)$ | (32.9\%) | --- |

Income Statement at December 31 ${ }^{\text {st }}, 2004$

| (thousand of Euro) | $\begin{gathered} \hline \text { December } \\ 31 \\ 2004 \end{gathered}$ | \% | $\begin{gathered} \hline \text { December } \\ 31 \\ 2003 \end{gathered}$ | \% | $\Delta$ \% |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Revenues from sales and services | 312,474 | 100.0\% | 306,637 | 100.0\% | 1.9\% |
| Variation of stocks of finished products | $(4,705)$ | (1.5\%) | 2,695 | 0.9\% | --- |
| Other revenues and income | 6,386 | 2.0\% | 5,689 | 1.9\% | 12.3\% |
| Value of production | 314,155 | 100.5\% | 315,021 | 102.7\% | (0.3\%) |
| Consumption of raw materials | $(136,188)$ | (43.6\%) | $(139,582)$ | (45.5\%) | (2.4\%) |
| Costs for services | $(57,259)$ | (18.3\%) | $(61,413)$ | (20.0\%) | (6.8\%) |
| Use of third party assets | $(6,928)$ | (2.2\%) | $(8,354)$ | (2.7\%) | (17.1\%) |
| Other operating expenses | $(4,739)$ | (1.5\%) | $(5,870)$ | (1.9\%) | (19.3\%) |
| Added value | 109,041 | 34.9\% | 99,802 | 32.5\% | 9.3\% |
| Personnel expenses | $(83,130)$ | (26.6\%) | $(91,628)$ | (29.9\%) | (9.3\%) |
| Gross operating margin | 25,911 | 8.3\% | 8,174 | 2.7\% | --- |
| Amortizations, depreciations and provisions | $(11,990)$ | (3.8\%) | $(12,729)$ | (4.2\%) | (5.8\%) |
| Profit before depreciation of consolidation difference | 13,921 | 4.5\% | $(4,555)$ | (1.5\%) | --- |
| Amortization of consolidation difference | (512) | (0.2\%) | $(1,372)$ | (0.4\%) | (62.7\%) |
| Operating result | 13,409 | 4.3\% | $(5,927)$ | (1.9\%) | --- |
| Financial charges and incomes | $(3,980)$ | (1.3\%) | $(6,558)$ | (2.1\%) | (39.3\%) |
| Extra-ordinary charges and incomes | 7,256 | 2.3\% | $(31,283)$ | (10.2\%) | --- |
| Pre-tax result | 16,885 | 5.3\% | $(43,768)$ | (14.3\%) | --- |

## Pro-forma Income Statement (*)

| (thousand of Euro) | $\begin{aligned} & \text { IV Q } \\ & 2004 \end{aligned}$ | $\begin{aligned} & \text { IV Q } \\ & 2003 \end{aligned}$ | $\begin{gathered} \text { December } \\ 31 \\ 2004 \end{gathered}$ | $\begin{gathered} \text { December } \\ 31 \\ 2003 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: |
| Revenues from sales and services | 97,876 | 89,169 | 312,045 | 278,122 |
| Variation of stocks of finished products | $(10,447)$ | $(12,465)$ | $(4,692)$ | 714 |
| Other revenues and income | 1,789 | 1,841 | 6,108 | 4,824 |
| Value of production | 89,218 | 78,545 | 313,461 | 283,660 |
| Consumption of raw materials | $(36,796)$ | $(34,563)$ | $(137,415)$ | $(125,181)$ |
| Costs for services | $(17,089)$ | $(15,626)$ | $(56,838)$ | $(54,328)$ |
| Use of third party assets | $(1,616)$ | $(1,695)$ | $(6,833)$ | $(7,184)$ |
| Other operating expenses | $(1,711)$ | $(1,065)$ | $(4,698)$ | $(4,293)$ |
| Added value \% on revenues | $\begin{gathered} 32,006 \\ 32.7 \% \end{gathered}$ | $\begin{gathered} 25,596 \\ 28.7 \% \end{gathered}$ | $\begin{gathered} 107,677 \\ 34.5 \% \end{gathered}$ | $\begin{gathered} 92,764 \\ 33.3 \% \end{gathered}$ |
| Personnel expenses | (21.033) | (21.744) | (81.919) | (78.639) |
| Gross operating margin $\%$ on revenues | $\begin{gathered} 10,973 \\ 11.2 \% \end{gathered}$ | $\begin{aligned} & 3,852 \\ & 4,3 \% \end{aligned}$ | $\begin{gathered} 25,758 \\ 8.3 \% \end{gathered}$ | $\begin{gathered} 14,035 \\ 5.0 \% \end{gathered}$ |
| Amortizations, depreciations and provisions | $(3,733)$ | $(3,510)$ | $(11,739)$ | $(11,394)$ |
| Profit before depreciation of consolidation difference | 7,240 | 342 | 14,019 | 2,641 |
| Amortization of consolidation difference | (131) | (278) | (512) | $(1,372)$ |
| Operating result $\%$ on revenues | $\begin{gathered} 7,109 \\ 7.3 \% \end{gathered}$ | $\begin{gathered} 64 \\ 0.1 \% \end{gathered}$ | $\begin{gathered} 13,507 \\ 4.3 \% \end{gathered}$ | $\begin{gathered} 1,269 \\ 0.5 \% \end{gathered}$ |
| Financial charges and incomes | (816) | $(1,301)$ | $(3,961)$ | $(5,236)$ |
| Extra-ordinary charges and incomes | 464 | 718 | 7,258 | $(1,877)$ |
| Pre-tax result $\%$ on revenues | $\begin{gathered} 6,757 \\ 6.9 \% \end{gathered}$ | $\begin{aligned} & (519) \\ & (0.6 \%) \end{aligned}$ | $\begin{gathered} 16,804 \\ 5.4 \% \end{gathered}$ | $\begin{aligned} & (5,844) \\ & (2.1 \%) \end{aligned}$ |

(*)The amounts of the third quarter 2003 do not include the Schelling Group results, while the amounts of the fourth quarter 2004 do not include the results of the affiliated companies Cabi S.r.I., Sandymac S.r.I. and Intermac Vidrio Iberica S. A.

Net Financial Position at December 31 ${ }^{\text {st }}, 2004$

| (thousand of Euro) | December <br> $\mathbf{3 1}$ <br> $\mathbf{2 0 0 4}$ | September <br> $\mathbf{3 0}$ <br> $\mathbf{2 0 0 3}$ | June <br> $\mathbf{3 0}$ <br> $\mathbf{2 0 0 3}$ | December <br> $\mathbf{3 1}$ <br> $\mathbf{2 0 0 3}$ |
| :--- | :---: | :---: | :---: | :---: |
| Financial assets | 22,130 | 24,125 | 20,272 | 26,870 |
| - Liquid assets | 20,567 | 16,628 | 16,339 | 20,504 |
| - Short-term activities (notes) | 0 | 0 | 0 | 2,530 |
| - Biesse S.p.A. shares buy- <br> back | 1,563 | 4,577 | 3,933 | 3,836 |
| - Short term financing credits <br> due by parent company | 0 | 2,920 | 0 | 0 |
| Short term financial debts | $(2,027)$ | $(2,444)$ | $(3,257)$ | $(2,421)$ |
| Short term bank debts | $(35,984)$ | $(69,907)$ | $(65,194)$ | $(102,925)$ |
| Short term financing debts <br> due to parent company | 0 | 0 | $(1,800)$ | 0 |
| Short term net financial <br> position | $\mathbf{( 1 5 , 8 8 1 )}$ | $\mathbf{( 4 8 , 2 2 6 )}$ | $(\mathbf{4 9 , 9 7 9 )}$ | $\mathbf{( 7 8 , 4 7 6 )}$ |
| Medium/long term financial <br> debts | $(15,111)$ | $(18,446)$ | $(18,700)$ | $(19,865)$ |
| Medium/long term bank debts | $(13,569)$ | $(5,609)$ | $(6,077)$ | $(8,415)$ |
| Medium/long term net <br> financial position | $\mathbf{( 2 8 , 6 8 0 )}$ | $\mathbf{( 2 4 , 0 5 5 )}$ | $\mathbf{( 2 4 , 7 7 7 )}$ | $\mathbf{( 2 8 , 2 8 0 )}$ |
| Total financial position | $\mathbf{( 4 4 , 5 6 1 )}$ | $\mathbf{( 7 2 , 2 8 1 )}$ | $\mathbf{( 7 4 , 7 5 6 )}$ | $\mathbf{( 1 0 6 , 7 5 6 )}$ |


| RATIO | December 31 <br> $\mathbf{2 0 0 4}$ | December 31 <br> $\mathbf{2 0 0 3}$ |
| :--- | :---: | :---: |
| Gearing | 0.44 | 1.23 |
| Equity on net fixed assets | 1.36 | 0.92 |
| Financial Leverage | 1.92 | 2.80 |

## Balance sheet figures

|  | December 31 2004 | December 31 2003 |
| :--- | :---: | :---: |
| Trade receivables | 89,938 | 98,830 |
| Other receivables | 34,337 | 28,950 |
| Stocks | 74,367 | 80,833 |
| Trade payables | $(81,262)$ | $(68,432)$ |
| Other payables | $(25,648)$ | $(19,288)$ |
| Provisions for risks | $(20,495)$ | $(21,788)$ |
| Net Deferred Capital | $\mathbf{7 1 , 2 3 7}$ | $\mathbf{9 9 , 1 0 5}$ |
| Immaterial assets | 14,014 | 74,858 |
| Material assets | 58,247 | 77,141 |
| Financial investments | 1,995 | $\mathbf{2 , 5 5 7}$ |
| Net Assets | $\mathbf{7 4 , 2 5 6}$ | $\mathbf{9 4 , 5 5 6}$ |
| TOTAL ASSETS | $\mathbf{1 4 5 , 4 9 3}$ | $(93,661$ |
| Net Financial Position | $(44,561)$ | $(86,656)$ |
| Group Equity | $(100,670)$ | $(247)$ |
| Minority equity | $(261)$ | $\mathbf{1 9 3 , 6 6 1}$ |
| FINANCIAL SOURCES | $\mathbf{1 4 5 , 4 9 3}$ |  |

(1) The fourth quarter 2004 amount does not include the taxes. The December 2003 amount is net of the tax provisions.

Financial statement

| (thousand of Euro) | IV Q 2004 | IV Q 2003 | 2004 | 2003 |
| :---: | :---: | :---: | :---: | :---: |
| Income (loss) of the period | 7,114 | $(28,818)$ | 16,683 | $(41,268)$ |
| Amortizations | 2,904 | 2,915 | 10,799 | 12,476 |
| Provisions | 1,065 | 715 | 1,703 | 1,625 |
| Cash flow | 11,083 | $(25,187)$ | 29,185 | $(27,167)$ |
| Use of risk funds | $(1,414)$ | $(3,707)$ | $(2,996)$ | $(2,890)$ |
| Variation of stocks | 13,786 | 25,316 | 6,466 | 9,774 |
| Variation of receivables | $(6,298)$ | $(14,398)$ | 3,269 | 18,168 |
| Variation of payables | 5,959 | 4,949 | 18,590 | $(33,390)$ |
| Variation in accruals | 872 | $(1,689)$ | 836 | (924) |
| Variation of the working capital | 12,905 | 10,472 | 26,165 | $(9,262)$ |
| Cash flow from ordinary activities | 23,998 | $(14,715)$ | 55,350 | $(36,429)$ |
| Investments | 3,905 | 26,047 | 9,501 | 19,433 |
| Variation of the equity | (173) | 2,654 | $(2,656)$ | $(3,754)$ |
| Cash flow | 27,720 | 13,985 | 62,195 | $(20,750)$ |
| Initial Net Financial Position | 72,283 | 120,741 | 106,756 | 86,006 |
| Final Net Financial Position | 44,561 | 106,756 | 44,561 | 106,756 |

## EXPLANATORY NOTES

The quarterly report of the Biesse Group at December $31^{\text {st }} 2004$ was prepared on the basis of Consob Rule no. 11971 of $14^{\text {th }}$ May 1999 and subsequent amendments and additions.

Accounting principles and valuation criteria comply with those of the financial statement at December $31^{\text {st }}, 2003$, to which reference is made, with the exception of valuation of closing inventories. This was changed from the LIFO method to the average cost method, as stated by the IAS, the new accounting standards to be used by the EU public companies. We briefly state also the following:

- the quarterly statement was prepared according to the criterion of separating the periods on the basis of which the reference period is considered as an independent financial period; from this view point the quarterly Income Statement reflects the economic components relating to the period in respect of the pro-tempore basis principle;
- the accounting statements taken as a basis of the consolidation process are the ones prepared by the subsidiary companies with reference to September $30^{\text {th }}$ 2004, adjusted, where necessary, to adapt them to the Group's accounting principles;
- the Income Statement is presented excluding tax;
- estimated figures of a significant amount are not presented.


## BOARD OF DIRECTORS' REMARKS

Biesse Group closes the year 2004 with satisfactory results in terms of volume and margins. The trend has been confirmed in the fourth quarter, as started in the previous quarters, for improving sales and production. The improved international situation and the deep and on-going rationalisation of the organisation and processes, determined a sensitive jump of the margins.

With reference to the turnover, the significant results of the not traditional markets (East Europe, Far East, Oceania Continent) are important, which have offset the drop of the national market and the decreased contribution of the

European and North-American markets: for Italy and European market, the decrease of the turnover is due to conjuncture difficulties, while for the North American region, the decline of volume is due to the exchange rate (in fact, the results of the US market, expressed in USD, are 14\% higher than 2003).

As far as the divisions are concerned, the strong increase of sales of the Wood and Mechatronics Divisions and the good results of the Glass Division must be noted.

The Biesse Group results outperform the results of the reference market of its principal division (woodworking machinery). According to the analysis made by the category association, Acimall, the year 2004 signed a production increase by 4\%, mainly due to the good trend of the exports (+8\%), particularly of the Middle East, Far East and East Europe. According to the Acimall analysis, 2005 should have similar results, unless the exchange rate of the Euro/USD improves, allowing the recovery of the demand from the USD countries.

On the operational side, the agreement signed with a local partner for the sale of part of the production site of San Giovanni in Marignano, along with some machinery, generated a positive cash flow of 6.3 million Euro. The agreement includes the outsourcing of carpentry and painting activities, resulting in a reduction of staff levels by 40 employees. The operation produced an extra-ordinary income of 1.1 million Euro.

The analysis of the economic figures are affected by the significant change in consolidated companies: it is therefore necessary to consider the proforma accounting statements (that do not include the economic result of Schelling for 2003, Cabi S.r.I., Sandymac S.r.I. and Intermac Vidrio Iberica S.A. for 2004).

The total sales are equal to Euro 97,947 thousand, a $2.9 \%$ increase in comparison with the same period of 2003: the pro-forma analysis indicates a even higher increase of Euro 8,707 thousand (+9.8\%). The increase is spreading to all Divisions of the Group, as better represented by the following charts of revenues by division.

The value of production increased from Euro 85,469 thousand to Euro 89,636 thousand, a $4.9 \%$ increase in comparison with the previous year. The pro-forma figures indicate again an increase, equal to Euro 10,673 thousand (+13.6\%).

The Added Value is equal to Euro 32,938 thousand, and it increased by Euro 6,322 thousand in comparison with the same period of 2003 (+23.8\%, while the pro-forma increase is equal to $25 \%$ ); the result has been achieved because of the higher volume and the decrease of sales discounts. The production efficiency is improving, as showed by the lower cost of sales, connected to the better purchase management and to the outsourcing of some operations.

The Gross Operating Margin increased from Euro 2,183 thousand to Euro 11,444 thousand. The percentage on sales was $11.7 \%$, while in the previous year it was $2.3 \%$. The personnel expenses decreased from Euro 24,433 thousand to Euro 21,494 thousand. The percentage on sales decreased from $25.7 \%$ to $21.9 \%$ (the same decrease is referrable to the pro-forma figures).

Amortizations and depreciations are increasing from Euro 3,352 thousand to Euro 3,838 thousand ( $+14.5 \%$ ): the increase is mainly due to higher provision for warranties on sales and generic risks.

The Operating Result is positive Euro 7,475 thousand (percentage on sales of $7.6 \%$ ), while in the previous year it was negative Euro 1,447 thousand.

The balance of financial charges and income is negative Euro 824 thousand mainly represented by: the interest expense (Euro 619 thousand), declining as compared to the past due to the improving Net Financial Position; the exchange rate management, negative by Euro 414 thousand; the profit on sales of own shares for Euro 463 thousand.

The Net Financial Position improved with respect to September 2004 (27.7 million of Euro) and December 2003 (-62.2 million of Euro). This result is partly derived from the sale of assets, made at the beginning of the year (net cash-in of Euro 19.1 million) and it demonstrates the strong commitment for the reduction of debt as represented by the cash generation of the operational activities.

## Revenues by division

| (thousand of Euro) | IV Q 2004 | \% | IV Q 2003 | \% | $\begin{gathered} \text { December } \\ 312004 \end{gathered}$ | \% | $\begin{aligned} & \text { December } \\ & 312003 \end{aligned}$ | \% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Wood Division | 77,801 | 79.4\% | 66,153 | 69.5\% | 232,814 | 74.5\% | 204,717 | 66.7\% |
| Glass \& Stone Division | 14,037 | 14.3\% | 19,743 | 20.7\% | 60,209 | 19.3\% | 59,039 | 19.3\% |
| Systems Division* | - | - | 5,849 | 6.1\% | - | - | 28,316 | 9.2\% |
| Mechatronics Division | 12,433 | 12.7\% | 5,871 | 6.2\% | 41,013 | 13.1\% | 23,768 | 7.8\% |
| Interdivisional eliminations | $(6,325)$ | (6.4\%) | $(2,377)$ | (2.5\%) | $(21,562)$ | (6.9\%) | $(9,203)$ | (3.0\%) |
| Total | 97,946 | 100.0\% | 95,239 | 100.0\% | 312,474 | 100.0\% | 306,637 | 100.0\% |

* Starting from 2004 the Systems Division is a business unit of the Wood Division (Biesse Engineering).



## Revenues by geographical area

| (thousand of <br> Euro) | IV Q 200، | \% | IV Q 2003 | \% | December <br> $\mathbf{3 1} 2004$ | \% | December <br> $\mathbf{3 1} 2003$ |  | \% |
| :--- | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| European <br> Union | 45,956 | $46.9 \%$ | 50,501 | $53.0 \%$ | 150,099 | $48.0 \%$ | 163,683 | $53.4 \%$ |  |
| North America | 13,679 | $14.0 \%$ | 15,274 | $16.0 \%$ | 45,059 | $14.4 \%$ | 51,329 | $16.7 \%$ |  |
| Rest of the <br> World | 38,311 | $39.1 \%$ | 29,464 | $31.0 \%$ | 117,316 | $37.6 \%$ | 91,625 | $29.9 \%$ |  |
| Total | $\mathbf{9 7 , 9 4 6}$ | $\mathbf{1 0 0 . 0 \%}$ | $\mathbf{9 5 , 2 3 9}$ | $\mathbf{1 0 0 . 0 \%}$ | $\mathbf{3 1 2 , 4 7 4}$ | $\mathbf{1 0 0 . 0 \%}$ | $\mathbf{3 0 6 , 6 3 7}$ | $\mathbf{1 0 0 . 0 \%}$ |  |

Revenues by geographical area


Pesaro, February $14^{\text {th }} 2005$
Chairman of the Board of Directors Roberto Selci


[^0]:    * the shareholding of $81.68 \%$ is directly held by Biesse S.p.A. for $66,67 \%$ and indirectly through Hsd S.p.a. for $15.01 \%$

