

Aspocomp Group Plc., Financial statements release, February 18, 2011 at 11:20 AM

CORRECTION: Aspocomp's Financial Statements 2010

Financial Statements 2010 published today by Aspocomp Group Plc shall be corrected in the following way:

#### **BOARD OF DIRECTORS' DIVIDEND PROPOSAL**

The Board of Directors will propose to the Annual General Meeting to be held on April 20, 2011, that no dividend be paid for the financial year January 1, 2010 - December 31, 2010.

Corrected notice as a whole:

Aspocomp Group Plc., Financial statements release, February 18, 2011 at 9:00 AM

#### **ASPOCOMP'S FINANCIAL STATEMENTS 2010**

Key figures in brief

- Net sales: EUR 18.8 million (EUR 13.2 million 1-12/2009)
- Operating result before depreciation (EBITDA): EUR 3.1 million (-0.5)
- Operating result (EBIT): EUR 1.8 million (-1.7)
- Earnings per share (EPS): EUR 0.01 (-0.05)
- Cash flow from operations: EUR 4.1 million (0.9)

Key figures for 10-12/2010 in brief

- Net sales: EUR 4.5 million (EUR 4.2 million 10-12/2009)
- Operating profit before depreciation (EBITDA): EUR 0.0 million (0.7)
- Operating profit (EBIT): EUR -0.3 million (0.4)
- Earnings per share (EPS) from continuing operations: EUR -0.01 (EUR 0.00)

#### **CEO'S REVIEW**

A good year finished with a weak fourth quarter. Demand stayed at a reasonable level, but a lower share of high margin quick-turn deliveries and a rise in material costs weakened profitability. Capacity overload caused by strong demand during the first half of the year resulted in higher than expected maintenance and service expenses in the last quarter. In addition, one-time ramp-up costs related to a new client weakened profit.

However, 2010 was satisfactory overall. Net sales improved by over 40 percent to nearly EUR 19 million and operating profit was clearly in the black. Impressively, cash flow stayed over EUR 2 million positive even though investments were greater than in an average year.

After a minor dip, demand seems to be recovering again. Our short-term challenges include passing the increased raw material costs to the end product prices and the optimization of the production capacity for increasingly complicated products. We are going forward into 2011 with confidence.

#### **NET SALES AND EARNINGS 2010**

Net sales for the financial year amounted to EUR 18.8 million, up 43 percent on 1-12/2009. During the second and the third quarters of the year - especially the second - demand for quick-turn and emergency deliveries was very strong. This was caused by the fast recovery of global PCB demand at the beginning of 2010, which took the volume manufacturers and their raw material suppliers by surprise.

The five largest customers accounted for 77 percent of net sales (72%). In geographical terms, 95 percent of net sales were generated in Europe (81%) and 5 percent in Asia (14%).

The operating result was EUR 1.8 million (-1.7 Me 1-12/2009). Earnings saw strong improvement thanks to better demand and the cost structure adjustments implemented in 2009.

The Group's net financial expenses amounted to EUR -1.2 million (-1.0).

The result for the financial year was EUR 0.7 million (-2.5) and earnings per share were EUR 0.01 (-0.05).

#### **NET SALES AND EARNINGS IN OCTOBER-DECEMBER**

Fourth-quarter net sales amounted to EUR 4.5 million, up 5 percent on 10-12/2009. The five largest customers accounted for 80 percent of net sales (71% 10-12/2009). In geographical terms, 96 percent of net sales were generated in Europe (88%) and 4 percent in Asia (12%).

The operating result was EUR -0.3 million (0.4 Me 10-12/2009). The result was weakened by one-time ramp-up costs related to a new client. In addition, the strong demand during the first half of the year was reflected in increased maintenance and service expenses in the fourth quarter. Increased raw-material prices impacted negative on profitability. Consequently, the company has taken actions to transfer the increased raw material prices, especially gold prices, to the end products. Fixed expenses include one-time advisory costs.

The Group's net financial expenses amounted to EUR -0.3 million (-0.3).

The result for the review period was EUR -0.6 million (0.1) and earnings per share were EUR -0.01 (0.00).

#### **INVESTMENTS AND R&D**

Investments amounted to EUR 1.8 million (EUR 0.8 million 1-12/2009).

Majority of the investments were related to the implementation of a new image transfer process on the outer-layer process of PCB manufacturing. Other investments were related to the outer-layer plating, high precision routing and deposition of solder mask. All the investments improve Oulu plant's technical capability.

R&D costs consist of general production development costs. These costs do not fulfill the IAS 38 definition of either development or research and are therefore booked into overhead costs.

## **FINANCING**

The Group's financial position remained challenging, but stable. Cash assets amounted to EUR 4.7 million at the end of the period (EUR 3.0 million 12/2009).

Cash flow from operations during the financial year was EUR 4.1 million (EUR 0.9 million 1-12/2009). In August the company made EUR 0.5 million repayment of interest bearing debts under the voluntary debt restructuring.

The nominal value of interest-bearing liabilities was EUR 23.5 million (EUR 24.3 million 12/2009). Gearing decrease to 481.9 percent (607.1%). Non-interest-bearing liabilities amounted to EUR 8.2 million (6.1).

The Group's equity ratio at the end of the period stood at 10.6 percent (10.0%).

## **RECEIVABLE FROM TTM TECHNOLOGIES INC.**

Aspocomp has booked a receivable from TTM Technologies Inc. (TTM) in its balance sheet. The receivable is related to Aspocomp's ownership arrangements in 2007, where Aspocomp's production facilities in China and India were transferred to Meadville Aspocomp (BVI) Holdings Ltd. (MAH), a company established together with Meadville Holdings Limited. Meadville originally bought an 80 percent stake in MAH, and a put and call option deed was signed for the remaining 20 percent. According to IFRS this arrangement is considered a hundred-percent sale and therefore Aspocomp's 20 percent holding under the option agreement is presented in other receivables.

In 2010, the PCB operations of Meadville Holdings Ltd. were acquired by TTM. The rights and responsibilities of MAH were transferred by agreements to TTM and Aspocomp.

The receivable is booked under non-current receivables at the minimum value specified in the put and call option deed. The minimum value was EUR 16.6 million at the end of the period. The other two valuation scenarios presented in the option deed are considered non-substantive due to the challenging current and expected future operations of MAH. See also TTM's report (page 9): [http://www.ttmtechnologies.com/investors/documents/quarterly/q3\\_2010.pdf](http://www.ttmtechnologies.com/investors/documents/quarterly/q3_2010.pdf).

Aspocomp did not receive any dividend or other income from MAH in 2010.

## **GROUP STRUCTURE**

Aspocomp Oulu Oy - in which Aspocomp has a 90 percent holding - manufactures and sells PCBs for telecom, industrial, and automotive electronics applications. Its service portfolio includes prototype and quick-turn deliveries, fulfillment of urgent PCB needs in high-volume operations as well as development and commercialization of new technologies. Aspocomp Oulu Oy's primary technologies are HDI (High Density Interconnection), multilayer and special material PCBs.

In addition, Aspocomp holds a 13.2 percent share in PCB Center, a Thai company. PCB Center's production is currently stopped due to a fire at the plant in June 2010. It is likely that the operations of the company are ceased. However, this has no financial impact on Aspocomp, as the related holding has no value in Aspocomp's balance sheet and Aspocomp has no outstanding receivables from PCB

Center.

Aspocomp also has a 5.3 percent shareholding in Imbera Electronics Inc., which provides state-of-the-art embedding solutions for the electronics industry. The holding does not have any value in Aspocomp Group's balance sheet.

#### **SHAREHOLDERS' EQUITY OF THE PARENT COMPANY**

In accordance with the requirements of the Companies Act, the Trade Register has been notified of the loss of share capital on May 14, 2008. The shareholders' equity of Aspocomp Group's parent company, Aspocomp Group Plc., was EUR 3.4 million negative at the end of the fourth period. However, the shareholders' equity of Aspocomp Group was EUR 3.6 million positive.

#### **SHARES AND SHARE CAPITAL**

The total number of Aspocomp's shares at December 31, 2010 was 49 905 130 and the share capital stood at EUR 20 082 052. The parent company held 200 000 treasury shares, which have a nominal value of approximately EUR 758 thousand. This represents 0.4 percent of the number of and the aggregate votes conferred by all the shares. Aspocomp's subsidiaries do not hold any shares in the parent company.

A total of 50 199 199 Aspocomp Group Plc. shares were traded on NASDAQ OMX Helsinki during the period from January 1 to December 31, 2010. The aggregate value of the shares exchanged was EUR 8 115 860. The shares traded at a low of EUR 0.12 and a high of EUR 0.21. The average share price was EUR 0.16. The closing price at December 30, 2010 was EUR 0.18, which translates into market capitalization of EUR 8 982 923.

Nominee-registered shares accounted for 3.3 percent of the total shares.

#### **PERSONNEL**

During the period, Aspocomp had an average of 98 employees (101). The personnel count on December 31, 2010 was 98 (96). Of them, 67 (67) were non-salaried and 31 (29) salaried employees.

#### **DECISIONS OF THE ANNUAL GENERAL MEETING**

The Annual General Meeting of Aspocomp Group Plc. held on April 13, 2010 re-elected the current Board and decided that the remunerations of the members of the Board will remain the same as in 2009. The General Meeting also decided to amend the company's Articles of Association. Furthermore, the Meeting decided not to pay dividend for the period.

The Annual General Meeting decided to set the number of Board members at three (3) and re-elected the current members of the Board: Johan Hammarén, Tuomo Lähdesmäki, and Kari Vuorialho. The Meeting re-elected PricewaterhouseCoopers Oy as the company's auditor for the 2010 financial year.

Annual remuneration of EUR 24 000 will be paid to the chairman of the Board and EUR 12 000 to the other Board members. 60 percent of the annual remuneration

will be paid in cash and 40 percent in company shares, which will be acquired and distributed to Board members. EUR 1 000 per meeting will be paid to the chairman and EUR 500 per meeting to the other members. The members of the Board residing outside of the Greater Helsinki Area are reimbursed for reasonable travel and lodging expenses. The auditor will be paid according to invoice.

The Annual General Meeting decided to amend the Articles of Association so that a following sentence was added at the end of the Article 10 (notice of meeting): "However, the notice to the Annual General Meeting must be conveyed no later than nine (9) days before the record date of the Annual General Meeting." The amendment is based on the recent amendment of Companies Act.

#### **THE BOARD OF ASPOCOMP GROUP PLC., AUTHORIZATIONS GIVEN TO THE BOARD**

In its organization meeting, the Board of Directors of Aspocomp Group Plc. re-elected Tuomo Lähdesmäki as chairman of the Board. As the Board only comprises three (3) members, Board committees were not established.

The Annual General Meeting 2008 of Aspocomp Group Plc. authorized the Board to decide on issuing new shares and conveying the Aspocomp shares held by the company. A maximum of 55 000 000 new shares can be issued and/or granted on the basis of special rights. The authorization is valid five years from the respective Annual General Meeting.

The Annual General Meeting 2008 also decided about issuing stock options to the CEO. The Board of Directors has not granted the said stock options.

Details of the authorizations can be found on pages 10-11 of the Annual Report 2008 ([www.aspocomp.com/linked/investor/ar\\_2008.pdf](http://www.aspocomp.com/linked/investor/ar_2008.pdf)).

#### **ASSESSMENT OF SHORT-TERM BUSINESS RISKS**

##### **Significant indebtedness**

The Aspocomp Group's interest-bearing liabilities at December 31, 2010 had a nominal value of about EUR 23.5 million and amounted to about EUR 22.0 million under IFRS.

##### **Liquidity and financial risks**

Because of the agreement on debt restructuring, management of the Group's liquidity risk is based on the cash assets of the parent company and the cash flow generated by the Oulu plant. If Aspocomp Group Plc. does not obtain financing from Aspocomp Oulu Oy or other ways of financing, the company may ultimately become insolvent.

##### **Litigations**

In 2007, the French Supreme Court ordered the company to pay approximately EUR 11 million to 388 former employees of Aspocomp S.A.S. The company made the payment in 2007.

In January 2009, the Labor Court of Evreux, France ruled that the company has to pay approximately EUR 0.5 million in compensation, with interest, to a further 13 former employees. Aspocomp appealed, but the Court of Appeal of Rouen

confirmed the decision in May 2010. The payment has not been made, but Aspocomp made a related provision in its 2007 financial statements.

In October 2010, Aspocomp was informed that six former employees reasserted their suspended claims in a French Court. In addition, one new claim has been made. These hearings will be held in May 2011. The total amount of the claims is EUR 0.3 million.

The aforementioned compensations and claims do not have a profit impact during the financial year, because Aspocomp has made a reservation in its financial statements 2007. The claims are related to the notice time salaries of the closed, heavily loss-making Evreux plant. The closure took place in 2002.

There is a risk that the remaining approximately 90 employees may also institute proceedings. Under legislation that came into effect in June 2008, the statute of limitations for filing a suit is five years after the law came into effect.

#### **Increased material cost and lack of capacity**

Strong global PCB demand and higher raw material prices have raised the prices of laminates and chemicals used in PCB production. If Aspocomp fails to transfer the increased raw material cost to its products, profitability will weaken.

Increasingly complicated PCB designs add load to certain parts of the PCB production process. If the company fails to add capacity to these sub-processes, the total production volume will suffer, and the potential demand will not materialize as net sales growth.

#### **OUTLOOK FOR THE FUTURE**

As Aspocomp's operations focus on prototypes and quick-turn deliveries, it is difficult to forecast full-year net sales. In 2011 net sales is expected to grow, and operating results will be positive but lower than in 2010.

In addition to developing the continuing operations of the company, the Board of Directors is looking into various structural development solutions, including carrying out company reorganization in the future.

#### **PUBLICATION OF THE FINANCIAL STATEMENTS AND REPORT OF THE BOARD OF DIRECTORS**

Aspocomp's financial statements and the Report of the Board of Directors for 2010 will be released in full with the Annual Report on Friday, March 11, 2011.

#### **BOARD OF DIRECTORS' DIVIDEND PROPOSAL**

The Board of Directors will propose to the Annual General Meeting to be held on April 20, 2011, that no dividend be paid for the financial year January 1, 2010 - December 31, 2010.

#### **ACCOUNTING POLICIES**

The reported operations include Aspocomp Oulu Oy and the Group's parent company, Aspocomp Group Plc. These operations comprise a single business segment.

All figures are unaudited. The financial statements bulletin has been prepared in accordance with IAS 34, Interim Financial Reporting. The accounting principles that were applied in the preparation of the financial statements of December 31, 2009 have been applied in the preparation of this report. However, as of January 1, 2010 the company has applied the following new or modified standards:

- IFRS 3 (revised), Business Combinations
- IAS 27 (revised), Consolidated and Separate Financial Statements

The application of the aforementioned standards did not have significant impact on the reported figures.

#### SUMMARY OF FINANCIAL STATEMENTS AND NOTES

PROFIT & LOSS STATEMENT, OCTOBER-DECEMBER	10-12/10		10-12/09	
	1000 e	%	1000 e	%
<b>NET SALES</b>	<b>4 478</b>	<b>100,0</b>	<b>4 249</b>	<b>100,0</b>
Other operating income	2	0,0	62	1,5
Materials and services	-1 663	-37,1	-1 289	-30,3
Personnel expenses	-1 462	-32,7	-1 297	-30,5
Other operating costs	-1 324	-29,6	-1 041	-24,5
Depreciation and amortization	-325	-7,3	-301	-7,1
<b>OPERATING PROFIT/LOSS</b>	<b>-294</b>	<b>-6,6</b>	<b>382</b>	<b>9,0</b>
Financial income and expenses	-275	-6,1	-296	-7,0
<b>PROFIT/LOSS BEFORE TAX</b>	<b>-569</b>	<b>-12,7</b>	<b>86</b>	<b>2,0</b>
Income taxes	5	0,1	-5	-0,1
<b>PROFIT/LOSS FOR THE PERIOD</b>	<b>-564</b>	<b>-12,6</b>	<b>80</b>	<b>1,9</b>
Other comprehensive income for the period, net of tax				
Translation differences	2	0,0	0	0,0
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>-562</b>	<b>-12,6</b>	<b>80</b>	<b>1,9</b>
<b>Profit/loss for the period attributable to:</b>				
Non-controlling interests	-3	-0,1	67	1,6
Equity shareholders	-561	-12,5	13	0,3
<b>Total comprehensive income attributable to:</b>				
Non-controlling interests	-3	-0,1	67	1,6
Equity shareholders	-559	-12,5	13	0,3

JANUARY-DECEMBER	1-12/10		1-12/09	
	1000 e	%	1000 e	%

<b>NET SALES</b>	<b>18 785</b>	<b>100,0</b>	<b>13 161</b>	<b>100,0</b>
Other operating income	231	1,2	238	1,8
Materials and services	-5 912	-31,5	-4 323	-32,8
Personnel expenses	-5 750	-30,6	-5 575	-42,4
Other operating costs	-4 250	-22,6	-4 026	-30,6
Depreciation and amortization	-1 265	-6,7	-1 145	-8,7
<b>OPERATING PROFIT/LOSS</b>	<b>1 841</b>	<b>9,8</b>	<b>-1 670</b>	<b>-12,7</b>
Financial income and expenses	-1 167	-6,2	-969	-7,4
<b>PROFIT/LOSS BEFORE TAX</b>	<b>673</b>	<b>3,6</b>	<b>-2 639</b>	<b>-20,1</b>
Income taxes	2	0,0	136	1,0
<b>PROFIT/LOSS FOR THE PERIOD</b>	<b>675</b>	<b>3,6</b>	<b>-2 503</b>	<b>-19,0</b>
Other comprehensive income for the period, net of tax				
Translation differences	15	0,1	10	0,1
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>690</b>	<b>3,7</b>	<b>-2 493</b>	<b>-18,9</b>

**Profit/loss for the period attributable to:**

Non-controlling interests	293	1,6	12	0,1
Equity shareholders	382	2,0	-2 515	-19,1

**Total comprehensive income attributable to:**

Non-controlling interests	293	1,6	12	0,1
Equity shareholders	397	2,1	-2 505	-19,0

**Earnings per share**

Basic EPS		0,01		-0,05
Diluted EPS		0,01		-0,05

**CONSOLIDATED BALANCE SHEET**

	12/10	12/09	Change
	1000 e	1000 e	%

**ASSETS**

**NON-CURRENT ASSETS**

Intangible assets	3 000	3 000	0,0
Tangible assets	3 669	3 066	19,7
Available for sale investments	16	44	-62,9
Other non-current receivables	16 601	16 217	2,4
<b>TOTAL NON-CURRENT ASSETS</b>	<b>23 287</b>	<b>22 327</b>	<b>4,3</b>

**CURRENT ASSETS**

Inventories	2 114	1 963	7,7
Short-term receivables	3 763	4 058	-7,3
Cash and bank deposits	4 712	3 038	55,1
<b>TOTAL CURRENT ASSETS</b>	<b>10 589</b>	<b>9 059</b>	<b>16,9</b>

**TOTAL ASSETS**

	<b>33 876</b>	<b>31 386</b>	<b>7,9</b>
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**SHAREHOLDERS' EQUITY AND LIABILITIES**

Share capital	20 082	20 082	0,0
Share premium	27 918	27 918	0,0



Treasury shares	-758	-758	0,0
Special reserve	45 989	45 989	0,0
Reserve for invested non-restricted equity	23 885	23 885	0,0
Retained earnings	-114 281	-114 678	-0,3
Equity attributable to shareholders	2 835	2 438	16,3
Non-controlling interests	758	706	7,4
<b>TOTAL EQUITY</b>	<b>3 593</b>	<b>3 143</b>	<b>14,3</b>
Long-term financing loans	21 852	21 878	-0,1
Provisions	215	319	-32,6
Short-term financing loans	173	242	-28,6
Trade and other payables	8 042	5 804	38,6
<b>TOTAL LIABILITIES</b>	<b>30 283</b>	<b>28 243</b>	<b>7,2</b>
<b>TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES</b>	<b>33 876</b>	<b>31 386</b>	<b>7,9</b>

#### CONSOLIDATED CHANGES IN EQUITY, JANUARY-DECEMBER

1000 e

##### Equity attributable to the shareholders of the parent company

	Share capi tal	Share pre mium	Other re serve	Own sha res	Trans la tion diffe ces	Re tai ned earn ings	<b>Total</b>	Non-cont rol ling inte rest s	<b>Total</b>
<b>Balance at 1.1.10</b>	20 082	27 918	69 874	-758	-9	-114 669	2 438	706	3 143
Comprehensive income for the period						382	382	53	435
Translation differences					15		15		15
<b>Balance at 31.12.10</b>	20 082	27 918	69 874	-758	6	-114 287	2 835	758	3 593

##### Equity attributable to the shareholders of the parent company

	Share capi tal	Share pre mium	Other re serve	Own sha res	Trans la tion diffe ces	Re tai ned earn ings	<b>Total</b>	Non-cont rol ling inte rest s	<b>Total</b>
<b>Balance at 1.1.09</b>	20 082	27 918	69 874	-758	-19	-112 154	4 943	694	5 637
Comprehensive income for the period						-2 515	-2 515	12	-2 503
Translation differences					10		10		10

<b>Balance at</b>	<b>20 082</b>	<b>27</b>	<b>69</b>	<b>-758</b>	<b>-9</b>	<b>-114</b>	<b>2 438</b>	<b>706</b>	<b>3 143</b>
<b>31.12.09</b>		<b>918</b>	<b>874</b>			<b>669</b>			

**CONSOLIDATED CASH FLOW STATEMENT, JANUARY-DECEMBER**

	1000 e	1-12/10	1-12/09
Profit for the period		675	-2 503
Adjustments		2 286	1 999
Change in working capital		1 096	1 404
Received interest income and dividends		43	17
Paid interest expenses		-6	-37
Paid taxes		1	-3
<b>Operational cash flow</b>		<b>4 095</b>	<b>877</b>
Investments		-1 754	-819
Proceeds from sale of property, plant and equipment		75	99
<b>Cash flow from investments</b>		<b>-1 679</b>	<b>-720</b>
Decrease in financing		-742	-1 375
Increase in financing		0	0
<b>Cash flow from financing</b>		<b>-742</b>	<b>-1 375</b>
<b>Change in cash and cash equivalents</b>		<b>1 674</b>	<b>-1 217</b>
Cash and cash equivalents at the beginning of period		3 038	4 255
Currency exchange differences		0	0
<b>Cash and cash equivalents at the end of period</b>		<b>4 712</b>	<b>3 038</b>

**KEY FINANCIAL INDICATORS**

	12/10	12/09
Equity per share, EUR	0,06	0,05
Equity ratio, %	10,6	10,0
Gearing, %	481,9	607,1
Earnings per share (EPS)		
Basic and diluted EPS, EUR	0,01	-0,05

**CONTINGENT LIABILITIES**

	1000 e	12/10	12/09
Mortgages given for security for liabilities		15 400	15 400
Operating lease liabilities		670	666
Other liabilities		100	100
<b>Total</b>		<b>16 170</b>	<b>16 166</b>

**FORMULAS FOR KEY INDICATORS**

Equity/share, EUR	=	Equity attributable to shareholders
		<u>Number of shares at the end</u>

of period

Equity ratio, %	=	$\frac{\text{Equity}}{\text{Total assets - advances received}} \times 100$
Gearing, %	=	$\frac{\text{Net interest-bearing liabilities}}{\text{Total equity}} \times 100$
Earnings/share (EPS), EUR	=	$\frac{\text{Profit attributable to equity shareholders}}{\text{Adjusted weighted average number of shares outstanding}}$

All figures are unaudited.

Espoo, February 18, 2011

Aspocomp Group Plc.  
Board of Directors

For further information, please contact Sami Holopainen, CEO, tel. +358 9 591 81.

[www.aspocomp.com](http://www.aspocomp.com)

Some statements in this stock exchange release are forecasts and actual results may differ materially from those stated. Statements in this stock exchange release relating to matters that are not historical facts are forecasts. All forecasts involve known and unknown risks, uncertainties and other factors, which may cause the actual results, performances or achievements of the Aspocomp Group to be materially different from any future results, performances or achievements expressed or implied by such forecasts. Such factors include general economic and business conditions, fluctuations in currency exchange rates, increases and changes in PCB industry capacity and competition, and the ability of the company to implement its investment program.