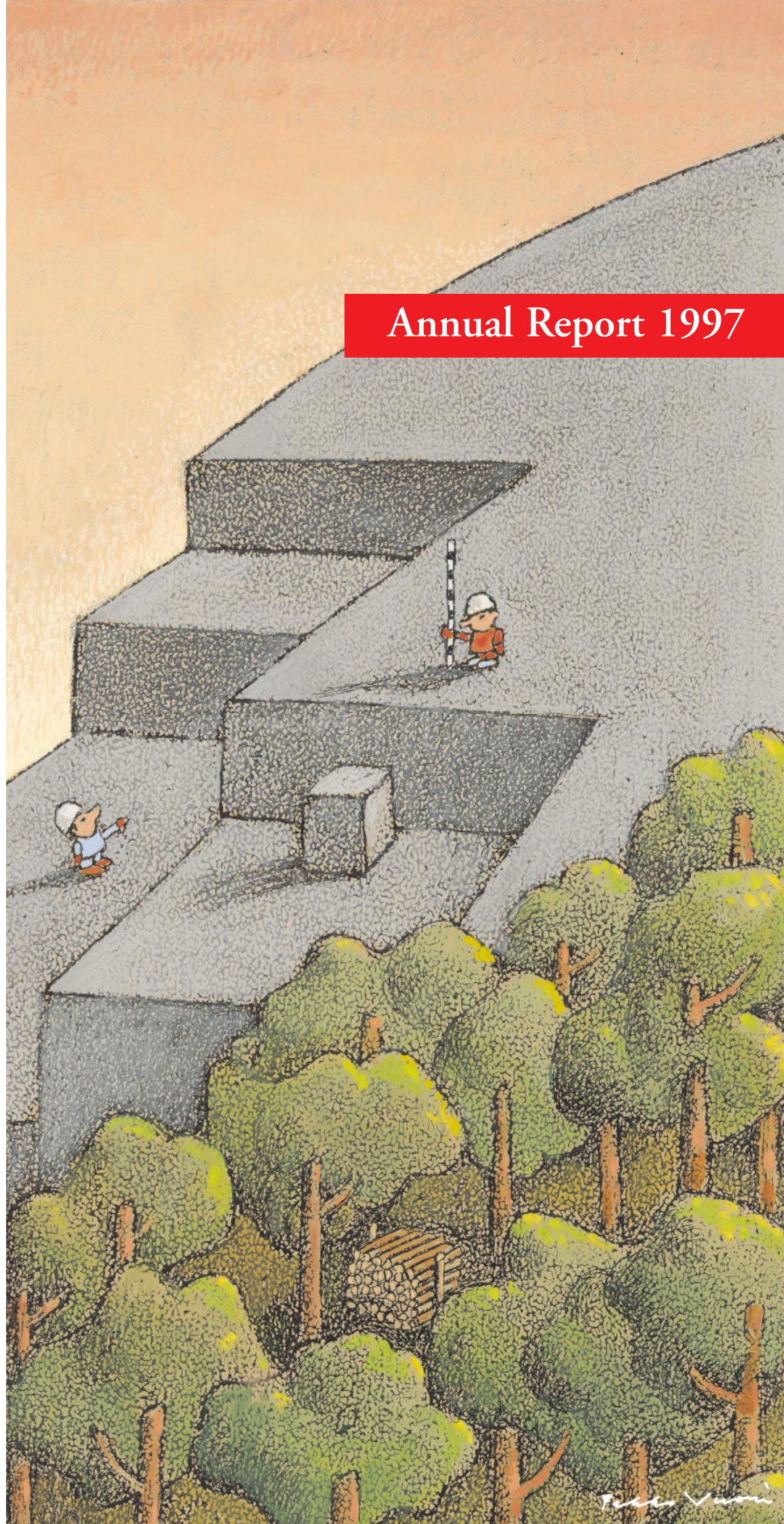


Annual Report 1997



TULIKIVI

Tulikivi Oy



Business Concept

The operation of Tulikivi Group is based on processing of soapstone; a material having unique heat-retaining and heat resistance abilities. The Group is a leading manufacturer of soapstone products in the western countries, measured in terms of turnover, and its parent company controls a major part of all known processable soapstone deposits. Above all, soapstone is used in the

manufacture of heat-retaining fireplaces which are sold under the Tulikivi and Mittakivi brands. Soapstone is also used as building material and as stove liners.

Partial Annual Reports

Tulikivi Oy will publish two partial annual reports in 1998: report on the period January-April on June 8 and January-August on October 8.

Share Register

Tulikivi Oy's shares have been transferred to a book-entry securities system. The shareholders' ledger is kept at the Finnish Central Securities Depository Ltd.

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Annual General Meeting of Shareholders

Annual General Meeting of Shareholders of Tulikivi Oy will be held in the Kivikylä auditorium at Nunnanlahti, Juuka, on Thursday April 2, 1998, commencing at 9.00 a.m. The financial statement documents will be available for public inspection at the company's head office at Nunnanlahti as of March 23, 1998. Copies will be sent to shareholders upon request.

Any shareholder, who wishes to attend the Annual General Meeting of Shareholders, is requested to notify the company accordingly no later than 4 p.m. on March 30, 1998.

Registration should be done by telephoning Ms Kaisa Toivanen or Ms Maija-Liisa Koivunen or by posting a written registration request to the company address 83900 Juuka. Any powers of attorney should be submitted at the time of advance registration.

Payment of Dividends

The Board of Directors proposes to the Annual General Meeting of Shareholders that dividend be paid for the fiscal year 1997 as follows:

on A-shares

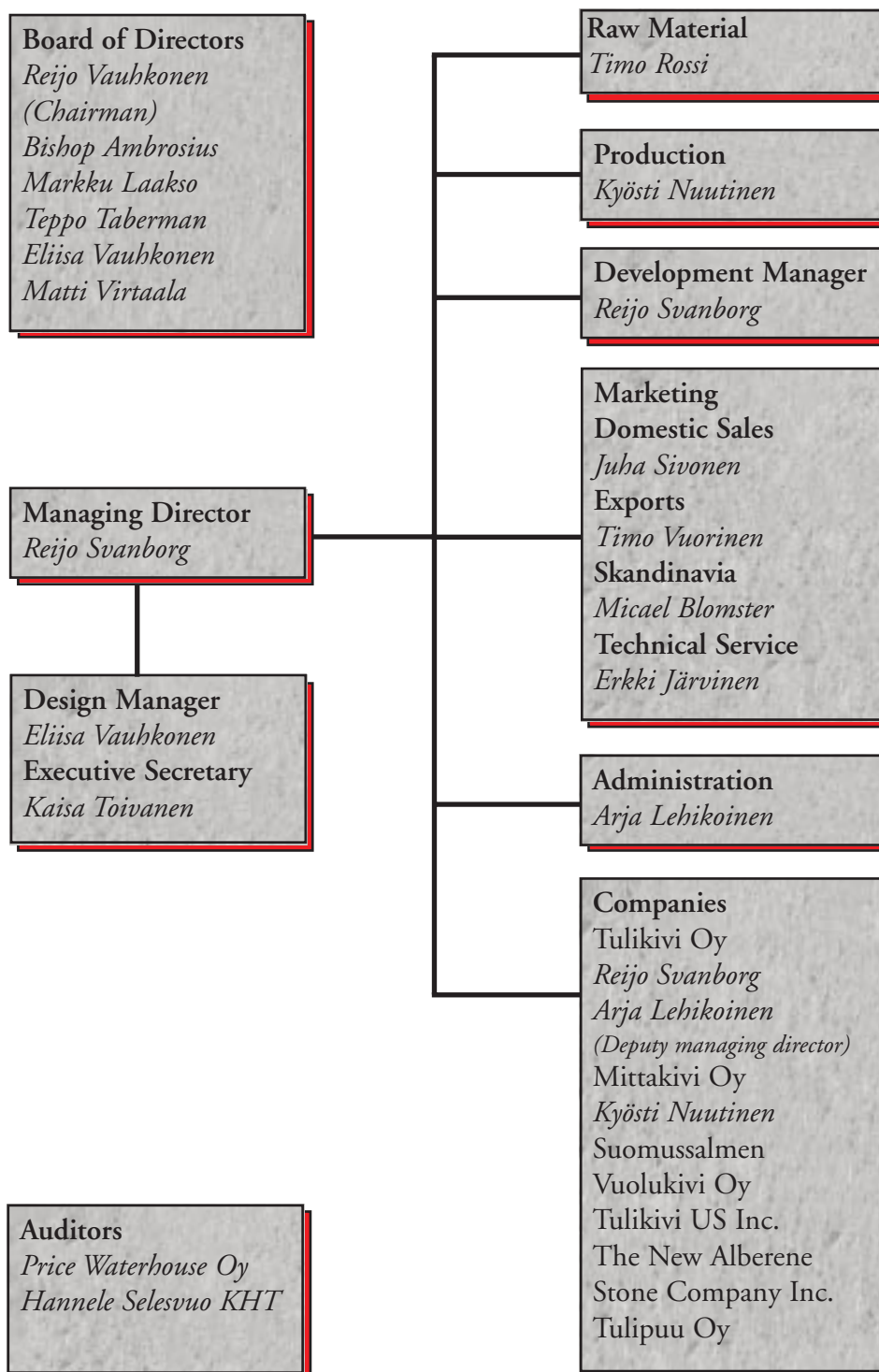
FIM 5.00 per share

on K-shares

FIM 4.80 per share

Due to the transfer to a book-entry security system, dividend shall be paid to those shareholders who are, on the date of tallying, included in the shareholders' ledger kept at the Finnish Central Securities Depository Ltd. The Board has decided that tallying shall take place on April 7, 1998. The Board proposes to the Annual General Meeting of Shareholders that dividend be paid after the tallying period caused by the book-entry security system, i.e. on April 14, 1998.

TULIKIVI GROUP
ORGANIZATION DECEMBER, 1997

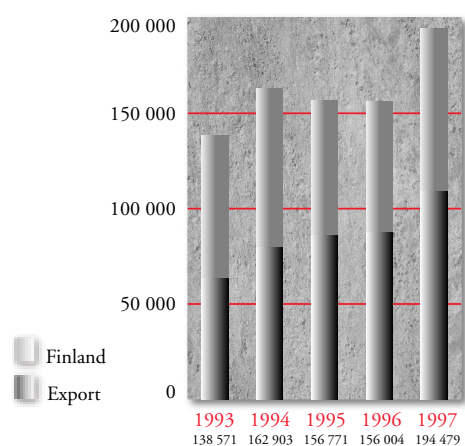


THE YEAR 1997 IN BRIEF

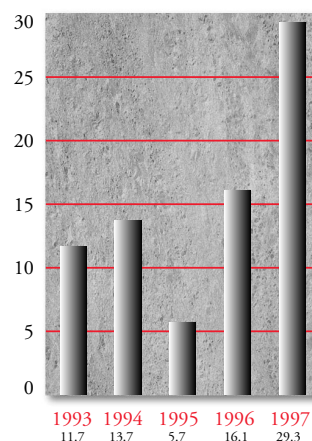
| | 1997 FIM million | % of net sales | 1996 FIM million | % of net sales | Difference % |
|---|---------------------|-------------------|---------------------|-------------------|-----------------|
| Net sales | 194.5 | 156.0 | 24.7 | | |
| Profit from operations before depreciation | 50.1 | 25.7 | 34.0 | 21.8 | 47.3 |
| Profit before extraordinary items and income taxes | 32.4 | 16.7 | 14.7 | 9.4 | 120.5 |
| Earnings per share, FIM | 13.19 | | 6.94 | | 90.2 |
| Equity /share, FIM | 54.56 | | 43.19 | | 26.3 |

The companies included in Tulikivi Group: the parent company, Mittakivi Oy (as of September 2, 1996), Suomussalmen Vuolukivi Oy, Tulipuu Oy, Tulikivi Vertriebs GmbH, Tulikivi U.S. Inc. and The New Alberene Stone Company Inc. Calculation of key ratios, page 30.

Development of Net Sales,
FIM Thousands

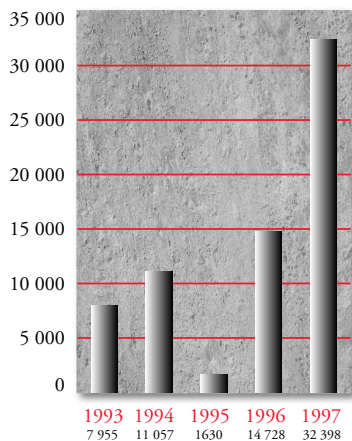
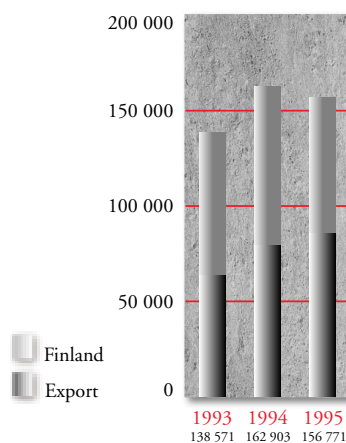


Return on Capital
Employed, %

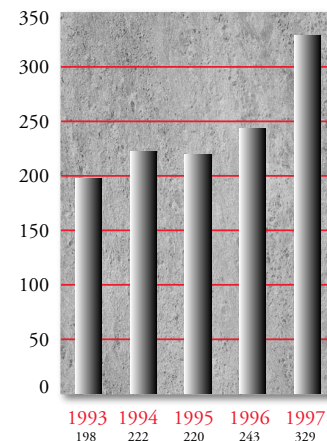


Profit before Extraordinary
Items and Income Taxes,
FIM Thousands

Solvency Ratio, %



Personnel



NEW PRODUCTION LINE INAUGURATED



Spirits were high on 23 February, 1998, when Mittakivi Oy's new production line was inaugurated at the Stone Village in Juuka, Finland. The new line will specialize in building stone and tailor-made fireplaces.

The line was officially opened by Minister of Trade and Industry Antti Kalliomäki.

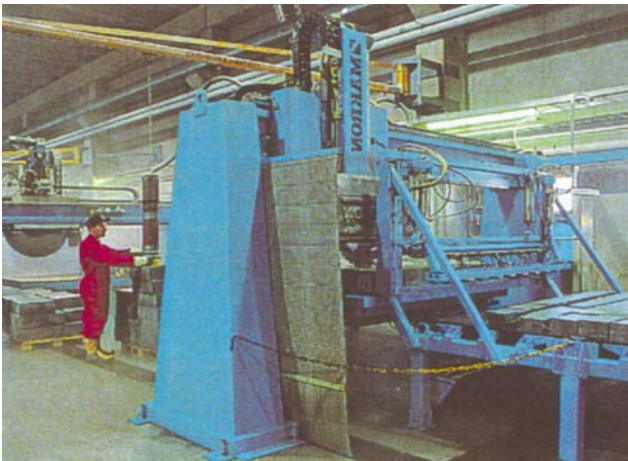
The new line was designed in cooperation with the main supplier, Makron Oy of Lahti, Finland.

The Tulikivi Group now has two different production plants. The total investment will include FIM 12 million for machinery and equipment and FIM 10 million for buildings.



Production capacity is 1,500 fireplaces and 1,100 cubic metres of building stone a year.

A patented joining line for small stones represents the latest technology.





The new line will produce building stone for demanding applications.

Hundreds of guests from Finland and Europe attended the inauguration.

These included builders, cooperation partners, decision-makers in government and the business world, shareholders, investors, media representatives, friends, musicians, singers and personnel.

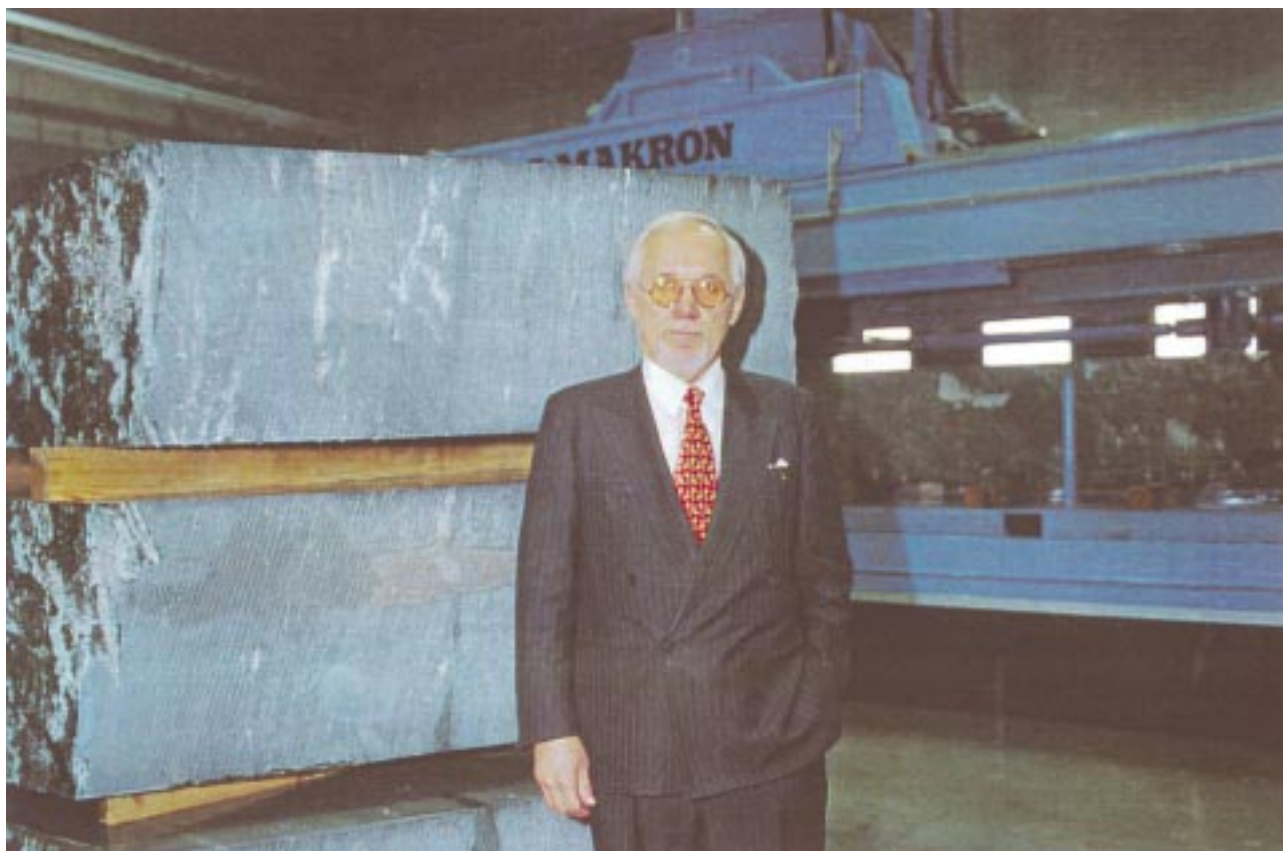


The new technology will allow Tulikivi to fulfil customers' wishes.



Report by the Chairman of the Board to Shareholders:

ONLY 662 DAYS LEFT TO PREPARE FOR THE MARKETS OF THE 21ST CENTURY



Humanity has already begun the countdown for the new millennium. Digital clocks have been installed in many world cities to tick off the seconds. As I write we have 57,196,800 seconds or 662 days left.

Our starting position leaves little to be desired.

The Finnish economy is booming. Finns are once again spending money on household purchases and building new homes. This has in turn stimulated sales of fireplaces.

The news in Europe is equally pleasing. The long process of forming a service network has started to produce steady growth.

Our company recorded

the best result in its history, doubling its profit compared with the previous year. Net sales rose by nearly one-fourth.

An Investment in the Future

The effects of the current boom were reflected first of all in our production, which operated in three and sometimes even four shifts throughout the year, under hard pressure.

With signals from Europe and Finland indicating further growth in the fireplace market, we invested FIM 20 million in new production technology for Mittakivi.

Mittakivi's highly auto-

mated multifunction line is the only one of its kind in the world. It was designed to produce components for tailor-made fireplaces as well as subcontracting products for the building and fireplace industries.

The new line is an investment in the 21st century and is expected to generate around FIM 30 million a year in new sales.

Tulikivi Institute

Education experts say that the more unified training personnel receive, the better an enterprise can succeed.

We have devised a more goal-directed and comprehensive training programme in close cooperation with the regional training authority of North Karelia.

The new training programme has been christened the Tulikivi Institute. Subjects include business finance, production, quarrying, stone processing, installation, customer service, marketing, quality and customer information. The training programme is based on the technology strategy which we worked out in 1997.

In-house and outside experts serve as instructors.

The goal of the Tulikivi Institute is life-long learning. In practice this means that every employee, along with independent entrepreneurs in our service chain and their key personnel, will be invited to take part in training. This invitation extends to over a thousand fireplace and stone professionals in Finland and abroad.

Board of Directors

The Board of Directors consists mainly of outside experts who have their own special fields of expertise.

The Board's procedures have been made clearer and more goal-directed. This includes a written agenda with timetables together with a self-evaluation based on the effect of each member's work on the company's development and

result.

Energy Sources of the Future

All the authorities on the future whom I respect say that the new millennium will bring changes in values, with people rejecting the old and welcoming innovations.

There is no fear, however, that the high-tech 21st century will relegate the wood-burning fireplace to a museum. This was made clear by the European Commission's White Paper which sets out the EU's strategic energy-policy goals. I especially enjoyed reading the chapter on energy in the future, which deals with renewable sources of energy: wind, solar and water power as well as biomass.

The EU's goal is to double the consumption of renewable energy sources by 2010. The focus is on energy produced from biomass, which is expected to triple. This strategy is intended to reduce the Union's dependence on fossil fuels, cut energy costs and reduce CO2 emissions according to the Kyoto agreement. Another goal is to increase employment.

The EU's biomass organization has estimated that growth in the bioenergy field will create over a million new jobs by 2010.

This type of talk is pleasing to a Finn's ears. Growth in the production of fuelwood will

have an enormous significance for Finland. It will increase sorely needed thinning work, which will in turn improve the growth and quality of Finland's commercial forests. Rising demand for fuelwood will provide employment in rural areas, where new jobs are extremely scarce. A new spirit of enterprise will develop in the field and the cost of energy will decline.

The first signs are already visible. It has already become cheaper to produce energy with wood than with peat or coal.

As a producer of fireplaces, which use renewable bioenergy as fuel, I can only come to one conclusion: We are operating in a field with a great future.

Stone Village March 9th, 1998



Reijo Vauhkonen
Chairman of the Board

TECHNOLOGY AND FINANCE IN TOP CONDITION



In 1997 the Tulikivi Group carried out a strategic technological project which began with an analysis of the future fireplace market, the competition situation and our own position in the competition field.

On the basis of this analysis a new operational plan aimed at controlled and profitable growth was drawn up for the Group.

Operations Consolidated

Mittakivi Oy, which was acquired in August 1996, was consolidated with the Tulikivi Group by combining the companies' operational functions. Mittakivi's reputable name was preserved, so we still have two

strong brands on the market. The sales and marketing departments of both companies were combined. The distribution strategy was revised at the same time. In Finland Tulikivi and Mittakivi products are distributed through major hardware chains. On export markets only the Tulikivi brand is used, and sales take place through specialty shops.

New Production Technology

Steps were taken to meet anticipated growth in demand by investing in an expansion and new production technology.

A new production line was inaugurated in February 1998. The Group now has two different types of production

line. Large-series fireplace production will be concentrated in the main plant. The new line will specialize in small series, tailor-made fireplaces, building stone and subcontracting products.

In 1997 product development work focused on improving combustion chambers and the flow of flue gases in fireplaces. The goal was to ensure the maximum recovery of the heat energy contained in firewood and the cleanest possible combustion. Emphasis was also placed on supporting and testing new component technology.

The fireplace range was renewed according to feedback from the domestic and European markets.

Big Increase in Net Sales

Construction, developed favourably and created a strong foundation for profitable growth on Tulikivi Group's main market areas.

The Group had net sales of FIM 194.5 million, up 24.7% over the previous year.

Domestic sales totalled FIM 85.7 million.

The quality of domestic fireplace sales and customer service was improved by training over a hundred authorized Tulikivi fireplace masons and key regional sales staff.

The building stone sector enjoyed excellent success. More and more architects chose soapstone or serpentinite for building exteriors, interior decorating and floors. The head offices of Nokia Corporation and the new VIP facilities at the Helsinki airport were the most significant projects for which interior decorating materials were delivered.

Exports up Sharply

Exports accounted for 55.9% of net sales and totalled FIM 108.8 million, up 24.3% over the previous year. The most important export markets were Germany, Sweden, Switzerland, Austria, Belgium, Italy, France, the Netherlands and the USA.

In Germany, which is our biggest export market, we replaced our sales company with a sales office. The number of regional importers was also revised. The German distribution channel now consists of a group of enterprising and financially solid regional importers

with their own strong distributors.

The Tulikivi brand's recognition and appeal have been strengthened in our most important export markets.

Result Objective Achieved

The Group recorded a splendid result. The operating margin improved by 47.3%. The result before extraordinary items, appropriations and taxes showed a profit of FIM 32.4 million (FIM 14.7 million).

This strong performance was due to a chain of factors. Demand for products increased, net sales rose, production capacity was in full use, synergies were found, the distribution channel was streamlined and the cost structure was kept at the previous year's level.

The strongest links in this chain were highly motivated people and cooperation partners. Warm thanks are also deserved by our own personnel, who displayed flexibility, commitment and resilience.

Trial Marketing in the East

Market research focused on new areas: Russia, Poland, the Czech Republic and Hungary. The goal is to expand exports and to balance the cyclic trends which are typical in the construction field. Further analyses were conducted in Russia and Poland. Trial marketing will begin in Russia in 1998.

Towards the Future

Our main goals for the future

are to improve productivity and profitability. The Group is also investigating the expansion of operations to Suomussalmi, where we control large soapstone resources.

New development projects have been started inside the company. The most important of these concern the more efficient use of soapstone and ways to increase the degree of processing. A number of design projects are also under way. These will form the basis for our range in the 21st century.

Most of the latest predictions concerning economic growth, consumer behaviour and energy policy support the solutions we have chosen. Experts in architecture and interior decorating expect natural materials to make a strong come-back. The European Commission has called renewable bioenergy the energy source of the future. Heat-retaining, wood-burning stone fireplaces thus have a bright outlook in Europe.

In our opinion now is the time to invest in the future. Our products contain soft, green and ecological values. The megatrends which are in sight are encouraging. The best thing is that we manufacture human-centred products which constantly invite new friends to the magic circle of living fire.

Juuka, 23 March 1998



Reijo Svanborg
Managing Director

FINANCIAL STATEMENTS

DIRECTORS' REPORT FOR 1997

General

In terms of sales and profits 1997 was the best year in Tulikivi Group's history. Activities expanded and production operated at full capacity in three shifts. The operating environment was favourable in every respect.

In Finland both housing starts and repair construction increased substantially.

Strong growth was recorded in exports of both Tulikivi fireplaces and soapstone subcontracting products. Exports grew in all our markets.

Changes in the Group structure

Since last spring a representative office in Frankfurt has taken care of marketing in Central Europe. This task was previously performed by a subsidiary. The acquisition of Mittakivi Oy in 1996 influences the figures for that year, since Mittakivi's figures are included in the consolidated accounts as of 2 September 1996.

Net sales

Net sales for the Group totalled FIM 194.5 million (FIM 156.0 million in 1996). This signified an increase of 24.7% (comparable 5.4%). The comparable increase in net sales taking into account the change in the Group structure was 15.1%.

Most of the growth in net sales came from exports, which rose by 24.3% (2.0%). Exports totalled FIM 108.8 million (FIM 87.5 million) and accounted for 55.9% of net sales (56.1%). The biggest export markets are still Germany and Switzerland. Nearly half of the Group's sales now go to Central Europe. Exports showed the fastest growth in Sweden, partly due to the government's efforts to increase utilization of bioenergy. Net sales of operations in the USA grew by about 30% in FIM.

Domestic sales totalled FIM 85.7 million (FIM 68.5 million). This rise was due to increased demand as well as the change in the Group structure.

Fireplaces accounted for FIM 162.8 million (FIM 132.3 million) or 83.7% (84.8%) of the Group's net sales. Sales of building stone and subcontracting products rose to FIM 31.7 million (FIM 23.7 million) or 16.3% (15.2%) of the total.

Result

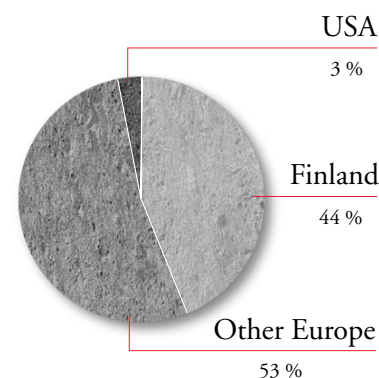
The Group's profit before extraordinary items and taxes more than doubled and amounted to FIM 32.4 million (FIM 14.7 million). The return on invested capital was 29.3% (16.1%). The result should be considered extremely good.

The Group's profit from operations before depreciation amounted to FIM 50.1 million (FIM 34.0 million) or 25.7% (21.8%) of net sales. Personnel costs rose as a result of the expansion of building stone and subcontracting operations, the use of additional shifts and investment projects. Growth in external charges was due mainly to an increase in subcontracting operations and the opening of new quarries. A total of FIM 32.3 million (FIM 33.8 million) was spent on marketing and development, including personnel costs.

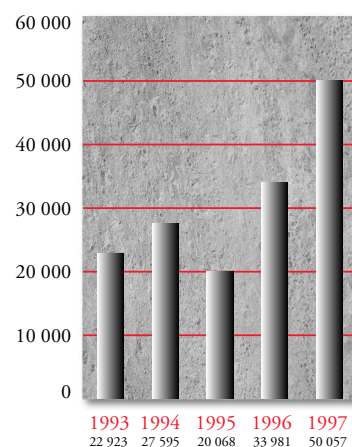
The Group's net financial expenses totalled FIM 1.1 million (FIM 2.4 million). Extraordinary income amounting to FIM 1.2 million came from the sale of A- and K-shares in Tulikivi Oy owned by Mittakivi Oy.

The profit and loss account shows a profit of FIM 24.6 million (FIM 9.0 million). Profit per share amounted to FIM 13,19 (FIM 6,94).

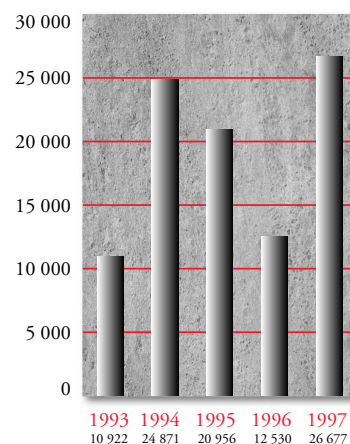
Breakdown of Net Sales by Market Area



Profit Before Extraordinary Items and Taxes, FIM 1,000



Investments, FIM 1,000



Personnel

During the year the Group had an average of 329 (243) employees and the parent company 236 (208) employees. At the end of the year the Group had 351 (303) employees and the parent company 251 (211) employees. Personnel increased mainly in production.

The members of the Board of Directors and the managing director were paid salaries and fees amounting to FIM 1,681,282 (FIM 1,718,992) in the Group and FIM 1,261,372 (FIM 1,078,560) in the parent company. These figures include bonuses amounting to FIM 123,500 in the Group and FIM 33,500 in the parent company.

Other personnel were paid FIM 40,522,142 (FIM 31,144,115) in the Group, including FIM 665,315 (FIM 123,720) in bonuses, and FIM 29,422,309 (FIM 25,732,825) in the parent company, including FIM 313,900 in bonuses.

The General Meeting of Shareholders decides on the fees to be paid to the members of the Board of Directors. Bonuses are not paid to Board members. The Board of Directors decides on the managing director's salary. The basis for bonuses is the achievement of annual result objectives. The Board of Directors approves the principles of bonus payments each year for both the management and other personnel.

Development and Investments

The Strategy 2000 programme was brought to completion during the year. The goal of Strategy 2000 is to seek growth on current and new export markets as well as the domestic market. During the spring preliminary market surveys concerning eastern Europe were completed. Research and operational analyses for the Russian, Estonian and Polish markets are still under way.

During the year a large-scale training project known as the Tulikivi Institute was started together with soapstone enterprises. The goal of this programme is to increase the capabilities of personnel and cooperation partners to meet the challenges of expanding business.

During the year the changes in computer systems which will be required by the year 2000 and the introduction of the euro were determined in the Group. System changes will be made by the end of 1998.

Raw material resources were also studied in view of expanding operations. In addition technology was developed to ensure a more efficient use of raw materials. Development also focused on designing new products and combustion research.

The Group's investments in fixed assets amounted to FIM 26.7 million (FIM 12.5 million). Production investments focused on an expansion of Mittakivi Oy. FIM 15.7 million was spent on this expansion during the year. The total investment will amount to FIM 22 million. The investment will provide additional capacity for custom-made fireplaces and small series production as well as building stone and subcontracting products. The investment was completed in February 1998. Other investments were mainly for quarries.

During the year further plans were made for investments in Suomussalmi. Plans are also being made for an expansion of the Tulikivi plant. After feasibility studies have been completed, a decision will be made on the order of investments.

Financing

The Group's financial position remained sound. Net cash received from operations amounted to FIM 41.1 million (FIM 28.1 million) and the net cash from operating activities was FIM 39.8 million (FIM 37.4 million). The Group's net indebtedness ratio was 2.3% (19.9%) and the equity ratio was 61.3% (56.1%).

Trading of A-shares on the Helsinki Stock Exchange

Trading in Tulikivi Oy's A-shares on the Helsinki Stock Exchange amounted to FIM 93.9 million. A total of 1,149,099 shares or 88.7% of listed A-shares were traded. At the end of the year shares registered in the name of a nominee accounted for 18.9% of total A-shares. The highest share price was FIM 110 and the lowest price FIM 48.

The share price at 31 December 1997 was FIM 95.

Option loan

The Annual General Meeting of Shareholders which was held on 8 April 1997 decided to issue an option loan directed at certain persons belonging to the management of Group companies. If all the loan options are converted into shares, share capital will be increased by FIM 980,000 and the number of A-shares by 49,000.

Board of Directors

The Annual General Meeting of Shareholders of Tulikivi Oy elected Bishop Ambrosius, Markku Laakso, Teppo Taberman, Eliisa Vauhkonen, Reijo Vauhkonen and Matti Virtaala to the Board of Directors. The Board elected Reijo Vauhkonen as chairman and Bishop Ambrosius as vice chairman. The members of the parent company's Board of Directors also serve on the boards of subsidiaries.

The Board of Directors appoints the managing director of the company and Group. Reijo Svanborg was elected managing director as of 1 July 1997.

Outlook for the future

According to forecasts economic growth will continue in our most important export markets at the past year's level at least. This together with the Group's investments is expected to have a positive effect on the development of exports. Efforts to open new markets will continue. Domestic demand is expected to rise slightly.

The favourable effects of new investments and the training of the personnel on profitability will be visible particularly over the longer term.

The Board of Directors looks for profits to remain good in 1998 as well.

Capital stock, shares and management ownership

The company's capital stock entered in the Trade Register amounted to FIM 35,453,040.00 on December 31, 1997, and was broken down as follows:

| Type | Number of Shares | Nominal Value FIM | Proportion, % of Shares | % of Votes | Capital Stock |
|---------------------|------------------|-------------------|-------------------------|------------|---------------|
| K-shares (10 votes) | 477,000 | 20 | 26.91 | 78.64 | 9,540,000 |
| A-shares (1 vote) | 1,295,277 | 20 | 73.09 | 21.36 | 25,905,540 |
| Total | 1,772,277 | | 100.00 | 100.00 | 35,453,040 *) |

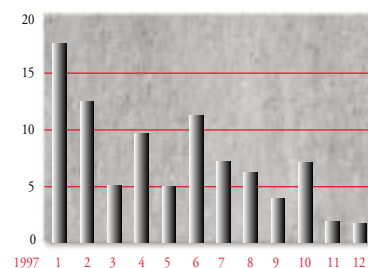
*) The company has purchased a share with the nominal value of FIM 7,500 at the moment of purchase.

According to the articles of association, the dividend paid on A-shares must be at least one percentage point higher than the dividend paid on K-shares. A-share is quoted at Helsinki Exchanges. The Board of Directors has no outstanding authorizations to issue new shares or a debenture loan or option loan.

10 Major shareholders according to number of shares

| | K-shares | A-shares | Proportion (%) |
|---|----------|----------|----------------|
| 1. Vauhkonen Reijo | 282,625 | 226,223 | 28.71 |
| 2. Merita Bank Oy /nominee registered | 3,000 | 228,864 | 13.08 |
| 3. Vauhkonen Heikki | 44,875 | 4,518 | 2.79 |
| 4. Vauhkonen Mikko | 19,875 | 20,260 | 2.26 |
| 5. Mutanen Susanna | 39,875 | | 2.25 |
| 6. Investment Fund Fim Forte | | 32,800 | 1.85 |
| 7. Royal Skandia Life Assurance Limited | | 32,420 | 1.83 |
| 8. Placeringsfonden Gyllenberg Small Firm | | 32,100 | 1.81 |
| 9. Insurance Co. Nova | 8,000 | 22,100 | 1.70 |
| 10. Nuutinen Kyösti | 19,875 | 5,300 | 1.42 |

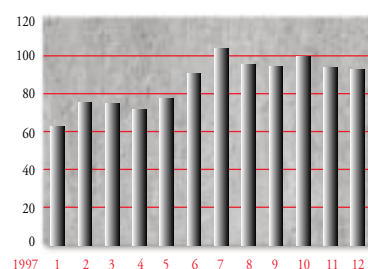
Monthly Development of the Exchange of A-shares (%)



10 Major shareholders according to number of votes

| | K-shares | A-shares | Proportion (%) |
|---------------------------------------|----------|----------|----------------|
| 1. Vauhkonen Reijo | 282,625 | 226,223 | 50.33 |
| 2. Vauhkonen Heikki | 44,875 | 4,518 | 7.47 |
| 3. Mutanen Susanna | 39,875 | | 6.57 |
| 4. Merita Bank Oy /nominee registered | 3,000 | 228,864 | 4.27 |
| 5. Vauhkonen Mikko | 19,875 | 20,260 | 3.61 |
| 6. Nuutinen Kyösti | 19,875 | 5,300 | 3.36 |
| 7. Vauhkonen Eliisa | 19,875 | 3,976 | 3.34 |
| 8. Insurance Co Nova | 8,000 | 22,100 | 1.68 |
| 9. Muuttomiehet K Niskanen Oy | 10,000 | | 1.65 |
| 10. Svanborg Reijo | 10,000 | | 1.65 |

Monthly Development of the Average Price of A-shares (FIM)



The members of the Board, the managing director and the vice president together control 322,500 K-shares and 231,415 A-shares or 57.0 % of votes. On the basis of the issued bonds with warrants management can subscribe for 35,000 A-shares, corresponding to 1.9% of total shares and 0.6% of votes.

Breakdown of share ownership

| Number of Shares | Shareholders psc | Proportion % | Shares pcs | Proportion % |
|------------------|------------------|--------------|-------------|--------------|
| 1 -100 | 1,085 | 59.39 | 60,524 | 3.42 |
| 101 -1000 | 622 | 34.04 | 239,684 | 13.52 |
| 1001 - 5000 | 87 | 4.76 | 193,806 | 10.94 |
| 5001 - 10000 | 17 | 0.93 | 129,719 | 7.32 |
| 10001 - | 16 | 0.88 | 1,142,497 | 64.46 |
| Total | 1,827 | 100.00 | 1,766,230*) | 99.66 |

*) As per the company's list of shareholders December 31, 1997. A total of 5,647 shares had not been transferred to the book entry register. In addition 400 shares were on the waiting list.

On 31 December, 1997 the company's shareholders were broken down by sector as follow:

| Sector | Holding, % | Votes, % |
|--------------------------------------|------------|----------|
| Enterprises | 7.42 | 4.10 |
| Financial and insurance institutions | 24.06 | 8.66 |
| Public organizations | 0.30 | 0.09 |
| Non-profit organizations | 1.90 | 1.30 |
| Households | 64.43 | 85.15 |
| Foreign | 1.56 | 0.46 |
| On waiting list | 0.02 | 0.01 |
| In joint accounts | 0.32 | 0.24 |
| Total | 100.00 | 100.00 |

Shares registered in the name of a nominee are included in the category Finance and insurance institutions.

CONSOLIDATED INCOME STATEMENT

| | Jan. 1 - Dec. 31, 1997 | Jan.1 - Dec. 31, 1996 |
|---|------------------------|-----------------------|
| Net sales | 194,479,406.42 | 156,003,659.15 |
| Increase (+) or decrease (-) in inventories of finished goods | -147,430.55 | -1,561,019.38 |
| Manufacture for own use (+) | 3,601,852.23 | 1,937,206.11 |
| Other operating income | 1,474,417.47 | 1,015,513.05 |
| Expenses | | |
| Materials, supplies and goods | | |
| Purchases during the fiscal year | 28,953,358.96 | 32,921,844.00 |
| Increase (-) or decrease (+) in inventories | 631,043.99 | -1,328,678.14 |
| External charges | 19,989,475.62 | 13,708,913.34 |
| Personnel expenses | 59,467,063.74 | 42,756,056.49 |
| Rents | 1,646,735.26 | 1,765,616.82 |
| Other expenses | 38,663,256.17 | 33,590,613.03 |
| Expenses total | 149,350,933.74 | 123,414,365.54 |
| Profit from operations before depreciation | 50,057,311.83 | 33,980,993.39 |
| Depreciation | | |
| Depreciation on fixed assets and other long-term expenses | 16,557,596.88 | 16,801,567.39 |
| Depreciation on goodwill | 22,683.99 | 22,683.99 |
| Operating profit | 33,477,030.96 | 17,156,742.01 |
| Financial income and expenses | | |
| Dividends | 184,960.57 | 97,627.11 |
| Interest income on short-term investments | 259,952.83 | 485,989.30 |
| Exchange rate differences | -35,179.09 | -104,927.09 |
| Interest expenses | -1,288,883.26 | -2,734,979.72 |
| Other financial expenses | -199,489.11 | -172,806.60 |
| Total financial income and expenses | -1,078,638.06 | -2,429,097.00 |
| Profit before extraordinary items and income taxes | 32,398,392.90 | 14,727,645.01 |
| Extraordinary income and expenses | | |
| Extraordinary income | 1,173,265.00 | 858,568.00 |
| Extraordinary expenses | | -3,250,730.00 |
| Profit before income taxes | 33,571,657.90 | 12,335,483.01 |
| Income taxes | | |
| From the current year | -9,061,329.10 | -2,875,930.65 |
| From previous years | 386,851.86 | -33,148.90 |
| Change in deferred tax liability | -353,352.08 | -450,847.25 |
| Profit before minority interest | 24,543,828.58 | 8,975,556.21 |
| Minority interest of profit/loss of the year | 6,645.77 | -3,432.42 |
| Profit for the year | 24,550,474.35 | 8,972,123.79 |

CONSOLIDATED BALANCE SHEET

| | Dec. 31, 1997 | Dec. 31, 1996 |
|---|-----------------------|-----------------------|
| Assets | | |
| Fixed assets and other non-current investments | | |
| Intangible assets | | |
| Intangible rights | 990,096.05 | 1,698,714.10 |
| Goodwill | 10,185.77 | 32,869.76 |
| Other long-term expenditure | 11,389,970.74 | 11,202,721.74 |
| | 12,390,252.56 | 12,934,305.60 |
| Tangible assets | | |
| Land and water areas | 5,945,621.17 | 5,342,082.71 |
| Buildings and constructions | 41,200,611.17 | 36,833,288.98 |
| Machinery and equipment | 29,100,826.96 | 30,461,780.65 |
| Other tangible assets | 666,713.48 | 742,014.95 |
| Advance payments and construction in progress | 3,448,140.20 | |
| | 80,361,912.98 | 73,379,167.29 |
| Financial assets | | |
| Bonds and shares | 339,123.20 | 631,001.19 |
| Other investments | 39,300.00 | 29,300.00 |
| | 378,423.20 | 660,301.19 |
| Fixed assets and other non-current investments total | 93,130,588.74 | 86,973,774.08 |
| Valuation items | 82,701.80 | 103,377.25 |
| Current assets | | |
| Inventories | | |
| Rawmaterials and consumables | 8,145,108.31 | 8,769,189.37 |
| Finished products/goods | 5,355,636.48 | 5,447,426.87 |
| Total inventories | 13,500,744.79 | 14,216,616.24 |
| Receivables | | |
| Trade receivables | 20,091,370.47 | 15,355,391.74 |
| Loan receivables | 8,705.27 | 14,183.87 |
| Other receivables | 8,362,713.50 | 1,752,514.53 |
| | 28,462,789.24 | 17,122,090.14 |
| Cash in hand and at banks | 22,530,406.45 | 18,035,533.93 |
| Total financial assets | 50,993,195.69 | 35,157,624.07 |
| | 157,707,231.02 | 136,451,391.64 |

CONSOLIDATED BALANCE SHEET

| | Dec. 31, 1997 | Dec. 31, 1996 |
|-----------------------------------|-----------------------|-----------------------|
| Liabilities | | |
| Shareholders' equity | | |
| Restricted equity | | |
| Capital stock | 35,453,040.00 | 35,453,040.00 |
| Share premium fund | 29,474,645.00 | 29,474,645.00 |
| Revaluation reserve | 225,000.00 | 225,000.00 |
| | 65,152,685.00 | 65,152,685.00 |
| Unrestricted equity | | |
| Retained earnings | 6,994,332.10 | 2,414,800.41 |
| Net profit for the year | 24,550,474.35 | 8,972,123.79 |
| | 31,544,806.45 | 11,386,924.20 |
| Total shareholders' equity | 96,697,491.45 | 76,539,609.20 |
| Minority interest | | 6,645.76 |
| Creditors | | |
| Non-current liabilities | | |
| Loans from credit institutions | 14,968,313.00 | 17,801,787.00 |
| Pension loans | 114,351.00 | 139,500.00 |
| Deferred tax liability | 2,980,106.07 | 2,646,065.09 |
| Other non-current liabilities | 1,491,152.00 | 2,826,760.00 |
| | 19,553,922.07 | 23,414,112.09 |
| Current liabilities | | |
| Loans from credit institutions | 7,833,474.00 | 11,769,864.00 |
| Pension loans | 8,610.00 | 10,500.00 |
| Trade payables | 6,749,884.59 | 6,668,424.50 |
| Accrued liabilities | 26,510,816.91 | 17,285,230.49 |
| Other current liabilities | 353,032.00 | 757,005.60 |
| | 41,455,817.50 | 36,491,024.59 |
| Total creditors | 61,009,739.57 | 59,905,136.68 |
| | 157,707,231.02 | 136,451,391.64 |

CONSOLIDATED CASH FLOW STATEMENT

| | 1997 | 1996 |
|---|---------|---------|
| Operating activities | | |
| Cash from operations | | |
| Profit from operations before depreciation excluding sales of fixed assets | 50,034 | 33,934 |
| Financial income and expenses | -1,079 | -2,429 |
| Extraordinary items | 1,173 | |
| Income taxes | -9,028 | -3,360 |
| Net cash from operations | 41,100 | 28,145 |
| Change in net working capital | | |
| Inventories, increase (-) / decrease (+) | 716 | 237 |
| Current receivables, increase (-)/ decrease (+) | -11,341 | 14,476 |
| Current liabilities, increase (+)/ decrease (-) | 9,307 | -5,409 |
| Total change in net working capital | -1,318 | 9,304 |
| Net cash from operating activities | 39,782 | 37,449 |
| Investing activities | | |
| Capital expenditures | -26,677 | -12,530 |
| Return of investment | 292 | 300 |
| Proceeds from sale of fixed assets | 202 | 128 |
| Grants | 4,039 | |
| Total investing activities | -22,144 | -12,102 |
| Cash flow before financing activities | 17,638 | 25,347 |
| Cash flow from financing activities | | |
| Increase in non-current liabilities (+) | 5,049 | 3,451 |
| Increase in minority share (+)/decrease (-) | -7 | -204 |
| Decrease in non-current liabilities (-) | -8,909 | -22,950 |
| Increase (+)/ decrease (-) in current liabilities | -4,342 | -3,866 |
| Dividends | -4,906 | -1,477 |
| Share issue | | 4,000 |
| Share premium | | 3,010 |
| Total financing activities | -13,115 | -18,036 |
| Increase (+)/ decrease (-) in cash and cash equivalents from above | 4,523 | 7,311 |
| Adjustments (including change in valuation items) | -28 | -137 |
| Increase (+)/ decrease (-) in cash and cash equivalents as per balance sheet | 4,495 | 7,174 |

Figures in FIM thousands.

PARENT COMPANY INCOME STATEMENT

| | Jan. 1 - Dec. 31, 1997 | Jan. 1. - Dec. 31, 1996 |
|---|------------------------|-------------------------|
| Net sales | 169,354,700.97 | 147,517,978.85 |
| Increase (+) or decrease (-) in inventories of finished goods | -345,678.04 | -1,391,609.85 |
| Manufacture for own use (+) | 2,777,467.00 | 1,909,471.31 |
| Other operating income | 1,999,160.27 | 1,064,441.77 |
| Expenses | | |
| Materials, supplies and goods | | |
| Purchases during the fiscal year | 42,053,003.21 | 37,666,648.38 |
| Increase (-) or decrease (+) in inventories | 839,071.10 | -1,230,827.87 |
| External charges | 17,924,384.64 | 19,947,757.38 |
| Personnel expenses | 42,273,234.87 | 34,987,335.33 |
| Rents | 1,436,035.94 | 1,485,778.88 |
| Other expenses | 30,133,308.66 | 24,699,306.21 |
| Expenses total | 134,659,038.42 | 117,555,998.31 |
| Profit from operations before depreciation | 39,126,611.78 | 31,544,283.77 |
| Depreciation on fixed assets and other long-term expenses | 14,251,934.97 | 14,739,136.33 |
| Operating profit | 24,874,676.81 | 16,805,147.44 |
| Financial income and expenses | | |
| Dividends | 684,960.57 | 97,627.11 |
| Interest income on short-term investments | 368,637.77 | 463,213.95 |
| Exchange rate differences | -12,124.94 | 26,755.13 |
| Interest expenses | -978,861.20 | -2,322,390.93 |
| Other financial expenses | -44,166.27 | -127,304.17 |
| Total financial income and expenses | 18,445.93 | -1,862,098.91 |
| Profit before extraordinary items, voluntary reserves and income taxes | 24,893,122.74 | 14,943,048.53 |
| Extraordinary income and expenses | | |
| Extraordinary expenses | | -7,495,448.40 |
| Profit before voluntary reserves and income taxes | 24,893,122.74 | 7,447,600.13 |
| Decrease (+) in accelerated depreciation | 2,083,146.44 | 268.99 |
| Income taxes | | |
| For the current year | -7,606,619.63 | -2,163,997.83 |
| For previous years | 387,589.63 | -33,000.90 |
| Profit for the year | 19,757,239.18 | 5,250,870.39 |

PARENT COMPANY BALANCE SHEET

| | Dec. 31, 1997 | Dec. 31, 1996 |
|---|-----------------------|-----------------------|
| Assets | | |
| Fixed assets and other non-current investments | | |
| Intangible assets | | |
| Intangible rights | 958,881.06 | 1,651,608.60 |
| Other long-term expenditure | 10,032,583.66 | 10,077,858.52 |
| | 10,991,464.72 | 11,729,467.12 |
| Tangible assets | | |
| Land and water areas | 4,526,686.25 | 4,039,436.25 |
| Buildings and constructions | 27,005,033.12 | 28,120,655.83 |
| Machinery and equipment | 19,780,210.36 | 22,144,618.44 |
| Other tangible assets | 195,255.17 | 222,453.53 |
| | 51,507,184.90 | 54,527,164.05 |
| Financial assets | | |
| Bonds and shares | 8,162,740.74 | 8,454,621.08 |
| Other investments | 189,300.00 | 29,300.00 |
| | 8,352,040.74 | 8,483,921.08 |
| Fixed assets and other non-current investments total | 70,850,690.36 | 74,740,552.25 |
| Current assets | | |
| Inventories | | |
| Rawmaterials and consumables | 5,933,323.46 | 6,816,938.56 |
| Finished products/goods | 4,596,263.06 | 4,897,397.10 |
| Total inventories | 10,529,586.52 | 11,714,335.66 |
| Receivables | | |
| Trade receivables | 18,564,341.68 | 14,141,348.26 |
| Loan receivables | 4,178,867.44 | 2,348,773.13 |
| Other receivables | 3,949,798.08 | 1,115,690.41 |
| | 26,693,007.20 | 17,605,811.80 |
| Cash in hand and at banks | 20,246,334.87 | 14,200,179.60 |
| Total financial assets | 46,939,342.07 | 31,805,991.40 |
| | 128,319,618.95 | 118,260,879.31 |

PARENT COMPANY BALANCE SHEET

| | Dec. 31, 1997 | Dec. 31, 1996 |
|-----------------------------------|-----------------------|-----------------------|
| Liabilities | | |
| Shareholders' equity | | |
| Restricted equity | | |
| Capital stock | 35,453,040.00 | 35,453,040.00 |
| Share premium fund | 29,474,645.00 | 29,474,645.00 |
| Revaluation reserve | 225,000.00 | 225,000.00 |
| | 65,152,685.00 | 65,152,685.00 |
| Unrestricted equity | | |
| Retained earnings | 1,412,237.85 | 1,082,798.46 |
| Net profit for the year | 19,757,239.18 | 5,250,870.39 |
| | 21,169,477.03 | 6,333,668.85 |
| Total shareholders' equity | 86,322,162.03 | 71,486,353.85 |
| Voluntary reserves | | |
| Accelerated depreciation | 1,725,763.99 | 3,167,891.44 |
| Creditors | | |
| Non-current liabilities | | |
| Loans from credit institutions | 8,358,313.00 | 15,118,467.00 |
| Pension loans | 86,490.00 | 93,000.00 |
| Other non-current liabilities | 111,600.00 | 391,400.00 |
| | 8,556,403.00 | 15,602,867.00 |
| Current liabilities | | |
| Loans from credit institutions | 6,760,154.00 | 10,313,194.00 |
| Pension loans | 6,510.00 | 7,000.00 |
| Trade payables | 3,755,923.70 | 5,004,750.96 |
| Accrued liabilities | 20,863,902.23 | 11,981,576.46 |
| Other current liabilities | 328,800.00 | 697,245.60 |
| | 31,715,289.93 | 28,003,767.02 |
| Total creditors | 40,271,692.93 | 43,606,634.02 |
| | 128,319,618.95 | 118,260,879.31 |

CASH FLOW STATEMENT OF THE PARENT COMPANY

| | 1997 | 1996 |
|--|---------|---------|
| Operating activities | | |
| Cash from operations | | |
| Profit from operations before depreciation excluding sales of fixed assets | 39,062 | 31,503 |
| Financial income and expenses | 18 | -1,862 |
| Extraordinary items | | -1,080 |
| Income taxes | -7,219 | -2,197 |
| Net cash from operations | 31,861 | 26,364 |
| Change in net working capital | | |
| Inventories, increase (-) / decrease (+) | 1,185 | 161 |
| Current receivables, increase (-) / decrease (+) | -9,087 | 12,134 |
| Current liabilities, increase (+) / decrease (-) | 7,633 | -4,849 |
| Total change in net working capital | -269 | 7,446 |
| Net cash from operating activities | 31,592 | 33,810 |
| Investing activities | | |
| Capital expenditure | -10,062 | -19,814 |
| Return of investment | 292 | 300 |
| Proceeds from sale of fixed assets | 113 | 108 |
| Total investing activities | -9,657 | -19,406 |
| Cash flow before financing activities | 21,935 | 14,404 |
| Cash flow from financing activities | | |
| Increase (+) in non-current liabilities | 49 | 3,000 |
| Decrease in non-current liabilities (-) | -7,095 | -14,556 |
| Increase (+) / decrease (-) in current liabilities | -3,922 | -4,123 |
| Dividends | -4,921 | -1,477 |
| Share issue | | 4,000 |
| Share premium | | 3,010 |
| Total financing activities | -15,889 | -10,146 |
| Increase (+) / decrease (-) in cash and cash equivalents from above | 6,046 | 4,258 |
| Adjustments | | 1,076 |
| Increase (+) / decrease (-) in cash and cash equivalents as per balance sheet | 6,046 | 5,334 |

Figures in FIM thousands.

ACCOUNTING PRINCIPLES

Consolidation

The consolidated financial statements include Tulikivi Oy and all the companies in which it owns directly or indirectly over 50% of the voting rights at the end of the year. Share holdings between consolidated companies have been eliminated by using the purchase method. Subsidiaries' voluntary reserves and accelerated depreciation at the time of acquisition, net of deferred tax liability, have been included in shareholders' equity at the time of acquisition. Goodwill created through eliminations is amortized on straight-line method over the estimated economic life, which does not exceed 10 years. Business transactions between consolidated companies, intercompany receivables and liabilities have been eliminated.

Translation Differences

The financial statements of foreign subsidiaries have been translated into Finnish marks at the Bank of Finland's average rate ruling at the year end. Translation differences arising from the elimination of the shareholders' equity of foreign subsidiaries have been treated as an adjustment to the Group's unrestricted equity in contrast with practice in previous years, when the translation difference relating to restricted equity at the time of the acquisition was treated as an adjustment to restricted equity. Figures for previous years have been adjusted to comply with 1997 practice.

Foreign Currency Transactions

Transactions in foreign currencies have been recorded at the rate of

exchange prevailing at the date of the transactions. Receivables in foreign currencies have been translated into Finnish marks at the rate, which does not exceed the average rate quoted by the Bank of Finland at the year end, or the applicable forward contract rate. All payables in foreign currencies have been translated into Finnish marks by using the above mentioned exchange rates. Foreign exchange differences relating to current receivables and liabilities have been credited/ charged to income. The unrealized foreign exchange differences relating to non-current receivables have not been credited to income.

Research and Development Expenditure

All expenditure caused by research and development are expensed in the financial period during which they are incurred with the exception of certain machine design costs which have been capitalized.

Inventories

Direct and indirect costs related to the purchase and production of goods have been included in the acquisition cost of inventories.

Depreciation

Depreciation of fixed assets has been calculated according to depreciation plan. Depreciation time for buildings in the USA is 40 years, and in Finland 30 years, for processing machinery 3–10 years and data-processing equipment 6 years. Depreciation of equipment, intangible assets and other long-term expenditure correspond the maximum depreciation allowed by the Finnish tax legislation.

Voluntary Reserves and Accelerated Depreciation

In the consolidated financial statements the voluntary reserves and accelerated depreciation of Group companies have been included in the balance sheet as part of shareholders' equity and deferred tax liability. The change in voluntary reserves and accelerated depreciation during the year has been included in the income statement as part of profit for the year and change in deferred tax liability. According to the Companies' Act the accelerated depreciation included in unrestricted equity at December 31, 1997 is not available for dividend distribution.

Taxes

Taxes include estimated taxes corresponding to the results for the year of the Group companies as well as adjustments for 1996, real-estate tax and deferred taxes. The deferred tax liability or receivable has been calculated on voluntary reserves and the accelerated depreciation.

Pensions

The staff pension scheme in Finland is provided by TEL (employee pension) and LEL (short-term employee pension) insurance. Pension arrangements for employees of foreign subsidiaries have been made according to local practice.

NOTES TO THE FINANCIAL STATEMENTS

(Figures in FIM thousands)

1. Net sales per marketing area

| | Group | | Parent company | |
|-----------------|---------|---------|----------------|---------|
| | 1997 | 1996 | 1997 | 1996 |
| Finland | 85,705 | 68,587 | 63,292 | 62,776 |
| Rest of Europe | 103,058 | 83,019 | 102,869 | 82,666 |
| USA | 5,716 | 4,398 | 3,194 | 2,076 |
| Total net sales | 194,479 | 156,004 | 169,355 | 147,518 |

In calculating net sales, discounts, indirect taxes and exchange differences for trade receivables have been deducted.

2. Personnel expenses

| | Group | | Parent company | |
|--------------------------|--------|--------|----------------|--------|
| | 1997 | 1996 | 1997 | 1996 |
| Salaries and wages | 46,285 | 33,906 | 32,843 | 27,665 |
| Perquisites | 188 | 250 | 184 | 225 |
| Pension costs | 6,722 | 4,853 | 4,801 | 4,138 |
| Social costs | 6,460 | 3,997 | 4,629 | 3,184 |
| Total personnel expenses | 59,655 | 43,006 | 42,457 | 35,212 |

3. Depreciation according to plan

| | Group | | Parent company | |
|--------------------------------------|--------|--------|----------------|--------|
| | 1997 | 1996 | 1997 | 1996 |
| Intangible assets | 756 | 1,890 | 736 | 1,890 |
| Other long-term expenditure | 3,436 | 3,938 | 3,257 | 3,775 |
| Buildings and constructions | 1,847 | 1,695 | 1,384 | 1,375 |
| Machinery and equipment | 10,410 | 9,063 | 8,847 | 7,672 |
| Other tangible assets | 87 | 49 | 27 | 27 |
| Valuation items | 21 | 166 | | |
| Goodwill | 23 | 23 | | |
| Total depreciation according to plan | 16,580 | 16,824 | 14,251 | 14,739 |

4. Change in accelerated depreciation

| | Group | | Parent company | |
|---|--------|--------|----------------|------|
| | 1997 | 1996 | 1997 | 1996 |
| Intangible assets | +500 | | +500 | |
| Other long-term expenditure | +12 | | +12 | |
| Buildings and constructions | -2,595 | +83 | +446 | +369 |
| Machinery and equipment | -424 | -1,132 | +1,125 | -369 |
| Increase (-) / decrease (+) of accelerated depreciation | -2,507 | -1,049 | +2,083 | +0 |

5. Share holdings of the Group and the parent company

| Subsidiaries of parent company | Ownership % | | Parent company owned shares | | | Profit/loss according to 1997 Financial statement FIM thous. | Subsidiarys shareholders' equity FIM thous. |
|-----------------------------------|-------------|----------------|-----------------------------|--------------------------------|-----------------------------|---|--|
| | Group | Parent company | pcs | Nominal value FIM thous. | Book value FIM thous. | | |
| Suomussalmen | | | | | | | |
| Vuolukivi Oy, Juuka | 91 | 91 | 91 | 91 | 91 | -133 | 91 |
| The New Alberene Stone | | | | | | | |
| Company Inc., USA | 100 | 89.9 | 5,895 | 26,979 | 0.1 | -286 | -330 |
| Tulikivi U.S. Inc., USA | 100 | 100 | 8,001 | 3,716 | 1.0 | -708 | -2,118 |
| Tulikivi Vertriebs GmbH, D | 100 | 100 | | 161 | 161 | 292 | 774 |
| Tulipuu Oy, Juuka | 100 | 100 | 150 | 15 | 32 | -33 | 46 |
| Mittakivi Oy, Juuka | 100 | 100 | 200 | 200 | 7,539 | 3,543 | 9,495 |

Other shares

| | Ownership % | pcs | Nominal value FIM thous. | Book value FIM thous. |
|---------------------------------------|----------------|--------|-----------------------------|--------------------------|
| Kesla Oy, Kesälahti | | 10 | 0.2 | 2 |
| HEX, Helsinki Exchanges | | 24,400 | 200 | 150 |
| OKR Issuers' Cooperative | | | 70 | 70 |
| Kontiolahti Golf Oy, Kontiolahti | | 1 | 5 | 60 |
| Susiraja Oy International, Tuupovaara | 10 | 15 | 15 | 50 |
| Others | | | 7 | 7 |
| Total | | | | 339 |

6. Changes in fixed assets acquisition costs and other long-term expenses

| | Group | Parent company |
|---|-------|----------------|
| Intangible assets | | |
| Acquisition cost January 1 | 7,943 | 7,896 |
| Increase in acquisition cost during the fiscal year (incl. exchange rate differences) | 46 | 43 |
| Acquisition cost December 31 | 7,989 | 7,939 |
| Accrued depreciation according to plan at the end of the fiscal year | 6,999 | 6,980 |
| Balance sheet value December 31 | 990 | 959 |
| Accelerated depreciation January 1 | 500 | 500 |
| Decrease | -500 | -500 |
| Accelerated depreciation December 31 | 0 | 0 |

| | Group | Parent company |
|--|--------|----------------|
| Goodwill | | |
| Acquisition cost January 1 | 147 | |
| Accrued depreciation according to plan at the end of the fiscal year | 137 | |
| Balance sheet value December 31 | 10 | |
| Other long-term expenses | | |
| Acquisition cost January 1 | 24,643 | 23,045 |
| Increase during the fiscal year (incl. exchange rate differences) | 3,625 | 3,212 |
| Decrease during the fiscal year (incl. exchange rate differences) | 1 | |
| Acquisition cost December 31 | 28,267 | 26,257 |
| Accrued depreciation according to plan at the end of the year | 16,877 | 16,224 |
| Balance sheet value December 31 | 11,390 | 10,033 |
| Accelerated depreciation January 1 | 414 | 414 |
| Decrease | -12 | -12 |
| Accelerated depreciation December 31 | 402 | 402 |
| Land areas | | |
| Acquisition cost January 1 | 5,342 | 4,039 |
| Increase during the fiscal year (incl. exchange rate differences) | 604 | 488 |
| Balance sheet value December 31 | 5,946 | 4,527 |
| Buildings and constructions | | |
| Acquisition cost January 1 | 43,049 | 32,979 |
| Revaluations made in prior years | 9,585 | 9,585 |
| Increase during the fiscal year (incl. exchange rate differences) | 6,233 | 268 |
| Acquisition cost January 31 | 58,867 | 42,832 |
| Adjustment to prior years' accelerated depreciation | 18 | |
| Accrued depreciation according to plan at the end of the fiscal year | 17,648 | 15,827 |
| Balance sheet value December 31 | 41,201 | 27,005 |
| Investment grants amounting to FIM 8,170 thousands have been deducted from the acquisition cost of buildings | | |
| Accelerated depreciation January 1 | 3,051 | 550 |
| Change January 1 - December 31 | 2,577 | -446 |
| Accelerated depreciation December 31 | 5,628 | 104 |

| | Group | Parent company |
|---|---------|----------------|
| Machinery and equipment | | |
| Acquisition cost January 1 | 91,307 | 75,571 |
| Increase during the fiscal year (incl. exchange rate differences) | 8,966 | 5,891 |
| Decrease during the fiscal year (incl. exchange rate differences) | -188 | -76 |
| Acquisition cost December 31 | 100,085 | 81,386 |
| Adjustment to prior years' accelerated depreciation | +271 | +668 |
| Accrued depreciation according to plan at the end of the fiscal year | 71,255 | 62,274 |
| Balance sheet value December 31 | 29,101 | 19,780 |

Investment grants amounting to FIM 10,061 thousands have been deducted from the acquisition costs of machinery and equipment

| | | |
|--|--------|--------|
| Accelerated depreciation January 1 | 4,038 | 1,703 |
| Change January 1 - December 31 | 575 | -483 |
| Accelerated depreciation December 31 | 4,613 | 1,220 |
| Value of machinery and equipment included in balance sheet value | 21,385 | 14,510 |

Other tangible assets

| | | |
|---|-----|-----|
| Acquisition cost January 1 | 813 | 272 |
| Increase during the fiscal year | 12 | |
| Accrued depreciation according to plan at the end of the fiscal year | 158 | 77 |
| Balance sheet value December 31 | 667 | 195 |

7. Taxation values of fixed assets

| | Group | | Parent Company | |
|-------------------|--------|--------|----------------|--------|
| | 1997 | 1996 | 1997 | 1996 |
| Land areas | 1,239 | 702 | 946 | 452 |
| Buildings | 24,675 | 19,914 | 12,656 | 13,160 |
| Subsidiary shares | | | 4,317 | 2,171 |
| Other shares | 456 | 575 | 456 | 575 |

If taxation value is unavailable, book value has been included.

8. Valuation items

| | Group |
|--|-------|
| Capitalization of interest paid during commencement of business January 1 | 104 |
| Decrease during the fiscal year | -21 |
| Balance sheet value December 31 | 83 |

9. Parent company's receivables from subsidiaries

| | 1997 | Parent company 1996 |
|-------------------------|-------|------------------------|
| Trade receivables | 3,001 | 1,836 |
| Loan receivables | 4,170 | 2,335 |
| Capital loan receivable | 150 | |

10. Parent company's liabilities to subsidiaries

| | | |
|----------------|-----|-------|
| Trade payables | 642 | 1,012 |
|----------------|-----|-------|

11. Non-current liabilities

| | Group | | Parent company | |
|--|-------|------|----------------|------|
| | 1997 | 1996 | 1997 | 1996 |
| Share that is due after five or more years | 2,065 | 422 | 65 | 422 |

12. Changes in shareholders' equity (FIM)

| | Group | Parent company |
|---|-------------------|-------------------|
| Restricted equity | | |
| Capital stock January 1 and December 31 | 35,453,040 | 35,453,040 |
| Share premium fund at January 1 and December 31 | 29,474,645 | 29,474,645 |
| Revaluation reserve January 1 and December 31 | 225,000 | 225,000 |
| Total | 65,152,685 | 65,152,685 |

Unrestricted equity

| | | |
|---|-------------------|-------------------|
| Retained earnings January 1 | 11,386,924 | 6,333,669 |
| Dividends paid | -4,905,759 | -4,921,431 |
| Change in translation differences | 513,167 | |
| Net profit for the year | 24,550,474 | 19,757,239 |
| Total December 31 | 31,544,806 | 21,169,477 |
| Distributable funds | | |
| Unrestricted equity | 31,544,806 | |
| Translation difference | -985,364 | |
| Accelerated depreciation included in shareholders' equity December 31 | -4,186,125 | |
| | 26,373,317 | 21,169,477 |

| | | |
|--|-------------------|-------------------|
| Accelerated depreciation December 31 | 5,814,062 | |
| Deferred tax liability on accelerated depreciation | -1,627,937 | |
| Accelerated depreciation in shareholders' equity December 31 | 4,186,125 | |
| Total shareholders' equity | 96,697,491 | 86,322,162 |

13. Option loan

The annual General Meeting of Shareholders which was held on 8 April, 1997 decided to issue an option loan directed at certain persons belonging to the management of Group companies. Board members were not given subscription rights. Each FIM 1,000 bond includes 1,000 warrants, each of which can be used to subscribe for one Tulikivi A-share at a subscription price of FIM 71.50 per share. Loan subscriptions amounted to FIM 49,000. No interest will be paid on the loan. If all the loan options are converted into shares, share capital will increase by FIM 980,000. As a result of the subscription, subscribers' holding can rise from about 2% to about 5% of share capital and from about 5% to about 6% of votes. The subscription period is March 1-15, 2000 and March 1-15, 2001.

Shares will be entitled to a dividend for the year in which they are subscribed.

14. Pledges and contingent liabilities

| | Group | | Parent company | |
|---------------------------------------|-------|--------|----------------|-------|
| | 1997 | 1996 | 1997 | 1996 |
| a) For own debts | | | | |
| Pledges | 2,666 | 5,388 | 271 | 1,681 |
| Mortgages on land areas and buildings | 9,349 | 10,174 | 5,318 | 7,824 |
| Company mortgages | 3,776 | 8,056 | 93 | 6,500 |
| b) Leasing commitments | 732 | 1,298 | 653 | 973 |

The significance of off-balance sheet financial instruments is minor.

TULIKIVI OY IN 1993–1997

KEY RATIOS

| Income statement (FIM thousands) | 1993 | 1994 | 1995 | 1996 | 1997 |
|--|---------|---------|---------|---------|---------|
| Net sales | 138,571 | 162,903 | 156,771 | 156,004 | 194,479 |
| Change % | 19.4 | 17.6 | -3.8 | -0.5 | 24.7 |
| Profit from operations before depreciation | 22,923 | 27,595 | 20,068 | 33,981 | 50,057 |
| % of net sales | 16.5 | 16.9 | 12.8 | 21.8 | 25.7 |
| Operating profit | 12,658 | 15,710 | 6,108 | 17,157 | 33,477 |
| % of net sales | 10.0 | 10.5 | 3.9 | 11.0 | 17.2 |
| Dividend and interest income | 2,504 | 744 | 731 | 584 | 445 |
| Exchange rate differences | -1,870 | -1,309 | -746 | -105 | -35 |
| Interest and other financial expenses | -5,337 | -4,087 | -4,463 | -2,908 | 1,489 |
| Profit before extraordinary items and income taxes | 7,955 | 11,057 | 1,630 | 14,728 | 32,398 |
| % of net sales | 5.7 | 6.8 | 1.0 | 9.4 | 16.7 |
| Profit before income taxes | 5,402 | -8,798 | 1,630 | 12,335 | 33,571 |
| % of net sales | 3.9 | -5.4 | 1.0 | 7.9 | 17.3 |
| Income taxes | 1,347 | -1,321 | 433 | 3,360 | 9,028 |
| Minority interest | -6 | -230 | 330 | -3 | 7 |
| Profit for the year | 4,049 | -7,707 | 1,527 | 8,972 | 24,550 |

Balance sheet (FIM thousand)

| Assets | | | | | |
|----------------------------------|---------|---------|---------|---------|---------|
| Fixed assets | 66,897 | 78,262 | 83,978 | 86,940 | 93,121 |
| Inventories | 9,546 | 14,616 | 12,560 | 14,217 | 13,501 |
| Financial assets | 50,478 | 40,059 | 35,786 | 35,158 | 50,992 |
| Valuation items | 21,062 | 1,025 | 270 | 103 | 83 |
| Goodwill | 101 | 78 | 56 | 33 | 10 |
| Liabilities | | | | | |
| Shareholders' equity + reserves | 74,019 | 64,207 | 62,346 | 76,539 | 96,697 |
| Minority interest | 10 | 53 | 210 | 7 | |
| Valuation items | 62 | 46 | | | |
| Interest bearing liabilities | 42,569 | 40,362 | 46,256 | 33,306 | 24,769 |
| Non-interest bearing liabilities | 31,424 | 29,371 | 23,837 | 26,599 | 36,241 |
| Total assets | 148,084 | 134,039 | 132,650 | 136,451 | 157,707 |

| Ratios | 1993 | 1994 | 1995 | 1996 | 1997 |
|--|--------|--------|--------|--------|--------|
| Return on equity, % | 9.8 | 10.4 | 1.9 | 12.9 | 27.0 |
| Return on capital employed, % | 11.7 | 13.7 | 5.7 | 16.1 | 29.3 |
| Net indebtedness ratio, % | 23.3 | 37.8 | 58.4 | 19.9 | 2.3 |
| Solvency ratio, % | 50.1 | 47.9 | 47.2 | 56.1 | 61.3 |
| Current ratio | 1.5 | 1.2 | 1.3 | 1.4 | 1.6 |
| Investments, FIM thousands | 10,922 | 24,871 | 20,956 | 12,530 | 26,677 |
| Investments/net sales, % | 7.9 | 15.3 | 13.4 | 8.0 | 13.7 |
| Own capital investment ratio | 1.5 | 0.8 | 0.8 | 2.2 | 1.9 |
| Research and Development expenditures, FIM thousands | 5,308 | 5,998 | 5,637 | 4,281 | 4,016 |
| Research and Development/ net sales, % | 3.8 | 3.7 | 3.6 | 2.7 | 2.1 |
| Personnel, on average | 198 | 222 | 220 | 243 | 329 |

Key indicators per share

| | | | | | |
|--|-----------|-----------|-----------|-----------|-----------|
| Earnings per share, FIM | 4.70 | 4.42 | 0.97 | 6.94 | 13.19 |
| Equity/share, FIM | | | | | |
| without soapstone resources | 47.08 | 40.84 | 39.65 | 43.19 | 54.56 |
| Nominal dividend/share, FIM | | | | | |
| A-share | 2.00 | 2.00 | 1.00 | 3.00 | 5.00*) |
| K-share | 1.80 | 1.80 | 0.80 | 2.80 | 4.80*) |
| Dividend/earnings, % | 40.9 | 43.9 | 96.7 | 43.3 | 37.5 |
| Effective dividend yield, % | | | | | |
| A-serie | 2.3 | 2.5 | 3.2 | 6.2 | 5.3 |
| P/E ratio | 18.2 | 17.9 | 32.0 | 7.0 | 7.2 |
| Issue-adjusted share prices of the A-share, FIM | | | | | |
| - average | 62.05 | 89.15 | 48.15 | 41.12 | 81.74 |
| - lowest | 41.00 | 76.50 | 28.60 | 31.00 | 48.00 |
| - highest | 87.00 | 99.00 | 77.00 | 53.00 | 110.00 |
| - issue-adjusted share price December 31 | 85.50 | 79.00 | 31.10 | 48.55 | 95.00 |
| Market capitalization, thousand FIM | | | | | |
| (Supposing that the market price of the K-share is the same as that of the A-share) | 134,429 | 124,210 | 48,898 | 86,044 | 168,366 |
| Number of A-shares traded (1000 pcs) | 471.2 | 274.5 | 148.7 | 505.2 | 1149.1 |
| - % of the total amount | 30.0 | 25.1 | 13.6 | 46.1 | 88.7 |
| The average issue-adjusted number of all the shares | 1,350,610 | 1,572,277 | 1,572,277 | 1,638,578 | 1,772,277 |
| The issue-adjusted number of all the shares at the end of the year | 1,572,277 | 1,572,277 | 1,572,277 | 1,772,277 | 1,772,277 |

*)According to the proposal of the Board of Directors.

CALCULATION OF KEY RATIOS

Ratios

| | |
|--|---|
| Return on equity (ROE) = 100 x | $\frac{\text{profit before extraordinary items, reserves and taxes - taxes}}{\text{equity + minority share + voluntary reserves and accelerated depreciation minus deferred tax liability}} \\ \text{(average during the fiscal year)}$ |
| Return on capital employed (ROI) = 100 x | $\frac{\text{profit before extraordinary items, reserves and taxes + interest expenses and other financial costs}}{\text{balance sheet total - non-interest bearing liabilities}} \\ \text{(average during the fiscal year)}$ |
| Equity ratio % = 100 x | $\frac{\text{equity + minority share + voluntary reserves and accelerated depreciation less deferred tax liability}}{\text{balance sheet total - advances received}}$ |
| Net indebttness ratio, % = 100 x | $\frac{\text{interest-bearing net debt}}{\text{shareholders' equity + minority interest}}$ |
| Current ratio = | $\frac{\text{financial assets + inventories}}{\text{current liabilities}}$ |
| Own capital investment ratio = | $\frac{\text{total funds from operations as per cash flow statement}}{\text{net investments}}$ |

Key Ratios Per Share

| | |
|----------------------------------|--|
| Earnings/share = | $\frac{\text{profit before extraordinary items, reserves and taxes - taxes for the fiscal year +/- minority share of profit for the fiscal year}}{\text{average issue-adjusted number of shares for the fiscal year}}$ |
| Equity/share = | $\frac{\text{shareholders' equity + voluntary reserves and accelerated depreciation less deferred tax liability and minority interest}}{\text{issue-adjusted number of shares December 31}}$ |
| Dividend/share, % = | $\frac{\text{dividend paid for the year}}{\text{the issue-adjusted number of all the shares at the end of the year}}$ |
| Dividend/earnings, % = 100 x | $\frac{\text{dividend/share}}{\text{earnings/share}}$ |
| Effective dividend yield = 100 x | $\frac{\text{issue-adjusted dividend/share}}{\text{issue-adjusted share price December 31}}$ |
| P/E = | $\frac{\text{issue-adjusted share price December 31}}{\text{earnings/share}}$ |

SUBSIDIARIES AND REPRESENTATIVE OFFICE

Mittakivi Oy, Juuka

Tulikivi Oy has a 100 % holding in this company. Mittakivi Oy manufactures tailor-made fireplaces and the Mittakivi range from soapstone quarried by Tulikivi Oy as well as small tile made from different types of stone. After the completion of the current expansion, the production programme will also include building stone and subcontracting products. Tulikivi Oy markets Mittakivi's export products. In 1997 the company had net sales of FIM 51.5 million (FIM 42.2 million) and profit before extraordinary items, reserves and taxes FIM 8.3 million (FIM 5.8 million).

Tulikivi U.S., Inc., Charlottesville, Virginia, USA

Tulikivi Oy has a 100 % holding in this company, which takes care of the marketing of Tulikivi fireplaces in North America. Fireplaces are imported from Finland. In 1997 the company had net sales of USD 0.9 (0.7) million. The result improved in 1997 but was still slightly negative.

Tulikivi Oy Niederlassung, Frankfurt a.M., Germany

This representative office was established on April 1, 1997 to take care of marketing in Germany. It replaced the subsidiary Tulikivi Vertriebs GmbH, which ceased operations.

Suomussalmen Vuolukivi Oy, Juuka

Tulikivi Oy has a 91 % holding in this company, which was established in 1988 to exploit soapstone deposits in Suomussalmi. The company has not yet started production activities. During the present year a decision will be made on the timetable for possible investments.

Tulipuu Oy, Juuka

Tulikivi Oy has a 100% holding in this company, whose task is to create a production and distribution system for firewood in Finland and thus support the growth of fireplace heating. It engages in cooperation with firewood entrepreneurs. Tulipuu products are sold in large lots direct from supplier to customer and in

smaller lots via hardware stores and service stations. The company's business volume is of minor significance for the Group.

The New Alberene Stone Company Inc., Schuyler, Virginia, USA

The Group has an 100 % holding in this company, which manufactures and sells building-stone products on the North American market. The company's business volume is of minor significance for the Group.


AUTHENTICATION OF THE FINANCIAL STATEMENT


After adding the previous years' profits to the profit of the financial year, the total unrestricted equity amounts to FIM 21,169,477.03.

The Board proposes to the Annual General Meeting of Shareholders that

| | |
|---|--------------------------|
| - the following dividends be paid | |
| <u>on A-shares (FIM 5.00/share)</u> | <u>FIM 6,476,385.00</u> |
| <u>on K-shares (FIM 4.80/share)</u> | <u>FIM 2,289,600.00</u> |
| <u>Total</u> | <u>FIM 8,765,985.00</u> |
| <u>- amount to be held in retained earnings</u> | <u>FIM 12,403,492.03</u> |
| | <u>FIM 21,169,477.03</u> |


Nunnanlahti, February 23, 1998

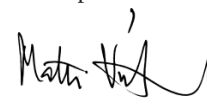

Reijo Vauhkonen



Eliisa Vauhkonen


Bishop Ambrosius


Markku Laakso


Teppo Taberman


Matti Virtaala


Reijo Svanborg

MEMBERS OF THE BOARD OF DIRECTORS

Reijo Vauhkonen (58), building engineer, industrial counsellor. Founder of the company. Member of the Supervisory Board of Yrittäjien Fennia Mutual Assurance Company. President of the company 1980-1988, chairman of the Board since 1990. Special areas visions and corporate culture, finance and stock exchange matters, material resources.

Bishop Ambrosius (52), bishop of the Orthodox Diocese of Oulu. Member of the Board since 1992. Vice chairman since 1995. Special areas international affairs, business ethics and culture.

Markku Laakso (49), M.Sc. President of Oy Paletti Ltd. Member of the Board since 1996. Special areas marketing strategy, trends and distribution channels.

Teppo Taberman (53), M.Sc., economic advisor. Vice president of Kansallis-Osake-Pankki 1990-1994, member of various boards of directors since 1982. Member of the Board since 1996. Special areas new business operations, finance and stock exchange matters.

Eliisa Vauhkonen (53), design manager. With the company since

1980. Member of the Board since 1991. Special areas corporate image and design policy.

Matti Virtaala (46), M.Sc. President of Abloy Oy, ASSA ABLOY AB Group Vice President. Member of the Board since 1994. Special areas internationalization, product policy, economics and administration.

Salli Hara-Haikkala has served as Board secretary since 1996.

AUDITORS' REPORT

We have audited the accounting records, the financial statements and the corporate governance of Tulikivi Oy for the financial period January 1- December 31, 1997. The financial statements, which include the report of the Board of Directors, consolidated and parent company income statements, balance sheet and notes to the financial statements, have been prepared by the Board of Directors and the Managing Director. Based on our audit we express an opinion on these financial statements and the corporate governance.

We have conducted our audit in accordance with the Finnish Standards on Auditing. Those standards require that we perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the

financial statements, assessing the accounting principles used as well as evaluating the overall financial statement presentation. The purpose of our audit of corporate governance is to examine that the members of the Board of Directors and the Managing Director have legally complied with the rules of the Companies' Act.

In our opinion the financial statements, which show a profit for the period of FIM 24,550,474.35 for the group, have been prepared in accordance with the Accounting Act and other rules and regulations governing the preparation of financial statements. The financial statements give a true and fair view, as defined in the Accounting Act, of the result of operations as well as the financial position of the group and the parent company. The financial statements including the consolidated financial statements can be adopted and the members of the Board of Directors and the

Managing Director of the parent company can be discharged from liability for the financial period audited by us. The proposal by the Board of Directors regarding the distribution of retained earnings is in compliance with the Companies' Act.

We have examined the interim reports published during the financial period. In our opinion the interim reports have been prepared in accordance with the regulations in force.

*Juuka,
February 26, 1998*

Price Waterhouse Oy
Authorized Accounting Firm

Hannele Selesvuo

Hannele Selesvuo
Authorized Public Accountant

Soapstone has been used abundantly in the new President building at the Helsinki airport. The facilities were designed by Reino Huhtiniemi of the Huhtiniemi & Söderholm architectural agency.



TULIKIVI ON THE EUROPEAN MARKET

Neuhauser-Speckstein-Öfen, an Austrian Success Story



It Started in Germany

Tulikivi's German exports have radiated demand to Austria, which is an interesting fireplace market. Austria has its own tile fireplace industry and a splendid tradition of fireplace masters.

Wood heating is also an important part of Austria's energy policy. The country has strict standards for fireplace emissions and efficiency. Attitudes favour renewable bioenergy.

Tulikivi has conducted a market survey which showed that heat-retaining soapstone fireplaces have just as good possibilities in Austria as in Germany. The first export agreement was concluded in 1987, but this cooperation did not lead to success.

Kurt Neuhauser estab-

lished his own firm and named it Neuhauser-Speckstein-Öfen. He began import operations in 1993 with a single half-day assistant. Support was provided by Tulikivi's export personnel. During his first year Neuhauser sold 140 fireplaces.

In 1994 Neuhauser built a 250-square-metre fireplace studio in Gmunden and put 15 Tulikivi fireplaces on display. Consequently sales rose to 200 fireplaces.

In 1996 Neuhauser leased an old ski factory as a warehouse and built a 400-square-metre fireplace studio, which he decorated to look like a cosy home.

In 1997 Neuhauser built his own training facilities. By this time his staff had risen to five and sales totalled 450 fire-

places. Kurt's son Stefan also joined the team.

Neuhauser's success is based above all on the man's personal characteristics. It required courage to become an entrepreneur. Kurt also knew a lot about the fireplace business and had good connections.

Success likewise required determination and hard work to build, organize and train a distributor network.

According to Neuhauser the total market for fireplaces in Austria is shrinking, but Tulikivi's market is growing.

"The most important thing now is that I feel like a member of the Tulikivi family. This feeling has been strengthened by my visits to North Karelia and the plant," Neuhauser says.



Products are designed for different cultures and purposes.



New design and traditional values go hand in hand in homes around the world.



Innovative stoneworking technology opens new possibilities.



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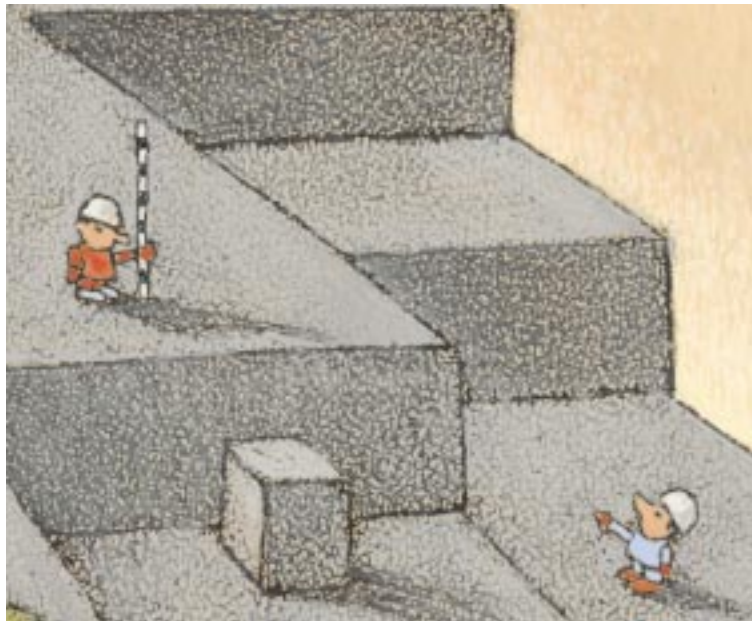
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