

Annual Report

1999

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Larox Investor Relations 2000

In addition to the annual report, Larox will publish two interim reports in 2000: for the period January 1 – April 30, 2000 released on Friday, May 26, 2000, and for the period January 1 – August 31, 2000 released on Friday, September 29, 2000.

Other information for investors can be requested from Larox Corporation by phone: +358 (5) 668 811, fax: +358 (5) 668 8277 or e-mail: info@larox.com.

Larox Corporation's B-share is listed on the Helsinki Stock Exchange I-list. The Helsinki Stock Exchange provides information on the Larox share at www.hex.fi/suomi/listayhtiot/LAR.html. Information on Larox Group can also be found at www.larox.com.

Larox Corporate Values

■ CUSTOMER ORIENTATION

We are in business to serve the customer.

- Customer-oriented organization
- Local customer service
- Flexible operation addressing customer needs

■ RELIABILITY

We do what we promise.

- Reliable test results
- Accurate calculations
- On-time deliveries
- Dependable after sales service
- Trustworthiness

■ QUALITY OF OPERATION

We perform our work professionally and efficiently from the start.

- Continuous development of the quality system
- Maintaining the ISO 9000 certification
- Concentrated quality management at all levels

■ LEADING EXPERTISE

We develop our expertise to be the best in the business.

- Product development
- Human resources
- Continuous training

■ WORLDWIDE PRESENCE

We support our customers on six continents.

- International operation
- Local customer service

■ FAIR PLAY

We interact with each other and customers in an open, honest manner.

- Sincerity
- Impartiality
- Positive reinforcement
- Constructive criticism

Larox in Brief

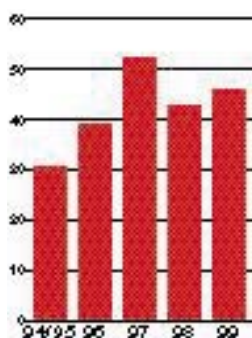
Larox is a leader in solid/liquid separation, liquid polishing filtration and valve solutions. Larox is dedicated to serving the world's process industries by developing high-performance automatic pressure filters, polishing filters and pinch valve products. Larox solutions expand production capacities, simplify processes, reduce energy consumption and improve the quality of end products.

Larox Group comprises seven subsidiaries and five sales offices in addition to the parent company, Larox Corporation, which is headquartered in Lappeenranta, Finland. The Group employs over 286 personnel.

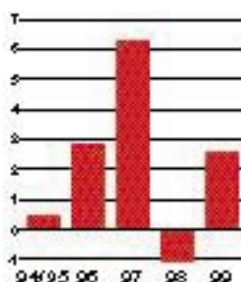
Fiscal Year 1999

| (EUR 1000) | 1999 | 1998 | Change |
|---|---------------|--------|--------|
| Net Sales | 46,103 | 44,309 | 1,794 |
| Operating Profit Before Depreciation | 5,113 | 2,255 | 2,858 |
| % of Net Sales | 11.1 | 5.1 | 6.0 |
| Operating Profit | 3,530 | 386 | 3,144 |
| % of Net Sales | 7.7 | 0.9 | 6.8 |
| Profit/Loss Before Extraordinary Items, Provisions and Taxes | 2,592 | -1,022 | 3,614 |
| Return on Invested Capital (%) | 11.6 | 1.4 | 10.2 |
| Equity Ratio (%) | 30.4 | 20.6 | 9.8 |
| Balance Sheet Total | 35,102 | 41,009 | -5,907 |
| % of Net Sales | 76.1 | 92.6 | -16.5 |
| Earnings per Share | 0.80 | -0.49 | 1.29 |
| Investments | 1,075 | 2,699 | -1,624 |
| Average Number of Personnel | 286 | 303 | -17 |
| Net Sales per Employee | 161 | 146 | 15 |
| Order Backlog 12/31/99 (EUR million) | 16 | 9 | 7 |

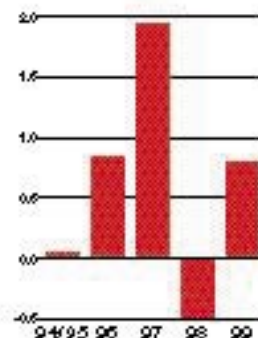
Net Sales 1994-1999
EUR million



Profit/Loss Before
Extraordinary Items, Provisions
and Taxes 1994-1999, EUR million



Earnings Per Share
1994-1999, EUR



President's Review

Larox returned to profitability in 1999, due to intensified efforts to lower operational expenditures. Although the preferred level of profitability achieved in 1997 was not attained, 1999's year-end order backlog was clearly better than that of previous years. In addition the balance sheet lightened considerably due to lower debt and other arrangements, resulting in an equity ratio of 30 percent.

Thus, Larox is entering the millennium with improved prospects for stable growth. Accompanying the improved order backlog are several promising contracts under negotiation, which are expected to result in orders during 2000.

Larox anticipates continued growth in sales and profitability in the new year. The improvement in orders and a number of positive trends in global markets support this positive forecast.

Customers and Markets

Base metal prices began to recover on world markets. This, combined with the turnaround in Asian economies, is increasing metal consumption and thus the desire of Larox's mining and metallurgy customers to invest in new equipment and capacity upgrades.

The favorable prospects seen in southern Africa are expected to continue, particularly in the platinum industry. Larox's new-generation pressure filters were delivered to several of the area's mines. To meet the increased demand, in 1999 Larox strengthened its local organization by establishing a subsidiary in Zambia while adding resources in South Africa.

Years of perseverance in CIS countries began to yield results in the form of several pressure filter orders. Moreover, the concrete mining projects underway in the area will likely result in new orders during 2000, further strengthening our trust in the market's long-term prospects.

In Latin America the company's strong market position was further strengthened by new orders from Peru, Chile and Mexico. During the past decade Larox has become one of the most significant suppliers of filtration equipment to the area's mining industry.

Sales in Europe, Asia and the United States remained stable, with most orders coming from the chemical processing industry.

Technology and Services

Pressure and polishing filter solutions for the mining and chemical industries continue to represent Larox's largest business. In the 1990s Larox completely overhauled and expanded its product offering. As a result, the market share in several sectors grew considerably, especially in base metal concentrate filtration.

We are proud that the world's largest mining companies have placed their trust in the technology and service capability of Larox. The production processes of several major mining companies have experienced significant improvements directly attributable to Larox technology.

In response to new customer needs and requirements, we succeeded in launching a new generation of Larox pressure filters. During 1999 the sales of the first new model accounted for approximately 20 percent of net sales.

The launch of the Larox polishing filter for liquid polishing strengthening our overall offering to different sectors of the mining and chemical industries. Today we can support these industries widest and most efficient range of filtration equipment on the market.

After sales service revenues grew noticeably to approximately one third of the company's net sales. More resources were committed to the service organization in different areas of the world, which considerably increased overall customer satisfaction. As a result, Larox expects the volume of after sales service to continue on a similar growth

path. In addition to the increased business, this will guarantee more stable revenue streams in the new fiscal year and beyond.

Larox's valve business developed as planned. Larox pinch valves are being used in an increasing range of industrial processes. To guarantee ongoing positive development and competitiveness, several valve innovations were launched during the current review period.

Share Price Development

The Larox share has underperformed in recent years, largely due to weaker fiscal results and a patent dispute. The improved results of 1999 and good order book are expected to firm up the share price and encourage a return to growth. As for the patent issue, early in 2000 the judicial court ruled in Larox's favor, removing all uncertainty surrounding the question.

I would like to thank our customers, Larox personnel, partners and shareholders for a good year.

Timo Vartiainen

Mining and Metallurgy

On the Road to Number One

Several important contracts were secured in 1999, solidifying Larox's position as the leading provider of filtration solutions for base metal concentrates. Deeper market penetration will be pursued through ongoing product and application development.

In 1999 Larox continued to increase its market and production shares in the mining and metallurgical industries. Larox placed considerable effort on decreasing the already low operating costs of the Larox pressure filter and on strengthening its share in base metal concentrate markets.

Base metal prices began to recover following the regional economic turmoil of 1998. This strongly signals the beginning of an uptrend in mining and metallurgy markets, which is expected to strengthen demand for Larox solutions.

Base Metal Concentrates

Larox continued to be the world's leading supplier of solid/liquid separation solutions for base metal concentrate filtration. In 1999 Larox continued to grow its global market share for this segment. The low operating cost and high availability of Larox pressure filters undoubtedly contributed to this accomplishment.

Larox became the filter supplier for one of the world's biggest mining projects: Antamina in Peru. This significant contract reinforces the company's entrenched position in South America.

Other major achievements included repeat orders from La Escondida in Chile and Rudna in Poland, two of the world's biggest copper concentrate producers. Progress was also seen in Mexico, where Larox increased its production share in base metal concentrate filtration.

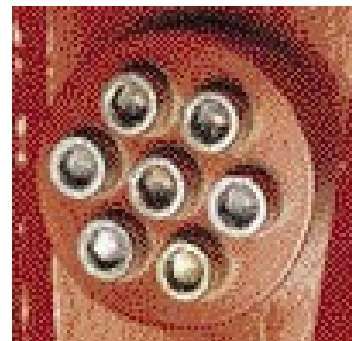
Metal Refineries

In base metal production, cake washing with low wash water consumption continues to be Larox pressure filtration's chief advantage over competing solutions.

Larox made notable advances into Russia's mining and metallurgical markets. One of 1999's biggest orders came from Chelyabinsk Zinc Refinery. Larox has good reason to consider Russia as an important emerging market for its solutions.

New Beginnings

Ever-increasing competition and customer needs is leading Larox to intensify its knowledge in the latest technologies to improve new applications as well as the company's existing products. After a relatively good year, Larox faces the new millennium with confidence as it sets out to become "number one" in pressure filtration for mining and metallurgy.



Chemical Processing

Change Everywhere Creates Vast Potential

During 1999 interest intensified for Larox chemical processing applications. Many customers were choosing Larox pressure filtration for demanding solid/liquid separation and solids washing.

Larox's business with chemical process industries remained stable and prosperous throughout 1999. Customers continued to choose Larox pressure filtration as the best solution for high-grade solid/liquid separation and solids washing.

Today's chemical, food and pharmaceutical products require increasingly cost-efficient and environmentally friendly processing. Larox addresses this need through product development, ongoing consultation, and by optimizing the performance of existing installations.

The introduction of Larox polishing filtration in 1999 created major interest in the benefits that combined pressure and polishing filtration can offer. This dual solution, which reduces suspended solids in filtrate to new lows, is expected to increase Larox's projected success in chemical processing.

White Pigments

The white pigment industry, which has undergone major restructuring, mergers and acquisitions, contributed significantly to Larox's 1999 revenues from chemical processing. White pigments place extremely high requirements on process technology to ensure a consistently high end-product quality. Larox has been carefully chosen as their partner to meet these requirements.

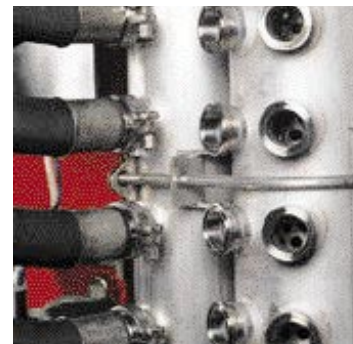
Pharmaceuticals

Longer life expectancies, faster drug discovery, and the increasing global population are driving the seemingly endless growth of the global pharmaceutical industry. Larox has capitalized on these trends by supplying the process technology customers need to meet rigorous quality standards.

Many pharmaceutical plants around the world follow the stringent requirements of the U.S. Federal Drug Administration, which has led Larox to develop pressure filtration technology that meets or exceeds those standards. This has expanded the range of potential pharmaceutical applications, which in turn has stimulated wider industry appeal for Larox solutions.

Agrochemicals

The agrochemical industry also contributed significantly to 1999's results. Agrochemical use is on the rise worldwide, but growing environmental concerns are leading suppliers to review their processing technologies and chemistry. Larox processing technology is often the best way to support the resulting changes while minimizing pollution during production.



Liquid Polishing

Adding More Polish to a Leading Solution

In 1999 the Larox polishing filter gained increasing recognition as the solution of choice for minimizing particle concentration in process liquids. The solution proved to deliver equally compelling benefits in both metallurgy and chemical processing.

The future for Larox polishing filters looks extremely promising. As customers pursue greater competitiveness in their own markets they are turning to Larox for solutions which increase production capacity, boost the quality of plant and refinery end products, and reduce discharge emissions to the environment.



Combining the Best to Separate the Rest

Liquid polishing or purification filters are new products which Larox globally introduced to the market last year after signing

an exclusive distribution agreement with a UK based manufacturer. The proven benefits of the Larox polishing filter are compelling, and demand for the solution is very promising.

The operating principal of the Larox polishing filter reduces the particle concentration in process liquids to extremely low levels – in some applications to parts per billion. The range of Larox polishing filters are complimentary to the Larox pressure filter range, and many Larox customers are showing an interest in combining both product technologies to increase yield recoveries.

Metallurgy and Chemical Processing

In metallurgical plants employing electrolytic refining processes the removal of impurity particles from the electrolyte results in production of metal with a purity exceeding LME Grades, while at the same time significantly increasing plant productivity.

In one of the chemical process industries the Larox polishing filter removes impurity particles from sodium chloride brine solutions which, in turn, are the raw materials for the chloralkali industry which produces caustic soda, chlorine gas and hydrogen gas. In another chemical process industry the Larox polishing filter will remove entrained residues from a saturated solution of sodium perborate prior to crystallization.



The metallurgical and chemical process industries are conservative by nature and very conscious of justifying the cost benefits of capital expenditures in a competitive environment, and Larox solutions meet that test. The growing demand for Larox's application consulting and equipment testing services has dominated the year and signals ongoing investment by customers in Larox solutions.

Larox Service

More Services and Presence Worldwide

Larox continued to profit from its comprehensive service strategy in the form of increased sales and higher customer satisfaction. In 1999 Larox broadened its offering of after sales services while making them more accessible worldwide.

In 1999 Larox's solid/liquid separation after sales service organization, Larox Service, saw another year of record activity. A constantly increasing number of Larox pressure and polishing filter users were supported with more customer visits and services than ever before.

The support delivered by Larox ranged from pre-start-up installations, start-ups and spare parts service to user training, technical consultation, courtesy visits and other forms of customized assistance.

Continuous Customer Care

Larox pressure filters have an exceptionally long service life. In fact, most units delivered in the late 1970s are still in operation, so with each passing year after sales is witnessing an increasing number of refurbishing and upgrading projects. Pressure filter upgrades are carried out to meet the current Larox design as well as possible.

The future challenges and actions of Larox after sales service are oriented toward bringing even more value to the company's pressure and polishing filter users. Process optimizations, total productivity improvement services, operation and maintenance training and consultation, and product-upgrade services are but a few of the ways in which Larox is becoming synonymous with customer satisfaction.

Plain-and-Simple Strategy

Larox after sales services are now delivered by more Customer Support Engineers than ever before – worldwide – from a growing number of local Larox offices. In 1999, Larox Service opened new customer support “depots” in China and Zambia.

Clearly, keeping Larox customers satisfied still comes down to offering easy access to world-class support services – and the industry's most qualified service personnel. Looking ahead, Larox Service intends to keep following that plain-and-simple strategy.



Larox Flowsys

Reaching Into New Markets and Industries

Larox Flowsys Oy's sixth year of operation proved that there is strong demand for a specialized valve supplier. Customized solutions and services continue to form the basis of the company's activities.

Determined rationalization of business activities and increased product competitiveness resulted in improved profitability in 1999. The main target of development in the new year includes better recognition of customer needs and requirements, which will result in improved customer satisfaction.



All major market areas showed sales growth in 1999. Demand for pinch valves picked up during the fourth quarter, making the company's future prospects look very promising. Turnover is expected to grow by 20 percent in 2000.

Gains in Mining and Minerals

In 1999 Larox Flowsys was successful in securing several new projects in mining and minerals. While this industry was the most important in revenue terms, chemical processing and pulp and paper maintained their role as important Larox valve customers.

Over 80 percent of the company turnover comes from export sales. A large part of domestic sales also goes to exports since Larox valves are supplied to various equipment installations in the process industry. Export sales are divided evenly among all continents, so financial turbulence in one country does not negatively affect Larox valve sales. Development and additional training of sales network are part of the development plan for 2000.

Innovation from R&D

Preventive maintenance is a critical factor to most Larox Flowsys customers. Larox Flowsys has met this challenge by developing a pinch valve that helps to minimize process downtime. The twin sleeve solution and the new Larox Sense-Mate product give early warning of the valve sleeve's condition, making it possible to schedule replacement during a regular maintenance periods.

Growth from Investment

New growth will be gained by investing in operations. One of the most important projects in 2000 will be to develop the Larox valve product range, which will expand its operational range to new applications and industries.

These and other innovations will enable Larox Flowsys to meet customer requirements and maintain the competitiveness of its products in increasingly competitive markets.

Report by Board of Directors

The result of the fiscal year January 1 – December 31, 1999 was satisfactory as predicted. Measures to intensify operations were realized as planned, although the desired profitability level of 1997 was not reached. Net sales increased by 4.0% from the previous year and totaled EUR 46.1 million. Net sales per employee totaled EUR 161,000 (146,000 in 1998). The operating profit improved significantly and the Group's result before extraordinary items, appropriations and taxes increased to EUR 2.592 million (-1.021 million). The Group's profitability improved to 11.6% (1.4%) measured by the return on investment. The equity ratio rose to 30.4% (20.6%).

Business Operations

Larox's solid/liquid separation business did not meet all of its set targets. Long-term sales work, customer service as well as new-product marketing, however, reflected positively in the order backlog and deliveries. The pinch valve business almost reached its set targets.

Over 93% of Group net sales came from exports and foreign operations. The Group strengthened its position in Africa and Europe. The global division of net sales was as follows: North and Central America 23.7%, South America 13.7%, Europe 34.5%, Africa 8.2%, Australasia 9.4% and the rest of Asia 10.5%

The order backlog totaled EUR 15.8 million (9 million) at the end of the fiscal year.

Changes in Corporate Structure

During the fiscal year two subsidiaries were established, Larox Central Africa Ltd in Zambia and Filtros Larox Mexico S.A. de C.V. in Mexico. In November 6% of Larox Flowsys Oy's shares and voting rights were sold and the Group's ownership decreased to 49%.

Profits and Profitability

The Group's profitability improved clearly from the previous year because of the realized measures to intensify operations. The improvement of the world economy during the fiscal year contributed to customers' investment decisions and resulted in growing order backlog and invoicing for Larox.

The Group's operating profit before depreciation was EUR 5.113 million (2.254 million), i.e. 11.1% (5.1%) of net sales. The Group made depreciations of EUR 1.583 million (1.868 million). The share of depreciations of net sales was 3.4%. The operating profit was EUR 3.5 million (0.4 million), which was 7.7% (0.9%) of net sales.

The result before extraordinary items, appropriations and taxes showed a profit of EUR 2.592 million (-1.021 million). Taxes totaled EUR 436,000 (241,000). The result of the fiscal year showed a profit of EUR 2.2 million (-1.3 million).

The company's return on equity improved to 23.1% (-12.8%). Return on investment was 11.6% (1.4%). Earnings per share rose to EUR 0.80 (-0.49).

Financing

The Group's net financial position improved clearly compared to the previous fiscal year.

The equity ratio rose to 30.4% (20.6%). The share of net liabilities was 37.5% of net sales. Net financing costs were EUR 0.9 million (1.4 million). The share of net financing costs was 2.0% (3.2%) of net sales.

Investments

Group investments totaled EUR 1.1 million (2.7 million). The renewal of information systems was the biggest investment. The remaining investments were replacement investments. The existing production capacity is sufficient to meet growing demand without any major investments in the near future.

During the fiscal year the company sold the real estate it owned in Australia.

Research and Product Development

The most important areas in research and product development included the filters of the new product family, the improvement of the existing products, and the development of processes. Larox's contribution to research, development of equipment and processes, as well as test operations was approximately EUR 2.7 million.

Personnel

The average number of personnel in the Group was 286 (303), 181 (186) of whom worked for the parent company. Wages and salaries totaled EUR 10.0 million (9.8 million), of which EUR 149,000 (33,000) were commissions on profit. Salaries paid to the presidents of the parent and subsidiary companies and the Board of Directors totaled EUR 0.6 million (0.8 million), of which EUR 2,000 (16,000) were commissions on profit.

Share Issue Authorizations

The Board of Directors has no existing share issue authorizations granted by the annual shareholders' meeting.

Future Prospects

The Group anticipates positive fiscal development in the foreseeable future. In solid/liquid separation, Larox's focus on process solutions that require special know-how is improving customer service, which in turn is increasing the company's competitiveness in world markets. The processes in the mining and chemical industries chosen by Larox have considerable market potential. The importance of energy-saving, environmentally friendly solutions is constantly growing. Concern for the environment is starting to grow in emerging markets, which is opening up new opportunities for Larox.

Due to the realized measures to intensify operations, prerequisites for the improvement of profitability will exist during the 2000 fiscal year.

The improved state of the world economy and increased world market prices for base metals, which affect the mining sector, benefit Larox. These trends, together with a better order backlog, form a good basis for growth. A critical factor in 2000 will be the timing of customers' investment decisions.

The Group's objective is to remain being a reliable, customer-oriented company with worldwide, high-quality operations and leading expertise in its sector.

Board Proposal for Distribution of Profits

The Group's dividends available for distribution in the consolidated balance sheet on December 31, 1999 is EUR 5,071,784.52. The parent company's profit for fiscal year 1999 is EUR 1,278,004.70. The parent company's dividends available for distribution totaled EUR 3,511,185.72.

The Board of Directors proposes that a dividend of EUR 0.24 per share, i.e. EUR 633,864.00, be paid. The remaining EUR 2,877,321.72 will be retained and carried forward for the parent company.

Income Statement

| (EUR 1000) | Group 1/1-12/31/99 | Group 1/1-12/31/98 | Larox Oyj 1/1-12/31/99 | Larox Oyj 1/1-12/31/98 |
|--|-----------------------|-----------------------|---------------------------|---------------------------|
| Net Sales | 46,103 | 44,309 | 34,914 | 30,774 |
| Increase/Decrease in Stocks of Finished Goods | -1,082 | -96 | 108 | 38 |
| Other Operating Income | 1,420 | 437 | 1,382 | 320 |
| Raw Materials and Services | | | | |
| Raw materials and consumables: | | | | |
| Purchases during the financial year | 16,365 | 18,874 | 14,423 | 13,685 |
| Variation in inventories | 57 | -2,602 | 139 | -1 936 |
| External services | 861 | 542 | 825 | 801 |
| Raw Materials and Services | 17,284 | 16,814 | 15,387 | 12,551 |
| Staff Expenses | | | | |
| Wages and salaries | 10,036 | 9,774 | 5,659 | 5,302 |
| Social security expenses: | | | | |
| Pension expenses | 106 | 118 | 8 | 11 |
| Other social security expenses | 2,160 | 1,975 | 1,718 | 1,517 |
| Staff Expenses | 12,302 | 11,868 | 7,385 | 6,830 |
| Depreciation and Reduction in Value | | | | |
| Depreciation according to plan | 1,583 | 1,868 | 1,125 | 1,240 |
| Depreciation and Reduction in Value | 1,583 | 1,868 | 1,125 | 1,240 |
| Other Operating Charges | 11,742 | 13,715 | 9,862 | 9,518 |
| Operating Profit/Loss | 3,530 | 386 | 2,646 | 993 |
| Financial Income and Expenses | | | | |
| Income from group undertakings | | | 101 | 60 |
| Income from participating interests | | | 2 | |
| Income from other investments under non-current assets | | | 9 | 10 |
| Other interest and financial income | 116 | 41 | 59 | |
| Interest and other financial expenses | 1,054 | 1,448 | 1,047 | 1,095 |
| Financial Income and Expenses | -938 | -1,408 | -876 | -1,024 |
| Profit/Loss Before Extraordinary Items | 2,592 | -1,022 | 1,769 | -32 |
| Profit Before Appropriations and Taxes | 2,592 | -1,022 | 1,769 | -32 |
| Appropriations | | | | |
| Variation in accelerated depreciation | 77 | | 29 | |
| Appropriations | 77 | | 29 | |
| Minority Share | 34 | 24 | | |
| Direct Taxes | 436 | 241 | 520 | 4 |
| Profit/Loss for the Period | 2,199 | -1,286 | 1,278 | -35 |

Balance Sheet

| (EUR 1000) | Group 12/31/99 | Group 12/31/98 | Larox Oyj 12/31/99 | Larox Oyj 12/31/98 |
|---|-------------------|-------------------|-----------------------|-----------------------|
| ASSETS | | | | |
| Non-Current Assets | | | | |
| Intangible Assets | | | | |
| Intangible rights | 729 | 731 | 190 | 93 |
| Other capitalized long-term expenditure | 1,487 | 580 | 1,487 | 494 |
| Other capitalized long-term expenditure in progress | | 790 | | 790 |
| | 2,216 | 2,101 | 1,677 | 1,376 |
| Tangible Assets | | | | |
| Land and waters | 1,488 | 1,830 | 1,108 | 1,108 |
| Buildings | 6,077 | 6,570 | 6,051 | 6,131 |
| Machinery and equipment | 2,438 | 3,324 | 1,760 | 2,202 |
| Other tangible assets | 47 | 79 | 22 | 27 |
| Advance payments | | 16 | | 16 |
| | 10,051 | 11,819 | 8,941 | 9,484 |
| Investments | | | | |
| Holdings in group undertakings | | | 2,211 | 2,488 |
| Receivables in group undertakings | | | 525 | 525 |
| Participating interests | 508 | | 332 | 84 |
| Other shares and similar rights of ownership | 4 | 5 | 4 | 5 |
| Other receivables | 39 | 31 | | |
| | 551 | 36 | 3,072 | 3,103 |
| Current Assets | | | | |
| Inventories | | | | |
| Raw materials and consumables | 5,512 | 6,967 | 5,512 | 5,652 |
| Work in progress | 268 | 373 | 268 | 345 |
| Finished products/goods | 3,083 | 3,321 | 409 | 224 |
| Other inventories | | 141 | | |
| Advance payments | 430 | | 130 | |
| | 9,293 | 10,801 | 6,319 | 6,221 |
| Receivables | | | | |
| Trade receivables | 9,487 | 12,601 | 6,686 | 7,492 |
| Amounts owed by group undertakings | | | 4,480 | 8,199 |
| Amounts owed by participating interest undertakings | 241 | 66 | 89 | 66 |
| Loan receivables | 146 | 8 | 171 | 8 |
| Other receivables | 519 | 1,303 | 447 | 390 |
| Deferred tax receivable | 743 | | | |
| Prepayments and accrued income | 1,060 | 1,351 | 502 | 885 |
| | 12,197 | 15,329 | 12,374 | 17,042 |
| Cash-in-Hand and Bank Accounts | 794 | 923 | 53 | 62 |
| Total Assets | 35,102 | 41,009 | 32,436 | 37,288 |

Balance Sheet

| (EUR 1000) | Group 12/31/99 | Group 12/31/98 | Larox Oyj 12/31/99 | Larox Oyj 12/31/98 |
|---|-------------------|-------------------|-----------------------|-----------------------|
| LIABILITIES | | | | |
| Capital and Reserves | | | | |
| Subscribed capital | 4,442 | 4,442 | 4,442 | 4,442 |
| Share premium account | 11 | 11 | 11 | 11 |
| Revaluation reserve | 75 | 75 | 75 | 75 |
| Other funds | 152 | | | |
| Retained earnings/loss | 3,623 | 4,477 | 2,335 | 2,370 |
| Profit/loss for the financial year | 2,199 | -1,286 | 1,278 | -35 |
| | 10,502 | 7,719 | 8,141 | 6,863 |
| Minority Share | | 429 | | |
| Appropriations | | | | |
| Accelerated depreciation | | | 943 | 972 |
| Provisions | | | | |
| Guarantee provision | 140 | 115 | 139 | 115 |
| Creditors, Non-Current | | | | |
| Loans from credit institutions | 6,504 | 6,686 | 6,504 | 6,673 |
| Pension loans | 1,473 | 1,584 | 1,473 | 1,584 |
| Deferred tax liability | 273 | 290 | | |
| Other non-current liabilities | 75 | 70 | 8 | 8 |
| | 8,326 | 8,630 | 7,986 | 8,265 |
| Creditors, Current | | | | |
| Loans from credit institutions | 3,717 | 4,146 | 2,181 | 2,497 |
| Pension loans | 111 | 119 | 111 | 119 |
| Advances received | 612 | 1,401 | 475 | 543 |
| Trade payables | 1,903 | 1,965 | 1,773 | 2,423 |
| Notes payable | 5,507 | 10,976 | 5,486 | 9,963 |
| Amounts owed to group undertakings | | | 1,594 | 1,258 |
| Amounts owed to participating interest undertakings | 121 | | 53 | |
| Other current liabilities | 2,932 | 1,796 | 1,041 | 2,251 |
| Accrued liabilities and deferred income | 1,230 | 3,713 | 2,514 | 2,019 |
| | 16,134 | 24,116 | 15,228 | 21,073 |
| Total Liabilities | 35,102 | 41,009 | 32,436 | 37,288 |

Source and Application of Funds

| (EUR 1000) | Group 12/31/99 | Group 12/31/98 | Larox Oyj 12/31/99 | Larox Oyj 12/31/98 |
|---|-------------------|-------------------|-----------------------|-----------------------|
| Regular Operations | | | | |
| Operating profit | 3,530 | 386 | 2,646 | 993 |
| Adjustments to sales | 1,634 | 2,011 | 1,149 | 1,240 |
| Change in working capital | 2,837 | 3,785 | 3,521 | 3,810 |
| Cash flow from regular operations | 8,001 | 6,182 | 7,316 | 6,043 |
| Interest income | 116 | 41 | 171 | 70 |
| Interest expenses | -1,054 | -1,447 | -1,047 | -1,036 |
| Other financial items | | | | -59 |
| Taxes | -436 | -241 | -520 | -4 |
| Net Cash Flow from Regular Operations | 6,627 | 4,535 | 5,920 | 5,014 |
| Investments | | | | |
| Purchase of fixed assets | -1,290 | -2,773 | -880 | -2,413 |
| Sales of fixed assets | 744 | | 31 | |
| Increase in other capitalized long-term expenditure | | 223 | | |
| Cash Flow of Investments | -546 | -2,550 | -849 | -2,413 |
| Cash Flow Before Financing | 6,081 | 1,985 | 5,071 | 2,601 |
| Financing | | | | |
| Increase in long-term loans (+) | 3,524 | 8,823 | 2,013 | 8,744 |
| Decrease in long-term loans (-) | -4,265 | -8,744 | -2,616 | -9,554 |
| Increase/decrease of short-term loans (+/-) | -5,469 | | -4,477 | |
| Dividends | | -1,777 | | -1,777 |
| Total Financing | -6,210 | -1,698 | -5,080 | -2,587 |
| Change in liquid assets according to balance sheet | -129 | 287 | -9 | 14 |
| Liquid assets 1/1/1999 | 923 | 636 | 62 | 48 |
| Liquid Assets 12/31/1999 | 794 | 923 | 53 | 62 |

Notes to Financial Statements

ACCOUNTING PRINCIPLES

Consolidation

The consolidated financial statements include the accounts of the parent company, Larox Oyj, and all companies in Finland and abroad over which Larox Oyj has control. As an exception to the above, Larox Central Africa Ltd. and Filtros Larox Mexico S.A. de C.V. are not included in the consolidation, because their operations are in a start-up phase and they have not had any effect on the company's result. Larox Flowsys Oy has been consolidated in the Group income statement, and it has been handled as an associated company in the balance sheet as a result of the realized decrease of ownership at the end of the fiscal year.

The acquisition cost method is used in the elimination of subsidiary shares. Associated companies have been combined using the one-line method.

The Group's accumulated depreciation difference is allocated to retained earnings. The amount calculated from the tax rate is shown in the deferred tax liability line under liabilities. Calculated tax receivables due to the elimination of internal sales contribution margins and compulsory provisions have been entered in changing assets and to profit of the financial year. The transition difference from consolidation is presented under retained earnings.

Foreign Currency Transactions

Foreign currency transactions are entered in the accounts as Euros using the exchange rate in effect on the transaction date. Assets and liabilities denominated in foreign currency are translated into Euros in the financial statements using the European Central Bank's average exchange rate on the balance sheet date. Assets and liabilities in currencies of EMU countries have been translated into Euros in the financial statements using fixed conversion factors.

The income statements of foreign group companies have been converted into Euros in the consolidated financial statements using the average exchange rates for the period and balance sheets using the European Central Bank's average exchange rate on the closing day, and for EMU countries, using fixed conversion factors.

All realized and unrealized exchange rate differences from sales receivables and accounts payable, current and non-current liabilities, and receivables are charged against the result. The exchange difference of the corresponding item to be hedged has been adjusted by the exchange difference of the derivative instrument used for hedging purposes.

Net Sales

Sales of products and services are recognized at the time of delivery. Sales are presented net of indirect taxes and adjustments to sales. Adjustments to sales include granted discounts and exchange differences resulting from sales. Information from earlier years have been adjusted according to the new accounting act.

Wages and Salaries

The wages paid for production in the Notes include the wages paid for working hours, as well as wages for annual holidays, paid days off, periods of sickness, holiday reimbursements, bonuses paid for years of service and similar benefits.

Research and Product Development Costs

Research and product development costs have been entered as annual costs in the year they were originated. Costs that accumulate income during three or more years have been deemed as long-term costs and will be depreciated in 5 to 10 years.

Direct Taxes

The direct taxes recorded in the income statement are the estimated taxes for the period as well as adjustments to the taxes of previous periods. Tax receivables due to losses are treated according to local practice in the financial statements of the foreign subsidiaries.

Inventories

The book values of inventories are valued at the direct acquisition cost or at a lower reacquisition price.

Fixed Assets and Depreciation

The book values of fixed assets are based on the original acquisition cost, with the exception of certain land and water areas that have been revalued.

Depreciation according to plan is made on a straight-line basis on depreciable fixed assets, based on the estimated useful economic life. The periods of depreciation are based on the useful economic life as follows: buildings and constructions 40 years, machinery and equipment 4-10 years, other capitalized expenditure 3-10 years, other tangible assets 10 years, intangible rights 10 years.

Adapting Insider Instruction

The company has defined statutory insiders and insiders by definition as well as the principles regarding insiders per projects. The new instructions will become effective on March 1, 2000.

NOTES TO THE INCOME STATEMENT

| (EUR 1000) | Group 1/1-12/31/99 | Group 1/1-12/31/98 | Larox Oyj 1/1-12/31/99 | Larox Oyj 1/1/12/31/98 |
|---|-----------------------|-----------------------|---------------------------|---------------------------|
| 1. Other Operating Income | | | | |
| Compensation for cancellation of trade | 689 | | 624 | |
| Compensation for legal proceedings | 327 | | 327 | |
| Other | 404 | 437 | 431 | 320 |
| Total | 1,420 | 437 | 1,382 | 320 |
| 2. Average Number of Personnel | | | | |
| Office staff | 209 | 227 | 113 | 120 |
| Workers | 77 | 76 | 68 | 69 |
| Total | 286 | 303 | 181 | 189 |
| 3. Wages and Salaries | | | | |
| Wages and benefits | 10,036 | 9,774 | 5,659 | 5,302 |
| Of which salaries and benefits for: | | | | |
| Managing directors and board members | 588 | 813 | 197 | 188 |
| Pension expenses | 106 | 118 | 8 | 11 |
| Other personnel expenses | 2,160 | 1,976 | 1,718 | 1,518 |
| Total | 12,302 | 11,868 | 7,385 | 6,830 |
| 4. Depreciation | | | | |
| Planned depreciation: | | | | |
| Buildings | 154 | 188 | 122 | 156 |
| Machinery and equipment | 985 | 1,269 | 600 | 811 |
| Other tangible assets | 4 | 6 | 4 | 6 |
| Other capitalized expenditure | 401 | 342 | 362 | 246 |
| Intangible assets | 39 | 22 | 37 | 21 |
| Goodwill on consolidation | | 41 | | |
| Total | 1,583 | 1,868 | 1,125 | 1,240 |
| Difference between booked and planned depreciation: | | | | |
| Buildings | 36 | | 37 | |
| Machinery and equipment | -113 | 11 | -66 | |
| Total | -77 | 11 | -29 | |
| Accelerated difference between booked and planned depreciation: | | | | |
| Buildings | 832 | 796 | 834 | 796 |
| Machinery and equipment | 182 | 295 | 92 | 159 |
| Other capitalized expenditure | 17 | 17 | 17 | 17 |
| Total | 1,031 | 1,108 | 943 | 972 |
| 5. Financial Income and Expenses from Group Companies | | | | |
| Group undertakings | | | 101 | 60 |
| Participating interests | | | 2 | |
| Total | | | 103 | 60 |
| 6. Taxes | | | | |
| Taxes from period | -620 | -254 | -520 | -4 |
| Change in deferred taxes | 184 | 13 | | |
| Total | -436 | -241 | -520 | -4 |

NOTES TO THE BALANCE SHEET

| (EUR 1000) | Group 1999 | Group 1998 | Larox Oyj 1999 | Larox Oyj 1998 |
|--|---------------|---------------|-------------------|-------------------|
| 7. Change in Fixed Assets | | | | |
| Intangible Assets: | | | | |
| Acquisition expense 1/1 | 1,711 | 1,679 | 1,061 | 1,031 |
| Increase/decrease | 37 | 32 | 133 | 29 |
| Acquisition expense 12/31 | 1,748 | 1,711 | 1,194 | 1,061 |
| Accumulated planned depreciation 12/31 | 1,019 | 980 | 1,004 | 967 |
| Planned depreciation 1/1-12/31 | 39 | 22 | 37 | 21 |
| Book value 12/31 | 729 | 731 | 190 | 93 |
| Other Capitalized Expenditure: | | | | |
| Acquisition expense 1/1 | 4,137 | 3,827 | 3,698 | 3,459 |
| Increase/decrease | 1,308 | 310 | 1,355 | 239 |
| Acquisition expense 12/31 | 5,445 | 4,137 | 5,053 | 3,698 |
| Accumulated planned depreciation 12/31 | 3,958 | 3,557 | 3,566 | 3,204 |
| Planned depreciation 1/1-12/31 | 401 | 342 | 362 | 246 |
| Book value 12/31 | 1,487 | 580 | 1,487 | 494 |
| Land Areas: | | | | |
| Acquisition expense 1/1 | 1,830 | 2,013 | 1,108 | 1,108 |
| Increase/decrease | -342 | -183 | 1,108 | 1,108 |
| Acquisition expense 12/31 | 1,488 | 1,830 | 1,108 | 1,108 |
| Revaluations on Land Areas | 563 | 563 | 563 | 563 |
| Buildings: | | | | |
| Acquisition expense 1/1 | 8,583 | 7,886 | 8,060 | 7,244 |
| Increase/decrease | -339 | 697 | 42 | 817 |
| Acquisition expense 12/31 | 8,244 | 8,583 | 8,102 | 8,060 |
| Accumulated planned depreciation 12/31 | 2,167 | 2,013 | 2,051 | 1,929 |
| Planned depreciation 1/1-12/31 | 154 | 188 | 122 | 156 |
| Book value 12/31 | 6,077 | 6,570 | 6,051 | 6,131 |
| Revaluations on buildings | 2,787 | 2,787 | 2,787 | 2,787 |
| Machinery and equipment: | | | | |
| Acquisition expense 1/1 | 11,322 | 10,460 | 7,893 | 7,201 |
| Increase/decrease | 99 | 863 | 159 | 693 |
| Acquisition expense 12/31 | 11,421 | 11,322 | 8,052 | 7,893 |
| Accumulated planned depreciation 12/31 | 8,983 | 7,998 | 6,292 | 5,692 |
| Planned depreciation 1/1-12/31 | 985 | 1,269 | 600 | 811 |
| Book value 12/31 | 2,438 | 3,324 | 1,760 | 2,202 |
| Other tangible assets: | | | | |
| Acquisition expense 1/1 | 161 | 135 | 104 | 104 |
| Increase/decrease | -28 | 26 | 104 | 104 |
| Acquisition expense 12/31 | 133 | 161 | 104 | 104 |
| Accumulated planned depreciation 12/31 | 86 | 82 | 82 | 78 |
| Planned depreciation 1/1-12/31 | 4 | 6 | 4 | 5 |
| Book value 12/31 | 47 | 79 | 22 | 27 |

Revaluations are directed to the parent company's land areas and buildings. Revaluations were made in 1990 or earlier based on outside evaluation. Revaluations include deferred taxes of EUR 971.5 million, which has not been booked, because it is not obvious that deferred taxes will be realized in the immediate future.

| | | | | |
|------------|-----------------------|---------------|---------------------------|-------------------|
| (EUR 1000) | Group 1999 | Group 1998 | Larox Oyj 1999 | Larox Oyj 1998 |
|------------|-----------------------|---------------|---------------------------|-------------------|

8. Receivables from Group Undertakings

| | | | | |
|--------------------------------|--|--|--------------|-------|
| Trade receivables | | | 2,529 | 3,426 |
| Loan receivables | | | 1,947 | 4,470 |
| Prepayments and accrued income | | | | 231 |
| Other receivables | | | 4 | 72 |
| Total | | | 4,480 | 8,199 |

9. Receivables from Participating Interests

| | | | | |
|-------------------|------------|----|-----------|----|
| Trade receivables | 175 | | 22 | |
| Loan receivables | 66 | 66 | 67 | 66 |
| Total | 241 | 66 | 89 | 66 |

10. Capital Invested in Mining Production

(EUR million)

| | | | | |
|------------------|------------|-----|------------|-----|
| Loan receivables | | | 0.5 | 0.5 |
| Fixed assets | 1.0 | 1.0 | | |
| Shares | | | 0.5 | 0.5 |
| Total | 1.0 | 1.0 | 1.0 | 1.0 |

11. Shares and Shareholdings

| Subsidiary Shares* | Country | Number | Share (%) | Currency | Nominal Value | Book Value |
|---------------------------|-----------|--------|-----------|----------|---------------|------------|
| Larox Inc. | USA | 50 | 100 | USD | 1,000,000 | 686,964 |
| Larox Europe GmbH | Germany | 500 | 100 | DEM | 250,000 | 120,860 |
| Larox Pty Ltd Australia | Australia | 400 | 100 | AUD | 400 | 770,071 |
| Larox Chile S.A. | Chile | 1,500 | 100 | CLP | 15,000,000 | 34,122 |
| Larox Poland Ltd | Poland | 335 | 100 | PLN | 335,000 | 103,661 |
| Konstruktioinsinöörity Oy | Finland | 50 | 100 | FIM | 30,000 | 5,046 |
| Cia Minera Trinidad S.A. | Peru | 52,991 | 98 | PEI | 6,459,642 | 490,229 |
| Total Subsidiary Shares | | | | | | 2,210,953 |

*A complete specification of share holdings in the Group and other companies is included in the official consolidated financial statements.

| | Share (%) | Nominal Value | Book Value |
|---------------------------------|-----------|---------------|------------|
| Associated Company Shares | | | |
| Larox Flowsys Oy | 49 | 247,236 | 247,236 |
| Statech Engineering Oy | 20 | 83,011 | 84,339 |
| Total Associated Company Shares | | | 331,575 |
| Other Shares | | | 4,263 |
| Total Shares and Shareholdings | | | 2,546,791 |

12. Shareholder Equity

| | | | | |
|--|---------------|--------|--------------|--------|
| Subscribed capital at beginning of period | 4,442 | 4,442 | 4,442 | 4,442 |
| Subscribed capital at end of period | 4,442 | 4,442 | 4,442 | 4,442 |
| Share premium account at beginning of period | 11 | 11 | 11 | 11 |
| Share premium account at end of period | 11 | 11 | 11 | 11 |
| Revaluation reserve at beginning of period | 75 | 75 | 75 | 75 |
| Revaluation reserve at end of period | 75 | 75 | 75 | 75 |
| Other reserves | 152 | | | |
| Retained earnings at beginning of period | 3,191 | 6,621 | 2,335 | 4,147 |
| Dividend | | -1,777 | | -1,777 |
| Retained earnings at end of period | 3,191 | 4,844 | 2,335 | 2,370 |
| Other increase/decrease | 432 | -368 | | |
| Profit/loss for period | 2,199 | -1,286 | 1,278 | -35 |
| Total capital and reserves | 10,502 | 7,718 | 8,141 | 6,863 |

| (EUR 1000) | Group 1999 | Group 1998 | Larox Oyj 1999 | Larox Oyj 1998 |
|--|---------------|---------------|-------------------|-------------------|
| 12 b. Calculation of Dividends Available for Distribution | | | | |
| Retained earnings | 3,623 | 4,476 | 2,335 | 2,370 |
| Profit for the period: | 2,199 | -1,286 | 1,278 | -35 |
| Capitalized research expenditure | -101 | -78 | -101 | -78 |
| Closing entries | -649 | -640 | | |
| Total | 5,072 | 2,472 | 3,511 | 2,256 |
| 13. Provisions | | | | |
| Obligatory provisions: | | | | |
| Guarantee provision at beginning of period | 115 | 141 | 115 | 141 |
| Change | 25 | -25 | 24 | -25 |
| Guarantee provision at end of period | 140 | 115 | 139 | 115 |
| 14. Payables to Group Undertakings | | | | |
| Trade payables | | | 548 | 487 |
| Deferred liabilities | | | | 474 |
| Other liabilities | | | 1,046 | 297 |
| Total | | | 1,594 | 1,258 |
| 15. Payables to Participating Interests | | | | |
| Trade payables | 121 | | 53 | |
| 16. Deferred Tax Liabilities and Receivables | | | | |
| Deferred tax receivables: | | | | |
| Consolidation | 297 | | | |
| Periodization differences | 446 | | | |
| Total | 743 | | | |
| Deferred tax liabilities: | | | | |
| Closing entries | 273 | 290 | | |
| Total | 273 | 290 | | |
| 17. Fire Insurance Value of Fixed Assets | | | | |
| Fire insurance value of fixed assets | 18,017 | 17,794 | 16,547 | 16,080 |
| 18. Securities Given | | | | |
| Liabilities Secured by Mortgages | | | | |
| Pension loans | 1,584 | 1,703 | 1,584 | 1,703 |
| Secured by real estate mortgage | 168 | 252 | 168 | 252 |
| Loans from financial institutions | 16,495 | 23,841 | 14,938 | 21,165 |
| Secured by real estate mortgage* | 6,426 | 6,426 | 6,426 | 6,426 |
| Secured by mortgage on company assets* | 3,936 | 4,608 | 3,936 | 4,272 |
| Total secured by mortgages | 10,530 | 11,286 | 10,530 | 10,950 |
| *General pledging | | | | |
| Other Liabilities Secured by Mortgages | | | | |
| Secured by real estate mortgage | 135 | 135 | 872 | 135 |
| Secured by mortgage on company assets | 2,847 | | 2,781 | |
| Total | 2,982 | 135 | 3,653 | 135 |
| Guarantees for Other Companies | | | | |
| For group companies | 3,315 | 3,315 | 2,911 | 2,911 |
| For participating interest companies | 1,824 | 1,824 | 281 | 281 |
| Total | 5,139 | 5,139 | 3,192 | 3,192 |

19. Other Liabilities

| | | | | |
|----------------------------------|------------|-----|------------|-----|
| Leasing liabilities: | | | | |
| During year after reporting year | 302 | 225 | 217 | 95 |
| After more than one year | 442 | 430 | 310 | 293 |
| Pension liabilities | 40 | 40 | 40 | 40 |
| Total | 784 | 695 | 567 | 428 |

20. Non-Current Liabilities Falling Due After Five Years or Later

| | | | | |
|-----------------------------------|--------------|-------|--------------|-------|
| Loans from financial institutions | 674 | 1,283 | 674 | 1,283 |
| Pension loans | 668 | 278 | 668 | 278 |
| Total | 1,342 | 1,561 | 1,342 | 1,561 |

OTHER NOTES TO THE FINANCIAL STATEMENTS**21. Derivative Instruments 12/31/1999**

| (EUR 1000) Foreign currency derivatives | Market Value | Value of Underlying Instrument |
|---|---------------|--------------------------------|
| Forward foreign exchange contracts | 1,388 | 1,321 |
| Currency option contracts: | | |
| Purchased | 5,475 | 5,475 |
| Written* | 10,950 | 10,867 |

*Written options have been used in connection with purchased currency put options.

The total market value of forward foreign contracts and currency option contracts is calculated from the European Central Bank's average exchange rate on the balance sheet date. The values of the underlying instruments are recorded in full according to the Euro value of the currency bought or sold on the date of the balance sheet.

22. Hedging Against Currency and Interest Risks

The Group objective is to minimize the impact of currency and interest risks on the Group's cash reserves, profits and shareholders' equity.

In accordance with the approved foreign currency policy, the task of the Group's financing operations is to hedge against all major currency risks. The Group's foreign currency exposure consists primarily of accounts receivable, order backlog, liabilities in foreign currencies and some of the outstanding offers.

Exchange rate profits and losses relating to actual business operations, as well as premiums paid and received, are treated as adjustments to sales and purchase items. Exchange rate profits and losses from financial operations are recorded under financial income and expenses. The most important invoicing currencies for Larox are USD, FIM, AUD and EUR. The Group's main purchasing currency is FIM. To hedge currency positions, the company uses forward contracts, currency options and currency loans. The Group also protects the shareholders' capital of foreign subsidiaries with currency loans.

To control interest risks, the Group disperses its loans and short-term investments in fixed and floating rate instruments. At the end of the fiscal year the Group had no open forward rate agreements or interest rate swaps.

23. Loans with Warrants

The bonds subscribed in 1997 total 8,241.20 EUR. The subscription period is February 19, 2001 – March 4, 2001. The subscription price is EUR 10.04/share.

Based on the loans and warrants 49,000 B-shares can be subscribed, the total nominal value of which is EUR 82,412.08.

24. Options

All 50,000 option rights for the management issued in 1999 were subscribed. The subscription period is February 18 to March 15, 2002 and the subscription price is EUR 15.22/share.

Based on the option rights 50,000 B-shares can be subscribed, the total nominal value of which is EUR 84,093.96.

25. Disputes

The Helsinki District court, in its judgement of January 14, 2000, declared Outokumpu Corporation patent 76639 null and void and according to the Larox Corporation suit, and ordered Outokumpu Corporation to compensate Larox Corporation for legal expenses.

According Larox Corporation's view, the infringement suit Outokumpu Corporation raised against Larox Corporation regarding the same patent has become groundless due to the nullity judgement, and during spring 2000 the Helsinki District Court will most probably dismiss the infringement suit against the patent, unless the parties concerned agree on the completion of the infringement suit before that date.

Signatures

Lappeenranta, Finland
February 16, 2000

Nuutti Vartiainen

Katariina Aaltonen

Jouko Jaakkola

Teppo Taberman

Timo Vartiainen

Auditors' Report

To the shareholders of Larox Oyj:

We have audited the accounting, the financial statements and corporate governance of Larox Oyj for the period January 1 – December 31, 1999. The financial statements, which have been prepared by the Board of Directors and the Chief Executive Officer, include the report of the Board of Directors, and the consolidated and parent company income statements, balance sheets and notes to the accounts. Based on our audit we express an opinion on these financial statements and on corporate governance.

We have conducted the audit in accordance with the generally accepted 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 and significant estimates made by the management 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 Chief Executive Officer have legally complied with the rules of the Finnish Companies' Act.

In our opinion the financial statements have been prepared in accordance with the Finnish 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 both the consolidated and parent company's result of operations as well as of the financial position. The financial statements, including the consolidated statements, can be adopted and the members Board of Directors of the parent company and the Chief Executive Officer can be discharged from liability for the financial period audited by us. The proposal by the Board of Directors regarding the distributable assets is in compliance with the Companies' Act.

Lappeenranta, Finland
January 16, 2000

Petteri Valkonen
CPA

Pasi Waris
CPA

Shares and Shareholders

Share-Related Data

| | 1999 | 1998 | 1997 | 1996 | 1994-1995 |
|---|----------------|---------|---------|---------|-----------|
| Earnings per share, EUR | 0.80 | -0.49 | 1.95 | 0.85 | 0.04 |
| Shareholder equity per share, EUR | 3.98 | 2.92 | 4.22 | 2.68 | 2.39 |
| Dividend per share, EUR | 0.24 | 0.00 | 0.67 | 0.32 | 0.17 |
| Dividend per earnings ratio (%) | 29.9 | 0.0 | 34.5 | 37.6 | 460.7 |
| Dividend yield (%) | 3.8 | 0.0 | 6.1 | 5.0 | 4.2 |
| Price per earnings ratio (P/E) | 7.9 | -12.9 | 5.7 | 7.5 | 110.6 |
| Development of share price: | | | | | |
| Average trading price, EUR | 5.70 | 12.66 | 9.99 | 5.92 | 6.09 |
| Lowest trading price, EUR | 4.40 | 5.05 | 6.48 | 4.20 | 3.87 |
| Highest trading price, EUR | 8.01 | 16.15 | 12.45 | 7.06 | 11.60 |
| Trading price at end of period, EUR | 6.35 | 6.31 | 11.27 | 6.32 | 4.41 |
| Market capitalization at end of period: | | | | | |
| A-shares, EUR millions* | 4.5 | 4.4 | 7.9 | 4.5 | 2.9 |
| B-shares, EUR millions | 12.3 | 12.1 | 21.4 | 12.3 | 7.8 |
| Total | 16.8 | 16.6 | 29.3 | 16.8 | 10.7 |
| Trading volume: | | | | | |
| B-shares, 1000 | 236.5 | 717 | 822.5 | 552.8 | 292.3 |
| In relation to average number of B-shares (%) | 12.2 | 37.1 | 42.6 | 28.6 | 15.7 |
| Average number of shares at end of period, 1000 | 1,933.1 | 1,933.1 | 1,933.1 | 1,933.1 | 1,856.8 |
| Number of shares at end of period: | | | | | |
| A-shares, 1000 | 708 | 708 | 708 | 708 | 708 |
| B-shares, 1000 | 1,933.1 | 1,933.1 | 1,933.1 | 1,933.1 | 1,933.1 |
| Total, 1000 | 2,641.1 | 2,641.1 | 2,641.1 | 2,641.1 | 2,641.1 |

The figures per share are share-issue adjusted. The length of the fiscal year 1994-1995 was exceptional.

* A-share data is based on the B-share's last trading rate of the fiscal year.

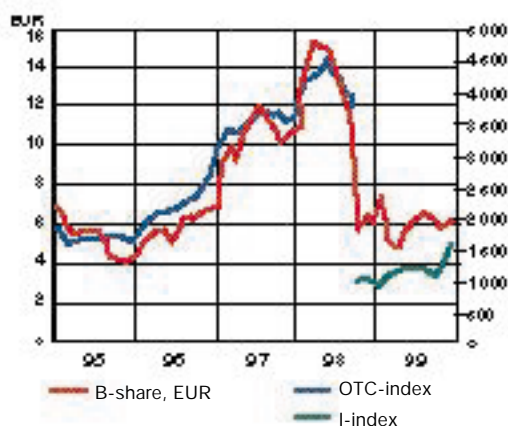
Distribution of Share Capital Sectors on 12/31/1999

| | Shareholders (#) | Shareholders (%) | Total Shares | Share Capital (%) |
|--|------------------|------------------|--------------|-------------------|
| Private enterprises | 59 | 9.0 | 302,508 | 11.5 |
| Financial institutions and insurance companies | 4 | 0.6 | 81,767 | 3.1 |
| Public corporations | 4 | 0.6 | 181,212 | 6.9 |
| Non-profit institutions | 9 | 1.4 | 73,870 | 2.8 |
| Households | 578 | 88.1 | 1,993,297 | 75.5 |
| Foreign owners | 2 | 0.3 | 48 | 0.0 |
| Total | 656 | 100.0 | 2,632,702 | 99.7 |
| On joint account | | | 8,398 | 0.3 |
| Total issued | | | 2,641,100 | 100.0 |

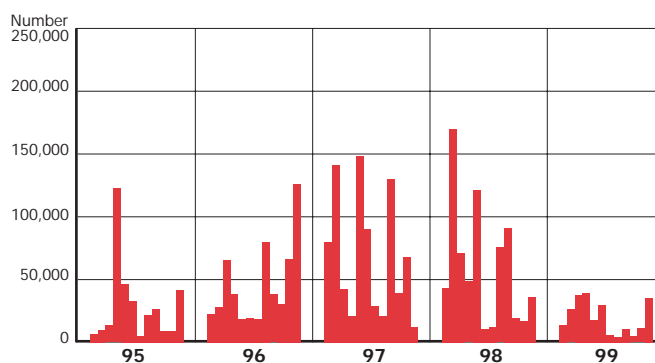
Distribution of Share Capital in Order of Magnitude on 12/31/1999

| | Shareholders (#) | Shareholders (%) | Total Shares | Share Capital (%) |
|------------------|------------------|------------------|--------------|-------------------|
| 1-100 | 119 | 18.1 | 6,074 | 0.2 |
| 101- 500 | 293 | 44.5 | 83,872 | 3.2 |
| 501-1,000 | 116 | 17.6 | 93,427 | 3.5 |
| 1,001-5,000 | 87 | 13.2 | 196,795 | 7.5 |
| 5,001-10,000 | 14 | 2.1 | 103,225 | 3.9 |
| 10,001-50,000 | 21 | 3.2 | 552,416 | 20.9 |
| 50,001-100,000 | 4 | 0.6 | 291,463 | 11.0 |
| Over 100,000 | 5 | 0.8 | 1,305,430 | 49.5 |
| On joint account | | | 8,398 | 0.3 |
| Total issued | | | 2,641,100 | 100.0 |

Price Development of Larox B-share



Exchange of Larox B-share



Principal Shareholders on 12.31.1999

| | Share Capital (%) | Voting Rights (%) |
|--|-------------------|-------------------|
| Aaltonen Terhi-Katariina | 12.0 | 23.2 |
| Kupias Karoliina | 11.7 | 23.1 |
| Vartiainen Timo | 11.6 | 23.1 |
| Vartiainen Nuutti | 9.7 | 16.2 |
| Keskinäinen Eläkevakuutusyhtiö Ilmarinen | 4.5 | 0.7 |
| Capillary Oy | 3.8 | 0.6 |
| Vartiainen Tyne | 3.3 | 4.3 |
| Thomeko Oy | 2.1 | 0.3 |
| LEL Työeläkekassa | 1.9 | 0.3 |
| Kirkon keskusrahasto | 1.8 | 0.3 |

The total number of shares owned and possessed by Board members and President is 1,146,437, which equals 65.1% of voting rights.

Development of the Group 1995-1999

| (EUR 1000) | 1999 | 1998 | 1997 | 1996 | 1994-1995 |
|---|---------------|--------|--------|--------|-----------|
| Scope of Activity | | | | | |
| Net sales | 46,103 | 44,309 | 53,752 | 41,135 | 31,864 |
| Change in net sales (%) | 4.0 | -17.6 | 30.7 | 29.1 | 22.0 |
| Share of exports and foreign operations (%) | 93 | 89 | 88 | 91 | 90 |
| Number of personnel | 286 | 303 | 281 | 268 | 257 |
| Net sales per person | 161 | 146 | 191 | 153 | 124 |
| Total liabilities | 24,600 | 32,861 | 28,739 | 22,001 | 28,116 |
| Current liabilities | 16,135 | 24,116 | 19,911 | 12,777 | 20,096 |
| Shareholder equity | 10,502 | 7,719 | 11,150 | 7,075 | 6,316 |
| Capital invested | 29,120 | 33,526 | 29,354 | 24,219 | 28,946 |
| Balance sheet, total | 35,102 | 41,009 | 40,297 | 29,463 | 34,801 |
| Investments | 1,075 | 2,699 | 2,629 | 2,066 | 2,365 |
| Investments share of net sales (%) | 0.2 | 6.1 | 4.9 | 5.0 | 7.4 |
| Order backlog | 15.8 | 9.1 | 9.9 | 9.6 | 12.6 |
| Profit and Profitability | | | | | |
| Depreciation | 1,583 | 1,868 | 2,081 | 1,958 | 1,963 |
| Operating profit | 3,530 | 386 | 7,258 | 4,106 | 2,662 |
| Financial income and expenses | -938 | -1,408 | -1,023 | -1,249 | -2,260 |
| Profit before extraordinary items and taxes | 2,592 | -1,022 | 6,235 | 2,857 | 401 |
| Net profit | 2,156 | -1,263 | 5,176 | 2,257 | 106 |
| Operating profit (%) | 7.7 | 0.9 | 13.5 | 10.0 | 8.4 |
| Net financial expenses (%) | 2.0 | 3.2 | 1.9 | 3.0 | 7.1 |
| Profit before extraordinary items and taxes (%) | 5.6 | -2.3 | 11.6 | 6.9 | 1.3 |
| Net income (%) | 4.7 | -2.9 | 9.6 | 5.5 | 0.3 |
| Return on shareholders equity (%) | 23.1 | -12.8 | 54.4 | 31.9 | 1.4 |
| Return on invested capital (%) | 11.6 | 1.4 | 27.4 | 15.8 | 10.1 |
| Financing | | | | | |
| Quick ratio | 0.8 | 0.7 | 0.9 | 0.7 | 0.6 |
| Current ratio | 1.4 | 1.1 | 1.3 | 1.2 | 1.0 |
| Equity ratio | 30.4 | 20.6 | 29.1 | 26.1 | 19.8 |
| Relative indebtedness (%) | 52.0 | 71.0 | 52.3 | 51.4 | 85.0 |

The key figures for fiscal years 1994-1995 are scaled down to 12 months.

Calculation of Key Ratios

$$\text{Return on shareholders' equity \%} = \frac{\text{Profit before extraordinary items - taxes}}{(\text{Invested capital - interest-bearing debts at the beginning of fiscal year}) + (\text{Invested capital - interest-bearing debts at the end of fiscal year})/2} \times 100$$

$$\text{Return on invested capital \%} = \frac{\text{Profit before extraordinary items + interest and other financial expenses}}{(\text{Invested capital at the beginning of fiscal year} + \text{Invested capital at the end of fiscal year})/2} \times 100$$

$$\text{Equity ratio \%} = \frac{\text{Shareholders' equity + voluntary provisions + accelerated depreciation + valuation items + minority share}}{\text{Total assets - advances received}} \times 100$$

$$\text{Relative indebtedness} = \frac{\text{Current and non-current liabilities + obligatory provisions - advances received}}{\text{Net Sales}} \times 100$$

$$\text{Invested capital} = \text{Shareholders' equity + voluntary provisions + accelerated depreciation + valuation items + minority share + non-current liabilities + short-term loans from financial institutions + short-term pension loans + notes payable + other current liabilities - deferred taxes}$$

$$\text{Quick ratio} = \frac{\text{Account receivable + cash in hand and bank accounts}}{\text{Current liabilities - advances received}}$$

$$\text{Current ratio} = \frac{\text{Current assets}}{\text{Current liabilities}}$$

$$\text{Earnings per share} = \frac{\text{Profit before extraordinary items, provisions and taxes - taxes +/- minority share}}{\text{Adjusted average number of shares at the end of the period}}$$

$$\text{Shareholders' equity per share} = \frac{\text{Shareholders' equity + voluntary provisions and accelerated depreciation - deferred tax liabilities}}{\text{Adjusted average number of shares at the end of the period}}$$

$$\text{Dividend per share} = \frac{\text{Dividend distributed for the fiscal year}}{\text{Adjusted average number of shares at the end of the period}}$$

$$\text{Dividend per earnings ratio} = \frac{\text{Dividend per share}}{\text{Earnings per share}} \times 100$$

$$\text{Dividend yield \%} = \frac{\text{Dividend per share}}{\text{Adjusted trading price at the end of the period}} \times 100$$

$$\text{Price per earnings ratio (P/E)} = \frac{\text{Adjusted trading price at the end of the period}}{\text{Earnings per share}}$$

$$\text{Average trading price} = \frac{\text{EUR amount traded during the period}}{\text{Number of shares traded during the period}}$$

$$\text{Market capitalization at the end of the period} = \text{Number of shares at the end of period} \times \text{trading price at the end of period weighted by the number of the shares traded}$$

$$\text{Trading volume} = \text{Number of shares traded during the period and in relation to the weighted average number of shares during the period}$$

Board of Directors

From left:

Jouko Jaakkola, b. 1944
Member of the Board

Nuutti Vartiainen, b. 1925
Chairman of the Board

Katariina Aaltonen, b. 1959
Member of the Board, Director, Corporate Development

Timo Vartiainen, b. 1955
Member of the Board, President

Teppo Taberman, b. 1944
Member of the Board

Management Teams

Solid/Liquid Separation, from left:

Mikko Tykkyläinen
Operative Business Development Manager

Kari Suninen
Vice President, Service

Toivo Matti Karppanen
Executive Vice President, Marketing and Sales

Timo Vartiainen
President

Pentti Puhakka
Vice President, Production and Procurement

Matti Julku
Chief Financial Officer

Juhana Ylikojola
Vice President, Projects and Engineering

Pinch Valves and Flowsystems, from left:

Riitta Riikonen
Marketing Manager

Raimo Lavikainen
Business Development Manager

Jarmo Partanen
Technical Director

Liisa Keinänen
Manager, Finance and Administration

Pekka Suokas
Sales Service Manager

Jukka Aaltonen
President

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