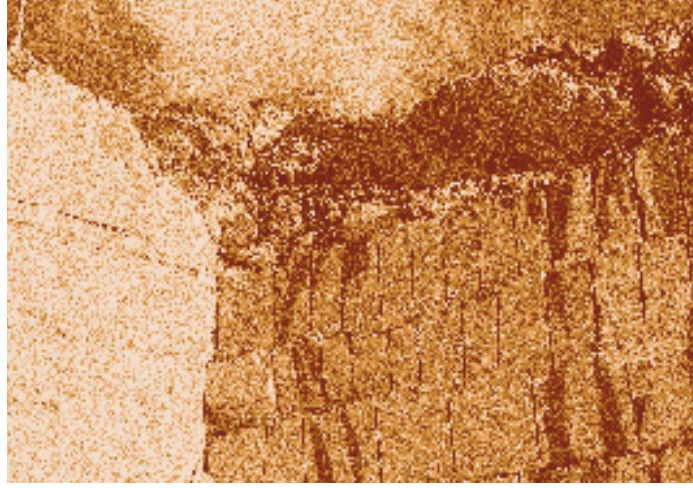
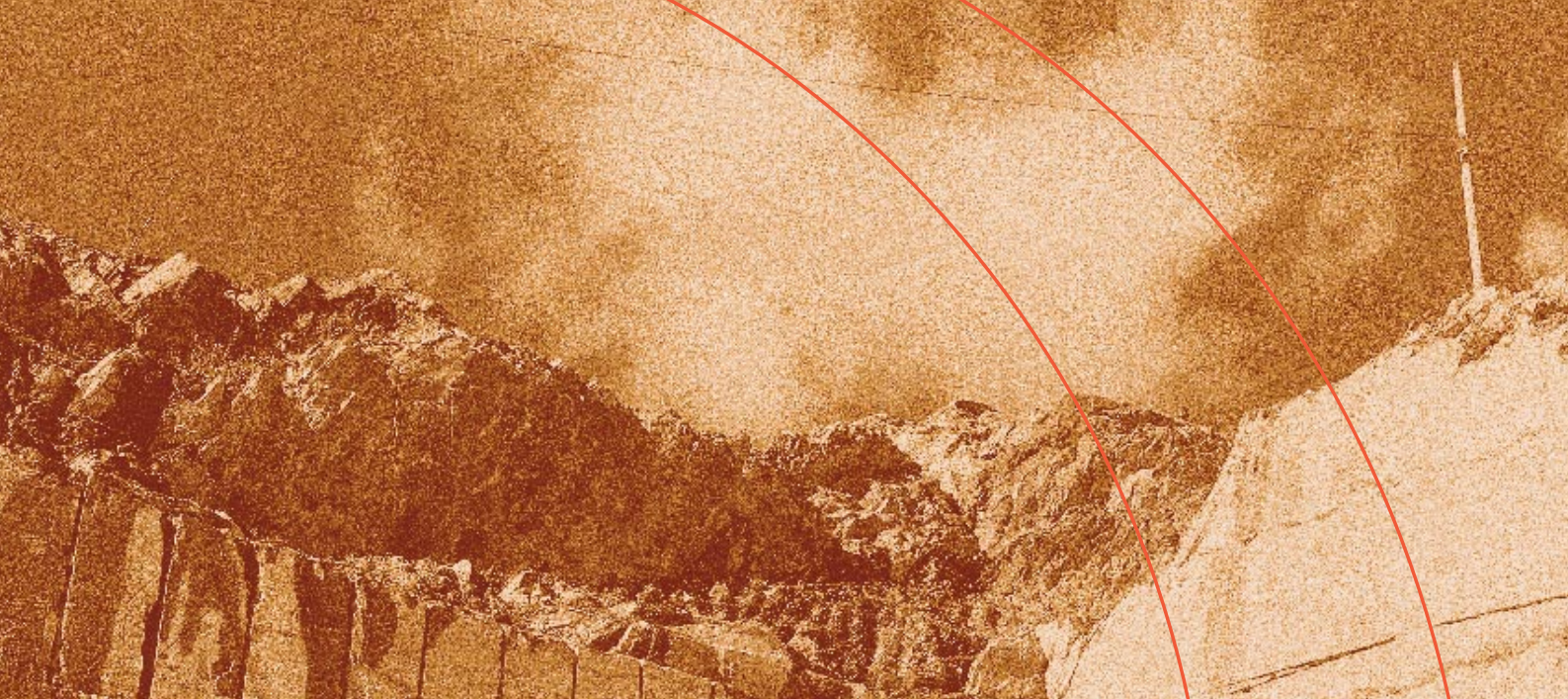




ANNUAL REPORT 1999





IN THE BEGINNING *the world was but fire,
climbing miles high;
under the crushing weight and seething heat,
her minerals crystallised myriad;
and with the passage of uncounted millennia,
a metamorphosis –
soapstone became.*

WITH TIME *man harnessed the divine fire,
and discovered her soapstone forged;
and today, this product of fire,
holds the renown of one
known as Tulikivi.*





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BUSINESS CONCEPT AND STRATEGY OF THE TULIKIVI GROUP

The business concept of the Tulikivi Group is to concentrate on the procurement and processing of natural stone. The Group manages large-scale raw material deposits, practices quarrying, processes natural stone to high-quality end products and also deals with global marketing and distribution of its own products.

The Group's business operations are split up into two core areas; fireplace business and stone processing business.

Fireplace business

The fireplace business will concentrate on designing, manufacturing and marketing of heat-retaining stoves made of soapstone. The strategy is to design and manufacture customer-driven fireplaces with a state-of-the-art design and technology as well as to focus on comprehensive customer service. The customer service covers the installation and test operation of the fireplace in addition to guiding the customer concerning a proper use of the product.

The objective of the business operations is to strengthen the present market leader position in the western countries, especially on the market of manufactured, heat-retaining fireplaces. The main market areas of the fireplace business are Europe and North America. The success of Tulikivi on these markets is based on technical properties of the stoves, classical design and a well-built brand – all properties establishing a foundation for the future fireplace business as well.

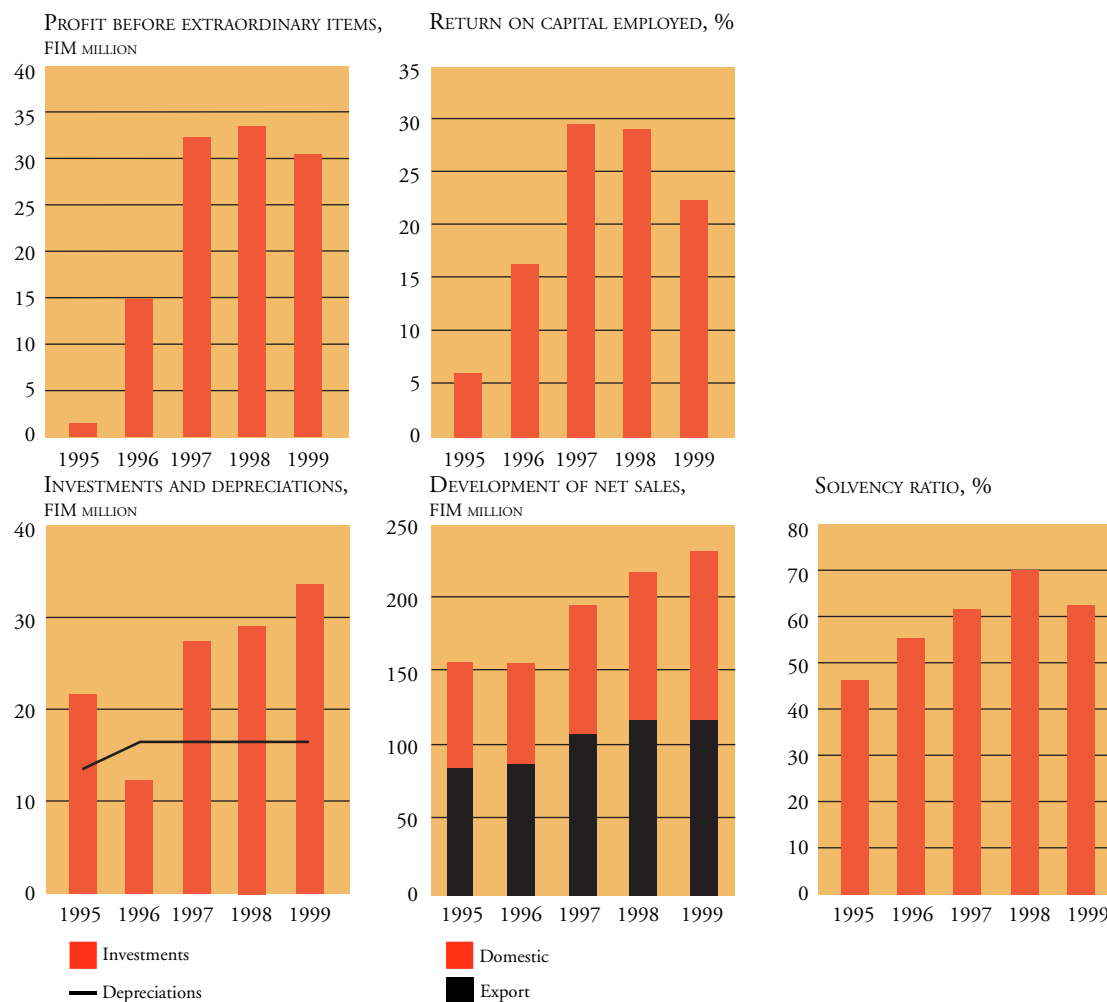
Stone processing business

The stone processing business will concentrate on designing, manufacturing and marketing of soapstone-based fireplace liners and on further processing of natural stone materials into building stone e.g. for project delivery purposes.

The strategy of the fireplace coating stone operations is to improve competitiveness of the manufacturers through intensive design and production cooperation. In its business, Tulikivi tends to achieve volume advantages. The target is to strengthen the present market leader position as a deliverer of soapstone-based liners to the most important fireplace manufacturers in Europe.

The building stone projects of the stone processing business will focus on project deliveries of stone sections made of natural stones mainly in the market areas of Finland and North Europe. The set target aims at increasing the use of natural stone in building projects as well as enhancing the market share by combining the potential opportunities for using soapstone and granite together as well as by centralizing building stone sales to be performed by one and only profit center.

KEY INDICATORS



| | 1999 | 1998 | 1999 | 1998 |
|-----------------------------------|--------------------|-------|------------------------|-------|
| | <i>FIM million</i> | | <i>Million in euro</i> | |
| Net sales | 230.6 | 216.9 | 38.8 | 36.5 |
| Profit before extraordinary items | 30.7 | 33.6 | 5.2 | 5.7 |
| Return on capital employed, % | 22.6 | 28.1 | 22.6 | 28.1 |
| Solvency ratio, % | 61.8 | 69.5 | 61.8 | 69.5 |
| Earnings per share, FIM/euro | 12.11 | 13.22 | 2.04 | 2.22 |
| Equity per share, FIM/euro | 68.69 | 62.75 | 11.55 | 10.55 |
| Payment of dividend on | | | | |
| A-share FIM/euro | 6.00 | 5.20 | 1.01 | 0.87 |
| K-share FIM/euro | 5.80 | 5.00 | 0.98 | 0.84 |

Calculation of key ratios, page 25.

Tulikivi Group comprises of operating companies Tulikivi Oyj, Mittakivi Oy, Kiantastone Oy (Suomussalmen Vuolukivi Oy before), Tulikivi U.S.Inc. and Tulipuu Oy and of dormant companies Tulikivi Vertriebs GmbH and The New Alberene Stone Company Inc.

WE WELCOME THE 21ST CENTURY - THE CENTURY OF SHIFTING VALUES

Something to celebrate

When people were asked in the 1950's to predict what the world would be like in the 21st century, the views and beliefs of the future were strikingly similar with the visions in the Star Wars movies by George Lucas. Most of the people believed that the energy problems of the mankind could be solved by building gigantic nuclear power plants.

It was in 1979 when I rekindled the long-dormant soapstone industry and the production of heat storing soapstone stoves in Finland. I was told by many that the path I chose was nothing but a fading evening star.

But what happened? Last year we witnessed the 20th anniversary of Tulikivi. We celebrated the anniversary thoroughly with joy and hospitable spirit as is customary to Northern Karelia. Hundreds of friends of Tulikivi from all corners of the world joined us. The festive mood was further boosted by the news that Tulikivi had become one of the biggest stone processing companies in the western world and the biggest manufacturer of heat storing fireplaces. All the indicators seem to tell that the peak of growth is not even visible yet. Our company is now filled with hard, unrelenting development effort with the focus set deep into the 21st century.

Stone reserves increased

One of the major factors affecting the conditions for our operations is the sufficiency of the group's stone reserves in the long run. The current stone reserves are expected to last for about 50 years. In autumn 2000, Tulikivi is launching an extensive research project concentrating on the known stone reserves in Kainuu and Northern Karelia and mapping new potential reserves. This project is expected to last for five years. The institute for geological research (Geologinen tutkimuskeskus) is our partner in this venture. The total investment costs of the research project rise to FIM 26 million. Tulikivi will finance directly FIM 13 million. Other financiers for the project include Kainuun Liitto (Kainuu District Association), Pohjois-Karjalan Liitto (Northern Karelia District Association), Tekes and Suomussalmi municipality. These bodies have received research funding from the European fund for area development.

The societal aim of the project is to develop the conditions of the stone industry operating in Eastern Finland for the following decades. The research project will also secure the conditions for long-term growth for Tulikivi. Also, new jobs will be created in the area which suffers from the worst unemployment in Finland.

The research results already show that the stone reserves of the area are exceptionally rich. Future prospects are good, which gave a reason to make our business name Suomussalmen Vuolukivi Oy more appropriate for international use. The new name is Kiantastone Oy. The etymology of the name stems from the lake Kiantajärvi surrounding the excavation. The new business name also makes homage to our national author Ilmari Kianto.

The Suomussalmi factory project was completed in 1999. The project was a success as we were able to keep the planned schedule and budget. The factory will initially concentrate on manufacturing the heat storing stone material for the stoves. After the run-in period the Suomussalmi factory will also produce architectural stone. This product segment suits the factory naturally because the colour range as well as the range of surface patterns of the stone produced by the excavation is rich. I am glad to be able to tell our investors that thanks to Suomussalmi the stone reserves of Tulikivi Group have increased significantly. However, our raw material assets are not reflected in the balance sheet.

Division into four separate business units

In 1999 a decision was reached to divide the Tulikivi Group into four business units which are independently responsible for their profits, marketing efforts and customer service. In connection with introducing the profit centre model, the fireplace business segment was divided into Tulikivi and Mittakivi units. Tulikivi concentrates on developing and mass producing first-rate standard fireplaces. Mittakivi has as its business field to design and manufacture custom fireplaces. The Mittakivi profit centre is also responsible for delivering architectural stone.

The new Kiantastone profit centre was also founded. This profit centre will operate in connection with the new Suomussalmi factory. Kiantastone is responsible for delivering stove stone material. This profit centre will later expand its area of expertise to include the manufacture of architectural stone. Also, a separate profit centre was founded to deal with acquiring new stone reserves and to handle excavation operations. This profit centre is responsible for ensuring that the stone reserves are sufficient, for quarrying stone and for delivering the stone material to the production units. This profit centre is also responsible for the product development of the surplus stone material generated by the production units.

The responsibilities of the board and the set of values of the company have been laid down

In 1999 a description of corporate governance was prepared for Tulikivi. This description includes the tasks and responsibilities of the board of the company, the basic values of the company and the general operating principles. The core task of the board was defined as supporting and monitoring profitable operation of all the business units.

The description of corporate governance clarifies the administration of the family business and gives the shareholders a clearer picture of the company policy. The aim was to describe those aspects of the administration and the management system that ensure the best possible return for the shareholders.

The megatrends of the 21st century

The European value surveys predict a shift in the values. A European of the 21st century values individuality, experiences and togetherness, and wants more quality time for him/herself and for his/her family. Products that have embraced the idea of sustainable development and environmental friendliness will experience very strong growth in demand.

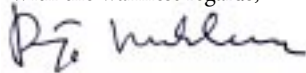
The EC has declared its energy policy strategy that extends to the year 2010. The strategy requires tripling the use of bio mass energy. In English this means basically fire wood. Recently the natural forces have been engaged in even too aggressive sales promotion work for us. The infernal subzero temperatures experienced last winter in Lapland and at the Rocky Mountains, USA, and most recently the thunderstorms in France have shown the value of our heat storing fireplaces.

One of the megatrends in architecture is the fact that the status of natural materials has been reinstated. Our effort is strong in the development project launched by the Finnish Association for Stone Industry (Suomen Kiviteollisuusliitto) where the aim is to double the production and the export of natural stone products in Finland over the period of five years. This is why the board of the company has decided to extend the business field of the company to include processing of hard stone material. The company has already acquired a granite processing plant. In the future, we will be able to offer builders a more extensive range of natural stone.

We are facing a millennium of grand potential. Our stone foundation is stronger than ever. It is nice to have such a solid foundation to build new upon.

In Juuka before the dancing flames of an open fire , February 2000.

With the warmest regards,



Mr Reijo Vauhkonen
Chairman of the Board



REPORT BY THE MANAGING DIRECTOR

During 1999, the Tulikivi Group prepared to increase its market share by putting a lot of effort into customer service and by investing in a new quarry and production plant to increase the production capacity.

Following its business concept, the Group focused on the present fireplace and stone processing operations, heading for profitable growth and strengthening the market leadership. Market areas consisted of the homeland and the Group's present export countries in Europe and North America.

Estimated on an annual basis, the demand was as high as expected in the Group's main market areas, except in Germany. When the position of world economy stabilized, the investment rate which had been sluggish at the beginning of the year on the German building markets speeded up in autumn and raised the total demand of the Tulikivi export markets to the same level with that of the previous year. The domestic markets resumed showing a positive growth and increased by about three percent.

At the moment, some propensity to invest can be spotted in reparations and new construction projects in Finland and in export countries, which results in an estimation that the fireplace market will increase by about two percent in the year 2000. A growth of equal magnitude in comparison with the year before provides Tulikivi with a good stepping stone for developing its growth strategy and increasing its market share.

More competitiveness with an organizational change

To further develop operations, the Group transferred to an organization model consisting of four business units at the beginning of October, 1999. The objective of the organizational reform was to emphasize the market-driven concept, to improve competitiveness and to enhance cost-effectiveness.

We have set meters for measuring the targets of the new business units and for follow-up of their development. The management of the Group and the staff of the units have committed themselves as teams for fulfilling the targets. According to them, the Tulikivi business unit will account for about 60 percent of the Group's net sales in the year 2000, while the share of the Mittakivi business unit will be about 35 percent and that of the Kiantastone business unit about 5 percent. The turnover of the business unit for quarrying will be included in the figures of the Group. Besides the turnover and performance meters, we shall follow the increase in productivity, R&D and the operations of the organization.

Investments in production continue

The most important investment object in 1999 was to build a production plant concentrating on stove stone operations in Suomussalmi and to open a new quarry located in connection with it. The new quarry will increase the amount and versatility of stone reserves, because, due to versatile color tones, the stone material of the quarry is most suitable for building stones as well, besides using them as fireplace and stove stones. With a rising standard of living, natural stone will more and more often be used in building projects, thus representing a market potential of about one billion Finnmarks in Finland.

The total value of the Suomussalmi plant investment was approximately FIM 40 million, of which the share of Tulikivi after investment aids was about FIM 17 million.

The total capacity of the plant is built up to equal to net sales of about FIM 40 million. The production investment was started up in December, 1999, while the main production began in January, 2000. The plant is expected to run at full capacity towards the end of the year.

Efforts put on product development

The Tulikivi fireplaces are designed to be the most advanced heating stoves in their field and they meet the strictest emission standards in the world. The increasingly strict emission standards for fireplaces will hamper the sales of stoves with impure combustion results, thus enhancing the sales opportunities of the Tulikivi stoves. Although the market position of Tulikivi is very strong, the company still continued putting efforts on further developing a clean combustion process.

Developing the heating systems for small houses was at the same time resumed as well. In the future, heat-retaining capacity of Tulikivi fireplaces can be combined with another heating system of a

small house to ensure energy savings.

Efforts were also put on developing the model of design 2000 in the fireplace business. The new design combining soapstone with glass is believed to enhance selling opportunities. To promote sales, we opened all in all over 30 new or rebuilt Tulikivi fireplace studios demonstrating fireplaces both in the homeland and in the export countries. Now, the number of fireplace studios is over 200 and we have all in all nearly one thousand showrooms. The fireplace studios provide customers with a concrete view on the housing advantages offered by fireplaces, i.e. pleasant housing conditions, energy savings and environmentally friendly nature.

Favorable development in net sales

The Group's net sales of FIM 230.6 million grew 6.3 percent in comparison with the year before. The favorable development in the net sales was especially affected by a positive development in domestic sales of the fireplace business, together with increased sales figures of stoves in individual export countries.

The Group's domestic net sales of FIM 113.1 million grew 14.4 percent, mostly resulting from the growth of the market share dedicated to fire place sales but also from a positive development in the sales of building stone. According to a preliminary study made by RTS, the domestic market share of Tulikivi fireplaces enhanced from 22 percent to 25 percent in the homeland. The fireplace business accounts for 84.3 percent of the Group's whole net sales.

However, the net sales of exports, worth FIM 117.5 million, equaled to 51 percent of the Group's net sales. The fireplace sale of exports increased by 3 percent, but the total exports remained at the same level as the year before, due to low fireplace stone sales. Prudence in Germany for making investments at the beginning of the year had a general effect on exports, resulting in a lower development than expected. The net sales of the stone processing business, worth FIM 36.2 million, dropped by almost three percent. However, there occurred a rapid increase in demand during the latter part of the year resulting in the start-up of maximum capacity in the fireplace stone production.

A record-breaking performance achieved during the last third of the year raised the result of the Group close to the level of the previous year. Profit before taxes and extraordinary items amounted to FIM 30.7 million, which may be regarded as good, even though the profit target was not fully achieved. Besides the decrease in the sales of fireplace stones, the result was negatively impacted by efforts put on marketing and the start-up costs caused by the new plant.

Promising future prospects

Implemented and ongoing development actions and efforts have paved the way for opportunities of enhancing business operations. The excellent result of the last four-month period of the year witnessed by the accounting period showed how efficient our organization is and how ready we are in the year 2000 for recording a better result than the past accounting period. I would like to thank all the customers, shareholders, personnel members and cooperation partners for their good collaboration during the past year.

In Juuka February 23rd, 2000.



Mr Reijo Svanborg
Managing Director



BUSINESS OPERATIONS

The Tulikivi Group has specialized in industrial production of soapstone-based fireplaces and building stones. The company is the greatest soapstone processor in the world and one of the world's greatest manufacturers of heat-retaining stoves.



Operatively, the Tulikivi Group is split up into four business units, group-level marketing units as well as service units. This organizational structure will emphasize market orientation and improve competitiveness.

Procurement and quarrying of stone reserves

The business unit for quarrying is in charge of the procurement, quarrying and deliveries of stone reserves for the Group's productional business units. The business unit aims at improving the yield percentage of quarrying by developing research and quarrying methods of raw material reserves. Another aim is to develop new uses for the remaining stone, thus finding new customers. Significant synergy advantages will be achieved for the whole group by centralizing the quarrying business to be performed by its own business unit.

Series-produced fireplaces

The Tulikivi business unit will concentrate on designing, manufacturing and selling of series-produced fireplaces. The products of the unit consist of heat-retaining fireplaces made of soapstone conducting and retaining heat very well. A customer-driven approach has been considered in the design of the collection by diversifying the fireplace selection and by introducing variations into basic prototypes.

The Tulikivi business unit aims at improving productivity by cutting down productional turn-around times. Produced amounts meeting the ever-increasing demand can be manufactured by the present organization.

Tailored and small-scale fireplaces

The Mittakivi business unit will focus on designing, manufacturing and selling of the Group's tailored and small-scale fireplaces as well as building stone projects. Tailored fireplaces are designed to fulfill the requirements of the customers and their implementation solutions are based on tested fireplace constructions.

The Mittakivi business unit aims at a growing business by enhancing the sales of tailored fireplaces.

Coating stones for stoves

The Kiantastone business unit will concentrate on designing, manufacturing and selling of coating stones for stoves. Our customers and cooperation partners for designing and placing stone sections for stoves consist of the most remarkable stove manufacturers in Europe. Various color tones in the stone material obtained from the new quarry opened in Suomussalmi provide the business unit with a competitive edge. The target of the Kiantastone business unit is profitable growth with the newly completed production capacity increase. The reason why soapstone is so popular stone material in coating stoves is based on its heat-retaining capacity and its subtle appearance.

Building stone business

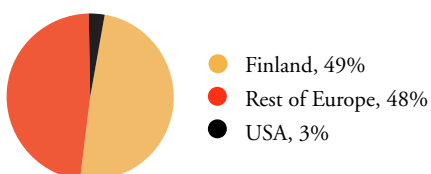
Building stone production will be centralized to be performed by its own business unit by combining the business of SKT-Granit Oy, bought in March 3, 2000, with the current soapstone production meant for building stone projects. Building stone products are made of soapstone and granite at the various production plants of the Group.

Operation based on rich stone reserves

Controlling the soapstone reserves is the basis of Tulikivi Group. The current reserves have been estimated sufficient to last decades ahead. To ensure a growth of processing operations, plenty of efforts are continuously put on acquiring new soapstone deposits and opening new quarries. Tulikivi has started up a long-term inventory and research project of soapstone aiming at examining the current soapstone reserves and surveying potential new deposits in Finland.



BREAKDOWN OF NET SLAES BY MARKET AREA, %





Increasing demand for fireplaces and processed stone

The market of the fireplace business covers a total volume of good FIM 15 billion. Of this market value, about 90 percent is composed of the sales of fireplaces with a metal body. The rest of the aggregate market belongs to the segment of heat-retaining fireplaces, which is the main line of business of the Tulikivi Group.

Europe and North America are the main marketing areas of Tulikivi. The use of natural stone in building and interior decoration shows an annual increase of over 5 percent in these areas. The stone processing business will be expanded in the future to cover the areas where fireplaces are currently sold. Growth targets of Tulikivi are supported by the stone processing operations bought from SKT-Granit Oy. The acquisition enables the expansion of market for the sales of building stone, while also providing good opportunities for the growth of the operation.

The total market value of the stone processing business is estimated to amount to several tens of billions in Finnmarks. The sale of stove coating stones included in the stone processing operations is also expected to grow, as the fireplace markets have shown a general trend of focusing on the sales of heat-retaining fireplaces. To enhance the heat-retaining property, the light-structured metal stoves are therefore more and more often coated with soapstone.

Extensive sales and marketing networks

In the homeland, the Tulikivi standard and tailored fireplaces are sold under the Tulikivi and Mittakivi brands through various hardware store chains. Sales work is supported by the Group's district and fireplace masters organization as well as the numerous fireplace studios owned by the company both in Finland and in the export countries. Sales abroad are carried out by importers and their resellers. In exports, only available brand is Tulikivi. Product sales and marketing are centralized to be performed by the Group's marketing units split up as required by domestic and exports markets.

The Kiantastone business unit specializing in coating stones for stoves will participate in designing stone sections for fireplaces together with its cooperation partners. Focal points in designing are design trends, color tones of stone and surface treatment as well as the technical structures and ease-of-production of the stone. Stoves coated with soapstone by the cooperation partners

will be sold under their own brands and through their distribution channels to the customers.

Customers appreciate comfortable living

Of the clientele of Tulikivi, about half consists of buyers of new small houses and the other half of rebuilders. This split structure diminishes the company's dependence on cyclical fluctuations in building sector, as more reparation projects will be started when there is less new construction projects. The number of fireplaces designed for small houses to be built amounts, on average, to 1.2 pcs per flat in Finland already.

The increasing demand for fireplaces is based on the fact that people have started emphasizing the significance of pleasant housing conditions. Besides this, the investment decision is significantly affected by energy and environmental views on burning firewood. When burning and generating energy, the wood belonging to renewable natural resources does not increase the carbon dioxide content of air. Together with other heaters generating energy with renewable natural resources, the wood-heated fireplaces will achieve a more significant position than ever as a system for heating small houses.

Customer-oriented product development and production

In product development, we have focused on optimizing the collection to make fireplaces sold under the Tulikivi and Mittakivi brands as customer-driven and friendly method of production as possible. Special attention has been paid on combustion process management to ensure clean combustion results. The Group's fireplaces are environmentally friendly and meet the strictest emission standards in the world.

The fireplaces are designed by our own designers and well-known external domestic and foreign designers. The chiefly classical design of our collection is suitable for the clientele of our whole market area.

In stone processing industry, three soapstone plants of the Group represent a state-of-the-art technology in the world. The plants are equipped with modern, highly automated production lines. The production staff works efficiently in two, partly in three shifts making products on the basis of customers' orders with a short delivery time. By means of developed production methods we can cost-effectively produce customer-driven, series-produced fireplaces as well as tailored fireplaces meeting



customers' requirements. The production methods focus on better production efficiency by using the stone material more accurately and by shortening the cycle times in production.

The Group follows the ISO 9001 quality standard. Tulikivi Group has already during the whole of 1990s observed a course of action respecting environmental values. A decision has been made to certify it as an environmental system ISO 14001 and to combine it with the ISO 9001 quality system.

Developing know-how supports our goals

The target of training is to maintain and enhance the expertise of the personnel and interest groups in order to fulfill the objectives of the Tulikivi Group. Plenty of efforts have been put on the personnel training in the Tulikivi Group in the framework offered by an ESF-financed training program (European Social Fund). The training program has focused on compiling a technology strategy and on obliging the organization members to commit themselves to the set targets. The training will end in spring 2000.

When training the production staff, we have focused on arranging a vocational degree for qualified stone workers, ending with a test of expertise. As a basic vocational degree of the stone processing industry, it will improve the preparedness of the production staff to take responsibility for the different work stages of the production. The training started in 1999, and now more than 60 persons have passed the degree for qualified stone workers. The training for completion of this degree will continue in 2000.

At the moment, Kiantastone Oy's production staff is attending a course on reprocessing the soapstone. The course is arranged by the company and the Ministry of Labor and will end in April, 2000.

All the staff participated in team training in 1999 to improve their preparedness for teamwork. The teams aim at meeting the targets set for their own sub-areas and at further developing their own areas to ensure that the growth, economic result and quality targets of the Group will be achieved. In the year 2000, the teams will be making an effort to develop a performance measuring system to facilitate the follow-up of achieving set targets.



REPORT OF THE BOARD FOR THE FISCAL YEAR 1999

The operating circumstances of the Tulikivi Group fluctuated in 1999. The domestic demand situation was good which is reflected in the 5 percent increase of sales in the interior decoration and hardware group products. One-family house constructions started in 1999 were 7 percent higher than in 1998. The demand for Tulikivi and Mittakivi products increased by 14.4 percent.

In the main export area, Central Europe, the demand figures fell rapidly in the beginning of the year having a negative impact on the profit development. Demand picked up towards the autumn and during the last trimester the group made the best result hitherto.

During the fiscal year 1999, Tulikivi Oyj celebrated its 20th anniversary.

Net sales

The net sales was FIM 230.6 million in total (1998: FIM 216.9 million) which translates into a growth of 6.3 percent. The fireplace business segment increased to FIM 194.4 (179.7) million and its proportion of the total net sales reached 84.3 (82.9) percent. Stone processing yielded FIM 36.2 (37.2) million. Weakened demand in the stove industry of Central Europe had a negative impact on the demand of the stone processing products early in the year.

Export and international operations amounted to FIM 117.5 (118.1) million of the total net sales i.e. 51.0 percent. The most important export countries were again Germany and Switzerland. Respectively, domestic operations generated FIM 113.1 (98.9) million of the net sales.

Result

The Group's profit before extraordinary items was FIM 30.7 (33.6) million. The profit of the group fell due to the weak demand in the beginning of the year. However, the latter part of the year fulfilled the expectations.

The fixed costs caused by getting the factory of Kiantastone Oy ready for production were recorded as expense. They together with the depreciation made on the company's fixed assets had a profit impact of FIM 2.1 million.

The group focused its efforts on personnel and marketing to meet the requirements of the increasing capacity. The marketing costs excluding the personnel costs were FIM 20.4 (16.7) million.

The profit according to the income statement was FIM 21.0 (23.4) million. The earnings per share were FIM 12.11 (13.22). The return on the capital employed was 22.6 (28.1) percent. Respectively, the return on equity was 18.4 (22.5) percent.

Investments

The investments on fixed assets amounted to FIM 27.4 (28.8) million.

In December 1999, a large production investment was completed in Suomussalmi, enabling the utilization of the local

soapstone deposits. The investment was implemented in co-operation with Suomussalmi municipality, responsible for the building investments. Kiantastone Oy invested in all FIM 17,1 million in production equipment, IT system and in opening the quarry areas out of which the share of the past fiscal period was FIM 14.7 million after deducting investment grants given by the Ministry of Trade and Industry. The business name of Suomussalmen Vuolukivi Oy was changed to Kiantastone Oy at the turn of the year.

New excavation investments were made in Juuka when existing stone quarrying areas were extended and new ones opened. Also, a road transfer investment was realised together with the public road building service (Tielaitos). The new IT system was taken into use in the beginning of the fiscal year. Other investments mainly consisted of replacing equipment.

Financing

The financial status of the group remained solid and good. The net cash flow from operating activities was FIM 35.2 (39.3) million and the own capital investment ratio was FIM 1.3 (1.5). The investments were partially financed using loaned capital. The solvency ratio was 61.8 (69.5) per cent, and the current ratio was 2.0 (1.6).

Personnel

The Group employed on average 377 (374) persons during the fiscal year. At the end of the fiscal year, the total number of employees was 379 (383). Kiantastone Oy employs six people of the total 379.

A new profit centre organisation model was introduced in the Tulikivi Group on the 5th of October. This change makes it possible to use the resources of the group and the new IT system better. This will, in turn, increase cost efficiency in the future.

Board of Directors, Managing Director and Auditors

The annual general meeting was held on the 9th of April 1999, and the number of board members was set as six. The following board was elected: Bishop Ambrosius, Mr Aimo Paukkonen, Mr Teppo Taberman, Mr Mikko Vauhkonen, Mr Reijo Vauhkonen, and Mr Matti Virtaala. The board elected among its members Mr Reijo Vauhkonen as the chairman and Bishop Ambrosius as the vice chairman.

The board members of the parent company are also Board members of the active subsidiaries.

Reijo Svanborg acts as Managing Director.

The auditor is the authorized public accountancy firm SVH Pricewaterhouse Coopers Oy.

Dividend

The board will propose to the general annual meeting, which is to be held on the 7th of April 2000*, that dividend per A share be set as FIM 6.00 (FIM 5.20/share in 1998) and dividend per K share be set as FIM 5.80/share (FIM 5.00/share in 1998). The

dividend policy applied by Tulikivi Oyj is based on the annual profit and the financial structure of the company. The target dividend is 30 to 50 percent of profit. The dividend proposed for the anniversary year 1999 is 45 percent of the period's profit after elimination of the effect of extraordinary expenses.

Significant events during the current fiscal year

The board of the company has decided to extend the business field of the Tulikivi Group to include processing of hard stone materials. Synergy benefits will be reached by combining the marketing of various soapstone variants of Tulikivi with the broader architectural stone sector.

On the 9th of February 2000, the company has signed a letter of intent for purchasing the granite processing business from SKT-Granit Oy which is an affiliate to Outokumpu Oyj. According to this letter of intent, the business operations will be transferred to Tulikivi Oyj on the 1st of March in 2000. The net sales of the business to be acquired was FIM 22.5 million in 1999. The total number of employees is 40.

The Tulikivi Group has also reached a decision to launch a project for surveying and studying current soapstone reserves and for charting new deposits in Finland. This project lasts till 2006. The project is implemented in co-operation with the Finnish Geologic Research Institute (Geologian tutkimuskeskus). The purpose of the project is to ensure the success of the company's growth strategy. Total costs of the investment amount to FIM 26 million. The Tulikivi Group will finance some FIM 13 million of the total sum. The remaining financing need is covered with public financing.

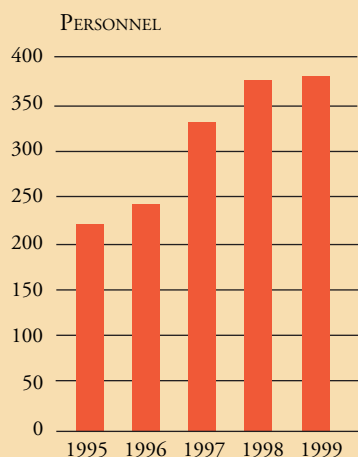
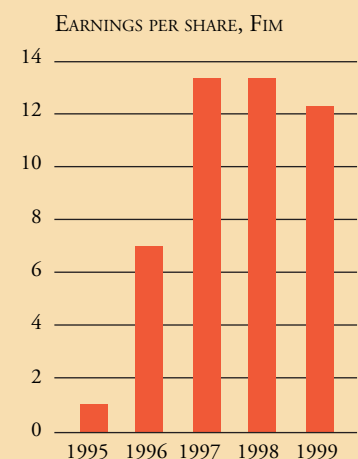
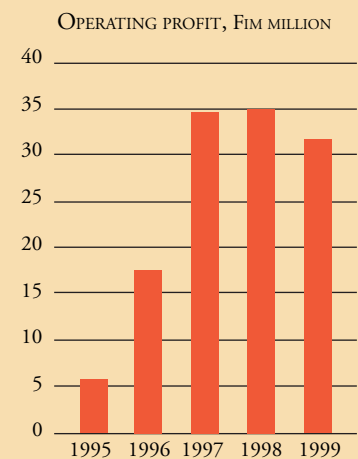
Future prospects

The Tulikivi Group is involved in the development project launched by the Finnish Natural Stone Association (Suomen Kiviteollisuusliitto) where the aim is to double the production and the export of natural stone products in Finland over the period of five years.

The Tulikivi Suomussalmi plant and the deposit will create a substantial amount of new opportunities for the production and product range in building stone market. This starting production unit is estimated to reach a positive result in 2000 and to increase the total net sales of the group by FIM 10 to 20 million.

The future prospects for existing operations are stable. However, seasonal fluctuation typical of Tulikivi operations will be shown in the quarterly results.

The demand is expected to show positive development in all market areas.



*) Contrary to prior information the general shareholders' meeting will be held on the 26th of April. The new date was decided in a board meeting held on the 14th of March 2000.

INCOME STATEMENT 1.1. - 31.12.

| FIM 1,000 | Note | Group | | Parent Company | |
|--|------|---------|---------|----------------|---------|
| | | 1999 | 1998 | 1999 | 1998 |
| Net sales | 1.1. | 230,569 | 216,912 | 200,199 | 185,175 |
| Increase (+)/decrease(-) in inventories in finished goods and in work in progress | | 286 | 2,338 | -494 | 762 |
| Production for own use | | 4,489 | 2,913 | 3,431 | 2,733 |
| Other operating income | 1.2. | 2,391 | 1,726 | 5,620 | 3,301 |
| Materials and external charges | 1.3. | 65,653 | 56,973 | 83,884 | 71,539 |
| Personnel expenses | 1.4. | 72,325 | 66,559 | 49,632 | 45,671 |
| Depreciations and value adjustments | 1.5. | 16,757 | 16,724 | 12,077 | 12,165 |
| Other operating expenses | | 51,664 | 49,504 | 40,714 | 40,019 |
| Operating profit | | 31,336 | 34,129 | 22,449 | 22,577 |
| Financial income and expenses | 1.6. | -604 | -494 | 3,324 | 2,933 |
| Profit before extraordinary items | | 30,732 | 33,635 | 25,773 | 25,510 |
| Extraordinary items | 1.7. | -504 | | -5,296 | -1,116 |
| Profit before untaxed reserves and income taxes | | 30,228 | 33,635 | 20,477 | 24,394 |
| Untaxed reserves | 1.8. | | | -297 | 1,346 |
| Income taxes | 1.9. | -9,263 | -10,197 | -5,289 | -7,100 |
| Profit for the year | | 20,965 | 23,438 | 14,891 | 18,640 |

BALANCE SHEET 31.12.

| <i>FIM 1,000</i> | <i>Note</i> | <i>Group</i> | | <i>Parent Company</i> | |
|--|-------------|----------------|----------------|-----------------------|----------------|
| | | <i>1999</i> | <i>1998</i> | <i>1999</i> | <i>1998</i> |
| ASSETS | | | | | |
| Fixed assets and other non-current investments | | | | | |
| Intangible assets | 2.1. | 16,147 | 12,652 | 14,131 | 11,044 |
| Tangible assets | 2.2. | 97,069 | 90,090 | 50,516 | 53,284 |
| Shares in group companies | 2.3. | | | 9,738 | 7,839 |
| Receivables from group companies | 2.4. | | | | 300 |
| Other investments | 2.5. | 346 | 346 | 346 | 346 |
| Fixed assets and other non-current investments, total | | 113,562 | 103,088 | 74,731 | 72,813 |
| Current assets | | | | | |
| Inventories | 2.6. | 17,553 | 17,958 | 10,293 | 11,690 |
| Non-current receivables | 2.7. | | 526 | 16,809 | 5,211 |
| Current receivables | 2.8. | 33,974 | 23,897 | 24,705 | 20,488 |
| Cash in hand and at banks | | 31,979 | 14,495 | 25,185 | 11,820 |
| Total current assets | | 83,506 | 56,876 | 76,992 | 49,209 |
| Total assets | | 197,068 | 159,964 | 151,723 | 122,022 |
| LIABILITIES AND SHAREHOLDERS' EQUITY | | | | | |
| Shareholders' equity | | | | | |
| Capital stock | 2.9. | 35,453 | 35,453 | 35,453 | 35,453 |
| Share premium fund | 2.9. | 29,475 | 29,475 | 29,475 | 29,475 |
| Revaluation reserve | 2.9. | 225 | 225 | 225 | 225 |
| Retained earnings | 2.10. | 35,613 | 22,627 | 21,955 | 12,426 |
| Profit for the year | 2.10. | 20,965 | 23,438 | 14,891 | 18,640 |
| Total shareholders' equity | | 121,731 | 111,218 | 101,999 | 96,219 |
| Accumulated untaxed reserves | 2.11. | | | 677 | 380 |
| Creditors | | | | | |
| Deferred tax liability | 2.12. | 5,833 | 3,253 | | |
| Non-current liabilities | 2.13. | 26,745 | 10,231 | 20,871 | 2,182 |
| Current liabilities | 2.14. | 42,759 | 35,262 | 28,176 | 23,241 |
| Total creditors | | 75,337 | 48,746 | 49,047 | 25,423 |
| Total liabilities and shareholders' equity | | 197,068 | 159,964 | 151,723 | 122,022 |

CASH FLOW STATEMENT 1.1.–31.12.

| FIM 1,000 | Group | | Parent Company | |
|---|----------------|----------------|----------------|----------------|
| | 1999 | 1998 | 1999 | 1998 |
| Cash flows from operating activities | | | | |
| Profit before extraordinary items | 30,731 | 33,635 | 25,772 | 25,510 |
| Adjustments for: | | | | |
| Depreciations | 16,757 | 16,724 | 12,076 | 12,165 |
| Financial income and expenses | 617 | 636 | -3,324 | -2,933 |
| Other adjustments | 116 | -40 | 9 | -17 |
| Cash flow before working capital changes | 48,221 | 50,955 | 34,533 | 34,725 |
| Change in net working capital | | | | |
| Increase(-) / decrease(+) in current noninterest bearing receivables | -10,105 | 4,664 | -4,264 | 2,371 |
| Increase(-) / decrease(+) in inventories | 404 | -4,457 | 1,398 | -1,161 |
| Increase(+) / decrease(-) in current noninterest bearing liabilities | 5,753 | 3,630 | 3,545 | 2,522 |
| Cash generated from operations before financial items and income taxes | 44,273 | 54,792 | 35,212 | 38,457 |
| Interest paid | -1,223 | -1,602 | -881 | -1,163 |
| Dividends received | 84 | 173 | 3,284 | 2,997 |
| Interest received | 601 | 689 | 647 | 975 |
| Income taxes paid | -8,580 | -14,734 | -5,377 | -12,230 |
| Cash flow before extraordinary items | 35,155 | 39,318 | 32,885 | 29,036 |
| Extraordinary items paid | | | -5,000 | -500 |
| Net cash flow from operating activities (A) | 35,155 | 39,318 | 27,885 | 28,536 |
| Net cash flow from investing activities | | | | |
| Purchase of tangible and intangible assets, gross | -33,697 | -28,781 | -12,720 | -14,161 |
| Investment grants received | 6,292 | 1,200 | 31 | 205 |
| Proceeds from sale of tangible and intangible assets | 306 | 822 | 286 | 17 |
| Loans given | | -517 | -11,530 | -1,885 |
| Other investments | | -7 | -1,600 | -172 |
| Repayments of loan receivables | 66 | | | |
| Net cash used in investing activities (B) | -27,033 | -27,283 | -25,533 | -15,996 |
| Cash flows from financing activities | | | | |
| Proceeds from long-term borrowing | 23,360 | 3,000 | 21,525 | |
| Repayment of long-term borrowing | -4,887 | -14,327 | -1,401 | -12,223 |
| Dividends paid | -9,111 | -8,743 | -9,111 | -8,743 |
| Net cash used / received in financing activities (C) | 9,362 | -20,070 | 11,013 | -20,966 |
| Net increase (+) / decrease (-) in cash and cash equivalents (A+B+C) | 17,484 | -8,035 | 13,365 | -8,426 |
| Cash and cash equivalents at beginning of financial year | 14,495 | 22,530 | 11,820 | 20,246 |
| Cash and cash equivalents at end of financial period | 31,979 | 14,495 | 25,185 | 11,820 |

NOTES TO FINANCIAL STATEMENTS

Accounting principles

The financial statements have been prepared in accordance with the Finnish accounting law revised to comply with the 4th and 7th EU directive.

Valuation of fixed assets

Fixed assets have been disclosed in the balance sheet at acquisition cost net of received investment grants and depreciations according to plan. The value of fixed assets includes revaluation made on buildings. Depreciations according to plan have been calculated on straight-line method based on the economic life time of the assets as follows:

| | |
|---|----------------|
| Depreciation period | |
| Intangible rights and other long-term expenditure | 5 to 10 years |
| Buildings | 25 to 30 years |
| Constructions | 5 years |
| Process machinery | 3 to 10 years |
| IT equipment | 5 years |

The acquisition cost of equipment is depreciated applying the maximum depreciation rates allowed by the corporate tax law, starting from the time of acquisition.

Valuation of inventories

Inventories are valued at cost by using the FIFO method. The cost value of inventories includes in all group companies direct costs and their proportion of indirect manufacturing and acquisition costs.

Revenue recognition

Net sales represents sales after deducting discounts, indirect taxes and exchange rate differences on trade receivables. Revenue has been recognized at the time of the delivery of the goods.

Research and development costs

Research and development costs have been recorded as costs when incurred.

Retirement costs

Retirement costs are entered for the period when earned. In Finland, pension security has been arranged by means of TAEL,

TEL and LEL insurance policies. Pension schemes for personnel outside Finland follow the local practices.

Untaxed reserves

According to the Finnish corporate tax law untaxed reserves, such as accelerated depreciation, are tax deductible only if recorded in financial statements. In the group financial statements untaxed reserves, net of deferred tax liability, are included in unappropriated shareholders' equity.

Income taxes

Income taxes include the income taxes pertaining to the profits of the financial year of the group companies as well as the change in deferred tax liabilities. The deferred tax liability has been determined by using the tax rate enacted at the balance sheet date.

Dividends

The financial statements do not include the dividend proposed by the board of directors to the annual shareholders' meeting. Dividends are recorded on the basis of the decision made by the annual shareholders' meeting.

Foreign currency receivables and payables

Foreign currency receivables and payables have been stated by using the rate quoted by the bank of Finland at the balance sheet date.

Consolidation

The parent company of the Tulikivi group is Tulikivi Oyj domiciled in Juuka. The consolidated financial statements include all the group companies.

Internal shareholding has been eliminated by using the purchase method.

Business transactions between group companies, intercompany receivables and liabilities and internal profit distribution have been eliminated.

The income statements of the foreign group companies have been translated into Finnish marks using the average exchange rates of the financial period. Balance sheets have been translated using the exchange rates ruling at the year end. Translation differences arising from the translation of the financial statements of the foreign subsidiaries have been treated as an adjustment to retained earnings.

| FIM 1,000 | Group | | Parent Company | |
|---|----------------|----------------|----------------|----------------|
| | 1999 | 1998 | 1999 | 1998 |
| Notes to the Income Statement | | | | |
| 1.1. Net sales per marketing area | | | | |
| Finland | 113,091 | 98,857 | 85,139 | 69,701 |
| Rest of Europe | 110,643 | 111,788 | 110,643 | 111,788 |
| USA | 6,835 | 6,267 | 4,417 | 3,686 |
| Total net sales | 230,569 | 216,912 | 200,199 | 185,175 |
| 1.2. Other operating income | | | | |
| Rental income | 224 | 449 | 566 | 577 |
| Charges for intergroup services | | | 3,534 | 1,622 |
| Government grant | 875 | 186 | 771 | 186 |
| Other | 1,292 | 1,091 | 749 | 916 |
| Total other operating income | 2,391 | 1,726 | 5,620 | 3,301 |
| 1.3. Materials and external charges | | | | |
| Materials and supplies (goods) | | | | |
| Purchases during the fiscal year | 32,921 | 29,762 | 61,247 | 50,291 |
| Increase (-) or decrease (+) in inventories | 690 | -2,119 | 903 | -399 |
| External charges | 32,042 | 29,330 | 21,734 | 21,647 |
| Total materials and external charges | 65,653 | 56,973 | 83,884 | 71,539 |
| 1.4. Personnel expenses and number of employees | | | | |
| 1.4.1. Personnel expenses | | | | |
| Salaries and wages | 56,807 | 52,653 | 38,761 | 36,011 |
| Pension costs | 9,260 | 7,838 | 6,558 | 5,385 |
| Other social security costs | 6,258 | 6,068 | 4,313 | 4,275 |
| Total personnel expenses | 72,325 | 66,559 | 49,632 | 45,671 |
| 1.4.2. Salaries and fees paid to the directors | | | | |
| The members of the board of directors were paid fees amounting to 406,688 (404,546 in 1998) FIM in the Group and to 302,494 (316,371 in 1998) FIM in the Parent Company. The managing directors were paid salaries and fees 1,209,650 (1,232,408 in 1998) FIM in the Group. | | | | |
| 1.4.3. Average number of employees during the fiscal year | | | | |
| Clerical employees | 85 | 79 | 67 | 60 |
| Workers | 292 | 295 | 182 | 191 |
| Total number of employees | 377 | 374 | 249 | 251 |
| 1.5. Depreciations according to plan | | | | |
| Intangible rights | 200 | 242 | 198 | 240 |
| Other long-term expenditure | 4,668 | 3,794 | 3,982 | 3,601 |
| Buildings and constructions | 2,394 | 2,904 | 1,582 | 1,733 |
| Machinery and equipment | 9,395 | 9,677 | 6,287 | 6,564 |
| Other tangible assets | 100 | 95 | 28 | 27 |
| Goodwill | | 12 | | |
| Depreciations according to plan in total | 16,757 | 16,724 | 12,077 | 12,165 |
| 1.6. Financial income and expenses | | | | |
| Dividend income | | | | |
| From group companies | | | 3,200 | 2,824 |
| From others | 86 | 173 | 86 | 173 |
| Interest income from non-current investments | | | | |
| From group companies | | | 364 | |
| Interest income | | | | |
| From group companies | | | 74 | 305 |
| From others | 468 | 497 | 420 | 478 |
| Interest expenses | 952 | 1,073 | 602 | 649 |
| Other financial income and expenses | 206 | 91 | 218 | 198 |
| Financial income and expenses in total | -604 | -494 | 3,324 | 2,933 |

| <i>FIM 1,000</i> | <i>Group</i> | | <i>Parent Company</i> | |
|--|---------------|---------------|-----------------------|--------------|
| | <i>1999</i> | <i>1998</i> | <i>1999</i> | <i>1998</i> |
| 1.7. Extraordinary items | | | | |
| Extraordinary expenses | | | | |
| Group contribution | | | 5,000 | 500 |
| Write down of receivables from subsidiaries | | | 296 | 616 |
| Write down of loan receivables | 504 | | | |
| Extraordinary items in total | 504 | | 5,296 | 1,116 |
| 1.8. Untaxed reserves | | | | |
| Change in accelerated depreciation | | | -297 | 1,346 |
| 1.9. Income taxes | | | | |
| Income taxes on extraordinary items | | | -1 483 | -312 |
| Income taxes on ordinary operations | 8,315 | 9,892 | 6,772 | 7,412 |
| Change in deferred tax liabilities | 948 | 305 | | |
| Total income taxes | 9,263 | 10,197 | 5,289 | 7,100 |
| Notes to the Balance Sheet | | | | |
| Fixed assets and other non-current investments | | | | |
| 2.1. Intangible assets | | | | |
| 2.1.1. Intangible rights | | | | |
| Acquisition cost January 1 | 1,979 | | 1,928 | |
| Additions | 397 | | 393 | |
| Acquisition cost December 31 | 2,376 | | 2,321 | |
| Accrued depreciation according to plan January 1 | 1,193 | | 1,172 | |
| Depreciation for the financial year | 200 | | 198 | |
| Accrued depreciation December 31 | 1,393 | | 1,370 | |
| Balance sheet value of intangible rights December 31 | 983 | | 951 | |
| 2.1.2. Other long term expenditure | | | | |
| Acquisition cost January 1 | 28,436 | | 25,620 | |
| Additions | 7,965 | | 6,873 | |
| Acquisition cost December 31 | 36,401 | | 32,493 | |
| Accrued depreciation according to plan January 1 | 16,569 | | 15,331 | |
| Depreciation for the financial year | 4,668 | | 3,982 | |
| Accrued depreciation December 31 | 21,237 | | 19,313 | |
| Balance sheet value of other long term expenditure December 31 | 15,164 | | 13,180 | |
| The balance sheet value of other long term expenditure includes FIM 11,2 million for costs incurred by the opening of new soapstone quarries. It also includes costs relating to construction of roads and asphaltting of yards. | | | | |
| Total Intangible assets | 16,147 | | 14,131 | |
| 2.2. Tangible assets | | | | |
| 2.2.1. Land | | | | |
| Acquisition cost January 1 | 5,826 | | 4,534 | |
| Additions | 27 | | 27 | |
| Balance sheet value of land December 31 | 5,853 | | 4,561 | |

| <i>FIM 1,000</i> | <i>Group</i> 1999 | <i>Parent Company</i> 1999 |
|--|----------------------|-------------------------------|
| 2.2.2. Buildings and constructions | | |
| Acquisition cost January 1 | 66,018 | 42,258 |
| Additions | 403 | 221 |
| Disposals | 10 | 10 |
| Acquisition cost December 31 | <u>66,411</u> | <u>42,469</u> |
| Accrued depreciation according to plan January 1 | 20,570 | 12,977 |
| Depreciation for the financial year | 2,394 | 1,582 |
| Accrued depreciation December 31 | <u>22,964</u> | <u>14,559</u> |
| Balance sheet value of buildings and constructions December 31 | 43,447 | 27,910 |
| Above balance sheet values include revaluation amounting to FIM 5,5 million made in 1985 and 1987. | | |
| 2.2.3. Machinery and equipment | | |
| Acquisition cost January 1 | 117,585 | 87,236 |
| Additions | 19,670 | 5,338 |
| Disposals | 283 | 283 |
| Acquisition cost December 31 | <u>136,972</u> | <u>92,291</u> |
| Accrued depreciation according to plan January 1 | 80,546 | 68,170 |
| Depreciation for the financial year | 9,395 | 6,287 |
| Accrued depreciation December 31 | <u>89,941</u> | <u>74,457</u> |
| Balance sheet value of machinery and equipment December 31 | 47,031 | 17,834 |
| 2.2.4. Other tangible assets | | |
| Acquisition cost January 1 | 999 | 319 |
| Additions | 24 | 24 |
| Acquisition cost December 31 | <u>1,023</u> | <u>343</u> |
| Accrued depreciation according to plan January 1 | 253 | 104 |
| Depreciation for the financial year | 100 | 28 |
| Accrued depreciation December 31 | <u>353</u> | <u>132</u> |
| Balance sheet value of other tangible assets December 31 | 670 | 211 |
| 2.2.5. Advance payments | | |
| | 68 | |
| Total tangible assets | 97,069 | 50,516 |
| Amount of machinery and equipment included in balance sheet value | 43,837 | 15,552 |
| 2.3. Shares in group companies | | |
| | Ownership, % | |
| | <i>Group</i> | <i>Parent company</i> |
| Mittakivi Oy, Juuka, Finland | 100 | 100 |
| Tulikivi U.S. Inc., USA | 100 | 100 |
| Kiantastone Oy, Suomussalmi, Finland | 100 | 100 |
| Tulipuu Oy, Juuka, Finland | 100 | 100 |
| The New Alberene Stone Company Inc., USA | 100 | 90 |
| Tulikivi Vertriebs GmbH, Germany | 100 | 100 |
| 2.4. Receivables from the group companies | | |
| Capital loans granted to Kiantastone Oy January 1 | | 300 |
| Conversion to capital stock | | <u>-300</u> |
| | | 0 |

| <i>FIM 1,000</i> | <i>Group</i> | | <i>Parent Company</i> | |
|---|----------------|----------------|-----------------------|---------------|
| | <i>1999</i> | <i>1998</i> | <i>1999</i> | <i>1998</i> |
| 2.5. Other investments | | | | |
| HEX, Helsinki Exchanges | 150 | 150 | 150 | 150 |
| Others | 196 | 196 | 196 | 196 |
| Bookvalue in total | 346 | 346 | 346 | 346 |
| 2.6. Inventories | | | | |
| Raw materials and consumables | 4,307 | 5,933 | 2,559 | 2,881 |
| Finished products / goods | 9,480 | 7,700 | 4,864 | 5,358 |
| Other inventories | 3,766 | 4,325 | 2,870 | 3,451 |
| Total inventories | 17,553 | 17,958 | 10,293 | 11,690 |
| 2.7. Non-current receivables | | | | |
| Receivables from group companies | | | | |
| Trade receivables | | | 3,425 | 3,020 |
| Loan receivables | | | 13,021 | 1,980 |
| Prepayments and accrued income | | | 363 | 195 |
| | | | <u>16,809</u> | <u>5,195</u> |
| Receivables from others | | | | |
| Loan receivables | | 526 | | 16 |
| Total non-current receivables | | 526 | 16,809 | 5,211 |
| 2.8 Current receivables | | | | |
| Receivables from group companies | | | | |
| Trade receivables | | | 3,068 | 2,297 |
| Receivables from others | | | | |
| Trade receivables | 24,917 | 20,070 | 18,776 | 14,946 |
| Loan receivables | 4 | | 4 | |
| Other receivables | 3,439 | 1,978 | 1,279 | 1,656 |
| Prepayments and accrued income | | | | |
| Investment grant | 3,246 | | | |
| Other prepayments and accrued income | 2,368 | 1,849 | 1,578 | 1,589 |
| Total receivables from others | <u>33,974</u> | <u>23,897</u> | <u>21,637</u> | <u>18,191</u> |
| Total current receivables | 33,974 | 23,897 | 24,705 | 20,488 |
| 2.9. Shareholders' equity | | | | |
| Capital stock January 1 and December 31 | 35,453 | 35,453 | 35,453 | 35,453 |
| Share premium fund January 1 and December 31 | 29,475 | 29,475 | 29,475 | 29,475 |
| Revaluation reserve January 1 and December 31 | 225 | 225 | 225 | 225 |
| Retained earnings January 1 and December 31 | 46,065 | 31,545 | 31,066 | 21,169 |
| Dividends paid | -9,111 | -8,743 | -9,111 | -8,743 |
| Change in translation difference | 176 | -175 | | |
| Deferred tax on revaluation | -1,632 | | | |
| Other | 115 | | | |
| Retained earnings December 31 | <u>35,613</u> | <u>22,627</u> | <u>21,955</u> | <u>12,426</u> |
| Net profit for the year | 20,965 | 23,438 | 14,891 | 18,640 |
| Total shareholders' equity | 121,731 | 111,218 | 101,999 | 96,219 |

| <i>FIM 1,000</i> | <i>Group</i> | | <i>Parent Company</i> | |
|--|---------------|---------------|-----------------------|---------------|
| | <i>1999</i> | <i>1998</i> | <i>1999</i> | <i>1998</i> |
| 2.10. Statement of distributable earnings | | | | |
| Profit for the previous years | 35,613 | 22,627 | 21,955 | 12,426 |
| Net profit for the year | 20,965 | 23,438 | 14,891 | 18,640 |
| Translation difference | -1,083 | -907 | | |
| The proportion of untaxed reserves included in shareholders' equity | -7,855 | -4,887 | | |
| Distributable earnings in total | 47,640 | 40,271 | 36,846 | 31,066 |
| 2.11. Untaxed reserves | | | | |
| Untaxed reserves in the parent company comprise of accelerated depreciation. | | | | |
| 2.12. Deferred tax liability | | | | |
| On untaxed reserves | 4,201 | 3,253 | | |
| On revaluations (charged to shareholders' equity) | 1,632 | | | |
| Total deferred tax liability | 5,833 | 3,253 | | |
| 2.13. Non-current liabilities | | | | |
| Loans from credit institutions | 24,537 | 9,803 | 19,687 | 2,133 |
| Trade payables | 2,159 | | 1,135 | |
| Other non-current liabilities | 49 | 428 | 49 | 49 |
| Total non-current liabilities | 26,745 | 10,231 | 20,871 | 2,182 |
| 2.13.1. Loans becoming due after 5 years | | | | |
| Loans from credit institutions | 3,000 | 1,000 | | |
| 2.14. Current liabilities | | | | |
| Liabilities to group companies | | | | |
| Trade payables | | | 2,228 | 1,503 |
| Liabilities to others | | | | |
| Loans from credit institutions | 5,266 | 3,123 | 2,446 | 1,183 |
| Advances received | 38 | | 38 | |
| Trade payables | 7,414 | 7,751 | 3,580 | 4,331 |
| Other current liabilities | 4,726 | 3,165 | 2,327 | 1,487 |
| Accrued liabilities | | | | |
| Salaries, wages and other social security costs | 12,989 | 11,402 | 9,305 | 8,011 |
| Discounts and marketing expenses | 5,053 | 3,758 | 3,862 | 2,960 |
| External charges | 3,217 | 2,409 | 1,928 | 1,434 |
| Other accrued liabilities | 4,056 | 3,654 | 2,462 | 2,332 |
| Total current liabilities | 42,759 | 35,262 | 28,176 | 23,241 |

| FIM 1,000 | Group | | Parent Company | |
|--|---------------|---------------|----------------|--------------|
| | 1999 | 1998 | 1999 | 1998 |
| 2.15. Option loan | | | | |
| The annual General Meeting of Shareholders decided in 1997 to issue an option loan directed at certain persons belonging to the management of group companies. 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, capital stock will increase by FIM 980,000. As a result of the subscriptions, 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. | | | | |
| 2.16. Given quarantees, contingent liabilities and other commitments | | | | |
| 2.16.1. Debts with related mortgages | | | | |
| Loans from credit institutions for which mortgages have been given | 9,803 | 12,927 | 2,133 | 3,316 |
| Given mortgages | | | | |
| Real estate mortgages | 9,040 | 11,874 | 4,240 | 5,374 |
| Company mortgages | 12,950 | 9,217 | 7,250 | 2,817 |
| Instalment liabilities for which the object of the contract given as pledge | 3,033 | 1,364 | 1,370 | |
| 2.16.2. Other quarantees given on behalf of the company | | | | |
| Real estate mortgages | 143 | 200 | 143 | 200 |
| Pledges | 49 | 19 | 49 | 19 |
| Given quarantees in total | 25,215 | 22,674 | 13,052 | 8,410 |
| 2.16.3. Leasing commitments | | | | |
| Due during the next financial year | 204 | 228 | 204 | 166 |
| Due later | 133 | 103 | 133 | |
| Leasing commitments in total | 337 | 331 | 337 | 166 |
| The leasing contracts have been made for a period of three to six years and do not include redemption clauses. | | | | |
| 2.16.4. Off-balance sheet financial instruments | | | | |
| The group does not have any off-balance sheet financial instruments | | | | |

KEY FIGURES OF PROFIT DEVELOPMENT 1995 - 1999

| <i>FIM 1,000</i> | 1995 | 1996 | 1997 | 1998 | 1999 |
|--------------------------------------|---------|---------|---------|---------|---------|
| Net sales | 156,771 | 156,004 | 194,479 | 216,912 | 230,569 |
| Change (%) | -3.8 | -0.5 | 24.7 | 11.5 | 6.3 |
| Operating profit | 6,108 | 17,157 | 33,392 | 34,129 | 31,336 |
| (%) of net sales | 3.9 | 11.0 | 17.2 | 15.7 | 13.6 |
| Financial items | -4,478 | -2,429 | -1,079 | -494 | -604 |
| Profit before extraordinary items | 1,630 | 14,728 | 32,313 | 33,635 | 30,732 |
| (%) of net sales | 1.0 | 9.4 | 16.6 | 15.5 | 13.3 |
| Profit before taxes | 1,630 | 12,335 | 33,486 | 33,635 | 30,228 |
| (%) of net sales | 1.0 | 7.9 | 17.2 | 15.5 | 13.1 |
| Income taxes | 433 | 3,360 | 8,943 | 10,197 | 9,263 |
| Minority interest | 330 | -3 | 7 | | |
| Profit for the year | 1,527 | 8,972 | 24,550 | 23,438 | 20,965 |
| Consolidated balance sheet | | | | | |
| Assets | | | | | |
| Fixed assets | 84,304 | 87,076 | 93,213 | 103,088 | 113,562 |
| Inventories | 12,560 | 14,217 | 13,501 | 17,958 | 17,553 |
| Other current assets | 35,786 | 35,158 | 50,993 | 38,918 | 65,953 |
| Liabilities and shareholders' equity | | | | | |
| Shareholders' equity | 62,346 | 76,539 | 96,697 | 111,218 | 121,731 |
| Other items | 210 | 7 | | | |
| Interest bearing liabilities | 46,256 | 33,306 | 24,769 | 14,364 | 32,836 |
| Non-interest bearing liabilities | 23,837 | 26,599 | 36,241 | 34,382 | 42,501 |
| Total assets | 132,650 | 136,451 | 157,707 | 159,964 | 197,068 |
| <i>EUR 1,000</i> | 1995 | 1996 | 1997 | 1998 | 1999 |
| Net sales | 26,367 | 26,238 | 32,709 | 36,482 | 38,779 |
| Change (%) | -3.8 | -0.5 | 24.7 | 11.5 | 6.3 |
| Operating profit | 1,027 | 2,886 | 5,616 | 5,740 | 5,270 |
| (%) of net sales | 3.9 | 11.0 | 17.2 | 15.7 | 13.6 |
| Financial items | -753 | -409 | -181 | -83 | -102 |
| Profit before extraordinary items | 274 | 2,477 | 5,435 | 5,657 | 5,169 |
| (%) of net sales | 1.0 | 9.4 | 16.6 | 15.5 | 13.3 |
| Profit before taxes | 274 | 2,075 | 5,632 | 5,657 | 5,084 |
| (%) of net sales | 1.0 | 7.9 | 17.2 | 15.5 | 13.1 |
| Income taxes | 73 | 565 | 1,504 | 1,715 | 1,558 |
| Minority interest | 56 | -1 | 1 | | |
| Profit for the year | 257 | 1,509 | 4,129 | 3,942 | 3,526 |
| Consolidated balance sheet | | | | | |
| Assets | | | | | |
| Fixed assets | 14,179 | 14,645 | 15,677 | 17,338 | 19,100 |
| Inventories | 2,112 | 2,391 | 2,271 | 3,020 | 2,952 |
| Financial assets | 6,019 | 5,913 | 8,576 | 6,546 | 11,092 |
| Liabilities and shareholders' equity | | | | | |
| Shareholders' equity | 10,486 | 12,873 | 16,263 | 18,705 | 20,474 |
| Other items | 35 | 1 | | | |
| Interest bearing liabilities | 7,780 | 5,602 | 4,166 | 2,416 | 5,522 |
| Non-interest bearing liabilities | 4,009 | 4,473 | 6,095 | 5,783 | 7,148 |
| Total assets | 22,310 | 22,949 | 26,524 | 26,904 | 33,144 |

The conversion from Finnish marks into euros is based on the approximate values given in the table.

CALCULATIONS OF KEY RATIOS

Ratios

| | |
|------------------------------------|---|
| Return on equity (ROE) = | $\frac{\text{profit before extraordinary items - income taxes}}{\text{shareholders' equity (average during the financial year)}} \times 100$ |
| Return on capital employed (ROI) = | $\frac{\text{profit before extraordinary items + interest expenses and other financial costs}}{\text{balance sheet total - non-interest bearing liabilities (average during the financial year)}} \times 100$ |
| Equity ratio, % = | $\frac{\text{shareholders' equity}}{\text{balance sheet total - advances received}} \times 100$ |
| Net indebtness ratio, % = | $\frac{\text{interest-bearing net debt}}{\text{shareholders' equity}} \times 100$ |
| Current ratio = | $\frac{\text{financial assets + inventories}}{\text{current liabilities}}$ |
| Own capital investment ratio = | $\frac{\text{net cash flow from operating activities}}{\text{net investments}}$ |

Key indicators per share

| | |
|----------------------------|--|
| Earnings/share = | $\frac{\text{profit before extraordinary items - income taxes for the financial year}}{\text{average issue-adjusted number of shares for the financial year}}$ |
| Equity/share = | $\frac{\text{shareholders' equity}}{\text{issue-adjusted number of shares at December 31}}$ |
| Dividend/share, % = | $\frac{\text{dividend paid for the year}}{\text{the issue-adjusted number of shares at the end of the year}}$ |
| Dividend/earnings, % = | $\frac{\text{dividend/share}}{\text{earnings/share}} \times 100$ |
| Effective dividend yield = | $\frac{\text{issue-adjusted dividend/share}}{\text{issue-adjusted share price December 31}} \times 100$ |
| P/E = | $\frac{\text{issue-adjusted share price December 31}}{\text{earnings/share}}$ |

FINANCIAL RATIOS, FIM

| <i>FIM</i> | 1995 | 1996 | 1997 | 1998 | 1999 |
|---|-----------|-----------|-----------|-----------|--------------------|
| Return on equity, % | 1.9 | 12.9 | 27.0 | 22.5 | 18.4 |
| Return on capital employed, % | 5.7 | 16.1 | 29.2 | 28.1 | 22.6 |
| Net indebtness ratio, % | 58.4 | 19.9 | 2.3 | -0.1 | 0.7 |
| Solvency ratio, % | 47.2 | 56.1 | 61.3 | 69.5 | 61.8 |
| Current ratio | 1.3 | 1.4 | 1.6 | 1.6 | 2.0 |
| Gross investments, FIM thousands | 20,956 | 12,530 | 26,677 | 28,788 | 33,697 |
| Investments/net sales, % | 13.4 | 8.0 | 13.7 | 13.3 | 14.6 |
| Own capital investment ratio | 0.8 | 2.2 | 1.9 | 1.5 | 1.3 |
| Research and Development expenditures, FIM thousands | 5,637 | 4,281 | 4,016 | 5,913 | 6,141 |
| Research and Development/net sales, % | 3.6 | 2.7 | 2.1 | 2.7 | 2.7 |
| Personnel, on average | 220 | 243 | 329 | 374 | 377 |
| Key indicators per share | | | | | |
| Earnings per share, FIM | 0.97 | 6.94 | 13.19 | 13.22 | 12.11 |
| Equity per/share, FIM | | | | | |
| without soapstone resources | 39.65 | 43.19 | 54.56 | 62.75 | 68.69 |
| Nominal dividend/share, FIM | | | | | |
| A-share | 1.00 | 3.00 | 5.00 | 5.20 | 6.00 ^{*)} |
| K-share | 0.80 | 2.80 | 4.80 | 5.00 | 5.80 ^{*)} |
| Dividend/ earnings, % | 96.7 | 43.3 | 37.5 | 38.9 | 45.0 |
| Effective dividend yield, % | | | | | |
| A-serie | 3.2 | 6.2 | 5.3 | 4.5 | 6.5 |
| P/E ratio | 32.0 | 7.0 | 7.2 | 8.7 | 7.6 |
| Issue-adjusted share prices of the A-share, FIM | | | | | |
| - average | 48.15 | 41.12 | 81.74 | 114.00 | 89.81 |
| - lowest | 28.60 | 31.00 | 48.00 | 82.10 | 71.65 |
| - highest | 77.00 | 53.00 | 110.00 | 145.00 | 121.89 |
| - issue-adjusted share price December 31 | 31.10 | 48.55 | 95.00 | 114.90 | 92.16 |
| Market capitalization, FIM thousands | | | | | |
| (supposing that the market price of the K-share is the same as that of the A-share) | 48,898 | 86,044 | 168,366 | 203,634 | 163,331 |
| Number of A-shares traded (1,000 pcs) | 148.7 | 505.2 | 1,149.1 | 543.4 | 425.2 |
| - % of the total amount | 13.6 | 46.1 | 88.7 | 42.0 | 32.8 |
| The average issue-adjusted number of all the shares | 1,572,277 | 1 638 578 | 1,772,277 | 1,772,277 | 1,772,277 |
| The issue-adjusted number of all the shares at the end of the year | 1,572,277 | 1,772,277 | 1,772,277 | 1,772,277 | 1,772,277 |

Due to its insignificance the dilution impact of the shares available for subscription on the basis of the issued bonds with warrants has not been reflected in the key indicators.

^{*)} According to the proposal of the board of directors.

FINANCIAL RATIOS, EURO

| <i>EUR</i> | 1995 | 1996 | 1997 | 1998 | 1999 |
|---|-----------|-----------|-----------|-----------|--------------------|
| Return on equity, % | 1.9 | 12.9 | 27.0 | 22.5 | 18.4 |
| Return on capital employed, % | 5.7 | 16.1 | 29.2 | 28.1 | 22.6 |
| Net indebtness ratio, % | 58.4 | 19.9 | 2.3 | -0.1 | 0.7 |
| Solvency ratio, % | 47.2 | 56.1 | 61.3 | 69.5 | 61.8 |
| Current ratio | 1.3 | 1.4 | 1.6 | 1.6 | 2.0 |
| Gross investments, (1,000 euro) | 3,525 | 2,107 | 4,487 | 4,842 | 5,667 |
| Investments/net sales, % | 13.4 | 8.0 | 13.7 | 13.3 | 14.6 |
| Own capital investment ratio | 0.8 | 2.2 | 1.9 | 1.5 | 1.3 |
| Research and Development expenditures, (1,000 euro) | 948 | 720 | 675 | 994 | 1,033 |
| Research and Development/net sales, % | 3.6 | 2.7 | 2.1 | 2.7 | 2.7 |
| Personnel, on average | 220 | 243 | 329 | 374 | 377 |
| Key indicators per share | | | | | |
| Earnings per share, euro | 0.16 | 1.17 | 2.22 | 2.22 | 2.04 |
| Equity per/share, euro | | | | | |
| without soapstone resources | 6.67 | 7.26 | 9.18 | 10.55 | 11.55 |
| Nominal dividend/share, euro | | | | | |
| A-share | 0.17 | 0.50 | 0.84 | 0.87 | 1.01 ^{*)} |
| K-share | 0.13 | 0.47 | 0.81 | 0.84 | 0.98 ^{*)} |
| Dividend/ earnings, % | 96.7 | 43.3 | 37.5 | 38.9 | 45.0 |
| Effective dividend yield, % | | | | | |
| A-serie | 3.2 | 6.2 | 5.3 | 4.5 | 6.5 |
| P/E ratio | 32.0 | 7.0 | 7.2 | 8.7 | 7.6 |
| Issue-adjusted share prices of the A-share, euro | | | | | |
| - average | 8.10 | 6.92 | 13.75 | 19.17 | 15.10 |
| - lowest | 4.81 | 5.21 | 8.07 | 13.81 | 12.05 |
| - highest | 12.95 | 8.91 | 18.50 | 24.39 | 20.50 |
| - issue-adjusted share price December 31 | 5.23 | 8.17 | 15.98 | 19.32 | 15.50 |
| Market capitalization, (1,000 euro) | | | | | |
| (supposing that the market price of the K-share is the same as that of the A-share) | 8,224 | 14,472 | 28,317 | 34,249 | 27,470 |
| Number of A-shares traded (1,000 pcs) | 148.7 | 505.2 | 1,149.1 | 543.4 | 425.2 |
| - % of the total amount | 13.6 | 46.1 | 88.7 | 42.0 | 32.8 |
| The average issue-adjusted number of all the shares | 1,572,277 | 1,638,578 | 1,772,277 | 1,772,277 | 1,772,277 |
| The issue-adjusted number of all the shares at the end of the year | 1,572,277 | 1,772,277 | 1,772,277 | 1,772,277 | 1,772,277 |

Due to its insignificance the dilution impact of the shares available for subscription on the basis of the issued bonds with warrants has not been reflected in the key indicators.

^{*)} According to the proposal of the board of directors.

CAPITAL STOCK AND SHARES

Capital stock

The company's capital stock paid and entered in the Trade Register amounted to FIM 35,453,040 on December 31, 1999. The minimum and maximum capital stock are FIM 15,000,000 and FIM 60,000,000, respectively. The capital stock comprises of the following types of shares:

| Number of types | Number of shares | Nominal value, FIM | Proportion % of shares | Proportion % of votes | FIM of 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 | 35,453,040¹⁾ |

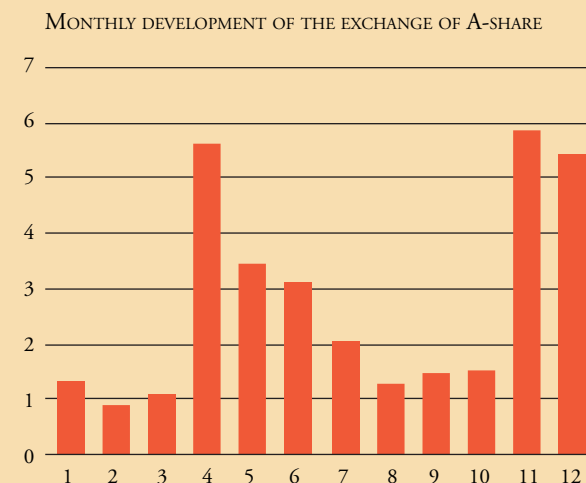
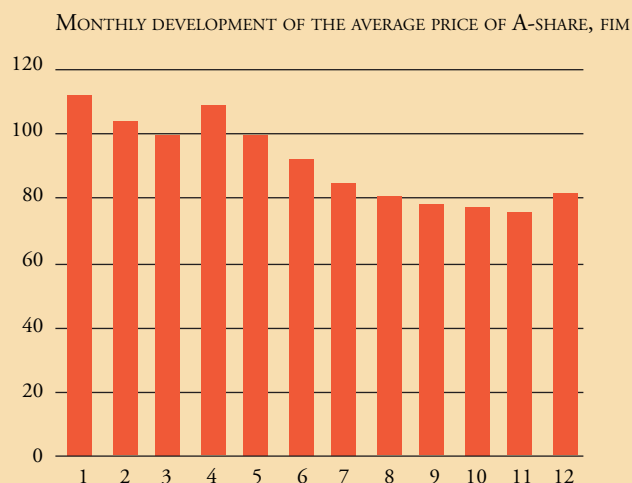
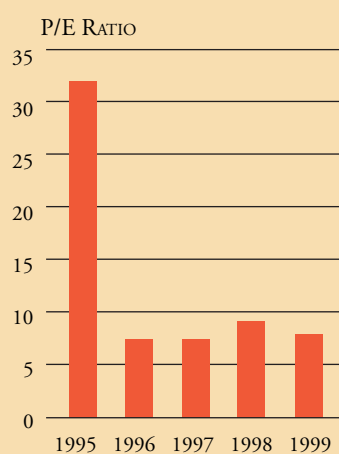
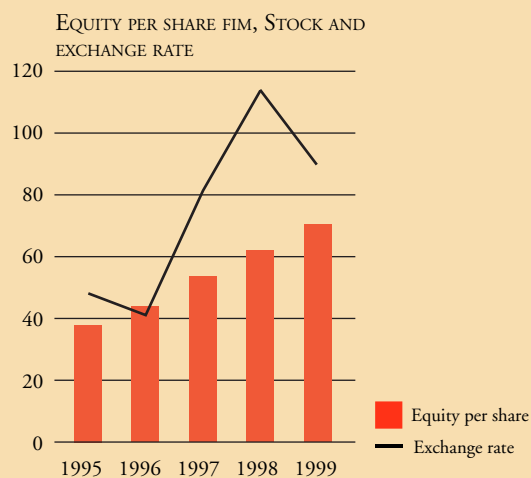
¹⁾ The company has purchased one share with the nominal value of FIM 7,500 at the time of purchase. According to the articles of association, the dividend paid on A-shares must be at least one percentage point higher than the dividend paid on K-shares. The Board of Directors has no outstanding authorizations to issue new shares or a debenture loan or option loan or to purchase own shares.

The exchange and rating development of the A-share

Tulikivi Oyj's A-share is quoted at Helsinki Exchanges with trade identifying mark, TULAV.

The number of exchanged A-shares of the Tulikivi Corporation on the Helsinki Exchanges was 425,213 pcs, equal to FIM 38.2 million (6.4 million in euro). The top rating of the share was FIM 121.89 (20.50 euro) and the lowest rating was FIM 71.65 (12.05 euro). The closing rate of the period's last stock day was FIM 92.16 (15.50 euro).

At the end of the fiscal period, Tulikivi Corporation had 1,809 shareholders. Foreign shareholders owned 8.9 (14.4) percent of the A-shares. Tulikivi Corporation does not possess its own shares.



Shareholders and management ownership

| 10 major shareholders according to number of shares | K-shares | A-shares | Proportion, % |
|---|----------|----------|---------------|
| 1. Vauhkonen Reijo | 282,625 | 226,723 | 28.74 |
| 2. Vauhkonen Heikki | 44,875 | 4,518 | 2.79 |
| 3. Vauhkonen Mikko | 19,875 | 20,260 | 2.26 |
| 4. Mutanen Susanna | 39,875 | | 2.25 |
| 5. Investment fund Gyllenberg Small Firm | | 32,100 | 1.81 |
| 6. Virtaala Matti | 10,000 | 20,000 | 1.69 |
| 7. Laakkonen Reino | | 27,000 | 1.52 |
| 8. Nuutinen Kyösti | 19,875 | 5,300 | 1.42 |
| 9. Vauhkonen Eliisa | 19,875 | 3,976 | 1.35 |
| 10. Mutual Insurance Company Pension-Fennia | | 23,718 | 1.34 |

| 10 major shareholders according to number of votes | K-shares | A-shares | Proportion, % |
|--|----------|----------|---------------|
| 1. Vauhkonen Reijo | 282,625 | 226,723 | 50.34 |
| 2. Vauhkonen Heikki | 44,875 | 4,518 | 7.47 |
| 3. Mutanen Susanna | 39,875 | | 6.57 |
| 4. Vauhkonen Mikko | 19,875 | 20,260 | 3.61 |
| 5. Nuutinen Kyösti | 19,875 | 5,300 | 3.36 |
| 6. Vauhkonen Eliisa | 19,875 | 3,976 | 3.34 |
| 7. Sampo Life Insurance Company Ltd | 13,000 | | 2.14 |
| 8. Virtaala Matti | 10,000 | 20,000 | 1.98 |
| 9. Svanborg Reijo | 10,000 | | 1.65 |
| 10. Suomen Kulttuurirahasto | 5,000 | 17,000 | 1.10 |

The members of the Board and the managing director control 322,500 K-shares and 267,083 A-shares representing 57.6% of votes. On the basis of the issued bonds with warrants the management can subscribe for 21,000 A-shares corresponding to 1.2% of total shares and 0.4% of votes.

Breakdown of share ownership

| Number of shares | Shareholders, pcs | Proportion, % | Shares, pcs | Proportion, % |
|------------------|-------------------|---------------|-------------------------|---------------------|
| 1 -100 | 967 | 53.46 | 52,813 | 2.98 |
| 101 - 1,000 | 696 | 38.47 | 264,852 | 14.94 |
| 1,001 - 5,000 | 111 | 6.14 | 250,851 | 14.15 |
| 5,001 - 1,0000 | 16 | 0.88 | 118,955 | 6.71 |
| 1,0001 - | 19 | 1.05 | 1,080,142 | 60.95 |
| Total | 1,809 | 100.00 | 1,767,613 ¹⁾ | 99.73 ¹⁾ |

¹⁾ As per the company's list of shareholders December 31, 1999. 4,501 shares had not been transferred to the book entry register.

On 31 December, 1999 the company's shareholders were broken down by sector as follows

| Sector | Holding, % | Votes, % |
|--------------------------------------|------------|----------|
| Enterprises | 6.33 | 2.30 |
| Financial and insurance institutions | 17.10 | 7.37 |
| Public organizations | 2.86 | 0.84 |
| Non-profit organizations | 2.23 | 1.39 |
| Households | 71.21 | 87.88 |
| Foreign | 0.01 | 0.00 |
| In joint accounts | 0.25 | 0.22 |
| On waiting list | 0.01 | |
| Total | 100.00 | 100.00 |

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

THE BOARD PROPOSAL FOR DISTRIBUTION OF THE DIVIDEND

The earnings of the parent company eligible for distribution as dividend is FIM 36.8 million, and that of the Group, FIM 47.6 million.

The board of directors shall propose at the shareholders' meeting that the dividend per A-share be FIM 6.00 and FIM 5.80 per K-share, totalling FIM 10.5 million.

Nunnanlahti, February 10, 2000

Reijo Vauhkonen

Piispa Ambrosius

Aimo Paukkonen

Teppo Taberman

Mikko Vauhkonen

Matti Virtaala

Reijo Svanborg
Managing Director

AUDIT REPORT

To the shareholders of Tulikivi Oyj

We have audited the accounting records, the financial statements and the corporate governance of Tulikivi Oyj for the financial period 1.1. - 31.12.1999. The financial statements, which include the report of the Board of Directors, consolidated and parent company income statements, balance sheets 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 20.964.809,80 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 handling of the distributable earnings is in compliance with the Companies' Act.

In Juuka March 6th, 2000

SVH Pricewaterhouse Coopers Oy
An authorized public accountancy firm

Hannele Selesvuo
Authorized public accountant

THE ADMINISTRATION OF TULIKIVI OYJ

The Tulikivi Oyj follows the recommendations of the Central Chamber of Commerce and the Confederation of Finnish Industry and Employers preferred by the Helsinki Stock Exchange concerning administration of publicly registered corporations. Moreover, the company's Board of Directors has confirmed a written corporate governance code for the company with definitions of the tasks and responsibility areas of the Board, Board's full-time Chairman and the Managing Director.

Structure of the Tulikivi Group

The parent company of the Tulikivi Group is Tulikivi Oyj, with active subsidiaries such as Mittakivi Oy, Kiantastone Oy, Tulipuu Oy and Tulikivi U.S., Inc. The subsidiaries include also the New Alberene Stone Company, Inc. and Tulikivi Vertriebs GmbH. The head office of Tulikivi Oyj is situated in Juuka. The company's A-share has been quoted at the Helsinki Stock Exchange.

Operatively, the Tulikivi Group is split up into four profit centers, group-level marketing units and service units. The profit centers are presented on pages 8 to 9 of this annual report.

The highest responsibility for the administration and operation of the Group is in the hands of such organs of the Tulikivi Oyj as the general meeting, the Board of Directors and the Managing Director. The Board members of the Group's parent company act also as the Board members of the operative subsidiaries.

Subsidiaries and representative office

Mittakivi Oy, Juuka

Tulikivi Oyj has 100% holding in this company. Mittakivi Oy manufactures tailor-made stoves. They also have their own product range which is manufactured using stone material quarried by Tulikivi Oyj. Also, Mittakivi Oy produces stone processing products using various stone types. About half of the total production volume was exported through the parent company. Net sales of the company was FIM 88,6 million in 1999 (1998: 72,8) and profit before extraordinary items was FIM 11,2 million (12,0).

Tulikivi U.S. Inc., New York (place of registration Virginia), USA Tulikivi Oyj has a 100% holding in this company. The company is responsible for marketing

Tulikivi products in North America. The objective of Tulikivi U.S., Inc. is to further develop the network of retail outlets. Net sales of the company was USD 1,2 million (1,0).

Kiantastone Oy

Tulikivi Oyj has a 100% holding in this company. The company was founded in 1988 with the purpose of utilising the soapstone reserves in Suomussalmi. The business name of Suomussalmen Vuolukivi Oy was changed to Kiantastone Oy at the turn of the year. The company implemented a substantial production investment in co-operation with Suomussalmi municipality during the fiscal year 1999. The stone processing production lines were test-run in December and actual order based production was started in January 2000. The main products of the company are covering stone material for stoves and architectural stone. The fixed costs incurred by completing the new factory have been booked as affecting the profitability of the company in 1999. Therefore the result before extraordinary items was unprofitable at minus FIM 2,4 million.

Tulipuu Oy, Juuka

Tulikivi Oyj has a 100% holding in this company. The purpose of this company is to create a system for producing fire wood and develop a distribution network for it thus supporting the growth of stove heating. The company co-operates with individual fire wood entrepreneurs. Tulipuu Oy products are sold in bulk directly from the producers to the end customers. Smaller quantities are sold through co-operating hardware stores and service stations. In terms of overall group performance, the sales volume of the company is not significant.

Tulikivi Oyj Niederlassung, Frankfurt a.M., Germany

This representative office is responsible for marketing efforts of export to Germany.

The New Alberene Stone Company Inc., Virginia, USA

Tulikivi Oyj has a 100% holding in this dormant company.

Tulikivi Vertriebs GmbH, Frankfurt a.M., Germany

Tulikivi Oyj has a 10 % holding in this dormant company.



Reijo Vauhkonen (60), Building Engineer, Industrial Alderman, founder of the company. Board member of Kiviteollisuusliitto (an association for the stone industry) and Rakennusteollisuus ry (an association for the building industry). Executive Manager for the company from 1980 to 1988, full-time chairman of the board since 1990.



Bishop Ambrosius (54), Bishop for the Orthodox congregation of Oulu city. Board member since 1992. Vice chairman of the board since 1995.



Aimo Paukkonen (58), Engineer, Executive Manager. Board member since 1999.



Teppo Tabermann (55), Master of Economics, Bachelor of Economics. Vice executive manager of Kansallis-Osake-Pankki (a former Finnish commercial bank) from 1990 to 1994, several board memberships since 1982. Board member since 1996.



Mikko Vauhkonen (31), training officer at Finnish border guard service. Board member since 1998.



Matti Virtaala (48), Engineer, Executive Manager of Abloy Oy, Group Vice President of ASSA ABLOY AB. Board member since 1994.

Salli Hara-Haikkala Master of Law, has been working in the capacity of board secretary since 1996.

The Board of Directors

Tasks and responsibility

The tasks and responsibilities of the Tulikivi Oyj's Board are determined by the Companies Act and other applicable legislation. The Board's task is to deal with the proper arrangement of the company's administration and operation.

The objective of the Board is to direct the operation of the company so that it will in the long run yield as much value added as possible for the capital employed, while also paying attention to the needs of various interest groups.

To meet the requirements set for the Board's operation by the Companies Act and to fulfill the aforementioned objective, the Board will confirm the visions and values of the company and accept the strategy. Moreover, the Board decides, among other things, on unusual and far-reaching matters and on agreements, paying attention to the extent and quality of company's operation. The Board accepts the budget, the investments and the grounds of the business plans.

The principles of the Tulikivi Oyj for paying dividends are determined by the Board.

Selection of the Board members, present composition and meetings

The annual general of the Tulikivi Oyj meeting will select 5 to 7 persons to the Board. Their term of office will last up to the next AGM. The Board will elect from among themselves the Chairman and the Deputy Chairman.

In 1999, the Board consisted of six members. Industrial Alderman Reijo Vauhkonen acted as Chairman and Bishop Ambrosius as Deputy Chairman, during the period under review. The Managing Director of the Tulikivi Corporation is not a member of the Board.

In 1999, the Board of Tulikivi Corporation met 15 times, of which 10 were meetings on the phone.

The general meeting will confirm the emoluments paid to the Board members. In 1999, each member of the Board obtained a compensation of FIM 40,000 for operating at the Board. Moreover, the Chairman of the Board will obtain a salary from the Tulikivi Corporation on the basis of his employment.

Managing director and management team

The tasks and responsibilities of the managing director are determined on the basis of the Companies Act and other applicable legislation. To fulfill the requirements set for the position, the managing director is in charge of the management and supervision of operations in accordance with instructions given by the Board of Directors. Moreover, the managing director is responsible for the implementation of the budget, the economic result of the company and for keeping the Board of Directors fully aware of the economic situation and operational environment of the company. The managing director will report once a month to the Board on the operation of the profit centers, the result and potential deviations in comparison to the budget. In addition, the managing director will immediately inform the Board of essential changes in the operational environment, otherwise affecting the company.

The Board of the Tulikivi Oyj will select and appoint the managing director. Reijo Svanborg has acted as Managing Director from 1st of July 1997. The managing director is assisted by the management team whose chairman he is. Besides Reijo Svanborg, there are eight members in the management team of the Group: managers Salli Hara-Haikkala, Pentti Kähkölä, Arja Lehtikoinen, Kyösti Nuutinen, Juha Sivonen, Jouko Toivanen, Eliisa

Vauhkonen and Timo Vuorinen. All members of the management team are employed by the Tulikivi Oyj or its subsidiaries.

Supervisory system

According to the Companies Act, the highest responsibility for arranging the supervision of the accounting records and financial management lies in the hands of the company's Board of Directors. The highest responsibility for arranging the accounting records and financial management is taken by the managing director.

The accounting firm selected by the general meeting will be in charge of the statutory audit of the companies belonging to the Tulikivi Group. The accounting firm in 1999 was SVH Pricewaterhouse Coopers Oy. The responsible auditor was Authorized Public Accountant Hannele Selesvuo.

The auditors of the company will issue an auditor's report required by law to the company's shareholders in connection with annual financial statements. Moreover, they report to the Board.

The company's Board of Directors has appointed an auditing committee for internal auditing and confirmed its directive. Authorized Public Accountant Veijo Riistama and Chairman of the Board Reijo Vauhkonen have been selected as the committee members.

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INFORMATION TO THE SHAREHOLDERS

Interim reports

Tulikivi Oyj will in 2000 publish three interim reports for the periods ending on March 31, June 30 and September 30, 2000 on May 4, August 7 and on November 2, 2000, respectively.

Beginning from the publication date, the interim reports, the annual report and the stock exchange bulletins can be found at our Web site at www.tulikivi.com.

Share register

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

Annual general meeting of shareholders

Annual General Meeting of Shareholders of Tulikivi Oyj will be held in the Kivikylä auditorium at Nunnanlahti, Juuka on April 26, 2000, 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 April 13, 2000. 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 April 20, 2000. 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 83 900 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 1999 as follows:

| | |
|-------------|----------|
| on A-shares | FIM 6.00 |
| on K-shares | FIM 5.80 |

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 May 2, 2000. 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 May 9, 2000.