



BLOM
IMAGING THE WORLD

REPORT FOR
3rd QUARTER 2013



Restructuring and debt conversion

The company's extensive effort to restructure the company now finally is to yield the expected results. The reduced cost base, measures to reduce geographic exposure and more focused operations have gradually shown results. In combination with an extensive conversion of interest-bearing bond debt, the company has established a new foundation for long-term, profitable growth.

The company reported revenues of NOK 103 million for the 3rd quarter, compared with NOK 87 million for the same quarter in 2012. EBITDA for the quarter was NOK 26 million, compared with NOK 8 million for the corresponding quarter in 2012. This corresponds to an EBITDA margin of 25.3 per cent, compared with 9.8 per cent for the 3rd quarter of 2012. The operating loss for the quarter was NOK 23 million, compared with an operating loss of NOK 2 million for the same period in 2012. The pre-tax loss was NOK 25 million, compared with a pre-tax loss of NOK 8 million for the corresponding quarter in 2012. Revenue from the sale of intellectual property rights totalled NOK 20 million during the period. The accounts include charges of NOK 40 million for the write-down of databases.

Blom has reduced its operations over several years through the sale and downscaling of several subsidiaries. The company will continue to make an active effort to adapt its structure, cost base and product portfolio in order to improve the company's earning capacity.

The company has had an ongoing dialogue with a majority of the bondholders for the company's bond loan. The bondholders approved the restructuring of debt through conversion of all the outstanding bond debt to equity in the company at the bondholder meeting of 5 September 2013.

Conversion of all of the company's outstanding bond debt totalling NOK 97.3 million was approved by the company's Extraordinary General Meeting of 27 September. Registration of the new shares will take place on 20 November 2013. After conversion of the bond debt, the bondholders will own approximately 96.7 per cent of the company's outstanding shares.

The enclosed pro forma balance sheet shows the company's balance sheet as at 30 September 2013 if the resolution adopted prior to 30 September 2013 had been implemented. Implementation of the resolution was contingent on a notice to creditors linked to the resolution made to reduce the capital, a resolution that was made as a consequence of the debt conversion proposal. The balance sheet shows a book equity of NOK 77.9 million, which corresponds to an equity ratio of 37.1 per cent.



The debt of NOK 20 million to Hexagon AB has been settled through the sale of intellectual property rights to Hexagon AB. Blom emerges after this with interest-bearing debt of NOK 10 million.

Results

| IFRS | 3 rd quarter | | As at 30/09 | |
|-------------------------------------|-------------------------|--------|----------------|---------|
| | 2013 | 2012 | 2013 | 2012 |
| (Amounts in NOK 1000) | | | | |
| Operating revenues | 102,867 | 86,523 | 241,192 | 255,672 |
| EBITDA excluding other gains/losses | 26,025 | 8,422 | 18,594 | 15,206 |
| EBITDA | 26,025 | 8,422 | 18,594 | 39,090 |
| EBIT | -23,408 | -1,819 | -48,653 | 8,144 |
| EBT | -25,392 | -7,854 | -55,639 | -17,606 |

This report has been prepared in accordance with IAS 34 on interim accounts. The interim accounts do not contain all the information that is required in complete annual accounts, and they should be read in conjunction with the consolidated accounts for 2012. The interim accounts have been prepared in accordance with the same principles that are used in the annual accounts for 2012. The report has not been audited.

Operations

Operational development

To improve the company's profitability under the prevailing market conditions, Blom has focused on market niches in which the company has a competitive advantage, geographic regions that have an increasing need for the company's products and services, and the continuing implementation of margin-improving measures.

Performance in the Nordic region differs among the various countries and customer segments. In Sweden, the company's increased focus on specific customer segments and a changed product mix has resulted in revenue growth and an improvement in earnings. Certain important customer segments in Norway have shown a considerable decline in volume, which has resulted in lower prices. Blom has, nonetheless, maintained its market share. Overall, the market situation in

the Nordic region creates a need for additional cost-saving measures and more focused operations.

Mid-Europe has increased its revenues marginally, compared with 2012. The efficiency improvement measures so far in 2013 are expected to improve the margins for subsequent quarters.

Eastern Europe reported lower revenues and earnings for the period. This can be attributed to the discontinuation of various business areas in 2012, the delivery structure of the underlying orders and delayed public tendering processes. The EU investment programme for 2014–2018 has large volumes, and the company expects that revenues will be significantly higher in 2014 based on the contracts entered into already.

The challenging macroeconomic conditions in Iberia continue. The implementation of a more market-oriented organisational structure, cost-rationalisation measures and reduced geographic exposure have not adequately compensated for this. This means that there is still uncertainty associated with the operations in their current form, and additional measures will be required.

In spite of the underlying operations showing somewhat less weak profitability for the first three quarters of the year, the company's results are not satisfactory. Blom is focusing on the development of products and services to increase the creation of value for our customers, which will provide the foundation for further development of existing and new customer relationships based on adaptation of our range of products.

The macroeconomic conditions in several of the regions in which Blom operates remain challenging. This may have a negative impact on the company's earnings and liquidity situation, and make further compensatory measures necessary. It must be said at the same time that we are also seeing signals that the psychology is gradually changing, which is the first sign that a change process is under development.

Blom signed NOK 16 million agreement in Romania

Blom Romania S.R.L, Blom ASA's Romanian subsidiary, signed a technical consulting contract for the development and rehabilitation of infrastructure with the Romanian waterworks in Deva, Hunedoara County, Romania. The value of the contract is estimated at approximately NOK 16 million. The work is expected to start in November 2013 and will last approximately 18 months.



Finance and accounts

3rd QUARTER 2013

Operating revenues from the segments in the 3rd quarter:

| Operating revenues | 3 rd Qtr. 2013 | 3 rd Qtr. 2012 |
|-----------------------------------|---------------------------|---------------------------|
| Nordic | 65,286 | 41,586 |
| Mid-Europe | 13,348 | 13,204 |
| Eastern Europe | 11,814 | 18,842 |
| Iberia & Latin America | 12,419 | 12,891 |
| Total | 102,867 | 86,523 |

As at 3rd quarter 2013

Operating revenues from the segments in the 3rd quarter were:

| Operating revenues | As at 3 rd Qtr. 2013 | As at 3 rd Qtr. 2012 |
|------------------------|------------------------------------|------------------------------------|
| Nordic | 137,589 | 125,321 |
| Mid-Europe | 41,027 | 36,770 |
| Eastern Europe | 36,265 | 61,092 |
| Iberia & Latin America | 26,311 | 32,489 |
| Total | 241,192 | 255,672 |

The company had a negative cash flow from continuing business of NOK 5 million in the 3rd quarter, which reflects the company's seasonally higher working capital.

In the 3rd quarter, the company made operational investments of NOK 4 million.

Net financial expenses totalled NOK 2 million for the quarter, and were lower than in the same period last year as a result of lower interest-bearing debt.

The equity ratio is -5.5 per cent, compared with 10.3 per cent as at 31 December 2012, and cash and cash equivalents declined by NOK 8 million to NOK 31 million during the quarter.

Conversion of all of the company's outstanding bond debt totalling NOK 97.3 million was approved by the company's Extraordinary General Meeting of 27 September. Registration of the new shares took place on 20 November 2013.

The debt of NOK 20 million to Hexagon AB has been settled through the sale of intellectual property rights to Hexagon AB.

The equity ratio after the conversion of bond debt and restructuring of the company is 37.1 per cent and interest-bearing debt totals NOK 10 million.

Organisation and personnel

During this period the company has reduced its workforce based on the demand for the company's products in the market. The company has a staff of employees with a high level of competence. This represents the foundation for the company's growth. As at 30 September 2013, there was a total of 213 employees in the operative companies, while there was a total of 315 employees at the production facilities in Indonesia and Eastern Europe. The group has a total of 528 employees, which is a reduction of 57 since 31 December 2012.

Shareholder matters

As at 30 September 2013, the company's share capital totals NOK 16,848,862.50, divided into 33,697,725 shares, each with a par value of NOK 0.50. The total number of shareholders as at 30 September 2013 was 2,645, and foreign shareholders accounted for 5.27 per cent of the share capital. Blom owns a total of 10,707 of the company's own shares, which represents 0.03 per cent of the total number of outstanding shares.

The company ownership structure changed in the 3rd quarter. On 19 August 2013, the company Merckx AS acquired 36.45 per cent of the shares in Blom ASA at a price of NOK 0.10 per share. The company acquired bonds in Blom's outstanding bond loans corresponding to more than two-thirds of each of the loans at the same time.

On 18 September Merckx AS made a mandatory offer for the remaining shares in Blom ASA at a price of NOK 0.10 per share. At the end of the offer period on 19 September, Merckx AS had obtained acceptance for a total of 8,588,088 shares, so that Merckx AS achieved an ownership interest of 61.9 per cent.

Conversion of all of the company's outstanding bond debt totalling NOK 97.3 million was approved by the company's Extraordinary General Meeting of 27 September. Registration of the new shares took place on 20 November 2013, and a capital reduction and combination of shares was adopted at the same time.

After conversion of the bond loan, reduction of capital and combination of shares on 20 November, the company's share capital will be NOK 50,353,245, divided into 10,070,649 shares, each with a nominal value of NOK 5.00.

After conversion of the bond debt, Merckx AS has acquired 73.4 per cent of the shares in Blom and emerges as the company's principal shareholder.



The Board of Directors of Blom ASA has called for an Extraordinary General Meeting on 29 November 2013, and it will submit a proposal to the General Meeting to reduce the company's capital to ensure greater flexibility with regard to the company's evaluation and choice of various future strategic alternatives. The reduction in capital will take place in the form of a transfer to other reserves, and thus no distributions will be made in connection with the reduction in capital.

Outlook

The company's results are not satisfactory. The enduring macroeconomic unrest in several of the regions where the company operates is impacting the company's profitability and liquidity. Blom is working actively to improve the efficiency of its operations and change its product and market mix. Blom will continue to focus on further costs cuts and streamlining its operations, so that we can achieve cost-optimal structures. In the opinion of the Board of Directors, all the measures that have been implemented and the measures that have been planned will enable to the company to have profitable operations in 2014 and the years to come.

Oslo, 20 November 2013

Siv Staubo

Board Chairman

Tore Hopen

Board Member

Birgitte Ellingsen

Board Member

Kristian Lundkvist

Board Member

Dirk Blaauw

CEO



Consolidated Statement of Income – Blom Group

| <u>2013</u> | <u>2012</u> | | <u>30/09/13</u> | <u>30/09/12</u> | <u>31/12/12</u> |
|----------------|----------------|---|-----------------|-----------------|-----------------|
| 102,867 | 86,523 | Operating revenues | 241,192 | 255,672 | 335,216 |
| 32,206 | 31,069 | Cost of materials | 81,632 | 93,569 | 121,849 |
| 37,196 | 35,164 | Salaries and personnel costs | 114,403 | 118,482 | 156,317 |
| 29,433 | 10,261 | Depreciation and write-downs | 47,247 | 30,946 | 42,894 |
| 7,440 | 11,848 | Other operating and administrative costs | 26,563 | 28,415 | 36,342 |
| 0 | 0 | Other gains and losses | 0 | -23,884 | -23,884 |
| 126,275 | 88,342 | Operating expenses | 289,845 | 247,528 | 333,518 |
| -23,408 | -1,819 | Operating profit/loss | -48,653 | 8,144 | 1,698 |
| -1,984 | -6,035 | Net financial items | -6,986 | -25,750 | -33,633 |
| -25,392 | -7,854 | Pre-tax profit/loss | -55,639 | -17,606 | -31,935 |
| -347 | 67 | Taxes | -834 | -423 | -1,285 |
| -25,739 | -7,787 | Profit/loss from continuing business | -56,473 | -18,029 | -33,220 |
| 63 | -5,283 | Profit/loss from discontinued business | -2,384 | -10,284 | -33,407 |
| -25,676 | -13,070 | Profit/loss for the year | -58,857 | -28,313 | -66,627 |
| | | Profit/loss attributable to: | | | |
| -25,676 | -13,070 | Shareholders | -58,857 | -28,313 | -66,627 |
| -25,676 | -13,070 | Profit/loss after tax | -58,857 | -28,313 | -66,627 |
| | | Comprehensive profit/loss: | | | |
| 638 | 0 | Currency translation differences | 3,252 | 0 | -808 |
| -25,038 | -13,070 | Comprehensive profit/loss | -55,605 | -28,313 | -67,435 |
| | | Comprehensive income attributable to: | | | |
| -25,038 | -13,070 | Shareholders | -55,605 | -28,313 | -67,435 |
| -25,038 | -13,070 | Comprehensive profit/loss | -55,605 | -28,313 | -67,435 |
| | | Earnings per share: | | | |
| | | From continuing business | -1.68 | -0.53 | -1.59 |
| | | From discontinued business | -0.07 | -0.31 | -1.60 |
| | | From profit/loss | -1.75 | -0.84 | -3.19 |
| | | Diluted earnings per share: | | | |
| | | From continuing business | -1.68 | -0.53 | -1.59 |
| | | From discontinued business | -0.07 | -0.31 | -1.60 |
| | | From profit/loss | -1.75 | -1.84 | -3.19 |

Balance Sheet – Blom Group

ASSETS

(Amounts in NOK 1000)

| | 30/09/13 | 30/09/12 | 31/12/12 | PRO FORMA 30/09/13 |
|---|----------------|----------------|----------------|-----------------------|
| Patents, licences and similar rights | 1,044 | 1,671 | 1,328 | 1,044 |
| Deferred tax assets | 0 | 7,685 | 0 | 0 |
| Total intangible assets | 1,044 | 9,356 | 1,327 | 1,044 |
| Property, plant and equipment | 43,172 | 144,843 | 98,912 | 43,172 |
| Fixed asset investments | 811 | 5,787 | 180 | 811 |
| Total non-current assets | 45,027 | 159,986 | 100,419 | 45,027 |
| Work in progress | 74,895 | 133,314 | 45,094 | 74,895 |
| Trade receivables | 37,551 | 105,548 | 39,162 | 37,551 |
| Other current receivables | 23,188 | 24,919 | 32,409 | 21,188 |
| Total receivables | 60,739 | 130,467 | 71,571 | 58,739 |
| Cash and cash equivalents | 31,308 | 47,146 | 64,609 | 31,308 |
| Assets classified as held for sale | 0 | 0 | 144,382 | 0 |
| Total current assets | 166,942 | 310,927 | 325,655 | 164,942 |
| TOTAL ASSETS | 211,969 | 470,913 | 426,075 | 209,969 |

The pro form accounts as at 30 September 2013 reflect conversion of the company's bond debt to equity.

Balance Sheet – Blom Group

EQUITY AND LIABILITIES

(Amounts in NOK 1000)

| | 30/09/13 | 30/09/12 | 31/12/12 | PRO FORMA 30/09/13 |
|---|----------------|----------------|----------------|-----------------------|
| Called-up and fully paid share capital: | | | | |
| Share capital | 16,849 | 16,849 | 16,849 | 50,353 |
| Treasury shares | -110 | -110 | -110 | -1,986 |
| Share premium reserve | 20,458 | 482,214 | 20,458 | 78,458 |
| Other reserves: | | | | |
| Currency translation differences | -38,137 | -43,571 | -41,389 | -38,137 |
| Retained earnings | -10,757 | -373,709 | 48,101 | -10,757 |
| | -11,697 | 81,673 | 43,909 | 77,931 |
| Minority interests | 0 | -20 | 0 | 0 |
| Total equity | -11,697 | 81,653 | 43,909 | 77,931 |
| Pension obligations | 2,544 | 13,156 | 2,811 | 2,544 |
| Non-current liabilities | 76,154 | 96,866 | 78,428 | 13,670 |
| Total non-current liabilities | 78,698 | 110,022 | 81,239 | 16,214 |
| Credit facilities | 3,605 | 51,810 | 5,657 | 3,605 |
| Other interest-bearing current liabilities | 33,036 | 42,392 | 51,513 | 6,335 |
| Total interest-bearing current liabilities | 36,641 | 94,202 | 57,170 | 9,940 |
| Trade payables | 48,910 | 100,091 | 51,480 | 48,910 |
| Unpaid government taxes | 19,580 | 27,384 | 18,439 | 19,580 |
| Other current liabilities | 39,837 | 57,561 | 44,780 | 37,394 |
| Total other current liabilities | 108,327 | 185,036 | 114,699 | 105,884 |
| Liabilities classified as held for sale | 0 | 0 | 129,058 | 0 |
| Total current liabilities | 144,968 | 279,238 | 382,166 | 115,824 |
| TOTAL EQUITY AND LIABILITIES | 211,969 | 470,913 | 426,075 | 209,969 |

Change in equity from 1 January to 30 September

| | 2013 | 2012 | PRO FORMA 2013 |
|---|----------------|---------------|-------------------|
| Equity as at 31 December | 43,909 | -194,408 | 43,909 |
| Profit/loss for the period | -58,857 | -28,314 | -58,857 |
| New share capital by conversion / issue of new shares | 0 | 15,576 | 33,504 |
| Change in share premium reserve due to conversion / issue of new shares | 0 | 290,177 | 57,999 |
| Other change in equity due to conversion | 0 | 0 | -1,876 |
| Foreign exchange losses/gains from translation of foreign subsidiaries | 3,252 | -1,378 | 3,252 |
| Equity | -11,697 | 81,653 | 77,931 |

Cash Flow Statement – Blom Group

| 3 rd quarter | | | | As at 30/09 | |
|---|---------|-----|---|-------------|---------|
| 2013 | 2012 | | | 2013 | 2012 |
| CASH FLOW FROM OPERATING ACTIVITIES | | | | | |
| -25,392 | -7,854 | | Pre-tax profit/loss | -55,639 | -17,606 |
| 49,433 | 10,261 | + | Depreciation and amortisation of property, plant and equipment | 67,247 | 30,945 |
| 9,114 | 718 | +/- | Change in trade receivables | 1,611 | 3,770 |
| -18,659 | -3,824 | +/- | Change in inventories and work in progress | -29,801 | -15,098 |
| -974 | 681 | +/- | Change in supplier debt | -2,570 | 2,271 |
| -18,052 | -7,278 | +/- | Change in other accruals and unrealised foreign exchange | -605 | -31,680 |
| -4,530 | -7,296 | A = | Net cash flow from operating activities – continuing business | -19,757 | -27,398 |
| 0 | 11,725 | | Net cash flow from operating activities – business under disposal | 0 | 32,439 |
| -4,530 | 4,429 | A = | Net cash flow from operational activities – total | -19,757 | 5,041 |
| CASH FLOW FROM INVESTMENT ACTIVITIES | | | | | |
| -3,470 | -10,047 | - | Purchases of property, plant and equipment | -9,550 | -23,937 |
| 0 | 184 | - | Receipts from sale of shares and other investments | 7,487 | 20,111 |
| -3,470 | -9,863 | | Net cash flow from investment activities – continuing business | -2,063 | -3,826 |
| 0 | 355 | | Net cash flow from investment activities – business under disposal | 0 | -4,981 |
| -3,470 | -9,508 | B = | Net cash flow from investment activities – total | -2,063 | -8,807 |
| CASH FLOW FROM FINANCING ACTIVITIES | | | | | |
| -358 | -2,811 | +/- | Net change in current and non-current liabilities | -9,529 | 10,935 |
| 294 | -129 | +/- | Net change in overdraft facilities | -1,952 | -579 |
| -64 | -2,940 | | Net cash flow from financing activities – continuing business | -11,481 | 10,356 |
| 0 | -16,453 | | Net cash flow from financing activities – business under disposal | 0 | -34,501 |
| -64 | -19,393 | C = | Net cash flow from financing activities – total | -11,481 | -24,145 |
| -8,064 | -24,472 | | A+B+C Net change in cash and cash equivalents | -33,301 | -27,911 |
| 39,372 | 71,618 | + | Cash and cash equivalents | 64,609 | 75,057 |
| 31,308 | 47,146 | = | Cash and cash equivalents – total | 31,308 | 47,146 |
| 31,308 | 42,503 | | Cash and cash equivalents – continuing business | 31,308 | 42,503 |
| 0 | 4,643 | | Cash and cash equivalents – business under disposal | 0 | 4,643 |

Segments – Blom Group

(Amounts in NOK 1000)

| Operating revenues | 30/09/13 | 30/09/12 | As at 30/09/13 | As at 30/09/12 |
|------------------------------|-----------------|-----------------|-----------------------|-----------------------|
| Nordic | 65,286 | 41,586 | 137,589 | 125,321 |
| Mid-Europe | 13,348 | 13,204 | 41,027 | 36,770 |
| Eastern Europe | 11,814 | 18,842 | 36,265 | 61,092 |
| Iberia & Latin America | 12,419 | 12,891 | 26,311 | 32,489 |
| Other segments / unallocated | 0 | 0 | 0 | 0 |
| Total | 102,867 | 86,523 | 241,192 | 255,672 |

| EBITDA before other gains/losses | 30/09/13 | 30/09/12 | As at 30/09/13 | As at 30/09/12 |
|---|-----------------|-----------------|-----------------------|-----------------------|
| Nordic | 29,747 | 14,073 | 43,232 | 25,455 |
| Mid-Europe | 929 | 1,328 | 1,181 | 2,478 |
| Eastern Europe | 963 | 285 | 4,653 | 5,648 |
| Iberia & Latin America | -614 | 45 | -6,845 | -1,501 |
| Other segments / unallocated | -5,001 | -7,289 | -23,628 | -16,874 |
| Total | 26,025 | 8,442 | 18,594 | 15,206 |

| EBITDA before other gains/losses | 30/09/13 | 30/09/12 | As at 30/09/13 | As at 30/09/12 |
|---|-----------------|-----------------|-----------------------|-----------------------|
| Nordic | -17,667 | 8,169 | -16,846 | 9,271 |
| Mid-Europe | -560 | -366 | -3,127 | -2,680 |
| Eastern Europe | 245 | -1,103 | 2,144 | 1,466 |
| Iberia & Latin America | -750 | -2,091 | -7,260 | -7,722 |
| Other segments / unallocated | -4,676 | -6,428 | -23,564 | -16,075 |
| Total | -23,408 | -1,819 | -48,653 | -15,740 |

| Assets 1) | 30/09/13 | 30/09/12 | As at 30/09/13 | As at 30/09/12 |
|------------------------------|-----------------|-----------------|-----------------------|-----------------------|
| Nordic | 81,219 | 124,557 | 81,219 | 124,557 |
| Mid-Europe | 20,265 | 28,367 | 20,265 | 28,367 |
| Eastern Europe | 30,175 | 36,190 | 30,175 | 36,190 |
| Iberia & Latin America | 23,858 | 42,205 | 23,858 | 42,205 |
| Other segments / unallocated | 56,451 | 239,594 | 56,451 | 239,594 |
| Total | 211,969 | 470,913 | 211,969 | 470,913 |

| Investments | 30/09/13 | 30/09/12 | As at 30/09/13 | As at 30/09/12 |
|------------------------------|-----------------|-----------------|-----------------------|-----------------------|
| Nordic | 4,235 | 3,927 | 10,098 | 15,939 |
| Mid-Europe | 122 | 532 | 868 | 3,337 |
| Eastern Europe | 5 | 55 | 149 | 834 |
| Iberia & Latin America | 95 | 1,088 | 466 | 3,479 |
| Other segments / unallocated | 0 | 649 | 0 | 6,004 |
| Total | 4,457 | 6,251 | 11,581 | 29,593 |

1) Allocated assets include external trade receivables, work in progress, non-current assets and intangible assets with the exception of deferred tax assets. Other / unallocated assets include assets classified as held for sale as at 31 December 2012 (Southern Europe).

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