







FINANCIAL REVIEW 2013

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# PRESIDENT'S REVIEW 2013

Fiskars is a one of a kind company. Almost 365 years ago, a Dutch merchant founded an ironworks in a small Finnish village. Today, Finland's oldest company is proud to celebrate its 365th anniversary stronger than ever before. Our success reflects the strength and innovation of our brands and the commitment and drive of our employees across the world.

In 2013, Fiskars once again delivered a strong financial performance – for the fourth year in a row we recorded the company's best operating profit to date. Contributing factors were focused management of both offering and costs.

From a sales perspective, I look back on 2013 with mixed feelings. Our net sales grew by 7%, but the growth can be mostly attributed to the successful addition of Royal Copenhagen. Comparable sales were disappointingly flat, as market sentiment remained volatile and the Home business went through a streamlining of the offering and a major system change. In one of our biggest markets, Finland, the retail environment was worryingly weak.

Fiskars has a clear ambition to grow, both into new markets and into new categories. We have clear evidence that our integrated company strategy is working and we remain convinced that premium brands that inspire people and make their everyday life easier will prosper over the long term.

Fiskars transformation is on track. Our five year business platform program in Europe is now halfway, and we are starting to reap the benefits. In 2013 we established a centralized distribution center for Central Europe, which Gerber's European distribution could then be plugged into. To round off our operating model, we launched a restructuring program to optimize our supply chain and align our European sales units with our business model.

I am proud of the progress we have made, but there is still much that we need to do to achieve our growth ambition. We are strong in the Nordic countries and North America, where market growth is slow and we have high market shares in our core categories. We believe that we have the potential for significant market share gain in Central Europe for our key brands and we aim to build a second growth engine in the fast-growing markets in Eastern Europe and Asia-Pacific.

To accelerate growth in these increasingly important markets, we plan to increase spending in the coming years in building brand awareness across regions and in sales talent for the Asia-Pacific region. In addition, we plan to invest in expanding into new categories. These initiatives will negatively affect our operating profit in the short term, but they will be the key to unleashing the growth potential of our unique brand portfolio. Our growth strategy includes carefully selected acquisitions that are of a strategic fit and contribute to our longterm profitability.

Fiskars makes lasting products that enrich consumers' everyday lives. We can be proud of the fact that our products are relied upon from one generation to the next. Our unique heritage and long-term perspective sets us apart from other companies. We welcome all our shareholders, customers and employees to join us in our 365 jubilee and we promise that we will be there for you just that little bit better and smarter. Every day.

Kari Kauniskangas, President and CEO

# FISKARS CORPORATE GOVERNANCE STATEMENT FOR 2013

Corporate governance at Fiskars Corporation is based on the Company's Articles of Association, Finland's Limited Liability Companies Act, and the rules and regulations concerning companies listed on the NASDAQ OMX Helsinki Ltd stock exchange. Fiskars is a member of Securities Market Association and complies, without exception, with the Finnish Corporate Governance Code approved by the Securities Market Association, which came into force on October 1, 2010 and can be consulted at www.cgfinland.fi. This Corporate Governance Statement was published separately from the Report by the Board of Directors on the Company's website www.fiskarsgroup.com on February 17, 2014.

Ultimate decision-making power is vested in Fiskars Corporation's shareholders at the General Meeting of Shareholders. Fiskars Board of Directors is responsible for the management and proper arrangement of the operations of the Company. The Managing Director (President and CEO) is responsible for the day-to-day management of the Company under the instructions and orders of the Board of Directors.

# General meeting of shareholders

The Annual General Meeting is held annually before the end of June, either in Raseborg or Helsinki. The Annual General Meeting decides on matters stipulated in the Companies Act and the Articles of Association, such as approving the financial statements, distributing profits, discharging the members of the Board of Directors and the CEO from liability, electing the members of the Board of Directors and the CEO from liability, electing the members of the Board of Directors and deciding upon remuneration for said Board members and Auditors.

In accordance with the Articles of Association, notices regarding the Shareholders' Meetings are published on the Company's website and, if deemed necessary by the Board of Directors, in an alternative manner. In 2013, notices were published in the Helsingin Sanomat, Hufvudstadsbladet and Västra Nyland newspapers in addition to the notice published on the Company's website.

Any shareholder wishing to submit a matter for inclusion on the agenda of the Annual General Meeting should submit a request in writing to the Board of Directors. To be included in the notice of the Annual General Meeting and in the agenda of the Annual General Meeting, the request should be sufficiently concise and the matter must fall within the authority of the Annual General Meeting, as defined in the Limited Liability Companies Act. Instructions on submitting requests to the Board of Directors and the deadline for requests are published on the Company's website. In 2013, no such requests were submitted to the Board of Directors.

#### **Annual General Meeting for 2013**

Fiskars held its Annual General Meeting for 2013 on March 14, 2013. The meeting approved the financial statements, discharged the members of the Board and the CEO from liability, and decided on the dividend to be paid for the 2012 financial year. The Meeting also decided on the remuneration to be paid to the Board and elected the members, who will serve until the end of the Annual General Meeting in 2014. The Company's auditors were also elected, and remuneration was decided upon. The Meeting authorized the Board to acquire Fiskars own shares and make decisions about conveying them in accordance with separately agreed conditions.

# The Board of Directors

In accordance with the Articles of Association, the Board of Directors shall consist of a minimum of five and a maximum of nine members. The terms of office of all members will run from their election to the end of the following Annual General Meeting. The Board is responsible for electing a Chairman from among its members.

#### **Responsibilities and Charter of the Board**

Fiskars Board of Directors is responsible for managing the Company in accordance with the law, official regulations, the Articles of Association, and decisions taken by the Annual General Meeting of Shareholders. Under the Charter approved by the Board of Directors, the Board is responsible for the following activities:

- Managing and appropriately arranging the Company's operations and confirming the Company's business strategy and budget.
- Overseeing the solidity, profitability, and liquidity of the Company, as well as the Company's management.
- Approving the risk management principles followed by the Company.
- Preparing financial statements.
- Confirming financial policy.
- Deciding on extraordinary or far-reaching measures, taking the scope and nature of the Company's operations into account, unless these matters come within the responsibilities of the General Meeting of Shareholders.
- Appointing the President and CEO and confirming the terms of his employment and other compensation.
- Appointing the members of the Executive Board, other senior managers, and the internal audit manager, and approving their terms of employment and other compensation.
- Deciding on the principles for the Group's compensation systems and other long-term personnel issues.
- Considering matters related to the appointment of the members of the Boards of Directors of subsidiaries.
- Appointing Board Committees and their members. These Committees are responsible for preparing matters within their specific area of competence to be put before the Board.

The Board convenes 8–9 times a year according to a pre-confirmed timetable, with additional meetings whenever necessary. Most meetings are connected with the publication of the Company's financial statements and interim reports, strategy, and budget cycle or the Annual General Meeting. The Board also holds a strategy meeting at which it considers the Group's future scenarios and confirms the Company's strategy. The Board usually conducts one or two of its meetings at rotating Fiskars locations, focusing on a specific business area.

The Board conducts an annual self-evaluation of its work and cooperation with management, facilitated by an external expert.

The Board of Directors evaluates the independence of each member according to the Corporate Governance Code in the constitutive meeting convened after the Annual General Meeting.

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### The Board of Directors in 2013

The Annual General Meeting held on March 14, 2013 re-elected all nine members of the Board: Kaj-Gustaf Bergh, Ingrid Jonasson Blank, Ralf Böer, Alexander Ehrnrooth, Paul Ehrnrooth, Louise Fromond, Gustaf Gripenberg, Karsten Slotte and Jukka Suominen.

Convening after the Annual General Meeting, the Board of Directors re-elected Kaj-Gustaf Bergh as its chairman and Alexander Ehrnrooth and Paul Ehrnrooth as vice chairmen. The Board decided to establish an Audit Committee, a Compensation Committee and a Nomination and Strategy Committee.

All members of the Board are independent of the Company. Alexander Ehrnrooth, Paul Ehrnrooth and Louise Fromond are considered to be non-independent of major shareholders.

The Board of Directors convened nine times during 2013. The average attendance at Board meetings was 99%. Besides the regular annual Board work during the financial year, key priorities in 2013 included monitoring the implementation of the company's five-year investment program, the launch of the EMEA 2015 restructuring program and the integration of Royal Copenhagen. In addition, the board reviewed the company's strategic direction and long-term growth plans.

### **Board Committees**

The Board of Directors appointed three committees in 2013: an Audit Committee, a Compensation Committee, and a Nomination and Strategy Committee.

#### Audit Committee

The Audit Committee is responsible for the following activities:

- Monitoring the reporting process used for the Company's financial statements
- Supervising the financial reporting process.
- Monitoring the efficiency of the Company's internal controls, internal auditing, and risk management
- Reviewing the description of the main features of the internal controls and risk management associated with the financial reporting process, as provided by the Company's administration and control system.
- Reviewing and monitoring the main legal actions, claims and other proceedings that Fiskars is involved in.
- Monitoring the statutory auditing of the Company's financial statements and consolidated financial statements.
- Evaluating the independence of the Company's statutory Auditors and the additional services provided by the Auditors.
- Drafting the proposal covering the selection of the Company's Auditors for the Nomination and Strategy Committee.

The following Board members belonged to the Audit Committee:

- Gustaf Gripenberg (Chairman)
- Alexander Ehrnrooth
- Paul Ehrnrooth
- Louise Fromond
- Karsten Slotte

The Audit Committee convened four times in 2013 and the attendance of members at meetings was 100%. Besides its ordinary work, the Audit Committee also monitored the progress of the company's five-year investment program and discussed the Company's sustainability management and reporting in 2013.

#### **Compensation Committee**

The Compensation Committee is responsible for preparing matters related to the appointment and remuneration of the President and CEO and Group directors, as well as issues related to the Company's remuneration system.

The following Board members belonged to the Compensation Committee:

- Kaj-Gustaf Bergh (Chairman)
- Ralf Böer
- Ingrid Jonasson Blank
- Jukka Suominen

The Compensation Committee convened four times in 2013 and the attendance of members at meetings was 100%. In 2013, the Compensation Committee discussed the Company's compensation framework and bonus structure.

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#### **Nomination and Strategy Committee**

The Nomination and Strategy Committee is responsible for the following activities:

- Preparing proposals related to the composition of the Board for the General Meeting of Shareholders after consulting major shareholders.
- Preparing proposals for the General Meeting of Shareholders on the remuneration of Board members.
- Preparing proposals for the Board regarding the composition of the Board's committees.
- Preparing the proposal on the selection of the Company's Auditors based on the proposal of the Audit Committee.
- Confirming the criteria and processes to be used for evaluating the Board's work.
- Dealing with matters relating to the strategy of the Company in co-operation with the management and with focus on company's long-term initiatives.

The following Board members belonged to the Nomination and Strategy Committee:

- Kaj-Gustaf Bergh (Chairman)
- Alexander Ehrnrooth
- Paul Ehrnrooth

The Nomination and Strategy Committee convened ten times in 2013 and the attendance of members at meetings was 97%. Among the focus areas of the committee was preparing matters related to the company's long-term strategy.

# Board members, Dec 31, 2013

# Kaj-Gustaf Bergh

Born 1955, B.Sc., LL.M. Chairman, elected to the Board in 2005 Chairman of the Compensation Committee and Nomination and Strategy Committee Independent of the Company and significant shareholders

Managing Director of Föreningen Konstsamfundet r.f. 2006-

Primary working experience: SEB Asset Management, Director 1998–2001, Ane Gyllenberg Ab, Chief Executive Officer 1986–1998



Other positions of trust:

Chairman of the Board: Sponda Plc 2013-, KSF Media Holding Ab 2007–, Finaref Group Ab 1999– Member of the Board: JM AB 2013 -, Wärtsilä Corporation 2008–, Julius Tallberg Oy Ab 2006–, Ramirent Group 2004–

#### **Alexander Ehrnrooth**

Born 1974, M.Sc. (Econ.), MBA Vice Chairman, elected to the Board in 2000 Member of the Audit Committee and Nomination and Strategy Committee Independent of the Company and dependent on significant shareholders

CEO of Virala Oy Ab 1995-

Other positions of trust: Chairman of the Board: Aleba Corporation 2003–, Belgrano Investments Oy 1999–

Member of the Board: Wärtsilä Corporation 2010-



## **Paul Ehrnrooth**

Born 1965, M.Sc. (Econ.) Vice Chairman, elected to the Board in 2000 Member of the Audit Committee and Nomination and Strategy Committee Independent of the Company and dependent on significant shareholders

Managing Director & Chairman: Turret Oy Ab 2005-

Other positions of trust: Chairman of the Board: Savox Group 2004– Vice Chairman of the Board: Ixonos Oyj 2010– Member of the Board: Wärtsilä Corporation 2010–

### **Gustaf Gripenberg**

Born 1952, D. (Eng.) Elected to the Board in 1986 Chairman of the Audit Committee Independent of the Company and significant shareholders

Professor, Aalto University 1999-

Primary working experience: Assistant professor, University of Helsinki 1987–1998





### Ralf R. Böer

Born 1948, Juris Doctor Elected to the Board in 2007 Member of the Compensation Committee Independent of the Company and significant shareholders

Primary working experience: Partner, Foley & Lardner LLP 1981–, Foley & Lardner LLP, Chairman and CEO 2002–2011

Other positions of trust: Member of the Board: Plexus Corp. 2004–



### Louise Fromond

Born 1979, LL.M. Elected to the Board in 2010 Member of the Audit Committee Independent of the Company and dependent on significant shareholders

Primary working experience: University of Helsinki, assistant and doctoral student 2004–2008

Other positions of trust: Chairman of the Board: Oy Holdix Ab 2010– Member of the Board: Louise and Göran Ehrnrooth Foundation 2013-, Tremoko Oy Ab 2008–, Bergsrådinnan Sophie von Julins stiftelse 2004–, Fromille Oy Ab 1998–



### **Ingrid Jonasson Blank**

Born 1962, M.Sc (Econ.) Elected to the Board in 2010 Member of the Compensation Committee Independent of the Company and significant shareholders

Primary working experience: ICA Sverige AB, Executive Vice President 2004–2010

Other positions of trust:

Member of the Board: Orkla ASA 2013-, Matas A/S 2013- Royal Unibrew A/S 2013-, Musti ja Mirri Oy 2012-, Scandinavian Studios AB 2012-, Travel Support & Services Nordic AB 2012-, Ambea AB 2012–, ZetaDisplay AB 2010–, Bilia AB 2006–



#### **Karsten Slotte**

Born 1953, B.Sc. (Econ.) Elected to the Board in 2008 Member of the Audit Committee Independent of the Company and significant shareholders

Primary working experience:

Fazer Group, President and CEO 2007–2013, Cloetta Fazer Ab (publ.), President 2002–2006, Cloetta Fazer Konfektyr Ab, Managing Director 2000–2002, Fazer Confectionery Ltd, Managing Director 1997–2000



Other positions of trust:

Member of the Board: The Onvest Group 2013-, Royal Unibrew A/S 2013-, Oriola-KD Corporation 2013-, Varma Mutual Pension Insurance Company 2009–,

Finnish-Swedish Chamber of Commerce 2003–, Onninen Oy 2001–

### Jukka Suominen

Born 1947, M.Sc. (Eng.), B.Sc. (Econ.) Elected to the Board in 2008 Member of the Compensation Committee Independent of the Company and significant shareholders

Primary working experience: EFFOA/Silja Oyj Abp, Vice President, Senior Vice President, CEO, Group CEO 1975–2000

Other positions of trust: Chairman of the Board: Lamor Corporation Ab 2005–2007, 2010–, Rederiaktiebolaget Eckerö 2006– Member of the Board: Huhtamäki Oyj 2005–



# President and CEO

The Board of Directors is responsible for appointing and, if necessary, dismissing the Managing Director, who also acts as the Group's President and CEO.

The President and CEO is responsible for the day-to-day management and administration of the Company, in accordance with the Company's Articles of Association, legislation, official regulations, and the instructions and orders of the Board. The President and CEO is also responsible for ensuring that the Company's accounting is in accordance with legal requirements and that assets are managed reliably. The President and CEO is assisted in these duties by the Executive Board.

The current President and CEO is Mr. Kari Kauniskangas, M.Sc. (Econ.) (b.1962). He joined the Company in 2008.

The Company does not have a CEO's deputy.

# Executive Board

The Executive Board of Fiskars Corporation consists of the management team responsible for corporate and Group-wide functions. Under the leadership of the President and CEO, the Executive Board prepares proposals for the Board and addresses issues related to the Group's strategy, resource allocation and the implementation of Fiskars common operating model and business model. The Executive Board also addresses issues related to Group-wide and corporate functions and their development. The Executive Board's duties also include stakeholder relations.

The Executive Board convenes monthly accordingly to a pre-confirmed timetable, with additional meetings whenever necessary. The Executive Board convened a total of nine times in 2013.

Among the key priorities for Fiskars Executive Board in 2013 were the implementation of the Company's fiveyear platform investment program in EMEA and the EMEA 2015 restructuring program.

The Executive Board follows the business areas' and sales regions' performance and plans using monthly and quarterly reports and meets regularly with the Presidents of the business areas and sales regions to follow up on key activities and to address strategies for business areas, brands and categories, as well as business model implementation.

In September 2013, Fiskars Executive Board was strengthened with two new members: the group's new Senior Vice President, Human Resources, Nina Ariluoma-Hämäläinen, and Chief Information Officer, Frans Westerlund.

To facilitate development of the Company's operations and the establishment of common processes and platforms, the heads of the Group's Human Resources and IT functions had previously been members of Fiskars Executive Team and had participated in Executive Board meetings.

In addition to the President and CEO, Kari Kauniskangas, the Executive Board members are the Group's Chief Strategy Officer, Max Alfthan, SVP, Human Resources, Nina Ariluoma-Hämäläinen, SVP, Supply Chain, Risto Gaggl, the General Counsel, Jutta Karlsson, and the CFO, Ilkka Pitkänen.

# Executive Board members, Dec 31, 2013

### Kari Kauniskangas

President and CEO, employed 2008 Born 1962, M.Sc. (Econ.)

Primary working experience: Amer Sports Corporation, Head of Winter & Outdoor division 2007 Amer Sports Corporation, Senior Vice President, Sales & Distribution 2004–2007 Amer Sports Europe GmbH, President & GM 1999–2004

Positions of trust: Member of the Board: Veho Group Oy Ab 2013-

#### **Max Alfthan**

Chief Strategy Officer, employed 2008 Born 1961, M.Sc. (Econ.)

Primary working experience: Amer Sports Corporation, Senior Vice President, Communications 2001–2008 Lowe & Partners, Managing Director 1998–2001 Oy Sinebrychoff Ab, Marketing Director 1989–1998

Positions of trust: Member of the Board: Nokian Panimo Oy 2008–





## Ilkka Pitkänen

Chief Financial Officer, employed 2012 Born 1966, M.Sc. (Econ.)

Primary working experience: DNA Group, CFO & Deputy to CEO 2010–2012 Metsäliitto Group, Executive Vice President & CFO 2005–2010 KONE Corporation, Vice President, Alliances & Acquisitions 2003–2005 KONE Italy Spa, Financial Director & Group Controller 2000–2003 KONE Corporation, Vice President, Corporate Controller 1998–2000



#### Jutta Karlsson

General Counsel, employed 2006 Born 1963, LL.M.

Primary working experience: LMR Attorneys-at-law, Legal Counsel 2004–2006 Council of the Baltic Sea States (Stockholm), Legal Advisor 2002–2004



### Nina Ariluoma-Hämäläinen

Senior Vice President, Human Resources, employed 2013 Born 1971, M.Sc. (Psych), EMBA

Primary working experience:

Nokia Siemens Networks Oy, Head of HR Region, North, East and West, Russia 2013 Nokia Siemens Networks Oy, Head of Region HR for North and East Europe, Russia, CIS and Turkey, Russia 2011-2013 Nokia Siemens Networks Oy, Head of HR for Global Sales 2008-2011 Nokia Oyj, Head of Business HR for Emerging Businesses 2005-2007 Nokia Oyj, Business HR Manager, Nokia Business Infrastructure 2001-2003 Nokia Oyj, Human Resources Manager, Nokia Ventures, US 1999-2000

#### **Risto Gaggl**

Senior Vice President, Supply Chain, employed 2011 Born 1968, M.Sc. (Tech)

Primary working experience:

Fiskars, Vice President, Operations, Garden EMEA 2011–2012 Elcoteq SE, Vice President, Business Excellence 2010–2011 Elcoteq SE, Vice President, Business Unit Mobile Devices 2009–2010 Elcoteq Personal Communications, Vice President, Operations & SCM 2008–2009 Elcoteq Group, various management positions in Finland, Hungary and Estonia 2001–2007





### **Frans Westerlund**

Chief Information Officer, employed 2009 Born 1966, M. Sc. (Econ.)

Primary working experience:

Nokia, Director, Process and System Solutions in Nokia Markets 2006–2009 Nokia, Director, Delivery Management in Nokia Information Management 2001–2006

Nokia, Manager, Application Services in Nokia Singapore 2001 Nokia, various positions in Nokia Information Management 1994–2001



# Executive Team

Fiskars Group has four reporting segments: EMEA (Europe, Middle East and Asia-Pacific), Americas, Wärtsilä (associated company) and Other (Real Estate, corporate headquarters and shared services).

The Company has three business areas: Home, Garden and Outdoor. The three business areas are managed under the two geographical segments: EMEA and Americas.

In the EMEA region, Fiskars has adopted a matrix organization to accelerate growth. In 2013, two sales regions – North and Central – carried the commercial responsibility for their respective regions. The heads of country sales units report to the respective Sales Region President.

The Executive Board, Presidents of Fiskars business areas, and Presidents of the EMEA Sales Regions form the Executive Team of the Company. The Executive Team meets a minimum of four times a year to discuss the implementation of the integrated company strategy, the implementation of common operating and business models, and corporate business performance and opportunities.

The Presidents of Fiskars business areas and sales regions are responsible for the day-to-day operations and development of their units and for ensuring that their businesses comply with the requirements of local laws, regulations, and Fiskars Code of Conduct.

They are also responsible for ensuring that the subsidiaries associated with their businesses have the appropriate resources needed for their businesses.

The Presidents of each business area and sales region are assisted in these duties by their own leadership teams. To facilitate close cooperation between the sales units and business units, the Presidents of EMEA sales regions participate in EMEA business area leadership team meetings.

In 2013, Fiskars Executive Team members, in addition to the Executive Board, were as follows:

- Thomas Enckell, President, Garden EMEA
- Axel Goss, President, Sales Region Central
- Jakob Hägerström, President, Sales Region North
- Teemu Kangas-Kärki, President, Home EMEA
- Jason Landmark, President, Outdoor Americas until November 1, 2013
- Juha Lehtola, President, Boats
- Timo Leskinen, VP, HR until July 31, 2013
- Paul Tonnesen, President, Garden & SOC, Americas

# Executive Team members, Dec 31, 2013

# **Thomas Enckell**

President, Garden, Europe and Asia-Pacific, employed 2007 Born 1963, M.Sc. (Econ.)

Primary working experience: Iittala Group, Sales Director, Wholesale 2007 Iittala Group, Group Director, Iittala Brand and International Sales 2003–2007 Iittala Group, Business Area Director 2000–2003 Designor, Business Area Director 1996–2000

Positions of trust: Member of the Board: Stala Oy and Stala Tubes Oy 2008–

### **Axel Goss**

President, Sales Region Central, employed 2012 Born 1961, M.Sc. (Econ.)

Primary working experience: Reckitt Benckiser, Area Sales Director, Europe 2006–2012 Reckitt Benckiser, Director, Global Customer Development, Global Sales 2001–2006 Reckitt Benckiser, Regional Sales Director, Europe, Private Label 1998–2000





### Jakob Hägerström

President, Sales Region North, employed 2009 Born 1971, M.Sc. (Econ.)

Primary working experience: Fiskars Home, Vice President, Sales 2009–2011 Samsung Electronics Nordic Ab, Head of Marketing, Finland 2009 L'Oréal Finland Oy, General Manager, Consumer Products Division 2005–2008 L'Oréal Finland Oy, Product and Marketing Manager 1999–2003



# Teemu Kangas-Kärki

President, Home, employed 2008 Born 1966, M.Sc. (Econ.)

Primary working experience: Fiskars Corporation, Chief Financial Officer 2008–2012 Alma Media Corporation, Chief Financial Officer 2003–2008 Kesko Group, Vice President, Corporate Controller 2002–2003 Kesko Group, Corporate Business Controller 2000–2001 Suomen Nestlé Oy, Finance Director 1999–2000 Smith & Nephew Oy, Financial Manager 1996–1998 Unilever Oy & Gmbh, Marketing Controller and Internal Auditor 1992–1996



### Juha Lehtola

President, Boats, employed 2009 Born 1966, M. Sc. (Econ.)

Primary working experience: Stora Enso Oyj, Senior Vice President 2007–2009 Stora Enso Oyj, Vice President, New Business Innovations 2003–2007 Stora Enso Oyj, Vice President, New Business Areas 2002–2003 Stora Enso Packaging Sp., Managing Director 1999–2002



### **Paul Tonnesen**

President, Garden & SOC, Americas, employed 2007 Born 1964, MBA, B. Sc. (Marketing)

Primary working experience:

Elmer's Products, Inc., Corporate Officer and Senior Vice President Global Sales and Customer Service 2005–2007

Spectrum Brands, Corporate Officer and Vice President Sales 2002–2005 American Safety Razor, Corporate Officer and Vice President Sales and Category Marketing 1998–2002

Positions of trust: Member of the Board: Milwaukee Institute of Art & Design 2011–, Boys and Girls Club 2011–, Le Moyne College School of Business 2011–



# Control systems

The Board of Directors is responsible for the appropriate management and organization of operations. The Board of Directors has approved the principles of internal control, risk management, and internal auditing to be followed within the Group.

In practice, it is the responsibility of the President and CEO, together with the management to put in place and oversee accounting and control mechanisms and other similar mechanisms.

The Risk Management function supports identification, evaluation, and management of risks that may threaten the achievement of Fiskars business goals.

# **Code of Conduct**

Fiskars objective is to pursue long-term profitable business in an ethical and responsible manner. The way of operating for all Fiskars employees, including directors and officers, is defined in the Company's Code of Conduct. The Code of Conduct shall be complied with by all companies belonging to Fiskars Corporation and shall be supplemented by local laws and regulations in case they impose stricter rules. All company rules, guidelines and practices in Fiskars companies must be in full compliance with the Code of Conduct.

All Fiskars employees participate in regular training on the Code of Conduct. The Internal Audit Manager acts as the Corporate Compliance Officer for this Code.

#### **Internal audit**

The Internal Audit function is responsible for auditing and reviewing how well internal control systems function, the appropriateness and efficiency of functions, and how well guidelines are observed.

The Internal Audit function also strives to promote the development of risk management practices in the Group's business units. The Parent Company has an internal audit manager, who is administratively subordinate to the President and CEO, but reports to the Audit Committee.

### Auditing

The task of statutory auditing is to verify that Fiskars financial statements and Board of Director's report provide accurate and adequate information on the company's results and financial position. In addition, auditing includes an audit of Fiskars accounting and administration.

The Company's Annual General Meeting elects an auditor. The auditor is elected for a term that expires at the end of the following Annual General Meeting.

The Annual General Meeting in 2013 elected KPMG Oy Ab, Authorized Public Accountant Virpi Halonen having the principal responsibility.

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A total of EUR 0.8 million was paid in audit fees to the auditors employed by Group companies in 2013. In addition, a total of EUR 0.8 million was paid to the auditors in fees for other consultancy services related to tax matters and other advisory services.

#### **Insider administration**

Fiskars applies the insider regulations of NASDAQ OMX Helsinki that came into force on October 9, 2009. In addition, the Company has its own insider regulations that were last updated on January 1, 2013.

The Company's Public Insiders include the members of the Board, the President and CEO, the Executive Board, the Presidents of the business areas and EMEA sales regions and the Company's Auditors. Fiskars also has a Company-specific insider register as well as a separate project-based register which is maintained for projects that, on completion, may have an impact on the Company's share value.

Fiskars Corporation's Legal Department maintains lists of insiders. Information on Public Insiders can be consulted at Euroclear Finland Ltd., Urho Kekkosen katu 5 C, 00100 Helsinki, tel. +358 20 770 6000 and the Company's website, www.fiskarsgroup.com.

# Internal control and risk management systems related to financial reporting

The financial reporting process refers to activities that generate financial information used in managing the Company and the financial information published in accordance with the requirements of legislation, standards, and other regulations covering the Company's operations.

The role of internal control is to ensure that the Company's management has access to up-to-date, sufficient, and essentially accurate information needed for managing the Company and that the financial reports published by the Company provide an essentially accurate view of the Company's financial position.

#### Governance

The Parent Company has a Group-level financial management organization that operates under the leadership of the CFO. Financing and financial risk management belong to the Group Treasury function under the responsibility of the CFO.

The business areas and sales regions are run by their own leadership teams. All the business areas as well as EMEA sales regions have their own financial management organizations.

The business areas and country legal units within the sales regions comprise the base level of financial reporting. Business units and country sales units are responsible for organizing their own financial management and for the accuracy of their financial reporting.

With the support of the Company, the business areas and sales regions are responsible for the day-to-day risk management associated with their operations and for monitoring the operations of the finance departments of individual business units and country sales units.

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The Internal Audit function audits and monitors the efficiency of the reporting process and assesses the reliability of financial reporting.

The Group's Audit Committee, the Group's Board of Directors, the Executive Board, and the leadership teams of each business area and sales region monitor the development of the financial situation and analyze progress on targets on a monthly basis.

#### **Planning and performance reporting**

Setting and monitoring financial targets is an important part of Fiskars management responsibilities. Short-term financial targets are set as part of the annual planning cycle, and progress in achieving these targets is monitored on a monthly basis. Business areas and country legal units report actual financial data monthly and file quarterly projections of how financial performance is expected to develop over the remainder of the reporting period. Additionally, business areas and EMEA sales regions update the outlook for the remainder of the reporting period on a monthly basis on an aggregated level.

The Group's financial performance is reviewed monthly using a reporting system that covers all units and operations.

Information from reporting units is consolidated and validated by the Group's financial organization and the data is used to prepare a monthly report for senior management. Monthly reports contain condensed income statements for Fiskars operational segments and business areas and EMEA sales regions, key indicators, and an overview of the major events affecting their businesses. Reports also include a consolidated income statement, balance sheet data, cash flows, and a projection of the expected development of the financial situation covering the remainder of the reporting period.

#### Accounting principles and financial IT systems

Financial reporting is governed by a set of common principles. The Group applies the IFRS accounting standards approved within the EU and has a common Group chart of accounts. The Group's financial management organization has drawn up guidelines for units, covering the content of financial reporting and the dates within which reporting must take place.

Business units and country sales units make use of a number of different accounting and financial reporting systems. Group-level financial reporting is handled using one centrally-managed system. Business units and business areas, as well as EMEA country sales units and sales regions, are responsible for providing data for the Group's reporting system. The Group-level financial management organization is responsible for maintaining the Group's reporting system and for monitoring that appropriate and correct data is fed into the system.

As part of the five-year development program the Company is in the process of implementing a common enterprise resource planning system (ERP) in the EMEA region in order to simplify the financial reporting process and reduce risks associated to the management of several different systems in parallel. The new system will be implemented in phases. The first implementation took place in late 2011, and by the end of 2013 approximately 60 % of business volume targeted by the program was running through the common system.

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# Risk management

The overall objective of risk management is to identify, evaluate, and manage risks that may threaten the achievement of the Company's business goals. The aim is to secure personnel and assets, ensure the uninterrupted delivery of products to customers, and protect the Company's reputation, brands, and shareholder value from developments or damage that may undermine the Company's profitability or adversely affect its assets.

In relation to financial reporting, the task of risk management is to identify potential threats affecting the financial reporting process that, if they were to become reality, could lead to a situation in which management lacked the up-to-date, sufficient, and essentially accurate information needed to manage the Company and in which financial reports published by the Company did not provide an essentially accurate picture of the Company's financial position.

The principles observed in risk management are included in the risk management policy approved by the Board of Directors. The Board's Audit Committee oversees the efficiency of risk management systems. Responsibility for identifying, evaluating, and also, to large extent, managing Fiskars risks is delegated to business units and support functions. The Group Treasury is responsible for developing and maintaining the methods, tools, and reporting associated with risk management. In addition, it carries out regular risk assessments together with business units and support functions and assists in the preparation of action plans based on the results of these assessments.

Fiskars has taken out extensive insurance to provide cover for the Group's main assets, business interruptions, transportation, and liabilities. Insurance matters, with the exception of certain types of local insurance, are managed centrally by the Group Treasury. The Group Treasury manages financial risks in accordance with principles approved by the Board of Directors.

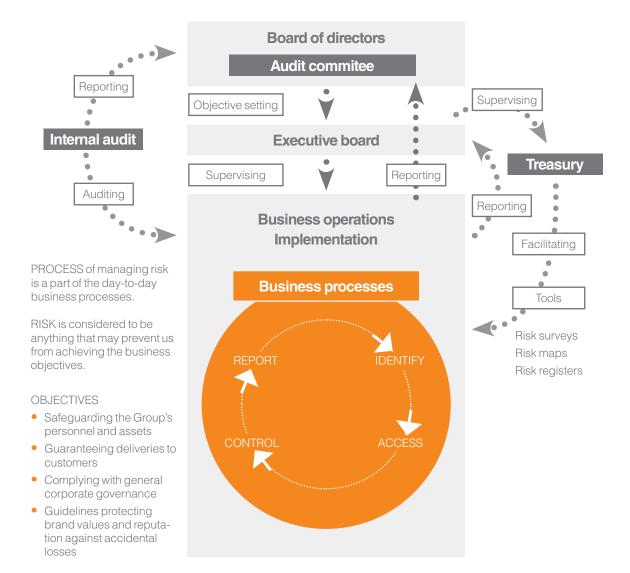
Fiskars manages the risks associated with its financial reporting process in a number of ways including the following:

- Maintaining and resourcing an appropriate financial management organization.
- Limiting the rights and responsibilities of individual members of staff appropriately.
- Managing the user rights that give access to the Group's reporting system centrally.
- Issuing guidelines on accounting and reporting.
- Maintaining a common Group chart of accounts.
- Making effective use of IT tools.
- Providing ongoing training for personnel.
- Validating the accuracy of information that is reported as part of the reporting process.

The Company is currently unifying its financial processes and implementing modern IT tools as part of its fiveyear development program in the EMEA region. With regards to risk management, the objectives are to increase the number of internal checks and controls and to improve the transparency and quality of information used in management decision-making.

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#### **Risk management framework**



### **Principal uncertainties**

#### **Customer relationships and distribution**

As Fiskars produces and sells consumer products, general market conditions and a decline in consumer demand in key market areas in Europe and North America could have a material adverse effect on the Company's net sales and profitability.

Fiskars products are primarily sold to wholesalers, retailers, and directly to consumers through its own stores. Sales to large individual customers are significant in some businesses, but none of the customers account for more than 10% of the total net sales of the Group. As some major customers decide on their product range and suppliers only once annually, failure to meet customer needs may result in Fiskars losing customers, and the loss of even a small number of major customers or disruption in the activities of a specialized distribution channel could have an adverse effect on Fiskars business and profits.

#### **Supply chain**

A significant proportion of the products sold by Fiskars are manufactured by external suppliers and, in addition, the Company purchases components and raw materials from several suppliers. By making greater use of outsourcing the Company is increasingly exposed to risks related to its outsourced supply chain. In addition, the company is consolidating its supplier base and its dependency on certain key suppliers is increasing. Most of the suppliers are located in Asia, which is far from the Company's key markets, and disturbances at the source of supply or in the logistics chain could prevent the orderly delivery of products to customers.

Fiskars is also increasingly exposed to legal, economic, political, and regulatory risks related to the countries of its suppliers. When selecting its suppliers, the Company emphasizes delivery performance, suppliers' ability to react to changes in demand, quality, and ethical aspects of suppliers' operations. Fiskars requires its partners to commit to principles covering labor and human rights, health and safety, the environment, and business ethics. Suppliers are required to follow Fiskars Supplier Code of Conduct, and audits are carried out to verify compliance.

The importance of a seamlessly functioning supply chain continues to increase and Fiskars is continuously strengthening its global sourcing operations. The Company currently runs regional sourcing offices in Shanghai, Bangkok, and Helsinki and focuses on value creation by harmonizing sourcing processes and supplier-base management principles on a global scale.

#### **Raw materials and components**

The most important raw materials used in Fiskars products are steel, aluminum, and plastics. Sudden fluctuations in raw material, component, and energy prices or availability can have an impact on the Company's profitability. Fiskars uses long-term contracts with some of its raw material suppliers to manage price risks, and derivatives are used to hedge the price of electricity for production plants in Finland.

#### **Currency rates**

A significant proportion of the Group's operations is located outside of the eurozone. Consolidated financials are reported in euros and changes in foreign exchange rates may have an adverse impact on the reported net sales of the Group, its operating results, and balance sheet. Changes in foreign exchange rates may also impact Fiskars competitiveness negatively. The Company aims to manage currency risks related to commercial cash flows primarily through business means. Acquisition of production inputs and sale of products are primarily denominated in the local currencies of the Group companies. Most of the estimated exports and imports in foreign currencies are hedged up to 12 months in advance.

#### **Brands and corporate reputation**

Fiskars has a number of global, regional, and local brands in its portfolio. Any adverse event affecting consumer confidence towards Fiskars or its brands could have a detrimental impact on its business. Fiskars monitors its corporate reputation and the performance of its leading brands closely, and is committed to taking appropriate action to mitigate any threat to brand value or corporate reputation.

#### **Product offering**

It is essential for the Company to offer products appealing to consumers. Failing to meet evolving consumer preferences or adverse changes in the competitive landscape would impact the financial performance of the Company. Fiskars manages these risks by constantly renewing its products and services to meet the needs of consumers and trade customers.

Fiskars offers a wide variety of products to be used in the home, the garden, and outdoors. Most products are sold in several geographical markets. A severe manufacturing or design defect may require corrective actions which can negatively impact the Company's sales and profitability. Fiskars manages the risk by applying systematic new product development process and strict quality assurance controls.

#### Weather and seasonal dependence

Some product groups, particularly garden tools during the spring and snow tools during the winter, can be affected by the weather. Unexpected weather conditions can have a negative impact on sales of these products. Sales of homeware products are heavily geared towards the last quarter of the year, and any negative issues related to product availability or demand during this quarter could affect the full-year result of this business significantly.

#### Investment and restructuring programs in the EMEA region

In December 2010, Fiskars launched a five-year development program in the EMEA region with an investment of approximately EUR 65 million. This program was launched to ensure competitiveness through well-functioning processes and systems which enable shared functions and structures. In June 2013, the company announced a restructuring program entitled "EMEA 2015" to optimize operations and sales units in the EMEA region. The total cost of the program is estimated be around EUR 25–30 million in 2013 and 2014. The programs may be delayed or the planned objectives may not be achieved if the Company fails to execute the programs as planned. Dedicated project teams, also including external advisors, have been established to implement the programs. The corporate management team monitors the progress of the programs and their status is regularly reported to the Board of Directors.

#### Acquisitions

Despite a careful due diligence process, all acquisitions include risks. Fiskars mitigates these risks by planning the integration of acquired businesses in advance, by establishing Fiskars corporate governance principles immediately after the takeover, by setting up a joint integration team and by following the integration and the development of the new company intensively within its corresponding management team, the Executive Board and the Board of Directors of Fiskars.

#### **Associated company**

Fiskars has a substantial investment in an associated company, Wärtsilä Corporation. Major changes in Wärtsilä's share price, profitability, or dividend would have a material impact on Fiskars.

# Fiskars remuneration statement for the year 2013

#### **Board's remuneration**

The Annual General Meeting decides on the remuneration of the Board of Directors. The Board's Nomination Committee is responsible for preparing proposals for the General Meeting of Shareholders on the remuneration of Board members.

In 2013, the Annual General Meeting decided on the following annual remuneration for the members of the Board of Directors:

- Chairman of the Board: EUR 80,000
- Vice Chairman of the Board: EUR 55,000
- Members of the Board: EUR 40,000

In addition, the Board members are paid EUR 600 per Board or Committee meeting, the Chairman of the Board EUR 1,100 per Board and Committee meeting, and the Chairman of the Audit Committee EUR 1,100 per Audit Committee meeting. The fees for Board members residing abroad per Board and Committee meeting are doubled. In addition, members are reimbursed for their travel and other expenses incurred as a result of their activities on behalf of the Company.

Compensation paid to the members of the Board totaled EUR 540,800 in 2013. The members of the Board are not included in Fiskars incentive schemes and they are not employed by the Company.

#### Remuneration paid to the members of the Board of Directors for the year 2013

	Annual	Meeting remuneration (EUR)	Total (EUR)
Name	remuneration		
	(EUR)		
Kaj-Gustaf Bergh, Chairman	80,000	24,200	104,200
Alexander Ehrnrooth, Vice Chairman	55,000	13,800	68,800
Paul Ehrnrooth, Vice Chairman	55,000	13,800	68,800
Ralf Böer	40,000	13,200	53,200
Louise Fromond	40,000	7,800	47,800
Gustaf Gripenberg, Chairman of the Audit Committee	40,000	9,800	49,800
Ingrid Jonasson Blank	40,000	13,200	53,200
Karsten Slotte	40,000	7,200	47,200
Jukka Suominen	40,000	7,800	47,800
Total	430,000	110,800	540,800

#### **Fiskars compensation philosophy**

Fiskars compensation philosophy is based on its core belief that all things – even the simplest – can be made better and smarter through our continuous quest for improvement. Our compensation structures are designed to be market-relevant and performance-based – outstanding performance is rewarded more than average performance. For most of Fiskars employees, from factory floor to senior management, compensation consists of a base salary, bonus and benefits. The total compensation including bonus should be competitive against the relevant market. For all employees, salary is based upon home country, level of responsibility, contribution to the business, experience and performance. The bonus practice is based upon a philosophy of continuous improvement, which means that Fiskars pays bonuses only when it is able to improve business performance compared to the previous year.

#### Main features of the Executive Board's remuneration

The Board appoints the Managing Director (President and CEO) and confirms the terms of his employment and other compensation. The Board is also responsible for appointing the members of the Executive Board, approving their terms of employment and other compensation, and deciding on the principles for the Group's compensation systems. The Compensation Committee is responsible for preparing matters related to these topics.

In addition to base salary, Fiskars offers its executives variable pay programs to further promote high performance. The company has established an Annual Bonus Plan and a Long-term Incentive Plan.

Executive Board members have voluntary, contribution-based additional pension insurance. Fiskars Corporation has no share-based remuneration programs in place.

#### **Incentive Plan design**

Both Fiskars Annual Bonus Plan and its Long-term Incentive Plan are designed to reward for achievements against pre-established goals. Incentive Plan participants are assigned a "target level" that will dictate the incentive payout as a percentage of base pay. Incentive targets represent an overall target opportunity and are not a guarantee that a payout will be made.

Actual incentive payments will be made on the basis of performance against "plan metrics". The plan metrics may consist of a mix of financial metrics, operational metrics and personal goals. The potential payout ranges from nothing to a maximum percentage of each participant's annual salary. The maximum level for the President and CEO and the other members of the Executive Board is 1.5 times the target level.

Participants in the Long-term Incentive Plan are selected by the Board of Directors annually, and the Board also decides on the earning criteria based on financial targets for the plan annually. The long-term incentive targets are purely financial and, in 2013, they were tied to the Company's consolidated net sales and operative cash flow.

The earning period for the Long-term Incentive Plan is one year, which is followed by a two-year vesting period. The bonus will be paid during the quarter following the vesting period. The bonuses for performance in 2013 will be paid during the first quarter of 2016.

A positive change in the value of the Company's shares related to its own operations (excluding the impact of Wärtsilä on the share price) during the vesting period may increase the final payout by up to 50%.

#### Principles of the Presidents and CEO's incentive scheme in 2013

				Maximum final payout after
	Minimum	Target	Maximum	vesting period *
Annual Bonus Plan, % of annual base salary	0	60%	80%	N/A
Long-term Incentive Plan, % of annual base salary	0	60%	90%	135%

\* Depending on the development of the value of the Company's shares related to its own operations, excluding Wärtsilä's impact on the share price.

#### Principles of the Executive Board's incentive scheme in 2013

				Maximum final payout after
	Minimum	Target	Maximum	vesting period*
Annual Bonus Plan, % of annual base salary	0	20—60%	30—90%	N/A
Long-term Incentive Plan, % of annual base salary	0	20—40%	30—60%	45—90%

\* Depending on the development of the value of the Company's shares related to its own operations, excluding Wärtsilä's impact on the share price.

#### Bonuses earned and accrued through the Long-term Incentive Plan

Earning period	2011	2012	2013
To be paid*	2014	2015	2016
CEO (EUR)	286,230	95,256	233,137
Other members of the Executive Board (EUR)	220,942	70,936	181,209

\* after having been adjusted by share price multiple.

#### **President and CEO's remuneration**

The President and CEO's compensation consists of a salary, annual bonus and the Long-term Incentive Plan. The President and CEO's target bonus corresponds to 60% of his annual salary. In 2013 the financial targets of the Annual Bonus Plan were related to net sales growth, EBT excluding Wärtsilä, and gross profit margin and cash flow. The financial targets of the Long-term Incentive Plan were related to net sales and EBIT.

The President and CEO is provided with a voluntary supplementary contribution-based pension, under which the Company contributes 20% of his annual salary excluding bonuses.

The President and CEO's employment contract will end when he reaches the age of 60. The President and CEO and the Company have a notice period of six months. Remuneration on dismissal by the Company is 12 months' basic salary, in addition to salary for the six-month notice period.

The salary, benefits, and bonuses paid in 2013 to the President and CEO, Kari Kauniskangas, totaled EUR 1,013,692. Basic salary accounted for EUR 404,736, bonuses for the 2012 result came to EUR 247,542 and bonuses for 2010 through the Long-term Incentive Plan came to EUR 361,414.

During the 2013 earning period, the President and CEO earned bonuses through the Long-term Incentive Plan, excluding any possible increase due to changes in the share price, of EUR 233,137. These long-term bonuses for performance in 2013 will be paid during first quarter of 2016.

#### Principles of the President and CEO's Long-term Incentive Plan 2013-2014

In August 2012, the Board of Directors decided to launch a revised Long-term Incentive Plan for the President and CEO and set his targets for the earning periods of 2013 and 2014 in order to compensate him for accelerated profitable growth and reward him for continuously improving performance.

The President and CEO's compensation level in 2014 was set at 30–270% of his annual salary. The final payout is, however, dependent on the Company's share price development during the vesting period. A positive change in the value of the Company's shares related to its own operations (excluding the impact of Wärtsilä on the share price) may increase the final payout by up to 200 % and a negative change may decrease the final payout by up to 50%.

The earning period for the bonus is one year, which is followed by a vesting period. Half of the bonus vests after one year and the other half vests after two years. The final bonus will be paid during the quarter following the vesting period.

#### **Remuneration of the President and CEO in 2013**

	2013	2012
Basic salary (EUR)	404,736	403,744
Annual bonus for previous year (EUR)	247,542	234,354
Bonus paid through long-term incentive plan (EUR)	361,414	409,500
Total (EUR)	1,013,692	1,047,598
Voluntary pension contribution by the company (EUR)	80,749	77,963

The figures in this remuneration are presented on a cash basis. The remuneration of the President and CEO and the rest of the Executive Board are presented on an accrual basis in the notes to Fiskars financial statements for 2013.

#### **Executive Board's remuneration**

The Executive Board's Annual Bonus Plan in 2013 was designed to provide a target bonus equivalent to 20– 60% of their annual salary. The earning criteria were tied to the Group's financial targets and, secondarily, to personal, function-specific targets. In 2013, the financial targets were mainly related to net sales growth, EBT excluding Wärtsilä, and gross profit margin. Members of the Executive Board can also be included in a Longterm Incentive Plan.

The members of the Group's Executive Board have voluntary, contribution-based additional pension insurance under which the Company contributes 14–20% of their annual salaries excluding bonuses. Their retirement ages vary between 60 and 68 years.

In 2013, salaries, benefits, and bonuses paid to the members of the Executive Board (excluding the President and CEO) totaled EUR 1,193,274. Basic salaries accounted for EUR 888,068. Bonuses for the 2012 result came to EUR 184,856 and bonuses paid through the Long-term Incentive Plan for 2010 amounted to EUR 120,350.

During the 2013 earning period, bonuses earned through the Longterm Incentive Plan, excluding any possible increase due to changes in the share price, totaled EUR 181,209 for the Executive Board (excluding the President and CEO). These bonuses will be paid during the first quarter of 2016.

#### Remuneration of the other members of the Executive Board\* in 2013

	2013	2012
Basic salary (EUR)	888,068	722,586
Annual bonus for previous year (EUR)	184,856	255,740
Bonus paid through long-term incentive plan (EUR)	120,350	414,005
Total (EUR)	1,193,274	1,392,330
Voluntary pension contribution by the company (EUR)	142,461	98,736

\*Including Nina Ariluoma-Hämäläinen and Frans Westerlund starting from 16.9.2013.

The figures in this remuneration are presented on a cash basis. The remuneration of the President and CEO and the rest of the Executive Board are presented on an accrual basis in the notes to Fiskars financial statements for 2013.

# REPORT BY THE BOARD OF DIRECTORS FOR THE YEAR 2013

#### Year in brief

In 2013, Fiskars once again delivered a strong financial performance amidst volatile market conditions and while undergoing major structural changes and system implementations. In addition to Royal Copenhagen becoming part of the group, key contributing factors were focused cost management and development of the product offer. Operating profit excluding non-recurring items increased 17% to EUR 73.8 million (63.1), reaching an all-time high for the fourth year in a row.

From a sales perspective, performance was mixed. Consolidated net sales increased by 7% to EUR 798.6 million (2012: 747.8), but comparable net sales were a disappointment, due to softness in the Outdoor business and adverse performance in Home categories. Comparable net sales (currency neutral and excluding Royal Copenhagen) decreased 2%.

Cash flow from operating activities was EUR 81.0 million (95.0). Earnings per share were EUR 1.14 (2.18, incl. EUR 1.06 from the sale of Wärtsilä shares). The Board proposes a dividend of EUR 0.67 per share (0.65).

#### **Group performance**

#### **Operating environment in 2013**

In 2013, the market environment showed some signs of improvement in many European markets, with the exception of Finland, where the retail environment was weak and holiday season sales were challenging and price-driven. The European markets suffered from unusually poor weather in the important spring selling season, which reduced traffic in stores and which left its mark on the Garden retailer landscape. Overall consumer confidence was still low in many key markets and retailers were on the lookout for ways to decrease inventory risk and manage costs.

In North America, cold weather also lingered across the United States and spring sell-out from Garden retail was slow. Sentiment was more positive than in Europe, but riddled with volatility due to concerns about the economy. Government funding issues dampened institutional spending and added to general uncertainty.

#### Net sales and operating profit in 2013

Net sales,

EUR million	2013	2012	Change	Change cn*
Group	798.6	747.8	7%	8%
EMEA	564.2	501.9	12%	13%
Americas	245.1	250.4	-2%	0%
Other	6.5	6.3	3%	3%

\* currency neutral

Operating profit (EBIT),

EUR million	2013	2012	Change
Group	61.0	63.9	-4%
EMEA	39.9	42.6	-6%
Americas	31.4	34.2	-8%
Other	-10.3	-12.9	-20%

In 2013, Fiskars net sales increased by 7% to EUR 798.6 million (2012: EUR 747.8 million) mainly due to the acquisition of Royal Copenhagen. Comparable net sales, using comparable exchange rates and excluding Royal Copenhagen, decreased by 2%. Net sales for EMEA amounted to EUR 564.2 million (501.9). Comparable net sales in EMEA decreased by 1% due to decreased Home sales whereas comparable sales in the Americas remained flat. Net sales for the Americas totaled EUR 245.1 million (250.4).

The Group's operating profit excluding non-recurring items grew by 17% to EUR 73.8 million (63.1), reaching again an all-time high. This positive development was driven by the strong performance of Royal Copenhagen and supported by offer and cost management. The Group recorded a total of EUR 8.2 million EMEA 2015 restructuring costs and EUR 4.6 million impairment charges in EMEA during the year, which resulted in operating profit decreasing by 4% to EUR 61.0 million (63.9). The depreciation and amortization related to the five-year investment program in EMEA increased compared to previous year.

Operating profit for EMEA amounted to EUR 39.9 million for the year (42.6). Non-recurring costs amounted to EUR 12.8 million. In the Americas, operating profit for the segment decreased by 8% in 2013, totaling EUR 31.4 million (34.2). The contraction of outdoor sales contributed to the decrease in profit.

#### Financial items and net result in 2013

Fiskars share of profit from its associated company, Wärtsilä, in 2013 was EUR 50.8 million (2012: 47.8). The change in the fair value of biological assets was EUR 0.7 million (5.6 due to inventory of forestry assets).

Net financial costs totaled EUR -4.3 million (-3.8). Profit before taxes was EUR 108.3 million (200.4, incl. EUR 87.0 million from the sale Wärtsilä shares). Income taxes for the entire year were EUR -14.3 million (-21.5). The main reason for the decrease was the recalculation of deferred tax liabilities due to the announcement of a lower Finnish corporate tax rate for 2014. Earnings per share were EUR 1.14 (2.18) for the financial year.

#### **EMEA** investment program

In December 2010, Fiskars launched a five-year investment program to create competitive structures, systems, and processes in EMEA, including a new, shared enterprise resource planning (ERP) system. The investment related to the program was estimated at EUR 50 million.

During the first half of 2013, Fiskars reviewed the scope of the investment program and decided to expand the program's scope to additional interfaces and the recently acquired Royal Copenhagen. Accordingly, the total investment related to the program will amount to approximately EUR 65 million by the end of 2015.

The largest implementations took place in the third quarter of 2013. Around 60% of business volume targeted by the program is now running through common systems and processes. The implementations temporarily impacted sales and operational efficiency during the last quarter.

Fiskars estimates that annual investments in the program (including both operational and capital expenses) will decrease after 2013, whereas depreciation and amortization related to the program will increase gradually and its negative impact on the Group's results will be greatest in 2015–2018.

#### **EMEA 2015 restructuring program**

In June 2013, Fiskars announced a restructuring program to optimize operations and sales units in the EMEA region. The planned "EMEA 2015" program aims to improve the competitiveness and cost structure of end-toend supply chain and align sales operations in the region with the company's new business model. The total cost of the program was estimated at EUR 25–30 million for 2013 and 2014. At the beginning of 2014 Fiskars decided to shift some initiatives originally planned for 2014 to 2015, which means that some of the program's costs will be recorded in 2015. Program costs will be recorded as non-recurring expenses.

Of the total expenses related to the program, EUR 8.2 million were recorded in 2013. They related to the relocation of the Swedish sales office, restructuring of the Group's manufacturing operations in Finland, restructuring of the Home business area and divestment of the UK-based Sankey pottery business and the reorganization of the Group's entities in Denmark.

As part of the program, Fiskars divested its local UK-based Sankey plastic pottery business and production at the end of the 2013. The divested business had sales of EUR 8.5 million in 2013.

To further improve efficiency and quality in the Group's manufacturing facilities, Fiskars is considering investments totaling over EUR 10 million in connection with the restructuring program.

The targeted annual cost savings of the program are EUR 9–11 million once the program is fully implemented. The targeted cost savings will be achieved gradually, and the full impact of the savings is expected to materialize in the Group's results starting from the end of 2015.

#### **Impairment charges**

Related to the divestment of the UK-based Sankey business and production, Fiskars recorded a goodwill impairment charge in EMEA of EUR 3.7 million in the third quarter of 2013. In addition, Fiskars recorded a real-estate write-down of EUR 0.9 million in the third quarter.

FISKARS Annual Report 2013

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#### Cash flow, balance sheet, and financing in 2013

Cash flow from operating activities was EUR 81.0 million (2012: 95.0), which was affected by cash-based EMEA 2015 restructuring charges. The cash flow includes dividends paid by the associated company, Wärtsilä, totaling EUR 25.6 million (26.8).

Cash flow from investing activities was EUR -84.6 million (94.5, including proceeds from the sale of Wärtsilä shares totaling EUR 126.4 million) during the year, which included the acquisition of Royal Copenhagen. Cash flow from financing activities was EUR -2.7 million (-179.2, including payment of extra dividend) for January–December 2013.

Capital expenditure in 2013 totaled EUR 37.2 million (32.8). The increase in capital expenditure is mostly related to replacement investments in glass production. The company also continued to invest in new product development. Investments related to the five-year investment program launched in EMEA decreased compared to 2012.

Depreciation, amortization and impairment were EUR 29.2 million (21.9) in 2013. The increase in depreciation and amortization was mostly related to the five-year investment program in EMEA.

Fiskars working capital totaled EUR 88.3 million (71.4) at the end of December. The increase in working capital can be attributed to the addition of Royal Copenhagen and an increase in trade receivables. The equity ratio decreased to 61% (66%) and net gearing was 24% (12%).

Cash and cash equivalents at the end of the period totaled EUR 9.7 million (16.4). Net interest-bearing debt amounted to EUR 152.6 million (72.4). The increase in net interest-bearing debt is mainly attributable to the acquisition of Royal Copenhagen. Short-term borrowing totaled EUR 108.8 million (20.4) and long-term borrowing EUR 56.2 million (69.3). Short-term borrowing mainly consists of commercial paper issued by Fiskars Corporation. In addition, Fiskars had EUR 450 million (430) in unused, committed long-term credit facilities with Nordic banks.

In December 2013, Fiskars signed two EUR 100 million revolving credit facilities, which replaced the company's existing EUR 80 million and EUR 100 million revolving credit facilities signed in December 2007. The new facilities have a tenor of five years and serve for general corporate financing purposes.

#### **Research and development**

The Group's research and development expenditure EUR -13.3 million (2012: -10.3), equivalent to 1.7% (1.4%) of net sales. As of January 1, 2013, Fiskars changed its accounting policy regarding the classification of certain costs relating to product development, and the figures for the comparative periods have been reclassified. This decreased the cost of goods sold and increased research and development costs by EUR 2.1 million in the full year 2012.

#### Personnel

The average number of full-time equivalent employees (FTE) was 4,087 (2012: 3,364). At the end of December, the Group had a total of 4,330 employees (3,449) on the payroll, of whom 1,582 (1,610) were located in Finland. The increase was mainly due to the acquisition of Royal Copenhagen.

Personnel (FTE),			
average	2013	2012	Change
Group	4,087	3,364	21%
EMEA	3,282	2,604	26%
Americas	568	550	3%
Other	237	210	13%

#### **Operating segments and business areas**

Fiskars operating segments are EMEA (Europe, Middle East, and Asia-Pacific), the Americas, Wärtsilä (associated company), and Other (Real Estate, corporate headquarters, and shared services).

The company's business areas are Home (Living, Kitchen and School, Office, and Craft), Garden, and Outdoor (outdoor equipment and Boats).

#### **Business areas in 2013**

Net sales,				
EUR million	2013	2012	Change	Change cn**
Home*	386.2	319.5	21%	22%***
Garden*	284.5	290.9	-2%	-1%
Outdoor	123.7	133.3	-7%	-5%
Other	4.2	4.1	2%	2%

\* Fiskars has reclassified certain product groups from the Home business area to Garden as of January 1, 2013, and the figures for the comparison periods have been adjusted accordingly: Garden net sales increased and Home net sales decreased by EUR 1.1 million in Q4 2012 and by EUR 3.3 million in FY 2012.

\* currency neutral

\*\*\* Excluding Royal Copenhagen and with comparable exchange rates, Home net sales decreased 2%.

#### EMEA in 2013

EUR million	2013	2012	Change
Net sales	564.2	501.9	12%
Operating profit (EBIT)	39.9	42.6	-6%
Capital expenditure	16.6	8.4	97%
Personnel (FTE), average	3,282	2,604	26%

Net sales in EMEA increased 12% to EUR 564.2 million (2012: 501.9), due to the acquisition of Royal Copenhagen. Comparable sales, currency neutral and excluding Royal Copenhagen, decreased 1%.

Net sales in the Home business increased, driven by the acquisition of Royal Copenhagen. Excluding Royal Copenhagen, sales of homeware decreased. The Home business was affected by the weak retail environment in Finland and temporary negative impact of a system change. In addition, Home sales were impacted by changes in channel management and streamlining of the offering.

Net sales in the Garden business were slightly below the previous year due to currency effects. With comparable currency rates, sales were flat. Strong sales efforts and marketing campaigns helped boost garden sales in the second half of the year and offset the poor spring selling season.

Sales of Outdoor products grew, as successful business-to-business initiatives brought Gerber's tools to new consumers across Eastern Europe. The Boat business was slightly up despite an overall decline in the market and Buster maintained its market leadership.

The segment recorded an operating profit excluding non-recurring items of EUR 52.7 million (41.8) despite an increase in IT costs and depreciation and amortization related to the five-year investment program. Royal Copenhagen contributed to the increase in operating profit, as did cost control measures. The Group recorded a total of EUR 8.2 million non-recurring costs related to the EMEA 2015 program during the year, and in addition an EUR 4.6 million impairment of goodwill and real estate.

#### Americas in 2013

EUR million	2013	2012	Change
Net sales	245.1	250.4	-2%
Operating profit (EBIT)	31.4	34.2	-8%
Capital expenditure	5.5	4.4	26%
Personnel (FTE), average	568	550	3%

Net sales in the Americas decreased 2% to EUR 245.1 million (2012: 250.4), weighed by softness in Outdoor and Garden sales, as well as the US dollar. Using comparable currency rates, sales remained at the previous year's level.

Garden net sales were slightly below the previous year's levels as a result of decreased distribution of pottery. Core garden tool categories performed well and increased distribution boosted Fiskars market share.

Sales of School, Office, and Craft products increased, driven by innovation within the scissors category that helped gain additional placement and a good back-to-school season.

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The Outdoor business area was impacted by considerably decreased demand in the institutional channels. Sales in commercial channels were flat.

The segment's operating profit amounted to EUR 31.4 million (34.2), as volume loss and the product mix in the Outdoor business outweighed good performance in School, Office, and Craft products.

#### Other in 2013

EUR million	2013	2012	Change
Net sales	6.5	6.3	3%
Operating profit (EBIT)	-10.3	-12.9	-20%
Capital expenditure	15.1	20.0	-24%
Personnel (FTE), average	237	210	13%

Fiskars Other segment contains the Real Estate unit, corporate headquarters and shared services.

Net sales were EUR 6.5 million (2012: 6.3) for January–December, largely consisting of timber sales and rental income. The operating profit was EUR -10.3 million (-12.9).

#### **Associated company Wärtsilä**

Fiskars holding in its associated company, Wärtsilä, amounts to 13.0% of the shares and votes (13.0), and Fiskars remains Wärtsilä's largest shareholder. Wärtsilä forms one of Fiskars reported operating segments and is treated as an associated company, as Fiskars considers that it has a significant influence on Wärtsilä.

The legal merger of Fiskars Group's and Investor AB's interests in Wärtsilä took place on February 7, 2013. Fiskars Group agreed with Investor in February 2012 to join interests to create a strong long-term owner for Wärtsilä. Fiskars Group and Investor AB's joint venture, Avlis AB, and its subsidiary, Avlis Invest AB, held a total of 42,948,325 Wärtsilä shares at the end of 2013, equaling 21.8% of Wärtsilä's shares and votes.

Wärtsilä's Annual General Meeting was held on March 7, 2013. The Chairman of Fiskars Board, Kaj-Gustaf Bergh, and Fiskars Board members, Alexander Ehrnrooth and Paul Ehrnrooth, were re-elected to Wärtsilä's Board of Directors. The Board of Directors appointed Kaj-Gustaf Bergh as Vice Chairman.

Wärtsilä's Annual General Meeting decided to pay a dividend of EUR 1.00 per share (EUR 0.90), which resulted in dividend income of EUR 25.6 million (26.8) for Fiskars.

Fiskars share of Wärtsilä's profit totaled EUR 50.8 million (2012: 47.8) for January–December. At the end of December, the market value of Fiskars Wärtsilä shares was EUR 917.2 million (2012: 839.0) or EUR 11.20 (10.24) per Fiskars share, with a closing price of EUR 35.77 (EUR 32.72) per Wärtsilä share. The book value of these shares on the consolidated balance sheet was EUR 286.1 million (280.4).

#### **Acquisition of Royal Copenhagen**

The acquisition of the renowned Danish premium porcelain company Royal Copenhagen, announced on December 12, 2012, was completed on January 4, 2013, and Royal Copenhagen became a part of Fiskars Home business area.

The debt-free enterprise value was approximately EUR 66 million, and the acquisition increased Fiskars net interest-bearing debt. The Group's total assets were increased by EUR 101 million on the acquisition date and it contributed EUR 73 million to Group's net sales in 2013. Royal Copenhagen performed well in 2013 and had a positive effect on Fiskars operating profit in the EMEA region.

#### **Changes in management**

Fiskars Executive Board was strengthened as of September 16, 2013 with two new members, the group's new Senior Vice President, Human Resources, Nina Ariluoma-Hämäläinen, and Chief Information Officer Frans Westerlund. Frans Westerlund has worked as Fiskars CIO since 2009 and has been a member of Fiskars Executive Team. Fiskars previous VP, Human Resources, Timo Leskinen left the company at the end of July to assume a new position.

Jason Landmark, President of Fiskars Outdoor Americas business and a member of Fiskars Executive Team, accepted a position outside the company and left the company on November 1, 2013. Tom Genereux, VP, Finance for Outdoor Americas has been appointed interim head of Fiskars Outdoor Americas business.

#### New sales Region Asia-Pacific and new name for the EMEA segment

On December 11, 2013 Fiskars announced that it would establish a new sales region for Asia-Pacific as of January 1, 2014 to accelerate growth in the region. The Asia-Pacific sales region will contain Fiskars sales units in Australia, China, Japan, South Korea, and Taiwan. In addition, the new sales region will be responsible for all distributor-based sales in the region. As President of the new sales region and a member of the Group's Executive Team, Fiskars has appointed Matteo Gaeta, MBA, who will be based in Shanghai, China.

Following the establishment of the Asia-Pacific sales region, Fiskars EMEA segment will be renamed "Europe and Asia-Pacific" and it will consist of three sales regions: North, Central, and Asia-Pacific. The North sales region consists of the Nordic countries and Russia, as well as Fiskars export sales. The Central sales region is responsible for sales and general management in the key Central European markets.

#### Share and shareholders

Fiskars Corporation has one share series (FIS1V). All shares carry one vote and equal rights.

On February 7, 2013 the Board of Directors of Fiskars Corporation announced a decision to cancel all 118,099 treasury shares held by the company, equaling 0.14% of the shares of the company. The cancellation was registered on February 15, 2013, and the number of the Corporation's shares now totals 81,905,242.

The Board of Directors was authorized to acquire and convey company shares but this authorization was not used during the year. The share capital remained unchanged at EUR 77,510,200.

On September 30, 2013 Fiskars announced that the unclaimed shares issued in the 2004 bonus issue – a total of 17,084 shares – were sold during the period September 26–27, 2013. The right to claim from the deposited

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funds shall expire after four years.

Fiskars shares are traded in the Large Cap segment of NASDAQ OMX Helsinki Ltd. The average share price was EUR 18.20 in 2013 (2012: 15.67). At the end of December, the closing price was EUR 19.55 (EUR 16.69) per share and Fiskars had a market capitalization of EUR 1,601.2 million (1,367.0, excluding treasury shares). The number of shares traded during January–December was 3.0 million (4.9), which is 3.7% (6.0%) of the total number of shares.

The total number of shareholders was 16,352 (16,148) as of the end of December. Fiskars was not informed of any significant change among its largest shareholders during the year. Fiskars shareholder structure and main shareholders at the end of the year are detailed in the financial statements.

#### **Corporate Governance**

Fiskars complies with the Finnish Corporate Governance Code issued by the Securities Market Association, which came into force on October 1, 2010. Fiskars Corporate Governance Statement for 2013 in accordance with Recommendation 51 of the Code will be published in week 8, 2014 as a separate report.

Fiskars also complies with the insider regulations of NASDAQ OMX Helsinki Ltd., latest updated on October 9, 2009, and the company's internal insider guidelines latest updated on January 1, 2013.

The ultimate decision-making power is vested in the annual general meeting of shareholders, who elects the members of the board of directors. The terms of office of members will run to the end of the following annual general meeting. The board of directors is responsible for appointing, and if necessary, dismissing the managing director. Fiskars Articles of Association do not contain matters that could materially affect a public tender offer of the company's securities.

#### **Annual General Meeting for 2013**

The Annual General Meeting (AGM) of Shareholders of Fiskars Corporation was held on March 14, 2013. The AGM approved the financial statements for 2012 and discharged the members of the Board and the President and CEO from liability. It was decided to pay a dividend of EUR 0.65 per share, totaling EUR 53.2 million. The dividend was paid on March 26, 2013.

The number of Board members was set at nine. Kaj-Gustaf Bergh, Ingrid Jonasson Blank, Ralf Böer, Alexander Ehrnrooth, Paul Ehrnrooth, Louise Fromond, Gustaf Gripenberg, Karsten Slotte, and Jukka Suominen were all re-elected. The term of the Board members will expire at the end of the AGM in 2014. KPMG Oy Ab was re-elected as company auditor, and nominated Authorized Public Accountant Virpi Halonen as responsible auditor.

The AGM decided to authorize the Board to acquire a maximum of 4,000,000 of Fiskars own shares and convey a maximum of 4,000,000 of Fiskars own shares. The Board may also decide on the acquisition and conveyance of shares in derogation of the pre-emptive right of shareholders to company shares. Both authorizations will remain in force until June 30, 2014.

#### **Constitutive meeting of the Board**

Convening after the Annual General Meeting, the Board of Directors re-elected Kaj-Gustaf Bergh as Chairman, and Alexander Ehrnrooth and Paul Ehrnrooth as Vice Chairmen.

The Board appointed Gustaf Gripenberg Chairman of the Audit Committee, and Alexander Ehrnrooth, Paul Ehrnrooth, Louise Fromond, and Karsten Slotte as members. The Board appointed Kaj-Gustaf Bergh Chairman of the Compensation Committee, and Ralf Böer, Ingrid Jonasson Blank, and Jukka Suominen as members. The Board appointed Kaj-Gustaf Bergh Chairman of the Nomination and Strategy Committee, and Alexander Ehrnrooth and Paul Ehrnrooth as members.

#### **Annual General Meeting 2014**

Fiskars Corporation's Annual General Meeting will be held on March 12, 2014 starting at 3 p.m. at the Helsinki Exhibition & Convention Centre. The invitation to the meeting will be published separately.

The distributable equity of the Parent Company at the end of the 2013 fiscal year was EUR 822.5 million (778.8). The Board of Directors proposes to the Annual General Meeting of Shareholders that a dividend of EUR 0.67 (0.65) per share be paid for 2013.

The number of shares entitling holders to a dividend totaled 81,905,242. The proposed distribution of dividends would thus be EUR 54.9 million (53.2). This would leave EUR 767.6 million of distributable profit funds at the Parent Company.

No material changes have taken place in the financial position of the company since the end of the fiscal year. The financial standing of the company is good and, according to the Board of Directors' assessment, distributing the proposed dividend will not compromise the company's solvency.

#### **Risks and business uncertainties**

Fiskars business, net sales, and financial performance may be affected by several uncertainties. Fiskars Corporation details the overall business risks and risk management in its Annual Report and on its web site. The principal business uncertainties are related to the following:

- Decline of general market conditions and consumer demand in Fiskars main market areas, Europe and North America
- Loss of or reduced sales to major retail customers and serious disruptions in the distribution channel
- Sudden or significant fluctuations in raw material and energy prices or availability; the most important raw materials being steel, aluminum, and plastic
- Steering and availability disruptions related to supply chain and country risks, especially regarding suppliers in Asia
- Decrease in consumer confidence in Fiskars brands
- Adverse weather conditions, which particularly affect the Garden business area
- Changes in currency exchange rates that may affect Fiskars competitiveness and the reported net sales of the Group, its operating results, and balance sheet negatively
- Negative effects related to acquisitions, despite careful due diligence processes
- Major decline in the profit of associated company Wärtsilä or its dividends
- Delay in the five-year process and IT program that was launched in 2010 or failure to reach the program's financial goals

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#### Litigation

Fiskars is involved in a number of legal actions, claims, and other proceedings. The final outcomes of these matters are unpredictable. Taking into account all available information to date, the outcomes are not expected to have a material impact on the financial position of the Group.

#### **Outlook for 2014**

Economic indicators are trending mildly positively in many of Fiskars key markets in Europe and North America, but consumer and trade behavior is expected to remain cautious. The retail environment in Finland developed poorly during 2013 and no recovery can be expected in 2014. At the end of 2013 Fiskars divested its local pottery business in the UK, which will affect sales as of 2014.

Fiskars is half-way through its five-year investment program in EMEA. Annual investment related to the program has started to decrease, whereas depreciation and amortization start to increase. To accelerate growth, the company plans to increase spending on brand recognition, strengthening the newly established Asia-Pacific sales region, as well as on new category expansion ventures.

We expect the Group's full-year net sales for 2014 to be at 2013 levels and operating profit excluding non-recurring items to be at, or slightly below 2013 levels.

The associated company, Wärtsilä, will continue to have a major impact on Fiskars profit and cash flow in 2014.

Helsinki, Finland, February 6, 2014

FISKARS CORPORATION Board of Directors

# CONSOLIDATED FINANCIAL STATEMENTS, IFRS

## **Consolidated income statement**

EUR million	Note	2013		2012	
Net sales	2	798.6		747.8	
Cost of goods sold	6	-475.3		-473.2	
Gross profit		323.2	40%	274.6	37%
Other operating income	5	3.1		2.1	
Sales and marketing expenses	6	-164.7		-128.9	
Administration expenses	6	-82.0		-73.5	
Research and development costs	6	-13.3		-10.3	
Other operating expenses	6	-1.5		-0.1	
Goodwill impairment	6	-3.7			
Operating profit (EBIT)		61.0	8%	63.9	9%
Change in fair value of biological assets	13	0.7		5.6	
Share of profit from associate	15	50.8		47.8	
Gain on sale of associate shares	15			87.0	
Other financial income and expenses	8	-4.3		-3.8	
Profit before taxes		108.3	14%	200.4	27%
Income taxes	9	-14.3		-21.5	
Profit for the period		94.0	12%	178.9	24%
Attributable to:					
Equity holders of the parent company		93.7		178.9	
Non-controlling interest		0.3			
Earnings for equity holders of the parent company					
per share, euro (basic and diluted)	10	1.14		2.18	

## **Consolidated statement of comprehensive income**

EUR million	Note	2013	2012
Profit for the period		94.0	178.9
Other comprehensive income for the period:			
Items that may be reclassified subsequently to profit or loss:			
Translation differences		-8.5	-1.0
Change in associate recognized directly in other			
comprehensive income	15	-13.9	0.3
transferred to income statement			-0.1
Cash flow hedges		0.5	-0.8
Items that will not be reclassified to profit or loss:			
Defined benefit plan, actuarial gains (losses),			
net of tax	21	-0.2	-0.5
Change in associate recognized directly in other			
comprehensive income	15	-5.6	
Other comprehensive income for the period, net of tax		-27.7	-2.2
Total comprehensive income for the period		66.3	176.7
Attributable to:			
Equity holders of the parent company		66.1	176.7
Non-controlling interest		0.2	

The notes are an integral part of these consolidated financial statements.

## **Consolidated balance sheet**

EUR million	Note	Dec 31, 2013		Dec 31, 2012	
Assets					
NON-CURRENT ASSETS					
Goodwill	11	111.9		88.6	
Other intangible assets	11	170.9		140.7	
Property, plant & equipment	12	100.5		90.0	
Biological assets	13	42.0		41.2	
Investment property	14	6.0		5.5	
Investments in associates	15	286.1		280.4	
Financial assets					
Investments at fair value through profit and loss	16	10.5		9.7	
Other investments	16	3.9		0.8	
Deferred tax assets	9	31.3		25.8	
Non-current assets total		763.1	73%	682.6	73%
CURRENT ASSETS					
Inventories	17	119.4		118.0	
Trade and other receivables	18	138.5		116.0	
Income tax receivables		6.1		1.9	
Interest-bearing receivables		2.3		0.5	
Cash and cash equivalents	16	9.7		16.4	
Current assets total		275.9	27%	252.8	27%
Assets total		1,039.1	100%	935.4	100%

#### Equity and liabilities

Equity and liabilities total		1,039.1	100%	935.4	100%
Current liabilities total		289.7	28%	187.5	20%
Provisions	22	5.2		2.6	
Income tax liabilities		3.7		7.9	
Trade and other payables	23	172.0		156.6	
Interest-bearing liabilities	20	108.8		20.4	
CURRENT LIABILITIES					
Non-current liabilities total		116.7	11%	129.0	14%
Provisions	22	5.9		3.9	
Pension liability	21	8.6		7.3	
Deferred tax liabilities	9	39.8		44.3	
Other liabilities		6.1		4.1	
Interest-bearing liabilities	20	56.2		69.3	
NON-CURRENT LIABILITIES					
Equity total	19	632.7	61%	618.9	66%
Non-controlling interest		0.9			
Equity attributable to the equity holders of the parent company		631.8		618.9	
EQUITY					

The notes are an integral part of these consolidated financial statements.

## **Consolidated statement of cash flows**

EUR million	2013	2012
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before taxes	108.3	200.4
Adjustments for		
Depreciation, amortization and impairment	29.2	21.9
Share of profit from associate	-50.8	-47.8
Gain on sale of associate shares		-87.0
Investment income	0.2	-0.1
Financial items	4.2	3.8
Change in fair value of biological assets	-0.7	-5.6
Change in provisions and other non-cash items	3.6	2.4
Cash flow before changes in working capital	94.0	88.1
Changes in working capital		
Change in current assets, non-interest bearing	-14.4	10.6
Change in inventories	-0.5	-5.0
Change in current liabilities, non-interest bearing	7.3	-0.5
Cash flow from operating activities before financial items and taxes	86.5	93.2
Dividends received from associate	25.6	26.8
Financial items paid (net)	-5.5	-4.6
Taxes paid	-25.6	-20.3
Cash flow from operating activities (A)	81.0	95.0

CASH FLOW FROM INVESTING ACTIVITIES		
Acquisitions and subsidiaries	-49.5	
Investments in financial assets	-0.1	-0.2
Capital expenditure on fixed assets	-37.5	-32.7
Proceeds from sale of fixed assets	1.1	0.9
Proceeds from sale of business	1.0	
Proceeds from sale of associate shares		126.4
Cash flow from other investments	0.4	0.1
Cash flow from investing activities (B)	-84.6	94.5
CASH FLOW FROM FINANCING ACTIVITIES		
Change in current receivables	-1.8	0.1
Borrowings of non-current debt	0.1	0.1
Repayment of non-current debt	-20.0	-2.5
Change in current debt	74.2	-61.2
Payment of finance lease liabilities	-1.7	-3.5
Cash flow from other financing items	-0.2	-0.0
Dividends paid	-53.2	-112.2
Cash flow from financing activities (C)	-2.7	-179.2
Change in cash and cash equivalents (A+B+C)	-6.3	10.3
Cash and cash equivalents at beginning of period	16.4	6.1
Translation difference	-0.5	-0.1
Cash and cash equivalents at end of period	9.7	16.4

The notes are an integral part of these consolidated financial statements.

## Statement of changes in consolidated equity

Equity attributable to shareholders of the Parent company								
			Cumul.	Fair	Actuarial		Non-	
	Share	Treasury	transl.	value	gains and	Retained	controlling	
EUR million	capital	shares	diff.	reserve	losses	earnings	interest	Total
Dec 31, 2011	77.5	-0.9	2.0	0.1	-0.3	475.9		554.3
Translation differences			-1.0					-1.0
Change in associate recognized directly in other comprehensive income			-1.8	2.0				0.1
Cash flow hedges				-0.8				-0.8
Defined benefit plan, actuarial gains (losses), net of tax					-0.5			-0.5
Other comprehensive income for the								
period, net of tax, total			-2.8	1.2	-0.5			-2.2
Profit for the period						178.9		178.9
Total comprehensive income for the period			-2.8	1.2	-0.5	178.9		176.7
Dividends paid						-112.2		-112.2
Dec 31, 2012	77.5	-0.9	-0.8	1.3	-0.8	542.6		618.9
Translation differences			-8.4				-0.1	-8.5
Change in associate recognized								
directly in other comprehensive income			-9.5	-4.4	-5.6			-19.5
Cash flow hedges				0.5				0.5
Defined benefit plan, actuarial gains (losses), net of tax					-0.2			-0.2
Other comprehensive income for the								
period, net of tax, total			-17.9	-3.9	-5.8		-0.1	-27.7
Profit for the period						93.7	0.3	94.0
Total comprehensive income for the period			-17.9	-3.9	-5.8	93.7	0.2	66.3
Changes due to aqcuisitions							0.7	0.7
Cancellation of treasury shares		0.9				-0.9		
Dividends paid						-53.2		-53.2
Dec 31, 2013	77.5		-18.7	-2.6	-6.7	582.2	0.9	632.7

Equity attributable to shareholders of the Parent company

The notes are an integral part of these consolidated financial statements.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

# **1. Accounting principles for the consolidated financial statements, IFRS**

Fiskars Corporation is a Finnish public limited liability company listed on NASDAQ OMX Helsinki and domiciled in Raasepori, Finland. The registered address of Fiskars Corporation is Hämeentie 135 A, Helsinki, Finland. Fiskars Corporation is the parent company of the Group. The Group manufactures and markets branded consumer products globally. Fiskars' operating segments are EMEA (Europe, Middle East, and Asia-Pacific), Americas, the associated company Wärtsilä and Other. The operations are divided to Business Areas Home, Garden and Outdoor. In addition the Group has Real Estate operations and a strategic shareholding in Wärtsilä Oyj Abp qualifying as an investment in an associate. The Group's international main brands are Fiskars, littala, and Gerber.

The financial statements are authorized for issue by the Board of Directors of Fiskars Corporation. According to the Finnish Limited Liability Companies' Act, the shareholders have a possibility to approve or reject or make a decision on altering the financial statements in the Annual General Meeting to be held after the publication of the financial statements.

#### **Basis of preparation**

The consolidated financial statements of Fiskars Corporation ("Fiskars" or "the Group") are prepared in accordance with International Financial Reporting Standards (IFRS) in force at December 31, 2013 as adopted by the European Union. International Financial Reporting Standards, referred to in the Finnish Accounting Act and in ordinances issued based on the provisions of this Act, are standards and their interpretations adopted in accordance with the procedure laid down in regulation (EC) No 1606/2002 of the European Parliament and of the Council. The notes to the consolidated financial statements also comply with the Finnish accounting and corporate legislation.

The consolidated financial statements are prepared on historical cost basis except for financial assets and financial liabilities which are presented at fair value through profit or loss, and biological assets as well as assets and liabilities related to defined benefit pension plans that are measured at fair value.

Items included in the financial statements of each of the Group's entity are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in euro, which is the parent company's functional currency. The presentation is in millions of euro with one decimal.

#### **Use of estimates**

The preparation of financial statements in conformity with IFRS requires the management to make judgments and assumptions that affect the recognition and measurement of financial statement items. These estimates and associated assumptions are based on historical experience and other justified assumptions that are believed to be reasonable under the circumstances at the end of the reporting period. These estimates form the basis for judgments of the items in the financial statements. Development of markets and general economic situation may affect the variables underlying the estimates and actual results may differ significantly from these estimates. Such estimates mainly relate to the assumptions made in impairment testing, amount of obsolete inventory, recognition of impairment losses on trade receivables, provisions, determination of defined benefit pension obligations, value appraisement of biological assets and the probability of deferred tax assets being recovered against future taxable profits.

#### **Consolidated financial statements**

The consolidated financial statements include the parent company, Fiskars Corporation, and all the subsidiaries in which it holds, directly or indirectly, over 50% of the voting rights or over which it otherwise has control. Acquired or established subsidiaries are included in the consolidated financial statements from the date control commences until the date that control ceases.

Subsidiaries are consolidated using the acquisition method. Intra-group transactions, profit distribution, receivables, liabilities and unrealized gains between Group companies are eliminated in consolidation. The profit or loss for the financial year attributable to the owners and non-controlling interest is presented in the income statement and the total comprehensive income for the financial year attributable to the owners and non-controlling interest is presented in the statement of comprehensive income. The non-controlling interest in equity is presented within equity, separately from the equity of the owners of the parent.

Investments in associates in which Fiskars has a significant influence but not control are accounted for using the equity method. Significant influence usually exists when the Group holds over 20% of the voting power of the entity or when the Group otherwise has significant influence but not control.

Joint ventures are consolidated using the proportionate consolidation method, in which the share of joint venture's assets, liabilities, income and expenses owned by the Group is combined line by line in the consolidated financial statements.

#### **Translation of foreign currency items**

#### Transactions in foreign currencies

Foreign currency transactions are translated using the exchange rates prevailing at the dates of the transactions. At the end of the reporting period monetary assets and liabilities are translated using the exchange rate prevailing at the end of the reporting period. Exchange differences arising from translation are recognized in the income statement and presented under financial items, except for exchange differences relating to trade receivables and trade payables that are presented within operating profit. Non-monetary items denominated in foreign currencies are translated using the exchange rate at the date of the transaction, except for those items carried at fair value that are translated using at the rates prevailing at the date when the fair value was determined.

#### Translation of financial statements of foreign subsidiaries

In the consolidated financial statements income statements, statements of comprehensive income and cash flows of foreign subsidiaries are translated into parent company's currency at the average exchange rates for the period. Their balance sheet items are translated at exchange rates prevailing at the end of the reporting period. The resulting exchange differences are recognized in other comprehensive income and presented under translation differences in equity. Exchange differences resulting from the translation of profit or loss and comprehensive income at the average rate in the income statement and in the statement of comprehensive income and they are included under translation differences in equity. The effective portions of the gains or losses on those financial instruments hedging net investments in foreign operations are recognized similarly. When the Group disposes of all, or part of, that subsidiary, the translation differences accumulated in equity are transferred to profit or loss as part of the gain or loss on disposal.

#### Net sales and revenue recognition principles

Net sales are shown net of indirect taxes, rebates, and exchange differences on trade receivables denominated in foreign currencies. Revenue from the sale of goods is recognized when all significant risks and rewards of ownership have been transferred to the buyer, i.e. when a product has been delivered to the client in accordance with the terms of delivery. There are no such long-term projects in the Group for which the revenue would be recognized using the percentage-of-completion (POC) method.

#### **Pension obligations**

Group companies have various pension plans in accordance with local conditions and practices in the countries in which they operate. The plans are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan the Group pays fixed contributions into a separate entity. If the entity does not hold sufficient assets to pay all employees the benefits in question, the Group will have no legal or constructive obligation to pay further contributions. All other plans not meeting the above criteria are classified as defined benefit plans. Most of plans Group companies have are classified as defined contribution plans and related contributions are charged to the income statement in the year in which the payment obligation has arisen.

The costs for defined benefit pension plans are calculated and recognized under the terms of the plan based on actuarial calculations. Pension costs are recognized as expenses over the employees' service period. The pension obligation is measured as the present value of the estimated future contributions deducted by the fair value of plan assets at the end of the reporting period. Changes in the estimates in the actuarial calculations may influence the reported pension obligations and pension costs.

Fiskars applies the accounting treatment for the recognition of actuarial gains and losses in other comprehensive income that was allowed as an alternative according to the previous IAS 19 and is now the requisite according to the revised IAS 19.

#### **Operating profit**

IAS 1 Presentation of Financial Statements does not give a definition for operating profit. In Fiskars the operating profit (EBIT) is the net of revenues and other operating income, material purchases and change of inventories, production for own use, employee benefits, depreciations, amortizations and possible impairments and other operating expenses. The operating profit includes operating results of Fiskars' operating segments EMEA, Americas, and Others. The share of profit or loss of the associate Wärtsilä and the change in fair value of biological assets are presented as separate line items below EBIT in the income statement.

#### **Intangible assets**

An intangible asset is initially capitalized in the balance sheet at cost if the cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to the asset will flow to the Group. Residual values and expected useful lives and are reassessed at least at each financial year-end and, if necessary, are adjusted to reflect changes in the expected future economic benefits.

#### Goodwill

Goodwill represents the Group's share of difference between the cost of the acquisition and the fair value of the net identifiable assets, liabilities, and contingent liabilities acquired measured at the acquisition date. Goodwill is stated at historical cost less any accumulated impairment losses. Goodwill is not amortized but is tested for impairment at least annually. For this purpose goodwill has been allocated to cash-generating units or, in case of an associate, the goodwill is included within the carrying amount of the associate in question. The recoverable amount of the unit is compared annually or more often if there are indications of impairment, with its carrying amount to determine potential impairment.

Contingent consideration will be measured at fair value and subsequently re-measured through profit or loss. All acquisition-related costs, such as experts' fees, will be expensed instead of capitalization. There is a choice on an acquisition-by-acquisition basis to measure the non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

#### Research and development costs

Research and development costs are expensed as they are incurred, except for those development costs that are capitalized if the Group can reliably demonstrate that they will generate probable future economic benefits for the Group and also other criteria in IAS 38 are met as the product is regarded technically and commercially feasible. Capitalized development costs consisting of mainly direct labor costs and external services are recognized as intangible assets.

Intangible assets not yet available for use are tested annually for impairment. Subsequent to initial recognition capitalized development costs are measured at cost less accumulated amortization and accumulated impairment losses. They are amortized on a straight-line basis over their useful lives, from 3 to 6 years.

#### Other intangible assets

Other intangible assets include among other patents, capitalized development costs, software, as well as trademarks and customer relationships acquired in business combinations. Intangible assets are stated at cost less accumulated amortization and any accumulated impairment. Intangible assets in this class are amortized on a straight-line basis over their known or expected useful lives. Residual values and expected useful lives and are reassessed at least at each financial year-end and, if necessary, are adjusted to reflect changes in the expected future economic benefits. The estimated useful lives are as follows:

Software	3–10 years
<ul> <li>Customer relationships</li> </ul>	5–15 years
• Other	3–10 years

Intangible assets with an indefinite useful life such as trademarks or brand names acquired in business combinations are not amortized but they are tested at least annually for impairment.

#### **Property, plant and equipment**

Property, plant, and equipment are stated at historical cost less accumulated depreciation and any accumulated impairment losses, if applicable. Those borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset.

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of the assets. Residual values and expected useful lives are reassessed at least at each financial year-end and, if necessary, are adjusted to reflect changes in the expected future economic benefits. The estimated useful lives are as follows:

• Buildings	20–40 years
<ul> <li>Machinery and equipment</li> </ul>	3–10 years
<ul> <li>Land and water</li> </ul>	No depreciation

Gains and losses on sales and disposals of items of property, plant, and equipment are presented under other operating income and other operating expenses.

#### Leases

Leases in terms of which the Group substantially takes over from the lessor all the risks and rewards of ownership are classified as finance leases. Assets leased under finance leases are recognized under property, plant, and equipment at amounts equal to the fair value of the leased assets or, if lower, the present value of the minimum lease payments at the commencement of the lease term. The associated obligations are recognized in interest-bearing financial liabilities. The lease payments are divided into finance cost and amortization of the lease liability.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are accounted for as operating leases. Lease payments made under an operating lease are recognized as an expense on a straight-line basis over the lease term.

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#### **Investment property**

The properties that are not used in the Group's operations or which are held to earn rental revenue or increase in value are classified as investment property. These properties are measured at cost less accumulated depreciation and impairment. The leasing properties that are not in Group's operational use are depreciated over 20–40 years. Land is not depreciated.

#### Impairment of property, plant and equipment and intangible assets

The Group operations have been divided into cash-generating units (CGU) that are smaller than operating segments. The carrying amounts of the assets relating to these CGUs are reviewed for impairment indicators annually at the end of the reporting period. The recoverable amounts of the following assets are also estimated annually irrespective whether there is any indication for impairment: goodwill, intangible assets with indefinite useful lives and unfinished intangible assets.

To determine a potential impairment the carrying amount of the asset is compared or the carrying amounts of the CGU's net assets are compared against the recoverable amount of that asset or CGU. The recoverable amount is the higher of the present value of the future cash flows (value in use) and the fair value less costs to sell. An impairment loss is recognized for an asset when its carrying amount exceeds its recoverable amount. An impairment loss previously recognized for items of property, plant, and equipment as well as for intangible assets other than goodwill is reversed subsequently only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of amortization or depreciation, if no impairment loss had been recognized for the asset in prior years. An impairment loss recognized for goodwill is not reversed.

#### **Biological assets**

Biological assets consist of standing timber in Group's forests in Finland. These assets are measured at fair value less estimated point-of-sale costs. The fair value resulting from both net growth and change in the market value of standing timber is presented as a separate line item in the income statement after operating profit (EBIT). The revenue from the sale of standing timber is presented in the income statement within the operating profit.

For valuing biological assets Fiskars applies a three year rolling average price of standing timber, based on the statistics provided by the Finnish Forest Research Institute, and multiplied by the estimated volume of standing timber, taking into account the costs and risks relating to sales.

#### Non-current assets held for sale and discontinued operations

A non-current asset (or a disposal group) as well as assets and liabilities associated with a discontinued operation are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. The recognition criteria are regarded to be met when: a sale is highly probable, the asset (or a disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary, the management is committed to the plan to sell the asset and the sale is expected to take place within one year from the date of classification.

As from classification date a non-current asset (or a disposal group) held for sale is measured at the lower of its carrying amount and fair value less costs to sell, and it is not depreciated or amortized any more. Assets classified as held for sale, disposal groups, items recognized in other comprehensive income associated with the assets classified as held for sale as well as liabilities included in the disposal group are presented separately in the balance sheet.

A discontinued operation is a component of the Group's business that has been disposed of or will be disposed of in accordance with a coordinated plan. It represents a separate major line of business or geographical area of operations. The profit or loss of a discontinued operation is reported separately from the continuing operations in the consolidated statement of comprehensive income.

Fiskars had no non-current assets held for sale or discontinued operations neither in the financial year 2013 nor 2012.

#### Inventories

Inventories are carried at the lower of cost and net realizable value. Cost is determined using the first-in firstout (FIFO) method. The cost of finished goods and work-in-progress comprise direct purchase and manufacturing cost, other direct costs and a proportion of the related production overheads based on normal operating capacity. Net realizable value is the estimated amount that can be realized from the sale in normal course of business less the estimated costs of completion and the estimated costs necessary to make the sale. Inventories are presented net of an impairment loss recognized for obsolete and slow-moving inventories.

#### **Financial instruments**

#### Financial assets

Fiskars classifies its financial assets in the following categories: financial assets at fair value through profit or loss, loans and receivables and available-for-sale financial assets. Financial assets are classified at initial recognition based on their purpose of use. For investments not at fair value through profit or loss, the directly attributable transaction costs are included in the original costs of the financial assets. All purchases or sales of financial assets are recognized or derecognized using trade date accounting. The Group derecognizes financial assets when it has lost its right to receive the cash flows or when it has transferred substantially all the risks and rewards to an external party.

#### Financial assets at fair value through profit or loss

In this category are classified such financial assets that are held for trading or are designated as financial assets at fair value through profit or loss upon initial recognition (the fair value option). In Fiskars this category comprises the investments in listed securities and those derivative instruments that do not meet the hedge accounting criteria or for which hedge accounting is not applied.

These financial assets are measured at fair value both at initial recognition and subsequently. The fair values of the listed securities are based on quoted rates at the end of the reporting period and fair value changes, both realized and unrealized gains and losses are recognized in the income statement under financial items. The fair value measurement principles of the derivative instruments that do not meet the hedge accounting criteria are described below under Derivatives and hedge accounting.

#### Loans and other receivables

Loans and other receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. The Group does not hold them for trading or designate them as available for sale upon initial recognition. This category comprises trade receivables and other receivables under current receivables as well as non-current loan receivables that are presented under the item Other investments in the consolidated balance sheet.

Loans and other receivables are measured at amortized cost. The estimate made for doubtful receivables is based on the risks of individual items. Resulting from this assessment the carrying amounts of receivables are adjusted to measure their probable value. Loans and receivables are included in current or non-current assets based on their nature; in the latter class for maturities greater than 12 months after the end of the reporting period.

#### Available-for-sale financial assets

Available-for-sale financial assets are those non-derivative financial assets that are designated as available for sale or are not classified as either loans and receivables, held-to-maturity investments or financial assets at fair value through profit or loss. In Fiskars this category comprises the investments in unlisted securities. If their fair values cannot be determined reliably, they are measured at cost. Available-for-sale financial assets are included in non-current assets unless the Group intends to dispose of them within 12 months of the end of the reporting period in which case they are included in current assets.

#### Cash and cash equivalents

The balance sheet item Cash and cash equivalents includes cash, i.e. cash in hand and deposits held at call with banks, and cash equivalents. Cash equivalents comprise highly liquid investments that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. The items included in cash equivalents have original maturities of maximum three months from the date of acquisition. Bank overdrafts are included within current interest-bearing financial liabilities.

#### Financial liabilities

Fiskars classifies its financial liabilities in the following categories: financial liabilities at fair value through profit or loss (includes derivative liabilities) and financial liabilities measured at amortized cost. A financial liability is recognized initially at fair value. For financial liabilities measured at amortized cost, the directly attributable transaction costs are included in the original cost. Subsequently financial liabilities are carried at amortized cost using the effective interest method, except for derivative liabilities that are measured at fair value. Financial liabilities are classified as non-current or current; the latter group comprises all those financial liabilities for which the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period. The Group removes a financial liability (or a part of it) from its balance sheet only when it is extinguished, i.e. when the obligation specified in the contract is discharged or cancelled or expires.

#### Derivatives and hedge accounting

Derivative financial instruments are classified as financial instruments at fair value through profit and loss. Derivatives are recognized initially at cost and subsequently at fair value determined at the end of each reporting period. The fair value of derivatives is based on prevailing market rates or rates derived from the prevailing market rates at the end of the reporting period. Fair value changes are recognized in financial items. Fiskars has applied hedge accounting to changes in the fair value of derivatives designated, qualifying, and effective as cash flow hedges. The changes are recognized in Other comprehensive income.

#### Fair value categories

Hierarchy level 1 includes financial assets that are publicly quoted in an active market. This category includes listed shares. Level 2 includes financial assets and liabilities measured using directly observable market inputs. All interest bearing debts and derivatives fall within this category. Level 3 includes financial assets and liabilities measured using non-market observable inputs. The asset classes in this category are unlisted equity investments and funds.

#### **Provisions and contingent liabilities**

A provision is recognized when the Group as a result of a past event has a present legal or constructive obligation, it is probable that the obligation will be realized and a reliable estimate can be made of the amount of the obligation. A provision for restructuring is recognized when a detailed formal plan has been prepared and when there is a valid expectation relating those affected that the plan will be carried out. The amount recognized as a provision is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period. If it is possible to receive compensation for part of the obligation from a third party, the compensation is recognized as a separate asset, but only when receipt of the compensation is virtually certain.

The Group is party to lawsuits and legal processes concerning Group's business operations. A related provision is recognized in the financial statements when the amount of the expenditure can be estimated reliably and it is more likely than not that they will be realized. Otherwise these contingent liabilities are disclosed in the notes.

#### **Income taxes**

The Group's tax expense comprises current tax based on Group companies' taxable profit for the period and the change of deferred taxes. The current tax charge is calculated using the tax rate enacted or substantively enacted at the end of the reporting period. Deferred tax liabilities or deferred tax assets are provided for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes using tax rates enacted or substantively enacted at the end of the reporting period. Temporary differences arise, inter alia, from tax loss carry-forwards, depreciation differences, provisions, defined benefit pension plans, fair value measurement of derivative financial instruments, biological assets, and eliminated intra-group inventory margins as well as from the fair value adjustments made to assets and liabilities in business combinations. A deferred tax liability is recognized on the undistributed profits of subsidiaries and associates if the distribution of profit is probable and it will result in tax consequences. A deferred tax liability is recorded to its full amount and a deferred tax asset is recognized at the amount of the estimated probable tax benefit. Income tax is recognized in profit or loss, unless it relates to items recognized in other comprehensive income. In such case any related tax effects are also recognized similarly.

#### **Dividends**

Dividends proposed by the Board of Directors are not recorded in the financial statements until they have been approved by the shareholders at the Annual General Meeting.

#### New and amended standards applied in financial year ended

As from January 1, 2013 the Group has applied the following new or amended standards that have come into effect:

- Amendments to IAS 1 Presentation of Financial Statements. The major change is the requirement to group items of other comprehensive income as to whether or not they will be reclassified subsequently to profit or loss when specific conditions are met. The amendments only had an impact on the presentation of Group's other comprehensive income.
- Amendment to IAS 19 Employee Benefits. The major changes are as follows: all actuarial gains and losses are immediately recognized in other comprehensive income, i.e. the corridor approach is no longer applied, and finance costs are calculated on a net funding basis. Fiskars has applied the accounting treatment for the recognition of actuarial gains and losses in other comprehensive income that was allowed as an alternative according to the previous IAS 19 and is now the requisite according to the revised IAS 19. The comparative figures have not been restated as the other amendments to the standard had no material impact on the consolidated financial statements.
- IFRS 13 Fair Value Measurement. IFRS 13 establishes a single source for all fair value measurements and disclosure requirements for use across IFRSs. The new standard also provides a precise definition of fair value. IFRS 13 does not extend the use of fair value accounting, but it provides guidance on how to measure fair value under IFRSs when fair value is required or permitted. IFRS 13 has expanded some notes to the consolidated financial statements.
- Annual Improvements to IFRSs 2009–2011 (May 2012). The annual improvements process provides a mechanism for minor and non-urgent amendments to IFRSs to be grouped together and issued in one package annually. The amendments cover in total five standards. Their impact has not been significant.
- Amendments to IFRS 7 Financial Instruments: Disclosures. The amendments clarify disclosure requirements for financial assets and liabilities that are offset in the consolidated balance sheet or subject to master netting arrangements or similar agreements. The amendments had no significant impact on the notes to the consolidated financial statements.

Other new or amended standards or interpretations had no impact on the consolidated financial statements.

# Adoption of new and amended standards and interpretations applicable in future financial years

Fiskars has not yet adopted the following new and amended standards and interpretations already issued by the IASB. The Group will adopt them as of the effective date or, if the date is other than the first day of the financial year, from the beginning of the subsequent financial year.

- IFRS 10 Consolidated Financial Statements and subsequent amendments (in the EU effective for financial years beginning on or after January 1, 2014). IFRS 10 builds on existing principles by identifying the concept of control as the determining factor when deciding whether an entity should be incorporated within the consolidated financial statements. The standard also provides additional guidance to assist in the determination of control where this is difficult to assess. The new standard is not assessed to have a material impact on the consolidated financial statements.
- IFRS 11 Joint Arrangements and subsequent amendments (in the EU effective for financial years beginning on or after January 1, 2014). In the accounting of joint arrangements IFRS 11 focuses on the rights and obligations of the arrangement rather than its legal form. There are two types of joint arrangements: joint operations and joint ventures. In future jointly controlled entities are to be accounted for using only one method, equity method, and the other alternative, proportional consolidation is no longer allowed. The new standard is not assessed to have a material impact on the consolidated financial statements.
- IFRS 12 Disclosures of Interests in Other Entities and subsequent amendments (in the EU effective for financial years beginning on or after January 1, 2014). IFRS 12 includes the disclosure requirements for all forms of interests in other entities, including associates, joint arrangements, structured entities and other off-balance sheet vehicles. The new standard will expand the notes the Group provides for its interests in other entities. The new standard is not assessed to have a material impact on the consolidated financial statements.
- IAS 27 Separate Financial Statements (revised 2011) and subsequent amendments (in the EU effective for financial years beginning on or after January 1, 2014). The revised standard includes the provisions on separate IFRS financial statements that were left after the control provisions were included in the new IFRS 10. The revised standard will not have an impact on the consolidated financial statements.
- IAS 28 Investments in Associates and Joint Ventures (revised 2011) and subsequent amendments (in the EU effective for financial years beginning on or after January 1, 2014). Following the issue of IFRS 11 the revised IAS 28 includes the requirements for joint ventures, as well as associates, to be equity accounted. The revised standard is not assessed to have a significant impact on the consolidated financial statements.
- Amendments to IAS 32 Financial Instruments: Presentation (effective for financial years beginning on or after January 1, 2014). The amendments provide clarifications on the application of presentation requirements for offsetting financial assets and financial liabilities on the statement of financial position and give more related application guidance. The amendments are not assessed to have a significant impact on the consolidated financial statements.
- Amendments to IAS 36 Impairment of Assets (effective for financial years beginning on or after 1 January 2014). The objective of the amendments is to clarify that the scope of the disclosures of information about the recoverable amount of assets, where that amount is based on fair value less costs of disposal, is limited to impaired assets. The amended standard is not assessed to have a significant impact on the consolidated financial statements.
- Amendments to IAS 39 Financial Instruments: Recognition and Measurement (effective for financial years beginning on or after 1 January 2014). The amendments made to IAS 39 provide an exception to the requirement to discontinue hedge accounting in certain circumstances where a derivative, which has been designated as a hedging instrument, is novated from one counterparty to a central counterparty as a consequence of laws or regulations. The amendments are not assessed to have an impact on the consolidated financial statements.
- IFRIC 21 Levies\* (effective for financial years beginning on or after 1 January 2014). The interpretation clarifies the accounting treatment of levies. A liability for a levy is recognised when the activity that triggers payment, as identified by the relevant legislation, occurs. The interpretation is applicable to all

levies other than income taxes, fines, penalties and outflows that are in scope of other standards. The interpretation is not assessed to have a significant impact on the consolidated financial statements.

- Amendments to IAS 19 Employee Benefits Defined Benefit Plans: Employee Contributions\* (effective for financial years beginning on or after 1 July 2014). The amendments clarify the accounting treatment under IAS 19 in respect of defined benefit plans that involve contributions from employees or third parties towards the cost of benefits. The amendments are not assessed to have an impact on the consolidated financial statements.
- Annual Improvements to IFRSs (2011–2013 cycle\* and 2010–2012 cycle\*, December 2013) (effective for financial years beginning on or after 1 July 2014). The annual improvements process provides a mechanism for minor and non-urgent amendments to IFRSs to be grouped together and issued in one package annually. The amendments cover in total four (2011–2013 cycle) and seven (2010–2012 cycle) standards. Their impacts vary standard by standard but are not significant.
- IFRS 9 Financial Instruments\* and subsequent amendments (the effective date (previously 1 January 2015) has been postponed and will be determined in due course). IFRS 9 is the first step of the IASB's originally three-phase project to replace the current IAS 39 Financial Instruments: Recognition and Measurement. The amendments resulting from the first phase (published in November 2009) address the classification and measurement of financial assets. Based on measurement, financial assets are classified into two main groups: financial assets at amortized cost and financial assets at fair value. Classification depends on a company's business model and the characteristics of contractual cash flows. The amendments published in October 2010 deal with the classification and measurement of financial liabilities and the standard retains most of the related IAS 39 requirements. Amendments dealing with general hedge accounting were issued in November 2013. The unfinished part of IFRS 9, impairment of financial assets, is still a work in progress. Furthermore, the IASB is also considering limited amendments regarding the classification and measurement of financial assets. The macro hedge accounting phase has been taken apart from the IFRS 9 project as a separate project. As the IFRS 9 project is incomplete, the impacts of the standard on the consolidated financial statements cannot yet be assessed.

\* Not yet endorsed for use by the European Union

## 2. Segment information

Fiskars' operating segments are EMEA (Europe, Middle East, and Asia-Pacific), Americas, the associated company Wärtsilä and Other. The operating segments are indentified on the basis of management reporting, which is organized by geographical areas. The operations are further divided to business areas.

#### **Operating segments**

EMEA: The revenues comprise of sales of Home, Garden and Outdoor products to retailers in Europe, Middle-East and Asia-Pacific. In addition, homeware products are sold directly to consumers via own stores and outlets.

Americas: The revenues comprise of sales of Home, Garden and Outdoor products to retailers in USA, Canada and Latin America.

Other: The revenues consist mainly of rental income from Real Estate and timber sales in Finland. Other covers Real Estate and corporate headquarter functions.

Associate Wärtsilä: Income from the associate is reported as one operating segment.

Business activities between the segments are not significant. Inter-segment sales are made on arms length basis. Real Estate owns real estates in Finland and leases them to subsidiaries in Finland e.g. for use as production facilities.

President and CEO monitors the operating results of the segments separately for the purpose of making decisions. Segment assets and liabilities are based on geographical location of the assets. Financial income and costs and income taxes are managed on group basis and accordingly not allocated to operating segments.

In the Americas the Fiskars branded products' distribution, logistics and consumer preferences are managed centrally for the business areas. In the EMEA area the markets and distribution are more diversified, but from the customer point of view the business areas operate in a common environment.

#### **Unallocated items**

The unallocated items of the Income Statement contain corporate level costs and income. Unallocated assets comprise items related to corporate administration, tax receivables, loan receivables and equity instruments. Unallocated liabilities comprise non-current and current debt and tax liabilities. Also part of the restructuring costs are unallocated.

No single customer of Fiskars accounts for more than 10% share of the Group's total net sales.

# Operating segments 2013

					Unallocated	
				Associate	and	Group
EUR million	EMEA	Americas	Other	Wärtsilä	eliminations	total
Net sales, external	556.1	238.3	4.2			798.6
Net sales, inter-segment	8.2	6.8	2.2		-17.2	0.0
Net sales	564.2	245.1	6.5		-17.2	798.6
Operating profit excl. non-recurring items	52.7	31.4	-10.3			73.8
Non-recurring items*	-12.8					-12.8
Operating profit	39.9	31.4	-10.3			61.0
Change in fair value of biological assets			0.7			0.7
Share of profit from associate				50.8		50.8
Financial income and expenses					-4.3	-4.3
Profit before taxes						108.3
Income taxes					-14.3	-14.3
Profit for the period						94.0
Assets	586.5	118.7	561.4	286.1	-513.6	1,039.1
Liabilities	404.9	65.0	259.7		-323.2	406.4
Capital expenditure	16.6	5.5	15.1			37.2
Depreciations, amortizations and impairment	21.1	3.7	4.4			29.2

\* Includes restructuring costs of EUR 8.2 million relating to the EMEA 2015 restructuring program, EUR 3.7 million relating to goodwill impairment loss and EUR 0.9 million relating to a write-down of a real estate asset.

					Unallocated	
				Associate	and	Group
EUR million	EMEA	Americas	Other	Wärtsilä	eliminations	total
Net sales, external	495.0	248.7	4.1			747.8
Net sales, inter-segment	6.9	1.7	2.2		-10.8	0.0
Net sales	501.9	250.4	6.3		-10.8	747.8
Operating profit excl. non-recurring items	41.8	34.2	-12.9			63.1
Non-recurring items*	0.8					0.8
Operating profit	42.6	34.2	-12.9			63.9
Change in fair value of biological assets			5.6			5.6
Share of profit from associate				47.8		47.8
Gain on sale of Wärtsilä shares					87.0	87.0
Financial income and expenses					-3.8	-3.8
Profit before taxes						200.4
Income taxes					-21.5	-21.5
Profit for the period						178.9
Assets	494.0	110.9	577.7	280.4	-527.6	935.4
Liabilities	286.0	70.0	191.1		-230.6	316.5
Capital expenditure	8.4	4.4	20.0			32.8
Depreciations, amortizations and impairment	14.3	4.8	2.7			21.9

\* Includes a non-recurring income of EUR 0.8 million from the release of a provision related to the sale of Silva.

### **Business areas**

Business areas are Home, Garden and Outdoor. Net sales for the business areas are reported based on the nature of the sales of the products sold to customers. Sales between the business areas are insignificant.

#### Net sales by business areas

EUR million	2013	2012
Home*	386.2	319.5
Garden*	284.5	290.9
Outdoor	123.7	133.3
Other	4.2	4.1
Total	798.6	747.8

\* Fiskars has reclassified certain product groups from business area Home to Garden as of January 1, 2013, and the figures for the

comparison periods have been adjusted accordingly. Resulting from this, Garden net sales increased and Home net sales decreased in 2012 by EUR 3.3 million.

#### Information about geographical areas

EUR million	2013	2012
Net sales from Finland	141.0	168.7
Net sales from the USA	241.7	221.5
Net sales from other countries	415.9	357.6
Total	798.6	747.8
EUR million	2013	2012
Assets in Finland*,**	495.7	442.2
Assets in other countries*	241.5	214.6
Total	737.1	656.9

\* Non-current assets other than deferred tax assets.

\*\* Assets in Finland include also the associated company Wärtsilä.

## **3. Non-recurring items**

Exceptional and material transactions outside ordinary course of business are treated as non-recurring items. These include items such as gains and losses on disposal of business operations, impairments, costs of discontinuing significant business operations, restructuring costs and costs of integrating acquired businesses, major product recalls and fines and penalties. Gains and losses are presented in the income statement as an income or expense on the relevant line item and function. Impairments have been presented in the income statement in depreciation, amortization and impairment of the relevant function or in line impairment when the impairment concerns goodwill.

In June 2013, Fiskars announced a restructuring program to optimize operations and sales units in the EMEA region. The planned "EMEA 2015" program aims to improve the competitiveness and cost structure of end-to-end supply chain and align sales operations in the region with the company's new business model. The total cost of the program was estimated at EUR 25–30 million for 2013 and 2014. At the beginning of 2014 Fiskars decided to shift some initiatives originally planned for 2014 to 2015, which means that some of the program's costs will be recorded in 2015. Program costs will be recorded as non-recurring expenses.

Of the total expenses related to the program, EUR 8.2 million, were recorded in 2013. They related to the re-location of the Swedish sales office, restructuring of the Group's manufacturing operations in Finland, restructuring of the Home business area and divestment of the UK-based Sankey pottery business and the reorganization of the Group's entities in Denmark.

The targeted annual cost savings of the program are EUR 9–11 million once the program is fully implemented. The targeted cost savings will be achieved gradually, and the majority of the savings are expected to materialize in the Group's results by the end of 2015.

Related to the divestment of the UK-based Sankey business and production, Fiskars recorded a goodwill impairment charge in EMEA of EUR 3.7 million in the third quarter of 2013. In addition, Fiskars recorded a real-estate write-down of EUR 0.9 million in the third quarter.

EUR million	2013	2012
EMEA 2015 restructuring program	-8.2	
Goodwill impairment relating to the Sankey business	-3.7	
Write-down of a real estate	-0.9	
Release of provision relating to the sale of Silva		0.8
Total	-12.8	0.8

## 4. Acquisitions and divestments

#### 2013

#### **Acquisition of Royal Copenhagen**

On January 4, 2013 Fiskars acquired 100% of the shares in Royal Copenhagen A/S and Royal Scandinavian Modern KK Japan from Royal Scandinavia A/S, whose controlling parent company was the Danish private equity group, Axcel. The total consideration payable (debt-free enterprise value) for the shares was DKK 490 million, equaling approximately EUR 66 million, less net debt and working capital adjustments as per closing of the transaction. The transaction was financed using Fiskars' existing credit programs.

Upon completion of the transaction, Royal Copenhagen became a part of Fiskars' Home business area. As of the acquisition date, the consolidated statement of comprehensive income for 2013 includes EUR 73 million of net sales and EUR 5 million of profit for the financial year.

The acquisition-related costs paid for advisory and valuation services have totalled EUR 1.2 million, of which EUR 1.1 million were expensed in 2012 and EUR 0.1 million in Q1 2013. These costs have been included in item "Administration expenses" of the consolidated income statement. Goodwill arising from the acquisition amounted to EUR 27.4 million, and is related to Fiskars' strengthening position in the Nordic countries, as well as in Asia, where Royal Copenhagen ranks among the leading brands selling premium dining products. Goodwill will not be deductible for income tax purposes.

The following table summarises the final amounts of identifiable assets acquired and liabilities assumed at the acquisition date, as well as the final amounts of the consideration transferred and arising goodwill:

EUR million	
Intangible assets (excluding goodwill)	22.1
Property, plant & equipment	10.9
Financial assets	4.2
Deferred tax assets	11.8
Non-current assets total	48.9
Inventories	7.9
Trade and other receivables	14.5
Cash and cash equivalents	2.7
Current assets total	25.1

Interest-bearing liabilities	19.9
Non-interest-bearing liabilities	1.5
Deferred tax liabilities	5.5
Pension liability and provisions	2.8
Non-current liabilities total	29.7
Interest-bearing liabilities	4.3
Trade payables and other current liabilities	14.5
Current liabilities total	18.9
Non-controlling interests*	0.8
Net assets	24.6
Consideration transferred	52.0
Goodwill	27.4

The acquired entities were consolidated to the consolidated financial statements as of January 4, 2013.

\* Non-controlling interests are measured at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

#### **Divestment of UK Sankey business**

On December 31, 2013, Fiskars sold its UK garden container, propagation and water storage business, Sankey, and the related manufacturing assets, to Strata Products Ltd. The divestment is a part of Fiskars' EMEA 2015 restructuring program, which aims to optimise the company's supply chain and align sales units with the company's operating model. The Sankey business had a turnover of EUR 8.5 million in 2013.

2012

#### Sale of part of Wärtsilä shares

In April 2012, Fiskars' subsidiary Avlis AB sold 2.1% of the shares in Wärtsilä to Investor at a price of EUR 30.90 per Wärtsilä share, totaling approximately EUR 126.8 million. Fiskars holding in Wärtsilä amounts to 13.0% of the shares and votes. Wärtsilä will continue to form one of Fiskars' reported operating segments and to be treated as an associated company, as Fiskars considers that it continues to have a significant influence in Wärtsilä.

In 2012 there were no acquisitions.

## 5. Other operating income

EUR million	2013	2012
Net gain on disposal of fixed assets	0.3	0.2
Rental income	0.6	0.6
Divestment of business	0.5	
Royalty income	0.7	
Release of provision relating to the sale of Silva		0.8
Other income	1.1	0.5
Total	3.1	2.1

## 6. Total expenses

### **Total expenses by nature**

EUR million	2013	2012
Materials and supplies	377.8	368.7
Change in inventory	5.0	0.9
Employee benefits	202.1	173.3
Depreciation and amortization	25.5	21.9
Impairment	3.7	
External services	66.7	55.6
Other costs	59.9	65.6
Total	740.7	686.0

As of January 1, 2013, Fiskars changed its accounting policy regarding classification of certain costs relating to product development, and the figures for the comparative periods have been restated. This has impacted Cost of goods sold positively and Research and development costs negatively by EUR 2.1 million for 2012.

	Reported in	Restated
	2012	2012
Cost of goods sold	-475.4	-473.2
Research and development costs	-8.1	-10.3
Other operating expenses		
EUR million	2013	2012
Loss on sale of fixed assets	0.0	0.0
Loss on scrap of fixed assets	0.5	0.1
Other costs	1.0	0.0
Total	1.5	0.1

### Depreciation, amortization and impairment by asset class

EUR million 2013	2012
Land and water 0.8	
Buildings 3.4	3.9
Machinery and equipment 14.5	12.9
Intangible assets 6.3	4.7
Investment property 0.4	0.4
Goodwill impairment 3.7	
Total 29.2	21.9

### Fees paid to Companies' Auditors

EUR million 2013	2012
Audit fees 0.8	0.7
Audit related fees 0.0	0.1
Tax consultation 0.5	0.3
Other non-audit fees 0.3	0.4
Total 1.6	1.5

The appointed auditor for the financial years 2012 and 2013 was KPMG.

## 7. Employee benefits and number of personnel

#### **Employee benefits**

EUR million 2013	2012
Wages and salaries 157.9	138.3
Other compulsory personnel costs 20.9	18.2
Pension costs, defined contribution plans 17.1	16.2
Pension costs, defined benefit plans 0.5	-0.8
Other post employment benefits 1.1	0.9
Termination benefits 4.5	0.5
Total 202.1	173.3

#### Personnel at the end of period

	2013	2012
Finland	1,582	1,610
Other Europe	1,277	1,123
USA	578	533
Thailand	424	13
Other	469	170
Total	4,330	3,449

#### **Personnel (FTE) in average**

	2013	2012
Direct	1,504	1,233
Indirect	2,583	2,131
Total	4,087	3,364

Fiskars has adopted the following definitions for employee reporting:

Personnel, end of period = active employees in payroll at the end of period

Personnel (FTE), average = full-time equivalent number of employees according to worked volume during the period

Direct = production workers

Indirect = other employees than production workers

## 8. Financial income and expenses

EUR million	2013	2012
Gain on sale of Wärtsilä shares		87.0
Dividends received from investments at fair value through profit and loss	0.0	0.0
Interest income on cash and bank		0.3
Fair value of other shares at fair value through profit and loss	1.1	0.8
Derivative revaluation gains, at fair value through profit and loss	0.5	
Exchange gains, other	0.3	0.1
Financial income total	1.9	88.2
Interest expenses on debt at amortized cost	-3.9	-3.4
Interest cost on financial leasing at amortized cost	-0.5	-0.6
Derivative revaluation losses, at fair value through profit and loss		-0.1
Exchange losses on commercial hedges	-0.9	-0.2
Other financial expenses	-0.8	-0.7
Financial expense total	-6.2	-5.0
Financial income and expenses total	-4.3	83.2

## 9. Income taxes

#### Income taxes in the income statement

EUR million 201	<b>3</b> 2012
Current year income taxes -19.	4 -20.7
Prior year income taxes 0.	<b>6</b> -0.1
Change in deferred taxes 4.	<b>4</b> -0.7
Income taxes total -14.	<b>3</b> -21.5

### **Reconciliation of income taxes**

EUR million	2013	2012
Tax rate for the parent company	24.5%	24.5%
Profit before taxes	108.3	200.4
Income tax using the domestic corporation tax rate	-26.5	-49.1
Effect of tax rates in foreign jurisdictions	-1.5	-4.0
Income tax for prior years	0.6	-0.1
Impact of associate	11.2	11.7
Effect of sales of Wärtsilä shares		22.9
Other tax exempt items	0.3	1.0
Non-deductible expenses	-0.9	-0.9
Effect of change of tax rates	6.9	0.0
Tax booked against unbooked tax assets and unrecognized tax on loss	-4.2	-3.5
Change in valuation of tax assets	-0.8	0.5
Other items	0.6	0.0
Income taxes recognized in profit and loss	-14.3	-21.5

### Taxes in other comprehensive income

EUR million	Total	Tax	Net
Translation differences	-8.5		-8.5
Change in associate recognized directly in other comprehensive income	-13.9		-13.9
Cash flow hedges	0.8	-0.3	0.5
Defined benefit plan actuarial gains (losses)	-0.2	0.0	-0.2
Defined benefit plan actuarial gains (losses), change in associate	-5.6		-5.6
Other comprehensive income for the period, total	-27.5	-0.2	-27.7

#### 2012

EUR million	Total	Tax	Net
Translation differences	-1.0		-1.0
Change in associate recognized directly in other comprehensive income	0.1		0.1
Cash flow hedges	-1.1	0.3	-0.8
Defined benefit plan actuarial gains (losses)	-0.8	0.3	-0.5
Defined benefit plan actuarial gains (losses), change in associate			
Other comprehensive income for the period, total	-2.8	0.6	-2.2

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### Deferred income taxes in the balance sheet

#### 2013

Deferred tax assets		Recognized	Recognized	Transfers		
		in	in other	and	Acquisitions	
	Jan 1,	income c	omprehensive	translation	and	Dec 31,
EUR million	2013	statement	income	difference	divestments	2013
Post-employment benefit	2.7	-0.1	-0.2	-0.1	0.0	2.3
Provisions and accruals	10.1	-1.1		5.5	2.0	16.5
Effects on consolidation and eliminations	0.5	-0.6		0.4	-0.3	0.0
Property, plant & equipment	0.6	-0.1		0.0	3.1	3.5
Tax losses and credits carried forward net of						
valuation allowance	8.6	-1.5		1.2	5.1	13.5
Other temporary differences	6.1	-0.6	-0.3	-5.4	0.3	0.2
Total deferred tax assets	28.6	-3.9	-0.4	1.6	10.3	36.1
Offset against deferred tax liabilities	-2.9	-1.9				-4.8
Net deferred tax assets	25.8	-5.9	-0.4	1.6	10.3	31.3

Deferred tax liabilities		Recognized	Recognized	Transfers		
		in	in other	and	Acquisitions	
	Jan 1,	income c	comprehensive	translation	and	Dec 31,
EUR million	2013	statement	income	difference	divestments	2013
Property, plant & equipment	3.6	0.1		0.2		3.9
Fair value adjustments	13.0	-3.2				9.8
Effects on consolidation and eliminations*	26.0	-5.8		0.6	5.4	26.3
Other temporary differences	4.6	0.5	-0.2	-0.2		4.7
Total deferred tax liabilities	47.1	-8.3	-0.2	0.6	5.4	44.6
Offset against deferred tax assets	-2.9	-1.9				-4.8
Net deferred tax liabilities	44.3	-10.3	-0.2	0.6	5.4	39.8

Deferred tax assets (+) / liabilities (-), net -18.5

\* Consist mainly of adjustments to fair value in acquisitions.

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2012					
Deferred tax assets		Recognized	Recognized	Transfers	
		in	in other	and	
	Jan 1,	income c	omprehensive	translation	Dec 31,
EUR million	2012	statement	income	difference	2012
Post-employment benefit	2.6	0.0	0.2	-0.0	2.7
Provisions and accruals	10.0	0.2		-0.0	10.1
Effects on consolidation and eliminations	1.3	-0.6		-0.2	0.5
Property, plant & equipment	0.7	-0.1		0.0	0.6
Tax losses and credits carried forward net of valuation					
allowance	7.1	0.6		0.9	8.6
Other temporary differences	6.1	0.8	0.2	-1.0	6.1
Total deferred tax assets	27.8	0.8	0.4	-0.4	28.6
Offset against deferred tax liabilities	-0.8	-2.1		0.0	-2.9
Net deferred tax assets	27.0	-1.3	0.4	-0.4	25.8

Deferred tax liabilities		Recognized	Recognized	Transfers	
		in	in other	and	
	Jan 1,	income c	omprehensive	translation	Dec 31,
EUR million	2012	statement	income	difference	2012
Property, plant & equipment	4.5	-0.6		-0.4	3.6
Fair value adjustments	11.5	1.5			13.0
Effects on consolidation and eliminations*	26.4	-0.3			26.0
Other temporary differences	3.5	0.9	-0.2	0.4	4.6
Total deferred tax liabilities	45.8	1.6	-0.2	-0.0	47.1
Offset against deferred tax assets	-0.8	-2.1		0.0	-2.9
Net deferred tax liabilities	45.0	-0.5	-0.2	-0.0	44.3

Deferred tax assets (+) / liabilities (-), net

-18.0

-18.5

\* Consist mainly of adjustments to fair value in acquisitions.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes relate to the same fiscal authority. The Group has full control of the timing of dividend distribution in subsidiaries and therefore no deferred tax liability has been recorded. Associate Wärtsilä is a public company and its distribution of profit is tax exempt for Fiskars. Taxes relating to cash flow hedges and actuarial gains and losses have been recorded into other comprehensive income. The deferred tax asset on tax losses carried forward, net of valuation allowance amounted to EUR 13.5 million (8.6) at the end of financial year. Deferred tax allowance is recorded to offset deferred tax assets in order to recognize the deferred tax assets only to the extent that it is probable that future taxable profits will be available. The tax losses carried forward on the basis of which the deferred tax asset is recognized will not expire in the following five years. Income taxes recorded in the income statement and in other comprehensive income are specified earlier in this note 9.

## **10. Earnings per share**

The basic earnings per share is the annual net profit attributable to ordinary shareholders of the parent company divided by the weighted average number of shares outstanding during the year. Fiskars Corporation does not have any current share option programs or other diluting financial instruments, so the diluted earnings per share is the same as basic.

	2013	2012
Net profit attributable to the ordinary shareholders of the Parent company, EUR million	93.7	178.9
Number of shares	81,905,242	82,023,341
Weighted average number of shares outstanding	81,905,242	81,905,242
Earnings per share, EUR (basic)	1.14	2.18
Earnings per share, EUR (diluted)	1.14	2.18

## **11. Intangible assets**

2013

		Trademarks,		Other	Construction	
		patents and		intangible	in	
EUR million	Goodwill	domain names	Software	assets	progress	Total
Historical cost, Jan 1	109.3	105.3	28.3	58.5	18.6	319.9
Translation differences	-1.6	-0.1	-0.9	-1.1	0.0	-3.7
Royal Copenhagen acquisition	27.4	22.1				49.4
Additions		0.2	15.0	0.1	-0.5	14.7
Decreases			-0.1	-0.2	-0.0	-0.3
Transfers between asset groups			4.6	0.3	-4.8	0.0
Historical cost, Dec 31	135.1	127.4	46.9	57.5	13.3	380.1
Accumulated amortization, Jan 1	20.7	2.7	21.3	46.0		90.7
Translation differences	-1.3	-0.0	-0.8	-1.1		-3.3
Amortization for the period		0.2	3.2	2.4		5.8
Impairment for the period	3.7			0.5		4.2
Decreases			-0.1	-0.1		-0.2
Transfers between asset groups						
Accumulated amortization, Dec 31	23.1	2.8	23.5	47.7		97.2
Net book value, Dec 31	111.9	124.6	23.4	9.8	13.3	282.9

Investment commitments for intangible assets

2012

		Trademarks,		Other	Construction	
		patents and		intangible	in	
EUR million	Goodwill	domain names	Software	assets	progress	Total
Historical cost, Jan 1	110.1	105.2	20.9	57.2	6.9	300.2
Translation differences	-0.8	-0.1	-0.4	0.9	-0.0	-0.3
Additions		0.2	7.0	0.2	12.5	19.9
Decreases			-0.1	-0.6	0.1	-0.6
Transfers between asset groups			0.9	0.8	-0.9	0.8
Historical cost, Dec 31	109.3	105.3	28.3	58.5	18.6	319.9
Accumulated amortization, Jan 1	21.4	2.6	19.7	43.3		86.9
Translation differences	-0.8	-0.0	-0.4	0.3		-0.8
Amortization for the period	-0.0	0.2	1.9	2.6		4.7
Decreases			-0.0	-0.4		-0.4
Transfers between asset groups			0.2	0.1		0.3
Accumulated amortization, Dec 31	20.7	2.7	21.3	46.0		90.6
Net book value, Dec 31	88.6	102.6	7.0	12.5	18.6	229.3

Investment commitments for intangible assets

3.3

3.6

#### **Impairment tests**

Goodwill is not amortized but is tested at least annually for impairment.

Goodwill allocated to cash-generating units:

EUR million	2013	2012
Home, excl. Royal Copenhagen	73.7	73.8
Royal Copenhagen	27.4	
Garden	10.8	14.8
Total	111.9	88.6

Goodwill from acquisitions is allocated to Cash Generating Units (CGU). The business areas, which form the CGUs, are Home and Garden. Goodwill of Royal Copenhagen has been tested for impairment separately from the Home business area in 2013. From 2014 on, it will be tested as part of Home business area. The recoverable amounts from CGUs are determined with value in use method, using five-year discounted cash flow projections, based on strategic plans approved by management. Cash flows for the period extending over the planning period are calculated using the terminal value method. The discount rate is the weighted average post-tax cost of capital (WACC) as defined by Fiskars. The components of the WACC are risk-free rate, market risk premium, company-specific risk premium, industry specific equity beta, cost of debt and debt to equity ratio.

An impairment of goodwill of EUR 3.7 million was made in Q3 2013 due to divesting of Fiskars UK Sankey business which was a part of Garden EMEA business area.

On the basis of the impairment calculations made, there has been no need for other impairment of goodwill for any CGU for the period ended December 31, 2012 and 2013.

Since the benefits from trademarks are indefinite, they are not amortized but are tested at least annually for impairment using a relief from royalty method. Cash flows attributable to trademarks are derived by indentifying revenues from sales of products belonging to each trademark. The carrying amounts of trademarks are determined on a discounted cash flow method basis, derived from five-year cash flow projections, based on strategic plans approved by the management. Cash flows for the period extending over the planning period are calculated using the terminal value method. On the basis of the impairment calculations made, there has been no need for impairment of trademarks for the periods ended December 31, 2012 and 2013.

#### Key parameters applied in impairment testing

	2013		201	2
%	Goodwill*	Trademarks**	Goodwill*	Trademarks**
Increase in net sales on average	1.8	1.8	1.8	1.8
Steady growth rate in projecting terminal value	2.5	3.0	2.5	3.0
Discount rate, pre-tax, average	8.1	9.4	8.2	9.5

\* The increases in net sales, used in impairment testings, are on average more moderate than strategic plans for the planning period. The EBIT used in impairment testing is the CGU's actual three previous years average EBIT-% of sales. This is consistently used for all periods in the five year discounted cash flow projections.

\*\* Used one percentage point higher risk premium than in goodwill testing.

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#### **Sensitivity analyses**

Sensitivity analyses of goodwill have been carried out for the valuation of each CGU by making downside scenarios for key parameters. The management views that no reasonably possible change in any of the key parameters would lead to impairment as the recoverable amounts exceed the carrying amounts considerably.

Sensitivity analyses of trademarks have been carried out for the valuation of each trademark by making downside scenarios for key parameters. The management views that excluding trademark Gingher, no reasonably possible change in any of the key parameters would lead to impairment. The recoverable amount of trademark Gingher currently exceeds its carrying amount of EUR 3.3 million by EUR 0.8 million, and an increase of 1.7 percentage point in pre-tax discount rate would result in the recoverable amount being equal to the carrying amount.

## 12. Property, plant and equipment

#### 2013

	Land		Leased	Machinery	Construction	
	and		real	and	in	
EUR million	water	Buildings	estate	equipment	progress	Total
Historical cost, Jan 1	16.4	55.9	14.3	164.7	4.9	256.2
Translation differences	0.0	-0.9	-0.6	-4.7	-0.0	-6.2
Acquisitions and divestments		13.2		23.4	0.0	36.6
Additions	0.0	2.6		5.2	14.6	22.5
Decreases	-0.2	-7.1		-26.9		-34.2
Transfers between asset groups		1.3		8.5	-10.0	-0.2
Reclassification to investment property	-1.0					-1.0
Historical cost, Dec 31	15.3	65.1	13.7	170.2	9.5	273.8
Accumulated depreciation, Jan 1		30.2	13.2	123.0		166.3
Translation differences		-0.2	-0.6	-3.7		-4.5
Depreciation for the period		3.1	0.3	13.3		16.7
Impairment for the period	0.8	0.1		0.8		1.7
Acquisitions and divestments		7.8		18.0		25.7
Decreases		-6.6		-26.5		-33.0
Transfers between asset groups		0.4		-0.1		0.4
Accumulated depreciation, Dec 31	0.8	34.8	12.9	124.7		173.3
Net book value, Dec 31	14.4	30.3	0.8	45.4	9.5	100.5

Investment commitments for tangible assets

3.1

#### 2012

	Land		Leased	Machinery	Construction	
	and		real	and	in	
EUR million	water	Buildings	estate	equipment	progress	Total
Historical cost, Jan 1	16.5	52.5	14.6	167.2	4.3	255.0
Translation differences	0.0	0.4	-0.3	0.2	-0.0	0.3
Additions	0.0	1.0		3.3	8.6	12.9
Decreases	-0.0	-0.1		-10.1		-10.2
Transfers between asset groups	-0.0	2.2		4.2	-8.0	-1.6
Historical cost, Dec 31	16.4	56.0	14.3	164.8	4.9	256.4
Accumulated depreciation, Jan 1		27.4	12.2	121.0		160.6
Translation differences		0.0	-0.2	0.2		-0.0
Depreciation and impairment for the period		2.7	1.2	12.7		16.6
Decreases		-0.0	0.0	-9.9		-9.9
Transfers between asset groups		0.1		-0.9		-0.8
Accumulated depreciation, Dec 31		30.2	13.2	123.0		166.4
Net book value, Dec 31	16.4	25.8	1.1	41.8	4.9	90.0

Investment commitments for tangible assets

7.6

## **13. Biological assets**

EUR million	2013	2012
Fair value, Jan 1	41.2	35.6
Increase due to growth	1.8	1.0
Change in fair value less estimated point-of-sale costs	0.8	1.0
Harvested timber	-1.8	-0.8
Stocktaking*		4.4
Fair value, Dec 31	42.0	41.2

Fiskars owns some 11,000 hectares of forests in Finland. For valuing biological assets Fiskars applies a three year rolling average price of standing timber, based on the statistics provided by the Finnish Forest Research Institute, and multiplied by the estimated volume of standing timber, taking into account the costs and risks relating to sales.

The fair value measurements of biological assets are categorized within level 2 of the fair value hierarchy.

\* Resulting from the stocktaking, both the total amount of standing timber and the proportional amounts of different types of timber changed.

## **14. Investment property**

EUR million	2013	2012
Historical cost, Jan 1	17.6	18.8
Translation differences	-0.3	-0.2
Decreases	-0.0	-1.0
Reclassification from property, plant and equipment	1.0	
Historical cost, Dec 31	18.2	17.6
Accumulated depreciation, Jan 1	12.1	12.6
Translation differences	-0.3	-0.1
Depreciation and impairment for the period	0.4	0.4
Decreases	-0.0	-0.7
Accumulated depreciation and impairment, Dec 31	12.2	12.1
Net book value, Dec 31	6.0	5.5

Investment Property comprises the parent company's buildings and zoned and unbuilt lots for detached houses in Fiskars Village, Finland, and the leasing properties of Fiskars Brands, Inc. in the US that are not in Group's operational use.

#### **Fair value**

Properties in Fiskars Village are unique in their cultural and historical values. Therefore it is not possible to determine a comparable market value on those properties.

The book value of the zoned and unbuilt lots for detached houses in Fiskars Village amounted to EUR 1.0 million as at December 31, 2013.

The fair value of those lots, calculated based on average market prices of the area, amounted to EUR 3.5 million.

The book value of the leasing properties of Fiskars Brands, Inc. in the US approximate their fair value.

#### **Book values by countries**

EUR million	2013	2012
Finland	5.3	4.6
USA	0.7	0.8
Total	6.0	5.5

## 15. Investments in associates

#### Investments in associates

EUR million	2013	2012
Net book value, Jan 1	280.4	300.8
Decreases		-41.5
Share of profit	50.8	47.8
Dividends received	-25.6	-26.8
Share of other comprehensive income	-19.5	0.1
Net book value, Dec 31	286.1	280.4
Goodwill included in the net book value	46.4	46.4

Goodwill included in the net book value

Share of profit comprises the share of net profit in associate reduced with the EUR 25.6 million (26.8) dividends received. Share of other comprehensive income comprises changes in associated company's equity. In April 2012, Fiskars' then wholly owned subsidiary Avlis AB sold 13.8% of its Wärtsilä holding. Fiskars Group recorded a profit of around EUR 87.0 million in its 2012 results from the transaction.

### Summary of financial information on the associate

WÄRTSILÄ OYJ ABP         Ownership -%       13.0         Assets       5,209       5,036         Liabilities       3,325       3,245         Equity       1,884       1,791			restated
Ownership -%       13.0       13.0         Assets       5,209       5,036         Liabilities       3,325       3,245         Equity       1,884       1,791         Net sales       4,654       4,725	EUR million	2013	2012
Assets       5,209       5,036         Liabilities       3,325       3,245         Equity       1,884       1,791         Net sales       4,654       4,725	WÄRTSILÄ OYJ ABP		
Liabilities       3,325       3,245         Equity       1,884       1,791         Net sales       4,654       4,725	Ownership -%	13.0	13.0
Equity       1,884       1,791         Net sales       4,654       4,725	Assets	5,209	5,036
Net sales 4,725	Liabilities	3,325	3,245
	Equity	1,884	1,791
Net profit <b>393</b> 344	Net sales	4,654	4,725
	Net profit	393	344

Fiskars' most important associate is Wärtsilä Corporation. Fiskars' ownership in Wärtsilä was 13.0% (13.0) of the shares and the votes. The shares are owned by Avlis AB of which 59.7% is owned by Fiskars. The rest of the shares in Avlis AB are owned by Investor AB, with which Fiskars Group agreed in February 2012 to join interests to create a strong long-term owner for Wärtsilä.

Fiskars is the largest single shareholder of Wärtsilä and Fiskars has significant influence through the number of members in the Board of Directors of Wärtsilä. Thus, Fiskars consolidates Wärtsilä as an associated company in accordance with IAS 28.

The market value of Wärtsilä shares owned by Fiskars as at December 31, 2013 amounted to EUR 917.2 million (839.0).

## **16. Financial assets**

#### Investments at fair value through profit and loss

	Level 1	Level 3		
EUR million	2013	2012	2013	2012
Book value, Jan 1			9.7	8.9
Acquisitions	0.3			
Additions			0.1	0.2
Decreases			-0.4	
Change in fair value through profit and loss			0.8	0.6
Book value, Dec 31	0.3		10.2	9.7

The investments comprise listed and unlisted shares as well as unlisted funds. Listed shares have been recognized at their fair value based on quotation at the end of the reporting period (fair value hierarchy level 1). Unlisted shares are measured at cost (level 3) since their fair value cannot be determined reliably. The fair value of unlisted funds is based on the market value reported by the fund (level 3). Changes in the fair value are booked in the income statement. For the definition of levels please see the accounting principles in note 1.

#### **Other investments**

EUR million	2013	2012
Book value, Jan 1	0.8	1.2
Translation differences	-0.0	-0.0
Acquisitions	3.5	
Additions	0.3	0.0
Decreases	-0.8	-0.5
Other changes	0.0	0.0
Book value, Dec 31	3.9	0.8

Other investments comprise of non-current receivables and they are measured at the lower of cost and fair value (level 3).

#### **Cash and cash equivalents**

EUR million	2013	2012
Cash at bank	9.7	16.4
Total, Dec 31	9.7	16.4

## **17. Inventories**

EUR million	2013	2012
Raw materials and consumables	20.2	20.1
Work in progress	9.2	8.8
Finished goods	111.7	106.8
Advance payments	0.2	0.5
Gross value of inventories	141.2	136.2
Write-down to the carrying value of inventories	-21.8	-18.2
Total, Dec 31	119.4	118.0

## **18. Trade and other receivables**

EUR million	2013	2012
Trade receivables	125.4	101.0
Derivatives		0.4
Other receivables	4.4	6.5
Prepaid expenses and accrued income	8.7	8.2
Total, Dec 31	138.5	116.0

### Aging of trade receivables

EUR million 2013	2012
Not fallen due 104.6	85.3
1–30 days past due 17.5	14.4
31–60 days past due 2.5	2.1
61–90 days past due 0.8	0.9
91–120 days past due 0.4	0.4
Over 120 days past due 3.9	1.1
Less provision for bad debts, Dec 31 -4.4	-3.2
Total, Dec 31 125.4	101.0

#### **Trade receivables in currencies**

EUR million	2013	2012
Danish Krones (DKK)	13.3	5.7
Euros (EUR)	46.1	37.8
Norwegian Krones (NOK)	3.8	5.7
Swedish Kronas (SEK)	13.4	7.5
United Kingdom Pounds (GBP)	2.5	3.1
US Dollars (USD)	29.4	31.7
Other currencies	16.9	9.4
Total, Dec 31	125.4	101.0

Trade receivables are widely spread geographically. The biggest customers are major retailers with solid credit ratings. Credit loss risks are estimated to be moderate. The maximum exposure to credit risk is the carrying amount of the trade receivables.

## **19. Share capital**

#### Share capital and treasury shares

	2013	2012	2013	2012
	pcs 1,000	pcs 1,000	EUR million	EUR million
Share capital				
Jan 1	82,023.3	82,023.3	77.5	77.5
Cancellation of treasury shares	-118.1			
Share capital, Dec 31	81,905.2	82,023.3	77.5	77.5
	2013	2012	2013	2012
	pcs 1,000	pcs 1,000	EUR million	EUR million
Treasury shares				
Jan 1	118.1	118.1	0.9	0.9
Cancellation	-118.1		-0.9	
Treasury shares, Dec 31	0.0	118.1	0.0	0.9

In February 2013, the Board of Directors decided to cancel all 118.1 thousand treasury shares held by the company, equaling 0.14% of the shares of the company.

### Number of shares and votes

	Dec 31, 2013				Dec 31, 2012	
	Number of	Number of	Share capital	Number of	Number of	Share capital
	shares	votes	EUR	shares	votes	EUR
Shares (1 vote/share)	81,905,242	81,905,242	77,510,200	82,023,341	82,023,341	77,510,200
Total	81,905,242	81,905,242	77,510,200	82,023,341	82,023,341	77,510,200

Fiskars Corporation has a single class of shares. Shares have no nominal value.

### **20. Finance**

#### Non-current interest bearing debt

	2013		2012	
	Fair	Carrying	Fair	Carrying
EUR million	value	amount	value	amount
Loans from credit institutions	52.6	52.6	63.9	63.9
Financial leasing debt	3.6	3.6	5.5	5.5
Total, Dec 31	56.2	56.2	69.3	69.3

All interest-bearing debts are valued at amortized cost. The fair values of interest-bearing debts have been calculated by discounting the cash flow of the debt by the market rate at the end of reporting period (fair value hierarchy level 2).

#### **Finance lease debt**

EUR million	2013	2012
Finance lease liabilities are payable as follows:		
Less than one year	2.1	2.1
Between one and five years	3.8	5.0
More than five years	0.3	1.4
Minimum lease payments in total	6.2	8.5
EUR million	2013	2012
Minimum lease payments, principal:		
Less than one year	1.7	1.6
Between one and five years	3.3	4.1
More than five years	0.3	1.3
Present value of minimum finance lease payments	5.2	7.1
Future finance charges	0.9	1.5

#### **Current interest bearing debt**

	2013		2012	)
	Fair	Carrying	Fair	Carrying
EUR million	value	amount	value	amount
Bank overdrafts	12.0	12.0	12.9	12.9
Loans from credit institutions	10.9	10.9		
Commercial papers	79.9	79.9	5.0	5.0
Financial leasing debt	1.7	1.7	1.6	1.6
Other	4.4	4.4	0.9	0.9
Total, Dec 31	108.8	108.8	20.4	20.4

#### **Maturity of liabilities**

As of December 31, 2013 the Group has unused credit facilities EUR 450 million (430) at its disposal to guarantee its liquidity. The average maturity of the credit limit agreements as of December 31, 2013 was 3.7 years (2.9). Agreements concerning credit facilities and long term loans include among others covenants for the solidity. Incompliance with the covenants would lead to a premature expiry of the agreements. Potential default would require considerably deterioration of the solidity from the current.

#### 2013

EUR million	2014	2015	2016	2017	2018	Later years	Total
Bank overdrafts	12.0						12.0
Commercial papers	79.9						79.9
interests	0.1						0.1
Other debt	4.4						4.4
Loans from credit institutions	10.9	22.5			30.0		63.4
interests	0.6	0.5	0.3	0.3	0.2		1.9
Financial leasing	1.7	1.1	1.0	0.6	0.6	0.3	5.2
interests	0.4	0.3	0.1	0.1	0.0	0.0	0.9
Trade payables	61.2						61.2
Derivative liabilities	1.7	1.0	0.5	0.1			3.4
Total, Dec 31	172.9	25.5	2.0	1.1	30.7	0.3	232.4
	74.5%	10.9%	0.8%	0.5%	13.2%	0.1%	100.0%
2012							
EUR million	2013	2014	2015	2016	2017	Later years	Total
Bank overdrafts	12.9						12.9
Commercial papers	5.0						5.0
interests	0.0						0.0
Other debt	0.9						0.9
Loans from credit institutions		11.4	22.5			30.0	63.9
interests	1.0	1.5	1.2	0.7	0.7	0.4	5.6
Financial leasing	1.6	1.7	1.1	0.7	0.6	1.3	7.1
interests	0.5	0.4	0.3	0.1	0.1	0.0	1.5
Trade payables	49.7						49.7
Derivative liabilities	0.2	0.1	1.3			0.6	2.3
Total, Dec 31	71.9	15.1	26.4	1.6	1.4	32.4	148.8
	48.3%	10.2%	17.8%	1.0%	0.9%	21.8%	100.0%

#### Sensitivity analysis of currency exposure

The exchange rate sensitivity analysis in accordance with IFRS 7 has been carried out by examining how the profit before taxes or consolidated group equity would be impacted by a 10% devaluation of a currency against all other currencies. Impact from a 10% appreciation of a currency against all other currencies would be opposite. The analysis of impact on profit includes internal and external foreign currency denominated financial items of the parent company in the selected currencies. Commercial cash flows consist of net foreign currency flows of purchases and sales estimated to take place during the following year by the business units and hedged internally. Financial items include foreign currency denominated loans, deposits and external derivatives. The selected currencies represent approximately 90% of the commercial net foreign currency flows. The sensitivity analysis on the group consolidated equity illustrates translation risk related to the foreign currency denominated equity.

	2013			2012			
	Impact on	result		Impact on	Impact on result		
	before ta	axes		before ta	axes		
	Estimated	Other	Impact	Estimated	Other	Impact	
	commercial	financial	on group	commercial	financial	on group	
EUR million	cash flows	items	equity	cash flows	items	equity	
GBP	-0.9	0.9	2.4	-0.5	0.5	1.3	
JPY	-0.8	0.8	-0.9				
NOK	-1.5	1.5	-1.2	-1.5	1.5	-1.9	
SEK	-2.3	2.3	-3.0	-2.0	2.1	-2.1	
ТНВ	1.4	-1.4	-0.3	0.7	-0.7	0.0	
USD	2.8	-2.8	-6.0	2.7	-2.8	-3.5	

#### Average interest rates and sensitivity analysis of interest expenses

The sensitivity of interest expenses on changes in interest rates has been presented by simulating a permanent one percentage unit raise in interest rates at the end of the reporting year. The Corporation's net interest bearing debt as of December 31, 2013 was EUR 152.6 million (72.4) and the average interest reset period was 14 months (11). A permanent one percentage point raise in all interest rates would increase the corporation's annual interest costs by EUR 0.8 million (0.3) assuming no change in the amount of the net debt.

The table below shows the Corporation's net interest bearing debt, currency derivatives, average interest rates on loans and interest rate sensitivity by major currencies.

EUR	USD	GBP	DKK	Other	Total
130.8	21.0	-1.3	1.0	1.0	152.6
-67.1	-51.5	33.6	60.3	24.1	-0.6
63.7	-30.5	32.3	61.4	25.1	152.0
1.5%	3.0%				
0.3	-0.4	0.3	0.4	0.2	0.8
EUR	USD	GBP	DKK	Other	Total
52.1	26.8	0.2	1.1	-7.8	72.4
-4.0	-37.5	26.3	0.0	14.8	-0.4
48.1	-10.7	26.6	1.6	6.6	72.0
1.8%	3.0%				2.2%
0.1	-0.2	0.3	0.0	0.0	0.3
	130.8 -67.1 63.7 1.5% 0.3 EUR 52.1 -4.0 48.1 1.8%	130.8       21.0         -67.1       -51.5         63.7       -30.5         1.5%       3.0%         0.3       -0.4         EUR       USD         52.1       26.8         -4.0       -37.5         48.1       -10.7         1.8%       3.0%	130.8       21.0       -1.3         -67.1       -51.5       33.6         63.7       -30.5       32.3         1.5%       3.0%	130.8       21.0       -1.3       1.0         -67.1       -51.5       33.6       60.3         63.7       -30.5       32.3       61.4         1.5%       3.0%	130.8       21.0       -1.3       1.0       1.0         -67.1       -51.5       33.6       60.3       24.1         63.7       -30.5       32.3       61.4       25.1         1.5%       3.0%

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### **Nominal amounts of derivatives**

EUR million	2013	2012
Derivatives not designated in hedge accounting:		
Forward exchange contracts	197.1	107.4
Electricity forward agreements	1.8	2.9
Interest rate swaps	13.4	
Cash flow hedges:		
Interest rate swaps	42.5	32.5
Fair value of derivatives		
EUR million	2013	2012
	2013	2012
EUR million	-0.6	2012
EUR million Derivatives not designated in hedge accounting:		
EUR million Derivatives not designated in hedge accounting: Forward exchange contracts	-0.6	0.4
EUR million Derivatives not designated in hedge accounting: Forward exchange contracts Electricity forward agreements	-0.6 -0.4	0.4

The fair values of derivatives have been determined by using generally accepted valuation techniques supported by observable market data (fair value hierarchy level 2). Derivatives are recognised at fair value through profit and loss except for cash flow hedges, which are recorded in equity.

### **Maturity of derivatives**

2013				
EUR million	2014	2015	Later years	Total
Forward exchange contracts	197.1			197.1
Electricity forward agreements	0.8	0.8	0.2	1.8
Interest rate swaps		22.5	33.4	55.9
Total, Dec 31	197.9	23.3	33.6	254.8

2012				
EUR million	2013	2014	Later	Total
			years	
Forward exchange contracts	107.4			107.4
Electricity forward agreements	1.1	0.9	0.9	2.9
Interest rate swaps			32.5	32.5
Total, Dec 31	108.5	0.9	33.4	142.8

### Fair value of financial instruments

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2013				
EUR million	Level 1	Level 2	Level 3	Total
Investments at fair value through profit and loss	0.3		10.2	10.5
Other investments			3.9	3.9
Total assets	0.3		14.1	14.4
Derivative liabilities		3.4		3.4
Total liabilities		3.4		3.4

Level 1	Level 2	Level 3	Total
		9.7	9.7
		0.8	0.8
	0.4		0.4
	0.4	10.5	10.9
	2.3		2.3
	2.3		2.3
	Level 1	0.4 0.4 2.3	9.7 0.8 0.4 0.4 10.5 2.3

For the definition of fair value category levels please see the accounting principles in note 1.

### **Financial risk management**

Financial risks are managed by Corporate Treasury, in accordance with a set of risk management principles approved by the Board of Directors.

#### **Currency risk**

Currency risk is linked to changes in the value of Fiskars' cash flows, its balance sheet, and/or its competitiveness resulting from changes in exchange rates. Fiskars' currency position is split between its transaction position and translation position, both of which are managed separately.

#### **Transaction risk**

Transaction risk results from the possibility that the value of expected cash flow denominated in a particular currency may change as a result of changes in exchange rates. The objective of Fiskars' approach to managing its transaction risk is to reduce the impact of changes in exchange rates on the Group's budgeted profitability and cash flows. Business units are responsible for managing the currency risks associated with their projected and agreed commercial cash flows. Units hedge their exposure using currency forwards with the Corporate Treasury.

Transaction risk is measured by net of the Group's commercial and financial receivables and liabilities denominated in foreign currencies. The net position is hedged by currency derivatives in accordance with the Treasury Policy approved by the Board of Directors. Currency forwards and swaps are the most widely used instruments in hedging currency risks. Derivatives are used solely for hedging purposes.

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Less than 20% of Fiskars' commercial cash flows are exposed to fluctuations in foreign exchange rates. The most significant risks relate to the depreciation of SEK and NOK against EUR and appreciation of USD and THB against EUR. Higher levels of imports indirectly expose Fiskars to risks linked to changes in the local currencies of its suppliers, of which the most important is the Chinese renminbi.

Fiskars does not apply hedge accounting as defined under IAS 39 for transaction risk purposes. All gains and losses made on currency derivatives are booked in the income statement. If hedge accounting had been applied to currency derivatives Fiskars' consolidated profit before tax for 2013 would have been EUR 0.9 million above the reported figure (0.6 million above).

### **Translation risk**

Translation risk refers to the impact that changes in exchange rates can have on the consolidated balance sheet, and which can affect the value of balance sheet assets, equity, and debt liabilities. In addition to balance sheet values, changes in exchange rates can also result in changes in key indicators, such as equity ratio and gearing. In 2013 Fiskars Group's translation risk was not significant and it was not hedged. The currency distribution of the Group's balance sheet is monitored regularly.

#### **Interest rate risk**

Interest rate risk refers to possible changes in cash flow or in the value of assets or liabilities resulting from changes in interest rates. Interest rate risk is measured by the average reset period of interest rates of financial assets and liabilities. The average reset period reflects the time it takes on average for the change in interest rates to effect on the interest costs of net debt portfolio. The risk is quantified in monetary terms as the change in interest costs during the observation period caused by a permanent one percentage point rise in interest rates. The shorter the average reset period, the more unpredictable are the interest costs and thus the higher the interest rate risk.

Derivatives are used in the management of interest rate risks. The objective is to maintain the average reset period within the agreed limits of 4 to 18 months as set in the Treasury Policy. As of December 31, 2013 the nominal amount of outstanding interest rate derivatives was EUR 55.9 million (32.5).

The Group's interest-bearing net debt as of December 31, 2013 was EUR 152.6 million (72.4). 61% (44%) of the net debt was linked to variable interest rates and including effect from interest rates derivatives 39% (56%) to fixed interest rates. The average interest rate reset period of interest-bearing debt was 14 months (11).

Sensitivity of interest expenses on changes in market rates has been calculated by assuming permanent one percentage unit increase change in market rates and assuming no change in the net debt during the year. The calculated impact on the consolidated result before tax would be EUR 0.8 million (0.3) in 2014.

### Liquidity and re-financing risk

Liquidity risk refers to the possibility of the Group's financial assets proving insufficient to cover its business needs or a situation in which arranging such funding would result in substantial additional costs. The objective of liquidity management is to maintain an optimal amount of liquidity to fund the business operations of the Group at all times while minimizing interest costs. Liquidity is considered to be the sum of cash and cash equivalents and available committed credit lines.

Re-financing risk refers to the possibility of such a large amount of liabilities falling due over such a short space of time that the re-financing needed might be unavailable or prohibitively expensive. The objective is to minimize the re-financing risk by diversifying the maturity structure of the debt portfolio.

The Group has extensive unused credit facilities at its disposal to guarantee its liquidity. As of the end of the year, the aggregate of unutilized committed revolving credit facilities and overdraft facilities totaled EUR 466.0 million (442.1). In addition, the Group's parent company in Finland has a commercial paper program with a number of leading banks amounting to EUR 400.0 million, of which EUR 80.0 million (5.0) was utilized as of the end of the year.

#### **Commodity risk**

Fiskars may use derivatives to hedge its exposure to commodity price fluctuations where appropriate. As of the end of the year, the Group held no commodity derivative contracts other than electricity futures with a nominal value of EUR 1.8 million (2.9) recognized at market value through the Income Statement.

#### **Credit risk**

Corporate Treasury is responsible for evaluating and monitoring financial counterparty risk. The Group minimizes this risk by limiting its counterparties to a limited number of major banks and financial institutions and by working within agreed counterparty limits. Business units are responsible for monitoring customer credit risks. The Group's clientele is extensive and even the largest customer represent less than 10% of the outstanding receivables. As of the end of the year, the Group's sales receivables totaled EUR 125.1 million (101.0), and the financial statements include provisions for bad debts related to sales receivables totaling EUR 4.4 million (3.2).

#### **Management of capital**

Fiskars is not subject to any externally imposed capital requirements (other than eventual local company law requirements effective in the jurisdictions where Fiskars Group Companies are active).

The Group's objectives when managing capital are:

- to safeguard the Corporation's capacity to fund its operations and take care of its obligations under all business conditions.
- to maintain a balanced business and investment portfolio that provides return both on short and long term to its shareholders.
- to maintain possibilities to act on potential investment opportunities.

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## 21. Employee benefit obligations

Most of Fiskars Group's pension plans are defined contribution plans. The defined benefit plans in the US, Great Britain and Germany are closed plans, and future pay increases will not impact the valuation. The Group also has supplementary pension plans in Finland which are classified as defined benefit plans. Authorized actuaries have performed the actuarial calculations for the defined benefit plans. The Group is responsible for some post-employment benefits in Italy, but the liabilities recorded are final and as such they are classified as defined contribution plans.

The main non-funded plans are in US and Germany. Plans in Finland and Norway are taken care of by local pension insurance companies. The Group estimates its contributions to the plans during 2014 to be EUR 1.1 million.

EUR million	2013	2012
Liabilities for post-employment benefits*	2.7	1.6
Defined benefit pension liabilities**	5.9	5.7
Pension liability total	8.6	7.3

\* The liabilities for post-employment benefits: Italy EUR 1.3 (1.3) and Other 1.4 (0.3) million.

\*\* The defined benefit liabilities consist of Germany EUR 1.2 (1.3), Norway -0.1 (-0.8), UK 0.0 (-0.2), USA 4.5 (5.2), Finland 0.1 (0.2) million and Thailand 0.1 million.

#### **Amounts as of December 31**

EUR million	2013	2012	2011	2010	2009
Defined Benefit Obligation	20.1	25.2	26.1	26.4	27.1
Plan assets*	14.3	19.5	19.6	19.7	20.0
Deficit/(Surplus) in the plan	5.9	5.7	6.5	6.7	7.1

\* Not including the surplus of EUR 2.2 million in UK due to asset ceiling in year 2013.

### Charasteristics of the defined benefit plans and risks associated with them

Plan	Description and risks
Finland	There are 50 eligible members in the Finnish pension plans. The plans are either funded insured pension plans, which are closed, or unfunded pension promises. Benefits of the plans are old age pension, disability pension, survivor's pension and funeral grant. Pension increases are based on either insurance companies' own indexes or TyEL index. Main risks are changes in bond yields, increase in life expectancy and inflation risk.
Germany	There are 92 eligible members in the German pension plans. The plans are either unfunded individual pension promises, or unfunded pension plans, which are closed. Benefits of the plans are old age pension, disability pension and widow's/widower's pension. Pension increases, if any, are based on inflation. Main risks are changes in bond yields, increase in life expectancy and inflation risk.
Thailand	There are 404 eligible members in the Thai pension plan, which is a retirement benefit plan. Benefit of the plan is severance pay. There are no pension increases. Main risks are changes in bond yields and inflation risk.

Norway	There are 18 eligible members in the Norwegian pension plans. The plans are either funded insured pension plans, or unfunded pension plans, both of which are closed. Benefits of the plans are old age pension, disability pension, widow's/widower's pension, children's pension and early retirement. There are no guaranteed minimum pension increases. Main risks are changes in bond yields, increase in life expectancy and inflation risk.
UK	There are 180 eligible members in the British pension plan, which is a closed pension fund. The plan has surplus (asset) of EUR 2.2 million at end of 2013, which is not recognized as an assets due to asset ceiling. Benefits of the plan are old age pension, early retirement pension, widow's/widower's pension and death benefit. Pension increases are based on inflation. Main risks are asset volatility, changes in bond yields, increase in life expectancy and inflation risk.
USA	There is 1 eligible member in the American pension plan, which is an unfunded pension promise. Benefits of the plan are old age pension and widow's/widower's pension. There are no pension increases. Main risks are changes in bond yields and increase in life expectancy.

## Changes in Defined Benefit Obligation and Plan Assets:

EUR million	2013	2012
Change in defined benefit obligation:		
Defined benefit obligation at the beginning of the year	25.2	26.1
Translation difference	-1.1	0.5
Service cost	0.0	0.0
Interest cost	0.9	1.0
Actuarial (gain)/loss, total, arising from:	-0.3	1.8
Demographic assumptions	0.0	0.1
Financial assumptions	0.2	1.7
Experience assumptions	-0.5	-0.0
Settlements	-3.7	-2.7
Other changes	0.1	-0.0
Benefits paid	-1.0	-1.6
Defined benefit obligation, Dec 31	20.1	25.2
Changes in plan assets:		
Fair value of plan assets at the beginning of the year	19.5	19.6
Translation difference	-1.0	0.6
Interest on plan assets	0.7	0.9
Return on plan assets excluding interest income	1.6	0.4
Benefits paid	-1.0	-1.6
Employer contributions	1.1	1.2
Settlements	-4.2	-1.3
Other changes	-0.2	-0.4
Fair value of plan assets, Dec 31	16.5	19.5

### Amounts recognized in the balance sheet

EUR million	2013	2012
Defined Benefit Obligation	-20.1	-25.2
Defined Benefit Obligation that is Wholly Unfunded	-5.8	-6.7
Defined Benefit Obligation that is Wholly or Partly Funded	-14.3	-18.5
Fair Value of Plan Assets	16.5	19.5
Funded Status	-3.6	-5.7
Unrecognised asset due to asset ceiling	-2.2	
Net defined pension benefit liability at Dec 31	-5.9	-5.7

#### Amounts recognized in the income statement

EUR million	2013	2012
Service cost	-0.6	-0.8
Net interest cost	-0.2	0.1
Administration cost	-0.0	
Total	-0.8	-0.7

### Amounts recognized directly in other comprehensive income

EUR million	2013	2012
Actuarial gain/(loss)	0.3	-1.2
Return on plan assets excluding interest income	1.6	0.4
Unrecognized asset due to asset ceiling	-2.2	
	-0.2	-0.8
Deferred tax on changes in obligations and assets	0.0	0.3
Change recognized in associated company net of tax	-5.6	-1.0
Total	-5.8	-1.6

# Plan assets by asset category 2013

EUR thousand	UK	Norway	Finland	Total
Equity instruments	13,568	59		13,627
Bonds	1,893	333		2,226
Property	237	64		301
Insurance contracts			206	206
Cash and cash equivalents		54		54
Other	79	27		106
Total	15,777	537	206	16,520

2012

EUR thousand	UK	Norway	Finland	Total
Equity instruments	9,279	1,017		10,296
Bonds	3,049	3,229		6,278
Property	265	897		1,162
Insurance contracts			231	231
Cash and cash equivalents		598		598
Other	663	239		902
Total	13,256	5,980	231	19,467

#### Principal actuarial assumptions at the balance sheet date

Discount rate		
%	2013	2012
Great Britain	4.3	4.4
Germany	3.2	3.0
Finland	3.4	3.0
United States	4.0	3.1
Norway	4.1	2.2
Thailand	4.8	

Inflation rate

%	2013	2012
Great Britain	3.4	2.8
Germany	2.0	2.0
Finland	2.0	2.0
United States	n/a	n/a
Norway	1.8	1.8
Thailand	5.0	

Future salary increases

<u>%</u> 2013	2012
Great Britain n/a	n/a
Germany 0.0	0.0
Finland 2.5	2.5
United States n/a	n/a
Norway 3.8	3.3
Thailand 6.0	

Future pension increases

%	2013	2012
Great Britain	0-3.35	0–2.75
Germany	2.0	2.0
Finland	2.1	2.1
United States	0.0	0.0
Norway	0.6	0.0
Thailand	n/a	

#### **Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation as shown below. Sensitivity analysis is presented for Fiskars group and the relevant entities relating to risks.

	Dec 31	Dec 31, 2013		
	Defined bene	fit obligation		
EUR thousand	Increase	Decrease		
Great Britain				
Discount rate (0.5% change)	-555	596		
Future salary (0.5% change)				
Future pension (0.25% change)	338	-325		
Mortality (5% change)	-189	203		
Duration of the Defined benefit obligation: 18.0				
United States				
Discount rate (0.5% change)	-190	203		
Future salary (0.5% change)				
Future pension (0.25% change)				
Mortality (5% change)	-63	63		
Duration of the Defined benefit obligation: 8.4				
Other Fiskars, total				
Discount rate (0.5% change)	-108	118		
Future salary (0.5% change)	16	-15		
Future pension (0.25% change)	38	-37		
Mortality (5% change)	-36	38		
Fiskars, total				
Discount rate (0.5% change)	-846	906		
Future salary (0.5% change)	20	-20		
Future pension (0.25% change)	383	-363		
Mortality (5% change)	-282	302		
The weighted average of the duration of the defined benefit obligation: 15.1				

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

### 22. Provisions

#### 2013

#### Long-term provisions

	Onerous			
	Warranty	Restructuring	contracts and	
EUR million	provision	provision	other provisions	Total
Provisions, Jan 1	0.8	1.0	2.1	3.9
Translation differences	-0.0	-0.0	-0.0	-0.1
Additions	0.2		4.4	4.6
Used provisions	-0.1	0.2	-2.4	-2.3
Change in estimates	0.1	0.0	-0.4	-0.2
Reversals	0.3		-0.3	0.0
Provisions, Dec 31	1.3	1.2	3.5	5.9

#### Short-term provisions

			Onerous	
	Warranty	Restructuring	contracts and	
EUR million	provision	provision	other provisions	Total
Provisions, Jan 1	1.1	0.6	0.9	2.6
Translation differences	-0.0	-0.0	0.0	-0.1
Additions	1.7	1.5	0.3	3.5
Used provisions		-0.1		-0.1
Change in estimates	0.3	-0.0		0.2
Reversals	-0.4		-0.4	-0.8
Provisions, Dec 31	2.6	2.0	0.7	5.2

#### 2012 Long-term provisions

			Onerous	
	Warranty	Restructuring	contracts and	
EUR million	provision	provision	other provisions	Total
Provisions, Jan 1	0.9	2.4	2.4	5.6
Translation differences	0.0	0.0	0.0	0.1
Additions	0.1	0.1	0.1	0.2
Used provisions		-1.5	-0.1	-1.6
Change in estimates	-0.1			-0.1
Reversals			-0.3	-0.3
Provisions, Dec 31	0.8	1.0	2.1	3.9

#### **Short-term provisions**

			Onerous	
	Warranty	Restructuring	contracts and	
EUR million	provision	provision	other provisions	Total
Provisions, Jan 1	1.0	0.6	0.5	2.1
Translation differences	-0.0	-0.0	-0.0	-0.0
Additions	0.2	1.2	0.4	1.8
Used provisions	-0.1	-1.1		-1.2
Change in estimates				0.0
Reversals		-0.1		-0.1
Provisions, Dec 31	1.1	0.6	0.9	2.6

### 23. Trade and other payables

EUR million	2013	2012
Trade payables	61.2	49.7
Other debt	16.1	12.9
Accrued expenses and deferred income:		
Interest payable	1.4	1.4
Wages, salaries and social costs	33.1	32.0
Customer rebates and commissions	25.8	23.5
Other	34.4	37.1
Total, Dec 31	172.0	156.6

Other accrued expenses and deferred income comprise periodization of bought materials and supplies, annual rebates for clients and other accrued items.

### 24. Commitments

#### **Operating lease obligations**

EUR million	2013	2012
Payments next year	18.2	12.8
Payments between one and five years	32.9	25.6
Payments later	2.6	2.9
Total, Dec 31	53.8	41.3

#### **Contingencies and pledged assets**

EUR million 20	)13	2012
Guarantees as security for subsidiaries' commitments	3.9	12.2
Lease commitments 5	3.8	41.3
Other contingencies	2.8	1.8
Total pledged assets and contingencies, Dec 31 7	0.5	55.2

#### Litigation

Fiskars is involved in a number of legal actions, claims and other proceedings. The final outcome of these matters cannot be predicted.

Taking into account all available information to date the outcome is not expected to have material impact on the financial position of the Group.

### **25. Related party transactions**

Fiskars has no significant transactions, liabilities or receivables with its associated company, Wärtsilä. The dividend from Wärtsilä EUR 25.6 million (26.8), has been reported as Dividends from associate in the Consolidated Statement of Cash Flows. The dividend was received in the first quarter of 2013. Fiskars Home Oy Ab rents real estate from its associate Koy littalan Lasimäki and has granted a capital loan to the company at inception.

EUR million	2013	2012
Rent	0.2	0.2
Capital loan	0.2	0.2

#### Shareholdings of the Board and key management, December 31

Includes holding of corporations under controlling power together with a family member.

		2013			2012	
		Holdings of			Holdings of	
	Own	controlled		Own	controlled	
	holdings	corporations	Total	holdings	corporations	Total
Bergh Kaj-Gustaf	5,000		5,000	5,000		5,000
Böer Ralf	5,677		5,677	5,677		5,677
Ehrnrooth Alexander	1,630,000	10,275,000	11,905,000	1,625,000	10,227,000	11,852,000
Ehrnrooth Paul	8,205	9,095,406	9,103,611	8,205	9,095,406	9,103,611
Fromond Louise	601,135	8,294,050	8,895,185	601,135	8,294,050	8,895,185
Gripenberg Gustaf	243,320	4,057,289	4,300,609	243,320	4,057,289	4,300,609
Jonasson Blank Ingrid	0		0	0		0
Slotte Karsten	1,000		1,000	1,000		1,000
Suominen Jukka	1,500		1,500	1,500		1,500
Alfthan Max	3,300		3,300	2,500		2,500
Ariluoma-Hämäläinen Nina*	0		0			
Gaggl Risto**	0		0	0		0
Karlsson Jutta	0		0	0		0
Kauniskangas Kari	28,897		28,897	28,897		28,897
Pitkänen Ilkka***	1,750		1,750	1,750		1,750
Westerlund Frans*	0		0			

The Directors and the CEO do not have any debts to the company; nor has the company given pledges or taken on other responsibilities in their names. The shareholdings of the Board and key management represent in total 41.8% of the outstanding shares of the company.

\* Member of the Executive board as of September 16, 2013.

\*\* Member of the Executive board as of November 20, 2012.

\*\*\* Member of the Executive board as of August 27, 2012.

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#### **Remuneration of the Board and key management**

	2013			2012		
	Salaries and	Statutory S	Supplementary	Salaries and	Statutory Su	oplementary
EUR thousand	fees	pension	pension*	fees	pension	pension*
Bergh Kaj-Gustaf	104.2			98.4		
Böer Ralf	53.2			49.0		
Ehrnrooth Alexander	68.8			66.7		
Ehrnrooth Paul	68.8			66.1		
Fromond Louise	47.8			49.9		
Gripenberg Gustaf	49.8			52.5		
Jonasson Blank Ingrid	53.2			49.0		
Slotte Karsten	47.2			46.6		
Suominen Jukka	47.8			49.0		
Kauniskangas Kari	891.7	163.1	80.7	751.3	169.3	78.0
Executive board excl. President & CEO	1,306.9	192.0	142.5	1,032.2	225.0	98.7
Total	2,739.4	355.1	223.2	2,310.5	394.3	176.7

The key management consists of the Board of Directors, the President & CEO and the members of Corporate Management Team (Executive Board). The figures are presented on an accrual basis.

\* The key management has a collective supplementary pension insurance, which includes an old-age pension at the retirement age of 60 years, vested rights under certain conditions and indemnity payable at death. The amount of pension income is based on the insurance savings. The employer's contribution to the insurance plan is 20% of the preceding year's base salary of CEO and 14%–20% of the preceding year's base salary of the Executive Board excl. CEO.

### 26. Subsidiaries and other participations

#### **Shares in subsidiaries**

			% of	% of	Nature
			share	voting	of
	Domicile		capital	power	activities
Avlis AB	Stockholm	SE	59.7	59.7	Н
Fiskamin AB	Sollentuna	SE	100.0	100.0	Н
ImanCo Oy	Helsinki	FI	100.0	100.0	Н
Fiskars Home Oy Ab	Helsinki	FI	0.7	0.7	Р
Fiskars Home Oy Ab	Helsinki	FI	99.3	99.3	Р
Fiskars (Thailand) Co., Limited	Bangkok	TH	1.0	1.0	Н
Fispo Sp. z o.o.	Warsaw	PL	100.0	100.0	D
Fiskars Sweden AB	Höganäs	SE	100.0	100.0	S
Nilsjohan AB	Höganäs	SE	100.0	100.0	D
Fiskars Estonia AS	Tallinn	EE	100.0	100.0	S
iittala BV	Oosterhout	NL	100.0	100.0	S
littala Limited	Windsor Berkshire	GB	0.5	0.5	D
iittala BVBA	Antwerpen	BE	0.5	0.5	S
iittala BVBA	Antwerpen	BE	99.5	99.5	S
iittala GmbH	Solingen	DE	100.0	100.0	S
iittala Limited	Windsor Berkshire	GB	99.5	99.5	D
		0.12	0010	0010	
iskars Americas Holding Oy Ab	Raasepori	FI	100.0	100.0	Н
Fiskars Brands, Inc.	Madison, Wi.	US	100.0	100.0	Р
Fiskars Brands Global Holdings LLC	Madison, Wi.	US	100.0	100.0	D
Fiskars Servicios, S.A. de C.V. iL	Mexico City	MX	0.002	0.002	D
Fiskars de Mexico, S.A. de C.V.	Mexico City	MX	0.002	0.002	D
Fiskars Canada, Inc.	Toronto	CA	100.0	100.0	S
Fiskars de Mexico, S.A. de C.V.	Mexico City	MX	99.998	99,998	D
Fiskars Servicios, S.A. de C.V. iL	Mexico City	MX	99.998	99.998 99.998	D
Consumer Brands (Hong Kong) Co., Limited	Hongkong	HK	1.0	1.0	Н
Chinese Representative Office	Shanghai	CN	100.0	100.0	S
Chinese representative Office	Shanghai	CN	100.0	100.0	3
iskars Europe Holding Oy Ab	Raasepori	FI	100.0	100.0	Н
Consumer Brands (Hong Kong) Co., Limited	Hong Kong	HK	99.0	99.0	Н
Fiskars (Thailand) Co.,Limited	Bangkok	TH	98.0	98.0	Н
Excalibur Management Consulting (Shanghai) Co.,					
Ltd.	Shanghai	CN	100.0	100.0	Н
Fiskars Garden Oy Ab	Raasepori	FI	100.0	100.0	Р
ZAO Fiskars Brands Rus	St. Petersburg	RU	100.0	100.0	Р
Hungarian Branch Office	Budapest	HU	100.0	100.0	S
Fiskars Denmark A/S	Silkeborg	DK	100.0	100.0	S
Royal Copenhagen A/S	Glostrup	DK	100.0	100.0	Р
Royal Copenhagen GmbH	Cologne	DE	100.0	100.0	S
Royal Copenhagen (Japan) Ltd	Tokyo	JP	100.0	100.0	S
Royal Copenhagen (USA) Inc	Poughkeepsie	US	100.0	100.0	S
Royal Copenhagen Korea Ltd	Seoul	KR	100.0	100.0	S
Royal Copenhagen Taiwan Ltd	Taipei	TW	100.0	100.0	S
Royal Copenhagen Thailand Ltd	Saraburi	TH	60.0	60.0	Р

RC Heritage Center Ltd, Thailand	Saraburi	TH	100.0	100.0	Р
Fiskars Deutschland GmbH	Herford	DE	100.0	100.0	D
Fiskars France S.A.S.	Wissous	FR	100.0	100.0	Р
Fiskars Germany GmbH	Herford	DE	100.0	100.0	Р
Fiskars Italy S.r.I.	Premana	IT	100.0	100.0	Р
Fiskars Norway AS	Oslo	NO	100.0	100.0	Р
Fiskars Polska Sp. z o.o.	Slupsk	PL	100.0	100.0	Р
Fiskars Spain S.L.U.	Madrid	ES	100.0	100.0	S
Fiskars UK Limited	Bridgend	GB	100.0	100.0	S
Fiskars Limited	Bridgend	GB	100.0	100.0	D
Kitchen Devils Limited	Bridgend	GB	100.0	100.0	D
Vikingate Limited	Nottingham	GB	100.0	100.0	D
Richard Sankey & Son Limited	Nottingham	GB	100.0	100.0	D
Fiskars (Australia) Pty Limited	Melbourne	AU	100.0	100.0	S
Fiskars Services Oy Ab	Helsinki	FI	100.0	100.0	Н
Inha Works Ltd.	Ähtäri	FI	100.0	100.0	Ρ
Ferraria Oy Ab	Raasepori	FI	100.0	100.0	Н
Kiinteistö Oy Danskog gård	Raasepori	FI	100.0	100.0	Н
Ab Åbo Båtvarf - Turun Veneveistämö Oy	Turku	FI	100.0	100.0	D
Fiskars (Thailand) Co.,Limited	Bangkok	TH	1.0	1.0	Н
			Holding or	management	Н
			Produc	tion and sales	Р
				Sales	S
				Dormant	D
Shares in associates					

#### Number % of % of of share voting Domicile shares capital power Wärtsilä Corporation 25,641,347 Helsinki FI 13.0 13.0

# FINANCIAL INDICATORS

### Five years in figures

Net sales         EUR million         798.6         747.8         742.5         715.9         660.3           of which outside Finland         EUR million         657.6         573.1         568.5         549.9         518.7           in percent of net sales         %         66.2         54.5         69.1         77.9         89.3           Percentage change of net sales         %         66.8         0.7         3.7         8.4         53.3           Gross profit         In percent of net sales         %         66.8         0.7         3.4         53.3           Operating profit (EBT)         EUR million         61.0         63.9         52.4         49.1         39.5           In percent of net sales         %         7.6         8.5         7.1         6.9         60           Operating profit excluding non-recurring items         EUR million         7.4         63.6         62.0         40.0           Share of profit from associates         EUR million         6.4         83.2         67.4         6.6.3         -14.2           In percent of net sales         %         1.5         6.8         2.1.1         1.3.9         1.6.2         3.4         1.6.1.9         1.6.2         1.4.2			2013	2012	2011	2010	2009
in percent of net sales         %         82.3         77.4         76.6         78.8         78.6           Parcentage change of net sales         %         6.8         0.7         3.7         8.93           Parcentage change of net sales         %         6.8         0.7         3.7         8.73           Gross profit         percent of net sales         %         40.5         24.6         25.6         22.11           in percent of net sales         %         40.5         7.1         6.9         6.0           Operating profit (EBIT)         in tercent of net sales         %         7.6         7.8         7.1         6.9         6.0           Change in far value of biological assets         EUR million         7.4         7.8         7.4         7.6         7.4         7.6         7.4         7.6         7.4         7.6         7.4         7.6         7.4         7.6         7.4         7.6         7.	Net sales	EUR million	798.6	747.8	742.5	715.9	660.3
export from Finland         EUR million         662         54.5         69.1         77.9         89.3           Percentage change of net sales         %         6.8         0.7         3.7         8.4         5.3           Gross profit         EUR million         323.2         27.48         262.9         25.8         221.1           in parcent of net sales         %         7.5         8.5         7.1         6.9         6.00           Operating profit (EBIT)         EUR million         74         8.5         7.1         6.9         6.00           Operating profit coulding non-recurring items         EUR million         74         8.5         7.1         6.9         6.65           Change in fair value of biological assets         EUR million         7.4         8.42         6.00         9.00           Front of net sales         %         10.6         6.6         1.10         9.12         7.01           In percent of net sales         %         13.6         6.8         8.18         14.9         1.38           In percent of net sales         %         13.6         2.82         1.17         12.8         1.65.3           In percent of net sales         %         13.6         2.83	of which outside Finland	EUR million	657.6	579.1	568.5	549.9	518.7
Parcentage change of net sales         %         6.8         0.7         3.7         8.4         5.3           Gross profit in percent of net sales         K         40.5         36.7         39.9         35.4         33.5           Operating profit (EBIT)         EUR million         61.0         63.9         82.8         40.9         56.0           Operating profit excluding non-recurring items         EUR million         74         63.3         62.2         60.0         40.0           Change in fair value of biological assets         EUR million         74         63.3         62.2         60.0         40.2           Change in fair value of biological assets         EUR million         74.2         83.2         67.4         16.3         14.2           In percent of net sales         %         0.5         11.1         9.1         0.9         -2.2           Profit before taxes         EUR million         10.3         20.0         47.4         13.2         14.2           in percent of net sales         %         0.5         11.1         9.1         13.4         16.6           In percent of net sales         %         10.5         11.7         12.2         12.7         12.1         12.2         12.7	in percent of net sales	%	82.3	77.4	76.6	76.8	78.6
Gross profit in percent of net sales         EUR million %         323.2         274.6         299.2         253.6         221.1           in percent of net sales         %         40.5         36.7         34.9         35.4         33.5           Operating profit (EBIT)         EUR million         7.6         8.5         7.1         6.9         60           Operating profit excluding non-recurring items         EUR million         74         63         62         60         40           Share of profit from associates         EUR million         76         8.5         7.1         6.5         7.1         6.5         7.4         6.5         7.1         6.5         7.1         6.5         7.1         6.5         7.1         6.5         7.1         6.5         7.1         7.2         7.0         7.4         7.5         7.5         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.9         7.1         7.1         7.2         1.6         7.1         7.9         7.1         7.1 <td< td=""><td>export from Finland</td><td>EUR million</td><td>66.2</td><td>54.5</td><td>69.1</td><td>77.9</td><td>89.3</td></td<>	export from Finland	EUR million	66.2	54.5	69.1	77.9	89.3
in percent of net sales         %         40.5         36.7         34.9         35.4         33.5           Operating profit (EBIT)         EUR million         61.0         63.9         52.8         49.1         39.5           In percent of net sales         %         7.6         8.5         7.1         6.9         6.0           Operating profit rom associates         EUR million         7.6         8.5         7.1         6.9         6.65           Change in fair value of biological assets         EUR million         7.7         5.6         1.10         9.22         7.04           Financial items net         EUR million         108.3         20.04         16.18         10.67         9.14           in percent of net sales         %         10.5         2.11         1.9         1.9         1.9         1.11         9.1         1.9         1.13         1.06.7         9.14           in percent of net sales         %         1.13         2.01.7         1.72.8         1.72.4         7.79           Profit for the percent of net sales         %         1.7         2.39         2.11         1.32         1.27           in percent of net sales         %         3.7         2.9         2.9 <t< td=""><td>Percentage change of net sales</td><td>%</td><td>6.8</td><td>0.7</td><td>3.7</td><td>8.4</td><td>-5.3</td></t<>	Percentage change of net sales	%	6.8	0.7	3.7	8.4	-5.3
Operating profit (EBIT)         EUR million         61.0         63.9         52.8         49.1         39.5           In percent of net sales         %         7.6         8.5         7.1         6.9         6.0           Operating profit excluding non-recurring items         EUR million         7.4         63.6         62         66.5           Share of profit from associates         EUR million         60.7         5.6         -1.0         -2.2         -0.4           Financial tems net         EUR million         10.3         20.4         161.8         10.6.7         -0.9         -2.2           Profit before taxes         EUR million         10.3         20.04         161.8         10.6.7         -0.9         -2.2           Profit tor the sales         %         13.6         20.6.8         21.8         14.9         13.8           Income tax (continuing operations)         EUR million         10.3         20.4         161.8         20.5         17.1         17.2         17.2         17.8         17.8         17.1         17.2         17.2         17.8         17.8         17.1         17.2         17.2         17.8         17.1         17.2         17.8         16.3         14.3         10.3 <td< td=""><td>Gross profit</td><td>EUR million</td><td>323.2</td><td>274.6</td><td>259.2</td><td>253.6</td><td>221.1</td></td<>	Gross profit	EUR million	323.2	274.6	259.2	253.6	221.1
in percent of net sales         %         7.6         8.5         7.1         6.9         6.0           Operating profit excluding non-recurring items         EUR million         74         63         62         60         40           Share of profit from associates         EUR million         50.8         47.8         42.7         65.9         66.5           Change in fair value of biological assets         EUR million         74.2         83.2         67.4         6.3         -14.2           in percent of net sales         %         0.5         11.1         9.1         -0.9         -2.2           Profit before taxes         EUR million         108.3         20.04         161.8         106.7         91.4           in percent of net sales         %         13.6         26.8         21.8         14.9         13.8           income tax (contrinuing operations)         EUR million         10.4         -21.5         5.5         -12.4         7.9           Profit tor the period attributable to the equity holders of the company         EUR million         93.7         17.8         17.5         3.2         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         10.3         10.7	in percent of net sales	%	40.5	36.7	34.9	35.4	33.5
Operating profit excluding non-recurring items         EUR million         74         63         62         60         40           Share of profit from associates         EUR million         50.8         47.8         42.7         65.9         66.5           Change in fair value of biological assets         EUR million         0.7         5.6         1.1         9.1         0.2         0.0           In percent of net sales         %         0.5         11.1         9.1         0.0         2.2           Profit before taxes         EUR million         108.3         200.4         161.8         106.7         91.4           In percent of net sales         %         13.6         2.68         2.18         14.9         13.8           Income tax (continuing operations)         EUR million         93.7         178.9         156.3         94.3         835           Income tax (continuing operations)         EUR million         93.7         178.9         156.3         94.3         835           Income tax (continuing operations)         EUR million         93.7         178.9         156.3         94.3         835           Income tax (continuing operations)         EUR million         93.7         171.7         172.8         165.3	Operating profit (EBIT)	EUR million	61.0	63.9	52.8	49.1	39.5
Dare of prift from associates         EUR million         50.8         47.8         42.7         65.9         665           Change in fair value of biological assets         EUR million         0.7         5.6         -1.0         -2.2         -0.4           Financial terms net         EUR million         0.42         83.2         67.4         -6.3         -14.2           in percent of net sales         %         -0.5         11.1         9.1         -0.9         -2.2           Profit for the sales         %         13.6         26.8         21.8         14.9         13.8           Incorne tax (continuing operations)         EUR million         -14.3         -21.5         -5.5         -12.4         -7.9           Profit for the period attributable to the equity holders of the company         EUR million         93.7         178.9         156.3         94.3         83.5           in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         20.2         17.3         177.2         172.8         186.3           Depreceiation, amortization and impairment         EUR million         37         2.9         2.9         4.9	in percent of net sales	%	7.6	8.5	7.1	6.9	6.0
Change in fair value of biological assets         EUR million         0.7         5.6         -1.0         -2.2         -0.4           Financial items net         EUR million         -4.2         83.2         67.4         -6.3         -14.2           in percent of net sales         %         0.5         11.1         9.1         -0.9         -2.2           Profit before taxes         EUR million         108.3         200.4         161.8         106.7         91.4           in percent of net sales         %         13.6         2.6.8         2.1.8         13.9         13.8           Income tax (continuing operations)         EUR million         93.7         178.9         156.3         .94.3         .83.5           in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests share of profit         EUR million         0.3	Operating profit excluding non-recurring items	EUR million	74	63	62	60	40
Financial items net         EUR million         4.2         8.3.2         67.4         -6.3         -14.2           in percent of net sales         %         -0.5         11.1         9.1         -0.9         -2.2           Profit before taxes         EUR million         108.3         20.4         161.8         106.7         91.4           in percent of net sales         %         13.6         26.8         21.8         14.9         13.8           income tax (continuing operations)         EUR million         -21.5         -5.5         -12.4         -7.9           Profit for the period attributable to the equity holders of the company         EUR million         93.7         178.9         156.3         94.3         83.5           in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         0.3         7         2.9         2.9         4.9         43.3           Depreciation, amortization and impairment         EUR million         13.3         10.7         14.4         13.5         14.5           in percent of net sales         %         4.7         14.4         13.5         14.5           in perce	Share of profit from associates	EUR million	50.8	47.8	42.7	65.9	66.5
in percent of net sales         %         -0.5         11.1         9.1         -0.9         -2.2           Profit before taxes         EUR million         108.3         200.4         161.8         106.7         91.4           in percent of net sales         %         13.6         26.8         21.8         14.9         13.8           Income tax (continuing operations)         EUR million         -14.3         -2.15         -5.5         -12.4         -7.9           Profit for the period attributable to the equity holders of the company         EUR million         93.7         178.9         156.3         94.3         83.5           in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         0.3         -0.0         17.3         17.17         17.28         165.3           Depreciation, amortization and impairment         EUR million         81.0         95.0         10.7         42.6         121.0           Cash flow from operating activities         EUR million         81.0         95.0         107.4         92.6         121.0           Capital expenditure (incl. acquisitions)         EUR million         81.0         161.3	Change in fair value of biological assets	EUR million	0.7	5.6	-1.0	-2.2	-0.4
Profit before taxes         EUR million         108.3         200.4         161.8         106.7         91.4           in percent of net sales         %         13.6         26.8         21.8         14.9         13.8           Income tax (continuing operations)         EUR million         -14.3         -21.5         -5.5         -12.4         -7.9           Profit for the period attributable to the equity holders of the company         EUR million         93.7         178.9         156.3         94.3         83.5           in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         0.3	Financial items net	EUR million	-4.2	83.2	67.4	-6.3	-14.2
in percent of net sales         %         13.6         26.8         21.8         14.9         13.8           Income tax (continuing operations)         EUR million         -14.3         -21.5         -5.5         -12.4         -7.9           Profit for the period attributable to the equity holders of the company         EUR million         93.7         178.9         156.3         94.3         83.5           in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         0.3         -0.0         -0.0           Employee benefits         EUR million         20.2         17.3         171.7         172.8         165.3           Depreciation, amortization and impairment         EUR million         20.2         21.9         21.5         34.9         28.1           in percent of net sales         %         3.7         2.9         2.9         4.9         4.3           Cash flow from operating activities         EUR million         13.3         10.7         4.4         3.3         2.6         12.1           Capital expenditure (incl. acquisitions)         EUR million         13.3         10.3         8.6         8.5         8.9	in percent of net sales	%	-0.5	11.1	9.1	-0.9	-2.2
Income tax (continuing operations)EUR million-14.3-21.5-5.5-12.4-7.9Profit for the period attributable to the equity holders of the companyEUR million93.7178.9156.394.383.5In percent of net sales%11.723.921.112.012.7Non-controlling interests 'share of profitEUR million202.1173.3171.7172.816.0Employee benefitsEUR million202.221.921.534.928.1Depreciation, amortization and impairmentEUR million20.221.921.534.928.1Cash flow from operating activitiesEUR million37.72.92.94.94.3Capital expenditure (incl. acquisitions)EUR million37.532.724.418.514.5in percent of net sales%4.74.43.32.62.2Research and development costs in income statementEUR million13.310.38.68.9in percent of net sales%1.71.41.21.21.3Capitalized development costsEUR million63.861.9554.3553.5504.8Non-controlling interestEUR million63.261.9554.3553.5504.8Non-controlling interestEUR million152.672.4150.820.023.5Equity totalEUR million153.12.8.92.9.023.5504.8Non-controlling interest<	Profit before taxes	EUR million	108.3	200.4	161.8	106.7	91.4
Profit for the period attributable to the equity holders of the company         EUR million         93.7         178.9         156.3         94.3         83.5           in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         0.3         -0.0           Employee benefits         EUR million         202.1         173.3         171.7         172.8         166.3           Depreciation, amortization and impairment         EUR million         29.2         21.9         21.5         34.9         28.1           in percent of net sales         %         37.7         2.9         2.9         4.9         4.3           Cash flow from operating activities         EUR million         81.0         95.0         107.4         92.6         121.0           Capital expenditure (incl. acquisitions)         EUR million         13.3         10.3         8.6         8.5         8.9           in percent of net sales         %         1.7         1.4         1.2         1.2         1.3           Capitalized development costs         in onconstatement         EUR million         6.7         1.1         1.5         1.3         0.4	in percent of net sales	%	13.6	26.8	21.8	14.9	13.8
company         EUR million         98.7         178.9         196.3         94.3         83.5           in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         0.3         -0.0           Employee benefits         EUR million         202.1         173.3         171.7         172.8         165.3           Depreciation, amortization and impairment         EUR million         202.2         21.9         21.5         34.9         28.1           in percent of net sales         %         3.7         2.9         2.9         4.9         4.3           Cash flow from operating activities         EUR million         37.5         32.7         24.4         18.5         14.5           in percent of net sales         %         4.7         4.4         3.3         2.6         2.2           Research and development costs in income statement         EUR million         17.3         11.4         1.2         1.3           Capitalized development costs         EUR million         631.8         618.9         554.3         553.5         504.8           Non-controlling interest         EUR million         0.7 <td< td=""><td>Income tax (continuing operations)</td><td>EUR million</td><td>-14.3</td><td>-21.5</td><td>-5.5</td><td>-12.4</td><td>-7.9</td></td<>	Income tax (continuing operations)	EUR million	-14.3	-21.5	-5.5	-12.4	-7.9
company         in percent of net sales         %         11.7         23.9         21.1         13.2         12.7           Non-controlling interests' share of profit         EUR million         0.3         -0.0           Employee benefits         EUR million         202.1         173.3         171.7         172.8         165.3           Depreciation, amortization and impairment         EUR million         29.2         21.9         2.9         2.9         4.9         4.33           Cash flow from operating activities         EUR million         81.0         95.0         107.4         92.6         121.0           Capital expenditure (incl. acquisitions)         EUR million         81.0         95.0         107.4         92.6         121.0           Capital expenditure (incl. acquisitions)         EUR million         37.5         32.7         24.4         18.5         14.5           in percent of net sales         %         4.7         4.4         3.3         2.6         2.2           Research and development costs         EUR million         13.3         10.3         8.6         8.5         8.9           in percent of net sales         %         1.7         1.4         1.2         1.3           Capitalized development cos	Profit for the period attributable to the equity holders of the	ELIB million	93 7	178 9	156.3	94.3	83.5
Non-controlling interests' share of profit         EUR million         0.3         -0.0           Employee benefits         EUR million         202.1         173.3         171.7         172.8         165.3           Depreciation, amortization and impairment         EUR million         29.2         21.9         21.5         34.9         28.1           in percent of net sales         %         3.7         2.9         2.9         4.9         4.3           Cash flow from operating activities         EUR million         81.0         95.0         107.4         92.6         121.0           Capital expenditure (incl. acquisitions)         EUR million         37.5         32.7         24.4         18.5         14.5           in percent of net sales         %         4.7         4.4         3.3         2.6         2.2           Research and development costs         EUR million         13.3         10.3         8.6         8.5         8.9           in percent of net sales         %         1.7         1.4         1.2         1.2         1.3           Capitalized development costs         EUR million         631.8         618.9         554.3         504.8           Non-controlling interest         EUR million         632.7	company	Lorrminon	50.7	170.5	100.0	54.0	00.0
Europlaye benefits         EUR million         202.1         173.3         171.7         172.8         165.3           Depreciation, amortization and impairment         EUR million         29.2         21.9         21.5         34.9         28.1           in percent of net sales         %         3.7         2.9         2.9         4.9         4.3           Cash flow from operating activities         EUR million         81.0         95.0         107.4         92.6         121.0           Capital expenditure (incl. acquisitions)         EUR million         37.5         32.7         24.4         18.5         14.5           in percent of net sales         %         4.7         4.4         3.3         2.6         2.2           Research and development costs in income statement         EUR million         13.3         10.3         8.6         8.5         8.9           in percent of net sales         %         1.7         1.4         1.2         1.2         1.3           Capitalized development costs         EUR million         0.7         1.1         1.5         1.3         0.4           Equity attributable to equity holders of the company         EUR million         631.8         618.9         554.3         553.5         504.8	in percent of net sales	%	11.7	23.9	21.1	13.2	12.7
Depreciation, amortization and impairment in percent of net sales         EUR million         29.2         21.9         21.5         34.9         28.1           Cash flow from operating activities         EUR million         81.0         95.0         107.4         92.6         121.0           Capital expenditure (incl. acquisitions)         EUR million         37.5         32.7         24.4         18.5         14.5           in percent of net sales         %         4.7         4.4         3.3         2.6         2.2           Research and development costs in income statement         EUR million         13.3         10.3         8.6         8.5         8.9           in percent of net sales         %         1.7         1.4         1.2         1.2         1.3           Capitalized development costs         EUR million         6.7         1.1         1.5         1.3         0.4           Equity attributable to equity holders of the company         EUR million         6.7         6.18.9         554.3         553.5         504.8           Non-controlling interest         EUR million         6.8         7.4         15.0         2.0         2.6           Net interest bearing liabilities         EUR million         1.52.6         7.2.4         15.0 <td>Non-controlling interests' share of profit</td> <td>EUR million</td> <td>0.3</td> <td></td> <td></td> <td></td> <td>-0.0</td>	Non-controlling interests' share of profit	EUR million	0.3				-0.0
in percent of net sales       %       3.7       2.9       2.9       4.9       4.3         Cash flow from operating activities       EUR million       81.0       95.0       107.4       92.6       121.0         Capital expenditure (incl. acquisitions)       EUR million       37.5       32.7       24.4       18.5       14.5         in percent of net sales       %       4.7       4.4       3.3       2.6       2.2         Research and development costs in income statement       EUR million       13.3       10.3       8.6       8.5       8.9         in percent of net sales       %       1.7       1.4       1.2       1.2       1.3         Capitalized development costs       EUR million       631.8       618.9       554.3       553.5       504.8         Non-controlling interest       EUR million       632.7       618.9       554.3       553.5       504.8         Net interest bearing liabilities       EUR million       152.6       72.4       150.8       200.0       235.7         Working capital       EUR million       1039.1       935.4       940.2       979.0       973.3         Return on investment       %       15.1       28.9       24.6       14.8	Employee benefits	EUR million	202.1	173.3	171.7	172.8	165.3
Cash flow from operating activities         EUR million         81.0         95.0         107.4         92.6         121.0           Capital expenditure (incl. acquisitions)         EUR million         37.5         32.7         24.4         18.5         14.5           in percent of net sales         %         4.7         4.4         3.3         2.6         2.2           Research and development costs in income statement         EUR million         13.3         10.3         8.6         8.5         8.9           in percent of net sales         %         1.7         1.4         1.2         1.2         1.3           Capitalized development costs         EUR million         631.8         631.8         553.5         504.8           Non-controlling interest         EUR million         632.7         618.9         554.3         553.5         504.8           Net interest bearing liabilities         EUR million         152.6         72.4         150.8         200.0         235.7           Working capital         EUR million         1.03.9         193.4         940.2         979.0         973.3           Return on investment         %         15.1         28.9         22.6         14.8         13.6           Return on equity	Depreciation, amortization and impairment	EUR million	29.2	21.9	21.5	34.9	28.1
Capital expenditure (incl. acquisitions)         EUR million         37.5         32.7         24.4         18.5         14.5           in percent of net sales         %         4.7         4.4         3.3         2.6         2.2           Research and development costs in income statement         EUR million         13.3         10.3         8.6         8.5         8.9           in percent of net sales         %         1.7         1.4         1.2         1.2         1.3           Capitalized development costs         EUR million         0.7         1.1         1.5         1.3         0.4           Equity attributable to equity holders of the company         EUR million         631.8         618.9         554.3         553.5         504.8           Non-controlling interest         EUR million         0.9           200.0         235.7           Vorking capital         EUR million         632.7         618.9         554.3         553.5         504.8           Net interest bearing liabilities         EUR million         152.6         72.4         150.8         200.0         235.7           Working capital         EUR million         1,039.1         935.4         940.2         979.0         973.3      <	in percent of net sales	%	3.7	2.9	2.9	4.9	4.3
in percent of net sales%4.74.43.32.62.2Research and development costs in income statementEUR million13.310.38.68.58.9in percent of net sales%1.71.41.21.21.3Capitalized development costsEUR million0.71.11.51.30.4Equity attributable to equity holders of the companyEUR million631.8618.9554.3553.5504.8Non-controlling interestEUR million0.9554.3553.5504.8Net interest bearing liabilitiesEUR million632.7618.9554.3553.5504.8Norking capitalEUR million152.672.4150.8200.0235.7Working capitalEUR million1,039.1935.4940.2979.0973.3Return on investment%15.128.922.614.813.6Return on equity%15.030.528.217.817.6Equity ratio%60.966.259.056.551.9Net gearing%24.111.727.236.146.7Personnel (FTE), average4,0873,3443,5443,5443,544	Cash flow from operating activities	EUR million	81.0	95.0	107.4	92.6	121.0
Research and development costs in income statement         EUR million         13.3         10.3         8.6         8.5         8.9           in percent of net sales         %         1.7         1.4         1.2         1.3           Capitalized development costs         EUR million         0.7         1.1         1.5         1.3         0.4           Equity attributable to equity holders of the company         EUR million         631.8         618.9         554.3         553.5         504.8           Non-controlling interest         EUR million         632.7         618.9         554.3         553.5         504.8           Net interest bearing liabilities         EUR million         632.7         618.9         554.3         200.0         235.7           Working capital         EUR million         1.03.1         935.4         940.2         979.0         973.3           Return on investment         %         15.1         28.9         22.6         14.8         13.6           Return on equity         %         15.0         30.5         28.2         17.8         17.6           Equity ratio         %         60.9         66.2         59.0         56.5         51.9           Net gearing         %	Capital expenditure (incl. acquisitions)	EUR million	37.5	32.7	24.4	18.5	14.5
in percent of net sales         %         1.7         1.4         1.2         1.2         1.3           Capitalized development costs         EUR million         0.7         1.1         1.5         1.3         0.4           Equity attributable to equity holders of the company         EUR million         631.8         618.9         554.3         553.5         504.8           Non-controlling interest         EUR million         0.9	in percent of net sales	%	4.7	4.4	3.3	2.6	2.2
Capitalized development costsEUR million0.71.11.51.30.4Equity attributable to equity holders of the companyEUR million631.8618.9554.3553.5504.8Non-controlling interestEUR million0.9	Research and development costs in income statement	EUR million	13.3	10.3	8.6	8.5	8.9
Equity attributable to equity holders of the companyEUR million631.8618.9554.3553.5504.8Non-controlling interestEUR million0.9	in percent of net sales	%	1.7	1.4	1.2	1.2	1.3
Non-controlling interestEUR million0.9Equity totalEUR million632.7618.9554.3553.5504.8Net interest bearing liabilitiesEUR million152.672.4150.8200.0235.7Working capitalEUR million88.371.482.7101.2102.6Balance sheet totalEUR million1,039.1935.4940.2979.0973.3Return on investment%15.128.922.614.813.6Equity ratio%60.966.259.056.551.9Net gearing%24.111.727.236.146.7Personnel (FTE), average4,0873,3643,5453,6123,867	Capitalized development costs	EUR million	0.7	1.1	1.5	1.3	0.4
Equity totalEUR million632.7618.9554.3553.5504.8Net interest bearing liabilitiesEUR million152.672.4150.8200.0235.7Working capitalEUR million88.371.482.7101.2102.6Balance sheet totalEUR million1,039.1935.4940.2979.0973.3Return on investment%15.128.922.614.813.6Return on equity%15.030.528.217.817.6Equity ratio%60.966.259.056.551.9Net gearing%24.111.727.236.146.7Personnel (FTE), average4,0873,3643,5453,6123,867Personnel, end of period4,3303,4493,5743,9443,742	Equity attributable to equity holders of the company	EUR million	631.8	618.9	554.3	553.5	504.8
Net interest bearing liabilitiesEUR million152.672.4150.8200.0235.7Working capitalEUR million88.371.482.7101.2102.6Balance sheet totalEUR million1,039.1935.4940.2979.0973.3Return on investment%15.128.922.614.813.6Return on equity%15.030.528.217.817.6Equity ratio%60.966.259.056.551.9Net gearing%24.111.727.236.146.7Personnel (FTE), average4,0873,3643,5453,6123,867Personnel, end of period4,3303,4493,5743,9443,742	Non-controlling interest	EUR million	0.9				
Working capitalEUR million88.371.482.7101.2102.6Balance sheet totalEUR million1,039.1935.4940.2979.0973.3Return on investment%15.128.922.614.813.6Return on equity%15.030.528.217.817.6Equity ratio%60.966.259.056.551.9Net gearing%24.111.727.236.146.7Personnel (FTE), average4,0873,3643,5453,6123,867Personnel, end of period4,3303,4493,5743,9443,742	Equity total	EUR million	632.7	618.9	554.3	553.5	504.8
Balance sheet totalEUR million1,039.1935.4940.2979.0973.3Return on investment%15.128.922.614.813.6Return on equity%15.030.528.217.817.6Equity ratio%60.966.259.056.551.9Net gearing%24.111.727.236.146.7Personnel (FTE), average4,0873,3643,5453,6123,867Personnel, end of period4,3303,4493,5743,9443,742	Net interest bearing liabilities	EUR million	152.6	72.4	150.8	200.0	235.7
Return on investment       %       15.1       28.9       22.6       14.8       13.6         Return on equity       %       15.0       30.5       28.2       17.8       17.6         Equity ratio       %       60.9       66.2       59.0       56.5       51.9         Net gearing       %       24.1       11.7       27.2       36.1       46.7         Personnel (FTE), average       4,087       3,364       3,545       3,612       3,867         Personnel, end of period       4,330       3,449       3,574       3,944       3,742	Working capital	EUR million	88.3	71.4	82.7	101.2	102.6
Return on equity%15.030.528.217.817.6Equity ratio%60.966.259.056.551.9Net gearing%24.111.727.236.146.7Personnel (FTE), average4,0873,3643,5453,6123,867Personnel, end of period4,3303,4493,5743,9443,742	Balance sheet total	EUR million	1,039.1	935.4	940.2	979.0	973.3
Equity ratio%60.966.259.056.551.9Net gearing%24.111.727.236.146.7Personnel (FTE), average4,0873,3643,5453,6123,867Personnel, end of period4,3303,4493,5743,9443,742	Return on investment	%	15.1	28.9	22.6	14.8	13.6
Net gearing         %         24.1         11.7         27.2         36.1         46.7           Personnel (FTE), average         4,087         3,364         3,545         3,612         3,867           Personnel, end of period         4,330         3,449         3,574         3,944         3,742	Return on equity	%	15.0	30.5	28.2	17.8	17.6
Personnel (FTE), average         4,087         3,364         3,545         3,612         3,867           Personnel, end of period         4,330         3,449         3,574         3,944         3,742	Equity ratio	%	60.9	66.2	59.0	56.5	51.9
Personnel, end of period         4,330         3,449         3,574         3,944         3,742	Net gearing	%	24.1	11.7	27.2	36.1	46.7
	Personnel (FTE), average		4,087	3,364	3,545	3,612	3,867
of which outside Finland <b>2,748</b> 1,839 2,072 1,904 2,111	Personnel, end of period		4,330	3,449	3,574	3,944	3,742
	of which outside Finland		2,748	1,839	2,072	1,904	2,111

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### Share related figures

		2013	2012	2011	2010	2009
Share capital	EUR million	77.5	77.5	77.5	77.5	77.5
Earnings per share (basic and diluted)	EUR/share	1.14	2.18	1.91	1.15	1.05
continuing operations	EUR/share	1.14	2.18	1.91	1.15	1.05
Dividend per share*	EUR/share	0.67*	0.65	1.37	1.90	0.52
Dividend	EUR million	54.9	53.2	112.2	155.6	42.6
Equity per share	EUR/share	7.71	7.56	6.77	6.76	6.16
Adjusted average price	EUR/share	18.20	16.00	16.92	13.94	8.25
Adjusted lowest price per share	EUR/share	16.20	13.60	10.99	10.52	5.32
Adjusted highest price per share	EUR/share	19.70	17.49	22.05	17.45	11.10
Adjusted price per share, Dec 31	EUR/share	19.55	16.69	13.94	17.33	10.62
Market value of shares	EUR million	1,601.2	1,367.0	1,141.8	1,419.5	869.9
Number of shares, 1,000 pcs		81,905.2	82,023.3	82,023.3	82,023.3	82,023.3
Number of treasury shares, 1,000 pcs			118.1	118.1	112.6	112.6
Number of shares traded, 1,000 pcs		3,042.1	4,883.3	5,730.3	6,626.0	4,406.8
Price per earnings		17.1	7.7	7.3	15.1	10.1
Dividend per earnings in percent		58.8	29.8	71.9	165.3	51.0
Dividend yield in percent		3.4	3.9	9.8	11.0	4.9
Number of shareholders, Dec 31		16,352	16,148	15,339	12,213	11,916

\* Board's proposal.

Basic and diluted earnings per share are equal, as the company has no potential ordinary shares.

### **Calculation of financial indicators**

Earnings before depreciation and amortization	= Operating profit + depreciation and amortization + impairment	
Return on investment in %	= Profit for the period + income taxes + interest and other financial expenses	×100
	Equity, total + interest-bearing liabilities	
	(average of beginning and end of year amounts)	
Return on equity in %	= Profit for the period	×100
	Equity, total	
	(average of beginning and end of year amounts)	
Equity ratio in %	= Equity, total	×100
	Balance sheet total	
Net gearing in %	Interest-bearing liabilities - interest-bearing receivables - cash and bank	×100
	Equity, total	
Earnings per share	= Profit attributable to equity holders of the company	
	Weighted average number of outstanding ordinary shares	
Earnings per share from continuing activities	<ul> <li>Profit from continuing activities attributable to equity holders of the company</li> <li>Weighted average number of outstanding ordinary shares</li> </ul>	
Equity per share	= Equity attributable to equity holders of the company	
	Number of outstanding ordinary shares	
Adjusted average share price	= Value of shares traded during the period	
	Number of shares traded during the period, adjusted for emissions	
Market capitalization	= Number of outstanding ordinary shares Dec 31 x market quotation Dec 31	
Price per earnings (P/E)	= Market quotation per share, Dec 31	
	Earnings per share	
Dividend per earnings in %	= Dividend paid	×100
	Profit attributable to equity holders of the company	
Dividend per share	= Dividend paid	
	Number of outstanding shares, Dec 31	
Dividend yield in %	= Dividend per share	×100
	Market quotation, Dec 31 adjusted for emissions	

# SHARES

#### Information on the share

Fiskars Corporation's shares are traded in the Large Cap segment of NASDAQ OMX Helsinki Ltd. The Company has one series of shares FIS1V. All shares carry one vote each and have equal rights.

The total number of shares at the end of 2013 was 81,905,242 (82,023,341). The share capital remained unchanged in 2013 at EUR 77,510,200.

#### Share details

Market	NASDAQ OMX Helsinki
ISIN	FI0009000400
Trading code	FIS1V (OMX)
Segment	OMXH Large Cap
Industry	3000 Consumer Goods
Supersector	3700 Personal & Household Goods
Shares as of Dec 31, 2013	81,905,242

#### **Fiskars share price**

EUR, Jan 1, 2009–Dec 31, 2013



#### **Treasury shares**

In February 2013, the Board of Directors decided that all 118,099 treasury shares held by the company, equaling 0.14% of the shares of the company, would be cancelled. The cancellation did not affect the company's share capital.

The cancellation was registered with the Finnish Trade Register on February 7, 2013, after which the number of Fiskars' shares and votes now totals 81,905,242.

#### **Board authorizations**

The Annual General Meeting decided to authorize the Board to acquire a maximum of 4,000,000 Fiskars' own shares and convey a maximum of 4,000,000 Fiskars' own shares. The Board may also decide on the acquisition and conveyance of shares in derogation of the pre-emptive right of shareholders to company shares. Both authorizations will remain in force until June 30, 2014.

#### Changes in the number of shares, 2009-2013

	Total
Total shares, Dec 31, 2009	82,023,341
Total shares, Dec 31, 2010	82,023,341
Total shares, Dec 31, 2011	82,023,341
Total shares, Dec 31, 2012	82,023,341
Feb 15, 2013	-118,099 Cancellation of treasury shares
Total shares, Dec 31, 2013	81,905,242
Treasury shares	0

# SHAREHOLDERS

Fiskars Corporation had 16,352 (16,148) shareholders as of the end of the year. Approximately 2.1% (2.1) of the share capital was owned by foreign or nominee-registered shareholders.

#### **Management shareholding**

On December 31, 2013, the Board members, the President & CEO and the members of Corporate Management Team (Executive Board) and the companies where they have a controlling interest together with a family member, owned a total of 34,255,529 shares corresponding to 41.8% of the Company's shares and votes. The Company did not have any share option programs.

#### Share ownership, December 31, 2013

			Number of	
	Number of		shares and	
	shareholders	%	votes	%
Private companies	615	3.76	32,298,251	39.43
Financial and insurance institutions	27	0.17	1,698,158	2.08
Public sector organizations	11	0.07	4,382,010	5.35
Households	15,372	94.01	31,516,238	38.48
Non-profit organizations	212	1.30	10,319,461	12.60
Foreigners	115	0.70	435,229	0.53
Nominee registered			1,255,895	1.53
Total	16,352	100.00	81,905,242	100.00

#### **Distribution of shares, December 31, 2013**

			Number of		
	Number of		shares and		
Number of shares	shareholders	%	votes	%	
1—100	5,862	35.85	344,139	0.42	
101—500	6,392	39.09	1,689,420	2.06	
501-1,000	1,869	11.43	1,439,904	1.76	
1,001—10,000	1,933	11.82	5,334,416	6.51	
10,001—100,000	225	1.38	5,833,348	7.12	
100,001—1,000,000	57	0.35	18,895,016	23.07	
1,000,001—	14	0.09	48,368,999	59.06	
Total	16,352	100.00	81,905,242	100.00	

#### Major shareholders, December 31, 2013

			% of shares
		Total shares	and votes
1	Virala Oy Ab	10,275,000	12.55
2	Turret Oy Ab	9,095,406	11.10
3	Holdix Oy Ab	8,294,050	10.13
4	I.A. von Julins Sterbhus	2,689,120	3.28
5	Sophie von Julins Foundation	2,551,791	3.12
6	Varma Mutual Pension Insurance Company	2,469,326	3.01
7	Oy Julius Tallberg Ab	2,408,049	2.94
8	Ehrnrooth Albert	1,630,372	1.99
9	Ehrnrooth Alexander	1,630,000	1.99
10	Ehrnrooth Jacob	1,626,929	1.99
11	Fromond Elsa	1,623,926	1.98
12	Ehrnrooth Sophia	1,536,230	1.88
13	Ilmarinen Mutual Pension Insurance Company	1,525,871	1.86
14	Stiftelsen för Åbo Akademi	1,012,929	1.24
15	Wrede Sophie	821,790	1.00
16	Hartwall Peter	748,450	0.91
17	Lindsay von Julin & Co Ab	733,320	0.90
18	Therman Anna Maria Elisabeth	722,436	0.88
19	Gripenberg Margareta	628,974	0.77
20	Åberg Albertina	628,679	0.77
20 ma	ajor shareholders	52,652,648	64.28

#### Shareholders, 31 Dec 2013



## PARENT COMPANY FINANCIAL STATEMENTS, FAS

### **Parent company income statement**

EUR	Note	2013		2012	
Net sales	2	25,152,433.21		25,962,621.01	
Cost of goods sold	4	-3,395,767.13		-3,927,128.83	
Gross profit		21,756,666.08	86%	22,035,492.18	85%
Administration expenses	4	-15,408,460.72		-18,796,184.84	
Other operating income	3	60,620.46		225,550.48	
Other operating expenses	4	-24,720.35		-17,506.59	
Operating profit		6,384,105.47	25%	3,447,351.23	13%
Financial income and expenses	7	81,948,269.76		428,965,488.50	
Profit (loss) before extraordinary items		88,332,375.23		432,412,839.73	
Extraordinary items	8	13,431,400.00		13,981,208.03	
Profit (loss) before appropriations and taxes		101,763,775.23		446,394,047.76	
Appropriations		216,548.03		402,847.14	
Income taxes	9	-5,031,426.66		-4,564,796.68	
Profit (loss) for the period		96,948,896.60		442,232,098.22	

### Parent company balance sheet

EUR	Note	Dec 31, 2013		Dec 31, 2012	
Assets					
NON-CURRENT ASSETS					
Intangible assets	10	523,280.91		492,794.31	
Tangible assets	11				
Land and water		15,487,691.33		15,456,681.34	
Buildings		13,604,856.42		13,983,471.06	
Machinery and equipment		1,316,347.96		1,233,656.44	
Construction in progress		515,135.27		462,376.38	
Tangible assets total		30,924,030.98		31,136,185.22	
Investments	12				
Holdings in subsidiaries		827,309,797.36		880,487,444.36	
Receivables from subsidiaries		3,700,000.00		2,174,300.00	
Other shares		6,057,492.53		6,326,313.57	
Investments total		837,067,289.89		888,988,057.93	
Non-current assets total		868,514,601.78	76%	920,617,037.46	81%
CURRENT ASSETS					
Inventories	13	172,436.75		166,910.78	
Non-current loan receivables		17,805.22		22,805.22	
Current receivables					
Trade receivables		105,957.62		163,060.08	
Receivables from subsidiaries	14	272,595,762.36		218,605,412.76	
Other receivables		88,850.32		144,734.56	
Prepayments and accrued income	15	1,614,373.50		1,352,879.21	
Current receivables total		274,404,943.80		220,266,086.61	
Cash and cash equivalents	16	1,704,278.84		1,629,990.00	
Current assets total		276,299,464.61	24%	222,085,792.61	19%

#### Shareholders' equity and liabilities

SHAREHOLDERS' EQUITY	17				
Share capital		77,510,200.00		77,510,200.00	
Revaluation reserve		3,789,720.00		3,789,720.00	
Treasury shares		0.00		-864,706.21	
Other reserves		3,204,313.18		3,204,313.18	
Retained earnings		725,556,878.09		337,427,893.38	
Profit (loss) for the financial year		96,948,896.60		442,232,098.22	
Shareholders' equity total		907,010,007.87	79%	863,299,518.57	76%
APPROPRIATIONS	18	406,365.81		622,913.84	
LIABILITIES					
Non-current	19				
Loans from credit institutions		52,499,658.69		63,868,804.00	
Non-current liabilities total		52,499,658.69		63,868,804.00	
Current					
Loans from credit institutions		100,621,583.70		15,621,992.49	
Trade payables		891,213.50		485,350.16	
Liabilities to subsidiaries	20	75,001,789.66		190,678,343.45	
Income tax payable		1,934,028.63		1,022,583.06	
Other payables		3,443,461.83		3,192,240.47	
Accruals and deferred income	21	3,005,956.70		3,911,084.03	
Current liabilities total		184,898,034.02		214,911,593.66	
Liabilities total		237,397,692.71	21%	278,780,397.66	24%
Shareholders' equity and liabilities total		1,144,814,066.39	100%	1,142,702,830.07	100%

### Parent company statement of cash flows

Changes in working capital       -489,221.57       608,256.51         Change in current tassets, non-interest bearing       -5,525.97       67,588.21         Change in inventories       -2,229,623.05       -5,763,324.04         Cash flow from operating activities before financial items and taxes       9,505,638.15       76,369,65         Dividends received       17,900,075.00       60,302,231.32         Financial income received       3,723,963.06       2,747,212.84         Financial sceness paid       -3,519,162.65       -4,065.880.75         Taxes paid       -4,119,981.09       -1,551,213.62         Cash flow from operating activities (A)       23,490,732.47       57,520,719.44         CASH FLOW FROM INVESTING ACTIVITIES       Repayment of equity from subsidiaries       122,641,347.00       81,068,283.68         Investments in financial assets       -107,156.25       -207,373.61       11         Investments in property, plant & equipment       1,271,234.50       -603,316.48         Proceeds from sale of property, plant & equipment and other investments       376,977.29       311.00         Change in current receivables       1,520,700.00       2.997,936.66       2,342,528.54         Change in current receivables       -35,623,661.44       -64,429,688.40       2,346,528.56       32,362,528.54       32,362	EUR	2013	2012
Adjustments for       Depreciation, anotization and impairment       1,410,224,51       1,516,884,47         Investment income       -35,346,87       -115,273,52         Interest income and dividends       -91,294,133,15       -63,459,400,33         Change in provisions and other non-cash items       -13,431,400,00       -383,116,291,292         Cash those before changes in working capital       7,770,962,64       4,963,875,97         Change in inventories       -5,525,97       67,558,21         Change in inventories       -5,525,97       67,563,294,00         Cash flow before changes in working capital       2,229,623,05       -5,763,394,00         Cash flow from operating activities before financial items and taxes       9,505,838,15       76,639,65         Dividends received       17,900,075,00       66,032,231,32       62,217,27,212,84         Financial expenses paid       -3,519,162,65       -4,063,807,57       78,224,21,22         Cash flow from operating activities (A)       23,490,732,47       57,520,719,44         CASH FLOW FROM INVESTING ACTIVITIES       122,641,347,00       61,068,235,68       110,22,641,347,00       2,399,793,61         Investments in financial assets       -107,156,25       -207,937,61       110,55,736,671,00       2,399,793,66         Cash flow from operating activities (B)	CASH FLOW FROM OPERATING ACTIVITIES		
Depreciation, amortization and impairment         1,410,224.51         1,616,844.47           Investment income         -35,346.67         -115,273.5C           Interest income and dividends         -91,294,133.15         -63,453,940.33           Change in provisions and other non-cash items         -13,431,400.00         -383,116,291.26           Change in provisions and other non-cash items         -13,431,400.00         -383,116,291.26           Change in unverting capital         7,770,962.64         4,963,876.97           Changes in unverting capital         -489,221.57         608,266.57           Changes in unvertinge capital         -222,862.306         -5,763.221           Changes in unvertinge capital         2,229,623.06         -5,763.221           Changes in unvertinge capital         2,229,623.06         -5,763.221           Change in unvertinge capital         17,900,075.00         60,302.231.32           Financial income received         17,900,075.00         60,302.231.32           Financial income received         3,759,463.06         2,747.212.48           Financial income received         17,900,075.00         60,302.231.32           Financial income received         17,900,075.00         60,302.231.32           Financial income received         17,900,075.00         15,512.13.62	Profit (loss) before extraordinary items, appropriations and taxes	101,775,754.76	446,394,047.76
Investment income         -35,346.87         -115,273.50           Interest income and dividends         -91,294,133.15         -63,453,340.33         3,638,451.83           Change in provisions and other non-cash items         -13,431,400.00         -338,3116,297.82         4,963,878.97           Cash flow before changes in working capital         7,770,962.64         4,963,878.97         4,963,878.97           Change in current assets, non-interest bearing         -489,221.57         808,265.51         Change in current liabilities, non-interest bearing         2,229,623.05         -5,763.324.04           Cash flow from operating activities before financial items and taxes         9,505,838.15         76,399.65           Dividends received         17,900,075.00         60,302,231.32         519,612.65         -40,653,880.75           Financial income received         3,729,963.06         2,747,212.64         55,255.97         67,520,719,44           CASH FLOW FROM INVESTING ACTIVITIES         Repayment of equity from subsidiaries         122,641,347.00         81.068,283.65         1003,316.45           Proceeds from sale of property, plant & equipment and other investments         78,023,961.44         -64,429,668.40           Proceeds from sale of property, plant & equipment and other investments         78,023,661.44         -64,429,668.40           CASH FLOW FROM INNESTING ACTIVITIES         7	Adjustments for		
Interest income and dividends         -91,29,133.15         -63,453,940.33           Interest expenses         9,345,863.39         3.638,451.85           Change in provisions and other non-cash items         -13,431,400.00         -583,116,291.26           Cash flow before changes in working capital         7,770,862.64         4.963,878.97           Change in current assets, non-interest bearing         -5,525.97         67,553.21           Change in current liabilities, non-interest bearing         2,229,623.05         -5,763,324.00           Cash flow trom operating activities before financial items and taxes         9,505,588.15         76,889.21           Dividends received         17,900,075.00         60,302,231.33         Financial income received         3,723,963.06         2,747,212.84           Financial income received         3,723,963.06         2,747,212.84         1,519,102.65         -40,63,800.75           Cash flow from operating activities (A)         23,409,722.47         57,520,710.44         CASH FLOW FROM INVESTING ACTIVITIES         Experiments         -107,156.25         -207,373.65           Investments in financial assets         -107,156.25         -207,373.65         151.915.75         151.915.75         151.915.75           Cash flow from operating activities (B)         122,941,347.00         2.997,936.66         2.997,936.65         2.30,	Depreciation, amortization and impairment	1,410,224.51	1,616,884.47
Interest expenses         9,345,883.39         3,638,451.83           Change in provisions and other non-cash items         -13,431,400.00         -383,116,291.26           Cash flow before changes in working capital         7,770,962.64         4,963,878.97           Changes in working capital         7,770,962.64         4,963,878.97           Changes in working capital         -489,221.57         808,256.51           Change in current assets, non-interest bearing         2,229,623.05         -5,763,324.04           Change in current liabilities, non-interest bearing         2,229,623.05         76,392.61           Dividends received         17,900,075.00         60.302,231.52           Financial income received         3,723,963.06         2,747,212.84           Financial income received         3,723,963.06         2,747,212.84           Financial expenses paid         -3,519,162.65         -4,053,880.75           CASH FLOW FROM INVESTING ACTIVITIES         23,490,732.47         57,520,719.44           CASH FLOW FROM INVESTING ACTIVITIES         212,641,347.00         81,068,283.66           Investments in property, plant & equipment and other investments         76,024,50         151,515.77           Sale of other holdings         375,977.29         311.06           Change in long term loan receivables         -1,520,700.00 <td>Investment income</td> <td>-35,346.87</td> <td>-115,273.50</td>	Investment income	-35,346.87	-115,273.50
Change in provisions and other non-cash items         13,431,400.00         -383,116,291.26           Cash flow before changes in working capital         7,770,962.64         4,963,878.97           Changes in working capital         7,770,962.64         4,963,878.97           Changes in working capital         -489,221.57         808,256.51           Change in current liabilities, non-interest bearing         2,229,2305         -5,763,324.00           Cash flow from operating activities before financial items and taxes         9,505,838.15         76,889.62           Dividends received         17,990,075.00         60,302,231.32           Financial income received         3,723,983.06         2,747,212.84           Financial income received         17,990,075.00         60,302,231.32           Taxes paid         -4,119,981.09         -1,551,213.62           Cash flow from operating activities (A)         23,490,732.47         57,520,719.44           CASH FLOW FROM INVESTING ACTIVITIES         122,641,347.00         81,068,283.66           Investments in financial assets         -107,156.25         -207,373.61           Proceeds from sale of property, plant & equipment and other investments         78,024.50         151,915.75           Sale of other holdings         37,577.29         311.00         23,927,926.46           CASH FLOW	Interest income and dividends	-91,294,133.15	-63,453,940.33
Cash flow before changes in working capital         7,770,962.64         4,963,878.97           Changes in working capital         Change in current assets, non-interest bearing         -5,525.97         6,7558.21           Change in current liabilities, non-interest bearing         2,229,623.05         -5,763,324.04           Cash flow from operating activities before financial items and taxes         9,505,838.15         76.399.65           Dividends received         17,900,075.00         60,302,231.32           Financial income received         3,723,963.06         2,747,212.84           Financial expenses paid         -3,519,162.65         -4,063.800.75           Taxes paid         -3,19,821.65         -4,063.800.75           Cash flow from operating activities (A)         23,490,732.47         57,520.719.44           CASH FLOW FROM INVESTING ACTIVITIES         Repayment of equity from subsidiaries         122,641,347.00         81.068,233.66           Investments in innocial assets         -107,156.25         -207,373.61         119.157.03           Proceeds from sale of property, plant & equipment and other investments         78,024.50         151,915.70           Change in current idebt         -39,623,661.44         -64,429.668.40           Change in current idebt         -39,623,661.44         -64,429.668.40           Change in current receivables<	Interest expenses	9,345,863.39	3,638,451.83
Changes in working capital       -489,221.57       808,256.51         Change in current lassitilities, non-interest bearing       2,229,823.05       -5,763.324.04         Cash flow from operating activities before financial items and taxes       9,505,838.15       76,369.65         Dividends received       17,900,075.00       60,302,231.33         Financial income received       3,723,963.06       2,747,212.84         Financial income received       3,723,963.06       2,747,212.84         Taxes paid       -4,119,981.09       -1,551,213.62         Cash flow from operating activities (A)       23,490,732.47       57,520,719.44         CASH FLOW FROM INVESTING ACTIVITIES       Repayment of equity from subsidiaries       122,641,347.00       81,068,283.66         Investments in financial assets       -107,156.25       -207,373.61       110         Investments in property, plant & equipment       1,271,234.50       -603,316.46         Proceeds from sale of property, plant & equipment and other investments       376,977.29       311.06         Change in current receivables       1,520,700.00       2,297,936.66       2,326,553.64       64,429,668.40         Change in current receivables       1,520,700.00       2,297,936.66       2,326,552.84       32,327,57.67         CASH FLOW FROM FINANCING ACTIVITIES       CASH FLOW F	Change in provisions and other non-cash items	-13,431,400.00	-383,116,291.26
Change in current assets, non-interest bearing         489,221.57         808,256.51           Change in inventories         5,525.97         67,558.21           Change in current liabilities, non-interest bearing         2,229,623.05         -5,763,324.04           Cash flow from operating activities before financial items and taxes         9,505,838.15         76,369,66           Dividends received         17,900,075.00         60,302,231.32           Financial income received         3,723,963.06         2,747,212.84           Financial expenses paid         -4,119,981.09         -1,551,213.62           Cash flow from operating activities (A)         23,490,732.47         57,520,719.44           CASH FLOW FROM INVESTING ACTIVITIES         Repayment of equity from subsidiaries         122,641,347.00         81,068,283.62           Investments in financial assets         -107,156.25         -207,373.61         Investments in financial assets         -107,156.25         -207,373.61           Investments in property, plant & equipment         -1,271,234.50         -808.316.42         Investments         78,024.50         151,915.70           Sale of other holdings         375,977.29         3111.00         Instance         2,997,936.66         Cash flow from investing activities (B)         2,997,936.66         Cash flow from investing activities (B)         2,962,58.04	Cash flow before changes in working capital	7,770,962.64	4,963,878.97
Change in inventories         -5,525.97         67,558.21           Change in current liabilities, non-interest bearing         2,229,623.05         -5,763,324.04           Cash flow from operating activities before financial items and taxes         9,505,838.15         76,309.65           Dividends received         17,900,075.00         60.302,231.32         Financial income received         3,723,963.06         2,747,212.64           Financial expenses paid         -3,519,152.65         -4,053.880.75         -4,053.880.75           Taxes paid         -4,119,981.09         -1,551,213.62         -4,053.880.75           CASH FLOW FROM INVESTING ACTIVITIES         23,490,732.47         57,520,719.44           CASH FLOW FROM INVESTING ACTIVITIES         81,068,283.68         110,058,283.68           Investments in financial assets         -107,156.25         -207,373.61           Investments in property, plant & equipment and other investments         78,024,50         151,915.70           Sale of other holdings         -15,20,700.00         2,997,936.66           Cash flow from investing activities (B)         120,196,258.04         83,207,757,04           CASH FLOW FROM FINANCING ACTIVITIES         -4,4742,945.56         32,362,528,88           Dividends paid         -53,227,302,70         -112,186,960,94           Grash flow from investing	Changes in working capital		
Change in current liabilities, non-interest bearing         2,229,623.05         -5,763,324.04           Cash flow from operating activities before financial items and taxes         9,505,638.15         76,369,65           Dividends received         17,900,075.00         60,302,231,32           Financial income received         3,723,963.06         2,747,212,84           Financial expenses paid         -3,519,162,65         -4,063,880,75           Taxes paid         -4,119,881.09         -1,551,213,62           CASH FLOW FROM INVESTING ACTIVITIES         81,068,283,68         122,641,347.00         81,068,283,68           Investments in francial assets         -107,156,25         -207,373,61         -803,316,48           Proceeds from sale of property, plant & equipment and other investments         78,024,50         151,915,70           Sale of other holdings         375,977,29         311,09           CASH FLOW FROM FINANCING ACTIVITIES         20,76,64,44         -64,429,668,40           CASH flow from investing activities (B)         120,196,258,04         83,207,76,70           CASH FLOW FROM FINANCING ACTIVITIES         -64,742,945,56         32,362,528,84           CASH flow from investing activities (B)         120,196,258,04         83,207,76,70           CASH FLOW FROM FINANCING ACTIVITIES         -64,742,945,56         32,362,528,84	Change in current assets, non-interest bearing	-489,221.57	808,256.51
Cash flow from operating activities before financial items and taxes         9,505,838.15         76,369,65           Dividends received         17,900,075.00         60,302,231,32           Financial income received         3,723,963.06         2,747,212.84           Financial expenses paid         -3,519,162.65         -4,053,880,75           Taxes paid         -4,119,981.09         -1,551,213.62           Cash flow from operating activities (A)         23,490,732.47         57,520,719.44           CASH FLOW FROM INVESTING ACTIVITIES         Repayment of equity from subsidiaries         122,641,347.00         81,068,283.68           Investments in financial assets         -107,156.25         -207,373.61           Investments in property, plant & equipment         -1,271,234.50         -803,316.48           Proceeds from sale of property, plant & equipment and other investments         78,024.50         151,915.70           Sale of other holdings         375,977.29         311.09         2,937,936.66           Cash flow from investing activities (B)         120,196,258.04         83,207,75.70         212,124,83,207,75.70           CASH FLOW FROM FINANCING ACTIVITIES         C         -64,742,945.56         32,362,528.84         10/42,9668.40         23,982,528.84         20,175,704           CASH FLOW FROM FINANCING ACTIVITIES         -39,623,661.44	Change in inventories	-5,525.97	67,558.21
Dividends received         17,900,075.00         60,302,231.32           Financial income received         3,723,963.06         2,747,212.84           Financial expenses paid         -3,519,162.65         -4,053,880.75           Taxes paid         -4,119,961.09         -1,551,213.62           Cash flow from operating activities (A)         23,490,732.47         57,520,719.44           CASH FLOW FROM INVESTING ACTIVITIES	Change in current liabilities, non-interest bearing	2,229,623.05	-5,763,324.04
Financial income received       3,723,963.06       2,747,212.44         Financial expenses paid       -3,519,162.65       -4,053,880.75         Taxes paid       -4,119,981.09       -1,551,213.62         Cash flow from operating activities (A)       23,490,732.47       57,520,719.44         CASH FLOW FROM INVESTING ACTIVITIES       81,068,283.68       Investments in financial assets       -107,156.25       -207,373.61         Investments in financial assets       -107,156.25       -207,373.61       Investments in property, plant & equipment and other investments       78,024.50       151.915.70         Sale of other holdings       375,977.29       311.09       Cash flow from investing activities (B)       2,997,936.66         Cash flow from investing activities (B)       120,196,258.04       83,207,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -44,429,455.6       32,362,528.84         Cash flow from investing activities (B)       120,196,258.04       83,207,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -44,429,455.6       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution receivables       -64,429,455.6       32,362,528.84         Dividends paid       13,981,208.03       4,667.800.00       2,362,528.84         Cash flow from finan	Cash flow from operating activities before financial items and taxes	9,505,838.15	76,369.65
Financial expenses paid       -3,519,162.65       -4,053,880.75         Taxes paid       -4,119,981.09       -1,551,213.62         Cash flow from operating activities (A)       23,490,732.47       57,520,719.44         CASH FLOW FROM INVESTING ACTIVITIES       81,068,283.68         Repayment of equity from subsidiaries       122,641,347.00       81,068,283.68         Investments in financial assets       -107,156.25       -207,373.61         Investments in property, plant & equipment       -1,271,234.50       -803,316.48         Proceeds from sale of property, plant & equipment and other investments       78,024.50       151,915.70         Sale of other holdings       375,977.29       311.09         Change in long term loan receivables       -1,520,700.00       2,997,936.66         CASH FLOW FROM FINANCING ACTIVITIES       CASH FLOW FROM FINANCING ACTIVITIES       83,207,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -39,623,661.44       -64,429,668.40         Change in current debt       -39,623,661.44       -64,429,668.40         Change in current receivables       -64,742,945.56       32,326,258.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (	Dividends received	17,900,075.00	60,302,231.32
Taxes paid       -4,119,981.09       -1,551,213.62         Cash flow from operating activities (A)       23,490,732.47       57,520,719.44         CASH FLOW FROM INVESTING ACTIVITIES       81,068,283.68         Investments in financial assets       -107,156.25       -207,373.61         Investments in property, plant & equipment       -1,271,234.50       -803,316.48         Proceeds from sale of property, plant & equipment and other investments       78,024.50       151,915.70         Sale of other holdings       375,977.29       311.09         Change in long term loan receivables       -1,520,700.00       2,997,936.66         CASH FLOW FROM FINANCING ACTIVITIES       83,207,757.04       32,302,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -44,742,945.56       32,322,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,710.67       -139,586,000.00         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98	Financial income received	3,723,963.06	2,747,212.84
Cash flow from operating activities (A)         23,490,732.47         57,520,719.44           CASH FLOW FROM INVESTING ACTIVITIES             Repayment of equity from subsidiaries         122,641,347.00         81,068,283.68           Investments in financial assets         -107,156.25         -207,373.61           Investments in property, plant & equipment         -1,271,234.50         -803,316.48           Proceeds from sale of property, plant & equipment and other investments         78,024.50         151,915.70           Sale of other holdings         375,977.29         311.09           Change in long term loan receivables         -1,520,700.00         2,997,936.66           CASH FLOW FROM FINANCING ACTIVITIES         120,196,258.04         83,207,757.04           CASH FLOW FROM FINANCING ACTIVITIES         -64,742,945.56         32,362,528.84           Dividends paid         -53,227,302.70         -112,186,960.94           Group contribution receivables         -64,742,945.56         32,362,528.84           Dividends paid         -13,981,208.03         4,667,800.00           Cash flow from financing activities (C)         -143,612,701.67         -139,586,000.05           Change in cash and cash equivalents (A+B+C)         74,288.84         1,142,175.98           Cash and cash equivalents at beginning of period	Financial expenses paid	-3,519,162.65	-4,053,880.75
CASH FLOW FROM INVESTING ACTIVITIES         Repayment of equity from subsidiaries       122,641,347.00       81,068,283.68         Investments in financial assets       -107,156.25       -207,373.61         Investments in property, plant & equipment       -1,271,234.50       -803,316.48         Proceeds from sale of property, plant & equipment and other investments       78,024.50       151,915.70         Sale of other holdings       375,977.29       311.09         Change in long term loan receivables       -1,520,700.00       2,997,936.66         Cash flow from investing activities (B)       120,196,258.04       83,207,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -64,742,945.56       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	Taxes paid	-4,119,981.09	-1,551,213.62
Repayment of equity from subsidiaries       122,641,347.00       81,068,283.68         Investments in financial assets       -107,156.25       -207,373.61         Investments in property, plant & equipment       -1,271,234.50       -803,316.48         Proceeds from sale of property, plant & equipment and other investments       78,024.50       151,915.70         Sale of other holdings       375,977.29       311.09         Change in long term loan receivables       -1,520,700.00       2,997,936.66         Cash flow from investing activities (B)       120,196,258.04       83,207,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -64,429,668.40       83,207,757.04         Change in current debt       -39,623,661.44       -64,429,668.40         Change in current receivables       -64,742,945.56       32,262,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,512,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	Cash flow from operating activities (A)	23,490,732.47	57,520,719.44
Investments in financial assets         -107,156.25         -207,373.61           Investments in property, plant & equipment         -1,271,234.50         -803,316.48           Proceeds from sale of property, plant & equipment and other investments         78,024.50         151,915.70           Sale of other holdings         375,977.29         311.09           Change in long term loan receivables         -1,520,700.00         2,997,936.66           Cash flow from investing activities (B)         120,196,258.04         83,207,757.04           CASH FLOW FROM FINANCING ACTIVITIES         -64,742,945.56         32,362,528.84           Dividends paid         -53,227,302.70         -112,186,960.94           Group contribution received/paid         13,981,208.03         4,667,800.00           Cash flow from financing activities (C)         -143,612,701.67         -139,586,300.50           Change in cash and cash equivalents (A+B+C)         74,288.84         1,142,175.98	CASH FLOW FROM INVESTING ACTIVITIES		
Investments in property, plant & equipment       -1,271,234.50       -803,316.48         Proceeds from sale of property, plant & equipment and other investments       78,024.50       151,915.70         Sale of other holdings       375,977.29       311.09         Change in long term loan receivables       -1,520,700.00       2,997,936.66         Cash flow from investing activities (B)       120,196,258.04       83,207,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -64,742,945.56       32,362,528.84         Change in current debt       -93,623,661.44       -64,429,668.40         Change in current receivables       -64,742,945.56       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	Repayment of equity from subsidiaries	122,641,347.00	81,068,283.68
Proceeds from sale of property, plant & equipment and other investments       78,024.50       151,915.70         Sale of other holdings       375,977.29       311.09         Change in long term loan receivables       -1,520,700.00       2,997,936.66         Cash flow from investing activities (B)       120,196,258.04       83,207,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -39,623,661.44       -64,429,668.40         Change in current debt       -39,623,661.44       -64,429,668.40         Change in current receivables       -64,742,945.56       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	Investments in financial assets	-107,156.25	-207,373.61
Sale of other holdings       375,977.29       311.09         Change in long term loan receivables       -1,520,700.00       2,997,936.66         Cash flow from investing activities (B)       120,196,258.04       83,207,757.04         CASH FLOW FROM FINANCING ACTIVITIES       -39,623,661.44       -64,429,668.40         Change in current debt       -39,623,661.44       -64,429,668.40         Change in current receivables       -64,742,945.56       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	Investments in property, plant & equipment	-1,271,234.50	-803,316.48
Change in long term loan receivables         -1,520,700.00         2,997,936.66           Cash flow from investing activities (B)         120,196,258.04         83,207,757.04           CASH FLOW FROM FINANCING ACTIVITIES         -39,623,661.44         -64,429,668.40           Change in current debt         -39,623,661.44         -64,429,668.40           Change in current receivables         -64,742,945.56         32,362,528.84           Dividends paid         -53,227,302.70         -112,186,960.94           Group contribution received/paid         13,981,208.03         4,667,800.00           Cash flow from financing activities (C)         -143,612,701.67         -139,586,300.50           Change in cash and cash equivalents (A+B+C)         74,288.84         1,142,175.98           Cash and cash equivalents at beginning of period         1,629,990.00         487,814.02	Proceeds from sale of property, plant & equipment and other investments	78,024.50	151,915.70
Cash flow from investing activities (B)         120,196,258.04         83,207,757.04           CASH FLOW FROM FINANCING ACTIVITIES         -39,623,661.44         -64,429,668.40           Change in current debt         -39,623,661.44         -64,429,668.40           Change in current receivables         -64,742,945.56         32,362,528.84           Dividends paid         -53,227,302.70         -112,186,960.94           Group contribution received/paid         13,981,208.03         4,667,800.00           Cash flow from financing activities (C)         -143,612,701.67         -139,586,300.50           Change in cash and cash equivalents (A+B+C)         74,288.84         1,142,175.98           Cash and cash equivalents at beginning of period         1,629,990.00         487,814.02	Sale of other holdings	375,977.29	311.09
CASH FLOW FROM FINANCING ACTIVITIES         Change in current debt       -39,623,661.44       -64,429,668.40         Change in current receivables       -64,742,945.56       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	Change in long term loan receivables	-1,520,700.00	2,997,936.66
Change in current debt       -39,623,661.44       -64,429,668.40         Change in current receivables       -64,742,945.56       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	Cash flow from investing activities (B)	120,196,258.04	83,207,757.04
Change in current receivables       -64,742,945.56       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	CASH FLOW FROM FINANCING ACTIVITIES		
Change in current receivables       -64,742,945.56       32,362,528.84         Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	Change in current debt	-39,623,661.44	-64,429,668.40
Dividends paid       -53,227,302.70       -112,186,960.94         Group contribution received/paid       13,981,208.03       4,667,800.00         Cash flow from financing activities (C)       -143,612,701.67       -139,586,300.50         Change in cash and cash equivalents (A+B+C)       74,288.84       1,142,175.98         Cash and cash equivalents at beginning of period       1,629,990.00       487,814.02	0		
Group contribution received/paid         13,981,208.03         4,667,800.00           Cash flow from financing activities (C)         -143,612,701.67         -139,586,300.50           Change in cash and cash equivalents (A+B+C)         74,288.84         1,142,175.98           Cash and cash equivalents at beginning of period         1,629,990.00         487,814.02	Dividends paid	-53,227,302.70	-112,186,960.94
Change in cash and cash equivalents (A+B+C)         74,288.84         1,142,175.98           Cash and cash equivalents at beginning of period         1,629,990.00         487,814.02	Group contribution received/paid	13,981,208.03	4,667,800.00
Cash and cash equivalents at beginning of period 487,814.02	Cash flow from financing activities (C)	-143,612,701.67	-139,586,300.50
	Change in cash and cash equivalents (A+B+C)	74,288.84	1,142,175.98
	Cash and cash equivalents at beginning of period	1,629,990.00	487,814.02
	Cash and cash equivalents at end of period		1,629,990.00

# NOTES TO THE PARENT COMPANY FINANCIAL STATEMENTS

### **1. Parent company accounting principles, FAS**

The financial statements of Fiskars Oyj have been prepared in accordance with the Finnish accounting act and ordinance and other statutes regulating the preparation of financial statements (Finnish Accounting Standards, FAS). The financial statements are presented in euro.

The preparation of financial statements in conformity with regulations in force and generally accepted accounting principles requires management to make estimates and assumptions that affect the valuation of assets and liabilities and reported amounts of revenues and expenses. Actual results could differ from those estimates.

#### **Transactions in foreign currencies**

Transactions in foreign currencies are recorded at the rates of exchange prevailing at the date of the transaction. At the end of the reporting period balances in foreign currencies are translated using the exchange rate prevailing at the end of the reporting period. Derivatives are recognized at market values and changes in market values are recognized in the income statement.

#### **Net sales**

Net sales are defined as invoiced amount less indirect taxes, rebates and exchange rate differences related to sales. Revenue is recognized when all significant risks and rewards of ownership have been transferred to the buyer, i.e. when a product has been delivered to the client in accordance with the terms of delivery. Royalty income from trademarks held by Fiskars Corporation is recorded as net sales.

#### **Leasing arrangements**

Lease payments are expensed as incurred. Future leasing payment obligations are reported as contingent liabilities. Rent income, when the company acts as a lessor, is recorded as net sales.

#### **Pension benefit plans**

The retirement plans for the Finnish companies' employees are funded through payments to independent insurance companies.

#### **Extraordinary income and expenses**

Group contributions, merger losses and gains, as well as liquidation losses and gains, are reported in extraordinary income and expenses.

#### **Income taxes**

Income taxes consist of the aggregate current tax expense based on the Finnish tax rules and adjustments to prior year taxes. Parent company does not account for deferred taxes as a stand-alone entity.

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#### Tangible and intangible assets and other long-term investments

Tangible and intangible assets are stated at cost less accumulated depreciation according to plan. Certain land holdings have been revalued.

Revaluations are based on market values at time of the revaluation. Revaluation reserves are adjusted for decreases in the market value of land holdings. When revalued real estate is sold, the respective share in the revaluation reserve is transferred to retained earnings.

Tangible and intangible assets are depreciated and amortized over their expected useful lives. The following expected useful lives are applied:

<ul> <li>Long-term expenditure</li> </ul>	3–10 years
Buildings	20–40 years
Vehicles	4 years
<ul> <li>Machinery and equipment</li> </ul>	3–10 years
<ul> <li>Land and water</li> </ul>	No depreciation

Investments in subsidiaries are stated in the balance sheet at cost or at net realizable value if the net realizable value is significantly and permanently impaired. An impairment loss may be reversed until the original acquisition cost, when the value of the investment has been restored.

#### Inventories

Inventories are stated at the lower of cost and net realizable value. Cost includes both direct and indirect costs. Cost is determined on a first-in first-out (FIFO) basis. Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

#### **Receivables**

Receivables are valued at the lower of original and recoverable value.

#### **Provisions**

Provisions consist of reserves for future losses to which the Company is committed or that are perceived probable.

#### **Appropriations**

Appropriations in the parent company balance sheet consist of depreciation in excess of plan.

### 2. Net sales

EUR	2013	2012
Royalties 19,427,6	72.10	20,933,236.43
Lease income <b>3,180,7</b>	97.22	2,986,836.26
Other 2,543,9	63.89	2,042,548.32
Total 25,152,4	33.21	25,962,621.01

### **3. Other operating income**

EUR 201	<b>3</b> 2012
Net gain on sale of property, plant and equipment60,067.23	<b>2</b> 132,780.09
Other income 553.24	92,770.39
Total 60,620.4	<b>6</b> 225,550.48

### 4. Total expenses

#### Total expenses by nature

EUR 2013	2012
Materials and supplies 155,490.24	164,209.17
Change in inventory -5,525.97	67,558.21
Employee benefits <b>7,620,488.07</b>	7,062,554.75
Depreciation, amortization and impairment 1,410,224.51	1,616,884.47
External services <b>4,530,375.25</b>	8,806,340.00
Other 5,093,175.75	5,005,767.07
Total 18,804,227.85	22,723,313.67

#### **Other operating expenses**

EUR 2013	2012
Loss on sale of property, plant and equipment 24,720.35	17,506.59
Total 24,720.35	17,506.59

### 5. Fees paid to Company's auditors

EUR	2013	2012
Audit fees	87,314.74	88,258.00
Tax consultation	371,741.01	143,080.66
Other	187,763.63	392,853.00
Total	646,819.38	624,191.66

### 6. Personnel costs and number of employees

#### **Personnel costs**

EUR 2013	2012
Wages and salaries         5,542,391.13	5,030,284.56
Pension costs 1,119,289.78	1,042,747.58
Other personnel costs 958,807.16	989,522.61
Total 7,620,488.07	7,062,554.75

#### **Number of employees**

	2013	2012
Average (FTE)	49	52
End of period	44	49

### 7. Financial income and expenses

EUR	2013	2012
Dividend income		
From group companies	87,363,700.00	60,301,716.32
From other parties	75.00	515.00
Dividend income, total	87,363,775.00	60,302,231.32
Interest and financial income from non-current investments		
From group companies	3,724,404.26	2,943,879.79
Interest and financial income from non-current investments, total	3,724,404.26	2,943,879.79
Other interest and financial income		
From other parties	1,222,517.40	437,911.63
Other interest and financial income, total	1,222,517.40	437,911.63
Interest and financial income, total	4,946,921.66	3,381,791.42
Reversal of impairment of non-current investments		
Subsidiaries*		369,150,000.00
Reversal of impairment of non-current investments, total		369,150,000.00
* The impairment of Avlis AB, recorded in 2008, was reversed to its original cost.		
Avlis AB is a subsidiary of Fiskars Corporation.		
Interest and other financial expenses		
To subsidiaries		
Interest expenses	-371,023.18	-881,953.47
Provisions for credit losses	-6,822,218.57	
Interest expenses to other parties	-3,169,185.15	-2,986,580.77
Interest and other financial expenses, total	-10,362,426.90	-3,868,534.24
Total financial income and expenses	81,948,269.76	428,965,488.50

### 8. Extraordinary items

EUR	2013	2012
Group contribution received	16,231,400.00	18,881,208.03
Group contribution paid	-2,800,000.00	-4,900,000.00
Total	13,431,400.00	13,981,208.03

### 9. Income taxes

EUR 2013	2012
Current year taxes for profit before extraordinary items -1,740,386.53	-1,131,946.65
Tax for extraordinary items-3,290,693.00	-3,425,395.97
Income tax for previous periods -347.13	-7,454.06
Income taxes per income statement -5,031,426.66	-4,564,796.68

### **10. Intangible assets**

EUR	2013	2012
Historical cost, Jan 1	2,420,844.47	2,406,148.97
Additions	126,192.24	17,594.38
Decrease	-9,144.13	
Transfers		-2,898.88
Historical cost, Dec 31	2,537,892.58	2,420,844.47
Accumulated amortization according to plan, Jan 1	1,928,050.16	1,799,651.99
Amortization according to plan	86,561.51	128,398.17
Accumulated amortization according to plan, Dec 31	2,014,611.67	1,928,050.16
Net book value, Dec 31	523,280.91	492,794.31

### **11. Tangible assets**

#### 2013

2013					
	Land		Machinery	Construction	
	and		and	in	
EUR	water	Buildings	equipment	progress	Total
Historical cost, Jan 1	5,740,222.34	35,248,885.48	5,216,808.33	462,376.38	46,668,292.53
Additions	31,853.00	647,563.83	163,484.27	302,141.16	1,145,042.26
Decreases	-843.01	-23,630.19	-88,897.70		-113,370.90
Transfers		75,187.16	174,195.11	-249,382.27	0.00
Historical cost, Dec 31	5,771,232.33	35,948,006.28	5,465,590.01	515,135.27	47,699,963.89
Accumulated depreciation according to plan,					
Jan 1		21,265,414.42	3,983,151.89		25,248,566.31
Depreciation according to plan		1,087,595.63	236,067.37		1,323,663.00
Decreases		-9,860.19	-69,977.21		-79,837.40
Accumulated depreciation according to plan,					
Dec 31		22,343,149.86	4,149,242.05		26,492,391.91
Revaluation, Jan 1	9,716,459.00				9,716,459.00
Revaluation, Dec 31	9,716,459.00				9,716,459.00
Book value Dec 31, 2013	15,487,691.33	13,604,856.42	1,316,347.96	515,135.27	30,924,030.98
2012					
	Land		Machinery	Construction	
	and		and	in	
EUR	water	Buildings	equipment	progress	Total
Historical cost, Jan 1	5,738,638.84	33,972,592.37	5,395,147.18	978,494.87	46,084,873.26
Additions	182.00	462,082.77	12,172.19	311,285.52	785,722.48
Decreases	-1,280.35	-1,830.90	-202,090.84		-205,202.09
Transfers	2,681.85	816,041.24	11,579.80	-827,404.01	2,898.88
Historical cost, Dec 31	5,740,222.34	35,248,885.48	5,216,808.33	462,376.38	46,668,292.53
Accumulated depreciation according to plan,					
Jan 1		20,117,777.76	3,838,236.50		23,956,014.26
Depreciation according to plan		1,154,093.97	305,554.53		1,459,648.50
Decreases		-1,519.81	-165,576.64		-167,096.45
Transfers		-4,937.50	4,937.50		0.00
Accumulated depreciation according to plan,					
Dec 31		21,265,414.42	3,983,151.89		25,248,566.31
Revaluation, Jan 1	9,716,459.00				9,716,459.00
Revaluation, Dec 31	9,716,459.00				9,716,459.00
Book value Dec 31, 2012	15,456,681.34	13,983,471.06	1,233,656.44	462,376.38	31,136,185.22

### **12. Investments**

2013

	Holdings	Receivables		
	in	from	Other	
EUR	subsidiaries	subsidiaries	shares	Total
Historical cost, Jan 1	880,487,444.36	2,174,300.00	7,037,636.37	889,699,380.73
Additions	69,463,700.00	6,497,046.32	107,156.25	76,067,902.57
Decreases	-122,641,347.00	-4,971,346.32	-375,977.29	-127,988,670.61
Historical cost, Dec 31	827,309,797.36	3,700,000.00	6,768,815.33	837,778,612.69
Write-downs, Jan 1			-711,322.80	-711,322.80
Write-downs, Dec 31			-711,322.80	-711,322.80

 Net book value, Dec 31, 2013
 827,309,797.36
 3,700,000.00
 6,057,492.53
 837,067,289.89

2012

	Holdings	Receivables		
	in	from	Other	
EUR	subsidiaries	subsidiaries	shares	Total
Historical cost, Jan 1	961,555,728.04	5,167,236.66	6,830,262.76	973,553,227.46
Additions			259,738.47	259,738.47
Decreases	-81,068,283.68	-2,992,936.66	-52,364.86	-84,113,585.20
Historical cost, Dec 31	880,487,444.36	2,174,300.00	7,037,636.37	889,699,380.73
Write-downs, Jan 1	-369,150,000.00		-682,485.00	-369,832,485.00
Reversal of impairment loss	369,150,000.00			369,150,000.00
Decreases and increases			-28,837.80	-28,837.80
Write-downs, Dec 31	0.00		-711,322.80	-711,322.80
Net book value, Dec 31, 2012	880,487,444.36	2,174,300.00	6,326,313.57	888,988,057.93

#### **Shares in subsidiaries**

	Number			% of	% of	
	of			share	voting	Book
	shares	Domicile		capital	power	value
Avlis AB*	25,641,347	Stockholm	SE	59.7	59.7	577,441,141.73
Ferraria Oy Ab	750,000	Raasepori	FI	100.0	100.0	17,659,665.00
Fiskamin AB	1,000,000	Sollentuna	SE	100.0	100.0	49,085,185.82
Fiskars Americas Holding Oy Ab	1000	Raasepori	FI	100.0	100.0	110,071,862.76
Fiskars Europe Holding Oy Ab	1000	Raasepori	FI	100.0	100.0	71,340,500.00
Fiskars Services Oy Ab	250	Helsinki	FI	100.0	100.0	2,500.00
Fiskars (Thailand) Co., Ltd.	100	Bangkok	TH	1.0	1.0	2,409.12
Inha Works Ltd.	10,000	Ähtäri	FI	100.0	100.0	1,199,446.33
Kiinteistö Oy Danskog gård	4,000	Raasepori	FI	100.0	100.0	504,563.78
Ab Åbo Båtvarf - Turun						
Veneveistämö Oy	150	Turku	FI	100.0	100.0	2,522.82
Total, Dec 31, 2013						827,309,797.36

\* Holds 13.0% (13.0) of Wärtsilä shares. The market value of Wärtsilä shares as at December 31, 2013 amounted to EUR 917.2 million (839.0).

#### **Other shares**

Total, Dec 31, 2013	6,057,492.53
Other shares owned by the parent company	6,057,492.53
	value
	Book

### **13. Inventories**

EUR	2013	2012
Work in progress	1,745.50	14,039.00
Finished goods	170,691.25	152,871.78
Total, Dec 31	172,436.75	166,910.78

### **14. Receivables from subsidiaries**

EUR	2013	2012
Trade receivables	1,540,038.81	2,620,952.88
Loan receivables	24,548,762.49	17,773,526.66
Other receivables	227,606,097.40	176,460,606.23
Prepayments and accrued income	18,900,863.66	21,750,326.99
Total, Dec 31	272,595,762.36	218,605,412.76

### **15. Prepayments and accrued income**

EUR	2013	2012
Prepaid and accrued interest	1,253,750.82	1,007,651.15
Other prepayments and accruals	360,622.68	345,228.06
Total, Dec 31	1,614,373.50	1,352,879.21

### **16. Cash and cash equivalents**

EUR	2013	2012
Cash and cash equivalents 1,704,2	78.84	1,629,990.00
Total, Dec 31 1,704,2	78.84	1,629,990.00

### 17. Shareholders' equity

EUR	2013	2012
Share capital		
Jan 1	77,510,200.00	77,510,200.00
Share capital, Dec 31	77,510,200.00	77,510,200.00
Revaluation reserve		
Jan 1	3,789,720.00	3,789,720.00
Revaluation reserve, Dec 31	3,789,720.00	3,789,720.00
Treasury shares		
Jan 1	-864,706.21	-864,706.21
Cancellation of treasury shares	864.706.21	
Treasury shares, Dec 31	0.00	-864,706.21
Other reserves		
Jan 1	3,204,313.18	3,204,313.18
Other reserves, Dec 31	3,204,313.18	3,204,313.18
Retained earnings		
Jan 1	779,659,991.60	449,614,854.32
Cancellation of treasury shares	-864,706.21	
Dividends	-53,238,407.30	-112,186,960.94
Net profit	96,948,896.60	442,232,098.22
Retained earnings, Dec 31	822,505,774.69	779,659,991.60
Less treasury shares		-864,706.21
Distributable earnings, Dec 31	822,505,774.69	778,795,285.39

### **18. Appropriations**

EUR 2013	2012
Depreciation in excess of plan, Jan 1 622,913.84	1,025,760.98
Changes during the year -216,548.03	-402,847.14
Depreciation in excess of plan, Dec 31 406,365.81	622,913.84

The deferred tax liabilities, 20.0% from appropriations, have not been recognized.

# **19. Non-current liabilities falling due later than within five years**

EUR	2013	2012
Loans from credit institutions	52,499,658.69	30,000,000.00

### 20. Liabilities to subsidiaries

EUR 2	013	2012
Trade payables 330,634	.32	
Other liabilities <b>71,483,523</b>	.70	185,758,865.82
Accruals and deferred income 3,187,631	.64	4,919,477.63
Total, Dec 31 75,001,789	.66	190,678,343.45

### **21. Accruals and deferred income**

EUR	2013	2012
Interest payable 946,	432.34	924,540.05
Wages, salaries and social costs 1,757,	650.78	2,088,536.00
Other accruals 301,	873.58	898,007.98
Total, Dec 31 3,005,	956.70	3,911,084.03

### 22. Lease obligations

EUR	2013	2012
Payments next year	109,281.51	807,662.00
Payments later	146,858.90	2,158,069.00
Total, Dec 31	256,140.41	2,965,731.00

### 23. Contingencies and pledged assets

EUR	2013	2012
As security for own commitments	908,216.00	712,541.00
Lease commitments	256,140.41	2,965,731.00
Guarantees as security for subsidiaries' commitments	13,908,947.00	12,151,314.00
Total, Dec 31	15,073,303.41	15,829,586.00

# BOARD'S PROPOSAL FOR DISTRIBUTION OF PROFITS AND SIGNATURES

The distributable equity of the Parent Company at the end of the 2013 fiscal year was EUR 822.5 million (778.8). The Board of Directors proposes to the Annual General Meeting of Shareholders that a dividend of EUR 0.67 per share be paid for 2013. The number of shares entitling to a dividend totaled 81,905,242. The proposed distribution of dividend would thus be EUR 54,876,512.14. This would leave EUR 767.6 million of distributable profit funds at the Parent Company.

No material changes have taken place in the financial position of the Company since the end of the fiscal year. The financial standing of the Company is good and, according to the Board of Directors' assessment, distributing the proposed dividend will not compromise the Company's solvency.

### Signatures to the Financial Statements and the Board of Directors' Report

Helsinki, February 6, 2014

Kaj-Gustaf Bergh	Ralf Böer
Alexander Ehrnrooth	Paul Ehrnrooth
Louise Fromond	Gustaf Gripenberg
Ingrid Jonasson Blank	Karsten Slotte
Jukka Suominen	Kari Kauniskangas President and CEO

### The Auditor's Note

Our auditor's report has been issued today.

Helsinki, February 6, 2014 KPMG Oy Ab

Virpi Halonen Authorized Public Accountant

# AUDITOR'S REPORT

#### **To the Annual General Meeting of Fiskars Corporation**

We have audited the accounting records, the financial statements, the report of the Board of Directors, and the administration of Fiskars Corporation for the year ended 31 December, 2013. The financial statements comprise the consolidated balance sheet, consolidated income statement, consolidated statement of comprehensive income, statement of changes in consolidated equity and consolidated statement of cash flows and notes to the consolidated financial statements, as well as the parent company's balance sheet, income statement, statement of cash flows and notes to the financial statements.

#### **Responsibility of the Board of Directors and the President and CEO**

The Board of Directors and the President and CEO are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU, as well as for the preparation of financial statements and the report of the Board of Directors that give a true and fair view in accordance with the laws and regulations governing the preparation of the financial statements and the report of the Board of Directors in Finland. The Board of Directors is responsible for the appropriate arrangement of the control of the company's accounts and finances, and the President and CEO shall see to it that the accounts of the company are in compliance with the law and that its financial affairs have been arranged in a reliable manner.

#### Auditor's responsibility

Our responsibility is to express an opinion on the financial statements, on the consolidated financial statements and on the report of the Board of Directors based on our audit. The Auditing Act requires that we comply with the requirements of professional ethics. We conducted our audit in accordance with good auditing practice in Finland. Good auditing practice requires that we plan and perform the audit to obtain reasonable assurance about whether the financial statements and the report of the Board of Directors are free from material misstatement, and whether the members of the Board of Directors of the parent company or the President and CEO are guilty of an act or negligence which may result in liability in damages towards the company or have violated the Limited Liability Companies Act or the articles of association of the company.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements and the report of the Board of Directors. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements and report of the Board of Directors that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements and the report of the Board of Directors.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **Opinion on the consolidated financial statements**

In our opinion, the consolidated financial statements give a true and fair view of the financial position, financial performance, and cash flows of the group in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU.

# Opinion on the Company's financial statements and the report of the Board of Directors

In our opinion, the financial statements and the report of the Board of Directors give a true and fair view of both the consolidated and the parent company's financial performance and financial position in accordance with the laws and regulations governing the preparation of the financial statements and the report of the Board of Directors in Finland. The information in the report of the Board of Directors is consistent with the information in the financial statements.

Helsinki February 6, 2014 KPMG Oy Ab

Virpi Halonen Authorized Public Accountant

# Annual General Meeting and dividend

Fiskars Corporation holds its Annual General Meeting on Wednesday, March 12, 2014 at 3.00 p.m. at the Helsinki Exhibition & Convention Centre, the Congress Wing (visiting address: Messuaukio 1, Helsinki, Finland). The reception of persons who have registered for the meeting and the distribution of voting tickets will commence at 2.00 p.m.

Each shareholder, who is registered on the record date February 28, 2014 in the shareholders' register of the company held by Euroclear Finland Ltd, has the right to participate in the Annual General Meeting. A shareholder, whose shares are registered on his/her personal book-entry account, is registered in the shareholders' register of the company.

A shareholder, who is registered in the shareholders' register of the company and wants to participate in the Annual General Meeting, shall register for the meeting no later than March 7, 2014 at 3.00 p.m. by giving a prior notice of participation which shall be received by the company no later than on the above-mentioned date. Such notice can be given:

(a) on the Fiskars Corporation's website www.fiskarsgroup.com or

(b) by telephone +358 (0) 207 70 68 75 Monday - Friday between 9.00 a.m. and 3.00 p.m.

The Board of Directors proposes to the Annual General Meeting that a dividend of EUR 0.67 per share shall be paid for the financial period that ended on December 31, 2013. The dividend will be paid to shareholders, who are registered in the company's shareholders' register maintained by Euroclear Finland Ltd on the record date for the payment of dividend, which is March 17, 2014. The dividend payment date proposed by the Board to the Annual General Meeting is March 24, 2014.

Further information on the matters to be discussed at the AGM and how to register can be found in the invitation to the meeting at www.fiskarsgroup.com.

# INVESTOR RELATIONS

The goal of Fiskars' investor relations is to provide all parties in the market with accurate, up-to-date, and sufficient information on the company to enable them to analyze its performance and prospects as an investment. Information is provided to all stakeholders simultaneously.

Fiskars has adopted a silent period of three weeks prior to the publication of results. During this period comments on market situation or company prospects are not available from Fiskars.

Meetings with investors and analysts are coordinated by Corporate Communications. Questions on investor relations matters should be addressed to Communications Director Anu Ilvonen, anu.ilvonen@fiskars.com.

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