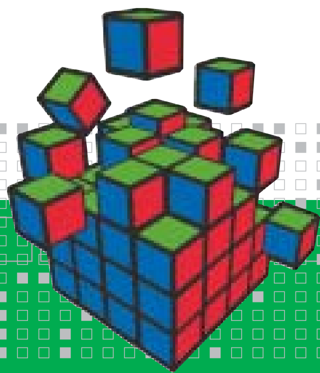
Partners for better business

BELTTON

Beltton-Group Plc



annual report 2002

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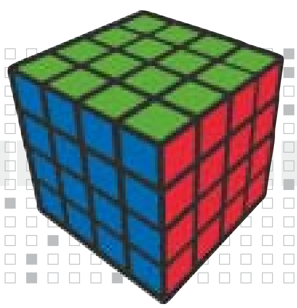


Beltton's operations are guided by three values: customer orientation, internal entrepreneurship and profitability.

Customer orientation means satisfied long-term customers relationships, while internal entrepreneurship is reflected in staff commitment and the sharing of responsibility. Profitability is synonymous with continuity and offers opportunities for long-term business development.

contents

beltton in a nutshell

The Beltton-Group specialises in sales and marketing of office supplies, offering a direct and efficient distribution network between producers and users.

Beltton's sales are based on personal customer contacts, a wide range of high-quality products and a service individually tailored for each customer. Beltton serves small and medium-sized enterprises through its nationwide organisation based on personal sales contacts and offers large companies and corporations a special contract customer service, which allows them to purchase basic office supplies through an automated ordering system.

Beltton's product range includes computer accessories, office supplies, corporate promotional products and ergonomic products. The company offers its customers both innovative specialities and basic office supplies for everyday use. Beltton is the Finnish market leader in all of its four product groups. Close contacts with its large customer base help the company develop its product range, sales and operating consept.

Beltton's operations date back to 1984 and the foundation of Vinstock Oy, now Beltton's subsidiary. The Beltton-Group was formed in 1999 with Beltton-Group Plc as the parent company. Everyman Oy, KB-tuote Oy and Wulff Oy Ab became part of the Beltton-Group through acquisitions. Today, the Group comprises 17 subsidiaries and operates in Finland, Sweden, Norway and Estonia. Beltton-Group Plc has been listed on the Helsinki Exchanges since 2000.

the year 2002 in brief

The past year was a time of growth and development for the Beltton-Group, which expanded its business both through acquisitions and by copying its business model. Beltton's turnover increased by 43 per cent over the previous financial year, amounting to 41.9 million euro. Operating profit totalled 5.2 million euro, or 12.4 per cent of turnover, and the number of employees was 489 on December 31, 2002.

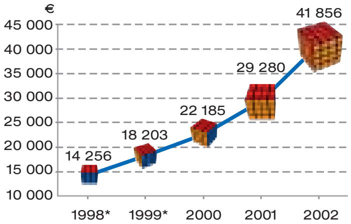
During the financial year, the Group expanded as follows:

- August 2002: The product range of Looks Finland Oy, part of the Beltton-Group, was copied and adopted in Sweden. Looks Finland Oy specialises in the sales of corporate textiles. The new Swedish operations started with the construction of a nationwide sales organisation.

- November 2002: Beltton acquired Wulff Oy Ab, vendor of office and computer supplies, from Mercantile Group Oy Ab. The deal made Beltton Finland's largest office and computer supply dealer and market leader in all of its four product groups.

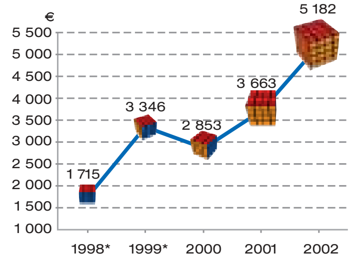
  Wulff recorded a turnover of 28.5 million euro and an operating profit of 1.2 million euro in 2001.

turnover (1 000 euro)



* pro forma

operating profit (1 000 euro)



* pro forma

wulff complements beltton's product and service concept

In line with its strategy, Beltton plans to grow through acquisitions. In November 2002, Beltton became Finland's largest and leading dealer of office and computer supplies after acquiring the entire share capital of Wulff Oy Ab. The acquisition complemented Beltton's product range and significantly strengthened the company's market position. The Group's expansion will benefit Beltton, for example, in purchasing, administration, logistics and recruiting.

The acquisition will enable Beltton to boost Wulff's position as a customer service company with high standards and to support its well-known traditional brand. True to Beltton's operating model, Wulff will continue operating as an independent unit. The highly automated Apaja concept, which covers Wulff's basic products, and Beltton's sales organisation for special products will operate side by side in the future. The operating models complement one another, making Beltton an even more versatile and flexible partner for its customers.

Wulff's Apaja concept is based on the so-called MiniBar, an assortment of office and computer supplies in daily use, located on customer premises. The MiniBar is replenished using a barcode reader, which electronically transfers the customer's order to Wulff in a matter of a few minutes. Wulff's logistics system handles some 300 orders daily and 25 people work in the warehouse. The warehouse operates in two shifts to ensure the completion of deliveries for the seven daily pick-ups. An automated ordering system and the company's skills in logistics offer customers an easy and quick way to replenish their supplies. Orders are delivered to customers within 24 hours.

Wulff's history goes back to 1890, when Thomas Fredrik Wulff opened the first stationer in Helsinki. The main shop, located on the corner of Mannerheimintie and Northern Esplanade, the so-called Wulff corner, was a landmark of its time and a well-known stationery and office supply retailer from 1897 onwards. In 1966, Wulff department store opened up at Mannerheimintie 4. After that the Wulff family sold the company to Sponsor in 1987, operations focused on direct sales to companies and the offices were moved away from the centre of Helsinki to Vantaa. In 1992, Sponsor sold Wulff to Mercantile Group Oy Ab, which emphasised the importance of concept sales. On November 11, 2002, Wulff became part of the Beltton-Group.

ceo's review

Beltton achieved the best result of its history in 2002. We accomplished our targets for growth and turnover and became the market leader in all our product groups. Beltton is now Finland's largest company in its field.

Turnover grew by 43 per cent in 2002, totalling 41.9 million euro. The growth was influenced, in particular, by good organic growth and the acquisitions made in 2001. Beltton's turnover increased in all of the countries it operates in, that is, Finland, Sweden, Norway and Estonia. Beltton was particularly successful in Sweden, where turnover increased by one third and profit more than doubled. Beltton Svenska AB was one of the few companies in the Swedish market that both improved its turnover and achieved good results.

success despite a challenging market situation

Market growth in the field was very modest in 2002. Depending on the product group, normal market growth is 5-10 per cent a year, but last year's total market growth remained at two per cent. Despite the market situation, last year was one of growth and profit for Beltton. The company's success is based on a wide customer base to which Beltton offers local service in its operating regions. Beltton's customer base is growing steadily. Each new company is a potential customer for Beltton.

market leader in finland through the acquisition of wulff

Beltton's goal is to achieve Nordic market leadership in all product groups. As part of its growth strategy, Beltton is always on the lookout for possible acquisitions that could strengthen the Group's position in the market. In November 2002, Beltton purchased Wulff Oy Ab, a computer and office supply vendor, and its subsidiary Torkkelin Paperi Oy.

The acquisition expanded the Beltton-Group with one more pioneering and profitable company that has an efficient sales concept, long traditions and a good reputation. Wulff, on the other hand, received an owner familiar with the office supplies and computer equipment markets. The deal will have a positive effect on Beltton's earnings per share as of 2003.

The acquisition strengthens Beltton's position as a supplier of a wide product range. The highly automated sales concept of Wulff' basic products complements Beltton's direct sales organisation for special products. Common to both sales concepts is their customer-oriented approach. While the Beltton-Group's focus has until now been on small and medium-sized enterprises, the Wulff acquisition will expand Beltton's operations to large companies and corporations.

Domestic market leadership will benefit Beltton, for example, in purchasing, administration, logistics and recruiting. As we can offer our customers all office products, we believe that we are a good option for markets that are concentrating their purchases to a decreasing number of suppliers.

beltton's growth continues

The year 2003 looks good from Beltton's point of view. Our customer-oriented approach enables us to create long-lasting customer relations. Internal entrepreneurship is emphasised in all of Beltton's operations. Good financial results will be our goal in the future as well.

Beltton is the only listed company in its line of business in Finland. As a listed company we are an attractive cooperation partner for both customers and suppliers. Being able to offer modern means of motivation, such as options, also makes recruiting easier.

The past year made a firm base for new activities. I believe that 2003 will be another year of strong growth for Beltton and that we have good opportunities to further improve our results. My warmest thanks go to our customers for their belief in our products and services. I also wish to thank our extremely motivated and committed personnel, as well as our cooperation partners and shareholders. You have all contributed to Beltton's success.

Heikki Vienola

aiming at nordic market leadership

Beltton aims at Nordic market leadership in all of its four product groups: corporate promotional products, computer accessories, office supplies and ergonomic products. The goal is to be the customers' most preferred cooperation partner for office supplies in all of the Nordic countries. Beltton assumed market leadership in Finland in 2002.

In addition to Nordic leadership, Beltton also aims for a long-term annual turnover growth of 25-40 per cent. In the past years, the annual increase in turnover has amounted to some 30 per cent.

To achieve its goals, Beltton has adopted a strategy of profitable growth and internationalisation.

While Beltton's growth until October 2000 was based on organic duplication of its business model, acquisitions have been an integral part of the company's growth strategy ever since it was listed on the Helsinki Exchanges. In 2002, the company expanded its core business through an acquisition in the field of computer accessories and office products.

Beltton considers suitable targets of acquisition to be Nordic companies with a turnover exceeding five million euro. The acquisitions are also expected to increase Beltton's value and earnings per share. Beltton is on the lookout for reputable companies that are among the top two in their field. Growth potential and the possibility for business model duplication are important aspects.

Beltton's organic growth is based on business model duplication. In Finland, the model is duplicated directly for new product groups by establishing a new department or company and linking a national direct sales organisation with a limited product range to it. Restricting the product range enables the new organisation to quickly reach large volumes. The only product groups duplicated abroad are those that have proved their strength in Finland. As an example, Beltton launched corporate textile sales in Sweden in 2002. A new department was established at Beltton Svenska AB in August, and the work to expand it nationally began immediately. When duplicating its business model, Beltton uses the sales skills, administration and logistics of the existing organisation.

Profitable growth is also propelled by direct supplier relations and the result-based reward system of the sales personnel. Instead of operating through intermediaries, Beltton uses its large volumes to purchase products directly from original product manufacturers. A result-based salary system and internal entrepreneurship encourage efficient sales activities.

market leader in all four product groups

The market for office supplies in Finland totals some 420 million euro. The market is growing in line with the number of jobs, since office work accounts for an increasing share of employment. The market includes many small and medium-sized companies that mainly specialize in one or two product groups. The field is also characterised by fragmentation. Beltton is market leader in Finland in all of its four product groups and has continuously increased its market share in Sweden. Beltton is the second largest company in the Estonian business gift market.

The players in the field can be divided into three groups: wholesalers, direct sales companies and local bookshops. Wholesalers sell basic office products for big and medium-sized companies and some of their shops also serve to small enterprises. Most direct sales companies have nationwide sales organisations, which they use to serve small and medium-sized companies locally. The product range of direct sales organisations is smaller and less diversified than that of wholesalers. Local bookshops mainly serve private consumers and small enterprises.

Beltton's main competitors are in the wholesale and direct sales sector and most of them only operate in one or two product groups. Beltton's strengths rely on personal service and concept sales service models.

The markets for office products are characterised by their relative immunity to economic fluctuations: the consumption of basic products remains more or less stable in different market situations. Beltton has been able to successfully increase its turnover at a time when many other fields have suffered from an economic recession. The company offers its customers four complementing product groups as well as the support of its skilled sales and customer service organisation.

our service model answers customer needs

The Beltton-Group has nearly 70.000 customers, 30.000 of which are in Finland, 36.000 in Sweden and over 2.000 in Norway and Estonia each. The structure of the customer base is versatile as Beltton's customers include both small and large companies in different lines of business. Each new company is a potential customer for Beltton.

As the only listed company in its field, Beltton is a reliable cooperation partner. Its strong sales organisation and versatile product range enable flexible and individual customer service. Beltton uses its two service models to offer both local and personal service as well as a highly automated purchasing method. Thanks to its comprehensive product range, Beltton is able to provide its customers with all office supplies from business gifts to ergonomically designed products. Computer accessories account for 28 per cent of Beltton's turnover, office supplies for 23 per cent, company image products for 35 per cent and ergonomic products for 14 per cent.

Beltton's sales operations are based on personal customer visits and contacts. The sales organisation provides Beltton with real-time information on market needs from both product users and buyers. Customer feedback helps the company develop its product range, sales and operating models. Information on product users, uses and expectations also benefits Beltton's suppliers. The close link between supply and demand makes Beltton's product range increasingly customer oriented

reliable delivery based on well-organised logistics

Beltton has a geographically extensive sales organisation in which each customer has its own local contact person. All employees have clearly defined tasks in the service process, while well-organised logistics ensure flexible deliveries. The average of customer deliveries is 1000 a day. Large volumes have made the delivery process efficient.

Beltton offers its customers both special products and basic office supplies. Personal sales contacts form the basis for direct sales of special products, which have a one-week delivery time. The concept sales of basic office supplies are based on an automated ordering system, which transfers the customer's order for supplies to Beltton in a few minutes. The order is handled without delay and the ordered products are delivered to the customer within 24 hours of placing the order.

Technically advanced collection procedures and skilled warehouse personnel form the basis for an efficient logistics system. The most appropriate collection procedures have been defined for different types of products. The warehouse personnel's salary system, that is tied to the results of work, also encourage quick and precise delivery.

Direct supplier contacts and a skilful purchase organisation enable a delivery reliability of nearly 100 per cent of Beltton's products. Instead of using middlemen, Beltton purchases products directly from the original producers. An expert purchase organisation guarantees that warehouses always carry the right number of products. Long-term supplier relationships and active searching for new products ensure the availability of both familiar quality products and innovative novelties to the customer.

internal entrepreneurship leeds to good results

Internal entrepreneurship and strong motivation among the personnel lead to good results. Independent management of a sales area requires an entrepreneurial attitude. A salary system tied to results encourages employees to perform well and reach their goals. The personnel's commitment and entrepreneurial spirit have contributed to annual sales growth and the accomplishment of operational targets.

The Group increased its number of staff by one third from 372 to nearly 500 in 2002. Much of this growth resulted from the 92 Wulff employees who now are included in the Beltton-Group as a result of the acquisition. Seventy per cent of the Group's employees work in sales tasks and thirty per cent in sales support, administration and logistics. Beltton is a youthful company: the average age of its employees is 34.

A growing corporation offers good opportunities for career development. Nearly all of the organisation's regional sales managers and sales executives started their career as sales consultants. The structure of the sales organisation has been kept light. In addition to their management duties, all Beltton managers also handle the customer base in their own region to maintain contact with actual sales work.

The superiority of Beltton's personnel in the field is also the fruit of the Group's active investment in training. Employees can complete a basic degree in business economics alongside their jobs, while a special high-standard Beltton Leadership Academy training programme has been designed for sales management.

As the only listed company in its field, Beltton uses modern reward systems to ensure the commitment of its key personnel. Beltton now has two option schemes, which cover some 150 people.

corporate governance

Beltton's management and administration comply with the Companies Act, the Securities Markets Act and the authority regulations concerning the management of public limited companies.

shareholders' meeting

The ultimate power of decision in Beltton is exercised by the shareholders in the shareholders' meeting, which convenes at least once a year. The Annual General Meeting decides on the number of Board members and elects the members for one year at a time.

board of directors

The Board of Directors are responsible for the company's strategic policies and for the appropriate organisation of business and administration. The company's administrative bodies have no supplementary special tasks other than required by law. The Board of Directors comprises 3-6 ordinary members and no more than an equal number of deputy members. The board elects a Chairperson and a Vice-Chairperson from among its members, and appoints the Managing Director. Two of the present members work for the company full-time. The Board convened 13 times in 2002.

ceo

The Ceo manages the company's business and bears responsibility for operative management in accordance with the Board's instructions. The company's Ceo since 1999 is Heikki Vienola, M.Sc. (Econ.).

remuneration and other benefits of the board of directors and management

The Annual General Meeting decides on the remunerations payable to the Board members. The Managing Director and the Deputy Managing Director receive no remuneration for their membership on the board. Members may receive compensation for consultation services that cannot be considered as their regular duties. The Board of Directors decides on the salary paid to the Managing Director. The company has not granted loans or guarantees to company management or Board members.

insiders

Beltton complies with insider regulations based on the guidelines issued by the Helsinki Exchanges. The company's mandatory register of insiders includes the members of the Board, the Managing Director, the Deputy Managing Director and the responsible auditors. Specific insiders comprise of key personel.

Ari Lahti, Licentiate of Social Sciences, Chairman of the Board

- Managing Director of Icecapital Securities Ltd
- 3.000 Beltton shares corresponding to 0.05% of the company's shares and votes
- 27.000 options

Heikki Vienola, M.Sc. (Econ.), Board member

- Managing Director of Beltton-Group Plc, Vinstock Oy and Beltton Oy
- 2.900.155 Beltton shares corresponding to 46% of the company's shares and votes

Ari Pikkarainen, Board member

- Deputy Managing Director of Beltton-Group Plc and Managing Director of Suomen Rader Oy, Naxor Finland Oy and Visual Globe Oy.
- 1.529.845 Beltton shares corresponding to 24% of the company's shares and votes

Jyrki Paulin, M.Sc. (Econ.), Board member

- Partner and Board member in Eera Finland Oy
- 2.000 Beltton shares corresponding to 0.03% of the company's shares and votes
- 27.000 options

Sakari Ropponen, M.Sc. (Econ.), Board member

- Managing Director of Linedrive Oy
- 2.000 Beltton shares corresponding to 0.03% of the company's shares and votes
- 27.000 options

board of directors' report

turnover

The Beltton Group's turnover in 2002 was 41.9 million euro (29.3 million euro). Growth in turnover was up by 43.0 per cent on the previous year, exceeding the Group's annual growth target of 25-40 per cent. The increase was based on both copying of it's business model and on acquisitions. Approximately one third of the increase in turnover came from organic growth while two thirds resulted from the acquisitions. Organic growth was strongest in Sweden, where Beltton Svenska AB's turnover saw an improvement of 33 per cent.

In August 2002, the product range of Looks Finland Oy was launched in Sweden. Looks Finland Oy, part of the Beltton Group, sells and markets corporate textiles. Its Swedish operations started with the construction of a nationwide sales organisation.

In November, Beltton purchased Wulff Oy Ab, a vendor of office and computer supplies, from the Mercantile Group Oy Ab. The Wulff Group (Wulff Oy Ab and Torkkelin Paperi Oy) reached a turnover of 28.5 million euro (pro forma) and an operating profit of 1.2 million euro (pro forma) in 2001. The Group employs a total of 92 people. The acquisition strengthened Beltton's skills in computer accessories and office supplies, making it the largest company in the field in Finland and the domestic market leader in all of its four product groups. The acquired companies have been included in the Beltton Group's income statement as of November 11, 2002.

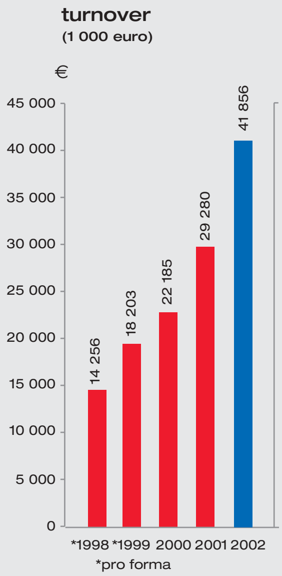
profit

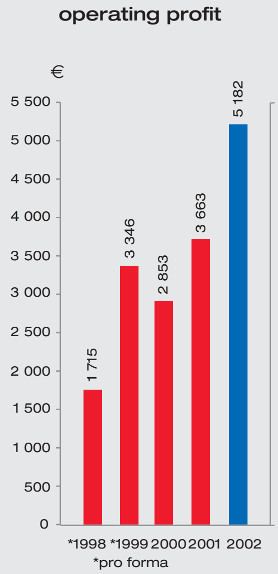
The Group's operating profit in 2002 amounted to 5.18 million euro (3.66 million euro), representing 12.4 per cent of turnover. The Group's profit before extraordinary items was up by 13.0 per cent to 5.49 million euro (4.86 million). ROI decreased to 23.1 per cent (30.7 per cent) and ROE to 22.9 per cent (23.3 per cent). Earnings per share increased to 0.59 euro from 0.52 euro a year earlier. Equity per share rose to 2.76 euro from 2.44 euro in the previous year.

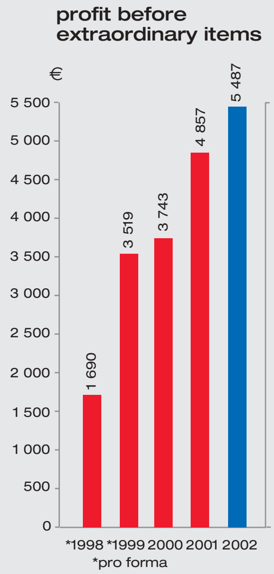
The Group saw its net profit grow by 16 per cent from the previous year to 3.73 million euro (3.22 million euro). The Group's result improved in line with Beltton's growth forecasts. Both organic growth and acquisitions contributed to the improvement. Beltton was particularly successful in Sweden where its net profit doubled.

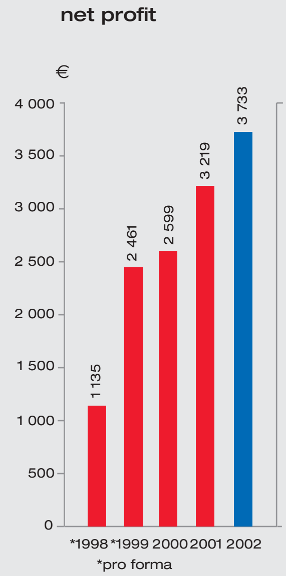
financing and investments

The Group's balance sheet total at the end of the financial year was 37.5 million euro (23.4 million euro) and its equity ratio was 47.9 per cent (67.6 per cent). The Group's liquid assets totalled 5.19 million euro at year-end (5.76 million euro). Capital investments booked in the consolidated balance sheet totalled 3.53 million euro (0.75 million euro), representing 8.4 per cent of the turnover. The investments mainly consisted of the purchase of an office building in conjunction with the Wulff acquisition. The Wulff acquisition was financed by a 10 million euro loan drawn by the parent company.









personnel

At the end of 2002, the Beltton Group employed 489 people, showing an increase of 117 people from the previous year (372). The average number of people employed by the Group during the year was 431 (314). A total of 100 (95) people worked in Sweden, Norway and Estonia. The acquisition of Wulff increased the number of Beltton Group employees by a quarter.

authorisations

The Annual General Meeting authorised the Board to decide on issuing one or more convertible bonds or warrants and/or increasing the share capital by one or more new subscriptions, the maximum increase being 1.260.925 shares, or 504.370 euro.

The Board also has authorisation to decide on the acquisition of the company's own shares using the assets available for profit distribution, the maximum acquisition being 315.231 shares with a nominal value of 0.40 euro. This corresponds to less than 5 per cent of the company's share capital and all votes.

At the annual general meeting the shareholders approved the issue of 200.000 warrants, which entitled to the subscription for a maximum of 200.000 new shares. As a result of the subscriptions, the company's share capital may rise by no more than 80.000 euro. The option scheme are part of the Group's bonus and incentive system. It currently covers some 10 people, who are Beltton's Board members and other key employees.

The Board did not use any authorisations during the financial period 2002. All authorisations are valid until April 3, 2003.

board of directors' proposal on the distribution of profits

The Board of Directors proposes to the Annual General Meeting that a dividend of 0.34 euro per share be paid for the year 2002, representing 58 per cent of the year's earnings per share.

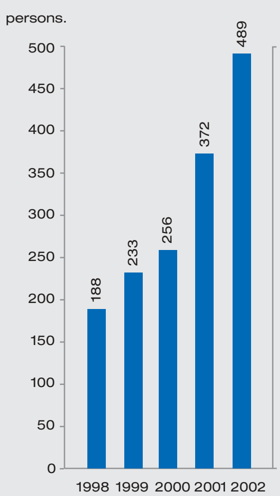
outlook for 2003

Beltton's outlook for 2003 is favourable despite the uncertainty of the economy. The Group management believes that the general economic conditions will remain reasonably healthy, and that the Group will be able to expand its business under current circumstances. As part of the Group's growth, Beltton is also looking into the possibility of transfering the quotation of it's share from the HEX NM-list to the main list. This would bring more visibility to Beltton's share and improve the company's chances of using its share as a tool of exchange in acquisitions.

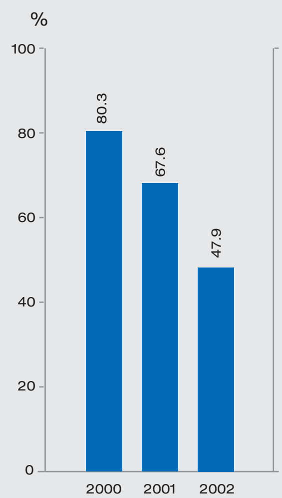
In 2003, Beltton expects to see growth especially in computer accessories and office supplies. The Group aims at a turnover growth of 25-40 per cent. The Group management believes that this goal will be exceeded mainly through the increase in turnover resulting from the Wulff acquisition. Sustained positive development of the Group's operating profit is also anticipated.

earnings per share EUR

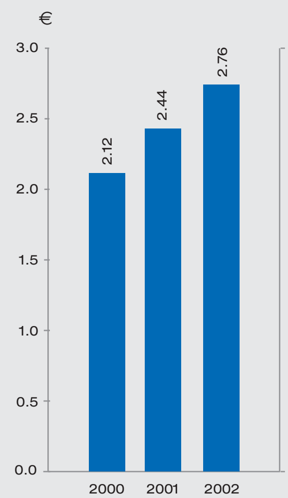
personnel at year-end



equity ratio %



shareholders´ equity per share, EUR



consolidated income statement

	Reference	1.1. - 31.12.2002 1 000 €		1.1. - 31.12.2001 1 000 €	
TURNOVER	**1**		**41 856**		**29 280**
Other operating income	2		201		236
Cost of goods sold					
Materials, supplies and goods					
Purchases during the period		14 427		8 626	
Increase (-) or decrease (+) in inventories		-334		143	
External services		1 567	-15 660	1 103	-9 872
Personnel expenses	3				
Salaries, wages and compensations		8 554		6 503	
Pension costs		1 682		1 267	
Other pay-related personnel expenses		574	-10 810	351	-8 121
Depreciation and loss of value					
Depreciation according to plan	5		-825		-735
Other operating expenses	4		-9 580		-7 125
OPERATING PROFIT			**5 182**		**3 663**
Financial income and expenses					
Dividend income		1 835		10 365	
Other interest and financial income		591		1 003	
Decreases in value of financial securities in current assets		-208		-880	
Interest and other financial expenses		-1 913	305	-9 294	1 194
PROFIT BEFORE EXTRAORDINARY ITEMS			**5 487**		**4 857**
Extraordinary items			0		0
PROFIT BEFORE TAXES			**5 487**		**4 857**
Income taxes	8				
Taxes for the financial period		-1 620		-1 596	
Deferred taxes		0	-1 620	101	-1 495
Minority interests			-134		-143
NET PROFIT FOR THE FINANCIAL YEAR			**3 733**		**3 219**

consolidated balance sheet

	Reference		31.12.2002 1 000 €		31.12.2001 1 000 €
ASSETS					
FIXED ASSETS					
Intangible assets	9				
Other long-term expenditure		259		124	
Consolidation goodwill		4 998	5 257	0	124
Tangible assets	9				
Land		358			
Buildings		2 840		388	
Machinery and equipment		2 419		1 888	
Other tangible assets		0	5 617	0	2 276
Investments					
Other shares and securities	10		670		617
TOTAL FIXED ASSETS			**11 544**		**3 017**
CURRENT ASSETS					
Inventories					
Materials and supplies			8 605		5 415
Current receivables					
Trade receivables		7 710		4 291	
Loan receivables		599		569	
Other receivables		204		303	
Prepaid expenses and accrued income		1) 3 684	12 197	1) 4 053	9 216
Securities included in current assets			686		3 136
Cash at bank and in hand			4 506		2 628
TOTAL CURRENT ASSETS			**25 994**		**20 395**
TOTAL ASSETS			**37 538**		**23 412**
EQUITY AND LIABILITIES					
SHAREHOLDERS' EQUITY	11				
Share capital			2 522		2 522
Share premium fund			6 690		6 690
Retained earnings			4 467		2 941
Net profit for the financial year			**3 733**		**3 219**
TOTAL SHAREHOLDERS' EQUITY			**17 412**		**15 372**
Minority interests			584		450
LIABILITIES					
Deferred tax liability	12		0		0
Non-current liabilities					
Loans from credit institutions	13		11 389		1 959
Current liabilities					
Trade payables		2 233		1 052	
Other liabilities		2 143		2 171	
Accrued liabilities and deferred income		2) 3 777	8 153	2) 2 408	5 631
TOTAL LIABILITIES			**19 542**		**7 590**
TOTAL EQUITY AND LIABILITIES			**37 538**		**23 412**

1) Prepaid expenses and accrued income include imputed corporation tax in the amount of EUR 1 678 (2001 EUR 2 657).
2) Accrued liabilities and deferred income include personnel expense accruals in the amount of EUR 1 920 (2001 EUR 1 292).

consolidated cash flow statement

	2002 1 000 €	2001 1 000 €
Cash flow from operations:		
Payments received from sales	41 037	27 710
Payments received from other operating income	201	236
Amounts paid for operating expenses	-37 098	-25 975
Cash flow from business operations before financial items and taxes	4 140	1 971
Interests and other operations-related financial costs paid	-83	-75
Interests received from operations	99	88
Direct taxes paid	-169	-95
Cash flow from operations	**3 987**	**1 889**
Cash flow from investment activities:		
Investments in tangible and intangible assets	-3 431	-754
Sale of tangible and intangible assets	207	67
Acquisition of shares in subsidiaries	-7 606	-286
Sale of shares in subsidiaries	0	0
Sale of other investments	25	50
Cash flow from investment activities	**-10 805**	**-922**
Cash flow from financing activities:		
Share issue	0	0
Paid dividends	- 1 639	-1 342
Received dividends	1 303	7 359
Short-term investments	2 450	734
Loss from the sale of short-term investments	- 1 913	-8 445
Change in loans granted increase (-)	-30	0
Loan withdrawals	10 000	1 682
Loan repayments	-1 475	-252
Cash flow from financing activities	**8 696**	**-264**
Change in liquid assets	**1 878**	**703**
Liquid assets on January 1	**2 628**	**1 925**
Liquid assets on December 31	**4 506**	**2 628**

parent company income statement

	Reference	1.1. - 31.12.2002 €		1.1. - 31.12.2001 €	
TURNOVER	1		**234 097.38**		**252 805.07**
Other operating income	2		94 199.50		208 053.03
Cost of goods sold					
Materials, supplies and goods					
Purchases during the period		275.17		20 563.23	
Increase (-) or decrease (+) in inventories		1 696.94	-1 972.11	-3 661.62	-16 901.61
Personnel expenses	3				
Salaries, wages and compensations		182 022.78		129 883.21	
Pension costs		28 723.32		24 122.86	
Other pay-related personnel expenses		9 958.33	-220 704.43	8 803.85	-162 809.92
Depreciation and loss of value					
Depreciation according to plan	5		-37 682.56		-16 882.69
Other operating expenses	4		-421 271.68		-425 783.99
OPERATING PROFIT			**-353 333.90**		**-161 520.11**
Financial income and expenses					
Dividend income		2 125 039.03		13 394 470.09	
Other interest and financial income		464 902.03		955 629.74	
Interest and other financial expenses		-1 452 557.56	1 137 383.50	-9 717 690.08	4 632 409.76
PROFIT BEFORE EXTRAORDINARY ITEMS			**784 049.60**		**4 470 889.64**
Extraordinary income and costs					
Group contributions	6		2 403 000.00		1 850 067.19
PROFIT BEFORE APPROPRIATIONS AND TAXES			**3 187 049.60**		**6 320 956.83**
Appropriations					
Change in depreciation difference	7		-116 480.00		0.00
PROFIT BEFORE TAX			**3 070 569.60**		**6 320 956.83**
Income taxes	8		-940 509.30		-1 835 045.82
NET PROFIT FOR THE FINANCIAL PERIOD			**2 130 060.30**		**4 485 911.01**

parent company balance sheet

	Reference		31.12.2002 €		31.12.2001 €
ASSETS					
FIXED ASSETS					
Intangible assets	9				
Other long-term expenditure			50 648.21		70 889.52
Tangible assets	9				
Buildings			2 475 200.00		0.00
Investments					
Shares in Group companies	10		5 174 221.53		5 077 217.55
TOTAL FIXED ASSETS			**7 700 069.74**		**5 148 107.07**
CURRENT ASSETS					
Inventories					
Materials and supplies			2 000.00		3 696.94
Non-current receivables					
Non-current receivables from Group companies			10 047 227.69		2 228 079.89
Current receivables					
Trade receivables		148.50		707.74	
Receivables from Group companies		5 738 515.77		4 912 614.50	
Other receivables		9 505.13		284 976.78	
Prepaid expenses and accrued income		1 594 242.17	7 342 411.57	2 045 012.88	7 243 311.91
Securities included in current assets			634 846.80		3 081 684.08
Cash at bank and in hand			3 172 945.68		57 348.11
TOTAL CURRENT ASSETS			**21 199 431.74**		**12 614 120.94**
TOTAL ASSETS			**28 899 501.48**		**17 762 227.99**
EQUITY AND LIABILITIES					
SHAREHOLDERS' EQUITY	11				
Share capital			2 521 851.19		2 521 851.19
Share premium fund			6 917 077.50		6 917 077.50
Retained earnings			4 931 665.74		2 084 957.99
Net profit for the financial year			**2 130 060.30**		**4 485 911.01**
TOTAL SHAREHOLDERS' EQUITY			**16 500 654.73**		**16 009 797.69**
ACCUMULATED APPROPRIATIONS					
Depreciation difference			116 480.00		0.00
LIABILITIES					
Non-current liabilities					
Loans from credit institutions	13	11 177 691.33		1 681 879.26	
Other non-current liabilities		0.00	11 177 691.33	0.00	1 681 879.26
Current liabilities					
Trade payables		1 098.00		5 006.62	
Amounts owed to Group companies		518 125.45		1 499.56	
Other liabilities		366 534.41		19 615.21	
Accrued liabilities and deferred income		218 917.56	1 104 675.42	44 429.65	70 551.03
TOTAL LIABILITIES			**12 282 366.75**		**1 752 430.31**
TOTAL EQUITY AND LIABILITIES			**28 899 501.48**		**17 762 227.99**

parent company cash flow statement

	2002 1 000 €	2001 1 000 €
Cash flow from operations:		
Payments received from sales	201	353
Payments received from other operating income	94	208
Amounts paid for operating expenses	-642	-610
Cash flow from business operations before financial items and taxes	-347	-49
Interests and other operations-related financial costs paid	-63	-10
Interests received from operations	54	50
Dividends received from operations	1 647	1 264
Direct taxes paid	0	-65
Cash flow from operations	**1 291**	**1 190**
Cash flow from investment activities:		
Investments in tangible and intangible assests	-2 400	-3
Sale of tangible and intangible assests	0	0
Other investments	-97	-286
Loans granted	-6 603	-1 910
Cash flow from investment activities	**-9 100**	**-2 199**
Cash flow from financing activities:		
Share issue	0	0
Short-term investments	2 732	0
Withdrawals of short-term loans	0	0
Withdrawals of long-term loans	10 000	1 682
Repayments of long-term loans	-168	0
Paid dividends and other distribution of profits	-1 639	-1 342
Cash flow from financial activities	**10 925**	**340**
Change in liquid assets	**3 116**	**-669**
Liquid assets on January 1	**57**	**726**
Liquid assets on December 31	**3 173**	**57**

key figures

	1.1. - 31.12. 2002 1 000 €	1.1. - 31.12. 2001 1 000 €
Turnover	41 856	29 280
Growth of turnover, %	43.0 %	32.0 %
Operating profit	5 182	3 663
% of turnover	12.4 %	12.5 %
Profit before extraordinary items provisions and taxes	5 487	4 857
% of turnover	13.1 %	16.6 %
Net profit for the financial year	3 733	3 219
% of turnover	8.9 %	11.0 %
Equity ratio, %	47.9 %	67.6 %
Return on equity (ROE), %	22.9 %	23.3 %
Return on investment (ROI), %	23.1 %	30.7 %
Gross investments in fixed assets	3 527	754
% of turnover	8.4 %	2.6 %
Average number of personnel during the period	431	314
Number of personnel at the end of period	489	372
Earnings per share, EUR	0.59	0.52
Equity per share, EUR	2.76	2.44
Dividend per share, EUR	0.34	0.26
Payout ratio, %	57.6 %	50.0 %
Effective dividend yield, %	5.8 %	5.0 %
P/E ratio of the shares	9.92	10.00

calculation of key figures

Equity ratio, %	Shareholders' equity + minority interest x 100 / Balance sheet total – advances received
Return on equity, % (ROE):	Profit before extraordinary items - taxes x 100 / Shareholders' equity + minority interest (average)
Return on investment, % (ROI):	Profit before extraordinary items + interest x 100 / Balance sheet total – interest-free liabilities (average)
Earnings per share, EUR:	Profit before extraordinary items +/- minority interest in the net profit - taxes x 100 / Share issue adjusted number of shares (average)
Equity per share, EUR:	Shareholders' equity / Share issue adjusted number of shares on balance sheet date
Dividend per share:	Dividend paid for the financial period / Share issue adjusted number of shares on balance sheet date
Payout ratio, %	Dividend per share x 100 / Earnings per share
Effective dividend yield, %	Dividend per share x 100 / Share issue adjusted share price on 31 December
P/E ratio of the shares	Share issue adjusted share price on 31 December / Earnings per share

accounting policies

consolidated subsidiaries

Regarding the comparison figures for 2001 the aquired companies income statements have been consolidated as follows: Everyman Oy, Office Solutions and Officeman Oy beginning at 1.4.2001 and KB-tuote Oy and Key Business Eesti Ou beginning at 1.9.2001.

The companies aquired in 2002, Wulff Oy Ab and Torkkelin Paperi Oy have been consolidated as of 11.11.2002. The group ownership in Everyman Oy has been increased by 6% units as of 1.8.2002.

principles of consolidation

Intra-Group shareholdings have been eliminated using the aquisition method. The consolidation goodwill that was generated in connection with the aquisitions during 2002 amounted to MEUR 5.1 has been capitalised and is depreciated during 10 years.

Intra-Group transactions, internal receivables and liabilities, internal margins on inventories, and internal distribution of profits have been eliminated. Minority interest is separated from consolidated shareholders' equity and profit and entered as a separate item.

foreign currency items

Foreign currency items are booked at the exchange rate of the transaction date. Foreign currency items in the balance sheet are valued at the official exchange rates quoted on the balance sheet date. Exchange gains and losses associated with net sales and purchases have been recorded in the income statement as adjustments to the corresponding items.

The balance sheets and income statements of foreign subsidiaries have been translated into euros in accordance with the official rate at the balance sheet date.

In the consolidated financial statements, translation differences arising from the shareholders' equity of subsidiaries have been recorded as translation differences adjusting the Group retained earnings.

income recognition

The billing value of the products, associated indirect taxes and reductions subtracted is recognised as revenue. Items are entered as income at the time of transfer of the product, i.e. on the basis of accrual.

intangible and tangible assets and depreciation policy

In the balance sheet, the book value of tangible and intangible assets is their original acquisition cost subtracted by accumulated depreciation according to plan. Depreciation is charged according to plan, as straight-line depreciation based on the original acquisition cost and the useful economic life of the assets.

Profits from the sale of tangible assets are entered as other operating income, and sales losses are entered as other operating costs.

valuation of inventories

Inventories are valued according to the FIFO principle, at the lower of acquisition price or their presumable sales price.

valuation of marketable securities

Marketable securities are valued at the lower of acquisition cost or market price.

matching of pension costs

The Group's pension arrangements are based on statutory pension insurance schemes. The key personnel of the group have received additional pension benefits of which affect on the group is no more than EUR 100 thousand annually. The costs of pension insurance have been spread out to correspond with the accrual-based salaries and wages in the income statement.

taxes

In the income statement, taxes based on the profits of the Group's companies as well as deferred taxes have been entered as income taxes.

The deferred tax liability has been calculated from the Group companies' accumulated depreciation above plan of the tangible assets. However, an equal amount of deferred tax assets has been booked based on difference between book to tax asset values on securities. The tax rate used is the confirmed tax rate on the balance sheet date.

	Group 2002 1 000 €	Group 2001 1 000 €	Parent Company 2002 1 000 €	Parent Company 2001 1 000 €
1. TURNOVER				
By business area				
Computer peripherals	11 758	10 482	0	0
Office supplies	9 517	6 192	1	8
Corporate promotional products	14 306	8 398	0	0
Ergonomic office products	5 863	4 207	0	0
Rental income	3) 412	0	0	0
Administrative services			233	245
Total	41 856	29 280	234	253
By market area				
Finland	34 945	24 391	234	253
Sweden	5 907	4 476	0	0
Norway	123	133	0	0
Estonia	881	281	0	0
Total	41 856	29 280	234	253
2. OTHER OPERATING INCOME				
Rental income	21	0	31	0
Proceeds from the sale of fixed assets	35	56	0	0
Re-charging of the Group's shared costs	99	0	25	208
Others	46	180	38	0
Total	201	236	94	208
3. PERSONNEL EXPENSES				
Management remuneration				
Managing Directors	339	262		
Members of the Board	0	0		
Total	339	262		
Average number of personnel during the financial year	431	314	5	4
4. OTHER OPERATING EXPENSES				
Rental fees	1 010	525	14	12
Marketing	856	883	58	108
Travel expenses	4 465	3 834	10	7
Others	3 246	1 883	339	299
Total	9 580	7 125	421	426
5. DEPRECIATION				
Depreciation periods according to plan				
Consolidation goodwill	10 vuotta			
Other long-term expenditure	5 vuotta			
Machinery end equipment	3-5 vuotta			
Buildings	20 vuotta			
Depreciation according to plan				
Other long-term expenditure	26	23	17	17
Consolidation goodwill	128	4) 121	0	
Machinery and equipment	627	574	0	0
Buildings	44	17	21	0
Total	825	735	38	17
6. EXTRAORDINARY INCOME AND EXPENSES				
Group contributions			2 403	1 850
Others	0	0	0	0

3) The rental income relate to the car leases of Grande Leasing Oy.

4) The consolidation goodwill that was generated in connection with the acquisitions has been fully depreciated during 2001.

	Group 2002 1 000 €	Group 2001 1 000 €	Parent Company 2002 1 000 €	Parent Company 2001 1 000 €
7. APPROPRIATIONS				
Difference between depreciation according to plan and depreciation for tax purposes			116	0
8. TAXES				
Income tax from ordinary operations	1 620	1 596	941	1 835
Change in deferred tax liability	0	-101		
Total	1 620	1 495	941	1 835
9. INTANGIBLE AND TANGIBLE ASSETS				
Other long-term expenditure				
Acquisition cost January 1 .	147	81	88	81
Additions from Jan 1 to Dec 31	5) 161	5) 66	0	7
Subtractions from Jan 1 to Dec 31	0	0	3	0
Acquisition cost December 31	308	147	85	88
Accumulated planned depreciation Jan 1	23	0	17	0
Planned depreciation from Jan 1 to Dec 31	26	23	17	17
Book value Dec 31	**259**	**124**	**51**	**71**
Consolidation goodwill				
Acquisition cost January 1	121	0		
Additions from Jan 1 to Dec 31	5 126	121		
Acquisition cost December 31	5 247	121		
Accumulated planned depreciation Jan 1	121	0		
Planned depreciation from Jan 1 to Dec 31	128	121		
Book value Dec 31	**4 998**	**0**		
Land areas				
Acquisition cost January 1	0	0	0	0
Additions from Jan 1 to Dec 31	5) 358	0	0	0
Acquisition cost December 31	358	0	0	0
Changes in value Jan 1	0	0	0	0
Recorded changes in value from Jan 1 to Dec 31	0	0	0	0
Book value Dec 31	**358**	**0**	**0**	**0**
Buildings				
Acquisition cost January 1	425	0	0	0
Additions from Jan 1 to Dec 31	2 496	425	2 496	0
Subtractions from Jan 1 to Dec 31	0	0	0	0
Acquisition cost December 31	2 921	425	2 496	0
Accumulated planned depreciation Jan 1	37	20	0	0
Planned depreciation from Jan 1 to Dec 31	44	17	21	0
Book value Dec 31	**2 840**	**388**	**2 475**	**0**
Machinery and equipment				
Acquisition cost January 1	3 298	2 493	0	0
Additions from Jan 1 to Dec 31	5) 1 435	5) 848	0	0
Subtractions from Jan 1 to Dec 31	277	42	0	0
Acquisition cost December 31	4 456	3 298	0	0
Accumulated planned depreciation Jan 1	1 411	837	0	0
Planned depreciation from Jan 1 to Dec 31	627	574	0	0
Book value Dec 31	**2 419**	**1 888**	**0**	**0**

5) The acquired companies assets have been treated as additions.

	Group 2002 1 000 €	Group 2001 1 000 €	Parent Company 2002 1 000 €	Parent Company 2001 1 000 €
10. SHARES AND SECURITIES				
Shares in subsidiaries				
Acquisition cost January 1 .			5 077	4 124
Additions from Jan 1 to Dec 31			97	953
Subtractions from Jan 1 to Dec 31			0	0
Book value Dec 31			**5 174**	**5 077**
OWNERSHIP OF THE SHARES IN SUBSIDIARIES	Group's owner-ship		Parent Company ownership	
Name of company	%		%	
Beltton Oy	100		100	
Beltton Svenska AB	75		25	
Grande Leasing Oy	100		0	
Looks Finland Oy	75		75	
Rader Norge A/S	100		80	
Suomen Rader Oy	100		67	
Vinstock Oy	100		63	
Naxor Finland Oy	100		100	
Everyman Oy	58		58	
Office Solutions Oy	70		70	
Officeman Oy	70		70	
KB-tuote Oy	100		100	
Key Business Eesti Oü	70		0	
Visual Globe Oy, established 5/2001	100		100	
Companies acquired during 2002				
Wulff Oy Ab	100		0	
Torkkelin Paperi Oy	100		0	
Beltton Investment Oy, established 11/2002	100		100	
Other shares and securities				
Book value Jan 1	617	717	0	0
Additions from Jan 1 to Dec 31	59	18	0	0
Subtractions	6	118	0	0
Book value Dec 31	**670**	**617**	**0**	**0**
11. SHAREHOLDERS' EQUITY				
Share capital on January 1	2 522	2 440	2 522	2 440
Increase in share capital	0	82	0	82
Share capital on December 31	**2 522**	**2 522**	**2 522**	**2 522**
Share premium fund January 1	6 690	6 159	6 917	6 386
Gain from share issues	0	531	0	531
Share premium fund December 31	**6 690**	**6 690**	**6 917**	**6 917**
Retained earnings January 1	6 160	4 329	6 571	3 427
Dividends paid	1 639	1 342	1 639	1 342
Currency translation difference	-8	-12		
Other changes	-46	-34		
Retained earnings December 31	4 467	2 941	4 932	2 085
Net profit for the financial year	3 733	3 219	2 130	4 486
Total shareholders' equity December 31	**17 412**	**15 372**	**16 501**	**16 010**
Calculation of distributable funds December 31				
Retained earnings	4 467	2 941	4 932	2 085
Net profit for the financial year	3 733	3 219	2 130	4 486
Part of accumulated depreciation difference entered in shareholders' equity	-513	-285		
Consolidation entries	-209	-128		
Distributable funds December 31	**7 478**	**5 747**	**7 062**	**6 571**

	Group 2002 1 000 €	Group 2001 1 000 €	Parent Company 2002 1 000 €	Parent Company 2001 1 000 €
12. DEFERRED TAX LIABILITY				
Deferred tax receivables from timing differences	209	128		
Deferred tax liability from depreciation difference	-209	-128		
Total	0	0		
13. NON-CURRENT LIABILITIES				
Non-current liabilities				
Loans from credit institutions	11 389	1 959	11 178	1 682
Pension loans	0	0	0	0
Other loans	0	0	0	0
14. PLEDGES GIVEN AND OTHER CONTINGENT LIABILITIES				
Chattel mortgages				
Used as guarantees	3 850	1 930	0	0
Not in use, free	600	1 200	0	0
Lease commitments	432	144	0	0
Guarantees				
Guarantees given on behalf of Group companies	200	1 350	200	1 350
Guarantees given on behalf of others	24	0	0	0
The following shares/assets have been pledged as collateral for the Parent company's loans. The book value is represented below:				
Martela	521	0	0	0
KB-Tuote Oy	683	683	683	683
Wulff Oy Ab	7 518	0	0	0
Torkkelin Paperi Oy	245	0	0	0
Wulff building	2 475	0	2 475	0
Wulff land area	358	0	0	0

Deposits amounting to EUR 105.000 have been pledged as collateral for the Group's rental commitments, import tax fees and as collateral for share trading.

The market value effect of the Group's derivative contracts is less than EUR 40.000 and the value of underlying securities is less than EUR 100.000 as at December 31, 2002.

board of directors' proposal for the distribution of profits

The consolidated balance sheet as at 31 December 2002 showed distributable funds in the amount of EUR 7.48 million. The parent company's balance sheet as at 31 December 2002 showed distributable funds of EUR 7.06 million. According to the parent company's balance sheet, the following amounts are at the disposal of the Annual General Meeting:

retained earnings	EUR 4.931.665.74
net profit for the financial year	EUR 2.130.060.30
total	EUR 7.061.726.04

The Board of Directors proposes to the Annual General Meeting that a dividend on EUR 0.34 per share, or a total of EUR 2.14 million, be paid for the year 2002, and that the remaining EUR 4.92 million be retained in non-restricted shareholders' equity.

Further, the Board of Directors proposes that the dividend be paid on 15.4.2003.

Espoo, March 13 2003

Ari Lahti
Chairman of the Board

Jyrki Paulin

Ari Pikkarainen

Sakari Ropponen

Heikki Vienola
Managing Director

auditors' report

to the shareholders of beltton-group plc

We have audited the accounts, the accounting records and corporate governance of Beltton-Group Plc for the period from 1 January to 31 December 2002. The financial statements prepared by the Board of Directors and the Managing Director include a report on operations as well as the income statement, balance sheet and notes to the accounts for both the Group and the parent company. Based on our audit, we give our opinion of the financial statement and corporate governance.

We have conducted our audit in accordance with sound accounting standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. The purpose of the our audit of corporate governance was to ensure that the members of the Board of Directors and the Managing Director have legally complied with the provision of the Companies' Act.

In our opinion, the financial statements were prepared in accordance with the Accounting Act and other rules and regulations governing the preparation of financial statements. The financial statements give a true and fair view, as defined in the Accounting Act, of the Group and parent company's result of operations and financial position. The financial statements and the consolidated financial statements can be adopted, and the members of the parent company's Board of Directors and the Managing Director can be discharged from liability for the period we have audited. The Board of Directors' proposal for the distribution of profit funds is in compliance with the Companies' Act.

Espoo, 14 March 2003

Tilintarkastus LOGOS Oy
Authorised Public Accountants

Juha Lindholm
Approved Accountant

Jukka Havaste
Authorised Public Accountant

shares and shareholders

At the end of 2002, Beltton-Group Plc had 6 304 628 shares. The shares are quoted on the NM list of the Helsinki Exchanges with the stock abbreviation BEL1V. The paid-in share capital of Beltton Group PLC is EUR 2 521 851.19. The minimum share capital of the company is EUR 2 000 000 and the maximum share capital is EUR 8 000 000.

The company has to option schemes directed to the personnel and members of the Board of Directors. The options included in the option sheme 2000 entitle to maximum subscription of 250 000 new shares. Based on these subscriptions, the company share capital can be rised by no more than EUR 100 000. The dilution effect of this scheme amounts to 3.8%.

The share subscription price is

- for holders of option warrant A, the subscription price of EUR 6 paid by private investors for the company share in conjunction with the Initial Public Offering,
- for holders of option warrant B, the weighted average of the trading prices of the share on the NM list of the Helsinki Exchanges in October 2000, in other words EUR 5.97, and
- for holders of option warrant C, the weighted average of the trading prices of the share on the Helsinki Exchanges in October 2001, in other words EUR 4.14.

The subscription periods are as follows:
Warrants A, from 1 October 2001 to 31 October 2004
Warrants B, from 1 October 2002 to 31 October 2004
Warrants C, from 1 October 2003 to 31 October 2004

The options included in the option scheme 2002 entitle to a maximum subscription of 200 000 new shares. Based on these subscriptions, the company share capital can be rised by no more than EUR 80 000. The dilution effect of this scheme amounts to 3.1%.

The subscription price for the options in the 2002 sheme is EUR 5 per share and the subscription period starts at April 1, 2004 and end at October 31, 2005.

The company shares are included in the book-entry securities system. On the balance sheet date, all the company shares were in the book-entry securities system. On 31 December 2002, one share was worth EUR 5.85. Market capitalisation at year-end was EUR 36.9 million. The shareholders' equity per share was EUR 2.76, compared to EUR 2.44 a year earlier. On 31 December 2002, the number of shareholders was 354.

On 31 December 2002, the total number of shares owned by members of the Board of Directors and the Managing Director, as well as societies under their control and persons under their guardianship, was 4 453 300, which represented 71 per cent of the total number of shares and votes.

major shareholders on December 2002	no. of shares	propotion of all shares %
Vienola, Heikki	2 900 155	46.00 %
Pikkarainen, Ari	1 529 845	24.27 %
Keskinäinen Eläkevakuutusyhtiö Tapiola	350 000	5.55 %
Keskinäinen Vakuutusyhtiö Tapiola	310 000	4.92 %
Keskinäinen Eläkevakuutusyhtiö Varma-Sampo	200 000	3.17 %
Talentum Media Oy	124 172	1.97 %
Optiomi Oy	133 800	2.12 %
Sijoitusrahasto Nordea Nordic Small Cap	110 700	1.76 %
Keskinäinen Henkivakuutusyhtiö Tapiola	110 000	1.74 %
Hautakangas, Jyrki	60 000	0.95 %
Jaakkola, Juhani	51 056	0.81 %
major shareholders together	5 745 928	91.14 %
others	558 700	8.86 %
total	6 304 628	100.00 %

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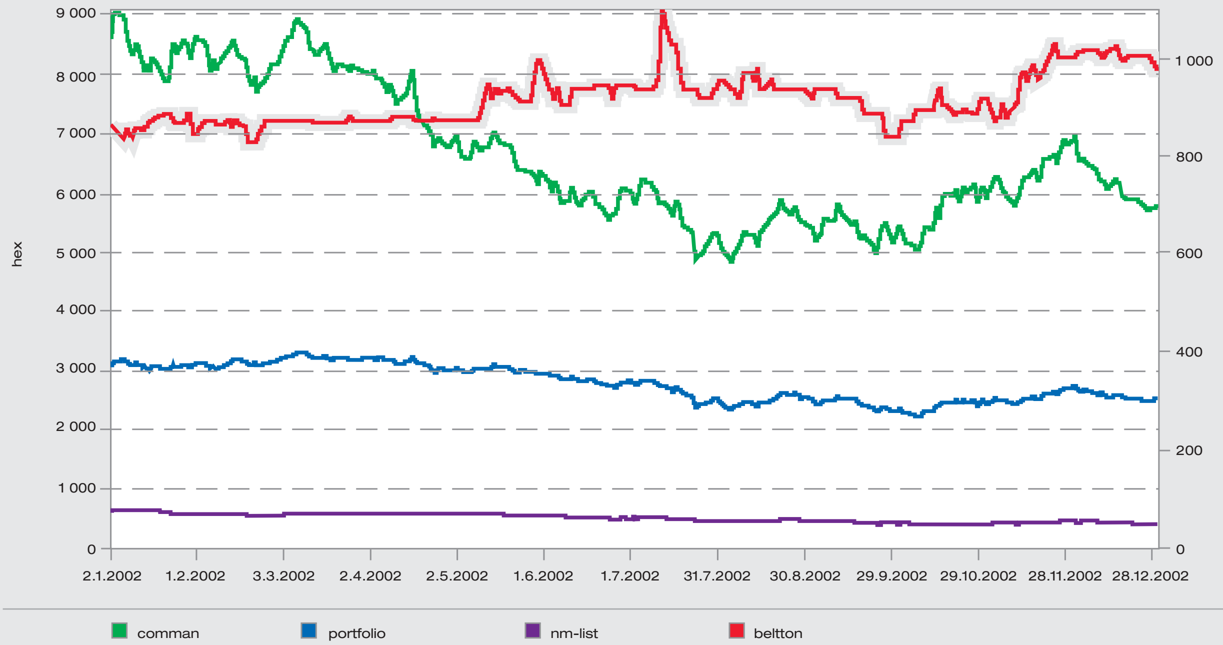

per share information	
closing price on december 31 2002	5.85
highest price of the financial year	6.55
lowest price of the financial year	4.65
average price in the financial year	5.53
number of shares traded	669 900
share trading %	10.63 %
market capitalisation December 2002	36 882 074
number of shares December 2002	6 304 628
number of shareholders December 2002	354

no. of shares	shareholders no. of shares	%	proportion of all shares no. of shares	%
1-500	207	58.5 %	52 600	0.8 %
501-1000	67	18.9 %	54 200	0.9 %
1001-10000	59	16.7 %	201 700	3.2 %
10001-100000	13	3.7 %	361 356	5.7 %
100001-	8	2.3 %	5 634 872	89.4 %
total	354	100.0 %	6 304 628	100.0 %

owner groups	shareholders no. of shares	%	proportion of all shares %
private owners	288	81.6 %	77.01 %
financial and insurance institutions	7	2.0 %	9.46 %
corporations	48	13.6 %	4.50 %
public organisations	2	0.6 %	8.72 %
non profit organisations	1	0.3 %	0.16 %
foreign owner	8	2.0 %	0.15 %
total	354	100.0 %	100.00 %

shareholder information

The annual General Meeting of Beltton-Group Plc will be held at the Sokos Hotel Tapiola Garden, Tapionaukio 3, Espoo, on Wednesday 3 April starting at 3 p.m.

Shareholders who wish to attend the Annual General Meeting should register with the company by Friday 28 March 2003 in writing to Beltton-Group Plc, Nuijamäki 2, 02630 Espoo, or by phone on +358 9 525 9000, by fax on +358 9 523 393 or by e-mail to info@beltton.fi

Shareholders, entered in the shareholder register maintained by the Finnish Central Securities Depository no later than on 24 March 2003, are entitled to attend the meeting.

payment of dividend

The Board of Directors proposes to the Annual General Meeting that a dividend of EUR 0.34 per share be paid for the financial year 2002. The dividend decided by the Annual General Meeting is paid to shareholders registered in the shareholder register maintained by the Finnish Central Securities Depository on the dividend record date, 8 April 2003. The Board of Directors proposes to the Annual General Meeting that the dividend be paid on 15.04.2003.

taxable value

The confirmed taxable value of the share in 2002 is EUR 4.21.

guidelines for insiders

Beltton-Group Plc has adopted guidelines for insiders that are based on the instructions issued by the Finnish Financial Supervision regarding the application of the Securities Market Act in public companies. Beltton-Group Plc's register of insiders is kept in the SIRE system of the Finnish Central Securities Depository.

financial information

Beltton-Group Plc will publish the following financial information in 2003:
Interim report for January-March on 13 May 2003
Interim report for January-June on 14 August 2003
Interim report for January-September on 13 November 2003

Beltton-Group Plc does not issue interim reports in printed format. Instead, the information will be available immediately after disclosure on our website at www.beltton.com.

To order bulletins and other material, please contact:
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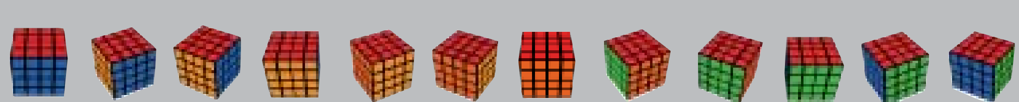

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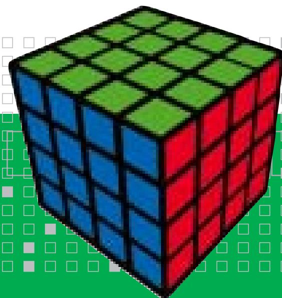

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