



3Q08

**Share Price (09/30/08)** ROMI3 - R\$ 9.00/share

Market Capitalization R\$ 707 million US\$ 369 million

**Total Shares** 

Common: 78.557.547 Total: 78.557.547

Free Float: 54,7%

#### Conference Call - English

Date: 10/23/2008 Time: 12h00 (Brazil) 15h00 (London) 10h00 (NY)

Phone: US – 1 800 860 2442 Brazil – 11 4688 6301 Others – 1 412 858 4600

Access Code: romi

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FIRB – Financial Investor Relations Brasil www.firb.com Santa Bárbara d'Oeste, SP, October 22, 2008 – Indústrias Romi S.A. (Bovespa: ROMI3), a domestic market leader in Machine Tools and Plastic Processing Machines, announces its results for the third quarter 2008 (3Q08). Except where otherwise stated, the Company's operating and financial information is presented on a consolidated basis according to IFRS standards and monetary values are expressed in Reais.

# Net Operating Revenue reaches R\$ 199.8 million in 3Q08 and grows 21.5% compared with 3Q07

## **Highlights**

- The Machine Tool Order Book reports a year on year increase of 33.4%, reflecting
  a still solid performance of the domestic economy and the grows of heavy machine-tools
  in the mix of sales;
- Growth in Net Operating Revenue at all Business Units, highlighting the 23.4% increase at the Rough and Machine Cast Iron Parts unit;
- Exports in US dollars increase 65.2% in 3Q08, compared with 3Q07, indicating the competitiveness of the Company in the foreign market;
- Romi acquires assets and subsidiaries of Sandretto, a move towards the internationalization of the plastic processing machines unit, in line with the Company' strategy.

ROMI - Consolidated	Quarter			Ac	ccumulated	
In Thousand Reais	3Q07	3Q08	% Chg.	9M07	9M08	% Chg.
Sales Volume						
Machine Tools (units)	599	697	16.4	1,669	1,865	11.7
Plastic Machines (units)	113	107	(5.3)	266	292	9.8
Rough and Machined Cast Iron Parts (tons)	5,467	5,800	6.1	15,379	17,043	10.8
Net Operating Revenue	164,514	199,836	21.5	443,158	529,955	19.6
Gross margin (%)	44.4%	41.8%		43.6%	41.2%	
Operating Income (EBIT)	36,877	38,409	4.2	89,763	96,413	7.4
Operating margin (%)	22.4%	19.2%		20.3%	18.2%	
Net Income	36,936	37,330	1.1	91,529	96,009	4.9
Net margin (%)	22.5%	18.7%		20.7%	18.1%	
EBITDA	39,978	42,118	5.4	98,372	107,124	8.9
EBITDA margin (%)	24,3%	21.1%		22.2%	20.2%	
Investments	7,307	38,927		19.787	70.147	

EBITDA = net earnings less financial result, taxes, depreciation and amortization.

(\*) To better understand the result for this period, EBIT, EBITDA and Net Income were adjusted in order to disconsider the gain originated from the acquisition of Sandretto's Subsidiaries, impacting these items by R\$19,316, R\$19,316 and R\$12,773 respectively.

As from December 31 2007, the Company has been reporting its Financial Statements in accordance with the IFRS. In the above table, the figures for 2007, previously published according to BRGAAP standards, have been adjusted to IFRS accounting principles for comparison purposes.

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# CORPORATE PROFILE

**Romi** is a leading company among the Brazilian manufacturers of Machine Tools and Plastic Processing Machines. It also has an important share of the Rough and Machined Cast Iron Parts market. The Company's main customer segments are automotive and auto parts, capital goods and consumer goods in general.

The Company has eleven industrial units, of which four are dedicated to the final assembly of industrial machinery. Romi also operates a foundry, an industrial unit for high-precision tooling systems, tree units for the machining of components, one unit for the manufacture of sheet metal components and a division for the assembly of electronic control panels. The Company has an annual installed production capacity of approximately 3,900 machines and about 40,000 tons in castings.

The Machine Tools Business Unit, which accounted for about 62.9% of the Company's 3Q08 sales revenue, comprises lines for Conventional Lathes, CNC Lathes (computerized numerical control), Machining Centers and Romicron® High Precision Boring Tools. The Rough and Machined Castings and Plastic Processing Machines business units, the latter comprising plastic injection and blow molding machines, contributed approximately 18.3% and 18.8%, respectively to sales revenue for the period.

## CURRENT ECONOMIC SCENARIO

## **Current Economic Scenario**

The world economic scenario worsened at the end of the third quarter 2008, accentuating the credit crunch in the United States and its systemic impact on countries elsewhere. Impacts were particularly severe on stock markets worldwide.

With some inflationary pressure already present, Brazil also began to experience the effects of a spiraling and volatile foreign exchange rate, the Real depreciating by 17% during September alone. The Ibovespa stock index reported the sharpest losses in the past ten years while economic activity indicators point to weaker growth in 2008 and specially in 2009.

With its principal driver being growth in the industrial GDP and in consumption, business at the Company may be impacted by a weaker demand.

As for foreign exchange policy, we have seen a transformation in the US Dollar x Real exchange rates, the appreciating domestic currency reversing into an accumulated depreciation and ending September 30, 2008 reporting 8% devaluation for the period. If on the one hand, this increase may strengthen Company' competitiveness in export and domestic markets, on the other hand it introduces additional cost pressures on imported components.

## MARKET



## Market

The Company's main customer segments remained active in 3Q08. Romi's principal competitive advantages in the domestic market – advanced technology products, a nationwide direct distribution network, round the clock technical assistance, provision of attractive buyer credit conditions and short product delivery times – allowed the Company to report sales growth in line with the annual plan.

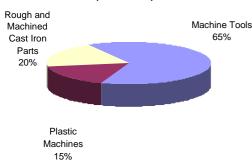
## New Orders (gross values including sales taxes)

Order Entry (R\$ thousands)	3Q07	3Q08	% Chg.
Machine Tools	117,360	136,795	16.6
Plastic Machines	31,912	31,811	(0.3)
Rough and Machined Cast Iron Parts	33,994	41,425	21.9
Total	183,266	210,031	14.6

3Q08 order booking reported a growth of 14.6% compared with 3Q07, with the Rough and Machined Cast Iron Parts unit showing a stronger recovery compared to 2Q08.



#### Order Book (Distribution) - 3Q08



Order Entry (R\$ thousands)	9M07	9M08	% Chg.
Machine Tools	360,509	438,348	21.6
Plastic Machines	114,525	115,907	1.2
Rough and Machined Cast Iron Parts	108,434	114,917	6.0
Total	583,468	669,172	14.7

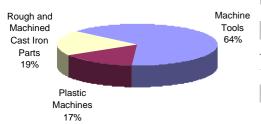
As was the case in preceding quarters, the Machine Tools unit reported the most robust growth, a reflection of the good performance to date of the domestic economy, notably the industrial and services sector.

Order Entry (R\$ thousands)	2Q08	3Q08	% Chg.
Machine Tools	168,928	136,795	(19.0)
Plastic Machines	49,726	31,811	(36.0)
Rough and Machined Cast Iron Parts	31,727	41,425	30.6
Total	250,381	210,031	(16.1)

In comparison with the preceding quarter, new orders fell 16.1% in 3Q08. This variation is considered normal, principally due to business arising from the International Industrial Machinery Fair in May and reflecting in a spike in new orders during the second quarter. The policy of renegotiating prices in the Rough and Machined Cast Iron Parts unit in the previous quarter proved successful and new orders rose 30.6% by value in 3Q08.

Note: The values for the order book do not include parts, services and resale business.

## New Order (Distribution) - 3Q08



## Order Book (gross values including sales taxes at the end of each period)

Order Book (R\$ thousands)	3Q07	3Q08	% Chg.
Machine Tools	106,208	141,726	33.4
Plastic Machines	47,248	37,854	(19.9)
Rough and Machined Cast Iron Parts	38,173	42,672	11.8
Total	191,629	222,252	16.0

The order book at the end of 3Q08 reported an increase of 16.0% against the same period in 2007, a quarter when the Company's performance had already exceeded expectations. Worthy of note was growth at the Machine Tools unit, an indication of Romi's success in leveraging market opportunities.

Order Book (R\$ thousands)	2Q08	3Q08	Var.%
Machine Tools	145,757	141,726	(2.8)
Plastic Machines	48,770	37,854	(22.4)
Rough and Machined Cast Iron Parts	26,558	42,672	60.7
Total	221,085	222,252	0.5

The value in new orders when set against the preceding quarter reflects normal seasonal fluctuations for the machine tools and plastic processing machine businesses. The increase in the value of new orders at the Rough and Machined Cast Iron Parts should be seen in the light of comments already made under the 'New Orders' heading.

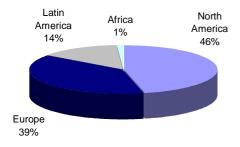
Note: The values for the order book do not include parts, services and resale business.



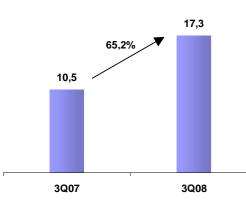
# OPERATING PERFORMANCE

# Net Operating Revenue (R\$ Milliom) 199.8 21.5

## Exports Destination(3Q08)



## Exports (US\$ million)



## **Net Operating Revenue**

Consolidated Net Operating Revenue in 3Q08 reached R\$ 199.8 million, 21.5% higher than in the third quarter of 2007. This growth was basically due to the good overall performance of the Company's operations and the continued favorable scenario for industrial activity in Brazil to date. On the basis of the accumulated period for the first nine months of the year, Net Operating Revenue of R\$ 530.0 million exceeded that for the same period in 2007 by 19.6% and in line with the Company's estimates.

In 3Q08, overseas revenue posted R\$ 30.2 million, a year on year increase of 53,0% (R\$ 19,8 million in 3Q07). Despite the appreciation of the Real against the US Dollar (until early September), the Company's permanent monitoring of overseas markets was instrumental in 3Q08 sales recording a total of US\$ 17.3 million. This is equivalent to a growth of 64.8% in relation to the US\$ 10.5 million exported in 3Q07.

During the quarter under review, overseas revenue represented 15.1% of Net Operating Revenue against 12.1% in 3Q07. The USA continued to be the largest international market for Romi products with a share of 46.3% of total overseas sales (49.4% in 3Q07), followed by Europe with 38.8% (30.8% in 3Q07), Latin America with 13.9% (16.9% in 3Q07), the highlight being Argentina accounting for 4.5%, and Africa with 1.0%.

For the nine-month period 2008, overseas sales represented 13.3% (US\$ 41.3 million) in comparison with 13.5% (US\$ 30.1 million) for the same period in 2007. For the accumulated period, overseas revenue to the USA accounted for 47.2% (51.4% in 9M07), Europe 32.7% (28.6% in 9M07), Latin America 18.1% (12.2% in 9M07), Asia 1.3% (6.7% in 9M07) and Africa and Oceania 0.7% (1.1% in 9M07).

#### Net Operating Revenue (R\$ thousand)

Romi - Consolidated	Quarter			A	ccumulated	
Net Operating Revenue (R\$`000)	3Q07	3Q08	% Chg.	9M07	9M08	% Chg.
Machine Tools	109,086	125,656	15.2	289,396	337,300	16.6
Plastic Machines	25,998	37,588	44.6	71,952	94,064	30.7
Rough and Machined Cast Iron Parts	29,430	36,592	24.3	81,810	98,591	20.5
Total	164,514	199,836	21.5	443,158	529,955	19.6

## Note: See income statements per Business Unit in Annex I

## **Machine Tools**

Volume of sales amounted to 697 units, a growth of 16.4% over the same period in 2007 (599 units). For the accumulated nine-month period in 2008 (9M08), sales were 1,865 units against 1,669 units for the same period in 2007, an increase of 11.7%.

Net operating revenue for this business unit posted a growth of 15.2% in 3Q08 compared with 3Q07, totaling R\$ 125.7 million. Net operating revenue for the first three quarters was R\$ 337.3 million, a growth of 16.6% against the same period 2007 in line with management expectations.

Romi's major customers in 3Q08 continued to be in the machining services, machinery and equipment, automotive and tooling sectors.

## **Plastic Processing Machines**

In 3Q08, the physical sales from the Plastic Processing Machines Unit totaled 107 machines, a reduction of 5.3% as compared with the same period in 2007 (113 machines). In 9M08 sales reached 292 machines against 266 units in the same period in 9M07, an increase of 9.8%.

Net operating revenue from this unit in 3Q08 reached R\$ 37.6 million against R\$ 26.0 million in 3Q07, representing an increase of 44.6%. Discounting the consolidation impact of Romi Itália Srl. (see specific note), this amount represents 22.7% of total net operating revenue and equivalent to R\$ 31.9 million in 3Q08, reversing the results below expectations for the preceding quarter. For the accumulated period during the year, net

operating revenue was R\$ 94.0 million, a growth of 30.7% in relation to the accumulated total for 2007 during the same period.

Demand for this unit's products continued to come mainly from the automotive, services, packaging, home appliance, construction and electrical-electronic industries.

## **Rough and Machined Cast Iron Parts**

In 3Q08, this unit posted sales of 5,800 tons, equivalent to an increase of 6.1% over the same period in 2007. For the accumulated nine-month period, sales totaled 17,043 tons, 10.8% higher than 9M07.

This performance reflects an improvement in net revenue of 24.3% in 3Q08, reaching the value of R\$ 36.6 million (R\$ 29.4 million in 3Q07). As mentioned in the previous release, the partial passing on of cost increases in raw materials to sale prices also contributed to enhanced net revenue. For the accumulated period of nine months, the net operating revenue was R\$ 98.6 million, a growth of 20.5% in relation to the R\$ 81.8 million for the same period in 2007.

Main demand during the period came from the truck, automotive, energy generation equipment, agriculture, automotive and capital goods sectors.

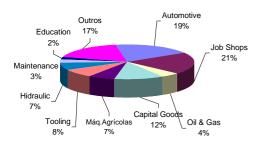
## **Operating Costs and Expenses**

Third quarter gross margin declined 2.6 pp compared with 3Q07, and was in line with 2Q08. Management attributes this performance to the same factors prevailing in the latter quarter:

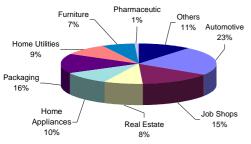
- the appreciation of the Real currency, the Company maintaining a policy of discounting prices to protect its domestic market share against imports; (USD x REAL = R\$ 1.66 average foreign exchange rate for the period).
- higher export volume on which margins were thinner due to the foreign exchange rate;
- a significant rise in prices of some metal-based raw materials affecting the rough and machined cast iron parts unit.

It is worth pointing out that while, on the one hand, the exchange rate acted as a cap on customer prices, on the other hand, it resulted in a partial reduction in the costs of components used in the Company's end products, principally in the case of imports, but also others acquired in the domestic market.

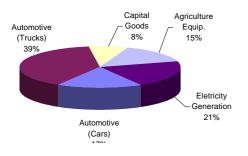
## **Machine Tools - Main Sectors**



## Plastic Machines - Main Sectors



## Rough and Machined Cast Iron Parts Main Sectors



Romi - Consolidated	Quarter		Accum	ulated
Gross Margin (%)	3Q07	3Q08	9M07	9M08
Machine Tools	47.2%	45.1%	46.3%	45.6%
Plastic Machines	38.4%	40.1%	41.5%	37.4%
Rough and Machined Cast Iron Parts	39.5%	32.0%	35.7%	29.6%
Total	44.4%	41.8%	43.6%	41.2%

Romi - Consolidated	Qua	rter	Accum	ulated
Operating Margin (%)	3Q07 3Q08		9M07	9M08
Machine Tools	23.3%	22.8%	20.8%	21.2%
Plastic Machines	14.3%	9.2%	16.3%	10.3%
Rough and Machined Cast Iron Parts	26.3%	17.3%	21.9%	15.3%
Total	22.4%	19.2%	20.3%	18.2%

(\*) To better understand the plastic machines result for this period, EBIT was adjusted in order to disconsider the gain originated from the acquisition of Sandretto's Subsidiaries, impacting by R\$ 19,316.

Net Operating Revenue - EBIT (R\$ Million)

38.4

36.9

3Q07

3Q08

The operating margin in 3Q08 posted a reduction of 3.2 pp against 3Q07, disconsidering out the effect of the gain from the acquisition of the Sandretto's subsidiaries. If we also discount the impact from the consolidation of Romi Itália Srl. (see specific note) the reduction would have been 1.7 pp in relation to 3Q07, the quarter thus posting a margin of 20.7%. This effect is due to the factors already mentioned as well as the provisioning for management profit sharing - this year being provisioned on a monthly basis (up to 2007, an allowance was made in the month of December only). Discounting the 0.6 pp impact of provisioning this charge, the operating margin for the period would have been 21.3%.

#### **Machine Tools**

The unit reported a 45.1% gross margin in 3Q08, a decline of 2.1 pp compared with the 47.2% posted in 3Q07. The quarter's operating margin was stable compared with the same period in 2007, with only a reduction of 0.5 pp due to increased competition from imported products.

#### **Plastic Processing Machines**

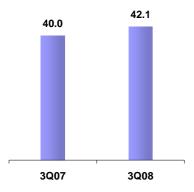
The Plastic Processing Machines Unit registered a considerable reduction in operating margin, falling 5.1 pp (3Q08 x 3Q07). If we excluded the effect of the consolidation of Romi Itália Srl. (see specific note on the subject) we would have seen an increase of 2.0 pp over 3Q07 and would have ended the quarter, recording a margin of 16.3% - in line with the variation in gross margin.

This recovery in margin largely reflects the increase in revenue volume during the quarter. Net revenue in 2Q08 was below the plan due to certain temporary bottlenecks in production capacity which were largely solved during the third quarter.

## **Rough and Machined Cast Iron Parts**

The Rough and Machined Cast Iron Parts Unit reported a reduction of 7.5 pp compared with 3Q07. Operating margin also slipped by 9.0 pp (3Q08 x 3Q07). The main reasons for the reduction in margins were significant increases in acquisition costs of metal-based raw materials and a proportionally higher growth in the output of rough castings, for which margins are somewhat thinner than in the case of machined castings. We should point out that there was a significant advance in 2008 gross and operating margins, when compared with 1Q08, principally due to a partial pass-through of increased raw material costs to the end customer. Compared with the second quarter, margins reported a small decline, mainly due to unscheduled maintenance costs and a change in production and export mix of rough castings.

# EBITDA (R\$ million)



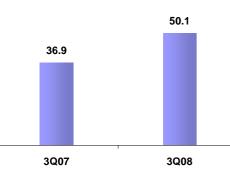
## **EBITDA and EBITDA Margin**

In 3Q08, operating cash generation as measured by EBITDA (Earnings before Financial Results, Taxes, Depreciation and Amortization) restated for the gain from the acquisition of Sandretto, reached R\$ 42.1 million, an expansion of 5.4% over the same period in 2007. The EBITDA margin of 24.3% for 3Q07 posted a decline to 21.1% in 3Q08. The mainly reasons were the allowance for management profit sharing overheads in the amount of R\$1.2 million, the effect of consolidation of Romi Itália Srl. (see specific note) amounting to R\$ 5.6 million of net operating revenue and R\$ 1.0 million of negative EBITDA, impacting the margin by 1.7 pp.

Reconciliation of Net Income to EBITDA	Quarter		Ac	cumulated		
R\$ thousands	3Q07	3Q08	% Chg.	9M07	9M08	% Chg.
Net Income	36,936	50,103	35.6	91,529	108,782	18.8
Net Financial Income	(6,876)	(9,939)	44.5	(19,401)	(25,126)	29.5
Income tax and social contributions	6,817	17,561	157.6	17,635	32,073	81.9
Depreciation and amortization	3,101	3,709	19.6	8,609	10,711	24.4
EBITDA	39,978	61,434	53.7	98,372	126,440	28.5
Gain fron acquisition of Sandretto subsidiaries	-	(19,316)	-	-	(19,316)	-
Adjusted EBITDA	39,978	42,118	5.4	98,372	107.124	8.9
EBITDA Margin	24.3%	21.1%	-	22.2%	20.2%	-



## Net Income (R\$ million)



## CAPEX

## **Net Income**

The 3Q08 IFRS accounts recognize in the net income of R\$ 50.1 million the gain from the acquisition of Sandretto subsidiaries resulted from the preliminary estimated of fair value. If this impact is eliminated, Net Income would have been R\$ 37.3 million, 1.1% up on the figure of 3Q07 of R\$ 36.9 million. Again disconsider the gain resulting from Sandretto' subsidiaries acquisition, the accumulated net income would have risen 4.9%, if compared with the same period in 2007. In addition, the charge for management profit sharing is being booked on a monthly basis as compared previously to a annual once-only allowance made in December, this effect reducing net income by R\$ 3.7 million in 9M08.

## **Dividends**

In accordance with the Board of Director's resolution at the meeting of September 2 2008, payment of Interest on Equity was made on October 20 2008, to be incorporated in the mandatory minimum dividend for fiscal 2008. Pay-out amounted to R\$ 10.3 million, equivalent to a gross value of R\$ 0.1313 per share.

## **Capital Expenditures**

In 3Q08, the Company invested R\$ 38.9 million in fixed assets, 433% greater than the same period in 2007. Capex in the first nine months of 2008 was R\$ 70.1 million, representing year on year growth of 254% (R\$ 19.8 million). These values are in line with Romi's budget for the year and were channeled largely to the Paradiso and Vulcano projects.

## **Acquisitions**

## Romi Itália Srl (Sandretto)

On July 24 2008, the Company, through its indirect subsidiary Romi Itália S.R.I. (Romi Italy), in turn a direct subsidiary of Romi Europa GmbH ("Romi Europe") entered into a Corporate Stakes and Business Complex Acquisition Agreement ("agreement"). Under this contract, the Company acquired for €7,900 thousand (equivalent to R\$ 19,529 thousand on the date of the agreement), goods and rights denominated "Business Complex" from "Sandretto Industrie S.r.I." ("Sandretto Italy"), currently in special administration (Italian bankruptcy proceedings), with registered offices in Grugliasco, city of Turin, Italy. The corporate purpose of the new subsidiary is the engineering, manufacture and sale of plastic injection molding machines. The acquisition price comprises (values converted to Reais at the rate of the agreement date):

- a) €2,480 thousand (equivalent to R\$ 6,131 thousand) with respect to stakes corresponding to 100% of the capital stock of the subsidiaries
- b) €5,419 thousand (equivalent to R\$ 13,397 thousand), with respect to the business complex of the Sandretto Italy subsidiary, incorporating fixed assets, inventory and tangible and intangible goods.

The payment schedule of the acquisition price is as follows:

- a) €1,000 thousand (equivalent to R\$ 2,472 thousand), paid on July 14, 2008;
- b) €4,500 thousand 0 (equivalent to R\$ 11,124 thousand) to be paid in four installments of € 1,125 thousand (equivalent to R\$ 2,781 thousand), the first maturing on January 17, 2009;
- c) €2,400 thousand (equivalent to R\$ 5,933 thousand) to be paid on November 14, 2008

According to the acquisition agreement, the Company undertakes to maintain business activities at the Grugliasco and Pont Canavese plants in Turin for at least two years. The



Company also undertakes to maintain a labor force of not less than 250 employees ("guarantee") for the same period. In the event of non-compliance with these guarantees, Romi will be subject to a fine equivalent to  $\leqslant$  1,375 thousand (equivalent to R\$ 3,398 thousand).

In line with IFRS, the acquisition of the former Sandretto Italy Subsidiaries generated a gain of € 7,822 thousand (equivalent to R\$ 19,316 thousand converted at the exchange rate on acquisition date), recorded in the "Other Operating Revenue" item. This reflects the value paid being less than the preliminary estimate of the fair value of the subsidiaries' assets acquired and the liabilities assumed.

Considering that the acquisition was closed during the third quarter, the Company has still not finalized the fair valuation of all assets and liabilities. Under IFRS 3 rulings, the Company has up to one year from the date of acquisition to register the final adjustments for establishing fair value. Values shown above may therefore differ from the final fair value.

Following the acquisition, Romi Italy's financial data for September 2008 is shown in the table below and refers to the result for the period from the date of acquisition until the end of 3008:

	9M08				
	Romi Consolidated	Romi	Gain from	Romi	
	without Itália	Italy	Subsidiaries (*)	Consolidated	
Net Operating Revenue	524,269	5,686		529,955	
Operating Profit	98,148	(1,735)	19,316	115,729	
Net Income	97,476	(1,467)	12,773	108,782	

(\*) The Operating Income and Net Income were impacted by R\$ 19,316 and R\$ 12,773 respectively, reflecting recognition of the gain resulting from the value paid being less that the preliminary estimate of fair value of the assets acquired and the liabilities assumed, a non-recurring effect, and booked solely for IFRS purposes.

For the purposes of this earnings release, the impact of the acquisitions was booked to the Plastic Processing Machine business unit. Note however that in order to show the numbers more effectively, the non-recurring gain described above has been intentionally adjusted.

The effect of the Romi Itália Srl on the Plastic Processing Unit's new orders and outstanding order book as at September 30 2008 is R \$ 4,932 and R\$ 3,785, respectively.

## Risk, Financial Instruments and Loans

## **Temporary Cash Investments**

The financial investments, including those where the underlying instrument is debentures, are undertaken with first class institutions, the relative income largely linked to the Interbank Deposit Certificate ("CDI").

	09/30/2008
Cash and cash equivalents	
Bank Certificate of Deposit (CDB)	149,573
Financial Investments with debentures as the underlying instrument	81,114
LFTs - Financial Treasury Bill	3,264
FIC - Multi-Market Unit Investment Fund	
Others	2,940
Total	236,891
Redeemable investments after 90 days	
Financial Investments backed by debentures	3,896
Bank Certificate of Deposit (CDB)	4,432
Total	8,328
Overall Temporary Cash Investments	245,219
Cash and Banks	10,821

Foreign exchange rate risk - the Company and its subsidiaries are protected from this risk through a natural hedge, namely the existence of currency assets and liabilities. Efforts are always made to maintain matching proportions and liquidity.

Finame Fabricante credit operations risks – the liabilities related to these are backed by receivables generated from on-lending. Title to the equipment related to these receivables is registered with a notary's office in favor of the Company, the purpose being to reduce eventual risk of losses.

The Company adopt as a policy do not entering into derivative agreements, therefore, as of September 30 2008, the Company had no outstanding derivative operations.

### Loans

	09/30/2008		
	Current	Noncurrent	
Fixed Assets –R\$	6,446	49,046	
FINAME Others – R\$	4,449	6,883	
Others – R\$	1,919	2,048	
Export Financing - US\$	9,425	4,786	
Romi Machine Tools, Ltd. – working capital - US\$	45	141	
Romi Europa and subsidiaries – working capital – €	4,260	180	
Total – R\$	26,544	63,084	

The maturities of financing recorded as of September 30, 2008 are as follows:

	09/30/2008
2008	2,333
2009	28,618
2010	19,504
2011	12,012
After 2011	27,161
Total	89,628



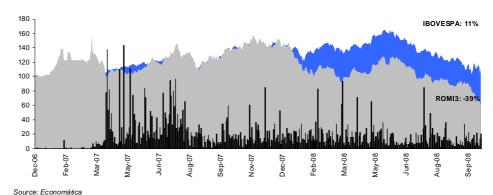
## CAPITAL MARKETS

## **Capital Markets**

The Company's common shares (ROMI3) reported a depreciation of 44.9% during the third quarter, the closing price being R\$ 9.00, a reflection of the crisis in the financial markets. Over the same period the Bovespa Stock Index fell by 23.8%.

Romi's market capitalization was R\$ 707 million at the end of the quarter. Average daily trading volume during 3Q08 was R\$ 2.4 million.

# Share Performance (ROMI3) vs. Bovespa Index (Basis: 100) - R\$/Share Period: December/2006 - December/2008



## **IFRS**

As from December 31 2007, the Company began publishing its Financial Statements in accordance with IFRS principles. We show below the impacts of the differences in accounting principles between IFRS and BRGAAP standards for 9M08.

	09/30/2008
Shareholders' Equity in BRGAAP (excluding minority participations)	687,378
Adjustments in IFRS:	
Reversion of negative goodwill in Rominor	4,199
Recognition in results of gain recorded in the acquisition of Sandretto assets	19,316
Deferred income tax and social contribution on the foregoing adjustments	(7,947)
Adjustments for currency conversions	1,746
Shareholders' equity in IFRS (excluding minority participations)	704,692
	<u>9M08</u>
Net Income in BRGAAP	96,009
Adjustments in IFRS:	
Recognition in results of gain recorded in the acquisition of Sandretto assets	19,316
Deferred income tax and social contribution on the foregoing adjustments	(6,543)
Net Income in IFRS	108,782



## **Share Repurchase Program**

On a meeting held on October 21st, 2008 its Board of Directors approved a Repurchase Program of its Common Shares ("Program"), in accordance to its Bylaws, to CVM instructions no 10/80 and no 268/97 and other legal requirements. The repurchased shares will be kept in Company's treasury and later on may be cancelled without stock capital reduction or resold to the public.

With the Program, the Company intends to generate shareholder value by utilizing part of its available cash and profit reserves.

Share repurchase operations will begin on October 22nd, 2008 and end on April 17, 2009 and will be carried on at the Bolsa de Valores de São Paulo – BOVESPA at market prices by the broker Santander S.A. CCT.

Up to 3,800,000 common shares will be repurchased under the Program, representing 8.84% of Company's free float, that on this date amounts 42,963,059 common shares.

Forward-looking statements contained in this release with respect to the Company's business, forecasts for operating and financial results, and references to potential growth prospects, represent mere forecasts and were based on Management's estimates with respect to future performance. These estimates are highly dependent on market conditions, the economic situation of Brazil, of the industry and the international markets, and for this reason, are subject to change.



# **Financial Statements**

## **Consolidated Balance Sheet**

IFRS (R\$ Thousands)

ASSETS	2Q08	3Q08
CURRENT	836,398	902,863
Cash and Cash equivalents	219,012	136,762
Marketable securities	63,329	119,278
Trade accounts receivable	64,383	83,955
Trade accounts receivable - Finame Manufacturer	260,059	280,589
Inventories	211,242	256,782
Recoverable taxes	14,485	19,432
Other assets	3,888	6,065
NON CURRENT	646,929	739,030
Long-Term Assets	485,791	528,557
Trade accounts receivable	2,313	5,186
Trade accounts receivable - Finame Manufacturer	452,759	483,970
Recoverable taxes	6,331	9,046
Deferred income taxes	10,064	12,512
Escrow Deposits	10,383	12,112
Other assets	3,941	5,731
Investments		
Property, Plant and Equipment	156,799	204,481
Other investments	2,843	4,496
Goodwill	1,496	1,496
TOTAL ASSETS	1,483,327	1,641,893



## **Consolidated Balance Sheet**

Corporate Law (R\$ thousands)

LIABILITIES AND SHAREHOLDER'S EQUITY	2Q08	3Q08
CURRENT	357,035	427,016
Loans	18,161	26,544
Loans - Finame Manufacturer	222,734	243,408
Trade accounts payable	39,948	43,932
Payroll and related charges	31,600	41,257
Taxes payable	10,239	18,596
Advances from customers	15,246	18,382
Interest on capital, dividends and participations	13,660	15,117
Other liabilities	5,447	19,780
NON CURRENT	460,762	507,683
Loans	58,113	63,084
Loans - Finame Manufacturer	384,345	411,111
Deferred income taxes on negative goodwill	1,404	7,947
Taxes payable	2,735	3,146
Other liabilities	2,060	8,186
Provision for contingencies	12,105	14,209
SHAREHOLDER'S EQUITY	663,260	704,692
Capital	505,764	505,764
Capital reserves	2,209	2,209
Cumulative Translation Adjustments	(1,206)	1,024
Profit reserves/retained earnings	156,493	195,695
MINORITY INTERESTS	2,270	2,502
TOTAL SHAREHOLDER'S EQUITY AND MINORITY INTERESTS	665,530	707,194
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY	1,483,327	1,641,893



# **Income Statement**

**IFRS** 

R\$ Thousand	3Q07	3Q08	% Chg.	9M07	9M08	% Chg.
Gross Operating Revenue	199,046	240,276	20.7	533,875	640,143	19.9
Taxes on sales	(34,532)	(40,440)	17.1	(90,717)	(110,188)	21.5
Net Operating Revenue	164,514	199,836	21.5	443,158	529,955	19.6
Cost of sales and services	(91,416)	(116,347)	27.3	(250,003)	(311,716)	24.7
Gross Profit	73,098	83,489	14.2	193,155	218,239	13.0
Gross Margin %	44.4%	41.8%		43.6%	41.2%	
Operating Expenses	(36,221)	(25,764)	(28.9)	(103,392)	(102,510)	(0.9)
Selling	(15,006)	(17,129)	14.1	(42,317)	(47,331)	11.8
General and administrative	(13,166)	(20,468)	55.5	(37,446)	(52,860)	41.2
Research and development	(7,091)	(7,450)	5.1	(19,308)	(21,195)	9.8
Taxation	(1,258)	(694)	(44.8)	(5,191)	(1,887)	(63.6)
Other operating revenue	300	19,977	6.559,0	870	20,763	2.286,6
Operating Income before Financial Results	36,877	57,725	56.5	89,763	115,729	28.9
Operating Margin %	22.4%	28.9%		20.3%	21.8%	
Financial Results	6,876	9,939	44.5	19,401	25,126	29.5
Financial income	7,812	10,767	37.8	21,153	28,394	34.2
Financial expenses	(1,130)	(1,311)	16.0	(3,554)	(4,161)	17.1
FX changes, net	194	483	149.0	1,802	893	(50.4)
Income before income tax and social contribution	43,753	67,664	54.6	109,164	140,855	29.0
Income tax and social contribution	(6,817)	(17,561)	157.6	(17,635)	(32,073)	81.9
Net income	36,936	50,103	35.6	91,529	108,782	18.8
Net Margin %	22.5%	25.1%		20.7%	20.5%	
Management profit sharing	36,776	49,871	35.6	91,149	108,151	18.7
Minority interests	160	232	45.0	380	631	66.1
Willionty interests	100	202	70.0	000	001	00.1
EBITDA	39,978	61,434	53.7	98,372	126,440	28.5
Net income	36,936	50,103		91,529	108,782	
Income tax and social contribution	6,817	17,561		17,635	32,073	
Financial results	(6,876)	(9,939)		(19,401)	(25,126)	
Depreciation	3,101	3,709		8,609	10,711	
EBITDA Margin %	24.3%	30.7%		22.2%	23.9%	
Nº of shares in capital stock (th)	78,558	78,558		78,558	78,558	
Net income per share - R\$	0,47	0,64		1,25	1,38	
Book value per share - R\$	8,10	8,97		8,10	8,97	



# Cash Flow IFRS (R\$ mil)

R\$ thousands	3Q07	3Q08	9M07	9M08
Cash from operating activities				
Net Income	36,936	50,103	91,529	108,782
Income Tax and Social Contribution accrued	6,132	20,009	19,546	36,569
Financial Expenses	1,130	1,311	3,554	4,161
Depreciation	3,101	3,709	8,609	10,711
Provision for doubtful accounts	332	(40)	246	1,322
Loss (Gain) on sale of fixed assets	(301)	1	(464)	(824)
Interest on accounts receivable, accounts payable and loans	(2,820)	(3,341)	(2,076)	(33)
Deferred income tax and social contribution	(687)	(2,448)	(1,911)	(4,496)
Provision for inventory devaluation	(891)	(1,396)	(1,192)	(2,621)
Provision for contingencies	(12)	373	(2,799)	436
Gain on aquisition of stake on subsidiaries		(19,316)	-	(19,316)
Change on operating assets		( - , ,		( - , ,
Purchase of trading securities	(4,276)	(55,949)	(61,793)	(7,766)
Trade accounts receivable	(4,950)	(14,529)	(9,773)	(7,736)
Trade accounts receivable - Finame Manufacturer	(51,006)	(51,741)	(127,927)	(131,442)
Inventories	(8,143)	(25,322)	(20,614)	(51,695)
Recoverable taxes, net	(1,021)	(7,183)	(3,079)	(10,987)
Other current and long term assets	2,338	1,010	993	(650)
Ü	2,330	1,010	995	(030)
Change on operating liabilities				
Trade accounts payable	(1,001)	(1,310)	3,301	13,187
Payroll and related charges	6,736	8,849	6,253	4,358
Income Tax and Social Contribution paid	(10,494)	(6,934)	(15,688)	(14,075)
Interest paid	(1,967)	(1,987)	(2,491)	(5,974)
Payroll and related charges	10,975	1,453	316	(5,680)
Advances from customers	(1,801)	3,084	2,496	8,628
Other current and long term liabilities	(245)	5,740	1,511	3,987
Cash provided by (used in) operating activities	(20,561)	(95,854)	(111,453)	(71,154)
Acquisitions of fixed assets	(7,307)	(38,927)	(19,787)	(70,147)
Sale of assets	2,737	30	3,590	1,041
Acquisitions of subsidiaries	-	(5,883)	-	(5,883)
Cash on subsidiaries aquired	-	7,524	-	4,200
Goodwill	-	(1,653)	-	(1,653)
Cash flow used in investment operations	(4,570)	(38,909)	(16,197)	(72,442)
Interest on capital	(12,981)	(15,708)	(97,768)	(26,308)
New loans and financing	(212)	16,950	43,697	31,157
Payments of loans	(1,364)	2,850	(6,798)	(27,407)
New loans - Finame Manufacturer	80,272	48,076	217,401	212,209
Payments of loans Finame Manufacturer	(44,058)	(636)	(120,350)	(99,284)
Cash flow from financial activities	21,657	51,532	36,182	90,367
Increase in capital through the issuance of new shares	-	-	229,973	-
Net Cash Flow	(3,474)	(83,231)	138,505	(53,229)
FX changes on cash in overseas subsidiaries	-	981	-	981
Cash and cash equivalents - beginning of period	211,062	219,012	71,069	189,010
Cash and cash equivalents - end of period	207,588	136,762	209,574	136,762



# **Annex I**Income Statement by Business Units – 9M08

R\$ '000	Machine Tools	Plastic Machines	Rough and Machined Cast Iron Parts	Total
Gross Operating Revenue	403,334	114,083	122,726	640,143
(-) Taxes on Sales Net Operating Revenue	(66,034) <b>337,300</b>	(20,019) <b>94,064</b>	(24,135) <b>98,591</b>	(110,188) <b>529,955</b>
Cost of Sales and Services Business Units Transfers	(179,620) 18,257	(43,609)	(88,487) 27,585	(311,716) 45,842
Business Units Transfers	(22,053)	(15,241)	(8,548)	(45,842)
Gross Profit	153,884	35,214	29,141	218,239
Gross Margin %	45.6%	37.4%	29.6%	41.2%
Operating Expenses	(82,247)	(6,205)	(14,058)	(102,051)
Selling	(30,685)	(11,143)	(5,503)	(47,331)
General and Administrative	(33,844)	(10,793)	(8,223)	(52,086)
Research and Development	(17,447)	(3,748)	-	(21,195)
Taxation	(1,174)	381	332	(1,887)
Other operating revenue	903	19,860		20,763
Operating Income before Public Offering Expenses	71,637	29,009	15,083	115,729
Operating Margin - II %	21.2%	30.8%	15.3%	21.8%

# Income Statement by Business Units – 9M07

R\$ mil	Machine Tools	Plastic Machines	Rough and Machined Cast Iron Parts	Total
Gross Operating Revenue	344,545	86,728	102,602	533,875
(-) Taxes on Sales Net Operating Revenue	(55,149) <b>289,396</b>	(14,776) <b>71,952</b>	(20,792) <b>81,810</b>	(90,717) <b>443,158</b>
Cost of Sales and Services	(155,513)	(28,525)	(65,965)	(250,003)
Business Units Transfers	15,939	-	22,049	37,988
Business Units Transfers	(15,786)	(13,550)	(8,652)	(37,988)
Gross Profit	134,036	29,877	29,242	193,155
Gross Margin %	46.3%	41.5%	35.7%	43.6%
Operating Expenses	(73,985)	(18,118)	(11,289)	(103,392)
Selling	(29,246)	(8,622)	(4,449)	(42,317)
General and Administrative	(25,752)	(5,498)	(6,196)	(37,446)
Research and Development	(15,882)	(3,426)	-	(19,308)
Taxation	(3,975)	572	644	(5,191)
Other operating revenue	870	-	-	870
Operating Income before Financial Results	60,051	11,759	17,953	89,763
Operating Margin %	20.8%	16.3%	21.9%	20.3%



# Income Statement by Business Units – 3Q08

R\$ '000	Machine Tools	Plastic Machines	Rough and Machined Cast Iron Parts	Total
Gross Operating Revenue	149,890	45,424	44,962	240,276
(-) Taxes on Sales Net Operating Revenue	(24,234) <b>125,656</b>	(7,836) <b>37,588</b>	(8,370) <b>36,592</b>	(40,440) <b>199,836</b>
Cost of Sales and Services Business Units Transfers Business Units Transfers Gross Profit	(66,989) 5,935 (7,912) <b>56,690</b>	(17,545) - (4,963) <b>15,080</b>	(31,813) 9,874 (2,934) <b>11,719</b>	(116,347) 15,809 (15,809) <b>83,489</b>
Gross Margin %	45.1%	40.1%	32.0%	41.8%
Operating Expenses	(28,067)	7,684	(5,381)	(25,764)
Selling General and Administrative Research and Development Taxation	(10,782) (10,979) (6,032) (391)	(4,130) (6,446) (1,418) (182)	(2,217) (3,043) - (121)	(17,129) (20,468) (7,450) (694)
Other operating revenue	117	19,860		19,977
Operating Income before Financial Results	28,623	22,764	6,338	57,725
Operating Margin - II %	22.8%	60.6%	17.3%	28.9%

# Income Statement by Business Units – 3Q07

R\$ '000	Machine Tools	Plastic Machines	Rough and Machined Cast Iron Parts	Total
Gross Operating Revenue	130,088	31,650	37,308	199,046
(-) Taxes on Sales Net Operating Revenue	(21,002) <b>109,086</b>	(5,652) <b>25,998</b>	(7,878) <b>29,430</b>	(34,532) <b>164,514</b>
Cost of Sales and Services Business Units Transfers Business Units Transfers Gross Profit	(57,703) 6,043 (5,924) <b>51,502</b>	(10,396) - (5,624) <b>9,978</b>	(23,317) 8,374 (2,869) <b>11,618</b>	(91,416) 14,417 (14,417) <b>73,098</b>
Gross Margin %	47.2%	38.4%	39.5%	44.4%
Operating Expenses	(26,079)	(6,264)	(3,878)	(36,221)
Selling	(10,504)	(3,078)	(1,424)	(15,006)
General and Administrative	(9,294)	(1,870)	(2,002)	(13,166)
Research and Development	(5,968)	(1,123)	-	(7,091)
Taxation	613	(193)	(452)	(1,258)
Other operating revenue	300	-	-	300
Operating Income before Public Offering Expenses	25,423	3,714	7,740	36,877
Operating Margin - I %	23.3%	14.3%	26.3%	22.4%