







# February 10, 2015 **4Q14 Earnings Release**

### December 31, 2014

### **Share price**

ROMI3 - R\$2.87/share

### **Market capitalization**

R\$205.9 million US\$77.6 million

### **Number of shares**

Common: 71,757,647 Total: 71,757,647

Free Float = 48.4%

### **Investor Relations Contact**

### Fabio B. Taiar

Investor Relations Officer Phone: (19) 3455-9418

dri@romi.com

### **Juliana Mendes Calil**

**Investor Relations Coordinator** Phone: (19) 3455-9514

jcalil@romi.com

## February 11, 2015

### **Earnings Conference Call**

Time: 11:00 a.m. (Brazil) Dial-in numbers:

+55 (11) 3193-1001 or (11) 2820-4001

Access code: Romi

### **Earnings Conference Call in English**

Time: 1:00 p.m. (São Paulo) 3:00 p.m. (London) 10:00 a.m. (New York) Dial-in numbers: US +1 (786) 924-6977 Brazil +55 (11) 3193-1001

Other + 1 (888) 700-0802 Access code: Romi







Santa Bárbara d'Oeste, SP, February 10, 2015 – Indústrias Romi S.A. ("Romi") (BM&FBovespa: ROMI3), domestic market leader in the Machine Tools and Plastic Processing Machines markets, as well as an important producer of Raw and Machined Cast Iron Parts, announces its results for the fourth quarter of 2014 ("4Q14"). Except where otherwise stated, the Company's operating and financial information is presented on a consolidated basis, in accordance with International Financial Reporting Standards (IFRS).

### HIGHLIGTS

# EBITDA margin in 4Q14 reached 7.7% and Net Profit in 2014 was R\$7.7 million

- Even with an adverse macroeconomic scenario, Romi reported a net profit of R\$7.7 million in 2014.
- Net operating revenue fell by 2.6% in 4Q14 and 2.8% in 2014 over the equivalent periods in 2013 due to the lower demand in the Brazilian market.
- Net debt position in 4Q14 decreased by 9.4% (R\$10.6 million), as a result of the continuous operational efficiency improvement, evidencing that the strategy of making the operation more flexible has positively impacted the working capital.
- The volume of order entry was R\$199.2 million in 4Q14, 10.2% up from 4Q13, mainly due to the growth of the wind power market demand in the Castings Business Unit which, in the same comparison, grew 89.3%. B+W accounted for R\$ 44.6 million of the order entry in the quarter.
- In 2014, R\$ 32.5 million were invested, mainly on machinery and equipment to optimize the operational structure and the efficiency and to improve working capital.
- Revenue from foreign market in 2014 represented 31% of consolidated net operating revenue, up 13.8% in US dollars comparing to 2013, which represented 26%, showing the first positive results arising from the reorganization of subsidiaries abroad.
- Romi's Share Buyback Program, which was started on July 29, 2014, was completed on December 12, 2014, with the purchase of three million shares for the total price of R\$ 10,348,514.96, at an average price per share of R\$ 3.45.

			Quarter			A	Accumulated	
R\$'000	4Q13 <sup>(1)</sup>	3Q14	4Q14	Chg. %	Chg. %	YTD 2013 <sup>(1)</sup>	YTD 2014	Chg. %
Sales Volume				4Q/4Q	4Q/3Q			14/13
Machine Tools (units)	443	325	387	-12.6%	19.1%	1,513	1,238	-18.2%
Plastic Machines (units)	60	37	42	-30.0%	13.5%	220	170	-22.7%
Raw and Machined Cast Iron Parts (tons)	4,475	4,167	3,378	-24.5%	-18.9%	17,500	14,680	-16.1%
Net Operating Revenue	193,786	165,516	188,789	-2.6%	14.1%	667,423	648,611	-2.8%
Gross margin (%)	32.6%	23.0%	24.4%			29.0%	25.8%	-
Operating Income (EBIT)	22,185	(957)	5,494	-75.2%	-674.1%	30,277	9,584	-68.3%
Operating margin (%)	11.4%	-0.6%	2.9%	100		4.5%	1.5%	-
Continued Operations Net Income	17,642	(229)	5,575	-68.4%	-2534.5%	26,379	7,672	-70.9%
Discontinued Operations Net Income	183	-	-	-	-	(24,537)	-	0.0%
Net Income	17,825	(229)	5,575	-68.7%	-2534.5%	1,842	7,672	316.4%
Continued Operations Net margin (%)	9.1%	-0.1%	3.0%			4.0%	1.2%	-
EBITDA	31,359	7,567	14,514	-53.7%	91.8%	66,329	44,796	-32.5%
EBITDA margin (%)	16.2%	4.6%	7.7%			9.9%	6.9%	-
Investments	8,911	10,096	6,486	-27.2%	-35.8%	29,575	32,526	10.0%

EBITDA = Earnings before interest, taxes, depreciation and amortization.

<sup>(1)</sup> The results of operations of the subsidiary in liquidation, Romi Italy, were presented as "profit (loss) for the year from discontinued operations" in the periods respectively identified above.

### **CORPORATE PROFILE**

Indústrias Romi S.A. ("Romi" or "Company"), founded in 1930, is the leader in the Brazilian industrial machinery and equipment market, and an important manufacturer of raw and machined cast iron parts. The Company is listed on BM&FBovespa's "New Market", which is reserved for companies with a higher level of corporate governance. Romi manufactures machine tools (Conventional Lathes, CNC (Computerized Numerical Control) Lathes, Lathing Centers, Machining Centers, Vertical and Horizontal Heavy and Extra-Heavy Lathes and Drilling Mills), plastic injection and blow molding machines, and ductile or CDI gray cast iron parts, which may be supplied in raw or machined form. The Company's products and services are sold around the world and used by various industrial segments, such as the automotive (light and heavy), agricultural machinery, capital goods, consumer goods, tools, hydraulic equipment and wind power industries, among many others.

The Company has eleven manufacturing units, four of which are dedicated to the final assembly of industrial machinery, two foundries, three units for component machining, one unit for the manufacture of steel sheet components, and one plant for the assembly of electronic control panels. Of these, nine are located in Brazil and two in Germany. The Company has installed capacity for the production of approximately 3,450 industrial machines and 50,000 tons of castings per year.

The Machine Tools Business Unit accounted for 70.0% of the Company's revenue for 2014. The Plastic Processing Machines and Raw and Machined Cast Iron Parts Business Units contributed 15.0% and 15.0%, respectively, to the revenue for the period.

### **CURRENT ECONOMIC SCENARIO**

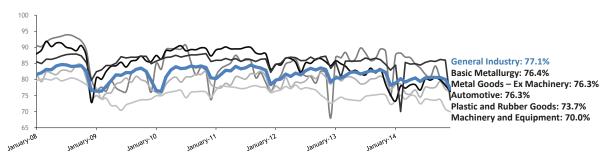
The year 2014 presented a slowdown of the economic activity and, mainly of the Brazilian industry, due to the uncertainties surrounding the market since its beginning. This scenario, combined with the consistent increase in interest rates and events such as the World Cup and the presidential election, contributed to the scenario of volatility and lack of confidence negatively impacted the level of investments over the year.

Aware of the difficulties faced by the Brazilian industry, on June 18, 2014 the Federal Government launched an incentive measures package, which includes the extension of the Investment Sustaining Program (PSI), which offers credit line from the National Bank for Economic and Social Development (BNDES) for purchase of capital goods (machinery, equipment, trucks and buses used in the production) until the end of 2015, and the return of the Reintegra Program, among other measures. However, these incentives were not sufficient to boost the demand and the industrial production accumulates a fall of 3.2% in 2014 when compared with 2013, according to data of the Brazilian Institute of Geography and Statistics (IBGE), which also show that the production of the capital goods industry accumulates, in the same comparison, a decrease of 9.6%.

The machinery and equipment consumption (sum of sales of domestic and imported machinery and equipment) in Brazil fell 15.0% in 2014 in comparison with 2013, according to data from the Brazilian Machinery and Equipment Industry Association (ABIMAQ). Excluding the exchange rate effect on this account, that is, when we use the average exchange rate for the same period of 2013, the fall is 18.9%.

In 2014, the Brazilian automotive industry produced 15.3% less than in 2013, based on data from the Brazilian Association of Automotive Vehicle Manufacturers (ANFAVEA). The production of trucks and agricultural machinery, which directly impacts the level of orders to Romi's Business Units, decreased 25.2% and 17.9%, respectively, in the period.

The level of installed capacity utilization (NUCI) of the São Paulo state industry in general, prepared by the São Paulo State Federation of Industries (FIESP), shows how weak 2014 for the Brazilian industrial sector. During the year, further to the decrease of the NUCI level, there were also falls in the employment level, in the number of hours worked, in the amount of invoicing and in the number of new orders, while the prices of inputs continued increasing:



Source: Fiesp -INA Activity Level Indicator - NUCI (Level of Utilization of Installed Capacity), December, 2014

In this scenario, the Industrial Entrepreneur Confidence Index (ICEI), released by the National Confederation of Industry (CNI) as shown in the table below, remained below 50 points, showing the entrepreneurs' lack of confidence since April 2014, remaining at levels lower than those reached in the peak of the financial crisis in 2008:



The Dollar, whose average rate in Reais was 8.4% over the rate in 2013, is also an important factor for the local industry's competitiveness. In addition to stimulating exports, it makes imported products, the main competitors of Romi's products in the Brazilian market, less attractive.

For 2015, increase in taxes, increase in interest rates, public spending adjustments, among other measures, are expected, resulting in a slow pace of the Brazilian economy.

With an unstable and unpredictable scenario, Romi continues working consistently in making its structure more flexible in order to respond more quickly to demand fluctuations.

### **MARKET**

Romi's main competitive advantages in the domestic market – products with cutting-edge technology, the company's own nationwide distribution network, ongoing technical assistance, availability of attractive customer credit packages in local currency, and short product delivery times – are all recognized by customers, giving the ROMI® brand name a traditional and prestigious reputation.

Order Entry (R\$ 000) Gross Values, sales taxes included	4Q13	1Q14	2Q14	3Q14	4Q14	Chg 4Q14/4Q13	Chg 4Q14/3Q14
Machine Tools	119,676	119,538	117,411	95,697	114,601	-4.2%	19.8%
Plastic Machines	35,170	18,337	24,100	20,178	27,974	-20.5%	38.6%
Rough and Machined Cast Iron Parts	25,940	36,447	26,899	34,371	56,664	118.4%	64.9%
Total	180,786	174,321	168,410	150,245	199,239	10.2%	32.6%

Order Entry (R\$ 000) Gross Values, sales taxes included	2013	2014	Var 2013/2011
Machine Tools	522,041	447,246	-14.3%
Plastic Machines	131,803	90,589	-31.3%
Rough and Machined Cast Iron Parts	142,455	154,382	8.4%
Total	796,299	692,216	-13.1%

Romi has worked on more assertively on meeting the demand of its customers, focusing its efforts on the development of products that meet the needs of its customers on a global basis.

The order entry volume in the last quarter of 2014 increased by 10.2% as compared with the same period of 2013 and 32.6% compared with the immediately preceding quarter.

This performance was mainly due to the result obtained by the raw and machined cast iron parts segment and to the Company's German operation, B+W. For raw and machined cast iron parts segment, the highlight is the supply to the wind power segment, which presented a recovery at the end of the year. As for B+W, there was an order entry concentration in the last quarter of the year. This concentration in certain quarters without a defined seasonality is considered natural in the businesses of B+W since it sells high value added solutions.

In 2014, the order entry was R\$ 692.2 million, 13.1% down from 2013. As a highlight, the Raw and Machined Cast Iron Parts reported an annual growth of the order entry by 8.4%, as a result of the increased number of parts for the wind power segment.

B+W's order entry in 4Q14 reached R\$ 44.6 million (R\$ 20.1 million in 4Q13). In 2014, B+W's order entry reached R\$ 103.1 million, 6.0% over the equivalent period in 2013. In Euros, the order entry remained steady in relation to 2013.

In 4Q14 the Machine Tools Business Unit posted a 4.2% drop in performance as compared with 4Q13; however, when we consider only the domestic market orders, such drop was 36.4% reflecting the instability of the Brazilian economic situation, which weighs down on demand for investments. Comparing the year 2014 with 2013, the drop was 23.7%.

The Plastic Machines Business Unit, whose consumer markets are those with the greatest relation with consumption, had a fall of 20.5% in its orders entry in 4Q14 in comparison with the same period of 2013. In the comparison of 2014 with 2013, the fall was 31.3%.

The Raw and Machined Cast Iron Parts Business Unit's demand was 118.4% up in 4Q14 from same period of 2013, impacted by an increased demand of the wind power segment, one of the main segments served by the unit. In 2014, the Unit's order entry was 8.4% up from 2013.

Order Book (R\$ 000) Gross Values, sales taxes included	4Q13	1Q14	2Q14	3Q14	4Q14	Chg 4Q14/4Q13	Chg 4Q14/3Q14
Machine Tools	238,522	227,486	248,174	215,695	189,247	-20.7%	-12.3%
Plastic Machines	41,345	38,233	35,819	24,254	35,351	-14.5%	45.8%
Rough and Machined Cast Iron Parts	29,556	38,388	35,979	34,403	55,959	89.3%	62.7%
Total	309,423	304,107	319,971	274,351	280,557	-9.3%	2.3%

Note: The order backlog figures do not include parts, services and resales.

As at December 31, 2014, the order backlog totaled R\$ 280.6 million, 9.3% down from the volume at the end of 4Q13 and 2.3% up from the volume at the end of 3Q14, showing the challenges to be faced in the next quarters, either to adjust the operation to such production level or to look for new markets that demand Romi products.

### **OPERATING PERFORMANCE**

### **NET OPERATING REVENUE**

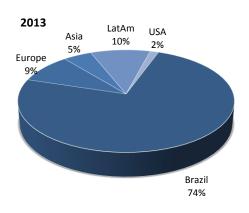
The Company's net operating revenue in 4Q14 reached R\$188.8 million, 2.6% down from 4Q13, in line with the decreased revenue of the Raw and Machined Cast Iron Parts Business Unit, equivalent to 70.0% of the Company's total revenue.

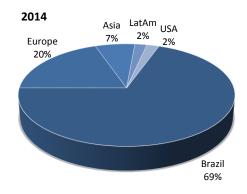
In 2014, consolidated net operating revenue was R\$648.6 million, 2.8% down from 2013.

			Quarter			Accumulated			
Net Operating Revenue (R\$ 000) (2)	4Q13	3Q14	4Q14	Chg 4Q4Q	Chg 4Q/3Q	YTD 2013	YTD 2014	Chg 14/13	
Machine Tools	145,464	115,300	140,632	-3.3%	22.0%	475,725	453,799	-4.6%	
Plastic Machines	22,697	22,314	22,587	-0.5%	1.2%	81,159	97,194	19.8%	
Raw and Machined Cast Iron Parts	25,625	27,902	25,570	-0.2%	-8.4%	110,539	97,618	-11.7%	
Total	193,786	165,516	188,789	-2.6%	14.1%	667,424	648,611	-2.8%	

(2) The income statements by business unit and B+W's financial statements are presented in the appendices to this release.

The domestic market accounted for 69.5% of Romi's revenue in 2014. Considering the revenue obtained in the foreign market, which takes into account sales by Romi's subsidiaries abroad (Mexico, US, UK, France, Germany, Spain and B+W), the breakdown of Romi's total revenue, by geographical region, was:





Below we show the revenue obtained in the foreign market, in Reais and Dollars:

Foreign Sales			Quarter			Accumulated			
	4Q13	3Q14	4Q14	Chg 4Q4Q	Chg 4Q/3Q	YTD 2013	YTD 2014	Chg 14/13	
Net Sales (R\$ million)	49.0	53.0	81.3	66.1%	53.4%	159.3	197.9	24.3%	
Net Sales (US\$ million)	21.5	23.3	32.0	48.5%	37.1%	72.9	83.0	13.8%	

The Company has increasingly invested in its operations outside Brazil since it believes in the consuming potential of its machinery, which offers quality, performance and competitive prices.

### **Machine Tools**

This Unit's net operating revenue reached R\$ 140.6 million in 4Q14, of which R\$ 55.2 million refers to the consolidation of B+W's net operating revenue. This consolidated amount represented a 3.3% decrease when compared with the same period of 2013. In 2014, this Unit's revenue was R\$ 453.8 million, 4.6% down from 2013. B+W's revenue in 2014 was R\$ 127.0 million, 9.5% up from 2013.

In 4Q14, 387 new machines were sold, 12.6% down from the same period of 2013 (443 units). In 2014, 1,238 new machines were sold, 18.2% down from 2013 (1,513 units).

However, when we exclude B+W's machines from this comparison we note that this Unit's net operating revenue fell 24.5% in 4Q14 and 9.2% in 2014 when compared with the same periods of 2013, while the number of new machines invoiced, in this same comparison, fell 14.1% in the guarter and 21.5% in the year.

This is because the mix of products invoiced by Romi in 4Q14, excluding B+W, presents a greater share of conventional lathes for technical schools (education) whose sale has the purpose of consolidating the Company's name and reputation since the beginning of the contact between the apprentices and the machine tools. On the other hand, their margins are lower than of other machines of the Company's portfolio.

In 2014, the segments with the greatest demand for this Unit's products were: services, machinery and equipment, technical schools, automotive (light and heavy), tooling and agricultural machinery.

### **Plastic Processing Machines**

In 4Q14, the Unit's net revenue totaled R\$22.6 million, 0.5% down from 4Q13.

In 4Q14, 42 new machines were sold, 30.0% down from the same period of 2013 (60 machines). In 2014, 170 new machines were sold, 22.7% down from 2013 (220 machines).

The mix of machines invoiced in 2014 comprises a greater share of larger machines, with higher value added both in Brazil and abroad. This is a result of the strategy adopted some years ago when the Company started prioritizing this type of machine, associating Romi's portfolio of plastic injection and blow molding machines with the most modern machines offered in the world market.

The segments with the greatest demand for this Unit's products in 2014 were: packaging, automotive, service and furniture.

### **Raw and Machined Cast Iron Parts**

In 4Q14, this Unit's net operating revenue was R\$ 25.6 million, a 0.2 drop in relation to the same period of 2013. Although the commercial automotive (trucks) and agricultural

segments posted low performance in 2014, the wind power segment begins to resume its orders and the production volume for this segment is already returning to satisfactory levels.

In 4Q14, 3,378 tons of raw and machined cast iron parts were sold, 24.5% down from 4O13 (4,475 tons). In 2014, 14,680 tons were sold, 16.1% down from 2013 (17,500 tons).

### **OPERATING COSTS AND EXPENSES**

The gross margin in 4Q14, of 24.4%, was 826 basis points lower than in 4Q13, impacted by the mix of machine tools, which had a greater share of products with lower sophistication level, whose margins are generally lower than of others due to the characteristics of such equipment and by recurring expenses from the operational structure optimization intended to make the Company more flexible and, consequently, more competitive.

This process, which comprises the review of indirect structures, considering mainly initiatives geared towards automation of processes and unification of functions, so that situations of revenue volatility, as it has occurred in the last quarters, causes an increasingly lower impact on the Company's results, impacted the operating profit for 4Q14 by approximately R\$ 2.6 million (R\$1.4 million in 4Q13) due to the costs and expenses associated with the termination of employees' contracts. In 2014, this amount reached approximately R\$ 11.0 million (R\$ 4.4 million in 2013).

Furthermore, the level of utilization of operational assets, still low, contributes negatively to a faster recovery of margins. In addition, as operating expenses have more fixed than variable characteristics, in spite of the Company's strict control over costs and expenses, the low volume invoiced has a direct negative impact on the margins.

In 2014, the gross margin was 25.8%, 314 bps down from 2013.

Consequently, the operating margin in 4T14, of 2.9%, was 854 bps down from 4Q13 and 349 bps up from 3Q14. In 2014, the operating margin was 1.5%, 306 bps down from 2013. The impact of the operating structure optimizations on the operating margin in 4Q14 and in 2014 was 1.4% and 1.9%, respectively.

Historically, the fourth quarter performance is impacted by the annual collective agreement, which in 2014 was 8.0% on the October salaries. Labor accounts for approximately 25% of the Company's cost structure, which comprises also materials (65%), industrial expenses (5%) and depreciation (5%).

			Quarter			Ad	Accumulated			
Gross Margin	4Q13	3Q14	4Q14	Chg bps 4Q4Q	Chg bps 4Q/3Q	YTD 2013	YTD 2014	Chg bps 14/13		
Machine Tools	37.7%	26.5%	29.1%	(868)	261	33.8%	30.5%	(333)		
Plastic Machines	33.3%	25.8%	29.2%	(419)	339	34.6%	32.7%	(188)		
Raw and Machined Cast Iron Parts	3.0%	6.3%	-5.7%	(863)	(1,194)	4.0%	-2.6%	(666)		
Total	32.6%	23.0%	24.4%	(826)	141	29.0%	25.8%	(314)		

			Quarter			Acumulado			
EBIT Margin	4Q13	3Q14	4Q14	Chg bps 4Q4Q	Chg bps 4Q/3Q	YTD 2013	YTD 2014	Chg bps 14/13	
Machine Tools	18.0%	2.9%	8.7%	(931)	580	9.4%	6.1%	(334)	
Plastic Machines	-7.1%	-11.5%	-9.4%	(232)	211	-7.7%	-3.6%	407	
Raw and Machined Cast Iron Parts	-9.2%	-6.1%	-17.9%	(866)	(1,180)	-7.6%	-15.0%	(736)	
Total	11.4%	-0.6%	2.9%	(854)	349	4.5%	1.5%	(306)	

### **Machine Tools**

This Unit's gross margin was 29.1% in 4Q14, 868 bps down from 4Q13, due to the impact of the annual collective agreement on the payroll and the mix of machines invoiced, with a larger volume of smaller machines, with has gross margin lower than the remaining of the portfolio. In comparison with 3Q14, this Unit's gross margin in 4Q14 improved by 261 bps. In 2014, the Unit's gross margin was 30.5%, 333 bps down from the same period of 2013.

The operating margin in 4Q14 was 8.7%, 580 bps up from 3Q14, due to the higher revenue reported by the Unit in the quarter, allowing a better dilution of costs and expenses. In 2014, this Unit's operating margin was 6.1%, 334 bps down from 2013.

In 2014, the expenses relating to operational structure optimization initiatives also impacted negatively the Unit's margins.

### **Plastic Processing Machines**

This Unit's gross margin in 4Q14 reached 29.2%, 419 bps down from 4Q13 and 339 bps up from 3Q14. In 2014, the Unit's Gross margin was 32.7%, 188 bps down from the same period of the prior year.

Meanwhile, the Unit's operating margin in the quarter was negative by 9.4%, 231 bps down from 4Q13 and 211 bps up from 3Q14. In 2014, this Unit's operating margin was negative by 3.6%, 407 bps up from 2013.

The terminations made due to the optimization of the business operational structure and the annual collective agreement are the main causes for the negative impact on margins, especially when compared with the corresponding periods in 2013.

### **Raw and Machined Cast Iron Parts**

This Unit's gross margin was negative by 5.7% in 4Q14, 863 bps down from 4Q13 and 1,194 bps up from 3Q14. In 2014, the Unit's gross margin was negative by 2.6%.

Meanwhile, the Unit's operating margin in the quarter was negative by 17.9%, 866 bps down from 4Q13 and 1,180 bps down from 3Q14. In 2014, this Unit's operating margin was negative by 15%, 736 bps from 2013.

This business unit has suffered the direct negative impact of the decreased production in the automotive-commercial (trucks) and agricultural segments, which decreased the Unit's revenue in the year by 11.7%, in spite of the recovery of the wind power segment. Moreover, the Unit's margins are also impacted by the increase in the prices of inputs and the annual collective agreement, which impacts the payroll.

### EBITDA AND EBITDA MARGIN

In 4Q14, the operating cash generation as measured by EBITDA (Earnings before Interest, Taxes, Depreciation and Amortization) was R\$14.5 million, representing an EBITDA margin of 7.7% in the period, as shown in the table below:

Reconciliation of Net Income to EBITDA		C	Quarter			Accumulated			
(R\$ 000)	4Q13	3Q14	4Q14	Chg 4Q4Q	Chg 4Q/3Q	YTD 2013	YTD 2014	Chg 14/13	
Net Income	17,642	(229)	5,575	-68.4%	-2534.5%	26,379	7,672	-70.9%	
Income tax and social contributions	8,215	1,603	2,451	-70.2%	52.9%	8,131	4,660	-42.7%	
Net Financial Income	(3,673)	(2,331)	(2,532)	-31.1%	8.6%	(4,233)	(2,748)	-35.1%	
Depreciation and amortization	9,175	8,524	9,020	-1.7%	5.8%	36,052	35,212	-2.3%	
EBITDA	31,359	7,567	14,514	-53.7%	91.8%	66,329	44,796	-32.5%	
EBITDA Margin	16.2%	4.6%	7.7%			9.9%	6.9%		

All factors and effects mentioned in the "Operating Expenses and Costs" section also affected Romi's EBITDA in the period.

### PROFIT FOR THE YEAR

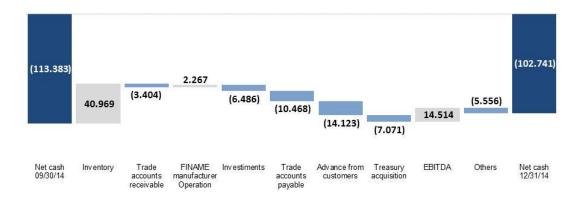
The net profit for the year was R\$5.6 million in 4Q14 and R\$ 7.7 million in 2014.

The equivalent of 25% of 2014's net income was proposed as dividends, in the amount of R\$ 1,718 thousand, to be approved in the Shareholders' Meeting to be held on March 17, 2015.

# **CHANGES IN CASH AND CASH EQUIVALENTS**

The main changes in the net debt position during 4Q14 are described below in R\$ 000:





### **Inventories**

Management measures related to lead time reduction, which makes the Company more flexible and agile, contributed to such improvement in the inventories account. With a shorter lead time it was possible to readjust the supplier order level, resulting mainly in the decrease in the total volume of work in progress inventories through readjustment of production lots in all manufacturing units, decreasing the inventory level and increasing the availability of machines at the right time of the production process.

### **Investments**

Investments in 4Q14 totaled R\$ 6.5 million, which were partly used for maintenance, productivity, flexibility and competitiveness of the industrial facilities within the investment plan for 2014.

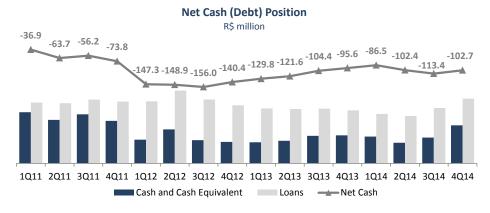
### **Advances from Customers**

The impact of R\$ 14.1 million in the quarter is concentrated on the Company's German operation, B+W, whose revenue was concentrated in the last quarter of the year. The fall in orders entry also influenced this result.

### FINANCIAL POSITION

Short-term investments, including those backed by debentures, are made with financial institutions with low credit risk and their yield is substantially indexed to the interbank deposit rate ("CDI"). The consolidated position of cash and cash equivalents as at December 31, 2014 was R\$ 145.6 million.

The Company's borrowings are used mainly in investments in the modernization of the industrial facilities, research and development of new products and financing of exports and imports. As at December 31, 2014, the amount of financing in local currency was R\$ 230.4 million, and in foreign currency, R\$17.9 million, totaling R\$ 248.3 million.



As at December 31, 2014, the Company did not have any derivative transactions.

### SHARE BUYBACK PROGRAM

On July 29, 2014, the Board of Directors approved the program for purchase of Company common shares through transactions to be carried out between July 29, 2014 and July 29, 2015 (365 days). The number of shares to be purchased would be up to 3,000,000 (three million), representing 7.95% of the common shares outstanding in the market. This Program was designed to maximize the generation of value to shareholders through a more efficient management of the capital structure.

The Program was completed on December 12, 2014, with the purchase of three million shares for the total price of R\$ 10,348,514.96, at an average price per share of R\$ 3.45. These shares purchased impacted the calculation of earnings per share for the period.

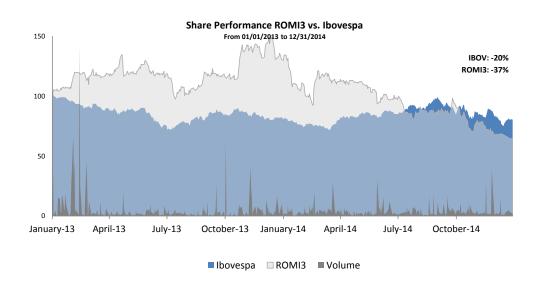
### **CEO SUCCESSION PROCESS**

On this date, the Company announced through material fact to its shareholders and the market in general that (i) its CEO Livaldo Aguiar dos Santos will leave the Company, to retirement, upon completing his currently term of Officer in March 17 2015, and (ii) its Director, Luiz Cassiano Rando Rosolen was appointed by the Board of Directors to the position of Chief Executive Officer, as of the mentioned date.

The organizational changes described above are the result of a succession process established and conducted by the Board of Directors, with the participation of Livaldo, who joined Romi in 2007 as CEO, with outstanding performance in the consolidation of Romi's leadership in the domestic market and advancing its position in foreign markets.

Luiz Cassiano joined the Company in 2006, performing since 2008 as Director, currently responsible for the Financial, Supply Chain, Procurement, Operations and the Company's foreign subsidiaries. He has a Bachelor's degree in Business Administration and in Accounting, and holds a post-graduation certificate in Finance, issued by Fundação Getúlio Vargas, and also concluded the General Management Program - Executive Education at Harvard Business School, Boston, and the Breakthrough Program for Senior Executives in IMD Business School, Switzerland.

### CAPITAL MARKET



Source: BM&FBovespa.

At the end of 4Q14, Romi's common shares (ROMI3) were traded at R\$2.87, posting depreciation of 31.2% in the quarter as compared with the end of 3Q14 and of 51.4% in the twelve-month period. The BM&FBovespa Index posted depreciation of 5.4% in the quarter and of 0.7% since January 1, 2014.

The Company's market capitalization as at December 31, 2014 was R\$ 205.9 million. The average daily trading volume in 4Q14 was R\$ 378 thousand.



# **FINANCIAL STATEMENTS**

# Consolidated Balance Sheet

			(R\$ 000)	(00)			
ASSETS	12/31/13	09/30/14	12/31/14	LIABILITIES AND SHAREHOLDER'S EQUITY	12/31/13	09/30/14	12/31/14
CURRENT	784,796	729,644	722,654	CURRENT	413,386	398,381	352,297
Cash and Cash equivalents	107,232	98,819	145,580	Loans and financing	54,169	99,547	104,916
Trade accounts receivable	120,371	101,685	105,923	FINAME manufacturer financing	210,429	150,085	133,024
Onlending of FINAME manufacturer financing	243,434	188,722	173,575	Trade accounts payable	43,392	41,460	30,992
Inventories	274,066	298,983	258,014	Payroll and related taxes	23,960	31,434	19,291
Recoverable taxes	13,932	15,946	18,042	Taxes payable	16,364	5,596	5,528
Related Parties	643	549	492	Advances from customers	54,836	55,051	40,928
Other receivables	25,118	24,940	21,028	Interest on capital, dividends and participations	692	380	2,294
				Other payables	9,269	14,386	14,989
NONCURRENT	636,335	580,317	566,492	Related Parties	198	442	335
Long-Term Assets	292,516	236,538	219,722				
Trade accounts receivable	10,814	8,847	8,700	NON CURRENT	357,822	266,337	292,687
Onlending of FINAME manufacturer financing	190,712	141,433	132,239	Long-term liabilities			
Recoverable taxes	1,267	2,609	1,682	Loans and financing	148,704	112,654	143,405
Deferred income and social contribution taxes	50,487	49,175	47,128	FINAME manufacturer financing	172,274	122,066	117,053
Escrow Deposits	1,465	1,383	1,471	Deferred income and social contribution taxes	25,977	24,515	25,416
Other receivables	37,771	33,091	28,502	Taxes payable	2,214	2,364	2,364
				Reserve for contingencies	7,829	3,927	4,099
Investments				Other payables	823	811	350
Property, Plant and Equipment, net	272,559	276,344	278,400				
Investment in Subsidiaries and Associate Companies	2,327	2,234	2,329	SHAREHOLDER'S EQUITY	648,235	643,702	642,537
Investment Property	19,989	19,737	19,875	Capital	489,973	489,973	489,973
Intangible assets	48,943	45,464	46,166	Capital reserve	2,052	2,052	2,052
				Retained earnings	140,784	140,784	146,302
TOTAL ASSETS	1,421,131	1,309,961	1,289,146	Income (loss) for the period	,	1,744	
				Income (loss) for the period for discontinued operations	•	(3,277)	(10,349)
				Treasury shares	15,426	12,426	14,559
				NON CONTROLLING INTERESTS	1,688	1,541	1,625
				TOTAL SHAREHOLDER'S EQUITY	649.923	645.243	644.162

1,289,146

1,421,131 1,309,961

TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY



### **Consolidated Income Statement**

(R\$ thousand)

	4Q13 <sup>(1)</sup>	3Q14	4Q14	Chg 4Q4Q	Chg 4Q/3Q	YTD 2013 <sup>(1)</sup>	YTD 2014	Chg 14/13
Continued Operation Net Operating Revenue	193,786	165,516	188,789	-2.6%	14.1%	667,423	648,611	-2.8%
Cost of Gods Sold	(130,547)	(127,517)	(142,777)	9.4%	12.0%	(474,151)	(481,184)	1.5%
Continued Operation Gross Profit	63,239	37,999	46,012	-27.2%	21.1%	193,272	167,427	-13.4%
Continued Operation Gross Margin %	32.6%	23.0%	24.4%			29.0%	25.8%	
Operating Expenses	(41,054)	(38,956)	(40,518)	-1.3%	4.0%	(162,995)	(157,843)	-3.2%
Selling expenses	(19,514)	(18,506)	(18,548)	-5.0%	0.2%	(72,003)	(72,738)	1.0%
Research and development expenses	(4,810)	(4,837)	(4,825)	0.3%	-0.2%	(19,066)	(19,824)	4.0%
General and administrative expenses	(15,710)	(15,248)	(14,221)	-9.5%	-6.7%	(66,506)	(60,819)	-8.6%
Management profit sharing and compensation	(1,592)	(1,507)	(1,834)	15.2%	21.7%	(6,174)	(6,442)	4.3%
Other operating income, net	572	1,142	(1,090)	-290.6%	-195.4%	754	1,980	162.6%
Continued Operation Operating Income before Financial Results	22,185	(957)	5,494	-75.2%	-674.1%	30,277	9,584	-68.3%
Continued Operation Operating Margin %	11.4%	-0.6%	2.9%			4.5%	1.5%	
Continued Operations Financial Results, Net	3,673	2,331	2,532	-31.1%	8.6%	4,233	2,748	-35.1%
Financial income	8,174	2,677	4,332	-47.0%	61.8%	19,041	14,403	-24.4%
Financial expenses	(7,317)	(2,641)	(3,463)	-52.7%	31.1%	(21,625)	(12,947)	-40.1%
Exchance gain (loss), net	2,816	2,295	1,663	-40.9%	-27.5%	6,817	1,292	-81.0%
Continued Operations Operating Income	25,858	1,374	8,026	-69.0%	484.1%	34,510	12,332	-64.3%
Income tax and social contribution	(8,215)	(1,603)	(2,451)	-70.2%	52.9%	(8,131)	(4,660)	-42.7%
Income (loss) for Continued Operation	17,642	(229)	5,575	-68.4%	-2534.5%	26,379	7,672	-70.9%
Income (loss) for Discontinued Operation	183	-	-	0.0%	0.0%	(24,537)	-	-100.0%
Net income	17,825	(229)	5,575	-68.7%	-2534.5%	1,842	7,672	316.4%
Continued Operation Net Margin %	9.1%	-0.1%	3.0%			4.0%	1.2%	
Net profit concerning:								
Controlling interests	17,703	(315)	5,491	-69.0%	-1843.2%	1,365	7,234	430.0%
Non controlling interests	125	85	84	-32.8%	-1.2%	477	436	-8.6%
EBITDA for Continued Operation	31,359	7,567	14,514	-53.7%	91.8%	66,329	44,796	-32.5%
Net income / loss for the period	17,642	(229)	5,575	-68.4%	-2534.5%	26,379	7,672	-70.9%
Income tax and social contribution	8,215	1,603	2,451	-70.2%	52.9%	8,131	4,660	-42.7%
Financial income, net	(3,673)	(2,331)	(2,532)	-31.1%	8.6%	(4,233)	(2,748)	-35.1%
Depreciation	9,175	8,524	9,020	-1.7%	5.8%	36,052	35,212	-2.3%
Continued Operation EBITDA Margin %	16.2%	4.6%	7.7%			9.9%	6.9%	
Nº of shares in capital stock (th)	71,758	71,758	71,758	0.0%	0.0%	71,758	71,758	0.0%
Continued Operation Net income per share - R\$	0.25	(0.00)	0.08	0.0%	-2534.5%	0.37	0.11	-70.9%



### **Consolidated Cash Flow Statement**

(R\$ thousand)

	4Q13	3Q14	4Q14	YTD 2013	YTD 2014
Cash from operating activities					
Net Income Continued Operations	25,858	1,373	8,025	34,510	12,330
Net Income Discontinued Operations	183	-	-	(24,537)	-
Financial expenses and exchange gain	(906)	491	3,283	3,266	4,137
Depreciation and amortization	9,577	8,524	9,020	36,453	35,212
Allowance for doubtful accounts and other receivables	2,726	(2,481)	(268)	12,306	(1,433)
Proceeds from sale of fixed assets	(1,137)	(387)	451	2,219	1,778
Provision for inventory realization	(3,453)	(251)	(427)	(207)	1,159
Reserve for contingencies	80	(5,167)	172	5,644	(4,995)
Proceeds from Discontinued Operation Disposal of Assets		(2,959)	-	-	-
Change on operating assets					
Trade accounts receivable	(8,868)	(5,262)	(979)	26,263	24,991
Related Parties	317	(58)	(95)	(383)	(2)
Onlending of FINAME manufacturer financing	40,515	34,454	25,039	182,337	137,200
Inventories	26,771	25,534	41,396	47,264	14,894
Recoverable taxes, net	(1,498)	(1,489)	(2,994)	1,903	(6,361)
Escrow deposits	(1)	11	(88)	232	(6)
Other receivables	1,388	(8,739)	7,088	5,127	3,143
Change on operating liabilities					
Trade accounts payable	(12,862)	(7,935)	(7,812)	(149)	(11,974)
Payroll and related taxes	(7,695)	3,704	(12,143)	(3,032)	(3,404)
Taxes payable	(986)	6,217	2,471	(7,102)	(1,536)
Advances from customers	13,181	(6,361)	(14,123)	12,998	(13,908)
Other payables	(9,626)	(657)	1,952	(11,707)	7,276
Change on assets and liabilities of Discontinued Operation	(1,625)	-	-	-	-
Cash provided by (used in) operating activities	71,939	38,562	59,968	323,405	198,501
Income tax and social contribution paid	(279)	(916)	(217)	(2,306)	(9,288)
Net Cash provided by (used in) operating activities	71,660	37,646	59,751	321,099	189,213
Purchase of fixed assets	(6,140)	(10,097)	(10,107)	(28,057)	(36,056)
Sales of fixed assets	2,394	1,971	(232)	2,394	2,000
Increase in intangible assets	-	-	-	-	(91)
Net cash used in investing activities	(3,746)	(8,126)	(10,339)	(25,663)	(34,147)
Interest on capital paid	-	(267)	(16)	(532)	(1,253)
Share Repurchase	-	(3,277)	(7,072)	-	(10,349)
New loans and financing	15,027	41,247	41,434	37,403	100,484
Payments of loans and financing	(25,245)	(10,055)	(8,948)	(63,510)	(57,228)
Interests paid (including FINAME manufacturer financing)	(8,454)	(7,197)	(5,796)	(40,264)	(26,508)
New loans in FINAME manufacturer	24,082	20,232	27,885	93,241	102,087
Payment of FINAME manufacturer financing	(66,371)	(52,433)	(47,053)	(287,632)	(219,669)
Net Cash provided by (used in) financing activities	(60,961)	(11,750)	434	(261,294)	(112,436)
Increase (decrease) in cash and cash equivalents	6,953	17,770	49,846	34,142	42,630
Exchange variation changes on cash and cash equivalents abroad	(5,115)	1,934	(1,503)	(11,142)	(2,700)
Cash and cash equivalents - beginning of period	105,394	79,115	98,819	84,232	107,232
Cash and cash equivalents - end of period	107,232	98,819	147,162	107,232	147,162



# Appendix I - Income Statement by Business Unit

# Income Statement by Business Units - 4Q14

R\$ 000	Machine Tools	Plastic Machines	Rough and Machined Cast Iron Parts	Total
Continued Operations Net Operating Revenue	140,632	22,587	25,570	188,789
Cost of Sales and Services	(98,779)	(13,763)	(30,235)	(142,777)
Business Units Transfers	1,423	-	3,217	4,640
Business Units Transfers	(2,400)	(2,238)	(2)	(4,640)
Continued Operations Gross Profit	40,876	6,586	(1,450)	46,012
Continued Operations Gross Margin %	29.1%	29.2%	-5.7%	24.4%
Operating Expenses	(28,686)	(8,713)	(3,119)	(40,518)
Selling	(12,795)	(4,754)	(999)	(18,548)
General and Administrative	(11,675)	(2,306)	(1,797)	(15,778)
Research and Development	(3,414)	(1,411)	-	(4,825)
Management profit sharing	(1,269)	(242)	(323)	(1,834)
Other operating revenue	467	-	-	467
Continued Operations Operating Income before Financial Results	12,190	(2,127)	(4,569)	5,494
Continued Operations Operating Margin %	8.7%	-9.4%	-17.9%	2.9%
Depreciation	5,206	858	2,956	9,020
Continued Operations EBITDA	17,396	(1,269)	(1,613)	14,514
Continued Operations EBITDA Margin %	12.4%	-5.6%	-6.3%	7.7%

# Income Statement by Business Units - 4Q13

R\$ 000	Machine Tools	Plastic Machines	Rough and Machined Cast Iron Parts	Total
Continued Operations Net Operating Revenue	145,464	22,697	25,626	193,786
Cost of Sales and Services	(86,698)	(12,206)	(31,644)	(130,547)
Business Units Transfers	1,759	-	6,923	8,682
Business Units Transfers	(5,613)	(2,923)	(146)	(8,682)
Continued Operations Gross Profit	54,912	7,568	759	63,239
Continued Operations Gross Margin %	37.7%	33.3%	3.0%	32.6%
Operating Expenses	(28,755)	(9,179)	(3,118)	(41,052)
Selling	(13,193)	(5,312)	(1,009)	(19,514)
General and Administrative	(11,716)	(2,149)	(1,842)	(15,707)
Research and Development	(3,279)	(1,531)	-	(4,810)
Management profit sharing	(1,138)	(187)	(267)	(1,592)
Other operating revenue	571	-	-	571
Continued Operations Operating Income before Financial Results	26,157	(1,611)	(2,360)	22,187
Continued Operations Operating Margin %	18.0%	-7.1%	-9.2%	11.4%
Depreciation	5,421	535	3,220	9,176
Continued Operations EBITDA	31,578	(1,076)	861	31,363
Continued Operations EBITDA Margin %	21.7%	-4.7%	3.4%	16.2%



# Income Statement by Business Units - 2014

R\$ 000	Machine Tools	Plastic Machines	Rough and Machined Cast Iron Parts	Total
Continued Operations Net Operating Revenue	453,799	97,194	97,618	648,611
Cost of Sales and Services	(304,853)	(55,778)	(120,553)	(481,184)
Business Units Transfers	5,942	-	20,407	26,349
Business Units Transfers	(16,691)	(9,635)	(23)	(26,349)
Continued Operations Gross Profit	138,197	31,781	(2,551)	167,427
Continued Operations Gross Margin %	30.5%	32.7%	-2.6%	25.8%
Operating Expenses	(110,462)	(35,303)	(12,079)	(157,844)
Selling	(50,988)	(17,807)	(3,943)	(72,738)
General and Administrative	(45,939)	(10,850)	(7,004)	(63,793)
Research and Development	(14,018)	(5,806)	-	(19,824)
Management profit sharing	(4,288)	(1,022)	(1,132)	(6,442)
Other operating revenue	4,771	182	-	4,953
Continued Operations Operating Income before Financial Results	27,735	(3,522)	(14,630)	9,583
Continued Operations Operating Margin %	6.1%	-3.6%	-15.0%	1.5%
Depreciation	20,478	2,686	12,048	35,212
Continued Operations EBITDA	48,213	(836)	(2,582)	44,795
Continued Operations EBITDA Margin %	10.6%	-0.9%	-2.6%	6.9%

# Income Statement by Business Units - 2013

R\$ 000	Machine Tools	Plastic Machines	Rough and Machined Cast Iron Parts	Total
Continued Operations Net Operating Revenue	475,725	81,159	110,540	667,423
Cost of Sales and Services	(306,618)	(44,294)	(123,239)	(474,151)
Business Units Transfers	8,634	-	20,865	(29,499)
Business Units Transfers	(17,006)	(8,798)	(3,696)	29,499
Continued Operations Gross Profit	160,735	28,067	4,470	193,272
Continued Operations Gross Margin %	33.8%	34.6%	4.0%	29.0%
Operating Expenses	(115,783)	(34,312)	(12,900)	(162,995)
Selling	(50,148)	(18,051)	(3,804)	(72,003)
General and Administrative	(48,881)	(9,547)	(8,078)	(66,506)
Research and Development	(13,136)	(5,930)	-	(19,066)
Management profit sharing	(4,372)	(784)	(1,018)	(6,174)
Other operating revenue	754	-	-	754
Continued Operations Operating Income before Financial Results	44,952	(6,245)	(8,430)	30,277
Continued Operations Operating Margin %	9.4%	-7.7%	-7.6%	4.5%
Depreciation	21,367	2,345	12,340	36,052
Continued Operations EBITDA	66,319	(3,900)	3,910	66,329
Continued Operations EBITDA Margin %	13.9%	-4.8%	3.5%	9.9%



# Appendix II - Financial Statements of B+W

### **Balance Sheet B+W**

		(€ 000)	
ASSETS	12/31/13	09/30/14	12/31/14
CURRENT	27,625	23,061	20,901
Cash and Cash equivalents	6,594	3,345	4,218
Trade accounts receivable	4,490	6,071	8,506
Inventories	13,850	12,790	7,397
Recoverable taxes	470	286	400
Related Parties	1,744	186	170
Other receivables	477	384	211
Investments			
Property, Plant and Equipment, net	17,412	15,802	16,296
Investment in Subsidiaries and Associate Companies	864	722	722
Intangible assets	16,545	13,656	13,503
TOTAL ASSETS	62,446	53,241	51,422
		(€ 000)	
LIABILITIES AND SHAREHOLDER'S EQUITY	12/31/13	09/30/14	12/31/14
CURRENT	20,724	18,667	14,839
Loans and financing	34		-
Trade accounts payable	1,277	1,330	2,257
Payroll and related taxes	925	1,339	610
Taxes payable	1,697	363	611
Advances from customers	14,290	13,511	9,098
Other payables	2,260	1,683	1,928
Related Parties	241	442	335
NON CURRENT	11,206	9,113	8,982
Long-term liabilities			
Loans and financing	4,748	3,847	3,762
Deferred income and social contribution taxes	6,458	5,265	5,220
SHAREHOLDER'S EQUITY	30,516	25,462	27,602
Capital	8,409	7,025	7,025
Capital reserve	1,880	505	505
Accumulated defict	20,227	17,932	20,072
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY	62,446	53,241	51,422

### Income Statement B+W

€ 000

4Q13	3Q14	4Q14	Chg 4Q4Q	Chg 4Q/3Q	YTD 2013	YTD 2014	Chg 14/13
12,863	11,629	17,207	33.8%	48.0%	41,882	41,750	-0.3%
(9,180)	(9,313)	(12,377)	34.8%	32.9%	(31,832)	(31,829)	0.0%
3,683	2,316	4,830	31.1%	108.6%	10,050	9,921	-1.3%
28.6%	19.9%	28.1%			24.0%	23.8%	
(2,011)	(1,954)	(2,190)	8.9%	12.1%	(7,589)	(7,953)	4.8%
(778)	(677)	(1,093)	40.5%	61.5%	(2,931)	(2,925)	-0.2%
(1,231)	(1,277)	(1,097)	-10.9%	-14.1%	(4,658)	(5,028)	7.9%
1,672	362	2,640	57.9%	629.6%	2,461	1,968	-20.0%
13.0%	3.1%	15.3%			5.9%	4.7%	
(49)	(94)	(18)	-63.9%	-81.2%	(297)	(298)	0.3%
1,623	268	2,623	61.6%	878.5%	2,164	1,670	-22.8%
(577)	240	(723)	25.2%	-401.0%	(777)	(483)	-37.9%
(577) <b>1,046</b>	240 <b>508</b>	(723) <b>1,900</b>	25.2% <b>81.6%</b>	-401.0% <b>273.9%</b>	(777) <b>1,387</b>	(483) <b>1,188</b>	-37.9% - <b>14.4%</b>
,		, -,				,	
1,046	508	1,900			1,387	1,188	
1,046 8.1%	<b>508</b>	1,900 11.0%	81.6%	273.9%	1,387 3.3%	1,188 2.8%	-14.4%
1,046 8.1% 2,220	508 4.4% 814	1,900 11.0% 3,076	81.6% 38.6%	273.9% 277.9%	1,387 3.3% 4,343	1,188 2.8% 3,437	-14.4% -20.9%
1,046 8.1% 2,220 1,046	508 4.4% 814 508	1,900 11.0% 3,076 1,900	<b>81.6% 38.6%</b> 81.6%	<b>273.9% 277.9%</b> 273.9%	1,387 3.3% 4,343 1,387	1,188 2.8% 3,437 1,188	-14.4% -20.9% -14.4%
1,046 8.1% 2,220 1,046 577	508 4.4% 814 508 (240)	1,900 11.0% 3,076 1,900 723	81.6% 38.6% 81.6% 25.2%	273.9% 277.9% 273.9% -401.0%	1,387 3.3% 4,343 1,387 777	1,188 2.8% 3,437 1,188 483	-14.4% -20.9% -14.4% -37.9%
	12,863 (9,180) 3,683 28.6% (2,011) (778) (1,231) 1,672 13.0% (49)	12,863 11,629 (9,180) (9,313) 3,683 2,316 28.6% 19.9% (2,011) (1,954) (778) (677) (1,231) (1,277) 1,672 362 13.0% 3.1% (49) (94)	12,863 11,629 17,207 (9,180) (9,313) (12,377) 3,683 2,316 4,830 28.6% 19.9% 28.1% (2,011) (1,954) (2,190) (778) (677) (1,093) (1,231) (1,277) (1,097) 1,672 362 2,640 13.0% 3.1% 15.3% (49) (94) (18)	4Q13         3Q14         4Q14         4Q4Q           12,863         11,629         17,207         33.8%           (9,180)         (9,313)         (12,377)         34.8%           3,683         2,316         4,830         31.1%           28.6%         19.9%         28.1%           (2,011)         (1,954)         (2,190)         8.9%           (778)         (677)         (1,093)         40.5%           (1,231)         (1,277)         (1,097)         -10.9%           1,672         362         2,640         57.9%           13.0%         3.1%         15.3%           (49)         (94)         (18)         -63.9%	4Q13         3Q14         4Q14         4Q4Q         4Q/3Q           12,863         11,629         17,207         33.8%         48.0%           (9,180)         (9,313)         (12,377)         34.8%         32.9%           3,683         2,316         4,830         31.1%         108.6%           28.6%         19.9%         28.1%         28.1%         12.1%           (2,011)         (1,954)         (2,190)         8.9%         12.1%           (778)         (677)         (1,093)         40.5%         61.5%           (1,231)         (1,277)         (1,097)         -10.9%         -14.1%           1,672         362         2,640         57.9%         629.6%           13.0%         3.1%         15.3%           (49)         (94)         (18)         -63.9%         -81.2%	4Q13         3Q14         4Q14         4Q4Q         4Q/3Q         YID 2013           12,863         11,629         17,207         33.8%         48.0%         41,882           (9,180)         (9,313)         (12,377)         34.8%         32.9%         (31,832)           3,683         2,316         4,830         31.1%         108.6%         10,050           28.6%         19.9%         28.1%         24.0%           (2,011)         (1,954)         (2,190)         8.9%         12.1%         (7,589)           (778)         (677)         (1,093)         40.5%         61.5%         (2,931)           (1,231)         (1,277)         (1,097)         -10.9%         -14.1%         (4,658)           1,672         362         2,640         57.9%         629.6%         2,461           13.0%         3.1%         15.3%         5.9%           (49)         (94)         (18)         -63.9%         -81.2%         (297)	4Q13         3Q14         4Q14         4Q4Q         4Q/3Q         4Q/3Q         4Q13Q         4Q1

<sup>\*</sup> Of the Net Operating Revenue attributable to B+W both in the fourth quarter and in the year 2013, R\$ 7.8 million refer to sales of equipment manufactured by B+W for Romi plant in Brazil. In 2014, the amount was R\$ 4.1 million, which impacted the revenue for 1Q14. In this income statement the amounts related to such sale were all maintained, for purposes of comparison of the results obtained by this subsidiary; however, when we consolidated the net operating revenue of the operation, the result of this transaction between group companies was eliminated.

Statements contained in this release related to the Company's business outlook, projections of operating and financial results, and references to the Company's growth potential are mere forecasts and have been based on Management's expectations regarding its future performance. These expectations are highly dependent upon market behavior, economic conditions in Brazil, the industry and international markets, therefore being subject to changes.