

Stockholm

24 October 2002

Adera AB (publ)

Interim report for Q3 2002

- The efforts of the Board of Directors and the management to identify new operations for the company continued during Q3.
- Net sales for Q3 came to –SEK 0.2 million (SEK 51.8 m). The operating loss for Q3 was –SEK 2.0 million (-SEK 87.0 m), while the Q3 pre-tax loss came to –SEK 2.0 million(-SEK 86.3 m).
- On 30 September, the Group's liquid assets totalled SEK 2.7 million.

The operations

The work of evaluating potential structural deals continued throughout Q3. The aim of the Board of Directors and the management is to conclude an acquisition agreement with another company during Q4, thus enabling a positive performance in terms of shareholder value for the company. No guarantees can be given, however, that such an agreement will be concluded.

Net sales, profit/loss and employee numbers in brief

	2002			2001				
	Q 3	Q 2	Q 1	Q 4	Q 3	Q 2	Q 1	Jan-Dec
Sales, SEK M	-0.2	5.1	24.2	40.5	51.8	95.0	127.7	315.0
EBITA ¹⁾ , SEK M	-2.2	-11.7	-13.3	-22.4	-28.1	-36.3	-30.6	-117.4
EBITA margin, %	e.m.	-228.1	-55.1	-55.4	-54.2	-38.2	-24.0	-37.3
EBIT, SEK M	-2.0	-9.5	-13.3	-43.5	-86.9	-75.1	-76.0	281.5
Number of employees (end of period) ²⁾	1	3	90	168	298	418	481	168

1) Adjusted for items affecting comparability.

2) Excluding employees included in the restructuring program.

Net sales for Q3 totalled –SEK 0.2 million compared with SEK 51.8 million the same period the previous year. The reason for the negative net sales outcome is partly that the Group has wound up its operative activities, and partly that amounts previously invoiced have now been credited.

Items affecting comparability

Guarantee commitments for overseas subsidiaries have been re-assessed, based on the view that these commitments have fallen by SEK 0.5 million. In addition, the shareholding in Adera Venture Zone AB has been re-valued and has now been written down by –SEK 0.3 million.

Comments on the balance sheet

The wind-up of the operative activities of the subsidiaries during Q2 has meant that the balance sheet on 30 September 2002 relates primarily to the parent company. Due to this important change, comments are instead only given on closing balances and no comparisons are made with previous periods since they do not provide any additional information necessary for the assessment of the remaining operations.

Liquidity and financing

The Group's cash and bank balances came to SEK 2.7 million on 30 September. Payments totalling SEK 0.5 million have been made during Q3 for structural measures.

On 30 September 2002, the Group had a total of SEK 1 million in interest-bearing liabilities and accounts payable – trade. No new share issues have been carried out during the period and no new loans have been raised.

Investments

Financial fixed assets refer mainly to the long-term receivables arising from the sale of operations in 2001 and 2002. The repayment process is following an approved repayment plan and all receivables will have been settled by the end of 2004.

The book value of holdings in Adera Venture Zone AB corresponds to a dividend in conjunction with an approved capital reduction. Adera AB expects to receive this dividend shortly.

Other receivables

Other receivables refer mainly to current receivables arising from the sale of operations (SEK 2.6 million). These will be repaid over the coming 12-month period.

Provisions

Provisions totalled SEK 2.5 million at the end of the period and mainly relate to the estimated costs of guarantee commitments for the subsidiary Fagerö Konsult AB, which has gone into bankruptcy, as well as costs for completing the wind-up of overseas subsidiaries.

Contingent liabilities and pledged assets

During Q3, a comprehensive overhaul of guarantees, contingent liabilities and pledges assets has been performed. After this review, a total of SEK 3 million remains in contingent liabilities.

Other liabilities

Other non interest-bearing liabilities consist in part (around SEK 1 million) of provisions at the parent company for costs attributable to the phasing out of staff.

Shareholders' equity and number of shares

On 30 September 2002, shareholders' equity came to SEK 2.0 million (SEK 27.2 million on 31 December 2001), which is equivalent to SEK 0.11 (SEK 1.48) per share. At the AGM held on 7 May 2002, a resolution was passed to increase the share capital from SEK 1,836 million through a bonus issue. This increase led to an increase in the nominal value of each share from SEK 0.10 to SEK 0.12. The change in the number of shares, share capital and shareholders' equity, during both the current year and the previous year, is presented in the table below.

	2002			2001		
	No of shares	Share capital SEK 000	Equity, SEK 000	No of shares	Share capital, SEK 000	Equity, SEK 000
As of December 31, 2001/2000	18,65,626	2,204	27,194	21,266,817	2,127	310,267
Withdrawal of shares	-	-	-	-1,134,606	-114	-
Translation difference	-	-	-	-	-	438
Loss of period	-	-	-25,154	-	-	-237,508
As of June 30, 2002/2001	18,365,626	2,204	2,040	20,132,211	2,013	73,197
<i>Option programs expiring:</i>						
Okt – Nov 2001	-	-	-	1,000,000	100	-
Nov 2000 – Nov 2003	2,270,000	227	-	2,270,000	227	-
After full dilution	20,635,626	2,431	-	23,402,211	2,340	-

On 30 September 2002, the company had an outstanding warrants programme for employees covering 2,270,000 warrants with a subscription price of SEK 61 per share. The programme entitles warrant holders to subscribe for shares over the period 1 November 2000 to 30 November 2003.

As of 24 May 2002, the company's class B shares have been transferred to the O-list's observation list on the Stockholm Stock Exchange.

The parent company

The parent company's operations during Q3 have been adapted to the minimum level required to adhere to the Stockholm Stock Exchange's listing requirements and to carry out the structural changes previously announced. Among other things, this has meant that the Company's offices have moved to Herserudsvägen 3 in Lidingö.

The loss after financial income and costs for the period came to –SEK 2.2 million, of which –SEK 0.3 million relates to a write-down of shares. Liquid assets on 30 September 2002 totalled SEK 2.5 million.

Ownership structure

The number of shareholders on 30 September came to 4,788. Overseas ownership corresponds to 32.35% of the capital and 27.91% of the votes.

Transactions with associated companies

Over the first nine months of the year, the company paid consulting fees to companies associated with certain members of the management and to companies associated with certain members of the Board of Directors. These fees totalled SEK 2,421 thousand (including all the amounts below). These fees break down as follows.

	(SEK thousand)
- to companies closely associated with the Chairman of the Board	38
- to companies closely associated with certain Board members	52
- to companies closely associated with the President	2,231
Total	2,421

In the view of the Board, these fees follow market terms as regards prices and were paid for clearly defined projects that were outside the scope of the regular work of the Board and the management.

Financial calendar

Interim report for Q4 2002

6 February 2003

Stockholm
24 October 2002
The Board of Directors

Audit report

We have performed a general review of this semi-annual report in accordance with the recommendation issued by the Swedish Institute of Authorized Public Accountants (Föreningen Auktoriserade Revisorer, FAR). A general review is considerably more limited than an audit. Nothing has emerged to indicate that this semi-annual report does not meet the requirements of the Swedish Annual Accounts Act.

Stockholm
24 October 2002
Ernst & Young AB
Ola Wahlquist
Auktoriserad revisor

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Group income statement

SEK 000	2002 July-Sept 3 months	2001 July-Sep 3 months	2002 Jan-Sept 6 months	2001 Jan-Sept 6 months	2001 Jan-Dec 12 months
Net sales	-175	51,772	29,159	274,472	315,009
Project related costs	-	-12,353	-3,548	-83,540	-93,428
Other external costs	-1,788	-17,893	-15,823	-65,313	-78,202
Personnel costs	-178	-47,655	-33,733	-212,344	-251,641
Depreciation and write-downs of tangible fixed assets	-14	-1,926	-586	-8,232	-9,160
Depreciation and write-downs of intangible fixed assets	-	-58,897	-50	-66,614	-67,949
Items affecting comparability ¹⁾	-200	-	-208	-76,441	-96,117
Operating result	-1,954	-86,952	-24,789	-238,012	-281,488
Result from financial investments	-1	-607	-129	612	-1,916
Result after financial items	-1,955	-86,345	-24,918	-237,400	-283,404
Tax expenses including deferred tax	-233	-	-233	-108	-108
Result for the period	-2,188	-86,345	-25,151	-237,508	-283,512
Earnings per share, SEK ²⁾	-0.12	-4.7	-1.37	-11.33	-13.73
Earnings per share upon full dilution, SEK ²⁾	-0.12	-4.7	-1.37	-11.33	-13.73

1) Items affecting comparability refer to restructuring measures.

2) Earnings per share have been calculated on the basis of the average number of shares in accordance with RR 18. In the event of a loss, the dilution effect has not been taken into account.

Group balance sheet

SEK 000	2002 30 Sept	2001 30 Sept	2001 31 Dec
Assets			
<i>Fixed assets</i>			
Intangible fixed assets	-	2,362	-
Tangible fixed assets	189	17,397	5,576
Financial fixed assets	4,812	5,981	4,510
Total fixed assets	5,001	25,740	10,086
<i>Current assets</i>			
Accounts receivable - trade	273	58,729	35,229
Unbilled revenue	-	19,899	6,024
Other receivables	3,520	15,038	11,817
Cash and bank deposits	2,670	51,873	32,483
Total current assets	6,463	145,539	85,553
Total assets	11,464	171,279	95,639
Shareholders' equity, provisions and liabilities			
Shareholders' equity	2,040	73,197	27,194
Provisions	2,500	24,745	23,317
Interest-bearing liabilities	0	15,128	896
Accounts payable - trade	1,071	19,789	11,445
Other non-interest-bearing liabilities	5,853	38,420	32,787
Total shareholders' equity, provisions and liabilities	11,464	171,279	95,639

Group cash flow statement

SEK 000	2002 July-Sept 3 months	2001 July-Sept 3 months	2002 Jan-Sept 6 months	2001 Jan-Sept 6 months	2001 Jan-Dec 12 months
Cash flow from operating activities before changes in working capital	-2,444	-50,380	-34,860	-133,914	-164,743
Changes in working capital	-1,313	6,511	-2,791	-12,162	-2,255
Total cash flow from operating activities	-3,757	-43,869	-37,651	-146,076	-166,998
Cash flow from investing activities	844	-9,832	7,838	-8,355	-4,079
Cash flow from financing activities	-	-334	-	-2,292	-5,236
Cash flow for the period	-2,913	-54,035	-29,813	-156,923	-176,313
Cash and bank balances beginning of period	5,583	106,174	32,483	208,889	208,889
Exchange differences in cash and bank balances	-	-266	-	193	-93
Cash and bank balances end of period	2,670	51,873	2,670	51,873	32,483

Geografic distribution

As the company has not conducted operative activities for a period of time, a geographical breakdown of net sales, profit/loss or employee numbers has not been given.

Key ratios

	2002 Jan-June 6 months	2001 Jan-June 6 months	2001 Jan-Dec 12 months
EBITDA ¹⁾ , SEK 000	-23,945	-86,725	-108,262
EBITA ¹⁾ , SEK 000	-24,531	-94,957	-117,422
EBIT, SEK 000	-24,789	-238,012	-281,488
Total capital, SEK 000	11,464	171,279	95,639
Shareholders' equity, SEK 000	2,040	73,197	27,194
Return on total capital, %	neg	Neg	neg
Return on shareholders' capital, %	neg	Neg	neg
Liquidity, multiple	0.93	2.39	1.9
Equity/assets ratio, %	17,8	42.7	28.4
Number of shares at end of period	18,365,626	20,132,211	18,365,626
Number of shares upon full dilution ²⁾	20,635,626	23,611,866	20,635,626
Average number of shares	18,365,626	20,955,112	20,651,086
Average number of shares - diluted ²⁾	20,635,626	24,235,112	23,847,114
Shareholders' equity per share, SEK	0.11	3.64	1.48
Shareholders' equity per share upon full dilution, SEK	0.1	3.1	1.32
Earnings per share ³⁾ , SEK	-1.37	-11.33	-13.73
Earnings per share upon full dilution ³⁾ , SEK	-1.37	-11.33	-13.73

1) Adjusted for items affecting comparability.

2) At full dilution according to options program, see "Shareholders' equity and number of shares".

3) Earnings per share has from the year 2001 been based on the weighted average number of shares outstanding and calculated in accordance with RR18. In the case of a negative result a dilutional effect has not been taken into consideration.

4) Including employees included in the restructuring program.
Definitions, see last page.

Definitions

EBITDA - Earnings before net financial items, taxes and depreciation/amortization of tangible and intangible fixed assets.

EBITA - Earnings before net financial items, taxes and amortization of intangible fixed assets.

EBIT - Earnings before financial items and taxes.

EBITA margin - EBITA as a percentage of sales.

Shareholders' equity per share - Shareholders' equity period end divided by number of shares at period-end.

Average number of employees - Average number of employees on a full-year basis.

Average number of shares - Weighted average calculated in accordance with RR 18.

Liquidity - Current assets divided by current liabilities.

Earnings per share - Net profit/loss after tax for period divided by the weighted average number of shares.

Return on shareholders' equity - Profit/loss for year as a percentage of average shareholders' equity.

Return on total capital - Profit/loss after net financial items plus financial expense as a percentage of average total assets.

Equity/assets ratio - Shareholders' equity as a percentage of total assets.

Total capital - Total assets

Accounting principles

This interim report complies with the recommendation of the Swedish Financial Accounting Standards Council (Redovisningsrådet) concerning interim reporting (RR 20). The accounting principles used are the same as those used in the latest annual report and subsequent additions. During 2002, new recommendations concerning intangible assets (RR 15), write-downs (RR 17), loan costs (RR 21) and associated companies (RR 23) have come into force. Of these new recommendations, RR15 and RR 17 have led to a change of accounting principle although the impact on the profit/loss and the financial status of the company is negligible. RR 21 does not apply. Starting with this report, information about transactions with associated companies is provided in accordance with RR 23.

The accounts do not comply with recommendation RR19 of the Swedish Financial Accounting Standards Council concerning Operations that are being wound up, since this recommendation refers only to the wind-up of parts of operations. Bearing in mind the fact that almost all of the company's former operations have now been wound up and in the light of the purpose of the recommendation it was not considered relevant to follow RR 19 in these accounts. A break-down of all operations such as that implied by the recommendation was not considered to generate any additional information value that might supplement the information already provided with regard to the assessment of future cash flows, etc., within the remaining operations.