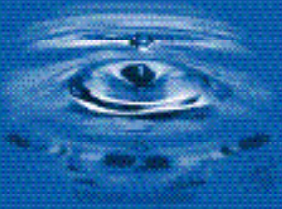


Financial statements

1 Jan.–31 Dec. 2001

Uponor Oyj

Bringing
comfort
to life



 **Uponor**

Contents

Review by the Board of Directors	3
Consolidated and parent company Income Statement, Balance Sheet and Cash Flow Statement	7
Accounting principles	11
Notes to the financial statements	13
Division information	21
Group key financial figures	22
Information on shares and shareholders	23
Definitions of key ratios	26
Proposal of the Board of Directors	27
Auditor's certificate	27

Review by the Board of Directors

General

Uponor's greatest challenge of the year was the modernisation of the corporate strategy. Uponor now aims to transform itself from a world-class manufacturer of plastic pipe systems into a leading international brand in housing and environmental infrastructure solutions.

One of the most pronounced changes in the new corporate strategy relates to the modernisation of the Group's brand strategy and its focus on increasing the visibility and value of the Uponor brand.

The Group's organisation was reshaped early in 2002 in line with the new strategy.

Markets

Demand and prospects in the European building industry, especially in housing starts, showed signs of weakening towards the year's end. Housing starts in Germany were almost a fifth lower than in 2000, even though the fall in the number of building permits slowed down towards the end of the year. The continuation of relatively brisk activity in renovation and the increased popularity of plastic pipe systems softened the overall decline of the market. In the rest of Europe, housing starts generally remained at a healthy level.

North American housing starts remained on a high level despite prevailing economic trends in the region.

Demand for utility products in Europe and North America mostly remained at the previous year's level. However, investments in broadband networks in the telecom industry almost came to a standstill and demand for their installation systems plummeted.

Net sales

Uponor's net sales for 2001 totalled EUR 1,192.4 million (2000: EUR 1,355.6 m), showing a year-on-year decrease of 12.0%, or EUR 163.2 million. Net sales for 2000 included the EUR 116.1 m deriving from divested companies, and, in addition, Uponor further divested a part of its bulk business in the utilities sector in Germany in 2001. The decrease in the Group's going business net sales was -3.5%. The fall was almost completely due to the contraction of the utilities business in the United States.

The largest geographical markets and their share of consolidated net sales were as follows: North America 23.3% (21.9%), Germany 17.1% (18.9%), other EU 16.2% (14.4%), Scandinavia 11.7% (13.6%), UK and Ireland 11.5% (9.1%), other countries 11.4% (10.5%), and Finland 8.8% (11.6%).

Result

Group operating profit amounted to EUR 91.2 (112.7) million, showing a fall of 19.1% on the previous year. The comparable decrease in operating profit was -14.0%. Profit after financial items decreased by 22.5% to EUR 75.0 (96.8) million. Profit before appropriations and taxes amounted to EUR 65.3 (105.8) million, showing a 38.3% decrease compared with 2000.

The fall in the Group's operating profit resulted mainly from divestments, as well as the North American utilities business and the European telecommunications business, which both became unprofitable.

Group net financial expenses were EUR 16.2 (15.9) million.

The Group's operating profit included extraordinary expenses of EUR 9.7 million, resulting primarily from restructuring related to the internal efficiency improvement programme. Uponor's operating profit for 2000 included extraordinary income of EUR 9.0 million from divestments.

Return on equity was 8.2% (12.8%) and return on investment was 11.3% (13.2%).

Earnings per share were EUR 1.15 (EUR 1.74) and equity per share was EUR 14.06 (EUR 14.03).

EUR 5.3 million in taxes for previous financial periods slightly eroded the consolidated result, return on equity and earnings per share, but the Group nevertheless increased its cash flow from operations to EUR 111.7 (99.2) million.

Investment and financing

Investments made in 2001 were mainly allocated to improve productivity and replace equipment and machinery. Gross investments of EUR 55.7 (83.6) million were EUR 22.5 million lower than depreciation. Net investments amounted to EUR 34.9 (16.9) million.

The Group's financial position remained strong during 2001. Net interest-bearing liabilities fell from EUR 311.7 million to EUR 282.8 million. The solvency ratio rose to 49.8% (48.3%) and gearing decreased to 53% (57%).

Research and development

R&D investments remained at a high level. Restructuring led to more efficient and focused R&D, bringing considerable cost savings through the elimination of overlaps and other streamlining. The Group's R&D expenditure totalled EUR 16.9 (27.7) million, or 1.5% (2.0%) of net sales.

Key events of 2001

The most important event of 2001 was the modernisation of the corporate strategy. The aim of the new strategy is to make Uponor a leading brand in housing and environmental infrastructure solutions in the Group's core markets. This will be a great and challenging transformation, involving far-reaching changes throughout the organisation.

As part of the new strategy, the Group carried out an extensive restructuring programme to streamline the corporate structure and to develop the organisation as a whole. Simultaneously, the brand strategy was modernised to reduce the number of brands, achieve operational savings, and provide the company with better resources to develop and market more comprehensive solutions to better serve customer needs.

At the beginning of the year, Uponor launched a Group-wide programme to improve internal efficiency. As part of the programme, Uponor closed down two production plants and several production lines in Europe. New operating models and structures were also adopted in purchasing, product development and logistics. The overall target of the programme in 2002 is to achieve annual cost savings of approximately EUR 50 million compared with 2000.

In January 2001, due to a wrong resin delivery, one of Uponor's raw-material suppliers in the U.S. began, at its own expense, a recall of a batch of pipes Uponor had manufactured and sold to its customers. This incident has not caused and is not expected to cause any significant direct financial effect on Uponor.

Uponor took great strides in developing new business. In spring, Uponor won an international competition in Sweden for the development of home solar-heat collectors. In September, the company announced its decision to expand in-house production of high-performance plastic fittings for heating systems. The Group's European plastic-fitting production and development centre was established in Nastola. In September, Uponor acquired the biological small-sewage treatment plant business of the German company Envicon Klärtechnik GmbH & Co. KG in order to strengthen the Group's know-how in the environmental sector. In the future this sector will play an increasingly prominent role in Uponor's business in Northern and Central Europe.

In December, the Stockholm Court of First Instance gave its ruling on legal proceedings initiated in 1999, in which three Swedish plastic pipe manufacturers were accused of co-operation in violation of the Swedish Competition Law. The Court found Uponor Oyj's subsidiary Uponor AB and two other companies guilty of co-operation restricting competition. The fines imposed on Uponor amounted to SEK 8 million (approximately EUR 840,000).

Personnel

As a result of efficiency improvements, the number of employees fell by 413 during the report period. Group employees numbered 5,486 (5,899) at the end of the year. Of these, 1,890 (34.5%) worked in Germany, 912 (16.6%) in North America, 895 (16.3%) in Scandinavia, 514 (9.4%) in Finland, 489 (8.9%) in other EU, 462 (8.4%) in UK and Ireland, and 324 (5.9%) in other countries.

The number of employees in 2001 averaged 5,723 (6,513).

Administration and audit

At the end of the year, Uponor Oyj's Board of Directors comprised the following members: Pekka Paasikivi (Chair); Hannu Kokkonen (First Deputy Chair); Niilo Pellonmaa (Second Deputy Chair) and Matti Niemi and Horst Rahn as ordinary members.

After many years of service on the Board, Jukka Viinanen resigned from the Board of Directors on 13 March 2001, and a successor was not elected.

The Group's auditors were KPMG Wideri Oy Ab, Authorised Public Accountants, with Authorised Public Accountant Sixten Nyman acting as principal auditor.

Share capital and shares

Uponor Oyj's share capital is EUR 76,434,444.00 and the number of shares is 38,217,222. The nominal value of one share is EUR 2, each entitling the holder to one vote.

The 2001 Annual General Meeting authorised the Board of Directors to decide during the following year on the buyback and transfer of Uponor shares as well as on issuing convertible bonds, granting stock options and increasing share capital through a rights issue. In addition, the AGM decided to decrease the company's share capital by EUR 1 million by cancelling a total of 500,000 treasury shares.

Pursuant to the buyback authorisation granted by the AGM, the Board of Directors decided on 2 April to buy back a maximum of 1,700,000 Uponor shares to be used as consideration of any company acquisitions and other industrial restructuring, and to develop capital structure, to finance investments, or to be otherwise transferred or cancelled.

At the beginning of the period under review, Uponor held a total of 458,700 treasury shares. During this report period, the company bought, through public trading on the Helsinki Exchanges, a total of 881,300 of its own shares for EUR 15.1 million. Owing to the cancellation of treasury shares, the company held a total of 840,000 treasury shares at the end of the period, with a combined nominal value totalling EUR 1,680,000. Treasury shares account for 2.2% of share capital and the total voting rights conferred by all shares. The share buybacks have no material effect on the division of shareholding and voting rights in the company. Treasury shares have no balance-sheet value in the financial statements.

No authorisations to issue or transfer shares have been exercised during the financial year.

On the grounds of the authorisation given by the AGM, Uponor took measures in April to sell those shares in the joint book-entry securities account that were not entered in the book-entry securities

system. The number of shares in the account totals approximately 10,000, and their sale is authorised to begin in May 2002.

The Extraordinary General Meeting of 3 September 1999 authorised the Board of Directors to issue 800,000 stock options to key Group personnel and a wholly owned subsidiary, entitling them to subscribe for the equivalent number of company shares with a nominal value of EUR 2. The stock options are divided into A and B options, with their respective number totalling 400,000.

As a consequence of the share subscriptions based on the stock option scheme, the company's share capital may increase by a maximum of EUR 1,600,000 and the number of shares by 800,000. Pursuant to the authorisation, a total of 563,500 stock options have so far been issued to 50 persons.

The share subscription period for A options began on 1 September 2000 and for B options on 1 September 2001. The subscription period for both options will end on 31 August 2004. Shares shall be payable at subscription. Shares will entitle the holder to a dividend for the financial year during which the share subscription takes place. Other shareholder rights will commence on the date on which the increase of share capital is entered in the Trader Register.

The share subscription price for option A is determined by the trade volume weighted average share price on the Helsinki Exchanges for August 1999, and for option B by the equivalent price for August 2000, both of which are increased by 15%. The amount of dividend distributed after the share-price determination period and prior to the share subscription will be deducted from the subscription price. Dividend is regarded as having been distributed on the record date of each dividend distribution. At the end of 2001, the subscription price for option A was EUR 17.76 and for option B EUR 22.05.

Uponor share trading volume on the Helsinki Exchanges in 2001 amounted to 10,620,733, or a total of EUR 184.4 million. At the end of the year, the company's share was valued at EUR 18.75 with a market capitalisation of EUR 716.6 million.

At the end of the financial year, 23.5 (21.4) per cent of the company was in foreign ownership.

Events following the Final Accounts

In January, Uponor Oyj's Swedish subsidiary Uponor AB appealed against the judgement made by the Stockholm Court of First Instance in December 2001, which imposed a fine on the company due to violation of the Swedish Competition Law in Sweden between 1993-1995.

Outlook

Uncertainty prevails on all markets concerning future trends in the world economy and the construction market, although recent forecasts signal hope of a recovery in the latter half of the year.

In Europe, the German building market in particular witnessed a sharp decline in 2001, and is not expected to pick up during the current year either, even if the economy recovers. Demand is expected to remain sluggish across Central Europe and to slacken also in Southern Europe. In the rest of Europe, demand is likely to remain at the current level or decline slightly.

Spurred by low interest rates, demand in the North American building industry is expected to remain at a healthy level.

Uponor has entered the New Year as a reshaped company with a more efficient structure. Unless there is a significant fall-off in present levels of demand, Group profitability is expected to improve from the 2001 level.

Income statement

	Note	Uponor Group		Uponor Oyj	
		2001	2000	2001	2000
Net turnover		1 192,4	1 355,6	4,2	15,5
Cost of goods sold		869,0	979,7	1,5	6,1
Gross profit		323,4	375,9	2,7	9,4
Marketing costs		160,7	170,7	-	0,4
Administration costs		55,4	63,6	6,1	7,2
Other operating income	1.1.	12,3	10,4	5,1	2,6
Other operating costs		16,9	27,7	-	0,4
Depreciation of group goodwill		11,5	11,6	-	-
Expenses		232,2	263,2	1,0	5,4
Operating profit		91,2	112,7	1,7	4,0
Financial expenses and income	1.5.	-16,2	-15,9	49,7	28,5
Profit before extraordinary items		75,0	96,8	51,4	32,5
Extraordinary items	1.6.	-9,7	9,0	13,7	29,3
Profit before appropriations and taxes		65,3	105,8	65,1	61,8
Appropriations				0,5	-0,2
Income taxes	1.7.	28,1	27,6	9,0	12,0
Minority share		0,6	0,8	-	-
Profit for the period		36,6	77,4	56,6	49,6

Balance sheet

	Note	Uponor Group		Uponor Oyj	
		31 Dec 2001	31 Dec 2000	31 Dec 2001	31 Dec 2000
Assets					
Fixed assets					
Intangible assets					
Intangible rights		8,2	9,6	-	0,0
Goodwill		4,0	2,5	-	-
Consolidation goodwill		101,7	111,9	-	-
Other capitalised long-term expenditure		0,9	1,1	1,1	1,5
Intangible assets	2.1.	114,8	125,1	1,1	1,5
Tangible assets					
Land and water areas		62,1	62,7	2,7	2,9
Buildings and structures		215,0	218,7	14,6	17,3
Plant and machinery		178,3	191,9	0,8	0,9
Other tangible assets		10,7	11,3	-	0,3
Advance payments and investment in progress		20,5	22,3	-	0,0
Tangible assets	2.1.	486,6	506,9	18,1	21,4
Securities and long-term investments					
Shares in subsidiaries	3.1.	-	-	287,6	284,4
Shares in associated companies	3.2.	23,3	22,8	0,4	-
Other shares and holdings		9,2	10,9	4,3	6,5
Other investments		2,4	2,5	253,9	230,2
Securities and long-term investments	2.1., 2.2.	34,9	36,2	546,2	521,1
Total fixed assets		636,3	668,2	565,4	544,0
Current assets					
Inventories					
Raw materials and consumables		29,8	34,3	-	-
Finished products / goods		141,7	149,9	-	-
Advance payments		1,5	3,4	-	-
Inventories		173,0	187,6	-	-
Accounts receivables					
Trade receivables		152,4	157,1	1,2	2,5
Loan receivables		11,0	13,4	35,9	30,4
Accruals	2.4.	37,4	46,7	1,2	10,2
Deferred tax assets	2.15.	22,7	21,3	0,1	-
Other receivables		9,1	7,5	59,3	45,3
Accounts receivables	2.3.	232,6	246,0	97,7	88,4
Liquid assets					
Cash in hand and at bank		31,1	28,6	13,2	11,6
Liquid assets		31,1	28,6	13,2	11,6
Total current assets		436,7	462,2	110,9	100,0
Total assets		1 073,0	1 130,4	676,3	644,0

	Note	Uponor Group		Uponor Oyj	
		31 Dec 2001	31 Dec 2000	31 Dec 2001	31 Dec 2000
Liabilities and shareholders' equity					
Shareholders' equity					
Restricted equity					
Share capital		76,4	77,4	76,4	77,4
Other restricted equity		105,2	104,5	111,2	110,2
Restricted equity		181,6	181,9	187,6	187,6
Unrestricted equity					
Retained earnings		307,4	277,2	262,5	258,5
Profit for the period		36,6	77,4	56,6	49,6
Unrestricted equity		344,0	354,6	319,1	308,1
Total shareholders' equity	2.5.	525,6	536,5	506,7	495,7
Minority share		8,4	8,0	-	-
Accumulated appropriations	2.6.	-	-	4,0	4,5
Obligatory provisions		12,1	14,9	0,5	0,7
Liabilities					
Long-term liabilities					
Bonds		26,0	26,0	26,0	26,0
Loans from financial institutions		121,1	164,4	45,4	55,1
Loans from pension funds		17,6	25,7	13,1	20,8
Other long-term liabilities		28,0	28,6	-	-
Long-term liabilities	2.7., 2.8.	192,7	244,7	84,5	101,9
Deferred tax liability	2.14.	39,0	36,4	-	-
Short-term liabilities					
Annual loan instalments		28,8	36,8	17,2	15,2
Advances received		0,8	2,6	0,0	0,0
Trade payables		78,0	91,9	0,5	0,5
Accruals	2.10.	88,9	90,5	5,9	4,8
Other short-term liabilities		98,7	68,1	57,0	20,7
Short-term liabilities	2.9.	295,2	289,9	80,6	41,2
Total liabilities		526,9	571,0	165,1	143,1
Total liabilities and shareholders equity		1 073,0	1 130,4	676,3	644,0

Cash flow statement

	Uponor Group		Uponor Oyj	
	1 Jan - 31 Dec 2001	1 Jan - 31 Dec 2000	1 Jan - 31 Dec 2001	1 Jan - 31 Dec 2000
	MEUR		MEUR	
Cash flow from operations				
Net cash from operations				
Profit for the period	36,6	77,4	56,6	49,6
Depreciation	78,2	78,4	1,4	1,4
Sales gains from the sale of fixed assets	-11,4	-9,8	-5,1	-3,7
Cash flow adjustment items	1,8	-0,2	-0,5	-0,2
Group contributions	-	-	-15,2	-29,2
Net cash from operations	105,2	145,8	37,2	17,9
Change in working capital				
Receivables	13,4	-46,9	-9,3	-31,1
Inventories	14,6	-16,5	-	3,8
Non-interest-bearing liabilities	-21,5	16,8	0,9	-6,5
Change in working capital	6,5	-46,6	-8,4	-33,8
Cash flow from operations	111,7	99,2	28,8	-15,9
Cash flow from investments				
Share acquisitions	-1,6	-0,5	-	-
Share divestments	0,0	22,8	-	-
Investment in fixed assets	-54,1	-83,1	-11,5	-124,5
Income from sales of fixed assets	20,8	43,9	17,5	150,3
Cash flow from investments	-34,9	-16,9	6,0	25,8
Cash flow before financing	76,8	82,3	34,8	9,9
Cash flow from financing				
Change in long-term receivables	0,1	-1,3	-23,7	70,7
Change in long-term liabilities	-54,9	-63,7	-15,4	-95,8
Change in short-term liabilities	24,0	-14,6	36,3	5,9
Share issue	-	-	-	-
Dividend payments	-30,5	-25,8	-30,5	-25,8
Cash flow from treasury shares	-15,1	-5,3	-15,1	-5,3
Group contributions	-	-	15,2	29,2
Cash flow from financing	-76,4	-110,7	-33,2	-21,1
Exchange rate differences for liquid assets	2,1	-0,3	-	-
Change in liquid assets	2,5	-28,7	1,6	-11,2
Liquid assets at 1 January	28,6	57,3	11,6	22,8
Liquid assets at 31 December	31,1	28,6	13,2	11,6
Changes according to balance sheet	2,5	-28,7	1,6	-11,2

Accounting principles

The financial statements of Uponor Oyj comply with the Finnish Accounting Act from 1997, which is based on the fourth and seventh Directives of the European Community. There have been no changes of substance in accounting conventions.

Method of compiling the consolidated financial statements

The consolidated financial statements include the parent company and all companies in which the parent company holds more than half of the voting rights, either directly or through its subsidiaries. Subsidiaries acquired or established during the year have been included as of the time of acquisition or establishment. Divested companies are included up to the time of divestment.

Transactions between Group companies have been eliminated. Reciprocal shareholdings have been eliminated by the acquisition cost method. The difference between the acquisition price of shares in a subsidiary and the net assets of subsidiaries at the time of acquisition is shown as a difference on consolidation, part of which is allocated to the fixed assets acquired if their current value substantially exceeds their book value, while the remaining, unallocated portion is shown as consolidation goodwill depreciating over an estimated effective period not exceeding 20 years. The share of minority holdings in earnings and shareholders' equity is shown as a separate item.

Associated companies are those in which the Group has a stake of 20–50 per cent and where it exercises influence. These have been included in the consolidated accounts using the capital share method. The share of earnings of associated companies for the accounting period is reckoned according to the stake held by the Group and shown separately in the income statement. Essential differences in accounting conventions between the Uponor Group and the associated companies are eliminated before combination using the capital share method.

Currency denominated items

Each company converts daily currency denominated transactions in its own accounts using the current exchange rates on the day of the transaction. Currency denominated receivables and liabilities are converted in the financial statements using the current exchange rate at the end of the accounting period. Exchange rate differentials pertaining to normal business are processed as sale and purchase corrections and those pertaining to financing are shown as finance exchange rate differentials.

Receivables and liabilities protected by derivative instruments are shown in the balance sheet at the agreed rate of exchange.

In the consolidated financial statements the income statements of foreign subsidiaries have been converted into Finnish marks at the average rate of exchange for the accounting period, while the balance sheet is based on the current exchange rate at the end of the accounting period. Any conversion differential arising from this, and other conversion differentials due to changes in subsidiary shareholders' equity are shown as an increase or reduction in unrestricted shareholders' equity. In addition to this, exchange rate differentials relating to parent company loans to foreign subsidiaries, which compensate shareholders' equity, have been corrected in the conversion in the consolidated accounts.

Conversion differentials realised in connection with substantial returns of capital are released to income in the exchange rate differentials of the income statement.

Net sales

Net sales comprise sales of products and services supplied, minus indirect taxes, allowed discounts and exchange rate differentials.

Extraordinary income and expenses

Extraordinary income and expenses comprise items which are exceptional from the point of view of regular business operations, such as factory closures and non-recurrent expenses arising from reorganising operations, as well as earnings and expenses due to sales of entire business operations. Items derived from changes in accounting conventions are shown as extraordinary income or expenses.

Characteristically recurrent income and expenses pertaining to business operations, e.g. profits and losses incurred on sales of current assets, are included in other income of business operations.

Tax

The taxes in the consolidated financial statements include direct taxes based on the taxable earnings of each company, reckoned according to local tax regulations, together with the change in deferred tax receivables or liabilities arising from temporary differences. In addition to this, the change in deferred tax receivables or liabilities arising from consolidation elimination is shown in the taxes of the consolidated income statement. The accrued adjustments in the consolidated financial statements are divided between deferred tax liability and shareholders' equity.

Pension arrangements

All expenses incurred in pension benefits are recorded as expenses in the period during which the corresponding work was performed. The pension arrangements of companies in the Group comply with local regulations and practices in various countries. The costs of these arrangements are recorded as expenses in the income statement. The sums concerned are based on actuarial valuations or on the direct debits of insurance companies.

Fixed assets and depreciation

Fixed assets are shown in the balance sheet at residual value according to plan. This residual value is reckoned by deducting cumulative depreciation from the original acquisition cost.

Depreciation of fixed assets according to plan has been calculated on the basis of the acquisition cost and estimated economic life span as follows:

Buildings	25 – 50 years
Machinery and equipment	5 – 20 years
Office and shop furniture and fittings	5 – 10 years
Transport equipment	5 – 7 years
Capitalised expenditure	5 – 10 years
Goodwill	5 – 10 years
Consolidation goodwill	10 – 20 years

Current assets

Current assets are valued according to the FIFO principle at the deferred acquisition cost or probable sale price, whichever is the lower. The probable sale price of commodity current assets is the price received at the time of sale minus sales expenses. The acquisition cost of finished products and goods in process includes a share of indirect manufacturing costs.

Cash flow statement

The change in working capital and changes in balance sheet items pertaining to financing activities are reckoned in the Group cash flow statement at annual average exchange rates and include only the companies within the Group at the end of the year.

Derivative instruments

The companies in the Group employ derivative instruments to reduce interest rate, exchange rate, and raw material price risks. The Group does not speculate in derivative instrument trading. The premiums for options purchased and sold for financing purposes are recorded under the financing expenses category of the income statement during their period of validity.

Treasury shares

The parent company held some of its own shares during the year under review and the preceding year. These shares have been eliminated from the shareholders' equity of the parent company and of the Group and have no balance sheet value. The parent company assigned some of its own shares in public trading during the preceding year. The net trading profit earned from such assignment after income taxes has been recorded in the premium fund of the parent company. Treasury shares have been eliminated from the calculation of key figures.

Notes to the financial statements

1. Notes to the income statement	Uponor Group		Uponor Oyj	
	2001	2000	2001	2000
1.1. Other operating income				
Gains from sales of fixed assets	11,4	9,8	5,1	0,6
Income from services	-	-	-	1,6
Remuneration	-	-	-	0,0
Sale of secondary products	-	-	-	0,0
Royalties	-	0,4	-	0,4
Income from real estate holdings	-	-	-	0,0
Earnings share from associated companies	0,9	0,2	-	-
Other income	-	-	0,0	0,0
	12,3	10,4	5,1	2,6
1.2. Personnel costs				
Salaries and fringe benefits	131,6	153,3	1,8	2,6
Pension expenses	7,2	7,9	0,1	0,0
Other personnel costs	26,1	30,6	0,2	0,2
	164,9	191,8	2,1	2,8
Salaries and emoluments paid to the Managing Directors				
Salaries and emoluments	15,1	13,0	0,4	0,3
Bonus payments	0,8	1,0	0,0	0,1
	15,9	14,0	0,4	0,4
1.3. Depreciation according to plan				
Intangible rights	3,0	2,8	-	-
Goodwill	0,8	1,0	-	-
Consolidation goodwill	11,5	11,6	-	-
Other capitalised long-term expenditure	0,4	0,4	0,5	0,4
Land and water areas	1,5	1,2	-	-
Buildings and structures	10,2	10,2	0,6	0,8
Plant and machinery	46,8	47,9	0,3	0,2
Other tangible assets	4,0	3,3	-	-
	78,2	78,4	1,4	1,4
1.4. Depreciation by operation				
Manufacturing	54,0	53,3	0,7	0,8
Sales and marketing	6,7	6,9	-	-
Administration	4,8	4,7	0,7	0,2
Other	1,2	1,9	-	0,4
Consolidation goodwill	11,5	11,6	-	-
	78,2	78,4	1,4	1,4
1.5. Financial income and expenses				
Dividend income				
- Subsidiaries	-	-	39,1	16,0
- Others	1,1	0,7	1,1	0,7
Interest and financial income				
- Subsidiaries	-	-	16,5	19,2
- Associated companies	0,5	-	-	-
- Others	3,0	5,9	1,5	1,5
	4,6	6,6	58,2	37,4
Interest and financial costs				
- Subsidiaries	-	-	0,5	0,7
- Others	22,1	26,5	7,9	9,3
Exchange differences				
- Realised	-0,4	-0,2	-1,0	-0,8
- Unrealised	1,7	4,2	0,9	1,9
	20,8	22,5	8,5	8,9

	Uponor Group		Uponor Oyj	
	2001	2000	2001	2000
Net financial costs	-16,2	-15,9	49,7	28,5
1.6. Extraordinary income				
Gains from sales of fixed assets	-	6,6	-	3,1
Change in accounting principles	-	0,2	-	-
Group contributions	-	-	15,2	22,0
Other	0,7	9,0	-	7,2
	0,7	15,8	15,2	32,3
Extraordinary expenses				
Write-offs	2,7	-	-	-
Change in accounting principles	-	-	-	0,7
Closing-down expenses	6,8	2,2	-	-
Other	0,9	4,6	1,5	2,3
	10,4	6,8	1,5	3,0
1.7. Taxes				
For the financial period	23,9	30,6	7,5	3,7
For previous financial periods	5,3	0,4	1,6	-0,2
On extraordinary items	-2,8	-1,6	-	8,5
Change in deferred taxation	1,7	-1,8	-0,1	-
	28,1	27,6	9,0	12,0

2. Notes to the balance sheet

2.1. Fixed assets

Uponor Oyj	Intangible rights	Other capitalised long-term expenditure	Land and water areas	Buildings and structures	Plant and machinery	Other tangible assets	Advance payments and investment in progress	Securities and long-term investments
Acquisition costs 1 Jan	0,2	4,0	2,6	32,9	5,7	2,2	-	290,9
Structural changes	-	-	-	0,0	-	-	-	0,4
Increases	0,1	0,1	-	0,0	0,2	-	-	10,9
Decreases	-0,1	-	-0,3	-2,1	-0,1	-0,2	-	-9,9
Acquisition costs 31 Dec	0,2	4,1	2,3	30,8	5,8	2,0	-	292,3
Accrued depreciation and value adjustments	0,2	2,5	-	15,9	4,8	1,9	-	-
Accrued depreciation of decreases and transfers	-	-	-	-	-	-	-	-
Depreciation for the financial period	-	0,5	-	0,6	0,2	0,1	-	-
Accrued depreciation	0,2	3,0	-	16,5	5,0	2,0	-	-
Revaluations	-	-	0,4	0,3	-	-	-	-
Book value	0,0	1,1	2,7	14,6	0,8	0,0	-	292,3

Uponor Group	Intangible rights	Goodwill	Consolidation goodwill	Other capitalised long-term expenditure	Intangible assets	Shares in associated companies	Other shares and holdings
Acquisition costs 1 Jan	31,6	26,2	180,7	3,9	242,4	22,8	10,9
Structural changes	-0,1	-0,1	0,0	0,1	-0,1	-	-
Conversion difference	0,0	0,2	-0,7	0,0	-0,5	0,1	-
Increases	1,7	2,4	0,9	0,0	5,0	0,9	0,8
Decreases	-1,6	4,9	35,6	1,3	40,2	0,5	2,5
Acquisition costs 31 Dec	34,8	23,8	145,3	2,7	206,6	23,3	9,2
Accrued depreciation and value adjustments	22,0	23,7	68,8	2,8	117,3	-	-
Structural changes	0,0	0,0	0,0	-0,1	-0,1	-	-
Conversion difference	0,0	0,2	-0,9	-0,1	-0,8	-	-
Accrued depreciation of decreases and transfers	1,6	-4,9	-35,8	-1,2	-40,3	-	-
Depreciation for the financial period	3,0	0,8	11,5	0,4	15,7	-	-
Accrued depreciation	26,6	19,8	43,6	1,8	91,8	0,0	0,0
Book value	8,2	4,0	101,7	0,9	114,8	23,3	9,2

	Land and water areas	Buildings and structures	Plant and machinery	Other tangible assets	Advance payments and investment in progress	Tangible assets
Acquisition costs 1 Jan	53,9	303,7	507,4	30,5	22,2	917,7
Structural changes	4,4	-18,5	3,5	-0,2	-2,6	-13,4
Conversion difference	1,4	-0,1	7,3	0,4	-1,6	7,4
Increases	0,8	12,8	30,2	4,0	2,7	50,5
Decreases	3,3	10,9	5,4	1,5	0,2	21,3
Acquisition costs 31 Dec	57,2	287,0	543,0	33,2	20,5	940,9
Accrued depreciation and value adjustments	3,5	92,9	316,4	19,2	-0,1	431,9
Structural changes	1,2	-16,9	2,4	-0,1	-	-13,4
Conversion difference	0,2	-0,3	2,2	0,6	-	2,7
Accrued depreciation of decreases and transfers	0,3	-6,0	-4,4	-1,2	0,1	-11,2
Depreciation for the financial period	1,5	10,2	46,8	4,0	-	62,5
Value adjustments	-	-	2,7	-	-	2,7
Accrued depreciation	6,7	79,9	366,1	22,5	0,0	475,2
Revaluations	11,6	7,9	1,4	-	-	20,9
Book value	62,1	215,0	178,3	10,7	20,5	486,6

Balance sheet value of production plant and machinery 160,5

Uponor Group	Uponor Oyj
2001	2000

2.2. Long-term investments

	2001	2000	2001	2000
Loans receivables				
- Subsidiaries	-	-	252,8	229,0
- Associated companies	9,7	11,7	-	-
- Others	1,3	1,2	1,1	1,2
	11,0	12,9	253,9	230,2

	Subsidiaries		Associated companies	
	2001	2000	2001	2000
2.3. Receivables from subsidiaries and associated companies				
Uponor Oyj				
Loan receivables	288,7	259,5	-	-
Trade receivables	1,2	1,9	-	-
Accruals	0,0	9,3	-	-
Other receivables	59,2	45,2	-	-
	349,1	315,9	-	-

No loans have been issued to management or shareholders, nor have guarantees been issued or securities lodged on their behalf.

	Uponor Group		Uponor Oyj	
	2001	2000	2001	2000
2.4. Accrued income				
Taxes	22,9	31,0	1,0	0,5
Discounts received	5,3	3,4	-	-
Interest	0,2	1,1	0,2	1,1
Other	9,0	11,2	0,0	8,6
	37,4	46,7	1,2	10,2

2.5. Changes in shareholders' equity

Restricted shareholders' equity

Share capital on 1 January	77,4	77,4	77,4	77,4
Cancelling of shares	-1,0	-	-1,0	-
Share capital on 31 December	76,4	77,4	76,4	77,4
Capital reserve on 1 January			110,0	110,0
Cancelling of shares			1,0	-
Premium on shares issued, 31 December			111,0	110,0
Revaluation reserve on 1 January			0,2	7,5
Decrease			-	-7,3
Revaluation reserve on 31 December			0,2	0,2
Non-restricted shareholders' equity on 1 January			308,1	289,6
Dividend payments			-30,5	-25,8
Treasury shares			-15,1	-5,3
Profit for financial period			56,6	49,6
Non-restricted shareholders' equity on 31 December			319,1	308,1
Other restricted shareholders' equity on 1 January	104,5	107,1		
Changes in revaluation reserve	-0,5	-3,3		
Transfer from non-restricted shareholders' equity	0,2	0,7		
Transfer from share capital	1,0	-		
Other restricted shareholders' equity on 31 December	105,2	104,5		

	Uponor Group		Uponor Oyj	
	2001	2000	2001	2000
Non-restricted shareholders' equity on 1 January	354,6	310,4		
Dividend payments	-30,5	-25,8		
Conversion differences	-1,5	-1,4		
Transfer to restricted shareholders' equity	-0,2	-0,7		
Treasury shares	-15,1	-5,3		
Profit for financial period	36,7	77,4		
Non-restricted shareholders' equity on 31 December	344,0	354,6		
Of which not distributable in dividends	40,0	36,6		

2.6. Accumulated appropriations

- Intangible assets			0,2	0,0
- Buildings and structures			3,5	3,9
- Plant and machinery			0,3	0,4
- Other tangible assets			0,0	0,2
			4,0	4,5

2.7. Loans

Falling due in following financial period				
- Loans from financial institutions	20,6	28,5	9,5	7,5
- Pension loans	7,7	7,8	7,7	7,7
- Other loans	0,5	0,5	-	-
	28,8	36,8	17,2	15,2

2.8. Long-term loans

Due after five years				
- Loans from financial institutions	6,7	42,5	-	1,6
- Pension loans	10,5	15,2	6,9	6,9
- Other loans	0,3	26,4	-	-
	17,5	84,1	6,9	8,5

1996 bond issues

Loan amount: FIM 150 million

Nominal annual interest 5.50 %

Term: 18 November 1996 to 18 November 2000

The loan is unsecured.

Redemption in full on 18 November 2000

Serial bond I/2000

Serial bond not exceeding EUR 100 million

Nominal annual interest 6.25 %

Term: 20 November 2000 to 20 November 2005

The loan is unsecured.

Redemption in full on 20 November 2005

First tranche

Loan amount: EUR 26 million

Issue price 99.937

	Subsidiaries		Associated companies	
	2001	2000	2001	2000

2.9. Liabilities to subsidiaries and associated companies

Uponor Oyj

Trade payables	0,3	0,3	-	-
Other short-term liabilities	53,8	20,5	-	-
	54,1	20,8		

	Uponor Group		Uponor Oyj	
	2001	2000	2001	2000
2.10. Accrued liabilities				
Staff costs	18,2	18,3	0,3	0,5
Interest	1,0	1,7	0,6	1,1
Taxes	23,9	26,0	5,0	2,6
Discounts	6,1	7,9	-	-
Others	39,7	36,6	-	0,1
	88,9	90,5	5,9	4,3
2.11. Secured loans				
Pledged assets	7,9	7,1		
Mortgages	28,0	34,8		
	35,9	41,9		
2.12. Exchange and interest rate risk management				
Derivatives contracts				
Interest derivatives				
Interest rate options, bought	94,7	50,2	94,7	50,2
Interest rate options, sold	128,8	39,5	128,8	39,5
Interest rate swaps	10,0	-	10,0	-
Foreign currency derivatives				
Forward agreements	10,0	11,5	9,3	9,6
Currency swaps	5,0	-	5,0	-
2.13. Contingent liabilities				
Pledges at book value				
- on own behalf	7,9	7,1	-	-
Mortgages issued				
- on own behalf	28,0	34,7	-	-
Guarantees issued				
- on behalf of a subsidiary	-	-	162,9	153,4
- on behalf of others	4,1	3,0	-	-
Other contingent liabilities	0,0	0,3	-	-
Letter of Comfort commitments undertaken on behalf of subsidiaries are not included in the above figures.				
Leasing and renting liabilities				
Maturing in the following year	2,2	2,5	0,3	-
Maturing later	56,2	55,9	1,8	-
	58,4	58,4	2,1	-

	Uponor Group		Uponor Oyj	
	2001	2000	2001	2000
2.14. Deferred tax liabilities and assets				
Deferred tax assets				
- Consolidation procedures	14,4	14,3		
- Consolidated companies	8,3	7,0		
	22,7	21,3		
Deferred tax liabilities				
- Appropriations	17,6	17,0		
- Consolidation procedures	2,9	1,2		
- Consolidated companies	18,5	18,2		
	39,0	36,4		
	16,3	15,1		

3. Shares and holdings

3.1. Subsidiaries

Name	Domicile		Parent company stake	Group stake
Uponor Aldyl S.A.	Buenos Aires	AR	100,0	100,0
Uponor Beteiligungs GmbH	Marl	DE	100,0	100,0
Uponor Müanyag Csőrendszér Kft.	Budapest	HU		100,0
Uponor Polska Sp. z o.o.	Sochaczew	PL		100,0
Uponor Bor Sp. z o.o.	Sochaczew	PL		100,0
Uponor Resiplast, S.A.	Barcelona	ES		100,0
Uponor Hispania, S.A.U.	Móstoles	ES		100,0
Unicor Española de Multicapas, S.L.	Fuenlabrada	ES		100,0
Uponor Czech s.r.o.	Prague	CZ		100,0
Uponor (Deutschland) GmbH	Marl	DE		100,0
Uponor Anger GmbH	Marl	DE		100,0
Uponor Hausabflußtechnik GmbH	Emstek	DE		51,0
Uponor Magnaplast Sp. z o.o.	Sieniawa Zarska	PL		100,0
Uponor Abwassertechnik GmbH	Emstek	DE		75,5
Uponor Klärtechnik GmbH	Marl	DE		100,0
Hewing GmbH	Ochtrup	DE		100,0
SST-Rolltec Verwaltungs GmbH	Emsdetten	DE		100,0
SST-Rolltec GmbH & Co. KG	Emsdetten	DE		100,0
Cronatherm Verwaltungs GmbH	Buchholz-Mendt	DE		100,0
Cronatherm GmbH & Co. KG	Buchholz-Mendt	DE		100,0
Wirso Pex GmbH	Heusenstamm	DE		100,0
Wirso Verwaltungs GmbH	Norderstedt	DE		100,0
Wirso-VELTA GmbH & Co. KG	Norderstedt	DE		100,0
Polytherm Vertriebs GmbH	Ochtrup	DE		100,0
Uponor S.A.R.L.	Saran	FR		100,0
Uponor Rohrsysteme GmbH	Hassfurt	DE		100,0
PR Consulting & Marketing GmbH	Hassfurt	DE		100,0
Unicor GmbH Rahn Plastmaschinen	Hassfurt	DE		100,0
Unicor Extrusionstechnik GmbH	Zella-Mehlis	DE		100,0
Unicor Plastic Machinery, Inc.	Missisauga	CA		100,0
Sörberg GmbH & Co. KG	Hassfurt	DE		100,0
M. Block GmbH	Schweinfurt	DE		100,0
UponorA/S	Hadsund	DK	100,0	100,0
VogueA/S	Silkeborg	DK	100,0	100,0
Uponor Eesti AS	Tallinn	EE	100,0	100,0
Finla Kehräämö Oy	Tampere	FI	100,0	100,0
Jita Oy	Virrat	FI	100,0	100,0
Karjaan Trikootehdas Oy	Karjaa	FI	100,0	100,0
Kiinteistö Oy Martinsillantie 2 a	Espoo	FI	80,0	80,0
Kiinteistö Oy Porin Askotalot	Pori	FI	79,1	79,1
Renor Oy	Lahti	FI	100,0	100,0
Oy Finla Ab	Tampere	FI		100,0
Varastotalo Oy	Tampere	FI		100,0
Kiinteistö Oy Trikootalot	Tampere	FI		100,0
Kiinteistö Oy Keskuskatu 20	Heinola	FI		100,0

Asunto Oy Forssan Kuhalankatu 2	Forssa	FI		100,0
Asunto Oy Porin Purjesato	Pori	FI		52,6
Asko Norge AS	Oslo	NO		100,0
Asko i Fristad AB	Borås	SE		100,0
KB Sekanten	Borås	SE		100,0
Suomen Muovitehdas Oy	Nastola	FI	100,0	100,0
Uponor Pexep Oy	Nastola	FI	100,0	100,0
Uponor Suomi Oy	Nastola	FI	100,0	100,0
Uponor Holding S.A.	Lyon	FR	100,0	100,0
Uponor France S.A.	St. Etienne de St. Geoirs	FR		100,0
Uponor Limited (*)	Bishopstown	IE	100,0	100,0
Uponor (Cork) Limited (*)	Bishopstown	IE		100,0
Uponor Exports Limited	Dublin	IE		100,0
Uponor S.r.l.	Badia Polesine	IT	100,0	100,0
Uponor Latvia SIA	Riga	LV	100,0	100,0
Uponor Lithuania UAB	Vilnius	LT	100,0	100,0
Uponor B.V.	Amsterdam	NL	100,0	100,0
Uponor AS	Furufälen	NO	100,0	100,0
Uponor Portugal - Sistemas para Fluidos, Lda.	Vila Nova de Gaia	PT	100,0	100,0
Uponor (Portugal) S.G.P.S., S.A.	Vila Nova de Gaia	PT		100,0
Termoplás, S.A.	Vila do Conde	PT		100,0
Ecoplás, S.A.	Vila Nova de Gaia	PT		100,0
ZAO Uponor Rus	St. Petersburg	RU	100,0	100,0
Sörberg Produktion AB	Kungsör	SE	100,0	100,0
Uponor AB	Borås	SE	100,0	100,0
Vårgårda Plast AB	Vårgårda	SE		100,0
Uponor Innovation AB	Borås	SE	100,0	100,0
Uponor Wirsbo AB	Surahammar	SE	100,0	100,0
Uponor Wirsbo A/S	Glostrup	DK		100,0
Uponor Wirsbo AS	Vestby	NO		100,0
Uponor Magyarország Kft.	Budapest	HU		100,0
WA Vertriebs GmbH	Guntramsdorf	AT		100,0
Uponor Limited	England	UK	100,0	100,0
Wirsbo UK Limited	England	UK		100,0
Uponor UK Export Limited	England	UK		100,0
Uponor Aldyl Limited	England	UK		100,0
Radius Plastics Limited	Northern Ireland	UK		100,0
Uponor North America, Inc.	Delaware	US	100,0	100,0
Hot Water Systems North America, Inc.	Delaware	US		100,0
Wirsbo Company	Illinois	US		100,0
Uponor Canada Inc.	Regina	CA		100,0
Radiant Technologies, Inc.	New York	US		100,0
Stadler Corp.	Massachusetts	US		100,0
Thermal Ease Hydronic Systems, Inc.	Washington	US		100,0
Unicor Pipe Systems Inc.	Toronto	CA		100,0
Unicor Pipe Systems, Inc.	Minnesota	US		100,0
Uponor ETI Company	Colorado	US		100,0
Mid-States Plastics, Inc.	Kentucky	US		100,0
Uponor Aldyl Company, Inc.	Delaware	US		100,0

3.2 Associated companies

Name	Domicile		Parent company stake	Group stake
Kotimaiset Kotitalouskoneet Oy	Helsinki	FI	50,0	50,0
Stadler-Viega LLC	Massachusetts	US		50,0
Tampereen Kiinteistö Invest Oy	Tampere	FI		49,9
Punitec GmbH & Co. KG	Gochsheim	DE		45,0
Punitec Verwaltungs GmbH	Gochsheim	DE		45,0
Kiinteistö Oy Lahden Teollisuuskeskus	Lahti	FI		37,4

*) In accordance with the provisions of Section 17 of the Republic of Ireland Companies (Amendment) Act 1986, Uponor Oyj has given irrevocable guarantees in respect of the financial year from 1 January 2001 to 31 December 2001 in respect of the liabilities, as are referred to in Section 5 (c) of that Act, for the specified subsidiary companies.

Division information

Net sales	2001		2000	
	MEUR	Share, %	MEUR	Change, %
Uponor Plastic Pipe Systems	1 165,7	97,8	1 199,8	-2,8
Asko Appliances	-	-	81,0	-100,0
Upofloor Flooring	-	-	35,1	-100,0
Asko Real Estate	25,6	2,1	28,0	-8,6
Other/internal	1,1	0,1	11,7	-90,6
Uponor Group total	1 192,4	100,0	1 355,6	-12,0

Operating profit	2001		2000	
	MEUR	Share, %	MEUR	Change, MEUR
Uponor Plastic Pipe Systems	76,2	83,6	91,3	-15,1
Asko Appliances	-	-	3,5	-3,5
Upofloor Flooring	-	-	2,5	-2,5
Asko Real Estate	20,3	22,3	15,5	4,8
Other/elimination	-5,3	-5,9	-0,1	-5,2
Uponor Group total	91,2	100,0	112,7	-21,5

Investment	2001		2000	
	MEUR	Share, %	MEUR	Change, MEUR
Uponor Plastic Pipe Systems	50,9	91,4	79,1	-28,2
Asko Appliances	-	-	0,8	-0,8
Upofloor Flooring	-	-	0,3	-0,3
Asko Real Estate	4,5	8,1	2,9	1,6
Other/elimination	0,3	0,5	0,5	-0,2
Uponor Group total	55,7	100,0	83,6	-27,9

Personnel at 31.12.	2001		2000	
	Number	Share, %	Number	Change, %
Uponor Plastic Pipe Systems	5 416	98,7	5 824	-7,0
Asko Real Estate	41	0,8	46	-10,9
Other	29	0,5	29	-
Uponor Group total	5 486	100,0	5 899	-17,9

Group key financial figures

	2001	2000	1999	1998	1997
Consolidated income statement, MEUR					
Net sales	1 192,4	1 355,6	1 346,8	1 165,5	1 230,3
Operating expenses	1 023,0	1 164,5	1 160,0	1 012,0	1 058,9
Depreciation according to plan	78,2	78,4	79,4	62,5	61,0
Operating profit	91,2	112,7	107,4	91,0	110,4
Financial income and expenses	-16,2	-15,9	-18,7	-18,2	-14,6
Profit after financial items	75,0	96,8	88,7	72,8	95,8
Extraordinary items	-9,7	9,0	22,3	28,1	5,2
Profit before appropriations and taxes	65,3	105,8	111,0	100,9	101,0
Book result	36,6	77,4	76,3	68,4	75,7

Consolidated balance sheet, MEUR

Non-current assets	534,6	556,3	637,1	589,8	630,4
Consolidation goodwill	101,7	111,9	122,3	61,8	50,1
Inventories	173,0	187,6	211,5	194,1	220,6
Cash and deposits	31,1	28,6	57,3	38,1	70,5
Other liquid assets	232,6	246,0	238,7	170,6	172,3
Restricted equity	181,6	181,9	184,5	179,5	192,0
Non-restricted equity	344,0	354,6	310,4	237,0	216,7
Minority interest	8,4	8,0	9,1	5,7	5,6
Obligatory provisions	12,1	14,9	16,8	15,2	14,8
Interest-bearing long-term liabilities	191,7	243,3	365,5	306,9	332,7
Interest-bearing short-term liabilities	122,2	96,0	116,5	88,2	107,3
Non-interest-bearing liabilities	213,0	231,7	264,1	221,9	274,8
Balance sheet total	1 073,0	1 130,4	1 266,9	1 054,4	1 143,9

Other key figures

Operating profit, %	7,6	8,3	8,0	7,8	9,0
Profit after financial items, %	6,3	7,1	6,6	6,3	7,8
Profit before appropriations and taxes, %	5,5	7,8	8,2	8,7	8,2
Return on Equity (ROE), %	8,2	12,8	13,3	10,3	18,8
Return on Investment (ROI), %	11,3	13,2	12,4	11,7	14,9
Solvency, %	49,8	48,3	39,9	40,1	37,6
Gearing, %	53	57	84	85	89
Net interest-bearing liabilities, MEUR	282,8	310,7	424,7	357,0	369,4
- % of net sales	23,7	22,9	31,5	30,6	30,0
Change in net sales, %	-12,0	0,7	15,6	-5,3	-1,5
Exports from Finland, MEUR	21,0	49,4	103,1	95,4	136,1
Net sales of foreign subsidiaries, MEUR	1 070,5	1 156,8	1 125,4	898,2	838,0
Total net sales of foreign operations, MEUR	1 075,1	1 188,1	1 146,9	909,2	899,6
Share of foreign operations, %	90,2	87,6	85,2	78,0	73,1
Personnel at 31 December	5 486	5 899	7 307	6 756	7 639
Average no. of personnel	5 723	6 513	7 451	6 723	7 814
Investments, MEUR	55,7	83,6	154,3	128,9	106,8
- % of net sales	4,7	6,2	11,5	11,1	8,7

Information on shares and shareholders

Shareholders by category on 31 December 2001

Category	No. of shares	% of shares
Private non-financial corporations	10,407,410	27.2
Public non-financial corporations	5,990	0.0
Financial and insurance corporations	8,482,144	22.2
General government	7,163,695	18.7
Non-profit institutions	1,136,422	3.0
Households	2,023,929	5.3
Foreign (including nominee registrations)	8,986,728	23.5
Others (joint account, waiting list)	10, 904	0.0
	38,217,222	100.0

Shareholders by size on 31 December 2001

Shares per shareholder	Total shares	% of share capital	No. of shareholders	% of shareholders
1 – 100	45,540	0.1	706	23.4
101 – 1 000	666,812	1.7	1,579	52.3
1 001 – 10 000	1,759,478	4.6	579	19.2
10 001 –	35,745,392	93.5	155	5.1
	38,217,222	100.0	3,019	100.0

The maximum number of votes which may be cast at the Annual General Meeting is 37,377,222 (status on 31 December 2001.) The number of votes pertaining to the Company's treasury shares on 31 December 2001 was 840,000.

The number of shares which can be subscribed on the basis of convertible bonds and bonds with warrants is zero.

The total shareholding of the members of the Board of Directors and the CEO, together with the shareholdings of corporations known to the company in which they exercise influence is 211,948 shares. In addition, the number of their options amounts to 9.9 per cent of the total number of options issued by Uponor Oyj. These options entitle their holders to subscribe a maximum of 56,000 shares corresponding to 0.15 per cent of the total number of shares and votes on 31 December 2001.

Major shareholders on 31 January 2002

Shareholder	Shares	% of shares	% of votes
Sampo Life Insurance Company Ltd	2,804,985	7.3	7.5
Oras Administration Ltd	2,208,764	5.8	5.9
Oras Marketing Ltd	2,208,763	5.8	5.9
Oras Technology Ltd	2,208,763	5.8	5.9
Varma-Sampo Mutual Pension Insurance Company	2,084,052	5.5	5.6
Ilmarinen Mutual Pension Insurance Company	1,588,500	4.2	4.3
Odin Funds			
Odin Norden Investment Fund	924,300	2.4	2.5
Odin Finland Investment Fund	140,700	0.4	0.4
	1,065,000	2.8	2.9
Oras Ltd	1,038,400	2.7	2.8
Municipal Pension Fund	980,350	2.6	2.6
Tapiola Mutual Pension Insurance Company	733,000	1.9	2.0
Others	20,456,645	53.5	54.7
	37,377,222	97.8	100.0
Own shares held by the company	840,000	2.2	-
Total	38,217,222	100.0	100.0

Nominee-registered shares on 31 January 2002

Nordea Bank Finland Plc	6,752,775	17.6	18.1
Skandinaviska Enskilda Banken AB (Publ.)	682,241	1.8	1.8
Others	340,203	0.9	0.9
	7,775,219	20.3	20.8

Share-specific key figures

Share-specific key figures

	2001	2000	1999	1998	1997
Share capital, MEUR	76,4	77,4	77,4	65,4	59,3
Number of shares at 31 December, in thousands	38 217	38 717	38 717	37 735	35 285
Number of shares adjusted for share issue, in thousands					
- at end of year	37 377	38 237	38 532	37 735	38 813
- average	37 829	38 521	38 075	38 655	38 793
Nominal value of shares, EUR	2,00	2,00	2,00	1,68	1,68
Adjusted equity, MEUR	534,0	544,5	504,1	422,2	414,3
Share trading, MEUR	184,4	203,4	363,0	325,8	422,9
Share trading, in thousands	10 621	10 860	22 865	19 558	26 853
- of average number of shares, %	28,1	28,2	60,1	50,6	76,1
Market value of share capital, MEUR	716,6	725,9	681,5	550,2	575,7
Adjusted earnings per share (fully diluted), EUR	1,15	1,74	1,58	1,09	1,82
Equity per share, EUR	14,06	14,03	12,85	10,71	10,53
Dividend, MEUR	*) 29,9	30,6	25,8	22,2	17,8
Dividend per share, EUR	*) 0,80	0,80	0,67	0,59	0,50
Effective share yield, %	4,3	4,3	3,8	4,0	3,1
Dividend per earnings, %	69,6	46,0	42,3	53,8	25,2
P/E ratio	16,3	10,8	11,1	13,3	8,2
Issue-adjusted share prices, EUR					
- highest	19,30	21,00	17,83	20,52	16,96
- lowest	14,30	15,80	12,28	11,27	9,88
- average	17,36	18,73	15,88	16,65	14,30

* Proposal of the Board of Directors

The definitions of key ratios are shown on page 26.

The share-specific figures for 1997 have been corrected on the basis of the 1998 bonus issue. In the bonus issue each shareholder received one new share free of charge for every ten old shares. The average number of shares allows for the effect of treasury

Share issues	2001	2000	1999	1998	1997
Directed issues, MEUR	-	-	0,7	0,1	0,1
- issue premium	-	-	2,5	0,6	0,3
Subscription price, EUR	-	-	8,90	8,90	8,90

Definitions of key ratios

Return on Equity (ROE), %	=	$\frac{\text{Earnings before extraordinary items - tax}}{\text{Shareholders' equity + Average minority interest}} \times 100$
Return on Investment (ROI), %	=	$\frac{\text{Earnings before extraordinary items + interest and other financing costs}}{\text{Balance sheet total - Average non-interest-bearing liabilities}} \times 100$
Solvency, %	=	$\frac{\pm \text{Shareholders' equity} \pm \text{minority interest}}{\text{Balance sheet total - advance payments received}} \times 100$
Gearing, %	=	$\frac{\text{Net interest-bearing liabilities}}{\text{Shareholders' equity + minority interest}} \times 100$
Net interest-bearing liabilities	=	Interest-bearing liabilities - cash, bank receivables and financial assets
Earnings per share (EPS)	=	$\frac{\text{Profit before extraordinary items} \pm \text{minority interest of profit - tax}}{\text{Number of shares adjusted for share issue in financial period}}$
Equity per share ratio	=	$\frac{\text{Shareholders' equity}}{\text{Average number of shares adjusted for share issue at end of year}}$
Dividend per share ratio	=	$\frac{\text{Dividend per share}}{\text{Profit per share}}$
Effective dividend yield	=	$\frac{\text{Dividend per share} \times 100}{\text{Share price at end of financial period}}$
Price-Earnings ratio (P/E)	=	$\frac{\text{Share price at end of financial period}}{\text{Earnings per share}}$
Share trading progress	=	Number of shares traded during the financial year in relation to average value of the said number of shares
Market value of shares	=	Number of shares at end of financial period x last trading price
Average share price	=	$\frac{\text{Total value of shares traded (EUR)}}{\text{Total number of shares traded}}$

Proposal of the Board of Directors

According to the balance sheet as of 31 December 2001, Group profits amount to EUR 343,975,000, of which EUR 303,937,000 may be distributed. The distributable profit of Uponor Oyj is EUR 319,147,253.32.

The Board of Directors proposes that a dividend of EUR 0.80 per share be paid on the 2001 accounting period.

Espoo, 5 February 2002

Pekka Paasikivi
Chairman

Hannu Kokkonen

Matti Niemi

Niilo Pellonmaa

Horst Rahn

Jarmo Rytilahti
Managing director

Auditor's certificate

The above financial statements have been prepared in accordance with generally accepted accounting principles in Finland. Our auditors' report has been issued today.

Espoo, 5 February 2002

KPMG Wideri Oy Ab
Authorised Public Accountants

Sixten Nyman
Authorised Public Accountant