LATHAM&WATKINS



April 22, 2003

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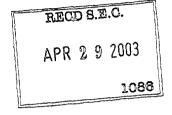
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File No. 82-34652

Moscow



Ladies and Gentlemen,

De' Longhi S.p.A.-Information Furnished Pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934- File No. 82-34652

On behalf of De' Longhi S.p.A. ("**De' Longhi**") and pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934, enclosed herewith please find:

- Press release dated March 21, 2003 announcing the De' Longhi's board of directors' approval of the results for the year ending December 31, 2002 (in English).
- Press release dated April 14, 2003 announcing the De' Longhi's shareholders' approval of the financial statements for the year ending December 31, 2002 (in English).

Please feel free to call me if you have any questions at +44 207 710 1000.

Please acknowledge receipts of this letter by stamping the enclosed copy of this letter and returning it to our messenger who has been instructed to wait.

Sincerely yours,

Michael S. Immordino of LATHAM & WATKINS

Enclosure

cc:

Caterina Del Turco Arianna Maronese of De' Longhi S.p.A.

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Consulenza di direzione
in Comunicazione d'Imprese

PRESS RELEASE

DE' LONGHI S.p.A.: Shareholders' Meeting has today approved financial statements for the FY ending December 31st 2002:

- Net Sales: $\{$ 1,273.7 mn (+6.3% compared to 2001, +8.7% at constant exchange rates);
- Net Income: €40.0 mn (+52.0% compared to 2001);
- Dividend per Share: € 0.06 (+82% compared to 2001, implying a 22.4% pay-out ratio compared to 18.7% in 2001).

The first call of Shareholders' Meeting has today approved consolidated and statutory financial statements for the FY ending December $31^{\rm st}$ 2002.

De' Longhi Group, leader in heating, air conditioning and air-treatment, cooking and food preparation, cleaning and ironing systems segments, with brands such as De' Longhi, Kenwood, Ariete, Simac reported net sales of € 1,273.7 mn, up 6.3% compared to 2001 (+ 8.7% at constant exchange rates), despite a substantially flat small domestic appliances market.

Profitability at all levels increased more than proportionally compared to sales growth:

- EBITDA: € 180.4 mn (+9.9% compared to 2001 and EBITDA margin up to 14.2% from 13.7% in 2001)
- EBIT: € 109.9 mn (+16.5% compared to 2001 and EBIT margin up to 8.6% from 7.9% in 2001)
- Net Income: € 40.0 mn (+52.0% compared to 2001)

Net debt decreased to € 269.1 mn from € 447.1 mn in 2001 thanks to a free cash flow generation of € 78.9 mn, after distributing 2001 dividends for € 4.9m and to the securitization proceeds for € 99.1 mn.

De'Longhi will distribute its shareholders a dividend of € 0.06 per share (+82% compared to a DPS of € 0.033 in 2001, implying a pay-out ratio of 22.4% compared to 18.7% in 2001).

The share will be trading ex dividend as of April 22nd, 2003; the dividend will be payable as of April 25th, 2003.

"Even in a difficult year as it was 2002 we achieved very positive results" – commented the Group's CEO, Stefano Beraldo – "thanks to the contribution of different elements: the launch of new important products (many of the launches in the last months of 2002 will support 2003 sales), the good performance in some strategic markets for the Group such as Italy, United States, UK and Japan, as well the synergies and better operational efficiency".



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"We are pleased we have been able to approve a distribution of dividends which was higher than last year thanks to the strong free cash flow generation" — continued the Group's Chairman, Giuseppe De' Longhi.

"We are confident that our actions in place" – concluded Mr Beraldo – "referring both to the launch of new products and the extension of distribution agreements, mainly in the heating business, will allow us to contrast the signals of weakness coming from all the Group core markets effectively".

Contact:

Barabino & Partners Federico Steiner Niccolò Moschini Tel. 02/72.02.35.35

Treviso, April 14th 2003



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PRESS RELEASE

DE' LONGHI S.p.A.: FY 2002 results approved by the Board of Directors:

- Net Sales up to € 1,273.7 mn (+6.3% compared to 2001; +8.7% at constant-exchange rates);
- EBITDA up to € 180.4 mn (+9.9% compared to 2001);
- Net Income up to € 40.0 mn (+52.0% compared 2001).

The Board of Directors will propose on the General Meeting of Shareholders a dividend of & 0.06 per share (+ 82% compared to 2001, implying a pay out ratio of 22.4% compared to 18.7% in 2001).

The Board of Directors of De' Longhi Group - leader in the Heating, Air Conditioning and Treatment, Cooking & Food Preparation and Cleaning and Ironing segments - with brands such as De' Longhi, Kenwood, Ariete, Simac - today has approved FY 2002 results.

Net sales grew by 6.3% to \leq 1,273.7 mn. On a constant exchange rate basis sales growth would have been 8.7%.y-o-y. Excluding the exit from low-end microwave ovens, sales growth would have been 10% y-o-y.

EBITDA grew by 9.9% to € 180.4 mn with an EBITDA margin of 14.2% vs. 13.7%.

EBIT rose to \leqslant 109.9 mn, up by 16.5% (vs. \leqslant 94.4 mn in 2001), with an EBIT margin of 8.6% vs. 7.9% in 2001.

Net income rose to €40 mn - growing by 52.0% vs. 2001 - without any significant changes in extraordinary items.

Net financial position also improved, decreasing to \leqslant 269.1 mn from \leqslant 447.1 mn in 2001, driven by free cash-flow generation of \leqslant 78.9 mn, after paying out dividends totalling \leqslant 4.9 mn, and by securitization proceeds for \leqslant 99.1 mn.

With regard to the business segments, the Group achieved robust growth in the Cooking & Food Preparation (+10.8%), Air Conditioning and Treatment (+8.6%), Cleaning & Ironing (+5.2%), whereas Heating (-2.7%) was penalised by a late start to the winter second, due to higher-than-average temperatures in some of the Group's core geographical markets, and by unfavourable movements of exchange-rates.

As regards geograpical performance, a key highlight worthy of note was sales growth in Italy (+8.9%), achieved in a declining small domestic appliances market. Performance was satisfactory both in Japan (+10.8%) and North America (+9.7%). At constant exchange-rates sales growth would have been 20.7% in Japan and 18.2% in North America.



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"In a difficult market environment, to grow at the same rate as we did in 2002 means the Group was able to build a balanced mix of innovation, successful products, control of distribution and strong brands" – commented the Group's Chairman Giuseppe De 'Longhi – "if we also consider that the launch of some important new products contributed to the growth of sales only in the last months of the year, we are even more satisfied with the results achieved."

The Board of Directors will propose on the General Meeting of Shareholders, to be held on April $14t^h$ 2003 on first call and on April 15^{th} on second call, a dividend of ≤ 0.06 per share, up 82% compared to ≤ 0.033 in 2001.

The share will be trading ex dividend as of April 22nd 2003; the dividend will be payable as April 25th 2003.

The Preliminary Financial Statements as of December 31st, 2002 - as approved by the Board of Directors - will be available at Company headquarters (Treviso, via L. Seitz, 47) and at Borsa Italiana S.p.A. offices within the terms requested by current law.

Attached: Reclassified Consolidated Balance Sheets and Profit and Loss Statements and Statutory Balance Sheets and Profit and Loss Statements

Contact:

Barabino & Partners Federico Steiner Niccolò Moschini Tel. 02/72.02.35,35

Treviso, March 21st 2003

De'Longhi S.p.A. consolidated financial statement as at 31 December 2002

Income statement

	2002	% of sales	2001	% of sales
	Euro mil.	%	Euro mil.	%
Net revenues	1.273,7	100,0%	1.197,9	100,0%
Increase 2002/2001	75,7	6,3%		
Materials	(620,7)	(48,7%)	(596,4)	(49,8%)
Services and other operating expenses	(297,5)	(23,4%)	(269,3)	(22,5%)
Value added	355,5	27,9%	332,2	27,7%
Labour costs	(162,3)	(12,7%)	(157,2)	(13,1%)
Provisions	(12,8)	(1,0%)	(10,9)	(0,9%)
EBITDA	180,4	14,2%	164,1	13,7%
Increase 2002/2001	16,3	9,9%		
Depreciation and amortisation	(70,4)	(5,5%)	(69,7)	(5,8%)
EBIT	109,9	8,6%	94,4	7,9%
Increase 2002/2001	15,6	16,5%		
Net financial expenses	(36,3)	(2,8%)	(39,0)	(3,3%)
Extraordinary income (expenses)	(5,4)	(0,4%)	(5,7)	(0,5%)
Earnings before taxes	68,3	5,4%	49,6	4,1%
Increase 2002/2001	18,6	37,6%		
Income taxes	(28,0)	(2,2%)	(23,1)	(1,9%)
Net income (loss) before minority interest	40,3	3,2%	26,5	2,2%
Minority interest	0,3	0,0%	0,2	0,0%
Net income (loss) for the year	40,0	3,1%	26,3	2,2%
Increase 2002/2001	13,7	52,0%		

De'Longhi S.p.A. consolidated financial statement as at 31 December 2002

Balance sheet

	31.12.2002	31.12.2001	Change	
	Euro mil.	Euro mil.	Euro mil.	

Trade receivables	309,0	412,5	(103,5)	
Net inventory	233,8	234,8	(1,1)	
Trade payables	(290,9)	(249,7)	(41,2)	
Other current assets (liabilities)	17,2	(9,1)	26,4	
Net working capital	269,1	388,5	(119,4)	
Non current assets:				
Intangible assets	434,6	435,2	(0,6)	
Tangible assets	221,0	193,7	27,3	
Financial assets	8,0	9,6	(1,5)	
Total funds and long-term liabilities	(108,8)	(54,8)	(53,9)	
Total capital employed	824,0	972,2	(148,2)	
Minority interests	(0,3)	(0,3)	(0,0)	
Net equity	(554,5)	(524,8)	(29,7)	
Total non-financial sources	(554,9)	(525,1)	(29,8)	
Net financial position	(269,1)	(447,1)	177,9	

ASSETS	31.12.2002	31.12.20	01
	Partial Total	Partial	Total
A) RECEIVABLES FROM SHAREHOLDERS	A confidence of the control of the c		0
B) ASSETS			
I - INTANGIBLE ASSETS			
1) Start-up expenses	8,869,223		11,739,928
Research, development and advertising All development and advertising	97,906 2,299,856		139,763 1,740,947
Industrial and other patent rights Concessions, licenses, trademarks and similar rights	69,029,522		78,784,885
5) Goodwill	5,164,827	,	161,184
6) Intangible assets under construction and advances to suppliers	119,575		0
7) Others TOTAL INTANGIBLE ASSETS	2,233,080 87,813,989		659,957 93,226,664
II - TANGIBLE ASSETS	67,070,000		30,220,004
1) Land and buildings	61,547,586		59.253.845
2) Plant and machinery	24,139,998		26,890,539
Industrial and commercial equipment	8,824,039		7,951,871
4) Other assets	1,720,888		1,503,308
5) Assets under construction and advances to suppliers TOTAL TANGIBLE ASSETS	4,408,239 100,640,750		659,608 96,259,171
III - FINANCIAL ASSETS	The state of the s		
1) Equity investments in:	All Color Tables, and the color of the color		
a) subsidiaries	43,368,979	45,110,028	
b) associated companies	4,362,701	4,362,701	
c) other companies	10,277 47,741,957	152,076	49,624,805
Accounts receivables due from: a) subsidiaries	was the second of the second o		
- within 1 year	372,384,650	410,570,028	
- more than 1 year	0 372,384,650	0	410,570,028
b) associated companies			
- within 1 year - more than 1 year	1,450,076 3,509,831 4,959,907	1,487,760 4,708,895	6,196,655
c) parent companies	4,903,001	4,700,000	0,130,000
- within 1 year	0	207,080	
- more than 1 year	<u> </u>	0	207,080
d) other companies			
- within 1 year - more than 1 year	74,718 272,768 347,486	55,736 505,090	560,826
Total receivables	377,692,043		417,534,589
TOTAL FINANCIAL ASSETS	425,434,000		467,159,394
TOTAL FIXED ASSETS	613,888,739		656,645,229
C) CURRENT ASSETS			
I - INVENTORY			
Raw materials and consumables	38,530,278		29,504,849
Work in progress Finished goods and materials	10,124,943 52,553,416		7,958,951 40,090,885
TOTAL INVENTORY	101,208,637	·	77,554,685
II - RECEIVABLES			
1) From customers:	72,493,556		138,683,295
2) From subsidiaries	135,694,537		156,650,374
3) From associated companies	A SAME EXCITATION OF THE PROPERTY OF THE PROPE	5 400 040	
- within 1 year - more than 1 year	11,302,148 508,449 11,810,597	5,138,919 680,333	5,819,252
4) From parent companies	3333	000,000	3,098,741
5) Other receivables	24 163 251		_,,
- within 1 year	27,100,201	6,468,984	
- more than 1 year	13,935,245 38,098,496	7,160,722	13,629,706
TOTAL RECEIVABLES	258,097,186		317,881,368
III - SHORT TERM FINANCIAL ASSETS 4) Equity investments	606,000		905,659
TOTAL SHORT TERM FINANCIAL ASSETS	606,000		905,659
IV - LIQUID FUNDS			
1) Cash in bank	67,558,460		17,061,976
2) Cheques	0		796,981
3) Cash in hand	75,271		86,787
TOTAL LIQUID FUNDS TOTAL CURRENT ASSETS	67,633,731 427,545,554		17,945,744 414,287,456
	427,040,004		414,201,400
D) PREPAYMENTS AND CURRENT INCOME			4 822 000
	2,672,307		1,833,292
Accrued income Prepaid expenses	630.947		1.790 8.34
1) Accrued income 2) Prepaid expenses TOTAL PREPAYMENTS AND CURRENT INCOME	630,947 3,303,254		1,290,834 3,124,126
2) Prepaid expenses			

DE' LONGHI S.P.A. FINANCIAL STATEMENTS - LIABILITIES (Amounts in Euro)

	(Amounts in Euro)			
LIABILITIES	31.12.2	The second secon	31.12.20	
The second of th	Partial	Total	Partial Tot	a)
A) SHAREHOLDER'S EQUITY				
1 - SHARE CAPITAL		448,500,000		448,500,00
II - ADDITIONAL PAID-IN CAPITAL	Shimman and the second	15,000,000		15,000,00
III - REVALUATION RESERVE		0		
IV - LEGAL RESERVE		3,560,694		3,253,67
V - RESERVE FOR TREASURY STOCK ON HAND		0		
VI - STATUTORY RESERVE				
VII -OTHER RESERVES		35,488,400		34,588,59
IX - NET INCOME (LOSS) FOR THE YEAR		15,763,137		6,140,32
TOTAL SHAREHOLDER'S EQUITY		518,312,231		507,482,59
B) PROVISION FOR CONTINGENCIES AND OBLIGATIONS		7.7.		001,102,00
•		1,841,861		1.564.04
 Provisions for agents leaving indemnity and similar obligations Other provisions 	Fig. 3. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.	11,310,491		4,875,35
TOTAL		13,152,352		6,439,40
C) STAFF LEAVING INDEMNITY	The state of the s	13,503,577		10,337,03
D) PAYABLES		angan da bangan da		
3) Bank loans and overdrafts:				
- within 1 year	47,518,094		75,406,013	
- more than 1 year	85,245,590	132,763,684	121,567,914	196,973,92
Other financing payables - within 1 year	14,694,955	Karaja da K	417.888	
- more than 1 year	6,302,401	20,997,356	3,346,349	3,764,23
5) Advances	374804 Janes	1,233,105		628,80
6) Trade payables		134,110,326		91,834,38
8) Payables due to subsidiaries	44.570.050		44 700 400	
- within 1 year - more than 1 year	14,576,853 158,429,497	173,006,350	41,723,163 174,680,154	216,403,31
Payables due to associated companies	100,323,431	2,211,304	114,000,104	3,576,64
10) Payables due to parent companies		11,288		11,28
11) Payables due to tax authorities				
- within 1 year	16,293,418	10.574.000	12,117,705	00.044.00
more than 1 year 12) Social security payables	281,488	16,574,906 3,444,986	8,226,957	20,344,66 2,430,76
13) Other payables		11,968,503		10,518,23
TOTAL PAYABLES		496,321,808		546,486,25
E) ACCRUED LIABILITIES AND DEFERRED INCOME				
1) Accrued liabilities		2,888,749		2,336,50
2) Deferred income		558,830		975,02
TOTAL ACCRUED LIABILITIES AND DEFERRED INCOME		3,447,579		3,311,52
TOTAL LIABILITIES	3 4 45 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	526,425,316		566,574,21
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY		1,044,737,547		1,074,056,81
MEMORANDUM ACCOUNTS				
- Guaranties on behalf of subsidiaries associated companies		457,003,871		220,752,00
- Guaranties on behalf of third parties	And the second s	976,388		1,951,00
- Leasing payments still due		3,087,041		.,557,50
TOTAL MEMORANDUM ACCOUNTS		461,067,300		222,703,00
10175 INCHIONATION ACCOUNTS	Walter Bridge and Transfer	401,007,300		222,703,00

DE' LONGHI S.P.A. FINANCIAL STATEMENTS - INCOME STATEMENT

(Amounts in Euro)

INCOME STATEMENT	31.	12.2002	31.12.2001	
	Partial	* Total	Partial	Total
A) INCOME			900 m 12 m 2 m 2 m 2 m 2 m 2 m 2 m 2 m 2 m	
		618,298,288		548.392,17
Net revenues from the sale of goods and services Changes in work in progress and		010,290,200		540,592,17
finished goods (inventory)		6,208,982		(8,391,259
Increases in fixed assets for internal work		2,158,201		1,831,46
5) Other income				.,,,
- others	21,591,911	Haran ta balan a	19,393,756	
- contributions on operating expenses	109,991	21,701,902	841,206	20,234,96
VALUE OF PRODUCTION (REVENUE)	5000,000 to 1000 to 10	648,367,373		562,067,33
B) EXPENSES				
Raw and subsidiary material and goods		337,428,039		288,025,85
7) Services		137,686,575		113,356,15
8) Leases	in which is the first ship of the ship of	5,899,984		3,219,33
9) Personnel costs:		and the first of the second of the least of the second of		
a) salaries and wages	51,627,727	tige was been a street with the	40,536,415	
b) social security costs	17,315,025	College of the State of the College	13,477,273	
c) severances payments e) other costs	3,773,849 299,320	73,015,921	2,857,477 234,779	57,105,94
10) Amortisation, depreciation and writedowns:	299,320	70,010,021	204,113	37,100,04
a) amortisation of intangible fixed assets	15,115,551		14,127,273	
b) amortisation of tangible fixed assets	22,760,710	그를 걸리는 경기에 가는 그는 그	21,760,109	
d) writedowns of trade receivables	2,194,585	40,070,846	1,817,939	37,705,32
11) Changes in stock of raw materials and	English Colonia	Tiga di Anno Tambér 🗖		
consumables	10.038.892	(1,462,868)		5,331,22
12) Provision for risks	ti di	6,046,893		1,947,67
14) Sundry operating expenses	spir Till a Hermit 1100 h	4,768,798		2,272,95
TOTAL PRODUCTION COSTS (EXPENSES)		603,454,188		508,964,45
DIFFERENCE BETWEEN REVENUES AND EXPENSES (A-B)	62 (<u>2</u> . 2. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.	44,913,185		53,102,88
C) FINANCIAL INCOME AND EXPENSES	in in Charles (1997). He in published	and the second		
15) Income from equity investments:	A The selection of the			
a) from subsidiaries	10,206,773		48,916	
b) from associated companies	6,250		0	
d) others	1,038,022	11,251,045 _	1,376,652	1,425,56
16) Other financial income:	100 P			
 c) from securities entered as current assets 				
that aren't equity investments			7,152	
d) other income:	40,000,000	The second secon	44 545 044	
- from subsidiaries	19,993,850 416,191	Figure 1 September 1997	11,545,614 374,051	
 from associated companies others 	20,138,592	40,548,633	12,659,061	24,585,87
17) Interest and other financial expenses:	20,100,002		12,000,001	24,000,07
a) from subsidiaries	(3,144,607)	To fine the state of the state	(2,501,439)	
c) others	(41,549,139)	(44,693,746)	(33,262,453)	(35,763,892
TOTAL FINANCIAL INCOME AND EXPENSES		7,105,932		(9,752,446
D) ADJUSTMENTS TO FINANCIAL ASSETS	And the second			
19) Writedowns:				
a) of equity investments	Property and the second	(24,689,646)		(24,853,169
TOTAL ADJUSTMENTS TO FINANCIAL ASSETS		(24,689,646)		(24,853,169
E) EXTRAORDINARY INCOME AND EXPENSES	America Constitution			
20) Income:	iga figili i kasa ka	The state of the s		
b) other		83,091		86,71
21) Expenses:		the feeting of the fe		
a) taxes pertaining to previous years	(362,689)			
b) other extraordinary expenses	(875,328)	(1,238,017)		(2,795,250
TOTAL EXTRAORDINARY INCOME AND EXPENSES		(1,154,926)		(2,708,537
NET INCOME (LOSS) BEFORE INCOME TAX		26,174,545		15,788,73
22) Income taxes		(10,411,408)	·	(9,648,406
26) NET INCOME	The second second second second	15,763,137		6,140,32