

BOARD OF STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

To the Shareholders,

the consolidated financial statements of the Savino Del Bene Group for the year ended 31.12.2002, together with the Directors' Report thereon, have been presented to us within the terms prescribed and have been prepared in accordance with the requirements of Law No. 27/1991 and subsequent amendments.

The consolidated financial statements have been audited by the independent audit firm Reconta Ernst and Young S.p.A., who have informed us that they did not note any censurable matters. The controls carried out by the independent auditors led them to verify that the figures expressed in the consolidated financial statements reflect the accounting records of the parent company, the statutory financial statements of the subsidiary companies and the relative information formally communicated by the subsidiaries.

These financial statements, transmitted by the subsidiaries to the parent company for the purposes of the preparation of the consolidated financial statements, and prepared by their corporate organs concerned, have been subject to examination by the bodies and/or persons appointed for the control of the individual companies, according to their respective regulations, and by the independent auditors within the scope of the procedures followed for the audit of the consolidated financial statements. Therefore these financial statements have not been subject to control by the Board of Statutory Auditors.

In accordance with Article No.41 of Law No. 127 of 9th April 1991, we have carried out the specific controls required of us on the financial statements, prepared in comparative form with the previous year.

In particular we have verified the following:

- the adequacy of the parent company's organisational structure relative to the inflow of information, the consolidation procedures and to the internal control system;
- ◆ conformity with the consolidation principles and with the other legal requirements, with particular regard to the formation of the consolidation area and the reference date for the figures consolidated;
- that the consolidated financial statements correspond to the parent company's accounting records and to the information provided by the other consolidated companies;

- that the accounting principles and valuation criteria adopted comply with current legislation;
- the congruity of the Directors' Report with the consolidated financial statements.

The consolidated financial statements may be summarised as follows (in thousands of euro):

BALANCE SHEET

ASSETS

B) Fixed assets:

Intangible fixed assets	4,838
Tangible fixed assets	35,484
Financial fixed assets	3,191

Total fixed assets	43,513
--------------------	--------

C) Current assets:

Inventories	5
Receivables	137,564
Financial assets	7,240
Liquid funds	20,024

Total current assets	164,833
----------------------	---------

D) Accrued income and prepaid expenses	1,139
--	-------

TOTAL ASSETS	209,485
---------------------	----------------

LIABILITIES AND SHAREHOLDERS' EQUITY

A) Shareholders' equity:

Group share of net equity	58,632
Minority interest share of net equity	5,905

B) Reserves for risks and charges	2,915
-----------------------------------	-------

C) Employees termination indemnity	8,654
------------------------------------	-------

D) Payables	132,128
-------------	---------

E) Accrued expenses and deferred income	1,251
---	-------

TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	209,485
---	----------------

MEMORANDUM ACCOUNTS	19,762
----------------------------	---------------

INCOME STATEMENT

A) Value of production	486,629
------------------------	---------

B) Cost of production	-472,287
-----------------------	----------

C) Financial income /expenses	-7,905
-------------------------------	--------

D) Adjustments to value of financial assets	-390
---	------

E) Extraordinary income/expenses	102
----------------------------------	-----

Income taxes	-4,766
NET INCOME FOR THE YEAR	1,383
Minority interest share of net income	488
Group share of net income	895

The Board of Directors' Report attached to these financial statements gives full details relative to the performance of the Savino del Bene Group and its economic, financial and equity situation and contains all of the information prescribed by Law No. 127/91 and other information required by the CONSOB Decree No. Dac/98015375 of 27.2.1998.

The explanatory notes disclose all of the information required by Articles No. 38 and No.39 of the abovementioned Law No. 127/1991.

With reference to the CONSOB decrees relative to corporate controls, we confirm that the information regarding related party transactions given in the Directors' Report conforms to the abovementioned decrees No. 97001574 of 20.2.1997 and No. 98015375 of 27.2.1998 and that these transactions were carried out in the interest of Group companies at normal market conditions and that no abnormal or unusual operations took place.

On the basis of information received from the Board of Directors we confirm that the consolidation principles and the criteria used to determine the consolidation area conform to the requirements of Law No. 127/1991 and meet with our approval.

On the basis of the controls carried out, and of the information obtained from the independent audit firm Reconta Ernst & Young S.p.A., we, the Board of Statutory Auditors, have no further comments to make on the consolidated financial statements of the Savino Del Bene Group for the year ended on 31st December 2002.

The Board of Statutory Auditors

Dott. Annibale Viscomi

Dott. Luca Porciani

Dott. Roberto Zaffina