# **SCHWEITER TECHNOLOGIES**



### One Group – Three Leading Divisions

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# SSM Textile Machinery

Revenues: 100 MCHF Employees: 230



### Ismeca Semiconductor

Revenues: 100 MCHF / Employees: 350



# 3A Composites

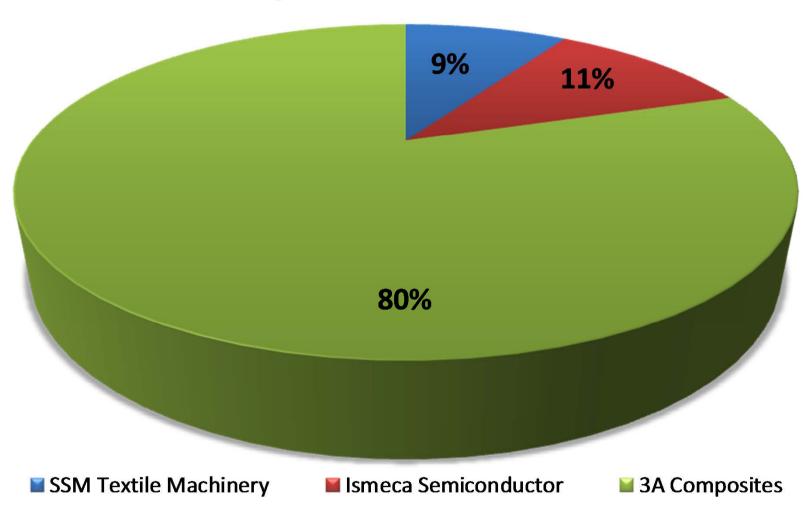
Revenues: 600-800 MCHF / Employees: 2'500 (of which 900 in Ecuador)



#### **SCHWEITER TECHNOLOGIES**

## **Net sales Schweiter Technologies Group**

### **Split of revenues 2011**



### Cohu, Inc. – the purchasing party

- Founded in 1945, domiciled in Poway (CA), USA, www.cohu.com
- Stock quoted on Nasdaq (Symbol: COHU)
- Cohu is a leading supplier of test handling, burn-in and thermal solutions used by the global semiconductor industry, microwave communications and closed-circuit television equipment
- Cohu's business can be separated into three categories: Semiconductor Equipment, Microwave Communications and Television Cameras
- Cohu is owner of Delta Design and Rasco
  - Delta Design is the leading supplier of pick-and-place handlers and thermal subsystems used in semiconductor Final Test, Burn-In, and System Level Test (SLT).
  - Rasco develops, produces and sells High Speed IC Test Handlers
- Net sales 2011 USD 309m, net income 2011 USD 16m; approx. 1,200 employees at year-end 2011

#### Rationale to sell Ismeca Semiconductor

#### Ismeca Semiconductor in good shape however:

- Ismeca below critical mass to achieve next level of development
- Significant investments required to reach sustainable growth
- Best ownership approach: Cohu as better owner
- Two companies fully complementary
- Swiss location to remain as center of excellence for R&D and special m/c's
- Business focus for Schweiter shareholders

#### **Details of transaction**

- Share purchase agreement signed on December 9, 2012
- Due diligence completed
- Sales price of USD 54.5m (cash free/debt free)
- Fully owned building in La Chaux-de-Fonds not part of transaction scope.
  Intention to divest building to third party. Market value around CHF 18m
- Dividend payment prior closing in the amount of about CHF 30m
- Total proceeds in connection with transaction in the amount of approx.
  CHF 100m
- Total book gain of > CHF 20m targeted
- Closing of transaction expected end of 2012

### **Strategy of Schweiter Technologies**

- Strategy of Schweiter Technologies remains unchanged:
  - Invest into industrial activities
  - Apply proven concepts of innovation management, supply chain management, direct marketing/sales organisation and lean structures
- Focus on Composite business as dominat business field
- High net cash position allow further acquisitions in current as well as new business areas
- Payback of free cash to shareholders (share buyback program)

# **Share Buyback Program (1/2)**

#### Reasons for Share Buyback Program

- to repatriate liquid funds not required for operational purposes to the shareholders
- significant acquisitions still possible:
  - solid cash flows from 3A Composites and SSM Textile Maschines
  - unused debt facilities available
  - Issuance of new shares possible
- no large acquisition in near future expected

# **Share Buyback Program (2/2)**

- Board of Directors has decided to launch a share buyback program with the following parameters:
  - max. 10% of the share capital registered in the Commercial Register (i.e. max. 144,367 shares)
  - starts on December 18, 2012 and ends on October 31, 2014 at the latest
  - shares will be repurchased via a separate trading line on the SIX Swiss Exchange (subject to the Swiss federal withholding tax rate of 35 percent on the difference between the repurchase price and the nominal value)
  - shares will be cancelled as part of a reduction in capital
  - Zürcher Kantonalbank has been mandated to conduct the program
- Based on the closing price of the Schweiter Technologies shares on December 6, 2012, the value of the shares to be bought back is approx. up to CHF 67m
- Efficient capital management
  - accretive effect on earnings per share

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