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## Press Release

July 1, 2005

Company Name **SUMIDA CORPORATION**  
Representative Shigeyuki Yawata,  
Representative Executive Officer(CEO)  
(Code 6817, 1st Section, Tokyo Stock  
Exchange)  
For Inquires Hitoshi Aizawa,  
Corporate Office Officer  
(Phone: 81-3-3667-3381)

### Notice of Take-Over Bid

SUMIDA CORPORATION ("Sumida") hereby announces, on behalf of the CEO, of the intention of Take Over Bid (TOB) against Saia-Burgess Electronics Holding AG <http://www.saia-burgess.com> (Code 873861 SWX Swiss Exchange : Thereafter 「Saia-Burgess」). The pre-announcement process based on the laws and regulation of Swiss Security Exchange Authority will be followed, on June 30, 17:30 at European central time. Please note that this TOB will not be considered as the TOB defined by the Japanese Security Exchange Law, Clause 27-2(1).

#### **1. Aims of TOB**

Since 2003, Sumida started devising corporate strategies towards the mid-term management goal of **1B7** (1 billion dollars sales & 100 million dollars EBITDA by 2007). In January 2004, the internal company system was introduced and the organization structure enabled speedy decision making to satisfy customers' needs. The clear division of Legacy, inverter and automotive business facilitated the formulation strategies for different market. Depending on the growth of current business is not enough to achieve the 1B7 target, M&A strategy is also necessary. In view of this, STELCO GmbH was acquired at the end of last year for the growth of automotive business.

Saia-Burgess engaged in the manufacturing and sales of electric components for automotive industry. Sumida has established a strong network of R&D, manufacturing, and sales in Asia Pacific while Saia-Burgess has established similar basis in Europe and North America. Market environment and competition within the industry have been changing rapidly and drastically in the recent years, great

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synergy through cooperation and integration of technology under client base that both parties have and manufacturing operations is expected for responsive market strategies.

## 2. Summary of TOB

### (1) Target Profile

Company Name:	Saia-Burgess Electronics Holding AG
Major Business:	R&D, Manufacturing and Sales of Electronics Devices
Year of Establishment:	1920
Head Office:	Murten, Switzerland
Representative:	Daniel Hirschi ,CEO
Stock Exchange Listed:	Swiss Stock Exchange
Number of Outstanding Shares:	613,450 shares

(Unit: million CHF)

	Dec 2002	Dec 2003	Dec 2004
Sales	468.9	490.2	568.4
EBITDA	66.2	62.0	72.8
Net Profit	22.9	20.8	26.3
Total Asset	376.1	389.9	444.4
Net Asset	139.4	159.2	182.0

Reference: Table above in JPY

(Unit: 100 million JPY)

	Dec 2002	Dec 2003	Dec 2004
Sales	401.8	420.0	487.0
EBITDA	56.7	53.1	62.4
Net Profit	19.6	17.8	22.5
Total Asset	322.2	334.1	380.8
Net Asset	119.4	136.4	155.9

(\*)EBITDA: Earning before interest, tax, depreciation & amortization

(\*)Exchange Rate: CHF 1 ≈ JPY 85.68

### (2) Category of shares to be purchased

Common Stock

### (3) Period of TOB

From July 22, 2005 to August 19, 2005

(To be approved by Swiss TOB committee)

### (4) TOB Price (Per Share)

950CHF (≈JPY81,396)

### (5) Base of calculation of TOB Price

Calculation from the corporate value based on the performance forecast in

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the future.

(6) No. of shares to be purchased through TOB

50.1% of total outstanding shares

- ① With NO consideration of potential shares such as stock option  
No. of shares to be purchase: 307,338 shares
- ② With consideration of potential shares such as stock option  
No. of shares to be purchase: 328,907 shares

(7) Change in number of shares through TOB

Before TOB          20,200 shares

- ① With NO consideration of potential shares such as stock option
- ② With consideration of potential shares such as stock option  
No. of shares of ①② will be the same as (6)

(8) Date of official Pre-announcement

Based on the laws and regulation of Swiss Security Exchange Authority, this notice will be announced on June 30, 17:30 at European central time in Switzerland but not in Japan.

(9) Representative Agent of TOB

swissfirst Bank AG, Zurich

(10) Budget for TOB

- ① With NO consideration of potential shares such as stock option  
CHF 291,971,000 (≈JPY25 Billion)
- ② With consideration of potential shares such as stock option  
CHF 312,461,000 (≈JPY26.8 Billion)

### 3. Future Prospect

If TOB is successful, Saia-Burgess would be one of the subsidiaries and partners of Sumida. However, Sumida will respect the continuous stock listing on Swiss Stock Exchange and the leadership of current management team of Saia-Burgess. Sumida will report the expected financial effect on financial performance of SUMIDA CORPORATION separately after the TOB process is finalized.

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