

Translation of the Estonian original

AUDITOR'S REPORT

To the shareholders of AS Norma and AS Tööriistavabrik regarding the merger agreement of AS Norma and AS Tööriistavabrik

1. We have reviewed the merger agreement of AS Norma (hereinafter Norma) and AS Tööriistavabrik (hereinafter TRV), hereinafter together Parties, which has been signed on February 21st, 2007 by the management board members of the Parties Peep Siimon and Grigori Geršman.

Merger agreement

2. According to the merger agreement, all the assets (rights and obligations) of TRV will be transferred to Norma starting from the moment when the merger is entered into the commercial register at the Harju County Court registration department. Norma is the legal successor of TRV.
3. According to the merger agreement, Norma and TRV have appointed Ernst & Young Baltic AS to review the merger agreement.

Basis of review

4. We have considered the following information besides the merger agreement while forming our opinion:
 - a. The audited consolidated financial statements of Norma for the financial year ending 31.12.2006. These financial statements were audited by Ernst & Young Baltic AS.
 - b. The audited consolidated financial statements of TRV for the financial year ending 31.12.2006. These financial statements were audited by Ernst & Young Baltic AS.
 - c. An electronic excerpt from the Commercial Register on May 22nd, 2007 regarding information about TRV, according to which 100% of the shares of TRV belonged to Norma at the date of signing the merger agreement.

Report

5. As of the date of this report and based on the information provided to us in the manner described in Section 4, according to our opinion the merger will not harm the interests of creditors of Norma and TRV.
6. Considering that TRV shares will not be substituted, but will be erased from the Estonian Central register of Securities according to Article 4.6. of the merger agreement upon merger entry to the commercial registry at the Harju County Court registration department, we cannot form an opinion regarding the share exchange ratio. Since TRV shares will not be transferred, they will not give any rights in Norma, including rights regarding the distribution of profit.
7. This auditor's report has been prepared according to § 396 of the Commercial Code and it should not be considered as a recommendation to the shareholders of the Parties when approving the merger agreement.

Tallinn, May 22, 2007



Hanno Lindpere
Ernst & Young Baltic AS