



INTERIM CONSOLIDATED INCOME STATEMENT

(unaudited)

In thousands of CHF, except per share data

Six months ended June 30,	2008	2007
Gross sales	145'614	148'021
Rebates and discounts	-754	-1'040
Net sales	144'860	146'981
Cost of sales	-89'973	-87'987
Gross profit	54'887	58'994
Marketing and sales	-23'640	-22'443
General and administrative expenses	-12'145	-11'016
Research and development	-9'849	-8'876
Other income/(expenses) – net	60	-4
Earnings before interest and taxes (EBIT)	9'313	16'655
Financial expenses – net	-283	-578
Exchange gains/(losses) – net	-2'388	827
Income before income taxes	6'642	16'904
Income taxes	-998	3'051
Net income for the period	5'644	19'955

Earnings per share

– basic	0.39	1.41
– diluted	0.39	1.38

Earnings before interest and taxes (EBIT)	9'313	16'655
Depreciation and amortisation	3'363	3'413
Earnings before interest, income taxes, depreciation and amortisation (EBITDA)	12'676	20'068

INTERIM CONSOLIDATED BALANCE SHEET

(unaudited)

<i>In thousands of CHF</i>	Note	June 30, 2008	December 31, 2007
ASSETS			
Cash and cash equivalents		14'884	29'689
Trade receivables		61'100	52'487
Inventories		85'979	76'813
Other receivables and prepayments		13'755	17'011
Total current assets		175'718	176'000
Available-for-sale financial assets	4	3'793	–
Property, plant and equipment		45'001	40'297
Goodwill	8	2'873	–
Deferred tax assets		1'745	2'615
Total non-current assets		53'412	42'912
Total assets		229'130	218'912
LIABILITIES AND EQUITY			
Interest bearing loans and borrowings		8'406	1'052
Trade payables		20'694	19'765
Other payables		28'521	23'119
Current tax liabilities		703	295
Provisions		6'915	7'930
Total current liabilities		65'239	52'161
Interest bearing loans and borrowings		1'994	1'374
Retirement benefit obligations		2'075	1'451
Provisions		4'370	3'744
Deferred tax liabilities		406	3
Total non-current liabilities		8'845	6'572
Total liabilities		74'084	58'733
Total equity		155'046	160'179
Total liabilities and equity		229'130	218'912

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(unaudited)

<i>In thousands of CHF</i>	Ordinary shares	Share premium	Treasury shares	Retained earnings	Currency translation difference	Total
At December 31, 2006	68'954	14'234	-84	36'718	-1'364	118'458
Currency translation difference					346	346
<i>Net income recognised directly in equity</i>					346	346
Net income for the period				19'955		19'955
<i>Total recognised income for the period</i>				19'955	346	20'301
Issuance of new shares	5'503	1'583				7'086
Purchase of treasury shares			-1'026			-1'026
Share-based compensation				983		983
Other expense				-24		-24
At June 30, 2007	74'457	15'817	-1'110	57'632	-1'018	145'778
At December 31, 2007	74'920	15'910	-2'070	73'086	-1'667	160'179
Fair value gain on available-for-sale financial assets (note 4)				219		219
Currency translation difference					-1'020	-1'020
<i>Net income/(expense) recognised directly in equity</i>				219	-1'020	-801
Net income for the period				5'644		5'644
<i>Total recognised income/(expense) for the period</i>				5'863	-1'020	4'843
Issuance of new shares	71	14				85
Purchase of treasury shares (note 7)			-8'974			-8'974
Sale of treasury shares (note 7)			4'696	1'257		5'953
Reduction of par value of the shares (note 6)	-7'499	-80		229		-7'350
Share-based compensation				340		340
Other expense				-30		-30
At June 30, 2008	67'492	15'844	-6'348	80'745	-2'687	155'046

INTERIM CONSOLIDATED CASH FLOW STATEMENT

(unaudited)

In thousands of CHF

For the six months ended June 30,	2008	2007
Net income	5'644	19'955
Adjustments for:		
Taxes	998	-3'051
Depreciation of property, plant and equipment	3'363	3'413
Loss on disposal of property, plant and equipment	30	29
Other non cash items	-49	790
Decrease / (increase) in working capital:		
Trade receivables	-4'727	-3'144
Other receivables	3'564	-1'117
Inventories	-3'641	-2'690
Trade payables	-1'593	151
Other current payables and provisions	-1'580	4'520
Interest expense	34	268
Income tax paid	-54	-22
Net cash provided by operating activities	1'989	19'102
Cash flow from investing activities		
Acquisition of subsidiaries – net of cash acquired	-4'826	–
Investment in available-for-sale financial assets	-3'574	–
Investment in property, plant and equipment	-4'862	-3'899
Disposal of property, plant and equipment	76	79
Interest received	94	31
Net cash used in investing activities	-13'092	-3'789
Cash flow from financing activities		
Repayments of borrowings, including finance lease liabilities	-861	-15'224
Proceeds from borrowings	7'854	54
Proceeds from issuance of share capital	85	7'086
Reduction of par value of shares – net	-7'350	–
Purchase of treasury shares	-8'974	-1'026
Sale of treasury shares	5'953	–
Payment of other financing expense	-30	-24
Interest paid	-128	-322
Net cash used in financing activities	-3'451	-9'456
Net increase/(decrease) in cash and cash equivalents	-14'554	5'857
Cash and cash equivalents at January 1,	29'689	9'849
Effects of exchange rate changes	-251	28
Cash and cash equivalents at June 30,	14'884	15'734

SELECTED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

All figures are presented in thousands of Swiss francs (CHF) unless otherwise stated

1 Basis of preparation

The unaudited interim consolidated financial statements of the Tornos group ("the Group") for the six months ended June 30, 2008 have been prepared in accordance with the International Accounting Standard 34 on interim financial reporting. The condensed interim financial information should be read in conjunction with the annual financial statements for the year ended December 31, 2007, which have been prepared in accordance with IFRS.

These interim consolidated financial statements have been approved for issue by the Board of Directors on July 25, 2008.

2 Accounting policies

In addition to the accounting policies described in the annual consolidated financial statements for the year ended December 31, 2007 which have been consistently applied, the following accounting policies were also applied in these interim consolidated financial statements:

2.1 Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within 12 months of the balance sheet date.

Regular purchases and sales of these financial assets are recognised on the trade-date – the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs. They are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. Available-for-sale financial assets are subsequently carried at fair value.

Changes in the fair value of monetary and non monetary securities classified as available-for-sale are recognised in equity. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognised in equity are included in the income statement as financial income. Interest on available-for-sale securities calculated using the effective interest method and dividends on available-for-sale equity instruments are recognised in the income statement as part of financial income when the Group's right to receive payments is established.

The fair values of quoted investments are always based on current bid prices.

The Group assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity securities classified as available for sale, a significant or prolonged decline in the fair value of the security below its cost is considered as an indicator that the securities are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss – is removed from equity and recognised in the income statement. Impairment losses recognised in the income statement on equity instruments are not reversed through the income statement.

2.2 Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiaries at the date of acquisition. Separately recognised goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose.

SELECTED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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2.3 The following standard has been early adopted as of January 1, 2008

IFRS 3 (amendment), "Business combinations" and consequential amendments to IAS 27 "Consolidated and separate financial statements". The purchase method of accounting is used to account for the acquisition of subsidiaries by the Group. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. Costs directly attributable to the acquisition are charged to income. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any minority interest. The excess of the cost of acquisition over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in the income statement.

There are no other new International Financial Reporting Standards that have an impact on the Group's operations.

3 Scope of consolidation

Almac S.A., La Chaux-de-Fonds, Switzerland was acquired effective January 1, 2008 and is a wholly-owned subsidiary of Tornos Holding S.A. It develops, manufactures and markets CNC machining equipment for small, high-precision parts which are destined predominantly for watchmaking applications used in Swiss companies. Other customers come from the dental, medical and connector fields.

Almatronic S.A., La Chaux-de-Fonds, Switzerland was acquired effective January 1, 2008 and is a wholly owned subsidiary of Tornos Holding S.A. It is specialised in computerised numerical controls and programming. Its main customer is Almac S.A.

Tornos Technologies (Shanghai) Limited, Shanghai was founded and registered on April 2, 2008 and is a wholly-owned subsidiary of Tornos S.A., Moutier. It is acting as a sales and support services company in China.

These are the only changes which took place in the scope of consolidation in the period under review.

4 Available-for-sale financial assets

Available-for-sale financial assets represent the acquisition during 2008 of 1'000'000 shares of JPY 1'000 each of Tsugami Corporation, Tokyo, Japan (Tsugami), a company listed on the Tokyo Stock Exchange.

Tsugami and the Group are two entities of similar size in the machine tool sector which signed a framework partnership agreement on February 15, 2008. The underlying logic of the agreement is that the two groups are complementary in terms of their product range and geographical markets, in which each of them holds a leadership position. Under the terms of the agreement, contracts will be signed in the future in a number of areas such as research and development, procurement, production and distribution. The first contract involves Tsugami producing entry-level single-spindle machines for which the Group has supplied the specification and which it will then distribute through its own sales network. Under the second contract, Tsugami will distribute Tornos multit spindle machines in Japan and Asia. To cement the links between the two groups and symbolise the importance of the alliance for the two partners, each entity has decided to acquire in the market one million shares in the other and to hold this participation for the duration of the frame agreement. Fair value gain as of June 30, 2008 of KCHF 219 was credited directly to equity.

5 Stock compensation plans

There are two Management and Board of Directors stock participation plans, namely the 2004 Management and Board Participation Plan (MBP04) and the Management and Board Participation Plan 2007-2009 (MBP07). Compensation expense is recognised in accordance of the provisions of IFRS 2 "Share-based Payment", for options over the vesting period and for shares purchased immediately in the accounts as the shares do not need to be returned in case the employment contract is terminated. The expense recorded in the income statement spreads the cost of each option equally over the vesting period. Assumptions are made concerning the forfeiture rate which is adjusted during the vesting period so that at the end of the vesting period there is only a charge for vested amounts. Compensation expense of KCHF 340 was recorded for the six month period ended June 30, 2008 (June 30, 2007: KCHF 983). Compensation expense arising from stock options outstanding at June 30, 2008 to be recognised in future periods amounts to KCHF 1'033 (June 30, 2007: KCHF 1'036).

SELECTED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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5.1 **Management and Board Participation Plan 2007-2009 (MBP07)**

The General Meeting of Shareholders held on April 3, 2007 approved the issue of 900'000 conditional shares that may be used by the Board of Directors to satisfy the Management and Board Participation Plan 2007-2009 (MBP07). Under this plan, from 2007 to 2009, a maximum of 300'000 shares/options may be allocated each year to the participants by the Nomination and Compensation Committee. The possible participants are members of the Board of Directors as well as the management. Each participant chooses on grant date, within the number of shares/options allocated to him by the Nomination and Compensation Committee, to receive options free of charge, to purchase shares with a discount or a combination of receiving options free of charge and purchasing shares with a discount. As of June 30, 2008, a total of 470'000 shares/options were attributed by the Nomination and Compensation Committee of which 20'000 options were cancelled (June 30, 2007: 230'000 shares/options granted and no option cancelled respectively). Of the total amount, the participants elected to purchase 89'500 shares immediately and receive 380'500 options under the stock option program as detailed below (June 30, 2007: 89'500 shares and 140'500 options respectively).

5.1.1 *Stock purchasing program under MBP07*

Each participant has the right to purchase shares on May 1, 2007, 2008 and 2009 (within the number of shares/options allocated by the Nomination and Compensation Committee and not used for the stock option program). The purchasing price is the weighted average price paid at SWX within the 12 months (May 1 to April 30) preceding the purchase of the shares minus a discount of 25%. There is a restriction period of two years after purchasing the shares during which the shares are held in an escrow deposit. However, the shares do not need to be returned in case the employment contract is terminated and there is a take me along clause in case of a change of control transaction. In 2008, none of the participants elected to purchase shares at a price of CHF 14.75 (June 30, 2007: 89'500 shares at CHF 11.39). As a result, no expense was recorded in the income statement for the six month period ended June 30, 2008 (June 30, 2007: KCHF 690).

5.1.2 *Stock option program under MBP07*

Each participant receives free of charge on May 1, 2007, 2008 and 2009 the number of options chosen (within the number of shares/options allocated by the Nomination and Compensation Committee and not used for the share purchasing program). The options vest after two years and can be exercised only in the third year. The exercise price is the weighted average price paid at SWX within the 12 months (May 1 to April 30) preceding the allocation of the options. A possible share capital reduction or dividend payment has no impact on the option rights according to this program as the exercise price will not be adjusted should these events take place in the future. Options not exercised generally need to be returned at the time the employment contract is terminated. However, they can be exercised without any restriction in case of a change of control transaction. Total expenses recorded in the income statement for the six month period ended June 30, 2008 amounted to KCHF 230 (June 30, 2007: KCHF 69).

The fair value of the grants under the MBP07 stock option plan was estimated using the Black-Scholes valuation model with the following assumptions and values:

	2008 attribution	2007 attribution
Number of options granted	240'000	140'500
Grant date	May 1, 2008	May 1, 2007
Vesting period	2 years	2 years
Expiration date	April 30, 2011	April 30, 2010
Closing stock price at grant date	CHF 18.05	CHF 19.10
Exercise price	CHF 19.66	CHF 15.18
Expected life	2.5 years	2.5 years
Volatility	37.76%	31.28%
Expected dividend yield	2.77%	1.30%
Risk free interest rate	2.30%	2.81%
Fair value of option at grant date	CHF 3.35	CHF 5.80
Expected turnover of personnel	–	–

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A summary of activity under the MBP07 stock option plan, including weighted average exercise price, is as follows:

	2008			2007		
	Options	Exercise price (CHF)	Contractual life	Options	Exercise price (CHF)	Contractual life
Outstanding at January 1,	120'500	15.18		–		
Granted	240'000	19.66	3 years (April 30, 2011)	140'500	15.18	3 years (April 30, 2010)
Exercised	–			–		
Cancelled or expired	–			–		
Outstanding at June 30,	360'500	18.16		140'500	15.18	
Exercisable at June 30,	–			–		

5.2 2004 Management and Board Participation Plan (MBP04)

The General Meeting of Shareholders held on April 13, 2004 approved the issue of 450'000 conditional shares that may be used by the Board of Directors to satisfy stock purchase and option plan commitments set out below.

5.2.1 Share purchase plan under MBP04

Under the MBP04, eligible members selected by the Board of Directors were offered 150'000 registered shares at CHF 5.30 per share to be issued in three equal tranches over a three-year period. The purchase price was deemed equivalent to the fair market value at the date each eligible member contractually committed to purchasing the shares, hence no compensation expense has been calculated in respect of the above. As at June 30, 2008, 150'000 registered shares had been issued under the 2004 Management and Board Participation Plan (June 30, 2007: 150'000 registered shares).

5.2.2 Stock option plan under MBP04

Under the MBP04, eligible members selected by the Board of Directors were issued options to purchase registered shares at a strike price of CHF 6.00 per share. The terms and conditions with respect to options granted were determined by the Board of Directors who administered these plans. Options vest over two years and remain outstanding for periods not exceeding three years. A total of 300'000 options were issued under this plan, of which 200'000 options were exercised and 5'838 options were cancelled at June 30, 2008 (June 30, 2007: 180'660 options exercised and no options cancelled respectively). Total expenses recorded in the income statement for the six month period ended June 30, 2008 amounted to KCHF 110 (June 30, 2007: KCHF 224).

The fair value of the grants under the MBP04 stock option plan for the last tranche granted in 2006 was estimated using the Black-Scholes valuation model with the following assumptions and values:

Number of options granted	100'000
Grant date	May 1, 2006
Vesting period	2 years
Expiration date	April 30, 2009
Closing stock price at grant date	CHF 14.35
Exercise price	CHF 6.00
Expected life	2.5 years
Volatility	25%
Expected dividend yield	5%
Risk free interest rate	2.04%
Fair value of option at grant date	CHF 6.99
Expected turnover of personnel	–

SELECTED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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The expected volatility used to calculate the fair value differs from the historical volatility of the Company's share price. Management considers that the historical volatility is not a reasonable basis upon which to estimate future volatility given the impact that the restructuring measures undertaken in 2002 had on both the share price and the trading volumes experienced during 2003 and 2004.

A summary of activity under the MBP04 stock option plan, including weighted average exercise price, is as follows:

	2008			2007		
	Options	Exercise price (CHF)	Contractual live	Options	Exercise price (CHF)	Contractual live
Outstanding at January 1,	108'502	6.00		264'750	6.00	
Exercisable at January 1,	14'340	6.00		64'750	6.00	
Granted	–			–		
Exercised	–14'340	6.00		–145'410	6.00	
Cancelled or expired	–			–		
Outstanding at June 30,	94'162	6.00		119'340	6.00	
Exercisable at June 30,	94'162	6.00		19'340	6.00	

The related weighted average share price at the time of exercise was CHF 13.32 in 2008 and CHF 19.38 in 2007.

6 Share capital reduction

The General Meeting of Shareholders of Tornos Holding S.A. held on 8 April 2008 approved the proposal to reduce the share capital by reducing the par value of the shares by CHF 0.50 from CHF 5.00 to CHF 4.50 each on June 30, 2008 to holders of shares on June 27, 2008.

7 Treasury shares

Movements in treasury shares during in the period under review are as follows:

	2008		2007	
	Nb of shares	Amount	Nb of shares	Amount
Outstanding at January 1,	159'565	2'070	56'000	84
Purchases	637'408	8'974	48'765	1'026
Sales	-338'855	-4'696	–	–
Outstanding at June 30,	458'118	6'348	104'765	1'110

Treasury shares are valued at average purchase price. Sales of treasury shares during the six month period ended June 30, 2008 resulted in a gain of KCHF 1'257 booked directly in equity.

8 Business combinations

Effective January 1, 2008 the Group acquired 100% of the share capital of Almac S.A. and Almatronic S.A. These two companies are based in La Chaux-de-Fonds, Switzerland. Almatronic S.A. main customer was Almac S.A. The two companies' shareholding was diverse and consisted primarily of private individuals. The group of shareholders was formed in 1997 at a time when Almac S.A. was going through a particularly rough patch. The group's aim was to recapitalise the company and get it back on track. This objective was seen through to fruition. Almac S.A. is thriving and there is no longer any call for the temporary shareholding initiative which was originally developed to keep the company afloat. According to the management of the two companies, the shareholders chose to trade in their shares to an industrial partner that would continue to develop Almac S.A. and Almatronic S.A. The Group has a key presence in a variety of market segments including automotive, medical, microtechnology (including watchmaking) and electronics. As mentioned above, Almac S.A.'s products are tailored to companies operating in the fields of microtechnology, medical and electronics – three of the four key market segments in which the Group is involved. With their complementary, non-competitive machines, the Group and Almac S.A. share the same target markets, allowing them to benefit from synergies in terms of sales and service networks. These acquired businesses contributed revenues of KCHF 12'389 and net profit of KCHF 1'039 for the period from January 1, 2008 to June 30, 2008.

SELECTED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

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The goodwill is attributable to the workforce of the acquired business and the significant synergies expected to arise after the Group's acquisition of both companies. No other intangible assets have been recognised as they are not considered to add any value to the Group.

Almatronic S.A. operations being minor and mostly with Almac S.A., the assets and liabilities as of January 1, 2008 arising from the acquisition of both companies have been combined and are as follows:

	Fair value	Acquirees' carrying amount ¹⁾
Cash and cash equivalents	721	721
Trade receivables	4'205	4'205
Inventories	5'890	5'890
Other receivables and prepayments	400	400
Property, plant and equipment	3'557	2'004
Interest bearing loans and borrowings	-1'070	-1'070
Trade payables	-2'596	-2'596
Other payables	-5'506	-5'506
Current tax liabilities	-50	-50
Provisions	-525	-525
Retirement benefit obligations	-744	–
Deferred tax liabilities	-408	-229
Net assets acquired	3'874	3'244
Goodwill	2'873	
Total purchase consideration	6'747	
Of which:		
Cash	5'547	
Deferred payments	1'200	

Outflow of cash to acquire businesses, net of cash acquired:

Cash consideration	-5'547
Cash and cash equivalents in subsidiaries acquired	721
Cash outflow on acquisition	-4'826

1) The acquired companies were not using IFRS for reporting purpose. The acquirees' carrying amount related to retirement benefit obligations calculated in accordance with IFRS was not computed as work and costs involved to derive this information would have been disproportionate in relation to the benefit obtained for disclosure purpose only.

Costs directly attributable to the acquisitions and which amounted to KCHF 115 have been directly charged to income under General and administrative expenses.

SELECTED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

All figures are presented in thousands of Swiss francs (CHF) unless otherwise stated

9 Segment reporting

9.1 Net sales by location of customers

Six months ended June 30,	2008	2007
Switzerland	39'012	24'893
Other European countries	72'024	87'561
North America	22'301	15'642
Asia	10'955	16'489
Rest of world	568	2'396
Total net sales	144'860	146'981

9.2 Net sales by location of assets

Six months ended June 30,	2008	2007
Switzerland:		
– To third parties	127'795	134'716
– To other segments	10'649	7'202
Other European countries:		
– To third parties	41	480
– To other segments	–	–
North America:		
– To third parties	16'005	11'220
– To other segments	–	–
Asia:		
– To third parties	1'020	565
– To other segments	–	–
Elimination	-10'650	-7'202
Total net sales	144'860	146'981

9.3 9.3 Segment result (EBIT) by location of assets

Six months ended June 30,	2008	2007
Switzerland	8'905	17'084
Other European countries	759	702
North America	-750	-1'301
Asia	219	94
Total	9'133	16'579
Elimination	-12	-54
Unallocated	192	130
Total EBIT	9'313	16'655

10 Post balance sheet events

There are no post balance sheet events that would require adjustments to the amounts recognised in these interim consolidated financial statements or require disclosure.

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