TENARIS SA
Form 6-K
August 06, 2004

FORM 6 - K

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Report of Foreign Private Issuer
Pursuant to Rule 13a - 16 or 15d - 16 of
the Securities Exchange Act of 1934

As of August 6, 2004

TENARIS, S.A.
(Translation of Registrant's name into English)

TENARIS, S.A.
13, rue Beaumont
L-1219 Luxembourg
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or 40-F.

Form 20-F X   Form 40-F
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Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12G3-2(b) under the Securities Exchange Act of 1934.

Yes   No X
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If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- . -

The attached material is being furnished to the Securities and Exchange Commission pursuant to Rule 13a-16 and Form 6-K under the Securities Exchange Act of 1934, as amended. This report contains Tenaris's press release announcing its results for the second quarter of 2004.

Tenaris Announces Second Quarter 2004 Results

LUXEMBOURG--(BUSINESS WIRE)--Aug. 5, 2004--Tenaris S.A. (NYSE:TS)

(Buenos Aires:TS) (BMV:TS) (MTA Italy:TEN)

-- The financial and operational information contained in this press release is based on unaudited consolidated condensed interim financial statements prepared in accordance with international financial reporting standards (IFRS) and presented in U.S. dollars.

Tenaris S.A. (NYSE:TS) (Buenos Aires:TS) (BMV:TS) (MTA Italy:TEN) ("Tenaris") today announces its results for the quarter and six months ended June 30, 2004 with comparison to its results for the quarter and six months ended June 30, 2003.

Second Quarter Summary

-- Net sales of US$996.8 million, up 14.7% from US$868.9 million

-- Operating income of US$153.7 million, up 36.7% from US$112.5 million

-- Net income of US$127.3 million, up 42.0% from US$89.7 million

-- Net earnings per share of US$0.108 (US$1.08 per ADS), up 40.3% from US$0.077 per share

Net sales, operating income and net income all rose significantly over the levels recorded both in the first quarter of 2004 and those of the corresponding quarter of the previous year. Operating income plus depreciation and amortization increased 23.7% to US$201.7 million, or 20.2% of net sales, compared to US$163.1 million, or 18.8% of net sales in the second quarter of 2003, and net income was equal to 12.8% of net sales. These positive results were driven by a 25% increase in our net sales of seamless pipes and included a strong contribution from our indirect investments in Sidor. Seamless sales volumes benefited from strong demand in North America, which surpassed Europe to become our highest sales volume region, as well as a recovery in demand in the Middle East and Africa region. Average selling prices for seamless pipes rose 7% quarter on quarter and 12% compared to the second quarter of 2003. During the quarter, Tenaris paid a dividend of US$0.114 per share (US$1.14 per ADS), or approximately US$135.1 million, to shareholders.

Market Background and Outlook

In the first half of 2004, oil prices not only remained strong but rose to their current levels exceeding US$40 per barrel. Global oil demand has increased more rapidly than many had expected, following faster global economic growth led by the U.S. and Chinese economies. In response to increased consumption and higher prices, some OPEC nationals led by Saudi Arabia increased their production but this has not yet resulted in lower prices. Global oil and gas drilling activity, as measured by the number of active rigs, increased particularly in North and South America. The aggregate increase in rig counts elsewhere, however, has been more limited and, in countries like Iraq and Nigeria, activity continues to remain affected by political and security issues. Tenaris has benefited from increased demand for seamless pipes in each of our local markets of Mexico, Argentina, Canada and Venezuela, with Mexico showing particular strength. In addition, industrial production activity in North America and Japan, which has been growing, led to increased demand for seamless pipes in this sector, but in Europe the recovery in the sector remains uncertain particularly in Italy, which is our largest market in the region. For the rest of the year, demand for our seamless pipes is expected to remain favorable but will be affected by seasonal factors and sales volumes, on a comparable basis, are unlikely to match those of the first half. Revenues, however, should continue to benefit from higher selling prices.

Steelmaking raw material costs, which rose substantially during 2003, surged in the first quarter of 2004. After falling back briefly in the second quarter, they are increasing again and are expected to result in further increases in production costs in the second half of the year.

Demand for our welded pipes continues to be affected by delays in implementing projects in the local Brazilian market as well a lack of projects in other South American markets and is likely to remain at low levels for the rest of the year. The energy crisis in Argentina should eventually result in investment in expanding the capacity of the existing pipeline infrastructure and in construction of new pipelines but there can be no assurance of when this might occur.

Significant Developments

Following the end of the second quarter, we completed two acquisitions. On July 9, together with Sidor, we purchased for US$120 million the assets of Posven, a Venezuelan company, consisting principally of an industrial facility for the production of pre-reduced hot briquetted iron, or HBI, located in Ciudad Guayana, Venezuela. This facility, which was idled in 2001 shortly after starting up, has a rated annual design capacity of 1.5 million tons. Tenaris has a 50.2% shareholding in the company formed with Sidor to purchase and operate the facility. Once in operation, the facility, which uses natural gas to reduce iron oxide, will provide us with a low-cost, high quality steelmaking raw material which will improve our competitive positioning and facilitate any future expansion of our steelmaking capacity.

On July 26, we secured control of S.C. Silcotub S.A., a Romanian seamless pipe producer with an annual capacity of 180,000 tons, by paying US$42 million for the purchase of Tubman International, a Gibraltar registered company, which owns an 84.9% shareholding in Silcotub. The integration of Silcotub will strengthen our competitive positioning in the European industrial and automotive market, increase our capacity to supply small diameter OCTG products and provide us a production base in Eastern Europe as well as access to markets in this region.

Analysis of 2004 Second Quarter Results

(metric tons)

Sales volume	Q2 2004	Q2 2003	Increase/(Decrease)
North America	194,000	147,000	32%
Europe	170,000	175,000	(3%)
Middle East & Africa	125,000	115,000	9%
Far East & Oceania	103,000	98,000	5%
South America	92,000	76,000	21%
Total seamless pipes	683,000	612,000	12%
Welded pipes	85,000	131,000	(35%)
Total steel pipes	769,000	742,000	4%

Sales volume of seamless pipes increased by 12% to 683,000 tons in the second quarter of 2004 from 612,000 tons in the same period of 2003. This increase primarily reflects higher demand in our local markets of Mexico, Canada, Venezuela and Argentina. Quarter on quarter, sales volumes of seamless pipes increased by 11%, with significant increases recorded in the Middle East and Africa and in North America.

Sales volumes of welded pipes decreased by 35% to 85,000 tons in the second quarter of 2004 from 131,000 tons in the same period of 2003, with demand being affected by continuing delays in implementing pipeline projects in the Brazilian market and a lack of projects elsewhere in South America.

(US$ million)

Net sales	Q2 2004	Q2 2003	Increase/(Decrease)
Seamless pipes	797.9	637.4	25%
Welded pipes	89.8	117.9	(24%)
Energy	92.8	82.4	13%
Others	16.3	31.2	(48%)
Total	996.8	868.9	15%

Net sales in the quarter ended June 30, 2004 increased 15% to US$996.8 million, compared to US$868.9 million in the corresponding quarter of 2003. Net sales of seamless pipes rose by 25%, due to higher sales volumes and higher average selling prices. Quarter on quarter, net sales of seamless pipes increased 18% with average selling prices up by 7%. Net sales of welded pipes, which included US$18 million in sales of metal structures made by our Brazilian welded pipe subsidiary in the second quarter of 2004 and US$16 million of such sales in the second quarter of 2003, decreased 24% reflecting the reduction in sales volume of welded pipes and a 8% increase in average selling prices. Net sales of electricity and natural gas by Dalmine Energie increased by 13% reflecting higher sales volumes and an increase in the value of the Euro against the U.S. dollar. Net sales of other goods and services decreased 48% following the discontinuation of sales of non-pipe steel products produced by third parties, which amounted to US$12 million in the second quarter of 2003, and a reduction in sales of excess energy to third parties from our power generating facility in Argentina.

(percentage of net sales)

Cost of sales	Q2 2004	Q2 2003
Seamless pipes	64.5%	64.2%
Welded pipes	69.7%	78.5%
Energy	96.9%	95.3%
Others	64.1%	76.3%
Total	68.0%	69.5%

Cost of sales, expressed as a percentage of net sales, decreased 1.5 percentage points to 68.0% in the second quarter of 2004, compared to 69.5% in the same period of 2003. This decrease resulted from higher sales of seamless pipe products as a proportion of total sales and a decrease in cost of sales for welded pipe products. Cost of sales for seamless pipe products, expressed as a percentage of net sales, remained relatively stable at 64.5% in the second quarter of 2004 compared to 64.2% in the same period of 2003 with increased average selling prices and volume-related efficiencies helping to offset increased raw material costs. Cost of sales for welded pipe products, expressed as a percentage of net sales, decreased to 69.7% in the second quarter of 2004, compared to 78.5% in the same period of 2003. However, the margin on sales of welded pipes, after taking into account selling expenses (there was a substantial increase in the proportion of export sales in the sales mix), remained stable under the same comparison. Cost of sales for other products, expressed as a percentage of net sales, decreased to 64.1% in the second quarter of 2004, compared to 76.3% in the same period of 2003, due primarily to the termination of sales of low-margin other steel products.

Selling, general and administrative expenses, or SG&A, rose to US$167.5 million, or 16.8% of net sales in the quarter ended June 30, 2004, compared to US$146.2 million, or 16.8% of net sales, during the corresponding quarter of 2003. An increase in selling expenses associated with increased export sales of welded pipes and rising freight costs offset a reduction of administrative expenses when expressed as a percentage of net sales.

Net financial expenses totalled US$3.9 million in the second quarter of 2004, compared to net financial expenses of US$10.9 million in the same period of 2003. Net interest expenses increased to US$6.7 million, compared to US$4.0 million in the second quarter of 2003, reflecting a higher net debt position. Net financial expenses for the second quarter of 2004 included net foreign exchange translation gains of US$2.5 million compared to net foreign exchange translation losses of US$9.6 million in the second quarter of 2003.

Equity in earnings of associated companies generated a gain of US$40.1 million in the second quarter of 2004, compared to a gain of US$14.7 million in the second quarter of 2003. This reflected the performance of our indirect investments in Sidor, whose results benefited from strong global demand and prices for steel products.

First Half Results

Results for the six months period ended June 30, 2004 with comparison to the results for the corresponding period of 2003.

Net income during the first half of 2004 was US$175.7 million, or US$0.149 per share (US$1.49 per ADS), or 9.5% of net sales, which compares with net income during the first half of 2003 of US$135.2 million, or US$0.116 per share (US$1.16 per ADS), or 8.2% of net sales. Operating income was US$256.3 million, or 13.8% of net sales, compared to US$211.0 million, or 12.7% of net sales. Operating income plus depreciation and amortization was US$358.1 million, or 19.3% of net sales, compared to US$309.5 million, or 18.7% of net sales.

(metric tons)

Sales volume	1H 2004	1H 2003	Increase/(Decrease)
North America	351,000	287,000	22%
Europe	339,000	332,000	2%
Middle East & Africa	207,000	201,000	3%
Far East & Oceania	216,000	219,000	(1%)
South America	188,000	144,000	31%
Total seamless pipes	1,301,000	1,182,000	10%
Welded pipes	155,000	239,000	(35%)
Total steel pipes	1,456,000	1,420,000	3%

Sales volume of seamless pipes increased by 10% to 1,301,000 tons in the first half of 2004 from 1,182,000 tons in the same period of 2003. The increase in sales volumes reflects increased demand in our local markets in North and South America.

Sales volume of welded pipes decreased by 35% to 155,000 tons in the first half of 2004 from 239,000 tons in the same period of 2003. This decrease was due principally to continuing delays in implementing pipeline projects in the Brazilian market, whereas in the first half of 2003 demand for welded pipes for pipeline projects in the Brazilian market had been strong.

(US$ million)

Net sales	1H 2004	1H 2003	Increase/(Decrease)
Seamless pipes	1,471.7	1,203.0	22%
Welded pipes	156.2	216.4	(28%)
Energy	196.7	154.5	27%
Others	31.5	84.6	(63%)
Total	1,856.2	1,658.5	12%

Net sales in the six months ended June 30, 2004 increased 12% to US$1,856.2 million, compared to US$1,658.5 million in the corresponding period of 2003. Net sales of seamless pipes rose by 22%, due to higher average selling prices and higher sales volume. Net sales of welded pipes, which included US$33 million in sales of metal structures made by our Brazilian welded pipe subsidiary in the first half of 2004 and US$31 million of such sales in the first half of 2003, decreased 28% reflecting the reduction in sales volume of welded pipes and a 3% increase in average selling prices. Net sales of electricity and natural gas by Dalmine Energie increased by 27% reflecting higher sales volumes and the increase in the value of the Euro against the U.S. dollar. Net sales of other goods and services decreased 63% following the discontinuation of sales of non-pipe steel products produced by third parties, which amounted to US$49 million in the first half of 2003, and a reduction in sales of excess energy to third parties from our power generating facility in Argentina.

(percentage of net sales)

Cost of sales	1H 2004	1H 2003
Seamless pipes	65.9%	65.2%
Welded pipes	74.4%	73.4%
Energy	96.8%	97.0%
Others	66.7%	82.4%
Total	69.9%	70.1%

Cost of sales, expressed as a percentage of net sales, decreased marginally to 69.9% in the first half of 2004, compared to 70.1% in the same period of 2003. This decrease resulted from higher sales of seamless pipe products as a proportion of total sales. Cost of sales for seamless pipe products, expressed as a percentage of net sales, increased to 65.9% in the first half of 2004 compared to 65.2% in the same period of 2003 due to higher raw material costs outweighing the effect of higher average selling prices and volume-related efficiencies. Cost of sales for welded pipe products, expressed as a percentage of net sales, remained relative stable at 74.4% in the first half of 2004, compared to 73.4% in the same period of 2003. However, the margin on sales of welded pipes, after taking into account selling expenses (there was a substantial increase in the proportion of export sales in the sales mix), decreased under the same comparison. Cost of sales for other products, expressed as a percentage of net sales, decreased 15.7 percentage points to 66.7% in the first half of 2004, compared to 82.4% in the same period of 2003, due primarily to the termination of sales of low-margin other steel products.

Selling, general and administrative expenses, or SG&A, rose to US$307.4 million, or 16.6% of net sales in the six months ended June 30, 2004, compared to US$279.2 million, or 16.8% of net sales, during the corresponding period of 2003. An increase in selling expenses associated with increased export sales of welded pipes and higher freight costs largely offset a reduction of administrative expenses, when expressed as a percentage of net sales.

Net financial expenses totalled US$19.3 million in the first half of 2004, compared to net financial expenses of US$33.6 million in the same period of 2003. Net interest expenses increased to US$12.3 million compared to US$9.3 million, principally reflecting a higher net debt position, and foreign exchange translation losses decreased to US$12.7 million from US$26.2 million.

Equity in earnings of associated companies generated a gain of US$39.7 million in the first half of 2004, compared to a gain of US$5.6 million in the first half of 2003. This reflected the performance of our indirect investments in Sidor, whose results have benefited from strong global demand and prices for steel products.

Income tax provisions of US$100.0 million were recorded during the first half of 2004, compared to income tax provisions of US$36.6 million during the corresponding period of 2003. The relatively high tax provisions recorded in the six months reflect strong earnings at our Mexican operations and the effect of adjustments made to preliminary provisions recorded in respect of taxes corresponding to the 2003 annual period.

Cash Flow and Liquidity

Cash and cash equivalents, excluding investments of US$139.1 million in trust funds to support our Argentine and Brazilian operations, increased by US$18.4 million to US$269.0 million during the six months ended June 30, 2004 and total financial debt increased by US$274.7 million to US$1,108.4 million from US$833.7 million at December 31, 2003.

Net cash used in operations during the six months ended June 30, 2004 was US$82.9 million. Cash flow from operations was affected by a substantial increase in working capital of US$311.0 million, reflecting a net increase in trade receivables less customer advances and trade payables of US$167.0 million, an increase in inventories of US$84.8 million and the payment of the first instalment of the liability towards the consortium led by BHP Billiton Petroleum Ltd. (US$55.3 million). The increase in trade receivables reflects to higher net sales and the increase in inventories was due to higher costs of production and raw materials. Net cash used in investment activities was US$57.2 million. Net cash provided by financing activities was US$158.5 million, which includes the payment of US$135.1 million in dividends and a net increase of US$293.6 million in borrowings.

Some of the statements contained in this press release are "forward-looking statements." Forward-looking statements are based on management's current views and assumptions and involve known and unknown risks that could cause actual results, performance or events to differ materially from those expressed or implied by those statements. These risks include but are not limited to risks arising from uncertainties as to future oil prices and their impact on investment programs by oil companies.

Consolidated Condensed Interim Income Statement

(All amounts in US$ thousands)	Three -month period ended June 30,		Six -month period ended June 30,	
	2004	2003	2004	2003
Net sales	996,849	868,892	1,856,195	1,658,471
Cost of sales	(677,655)	(604,122)	(1,298,112)	(1,162,656)

Gross profit	319,194	264,770	558,083	495,815
Selling, general and administrative expenses	(167,547)	(146,238)	(307,365)	(279,236)
Other operating income and expenses	2,065	(6,078)	5,565	(5,557)
Operating income	153,712	112,454	256,283	211,022
Financial income (expenses), net	(3,885)	(10,892)	(19,323)	(33,583)
Income before income tax, equity in earnings of associated companies and minority interest	149,827	101,562	236,960	177,439
Equity in earnings of associated companies	40,130	14,677	39,669	5,643
Income before income tax and minority interest	189,957	116,239	276,629	183,082
Income tax	(60,911)	(18,694)	(99,980)	(36,621)
Net income before minority interest	129,046	97,545	176,649	146,461
Minority interest	(1,732)	(7,870)	(967)	(11,274)
Net income	127,314	89,675	175,682	135,187

Consolidated Condensed Interim Balance Sheet

(All amounts in US$ thousands)	June 30, 2004		December 31, 2003	
Assets				
Non-current assets				
Property, plant and equipment, net	1,889,604		1,960,314	
Intangible assets, net	57,619		54,037	
Investments in associated companies	68,941		45,814	
Other investments	23,240		23,155	
Deferred tax assets	129,788		130,812	
Receivables	57,687	2,226,879	59,521	2,273,653
Current assets				
Inventories	916,653		831,879	
Receivables and prepayments	178,058		165,134	
Trade receivables	871,183		652,782	
Other investments	139,051		138,266	
Cash and cash equivalents	268,969	2,373,914	247,834	2,035,895
Total assets		4,600,793		4,309,548

Equity and Liabilities

Shareholders' equity		1,859,365		1,841,280
Minority interest		114,334		119,984
Non-current liabilities				
Borrowings	397,440		374,779	
Deferred tax liabilities	396,804		418,333	
Other liabilities	200,468		191,540	
Provisions	29,879		23,333	
Trade payables	11,265	1,035,856	11,622	1,019,607
Current liabilities				
Borrowings	710,957		458,872	
Current tax liabilities	120,192		108,071	
Other liabilities	162,037		207,594	
Provisions	32,116		39,624	
Customers advances	77,747		54,721	
Trade payables	488,189	1,591,238	459,795	1,328,677
Total liabilities		2,627,094		2,348,284
Total equity and liabilities		4,600,793		4,309,548

Consolidated Condensed Interim Cash Flow Statement

(All amounts in US$ thousands)	Three-month period ended June 30, 2004	2003	Six-month period ended June 30, 2004	2003
Net income for the period	127,314	89,675	175,682	135,187
Depreciation and amortization	48,005	50,620	101,829	98,487
Tax accruals less payments	18,430	(88,418)	8,110	(84,080)
Equity in earnings of associated companies	(40,130)	(14,677)	(39,669)	(5,643)
Interest accruals less payments	(1,442)	(2,788)	(2,993)	(362)
Net provisions	106	4,151	(962)	7,354
Minority interest	1,732	7,870	967	11,274
Change in working capital	(136,040)	(126,346)	(311,021)	(73,931)
Currency translation adjustment and others	(11,366)	20,812	(14,843)	10,677
Net cash provided by (used in) operations	6,609	(59,101)	(82,900)	98,963
Capital expenditure	(42,871)	(45,022)	(82,783)	(88,633)
Acquisitions of subsidiaries and associates	(379)	(22,533)	(188)	(42,546)
Cash advanced for the Dalmine tender offer	-	(21,382)	-	(21,382)
Proceeds from disposition of property, plant and equipment	2,450	906	8,969	1,564
Proceeds from associated companies	-	106	-	106
Convertible loan to				

associated companies	-	(31,128)	-	(31,128)
Dividends received	16,802	-	16,802	-
Net cash used in investment activities	(23,998)	(119,053)	(57,200)	(182,019)
Dividends paid	(135,053)	(115,002)	(135,053)	(115,002)
Dividends paid to minority interest in subsidiaries	(23)	(3,499)	(23)	(3,499)
Proceeds from borrowings	223,069	143,145	370,763	227,638
Repayments of borrowings	(25,681)	(89,295)	(77,152)	(183,669)
Net cash provided by (used in) financing activities	62,312	(64,651)	158,535	(74,532)
Increase (decrease) in cash and cash equivalents	44,923	(242,805)	18,435	(157,588)
Cash and cash equivalents at the beginning of the period,	220,968	390,051	247,834	304,536
Effect of exchange rate changes on cash and cash equivalents	3,078	1,717	2,700	2,015
Increase (decrease) in cash and cash equivalents	44,923	(242,805)	18,435	(157,588)
Cash at the end of the period	268,969	148,963	268,969	148,963

CONTACT: Tenaris
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www.tenaris.com

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: August 6, 2004

Tenaris, S.A.

By: /s/ Cecilia Bilesio

Cecilia Bilesio
Corporate Secretary