

# **Directors**



Harry B. Henshel (Chairman)



David Anderson



R. Mark Bourguin



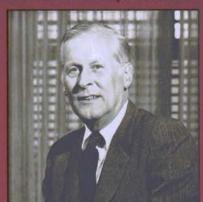
Gen. Omar N. Bradley (Hon. Chairman)



Benjamin H. Dorsey



Sol E. Flick (Vice Chairman)



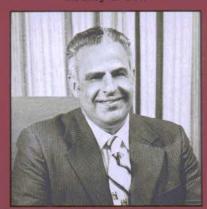
Rodney C. Gott



James McCormack



John W. Rutledge



John L. Weinberg

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# Annual Meeting

Tuesday, July 23, 1974 11:30 A.M. (EDST) Bulova Park, 75-20 Astoria Blvd. Jackson Heights, New York

The following are trademarks of Bulova Watch Company, Inc., or its subsidiaries:
Accuquartz, Accutron, Bulova, Caravelle, Catalina, Micro Handler, Mini Accutron, Mini Handler, Unisonic, Universal-Geneve, WatchMaster, ...

# ABOUT THE COVER:

Shown is a segment (magnified 225 times) of the decoder-driver integrated circuit on a wafer-thin silicon chip used in a new Bulova solid-state watch. Circuit is a key element in the electronic digital display of time. The entire chip, which measures .086 by .121 of an inch, fits comfortably within the circle of the letter "A" of the word BULOVA as printed on our cover.



# Annual Report of the Bulova Watch Company, Inc.

for the year ended March 31, 1974

# **Highlights**

| Years Ended March 31                              | 1974          | 1973          |
|---|---------------|---------------|
| Net Sales   | \$213,773,000 | \$176,650,000 |
| Income Before Income Taxes And Minority Interests | \$ 13,477,000 | \$ 11,544,000 |
| Net Income  | \$ 7,102,000  | \$ 6,503,000  |
| Net Income Per Share*                             | \$ 1.90       | \$ 1.74       |
| Net Income Per Share Assuming Full Dilution       | \$ 1.78       | \$ 1.64       |
| Cash Dividends Per Share                          | \$ .671/2     | \$ .60        |
| Current Assets                                    | \$192,354,000 | \$154,819,000 |
| Current Liabilities                               | \$ 71,764,000 | \$ 64,916,000 |
| Working Capital                                   | \$120,590,000 | \$ 89,903,000 |
| Stockholders' Equity Per Share**                  | \$ 21.64      | \$ 20.43      |

<sup>\*</sup> Based on the average number of shares outstanding during each period.

\*\* Based on number of shares outstanding at the end of each period.



# Annual Report of the Bulova Watch Company, Inc.

for the year ended March 31, 1974

# Highlights Years Ended Ma

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| Net Income Per Share Assuming Full Dilution       | \$ 1.78       | \$ 1.64       |
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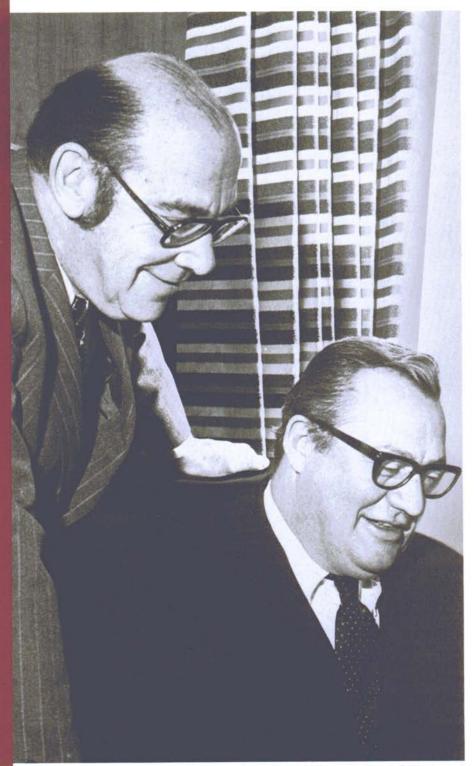
<sup>\*</sup> Based on the average number of shares outstanding during each period.

QUARTZ VIBRATOR—Technician inspects tiny bar of quartz crystal that vibrates 32,768 times a second, to keep time in a Bulova Accuquartz wristwatch. Only 4/10ths of an inch long, it is reportedly the smallest quartz frequency standard used in any wristwatch.

<sup>\*\*</sup> Based on number of shares outstanding at the end of each period.



# To Our Stockholders:



NEW TEAM—Chairman of the Board, Harry B. Henshel (left), and president, John W. Rutledge.

This has been a difficult but gratifying year. Gratifying because worldwide sales rose to a record \$213.8 million, up 21% over the prior year and earnings also rose to a record \$7.1 million after taxes. Difficult because currency fluctuations, inflation, government price controls, and sharply rising interest costs, resulted in an increase in earnings that, while a record for the Company, was not commensurate with the rate of sales increase. At home, our watch and clock sales increased (for the 12th consecutive year), and reached \$128 million, setting a new record. Abroad similar increases in the sale of both watches and clocks generated \$46.4 million in sales, an increase of 40% over the \$33 million sold the prior year.

It is particularly significant, we believe, that our overseas business at year end had reached a level that exceeded the total watch sales for the entire company just 15 years ago. In fact, if you were to view our last year's overseas sales as a "competing watch company," it would rank among the top seven companies in the world watch industry—confirming your management's predictions in recent years of the potential of these new markets for our products.

Our total industrial and defense sales reached \$39.4 million in the year just ended as compared to \$36.2 million for the prior year.

Primary earnings per share were \$1.90 as compared to \$1.74 for the prior fiscal year. Fully diluted earnings were \$1.78 for the year against \$1.64 last year.

As we enter our centennial year, Bulova's proven record of technological innovations together with its traditional position in the United States and its growing marketing strengths abroad, provide optimism for the 1974-75 fiscal year. As we approach the end

of our first quarter, it appears that consumer product sales, both here and abroad, are increasing as we projected. Unfortunately, revised delivery schedules to the U.S. Government and from certain suppliers created a "stretch-out" of our industrial-defense business which will defer some of these revenues into later quarters. As a result, it appears that first quarter earnings may be slightly less than those of the same quarter the prior year.

Traditionally the quarters ending in March and June of each year are far less significant to our overall earnings than are the quarters ending in September and December, when a majority of our annual consumer sales occur. Therefore, as we view the entire current fiscal year, we are confident that sales and profits will continue to grow, although interest costs and other economic conditions may continue to influence our rate of profit as a percentage of sales.

Each of our watch brands—Bulova Accutron, Bulova and Caravelle—will continue to lead its segment of the U.S. watch market, and collectively extend our penetration of overseas markets. The new Bulova solid-state quartz watches, the first of which are to be introduced this fall, will mark Bulova's entry into the developing electronic, solid-state watch market.

At present, the quality solid-state digital watch priced at \$200 and higher is not a mass market item. Moreover, substantially lower prices will not be possible until sales volume is multiplied many times.

These facts are significant because they spotlight the potential of our Bulova Accutron brand which showed strong growth last year, when the women's models were also introduced worldwide. It is now possible for the watch buyer to own this electronic watch for as little as \$95 putting it in

the price range of a fine mechanical self-winding watch.

In short, virtually every discriminating consumer in the U.S. is a prospect for our electronic products.

The U.S. consumer watch market is unique in that it is the most rapid replacement market in the world. One out of four people buy a watch each year—a rate that is 50% higher than in Western Europe.

Tangible evidence of our confidence in the future is reflected by the action of your board of directors in increasing the quarterly dividend to 17<sup>1</sup>/<sub>2</sub> cents a share effective September 26, 1973 from the 15 cents rate paid since 1969.

Your management dedicates this report to our employees, consumers, dealers and shareholders—in America and around the world—in grateful appreciation of their continuing strong support.

Harry B. Henshel
Chairman of the Board

Jan N. Kutledge

John W. Rutledge President

June 13, 1974



# News of U.S. Operations

Our domestic consumer product sales were \$128 million for the fiscal year, up 190/0, for the twelfth consecutive annual increase and a new record. Our continued sales growth was led by the Bulova Accutron brand, as distribution of the miniaturized Accutron lady's wristwatches, retailing from \$95 to \$1,500, expanded nationwide. Sales of Caravelle watches, retailing from \$14.95 to \$59.95, rose 16% for the fiscal year, while the Bulova brand, for more than 40 years the largest dollar seller in the U.S.-medium price range, increased dollar volume by 40/0. It appears likely that the Bulova Accutron brand will pass the Bulova brand in dollar volume in the U.S. market during the next two years.

These sales results were achieved despite increased costs, reflecting U.S. and international inflationary pressures and within price controls established and maintained by the Federal government throughout the fiscal year. In addition, as is well known, the market price of gold increased to unprecedented levels during the fiscal year, and is now about four times the official price. In late fall 1973, the Cost of Living Council authorized price increases on watches in our domestic Accutron, Bulova and Caravelle lines which were made effective starting with the new selling season in January 1974. For these several reasons, the Company's profit margins on watch sales were squeezed, and profits could not match the sales performance.

Only electronic watches were manufactured by Bulova in the United States, and domestic production of Bulova Accurron men's and Bulova Accurron women's watches increased more than 13% during the fiscal year. Calendar 1974 production of these electronic products is scheduled to increase more than 30%, making possible certain

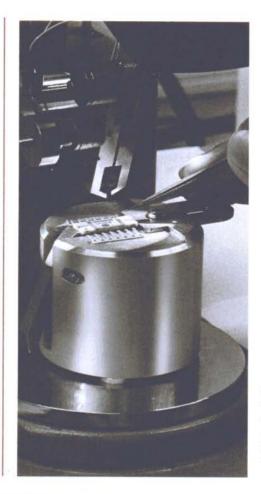
planned production economies.

The majority of balance-wheel watch movements used in Bulova, Bulova Dior and Caravelle watches retailed in the United States are manufactured and assembled at Bulova plants in Switzerland or assembled at the plant of Pacific Time Corporation, a wholly owned subsidiary in American Samoa, and the plant of Atlantic Time Products, another wholly owned subsidiary in the U.S. Virgin Islands. Some watch movements employed in Caravelle watches marketed in the United States are manufactured to Bulova specifications in Japan. These widely dispersed multinational sources have proven their economy in a climate of global inflation.

Research and engineering activities throughout the fiscal year focused on new product development of solid-state watches that would meet Bulova standards for reliability and consumer convenience. In the fiscal year just ended, we spent approximately \$1.6 million on material research activities relating to the development of new products or improvements to existing products, compared to \$1.2 million for the fiscal year that ended March 31, 1973.

Your Company had deliberately refrained from what Bulova engineers considered the then premature introduction of solid-state watches, and special care was exercised by management to assure both the consumer and the jeweler that only those products which offer greater "on the wrist" reliability would qualify for introduction under Bulova's respected brand names. As predicted in the annual report one year ago, Bulova's engineers have now succeeded in developing a series of reliable solid-state digital display watches, utilizing a quartz time standard, the first of which will be marketed in 1974.

Plans for new product development include digital displays utilizing both (LED) or light emitting diode and (LCD) or liquid crystal displays. A detailed plan of supplying appropriate technical materials, information and recommended procedures for maintaining the optimum performance of these timepieces will be implemented prior to their introduction. For example, bulletins (which detail recommended maintenance procedures that can be accommodated in the field), are currently being prepared and will be disseminated in the near future. Moreover, in the programs and seminars conducted by your company, and particularly in the Certified Accutron Technical Programs, a full course encompassing the basics of quartz time standard techniques and proper maintenance procedures are being taught. Timing equipment and appropriate service equipment will be made available and their use taught to technicians. Lastly, in the United States, our Regional Service Centers, as well as similar centers abroad, will be provided with the most recent tech-



INTEGRATED CIRCUITRY— Technician prepares to attach wire leads to tiny CMOS (Complementary Metal Oxide Semiconductor) integrated circuit for solid-state timepiece.



GOLD CASES—14K gold cases for Bulova Accutron men's watches are inspected by a Providence Division technician following polishing by diamond lapping.



SOLID-STATE—Engineer uses cutting tool to scribe large ruby-lithe large r master used in printed circuit boards for solid-state watches. It is a watche then reduced to create multiple photo masks (bottom) used to pro-am used duce printed circuit boards in proper size.

nical data on quartz watch mechanisms, be they analog or digital in nature.

Research on nuclear-based timepieces also continued, under the patents received in 1973.

Bulova Clock Division sales rose 62% and operating profits doubled despite heavy relocation expenses, during the fiscal year. The Bulova Clock Line, distributed nationally to jewelers, fine jewelry and clock departments of department stores, and specialty shops, grew to more than

market. These included personal, bould personal per

The Providence Division, with three sign, with three plants in Rhode Island and one in Sag and one in Sag Harbor, N.Y., reported record product record production of watch cases during the fiscal uring the iscal year. The Division's complete case deemplete case design, case part manufacturing, and case turing, and case assembly capabilities make Bulova thenake Bulova the only watch marketer and the world in the with complete watchccase productioncase production staffs and facilities. This is a distinct is a distinct competitive advantage in our business, in our business. Also, it is a tremendous advantagelous advantage with regard to solid-state watches. All te watches, All electronic digital displays look similar; ye look similar; therefore, the fashion varieties offered a letter of ered by our extensive watch case styling fat case styling fat cilities and the ability to produce them o produce them "in house" becomes particularly signif-rticularly significant, as it will provide consumers with consumers with superior watch jewelry. The Divisiony. The Division works closely with watch stylists at atch stylists at Bulova Park, NIY land late the Bulova et the Bulova Design Center in Geneva, Switzerland, Switzerland.

The Division continues as a volume supplier of high-precision camera components to Polaroid Corporation, and production and delivery of components for the Polaroid SX-70 were stepped up following the successful introduction in 1973 of this revolutionary new camera. The Providence Division has been a supplier of precision components to Polaroid since 1959, and its past deliveries and projected deliveries to Polaroid have been largely on a solesupplier basis.

The Bulova Timer Laboratory, which since 1958 has supplied the U.S. space program with specialized timers, designed and delivered the hand-operated Bulova Accutron "alarm clocks" used by U.S. astronauts aboard Skylab. The 100-ton Skylab, launched from Cape Kennedy on May 14, 1973, was the first Earth-orbiting space laboratory, and the 43rd U.S. space project to utilize Bulova Accutron movement reliability and durability. The watch movements in Bulova Accutron instruments used for space are identical with the movements used in Bulova Accutron wristwatches sold to consumers around the world.

The Accuquantz Marine Navigator, introduced by the Bulova Timer Laboratory in 1973, has been selected as the official time standard for the 1974 America's Cup Race to be held off Newport, R.I.

The Electronics Division reported sales up 4% for the year, with the largest increases accounted for by quartz crystals and tuning-fork optical scanners. Hewlett Packard, Motorola and Western Electric continued as significant buyers of Bulova quartz crystals, which for the first time were also sold to assemblers of quartz watch movements. IBM awarded the Division a major contract for optical scanners used in the new IBM supermarket checkout system.

In total, Industrial-Defense sales for the Company were \$39.4 million in fiscal 1974, compared to \$36.2 million in 1973, an increase of 90/0.

Technical Sales & Services Division sales rose 18% with sales increases led by power cells and watch electronic servicing equipment. Thanks to the Division's service facilities, Bulova is the only U.S. watch marketer with a national factory-owned network of service and training facilities, which serve the public by serving jewelers and their watch technicians. The Division's Field Training Services launched a new 5-day Accutron certification course that has already graduated 1,200 watch repairmen.

Atlantic Time Products, the Bulova owned manufacturing subsidiary in the U.S. Virgin Islands, once more was the largest assembler of jeweled-movement watches there, and once more fully met its Government-authorized production quota. Some 95% of the employees are Virgin Islanders.

Pacific Time Corporation, our manufacturing subsidiary in American Samoa, staffed by native Samoans, again fully met its Government-authorized annual watch movement production quota during the fiscal year. The parts for the 23-jewel movements assembled at the plant originate from Bulova plants in Switzerland and in New York.

Worldwide employment by Bulova reached 8,200 persons at the end of the fiscal year, up from 7,600 a year earlier. 5,350 were employed in the United States and its Territories, and 2,850 were abroad.

At Bulova facilities in New York, minority employment, which must be reported to the U.S. Office of Federal Contracts Compliance, was 37.6%, and the percentage of women employed was 53.9%. Some 5% of all the New York employees were physically handicapped.

RECORD-MAKER—Three Accutron "alarm clocks" were carried aboard Skylab when it was lofted into orbit May 14, 1973. Skylab was the 43rd space mission for Bulova Accutron.

ACCURACY—Vibrograf recorder demonstrates self-regulation feature of Bulova Accutron watch. Owner can maintain accuracy to within 2 seconds of the right time all year long by positioning watch overnight.

At the U.S.-owned William Langer Jewel Bearing Plant in Rolla, N.D., operated by Bulova, more than 70% of the 160 engineers and technicians employed are Chippewa Indians from the nearby Turtle Mountain Reservation. The plant is the sole domestic producer of jewel bearings.

The Bulova Pension Plan for U.S. employees, started in 1943, paid out a total of \$1,664,000 during the fiscal year to retired employees and their beneficiaries. Since 1965, a total of \$10,254,000 has been paid out under the Plan.

Since 1953, the Bulova Watch Company Foundation program of competitive college scholarships for the sons and daughters of U.S. employees with more than 5 years of service, has paid a total of \$858,000 to 614 winners and the 131 colleges they chose to attend.

During the past fiscal year, 48 scholarships were awarded. New awards are temporarily suspended because of changes in the regulations of the U.S. Internal Revenue Service. However, the scholarship program is being revised in expectation of I.R.S. approval, and applications will be accepted for the fall 1974 semester.

We regret the untimely passing of two key executives: Vice president Gerard A. Donovan, 52, an employee since 1939, who had developed watch sales to the industrial incentive market and to the post exchange systems throughout the world, and who also served as Merchandising Director of Accutron and Bulova watch lines; Edmond A. Blanc, 49, who was the founding managing director of Bulova France, S.A., our marketing subsidiary in Paris.







MINI FORKS—Tuning-fork inspection for Bulova Accutron woman's watches made and sold in the United States and exported to Switzerland.



Bulova's manufacturing and marketing subsidiaries abroad continued to increase production and to expand marketing operations during the fiscal year, contributing materially to consolidated earnings for the fiscal year.

Sales of Bulova's watches and clocks abroad rose 40% to \$46.4 million, up from \$33.0 million for the previous fiscal year. These consumer products sales abroad accounted for 22% of gross Company revenues for the fiscal year, and were the equivalent of 27% of total consumer product sales for the fiscal year.

Bulova International, Universal-Geneve, and the Company's other major marketing subsidiaries abroad, serving consumers and jewelers in 120 markets, all reported significant sales increases during the fiscal year. Particularly strong sales gains were achieved in Canada, Italy, the United Kingdom, Germany and Japan.

The Bulova Accutron brand of tuning-fork watches for men and women led our sales increases abroad, as distribution of more styles of miniaturized Accutron women's fashion watches expanded in all markets. As expected, mini Accutron watch sales to consumers rose as quickly as deliveries to jewelers could be increased, indicating that these electronic watches will, in fact, double the worldwide market for the Accutron brand within five years.

The continued expansion of Accutron brand sales focused the attention of jewelers and jeweler trade groups on the "watch revolution" led by the Company's Bulova Accutron and Bulova Accuquartz watch lines. Consequently, the number of jewelers with "electronic watch center" displays multiplied during the year, as did the number of jewelers and watch service technicians who attended electronic watch service courses offered by

Bulova. The market potential for Bulova Accutron and Bulova Accuquartz watches abroad remains great, because more than 99 per cent of all watches sold outside the United States during 1973 used conventional balancewheel movements.

Licensed production of tuning-fork watch movements by Ebauches, S. A., the largest watch-movement manufacturer in Switzerland, rose as the number of non-Bulova brands marketing tuning-fork watches in world markets increased to ten. A royalty to Bulova is paid by Ebauches on each tuningfork movement sold to these brands. In effect, the increased popularity of. and advertising support for, tuningfork watches produces direct income to Bulova while at the same time stimulating expansion of the worldwide market for tuning-fork watches. The Bulova Accutron brand continues as the world bestseller among all watches retailing for more than \$95, and sales of the Bulova Accutron brand exceed sales of all other tuning-fork brands combined.

The Bulova Accuquartz line of slim quartz men's wristwatches with conventional dials, went into wider distribution abroad, as shipments of Bulova Accuquartz movements from Bulova Park, N.Y. to our Swiss plants increased during the fiscal year. The Bulova Accuquartz line offers the world's slimmest watch-size quartz timepiece to a public which has always sought fine styling combined with superior mechanisms.

Watch styling and watch fashions are becoming ever more important to the consumer. In effect, all owners of fine jeweled-lever watches are candidates for a tuning-fork watch or for a fine quartz watch. As Bulova offers all types of watch technologies, the Bulova jeweler is in the best position to com-

IN LONDON—A.M. Arnaud, [left], the Company's managing director in Switzerland, Anthony Reachill, managing director, Bulova U.K. Ltd., and Robert Kocher [right], commercial director for Bulova in Switzerland, inaugurating new Bulova Accutron sign in Piccadilly Circus. (Left)

FIRST PRIZE WINNER — This solid-state quartz wristwatch created by the Bulova Design Center, won the top prize in the 1973 Prix de la Ville de Geneve competition. More than 550 designs were entered by stylists from 15 countries. (Right)

pete successfully in the world consumer watch market.

The 1973 Prix de la Ville de Geneve award in watch styling, the top prize in the world's most prestigious watch styling competition, was won by a stylist at the Bulova Design Center in Geneva, Switzerland. The 1973 competition required the creation of original watch styles that displayed time "without hands"-thus, for the first time, focusing industry styling interest on all-electronic digital watches. Stylists from 15 countries vied in the competition, submitting 550 drawings to the jury of which only eleven were selected by the jury for final consideration. Of those eleven, six came from Bulova designers, and each of these eleven was produced as a one-of-akind style for final judgment. Bulova won three of the four possible awards: the Prix de la Ville de Geneve, and two of the three honorable mentions. Jean-Samuel Wuhl, the Bulova designer whose entry won the 1973 award, also won the Prix de la Ville de Geneve in 1971 with a design for a mini Accutron lady's tuning-fork fashion watch. The 1973 award-winning style was exhibited by Bulova as a fully operational timepiece at the 1974 European Watch, Clock and Jewelry Fair in Basle, Switzerland, where it was, appropriately, the center of much attention.

"The 1973 Prix de la Ville de Geneve award is unusually significant," Harry B. Henshel, chairman, commented, "because our watch stylists in Switzerland have solved with elegance, we believe, the great problems created by the introduction of watches with electronic digits."

The Universal-Geneve watch brand of Geneva. Switzerland, increased its worldwide sales more than 45% during the fiscal year. The Universal-Geneve line, which includes Unisonic tuning-fork watches for men and women, has earned an international reputation for high-fashion luxury styling in 18K gold and steel, in unique slim movements. The manufacturer of these products was acquired by your company and has been a wholly-owned subsidiary since 1967. The distinguished styling of the Universal-Geneve brand complements the appeal of the Company's other brands.





# **Bulova Watch Markets Around the World**

| American Samoa     | Falkland Islands             | Liberia             | Rwanda         |
|--------------------|------------------------------|---------------------|----------------|
| Andorra            | Fiji Islands                 | Liechtenstein       | Terranda       |
| Antigua            | Finland                      | Luxembourg          | St. Kitts      |
| Argentina*         | France*                      | 24.10               | St. Lucia      |
| Aruba              | French Guyana                | Madeira             | St. Maarten    |
| Australia*         | French Somaliland            | Malawi              | San Marino     |
| Austria            | a a salone by sandala dance. | Malaysia            | St. Vincent    |
| Azores             | Germany*                     | Malta               | Seychelles     |
|                    | Ghana                        | Martinique          | Singapore      |
| Bahamas            | Gibraltar                    | Mauritius           | Somalia        |
| Barbados           | Grand Cayman                 | Mexico*             | South Africa*  |
| Belgium            | Great Britain*               | Monaco              | Spain*         |
| Bermuda            | Greece                       | Morocco             | Sweden         |
| Bolivia            | Grenada                      | Mozambique          | Switzerland*   |
| Borneo             | Guam                         |                     | Surinam        |
| Brazil*            | Guatemala                    | Netherlands         |                |
| British Honduras   | Guyana                       | Netherland Antilles | Tahiti         |
| Burma              |                              | New Caledonia       | Taiwan         |
| Burundi            | Haiti                        | New Guinea          | Tanzania       |
|                    | Honduras                     | New Zealand         | Thailand       |
| Canada*            | Hong Kong*                   | Nicaragua           | Togo           |
| Cambodia           | Hungary                      | Nigeria             | Tonga          |
| Cameroun           |                              | Norfolk Islands     | Trinidad       |
| Cape Verde Islands | Iceland                      | Norway              | Tunis          |
| Colombia           | Iran                         |                     | Turkey         |
| Costa Rica         | Ireland                      | Okinawa             |                |
| Curacao            | Israel                       |                     | Uganda         |
| Cyprus             | Italy*                       | Panama              | United States* |
|                    | Ivory Coast                  | Paraguay            | Uruguay        |
| Dahomey            |                              | Peru                |                |
| Denmark            | Jamaica                      | Philippines         | Venezuela      |
| Dominica           | Japan*                       | Portugal            | Virgin Islands |
| Dominican Republic |                              | Portuguese Guinea   |                |
|                    | Kenya                        | Puerto Rico*        | Yugoslavia     |
| Ecuador            | Korea                        |                     |                |
| El Salvador        |                              | Rhodes              | Zaire          |
| Ethiopia           | Laos                         | Rhodesia            | Zambia         |

<sup>\*</sup> Indicates direct marketing organizations.

Ten Year Financial Review Bulova Watch Company, Inc. and Subsidiaries Fiscal Years Ended March 31 (dollars in millions except for per share data)

|                              | 1974         | 1973   | 1972           | 1971   | 1970    | 1969     | 1968       | 1967     | 1966    | 1965            |
|------------------------------|--------------|--|----------------|--|---------|----------|------------|----------|---------|-----------------|
| OPERATING RESULTS:           |              |  |                |  |         |          |            |          |         |                 |
| Net sales                    | \$213.8      | \$176.7  | \$146.6        | \$145.3  | \$158.7 | \$148.9  | \$139.8    | \$123.9  | \$ 99.8 | \$ 84.          |
| Income before income         |              |  |                |  |         |          |            |          |         |                 |
| taxes and minority           |              |  |                |  |         |          |            |          |         |                 |
| interests                    | 13.5         | 11.5   | 9.4            | 13.2   | 15.9    | 14.0     | 9.6        | 7.5      | 6.4     | 5.              |
| Net income                   | 7.1          | 6.5  | 3.9            | 6.2  | 6.8     | 5.9      | 4.5        | 3.9      | 3.2     | 2.              |
| Cash dividends paid          | 2.5          | 2.2  | 2.2            | 2.2  | 2.1     | 1.8      | 1.5        | 1.2      | 1.2     | 1.              |
| Earnings retained after      |              |  |                |  |         |          |            |          |         |                 |
| cash dividends               | 4.6          | 4.3  | 1.7            | 4.0  | 4.7     | 4.1      | 3.0        | 2.7      | 2.0     | 1.              |
|                              | 2.0          | 2.0  |                | 210  |         |          |            |          |         |                 |
| PER SHARE DATA:              | The same     | The State of | Carrie Village | 145001 (8400)  | 400000  | ***      | 40.00      | ***      | A 100   | di co           |
| Net income per share*        | \$1.90       | \$1.74   | \$1.06         | \$1.69   | \$1.92  | \$1.79   | \$1.42     | \$1.24   | \$1.03  | \$.8            |
| Net income per share         |              |  |                |  |         |          |            |          |         |                 |
| based on average number      |              |  |                |  |         |          |            |          |         |                 |
| of shares outstanding        | 4            | ****   | 2000           |  |         | A        | de na      | 04.04    | 0.00    |                 |
| during 1974                  | \$1.90       | \$1.74   | \$1.06         | \$1.66   | \$1.81  | \$1.59   | \$1.21     | \$1.04   | \$.87   | \$.7            |
| Net income per share         | 40           | 41.4   | 20 20          | A  | A4      | Ma + 4   | de ne      | de 00    | 0.00    | 0.7             |
| assuming full dilution       | \$1.78       | \$1.64   | \$1.06         | \$1.57   | \$1.76  | \$1.58   | \$1.25     | \$1.09   | \$.93   | \$.7            |
| Cash dividends paid          | Course No.   | 550.0  | 2224           | 2.224  | 2000    | 220,00   | 12223      |          |         | Later Land      |
| per share                    | 671/2¢       | 60¢  | 60¢            | 60¢  | 58¢     | 54¢      | 46¢        | 38¢      | 38¢     | 37              |
| Stock dividends and          |              |  |                |  | HONE    | -747     | - T. W. T. | 201      | 607     | -00             |
| stock split                  | -            | 20000  | -              | 272.47.17  | 50%     | 20/0     |            | 20/0     | 20/0    | 20              |
| Common stock**(High)         | 207/8        | 197/8  | 273/8          | 381/2  | 41      | 331/4    | 215/8      |          | 151/2   |                 |
| price range (Low)            | 101/2        | 131/8  | 153/8          | 131/4  | 277/8   | 161/4    | 135/8      | 91/8     | 105/8   | 10 <sup>3</sup> |
| FINANCIAL POSITION           |              |  |                |  |         |          |            |          |         |                 |
| (YEAR-END):                  |              |  |                |  |         |          |            |          |         |                 |
| Current assets               | \$192.4      | \$154.8  | \$132.9        | \$122.3  | \$111.6 | \$103.1  | \$104.2    | \$ 99.3  | \$ 88.2 | \$ 74           |
| Current liabilities          | 71.8         | 64.9   | 45.3           | 34.1   | 24.9    | 40.9     | 43.9       | 41.9     | 32.2    | 18.             |
| Working capital              | 120.6        | 89.9   | 87.6           | 88.2   | 86.7    | 62.2     | 60.3       | 57.4     | 56.0    | 55.             |
| Total assets                 | 218.8        | 179.2  | 154.9          | 141.9  | 128.9   | 119.0    | 118.1      | 112.5    | 99.0    | 83.             |
| Stockholders' equity         | 81.1         | 76.4   | 72.2           | 70.0   | 64.8    | 57.6     | 50.0       | 46.4     | 43.4    | 41.             |
| Stockholders' equity         |              | 1  | S Marine       | The same of the sa | 10000   |          |            |          |         |                 |
| per share***                 | \$21.64      | \$20.43  | \$19.29        | \$18.87  | \$17.90 | \$16.68  | \$15.51    | \$14.56  | \$13.72 | \$13.1          |
| Long-term debt               | 61.4         |  | 34.0           | 35.2   |         | 18.6     | 23.0       | 23.2     | 22.5    | 22.             |
|                              | THE STATE OF | 40.79  |                |  |         |          |            |          |         |                 |
| ADDITIONAL DATA:             |              |  |                |  |         |          |            |          |         |                 |
| Additions to plant           | -            | 0 10000  | The same       | 400000   | ***     | 11000000 | 00.0       | the last | dia a   | 0-              |
| property, net                | \$4.7        | \$2.8  | \$4.7          | \$3.1  | \$2.7   | \$2.9    | \$2.6      | \$2.4    | \$1.6   | \$1.            |
| Average number of shares**** | TRAIL        | 3.7  | 3.7            | 3.7  | 3.5     | 3.3      | 3.2        | 3.1      | 3.1     | 3.              |
|                              | 3.7          |  |                |  |         |          |            |          |         |                 |

<sup>\*</sup> Based on the average number of shares outstanding during each period adjusted retroactively for the 2% stock dividends of June 1964 to 1968 and the 3-for-2 stock split of July 1969.

<sup>\*\*</sup> Previous calender year.

<sup>\*\*\*</sup> Based on number of shares outstanding at the end of each period, adjusted retroactively for stock dividends and stock split.

<sup>\*\*\*\*</sup> Excluding stock held for resale, adjusted for 2% stock dividends of June 1984 to 1988 and the 3-for-2 stock split.

# Financial Review

Sales and Net Income—Total sales for the year ended March 31, 1974 rose 21% to \$213.8 million. Earnings from operations rose 37% to \$19.0 million from \$13.9 million. Significantly higher interest expense which resulted from higher total borrowings as well as sharply higher rates, was the primary factor in keeping the rise in net income to 9.2%

Increased operating income resulted from continued improvement in each of the three major areas of our business: domestic consumer, international consumer and industrial-defense.

Consumer Products—Total consumer product sales increased for the twelfth consecutive year. Domestically, consumer product sales increased by 19% with dollar volume ahead for each watch brand. The increase was aided by full year availability of the Accuquartz and ladies Accutron lines. Caravelle brand watches showed good unit and dollar increases and clock sales continued rising rapidly.

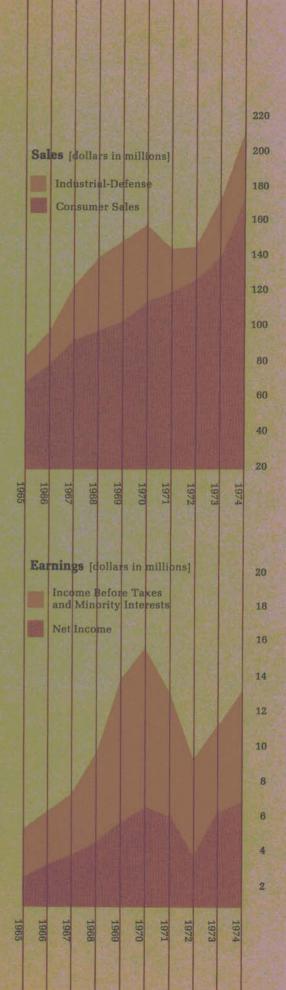
International Consumer sales increased 40% with all major markets showing good gains, in part reflecting higher values for foreign currencies when translated into dollar values.

Industrial-Defense—Industrial-defense sales increased 9% to \$39.4 million, with the entire gain coming in the first half of the fiscal year. Operating profits continued to improve. At March 31, 1974 backlogs were \$37.1 million compared to \$37.8 million the prior year.

Financial Position—In September 1973 the Company completed a long-term financing with the private placement of \$34,280,000 promissory notes due in equal annual amounts between 1979 and 1993. The notes carry an interest rate of 8% and of the net proceeds \$9.28 million was used to prepay outstanding notes and the balance to reduce short-term borrowings from banks.

Increased inventories were required to support the rising sales of consumer products. The overall inventory values increased in part due to generally higher component values and higher foreign currency valuations relative to the U.S. dollar.

March quarter shipments were quite strong, as incoming business domestically was booked and shipped earlier than in prior years. The effect of these shipments in part, accounted for the increase in receivables at year end.



# Consolidated Balance Sheets Bulova Watch Company, Inc. and Subsidiaries

| March 31, 1974 and March 31, 1973              | 1974          | 1973     |
|--|---------------|----------|
| ASSETS   |               |          |
| Current assets:                                |               |          |
| Cash (note 3)                                  | \$ 7,875,969  | \$ 6,407 |
| Receivables:                                   |               |          |
| Customers' accounts                            | 59,368,567    | 47,952   |
| Customers' notes                               | 13,987,617    | 13,066   |
| Other  | 2,468,950     | 2,243    |
|  | 75,825,134    | 63,263   |
| Less allowance for doubtful receivables        | 1,883,190     | 1,69     |
|  | 73,941,944    | 61,56    |
| Inventories (note 1c):                         |               |          |
| Watch materials, including finished parts      | 89,129,104    | 69,81    |
| Industrial and defense materials               | 12,978,019    | 9,42     |
| Precious metals                                | 3,912,083     | 3,64     |
| Other  | 1,520,797     | 1,18     |
|  | 107,540,003   | 84,07    |
| Prepaid expenses                               | 2,996,213     | 2,77     |
| Total current assets                           | 192,354,129   | 154,81   |
| Other assets                                   | 3,920,044     | 4,24     |
| Plant property, at cost (note 1d):             |               |          |
| Land, buildings and improvements               | 17,220,561    | 15,02    |
| Machinery and equipment                        | 19,953,627    | 18,34    |
| Furniture, fixtures and leasehold improvements | 3,848,324     | 3,13     |
|  | 41,022,512    | 36,50    |
| Less accumulated depreciation                  | 19,241,301    | 17,03    |
|  | 21,781,211    | 19,47    |
| Deferred charges                               | 769,783       | 68       |
|  | \$218,825,167 | \$179,22 |

| March 31, 1974 and March 31, 1973  | 1974          | 1973          |
|--|---------------|---------------|
| LIABILITIES AND STOCKHOLDERS' EQUITY   |               |               |
| Current Liabilities:   |               |               |
| Unsecured notes payable:   |               |               |
| Banks [note 3]   | \$ 40,320,025 | \$ 38,432,425 |
| Others   | 988,046       | 648,226       |
| Current installments of long-term debt (note 5)  | 520,255       | 1,584,473     |
| Accounts payable   | 13,654,222    | 12,731,004    |
| Defense contract progress collections  | 1,091,434     | 1,101,261     |
| Salaries, wages and commissions  | 6,019,347     | 5,336,515     |
| Other  | 3,866,042     | 3,239,894     |
| Accrued Federal and foreign income taxes   | 5,304,787     | 1,842,259     |
| Total current liabilities  | 71,764,158    | 64,916,057    |
| Long-term debt (note 5):   |               |               |
| 8% Serial Notes due September 15, 1979-1993  | 34,280,000    |               |
| 5% Promissory Notes due May 31, 1979   | 04,200,000    | 8,000,000     |
| 4 <sup>1</sup> / <sub>2</sub> 0/ <sub>0</sub> Convertible Subordinated Debentures due August 1, 1984 | 1,343,000     | 1,482,500     |
| 6% Convertible Subordinated Debentures due February 1, 1990  | 21,179,300    | 21,179,300    |
| Mortgages and other loans payable  | 4,628,874     | 3,285,302     |
|  | 61,431,174    | 33,947,102    |
| Deferred taxes on income (note 1e)   | 1,048,007     | 1,265,433     |
| Deferred income  | 897,655       | 1,026,717     |
| Reserve for foreign operations (note 1b)   | 1,561,227     | 847,424       |
| Minority interests in net assets of subsidiaries   | 1,043,407     | 777,655       |
| Stockholders' equity (notes 5 and 6):  Common stock, \$5 par value:  Authorized: 7,500,000 shares.   |               |               |
| Issued: 1974—3,751,254 shares; 1973—3,742,273 shares   | 18,756,270    | 18,711,365    |
| Capital surplus  | 3,719,761     | 3,627,392     |
| Retained earnings  | 58,687,823    | 54,110,818    |
|  | 81,163,854    | 76,449,575    |
| Deduct common stock, at cost, held for resale to officers  |               |               |
| and employees: 1974—6,083 shares; 1973—672 shares  | 84,315        | 8,988         |
| Total stockholders' equity   | 81,079,539    | 76,440,587    |
| Total blockholders equity  |               |               |

# Consolidated Statements of Income Bulova Watch Company, Inc. and Subsidiaries

| Years Ended March 31, 1974 and March 31, 1973                  | 1974   | 1973*         |
|--|--|---------------|
| Net sales  | \$213,773.009  | \$176,650,013 |
| Cost of goods sold   | 148,043,082  | 123,220,216   |
| Gross profit from sales  | 65,729,927   | 53,429,797    |
| Selling, general and administrative expenses                   | 46,707,654   | 39,509,197    |
| Profit from operations   | 19,022,273   | 13,920,600    |
| Income charges (credits):                                      |  |               |
| Interest on long-term debt                                     | 3,236,066  | 2,014,863     |
| Other interest charges   | 4,099,378  | 1,950,096     |
| Royalties, interest and other income                           | (1,789,696)  | (1,588,006    |
|  | 5,545,748  | 2,376,953     |
| Income before income taxes and minority interests              |  |               |
| in net income of subsidiaries                                  | 13,476,525   | 11,543,647    |
| Income taxes (notes 1e and 4)                                  | 6,112,740  | 4,852,139     |
| Income before minority interests in net income of subsidiaries | 7,363,785  | 6,691,508     |
| Minority interests in net income of subsidiaries               | 261,560  | 188,323       |
| Net income for the year  | 7,102,225  | 6,503,185     |
| Net income per average common share (note 1h)                  | \$ 1.90  | \$ 1.74       |
| Net income per share assuming full dilution (note 1h)          | The state of the s | \$ 1.64       |

<sup>\*</sup>Certain 1973 amounts have been reclassified for comparative purposes.

# Consolidated Statements of Stockholders' Equity Bulova Watch Company, Inc. and Subsidiaries

|  | Years | Ended | March | 31, | 1974 | and | March | 31, 19 | 73 |
|--|-------|-------|-------|-----|------|-----|-------|--------|----|
|--|-------|-------|-------|-----|------|-----|-------|--------|----|

|  | Numb      |                |                           | Stock             | kholders' Equ      | ity                       |                   |
|--|-----------|----------------|---------------------------|-------------------|--------------------|---------------------------|-------------------|
|  | Issued    | In<br>Treasury | Total                     | Common<br>Stock   | Capital<br>Surplus | Retained<br>Earnings      | Treasury<br>Stock |
| Balance March 31, 1972  Net income   | 3,741,718 | 1,503          | \$72,162,979<br>6,503,185 | \$18,708,590<br>— | \$3,621,611        | \$49,852,419<br>6,503,185 | \$(19,641)<br>—   |
| expense  | 555       |                | 8,556                     | 2,775             | 5,781              |                           |                   |
| stock at cost<br>Shares distributed for  |           | 3,000          | (48,553)                  |                   |                    |                           | (48,553)          |
| employee service<br>awards<br>Cash dividends   |           | (3,831)        | 59,206<br>(2,244,786)     |                   |                    | <u>(2,244,786)</u>        | 59,206            |
| Balance March 31, 1973 Net income Shares issued upon conversion of \$139,500 of convertible debentures net of related deferred | 3,742,273 | 672            | 76,440,587<br>7,102,225   | 18,711,365        | 3,627,392          | 54,110,818<br>7,102,225   | (8,988)           |
| debt expense   | 8,981     |                | 137,274                   | 44,905            | 92,369             |                           |                   |
| Purchase of common<br>stock at cost<br>Shares distributed for  | -         | 10,000         | (138,612)                 |                   |                    |                           | (138,612)         |
| employee service<br>awards<br>Cash dividends   |           | (4,589)        | 63,285<br>(2,525,220)     |                   |                    |                           | 63,285            |
| Balance March 31, 1974   | 3,751,254 | 6,083          | \$81,079,539              | \$18,756,270      | \$3,719,761        | \$58,687,823              | \$(84,315)        |

# Consolidated Statements of Changes In Financial Position Bulova Watch Company, Inc. and Subsidiaries

| Years Ended March 31, 1974 and March 31, 1973              | 1974   | 1973                      |
|--|--|---------------------------|
| WORKING CAPITAL WAS PROVIDED FROM:                         |  |                           |
| Operations:  |  |                           |
| Net income   | \$ 7,102,225   | \$ 6,503,185              |
| Charges (credits) to income which did not involve          |  |                           |
| working capital:   |  |                           |
| Depreciation   | 2,365,581  | 2,072,102                 |
| Deferred income taxes                                      | 230,715  | 497,372                   |
| Decrease in deferred income                                | (129,062)  | (296,807                  |
|  | 9,569,459  | 8,775,852                 |
| Transactions in the Company's capital stock                | 61,947   | 19,209                    |
| Proceeds from long-term financing                          | 35,977,761   | 1,701,593                 |
| Reserve for foreign operations                             | 713,803  | 168,938                   |
| Minority interests in net assets of subsidiaries           | 265,752  | 180,789                   |
| Disposals of plant property                                | 151,032  | 104,696                   |
| Deferred charges   | (87,120)   | 514,002                   |
| Deletion diargos   | 46,652,634   | 11,465,079                |
| MODELLA CADERAL WAS DECLUDED FOR.                          | 40,002,004   | 11,100,070                |
| WORKING CAPITAL WAS REQUIRED FOR:                          | 0 505 000  | 2 244 796                 |
| Dividends to stockholders                                  | 2,525,220  | 2,244,786                 |
| Additions to plant property                                | 4,826,601  | 2,947,702<br>1,707,119    |
| Reduction of long-term debt                                | 8,493,689  |                           |
| Other assets   | (328,013)<br>448,141   | 2,111,195                 |
| Deferred taxes on income                                   | - I A CONTRACTOR - | 150,480                   |
| INCREAGE IN MODVING CADITAL                                | 15,965,638   | 9,161,282<br>\$ 2,303,797 |
| INCREASE IN WORKING CAPITAL                                | \$30,686,996   | \$ 2,303,737              |
| INCREASES (DECREASES) IN COMPONENTS OF                     |  |                           |
| WORKING CAPITAL:   |  |                           |
| Current assets:  |  |                           |
| Cash   | \$ 1,468,100   | \$ (254,014               |
| Receivables  | 12,376,183   | 8,842,120                 |
| Inventories  | 23,467,266   | 11,657,635                |
| Prepaid expenses   | 223,548  | 1,712,307                 |
|  | 37,535,097   | 21,958,048                |
| Current liabilities:                                       | THE REAL PROPERTY.   | AND THE RESERVE           |
| Unsecured notes payable and current installments of        |  |                           |
| long-term debt   | 1,163,202  | 13,104,121                |
| Accounts payable and defense contract progress collections | 913,391  | 5,111,297                 |
| Accrued expenses   | 1,308,980  | 1,886,244                 |
| Accrued Federal and foreign income taxes                   | 3,462,528  | (447,411                  |
|  | 6,848,101  | 19,654,25                 |
| INCREASE IN WORKING CAPITAL                                | \$30,686,996   | \$ 2,303,797              |
| THORESON IN WORKING OF THE TABLE                           | φοσισσσίσσο  | 4 210001737               |

# NOTE 1, SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

# (a) Principles of Consolidation:

The consolidated financial statements include the accounts of Bulova Watch Company, Inc. and all significant subsidiaries. To avoid delays in preparing the March 31 consolidated financial statements, the Company includes the accounts of most foreign subsidiaries as of the preceding December 31. Investments in unconsolidated subsidiaries are carried at equity. All significant intercompany transactions and profits are eliminated in consolidation.

# (b) Translation of Foreign Currencies:

The general policy followed in the translation of foreign currency items is to state assets (except plant property), liabilities and reserves at rates of exchange prevailing at the end of the period. Plant property is translated at the rates in effect on the dates of acquisition of the related assets. Income and expense accounts are translated at the average rates prevailing during the year with the exception of depreciation which is translated at historic rates. Unrealized gains (\$713,803 in 1974; \$168,938 in 1973) and losses arising from the translation are credited and charged to the reserve for foreign operations. The reserve was established in 1972 because of unsettled conditions in world currency markets and the increasing importance of international operations.

# (c) Inventories:

Substantially all of the inventories are computed on a first-in, first-out basis and are valued at lower of cost or replacement market. The inventory quantities are determined for the most part from perpetual inventory records, which are checked by physical inventories taken from time to time during the year, principally at December 31 of each year. Provisions for loss because of age or condition are made as required.

# (d) Plant Property:

Plant property is stated at cost. Depreciation is calculated on the straight-line method for financial statement purposes, and on accelerated meth-

ods for U.S. tax purposes. Leasehold improvements are amortized over the life of the lease. Additions, betterments and renewals are capitalized, and expenditures for maintenance and repairs are charged to income. When facilities are retired from service or are otherwise disposed of, the general policy is to remove the cost and accumulated depreciation from the respective assets and reserve accounts, and where applicable, to charge or credit the difference, after the application of sales proceeds or other realization, to income.

# (e) Income Taxes:

The provision for income taxes is based on elements of income and expense as reported in the statement of income. Deferred income tax expense is provided for differences in the timing of certain deductions for accounting and tax purposes. No provision is required for additional taxes which may become payable if undistributed earnings of subsidiaries are paid as dividends to the Company, since substantially all of these earnings may be remitted with little or no tax becoming payable.

The investment tax credit is taken into income in the year in which income taxes are reduced by the credit.

# (f) Research and Development:

Research and development costs relating to the development of new products or the improvement of existing products are charged against income in the year in which such costs are incurred.

# (g) Long-Term Contracts:

Sales under government and industrial contracts are recorded as deliveries are made on fixed-price contracts, and at the time of billing on cost-reimbursement type contracts. Any anticipated losses on these contracts are provided for.

# (h) Earnings per Share:

Primary earnings per share are computed on the basis of the average number of shares of common stock outstanding during the period.

Fully diluted earnings per share represent

primary earnings per share adjusted to reflect the assumed conversion as of the beginning of the year of debentures outstanding at any time during the year and the elimination of debenture interest charges, net of taxes.

Shares issuable upon the exercise of stock options also are used in the computations if the assumed issuance thereof would reduce earnings per share.

# NOTE 2. FOREIGN OPERATIONS:

Significant foreign currency items included in the consolidated financial statements are as follows:

|                      | 1974         | 1973         |
|----------------------|--------------|--------------|
| Current Assets       | \$60,680,886 | \$44,995,526 |
| Non-Current Assets   | 13,645,031   | 12,192,323   |
| Liabilities          | 34,084,951   | 27,194,934   |
| Sales                | 46,396,383   | 33,044,987   |
| Equity in net income | 1,124,796    | 492,882      |
|                      |              |              |

# NOTE 3. UNSECURED NOTES PAYABLE:

Unsecured notes payable to banks reflected in the accompanying balance sheets were issued under various informal short-term borrowing arrangements with domestic and foreign banks, including overseas branches of domestic banks. The average interest rate for borrowing under such arrangements at March 31, 1974 was 9.55% and the maximum borrowings outstanding at any month end during the year were \$54,176,000 at the end of August, 1973. The average balance of unsecured notes payable to banks during 1974 was \$44,251,000 (calculated by averaging month end balances for the year) and the average interest rate was 8.0% (calculated by dividing total short-term interest expense by the average balances).

At March 31, 1974 unused lines of credit under the informal borrowing arrangements amounted to \$21,652,000 and cash balances, not legally restricted as to withdrawal, maintained to support the unused lines and outstanding borrowings approximated \$3,800,000.

### NOTE 4. INCOME TAXES:

The provision for income taxes consists of the following:

|   | (dollars in thousands) |         |  |
|---|------------------------|---------|--|
|   | 1974                   | 1973    |  |
| Currently payable:<br>U.S. Federal before |                        |         |  |
| investment credit                         | \$3,261                | \$1,449 |  |
| Investment credit                         | (96)                   | (39)    |  |
| U.S. Territories                          | 2,022                  | 1,734   |  |
| State and local                           | 602                    | 335     |  |
| Foreign                                   | 1,603                  | 876     |  |
|   | 7,392                  | 4,355   |  |
| Deferred:                                 |                        |         |  |
| U.S. Federal                              | (1,279)                | 49      |  |
| Foreign                                   | -                      | 448     |  |
|   | (1,279)                | 497     |  |
|   | \$6,113                | \$4,852 |  |

The 1974 provision for deferred taxes includes the tax effect of the following:

| Intercompany profit  |           |
|--|-----------|
| eliminations not deductible for income tax purposes  Excess of tax over book | \$(1,510) |
| depreciation   | 167       |
| Other  | 64        |
|  | \$(1,279) |

Effective income tax rates are 45% for 1974 and 42% for 1973. These rates differ from the 48% U.S. Federal ordinary income tax rate for the following reasons:

|  | The state of the s | (dollars in t |         | housands)<br>1973 |  |
|--|--|---------------|---------|-------------------|--|
| Tax computed at 48% of pre-tax income          |  | 480/0         | \$5,541 | 480/0             |  |
| Increase (decrease) in<br>taxes resulting from |  |               |         |                   |  |
| State and local taxes                          | 313  | 2             | 174     | 2                 |  |
| Income of overseas<br>subsidiaries taxed       |  |               |         |                   |  |
| at less than 48%                               | (832)  | (6)           | (994)   | (9)               |  |
| Other  | 163  | 1             | 131     | 1                 |  |
| Actual expense                                 | \$6,113  | 450/0         | \$4,852 | 420/0             |  |

Returns for the years ended March 31, 1970 and prior have been examined by the Treasury department and all taxes for such years have been paid.

# NOTE 5. LONG-TERM DEBT:

(a) 8% serial notes due September 15, 1979-1993:

In September 1973, \$34,280,000 of 8% serial notes were issued and the outstanding 5% promissory notes due May 31, 1979 amounting to \$9,280,000 were prepaid. On September 15, 1979 and annually thereafter to September 15, 1992, \$2,285,000 of the 8% notes mature and on September 15, 1993 the balance of \$2,290,000 is payable. The Company may prepay the notes in whole or in part at any time, generally upon payment of an additional charge and subject to restrictions on the use of refinanced funds for prepayment purposes.

(b) 41/2% convertible subordinated debentures due August 1, 1984:

The indenture relating to the 4½0% debentures provides for a sinking fund for the redemption at par on August 1 in each year, beginning August 1, 1975, of not less than 10% or more than 20% of the total principal amount of debentures outstanding on July 31, 1975. Additional debentures may be redeemed at any time at stipulated premium prices. Debentures converted into shares of common stock, or otherwise cancelled or redeemed (but not through the sinking fund, except in excess of the minimum annual requirement) on or after August 1, 1975, may be credited against subsequent sinking fund requirements.

The debentures are convertible into common stock at the rate of 6.44 shares for each \$100 principal amount of debentures, subject to antidilution provisions.

(c) 6% convertible subordinated debentures due February 1, 1990:

The indenture relating to the 6% debentures provides for a sinking fund for the redemption at par on February 1 in each year, beginning February 1, 1981, of not less than \$2,100,000 or more than \$4,200,000 principal amount of debentures. Additional debentures may be redeemed at any time at stipulated premium prices. Debentures converted into common stock or otherwise cancelled or redeemed (including any debenture redeemed

through the sinking fund in excess of the minimum requirements) may be credited against such sinking fund requirements.

The debentures are convertible into common stock at the rate of 2.62 shares for each \$100 principal amount of debentures, subject to antidilution provisions.

(d) Terms of the Company's agreements relating to long-term debt place restrictions on certain corporate actions, including minimum working capital requirements and restrictions on the creation of additional indebtedness and payment of dividends other than stock dividends. At March 31, 1974, retained earnings not restricted as to payment of dividends, under the most restrictive of these agreements, amounted to approximately \$9,000,000.

# NOTE 6. STOCKHOLDERS' EQUITY:

In addition to the common stock, 500,000 shares of preferred stock are authorized for issuance.

Under the 1971 Stock Option Plan for Key Employees approved by the stockholders, any eligible employee may be granted a qualified option, a nonqualified option or a combination of both to purchase common stock at an option price not less than 100% of market value at the date of the grant. A qualified option must expire not later than five years from the date of the grant. A non-qualified option may extend up to ten years from the date of the grant. Any option may include a provision which permits the option holder, in effect, to sell the option back to the Company, in whole or in part, by exchanging it for common stock equal in value to the excess over the option price of the current fair market value of the common stock covered by the portion of the option exchanged. All options granted through March 31, 1974 are exercisable at date of grant provided the recipient has no outstanding option at a higher price. There were no charges to income during the two years ended March 31, 1974 with respect to stock options. The following options were outstanding at March 31. 1974:

|              | Number of<br>Shares | Market Value<br>at Date of Grant<br>and Option Price |             |
|--------------|---------------------|--|-------------|
|              |                     | Per Share  | Aggregate   |
| Outstanding: |                     |  |             |
| 1972 grants  | 136,000             | \$21.56  | \$2,932,160 |
| 1973 grants  | 52,500              | 17.06  | 895,650     |
|              | 188,500             |  | \$3,827,810 |

No options were exercised in 1974 or 1973. Options for 4,500 shares expired or were cancelled in 1974 (41,712 shares in 1973). At March 31, 1974, options to purchase 61,500 shares were available for grant (57,000 shares at March 31, 1973).

At March 31, 1974, shares of common stock were reserved for issuance for the following purposes:

| Employees options        | 188,500 |
|--------------------------|---------|
| Conversion of debentures | 641,387 |
|                          | 829,887 |

# NOTE 7. CONTRACTS SUBJECT TO RENEGOTIATION:

Profits under contracts with the United States Government subject to renegotiation have been cleared through the year ended March 31, 1973. Management is of the opinion that no excess profits were realized for the year ended March 31, 1974.

# NOTE 8. RETIREMENT PLANS

The Company maintains a non-contributory pension plan for all of its employees in the United States. The Company's required contribution to the fund is determined after giving consideration to assumed earnings on the fund assets. Based upon the assumed earnings rate (unchanged during 1974 and 1973), earnings of the fund were sufficient to provide for the actuarially computed benefits and, accordingly, no provision for contributions by the Company was required for 1974 or 1973.

Separate retirement plans are maintained by the Company's Swiss branch and by several foreign subsidiaries. Company contributions under such plans amounted to \$739,756 in 1974 and \$499,491 in 1973.

# NOTE 9. SUPPLEMENTARY INCOME STATEMENT INFORMATION:

|                                 | 1974         | 1973         |
|---------------------------------|--------------|--------------|
| Depreciation Taxes, other than  | \$ 2,365,581 | \$ 2,072,102 |
| income taxes:                   |              |              |
| Social security                 | 6,364,519    | 4,539,052    |
| Other                           | 933,579      | 867,058      |
| Rents                           | 1,829,096    | 1,602,683    |
| Advertising                     | 7,661,745    | 6,944,049    |
| development                     | 1,629,828    | 1,212,437    |
| Provision for doubtful accounts | 488,229      | 500,965      |
|                                 |              |              |

# **Report of Independent Certified Public Accountants**

The Stockholders and Board of Directors Bulova Watch Company, Inc.:

We have examined the consolidated balance sheets of Bulova Watch Company, Inc. and subsidiaries as of March 31, 1974 and 1973 and the related consolidated statements of income, stockholders' equity and changes in financial position for the years then ended. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the aforementioned consolidated financial statements present fairly the financial position of Bulova Watch Company, Inc. and subsidiaries at March 31, 1974 and 1973, and the results of their operations and changes in their financial position for the years then ended, in conformity with generally accepted accounting principles applied on a consistent basis.

Peat, Marwick, Mitchell & Co.

345 Park Avenue New York, New York June 13, 1974



# Bulova Watch Company, Inc. and Subsidiaries

# PRODUCTS

Consumer Products—Domestic
Accuquartz—quartz wristwatch,
patents pending. Introduced, 1971.
Suggested retail price: \$200. and up.

Accutron—patented electronic tuning-fork watch. Introduced in 1960. Suggested retail price: \$95. and up.

Mini Accutron—tuning-fork watch for women. Introduced, 1971. Suggested retail price: \$95. and up.

Bulova—America's leading jeweledlever watch brand since 1933. Suggested retail price: \$35. and up.

Caravelle—largest selling jeweledlever watch in U.S.A. Introduced in 1961. Suggested retail price: \$14.95 to \$59.95.

Christian Dior—high-fashion watches. Introduced, 1968. Suggested retail price: \$125. and up.

Clocks—A complete line of clocks by Bulova. Suggested retail price: \$9.95 and up.

Service Products—Repair parts, cleaning solutions; watch service equipment. Consumer Products—International Major Marketing Subsidiaries:

Bulova Watch Co., Ltd.—Canada Bulova International Ltd.—Australia, Bermuda, Hong Kong, Japan, Switzerland

Bulova Watch S.p.A.—Italy Bulova U.K. Ltd.—United Kingdom Bulova GmbH—Germany Bulova France, S.A.—France

Universal Geneve-Switzerland

Industrial Defense Divisions:

Systems and Instruments fuzes, automation and industrial products.

Electronics Division—
quartz crystal and tuning-fork
frequency control systems and
components.

Providence Division industrial and fuze applications.

Timer Division—
Accutron-based industrial timers.

# SUBSIDIARIES

Atlantic Time Products Corporation Bulova (Africa) (Proprietary), Limited Bulova-Citizen Company, Ltd. Bulova de Mexico, S.A. de C. V. Bulova Electronics International, S. A. Bulova France, S. A. Bulova GmbH **Bulova International Limited** Bulova Toyo Corporation Bulova U.K. Limited **Bulova Watch Company Limited** Bulova Watch S.p.A. Manufacture Des Montres Universal Perret Frères S. A. Montres Altesse, S.A. Pacific Time Corporation Recta Manufacture d'Horlogerie S. A. Relógios Universal e Bulova Ltda. Relojes Universal Argentina, S.A.C.I. Universal Geneve of Canada Limited Universal Geneve U.K. Ltd. Universal Geneve de Espana, S. L. Universal Geneve de Mexico, S. A. de C. V.

# **BULOVA PLANT FACILITIES**

Domestic Plant Locations Bulova Park, Flushing, N.Y.

Christiansted, St. Croix, Virgin Islands Maspeth, L.I., N.Y. Providence, R.I. (Plant #1)

Providence, R.I. (Plant #2)

Rolla, N. Dakota Sag Harbor, N.Y. Tafuna, American Samoa Valley Stream, L.I., N.Y. (Plant #1)

Valley Stream, L.I., N.Y. (Plant #2)

Warwick, R.I.

Woodside, N.Y. (Plant #1)

Woodside, N.Y. (Plant #2)

Functions

Research, Manufacturing,
Administration & Distribution
Manufacturing
Administration, Service & Distribution
Manufacturing

Manufacturing

Manufacturing
Manufacturing
Manufacturing
Manufacturing, Engineering &
Development

Manufacturing, Engineering & Development

Manufacturing

Manufacturing, Development

Production & Assembly

Products

Watches, Research and Development; Timers Watch movements Clocks Watch cases; Industrial and Government products Watch cases: Industrial and Government products Jewel Bearings Watch Cases Watch Movements Automation Equipment, Timing Devices and Controls for Industry and Government Automation Equipment, Timing Devices and Controls for Industry and Government Watch cases; Industrial and Government products

Electronic products
Quartz Crystals, Filters, Oscillators
and Servo-amplifiers for Industry
and Government

Watch service equipment;

Foreign Manufacturing Facilities Bienne, Switzerland (Plant #1)

Bienne, Switzerland (Plant #2) Fujiyoshida-Shi, Japan Geneve-Carouge, Switzerland

Neuchatel, Switzerland Tao Yuan, Taiwan Toronto, Ontario, Canada Villers-le-Lac, France Research, Manufacturing,
Administration & Distribution
Manufacturing
Manufacturing, Administration
& Distribution
& Distribution
Assembly, Research & Manufacturing
Manufacturing
Assembly, Sales & Service
Manufacturing

Watches and components Watches, Compasses; Escapements Watches

Watches
Watches and Watch movements
Watch cases
Watches, Watch Cases, Clocks
Machinery, Equipment, Watch
assembly and Service

In addition to the United States and Canada, sales and warehousing facilities are located in Argentina, Australia, Brazil, France, Hong Kong, Italy, Japan, Mexico, South Africa, Spain, Switzerland, United Kingdom and West Germany.

# PERFECT PARTNERS CARAVELLE BY BULOVA

Precision jeweled and fashion wise. So greatly admired that Caravelle created a matched pair... one for him and one for her. Sand textured case. Fine mesh adjustable bracelet. Shock resistant.



# SCHOOLHOUSE COLLECTION



**GRADUATE C3822** H: 211/4", W: 14", D: 31/4"

DIPLOMA C3800 H: 28", W: 18¾", D: 4¾"

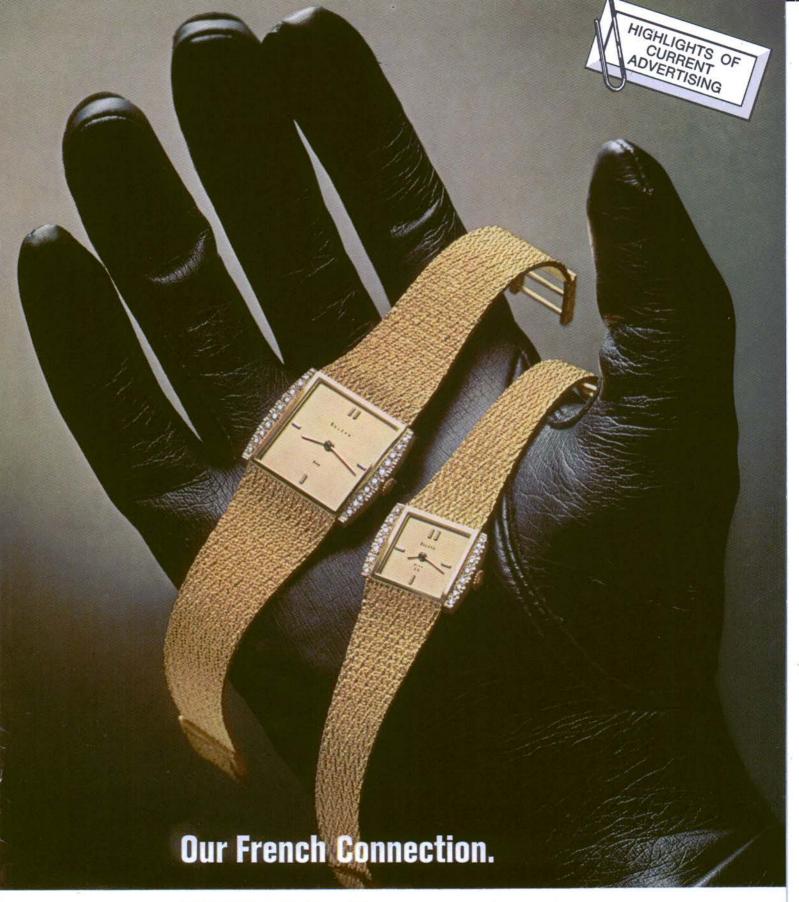
> CAMPUS C3802 H: 21", W: 14", D: 5"

FACULTY C3600

H: 20½", W: 13¾"

STURBRIDGE C3839 H: 20", W: 14"





A contact in Paris. At the House of Dior.

He does intricate, almost sinful, things with 14 karat gold.

Makes a perfect front for accurate, dependable Bulova watch movements.

These two styles, for instance: Both with 14K solid gold case and band.

On the left, #85026 with 20 diamonds. On the right,

#55075 with 14 diamonds. Many other superbly styled models from \$250 to \$2000.

Only at fine jewelry and department stores. © Bulova Watch Co., Inc.

The Christian Dior Collection by Bulova.



# Women have been tempted by Bulova diamond watches for a long, long time.

Give a Bulova diamond watch to the woman you love. And turn an ordinary evening into an eve.

# If your watch takes more time than it gives, maybe you should get another watch.

Bulova Jet Star self-winding, instant change date and day, water resistant, shock resistant watches.





# Why you should own a watch that's more accurate than theirs was.

To begin with, maybe you can't imagine any kind of watch more accurate than the kind the astronauts wore on the moon. So we should tell you the Bulova Accuquartz® watch hasn't gained or lost more than 5 seconds a month in laboratory tests. Which makes it many times more accurate than the finest conventional watches in the world.

Which makes the Accuquartz watch many times more accurate than any kind of watch any astronaut ever wore on the moon.

This incredible Accuquartz accuracy is the end-product of an equally incredible chain of actions:

Electricity from a tiny battery travels through a circuit to a hair-like crystal of the finest Brazilian quartz, which is suspended in a miniature vacuum chamber. The current makes the quartz crystal vibrate 32,768 times each second. With each vibration, an electric impulse is sent through a maze of 126 transistors which divide the impulses down to a more manageable 341 1/3 per second. These final impulses activate a tuning fork

which moves the gears, which turn the hands and tell the time.

Now, you probably don't have a screaming need to time your actions to an accuracy of 1/6 of a second a day. (Even the astronauts didn't.) But think of this:

A watch that gains or loses only 1/6 of a second a day, can gain or lose only 1 minute a year.

Now, it's a fact that no quartz watches (including ours) have been around long enough to justify a guarantee for that specific accuracy. But we can truthfully say that a Bulova Accuquartz watch gives you more accurate time for a whole year (without fiddling around) than an ordinary watch could give in a month of fussing.

Which means that, except for seasonal time changes, you only set the Bulova Accuquartz watch's time once a year (when you change its battery).

It also means that, in a world where almost everything is iffy, you can walk around with a good-looking piece of certainty on your wrist.





If your watch didn't lie, you'd be on the 8:02. By 9:00 you'd be in the client's office. By 10:00 he'd sign the contract. And by 12:15 your boss would give you a nice,

But unfortunately, you don't have an Accutron® watch, guaranteed to tell the truth to within a minute a month.\*
So unfortunately, you're not on the 8:02.

# **BULOVA ACCUTRO**

For men and women.

Left: #25527 14K solid gold. Right: #24807. 10K gold-filled. You'll find many other styles at fine jewelry and department stores. From \$95. \*Timekeeping will be adjusted to this tolerance, if necessary, if returned to Accutron dealer from whom purchased within one year from date of purchase.

© Bulova Walch Co., Inc.



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### Directors

(Other affiliations in part)

### Harry B. Henshel

(Chairman)
Trustee & Chairman, Development
Committee, Member, Executive
Committee, Adelphi University; Director:
United Nations Association of the United
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Technion

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Director, The Jewelers Board of Trade,
Providence, R.I.

# Gen. Omar N. Bradley

(Honorary Chairman) Chairman Emeritus, The George C. Marshall Research Foundation; Trustee, Freedoms Foundation at Valley Forge, Inc.

# R. Mark Bourquin

(Director, President, Bulova Watch Company Ltd) (Toronto); Director: Canadian Jewellers Association, Toronto; Canadian Jewellers Institute, Toronto

## Benjamin H. Dorsey

An attorney practicing in Washington, D.C.; Trustee, Washington Real Estate Investment Trust, Washington, D.C.

### Sol E. Flick

(Vice Chairman and General Counsel) Director, Booth Memorial Medical Center; Chairman, Scholarship Committee, Brooklyn College, N.Y.

## Rodney G. Gott

Chairman, President and Chief Executive Officer, AMF Incorporated; Director: The Black & Decker Mfg. Co.; Associated Dry Goods Corp.; Trustee, Franklin Savings Bank; American Museum of Natural History

## James McCormack

Chairman, The Aerospace Corp.; Director: Eastern Airlines; Steadman Security Corp., Washington, D.C.; The Charles Stark Draper Laboratory, Inc., Boston; GCA Corp., Bedford, Mass.; MITRE Corp., Boston

# John W. Rutledge

(President and Chief Operating Officer) Vice Chairman, Board of Trustees of Nazareth College; Director: Hanover Planning Co.; Hornblower-Weeks Growth and Equity Funds

### John L. Weinberg

Partner, Goldman, Sachs & Co.; Director: Cluett, Peabody & Co., Inc.; Cowles Communications, Inc.; The B.F. Goodrich Company; Kraftco Corporation; Knight Newspapers, Inc.; U.S. Financial, Inc.; Trustee, Teachers College, Columbia University; Governor, New York Hospital

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# John W. Rutledge

President and Chief Operating Officer

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Vice President

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Vice President and Treasurer

# Haskell C. Titchell

Vice President

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Secretary

# John B. Cline

Assistant Controller

# Dale O. Hiestand

Assistant Controller

### Isidore Roberts

Assistant Treasurer

### Transfer Agent

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### Registrar

Manufacturers Hanover Trust Company 40 Wall Street New York, New York 10015



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