UNITED STATES
SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

Quarterly Report Under Section 13 or $15(\mathrm{~d})$ of the
Securities Exchange Act of 1934

For the quarter ended: July 3, 2004 Commission File Number: 1-10730
HAEMONETICS CORPORATION
(Exact name of registrant as specified in its charter)

## Massachusetts

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(State or other jurisdiction of incorporation or organization)

400 Wood Road, Braintree, MA 02184 (Address of principal executive offices)

Registrant's telephone number, including area code: (781) 848-7100
Indicate by check mark whether the registrant (1.) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) (2.) has been subject to the filing requirements for at least the past 90 days.
Yes _X__

No $\qquad$
Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act.)
Yes _X__ No __

The number of shares of $\$ .01$ par value common stock outstanding as of July 3, 2004:

$$
25,213,617
$$

## HAEMONETICS CORPORATION

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## HAEMONETICS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME
(Unaudited - in thousands, except share data)

Net revenues
Cost of goods sold
Gross profit
Operating expenses:
Research and development
Selling, general and administrative

## Total operating expenses

Operating income
Interest expense
Interest income
Other income (expense), net
Income before provision for income taxes Provision for income taxes

Income from operations before cumulative effect of a change in accounting principle Net income

Basic income per common share
Income per common share assuming dilution
Weighted average shares outstanding

| Basic | 25,155 | 24,063 |
| :--- | :--- | :--- |
| Diluted | 25,579 | 24,223 |

The accompanying notes are an integral part of these consolidated financial statements.

July 3, 2004
April 3, 2004
(unaudited)

ASSETS
Current assets:
Cash and cash equivalents
Accounts receivable, less allowance of $\$ 1,768$ as of July 3, 2004 and \$2,261 as of April 3, 2004
Inventories
Deferred tax asset, net
Prepaid expenses and other current assets
Total current assets
Property, plant and equipment:
Total property, plant and equipment
Less: accumulated depreciation
Net property, plant and equipment
other assets:
Other intangibles, less amortization of $\$ 6,010$ as of July 3, 2004
and $\$ 5,569$ as of April 3, 2004
Goodwill, net
Other long-term assets
Total other assets
Total assets
LIABILITIES AND STOCKHOLDERS' EQUITY
Current liabilities:
Notes payable and current maturities of long-term debt
Accounts payable
Accrued payroll and related costs
Accrued income taxes
Other accrued liabilities
Total current liabilities
Deferred tax liability, net
Long-term debt, net of current maturities
Other long-term liabilities
Stockholders' equity:
Common stock, \$0.01 par value; Authorized - 80,000,000 shares;
Issued - 32,761,755 shares at July 3, 2004 and 32,647,910
shares at April 3, 2004
Additional paid-in capital
Retained earnings
Accumulated other comprehensive loss
Stockholders' equity before treasury stock
Less: Treasury stock at cost - 7,548,138 shares at July 3, 2004 and 7,568,289 shares at April 3, 2004

Total stockholders' equity
Total liabilities and stockholders' equity
\$ 130, 356

| 84, 046 | 82,640 |
| :---: | :---: |
| 52,589 | 52, 235 |
| 20,507 | 21,856 |
| 8,169 | 6,601 |
| 295, 667 | 281,449 |
| 268, 321 | 269,121 |
| 194, 511 | 191, 091 |
| 73,810 | 78,030 |


| 24,299 | 24,784 |
| :---: | :---: |
| 16,862 | 17,242 |
| 5,745 | 5,889 |
| 46,906 | 47,915 |
| \$ 416,383 | \$ 407, 394 |


| $\$ 30,647$ | $\$ r 32,818$ |
| ---: | ---: |
| 13,344 | 14,249 |
| 12,489 | 14,547 |
| 11,427 | 7,967 |
| 22,321 | 26,262 |
| $-\cdots,-\cdots$ |  |
| 9,228 | 95,843 |
|  |  |
| 1,592 | 1,682 |
| 25,322 |  |
| 4,609 | 25,442 |
|  | 4,678 |


| 328 | 326 |
| :---: | :---: |
| 130,549 | 127,744 |
| 332, 111 | 322, 291 |
| $(4,716)$ | $(6,535)$ |
| 458, 272 | 443, 826 |
| 163,640 | 164,077 |
| 294,632 | 279,749 |
| \$ 416,383 | \$ 407,394 |


|  | Common <br> Shares | $\begin{gathered} \text { Stock } \\ ----- \\ \$ \end{gathered}$ | Additional Paid-in Capital | Treasury tock | Retained Earnings | Acc Comp | umulated <br> other rehensive Loss | Total <br> Stockholders' Equity |  | mprehensive Income |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Balance, April 3, 2004 | 32,648 | \$ 326 | \$127, 744 | (\$164, 077) | \$322, 291 | (\$ | 6,535) | \$ 279,749 |  |  |
| Employee stock purchase plan | - - - | - - - | (42) | 437 | - - - |  | - - - | 395 |  |  |
| Exercise of stock options and related tax benefit | 114 | 2 | 2,847 | - - - | - - - |  | - - - | 2,849 |  |  |
| Net income | - - - | - - - | - - - | - - - | 9,820 |  | - - - | 9,820 | \$ | 9,820 |
| Foreign currency translation adjustment | - - - | - - - | - - - | - . - | - - - |  | $(1,262)$ | $(1,262)$ |  | $(1,262)$ |
| Unrealized gain on derivatives | - - - | - - - | - - - | - - - | - - - |  | 3,081 | 3, 081 |  | 3, 081 |
| Comprehensive income | - - - | - - - | - - - | - - - | - - - |  | - - - | - - - | \$ | 11,639 |
| Balance, July 3, 2004 | 32,762 | \$ 328 | \$130, 549 | (\$163, 640) | \$332, 111 | (\$ | 4,716) | \$ 294,632 |  |  |

The accompanying notes are an integral part of these consolidated financial statements.

Cash Flows from Operating Activities:
Net income
Adjustments to reconcile net income to net cash provided by operating activities

Non cash items:
Depreciation and amortization
Deferred tax expense (benefit)
Gain on sales of plant, property and equipment
Tax benefit related to exercise of stock options
Unrealized gain from hedging activities
Change in operating assets and liabilities:
Increase in accounts receivable, net
(Increase) decrease in inventories
(Increase) decrease in prepaid income taxes
Increase in other assets and other long-term liabilities
Increase (decrease) in accounts payable and accrued expenses
Net cash provided by operating activities
Cash Flows from Investing Activities:
Capital expenditures on property, plant and equipment
Proceeds from sale of property, plant and equipment
Acquisition of software development company and milestone payments
Net cash provided by (used in) investing activities
Cash Flows from Financing Activities:
Payments on long-term real estate mortgage
Net (decrease) increase in short-term revolving credit agreements
Employee stock purchase plan
Exercise of stock options
Net cash provided by (used in) financing activities
Effect of Exchange Rates on Cash and Cash Equivalents
Net Increase (Decrease) in Cash and Cash Equivalents
Cash and Cash Equivalents at Beginning of Year
Cash and Cash Equivalents at End of Period
Non-cash Investing and Financing Activities:
Transfers from inventory to fixed assets for placements
of Haemonetics equipment
Supplemental Disclosures of Cash Flow Information:
Interest paid
Income taxes paid

The accompanying notes are an integral part of these consolidated financial statements.

Three Months Ended

| July 3, | June 28, |
| :---: | :---: |
| 2004 | 2003 |
| $-----------------~$ |  |


| 7,161 | 7,585 |
| ---: | ---: |
| $(559)$ | $(95)$ |
| $(2,565)$ | $(425)$ |
| 134 | 3 |
| 211 | $(616)$ |


| $(2,724)$ | $(4,062)$ |
| :---: | :---: |
| $(2,240)$ | 138 |
| $(1,133)$ | (907) |
| (375) | (916) |
| 1,729 | $(3,125)$ |
| 9,459 | 2,563 |
| $(3,758)$ | $(3,099)$ |
| 4,539 | 1,397 |
| -- | $(1,020)$ |
| 781 | $(2,722)$ |
| (111) | (101) |
| (978) | (943) |
| 395 | 454 |
| 2,715 | 235 |
| 2,021 | (355) |
| (22) | 819 |
| 12,239 | 305 |
| 118,117 | 49,885 |
| \$ 130,356 | \$ 50,190 |


| \$ | 1,181 | \$ 2,870 |  |
| :---: | :---: | :---: | :---: |
| \$ | 996 | \$ | 1,219 |
| \$ | 2,819 | \$ | 4,482 |

## 1. BASIS OF PRESENTATION

Our accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles ("GAAP") for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of our management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. All significant intercompany transactions have been eliminated. Operating results for the three-month period ended July 3, 2004 are not necessarily indicative of the results that may be expected for the full fiscal year ending April 2, 2005. For further information, refer to the audited consolidated financial statements and footnotes included in our annual report on Form 10-K for the fiscal year ended April 3, 2004.

Certain amounts in the prior year financial statements have been reclassified to conform to the fiscal year 2005 presentation.

Our fiscal year ends on the Saturday closest to the last day of March. Fiscal year 2005 includes 52 weeks with all four quarters including 13 weeks. Fiscal year 2004 included 53 weeks with the first three quarters of the fiscal year including 13 weeks and the fourth quarter of fiscal 2004 including 14 weeks.

## 2. EARNINGS PER SHARE ("EPS")

The following table provides a reconciliation of the numerators and denominators of the basic and diluted earnings per share computations, as required by SFAS No. 128, "Earnings Per Share." Basic EPS is computed by dividing net income by weighted average shares outstanding. Diluted EPS includes the effect of potential dilutive common shares.


## 3. STOCK-BASED COMPENSATION

We adopted the disclosure only provisions for employee stock-based compensation under Statement of Financial Accounting Standards (SFAS) No. 148, "Accounting for Stock-Based Compensation - Transition and Disclosure," and will continue to account for employee stock-based compensation using the intrinsic value method under Accounting Principles Board Opinion No. 25 ("APB No. 25").

At the date of grant, the exercise price of our employee stock options equals the market price of the underlying stock. Therefore, under the intrinsic value method no accounting recognition is given to options granted to employees and directors until the options are exercised. Upon exercise, net proceeds, including tax benefits realized, are credited to equity. The compensation cost for options granted to consultants is recorded at fair value in accordance with Emerging Issues Task Force "EITF" issue 96-18, "Accounting for Equity
Instruments That are Issued to Other Than Employees for Acquiring, or in Conjunction with Selling, Goods or Services."

Had compensation costs under our stock-based compensation plans been determined based on the fair value model of Statement of Financial Accounting Standards (SFAS) 123 "Accounting for Stock-Based Compensation," the effect on our earnings per share would have been as follows:

For the three months ended
July 3, 2004 June 28, 2003
(in thousands, except per share amounts)
Net income (as reported): \$9,820 \$4,983

Deduct: Total stock-based compensation expense determined under the fair value method for all awards, net of tax

|  | \$(1,419) | \$(1,480) |
| :---: | :---: | :---: |
| Pro Forma Net Income: | \$8,401 | \$3,503 |
| Earnings per share: |  |  |
| Basic |  |  |
| As reported | \$0.39 | \$0.21 |
| Pro forma | \$0.33 | \$0.15 |
| Diluted |  |  |
| As Reported | \$0.38 | \$0.21 |
| Pro forma | \$0.33 | \$0.15 |

4. ACCOUNTING FOR SHIPPING AND HANDLING COSTS

Shipping and handling costs are included in costs of goods sold with the exception of $\$ 1.3$ million for both the three month period ended July 3, 2004 and June 28, 2003 which is included in selling, general and administrative expenses.

HAEMONETICS CORPORATION AND SUBSIDIARIES NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS-continued

## 5. FOREIGN CURRENCY

We enter into forward exchange contracts to hedge the anticipated cash flows from forecasted foreign currency denominated revenues, principally Japanese Yen and Euro. The purpose of our hedging strategy is to lock in foreign exchange rates for twelve months to minimize, for this period of time, the unforeseen impact on our results of operations of fluctuations in foreign exchange rates. We also enter into forward contracts that settle within 35 days to hedge certain inter-company receivables denominated in foreign currencies. These derivative financial instruments are not used for trading purposes. The cash flows related to the gains and losses on these foreign currency hedges are classified in the consolidated statements of cash flows as part of cash flows from operating activities.

## 6. PRODUCT WARRANTIES

We provide a warranty on parts and labor for one year after the sale and installation of each device. We also warrant our disposable products through their use or expiration. We estimate our potential warranty expense based on our historical warranty experience, and we periodically assess the adequacy of our warranty accrual and make adjustments as necessary.

For the three months ended
July 3, 2004 June 28, 2003

$$
\text { ------------ } \quad------------
$$

(in thousands)

| Warranty accrual as of the | $\$ 677$ | $\$ 1,056$ |
| :--- | ---: | ---: |
| beginning of the period |  |  |

## 7. COMPREHENSIVE INCOME

Comprehensive income is the total of net income and all other non-owner changes in stockholders' equity. For us, all other non-owner changes are primarily foreign currency translation, the change in our net minimum pension liability and the changes in fair value of the effective portion of our outstanding cash flow hedge contracts.

A summary of the components of other comprehensive income is as follows:


## 8. INVENTORIES

Inventories are stated at the lower of cost or market and include the cost of material, labor and manufacturing overhead. Cost is determined on the first-in, first-out method.

Inventories consist of the following:

| ly 3, 20 | ril 3, 200 |
| :---: | :---: |
| (in thousands) |  |
| \$13,156 | \$11,630 |
| 6,731 | 5,340 |
| 32,702 | 35,265 |
| \$52,589 | \$52,235 |
| ======= | ====== |

9. ACQUIRED INTANGIBLE ASSETS

As of July 3, 2004


Indefinite
Life Intangibles

| Trade name | 488 | -- |
| :---: | :---: | :---: |
| Total Intangibles | \$ 30,309 | \$ 6,010 |

HAEMONETICS CORPORATION AND SUBSIDIARIES NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS-continued

As of April 3, 2004
$\left.\begin{array}{lccc} & \begin{array}{c}\text { Gross Carrying } \\ \text { Amount }\end{array} & \begin{array}{c}\text { Weighted } \\ \text { Average }\end{array} \\ \text { Accumulated } \\ \text { Amortization } \\ \text { Useful Life } \\ \text { (in years) }\end{array}\right)$

The only change to the net carrying value of our intangible assets from April 3, 2004 to July 3, 2004 was amortization expense and the effect of rate changes in the translation of the intangibles contained in the financial statement of our Canadian subsidiary.

Aggregate amortization expense for amortized other intangible assets was \$0.5 million for both the three months ended July 3, 2004 and June 28, 2003. Additionally, expected future amortization expenses on other intangible assets approximates $\$ 1.8$ million for fiscal 2005, $\$ 2.6$ million for fiscal years 2006 through 2008 and \$2.4 million for fiscal 2009 and fiscal 2010.

GOODWILL
The change in the carrying amount of our goodwill during the three months ended July 3, 2004 is as follows (in thousands):

| Carrying amount as of April 3, 2004 | $\$ 17,242$ |
| :--- | ---: |
| Effect of change in rates used for translation | $(380)$ |
| Carrying amount as of July 3, 2004 | $\$ 16,862$ <br> $======$ |

## 11. INCOME TAXES

For the three months ended July 3, 2004, the income tax provision, as a percentage of pretax income, was $36 \%$ before the impact of the reversal of previously established tax reserves related to a local Japanese tax matter. As a consequence of the release of reserve for $\$ 0.6$ million during the three months ended July 3, 2004, the effective tax rate was reduced to $32 \%$. For the three months ended June 28, 2003, the tax rate was $36 \%$.

## 12. COMMITMENTS AND CONTINGENCIES

We are presently engaged in various legal actions, and although ultimate liability cannot be determined at the present time, we believe, based on consultation with counsel, that any such liability will not materially affect our consolidated financial position or our results of operations.

## 13. DEFINED BENEFIT PENSION PLANS

Two of our subsidiaries have defined benefit pension plans covering substantially all full time employees at those subsidiaries. Net periodic benefit costs for the plans in the aggregate include the following components:

| For the three months ended |  |
| :--- | :--- |
| July 3, 2004 | June 28, 2003 |

(in thousands):
Service Cost
Interest cost on benefit obligation
Expected return on plan assets
Recognized net actuarial (gain) loss
Amortization of unrecognized prior service cost Amortization of unrecognized gain Amortization of Unrecognized Initial Obligation

Net periodic benefit cost
\$123
34
(47)

42
(8)
\$162

## 14. SEGMENT INFORMATION

Segment Definition Criteria
We manage our business on the basis of one operating segment: the design, manufacture and marketing of automated blood processing systems. Our chief operating decision-maker uses consolidated results to make operating and strategic decisions. Manufacturing processes, as well as the regulatory environment in which we operate, are largely the same for all product lines

Product and Service Segmentation
We have two families of products: (1) those that serve the donor and (2) those that serve the patient. Under the donor product of families we have included blood bank, red cell and plasma collection products. The patient products are the surgical collection products.

## Donor

The blood bank products include machines, single use disposables and solutions that perform "apheresis," (the separation of whole blood into its components and subsequent collection of certain components, including platelets and plasma), as well as the washing of red blood cells for certain procedures. In addition, the blood bank product line includes solutions used in non-apheresis applications. The main devices used for these blood component therapies are the MCS(R)+ mobile collection system and the $\operatorname{ACP}(R) 215$ automated cell processing system.

Red cell products include machines and single use disposables and solutions that perform apheresis for the collection of red blood cells. Devices used for the collection of red blood cells are the $\operatorname{MCS}(R)+8150$ mobile collection systems.

Plasma collection products are machines, disposables and solutions that perform apheresis for the separation of whole blood components and subsequent collection of plasma. The devices used in automated plasma collection are the PCS(R)2 plasma collection system and the Superlite(TM).

## Patient

Surgical products include machines and single use disposables that perform surgical blood salvage in transplant, orthopedic and cardiovascular surgical applications. Surgical blood salvage is a procedure whereby shed blood is collected, cleansed and made available to be transfused back to the patient. The devices used in the surgical area are the OrthoPAT(R) and the Cell Saver(R) autologous blood recovery systems.

Other
Other revenue includes revenue generated from equipment repairs performed under preventative maintenance contracts or emergency service billings and
miscellaneous sales, including revenue from our software division, Fifth
Dimension, acquired on January 1, 2002. Fifth Dimension provides collection and data management systems to plasma collectors.

Revenues from External Customers:

| (in thousands) | Three months ended |  |
| :---: | :---: | :---: |
|  | July 3, 2004 | June 28, 2003 |
| Donor: |  |  |
| Blood Bank | \$32, 004 | \$27,591 |
| Red Cell | 9,962 | 4,679 |
| Plasma | 25,942 | 30, 241 |
|  | 67,908 | 62,511 |
| Patient: |  |  |
| Surgical | 22,254 | 20,370 |
| Other | 4,440 | 5,402 |
| Total revenues from external customers | \$94, 602 | \$88, 283 |

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Our Business
We design, manufacture and market automated systems for the collection, processing and surgical salvage of donor and patient blood, including the single-use disposables used with our systems and related data management software. Our systems allow users to collect and process only the blood component(s) they target, red blood cells, platelets or plasma, increasing donor and patient safety as well as collection efficiencies. Our systems consist of proprietary disposable sets that operate on our specialized equipment. Our data management systems are used by blood collectors to improve the safety and efficiency of blood collection logistics by eliminating previously manual functions at commercial plasma and not-for-profit blood banks. We organize our business into two global product families: donor and patient to better serve our customers and better position us for continued growth.

As a general practice we place our equipment at customers' sites, with contractual requirements that customers purchase a certain number of disposables in a predetermined time frame and, in some cases, pay a fee for the use of our equipment. This disposable revenue stream (including sales of disposables and fees for the use of our equipment) accounted for approximately $88 \%$ and $89 \%$ of our total revenues for the first quarters of fiscal 2005 and fiscal 2004, respectively.

Financial Summary

For the quarter ended
(in thousands, except per share data)

| Net revenues | \$94,602 | \$88, 293 | 7.2\% |
| :---: | :---: | :---: | :---: |
| Gross Profit | 47,100 | 39,586 | 19.0 |
| \% of net revenues | 49.8\% | 44.8\% |  |
| Operating income | 14,962 | 8,186 | 82.8 |
| \% of net revenues | 15.8\% | 9.3\% |  |
| Provision for income tax | 4,612 | 2,803 | 64.5 |
| \% of net revenues | 4.9\% | 3.2\% |  |
| Net income | \$9,820 | \$4,983 | 97.1 |
| \% of net revenues | 10.4\% | 5.6\% |  |
| Earnings per share-diluted | \$0.38 | \$0. 21 | 81. 0\% |

Net revenues for the first quarter of fiscal 2005 increased $7.2 \%$ over the same period in fiscal 2004. The favorable effects of foreign exchange contributed $6.3 \%$ to the increase. The remaining $0.9 \%$ increase resulted from increases in disposable revenue across our blood bank, surgical, and red cell product lines,
and increases in equipment revenue. These increases were almost entirely offset by volume decreases in our plasma product line and in miscellaneous and service revenue. (5D revenue, reported in the miscellaneous and service revenue line, was adversely affected by the continued volatility in the plasma market).

Gross profit increased $19.0 \%$ versus Q1 fiscal 2004. The favorable effects of foreign exchange accounted for a $12.5 \%$ increase in gross profit. The remaining $6.5 \%$ increase was due to the change in the mix of products being sold, price improvements and increased sales volumes. Operating income increased $82.8 \%$ over Q1 fiscal 2004 due to gross profit improvements and a decrease in operating expenses as a percentage of total revenues. Net income increased $97.1 \%$ as compared to Q1 last year. This increase was due to two factors: (i) higher operating income, and (ii) a reduction in our quarterly effective tax rate to $32 \%$ due to a $\$ 0.6$ million income tax benefit in Japan.

## RESULTS OF OPERATIONS

Q1 FISCAL 2005 AS COMPARED TO Q1 FISCAL 2004
Net Revenues
By geography
(in thousands)

| \$ | \% |
| :---: | :---: |
| Increase/ | Increase/ |
| (Decrease) | (Decrease) |
| \$1,355 | 4.3\% |
| 4,964 | 8.8 |
| \$6,319 | 7.2\% |
| = | === |

## International Operations and the Impact of Foreign Exchange

Our principal operations are in the U.S., Europe, Japan and other parts of Asia. Our products are marketed in more than 50 countries around the world via a direct sales force as well as independent distributors.

Approximately $65 \%$ and $64 \%$ of our revenues during the first quarters of fiscal year 2005 and 2004, respectively, were generated outside the U.S. Revenues in Japan accounted for approximately $28 \%$ and $26 \%$ of total revenues for Q1 fiscal 2005 and 2004, respectively. Revenues in Europe accounted for approximately 30\% of our total revenues for Q1 of fiscal 2005 and Q1 of fiscal 2004. International sales are primarily conducted in local currencies, specifically the Japanese Yen and the Euro. Accordingly, our results of operations are significantly affected by changes in the value of the Yen and the Euro relative to the U.S. dollar. The favorable effects of foreign exchange resulted in a $6.3 \%$ increase in sales.

Please see section entitled "Foreign Exchange" in this management's discussion for a more complete discussion of how foreign currency affects our business, as well as our strategy to manage this exposure.
By product type
(in thousands)

|  |  |  | \$ | \% |
| :---: | :---: | :---: | :---: | :---: |
|  | July 3, 2004 | June 28, 2003 | Increase/ Decrease) | Increase/ <br> (Decrease) |
| Disposables | \$83,489 | \$78, 395 | \$ 5,094 | 6.5\% |
| Misc. \& service | 4,440 | 5,402 | (962) | (17.8) |
| Equipment | 6,673 | 4,486 | 2,187 | 48.8 |
| Net revenues | \$94, 602 | \$88, 283 | \$ 6,319 | 7.2\% |

Disposables revenue by product line
(in thousands)

|  |  |  | \$ | \% |
| :---: | :---: | :---: | :---: | :---: |
|  | July 3, 2004 | June 28, 2003 | Increase/ (Decrease) | Increase/ (Decrease) |
| Donor: |  |  |  |  |
| Plasma | \$25,486 | \$29,589 | (\$4, 103 ) | (13.9\%) |
| Blood bank | 30,769 | 25,949 | 4,820 | 18.6 |
| Red Cells | 6,461 | 4,564 | 1,897 | 41.6 |
| Subtotal | \$62,716 | \$60, 102 | \$ 2,614 | 4.3\% |
| Patient: |  |  |  |  |
| Surgical | 20,773 | 18,293 | 2,480 | 13.6 |
| Total disposables revenue |  |  |  |  |
|  | \$83,489 | \$78, 395 | \$ 5, 094 | 6.5\% |

## DONOR PRODUCTS

Donor products include the Plasma, Blood Bank and Red Cell product lines Disposable revenue for all donor products increased $4.3 \%$ compared to the first quarter of fiscal year 2004. The favorable effects of foreign exchange increased donor disposable revenue 6.4\%. Without this favorable impact of foreign exchange, disposable revenue declined $2.1 \%$ from the same period in the prior year. Red cell and blood bank product revenues increases were more than offset by a decline in plasma product revenue, as more specifically detailed below.

Plasma
Disposable revenue in the plasma product line decreased 13.9\%. Without the 4.1\% favorable effect of foreign exchange, the decrease in plasma disposable revenues was $18.0 \%$. The $18.0 \%$ decline is largely attributable to volume decreases in the U.S. market due to the loss of our U.S. customer, Alpha Therapeutic Corporation ("Alpha") (whose plasma collection operations were purchased by our only plasma competitor in October 2003). Disposable revenue was also affected to a lesser degree by plasma collection declines in Asia and Europe.

Blood bank
Blood bank disposable revenues increased 18.6\%. The favorable effects of foreign exchange resulted in a $9.6 \%$ increase in blood bank disposable revenues as the majority of our platelet sales occur in Europe and Japan. The remaining 9.0\% increase in blood bank disposable revenue was due to several factors including; (i) market share gains in Japan achieved in the fourth quarter of fiscal year 2004, which we
sustained during the first quarter of fiscal year 2005 and, (ii) a product mix shift in Japan in the first quarter of fiscal year 2005 to higher-priced filtered platelet sets from non-filtered sets.

Red Cell
Red Cell disposable revenue increased $41.6 \%$. The favorable effects of foreign exchange resulted in a $4.8 \%$ increase in red cell disposable revenues. The remaining $36.8 \%$ increase is due to the continuing adoption of our technology in the United States where blood shortages are more prevalent. In fiscal 2005 as more blood collectors continue to increase the use of our technology to increase the supply of red cells from a declining number of eligible donors, to reduce collection costs, and to improve operating quality and efficiency. Increased U.S. sales of our higher priced filtered sets, which include a filter to remove white blood cells from the collected blood, also contributed to the revenue increase.

## PATIENT PRODUCTS

Surgical
Disposable revenue for the surgical product line increased $13.6 \%$. The favorable effects of foreign exchange accounted for a $6.9 \%$ increase with the remaining $6.7 \%$ increase attributable to increases in OrthoPAT disposable revenues.

The surgical product line has two major brand platforms: the Cell Saver brand and the OrthoPAT brand.

Cell Saver disposables revenue increased 4.2\% for the quarter. Without the 6.5\% favorable effects of foreign exchange, Cell Saver disposable revenues declined $2.3 \%$ for the quarter. In the U.S., the Cell Saver product line is used primarily for higher blood loss surgeries. This is a mature market that is declining and may continue to decline due to improved surgical techniques minimizing blood loss. In Europe, the Cell Saver is used in both high and low blood loss surgeries, including the orthopedic market.

OrthoPAT disposable revenues increased $71 \%$ as orthopedic surgeons continue to adopt surgical blood salvage as an effective alternative to using blood from patient pre-donation or a blood bank in hip and knee replacements and other orthopedic surgeries. The favorable effects of foreign exchange accounted for a $7.5 \%$ of the increase in OrthoPAT disposable revenues.

Other Revenues

| (in thousands) | July 3, 2004 | June 28, 2003 | $\begin{gathered} \text { \$ } \\ \text { Increase/ } \\ \text { (Decrease) } \end{gathered}$ | \% <br> Increase/ (Decrease) |
| :---: | :---: | :---: | :---: | :---: |
| Miscellaneous \& Service | \$4,440 | \$5,402 | \$(962) | (17.8\%) |
| Equipment | 6,673 | 4,486 | 2,187 | 48.8\% |
| Total other revenues | 11,113 | \$9,888 | \$1,225 | 12.4\% |
|  | ====== | ====== | ===== | === |

Our miscellaneous and service revenue includes revenue from repairs performed under preventive maintenance contracts or emergency service visits, spare part sales, various training programs and revenue from our software division, 5D.

Miscellaneous and service revenue decreased $17.8 \%$. Without the favorable effects of foreign currency, the decrease would have been $20.8 \%$. A $13.9 \%$ decrease in miscellaneous and service revenue was due to reduced software revenue from 5D. 5D currently sells its products primarily to plasma customers who
have been negatively impacted by the recent volatility in the worldwide commercial plasma collection market.

Revenue from equipment sales increased $48.8 \%$. The favorable effects of foreign exchange accounted for a $3.9 \%$ increase. An increase of $44.9 \%$ was due primarily to a large sale during the quarter of equipment being used by a red cell customer. Due to the variable nature of equipment sales, the level of equipment sales cannot be easily forecasted.

|  |  |  | \$ | \% |
| :---: | :---: | :---: | :---: | :---: |
| (in thousands) | July 3, 2004 | June 28, 2003 | Increase/ (Decrease) | Increase/ (Decrease) |
| - |  |  |  |  |
| Gross Profit | \$47,100 | \$39,586 | \$7,514 | 19.0\% |
| \% of net sales | 49.8\% | 44.8\% |  |  |

Gross profit increased $19.0 \%$ versus Q1 fiscal 2004. The favorable effects of foreign exchange accounted for a $12.5 \%$ increase in gross profit. The remaining $6.5 \%$ increase was due to the change in the mix of products being sold, price improvements and increased sales volumes.

| (in thousands) | July 3, 2004 | June 28, 2003 | $\begin{gathered} \text { \$ } \\ \text { Increase/ } \\ \text { (Decrease) } \end{gathered}$ | \% <br> Increase/ (Decrease) |
| :---: | :---: | :---: | :---: | :---: |
| Research and development | \$4, 054 | \$4,997 | \$(943) | (18.9\%) |
| Selling, general and administrative | 28,084 | 26,403 | 1,681 | $6.4 \%$ |
| Total operating expenses | \$32,138 | \$31,400 | \$ 738 | 2.4\% |

## Research and Development

Research and Development expenses were down slightly from spending in the first quarter of the prior year due to our restructuring in the second quarter of fiscal year 2004 which lowered our head count. We anticipate an increase in R\&D spending later in the fiscal year to support the R\&D projects currently in our pipeline, such as the CardioPat and enhancements to the MCS multi component platform.

Selling, general and administrative
For the first quarter of fiscal 2005 selling, general and administrative expenses increased $6.4 \%$. An increase of approximately $3.8 \%$ was due to foreign exchange. The remaining $2.6 \%$ increase was related to the increase in marketing and manufacturing expenses to support our higher level of sales.

| (in thousands) |  |  | \$ | \% |
| :---: | :---: | :---: | :---: | :---: |
|  | July 3, 2004 | June 28, 2003 | Increase/ (Decrease) | Increase/ (Decrease) |
| Operating Income | \$14,962 | \$8,186 | \$6,776 | 82.8\% |
| \% of net sales | 15.8\% | 9.3\% |  |  |

Operating income for the quarter increased $82.8 \%$ over the prior year.
Approximately $47.2 \%$ of the increase was due to foreign exchange. The remaining $35.6 \%$ of the increase was a result of the effect of gross profit improvements, partly offset by increased selling, general and administrative expenses.


Several factors contributed to the increase in total other expense, net: (1) a decrease in interest expense as we had lower average debt outstanding as compared to fiscal 2004, (2) an increase in interest income due to higher cash balances during the year, (3) offset by an increase in other miscellaneous expenses (such as royalty expense) over the first quarter of fiscal year 2004.

## Income taxes

For the current quarter, the income tax provision, as a percentage of pretax income, was $36 \%$ before the impact of the reversal of previously established tax reserves related to a local Japanese tax matter. As a consequence of the release of reserve for $\$ 0.6$ million during the current quarter, the effective tax rate was reduced to $32 \%$. For the first quarter of fiscal 2004, the tax rate was $36 \%$.

## Liquidity and Capital Resources

The following table contains certain key performance indicators we believe depict our liquidity and cash flow position:
July 3, 2004 April 3, 2004
(dollars in thousands)

| Cash \& cash equivalents | $\$ 130,356$ | $\$ 118,117$ |
| :--- | ---: | ---: |
| Working capital | $\$ 205,439$ | $\$ 185,606$ |
| Current ratio | 3.3 | 2.9 |
| Net cash (debt) position (1) | $\$ 74,387$ | $\$ 59,857$ |
| Days sales outstanding (DSO) | 76 | 76 |
| Disposables finished goods inventory turnover | 5.8 | 5.7 |

(1) Net cash position is the sum of cash and cash equivalents less total debt.

Our primary sources of capital include cash and cash equivalents, internally generated cash flows and bank borrowings. We believe these sources to be sufficient to fund our requirements, which are primarily capital expenditures (including systems to improve our product life cycle management), acquisitions, new business and product development and working capital for at least the next twelve months.

Cash Flow Overview:
For the quarter ended July 3, 2004 June 28, 2003 Change (In thousands)
Net cash provided by (used in):
Operating activities
Investing activities
Financing activities
Effect of exchange rate changes on cash (1)

| \$9,459 | \$2,563 | \$6,896 |
| :---: | :---: | :---: |
| 781 | $(2,722)$ | 3,503 |
| 2,021 | (355) | 2,376 |
| (22) | 819 | (841) |
| \$12,239 | \$305 | \$11,934 |
| ====== | ==== | ====== |

(1) The balance sheet is affected by spot exchange rates used to translate local currency amounts into U.S. dollars. In comparing spot exchange rates at Q1 fiscal 2005 versus Q1 fiscal 2004, the European currencies and the Japanese Yen have weakened against the U.S. dollar. In accordance with GAAP, only the effect of foreign currency on cash is included on our cash flow statement.

Q1 FISCAL 2005 AS COMPARED TO Q1 FISCAL 2004
Operating Activities:
Net cash provided by operating activities was $\$ 9.5$ million for the first quarter of fiscal 2005, an increase of $\$ 6.9$ million from the same period in the prior year, due primarily to:
o a $\$ 2.8$ million increase in cash provided by net income adjusted for non-cash items,
o $\$ 1.3$ million less cash used by accounts receivable during the first quarter of fiscal 2005 due primarily to the timing of the collection of customer payments, particularly in Japan.
o $\$ 2.4$ million more cash used by inventory during the first quarter of fiscal 2005 as spending and inventory balances decreased during Q1 of fiscal 2004,
o $\$ 3.6$ million more cash used by accounts payable and accrued payroll due to the change in the timing of bonus payments.
o a $\$ 4.5$ million increase in cash due to lower tax payments,
o and \$4.0 million more cash provided by accrued expenses during Q1 fiscal 2005 as compared to Q1 fiscal 2004.

Investing Activities:
Net cash from investing activities increased $\$ 3.5$ million as a result of an increase in proceeds from the sale of property, plant and equipment due to a significant sale at the end of the first quarter of fiscal 2005

During the first quarter of fiscal 2005, we had capital expenditures of $\$ 3.8$ million, an increase of $\$ 0.7$ million over the first quarter of fiscal 2004.

Financing Activities:

Net cash provided by financing activities increased $\$ 2.4$ million primarily due to an increase in proceeds from stock option exercises during the first quarter of fiscal 2005.

## Inflation

We do not believe that inflation has had a significant impact on our results of operations for the periods presented. Historically, we believe we have been able to minimize the effects of inflation by improving our manufacturing and purchasing efficiencies, by increasing employee productivity and by adjusting the selling prices of new products...

## Foreign Exchange

Approximately $65 \%$ of our sales are generated outside the U.S. in local currencies, yet our reporting currency is the U.S. dollar. Our primary foreign currency exposures in relation to the U.S. dollar are the Japanese Yen and the Euro. Foreign exchange risk arises because we engage in business in foreign countries in local currency. Exposure is partially mitigated by producing and sourcing product in local currency and expenses incurred by local sales offices. However, whenever the U.S. dollar strengthens relative to the other major currencies, there is an adverse affect on our results of operations and alternatively, whenever the U.S. dollar weakens relative to the other major currencies there is a positive effect on our results of operations

It is our policy to minimize for a period of time, the unforeseen impact on our financial results of fluctuations in foreign exchange rates by using derivative financial instruments known as forward contracts to hedge the anticipated cash flows from forecasted foreign currency denominated sales. Hedging through the use of forward contracts does not eliminate the volatility of foreign exchange rates, but because we generally enter into forward contracts one year out, rates are fixed for a one-year period, thereby facilitating financial planning and resource allocation. We enter into forward contracts that mature one month prior to the anticipated timing of the forecasted foreign currency denominated sales. These contracts are designated as cash flow hedges intended to lock in the expected cash flows of forecasted foreign currency denominated sales at the available spot rate. Actual spot rate gains and losses on these contracts are recorded in sales, at the same time the underlying transactions being hedged are recorded.

We compute a composite rate index for purposes of measuring, comparatively, the change in foreign currency hedge spot rates from the hedge spot rates of the corresponding period in the prior year. The relative value of currencies in the index is weighted by sales in those currencies. The composite was set
at 1.00 based upon the weighted rates at March 31, 1997. The composite rate is presented in the period corresponding to the maturity of the underlying forward contracts.

The favorable or (unfavorable) changes are in comparison to the same period of the prior year. A favorable change is presented when we will obtain relatively more U.S. dollars for each of the underlying foreign currencies than we did in the prior period. An unfavorable change is presented when we obtain relatively fewer U.S. dollars for each of the underlying foreign currencies than we did in the prior period. These indexed hedge rates impact sales, and as a result also gross profit, operating income and net income, in our financial statements. The final impact of currency fluctuations on the results of operations is dependent on the local currency amounts hedged and the actual local currency results.

|  |  |  | Composite Index Hedge Spot Rates | Favorable / (Unfavorable) Change versus Prior Year |
| :---: | :---: | :---: | :---: | :---: |
| FY2001 |  | Q1 | 1.04 | 5.4\% |
|  |  | Q2 | 1.00 | 8.2\% |
|  |  | Q3 | 0.92 | 12.9\% |
|  |  | Q4 | 0.97 | 10.2\% |
| 2001 | Total |  | 0.98 | 9.1\% |
| FY2002 |  | Q1 | 0.99 | 5. $2 \%$ |
|  |  | Q2 | 0.97 | 3.3\% |
|  |  | Q3 | 1.01 | (8.6\%) |
|  |  | Q4 | 1.05 | (7.5\%) |
| 2002 | Total |  | 1.00 | (2.0\%) |
| FY2003 |  | Q1 | 1.09 | (8.9\%) |
|  |  | Q2 | 1.08 | (10.3\%) |
|  |  | Q3 | 1.10 | (8.1\%) |
|  |  | Q4 | 1.17 | (11.0\%) |
| 2003 | Total |  | 1.11 | (9.5\%) |
| FY2004 |  | Q1 | 1.13 | (3.6\%) |
|  |  | Q2 | 1.05 | 3.6\% |
|  |  | Q3 | 1.06 | 3.2\% |
|  |  | Q4 | 1.01 | 15.9\% |
| 2004 | Total |  | 1.06 | 4.9\% |
| FY2005 |  | Q1 | 0.97 | 15.7\% |
|  |  | Q2 | 0.99 | 5.1\% |
|  |  | Q3 | 0.92 | 15.5\% |
|  |  | Q4 | 0.89 | 14.1\% |
| 2005 | Total |  | 0.94 | 12.7\% |
| FY2006 |  | Q1 | 0.92 | 5.2\% |
|  |  | Q2 | 0.91* | 9.7\% |

* NOTE: Represents hedges for July FY06

Statements contained in this report, as well as oral statements we make which are prefaced with the words "may," "will," "expect," "anticipate," "continue," "estimate," "project," "intend," "designed," and similar expressions, are intended to identify forward looking statements regarding events, conditions, and financial trends that may affect our future plans of operations, business strategy, results of operations, and financial position. These statements are based on our current expectations and estimates as to prospective events and circumstances about which we can give no firm assurance. Further, any forward-looking statement speaks only as of the date on which such statement is made, and we undertake no obligation to update any forward-looking statement to reflect events or circumstances after the date on which such statement is made. As it is not possible to predict every new factor that may emerge,
forward-looking statements should not be relied upon as a prediction of our actual future financial condition or results. These forward-looking statements, like any forward-looking statements, involve risks and uncertainties that could cause actual results to differ materially from those projected or anticipated. Such risks and uncertainties include technological advances in the medical field and our standards for transfusion medicine and our ability to successfully implement products that incorporate such advances and standards, product demand and market acceptance of our products, regulatory uncertainties, the effect of economic and political conditions, the impact of competitive products and pricing, , foreign currency exchange rates, changes in customers' ordering patterns, 'the effect of industry consolidation as seen in the Plasma market, the effect of communicable diseases and the effect of uncertainties in markets outside the U.S. (including Europe and Asia) in which we operate. The foregoing list should not be construed as exhaustive.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK
The Company's exposures relative to market risk are due to foreign exchange risk and interest rate risk.

## FOREIGN EXCHANGE RISK

See the section entitled Foreign Exchange for a discussion of how foreign currency affects our business. It is our policy to minimize for a period of time, the unforeseen impact on our financial results of fluctuations in foreign exchange rates by using derivative financial instruments known as forward contracts to hedge anticipated cash flows from forecasted foreign currency denominated sales. We do not use the financial instruments for speculative or trading activities. At July 3, 2004, we had the following significant foreign exchange contracts to hedge the anticipated cash flows from forecasted foreign currency denominated sales outstanding:

| Hedged | (BUY) / SELL | Weighted | Spot | Weighted | Forward |
| :---: | :---: | :---: | :---: | :---: | :---: |
| Currency | Local Currency | Contract | Rate | Contract | Rate |
| - |  |  |  |  |  |
| Euro | 6,000,000 | \$1.133 |  | \$1.123 |  |
| Euro | 8,000,000 | \$1.176 |  | \$1.165 |  |
| Euro | 8,250,000 | \$1.254 |  | \$1.244 |  |
| Euro | 7,600,000 | \$1.196 |  | \$1.192 |  |
| Japanese Yen | 1,250, 000, 000 | 120.4 | per US\$ | 118.7 | per US\$ |
| Japanese Yen | 1,925, 000,000 | 109.2 | per US\$ | 107.8 | per US\$ |
| Japanese Yen | 1,725, 000, 000 | 106.9 | per US\$ | 105.6 | per US\$ |
| Japanese Yen | 1,650, 000, 000 | 110.4 | per US\$ | 108.3 | per US\$ |

Fair Value
$\left(\begin{array}{l}- \\ (\$ 553,282) \\ (\$ 388,284) \\ \$ 235,957 \\ (\$ 160,527) \\ (\$ 916,924) \\ \$ 144,409 \\ \$ 371,159 \\ (\$ 105,589) \\ -------- \\ (\$ 1,373,081) \\ \hline\end{array}\right.$

## Maturity

Jul-Aug 2004
Sep-Nov 2004
Dec 2004-Feb 2005
Mar-May2005
Jul-Aug 2004
Sep-Nov 2004
Dec 2004-Feb 2005
Mar-May 2005

Hedged
Currency
Euro
Euro
Euro
Euro
Japanese Yen Japanese Yen Japanese Yen Japanese Yen

We estimate the change in the fair value of all forward contracts assuming both a $10 \%$ strengthening and weakening of the U.S. dollar relative to all other major currencies. In the event of a $10 \%$ strengthening of the U.S. dollar, the change in fair value of all forward contracts would result in a $\$ 11.3$ million increase in the fair value of the forward contracts; whereas a $10 \%$ weakening of the $U . S$. dollar would result in a $\$ 12.7$ million decrease in the fair value of the forward contracts.

## Interest Rate Risk

All of our long-term debt is at fixed rates. Accordingly, a change in interest rates has an insignificant effect on our interest expense amounts. The fair value of our long-term debt, however, does change in response to interest rates movements due to its fixed rate nature. At July 3, 2004, the fair value of our long-term debt was approximately $\$ 2.4$ million higher than the value of the debt reflected on our financial statements. This higher fair market is entirely related to our \$17.1 million, $7.05 \%$ fixed rate senior notes and our \$8.2 million, $8.41 \%$ real estate mortgage.

At June 28, 2003, the fair value of our long-term debt was approximately \$3.6 million higher than the value of the debt reflected on our financial statements. This higher fair market is entirely related to our $\$ 22.9$ million, $7.05 \%$ fixed rate senior notes and our $\$ 8.6$ million, $8.41 \%$ real estate mortgage.

Using scenario analysis, if we changed the interest rate on all long-term maturities by $10 \%$ from the rate levels that existed at July 3, 2004 the fair value of our long-term debt would change by approximately $\$ 0.2$ million.

ITEM 4. CONTROLS AND PROCEDURES

We conducted an evaluation, as of July 3, 2004, under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer (the Company's principal executive officer and principal financial officer, respectively) regarding the effectiveness of the design and operation of our disclosure controls and procedures as defined in Rule 13a-15 of the Securities Exchange Act of 1934 (the "Exchange Act"). Based upon that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures are effective to
ensure that material information relating to the Company, including its consolidated subsidiaries, is made known to them by others within those entities.

There was no change in our internal control over financial reporting during the quarter ended July 3, 2004 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Item 1. Legal Proceedings
Not applicable.
Item 2. Changes in Securities, Use of Proceeds and Issuer Purchases of Equity Securities

Not applicable.
Item 3. Defaults upon Senior Securities
Not applicable.
Item 4. Submission of Matters to a Vote of Security Holders
None
Item 5. Other Information
None
Item 6. Exhibits and Reports on Form 8-K.
(a) Exhibits
31.1 Certification pursuant to Section 302 of Sarbanes-Oxley Act of 2002, of Brad Nutter, President and Chief Executive Officer of the Company
31.2 Certification pursuant to Section 302 of Sarbanes-0xley of 2002, of Ronald J. Ryan, Vice President and Chief Financial Officer of the Company
32.1 Certification Pursuant to 18 United States Code Section 1350, as adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, of Brad Nutter, President and Chief Executive Officer of the Company
32.2 Certification Pursuant to 18 United States Code Section 1350, as adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, of Ronald J. Ryan, Vice President and Chief Financial Officer of the Company
(b) Reports on Form 8-K

We furnished a report on Form 8-K on July 29, 2004 furnishing a press release we issued on July 29, 2004 announcing fiscal 2005 first quarter results.

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.

## HAEMONETICS CORPORATION

Date: August 9, 2004

Date: August 9, 2004

By: s/Brad Nutter
Brad Nutter, President and
Chief Executive Officer

By: s/ Ronald J. Ryan
Ronald J. Ryan, Vice President and
Chief Financial Officer
(Principal Financial Officer)

## CERTIFICATION

I, Brad Nutter, President and Chief Executive Officer of Haemonetics
Corporation, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Haemonetics Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules $13 a-15(e)$ and $15 d-15(e))$ for the registrant and have:
a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
b) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures as of the end of the period covered by this report based on such evaluation; and
c) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

I, Ronald J. Ryan, Vice President and Chief Financial Officer of Haemonetics Corporation, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Haemonetics Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this quarterly report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:
a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
b) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures as of the end of the period covered by this report based on such evaluation; and
c) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

In connection with the Quarterly Report of Haemonetics Corporation (the "Company") on Form 10-Q for the period ending July 3, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Brad Nutter, President and Chief Executive Officer of the Company, certify, pursuant to Section 1350 of Chapter 63 of Title 18, United States Code, that this Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that the information contained in this Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: August 9, 2004

## s/Brad Nutter



A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement required by Section 906, has been provided to Haemonetics and will be retained by Haemonetics and furnished to the Securities and Exchange Commission or its staff upon request.

## Certification Pursuant To

18 U.S.C. Section 1350,
As Adopted Pursuant To
Section 906 of the Sarbanes/Oxley Act of 2002
In connection with the Quarterly Report of Haemonetics Corporation (the
"Company") on Form 10-Q for the period ending July 3, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Ronald J. Ryan, Vice President and Chief Financial Officer of the Company, certify, pursuant to Section 1350 of Chapter 63 of Title 18, United States Code, that this Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934 and that the information contained in this Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: August 9, 2004
s/Ronald J. Ryan
Ronald J. Ryan,
Vice President and Chief Financial Officer
A signed original of this written statement required by Section 906, or other document authenticating, acknowledging, or otherwise adopting the signature that appears in typed form within the electronic version of this written statement required by Section 906, has been provided to Haemonetics and will be retained by Haemonetics and furnished to the Securities and Exchange Commission or its staff upon request.

