



## News Release

### CNH Reports Third Quarter Results

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- Third quarter EPS performance in line with expectations despite worsening conditions in the construction equipment industry.
- Third quarter revenues unchanged year-over-year when adjusted for currency and divestiture impact.
- Case IH and New Holland, the company's premier agricultural equipment brands, continue to chalk up retail share gains across the Americas.

Lake Forest, IL -- October 25, 2001 -- CNH Global N.V. (NYSE:CNH) today reported third quarter consolidated revenues of \$2.159 billion compared to \$2.266 billion last year. When adjusted for the impact of adverse foreign exchange rates and divestitures, revenues were essentially unchanged.

On a net basis, CNH reported a third quarter loss of \$113 million, compared to a loss of \$157 million, for the third quarter last year. The loss per share, before restructuring, was \$.37, in line with expectations. On a net basis, the loss per share was \$.41, compared to a loss of \$.57 per share for the third quarter last year.

For the first nine months of 2001, consolidated revenues totaled \$7.302 billion compared to \$7.768 billion last year. Adjusted for the adverse impact of currency and divestitures, consolidated revenues rose slightly compared to 2000. Year to date, the adverse impact of foreign exchange rates on consolidated revenues has totaled approximately \$288 million; divestitures accounted for a further negative impact of about \$283 million.

Moreover, the composition of the company's year to date revenues has changed significantly both in terms of the geographic mix of sales and the split between construction and agricultural equipment. In 2001, sales in North America, and sales of agricultural equipment worldwide, are accounting for a larger proportion of the company's net revenues, reflecting both market strengths and the company's share gains across many product lines.

"Throughout 2001, we have benefited from good performance by our premier global agricultural equipment brands," said Paolo Monferino, CNH president and chief executive officer. "In both North and Latin America, our Case IH and New Holland

brands continue to chalk up impressive retail share gains. Each new product we have introduced this year has received an enthusiastic reception in the marketplace. With an impressive line-up of new products slated for introduction in 2002, we expect to capitalize on our successes, strengthening our position as the world's leading producer of agricultural tractors and combines."

Equipment Operations. Third quarter net sales from Equipment Operations were \$2.011 billion, compared to \$2.095 billion for the same period in 2000. Net sales for the quarter increased slightly when adjusted for the impact of unfavorable exchange rates, and divestitures.

Third quarter worldwide revenues from sales of agricultural equipment were up 3% compared to the third quarter last year, unadjusted for currency impact and divestitures. Adjusted for the negative impact of currency and divestitures in 2001, the increase would be 10%. During the quarter the company held worldwide production of agricultural equipment 12% below retail sales for the period, resulting in wholesale levels significantly below retail levels. In both North America and Latin America, the strong performance of the Case IH and New Holland brands produced share gains for the company across most product categories in an up market. In Europe, both the industry and CNH sales were down in line with expectations.

Construction equipment revenues for the quarter were down 16% on an unadjusted basis. When adjusted for the impact of currency and divestitures, the decline was 11% compared to last year. During the quarter, CNH reduced production of construction equipment by 19%, with further significant reductions scheduled for the fourth quarter. In North America, where retail sales in the segments of the industry served by CNH were down 10%, the company outperformed the industry overall, with the largest share gains achieved for crawler excavators. In Latin America, CNH also outperformed the industry in a declining market, while in Europe, the company's retail sales declined with the industry.

As a result, the company's gross margin for its agricultural businesses improved year-over-year, while the margin for the construction equipment businesses declined, reflecting the dramatic reduction in the overall volume of construction equipment wholesales, pricing pressures, and an unfavorable market mix. Overall, CNH Equipment Operation's gross margin declined compared to the third quarter of 2000.

CNH achieved dramatic merger-related synergies across its administrative activities. Compared to the same period last year, and for the third consecutive quarter, Equipment Operations SG&A expenses declined year-over-year both in absolute terms and as a percent of net sales of equipment. During the quarter, the company reduced its employment level by 300 personnel. For the third quarter, CNH achieved its merger-related profit improvement target of approximately \$69 million, bringing the 2001 year-to-date total to \$195 million.

Financial Services. CNH Capital, the financial services unit of CNH Global, reported a net loss of \$2 million for the third quarter of 2001 compared to a net income of \$12 million for the same period last year. ABS transactions by CNH Capital in 2000 occurred in the first and third quarters, while in 2001, the transactions have been planned for the second and fourth quarters. This difference in the timing compared to 2000, as well as higher loan loss provisions on the non-core businesses which the company exited at the beginning of the year, were largely responsible for the shift in net income.

Balance Sheet. The company's accounts receivable are higher year-over-year, reflecting the significant growth in its North American agricultural businesses, which require higher levels of dealer inventory. Nonetheless, on a trailing 12 month supply basis, CNH inventories of agricultural equipment are over 1 month lower than the industry average. However, CNH total inventory levels are essentially unchanged from 2000 levels, due mainly to the slowdown in sales of construction equipment. The company's aggressive production cuts are reflected in the significant drop in Equipment Operations accounts payable.

Market Outlook for Agricultural Equipment. For the balance of 2001, industry sales of agricultural equipment in North and Latin America are expected to remain strong, and the industry should finish the year up by about 7% over 2000 levels, while sales in Western Europe may decline by about 7%.

Market Outlook for Construction Equipment. The level of uncertainty in the general economy is expected to impact industry sales of construction equipment through the balance of the year. In North America, sales in the segments of the construction equipment industry served by CNH may be down as much as 17% in 2001, while in Western Europe the decline may be about 11%. Pressure on volumes is expected to continue through the first quarter of 2002.

CNH Outlook for 2001. The success of the integration process is demonstrated by the steady growth of merger-related profit improvements. In the company's agricultural equipment businesses, the significant share gains achieved by Case IH and New Holland and their continuing reduction in company and dealer inventory have been vitally important to the company's success. Supply chain process improvements are allowing CNH to consistently under-produce retail demand while delivering improved levels of service to dealers and customers. In the medium term, CNH expects its supply chain initiatives to improve asset turnover and cash flow. In addition, CNH has initiated new process reengineering initiatives to improve the effectiveness of its administrative activities and its product development processes, and thereby reduce costs.

For most of the year, the strength of the company's agricultural equipment businesses compensated for the weakness across the construction equipment industry. However, increased global economic uncertainty may significantly impact the performance of the company's construction equipment businesses. In addition, production cuts in the fourth quarter may limit the opportunities for CNH to achieve synergies in its industrial operations. As a result, CNH expects that the company's net loss before restructuring for the fourth quarter of 2001 may be between \$.20 and \$.35 per share, compared to a loss of \$.37 per share, before restructuring, in 2000.

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CNH management will hold a conference call later today to review its third quarter 2001 results. The conference call webcast will begin at approximately 10:00 am U.S. EDT. This call is being webcast by CCBN and can be accessed through the investor information section of the company's web site at [www.cnh.com](http://www.cnh.com).

CNH is the number one manufacturer of agricultural tractors and combines in the world, the third largest maker of construction equipment, and has one of the industry's largest equipment finance operations. Revenues in 2000 were over \$10 billion. Based in the United States, CNH's network of dealers and distributors operates in over 160 countries. CNH agricultural products are sold under the Case IH, New Holland and Steyr brands.

CNH construction equipment is sold under the Case, Fiatallis, Fiat-Hitachi, Link-Belt, New Holland, and O&K brands.

Forward Looking Statements. The information contained herein involves forward-looking statements based on what CNH considers key economic assumptions, and involves risk and uncertainties that could cause actual results to differ. Some significant factors for CNH include general economic and capital market conditions, the cyclical nature of its business, foreign currency movements, hedging practices, CNH's and its customers' access to credit, political uncertainty and civil unrest in various areas of the world, pricing, product initiatives and other actions taken by competitors, disruptions in production capacity, excess inventory levels, the effect of changes in laws and regulations (including government subsidies and international trade regulations), technological difficulties, changes in environmental laws, employee and labor relations, weather conditions, energy prices, real estate values, animal diseases, crop pests, harvest yields, government farm programs and consumer confidence, housing starts and construction activity, concerns pertaining to genetically modified organisms, China's delayed entry into the World Trade Organization, and fuel and fertilizer costs. Additionally, CNH's achievement of the anticipated benefits of the merger of New Holland and Case, including the realization of expected annual operating synergies, depends upon, among other things, industry volumes, as well as CNH's ability to integrate effectively the operations and employees of New Holland and Case, and to execute its multi-branding strategy. Further information concerning factors that could significantly impact expected results is included in the following sections of CNH's Form 20-F for 2000, as filed with the Securities and Exchange Commission: Key Information; Information on the Company; Operating and Financial Review and Prospects; Directors, Senior Management and Employees; and Financial Information.

*(TABLES TO FOLLOW)*

**Revenues and Net Sales**  
(Unaudited - Dollars in Millions)

|                        | Three Months Ended<br>September 30, |                |        | Nine Months Ended<br>September 30, |                |        |
|------------------------|-------------------------------------|----------------|--------|------------------------------------|----------------|--------|
|                        | 2001                                | 2000           | %      | 2001                               | 2000           | %      |
|                        |                                     |                | Change |                                    |                | Change |
| Revenues:              |                                     |                |        |                                    |                |        |
| Net sales              |                                     |                |        |                                    |                |        |
| Agricultural equipment | \$1,374                             | \$1,339        | 3%     | \$4,541                            | \$4,532        | 0%     |
| Construction equipment | 637                                 | 756            | (16%)  | 2,253                              | 2,709          | (17%)  |
| Total net sales        | 2,011                               | 2,095          | (4%)   | 6,794                              | 7,241          | (6%)   |
| Financial Services     | 161                                 | 207            | (22%)  | 555                                | 597            | (7%)   |
| Eliminations and other | (13)                                | (36)           |        | (47)                               | (70)           |        |
| Total revenues         | <u>\$2,159</u>                      | <u>\$2,266</u> | (5%)   | <u>\$7,302</u>                     | <u>\$7,768</u> | (6%)   |
| Net sales:             |                                     |                |        |                                    |                |        |
| North America          | \$ 836                              | \$ 898         | (7%)   | \$3,188                            | \$3,242        | (2%)   |
| Western Europe         | 731                                 | 774            | (6%)   | 2,386                              | 2,728          | (13%)  |
| Latin America          | 140                                 | 171            | (18%)  | 432                                | 471            | (8%)   |
| Rest of World          | 304                                 | 252            | 21%    | 788                                | 800            | (2%)   |
| Total net sales        | <u>\$2,011</u>                      | <u>\$2,095</u> | (4%)   | <u>\$6,794</u>                     | <u>\$7,241</u> | (6%)   |

**CNH GLOBAL N.V.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Millions, except per share data)  
(Unaudited)

|  | CONSOLIDATED       |                 | EQUIPMENT<br>OPERATIONS |                 | FINANCIAL<br>SERVICES |              |
|--|--------------------|-----------------|-------------------------|-----------------|-----------------------|--------------|
|  | Three Months Ended |                 | Three Months Ended      |                 | Three Months Ended    |              |
|  | September 30,      |                 | September 30,           |                 | September 30,         |              |
|  | 2001               | 2000            | 2001                    | 2000            | 2001                  | 2000         |
| Revenues   |                    |                 |                         |                 |                       |              |
| Net sales  | \$ 2,011           | \$ 2,095        | \$ 2,011                | \$ 2,095        | \$ -                  | \$ -         |
| Finance and interest income  | 148                | 171             | 40                      | 13              | 161                   | 207          |
| Total  | 2,159              | 2,266           | 2,051                   | 2,108           | 161                   | 207          |
| Costs and Expenses   |                    |                 |                         |                 |                       |              |
| Cost of goods sold   | 1,721              | 1,772           | 1,721                   | 1,772           | -                     | -            |
| Selling, general and administrative                                    | 272                | 290             | 208                     | 231             | 66                    | 61           |
| Research and development   | 78                 | 77              | 78                      | 77              | -                     | -            |
| Restructuring and other merger related costs                           | 15                 | 106             | 15                      | 106             | -                     | -            |
| Interest expense   | 170                | 189             | 134                     | 127             | 87                    | 109          |
| Other, net   | 53                 | 51              | 39                      | 30              | 14                    | 21           |
| Total  | 2,309              | 2,485           | 2,195                   | 2,343           | 167                   | 191          |
| Equity in income (loss) of unconsolidated subsidiaries and affiliates: |                    |                 |                         |                 |                       |              |
| Financial Services   | 2                  | 1               | (2)                     | 12              | 2                     | 1            |
| Equipment Operations   | 1                  | 1               | 1                       | 1               | -                     | -            |
| Income (loss) before taxes and minority interest                       | (147)              | (217)           | (145)                   | (222)           | (4)                   | 17           |
| Income tax provision (benefit)   | (34)               | (61)            | (32)                    | (67)            | (2)                   | 6            |
| Minority interest  | -                  | 1               | -                       | 2               | -                     | (1)          |
| Net income (loss)  | <u>\$ (113)</u>    | <u>\$ (157)</u> | <u>\$ (113)</u>         | <u>\$ (157)</u> | <u>\$ (2)</u>         | <u>\$ 12</u> |
| Basic and diluted earnings (loss) per common share (EPS):              |                    |                 |                         |                 |                       |              |
| EPS before goodwill and restructuring and other merger related costs   | (\$0.29)           | (\$0.23)        |                         |                 |                       |              |
| EPS before restructuring and other merger related costs                | (\$0.37)           | (\$0.30)        |                         |                 |                       |              |
| EPS  | (\$0.41)           | (\$0.57)        |                         |                 |                       |              |

See Notes to Interim Financial Statements.

**CNH GLOBAL N.V.**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
(Millions, except per share data)  
(Unaudited)

|  | CONSOLIDATED      |                 | EQUIPMENT         |                 | FINANCIAL         |              |
|--|-------------------|-----------------|-------------------|-----------------|-------------------|--------------|
|  | Nine Months Ended |                 | OPERATIONS        |                 | OPERATIONS        |              |
|  | September 30,     |                 | Nine Months Ended |                 | Nine Months Ended |              |
|  | September 30,     |                 | September 30,     |                 | September 30,     |              |
|  | 2001              | 2000            | 2001              | 2000            | 2001              | 2000         |
| Revenues   |                   |                 |                   |                 |                   |              |
| Net sales  | \$ 6,794          | \$ 7,241        | \$ 6,794          | \$ 7,241        | \$ -              | \$ -         |
| Finance and interest income  | 508               | 527             | 110               | 55              | 555               | 597          |
| Total  | 7,302             | 7,768           | 6,904             | 7,296           | 555               | 597          |
| Costs and Expenses   |                   |                 |                   |                 |                   |              |
| Cost of goods sold   | 5,642             | 6,034           | 5,642             | 6,034           | -                 | -            |
| Selling, general and administrative                                    | 885               | 939             | 678               | 771             | 212               | 172          |
| Research and development   | 225               | 253             | 225               | 253             | -                 | -            |
| Restructuring and other merger related costs                           | 29                | 115             | 29                | 115             | -                 | -            |
| Interest expense   | 553               | 608             | 437               | 420             | 268               | 309          |
| Other, net   | 174               | 136             | 112               | 77              | 62                | 59           |
| Total  | 7,508             | 8,085           | 7,123             | 7,670           | 542               | 540          |
| Equity in income (loss) of unconsolidated subsidiaries and affiliates: |                   |                 |                   |                 |                   |              |
| Financial Services   | 5                 | 3               | 11                | 39              | 5                 | 3            |
| Equipment Operations   | (16)              | 3               | (16)              | 3               | -                 | -            |
| Income (loss) before taxes and minority interest                       | (217)             | (311)           | (224)             | (332)           | 18                | 60           |
| Income tax provision (benefit)   | (43)              | (69)            | (50)              | (91)            | 7                 | 22           |
| Minority interest  | 3                 | 5               | 3                 | 6               | -                 | (1)          |
| Net income (loss)  | <u>\$ (177)</u>   | <u>\$ (247)</u> | <u>\$ (177)</u>   | <u>\$ (247)</u> | <u>\$ 11</u>      | <u>\$ 39</u> |
| Basic and diluted earnings (loss) per share (EPS):                     |                   |                 |                   |                 |                   |              |
| EPS before goodwill and restructuring and other merger related costs   | (\$0.34)          | (\$0.59)        |                   |                 |                   |              |
| EPS before restructuring and other merger related costs                | (\$0.56)          | (\$0.87)        |                   |                 |                   |              |
| EPS  | (\$0.64)          | (\$1.29)        |                   |                 |                   |              |

See Notes to Interim Financial Statements.

**CNH GLOBAL N.V.**  
**CONDENSED CONSOLIDATED BALANCE SHEETS**  
(Millions)  
(Unaudited)

|  | CONSOLIDATED     |                  | EQUIPMENT<br>OPERATIONS |                  | FINANCIAL<br>SERVICES |                 |
|--|------------------|------------------|-------------------------|------------------|-----------------------|-----------------|
|  | Sept 30,         | Dec 31,          | Sept 30,                | Dec 31,          | Sept 30,              | Dec 31,         |
|  | 2001             | 2000             | 2001                    | 2000             | 2001                  | 2000            |
| <b>Assets</b>                              |                  |                  |                         |                  |                       |                 |
| Cash and cash equivalents                  | \$ 397           | \$ 886           | \$ 243                  | \$ 593           | \$ 154                | \$ 293          |
| Accounts, notes receivable and other - net | 7,044            | 6,150            | 2,114                   | 1,815            | 5,045                 | 4,427           |
| Intersegment notes receivable              | -                | -                | 1,636                   | 590              | 542                   | 195             |
| Inventories                                | 2,304            | 2,374            | 2,304                   | 2,374            | -                     | -               |
| Property, plant and equipment - net        | 1,337            | 1,474            | 1,317                   | 1,455            | 20                    | 19              |
| Equipment on operating leases - net        | 599              | 643              | -                       | -                | 599                   | 643             |
| Investment in Financial Services           | -                | -                | 1,102                   | 1,122            | -                     | -               |
| Investments in unconsolidated affiliates   | 265              | 282              | 235                     | 258              | 30                    | 24              |
| Goodwill and intangibles                   | 3,691            | 3,817            | 3,550                   | 3,669            | 141                   | 148             |
| Other assets                               | 1,945            | 1,951            | 1,479                   | 1,361            | 466                   | 651             |
| <b>Total Assets</b>                        | <b>\$ 17,582</b> | <b>\$ 17,577</b> | <b>\$ 13,980</b>        | <b>\$ 13,237</b> | <b>\$ 6,997</b>       | <b>\$ 6,400</b> |
| <b>Liabilities and Equity</b>              |                  |                  |                         |                  |                       |                 |
| Short-term debt                            | \$ 4,710         | \$ 4,186         | \$ 2,407                | \$ 2,529         | \$ 2,303              | \$ 1,657        |
| Intersegment short-term debt               | -                | -                | 542                     | 195              | 923                   | 576             |
| Accounts payable                           | 1,193            | 1,256            | 1,167                   | 1,221            | 121                   | 97              |
| Long-term debt                             | 5,642            | 5,539            | 4,179                   | 3,066            | 1,463                 | 2,473           |
| Intersegment long-term debt                | -                | -                | -                       | -                | 713                   | 14              |
| Accrued and other liabilities              | 3,851            | 4,082            | 3,499                   | 3,712            | 372                   | 461             |
|  | 15,396           | 15,063           | 11,794                  | 10,723           | 5,895                 | 5,278           |
| Equity                                     | 2,186            | 2,514            | 2,186                   | 2,514            | 1,102                 | 1,122           |
| <b>Total Liabilities and Equity</b>        | <b>\$ 17,582</b> | <b>\$ 17,577</b> | <b>\$ 13,980</b>        | <b>\$ 13,237</b> | <b>\$ 6,997</b>       | <b>\$ 6,400</b> |

See Notes to Interim Financial Statements.



**CNH GLOBAL N.V.**  
**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(Millions)  
(Unaudited)

|   | <b>CONSOLIDATED</b>      |               | <b>EQUIPMENT</b>         |               | <b>FINANCIAL</b>         |              |
|---|--------------------------|---------------|--------------------------|---------------|--------------------------|--------------|
|   | <b>Operations</b>        |               | <b>Operations</b>        |               | <b>Operations</b>        |              |
|   | <b>Nine Months Ended</b> |               | <b>Nine Months Ended</b> |               | <b>Nine Months Ended</b> |              |
|   | <b>September 30,</b>     |               | <b>September 30,</b>     |               | <b>September 30,</b>     |              |
|   | <b>2001</b>              | <b>2000</b>   | <b>2001</b>              | <b>2000</b>   | <b>2001</b>              | <b>2000</b>  |
| Operating Activities:   |                          |               |                          |               |                          |              |
| Net income (loss)   | \$ (177)                 | \$ (247)      | \$ (177)                 | \$ (247)      | \$ 11                    | \$ 39        |
| Adjustments to reconcile net income (loss) to net cash from operating activities: |                          |               |                          |               |                          |              |
| Depreciation and amortization   | 312                      | 324           | 233                      | 256           | 79                       | 68           |
| Changes in operating assets and liabilities                                       | (1,182)                  | 447           | (387)                    | 456           | (795)                    | (9)          |
| Other, net  | (105)                    | 76            | (78)                     | 40            | (38)                     | (3)          |
| Net cash from operating activities  | <u>(1,152)</u>           | <u>600</u>    | <u>(409)</u>             | <u>505</u>    | <u>(743)</u>             | <u>95</u>    |
| Investing Activities:   |                          |               |                          |               |                          |              |
| Expenditures for property, plant and equipment                                    | (103)                    | (133)         | (100)                    | (127)         | (3)                      | (6)          |
| Expenditures for equipment on operating leases                                    | (248)                    | (126)         | -                        | -             | (248)                    | (126)        |
| Other, net (primarily acquisitions and divestitures)                              | 205                      | 80            | 55                       | 64            | 131                      | 8            |
| Net cash from investing activities  | <u>(146)</u>             | <u>(179)</u>  | <u>(45)</u>              | <u>(63)</u>   | <u>(120)</u>             | <u>(124)</u> |
| Financing Activities:   |                          |               |                          |               |                          |              |
| Intersegment activity   | -                        | -             | (937)                    | (46)          | 937                      | 46           |
| Net increase (decrease) in indebtedness   | 857                      | (254)         | 1,080                    | (215)         | (223)                    | (39)         |
| Dividends paid  | (28)                     | (82)          | (28)                     | (82)          | -                        | -            |
| Other, net  | -                        | 1             | -                        | 1             | 19                       | 8            |
| Net cash from financing activities  | <u>829</u>               | <u>(335)</u>  | <u>115</u>               | <u>(342)</u>  | <u>733</u>               | <u>15</u>    |
| Other, net  | <u>(20)</u>              | <u>(38)</u>   | <u>(11)</u>              | <u>(38)</u>   | <u>(9)</u>               | <u>-</u>     |
| Increase (decrease) in cash and cash equivalents                                  | (489)                    | 48            | (350)                    | 62            | (139)                    | (14)         |
| Cash and cash equivalents, beginning of period                                    | <u>886</u>               | <u>466</u>    | <u>593</u>               | <u>387</u>    | <u>293</u>               | <u>79</u>    |
| Cash and cash equivalents, end of period  | <u>\$ 397</u>            | <u>\$ 514</u> | <u>\$ 243</u>            | <u>\$ 449</u> | <u>\$ 154</u>            | <u>\$ 65</u> |

See Notes to Interim Financial Statements.

CNH GLOBAL N.V.  
Notes to Interim Financial Statements

- (1) The accompanying financial statements reflect the consolidated results of CNH Global N.V. and its consolidated subsidiaries ("CNH") and have been prepared in accordance with generally accepted accounting principles in the United States, or U.S. GAAP. The supplemental financial information captioned "Equipment Operations" includes the results of operations of CNH's agricultural and construction equipment operations, with the Company's financial services businesses reflected on the equity basis. The supplemental financial information captioned "Financial Services" reflects the consolidation of CNH's credit subsidiaries.
- (2) CNH has three reportable operating segments: agricultural equipment, construction equipment and financial services. CNH evaluates segment performance based on operating earnings. CNH defines operating earnings as the income (loss) of Equipment Operations before interest, taxes and restructuring and other merger related costs, including the income (loss) of Financial Services on an equity basis. A reconciliation of Equipment Operations' net income (loss) to operating earnings is as follows (in millions):

|   | Three Months Ended<br>September 30, |             | Nine Months Ended<br>September 30, |               |
|---|-------------------------------------|-------------|------------------------------------|---------------|
|   | <u>2001</u>                         | <u>2000</u> | <u>2001</u>                        | <u>2000</u>   |
| Net income (loss)                               | \$(113)                             | \$(157)     | \$(177)                            | \$(247)       |
| Income tax provision (benefit)                  | (32)                                | (67)        | (50)                               | (91)          |
| Interest expense                                | 134                                 | 127         | 437                                | 420           |
| Restructuring and other merger<br>related costs | <u>15</u>                           | <u>106</u>  | <u>29</u>                          | <u>115</u>    |
| Operating earnings                              | <u>\$ 4</u>                         | <u>\$ 9</u> | <u>\$ 239</u>                      | <u>\$ 197</u> |

The following summarizes operating earnings by segment (in millions):

|                        | Three Months Ended<br>September 30, |             | Nine Months Ended<br>September 30, |              |
|------------------------|-------------------------------------|-------------|------------------------------------|--------------|
|                        | <u>2001</u>                         | <u>2000</u> | <u>2001</u>                        | <u>2000</u>  |
| Agricultural equipment | \$ 20                               | \$(19)      | \$158                              | \$(14)       |
| Construction equipment | (14)                                | 16          | 70                                 | 172          |
| Financial services     | <u>(2)</u>                          | <u>12</u>   | <u>11</u>                          | <u>39</u>    |
| Operating earnings     | <u>\$ 4</u>                         | <u>\$ 9</u> | <u>\$239</u>                       | <u>\$197</u> |

- (3) CNH defines industrial operating margin as the net sales of Equipment Operations less cost of goods sold, selling, general and administrative and research and development. Industrial operating margin is as follows (in millions):

|                                     | Three Months Ended<br>September 30, |              | Nine Months Ended<br>September 30, |               |
|-------------------------------------|-------------------------------------|--------------|------------------------------------|---------------|
|                                     | <u>2001</u>                         | <u>2000</u>  | <u>2001</u>                        | <u>2000</u>   |
| Net sales                           | \$2,011                             | \$2,095      | \$6,794                            | \$7,241       |
| Less:                               |                                     |              |                                    |               |
| Cost of goods sold                  | 1,721                               | 1,772        | 5,642                              | 6,034         |
| Selling, general and administrative | 208                                 | 231          | 678                                | 771           |
| Research and development            | <u>78</u>                           | <u>77</u>    | <u>225</u>                         | <u>253</u>    |
| Operating margin                    | <u>\$ 4</u>                         | <u>\$ 15</u> | <u>\$ 249</u>                      | <u>\$ 183</u> |

- (4) The Company's effective income tax rates were 20% and 22% for the first nine months of 2001 and 2000, respectively. The tax rates differ from the Dutch statutory rate of 35% primarily due to differences in the geographical mix of profits, losses in jurisdictions for which no immediate tax benefit is recognizable, non-deductible expenses and changes in valuation reserves attributable to prior-year losses.

CNH GLOBAL N.V.  
Notes to Interim Financial Statements

- (5) Earnings (loss) per common share ("EPS")  
(in millions, except per share data):

|   | Three Months Ended<br>September 30, |               | Nine Months Ended<br>September 30, |                |
|---|-------------------------------------|---------------|------------------------------------|----------------|
|   | 2001                                | 2000          | 2001                               | 2000           |
| Net income (loss)   | \$(113)                             | \$(157)       | \$(177)                            | \$(247)        |
| Restructuring and other merger related costs,<br>net of tax                           | 11                                  | 74            | 22                                 | 80             |
| Net income (loss) before restructuring and other<br>merger related costs              | (102)                               | (83)          | (155)                              | (167)          |
| Goodwill  | 21                                  | 19            | 62                                 | 54             |
| Net income (loss) before goodwill and restructuring<br>and other merger related costs | <u>\$(81)</u>                       | <u>\$(64)</u> | <u>\$(93)</u>                      | <u>\$(113)</u> |
| Weighted-average shares outstanding   | 277.0                               | 276.9         | 277.0                              | 192.0          |
| EPS before goodwill and restructuring and other<br>merger related costs               | \$(0.29)                            | \$(0.23)      | \$(0.34)                           | \$(0.59)       |
| EPS before restructuring and other merger<br>related costs                            | \$(0.37)                            | \$(0.30)      | \$(0.56)                           | \$(0.87)       |
| EPS   | \$(0.41)                            | \$(0.57)      | \$(0.64)                           | \$(1.29)       |

- (6) During the nine months ended September 30, 2001, CNH expensed \$29 million of restructuring and \$15 million of other merger-related costs. The other merger-related costs primarily relate to relocation costs paid on behalf of employees, systems integration costs and other legal and professional fees related to the merger of New Holland and Case. During the nine months ended September 30, 2001, CNH reversed \$15 million of restructuring reserves through restructuring and other merger-related costs, primarily due to changes in estimates related to closing, selling and downsizing existing facilities. During the nine months ended September 30, 2001, CNH utilized approximately \$108 million and \$37 million of its restructuring reserves established during 2000 and 2001, respectively. The utilized amounts primarily represent involuntary employee severance costs and cost related to the sale of its tractor production facility in Doncaster, England, and its components facility in St. Dizier, France.
- (7) CNH fully, unconditionally and irrevocably guarantees Case Corporation's \$784 million in outstanding 6.25% Notes due 2003, 7.25% Notes due 2005, and 7.25% Notes due 2016 that were issued pursuant to two registration statements under the Securities Act of 1933, as amended. Reference is made to Note 23, "Guarantee of Subsidiary's Outstanding Debt Securities," of CNH's Form 20-F for the year ended December 31, 2000 for further discussion.
- (8) CNH reports its results of operations to Fiat S.p.A. ("Fiat") in accordance with the accounting principles followed by Fiat. CNH net revenues reported to Fiat exclude finance and interest income of the Equipment Operations, which are classified as a component of net financial expenses. Fiat defines results of operations as the income (loss) before net financial expenses, taxes, restructuring and equity income (loss) in unconsolidated subsidiaries. Net financial expenses primarily include finance and interest income and expenses of the Equipment Operations. A summary of CNH's results as reported to Fiat is as follows (in millions):

|                       | Three Months Ended<br>September 30, |         | Nine Months Ended<br>September 30, |         |
|-----------------------|-------------------------------------|---------|------------------------------------|---------|
|                       | 2001                                | 2000    | 2001                               | 2000    |
| Net revenues          | \$2,154                             | \$2,260 | \$7,256                            | \$7,717 |
| Results of operations | \$ (36)                             | \$ 6    | \$ 168                             | \$ 100  |

CNH GLOBAL N.V.  
Notes to Interim Financial Statements

- (9) In June 2001, the Financial Accounting Standards Board issued Statements of Financial Accounting Standards (SFAS) No. 141, "Business Combinations" and No. 142, "Goodwill and Other Intangible Assets." SFAS No. 141 requires all business combinations initiated after June 30, 2001, to be accounted for using the purchase method. SFAS No. 142 addresses the recognition and amortization of intangible assets acquired in a business combination as well as the recognition of goodwill and subsequent assessment of impairment. Effective January 1, 2002, the Company will no longer amortize goodwill or intangible assets deemed to have indefinite lives. In addition, the Company will make an initial assessment of potential impairment of goodwill as specified under SFAS No. 142. The Company is currently evaluating the impact of adopting SFAS No. 142.