

## **SPAR Group Reports First Quarter Results**

## Income From Continuing Operations Up 31% for Quarter

TARRYTOWN, N.Y., April 26, 2002 -- SPAR Group, Inc. (Nasdaq:SGRP) today announced results for its first quarter ended March 31, 2002, with income from continuing operations up 31 percent.

Income from continuing operations for the first quarter was \$482,000, or \$0.03 per diluted share, compared with \$367,000, or \$0.02 per diluted share a year earlier. Net income for the first quarter of 2002 was \$482,000, or \$0.03 per diluted share, compared with \$677,000, or \$0.04 per diluted share last year. Net income for the first quarter of 2001 included \$310,000 or \$0.02 per diluted share from the company's Incentive Marketing Division. As previously announced, the company intends to divest its Incentive Marketing Division and reported a non-cash charge for the impairment of goodwill and related costs for this entity in the fourth quarter of 2001. In accordance with accounting for discontinued operations, current year results from the Incentive Marketing business have been charged against the reserve recorded at December 31, 2001. Revenues from continuing operations for the 2002 first quarter increased 7.4 percent to \$16.0 million compared to \$14.9 million a year ago.

"Our business continues to build momentum with companies seeking to measurably impact their return on investment from marketing services. During the quarter, we continued to expand our business with certain key, long-term clients, as well as attract interest in the market place. Our proprietary Internet systems continue to provide us with a significant advantage and we are poised to increase our business as our competitors falter. With the discontinuation of our incentive business, SPAR is now completely focused on its core competencies and we are committed to increasing revenue, both domestically and internationally," said Bob Brown, SPAR Group's chairman and chief executive officer.

Based upon the current business environment, Brown indicated he remains optimistic regarding the company's previous estimate of achieving \$0.28 per diluted share from continuing operations for 2002.

SPAR Group, Inc., a diversified marketing services company, provides a broad array of productivity enhancing products and services to help Fortune 1000 companies improve their sales, operating efficiency and profits. SPAR is organized into three operating divisions. The Merchandising Division provides in-store merchandising, database and research services to general retail, mass market, drug, and grocery chains. Its Technology Division offers a series of Internet-based productivity improvement applications designed to help clients increase operating efficiencies and train employees in remote locations. SPAR's International Division, through a joint venture with a large Japanese wholesaler, provides in-store merchandising, database and research services in general retail, mass market, drug, and grocery chains in the Far East.

Certain statements in this news release are forward-looking and involve a number of risks and uncertainties. The Company's actual results could differ materially from those indicated by such statements as a result of various factors, including the continued building of sales momentum, the success of marketing its Internet application software products and other factors discussed in SPAR Group's Form 10-K, Form 10-Q, and other filings made with the SEC from time to time.

## SPAR Group, Inc. Condensed, Consolidated Statements of Operations (unaudited) (in thousands, except per share data)

|                                      | Three Months ended |                    |  |
|--------------------------------------|--------------------|--------------------|--|
|                                      | March 31,          |                    |  |
|                                      | 2002               | 2001               |  |
| Net revenues                         | \$ 16,046          | \$ 14 <i>.</i> 941 |  |
|                                      | 1                  | 1 7 -              |  |
| Cost of revenues                     | 9,751              | 8,748              |  |
| Gross profit                         | 6,295              | 6,193              |  |
| Selling, general, and administrative |                    |                    |  |
| expenses                             | 4,967              | 4,770              |  |
| Depreciation and amortization        | 417                | 630                |  |
| Operating income                     | 911                | 793                |  |
| Interest expense                     | 48                 | 153                |  |

| Other expense                              | 82         |    | 0      |
|--|------------|----|--------|
| Income from continuing operations before   |            |    |        |
| income taxes                               | 781        |    | 640    |
| Provision for income taxes                 | 299        |    | 273    |
| Income from continuing operations          | 482        |    | 367    |
| Income from discontinued operations, net   | 0          |    | 310    |
| Net income                                 | \$<br>482  | \$ | 677    |
| Basic/diluted net income per common share: |            |    |        |
| Income from continuing operations          | \$<br>0.03 | \$ | 0.02   |
| Income from discontinued operations, net   | \$<br>0    | \$ | 0.02   |
| Net income                                 | \$<br>0.03 | \$ | 0.04   |
| Weighted average common shares basic       | 18,584     | -  | 18,272 |
| Weighted average common shares diluted     | 18,951     |    | 18,322 |

## SPAR Group, Inc. Condensed Consolidated Balance Sheets (unaudited) (in thousands, except per share data)

|  | March 31,   | •  |
|--|---|--|
|  | 2002  | 2001   |
| ASSETS   |   |  |
| Current assets:  | 1   | <b>_</b>   |
| Cash and cash equivalents  | \$  | \$   |
| Accounts receivable, net   | 18,381  | 21,144   |
| Prepaid expenses and other current   |   |  |
| assets   | 557   | 440  |
| Deferred income taxes  | 3,241   | 3,241  |
| Total current assets   | 22,179  | 24,825   |
| Property and equipment, net  | 2,321   | 2,644  |
| Goodwill and other intangibles, net  | 8,357   | 8,357  |
| Deferred income taxes  | 389   | 389  |
| Other assets   | 28  | 110  |
| Net assets from discontinued operations  | 4,824   | 4,830  |
| Total assets   | \$ 38,098   | \$ 41,155  |
| LIABILITIES & STOCKHOLDERS' EQUITY<br>Current liabilities:<br>Accounts payable<br>Accrued expenses and other current<br>liabilities<br>Restructuring and other charges<br>Due to certain stockholders<br>Current portion of long-term debt<br>Net liabilities from discontinued<br>operations<br>Total current liabilities | \$ 877<br>6,251<br>1,507<br>2,455<br>0<br>5,822<br>16,912 | \$ 440<br>5,868<br>1,597<br>2,655<br>57<br>5,732<br>16,349 |
| Line of credit and long-term liabilities,<br>net of current portion  | 7,269   | 11,287   |
| Long-term debt due to certain stockholders   | 2,000   | 2,000  |
| Restructuring and other charges, long-term   | 497   | 585  |
| Commitments and contingencies  | 177   | 505  |
| Stockholders' equity:<br>Preferred stock, \$.01 par value:<br>Authorized shares 3,000,000<br>Issued and outstanding shares none<br>Common stock, \$.01 par value:  |   |  |

| Authorized shares 47,000,000               |           |           |
|--|-----------|-----------|
| Issued and outstanding shares              |           |           |
| 18,585,441 2002 and 18,582,615             |           |           |
| 2001                                       | 186       | 186       |
| Additional paid-in capital                 | 10,535    | 10,531    |
| Retained earnings                          | 699       | 217       |
| Total stockholders' equity                 | 11,420    | 10,934    |
| Total liabilities and stockholders' equity | \$ 38,098 | \$ 41,155 |

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