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## Summary

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### Shareholder calendar

| Annual General Meeting of Shareholders: | 23 June 2008       |
|---|--------------------|
| Dividend payable:                       | 19 July 2008       |
| Half-year results:                      | End of August 2008 |
| 2 <sup>nd</sup> interim declaration:    | 19 November 2008   |

## Identification

- 1/ Name of reporting company: Floridienne S.A.
- **2/ Company number:** 0403.064.593
- 3/ Website: www.floridienne.be
- 4/ Nature of financial statements: consolidated
- 5/ Accounting period:
  5.1. Opening date of the financial statements: 01/01/2007
  5.2. Closing date of the financial statements: 31/12/2007
- 6/ Presentation currency: kEUR (thousands of EUR)
- 7/ Address: Drève Richelle 161 bte 4, bât P, 1410 Waterloo
- 8/ Legal form: Société Anonyme in accordance with Belgian legislation
- 9/ Country of incorporation: Belgium
- **10/ Description of principle activities:** Chemicals, Food, Biotechnology

#### 11/ Ownership structure:

- 11.1. Name of parent entity of group: Floridienne SA11.2. Name of ultimate parent entity of group: Floridienne SA
- 12/ Data previous period: official data
- 13/ Changes in accounting policies: not applicable
- 14/ Presentation of financial statements under going concern principle: yes
- 15/ Statement of IFRS compliance: yes
- **16/ Financial statements audited: opinion on the financial statements given by the auditor** 16.1. Unqualified approval

## Companies consolidated

#### 1. Information about subsidiaries (and other entities where % of voting power $\ge$ 50 %)

1.1. Number of subsidiaries consolidated: 25

| Name of the subsidiary              | Company number   | Country of incorporation | % of ownership interestl | % of voting power (if<br>different from % of<br>ownership interest) |
|-------------------------------------|------------------|--------------------------|--------------------------|---|
| BCA-Billot                          | FR83 339 860 702 | France                   | 98.62                    | 100.00  |
| Biochem Europe                      | BE 0455 501 112  | Belgium                  | 75.02                    |   |
| Camargo                             | FR50 352 414 528 | France                   | 98.62                    | 100.00  |
| Doussot                             | FR56 344 068 747 | France                   | 100                      |   |
| Eurobatri <sup>(1)</sup>            | FR314 041 78 022 | France                   | 99.75                    |   |
| F.D.G.                              | FR25 558 503 371 | France                   | 98.62                    |   |
| Floragro                            | BE 0422 035 716  | Belgium                  | 100                      |   |
| Flor. Chimie                        | BE 0422 431 634  | Belgium                  | 100                      |   |
| Florchim GMBH                       | DE 222 654 966   | Germany                  | 100                      |   |
| Floridienne Services <sup>(2)</sup> | BE 0430 245 082  | Belgium                  | 100                      |   |
| Floridienne USA                     | 22-2583396       | USA                      | 100                      |   |
| Florinvest                          | BE 0432 250 608  | Belgium                  | 100                      |   |
| Gartal                              | FR82 339 082 018 | France                   | 100                      |   |
| Gel Manche                          | FR04 314 696 386 | France                   | 100                      |   |
| Gourmet des lles                    | FR26 412 231 219 | France                   | 100                      |   |
| Horecadis                           | FR19 341 283 315 | France                   | 100                      |   |
| IKA KG                              | DE 166 674 875   | Germany                  | 80                       |   |
| JFM SCI                             | FR38 339 283 343 | France                   | 100                      |   |
| Pomarom                             | 3687910/1993     | Romania                  | 100                      |   |
| Sheipaula <sup>(3)</sup>            |                  | China                    | 100                      |   |
| Snam                                | FR143 101 99 146 | France                   | 100                      |   |
| Sopral                              |                  | Madagascar               | 100                      |   |
| Sotecna                             | BE 0402798933    | Belgium                  | 78.08                    |   |
| Surgemer                            | FR12 398 870 402 | France                   | 100                      |   |
| UAB Camargo                         | LT 115950917     | Lithuania                | 100                      |   |

(1) entered scope of consolidation on 01.01.2007 - (2) merged with Floridienne S.A. on 29.06.2007 (effective 01.01.07) - (3) left scope of consolidation on 30.09.2007

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#### 1.2. Number of subsidiaries not consolidated:

| IKA UK <sup>(1)</sup>  |              | United Kingdom | 52.8  | 61 |
|------------------------|--------------|----------------|-------|----|
| Biofuel <sup>(2)</sup> | BE0881958840 | Belgium        | 70.93 |    |

(1) total assets of this subsidiary amount to 0,09% of total consolidated assets

(2) the result of this subsidiary is stated under deductions on participations

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#### 2. Information about joint ventures:

2.1. Number of joint ventures consolidated: 10

| Name of the joint          |                   | I OCATION | % of                  | Method used to                         | Financial information |             |          |          |
|----------------------------|-------------------|-----------|-----------------------|--|-----------------------|-------------|----------|----------|
| venture                    | Company number    | (country) | ownership<br>interest | recognise interest in<br>joint venture | Assets                | Liabilities | Revenues | Expenses |
| Kimflor AS                 | 56 301 73 823     | Turkey    | 50%                   | Equity method                          | 9,123                 | 3,212       | 15,384   | 13,708   |
| Domaine d'Argens           | FR 66 341 703 858 | France    | 49%                   | Equity method                          | 969                   | 916         | 1,165    | 1,175    |
| Karras                     | BE 0437 114 167   | Belgium   | 50%                   | Equity method                          | 2,906                 | 2,531       | 4,104    | 4,213    |
| Kocaman<br>Camargo         | 61 500 29 023     | Turquie   | 49%                   | Equity method                          | 322                   | 261         | 548      | 572      |
| Larzul                     | FR 09 775 453 210 | France    | 49%                   | Equity method                          | 20,576                | 14,972      | 26,868   | 26,061   |
| The Royal Salmon           | BE 0441 415 623   | Belgium   | 50%                   | Equity method                          | 1,770                 | 1,410       | 3,518    | 3,613    |
| Salm Invest                | BE 0457 293 137   | Belgium   | 50%                   | Equity method                          | 7,546                 | 5,846       | 4,596    | 4,668    |
| La Saumonnerie<br>Prestige | BE 0452 910 222   | Belgium   | 50%                   | Equity method                          | 3,227                 | 2,876       | 1,665    | 1,569    |
| Enzybel<br>International   | BE 0879 673 994   | Belgium   | 38%                   | Equity method                          | 7,929                 | 8,270       | 6,119    | 6,482    |
| Vendsyssel                 | BE 0402 253 357   | Belgium   | 50%                   | Equity method                          | 4,851                 | 4,819       | 10,242   | 10,099   |

**3. Information about associates** (and other entities where % of voting power  $\ge$  20 % and < 50 %):

#### 3.1. Number of associates consolidated: 2

| Name of the              | <u> </u>        | Country of    | % of                  | Financial information |             |          | Accounted for |                            |
|--------------------------|-----------------|---------------|-----------------------|-----------------------|-------------|----------|---------------|----------------------------|
| associated<br>company    | Company number  | incorporation | ownership<br>interest | Assets                | Liabilities | Revenues | Profit/loss   | using the equity<br>method |
| White Toque              |                 | USA           | 34%                   | 4,595                 | 3,333       | 23,982   | 54            | yes                        |
| MCP Group <sup>(1)</sup> | BE 0891.878.277 | Belgium       | 25%                   | 166,499               | 95,421      | 201,766  | 4,451         | yes                        |

(1): Sidech merged with the mcp Group on 01.10.2007

#### 3.2. Number of associates not consolidated: 3

| Name of the<br>associated<br>company | Company number   | Country of incorporation | % of<br>ownership<br>interest | Financial information<br>voting power (if different from %<br>of ownership interest) | Accounted for<br>using the equity<br>method |
|--------------------------------------|------------------|--------------------------|-------------------------------|--|---|
| Oléo <sup>(1)</sup>                  | BE 0882 262 708  | Belgium                  | 20,1%                         |  | no  |
| Biohainaut <sup>(2)</sup>            | BE 0866 6006 102 | Belgium                  | 20,0%                         |  | no  |
| Catena <sup>(3)</sup>                |                  | Germany                  | 40,8%                         | 51%  | no  |

(1) no confirmed completion as yet - (2) research centre - (3) Patents

The result of Oléo is stated under deductions on participations; the result of Biohainaut is stated under deductions on receivables and participations.

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## Business combinations

Most important business combinations in the previous financial year (mergers, divestitures, etc):

| Name of the company<br>acquired | Company number   | Type of<br>business<br>combination | Acquisition<br>date | % voting<br>shares<br>acquired | Description of the components<br>of the cost |
|---------------------------------|------------------|------------------------------------|---------------------|--------------------------------|--|
| Eurobatri - France              | FR 314 041 78022 | other                              | 01/01/07            | 99.75%                         | initial integration on<br>01/01/2007         |

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## Assets

|   | 2007    | 2006    |
|---|---------|---------|
| 1. NON-CURRENT FIXED ASSETS                 | 71,117  | 66,904  |
| Intangible assets                           | 15,530  | 15,790  |
| Goodwill                                    | 14,864  | 14,864  |
| Tangible assets                             | 27,834  | 28,897  |
| Companies consolidated by the equity method | 21,207  | 13,004  |
| Deferred tax assets                         | 1,619   | 1,879   |
| Other financial assets                      | 4,893   | 5,475   |
| Trade and other receivables (non-current)   | 34      | 1,859   |
| 2. CURRENT FIXED ASSETS                     | 100,340 | 107,360 |
| Assets held to be sold                      | 2,590   | 2,535   |
| Inventories                                 | 26,990  | 22,735  |
| Other current financial assets              | 1,408   | 13,855  |
| Trade and other receivables (current)       | 58,919  | 56,368  |
| Cash and cash equivalents (a)               | 9,779   | 11,074  |
| Other current assets                        | 654     | 793     |
| TOTAL ASSETS                                | 171,457 | 174,264 |

(a): as defined by IAS 7.6

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# Equity and liabilities

|   | 2007    | 2006    |
|---|---------|---------|
| 1. TOTAL EQUITY                           | 59,612  | 48,806  |
| Floridienne shareholder's and liabilities | 58,418  | 47,555  |
| Minority interests                        | 1,194   | 1,251   |
| 2. LIABILITIES                            | 111,845 | 125,458 |
| Non-current liabilities                   | 37,444  | 39,312  |
| Interest-bearing liabilities              | 28,085  | 29,566  |
| Deferred income                           | 2,006   | 2,260   |
| Provisions                                | 5,762   | 5,497   |
| Post-employment benefit obligations       | 955     | 1,342   |
| Deferred tax liabilities                  | 636     | 647     |
| Current liabilities                       | 74,401  | 86,146  |
| Interest-bearing liabilities              | 29,691  | 40,752  |
| Deferred income                           | 266     | 306     |
| Provisions                                | 1,272   | 1,009   |
| Post-employment benefit obligations       | 40      | 37      |
| Hedging liabilities                       | 78      | 90      |
| Trade and other payables                  | 41,459  | 43,338  |
| Other liabilities                         | 1,595   | 614     |
| TOTAL LIABILITIES                         | 171,457 | 174,264 |

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## Income statement

|  | 2007     | 2006     |
|--|----------|----------|
| OPERATING INCOME   | 207,276  | 165,406  |
| Revenues   | 202,760  | 160,725  |
| Property revenues  | 117      | 67       |
| Other income from ordinary activities                          | 1,579    | 2,067    |
| Other operating income   | 1,671    | 1,661    |
| Capitalized own production                                     | 1,149    | 886      |
| OPERATING EXPENSES ( - )                                       | -196,228 | -159,747 |
| Cost of good sold (-)  | -126,734 | -88,767  |
| Stock difference (-)   | 3,773    | -3,160   |
| Personnal expenses (-)   | -27,226  | -25,516  |
| Depreciation and amortisation ( - )                            | -4,292   | -4,412   |
| Impairment losses ( - )  | -16      | 14       |
| Other operating expenses (-)                                   | -41,733  | -37,906  |
| OPERATING RESULT   | 11,048   | 5,659    |
| Result on financial fixed assets                               | 214      | 1,821    |
| Financial income   | 5,335    | 4,948    |
| Financial expenses (-)   | -7,761   | -4,849   |
| Companies' results valued in accordance with the equity method | 4,004    | 1,808    |
| Profit (loss) before tax                                       | 12,840   | 9,387    |
| Income tax (-)   | -3,185   | -1,987   |
| Profit after tex, excuding discontinued operations             | 9,655    | 7,400    |
| Profit (loss) of the period                                    | 9,655    | 7,400    |
| Floridienne's Share  | 9,310    | 6,781    |
| Minority Interest  | 345      | 619      |

# Statement of changes in equity

|  | Pa     | iid-up cap        | ital             |                   | Reserves                     |                   |               |            |  |                      |                             |
|--|--------|-------------------|------------------|-------------------|------------------------------|-------------------|---------------|------------|--|----------------------|-----------------------------|
|  | Total  | lssued<br>capital | Share<br>premium | Total<br>reserves | Trans-<br>lation<br>reserves | Other<br>reserves | Own<br>shraes | Net Profit | Floridienne<br>sharehol-<br>der's equity | Minority<br>Interest | Sahre-<br>Holders<br>Equity |
| 1. BALANCE END OF YEAR 2005                                | 15,925 | 4,010             | 11,915           | 21,375            | -238                         | 21,613            | -232          | 5,687      | 42,755                                   | 1,236                | 43,991                      |
| Change in capital relating to business combinations        |        |                   |                  |                   |                              |                   |               |            |  | -41                  | -41                         |
| Movements on own shares                                    |        |                   |                  |                   |                              |                   | -13           |            | -13                                      |                      | -13                         |
| Dividends paid   |        |                   |                  | -1,896            |                              | -1,896            |               |            | -1,896                                   | -462                 | -2,358                      |
| Profit (loss) of the period                                |        |                   |                  |                   |                              |                   |               | 6,781      | 6,781                                    | 619                  | 7,400                       |
| of which: Foreign currency<br>exchange increase (decrease) |        |                   |                  | -157              | -157                         |                   |               |            | -157                                     |                      | -157                        |
| Other increase (decrease)                                  |        |                   |                  | 5,772             |                              | 5,772             |               | -5,687     | 85                                       | -101                 | -16                         |
| 2. BALANCE END OF YEAR 2006                                | 15,925 | 4,010             | 11,915           | 25,094            | -395                         | 25,489            | -245          | 6,781      | 47,555                                   | 1,251                | 48,806                      |
| Change in capital  | 4,500  | 198               | 4,302            |                   |                              |                   |               |            | 4,500                                    |                      | 4,500                       |
| Movements on own shares                                    |        |                   |                  |                   |                              |                   | -968          | 87         | -881                                     |                      | -881                        |
| Dividends paid   |        |                   |                  | -1,976            |                              | -1,976            |               |            | -1,976                                   | -412                 | -2,388                      |
| Profit (loss) of the period                                |        |                   |                  |                   |                              |                   |               | 9,310      | 9,310                                    | 345                  | 9,655                       |
| of which: Foreign currency exchange increase (decrease)    |        |                   |                  | -91               | -91                          |                   |               |            | -91                                      |                      | -91                         |
| Other increase (decrease)                                  |        |                   |                  |                   |                              | 6,781             |               | -6,781     |  | 10                   | 10                          |
| 3. BALANCE END OF YEAR 2007                                | 20,425 | 4,208             | 16,217           | 23,027            | -486                         | 30,295            | -1,213        | 9,397      | 58,418                                   | 1,194                | 59,612                      |

| Statement of Equity                         | 2007    | 2006    |
|---|---------|---------|
| Subscribed capital at the end of the period | 4,208   | 4,010   |
|   |         |         |
| Structure of the capital                    | 864,094 | 823,396 |
| No-par value shares                         | 864,094 | 823,396 |
| Registered shares                           | 466,638 | 392,997 |
| Bearer shares                               | 397,456 | 430,399 |

During the 2007 financial year, Floridienne S.A. increased its capital by kEUR 198 through the issuance of 40,698 new non-par, paid-in shares.

| Treasury shares                       | 2007   | 2006   |
|---------------------------------------|--------|--------|
| Held by subsidiaries                  |        |        |
| Amount of capital held                | 52,392 | 20,279 |
| Corresponding number of shares        | 10,758 | 4,164  |
|                                       |        |        |
| Capital authorised but not subscribed | 4,208  | 4,010  |

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## Cash flow statement

|  | 2007    | 2006   |
|--|---------|--------|
| 1. CASH AND CASH EQUIVALENTS, BEGINNING BALANCE              | 24,929  | 22,880 |
| 2. NET CASH FLOWS RELATING TO OPERATING ACTIVITIES           | 10,487  | 5,155  |
| Cash flows relating to operations                            | 12,938  | 10,846 |
| Result before tax  | 12,840  | 9,396  |
| Depreciation and amortisation of fixed assets                | 4,307   | 4,398  |
| Companies results according to equity-method                 | -4,005  | -1,809 |
| Impairmentlosses   | 1,077   | 463    |
| Other non cash adjustments                                   | -1,416  | -2,907 |
| Provisions   | -321    | 1,100  |
| Finance expenses   | 3,366   | 2,344  |
| Income tax   | -2,910  | -2,139 |
| Working capital requirement                                  | -2,451  | -5,691 |
| 3. NET CASH FLOWS RELATING TO INVESTING ACTIVITIES           | -2,102  | -4,366 |
| Acquisitions ( - )   | -8,456  | -9,928 |
| Acquisition of fixed assets and other non-financial assets   | -3,676  | -5,411 |
| Acquisition of financial assets                              | -4,780  | -4,517 |
| Disposals  | 5,956   | 5,335  |
| Disposal of fixed assets and other non-financial assets      | 1,681   | 2,561  |
| Disposal of financial assets                                 | 2,085   | 2,393  |
| Disposal of other assets                                     | 2,190   | 381    |
| Other financial items relating to investment activities      | 398     | 227    |
| 4. NET CASH FLOWS RELATING TO FINANCING ACTIVITIES           | -14,458 | 1,459  |
| Proceeds from capital increase, bank loans, leases           | 12,379  | 10,683 |
| Capital increase and issue premiums                          | 4,500   | 0      |
| Resources from new credits                                   | 7,879   | 10,683 |
| Repayments relating to cash flows from financing ( - )       | -24,765 | -7,413 |
| Repayment of bank financing and lease liabilities ( - )      | -4,991  | -8,111 |
| Finance costs  | -3,405  | -2,759 |
| Changes in bank overdrafts                                   | -16,369 | 3,457  |
| Dividends paid   | -2,072  | -1,811 |
| 5. NET INCREASE IN CASH AND CASH EQUIVALENTS (2 + 3 + 4)     | -6,073  | 2,248  |
| 6. EFFECT OF EXCHANGE RATE CHANGES                           | -110    | -38    |
| 7. EFFECT OF CHANGES IN SCOPE OF CONSOLIDATION               | -7,559  | -161   |
| 8. CASH AND CASH EQUIVALENTS, ENDING BALANCE (1 + 5 + 6 + 7) | 11,187  | 24,929 |

Summarising 2007, our cash position has decreased by kEUR 13,742. In contrast, our financial debt has been reduced by kEUR 14,458. With the cash flow resulting from our business operations we were able to finance our investment activities and slightly improve our debt situation.

| The current net cash position has changed as follows (8 - 1 - 4) | 716 | 590 |
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## Report of the Auditors

## REPORT OF THE AUDITORS TO THE GENERAL SHAREHOLDERS' MEETING ON THE CONSOLIDATED FINANCIAL STATEMENTS OF FLORIDIENNE SA/NV AS OF AND FOR THE YEAR ENDED 31 DECEMBER 2007

In accordance with the legal requirements, we report to you in the context of our appointment as statutory auditors. This report includes our opinion on the consolidated financial statements as well as the required additional statements and information.

#### Unqualified opinion on the consolidated financial statements

We have audited the consolidated financial statements of FLORIDIENNE SA/NV and its subsidiaries (the "Group") as of and for the year ended 31 December 2007, prepared in accordance with International Financial Reporting Standards, as adopted by the European Union, and with the legal and regulatory requirements applicable to quoted companies in Belgium. These consolidated financial statements comprise the consolidated balance sheet as of 31 December 2007 and the consolidated statements of income, changes in shareholders' equity and cash flows for the year then ended, as well as the summary of significant accounting policies and other explanatory notes. The total of the consolidated balance sheet amounts to EUR 171.458.(000) and the consolidated income statement shows a profit for the year (group share) of EUR 9.310.(000). The annual financial statements of several significant subsidiaries included in the consolidation have been audited by other external auditors. Our opinion on the consolidated financial statements, insofar as it relates to the amounts contributed by those entities, is based upon the reports of those other auditors.

The company's board of directors is responsible for the preparation of the consolidated financial statements. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the legal requirements applicable in Belgium and with Belgian auditing standards, as issued by the "Institut des Reviseurs d'Entreprises/Instituut der Bedrijfsrevisoren". Those auditing standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement.

In accordance with the auditing standards referred to above, we have carried out procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The selection of these procedures is a matter for our judgment, as is the assessment of the risk that the consolidated financial statements contain material misstatements, whether due to fraud or error. In making those risk assessments, we have considered the Group's internal control relating to the preparation and fair presentation of the consolidated financial statements, in order to design audit procedures that were appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. We have also evaluated the appropriateness of the accounting policies used and the reasonableness of accounting estimates

made by management, as well as the presentation of the consolidated financial statements taken as a whole. Finally, we have obtained from the board of directors and Group officials the explanations and information necessary for our audit. We believe that the audit evidence we have obtained, together with the reports of other auditors on which we have relied, provides a reasonable basis for our opinion.

In our opinion, based on our audit and on the reports of other auditors, the consolidated financial statements give a true and fair view of the Group's net worth and financial position as of 31 December 2007 and of its results and cash flows for the year then ended in accordance with International Financial Reporting Standards, as adopted by the European Union, and with the legal and regulatory requirements applicable to quoted companies in Belgium.

#### Additional statements and information

The company's board of directors is responsible for the preparation and content of the management report on the consolidated financial statements

Our responsibility is to include in our report the following additional comment, which does not have any effect on our opinion on the consolidated financial statements:

• The management report on the consolidated financial statements deals with the information required by the law and is consistent with the consolidated financial statements. However, we are not in a position to express an opinion on the description of the principal risks and uncertainties facing the companies included in the consolidation, the state of their affairs, their forecast development or the significant influence of certain events on their future development. Nevertheless, we can confirm that the information provided is not in obvious contradiction with the information we have acquired in the context of our appointment.

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Brussels, May 28, 2008 GOOSSENS GOSSART JOOS SCPRL INDEPENDENT AUDITORS

represented by

Daniel GOOSSENS

Floridienne Group

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#### Floridienne

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