



[FINANCIAL INFORMATION]

STATUTORY
ANNUAL ACCOUNTS

2004
ROULARTA MEDIA GROUP

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ANNUAL REPORT
2004
STATUTORY ANNUAL ACCOUNTS

[ANNUAL REPORT OF THE BOARD OF DIRECTORS]

to the ordinary general meeting of shareholders of 17 May 2005 concerning the annual accounts for the year ending on 31 December 2004.

Dear shareholders,

We are pleased to report to you, pursuant to article 95 and 96 of the Companies' Code, on the activities of our company and our management during the past financial year ending on 31 December 2004.

NOTES TO THE ANNUAL ACCOUNTS

These comments are based on the balance sheets after the appropriation of profits, and are therefore subject to the approval by the annual general meeting of the proposals for the appropriation of profits.

The draft of the annual accounts has been drawn up pursuant to the stipulations of the royal decree of 30 January 2001 in implementation of the Companies' Code, in particular book II title I concerning the annual accounts of enterprises, and in accordance with the particular legal and regulatory provisions that apply to the company. The main activities of Roularta Media Group NV lie in the field of

printed media. RMG NV also has participating interests in a number of printed media, audiovisual media, printing companies and in companies providing services to group companies.

The annual accounts offer you a general overview of our company's activities and of the results achieved. Over the past financial year a profit of 16,582,585.18 euros was realised as compared to a profit of 17,369,871.47 euros for the financial year 2003.

Compared to 2003 both the balance sheet and the profit and loss account were affected as from 1 January 2004 by the merger with the subsidiaries NV Trends Magazine (editorial office Trends) and NV Vlaamse Tijdschriften Uitgeverij (editorial office Knack, Weekend Knack and Focus Knack), by the takeover of the technical magazines of Keesing Publishers, and by the transfer of the exploitation of titles such as Tendances and Cash from subsidiary NV Biblo to NV Roularta Media Group.

This period's investments in intangible assets refer to the purchase of the titles of technical magazines from Keesing Publishers,

BALANCE SHEET AFTER APPROPRIATION					
ASSETS	In thousands of euros	31/12/2004	%	31/12/2003	%
Fixed assets		222,098	72.65	211,108	72.81
Current assets		83,628	27.35	78,839	27.19
TOTAL ASSETS		305,726	100	289,947	100
LIABILITIES		31/12/04	%	31/12/03	%
Shareholders' equity		187,032	61.18	176,541	60.89
Provisions and deferred taxes		1,420	0.46	1,644	0.57
Amounts payable > 1 year		18,166	5.94	18,486	6.37
Permanent equity		206,618	67.58	196,671	67.83
Amounts payable < 1 year		97,545	31.91	92,141	31.78
Accrued charges and deferred income		1,563	0.51	1,135	0.39
TOTAL LIABILITIES		305,726	100	289,947	100

From the above data we derive the following ratios:

	31/12/2004	31/12/2003
1. Liquidity (current assets / short-term payables)	0.86	0.86
2. Solvency (shareholders' equity / total assets)	61.18%	60.89%

the acquisition of the goodwill from Cash from subsidiary NV Publindus in liquidation, the purchase of software packages and the development of specific software for administration and commercial follow-up.

Major investments in the field of tangible assets are the construction of an additional floor on the editorial building Brussels Media Centre in Haren-Brussels. Furthermore, investments were made in maintenance works to own and rented buildings and in different office supplies and vehicles.

Changes in financial fixed assets mainly refer to:

- the increase of the participating interest in the Studio Press group from 50% to 100%;
- the acquisition of all shares of NV Press News, publisher of magazines on royal families (such as Royals, Dynasty);
- the 70% stake in a newly incorporated Slovenian company Mestne Revije d.o.o., with the objective of publishing a Steps City Magazine in Slovenia;
- the 100% participating interest in a newly incorporated French company SAS A Nous Province, with the objective of publishing Steps City Magazines in France;
- the acquisition of 100% of the shares of NV @-Invest, as a result of which the additional 50% of the shares in NV Eye-d were acquired;
- acquisition of 15.39% of the shares of SA Cyber Press Publishing, publisher of magazines on leisure activities;
- the re-acquisition of the 30% participating interest in SAS

A Nous Paris (after the reversal of the sale recorded in 2003);
- the funding, in the form of loans, of some subsidiaries.

Investments consists of 289,492 own shares held by the company as at 31 December 2004. The shares allocated to stock option plans for employees were valued at the option exercise price. The other shares were valued at purchase price, because this was lower than the closing price on the balance sheet date.

On 23 June 2004 the capital was increased by 486,645.60 euros by the creation of 43,625 new shares with the related VVPR strips following an exercise of warrants. The board of directors, making use of the authorised capital, then increased the capital by 354.40 euros by incorporating reserves available for distribution in the same amount, without issuing new shares, in order to bring capital to 118,950,000.00 euros.

Long-term financial debts have fallen slightly due to, on the one hand the payment of loans to credit institutions and, on the other hand, an increase of the debts to subsidiaries and joint-ventures. The other long-term debts have risen because part of the take-over price of NV Press News will not be paid until early 2006.

Short-term financial debts have risen due to the temporary take out of straight loans. The other short-term debts have risen sharply because the dividend to be paid for 2004 is 50% higher than in 2003 (0.75 euro as compared to 0.50 euro per share).

The net profit from the current and the previous financial year is composed as follows:

APPROPRIATION ACCOUNT			
	In thousands of euros	31/12/2004	31/12/2003
Turnover		256,955	243,046
Other operating income		12,808	10,810
Goods for resale		- 154,704	- 163,659
Services and other goods		- 57,857	- 45,798
Remuneration, social security costs and pensions		- 34,101	- 23,596
Depreciations		- 3,729	- 3,939
Write-offs		- 454	44
Provisions		305	55
Other operating costs		- 987	- 956
Operating profit		18,236	16,007
Financial result		7,876	7,229
Extraordinary result		- 5,280	- 1,494
Transfer from deferred taxation		44	46
Income taxes		- 3,609	- 4,475
Profit/loss for the period		17,267	17,313
Transfer from (+) / to (-) untaxed reserves		- 685	57
PROFIT FOR THE PERIOD AVAILABLE FOR APPROPRIATION		16,582	17,370

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Turnover increased due to a rise in advertising, subscriptions and newsstand sales. The rise is partly due to an increase in the turnover of existing products and partly due to acquisitions.

The cost item 'goods for resale' decreased as a consequence of the merger of NV Trends Magazine and NV Vlaamse Tijdschriften Uitgeverij with NV Roularta Media Group, due to which the previously charged subcontracting costs ceased to exist.

The rise in services and other goods and in personnel costs is also a consequence of the aforementioned merger, the take-over of the technical magazines and the exploitation of Tendances and Cash.

The combined effect of the above was a net increase of the operating profit by 2.23 million euros.

Financial income rose, primarily owing to surplus values realised on current assets.

The extraordinary result was unfavourably affected by the write-

down on the participation interest in a number of subsidiaries and joint-ventures and by the withdrawal of the profit made in 2003 from the sale of the participating interest in SAS A Nous Paris (because the strategy of the French buyer changed, and given the good cooperation between parties, the sale was cancelled in 2004).

CONFLICTING INTEREST RELATING TO A DIRECTOR'S PERSONAL ASSETS

During the year no director had any conflicting interest relating to his or her personal assets.

IMPORTANT EVENTS AFTER THE END OF THE FINANCIAL YEAR

No important events occurred after the end of the financial year which could significantly affect the profit and the financial position of the company.

We propose to appropriate the profit as follows:

APPROPRIATION ACCOUNT		
A. Profit to be appropriated		16,615,172.29
Consisting of:		
- Profit for the period available for appropriation	16,582,585.18	
- Profit brought forward	32,587.11	
C. Transfers to capital and reserves		- 9,348,699.99
Consisting of:		
- transfer to legal reserve	- 48,699.99	
- transfer to other reserves	- 9,300,000.00	
D. Result to be carried forward		- 37,133.05
F. Distribution of profit		- 7,229,339.25
Consisting of		
- dividends	- 7,229,339.25	

The dividends consist of:

Type of shares	Total Gross	Retained withholding tax	Total Net	Number of shares	Net/share
Ordinary shares	€ 6,091,038.75	€ 1,522,759.69	€ 4,568,279.06	8,121,385 (8,410,877 - 289,492) ¹	€ 0.563
Ordinary shares with VVPR strip	€ 1,138,300.50	€ 170,745.08	€ 967,555.42	1,517,734	€ 0.638

We propose that the dividends be payable from 1 June 2005 upon presentation of coupon no. 7 and, where applicable, VVPR strip no. 7 at the banking counters of ING, Bank Degroof and KBC Bank.

¹ See below - the dividend on own shares is assigned to the other shares.

INFORMATION ABOUT CIRCUMSTANCES THAT COULD SIGNIFICANTLY INFLUENCE THE COMPANY'S DEVELOPMENT

We do not anticipate any particular circumstances that could significantly influence the future development of our company.

RESEARCH AND DEVELOPMENT

Roularta Media Group continues to work on its development within the new media such as the internet. In addition to sociological and market research, the R&D department is also doing research in the field of DTP.

CAPITAL INCREASE AND ISSUE OF CONVERTIBLE BONDS AND WARRANTS DECIDED BY THE BOARD OF DIRECTORS IN THE COURSE OF THE FINANCIAL YEAR

The board of directors did not take any decision during the past financial year to issue convertible bonds and/or warrants in the framework of the authorized capital.

On 23 June 2004 the board of directors, making use of the authorized capital, increased capital by 354.40 euros by incorporating reserves available for distribution in the same amount, without issuing new shares, in order to bring capital to 118,950,000.00 euros.

SUB-BRANCHES

The company does not have any sub-branches.

OWN SHARES

During 2004 the board of directors acquired a net 1,894 own shares in the company. The statutory authorisation for the purchase of own shares was renewed by the extraordinary general meeting of 18 May 2004.

The 289,492 own shares held by the company at 31 December 2004 were acquired at a total cost of 7,135,313.50 euros. These own shares are recorded in assets under 'current assets - investments'.

The dividend entitlement attached to own shares is distributed, undiminished, to the other shares, the entitlements of which are not suspended. The corresponding coupons (coupon no. 7 - VVPR strip no. 7) have been destroyed².

SHARES OWNED BY A SUBSIDIARY

The companies' subsidiaries do not hold any shares of Roularta Media Group NV.

ADDITIONAL TASKS OF THE AUDITOR

During 2004 the statutory auditor or persons having an employment or cooperation relationship with the statutory auditor invoiced total fees of 30,235.60 euros, 2,550.00 of which for additional audit activities and 27,685.60 euros for extraordinary tasks and

special assignments in relation to the mandate of the auditor and other auditing activities.

OUTLOOK

The year 2005 started off well, both in the field of job ads (with Streekpersoneel in De Streekkrant, with TopTalent in De Zondag, Knack en Trends and with Références in Le Vif/L'Express and Trends/Tendances), and in the field of commercial advertising. The readers' market is growing and plus products are bringing in additional income. On the other hand, we are taking into account rising paper prices in 2005.

The cost-saving measures introduced in earlier years in order to increase general productivity are being continued.

The company will continue in 2005 its careful expansion policy home and abroad, aimed at selective acquisitions of high-potential magazines which can continue to grow under the influence of the Roularta synergies.

EMPLOYEE MOTIVATION PLAN

Stock options and warrants

The company wishes to motivate its management and employees on an ongoing basis and to offer them the opportunity of benefiting from the growth of Roularta Media Group and the evolution of the Roularta share.

The company has therefore developed two warrant plans, one dating from before its market listing, and three stock option plans. One warrant plan and one stock option plan have now reached the exercise period. No new option or warrant plans were introduced by the board of directors in 2004.

ANNOUNCEMENT WITH REGARD TO THE USE BY THE COMPANY OF FINANCIAL INSTRUMENTS, INsofar AS IT IS OF IMPORTANCE IN THE ASSESSMENT OF ITS ASSETS, LIABILITIES, FINANCIAL POSITION AND PROFIT

The company has not used any such financial instruments.

APPOINTMENTS

No terms of office of directors end at this general meetings.

On 17 May 2004 Mr. Bert Kuijpers resigned from his office of Director. He was not replaced.

DISCHARGE

We request the general meeting to approve the annual accounts presented to it and to accept the proposed appropriation of profit, and also to grant discharge to the directors and to the statutory auditor in respect of the exercise of their office.

*Done in Roeselare on 11 March 2005
The board of directors*

² See above table of dividends.

[STATUTORY ANNUAL ACCOUNTS]

1. STATUTORY BALANCE SHEET AFTER APPROPRIATION		
ASSETS	2004	2003
FIXED ASSETS	222,098	211,108
II. Intangible assets	5,522	5,323
III. Tangible assets	14,423	14,179
A. Land and buildings	11,968	12,272
B. Plant, machinery and equipment	212	322
C. Furniture and vehicles	2,131	1,532
E. Other tangible assets	112	53
IV. Financial assets	202,153	191,606
A. Affiliated enterprises	198,355	188,491
1. Investments	170,225	159,490
2. Amounts receivable	28,130	29,001
B. Other enterprises linked by participating interests	2,724	2,018
1. Investments	2,432	1,114
2. Amounts receivable	292	904
C. Other financial assets	1,074	1,097
1. Shares	653	652
2. Amounts receivable and cash guarantees	421	445
CURRENT ASSETS	83,628	78,839
V. Amounts receivable after more than one year	1,033	1,244
B. Other investments and deposits	1,033	1,244
VII. Amounts receivable within one year	62,315	60,552
A. Trade debtors	59,347	57,427
B. Other amounts receivable	2,968	3,125
VIII. Investments	8,135	5,990
A. Own shares	7,135	5,990
B. Other investments and deposits	1,000	
IX. Cash at bank and in hand	10,571	9,630
X. Deferred charges and accrued income	1,574	1,423
TOTAL ASSETS	305,726	289,947

All financial amounts expressed in thousands of euros.

[STATUTORY ANNUAL ACCOUNTS]

LIABILITIES	2004	2003
CAPITAL AND RESERVES	187,032	176,541
I. Capital	118,950	118,463
A. Issued capital	118,950	118,463
II. Share premium account	306	306
IV. Reserves	67,694	57,660
A. Legal reserve	11,895	11,846
B. Reserves not available for distribution	7,135	5,990
1. In respect of own shares held	7,135	5,990
C. Untaxed reserves	2,502	1,816
D. Reserves available for distribution	46,162	38,008
V. Profit carried forward	37	33
VI. Investment grants	45	79
PROVISIONS AND DEFERRED TAXATION	1,420	1,644
VII. A. Provisions for liabilities and charges	1,117	1,289
1. Pensions and similar obligations	160	434
4. Other liabilities and charges	957	855
B. Deferred taxation	303	355
CREDITORS	117,274	111,762
VIII. Amounts payable after more than one year	18,166	18,486
A. Financial debts	16,774	17,894
4. Credit institutions	12,074	16,894
5. Other loans	4,700	1,000
D. Other amounts payable	1,392	592
IX. Amounts payable within one year	97,545	92,141
A. Current portion of amounts payable after more than one year	4,820	4,995
B. Financial debts	1,000	
1. Credit institutions	1,000	
C. Trade debts	64,757	63,014
1. Suppliers	64,757	62,423
2. Bills of exchange payable		591
D. Advances received on contracts in progress	11,380	9,902
E. Taxes, remuneration and social security	8,256	5,167
1. Taxes	2,123	954
2. Remuneration and social security	6,133	4,213
F. Other amounts payable	7,332	9,063
X. Accrued charges and deferred income	1,563	1,135
TOTAL LIABILITIES	305,726	289,947

All financial amounts expressed in thousands of euros.

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2. STATUTORY INCOME STATEMENT		
INCOME STATEMENT	2004	2003
I. Operating income	269,763	253,856
A. Turnover	256,955	243,046
D. Other operating income	12,808	10,810
II. Operating charges	- 251,527	- 237,849
A. Raw materials, consumables and goods for resale	154,704	163,659
1. Purchases	154,704	163,659
B. Services and other goods	57,857	45,798
C. Remuneration, social security costs and pensions	34,101	23,596
D. Depreciation of and other amounts written off formation expenses, intangible and tangible fixed assets	3,729	3,939
E. Increase / decrease in amounts written off stocks, contracts in progress and trade debtors	454	- 44
F. Increase / decrease in provisions for liabilities and charges	- 305	- 55
G. Other operating charges	987	956
III. OPERATING PROFIT	18,236	16,007
IV. Financial income	10,023	9,218
A. Income from financial fixed assets	8,670	8,645
B. Income from current assets	339	393
C. Other financial income	1,014	180
V. Financial charges	- 2,147	- 1,989
A. Interests and other debt charges	1,224	1,498
B. Increase / decrease in amounts written off current assets other than those mentioned under II. E	402	8
C. Other financial charges	521	483
VI. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXES	26,112	23,236
VII. Extraordinary income	17,426	4,802
B. Adjustments to amounts written off financial fixed assets	16,325	31
C. Adjustments to provisions for extraordinary liabilities and charges		3,144
D. Gain on disposal of fixed assets	1,057	1,576
E. Other extraordinary income	44	51
VIII. Extraordinary charges	- 22,706	- 6,296
B. Amounts written off financial fixed assets	5,340	6,096
D. Loss on disposal of fixed assets	17,339	169
E. Other extraordinary charges	27	31
IX. PROFIT FOR THE PERIOD BEFORE TAXES	20,832	21,742
IX. Bis	44	46
A. Transfer from deferred taxation	44	46
X. Income taxes	- 3,609	- 4,475
A. Income taxes	- 3,609	- 4,475
XI. PROFIT FOR THE PERIOD	17,267	17,313

All financial amounts expressed in thousands of euros.

XII. Transfer from untaxed reserves	- 685	57
A. Transfer from untaxed reserves	65	57
B. Transfer to untaxed reserves	- 750	
XIII. PROFIT FOR THE PERIOD AVAILABLE FOR APPROPRIATION	16,582	17,370

APPROPRIATION ACCOUNT	2004	2003
A. Profit to be appropriated	16,615	17,373
1. Profit for the period available for appropriation	16,582	17,370
2. Profit brought forward	33	3
C. Transfers to capital and reserves	- 9,349	- 12,541
2. To legal reserve	49	741
3. To other reserves	9,300	11,800
D. Result to be carried forward	-37	- 33
1. Profit to be carried forward	37	33
F. Distribution of profit	- 7,229	- 4,799
1. Dividends	7,229	4,799

All financial amounts expressed in thousands of euros.

[STATUTORY ANNUAL ACCOUNTS]

3. SUMMARY OF THE VALUATION RULES

FORMATION EXPENSES

Formation expenses are valued at acquisition cost and are charged to income in full in the year occurred. Where these formation expenses include substantial amounts, these are amortised on a straight-line basis over five years.

INTANGIBLE FIXED ASSETS

Intangible fixed assets include titles acquired from third parties or contributed to the company. These are amortised over their estimated economic life. Most titles have a life of 10 to 12 years: these are amortised on a straight-line basis at 10% or 8.33% a year. Exceptionally, a title can be amortised at 20% or 25%.

Software is amortised at 20% or at 33.33% on a straight-line basis. Existing software that is transferred within the group is amortised on the net book value at 40% or 50% a year.

Research and development costs are charged immediately to the income statement. The Board of Directors may decide to capitalise significant amounts.

TANGIBLE FIXED ASSETS

Tangible fixed assets are recorded at acquisition value, less depreciation and reductions in value. Ancillary costs such as bringing into service and transport, and also non-deductible V.A.T., are charged directly to the income statement. Non-deductible V.A.T. on cars is capitalised.

Tangible fixed assets are depreciated at the following rates:

	Straight-line		Reducing balance	
	minimum	maximum	minimum	maximum
Land		0%		
Buildings	2%	10%	4%	20%
Roadworks			10%	25%
Other installations	5%	20%	10%	40%
Major maintenance	10%	50%	10%	25%
Establishment of buildings	10%	20%	10%	25%
Plant, machinery and equipment	20%	33.33%	20%	50%
Office equipment	10%	33.33%	20%	50%
Vehicles	20%	33.33%		
Leasing of machinery	20%	33.33%	20%	50%
Assets under construction (not prepaid)	0%			

Second-hand equipment and machinery is depreciated at 50% a year.

Works of art that do not reduce in value are not depreciated.

FINANCIAL FIXED ASSETS

Participating interests and shares are valued at acquisition value. Amounts receivable from companies in which the company has a participating interest are included under financial fixed assets when the board of directors has the intention of permanently supporting the debtor in question. These receivables are recorded at their face value.

In the event of a permanent loss of value, a reduction of value can be recorded.

STOCKS

Raw and ancillary materials and goods purchased for resale are valued by the FIFO method. Outdated and slow-moving stocks are systematically written down.

Print work in progress is valued at production costs including indirect production costs.

AMOUNTS RECEIVABLE

Amounts receivable are recorded at nominal value.

Reductions in value are applied on the basis of either determined losses, or of individual doubtful balances.

INVESTMENTS AND CASH AT BANK AND IN HAND

Own shares are valued as follows: own shares earmarked to cover option plans are valued at either acquisition cost or the lower of exercise price or market value. The remaining own shares are valued at the lower of acquisition cost or market value.

Other securities are valued at acquisition cost.

Term deposits and cash at bank and in hand are recorded at their face value.

DEFERRED AND ACCRUED ACCOUNTS

Deferred and accrued accounts are recorded and valued at their acquisition value and are included in the balance sheet in respect of the amount that runs over into the following financial year.

INVESTMENT GRANTS

This heading contains investment grants actually attributed. These are taken into income *pari passu* with depreciation on the assets to which they refer.

The amount of deferred taxes on these investment grants is transferred to the 'deferred taxation' account.

PROVISIONS FOR LIABILITIES AND CHARGES

Based on an assessment of the situation by the board of directors on the balance sheet closing date, provisions are set up to cover any losses which are probable or certain at the balance sheet date, but to which no precise figure can yet be attached.

AMOUNTS PAYABLE

Amounts payable are recorded in the balance sheet at nominal value. The necessary provisions are recorded on the balance sheet date for social security, tax and commercial liabilities.

FOREIGN CURRENCIES

Amounts receivable and payable in foreign currency are originally recorded at the prevailing exchange rate. Amounts receivable and payable expressed in foreign currency are translated at the end of the year at the closing exchange rate, unless specifically hedged. The resulting translation differences are charged to the income statement when the calculation per individual currency gives rise to a negative difference and are included under 'deferred income' when the calculation per individual currency gives rise to a positive difference. ■

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4. SOCIAL REPORT

Numbers of joint industrial committees which are competent for the enterprise: 130.00 218.00

I. STATEMENT OF THE PERSONS EMPLOYED

A. Employees recorded in the personnel register

1. During the financial period and during the preceding financial period	Full-time 2004	Part-time 2004	Total (T) or total full-time equivalents (FTE) 2004	Total (T) or total full-time equivalents (FTE) 2003
Average number of employees	549.1	144.4	656.1 (FTE)	509.6 (FTE)
Number of actual working hours	864,850	171,351	1,036,201 (T)	795,701 (T)
Personnel charges	29,078	5,023	34,101 (T)	23,596 (T)
Amount of the benefits in addition to wages			124 (T)	76 (T)
2. As at closing date of the financial period		Full-time	Part-time	Total of full-time equivalents
a. Number of employees recorded in the personnel register		549	145	656.8
b. By nature of the employment contract				
Contract of unlimited duration		548	145	655.8
Contract of limited duration		1	-	1.0
c. By sex				
Male		261	16	272.1
Female		288	129	384.7
d. By professional category				
Employees		521	130	618.3
Workers		28	15	38.5
B. Temporary personnel and persons placed at the disposal of the enterprise				Temporary personnel
During the financial period				
Average number of personnel employed				22.7
Number of actual working hours				43,791
Charges to the enterprise				886

All financial amounts expressed in thousands of euros.

II. LIST OF PERSONNEL MOVEMENTS DURING THE FINANCIAL PERIOD			
	Full-time	Part-time	Total of full-time equivalents
A. Entrants			
a. Number of employed persons recorded in the personnel register during the financial period	187	20	202.6
b. By nature of the employment contract			
Contract of unlimited duration	184	20	199.6
Contract of limited duration	1	-	1.0
Contract of replacement	2	-	2.0
c. By sex and level of education			
Male			
- Primary education	2	-	2.0
- Secondary education	12	1	12.5
- Higher non-university education	36	2	37.3
- University education	59	2	60.5
Female			
- Primary education	1	1	1.6
- Secondary education	21	3	23.3
- Higher non-university education	26	9	33.6
- University education	30	2	31.8
B. Leavers			
a. Number of employed persons of which the date of termination of the contracts has been recorded in the personnel register during the financial period	40	13	49.2
b. By nature of the employment contract			
Contract of unlimited duration	38	13	47.2
Contract regarding substitution	2	-	2.0
c. By sex and level of education			
Male			
- Primary education	3	-	3.0
- Secondary education	4	2	5.6
- Higher non-university education	8	2	8.4
- University education	4	1	4.8
Female			
- Secondary education	6	3	8.3
- Higher non-university education	11	5	15.1
- University education	4	-	4.0
d. By reason of termination of contract			
Pension	2	2	3.3
Prepension	1	-	1.0
Dismissal	8	4	11.4
Other reason	29	7	33.5

All financial amounts expressed in thousands of euros.

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III. STATEMENT CONCERNING THE IMPLEMENTATION OF MEASURES STIMULATING EMPLOYMENT DURING THE FINANCIAL PERIOD			
Measures generating financial profit	Number of employed persons involved		3. Amount of the financial profit
	1. Number	2. In full-time equivalents	
1. Measures generating financial profit			
1.6. Structural reduction of social security contributions	725	685.1	1,067
1.11. Initial job agreement	16	16.0	12
2. Other measures			
2.3. Conventional prepension	5	4.8	
2.4. Reduction of employee's social security contribution regarding low-wage workers	18	17.0	
Number of employees involved in one or more measures stimulating employment			
Total for financial period	725	685.0	
Total for the previous financial period	568	533.7	
IV. INFORMATION ON VOCATIONAL TRAINING FOR EMPLOYED PERSONS DURING THE FINANCIAL PERIOD			
Total of training initiatives at the expense of the employer		Male	Female
1. Number of employees		195	251
2. Number of training hours		4,673	6,074
3. Charges to enterprise		310	373

All financial amounts expressed in thousands of euros.

[STATUTORY AUDITOR'S REPORT]

for the year ended 31 December 2004 to the shareholder's meeting

To the Shareholders

In accordance with the legal and statutory requirements, we are pleased to report to you on our audit assignment which you have entrusted to us.

We have examined the financial statements for the year ended 31 December 2004, which have been prepared under the responsibility of the Board of Directors and which show a balance sheet total of € 305,726,(000) and an income statement resulting in a profit for the year of € 17,267,(000). In addition, as required by the Company Law, we have performed specific additional audit procedures.

UNQUALIFIED AUDIT OPINION ON THE FINANCIAL STATEMENTS

We conducted our audit in accordance with the standards of the 'Institut des Reviseurs d'Entreprises/Instituut der Bedrijfsreviseurs'. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement taking into account the legal and statutory requirements applicable to financial statements in Belgium.

In accordance with these standards we have taken into account the administrative and accounting organization of your company as well as the procedures of internal control. The responsible officers of the company have clearly replied to all our requests for information and explanations. We have examined, on a test basis, the evidence supporting the amounts included in the financial statements. We have assessed the accounting policies used, the significant estimates made by the company and the overall presentation of the financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, taking into account the applicable legal and regulatory requirements, the financial statements give a fair and true view of the company's assets, liabilities, financial position as of 31 December 2004, and the results of its operations for the year then ended, and the information given in the notes to the financial statements is adequate.

ADDITIONAL CERTIFICATIONS

We supplement our report with the following certifications which do not modify our audit opinion on the financial statements:

- The directors' report contains the information required by the Company Law and is consistent with the financial statements.

- Without prejudice to certain formal aspects of minor importance, the accounting records are maintained and the financial statements have been prepared in accordance with the legal and statutory requirements applicable in Belgium.

- No transactions have been undertaken or decisions taken in violation of the company's statutes or the Company Law which we would have to report to you. The appropriation of the results proposed to the General Meeting is in accordance with legal and statutory requirements.

19 April 2005

The Statutory Auditor

*DELOITTE & TOUCHE Reviseurs d'Entreprises
SC s.f.d. SCRL
Represented by Jos Vlaminckx*