

THE BOARD OF DIRECTOR'S MANAGEMENT REPORT

FINANCIAL YEAR 2004

CORPORATE ACCOUNTS AND CONSOLIDATED


ACCOUNTS AT 31 DECEMBER 2004

PRESENTED TO THE GENERAL MEETING

OF 27 APRIL 2005

COMPAGNIE DU BOIS SAUVAGE

Compagnie du Bois Sauvage
Limited company with capital
of EUR 105,136,956
Head office: rue du Bois Sauvage, 17
in B-1000 Brussels (Belgium)
TVA BE 0402 964 823
RPM Brussels



On 29 March 2005, the Banking, Finance and Insurance Commission authorised the use of this annual report as a reference document for any public invitation for investment which might be launched by Compagnie du Bois Sauvage up until the publication of its next annual report, pursuant to the law of 22 April 2003 relating to securities public offers.

In this procedure, the reference document must be accompanied by an operating note in order to constitute a prospectus according to chapter IV of the aforementioned law.

The prospectus must be submitted for the approval of the Banking, Finance and Insurance Commission in accordance with Article 14 of the aforementioned law.

This report has been translated from French into Dutch and English.

In the event of a difference between the various linguistic versions, the French language version shall be authoritative.

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The net profit for the year 2004, EUR 57 million, will be used by the company to replenish the reserves that were reduced significantly in 2002.

A solid performance on the stock and financial markets and the development and management of holdings led to a strong improvement in recurring income and made it possible to reverse large write-downs.

In line with its dividend policy (to steadily increase dividends paid while ensuring that these rise at least as quickly as inflation), the Board proposes to pay a gross dividend of EUR 8 per share. It also proposes that the company allocate a new share for 50 shares held.

In 2004 the company successfully issued a 7-year EUR 31,5 million convertible bond offering a 5,25% coupon. Conversion, at the bondholder's choice, may take place as from the fourth year at the price of EUR 180. The purpose of this issue is to increase the average maturity, strengthen shareholders' equity over time, increase the float in the event of a conversion, and to obtain funds for new investments.

Strengthening its main strategic areas, the Company:

- took a 33% interest in Parfimmo, which in turn holds 3% of Umicore (EUR 9 million)
- participated in the restructuring of the Fauchon group, in which it currently holds a 29% stake (EUR 7,5 million)
- subscribed to the capital increase of its subsidiary, Surongo Deutschland (EUR 4,5 million)
- took a 25% interest in the newly formed credit insurance company TC Re (EUR 2,5 million)
- subscribed to the loan issued by Recticel (EUR 1 million)
- reinvested a portion of the dividend collected from Berenberg in a capital increase (EUR 0,6 million)
- increased its interest in Neuhaus, bringing it to 47,7% (EUR 0,5 million)
- took an interest in XDC (EUR 0,5 million)
- took an interest in Nanocyl (EUR 0,3 million)
- converted into capital its bond in Ter Beke. It holds 6,4% of the latter's capital.
- entered a new partnership in Boston with a USD 2,5 million commitment that has not yet been fully paid up (USD 0,4 million).

As part of the rearrangement of its portfolio, the interest in Surongo America was assigned to subsidiaries Compagnie du Bois Sauvage Nederland (90%) and Imolina Luxembourg (10%).

The trading activities on derivative products yielded a record net profit of EUR 5 million, largely covering general expenses, remuneration and depreciation.

The Company continued to implement measures to improve the information provided to shareholders. Accordingly, a new Internet site was set up, contacts with analysts and investors were stepped up, the intrinsic value figure was published every month and the detailed composition of the portfolio is once again included, on page 25 of this report.

The average daily trading volume was 652 shares traded.

On 31 December 2004, the Company had the 48th largest capitalisation on Euronext Brussels.

The measures needed for the transition of the consolidated accounts to satisfy IFRS standards were taken. Pursuant to the law, the consolidated accounts at 30 June 2005 will be published in accordance with the new standards.

Due to their great complexity, the measures implemented call for an extremely significant amount of work, requiring costly outside opinions and audits.

The buyback program authorised by the Extraordinary General Meeting of 11 March 2003 expired in September 2004 and was not renewed. Under the programme and because of the Company's participation in the PEO on the Entreprises et Chemins de Fer en Chine shares, 13.771 shares were registered in the portfolio during the year ended. All of the shares held were sold on the stock market or sold privately.

Compagnie du Bois Sauvage wishes to thank all of the shareholders for the confidence and support demonstrated during the year. It also wishes to thank all of the group's employees for their professionalism and high levels of co-operation.

The Executive Committee

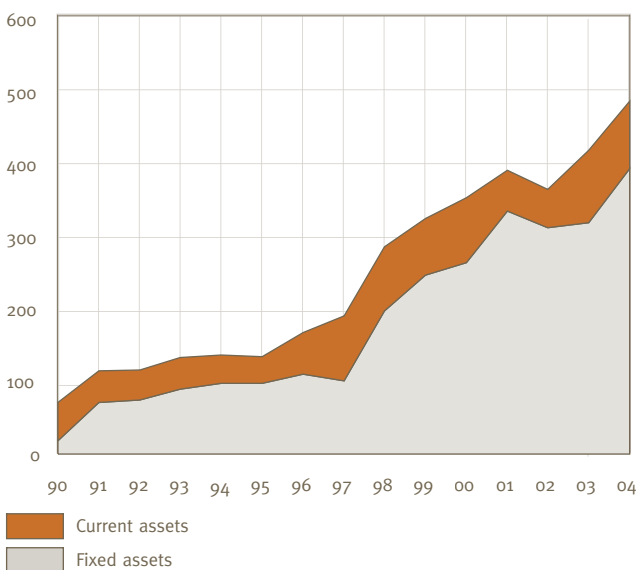
CONSOLIDATED FINANCIAL DATA	2004	2003	2002	2001	2000
IN 000 OF EUR					
GROUP SHAREHOLDERS' EQUITY (*)	253.844	206.268	198.218	218.984	211.003
CONSOLIDATED NET INCOME (GROUP SHARE)	57.217	23.061	- 36.078	11.587	12.236
AVERAGE DAILY VOLUME OF TRADED SHARES	652,20	580,95	430,29	174,26	183,65
NUMBER OF SHARES	1.383.381	1.383.381	1.383.381	1.105.171	1.059.373
STOCK MARKET CAPITALISATION AT THE END OF THE YEAR	272.526	187.310	182.606	159.697	155.728
FIGURES PER SHARE (EUR)	2004	2003	2002	2001	2000
SHARE PRICE					
AT CLOSE	197,00	135,40	132,00	144,50	147,00
HIGHEST	197,60	136,00	162,00	149,00	154,00
LOWEST	135,50	116,00	121,40	130,00	140,00
INTRINSIC VALUE AT CLOSE (IN THE MONEY)					
	229,79	190,32	187,47	211,35	214,55
CONSOLIDATED NET INCOME (GROUP SHARE)					
	41,36	16,67	- 26,08	10,48	11,55
GROSS DIVIDEND					
	8,00 (**)	7,80	7,60	7,60	7,13

(*) After adjusting the allocation of net income based on own shares held.

(**) Plus allocation of a new free share for 50 shares held.

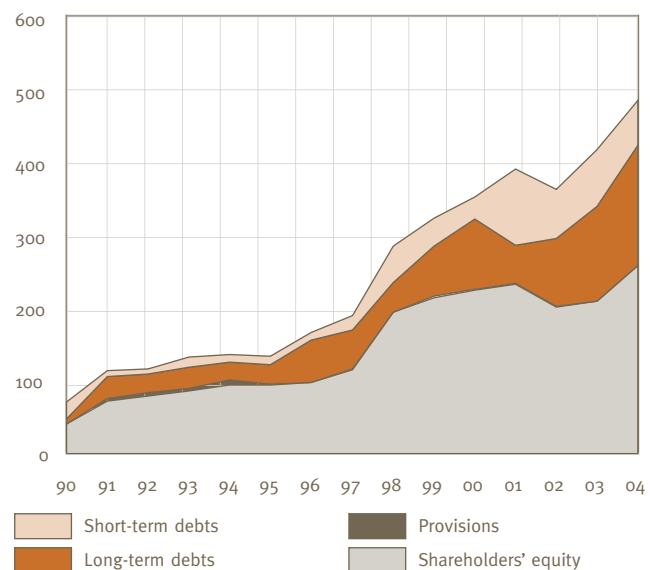
ASSETS - FLUCTUATIONS OVER TIME (in millions of EUR)

Consolidated accounting figures



LIABILITIES - FLUCTUATIONS OVER TIME (in millions of EUR)

Consolidated accounting figures



THE GROUP'S HISTORY

AND ORIGINS

The name «Bois Sauvage» comes from the place where the Company's head office is located in Brussels. Many years ago the place called «Bois Sauvage», an adaptation of the Dutch name «Wilde Wouter», was located between the Cathédrale Saints Michel et Gudule and the first city wall around Brussels.

All that is left of that 13th century wall is a few sections and, in particular, the Bois Sauvage arcades that were renovated by the Company, in accordance with the advice of the Royal Monuments and Sites Commission.

In 1992, the Company's redevelopment of the Bois Sauvage site won the «Prix du Quartier des Arts». Ten years later, in 2002, this prestigious prize was again awarded to the Company for its renovation of the site at Treurenberg.

The Compagnie du Bois Sauvage is the result of the merging of 19 companies of various origins and having diverse activities, such as Fours Lecocq, la Compagnie Financière Nagelmackers, les Charbonnages d'Hensies-Pommeroeul, Entrema and Somikin (Kindu mining company), some of whose origins go back more than a hundred years.

Some of these companies were too small to play an influential economic role, the

activity of others was irrevocably outmoded and still others were undergoing liquidation or had no future. The merging of these companies, which simply confirmed a de facto situation, was fully consistent with the Company's strategy for stability and its purpose to act as an economic and financial driving force.

The merger by absorption of parent company Surongo in July 2002 was a significant step in the Group's development as it simplified the Group's structure. It is now made up of Entreprises et Chemins de Fer en Chine, the controlling shareholder and the operational company, Compagnie du Bois Sauvage.

In December 2003, Fingaren, a limited partnership and the majority shareholder of Entreprises et Chemins de Fer en Chine, initiated a voluntary Public Exchange Offer on its outstanding shares. This transaction ended successfully in February 2004. Fingaren now holds an 85,1% share of Entreprises et Chemins de Fer en Chine, which in turn holds 41,3% (40,1% after expiry of commitments in progress and on a fully diluted basis) of Compagnie du Bois Sauvage at 31 December 2004.

In addition, Entreprises et Chemins de Fer en Chine, which has become a family company, applied for and obtained its eradication from Euronext Brussels' second market as of 31 March 2005.



FINANCIAL TIMETABLE AND

BOARD OF DIRECTORS

FINANCIAL TIMETABLE

ANNUAL RESULTS	1ST HALF OF MARCH
GENERAL MEETING	4TH WEDNESDAY IN APRIL
HALF-YEAR RESULTS	1ST HALF OF SEPTEMBER

BOARD OF DIRECTORS

GUY PAQUOT (1) (3)	RUE DE L'ÉGLISE 11 B-4140 SPRIMONT	CHAIRMAN	2009
RICHARD DAWIDS (1) (3)	RUE CLÉMENT DELPIERRE 58 B-1310 LA HULPE	DIRECTOR	2006
VINCENT DOUMIER (1)	AVENUE DES STATUAIRES 127 B-1180 BRUSSELS	MANAGING DIRECTOR	2010
KAREL BOONE (2)	AVESCHOOT 50 B-9971 LEMBEKE	DIRECTOR	2010
ROBERT DEMILIE (3)	LANGE LEEMSTRAAT 202 B-2018 ANTWERP	DIRECTOR	2009
DONALD FALLON (2)	RUE DE THÉBAIS 2 1495 MELLERY	DIRECTOR	2010
MARC NOËL (2)	10729 TREGO TRAIL RALEIGH, NC 27614 - USA	DIRECTOR	2009
SOLANGE SCHWENNICKE (2)	KERKHOFSTRAAT 27 1600 SINT-PIETERS-LEEUV	DIRECTOR	2006
LUC VANSTEENKISTE (2)	STATIONSTRAAT 172 B-9260 SCHELLEBELLE	DIRECTOR	2005
LUC WILLAME (2)	AVENUE GRANDCHAMP 282 B-1150 BRUSSELS	DIRECTOR	2010

(1) Executive (2) Independent (3) Main shareholder's representative

EXECUTIVE COMMITTEE

GUY PAQUOT	CHAIRMAN
RICHARD DAWIDS	MEMBER
VINCENT DOUMIER	MEMBER

GENERAL SECRETARIAT

BRUNO SPILLIAERT

AUDITORS

S.C. DESCHAMPS, GODEFROID, VERSET & C ^o SPRL	BOULEVARD GEORGES DERYCK 26 BTE 15 B-1480 TUBIZE	2007
REPRESENTED BY ANDRÉ DESCHAMPS		

MAIN POSITIONS HELD BY NON-EXECUTIVE DIRECTORS OUTSIDE COMPAGNIE DU BOIS SAUVAGE S.A.

KAREL BOONE	CHAIRMAN AND MANAGING DIRECTOR OF LOTUS BAKERIES S.A.
ROBERT DEMILIE	VICE CHAIRMAN OF ENTREPRISES ET CHEMINS DE FER EN CHINE S.A.
DONALD FALLON	DIRECTOR OF C.B.R. S.A.
MARC NOËL	CHAIRMAN OF NOMACORC LLC
SOLANGE SCHWENNICKE	CHAIRMAN OF THE DELVAUX – DUJARDIN GROUP
LUC VANSTEENKISTE	MANAGING DIRECTOR OF RECTICEL S.A.
LUC WILLAME	CHAIRMAN OF AGC FLAT GLASS

HONORARY MEMBERS OF THE BOARD OF DIRECTORS

GUY DE VAUCLEROY	2010
MONIQUE NEVEN	2009
JEAN-LOUIS RAEMDONCK VAN MEGRODE	2010

MANAGEMENT REPORT



OF THE BOARD OF DIRECTORS OF COMPAGNIE DU BOIS SAUVAGE
AT THE ORDINARY GENERAL MEETING OF 27 APRIL 2005



C O R P O R A T E G O V E R N A N C E

A. PRINCIPLES

Compagnie du Bois Sauvage undertakes to be bound by the rules of corporate governance, in accordance with the recommendations issued by the financial and stock market authorities.

A corporate governance point is placed on the agenda of the General Meeting scheduled for 27 April 2005. The principles of application implemented over the past several years will be described in greater depth and detailed in a charter that will be published on 1 January 2006 at the latest. An explanation will be provided if actual practices differ from the recommendations of the Belgian Corporate Governance Code.

B. BOARD OF DIRECTORS

The composition of the Board of Directors, the qualification and expiry date of its members, and the main position held by the non-executive directors are indicated on page 7 of this report.

Accordingly, the Board is comprised of executive directors, directors representing the main shareholder and independent directors, some of whom have two qualifications. The independent directors form a majority: during the year ended, 6 of the 10 directors were independent directors.

The main rules governing appointments and age limits on the Board are as follows:

- Non-active directors should be in the majority on the Board
- Independent Directors hold office for six years and may be renewed once
- There are no limits to the number of times active directors can be re-elected during the period of their employment
- The age limit for election is 65; any elected director may complete his term.

During the year 2004, the Board met on 6 occasions. It discussed:

- the corporate and consolidated results
- the budget for future years
- the changeover to IFRS standards

- planned investments
- analysis of tangible and intangible assets
- Corporate Governance policy and practices
- the group's financing issues
- the company's organisation
- various points.

The Board's work is organised and documented in such a way as to enable it to follow and control day-to-day management and the results, risks and value of the Company.

C. SPECIALISED COMMITTEES

Three specialised committees have been in place since 1998:

- The Audit Committee, comprised of Donald Fallon and Karel Boone, met on three occasions in 2004. In March 2004, it examined the corporate accounts and consolidated accounts at 31 December 2003, the valuation rules, the group's organisational chart, disputes in progress and the proposed reappointment of the auditor. In September 2004, it examined the corporate accounts and consolidated accounts at 30 June 2004, as well as the organisational chart and the impact of the transition to IFRS standards. In November 2004, it examined the recommendations to be made to the Board of Directors concerning the consolidation scope and method with respect to IFRS standards.
- The Remuneration Committee, comprised of Solange Schwennicke and Luc Willame, met on one occasion during the year ended. It monitored the remuneration level of the members of the Executive Committee.
- The Appointment Committee, comprised of Robert Demilie and Marc Noël, met to propose to the General Meeting the renewal of Luc Van Steenkiste's term, expiring in 2005 (Mr Van Steenkiste is eligible for re-election).

These offices were remunerated by an attendance fee.

D. EXECUTIVE COMMITTEE

During its session of 8 September 2003, the Board of Directors decided to set up an Executive Committee to replace the Management Committee.

This Committee has two main responsibilities:

- Firstly, for assisting the managing director in day-to-day management in all areas in which he may call upon the Committee
- Secondly, it is responsible for producing preparatory notes for the Board of Directors and for informing it concerning the Company's day-to-day affairs.

The Executive Committee acts as a body. Its members are the three executive directors. It is chaired by the Chairman of the Board of Directors. The meeting minutes are drawn up by the secretary-general.

It meets when convened by the managing director, as often as required by the Company's interest, and at least once each month. It must be convened when requested by any member.

With respect to day-to-day management, it takes its decisions on all matters concerning day-to-day management, provided that the Managing Director submits these decisions to a vote.

In this case, it must take decisions jointly, based on a majority of votes. In the event of a tie vote, the contested point will be resolved by the next Board of Directors meeting.

The Committee met on 16 occasions in 2004.

The Company often designates a representative at the subsidiaries and holdings to monitor their developments. Such positions are held by the members of the Executive Committee in the following companies: Berenberg Bank, Ceran, Codic, Banque Degroof, Floridienne, Groupe Fauchon, Nanocyl, Neuhaus, Noël Group, Nomacor, Recticel, Rec-Hold, Serendip, Simonis Plastic, TC Re and Ter Beke.

E. REMUNERATION

The remuneration policy is analysed by the Remuneration Committee and is approved by the Board of Directors. It takes account of the Group's own characteristics and is primarily based on the technique of benchmarking.

The remuneration of Board members consists of a share of Directors' fees and a fixed remuneration covered by the profit and loss account. In accordance with Article 21 of the Articles of Association, statutory allocations account for 5% of the amounts distributed.

The remuneration of the Executive Committee's members consists of a share of these remunerations.

For the year 2004, all remunerations, before Social

Security contributions and taxes, allocated to the Directors of the consolidating company for their work in the latter, its affiliated companies, subsidiaries and its associated companies, came to EUR 978.854,52, of which EUR 186.563,01 non-executive members and EUR 792.291,51 to executive members.

The non-executive members share the amount equally.

Remuneration of executive members before Social Security contributions and taxes are listed as follows:

- Fixed remuneration	348.656,21 EUR
- Variable remuneration	383.039,06 EUR
- Other benefits	60.596,24 EUR

No director, whether or not executive, was given any options on shares, advances or credit.

Attendance fees were paid in 2004 to the members of the Remuneration, Appointment and Audit Committees. The amount paid was EUR 625 per session.

At the time that the Lippens Code takes effect, the recommendations concerning the publication of remuneration will be monitored and published in the 2005 annual report.

In addition to the remuneration paid to the auditor for auditing of the accounts, a special remuneration of EUR 500 (excluding tax) was paid in 2004 for drafting the report following the issue of the convertible bond.

F. STATUTORY NOMINATIONS

The term of office of Luc Vansteenkiste expires in 2005. We propose you to renew his office for a period of 6 years to expire at the Ordinary General Meeting of 2011.

The Board of Directors has decided to permit the election of honorary Directors among the Directors leaving office after the Ordinary General Meeting of the 2001 financial year.

This function is for 6 years and is not remunerated.

G. PROFIT ALLOCATION POLICY

For more than 13 years, the Board has regularly proposed an increase on the remuneration on capital. If the results permit, the objective is to increase the dividend, year after year, by a rate at least equal to that of inflation. It is important to balance both viewpoints: increasing the company's funds and obtaining a return on capital.

The year 2004 saw a significant increase in profits

and strong stock market gains. Accordingly, the Board proposes to increase the gross dividend by EUR 0,20, bringing it to EUR 8.00 per share. In addition, a new free share will be allocated for 50 shares held.

H. INFORMATION FOR SHAREHOLDERS

During the year 2004, the Company's Internet site (www.bois-sauvage.be) was completely redone to provide better information to shareholders, thereby enabling them to exercise their rights more effectively. The intrinsic value of the share was made public each month on our site, as well as during press releases covering half-yearly and annual results.

Continuing with the Company's policy of transparency, this report (on page 25) provides the detailed composition of the portfolio and its book value at 31 December 2004.

Since 2004, the Company has mandated Banque Degroof to improve the share's liquidity on the stock market. This makes it possible for the Bois Sauvage share to be continuously quoted on the new Euronext platform, thereby offering investors the ability to trade the company's shares at any time of day, without liquidity constraints.



The Company has been registered on the NextPrime quality segment since February 2002.

Since 1 March 2005, the Company has been part of the new BEL Mid index, the components of which are selected based on liquidity and stock market capitalisation criteria.

The number of shares did not change in 2004: there were 1,388,381 shares at 31 December 2004. The annual volume of shares traded in 2004 was 168,921. The average daily volume was 652 in 2004, compared

to only 174 in 2001.

Fortis, ING and Degroof banks publish analyses on the Company. These analyses are available from the Company.

I. RELATIONSHIP WITH THE MAIN SHAREHOLDER

On 31 December 2004, Entreprises et Chemins de Fer en Chine held 570.857 shares of Compagnie du Bois Sauvage out of a total of 1.383.381 shares in circulation. Theoretically, after converting all of the convertible bonds in circulation and after the expiry of commitments in progress, Entreprises et Chemins de Fer en Chine would hold 624.261 of the total of 1.558.381 shares (i.e. 40,06%).

Entreprises et Chemins de Fer en Chine is a patrimonial company quoted on the second market of Euronext Brussels. Its main function is to provide stability in the group's shareholding structure.

On 31 March 2005, the company was, as its request, removed from the listing of quoted companies and will be traded on the weekly auction market.

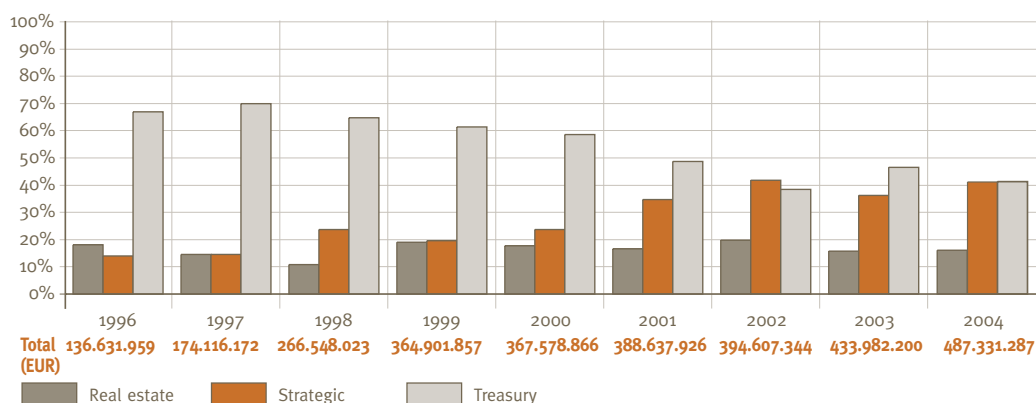
The two companies have three directors in common: Guy Paquot, Robert Demilie and Richard Dawids.

Following the Public Exchange Offer made in December 2003, Fingaren now holds 85,1% of Entreprises et Chemins de Fer en Chine.

There is no agreement whatsoever between the companies, and no remuneration, benefit, management fee or other is paid by Compagnie du Bois Sauvage or one of its subsidiaries to Entreprises et Chemins de Fer en Chine or Fingaren.

The company is not aware of the existence of shareholders' or directors' agreements.

CONSOLIDATED PORTFOLIO EVOLUTION (MARKET VALUE AT 31.12)



CHANGEOVER TO IFRS STANDARDS

As is the case with all listed companies, starting in 2005, Compagnie du Bois Sauvage will be required to prepare its consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) and must provide comparative data for 2004.

These standards will require significant changes from Belgian accounting standards in terms of consolidation scope and the accounting valuation of holdings.

To ensure total conformity with IFRS standards as of 2005, the Company will modify valuation rules and update information systems.

For this transition, all IFRS standards, including standards not yet recognised by the European Commission on the initial date (1 January 2004) were applied, which may therefore lead to a change of the initial balance sheet.

MAIN CHANGES

1. CONSOLIDATION SCOPE

Full consolidation

The consolidated financial statements are primarily influenced by IAS 27, which modifies the consolidation scope and methods. Compagnie du Bois Sauvage consolidated its subsidiary Neuhaus using the equity method. This presentation makes the consolidated accounts more transparent, as assets and liabilities and the results of companies active in different sectors are not lumped together.

However, IAS 27 stipulates that the existence of a variety of activities do not justify not to use full consolidation of subsidiaries, insofar as sufficient information for each business unit is furnished via the publication of sector information (segment reporting).

In addition, in accordance with the same standard, real estate partnerships in the United States over which the Company has control but has not the responsibility for the daily management must also be fully consolidated. This last point is slowing down the conversion process begun at the end of 2003.

Jointly held interests

IFRS 31 makes it possible to post these in the consolidated accounts, either through proportional consolidation or by using the alternative equity method.

EUR Millions

Shareholders' equity (group share)	31/12/2003	Belgian GAAP	206,3
Re-valuation at the correct value			38,1
Allocation of profit			10,8
Variation of the scope of consolidation			5,7
Positive conversion differential			1,9
Premiums on options not yet exercised			0,5
Deferred taxes			- 5,3
Own shares held			- 0,6
Shareholders' equity (group share)	01/01/2004	IFRS	257,4
Total variation			51,1

Accordingly, and as a result of its belonging to the NextPrime segment, starting with the 2005 half annual results, the Company will prepare its consolidated accounts based on IFRS standards.

In accordance with IFRS 1, Compagnie du Bois Sauvage used the following options to prepare the initial balance sheet:

- Business combinations (IFRS 3) with origin before the transition date are not restated
- Cumulative conversion differentials are included in the consolidated accounts.

Compagnie du Bois Sauvage has chosen the equity method for Rec-Hold and Parfimmo.

2. DEPRECIATION OF GOODWILL

Goodwill is no longer depreciated; it is assigned a value and, if applicable, depreciated on an annual basis (impairment test).

3. PROVISIONS

Provisions for major maintenance are no longer recognised.

4. INVESTMENT PROPERTY

Buildings leased (especially at Surongo America via the aforementioned partnerships) are booked at fair value in accordance with IAS 40.

5. DEFERRED TAXES

Deferred taxes on assets and liabilities are recognised.

6. «AVAILABLE FOR SALE» PORTFOLIO

The underlying capital gain on the Available for Sale portfolio (treasury portfolio) are recognised and lead to a significant increase in consolidated shareholders' equity.



1. REAL ESTATE

The purpose of real estate in the portfolio is to obtain substantial revenues with regular growth. It is a key component of asset and cash flow stability

The real estate policy has been defined in accordance with the following broad outlines:

- Small number of investments reaching a critical volume
- Direct investments, if possible with a partner specialised in real estate management
- Expected return higher than that of 10-year government bonds and increasing.

The predominant component of the Company's real estate investments is still in the interest in Cofinimmo (see also page 22) in which it held a 4,26% stake at 31.12.2004 (3,8% direct and 0,48% through Parfimmo).

Since the end of 2003, the Company has held a 25% interest in Codic, a real estate development company (see also page 21).

Finally, the Company has an American subsidiary, Surongo America, which invests in residential projects in the United States (see also page 23).

In addition to these three interests, the portfolio also contains the following major holdings:

- The buildings of the head office site and at Treurenberg (3.000 m² of office space, 2.000 m² of residential space and 70 m² of commercial space)
- A number of other properties and plots of land in the province of Liège and Hainaut (55 ha)
- Two office buildings in Luxembourg (320 m²)

The amount of rent collected (excluding partnerships in the United States) in the group in 2004 is EUR 0,7 million, compared to EUR 1,2 million in 2003. The difference is explained by the sale of the share held in the Woluwé Shopping Center.

At 31 December 2004, all of the apartments, office space and store space were rented.

2. PORTFOLIO - HOLDINGS (NON-CONSOLIDATED PORTFOLIO)

	2004		2003	
	% INTEREST	NET BOOK VALUE IN 000 EUR	% INTEREST	NET BOOK VALUE IN 000 EUR
P1. AFFILIATED COMPANIES				
SHARES				
AGRINVEST	50	14,8	-	-
C ^{IE} DU BOIS SAUVAGE NEDERLAND	100	148,8	100	148,8
ENTREMA SERVICES	100	273,4	100	273,4
ECFC	-	-	2	1.730,5
IMOLINA	100	1.260,0	100	1.260,0
METROBEL	100	456,0	100	1.348,3
NEUHAUS	48	12.385,6	46	11.185,7
REC-HOLD	63	25.625,6	41	22.879,3
SIMONIS PLASTIC	100	688,7	100	728,2
SURONGO AMERICA	-	-	96	14.262,0
SURONGO DEUTSCHLAND	100	16.500,0	100	12.000,0
RECEIVABLES				
SURONGO DEUTSCHLAND		11.611,0		17.188,0
Total P1		68.963,9		83.004,2
P2. OTHER AFFILIATED COMPANIES				
SHARES				
BANQUE DEGROOF	13	38.351,6	14	38.351,6
BEECKMANS VAN GAVER & CIE	25	-	25	-
CERAN	20	223,6	20	262,8
CODIC	25	9.250,6	25	9.250,6
FLORIDIENNE	15	7.125,0	15	6.250,0
GRUPE FAUCHON	22	111,7	-	-
NOEL GROUP	18	9.508,1	18	8.797,7
PARFIMMO	33	9.000,0	-	-
SERENDIP	25	3.061,5	25	3.189,0
TC RE	25	2.392,5	-	-
WALDO		MERGED (GRUPE FAUCHON)	34	363,7
RECEIVABLES				
CERAN		123,0		-
GRUPE FAUCHON		2.502,3		-
NOMACORC		-		2.377,8
WALDO		-		1.836,3
Total P2		81.649,9		70.679,5
P3. OTHER FIXED FINANCIAL ASSETS				
SHARES				
COFINIMMO	4	36.294,0	4	37.172,8
DELHAIZE		31.582,4		21.999,8
ELECTRABEL		69.848,9		54.269,3
FORTIS (B)		60.835,5		44.993,9
NANOCYL	4	185,8	-	-
RECTICEL		158,0		121,7
TER BEKE	6	5.317,5	-	-
XDC	3	88,4	-	-
RECEIVABLES				
Various		8,8		283,2
Total P3		204.319,3		158.840,7

STRATEGIC INTERESTS

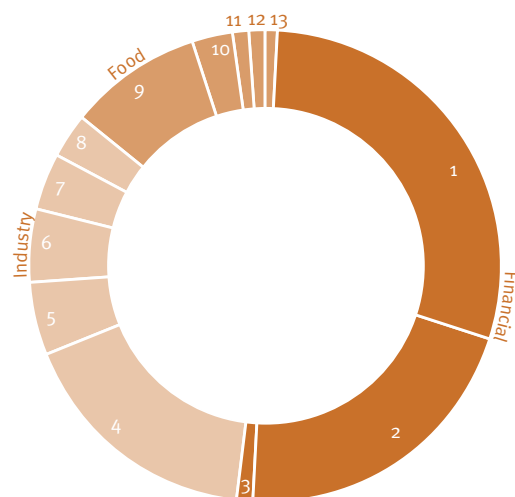
The growing importance of this section reflects the Company's main purpose, which is to take minority interests in both listed and non-listed companies. Its policy is to support men and women in business, industry and finance who are looking for support at a certain stage in the existence of their company. It also provides help with their financial management, their structure and their capital stability.

The investment criteria applied by the Executive Committee before presenting a new project to the Board of Directors are as follows:

1. Understanding of the business sector in which the company operates
2. Confidence in current management
3. Quantified analysis
4. Unanimous decision

CONSOLIDATED STRATEGIC INTERESTS

(market value at 31/12/2004)



1	Degroof	29%	57.108.902
2	Berenberg	21%	42.000.000
3	Tc Re	1%	2.392.500
4	Recticel	17%	35.374.532
5	Nomacorc	5%	10.708.062
6	Noël Group	5%	9.508.123
7	Umicore	4%	8.038.926
8	Floridienne	3%	7.125.000
9	Neuhaus	9%	18.511.673
10	Ter Beke	3%	5.317.520
11	Fauchon	1%	2.666.706
12	Galactic	1%	3.061.500
13	Autres	1%	2.329.880
	Total	100%	204.143.324

STRATEGIC INTERESTS - FINANCE DIVISION



BANQUE DEGROEF

A Belgian bank whose core business is asset management. The bank offers its clients a complete and integrated line of services: asset management, investment banking advice and services, financial markets, financial structuring and credits.

In 2003/2004, the Degroef Group showed a net improvement in all of its components.

Revenues kept pace with the average level of European stock markets, finishing 15% higher than the average of the preceding year.

Assets under management rose from EUR 12,2 billion at the beginning of the year to EUR 14,7 billion at the end, thanks to the improvement in the markets and to commercial successes.

At 30 September 2004, safe custody totalled EUR 25,8 billion, 24,5% higher than one year earlier.

The share portfolio for own holdings was valued at EUR 171 million at the end of the year, up 36,4% over the year. The main holdings are: Cofinimmo, Umicore, Delhaize, Aliaxis and Etex Group.

The operational and technological integrations of the group subsidiaries will be finalised between now and 30 September 2005 and will further reduce the cost income ratio, which fell to 72,2% during the year.

Consolidated net profit (group share) came in at EUR 33 million, compared to EUR 25,2 million the previous year.

During the year ended, the Company was slightly diluted following a capital increase reserved for personnel.

AUDITED CONSOLIDATED ACCOUNTS (en millions EUR)

	30/09/2004	30/09/2003	30/09/2002
Net financial revenues	176,530	148,104	155,725
Cost / income ratio	72,2%	84,4%	86,0%
Group's net profit	32,988	25,228	11,032
Group's shareholders' equity	172,724	144,581	109,943
Total assets	2.814,622	2.550,266	2.549,795
Dividend paid	13,809	9,124	7,586
% interest	13,29%	13,74%	13,14%



BERENBERG BANK

Berenberg Bank, founded in 1590, is the oldest private bank in Germany and one of the oldest banks in the world. Today it is one of the leading private banks in Germany. It employs 500 people at its sites in Hamburg, Bremen, Dusseldorf, Frankfurt, Munich, Edinburgh, London, Luxembourg, Paris, Shanghai and Zurich.

The Private Bank is very successfully in the fields of Asset Consulting and Management for private customers. The «Fuchsbriefe» named the bank as «the best asset manager in the entire German-speaking region» 2004 and 2005, and newspaper «Die Welt» described the bank as «highly recommended».

The Investment Bank focuses on small and midcap companies in Europe and has developed highly renowned expertise in this area.

Berenberg also develops investment concepts for numerous insurance companies and pension funds tailor-made to their specific needs.

The Corporate division provide tailor-made services including credits to medium-sized companies.

AUDITED CORPORATE ACCOUNTS (in millions EUR)

	31/12/2004	31/12/2003	31/12/2002
Net financial income	127,183	115,713	119,083
Cost / income ratio	49,9%	48,9%	44,7%
Net profit	39,732	37,352	41,179
Shareholders' equity	135,113	132,669	125,333
Total assets	1,911,668	1,852,009	1,942,551
Dividend paid	32,001	31,629	33,873
% interest	12,00%	12,00%	12,00%



TRADE CREDIT RE

The Company took a 25% interest in newly incorporated Belgian insurer TC Re, in association with its management, l'Office National du Dueroire Belge et Luxembourgeois, and Fortis Venturing.

The Company's business, both within and outside Belgium, for its account and for the account of others, is credit insurance, surety insurance and various pecuniary loss insurance (branches 14, 15 and 16, as mentioned in Appendix I of Royal Decree of 22.02.1991).

TC Re is an insurer. Its three promoters have been active for more than 25 years in international insurance and reinsurance, specialising in a specific technique involving inter-company credit risk hedging: excess of loss.

In agreement with the management of TC Re, this participation provides the company a stable shareholder structure and promotes its growth.

The Company had invested EUR 2,5 million in TC Re at 31.12.2004. It plans to invest another EUR 2,5 million in 2005, without exceeding the level of 25%.

The first accounting year will be closed on 31.12.2005.

STRATEGIC INTERESTS – INDUSTRIAL DIVISION



FLORIDIENNE

This is a Belgian industrial holding company that has (mostly majority) interests in the chemicals industry, non-ferrous metals and in agribusiness. It also has leading biotech holdings.

Floridienne's business was relatively strong in 2004, in its two main divisions: chemicals and agribusiness.

The «biotechnology» division continued to make investments, which appear to be very promising, in both Madagascar and in olfactory products.

The company's 2004 results outpaced those of the previous year.

The group employs roughly 1.000 people and exports to more than 100 countries.

AUDITED CONSOLIDATED ACCOUNTS (in millions EUR)

	31/12/2004	31/12/2003	31/12/2002
Turnover	156,180	147,340	139,869
Group's net profit	3,090	1,735	0,848
Cash-flow	9,940	8,698	8,483
Group's shareholders' equity	37,160	34,494	33,482
Total assets	145,300	138,798	141,911
Dividend paid	1,481	1,252	1,097
% interest	15,18%	15,18%	15,44%



NOEL GROUP

An American holding company specialised in plastic extrusion and organised into its core businesses:

insulation, specialised extruded-foam profiles and decoration components.

In 2004, Noel Group took advantage of the restructuring begun in 2002, the extremely precise positioning of its main activities on the American market and management teams that are strong at both the group level and at the level of the operational entities.

The company enjoyed strong growth in terms of volume and profitability rose sharply.

Results at Nomaco (specialised profiles) improved (sales +20%), mainly as a result of its original approach to the market with its «tailor-made» solutions for certain clients.

The Focal Point (decoration) activity continues to grow in a highly competitive market without real barriers to entry. It generated positive cash flow thanks to a constant improvement of productivity.

With respect to insulation products, the group continued to be very well positioned on its market and kept to its budget, while Nomaco/Kflex (50% stake), after launch difficulties in 2003, recovered strongly and ended the year in the black.

The group's prospects are very encouraging.

AUDITED CONSOLIDATED ACCOUNTS (in millions US\$)

	31/12/2004	31/12/2003	31/12/2002
Turnover	93,442	76,082	63,575
Group net income	6,677	1,409	2,011
EBITDA	14,581	6,394	5,687
Group's shareholders' equity	32,686	27,764	26,820
Total assets	58,649	53,222	61,280
Dividend paid	1,700	1,600	0,420
% interest	17,78%	17,78%	17,85%



NOMACORC

An American company that manufactures synthetic corks for wine bottles.

The company had a strong year in 2004: turnover rose by more than 60% and profits rose sharply. The number of corks sold approached one billion. The year was marked by a continued increase in market share in all of the world's wine-producing countries.

The year 2005 will once again see strong growth, in part as a result of the enlargement of the product line.

To ensure strong growth, the company has bolstered its management team at both the Belgian subsidiary and at the parent company in the USA.

Nomacorc is now the qualitative and quantitative market leader in the synthetic cork sector.

AUDITED CONSOLIDATED ACCOUNTS (in millions US\$)

	31/12/2004	31/12/2003	31/12/2002
Revenues	56,365	33,792	21,944
Net income	5,799	4,927	2,858
EBITDA	11,529	7,530	5,227
Shareholders' equity	15,955	8,549	3,523
Total assets	43,922	30,605	20,685
Dividend paid	1,577	-	-
% interest	18,27%	18,35%	18,60%



RECTICEL

Recticel is a Belgian group present throughout Europe and active in the rest of the world. It is present in 20 countries with 100 offices. It has 4 main areas of activity: flexible foams, bedding, insulation and the automobile sector

The company announced a significant improvement of its profitability for the first half of 2004. However, during the second half of the year, the Group was faced with an increase in raw materials prices and the negative effects of the deferral of certain contracts concluded with American automobile manufacturers. These two factors had a negative impact on results.

Despite this, after a difficult year 2003, the company returned to profitability in 2004; both turnover and results improved.

In 2004, the Group's net turnover rose by 8,1%, to EUR 1.276 million.

At 31 December 2004, Compagnie du Bois Sauvage held 62,84% of Rec-Hold New, which held 27,31% of Recticel.

REC-HOLD NEW- IFRS CONSOLIDATED ACCOUNTS

(in millions EUR)

	31/12/2004	31/12/2003	31/12/2002
Share of profits accounted for by the equity method	1,446	<i>Rec-Hold was divided into 2 parts (Rec-Hold New and Rec-Less) at 01/01/2004.</i>	
Group net profit	0,380		
Group's shareholder's equity	46,313		
Total assets	73,895		
Dividend paid	-	<i>Accordingly, any comparison with the years 2002 and 2003 is irrelevant.</i>	
% interest	62,84%		

**RECTICEL - AUDITED CONSOLIDATED ACCOUNTS
(IFRS IN 2003 AND 2004)** (in millions EUR)

	31/12/2004	31/12/2003	31/12/2002
Sales	1.276,319	1.180,773	1.177,400
Group's net profit	5,367	- 10,057	22,500
Net cash flow			
from operations	83,300	60,300	96,100
Group shareholder's equity	281,400	271,700	253,800
Total assets	985,008	895,500	830,000
Dividend paid	4,817	4,817	9,633
% interest	17,22%	17,22%	13,13%

PARFIMMO

A Belgian firm holding a 3% stake in Belgian company Umicore and a 0,5% stake in Cofinimmo (see also page 22).

Umicore is an international group specialised in metals and materials. It has five core businesses: Precious Metals-Services, Precious Metals-Products and Catalysts, Advanced Materials, Zinc and Copper. Each activity centre is divided into several business units focused on their markets.

Umicore is focused on areas of application in which it knows that its expertise in metallurgy, chemicals and materials science sets it apart from other firms, whether for products essential to everyday life or those at the cutting edge of new technological developments. Umicore's main objective is to attempt to create long-term value, based on the design, production and recycling of metals, in accordance with its mission, which is summarised perfectly by this motto: «materials for a better life».

The Umicore Group has industrial activities on every continent and serves a global clientele. In 2004, it had turnover of EUR 7,1 billion and the company currently employs 11.500 people.

The purpose of taking this interest is to provide Umicore a stable shareholder structure and to promote the development of the strategies implemented.

The Company plans to invest EUR 12 million in Parfimmo, in which it holds a 33,3% stake. The balance is held equally between Banque Degroof and Axa Belgium. In future, Parfimmo will have debt of EUR 44 million.

The company's accounts will be closed for the first time on 31/12/2005.



SIMONIS PLASTIC

A Belgian company specialising in precision plastic induction mouldings.

For the first time in three years, turnover rose (+ 6,2%). However, given the rise in raw materials prices and the tardy launch of a large project, operating income, although it rose strongly, remained negative.

At the subsidiaries (in which the Company holds a 25% stake), Optim Test Center had positive earnings, while Techno Consulting made a loss for its first year. However, the company broke even in the last four months

For 2005, turnover is expected to continue to rise and operating income should once again become positive.

An industrial plan covering 2005-2007 has been prepared with a view to increasing capital, thereby strengthening the company and covering future investments.

AUDITED CORPORATE ACCOUNTS (in millions EUR)

	31/12/2004	31/12/2003	31/12/2002
Turnover	2,677	2,520	3,255
Net income	- 0,057	- 0,270	- 0,180
Cash-flow	0,067	- 0,114	- 0,006
Shareholders' equity	0,693	0,730	1,000
Total assets	2,757	2,166	2,220
Dividend paid	-	-	-
% interest	100%	100%	100%

**STRATEGIC INTERESTS -
FOOD INDUSTRY**



GROUPE FAUCHON

A French company owning a controlling stake in the famous Fauchon company in Paris.

The year 2004 was devoted (under new chairman Michel Ducros), to the introduction of new management and to an in-depth restructuring of the entities, the organisation and businesses.

After the progress made in 2004 -overhaul of the Madeleine store, revision of fresh product lines, and improvement of margins- the immediate priority is to return to profitability, optimise the stores, grow sales of fresh products and gourmet food lines, both in France and in foreign markets.

The Company's participation in the recapitalisation in 2004 will represent an additional investment of EUR 7,5 million. Any existing receivables have been transformed into capital.

At this time the Company has a 29% stake in the Fauchon Group, the only entity controlling the group's operational entities.

AUDITED CONSOLIDATED ACCOUNTS

- Accounts were closed at 31.03.2004 but the group's structure changed on 22.12.2004 as a result of the merging all of its entities
- At 31.12.2004, shareholders' equity (excluding valuation of the trademark and business) were estimated at EUR 0,5 million
- The closing at 31.03.2005 will be published on the company's Internet site



NEUHAUS

A famous Belgian manufacturer of luxury chocolate, sweets and biscuit products.

The year 2004 was a year of revival: the company returned to growth and profitability.

Given the changes to the scope of consolidation, – Union was only consolidated for 6 months – turnover rose 9%, despite the drop in the US\$, which cost the company 2 points of turnover.

Structural measures were taken to eliminate risks:

- Unprofitable stores in the USA were closed
- The distribution contract in Japan was terminated
- The interest in Union – which mainly produces «napolitain» pastries and Easter eggs, which are distributed to the hotel/restaurant and cafe sector and bakery sector – was sold to management.

Neuhaus created new products, increased its sales and rejuvenated its image with a new concept and modern communication.

Jeff de Bruges continued to grow and created new concepts, whose tests are highly encouraging. Jeff works with franchising masters to also expand success outside French borders, and its operating profit is rising.

An in-depth analysis is being carried out on Astrio and Mondose.

Nevertheless, challenges are present:

- increase in the cost of raw materials
- the weakness of the US\$
- competition is increasingly strong.

The company will pay a gross dividend of EUR 0,60 per share.

In 2005, the company will see the tangible results of the efforts and enthusiasm of all of its employees.

The Company increased its interest to 47,73% at 31 December 2004.

AUDITED CONSOLIDATED ACCOUNTS (in millions EUR)

	31/12/2004 18 months	30/06/2003 12 months	30/06/2002 12 months
Turnover	106,095	62,323	60,376
Group's net income	1,437	-0,765	-1,226
Cash-flow	11,894	6,677	4,855
Group's shareholders equity	24,022	21,833	22,796
Total assets	58,136	50,266	46,355
Dividend paid	0,558	-	-
% interest	47.73%	46,14%	45,88%



SERENDIP

A Belgian company holding a 45% interest in Galactic, a lactic acid producer.

Sales rose sharply in terms of volume. New markets were conquered in cattle feed in Europe.

The Chinese plant (a joint venture) opened and began to make deliveries to the Asian market. The company incurred significant launch expenses. It is expected to make a profit as of 2005.

A representative office was opened in the USA in Milwaukee (WI). As a result, starting in 2005, the company will be able to sell products on the North American market, which is enjoying strong growth.

Selling prices continued to fall in 2004 due to the drop in the dollar and price-lowering by competitors.

A lactic acid production unit will be set up in 2005 in Milwaukee. Together with the Chinese plant, this should make the company less dependent on the dollar starting in 2005.

GALACTIC - AUDITED CORPORATE ACCOUNTS

(in millions EUR)	31/03/2004	31/03/2003	31/03/2002
Turnover	21,219	21,968	19,973
Net profit	1,406	0,930	0,510
EBITDA	3,409	4,114	3,193
Shareholders' equity	14,850	13,720	13,105
Total assets	24,746	21,348	21,625
Dividend paid	-	-	-
% interest	11,25%	11,25%	11,25%

terbeke TER BEKE

Ter Beke is a Belgian fresh food group that owns 7 production sites.

The company produces cooked pork meets for the Benelux market and pre-cooked pasta for the European market. Ter Beke is the leader of the pre-packaged charcuteries segment and is the European leader of the fresh lasagne market. It sells its products under the following brands: Come a Casa, L'Ardennaise, Pronto, Daniël Coopman, Vamos and Les Nutons.

In 2004, the group's gross turnover increased from EUR 198,8 to EUR 213,5 million, pre-tax profits rose from EUR 6,6 to EUR 7,9 million and net income after taxes climbed from EUR 4,2 to EUR 5,0 million.

Moreover, Ter Beke continued to develop the Come a Casa brand with good results and its sales of cooked pork meets rose. In addition, it implemented a EUR 19 million investment programme.

After the balance sheet was closed Ter Beke acquired Langeveld / Slegers in the Netherlands.

The Company's interest is the result of the conversion of the automatically convertible bond (on 31/12/2004) held since it was issued in 1999.

AUDITED CONSOLIDATED ACCOUNTS (in millions EUR)

	31/12/2004	31/12/2003	31/12/2002
Turnover	213,554	198,847	185,631
Group net profit	5,041	4,204	3,532
Net cash flow	15,591	16,764	16,305
Group shareholders' equity (*)	50,754	47,826	44,207
Total assets	120,294	104,768	108,156
Dividend paid	1,825	1,640	1,397
% interest	6,45%	-	-

(*) Includes automatically convertible bond for the years 2002 and 2003

OTHER INTERESTS

CODIC CODIC

A real estate development firm active in Belgium, France and Luxembourg, specialised in the development of office and business park projects.

Despite a weak economy, the company met its objectives in 2003-2004.

The results expected for 2004-2005 suggest that the company will earn a record profit and maintain excellent prospects for the future.

Since the beginning of its accounting year (May 2004), Codic has sold four buildings in the process of being built (38.600 m² of office space) on the Kirchberg

plateau in Luxembourg. In the European district in Brussels, the company finalised a transaction involving the sale of a subsidiary, Immo de Meeûs, which is developing 10.200 m² of office space.

These encouraging results are the reward for a policy involving diversification by both project type and the various markets on which Codic is present.

The many projects currently being studied or implemented in Belgium, France and Luxembourg will ensure promising results for Codic over the coming years.

AUDITED CONSOLIDATED ACCOUNTS (in millions EUR)

	30/04/2004	30/04/2003	30/04/2002
	IFRS	UK GAAP	UK GAAP
Real estate revenues	27,370	31,898	33,865
Net profit	9,324	19,888	27,592
EBITDA	19,379	24,844	26,211
Shareholders' equity	46,811	37,916	37,028
Total assets	156,520	76,333	-
Dividend paid	5,778	19,000	20,000
% interest	25%	25%	-



COMPAGNIE DU BOIS SAUVAGE (NEDERLAND)

A fully owned Dutch holding company.

In 2003, this company came out with a EUR 75 million bond issue expiring in November 2008 and paying a coupon of 5,5%.

The group has held a 90% stake in Surongo America since October 2004.

A capital increase fully subscribed by the company and intended to improve the balance sheet situation is currently being studied and is expected to take place in the first quarter of 2005.

AUDITED CORPORATE ACCOUNTS (in millions EUR)

	31/12/2004	31/12/2003	31/12/2002
Interest income	4,208	0,676	0,069
Net result	-0,160	-0,081	-0,062
Shareholders' equity	0,392	0,552	0,633
Total assets	75,020	76,178	0,639
Dividend paid	-	-	-
% interest	100%	100%	100%



COFINIMMO

A leading REIT fund quoted on the Brussels Stock Market.

The Company owned 4,26% of Cofinimmo at 31.12.2004: 3,78% directly and 0,48% through Parfimmo (see page 19).

For the year ended 31 December 2004, Cofinimmo recorded:

- A increase in current net income per common share of EUR 8,35, compared to EUR 8,31 in 2003
- A 13,4% increase in its net income per common share of EUR 7,71 compared to EUR 6,80 in 2003.

The company net asset value after distribution came in at EUR 104,45 per common share at the end of 2004, compared to EUR 103,85 at the end of 2003. The company will distribute a gross unit dividend of EUR 7,30 for the year 2004, an increase of 0,7% over 2003 (EUR 7,25).

AUDITED CONSOLIDATED ACCOUNTS (in millions EUR)

	31/12/2004	31/12/2003	31/03/2002
Net rents	130,683	127,758	115,925
Group's current net income	74,039	73,708	60,758
Group's net profit	68,382	60,312	56,631
Group's shareholders' equity	1.112,511	920,623	851,127
Total assets	2.294,813	2.051,703	1.977,641
Dividend paid	64,713	64,270	49,898
% interest	4,26%	3,99%	4,34%



GRUPE CERAN

Belgian firm specialised in complete immersion language teaching.

The group refocused its activities. All of the teaching centres are now located on European territory: Belgium (all activity is located at a single site, in Spa, and the other site has been made available for sale), France, England and Spain.

The company's results improved significantly in 2004 due to a new marketing approach and internal reorganisation decisions:

- rise in the group's consolidated turnover (results from courses for Adults improved, while results from Junior courses slipped slightly after several years of gains)
- operating expenses controlled and falling.

The company issued bonds with warrants in 2004. This issue was subscribed by corporate shareholders in proportion to their interests.

The group returned to profitability in 2004.

NON AUDITED CONSOLIDATED ACCOUNTS

(in millions EUR)	31/12/2004	31/12/2003	31/12/2002
Turnover	6,116	5,787	7,242
Net profit	0,019	-0,803	-0,516
Cash-flow	0,583	-0,018	0,550
Shareholders' equity	1,143	1,124	1,926
Total assets	8,196	8,813	8,655
Dividend paid	-	-	-
% interest	19,55%	19,55%	19,55%



IMOLINA

A Luxembourg real estate company.

Rent payments from the two buildings were collected on a regular basis.

They were indexed in accordance with regulations in effect.

This company acquired 5% of the group's interest in Surongo America (see page 23) in October 2004. As a result, it now holds 10%.

AUDITED CORPORATE ACCOUNTS (in millions EUR)

	31/12/2004	31/12/2003	31/12/2002
Rental revenues	0,086	0,085	0,083
Net profit	-0,004	0,004	-0,005
Cash-flow	0,022	0,030	0,021
Shareholders' equity	1,660	1,664	1,661
Total assets	2,926	1,671	1,675
Dividend paid	-	-	-
% interest	100%	100%	100%

NANOCYL

A spin-off of the University of Namur, Nanocyl is a Belgian producer of carbon nanotubes.

The Company acquired a 4% stake (EUR 0,3 million) in 2004, alongside the following majority shareholders: CNP, SRIW, Namur Invest, Privast Capital Partners and several private investors.

The accounts show a slight loss (EUR 0.1 million) planned for in the business plan.



SURONGO AMERICA

An American real estate company mainly present on the Southeast coast (North Carolina, Georgia and Florida).

In 2004, the company acquired the Nomacorc USD 3 million convertible bond previously owned by Compagnie du Bois Sauvage.

It also entered into a new partnership in Boston (Massachusetts) with a USD 2,5 million commitment that has not yet been fully paid up. This partnership

invests in luxury residential real estate in the region between Boston and Washington DC.

Some 90% of the two residential projects involving 240 apartments (real estate partnerships which will be fully consolidated under IFRS) in Jacksonville (Florida) are currently occupied, despite a difficult market in which individuals are more interested in buying than in renting, due to the level of interest rates. In 2004, they yielded (in line with budget) 9% on the investment (USD 10,5 million).

90% of the Group's stake in Surongo America was sold to Compagnie du Bois Sauvage Nederland, a fully owned Dutch subsidiary of the Group; the balance (10%) is held by Imolina (see page 22).

AUDITED CORPORATE ACCOUNTS (US GAAP)

(in millions US\$)	31/12/2004	31/12/2003	31/12/2002
Revenues	0,521	0,587	0,571
Net profit	- 0,236	2,201	0,242
Shareholders' equity	23,255	23,484	21,239
Total assets	23,393	25,490	23,638
Dividend paid	-	-	-
% interest	100%	100%	100%

XDC

A 60% spin-out of EVS Broadcast Equipment, XDC plans to digitize 500 movie theatres in the next two years, thereby becoming Europe's largest digital movie theatre network.

The Company has taken a 3% stake (EUR 0.5 million not full paid up) alongside the following majority shareholders: Audiolux, BGL Investment Partners, Beaufagne, G.Consulting, Meusinvest, Partnes@Venture and Vivium Life.

The first accounting year will be closed on 31/12/2005.

OTHERS

The companies below have shareholders' equity of less than EUR 1 million. As a result, their accounts are not shown, because they are insignificant.

ENTREMA SERVICES

A fully held Belgian accounting and administrative service provider for group companies.

This company concentrates its investments on IT hardware and ensures the quality of the equipment that is critical to the group's smooth functioning.

E.N.E.

A Belgian manufacturer of photovoltaic solar cells for satellites.

This interest was sold to its management at the beginning of 2005.

METROBEL

A Belgian firm that used to be a real estate firm. The company is now a portfolio company.

The Board of Directors is continuing to discuss the company's future.



OTHER FIXED FINANCIAL ASSETS - CASH MANAGEMENT

In addition to Delhaize, Electrabel and Fortis, the other main holdings exceeding EUR 1,5 million held at 31 December 2004 are: Almanij, Fortis Bank, KBC, Solvay and Total.

Significant reversals of write downs were booked in 2004, primarily on shares of Fortis, Electrabel and Delhaize (EUR 34 million).

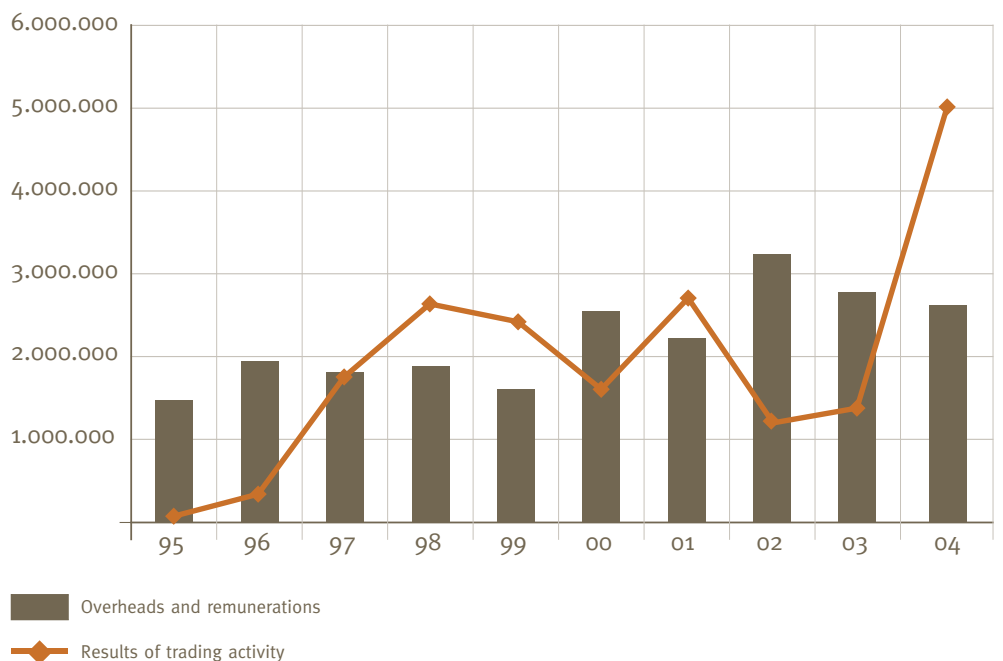
Different holdings were sold (primarily ING Belgium, Mobistar, Aliaxis, Dexia and Fluxsys) or reduced during the year ended, for a total value of EUR 5,1 million.

Among other things, this portfolio is used to engage in trading in derivative products on covered options.

In 2004, this activity yielded record profits of EUR 5,1 million.

Since 1997, this activity has made a large contribution to covering general expenses (various services and goods + various current expenses) and remunerations of Compagnie du Bois Sauvage.

COVER OF OVERHEADS AND REMUNERATIONS BY THE TRADING ACTIVITY (EUR)



COMPOSITION OF BOIS SAUVAGE'S CONSOLIDATED PORTFOLIO AT 31.12.2004

	QUANTITY	NET BOOK VALUE EUR	AVERAGE BOOK PRICE AT 31/12/2004 (EUR)	% INTEREST
1. STRATEGIC HOLDINGS				
DEGROEF	92.541	38.351.600	414,43	13,29%
BERENBERG		31.800.000		12,00%
REC-HOLD	103.794	29.108.352	280,44	62,84%
NEUHAUS	443.925	11.466.591	25,83	47,73%
NOEL GROUP LLC	1.850.009	9.508.123	5,14	17,78%
FLORIDIENNE	125.000	7.125.000	57,00	15,18%
PARFIMMO (UMICORE'S SHARE)		6.802.987		33,33%
NOMACORC (VIA SURONGO AMERICA)		5.642.571		18,27%
TER BEKE	87.966	5.317.520	60,45	6,45%
GALACTIC (VIA SERENDIP)		3.061.500		11,25%
GRUPE FAUCHON	213.353	144.883	0,68	29,03%
LOAN TO GROUPE FAUCHON		2.502.264		
TC RE	25.000	2.392.500	95,70	25,00%
SIMONIS PLASTIC	49.980	688.724	13,78	100,00%
CBS NEDERLAND	1.700	148.812	87,54	100,00%
OTHERS (4 ITEMS)		1.449.206		

2. REAL ESTATE				
COFINIMMO	345.363	36.027.583	104,32	3,78%
CODIC	7.813	11.135.416	1425,24	25,00%
BOIS SAUVAGE'S HEAD OFFICE		8.603.865		
USA (SURONGO AMERICA)		7.108.317		
PARFIMMO (COFINIMMO'S SHARE)		2.089.806		33,33%
LUXEMBOURG		1.044.769		
PLOTS OF LAND & MISC.		881.895		

3. TREASURY				
ELECTRABEL	221.369	69.848.876	315,53	
FORTIS	2.988.591	60.817.827	20,35	
DELHAIZE	564.475	31.582.376	55,95	
TOTAL	65.000	9.608.664	147,83	
SOLVAY	75.000	5.483.317	73,11	
SURONGO AMERICA TREASURY		4.292.742		
TIME DEPOSITS		3.745.005		
KBC	74.660	2.662.075	35,66	
ALMANIJ	22.873	1.705.197	74,55	
FORTIS BANQUE	16.836	1.641.561	97,50	
OTHERS (17 ITEMS)		7.284.513		

DISTRIBUTION

OF PROFITS

The company's result comes to	54.033.217,36
Plus - the profit carried forward	23.700.011,27
- the reversal of the unavailable reserves for own shares	586.944,28
To constitute the distributable profit	78.320.172,91
We propose that you allocate: - to the distribution of a gross dividend of EUR 8,00	11.067.048,00
- to the Directors fee of Compagnie du Bois Sauvage	582.476,21
- to the available reserves for the free allocation in 2005	2.102.692,00
To be carried forward	64.567.956,70

If you approve these proposals, the gross dividend of EUR 8,00 shall be payable with effect from 4 May 2005, at the head office and counters of Fortis Bank and Bank Degroof, upon presentation of coupon No. 14.

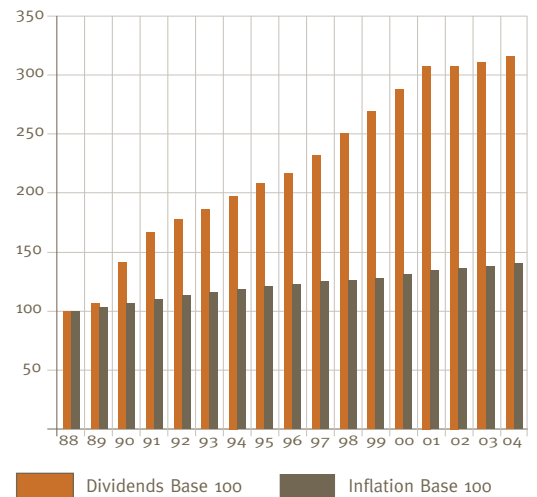
Within the framework of the authorised capital, we also propose that you deduct EUR 2.102.692 from the available reserves, thereby increasing the capital, from EUR 105.136.956 to EUR 107.239.648; and, accordingly, allocate one free common share for 50 shares held. The conditions for the conversion of the convertible bonds will be adjusted, if applicable.

The free shares (coupon 16 attached) shall be distributed as of 4 May 2005 via the same institutions, upon presentation of coupons No. 15.

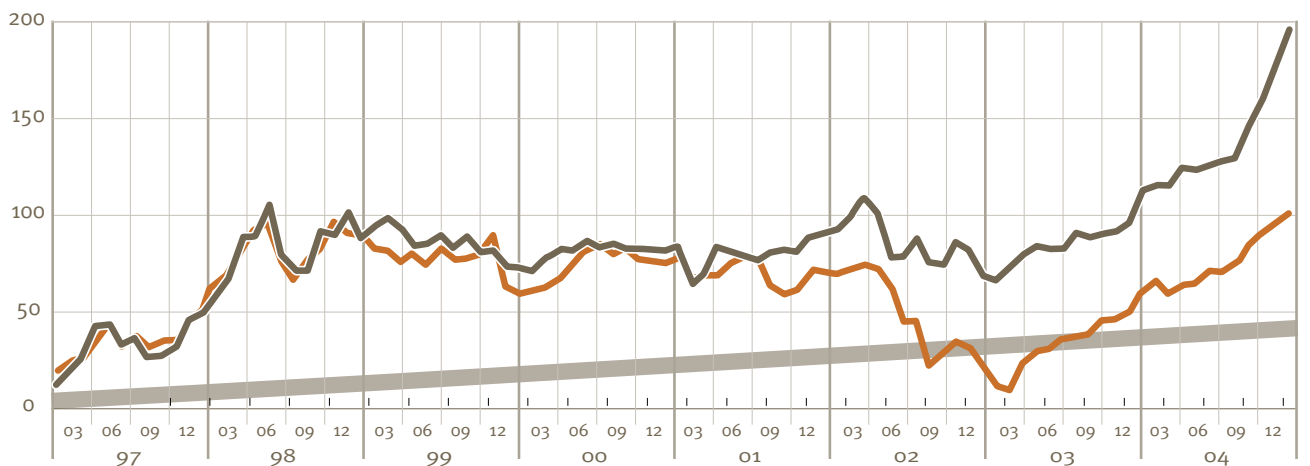
This dividend is 2,6% higher than last year's dividend. It offers a gross yield of 4,1% when calculated on the basis of the share price at 31 December.

After distribution, the company's shareholders' equity will be EUR 248.755.148,94.

DIVIDEND VERSUS INFLATION



TOTAL RETURN COMPAGNIE DU BOIS SAUVAGE VERSUS BEL 20 & OLO 10YR



TOTAL RETURN FROM 31/12/96 TO 31/12/2004

	Total return	Annual
Compagnie du Bois Sauvage	198,04%	14,62%
BEL 20	97,53%	8,87%
OLO 10YR	38,87%	4,19%

OLO 10 YR
 BEL 20
 Bois Sauvage

Source: Bloomberg

PORTFOLIO VALUATION

AT 31 DECEMBER 2004

The intrinsic value before distribution of the Compagnie du Bois Sauvage share was calculated on 31 December 2004.

The following assumptions were made for the purposes of this calculation:

- Real estate was valued based on an expert's report at 31/03/2002
- No liquidation tax was calculated
- No liabilities (if any) were included
- The share price at 31 December 2004 was used to assign a value to listed companies.

Unlisted companies were valued on the basis of their net company or consolidated book value based on available date.

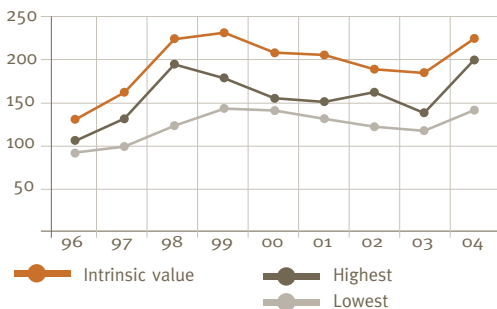
Bank Degroof was re-valued (based on 2003/04 results and the position at 31/12/04) using an average between corrected net assets and a multiple of profits for comparable listed firms.

Bank Berenberg was re-valued (based on 2004 results) with the model used at the time of acquisition.

Nomacorc (in Surongo America) was re-valued (base on 2004 results) using the model for converting the convertible bond held.

Surongo America was valued on the basis of its consolidated net assets in accordance with IFRS standards.

FLUCTUATION OF «FULLY DILUTED» INTRINSIC VALUE

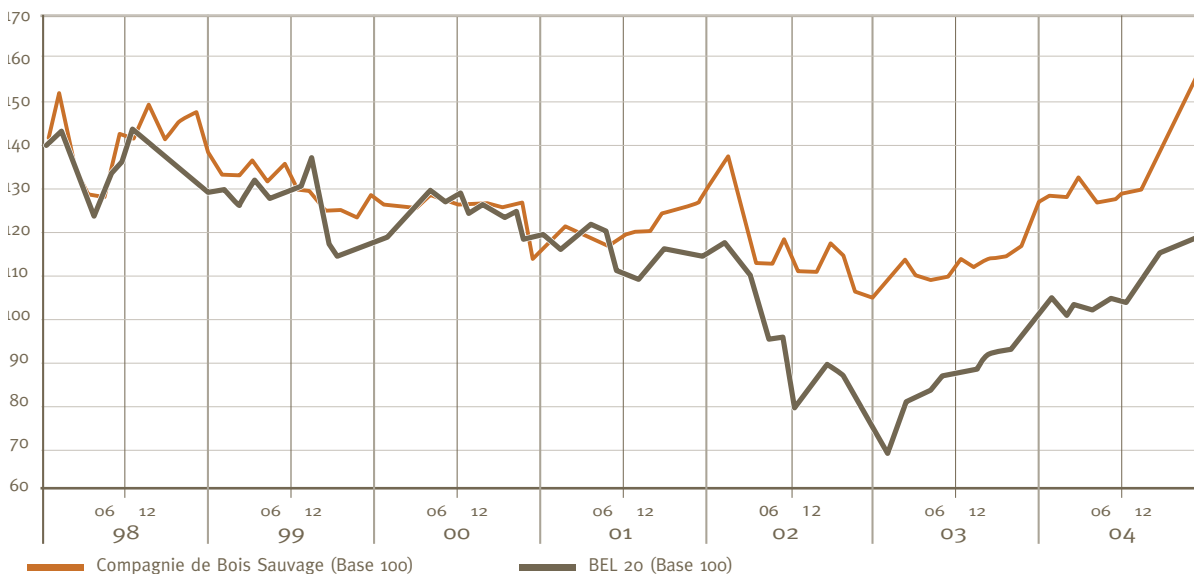


The intrinsic value has fluctuated as shown below.

	31/12/2004	31/12/2003
«FULLY DILUTED» INTRINSIC VALUE	229,79	191,89
«IN THE MONEY» INTRINSIC VALUE	229,79	190,32

The two values are identical, because, at 31/12/2004, the share price was higher than the bond conversion price (EUR 180).

COMPAGNIE DU BOIS SAUVAGE VERSUS BEL 20



OUTLOOK FOR 2005

PROJECTS

There are no specific planned investment projects currently in the pipeline. Having said that, the Company will continue to be attentive to any proposal that could strengthen its existing core businesses.

PROSPECTS

The growth prospects for the unlisted companies in which we have interests are encouraging and lead us to expect good results. However, we are unable to establish overall prospects, as stock market fluctuations may have a significant impact on our treasury portfolio.

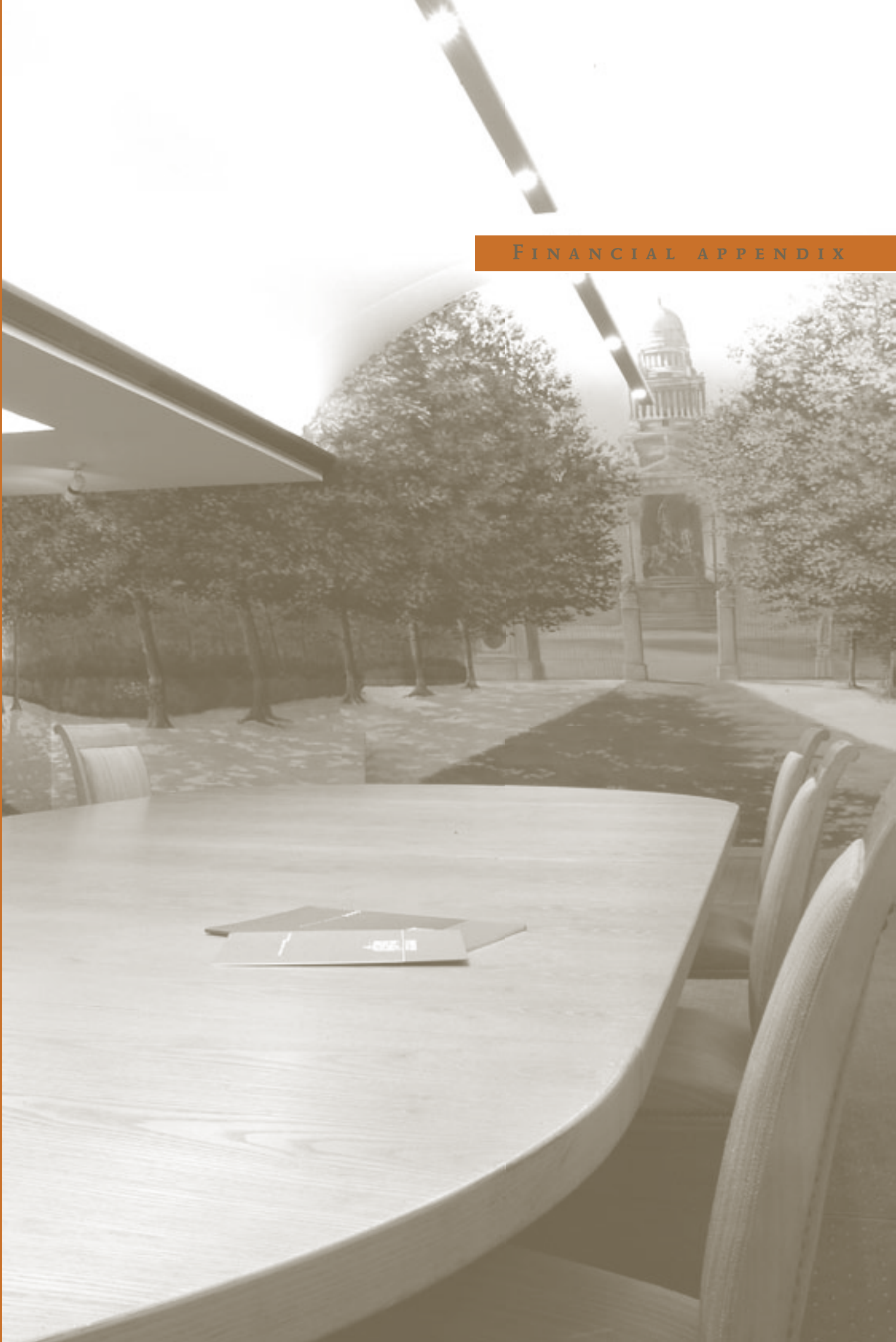
CORPORATE SPONSORSHIP

The company continued its corporate sponsorship policy, which took the form of contribution to the events to promote the not-for-profit organisation «Les Amis de la Cathédrale», support for the «Concours Reine Elisabeth» and the «Fondation Reine Paola». The Company continued its support for the «club d'entreprises» set up by not-for-profit organisation Promethéa.





FINANCIAL APPENDIX



2004 FINANCIAL YEAR

Consolidated accounts
as at 31 December 2004

Submitted to the General Meeting
on 27 April 2005

COMPAGNIE DU BOIS SAUVAGE

Limited Company with capital
of EUR 105.136.956
Head office: rue du Bois Sauvage 17
in B-1000 Brussels
TVA BE 0402 964 823
RPM Brussels

CONSOLIDATED BALANCE SHEET

AFTER DISTRIBUTION

ASSETS	Financial Year 2004 (x 1.000 EUR)	Financial Year 2003 (x 1.000 EUR)	Financial Year 2002 (x 1.000 EUR)
FIXED ASSETS	386.605	313.418	306.364
I. Formation expenses	578	728	-
II. Intangible assets	18	-	-
IV. Financial assets	10.593	10.873	18.080
A. Land and buildings	1.947	2.023	2.085
B. Equipment	58	62	70
C. Furniture and vehicles	25	25	23
E. Other tangible assets	8.563	8.763	15.902
V. Financial assets	375.416	301.817	288.284
A. Companies consolidated by the equity method	65.643	17.180	23.061
1. Participating interests	63.141	15.344	16.907
2. Amounts receivable	2.502	1.836	6.154
B. Other companies	309.773	284.637	265.223
1. Shares	302.494	276.172	258.374
2. Amounts receivable	7.279	8.465	6.849
CURRENT ASSETS	90.793	97.389	51.250
VI. Amounts receivable after one year	17	17	17
A. Trade debtors	-	-	-
B. Other amounts receivable	17	17	17
VII. Inventories and contracts in progress	542	539	552
A. Inventories	542	539	552
4. Finished goods	11	11	9
5. Buildings for sale	531	528	543
VIII. Amounts receivable within one year	14.597	15.406	12.814
A. Trade debtors	984	2.461	73
B. Other amounts receivable	13.613	12.945	12.741
IX. Financial investments	32.822	52.501	37.270
A. Own shares	-	587	4.507
B. Other investments and deposits	32.822	51.914	32.763
X. Cash at bank and in hand	42.492	28.310	212
XI. Deferred charges and accrued income	323	616	385
TOTAL ASSETS	477.398	410.807	357.614

LIABILITIES	Financial Year 2004 (x 1.000 EUR)	Financial Year 2003 (x 1.000 EUR)	Financial Year 2002 (x 1.000 EUR)
CAPITAL AND RESERVES	253.844	206.268	198.218
I. Capital	105.137	105.137	105.137
A. Issued capital	105.137	105.137	105.137
II. Share premium account	63.011	63.011	63.011
IV. Consolidated reserves (*)	84.674	39.107	27.404
V. Negative consolidation differences	5.645	2.695	2.695
VI. Translation differences (+) (-)	-4.623	-3.682	-29
MINORITY INTERESTS	2	99	99
VIII. Minority interests	2	99	99
PROVISIONS AND DEFERRED TAXES	16	8	1.106
IX. A. Provisions for liabilities and charges	16	8	1.106
1. Pensions and similar obligations	-	-	-
2. Taxation	-	-	-
3. Major repairs and maintenance	-	-	765
4. Other liabilities and charges	16	8	341
CREDITORS	223.536	204.432	158.191
X. Amounts payable after one year	162.434	128.187	91.076
A. Financial debts	162.425	128.178	91.070
1. Subordinated loans	-	-	-
2. Unsubordinated loans	106.500	75.000	38.590
4. Credit institutions	55.925	53.178	52.480
D. Other amounts payable	9	9	6
XI. Amounts payable within one year	58.232	72.255	63.813
A. Current portion of amounts payable after one year	4.450	34.517	27.667
B. Financial debts	11.158	3.078	21.245
1. Credit institutions	10.636	2.806	20.980
2. Other loans	522	272	265
C. Trade debts	3.348	539	135
1. Suppliers	3.348	539	135
E. Taxes, remuneration and social security	2.418	2.741	1.154
1. Taxes	2.358	2.675	1.084
2. Remuneration and social security	60	66	70
F. Other amounts payable (*)	36.858	31.380	13.612
XII. Accrued charges and deferred income	2.870	3.990	3.302
TOTAL LIABILITIES	477.398	410.807	357.614

(*) The figures at 31.12.2003 have been amended according to the number of own shares repurchased at the dividend payment date.

CONSOLIDATED

INCOME STATEMENT

CHARGES	Financial Year 2004 (x 1.000 EUR)	Financial Year 2003 (x 1.000 EUR)	Financial Year 2002 (x 1.000 EUR)
A. Interests and other debt charges	9.270	7.014	7.555
B. Other financial charges	1.516	421	323
Bbis. Amortisation of positive consolidation differences	4.774	6	338
C. Services and other goods	1.760	1.959	2.081
D. Remunerations, social security costs and pensions	597	567	539
E. Other operating charges	255	255	1.019
F. Amortisation, depreciation and write-offs on formation expenses, intangible and tangible assets	526	401	632
G. Write-offs on	1.527	13.146	49.822
1. Financial fixed assets	1.363	12.188	46.074
2. Financial current assets	164	415	3.461
3. Amounts receivable	-	543	287
H. Provisions for liabilities and charges	16	8	416
I. Loss on disposal of	11.071	11.374	6.046
1. Tangible and intangible assets	-	-	19
2. Financial fixed assets	8.056	5.655	1.465
3. Financial current assets	3.015	5.719	4.508
4. Various	-	-	54
J. Extraordinary charges	778	282	31
K. Income taxes	1.624	3.182	1.122
Kbis. Share in the loss of companies consolidated using the equity method	3.281	2.042	171
L. Profit of the year	57.217	23.061	-
1. Minority interests	-	-	-
2. Group share	57.217	23.061	-
TOTAL CHARGES	94.212	63.718	70.095

INCOME	Financial Year 2004 (x 1.000 EUR)	Financial Year 2003 (x 1.000 EUR)	Financial Year 2002 (x 1.000 EUR)
A. Income from financial fixed assets	14.737	15.240	15.105
1. Dividend income	14.079	14.759	14.722
2. Interest income	658	481	383
B. Income from current assets	2.826	1.429	1.722
C. Other financial income	6.632	2.070	3.011
D. Income from service rendered	162	135	61
E. Other operating income	859	1.340	1.803
G. Reversal on amounts written off	40.032	28.389	7.270
1. Financial fixed assets	36.132	21.381	3.304
2. Financial current assets	3.357	6.721	3.912
3. Receivables	543	287	54
H. Reversal on provisions for liabilities and charges	8	1.106	648
I. Gains on disposal of	25.044	13.998	4.375
1. Tangible and intangible assets	-	10.430	215
2. Financial fixed assets	20.736	2.918	29
3. Financial current assets	4.308	650	4.131
K. Adjustments of income taxes and reversal on provision for taxation	96	-	1
Kbis. Share in the gain of companies consolidated using the equity method	3.816	11	21
L. Loss of the year	-	-	36.078
1. Minority interests	-	-	-
2. Group share	-	-	36.078
TOTAL INCOME	94.212	63.718	70.095

