



ACKERMANS & VAN HAAREN

ANNUAL REPORT 2011

Financial calendar

15 May 2012	Interim statement Q1 2012
29 May 2012	Ordinary general meeting
24 August 2012	Half-year results 2012
15 November 2012	Interim statement Q3 2012
28 February 2013	Annual results 2012
27 May 2013	Ordinary general meeting

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Pursuant to the Royal Decree of 14 November 2007 on the obligations of issuers of financial instruments admitted to trading on a Belgian regulated market, Ackermans & van Haaren is required to publish its annual financial report.

This report contains the combined statutory and consolidated annual report of the board of directors prepared in accordance with article 119, last paragraph of the Company Code. The report further contains a condensed version of the statutory annual accounts prepared in accordance with article 105 of the Company Code, and the full version of the consolidated annual accounts. The full version of the statutory annual accounts has been deposited with the National Bank of Belgium, pursuant to articles 98 and 100 of the Company Code, together with the annual report of the board of directors and the audit report.

The auditor has approved the statutory annual accounts without qualification.

In accordance with article 12, §2, 3° of the Royal Decree of 14 November 2007, the members of the executive committee (i.e. Luc Bertrand, Tom Bamelis, Piet Bevernage, Piet Dejonghe, Werner Poot and Jan Suykens) declare that, to their knowledge:

a) the annual accounts contained in this report, which have been prepared in accordance

with the applicable standards for annual accounts, give a true view of the assets, financial situation and the results of Ackermans & van Haaren and the companies included in the consolidation;

b) the annual accounts give a true overview of the development and the results of the company and of the position of Ackermans & van Haaren and the companies included in the consolidation, as well as a description of the main risks and uncertainties with which they are confronted.

The annual report, the full versions of the statutory and consolidated annual accounts, as well as the audit reports regarding said annual accounts are available on the website (www.avh.be) and may be obtained upon simple request, without charge, at the following address:

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ACKERMANS & VAN HAAREN

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Mission statement

Positioning of Ackermans & van Haaren

- an independent and diversified group
- led by an experienced, multidisciplinary management team
- based upon a healthy financial structure to support the growth ambitions of the participations

Long term perspective

- clear objectives agreed upon with the participations
- responsibility of the participations for their own financial position
- strive for annual growth in the profits of each participation and in the group as a whole
- focus on growth sectors in an international context

Proactive shareholder

- involvement in selecting senior management and defining long-term strategy
- permanent dialogue with management
- monitoring and control of strategic focus, operational and financial discipline
- active support to management for specific operational and strategic projects

Our mission is to create shareholder value through long-term investments in a limited number of strategic participations with growth potential on an international level.

2011 at a glance

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The consolidated net result (group share) of Ackermans & van Haaren increased by 10% to 177.5 million euros (compared to 160.8 million euros in 2010).

- The strong performance of both Delen Private Bank and Bank J. Van Breda & Co provided a record contribution to the group's result from the Private Banking segment.
- DEME stabilised its turnover at a high level. The profit contribution decreased due to a loss making project in Santos (Brazil) in the first half-year of 2011.
- Sipef's rising profits, coupled with AvH's higher participation percentage, resulted in an increased contribution from the Energy & Resources segment.
- Significant restructuring charges at Hertel over-shadowed the more positive results of the other companies in AvH's Development Capital portfolio.
- The absence of project development profits from AvH's real estate activities led to a lower profit contribution from this segment. The other real estate activities performed as expected.

The board of directors proposes the ordinary general meeting of May 29, 2012 to increase the gross dividend to 1.64 euros per share (1.55 euros in 2010).

Key figures - consolidated balance sheet

(€ mio)	2011	2010	2009
Net equity (part of the group – before allocation of profit)	1,882.6	1,711.4	1,595.5
Net cash position of AvH & subholdings	73.0	77.7	122.1

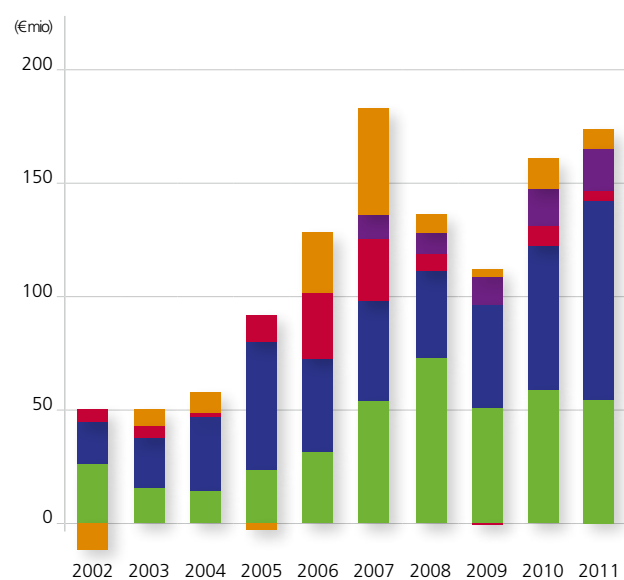
Breakdown of the consolidated net result (part of the group) - IFRS

(€ mio)	31.12.2011	31.12.2010	31.12.2009
Marine Engineering & Infrastructure	54.6	58.7	50.8
Private Banking	88.1	63.6	45.3
Real Estate, Leisure & Senior Care	4.5	8.6	-0.7
Energy & Resources	19.0	16.5	12.8
Development Capital	8.6	13.3	3.4
Result of the participations	174.8	160.7	111.6
Capital gains Development Capital	-0.9	-0.3	4.4
Result of the participations (incl. capital gains)	173.9	160.4	116.0
AvH & subholdings	-0.9	-0.1	1.2
Other non-recurrent results	4.5	0.5	0.3
Consolidated net result	177.5	160.8	117.5

Information by segment

Consolidated result of the participations

(before capital gains of Development Capital)

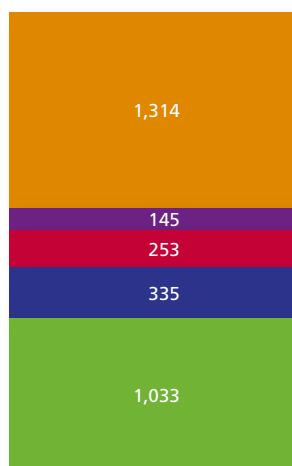


■ Marine Engineering & Infrastructure ■ Private Banking ■ Real Estate, Leisure & Senior Care ■ Energy & Resources ■ Development Capital

Turnover

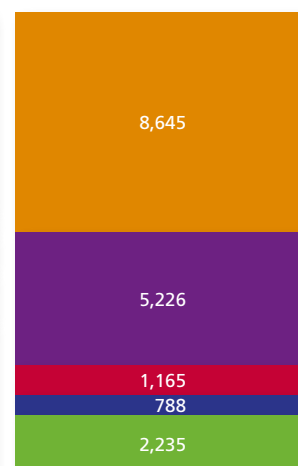
(The pro forma turnover comprises the turnover of all participations held by the AvH group, and therefore deviates from the turnover as reported in the legal IFRS consolidation. In this pro forma presentation, all (exclusive) control interests are incorporated in full and the other interests proportionally.)

€ 3,080 mio



Personnel

18,059



The AvH group represented in 2011, through its share in its participations, a turnover of 3.1 billion euros and employed approximately 18,000 people.



Key events in 2011

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January

- Bank J. Van Breda & Co issues a friendly and conditional counterbid for Antwerps Beroepskrediet.
- GIB increases its participation in Trasys to 83.89%.
- Leasinvest Real Estate (LRE) carries out a buy-out of the main lease contract in a retail park (Nossegem) from Redevco.

February

- AvH increases its participation in Sipef to 25.4%.
- Anima Care acquires the Clos du Trimbleu residential care centre in Blegny.

March

- DEME and IHC Merwede join forces to develop deep-sea mining activities.
- Sipef achieves RSPO certification for its total palm oil production.

April

- Sagar Cements completes the merger with Amareswari Cements.

May

- Bank J. Van Breda & Co acquires all the A-shares of Antwerps Beroepskrediet.
- DEME wins a second contract in the port of Gladstone (Australia), worth 415 million euros.

June

- Delen Investments acquires a stake of 73.49% in the British asset manager JM Finn & Co.
- Anima Care acquires the Zevenbronnen residential care centre in Landen.

July

- Sipef receives an initial licence for new, unplanted hectares in South Sumatra.
- DEME christens the new mega trailing pump dredger 'Congo River' and the fall-pipe vessel 'Flintstone'.
- LRE extends a lease in Antwerp and entered into a new lease in Brussels for a total of 35,000 m² of logistics.



Sipef - Oil palm nursery



DEME - Flintstone

August

- Van Laere takes over the Construction division of property developer Vooruitzicht.

September

- NMC takes over the polyethylene packaging, industry and leisure applications departments of Armacell Benelux.
- Sofinim increases its participation in Egemin International to 59.5%.
- Max Green officially puts the biomass power plant in Rodenhuize into operation.

October

- The take-over of Cobelguard's security activities by Securitas is completed.
- AvH increases its participation in Sipef to 26.69%.

November

- NYSE Liffe starts listing options on Ackermans & van Haaren shares.
- LRE leases the second phase of Canal Logistics to Caterpillar, which means 94% of this is now leased.

Key events in 2012

January

- Anima Care acquires the senior care centre Résidence Parc des Princes in Oudergem.

February

- DEME Australia signs a contract for the Wheatstone project in Australia, worth 916 million euros.

March

- MEDCO (DEME 41%) obtains a contract for the New Port Project in Qatar, worth 941 million euros.



Max Green - Bio mass power plant Rodenhuize



Leasinvest Real Estate - Canal Logistics



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ACKERMANS & VAN HAAREN



Message of the chairmen

Ladies and gentlemen,

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The economies of Western Europe face the challenge to adapt to the new world order. This task becomes more difficult due to the fact that the financial crisis has disrupted the public finances of many countries. In this context, government budgets are being tightened and a new balance is sought. This has an impact on consumers' spending patterns and has implications for a number of companies of our group.

Nevertheless, Ackermans & van Haaren continues to maintain an international profile, which has enabled the group to benefit from the recovery at the international level in global trade in a difficult local environment.

In 2011, the strong performance of our financial institutions in particular has led to a 10% growth in the group's net result to 177.5 million euros (compared to 160.8 million euros in 2010). In these unsettled and complex times, the business model of Ackermans & van Haaren has stood up very well: the group's equity (group share) further increased to 1,883 million euros in 2011. This implies an increase by 13% in one year, taking into account the dividend paid out of 51 million euros in 2011.

The continued investments and restructurings in the participations of Ackermans & van Haaren lay the foundations for the future result.

In the Marine Engineering & Infrastructure segment, **DEME** stabilized its turnover at a high level (1,766 million euros versus 1,801 million euros in 2010). The net profit (104.1 million euros versus 116.5 million euros in 2010) decreased due to an unsatisfactory project in Santos (Brazil). DEME is supported by the rising trend of energy and raw materials prices. The strategic choice to develop the activities in the sector of renewable energy has proved successful to the group, as is evidenced by a vigorous expansion of the order book to 2,404 million euros (compared to 1,935 million euros at 31/12/2010). At the beginning of 2012, major new contracts were signed again, in Wheatstone (Australia) and in Doha (Qatar). This is also backed up by the substantial expansion of the fleet in recent years (1,085 million euros invested over the last three years, 2009-2011). Today, focus has shifted from the acquisition of new contracts to the execution of contracts. DEME continues to seek new ventures and is preparing for the future by various investments in promising new technologies, such as deep-sea mining.

The situation of the Greek economy brought about a turbulent year for the financial markets in 2011. In those circumstances, it is remarkable how Delen Private Bank boasted another strong year with an increase in assets under management from 15,272 million euros (at 31 December 2010) to 15,666 million euros at the end of 2011. Together with the 6,904 million euros assets under management at JM Finn & Co, this means a total of assets under management of 22,570 million euros (31 December 2011) at **Delen Investments**. The acquisition of JM Finn is entirely in keeping with the strategy of Delen Private Bank. Although this is a fresh challenge for the Delen team, a successful international expansion of the bank is the next logical step in the ongoing development of the group's financial activities. Delen Private Bank is supported in this venture by the management of JM Finn, which still owns 26.51% of the British firm. This acquisition had little impact on the bank's figures and balance sheet in 2011. The Core Tier1 capital ratio (20%), the cost-income ratio (44.2%) and the net profit of the bank (57.2 million euros versus 54.3 million euros in 2010) bear out the bank's cautious policy.

Bank J. Van Breda & C° in 2011 acquired a 91.76% stake in Antwerps Beroepskrediet (ABK). In 2011 the bank realized a net profit of 54.9 million euros, including a contribution of 33.5 million euros from ABK (primarily negative goodwill). The bank has a solid balance sheet, with a Core Tier1 capital ratio of 14.7% and a financial leverage (assets/equity) of just 9.7. At the end of 2011, the bank's equity stood at 395 million euros (share of group), versus 259 million euros in 2010. This strong capital basis is deployed entirely for the benefit of the clients, and underlies a record 12% growth in client assets (excl. ABK) to 7.1 billion euros. This gives an underlying recurrent net result of 26.4 million euros compared to 25.7 million euros in 2010. With 2.1 billion euros of assets under management, the clientele of Bank J. Van Breda & C° has become the biggest client of Delen Private Bank. It is clear that the bank's model is evolving increasingly to a mixed model of private bank/commercial bank "for the liberal professions and entrepreneurs" in Belgium. The virtually non-existent loan loss provisions (0.06%) clearly show how well the bank's clientele has weathered the difficult economic climate.

The Real Estate, Leisure & Senior Care segment showed a reduced profit contribution (4.5 million euros versus 8.6 million euros in 2010). This is mainly due to limited project results for **Extensa**. Nevertheless, the various projects of Extensa are evolving positively. The Tour & Taxis site in Brussels and Cloche d'Or in Luxembourg are becoming unique examples of successful urban renewal. While **Leasinvest Real Estate** managed to let a number of properties in a difficult market, **Financière Duval** continues to grow systematically. CFA's order book looks promising for the coming year. The operation of holiday residences (Odalys with 105,000 beds) and retirement homes (Residalya with 1,355 beds) continues to witness a satisfactory growth in a difficult economic climate, while **Anima Care** also continues to develop new retirement homes.

AvH confirms its interest in further investing in stable activities such as retail, logistics, car parks, retirement homes and holiday residences, which constitute the foundations of the real estate sector.

The Energy & Resources segment contributed 19 million euros to the group results in 2011 (compared to 16.5 million euros in 2010). The stabilization of raw materials prices at a high level confirms the group's vision of the long-term potential of this sector. Due to the increasing palm oil volumes and higher prices for palm oil and rubber, **Sipef** in 2011 realized a 31.6% increase in turnover to 367.7 million US dollars. The net profit increased by 12.1% to 95.1 million US dollars (including IAS 41). This all-time high for Sipef was, however, slightly moderated by export duties and the cost of inflation and local currencies. The management team is working on the further expansion of the company. The long-term objectives of doubling the plantation size in Papua New Guinea and of developing another 30,000 hectares in South Sumatra are highly ambitious. This programme will be implemented depending on the future level of palm oil and rubber prices and taking into account the requirements for sustainable development, with Sipef being 100% RSPO Compliant (Round table for Sustainable Palm Oil). In our view, however, this is the only sustainable way for this promising activity in the future.

The Indian companies (**Sagar Cements** and **Oriental Quarries & Mines**) are not making any significant contribution as yet, but are nevertheless evolving according to plan. While **Max Green** will again generate green power at full blast during the whole of 2012, the group expects **Henschel's** results to attain once more the higher levels of the past. The sale of Alcofina was confirmed in 2011.

In the area of **Development Capital**, a result of 7.7 million euros was recorded in 2011 (versus 13.0 million in 2010). The result for 2011 was to a large extent neutralized by restructuring costs at Hertel. Nevertheless, the Development Capital segment appears to stand up very well in a difficult economic climate, with a.o. a significant improvement of the results of Distriplus. Also last year, the payment regarding the sale of Engelhardt was received. The strategy of phasing out the smaller holdings continues. On the other hand, the group

has directly increased its stake in Egemin International from 29% to 60% (via Sofinim). In December 2011, Axe Investments (Sofinim 48%) acquired a 21% interest in Egemin. Concentrating on a small number of international growth companies serves to strengthen the focus within the management team of Ackermans & van Haaren.

In the course of 2011, the net cash position decreased slightly from 77.7 million euros to 73.0 million euros. The growth in shareholders' equity (from 1,711 million euros to 1,883 million euros) and results of Ackermans & van Haaren has encouraged the board of directors to propose once again an increase in the gross dividend, from 1.55 euros per share to 1.64 euros per share.

We would like to thank all the staff members of the group for this good result in a difficult economic climate.

28 March 2012

Luc Bertrand
President of the executive committee

Jacques Delen
President of the board of directors



Annual report of the board of directors

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Dear shareholder,

It is our privilege to report to you on the activities of our company during the past financial year and to submit to you for approval the statutory and consolidated annual accounts closed on 31 December 2011.

In accordance with Article 119 of the Companies Code, the annual reports on the statutory and consolidated annual accounts have been combined.

I Statutory annual accounts

1. Share capital and shareholding structure

No changes were made to the company's share capital during the last financial year. The share capital amounts to 2,295,278 euros and is represented by 33,496,904 no-par-value shares. All shares have been paid up in full.

In 2011, 49,000 new options were granted under the stock option plan. As at 31 December 2011, the options granted and not yet exercised entitled their holders to acquire an aggregate of 324,000 Ackermans & van Haaren shares (0.97%).

The company received a transparency notice on 31 October 2008 under the transitional regulations of the Act of 2 May 2007, whereby Scaldis Invest NV - together with "Stichting Administratiekantoor Het Torentje" - communicated its holding percentage. The relevant details of this transparency notice can be found on the website of the company (www.avh.be).

2. Activities

For an overview of the group's main activities during the 2011 financial year, please refer to the Message of the chairmen (p. 15).

3. Comments on the statutory annual accounts

3.1 Financial situation as at 31 December 2011

The statutory annual accounts have been prepared in accordance with Belgian accounting principles.

The balance sheet total increased strongly from 1,305 million euros at the end of 2010 to 2,426 million euros at the end of 2011. Besides the 13 million euros in tangible fixed assets on the balance sheet (primarily the office building located on Begijnenvest and

Schermerstraat in Antwerp), the assets consist of 55 million euros in investments and 2,345 million euros in financial fixed assets. The strong increase of the balance sheet total is due to the transfer by the Nationale Investeringsmaatschappij of all its assets and liabilities to its parent company Ackermans & van Haaren further to the liquidation of the former. Consequently, Ackermans & van Haaren has directly become shareholder of a number of group companies, including DEME, Nationale Maatschappij der Pijpleidingen and Extensa, and has increased its participation in a number of others, Sipef, AvH Coordination Center and Brinvest, for example. The liquidation of Nationale Investeringsmaatschappij is another step forward in simplifying the group structure. This streamlining will lead to cost savings and a more efficient flow of dividends from the participations to the parent company.



The sales of the participations of 39.6% in D&S holding (Cobelguard) and 30% in Alcofinia were the major divestments of 2011. The group's investment portfolio and the other financial fixed assets decreased slightly following the sale of certain equity positions that were only partially reinvested in mixed investment funds.

On the liabilities side of the balance sheet, the result for the financial year has led to a significant improvement of the equity: from 761 million euros at year-end 2010 to 1,655 million euros at year-end 2011. The statutory equity of Ackermans & van Haaren has thus become a bit closer to the consolidated equity, which amounted to 1,883 million euros (group share).

As a result of the previously mentioned liquidation of the Nationale Investeringsmaatschappij, the liabilities of Ackermans & van Haaren have increased, although significantly less than the increase in equity. It is noted in this context that the overwhelming majority of the financial liabilities incurred in 2011 were again incurred by AvH Coordination Center, a company that is an integral part of the group and which fulfils the role of internal bank for the group. The other liabilities, in accordance with Belgian GAAP, already include the profit distribution for the 2011 financial year that is being proposed to the ordinary general meeting. As a result of the dividends received, and especially the liquidation bonus on the liquidation of the Nationale Investeringsmaatschappij, the financial year closed with a profit amounting to 949 million euros. In the development of both revenues and costs, there should also be reference to the effect of the

change in group structure: on the one hand, some revenues are received directly by Ackermans & van Haaren, on the other, Ackermans & van Haaren has acquired a number of obligations and expenses (services and various goods, personnel, etc).

Including the profit distribution proposal submitted to the annual general meeting on 29 May 2012, the statutory shareholders' equity of Ackermans & van Haaren at the end of 2011 stood at 1,655 million euros as compared to 761 million euros at the end of 2010. This amount does not include unrealised capital gains present in the portfolio of Ackermans & van Haaren and group companies.

In the course of 2011, Ackermans & van Haaren purchased 64,000 own shares and sold 88,000. These transactions are purely related to the stock option plan and are for covering the obligations thereunder.



3.2 Appropriation of the results

The board of directors proposes to appropriate the result (in euros) as follows:

Profit from the previous financial year carried forward	590,884,326
Profit of the financial year	948,758,047
Total for appropriation	1,539,642,373
Allocation to the legal reserves	0
Allocation to the non-distributable reserves	3,731,931
Allocation to the distributable reserves	0
Dividends	54,934,922
Directors' fees	277,500
Profit to be carried forward	1,480,698,020

The board of directors proposes to distribute a gross dividend of 1.64 euros per share. After deduction of withholding tax, the net dividend will amount to 1,2300 euros per share, or 1,2956 euros for the coupons presented together with a VVPR strip (based on the regulation in place on 28 March 2012).

If the annual general meeting approves this proposal, the dividend will be payable from 6 June 2012. From that day onwards, holders of bearer shares can present themselves to Bank Delen, Bank J. Van Breda & C°, Bank Degroof, BNP Paribas Fortis, KBC Bank, ING Belgium, Belfius Bank and Petercam and will receive the dividend against presentation of coupon no. 13.

Following this distribution, shareholders' equity will stand at 1,654,717,887 euros and will be composed as follows:

Capital	
- Subscribed capital	2,295,278
- Issue premium	111,612,041
Reserves	
- Legal reserves	248,080
- Non-distributable reserves	16,979,852
- Tax-exempt reserves	0
- Distributable reserves	42,884,616
Profit carried forward	1,480,698,020
Total	1,654,717,887

3.3 Outlook

As in previous years, the results for the current financial year will to a large extent depend on the dividends paid by the companies within the group and on the realization of any capital gains or losses.

4. Major events after the closing of the financial year

Since the closing of the 2011 financial year, there have been no major events which could have a significant impact on the development of the company.

5. Research and development

The company did not undertake any activities in the area of research and development.

6. Financial instruments

Companies within the group may use financial instruments for risk management purposes. Specifically, these are instruments principally intended to manage the risks associated with fluctuating interest and exchange rates. The counterparties in the related transactions are exclusively first-ranked banks. As at the end of 2011, neither Ackermans & van Haaren nor any other fully consolidated group company within the 'AvH & sub-holdings' segment had any such instruments outstanding.

7. Notices

7.1 Application of Article 523 of the Companies Code

Extract from the minutes of the meeting of the board of directors of Ackermans & van Haaren held on 15 November 2011:

"Mandate for granting stock options

Before the board of directors starts deliberations on the granting of stock options, Luc Bertrand declares that he, as a beneficiary of the stock option plan, has a direct interest of a proprietary nature which conflicts with the proposed resolution within the meaning of Article 523 of the Companies Code.

Pursuant to Article 523 of the Companies Code, Luc Bertrand states that he will inform the company auditor of the conflict of interest after this meeting. Mr. Luc Bertrand leaves the meeting and does not take part in the deliberations or decision-making concerning this item.

Based on the recommendations of the remuneration committee, the board of directors decides to grant, under the current stock option plan, Jacques Delen and Luc Bertrand, each acting separately, special authorization to offer a maximum of 50,000 options on Ackermans & van Haaren shares to the members of the executive committee and certain members of staff and independent service providers of Ackermans & van Haaren and Sofinim.

The offering of the options is to take place on 3 January 2012 and, as in previous years, the exercise price will be determined based on the average price of the share during the 30 days preceding the offer.

As it is the policy of the company to hedge the stock options through the purchase of own shares, the proprietary consequences for the company are in principle limited to (i) the interest borne or lost during the period running from the purchase of the shares to their resale to the option holders, (ii) any difference between the purchase price

of own shares and the exercise price of the options granted, and (iii) the accounting cost which in pursuance of IFRS 2 must be shown in the income statement and which has an impact on the result per share.

Luc Bertrand rejoins the meeting.”

7.2 Additional remuneration for the auditor

Pursuant to Article 134, §§2 and 4 of the Companies Code, we inform you that an additional fee of 9,300 euros (excluding VAT) was paid to Ernst & Young Tax Consultants CV for tax advice and 6,300 euros (excluding VAT) to Ernst & Young Bedrijfsrevisoren for diverse activities.

7.3 Acquisition and transfer of own shares

On 9 March 2009, the extraordinary general meeting authorized the board of directors of Ackermans & van Haaren to acquire own shares within a well-defined price range during a period of 5 years. This authorization has been renewed early for a new period of 5 years at the extraordinary general meeting of November 25, 2011.

In the course of the 2011 financial year, Ackermans & van Haaren acquired 64,000 own shares. These shares were acquired to cover the company's obligations under the stock option plan.

Including these shares and taking into account the sale of 88,000 shares pursuant to the exercising of options, the situation as at 31 December 2011 was as follows:

Number of treasury shares	317,700 (0.95%)
Par value per share	0.07 euros
Average price per share	53.34 euros
Total investment value	16,945,099 euros

In addition, Brinvest, a direct subsidiary of Ackermans & van Haaren, holds another 51,300 shares of Ackermans & van Haaren.

7.4 Notice pursuant to the law on takeover bids

In a letter dated 18 February 2008, Scaldis Invest sent a notice to the company in accordance with Article 74, §7 of the Act of 1 April 2007 on takeover bids. From this notice, it appeared that Scaldis Invest owns over 30% of the securities with voting rights in Ackermans & van Haaren and that Stichting Administratiekantoor “Het Torentje” exercises ultimate control over Scaldis Invest.

7.5 Protection schemes

(i) Powers of the management body

On 25 November 2011, the extraordinary general meeting renewed the authorization of the board of directors to proceed, in case of a takeover bid for the securities of Ackermans & van Haaren, to a capital increase in accordance with the provisions and within the limits of Article 607 of the Companies Code. The board of directors is allowed to use these powers if the notice of a takeover bid is given by the Financial Services and Markets Authority to the company not later than three years after the date of the abovementioned extraordinary general meeting.

The board of directors is also authorised for a period of three years expiring on 14 December 2014 to acquire or transfer shares of the company in the event that such action is required in order to safeguard the company from serious and imminent harm.

(ii) Important agreements

The shareholders' agreement with respect to DEME NV (DEME) which the company concluded on 22 March 2007 with Aannemingsmaatschappij CFE NV (CFE) grants specific rights to the latter in the case of a change or acquisition of direct control over Ackermans & van Haaren. These rights essentially mean that in such case CFE has the option of terminating the shareholders' agreement.



II Consolidated annual accounts

1. Risks and uncertainties

This section describes, in general terms, the risks facing Ackermans & van Haaren NV ("AvH") as an international investment company, and the operational and financial risks associated with the different segments in which it is active (either directly or indirectly through its subsidiaries).

The executive committee of AvH is responsible for the preparation of a framework for internal control and risk management which is submitted for approval to the board of directors. The board of directors is responsible for the evaluation of the implementation of this framework, taking into account the evaluation carried out by the audit committee. At least once a year the audit committee evaluates the internal control systems which the executive committee has set up in order to ascertain that the main risks have been properly identified, reported and managed.

The subsidiaries of AvH are responsible for the management of their own operational and financial risks. Those risks, which vary according to the sector, are not centrally managed by AvH. The management teams of the subsidiaries in question report to their board of directors or audit committee on their risk management.

Risks at the level of Ackermans & van Haaren

Strategic risk

The objective of AvH is to create shareholder value by long-term investment in a limited number of strategic participations. The availability of opportunities for investment and divestment, however, is subject to macroeconomic, political, social and market conditions. The achievement of the objective can be adversely affected by difficulties encountered in identifying or financing transactions or in the acquisition, integration or sale of participations.

The definition and implementation of the strategy of the group companies is also dependent on this macroeconomic, political, social and market context. By focusing as a proactive shareholder on long-term value creation and on the maintenance of operational and financial discipline, AvH endeavours to limit those risks as much as possible.

In several group companies, AvH works together with partners. In certain group companies, AvH has a minority stake. The diminished control which may result from that situation could lead to relatively greater risks; however, this is counterbalanced by a close cooperation and by an active representation on the board of directors of the companies concerned.

Risk related to the stock market listing

As a result of its listing on Euronext Brussels, AvH is subject to a whole series of regulations regarding information requirements, transparency reporting, takeover bids, corporate governance and insider trading. AvH pays the necessary attention to keeping up and complying with the constantly changing laws and regulations in this area.

The volatility of the financial markets has an impact on the value of the share of AvH (and of some of its listed group companies). As was mentioned earlier, AvH seeks to systematically create long-term shareholder value. Short-term share price fluctuations and the speculation associated with this can produce a momentarily different risk profile.

Liquidity risk

AvH has sufficient resources at its disposal to implement its strategy and has no net financial debts. The subsidiaries are responsible for their own debt financing, it being understood that, in principle, AvH does not extend credit lines or securities to or for the benefit of its participations.

The financial debts of 'AvH & subholdings' virtually correspond to the treasury bonds issued by AvH (commercial paper programme). AvH has confirmed credit lines from different banks with which it has a long-term relationship, such credit lines amply exceeding the outstanding commercial paper obligations.

The board of directors believes that the liquidity risk is fairly limited.



Risks at group company level

Marine Engineering & Infrastructure

The **operational risks** of this segment are essentially associated with the execution of often complex projects and are, among other things, related to the technical design of the projects and the integration of new technologies; the setting of prices for tenders and, in case of deviation, the possibility or impossibility of hedging against extra costs and price increases; performance obligations (in terms of cost, conformity, quality, turnaround time) with the direct and indirect consequences associated therewith, and the timeframe between quotation and actual execution. In order to cope with those risks, the different group companies work with qualified and experienced staff. In principle, AvH is only involved in the selection of the top management of the DEME group rather than in the management of the operational risks mentioned above.

The construction and dredging sector is typically subject to economic fluctuations. The market of large traditional infrastructural dredging works is subject to strong cyclical fluctuations on both the domestic and international markets. The investment policy of customers such as the manufacturing industry and local and national authorities is influenced by those fluctuations.

DEME is to a significant degree active outside the euro zone. Consequently, it runs not only a currency **exchange risk**, but in some cases also a **political risk**. DEME hedges against exchange rate fluctuations or sells foreign currency futures. Certain commodities or raw materials, such as fuel, are hedged as well.

Given the size of the contracts in this segment, the **credit risk** is closely monitored too. For the purposes of large foreign contracts, for instance, DEME regularly uses the services of the Office national du ducroire/Nationale Delcrededienst (ONDD - Belgium's national delcredere office) insofar as the country concerned qualifies for this service and the risk can be covered by credit insurance. For large-

scale infrastructural dredging contracts, DEME is dependent on the ability of customers to obtain financing and can, if necessary, organize its own project financing.

Algemene Aannemingen Van Laere bills and is paid as the works progress. As far as NMP is concerned, the risk of discontinuity of income is estimated to be fairly limited, since it has long-term transport contracts with large national and international petrochemical firms.

The **liquidity risk** is limited by spreading the financing over several banks and by consolidating this financing to a significant extent over the long term. DEME continuously monitors its balance sheet structure and pursues a balance between a consolidated shareholders' equity position and consolidated net debts.

DEME has major credit and guarantee commitments with a whole string of international banks. In addition, it has a commercial paper programme to cover short-term financial needs. DEME predominantly invests in equipment with a long life which is written off over several years. For that reason, DEME seeks to schedule a substantial part of its debts over a long term.

Private Banking

The **credit risk** and risk profile of the investment portfolio have for many years now been deliberately kept very low by Delen Private Bank and Bank J.Van Breda & C°. The banks invest in a conservative manner. In the case of Delen Private Bank, lending to customers is limited and is guaranteed by pledges on securities. The credit portfolio of Bank J.Van Breda & C° is very widely spread among a client base of local entrepreneurs and professionals, and credit is granted to this target group of clients only. The bank applies concentration limits per sector and maximum credit amounts per client.

Bank J.Van Breda & C° adopts a cautious policy with regard to **interest rate risk**, well within the standards set by the Financial



Services and Markets Authority. Where the terms of assets and liabilities do not match sufficiently, the bank deploys hedging instruments (a combination of interest rate swaps and options) to correct the balance. The interest rate risk at Delen Private Bank is limited due to the fact that it primarily focuses on asset management, with very limited lending and without taking positions.

The **exchange rate risk** applies only to Delen Investments, which systematically monitors the foreign currency positions and hedges them on the spot market. The main position is the stake in the British JM Finn & Co.

The **liquidity and solvency risk** of the banks is continuously monitored by a proactive risk management. Furthermore, the two groups have more than sufficient liquid assets to meet their commitments, as well as pure and sound Core Tier1 equity ratios.

Both banks are adequately protected against **business risk** or income volatility risk. The operating charges of Delen Private Bank are amply covered by the regular income, while in the case of Bank J.Van Breda & C° the income from relationship banking is highly diversified in terms of clients as well as of products.

Real Estate, Leisure & Senior Care

The **operational risks** in the real estate sector can be classified according to the different stages in the process. A first crucial element is the quality of the offering of the right buildings and services. In addition, long-term lease contracts with solvent tenants are expected to guarantee the highest possible occupancy rate of both buildings and services and a recurrent flow of income, and should limit the risk of non-payment. Finally, the renovation and maintenance risk is also continuously monitored.

The real estate development activity is subject to strong cyclical fluctuations, called the **cyclical risk**. Development activities for office buildings tend to follow the conventional economic cycle, whereas residential activities respond more directly to the economic situation, consumer confidence and interest rate levels. Extensa Group is active in Belgium and Luxembourg (where the main focus of its activity lies) as well as in Turkey, Romania and Slovakia, and is therefore subject to the local market situation. However, the spread of its real estate operations over different segments (e.g. residential, logistics, offices, retail) limits this risk.

The **exchange risk** is very limited because most operations are situated in Belgium and Luxembourg, with the exception of Extensa's operations in Turkey (risk linked to the USD and the Turkish lira) and in Romania (risk linked to the RON). Leasinvest Real Estate and Extensa Group possess the necessary long-term credit facilities and backup lines for their commercial paper programme to cover present and future investment needs.

Those credit facilities and backup lines serve to hedge the financing risk. The **liquidity risk** is limited by having the financing spread over several banks and by diversifying the expiration dates of the credit facilities over the long term.

The hedging policy for the real estate operations is aimed at confining the **interest rate risk** as much as possible. To this end, various financial instruments such as spot & forward interest rate collars, interest rate swaps and CAPs are employed.

Energy & Resources

The focus of this segment is on businesses in growth markets, such as India, Indonesia and Poland. Since the companies concerned are to a great extent active outside the euro zone (Sagar Cements and Oriental Quarries & Mines in India, Sipef in Indonesia and Papua-New Guinea among others), the currency **exchange risk** (on the balance sheet and in the income statement) is more relevant here than in the other segments. The risk of fluctuations in the local economic and **political** situation must be taken into account as well.

Finally, the group is in this segment also exposed to fluctuations in **raw material** prices (e.g. Sipef: palm oil, rubber and tea; Sagar Cements: cement).

Development Capital

AvH makes venture capital available to a limited number of companies with international growth potential. The investment horizon is on average longer than that of the traditional players on the development capital market. The investments are usually made with conservative debt ratios, with in principle no advances or securities being granted to or for the benefit of the group companies concerned. In addition, the diversified nature of these investments contributes to a balanced spread of the economic and financial risks. As a rule, AvH will finance those investments with shareholders' equity.



The **economic** situation has a direct impact on the results of the group's companies, particularly in the case of the more cyclical or consumer-driven companies. The fact that the activities of the group companies are spread over different segments affords a partial protection against the risk.

Each group company is subject to specific **operational risks** such as price fluctuations of services and raw materials, the ability to adjust sales prices, competitive risks, etc. The companies monitor those risks themselves and can try to limit them by operational and financial discipline and by strategic focus. Monitoring and control by AvH as a proactive shareholder also play an important part in that respect.

Several of the group's companies (e.g. Hertel, Manuchar) are to a significant extent active outside the euro zone. The **exchange rate risk** in each of these cases is monitored and controlled by the group company itself.

2. Comments on the consolidated annual accounts

The consolidated annual accounts were prepared in accordance with International Financial Reporting Standards (IFRS).

The group's consolidated balance sheet total as at 31 December 2011 amounted to 6,517 million euros, which is an increase of 16.3% compared to the figure for the end of 2010 (5,604 million euros). This balance sheet total obviously depends on the manner in which certain group companies are included in the consolidation. The accounting principles used remained unchanged from those applied to the accounts for 2010.

Shareholders' equity (group share) at the end of 2011 was 1,883 million euros, which represents an increase of 171 million euros compared to the figure for the end of 2010, taking into account a dividend payment of 51.9 million euros in June 2011. In the course of 2011, investments amounted to 53.0 million euros, while divestments reached 45.6 million euros. The investments concerned 23.3 million euros in follow-up investments in Development Capital and 29.7 million euros, mainly in an increase of the stake in Sipef and a capital increase in Anima Care. The net cash position of Ackermans & van Haaren stood at 73.0 million euros at the end of 2011, compared with 77.7 million euros at the end of 2010.

An (economic) breakdown of the results for the group's various activity segments is set out in the 'Key Figures' appendix to the annual report.

Marine Engineering & Infrastructure: The dredging company DEME stabilised its turnover at a high level. The profit contribution decreased slightly due to a loss making project in Santos (Brazil) in the first half-year of 2011.

Thanks to its strong international presence and a diversified order book, **DEME** (AvH 50%) succeeded in weathering the effects of the



Marine Engineering & Infrastructure - DEME

economic storm fairly well in 2011. The revenue of € 1,766 mio almost equaled that of the record year in 2010 (€ 1,801 mio), thanks to a well utilised fleet. The traditional dredging activities represented 64% of DEME's turnover in 2011. DEME's related specialized activities, and in particular environmental engineering, services to the oil, gas and mining sector, extraction of building aggregates from the sea, and the construction of offshore wind turbine farms, together represent the remaining 36% of the group turnover. In this area in particular, the activity of GeoSea, the subsidiary of DEME that is responsible for the construction of largescale offshore wind farms such as the C-Power wind farm on the Thornton Bank off the Belgian coast, increased significantly (+57%) in 2011 compared to last year. As a result of the problems experienced by the environmental subsidiary DEC Ecoterres with regard to soil remediation work in Santos (Brazil), the EBITDA of DEME in 2011 amounted to € 300.4 mio (2010: € 328.7 mio) and the net result amounted to € 104.1 mio (2010: € 116.5 mio). The setback at Santos was already communicated in August at the time of the interim results, and this project was fully completed in the first half of 2011.

DEME received significant new orders in the course of 2011, including orders for port infrastructure works in Gladstone (Australia), for the next phase of the construction of an offshore wind turbine farm on the Thornton Bank (Belgium), and for the construction of artificial islands for the extraction of oil in Abu Dhabi. Moreover, DEME was able to renew its contract for maintenance work off the Belgian coast for a period of 5 years. DEME's order book thereby increased to € 2,404 mio as at December 31, 2011 (compared to € 1,935 mio as at December 31, 2010).

DEME has consistently continued to invest in its fleet during 2011. Six new vessels were put into service: the fall-pipe vessel Flintstone (19,000 tonnes), the gravel trailer dredger Victor Horta (5,000 m³), the rock cutters Al Jarraf and Amazon (both 12,860 kW), the trailer dredger Breughel (11,000 m³) and the megatrailer dredger Congo River (30,000 m³). DEME also took a number of initiatives for new

applications of its knowhow and technology: DEME Blue Energy focuses on the production of power from tides and waves, Ocean-FLORE (a joint venture with IHC Merwede) offers solutions for the deep-sea extraction of minerals, and Purazur specialises in the high-tech treatment of industrial effluent.

Algemene Aannemingen Van Laere (AvH 100%) realised a satisfactory increase in its turnover in 2011 (€ 137 mio), up 18% from the prior year, and in its net profit (€ 1.7 mio compared to € 0.5 mio in 2010). Van Laere acquired the Construction branch of property developer Vooruitzicht on August 1, 2011, thus strengthening its position in the Belgian market. By developing complementary non-core activities, such as the management of car parks, the group aims to become less sensitive to the economic cycle in the future.

Private Banking: The strong performance of both Delen Private Bank and Bank J. Van Breda & C^o provided a record contribution to the group's result from the Private Banking segment.

Delen Private Bank again achieved strong annual results with a growth of assets under management from € 15,272 mio on December 31, 2010 to € 15,666 mio on December 31, 2011. Combined with € 6,904 mio of assets under management at JM Finn & Co, this led to group assets under management of € 22,570 mio for **Delen Investments** (AvH 78.75%) at the end of 2011. The negative impact of the difficult financial markets was more than offset by the inflow of new funds from private customers, which demonstrated confidence in the conservative investment policy of Delen Private Bank. At the end of September, the British regulator (FSA) approved the acquisition of a 73.49% majority interest in the British asset manager JM Finn & Co. Ltd. by Delen Investments. The management of JM Finn & Co retains the balance (26.51%). The gross operating revenues of Delen Investments rose to € 162.5 mio (JM Finn & Co contribution: € 13.2 mio), mainly due to the higher



Marine Engineering & Infrastructure - DEME



Private Banking - Bank J. Van Breda & C^o

level of assets under management. The cost-income ratio remained highly competitive at 44.2% (41.7% in 2010). Net profit amounted to € 57.2 mio (€ 54.3 mio in 2010), of which the contribution from JM Finn & Co (3 months) was € 1.1 mio. The consolidated equity of Delen Investments at the end of 2011 amounted to € 364.3 mio (€ 344.1 mio at the end of 2010). The Core Tier 1 capital ratio was 20% (including 100% of JM Finn, i.e. assuming a core tier 1 capital of € 115 mio), and remained well above the sector average.

Bank J. Van Breda & C° (AvH 78.75%) acquired a participation of 91.76% in the Antwerps Beroepskrediet (ABK) in 2011. By means of ABK, the bank will expand the added value of its asset management services to a customer base outside the target group of entrepreneurs and liberal professions. Partly thanks to the acquisition of ABK, Bank J. Van Breda & C° realised a strong financial performance in 2011. The total client assets (excluding ABK) achieved record growth from € 6.4 billion end 2010 to € 7.1 billion (+12%), of which € 3.1 billion were client deposits (+20%) and € 4.0 billion were entrusted funds (+6%). € 2.1 billion of these assets are managed by Delen Private Bank. The loan volume from the banking core clients continued to increase to € 2.5 billion (+8%), while provisions for loan losses remained at a very low level (0.06%). In 2011, the bank realised a net profit of € 54.9 mio, including a contribution from ABK of € 33.5 mio that was mainly negative goodwill. The underlying net result, excluding ABK and an impairment on Greek government bonds of € 5 mio (after tax), was € 26.4 mio, compared to € 25.7 mio in 2010. The cost - income ratio increased to 61% (57% in 2010), while equity rose from € 259 mio to € 395 mio a.o. thanks to the acquisition of ABK. The bank has a strong balance sheet, a financial leverage (ratio of total assets to equity) of only 9.7 and a Core Tier 1 capital ratio of 14.7%, therefore already meeting the Basel III requirements.

Real Estate, Leisure & Senior Care: The absence of project development profits from AvH's real estate activities led to a

lower profit contribution from this segment. The other real estate activities performed as expected.

Extensa (AvH 100%) made a negative contribution to group result (€ -2.8 mio) in 2011. Due to delays in obtaining permits for allotment of land in 2011, Extensa could only realise a limited number of land sales. The real estate promotions in Roeselare, Hasselt, and Istanbul continued successfully, but only contributed yet a limited amount to the result. Extensa expects that the work for the construction of an energy-passive office building on the site of Tour & Taxis (50% Extensa) in Brussels could be started in 2012. Construction work on the Grossfeld site in Luxembourg (50% Extensa) should also be able to start after the permits have been issued in 2012. Extensa sold its 173,072 Retail Estates shares to the Leasinvest Real Estate subsidiary during 2011. The capital gain of € 2.7 million that was recognized by Extensa was eliminated in the consolidated results of AvH.

The rental income of **Leasinvest Real Estate** (AvH 30.01%) decreased to € 36.6 mio over the 2011 financial year (€ 38.4 mio as at 31 December 2010) as a result of significant divestments in 2010 (Axxes Business Park in Merelbeke, and Louizalaan 250 in Brussels). The fair value of the real estate portfolio increased to € 504 mio (compared to € 494 mio as at December 31, 2010) as a result of, among other things, the buyout of a lease from Redevco Belgium, the completion of a shopping centre in Diekirch, and the 2nd phase of Canal Logistics. The portfolio now has 53 buildings, of which 54% are offices, 26% logistics and 20% retail. The strategic reorientation of the portfolio, more specifically the divestment of offices in Belgium and more focus on new regions, retail and logistics, is being continued. The share of offices in the portfolio has already been reduced to 54% (27% in the Grand Duchy of Luxembourg). The occupancy rate decreased from 97.45% (2010) to 92.57%, mainly due to vacant premises at The Crescent and the Vierwinden site. The Crescent has been renovated into a green intelligent building and, after the signing of various service contracts, now has an occupancy



Real Estate, Leisure & Senior Care - Leasinvest Real Estate



Real Estate, Leisure & Senior Care - Leasinvest Real Estate

rate of almost 50%. Meanwhile, the occupancy rate of Canal Logistics has already reached 78% for the 1st phase, and 94% for the 2nd phase. The rental yield on the fair value amounted to 7.23% as at December 31, 2011 (2010: 7.41%), and the debt ratio increased to 47.29% (44.13% as at December 31, 2010). LRE closed its 2011 financial year with a net result of € 12.6 mio (2010: € 14.3 mio). LRE proposes an increase in its dividend to € 4.15 per share (€ 4.10 for 2010). Following the acquisition of Retail Estates shares that were previously owned by Extensa, LRE held a 7.39% participation in the Retail Estates investment trust at the end of 2011.

Energy & Resources: Sipef's rising profits, coupled with AvH's higher participation percentage, resulted in an increased contribution from the Energy & Resources segment.

Thanks to favourable climatic conditions and more mature areas, the plantation group **Sipef** (AvH 26.69%) was able to increase its production of palm oil by 7.9% to 258,099 tonnes in 2011. Production volumes of rubber, bananas and tea decreased slightly, however. Through this increased production of palm oil and the higher selling prices for palm oil (average market price USD 1,125/tonne in 2011) and rubber, Sipef realized an increase in turnover of 31.6%, to USD 367.7 mio, in 2011. Despite the effect of inflation, export taxes in Indonesia and the appreciation of local currencies in Indonesia and Papua New Guinea, which increased costs, Sipef's profit before the accounting effect of applying IAS 41 increased to a record level of

USD 84.7 mio. After application of IAS 41, the net profit (group's share) from Sipef amounted to USD 95.1 mio, equivalent to USD 10.63 per share. Sipef has announced an increase of 13.3% in the dividend, to € 1.7 per share. Following the granting of an initial licence for a potential expansion of the Sipef plantations in South Sumatra (Indonesia) by 10,500 hectares in July 2011, Sipef has recently received a licence for 9,000 additional hectares in the same region. AvH increased its participation in Sipef by 3.9%, to 26.69%, through the acquisition of shares in the market in the course of 2011.

Development Capital: Significant restructuring expenses at Hertel overshadowed the more positive results of the other companies in AvH's Development Capital portfolio. The results of the different participations in this segment are described from page 98 onwards.



Energy & Resources - Sipef



Energy & Resources - Oriental Quarries & Mines

3. Key events after the closing of the financial year

No major events which could have a significant influence on the activities or the financial position of the company took place after the balance sheet date. Worth mentioning is that, in mid-February 2012, DEME won a major contract worth 916 million euros for the construction of LNG terminals on the Australian west coast (Wheatstone project). Early March 2012, another major contract has been signed, for dredging works for the New Port Project in Qatar.

4. Research and development

The fully-consolidated group companies of Ackermans & van Haaren did not engage in any research and development activities in 2011.

5. Financial instruments

Within Bank J. Van Breda & C^o, an effort is being made to pursue a cautious policy in terms of interest rate risk by using interest swaps and options.

A large number of the group's companies operate outside the euro zone (for example DEME, Delen Investments, Sipef, Hertel, Manuchar, Henschel). Hedging activities for exchange rate risk are always carried out and managed at the level of the individual company.

6. Outlook

The decisions that were taken in recent weeks at the highest political level in Europe appear to lay the foundations for a better economic climate. Nevertheless, the economic situation and outlook in many countries where Ackermans & van Haaren and its companies are active remains uncertain.

Despite this uncertainty, the board of directors believes that the group is well-positioned: DEME began 2012 with a well-filled order book; the banks have a record level of assets under management; Sipef has confirmed its favourable profit expectations for 2012, and the potential of AvH's assets in Development Capital and real estate remains intact.



Development Capital - Egemin



Development Capital - Hertel



III Corporate governance statement

1. General

Ackermans & van Haaren has adopted the Belgian Corporate Governance Code (the 'Code'), as published on 12 March 2009, as its reference code. The Code can be consulted on the website of the Corporate Governance Committee (<http://www.corporategovernancecommittee.be>).

On 14 April 2005, the board of directors of Ackermans & van Haaren adopted the first Corporate Governance Charter ('Charter').

The board of directors has subsequently updated this Charter several times:

- On 18 April 2006, the Charter was aligned to various Royal Decrees adopted pursuant to European regulations on market abuse;
- On 15 January 2008, the board of directors amended article 3.2.2. (b) of the Charter in order to clarify the procedure regarding investigations into irregularities;

- On 12 January 2010, the Charter was modified to reflect the new Code and the new independence criteria set forth in Article 526ter of the Companies Code;
- On 4 October 2011, the board of directors deliberated on the adaptation of the Charter to the Act of 6 April 2010 on the reinforcement of corporate governance in listed companies and the Act of 20 December 2010 on the exercise of certain shareholders' rights in listed companies. On this occasion, the board of directors also tightened its policy on the prevention of market abuse (Section 5 of the Charter) with the introduction of a prohibition on short selling and speculative share trading.

The new Charter is available in three languages (Dutch, French and English) on the company's website (www.avh.be).

This chapter ('Corporate Governance Statement') contains the information as referred to in Articles 96, §2 and 119, second paragraph, 7° of the Companies Code. In accordance with the Code, this chapter specifically focuses on factual information involving corporate governance matters and explains any derogations from certain provisions of the Code during the past financial year in accordance with the principle of 'comply or explain'.

2. Board of directors

2.1 Composition

Name	Born	Type of mandate	Mandate end
Jacques Delen	1949	Chairman, non-executive	2012
Luc Bertrand	1951	Executive	2013
Teun Jurgens	1948	Non-executive	2014
Pierre Macharis	1962	Independent, non-executive	2012
Julien Pestiaux	1979	Independent, non-executive	2015
Thierry van Baren	1967	Independent, non-executive	2014
Frederic van Haaren	1960	Non-executive	2013
Pierre Willaert	1959	Non-executive	2012

Jacques Delen (born 1949, Belgian) completed his studies as a stockbroker in 1976. He is currently chairman of the executive committee of Bank Delen and a director with the listed agro-industrial group Sipef and with Bank J. Van Breda & C°. Jacques Delen was appointed director at Ackermans & van Haaren in 1992 and has been chairman of the board of directors since 2011.

Luc Bertrand (born 1951, Belgian) is chairman of the executive committee of Ackermans & van Haaren. He graduated in 1974 as a commercial engineer (KU Leuven) and began his career at Bankers Trust, where he held the position of Vice-President and Regional Sales Manager, Northern Europe. He has been with Ackermans & van Haaren since 1986. He holds various mandates as director within and outside the Ackermans & van Haaren group. His mandates include being chairman of the board of directors of DEME, Dredging International, Finaxis, Sofinim and Leasinvest Real Estate. Outside the group, Luc Bertrand holds mandates as director at Schroeders and ING Belgium. Luc Bertrand is also active at the social level and is, among other things, chairman of Guberna (the Belgian Governance Institute) and Middelheim Promotors, and sits on the boards of several other non-profit organizations. Luc Bertrand was appointed director at Ackermans & van Haaren in 1985.

Teun Jurgens (born 1948, Dutch) graduated as an agricultural engineer at the Rijks Hogere Landbouwschool in Groningen (The Netherlands). He was, among other things, a member of the management team of Banque Paribas Nederland and founder of Delta Mergers & Acquisitions. Teun Jurgens was appointed director at Ackermans & van Haaren in 1996.

Pierre Macharis (born 1962, Belgian) completed a master's degree in commercial and financial sciences (1986) and also earned a degree in industrial engineering with a specialization in automation (1983). He is currently CEO and chairman of the executive committee of the listed VPK Packaging Group, a vertically integrated packaging group headquartered in Belgium. Pierre Macharis is also chairman of Cobelpa, the Association of Belgian Pulp, Paper and Boards Industries, and is a director at AXA Belgium and CEPI, the Confederation of European Paper Industries. Pierre Macharis was appointed director at Ackermans & van Haaren in 2004 and is chairman of the remuneration committee.

Julien Pestiaux (°1979, Belgian) graduated in 2003 as electro-mechanical civil engineer (specialization energy) at the Université Catholique de Louvain and also obtained a master's degree in engineering management at Cornell University (USA). Julien Pestiaux specializes in energy and climate themes and is partner at Climact, a company that advises on these topics. He is currently working for the federal government, a.o. on a strategic plan for sustainable energy in Belgium, in cooperation with the European Climate Foundation and the Department for Energy and Climate Change in the UK. Before that, he worked for five years as a consultant and project leader at McKinsey & C°. Julien Pestiaux was appointed director at Ackermans

& van Haaren in 2011 and is a member of the audit committee.

Thierry van Baren (born 1967, French/ Dutch) holds a master's degree and teaching qualification in philosophy as well as an MBA from Solvay Business School. He is currently an independent consultant. Thierry van Baren was appointed director at Ackermans & van Haaren in 2006 and is a member of the audit committee and, since 1 January 2011, of the remuneration committee.

Frederic van Haaren (born 1960, Belgian) is an independent entrepreneur and alderman for public works for the municipality of Kapellen. He is also active as a director for various companies and associations. He is, among other things, a director at Ebco BVBA, chairman of the non-profit organization Consultatiebureau voor het Jonge Kind in Kapellen and of Zonnekind primary school in Kalmthout, as well as director for Bosgroepen in Northern Antwerp. Frederic van Haaren was appointed director at Ackermans & van Haaren in 1993 and is a member of the remuneration committee.

Pierre Willaert (1959, Belgian) holds a master's degree in commercial and financial sciences and obtained the degree of the Belgian Association of Financial Analysts (ABAF-BVFA), of which he is still a member. He worked for many years as a financial analyst at Bank Puilaetco. Later he became responsible for the institutional management department. Pierre Willaert was a managing partner and member of the audit committee at Bank Puilaetco until 2004 and is a director at Tein Telecom, a Brussels-based ICT company specializing in, among other things, video surveillance. Pierre Willaert was appointed director at Ackermans & van Haaren in 1998 and has been chairman of the audit committee since 2004.

The mandates of Jacques Delen, Pierre Macharis and Pierre Willaert will end at the annual general meeting of 29 May 2012. The board of directors will propose to the annual general meeting to renew their mandates for a term of four years, it being understood that Pierre Macharis is nominated as independent director since he satisfies all the independence criteria set out in Article 526c of the Companies Code.

2.2 Independent directors

- Pierre Macharis
- Julien Pestiaux
- Thierry van Baren

Pierre Macharis, Julien Pestiaux and Thierry van Baren meet the independence criteria set out in Article 526c of the Companies Code.

2.3 Other directors

- Luc Bertrand
- Jacques Delen
- Teun Jurgens
- Frederic van Haaren
- Pierre Willaert

Luc Bertrand and Jacques Delen are directors of Scaldis Invest which is, with a stake of 33%, the principal shareholder of Ackermans & van Haaren. Luc Bertrand is also a director of Belfimas, which holds a controlling interest of 91.35% in Scaldis Invest. Scaldis Invest and Belfimas are holding companies which exclusively invest (directly and indirectly) in Ackermans & van Haaren shares.

2.4 Activity report

The board of directors convened eight times in 2011. The average attendance rate was 96.9%. Teun Jurgens could not attend the meetings of the board of directors of 11 January and 23 August 2011 for health reasons.

In 2011, the board of directors:

- discussed and regularly updated the budget for the current financial year;
- monitored the group's results and the development of the activities of the various group companies on the basis of reports prepared by the executive committee, and
- discussed the off-balance-sheet commitments.

In 2011, the board of directors also paid special attention to the potential consequences of the Belgian political crisis for the group. The board of directors also took important investment (acquisition of JM Finn & Co by Delen Investments; acquisition of Antwerps Beropskrediet by Bank J. Van Breda & C°; investment in a jackup rig by DEME; increase in Sofinim's stake in Egemin International) and divestment (Cobelguard) decisions in the past financial year.

At its meeting of 21 June 2011, the board of directors, together with the executive committee, deliberated on the strategy of the group.

In accordance with Article 2.7 of the Charter, assessment procedures are carried out periodically within the board of directors. These assessments take place on the initiative and under the supervision of the chairman. The annual assessment by the independent directors of the relationship between the board of directors and the executive committee took place on 6 April 2011. This assessment procedure was carried out in the absence of the executive director. On this occasion, the non-executive directors expressed their general satisfaction with the good quality of the collaboration between the two bodies and made a number of suggestions to the executive director in this respect.

2.5 Code of conduct regarding conflicts of interest

The board of directors published in the Charter (Articles 2.9 and 4.7) its policy regarding transactions between Ackermans & van Haaren or a company affiliated to it on the one hand, and members of the board of directors or executive committee (or their close relatives) on the other, which may give rise to a conflict of interest (within the meaning of the Companies Code or otherwise). In 2011, no decisions were made to which this policy applied.

2.6 Code of conduct regarding financial transactions

The board of directors published its policy on the prevention of market abuse in the Charter (Section 5). These rules were tightened at the meeting of 4 October 2011 with the introduction of, among other things, a prohibition on short selling and on speculative trading in shares.

3. Audit committee

3.1 Composition

Chairman	Pierre Willaert Non-executive director
	Julien Pestiaux Independent, non-executive director
	Thierry van Baren Independent, non-executive director

On 21 June 2011, the board of directors decided to replace Frederic van Haaren by Julien Pestiaux as a member of the audit committee to ensure that the committee consists of a majority of independent directors.

All members of the audit committee have the necessary accounting and audit expertise:

- Pierre Willaert (1959) holds a master's degree in commercial and financial sciences and obtained the degree of the Belgian Association of Financial Analysts (ABAF-BVFA), of which he is still a member. He worked for many years as a financial analyst at Bank Puilaetco. Later he became responsible for the institutional management department. Pierre Willaert was managing partner and member of the audit committee of Bank Puilaetco until 2004. Pierre Willaert was appointed director at Ackermans & van Haaren in 1998 and has been chairman of the audit committee since 2004.
- Julien Pestiaux (1979) graduated in 2003 as electromechanical civil engineer (specialization energy) at the Université Catholique de Louvain and also obtained a master's degree in engineering management at Cornell University (USA). The focus of the mas-

ter in engineering management was on financial and economic analyses. An important part of the course was given at the Johnson Graduate School of Management of Cornell. Julien Pestiaux is partner at Climact, a company that advises on energy and climate themes with numerous business customers. Before that, he worked for five years as a consultant and project leader at McKinsey & Co, where he got acquainted with different accounting aspects. Julien Pestiaux was appointed director at Ackermans & van Haaren in 2011.

- Thierry van Baren (1967) holds a master's degree and teaching qualification in philosophy and obtained an MBA from Solvay Business School. As part of this degree course, he specialized in, among other things, 'Finance', 'Financial Accounting' and 'Managerial Accounting'. Thierry van Baren is now an independent consultant and in this capacity familiar with different accounting aspects. Thierry van Baren became a board member at Ackermans & van Haaren in 2006.

3.2 Activity report

The audit committee convened four times in 2011 and was every time complete.

On 25 February and 19 August 2011, in the presence of the financial management and the auditor, the audit committee focused mainly on the reporting process and on the analysis of the annual and half-yearly financial statements respectively. The members of the audit committee received upfront the available reports of the audit committees of the operational subsidiaries of Ackermans & van Haaren.

The audit committee meeting of 30 March 2011 focused primarily on the financial reporting as published in the annual report of 2010 and the review of the 'one-on-one' rule related to the non-audit services provided by Ernst & Young. The audit committee also reported on the results of the (external) security audit of the IT network of Ackermans & van Haaren.

At the audit committee meeting of 25 November 2011, the reporting on the internal audit was discussed. The audit committee also discussed a framework for internal control, a structure for the evaluation of goodwill impairments, the ICT infrastructure, the website and the current option plans within the group. Finally, the internal audit planning for the 2012 financial year was approved.

The audit committee reported systematically and extensively to the board of directors on the performance of its duties.

4. Remuneration committee

4.1 Composition

Chairman	Pierre Macharis Independent, non-executive director
	Thierry van Baren Independent, non-executive director
	Frederic van Haaren Non-executive director

Article 526quater, §2 of the Companies Code provides that the remuneration committee must be composed of a majority of independent directors (within the meaning of Article 526ter of the Companies Code). Moreover, the remuneration committee may only be composed of non-executive directors.

As a consequence, the board of directors decided to replace Teun Jurgens (whose mandate no longer qualified as an independent mandate on 25 May 2010) as member of the remuneration committee with Thierry van Baren with effect from 1 January 2011.

In view of his appointment as chairman of the board of directors with effect from 23 May 2011, Jacques Delen chose to retire as chairman of the remuneration committee. On 21 June 2011, the board of directors decided to replace Jacques Delen with Frederic van Haaren as member of the remuneration committee.

4.2 Activity report

The remuneration committee convened twice in 2011, on 6 April 2011 and on 15 November 2011, and was every time complete.

On 6 April 2011, the remuneration committee discussed the Law of 6 April 2010 on the reinforcement of corporate governance in listed companies and made recommendations to the board of directors regarding (a) the annual variable remuneration for the members of the executive committee, (b) the express inclusion of the criteria for granting variable remuneration in contracts for the provision of services by members of the executive committee, and (c) the introduction of a right for the company to reclaim the variable remuneration that is granted to members of the executive committee on the basis of incorrect financial information. At that same meeting, the remuneration committee also discussed the 2011 draft remuneration report.

At the meeting of 15 November 2011, the remuneration committee made recommendations to the board of directors regarding the remuneration of the directors, the fixed and variable remuneration for the members of the executive committee and the granting of stock options to these members and other group executives.

5. Nomination committee

On 1 March and 6 April 2011, the board of directors deliberated as nomination committee and, in accordance with the procedure set forth in Article 2.2.2 of the Charter, decided to nominate Julien Pestiaux at the ordinary general meeting of 23 May 2011 for appointment as independent director.

6. Executive committee

6.1 Composition

Chairman	Luc Bertrand
	Tom Bamelis
	Piet Bevernage
	Piet Dejonghe
	Werner Poot
	Jan Suykens

As a general rule, Jacques Delen, chairman of the board of directors, attends the meetings of the executive committee as an observer.

Jan Suykens (born 1960, Belgian) is a member of the executive committee at Ackermans & van Haaren. He holds a master's degree in applied economic sciences (UFSIA, 1982) and earned an MBA from Columbia University (1984). Jan Suykens worked for a number of years at Generale Bank in corporate and investment banking before joining Ackermans & van Haaren in 1990.

Piet Bevernage (born 1968, Belgian) is secretary general and a member of the executive committee at Ackermans & van Haaren. He earned a master's degree in law (KU Leuven, 1991) and an LLM from the University of Chicago Law School (1992). Piet Bevernage initially worked as a lawyer in the Corporate and M&A Department at Loeff Claey Verbeke before moving to Ackermans & van Haaren in 1995.

Piet Dejonghe (born 1966, Belgian) is a member of the executive committee at Ackermans & van Haaren. After earning a master's degree in law (KU Leuven, 1989), he completed a postgraduate in management at KU Leuven (1990) and an MBA at Insead (1993).



Executive committee - from left to right: Piet Bevernage, Tom Bamelis, Jan Suykens, Werner Poot, Piet Dejonghe, Luc Bertrand

Before joining Ackermans & van Haaren in 1995 he worked as a lawyer for Loeff Claey Verbeke and as a consultant for Boston Consulting Group.

Tom Bamelis (born 1966, Belgian) is CFO and a member of the executive committee at Ackermans & van Haaren. After completing his master's degree in commercial engineering (KU Leuven, 1988), he went on to earn another master's degree in financial management (1991). Tom Bamelis then worked for Touche Ross and Groupe Bruxelles Lambert before joining Ackermans & van Haaren in 1999.

Werner Poot (born 1971, Belgian) is a member of the executive committee at Ackermans & van Haaren. He holds a degree in civil engineering (KU Leuven, 1993) as well as a master's degree in industrial management and a master class degree in controllership (both from Vlerick Management School). Werner Poot worked at Union Minière and Sibelco before joining Ackermans & van Haaren in 2005.

6.2 Activity report

The executive committee convened 23 times in 2011. The average attendance rate was 90%. The executive committee is responsible for, among other things, the day-to-day management of Ackermans & van Haaren and prepares the decisions to be taken by the board of directors. During the previous financial year, the executive committee prepared and followed up the participation in the boards of directors of the subsidiaries, examined new investment proposals (both in the current group companies and external), approved certain divestments, prepared the quarterly, half-yearly and annual financial reports, investigated the implications of changes in the law relevant for the company, and prepared and adopted an updated Charter.

7. Internal and external audit

7.1 External audit

The company's statutory auditor is Ernst & Young Bedrijfsrevisoren BCV, represented by Marnix Van Dooren and Christel Weymeersch. The statutory auditor conducts the external audit (of both consolidated and statutory figures) of Ackermans & van Haaren, and reports to the board of directors twice a year. The statutory auditor was appointed at the annual general meeting of 25 May 2010 for a three-year period.

The statutory auditor's annual fee for auditing the statutory and consolidated Ackermans & van Haaren annual accounts is 44,240 euros (excluding VAT). In addition, a fee of 9,300 euros (excluding VAT) was paid to Ernst & Young Tax Consultants CV for tax advice and 6,200 euros (excluding VAT) to Ernst & Young Bedrijfsrevisoren for various activities.

The total fees for audit activities paid in 2011 by Ackermans & van Haaren and its fully consolidated subsidiaries to Ernst & Young

amounted to 777,192 euros (including the abovementioned 44,240 euros).

7.2 Internal audit

The internal audit is conducted by the group controllers, Hilde Delabie and Ben De Voecht, who report to the executive committee. At least once a year, the group controllers report directly to the audit committee.

7.3 Principal features of the internal control and risk management systems with regard to the process of financial reporting and preparation of the consolidated annual accounts

The board of directors of Ackermans & van Haaren is responsible for assessing the effectiveness of the internal control and risk management systems.

By the present system, the board of directors aims, at group level, to ensure that the group's objectives are attained and, at subsidiary level, to monitor the implementation of appropriate systems that take into account the nature of each company (size, type of activities, etc) and its relationship with Ackermans & van Haaren (controlling interest, shareholders' agreement, etc).

Given the diversified portfolio and the small number of staff working at the holding company, the group opted for a customized internal control model that nevertheless has all the essential features of a conventional system. The internal control and risk management system is characterized by a transparent and collegiate structure. The executive committee deliberates and decides by consensus. Risks are identified on an ongoing basis and properly analyzed. Appropriate measures are proposed to accept, limit, transfer or avoid the identified risks. These assessments and decisions are clearly minuted and documented to allow a strict follow-up.

The board of directors also regards the timely provision of complete, reliable and relevant financial information in accordance with the International Financial Reporting Standards (IFRS) and with the other Belgian reporting requirements to all internal and external stakeholders as an essential element of its corporate governance policy. The internal control and management systems for financial reporting endeavour to satisfy those requirements as fully as possible.

7.3.1 Control environment

The control environment is the framework within which internal control and risk management systems are set up. It comprises the following elements:

a. Integrity and ethics

The family values that underlie the group's success are today reflected in a relationship between the different stakeholders that is based on respect: the shareholders, the management, the board of directors and the staff, but also the business partners. Those values are put into practice by the management on a daily basis, and are explicitly enshrined in the Internal Company Guidelines to ensure that they are clear to everyone.

b. Skills

Another cornerstone of Ackermans & van Haaren's management policy is the fact of working together as a professional team. Special attention is paid to a balanced and qualitative content for every position within the organization. Additionally, the necessary training is provided to ensure that knowledge is constantly honed and fine-tuned. Highly skilled people with the right experience and attitude in the right job form the basis of the group's internal control and risk management system. This equally applies to the board of directors and the audit committee, who strive for complementary backgrounds and experience of the members.

c. Board of directors/audit committee

The duties and responsibilities of the board of directors and, by extension, its advisory committees, such as the audit committee, are clearly set out in the Charter. The audit committee oversees the financial reporting of the group, the internal control and risk management system, and the internal and external audit procedures.

d. Organizational structure, responsibilities and powers

As was already pointed out, Ackermans & van Haaren has a highly transparent organizational structure at group level, where decisions are taken collectively by the executive committee. The organizational structure and powers are clearly set out in the Internal Company Guidelines.

7.3.2 Risk management process

The risks with regard to financial reporting have been identified and can be divided into a number of categories.

Risks at subsidiary level. These are typically highly diverse and are addressed by the attendance by the investment managers of Ackermans & van Haaren at the meetings of the boards of directors and advisory committees of the subsidiaries, clear reporting instructions to the subsidiaries with deadlines and standardized reporting formats and accounting principles, and an external audit of the half-yearly and annual figures that also takes into account internal control and risk management features at the level of each individual company.

Risks in terms of provision of information. These are addressed by a periodical IT audit, a proactive approach involving the implementation of updates, backup facilities and regular testing of the IT infrastructure. Business continuity and disaster recovery plans have also been put in place.

Risks in terms of changing regulations. These are addressed by close monitoring of the legislative framework on financial reporting and by a proactive dialogue with the auditor.

Finally, there is the integrity risk, which is addressed by maximum integration of accounting and reporting software, extensive internal reporting

7.3.3 Control activities

As was already pointed out above in the description of the risks, various controls are built into the financial reporting process in order to

meet the objectives with regard to this reporting as fully as possible. First, a number of basic controls such as segregation of duties and delegation of powers are built into the administrative cycles at group level: purchasing, payroll and (dis)investments. This ensures that only permissible transactions are processed. The integration of accounting and reporting software at group level serves to cover a number of integrity risks. Additionally, a stable IT infrastructure with the necessary backup systems guarantees a secure communication of information.

Clear reporting instructions with timely communication of deadlines, standardized reporting formats and uniform accounting principles are meant to address certain quality risks in the reporting by the subsidiaries.

There is also a cycle of external audit of both the consolidated group reporting and the reporting by the subsidiaries. One of the purposes of this external audit is to assess the effectiveness of the internal control and risk management systems implemented by the subsidiaries and to report on this to the statutory auditor of Ackermans & van Haaren.

Finally, there is a system of internal audit of the financial reporting by the different policy and management levels. This internal audit is completed prior to the external reporting.

Changes in the legislative framework on financial reporting are closely monitored and the impact on the group reporting is discussed proactively with the financial management and the external auditor.

7.3.4 Information and communication

The Charter provides that every employee of Ackermans & van Haaren can approach the chairman of the board of directors and/or the chairman of the audit committee directly to inform them of any irregularities in financial reporting or other matters.

7.3.5 Review

Each year, the internal control and risk management system is reviewed by the internal auditor for effectiveness and compliance. The internal auditor reports his findings to the audit committee.

8. Shareholder structure and cross shareholdings

8.1 Shareholder structure

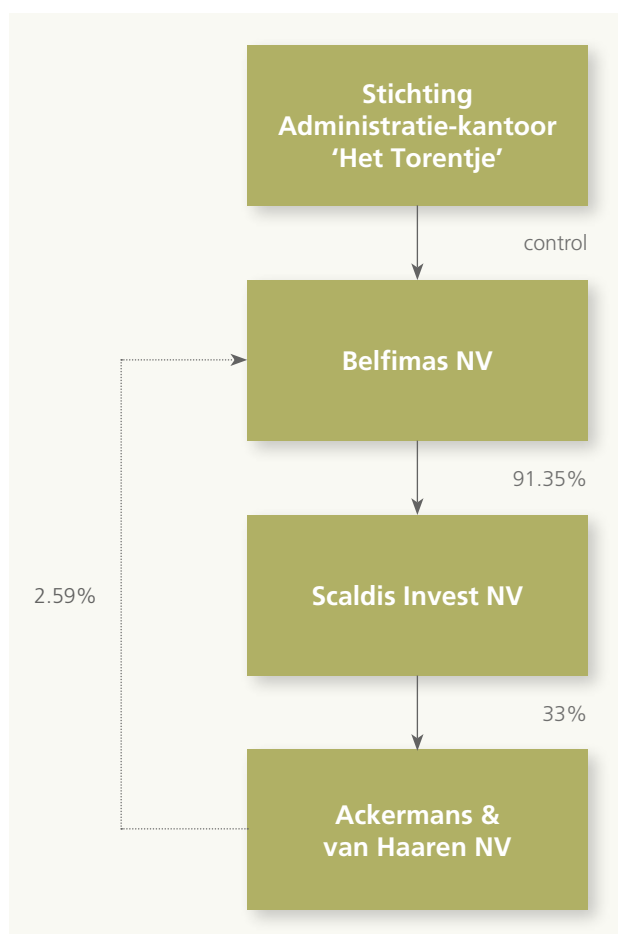
Scaldis Invest holds 11,054,000 shares in the capital of Ackermans & van Haaren, i.e. a stake of 33%. Scaldis Invest is in turn controlled by Belfimas, which holds 91.35% of the capital of Scaldis Invest. The ultimate control of Scaldis Invest is held by 'Stichting Administratie-kantoor Het Torentje'.

8.2 Cross shareholdings

Ackermans & van Haaren held an indirect stake of 2.59% in the share capital of Belfimas. Ackermans & van Haaren holds 317,700 own shares as at 31 December 2011. These shares were acquired between 2001 and 2011 with a view to covering the stock option plan. Its direct subsidiary, Brinvest NV (99.9%), holds 51,300 shares in Ackermans & van Haaren.

8.3 Graphic representation

The shareholder structure and cross shareholdings, as known on 31 December 2011, are shown below:



8.4 Reference shareholder

Belfimas is the (indirect) reference shareholder of Ackermans & van Haaren. Belfimas' sole purpose is to invest, directly or indirectly, in Ackermans & van Haaren shares. Any transfer of securities issued by Belfimas is subject to a statutory right of approval of the Belfimas board of directors. One of Ackermans & van Haaren's directors, Luc Bertrand, is a member of the board of directors of Belfimas. The board of directors is not aware of any agreements between Ackermans & van Haaren shareholders.

9. Comply or explain

The Charter of Ackermans & van Haaren, as amended after the meeting of the board of directors on October 4, 2011, does not comply with the provisions of the Code on two points only:

9.1 Gender diversity

In accordance with paragraph 2.1 of the Code, the board of directors must be composed in a manner compliant with the principles of gender diversity as well as of diversity in general.

The board of directors of Ackermans & van Haaren is currently composed of eight men with varying yet complementary knowledge bases and fields of experience.

The board of directors has taken note of the recommendations of the Corporate Governance Committee with regard to the representation of women on boards of directors of listed companies. It is also aware of recent legislative initiatives in this area. The board of directors will make every effort to propose at least 3 female candidate-directors for nomination by the general meeting by 1 January 2017.

9.2 Composition of the nomination committee

In accordance with provision 5.3/1, Appendix D of the Code, the majority of the members of the nomination committee should be independent non-executive directors. The Ackermans & van Haaren nomination committee consists of all members of the board of directors. Since only three members of the board of directors are independent non-executive directors (out of a total of 8), the Charter derogates from the Code in that respect. The board of directors is of the opinion that in its entirety it is better able to evaluate its size, composition and succession planning.

IV Remuneration report

1. Procedure for developing a remuneration policy and determining the level of remuneration

In 2011 the company followed the procedure set out below for developing its remuneration policy and determining the level of remuneration paid to non-executive directors and members of the executive committee.

1.1 Remuneration policy

In accordance to the Act of 6 April 2010 on the reinforcement of corporate governance in listed companies, the remuneration committee in 2011 made recommendations to the board of directors regarding (a) the annual variable remuneration for the members of the executive committee, (b) the express inclusion of the criteria for granting variable remuneration in the management contracts of the members of the executive committee, and (c) the introduction of a right for the company to reclaim the variable remuneration that is granted to members of the executive committee on the basis of incorrect financial information.

In the course of 2011, all members of the executive committee signed an amendment to their management contract for the provision of services in which the rules for granting variable remuneration have been set out (in accordance with Article 520bis of the Companies Code) and in which they undertake, at the company's first request, to repay their variable remuneration insofar as this was based on incorrect financial information (in accordance with Article 96, §3, second paragraph, 11° of the Companies Code).

As part of the amendment of the articles of association adopted on 25 November 2011, the extraordinary general meeting authorized the board of directors, notwithstanding Article 520ter, second paragraph of the Companies Code, to link the entire variable remuneration of the members of the executive committee to predetermined and objectively quantifiable performance criteria measured over a one-year period.

1.2 Remuneration level

The remuneration paid to the members of the executive committee consists of five elements (see 2.1 below). These elements are assessed each year, generally during a meeting in November or December, by the remuneration committee and verified for compliance with market practices. Verification is carried out based on public information (for example, the remuneration data disclosed in the annual reports of other comparable listed companies) and salary studies, and any modifications proposed by the remuneration committee are submitted to the board of directors for approval.

The remuneration of non-executive directors consists exclusively of a fixed remuneration comprised of a basic amount and, where applicable, an additional amount for the director's membership of a specific committee. Remuneration for non-executive directors is periodically verified by the remuneration committee.

Any modifications proposed by the committee are submitted to the general meeting for approval.



2. Application of the remuneration policy to the members of the executive committee in 2011

2.1 Principles

The remuneration paid to the members of the executive committee consists of five elements:

- fixed remuneration,
- variable remuneration, i.e. (cash) bonus based on the consolidated net result,
- stock options,
- 'fixed-contribution' group insurance scheme (retirement pension, death, disability) and hospitalization insurance, and
- a company car.

The company seeks a balance between a fixed remuneration in line with the market on the one hand, and a combination of short-term incentives (such as the annual cash bonus) and long-term incentives (stock options) on the other.

The fixed remuneration for the members of the executive committee (salary, group and hospitalization insurance, company car) evolves according to their responsibilities and experience, as well as to market developments.

The bonus that is granted to members of the executive committee is based on predetermined and objectively quantifiable performance criteria measured over a period of one financial year and is, in particular, dependent on the consolidated net result (part of the group). There is no long-term cash incentive plan. The bonus is paid out in cash in March, after the board of directors has approved the consolidated net result of the previous financial year.

The granting of stock options is not linked to predetermined and objectively quantifiable performance criteria. The board of directors decides on the granting of stock options to members of the executive committee based on the recommendation of the remuneration committee. Stock options are granted under a stock option plan that was approved in 1999 by the board of directors, which also serves as an incentive for persons who are not members of the executive committee. In accordance with applicable tax law, the members of the executive committee are taxed on the stock options that are granted. The ultimate value of this remuneration element is dependent on how the share price evolves.

2.2 Relative weighting of each element of the remuneration

In 2011, the relative share of each element in the overall remuneration paid to members of the executive committee was as follows:

Fixed compensation	51.11%
Bonus	35.96%
Stock options	4.89%
Group and hospitalisation insurance	7.62%
Company car	0.42%

2.3 Characteristics of the stock options

The stock options granted pursuant to the plan of Ackermans & van Haaren have the following characteristics:

- Offer: beginning of January.
- Exercise price: determined based on the average closing price of the share during the 30 days preceding the offer.
- Exercise period: the options may be exercised as from the lapsing of the third calendar year following the year in which the offer took place until the end of the eighth year following the date of the offer.

2.4 Changes to the remuneration policy

No significant changes were made to the remuneration policy in 2011, except for the modification to the contracts of members of the executive committee and the statutory derogation with respect to the determination of their variable remuneration, as described in 1.1 above.

2.5 Remuneration policy for the next two financial years (2012-2013)

The board of directors does not expect to make any fundamental changes to the remuneration policy in the current and next financial years.

2.6 Remuneration of the CEO

The gross amount paid directly or indirectly by Ackermans & van Haaren or its subsidiaries in the form of individual remuneration and other benefits to the CEO in 2011 can be broken down as follows:

Status	self-employed
Fixed compensation	€ 651,212
Variable compensation*	€ 596,270
Stock options	€ 94,265
Group insurance ('fixed contribution' type) and hospitalisation insurance (contributions paid by the company)	€ 105,011
Benefits in kind (company car)	€ 3,548

* Including the director's fee of Sipef for an amount of € 21,000 (see 3. below)

2.7 Remuneration of the other members of the executive committee

The total gross amount paid directly or indirectly by Ackermans & van Haaren or its subsidiaries in the form of individual remuneration and other benefits to the other members of the executive committee in 2011 can be broken down as follows:

Status	self-employed
Fixed remuneration	€ 1,564,831
Variable remuneration	€ 962,775
Stock options	€ 117,831
Group insurance ('fixed contribution' type) and hospitalisation insurance (contributions paid by the company)	€ 225,360
Benefits in kind (company car)	€ 14,723

2.8 Options exercised by the members of the executive committee in 2011 and options granted to the members of the executive committee in 2011

(I) Exercised in 2011

Name	Amount	Exercise price	Year of grant
Tom Bamelis	4,400	€ 32.33	2001
	4,000	€ 27.08	2005
Luc Bertrand	24,000	€ 32.33	2001
	8,000	€ 19.02	2004
Piet Bevernage	8,400	€ 32.33	2001
Piet Dejonghe	4,700	€ 32.33	2001
Jan Suykens	16,500	€ 32.33	2001

(II) Granted in 2011

Expiration date	4 January 2019
Exercise price	€ 60.81
Luc Bertrand	16,000
Jan Suykens	5,500
Tom Bamelis	4,000
Piet Bevernage	4,000
Piet Dejonghe	4,000
Werner Poot	2,500
Total	36,000

2.9 Main contractual conditions

The contracts of the members of the executive committee contain the customary provisions regarding remuneration (both fixed and variable), non-competition and confidentiality, and are of unspecified duration. No contracts were signed after 1 July 2009.

The chairman of the executive committee is entitled to unilaterally terminate his contract subject to 6 months' notice while the company is entitled to do the same subject to 12 months' notice. The other members of the executive committee may unilaterally terminate their contracts subject to 6 months' notice while the company may do the same subject to 18 months' notice. Such notice period may increase to a maximum of 24 months depending upon the age of the executive committee member in question at the time of the unilateral termination of the contract by the company:

- 18 months in case of termination before 50th birthday,
- 20 months in case of termination between 50th and 52nd birthday,
- 22 months in case of termination between 52nd and 54th birthday,
- 24 months in case of termination after 54th birthday.

As was already mentioned earlier, the contracts between the company and members of the executive committee were modified in 2011 on the following points:

- The criteria for granting variable remuneration have been expressly included in the contracts;
- The company has been given the right to reclaim variable remuneration that was granted on the basis of incorrect financial information.

3. Remuneration of (non-)executive directors

On the recommendation of the remuneration committee, the board of directors decided on 10 November 2010 to adjust the remuneration of the directors, which had remained unchanged in 2008 and 2009, as follows:

Basic amount for the chairman of the board of directors	€ 40,000
Basic amount for the directors	€ 30,000
Additional fee for members of the remuneration committee	€ 2,500
Additional fee for the chairman of the audit committee	€ 10,000
Additional fee for members of the audit committee	€ 5,000

Each director received a director's fee in 2011 (for the 2010 financial year).

The amounts paid directly or indirectly by Ackermans & van Haaren and its subsidiaries in the form of individual remuneration and other benefits to the respective directors in 2011 (for the 2010 financial year) are limited to the director's fees below:

Alain Dieryck	€ 18,500
Luc Bertrand	€ 30,000
Jacques Delen	€ 32,500
Teun Jurgens	€ 32,500
Pierre Macharis	€ 32,500
Thierry van Baren	€ 35,000
Frederic van Haaren	€ 35,000
Pierre Willaert	€ 40,000

Since the amounts of the director's fees are not linked to the company's results, they may be qualified as fixed, non performance-related remuneration.

For the sake of completeness it should be noted that in 2011 Luc Bertrand received additional remuneration in his capacity as chairman of the Ackermans & van Haaren executive committee as well as director's fees from Sipef (€ 21,000) (see 2.6 above). Jacques Delen

also received, directly and indirectly, remuneration in 2011 in his capacity as chairman of the executive committee of Bank Delen and as manager of Delen Investments (€ 725,000) and has a company car at his disposal. In 2011, he also received director's fees from Sipef (€ 20,000). The remuneration which Sipef paid to Luc Bertrand and Jacques Delen is mentioned in the annual report of Sipef (Remuneration report - Remuneration of non-executive directors) for the 2011 financial year.

On behalf of the board of directors, 28 March 2012

Luc Bertrand
*Chairman of the
executive committee*

Jacques Delen
*Chairman of the
board of directors*

Daily management and supervision

Executive committee

President Luc Bertrand

Membres

Tom Bamelis
Piet Bevernage
Piet Dejonghe
Werner Poot
Jan Suykens

Follow-up participations

(Together with the members of the executive committee)

John-Eric Bertrand
André Xavier Cooreman
Marc De Pauw
Matthias De Raeymaeker
Koen Janssen

Auditor

Ernst & Young Bedrijfsrevisoren BCV, represented by
Marnix Van Dooren and Christel Weymeersch

Group services

Finance

Tom Bamelis	<i>Financial manager</i>
Hilde Delabie	<i>Group controller</i>
Ben De Voecht	<i>Group controller</i>
Marc De Groote	<i>Accountant</i>
Bart Bressinck	<i>Accountant</i>
Jean-Claude Janssens	<i>Treasurer</i>
Katia Waegemans	<i>Information & communication manager</i>

Legal and administrative affairs

Piet Bevernage	<i>Secretary-general</i>
Sofie Beernaert	<i>Legal counsel</i>
Brigitte Adriaenssens	<i>Corporate secretary Sofinim</i>
Michel Malengreau	<i>Fiscal advisor</i>



Corporate social responsibility

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The elements which are described below, characterise the social policies that are practiced both at the level of Ackermans & van Haaren and its participations. Various measures have already been introduced to promote a long-term economic policy, environmental protection, corporate social responsibility, corporate governance and responsible personnel policies. These efforts will be stepped up even more in future. Hence, the group is responding to increasingly demanding societal and stakeholder (such as employees, clients and shareholders) requirements concerning transparency and responsibility.

This chapter describes a number of corporate social responsibility initiatives set up at the group level and at the main consolidated participations. Examples are merely for illustration purposes and are without prejudice to the other efforts within the group.

Personnel policy

People play a crucial role in the successful implementation of any corporate strategy, within both **Ackermans & van Haaren** and the participations. One of the priorities is, therefore, to attract and retain talented individuals with complementary skills and experience. AvH is also actively involved in the selection of upper-level management at its participations.

The group does not in any way distinguish between gender, religious beliefs, origin or sexual orientation in the employee regulations, selection and promotion policies or evaluation systems. Furthermore, the group prohibits all forms of discrimination for recruitment and promotion. That is why Ackermans & van Haaren, together with other Flemish companies, signed a gender diversity charter.

The AvH group aims to keep its workforce of approximately 18,000 employees (via its shareholding in its participations) motivated and committed. To this end **DEME**, for instance, has been organising “DEME on the Move” campaigns since 2005, in which joint participation in sports events (e.g. a cycling trip to the top of the Col du Galibier in the French Alps) aims to promote both physical fitness and team spirit amongst employees.

Training and education are important aspects for all employees to further develop their talent and, hence, contribute to the group's success. Some participations run their own training centres, others use external organisations. The training courses often cover a wide range of subjects, even within a single organisation. **Egemin Automation**, for example, is a knowledge driven organisation, which demands ongoing training in order to keep up with new developments in a rapidly changing work environment. Its training packages vary from technical training to courses relating to in-house tools such as the project data management system, or the acquisition of social skills such as conflict management.

Ackermans & van Haaren considers the family values of the founding families (who are still closely involved in the company) to be of paramount importance. Elements such as continuity, ethical entrepreneurship, long-term thinking, the creation of value through growth, working with partners and mutual respect have consequently been the main drivers of the group's policies for many decades.

Finally, health and safety also play a significant part in the personnel policies of all business participations. HSEQ programmes, initiatives aimed at certification and programmes such as Six Sigma and Lean Manufacturing are put into practice.

A substantial number of business participations have consolidated their personnel policy regulations and recommendations in their ISO and VCA certification or in safety manuals, which are generally available to all employees via the Intranet.

Long-term economic policy

Economic relationships with customers and suppliers

Ackermans & van Haaren attaches great importance to professional services and wants its participations to always offer customers bespoke solutions. The product range must not only be continually adjusted to client requirements but, where possible, such products and services must also be of a sustainable nature. AvH will preferably always collaborate with suppliers who share the same values on corporate social responsibility. This mainly concerns human rights, employment policy, combating corruption and environmental protection. A number of examples show that business participations maintain a similar policy.

Euromoney nominated **Delen Private Bank** the runner-up 'Best Private Bank' in Belgium in 2011. Previously the bank had been nominated 'Best Private Bank' four years in a row. Every year, Euromoney questions both private bankers and asset managers on the expertise, experience, strategy and service of private banks.

At the beginning of December 2011 **Groupe Flo** received the "Trophées du Mois de l'Origine et de la Qualité" (French quality award) from Bruno Lemaire, the French Minister for Food and Agriculture. Groupe Flo not only provides its customers with brochures containing information on its products, its menus also include dishes prepared with products that have been awarded official certificates for quality and origin. The group thus manages to make its commitment, to its agricultural producers and professionals in the food industry, part of its permanent quest for quality and customer satisfaction.

Hertel's services are aimed at supporting customers on the basis of its 'Asset Lifecycle Support' concept, whereby Hertel offers an integrated service package throughout all phases of the lifecycle of its customers industrial assets: from new construction projects to maintenance, modifications and shutdowns.

Innovation

The increasing demand for responsible and ethical management also manifests itself in an extra dimension as far as innovation is concerned, both technologically and in respect of services and products on offer. It no longer suffices to merely develop new applications; their impact on society must also be taken into account.

AR Metallizing, for example, implemented an ambitious development project in 2011 in order to evaluate the aesthetic, functional and environmental aspects of metallized materials to maximum effect. A number of new products, including packaging materials that offer a sustainable alternative to cardboard/polyester products, were marketed as a result of this project.

In April, CFA (**Financière Duval**) delivered the Air Campus aeronautical training centre (Lyon, France). The site, which is new and unique in the world, is making 2 of the latest generation flight simulators permanently (24/24, 7/7) available to 14 European, Asian and African airlines and flight academies. The unique architectural design and ergonomics are highly praised by those who use it.



NMC Nomawood patios are revolutionary terrace construction designs that combine aesthetics with innovative technology. The patios are UV resistant, waterproof, colourfast, warp resistant and rot proof. They also have a minimum impact on the environment as they use no tropical wood and are fully recyclable.

Environment

In recent years renewable energy has become an increasingly important element of Ackermans & van Haaren's strategy. In 2009 a shareholding was acquired in **Max Green**, which brought the Rodenhuis (Ghent) power station into use this year. The biomass plant delivers the annual energy requirements of approximately 320,000 households.

Moreover, a large number of participations have invested in, and developed, renewable energy, energy savings or co-generation, i.e. the A&S Energy bio power plant (uses non-recyclable wood waste as fuel and provides the **Spano** site with 100% renewable green energy), the wind farms near the Belgian coast via C-Power and **Rent-A-Port** Energy (Seastar and Rentel), **DEME** Blue Energy (tidal and wave energy), Purazur (high tech treatment of industrial waste water), participation in the FlanSea research project (conversion of renewable marine (wave) energy into electricity) and numerous other projects. Most participations have also incorporated environmentally friendly initiatives into their existing activities and day to day operations. Depending on the nature of the activity, they vary from the environmentally minded use of office supplies to the choice of company cars, adaptation of entire production processes and provision of environmentally friendly solutions.

So far **Sipef** is one of the few companies in the world to observe the plantation procedures of the Roundtable on Sustainable Palm Oil (RSPO). The procedures aim to ensure that plantations are expanded in a responsible manner, with due regard for the social and environmental impact. For example, the expansion of a plantation in Bengkulu, Indonesia, will leave 12% of the 7,000 ha untouched and will include a 'wildlife corridor' for gibbons. Hence, Sipef is being quoted as an example in publications of the World Wildlife Fund (WWF).

Leasinvest Real Estate is also aware of the growing concern with respect to the sustainability of its buildings. Where possible energy saving measures are imposed to make buildings more sustainable and energy efficient. In 2011 the 'The Crescent' office building was awarded a 'BREAAAM in use' certificate (score 'good').

Egemin, on the other hand, wants to minimise its impact on the environment and CO₂ emissions by opting for ecological and energy efficient infrastructure, as well as products and services, and by incorporating these values in its own product and service range.

Corporate social responsibility

Obviously stakeholders not only include personnel, customers and suppliers. Enterprises are part of society and affect, and are affected by, many groups and individuals.

For many years now, Ackermans & van Haaren supports certain scientific and socio-cultural projects that, where possible, have a link with the Antwerp region. The aim is to build a sustainable relationship with partners, on the understanding that this relationship is assessed at regular intervals.

In 2011, Ackermans & van Haaren supported, among others, the following projects in a total amount of approx. 160,000 euros:

Cultural

- Royal Museum of Fine Arts in Antwerp (www.kmska.be)
- Middelheim museum Antwerp (www.middelheimmuseum.be)
- Queen Elisabeth Competition (www.cmireb.be)

Scientific

- de Duve Institute (www.deduveinstitute.be)
- Institute of Tropical Medicine (www.itg.be)
- Thierry Latran Foundation (www.fondation-thierry-latran.org)
- Vlerick Leuven Gent Management School: Chair 'Doing Business in Europe' (www.vlerick.be)

Social

- SOS Children's Villages (www.sos-kinderdorpen.be)
- Community of Sant' Egidio (www.santegidio.be)
- Monnikenheide (www.monnikenheide.be)

DEME, which operates in developing areas, established the 'DEME for Life' fund in December 2010. It provides support for initiatives for the local population in the vicinity of development sites. 2011 saw the start of numerous initiatives across 4 continents. A typical example is the support given to the establishment of an "SOS Children's Village" that provides refuge for abandoned children in the streets of Kinshasa (Republic of Congo). The project is run in conjunction with VICA, the charity backed by Vincent Kompany, a Belgian footballer with Congolese roots.

On November 22, 2011, the Antwerp Central Station, which was restored by **Van Laere** (in a temporary joint venture with Verstraete/

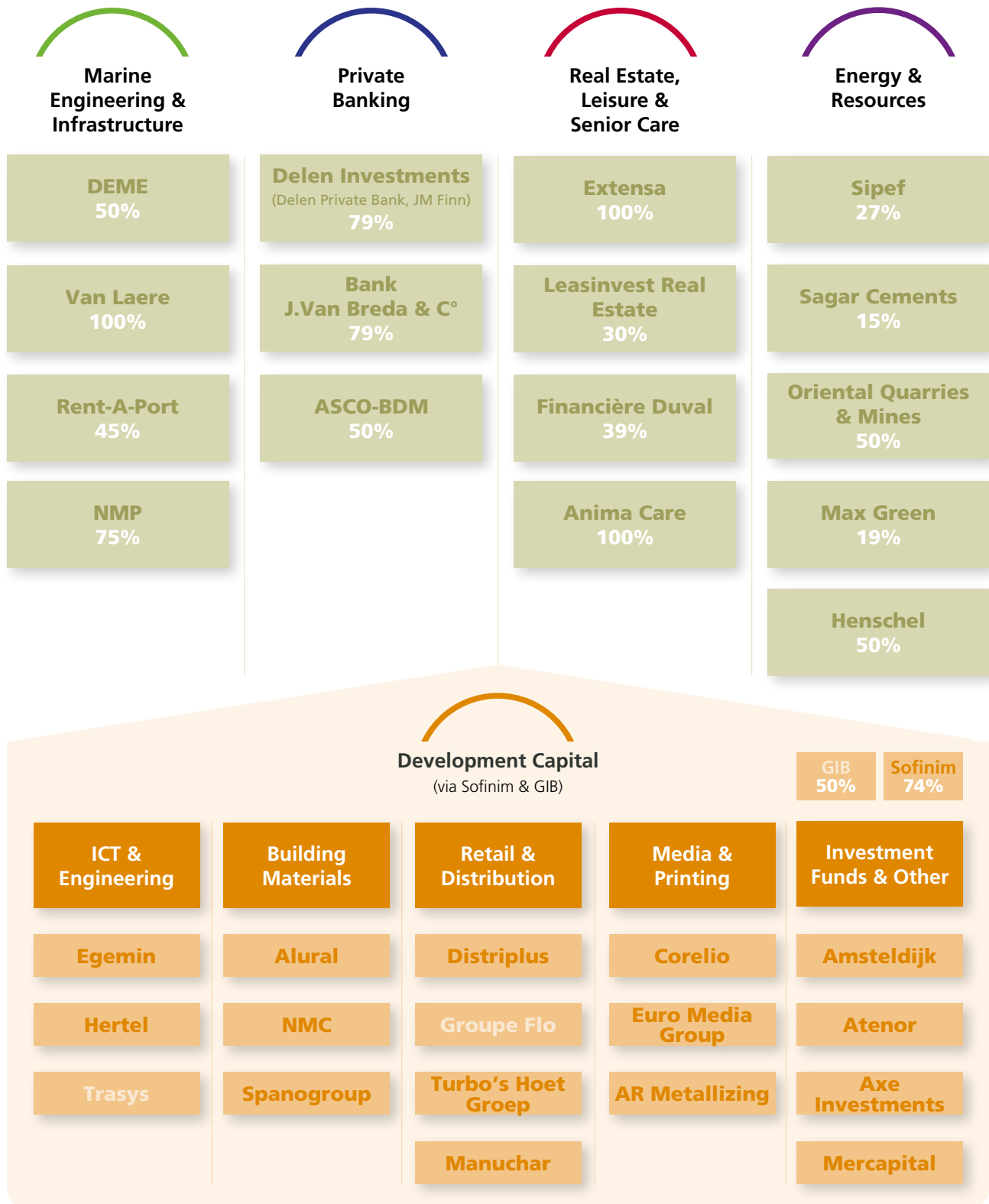
Vanhecke), was awarded the "Europa Nostra Award 2011" in the Conservation category of the European Union prize for Cultural Heritage. Europa Nostra brings together and represents 250 non-governmental organisations, 150 partner organisations and 1,500 individual members from more than 50 countries, who are committed to protecting the cultural heritage and landscapes of Europe.

Bank J. Van Breda & C° adds its own dimension to the concept of corporate social responsibility with socially responsible banking. It sustains the local economy by using customers' deposits to provide finance exclusively to customers in the same target group (successful entrepreneurs and liberal professions).



ACTIVITY REPORT 2011

AvH Strategic business segments





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SEGMENT

MARINE ENGINEERING & INFRASTRUCTURE

DEME

Algemene Aannemingen Van Laere

Rent-A-Port

NMP

51



ACKERMANS & VAN HAAREN

Marine Engineering & Infrastructure

52

The dredging company DEME stabilised its turnover at a high level. The profit contribution decreased due to a loss making project in Santos (Brazil) in the first half-year of 2011.



DEME - Gladstone (Australia)



DEME - Ust Luga (Russia)

DEME

AvH 50%

The Belgian dredging and environmental group DEME is one of the largest and most diversified dredging and marine companies in the world.

Contribution to the AvH consolidated net result

(€ million)	2011	2010	2009
DEME	52.1	58.3	51.5
Algemene Aannemingen Van Laere	1.7	0.5	-1.4
Rent-A-Port	-0.8	-1.5	-0.8
Nationale Maatschappij der Pijpleidingen	1.6	1.5	1.6
Marine Engineering & Infrastructure	54.6	58.7	50.8



A.A. Van Laere - De Munt (Roeselare)



Rent-A-Port - Kampen (Netherlands)



NMP

A.A. Van Laere

AvH 100%

Van Laere is a general contractor for large engineering projects, active in different industries in the Benelux and the north of France.

Rent-A-Port

AvH 45%

Rent-A-Port is specialized in port development and logistics.

Nationale Maatschappij der Pijpleidingen

AvH 75%

NMP realizes and manages pipelines for the transport of industrial gases and products for the petrochemical industry.

DEME

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DEME is one of the largest marine engineering companies in the world. In addition to its core activities of dredging and civil marine engineering, the group has developed complementary activities, such as environmental engineering (and in particular the treatment of soil and sludge), services for the oil and gas sector, and the extraction of construction aggregates from the sea.

Financial overview 2011

In 2011, DEME was able to consolidate both its position and turnover on domestic and international markets. The group weathered the effects of the economic storm fairly well, thanks to a well-filled order book and its strategy of spreading out its activities geographically, combined with a diversified offering of dredging, marine engineering, offshore, and environmental engineering projects.

Following a record-breaking year in 2010, DEME's turnover remained stable in 2011, at 1,766 million euros. The order book amounted to 2,404 million euros at the year-end. Turnover in Europe rose to a higher level, thanks to a number of major contracts, such as the project for the London Gateway container terminal in the UK and several large-scale offshore wind farms in the North Sea. The order book also contains numerous new contracts spread across all the continents of the world. 2012 also appears very promising for DEME, thanks to the geographical diversification of its order book and the fact that all the specialist departments within the group will be contributing in at least the same order of magnitude as last year.

Dredging and marine engineering activities

The dredging operations in Benelux remained in line with previous years. Following an international call for tenders, the maintenance contract for the shipping lanes off the Belgian coast and in the ports of Ostend and Blankenberge were extended for a further five years at the end of 2011.

2011 was another excellent year for the north-west European region, with projects that included the construction of the London Gateway container port on the Thames. DEME also consolidated its position as the leading dredging company in Russia, as shown by its land reclamation project for the Winter Olympics in 2014 in Sochi.

DEME also maintained its strong position in Africa, with the implementation of dredging and maintenance dredging operations, as well as civil engineering and environmental projects. A significant factor here was the completion of the first phase of the EKO Atlantic City project and the start of the second phase of this impressive land reclamation work in Lagos, Nigeria. After many years of absence, DEME is active in the Democratic Republic of Congo once

DEME's current 2008 to 2012 investment programme is running at full speed. Following the delivery of eight new vessels in 2009 and 2010, six more ships were put into service in 2011:

Name	Type	Characteristics	Fleet
Flintstone	Fall pipe vessel	To a depth of 2,000 metres	Tideway
Victor Horta	Gravel pump dredger	Capacity of 5,000 m ³	DBM
Al Jarraf	Cutter suction dredger	Power of 12,860 kW	Medco
Amazone	Cutter suction dredger	Power of 12,860 kW	DEME
Breughel	Trailing pump dredger	Hold capacity of 11,000 m ³	DEME
Congo River	Mega trailing pump dredger	Hold capacity of 30,000 m ³	DEME

From left to right:
 Lucas Bols, Pierre Catteau, Theo Van De Kerckhove, Bernard Paquot, Eric Tancre, Luc Vandenbulcke, Philip Hermans, Dirk Poppe, Pierre Potvliege, Alain Bernard, Harry Mommens, Martin Ockier, Christian Van Meerbeeck, Lieven Durt, Hugo Bouvy, Marc Maes, Christel Goetschalckx



again through a complex maintenance dredging project along the Congo River. Maintenance dredging work is also being performed in Guinea, Nigeria, South Africa and Mozambique.

2011 was also a year in which DEME continued its expansion throughout the entire American continent, with projects in North, Central and South America. Dredging was continued on the access to the new locks along the Pacific Ocean side of the Panama Canal, together with dredging operations in Gatun Lake to deepen it between the existing locks. An entire fleet of dredges was deployed in Mexico in the context of the large-scale dredging operations for the new LNG terminal in Cuyutlán, Manzanillo.

In the Middle East, the major achievement in 2011 was the award of a contract for design and construction of artificial islands for the Saath Al Raazboot offshore oilfield. These islands, which lie 120 kilometres off the coast of Abu Dhabi, have to provide support for drilling, production, processing and distribution plants. The construction of the platform for the new refinery of Takreer in Ruwais was also successfully completed. The planned major projects in the oil and gas sector, as well as the interesting port infrastructure projects, provide positive prospects for the future in this region. In 2011, DEME also continued its efforts for the commercial development of the quarry in Oman. This has not yet led to the success hoped for, which resulted in sales and production in 2011 being significantly lower than foreseen. It was therefore still unable to achieve the break even. Due to their need for infrastructure, all the countries in the Indian region offer numerous opportunities. Fierce competition makes this

a challenging environment, however. The Indian company ISD has been heavily involved in finishing the construction project in Dhamra and deepening the access channel to the port of Karaikal. In Colombo, Sri Lanka, the first batch of sea sand for the construction of the motorway to the airport was delivered at the start of 2011,

Beneficial interest

AvH: 50%

DEME NV

www.deme.be



(€ 1,000)	2011	2010	2009
Turnover	1,765,812	1,800,609	1,402,569
EBITDA	300,378	328,739	288,966
EBIT	137,143	176,872	146,785
Net result (group share)	104,123	116,519	102,988
Net cash flow	264,506	274,293	246,206
Shareholders' equity (group share)	731,012	667,273	569,546
Net financial position	-651,046	-481,040	-358,257
Balance sheet total	2,496,308	2,172,474	1,828,328
Order book (€ mio)	2,404	1,935	2,122
Capex (€ mio)	372	405	308
Personnel	3,815	3,635	3,532



Congo River



Neptune



Saath Al Raazboot (Abu Dhabi)

and the new contract for maintenance dredging work in the port of Qasim has also revived DEME's presence in the Pakistan market.

The land reclamation operations in Singapore were continued in 2011, with the current project around Jurong Island and Tuas B progressing slowly, but surely. Activities at Tanjung Bin in Malaysia also continued. As part of a joint venture in Gladstone, Queensland Australia, DEME won the largest dredging project ever tendered in Australia. This involves dredging for the landing quays at the LNG terminals on Curtis Island and the Wiggins coal terminal. The Philippine government's unilateral cancellation of major repair work that had been commissioned in the Laguna de Bay project in Manila was very unpleasant. Proceedings have been started before the ICSID in Washington in order to recover the substantial start-up costs for this project.

Tideway Offshore and Marine Contractors, which focuses on the oil and gas sector, succeeded in maintaining its level of turnover, both in the area of trench dredging and landfall construction as well as in the typical field of fall-pipe rock dumping. Outside Europe, new projects were also started in Russia and China. Tideway cooperated in BP's Skarv Field and Idun Field projects, the largest rock dumping project ever in Northern Norwegian waters. The company also completed the North Stream project, a gas pipeline that has been laid from Russia to Germany. The first deployment of the new fall pipe vessel, the 'Flintstone', was in Chinese waters.

GeoSea realised a 57% increase in turnover in comparison with 2010, and will probably continue this growth in 2012. GeoSea has jack-up platforms and lifting vessels available for the construction of jetties and offshore structures, and also has the capability to perform directional drilling and soil analysis. The general focus on renewable energy has provided a major boost for the construction of offshore wind farms. GeoSea cooperated in the construction of large wind farms in Germany, the United Kingdom and Belgium in 2011. For the first time, GeoSea will also be able to realise a major

infrastructure project in Australia, with the construction of a jetty in Hay Point. The growth can be clearly seen through its new investments in the heavy-lifting vessels 'Neptune' and 'Innovation'.

Scaldis Salvage and Marine Contractors participated in numerous new contracts in Europe, with the heavy-lifting vessel 'Rambiz' being used full-time, and the company had an exceptionally busy 2011. These contracts include service contracts for civil engineering projects, oil and gas companies, dismantling work, and activities in the renewable energy sector. At the end of 2011, Scaldis ordered a second heavy-lifting vessel for heavy hoisting work, the 'Rambiz II', which can be used in offshore conditions.

Oceanflore is a joint venture between DEME and IHC Merwede, the offshore specialist. The company primarily provides solutions for the deep sea mining of minerals, but also focuses on developing guidelines that will guarantee sustainable mining at great depths.

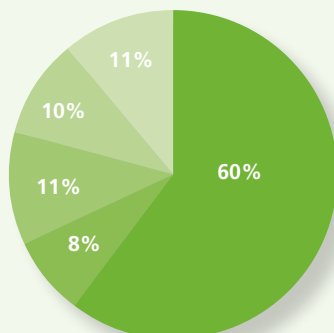
Environmental activities: soil remediation, treatment of polluted dredging spoils, and water purification

DEC-Ecoterres did not manage to equal its absolute record year of 2010. Nevertheless, the company set up new operations in many European countries, and performed brownfield remediation projects, soil and sludge remediation, and recycling work. DEC had to absorb a significant financial loss on a project in Santos, Brazil, at the start of 2011. In Belgium, DI-DEC completed the construction of the sludge treatment and storage system in the Port of Antwerp as part of the AMORAS project, with the operational phase of the project starting in October 2011.

Purazur was established in 2011, and specialises in the high-tech treatment of industrial effluent. Purazur also signed a privileged partnership agreement with the Induss process water company, which led to the establishment of Induss San.

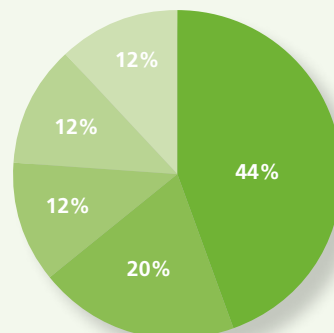
Split of turnover by region

- Europe
- Middle East & India
- Africa
- America
- Asia Pacific



Split of turnover by activity

- Capital dredging
- Maintenance dredging
- Fallpipe and landfalls
- Environmental works
- Marine works



Building materials

DBM (DEME Building Materials) continued to pursue its strategy of investing in marine aggregates based on geographically distributed gravel concessions in French, British, Belgian and German waters and long-term partnerships with French, British, and German partners in the construction industry.

Operation of sea terminals

The new **CTOW (Combined Marine Terminal Operations Worldwide)** has taken its first significant steps. This company provides marine services to marine terminal operators, in the broadest sense of the word: the perfect way to provide upstream services in synergy with all the skills of DEME.

Concessions and renewable energy

In the niche area of offshore energy, DEME launched initiatives in several European countries through its concession specialist, **Power@Sea**. The C-Power project on the Thornton Bank is the first major project in which Power@Sea is participating, and the company will also be responsible for maintenance after the project's completion. Together with the other shareholders in Otary, Power@Sea continued purchasing and developing new concessions for offshore wind turbine projects on the Belgian Continental Shelf in 2011, such as, Rentel, SeaStar, and Mermaid. Combined, these projects represent a capacity of more than 900 MW power.

In Poland, Power@Sea has applied for a licence to develop, construct and install two offshore wind farms in the Polish Baltic Sea. Their total installed capacity would amount to 400 MW.

The activities of **DEME Blue Energy (DBE)** in the area of tidal and wave energy fit seamlessly into DEME's strategy of cooperating in

innovative projects from the very start. In combination with the expertise of GeoSea and Tideway in offshore wind energy, these activities make DEME into a spearhead for future breakthroughs and initiatives in the field of renewable energy. The Flemish investment company PMV acquired a 30% interest in DBE in 2011.

Significant operations in 2011 included the FlanSea study concerning the conversion of renewable marine (wave) energy into electricity and the Eleanore joint venture for the development of infrastructure for a planned offshore grid. DBE is also a partner in REBO (Renewable Energy Base Ostend), which is organised as a Special Purpose Company that is intended to become a logistics development entity in the port of Ostend.

Outlook 2012

Thanks to an increasing order book and the deployment of new vessels, DEME is forecasting better results for 2012 than in 2011. The geographical diversification of the order book and the continued contribution of all group specialisations to results justify the confidence in the positive outlook over the medium term.



London Gateway



Amoras - Antwerp

Algemene Aannemingen Van Laere

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Van Laere is a diversified general building contractor group operating in the Belgian construction industry. Through the development of complementary secondary activities, such as the operation of rotating car parks and the management of surface-level and multi-storey car parks, the group aims to be less sensitive to the economic situation in the future.

Beneficial interest

AvH: 100%

A.A. Van Laere NV

www.vanlaere.be



(€ 1,000)	2011	2010	2009
Turnover	137,348	116,175	161,044
Net result (group share)	1,744	452	-1,448
Net cash flow	3,737	2,422	591
Shareholders' equity (group share)	34,698	32,972	32,337
Net financial position	5,828	10,139	15,823
Balance sheet total	118,633	80,985	93,208
Personnel	482	466	524

Operational overview 2011

The Van Laere group closed the 2011 financial year in a satisfactory manner, in line with the cautious optimism shown at the end of 2010. The group turnover increased by 18% to 137 million euros, and the net result showed a major improvement, totalling 1.7 million euros. The significant improvement in Van Laere's result is largely due to the realisation of a higher turnover and to the execution of projects with better margins.

The order book amounted to 161 million euros at the end of 2011 and new orders were regularly added, amongst others as a result of its successful positioning in highly demanding industries in new niches. The highly qualified employees of Van Laere ensure the proper implementation of the numerous complex projects.

Van Laere acquired the Construction division of real estate developer Vooruitzicht in mid-2011. Van Laere thereby acquired additional staff, and, among other things, will also be executing a part of the prestigious Regatta project commissioned by Vooruitzicht. The integration proceeded smoothly, and both companies look forward to a continued long-term cooperation.



State Archives (Bruges)



De Munt (Roeselare)

From left to right:
Kristof D'heedene, Natalie Verheyden, Geert De Kegel,
Jean Marie Kyndt, Rudi De Winter, Jan Bettens



Alfa Park

Alfa Park was set up in 2011 as part of Van Laere's diversification strategy. Alfa Park operates on-street and off street car parks and, as part of a joint venture, is now a concession holder in Roeselare and Asse.

In addition, the parking garage under the new State Archives in Bruges, Centre Parking in the Langestraat, will also be operated by Alfa Park. This car park is part of the PPP project that Van Laere will complete as a turnkey project in 2012. This project is an example of the synergy between the affiliated parties: Van Laere (design and construction), Alpha Park (investment and operation of underground car park) and Leasinvest Real Estate (long term leasing of the State Archives to the 'Regie der Gebouwen' - Belgian Federal Buildings Agency).

The investments mentioned above, which ensue from the diversification strategy, explain the decrease in the net financial position in 2011.

Groupe Thiran

As expected, 2011 was a difficult year for Groupe Thiran, a general contractor operating in Wallonia and Brussels, which did not completely achieve the budgeted turnover. Despite very good results at the majority of its sites, Groupe Thiran also had projects in Auderghem and Dinant that depressed profits.

The order book for 2012 is well filled, but is subject to pressure on the margins.



Cantecleer (Vilvoorde)

Anmeco

Anmeco celebrated its 15th birthday in 2011. The company specialises in producing and assembling metal structures with complex and architectural designs, such as canopy structures, bridges and domes. The imposing steel structure for the courtyard roof of the Maritime Museum in Amsterdam was successfully completed in the course of 2011. In addition, Anmeco also made the contacts with architect companies and customers that are necessary for assignments abroad. This has led to a number of orders, including winning a contract for the city of Metz, involving a metal bridge for pedestrians and cyclists over the river Seille.

Arthur Vandendorpe

This contractor for restoration work continues to grow within its niche market, and maintains its reputation for great skill and quality. The result was more than satisfactory in 2011 and is also expected to grow further in 2012, thanks to a well-filled order book, which is however subject to pressure on the margins. Vandendorpe is also involved in the Bruges State Archives PPP project, and will carry out the expert restoration of the Red Cross building.

Outlook 2012

Van Laere can already show an order book for 2012 that is better filled than in previous years. The basis for achieving a good result is present, thanks to targeted commercial efforts, especially if the potential for improvement to the projects is realised. The subsidiaries, Groupe Thiran, Anmeco, and Arthur Vandendorpe, will have a challenging year in 2012, partly due to the pressure on their margins.

Rent-A-Port



From left to right: Marc Stordiau, Lutgart Devillers, Geert Dom, Valentijn Maussen, Marcel Van Bouwel

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Rent-A-Port develops port projects, based on its port-related and logistical know-how and experience.

Beneficial interest

AvH: 45%

Rent-A-Port NV

www.rentaport.be



(€ 1,000)	2011	2010	2009
Turnover	5,568	6,106	7,153
EBITDA	-3,059	-1,449	-1,912
EBIT	-3,336	-5,453	-2,518
Net result (group share)	-1,708	-3,761	105
Net cash flow	-1,786	-88	75
Shareholders' equity (group share)	1,521	3,346	5,288
Net financial position	-8,082	-8,836	-6,802
Balance sheet total	22,683	21,729	22,171
Personnel	14	15	16

Operational overview 2011

Rent-A-Port went through a transitional year in 2011, with significant growth in Vietnam, Oman, Qatar, Nigeria and the Netherlands from September onwards.

A new industrial partner, the Ramky Group, made its appearance in the central holding company in Vietnam. This dynamic Indian group specialises in planning and managing high-tech industrial estates, and has developed ad hoc services for pharmaceutical and petrochemical companies. This new partnership should lead to new customers for Rent-A-Port in 2012 and 2013.

In addition, the Dinh Vu industrial estate near Hai Phong signed agreements as of October 2011, with several major Japanese companies including Bridgestone. The arrival of a new customer base in the industrial sites of Hai Phong should greatly improve the results of Rent-A-Port from mid-2012.

The port management operations in Oman were continued in a close and fruitful cooperation with the Port of Antwerp. The activities relating to the concession for the port of Duqm and the management of the future industrial zone have now started. To enable the actual port operations to be started in May 2012, a number of specific actions have already been performed, such as setting up a pilot service (in collaboration with the Flemish Region), a separate board for the management of industrial land, and a service to prevent and combat oil spills.

Two contracts for technical support and assistance were signed in Qatar. The first relates to support in setting up a cement unloading plant. The second involves a similar setup for a large-scale unloading and storage plant for concrete gravel.

In addition, three new projects emerged in Nigeria, in the context of the OK Free Trade Zone east of Lagos:

- A Single Point Mooring system for the landing of liquid cargoes.
- A storage zone with a capacity of 200,000 m³ for imported petroleum products.
- A service port, which is the first phase of a future deep-sea port.

Rent-A-Port Energy NV, a sister company of Rent-A-Port, continued its management and development activities for various new offshore wind farms in Belgium in the course of 2011. This latter activity should lead to good profitability from 2014 - 2015 onwards.

NMP



From left to right: Gert Van de Weghe, Roger De Potter, Guy De Schrijver

Nationale Maatschappij der Pijpleidingen (NMP – national pipeline company), originally set up by the Belgian state, specialises in the implementation and management of pipelines for the transport of industrial gases and products for the petrochemical industry.

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Beneficial interest

AvH: 75%

Nationale Maatschappij der Pijpleidingen NV



(€ 1,000)	2011	2010	2009
Turnover	12,539	12,321	12,803
EBITDA	4,380	4,367	4,519
EBIT	2,555	2,542	2,656
Net result (group share)	2,064	1,973	2,126
Net cash flow	3,889	3,798	3,989
Shareholders' equity (group share)	28,418	27,704	27,113
Net financial position	14,429	12,393	9,879
Balance sheet total	45,820	46,463	47,739
Personnel	5	5	5

Pipelines constitute strategic, reliable, safe and environmentally friendly supply lines for the petrochemical industry, and are vital to the industry's presence in Belgium. NMP contributes towards this in its capacity as manager of a 700-km network of pipelines. In order to carry out the management in the best possible way, NMP has implemented a comprehensive safety management system and makes extensive use of its geographical information system.

As expected, the network was not extended in 2011, and no major modifications were made to it. An inline inspection of the propylene pipeline between Antwerp and Feluy has already been partially performed, however. The preparations for performing an inline inspection of the ethylene pipeline between Antwerp and Feluy, and the associated essential adaptations to the pipelines, are being implemented. The adaptation project in Geel for the propylene pipeline between Antwerp and Geel has also started, and should be completed during the course of the spring of 2012. Discussions regarding a possible expansion project in the port zone of Antwerp have not resulted in a positive outcome. Various other potential projects are currently being examined in more detail.

The result for the 2011 financial year was in line with the forecast, and a similar result is expected for 2012.



Rent-A-Port - Dinh Vu
(Vietnam)



Rent-A-Port - Duqm (Oman)



NMP



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SEGMENT

PRIVATE BANKING

Delen Investments
Bank J. Van Breda & C°
ASCO-BDM

63



ACKERMANS & VAN HAAREN

Private Banking

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The strong performance of both Delen Private Bank and Bank J.Van Breda & C° provided a record contribution to the group's result from the Private Banking segment.



Delen Private Bank

Delen Investments

AvH 79%

Delen Investments (Delen Private Bank and JM Finn & Co) is specialised in asset management and patrimonial advice for a wide range of mainly private clients.



Bank J.Van Breda & C°

Bank J.Van Breda & C°

AvH 79%

Bank J.Van Breda & C° is a specialised advisory bank focusing exclusively on entrepreneurs and liberal professions.

Contribution to the AvH consolidated net result

(€ million)	2011	2010	2009
Finaxis-Promofi	-0.2	-0.3	-1.1
Delen Investments	45.0	42.7	27.2
Bank J.Van Breda & C°	43.1	20.2	18.4
ASCO-BDM	0.2	0.9	0.7
Private Banking	88.1	63.6	45.3

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Bank J.Van Breda & C°



ASCO-BDM

ASCO-BDM

AvH 50%

The insurance group ASCO-BDM primarily targets marine and industrial insurance via professional brokers.

Delen Investments

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Delen Investments Comm. VA specialises in asset management and general financial advice for a wide range of mainly private customers. Delen Private Bank closed its financial year on 31 December 2011 with assets under management at a record level of 15.7 billion euros. In 2011, moreover, Delen Investments gained a foothold in the UK market and acquired a majority shareholding of 73.49% in JM Finn & Co. Ltd, a leading London asset manager, with assets under management or administration on 31 December 2011 of 6.9 billion euros (5.8 billion pounds). This brought Delen Investments group's total assets under management for private customers to 22.6 billion euros.

Financial overview 2011

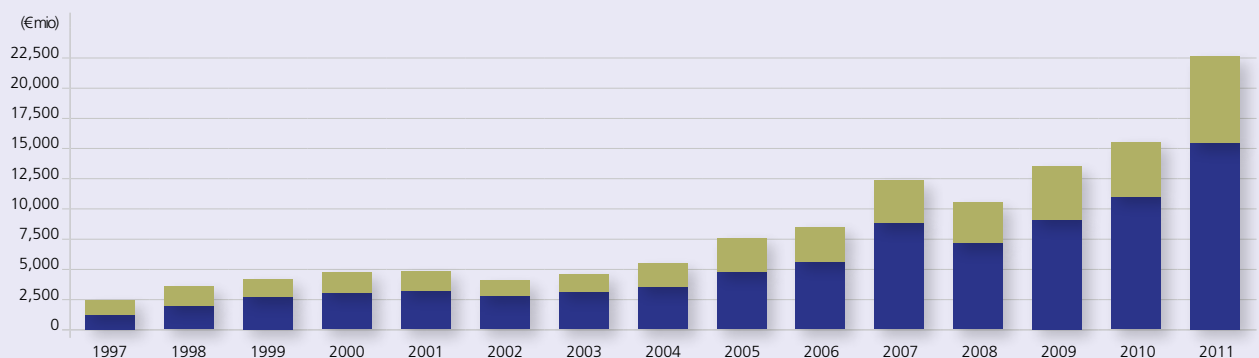
The assets under management of Delen Private Bank increased from 15,272 million euros as at 31 December 2010, to 15,666 million euros as at 31 December 2011. Delen Private Bank mainly recorded significant net organic growth due to a new inflow of assets, both from new and existing private customers. The difficult financial markets had a negative effect on the assets under management, but this was more than offset by the inflow of new capital from private customers. The constant high-level inflow of assets in Belgium demonstrated the confidence of the customers in Delen Private Bank. The prudent investment strategy combined with the dynamic yet prudent management model continue to prove their added value. In September 2011, the Delen Investments group acquired a majority interest of 73.49% in the British asset manager JM Finn & Co

Ltd. JM Finn managed assets of 6,904 million euros (5,767 million pounds) at the end of 2011.

The total assets under management or administration of the Delen Investments group at the end of 2011 thus amounted to 22,570 million euros.

The gross operating income of the Delen Investments group increased to 162.5 million euros. The JM Finn contribution amounted to 13.2 million euros. Compared to the prior financial year, the group's gross operating income increased by 15%, 6% excluding JM Finn, mainly due to the higher level of assets under management. The operating costs increased by 26%, 4% excluding JM Finn. At the 2011 year-end, the Delen Investments group had 530 employees, of which 232 were at Delen Private Bank and 298 at JM Finn. The cost-income ratio remained highly competitive at 44.2% (41.7% in

Delen Investments: Assets under management





Top, from left to right:
Arnaud van Doosselaere, Bernard Woronoff,
Christian Callens, Eric Lechien, Filips De Ferm

Bottom, from left to right:
Jacques Delen, Paul De Winter,
René Havaux, Thierry Maertens

2010). This ratio will develop to a level above 50% in 2012 as a result of the consolidation of JM Finn for a full financial year. The net profit amounted to 57.2 million euros in 2011, compared to 54.3 million euros in 2010. The three-month's contribution from JM Finn to the group's net profit was 1.1 million euros.

Delen Investments' consolidated equity on 31 December 2011 amounted to 364.3 million euros, compared to 344.1 million euros on 31 December 2010. This amount takes into account the JM Finn management's option to sell the remaining shares, valued at 27 million euros, to Delen Investments in the future. The group's Core Tier1 capital (taking into account the intangible assets of 243.0 million euros, of which 55.6 million euros is from JM Finn's customers) amounted to 114.7 million euros at the year-end, compared to 144.9 million euros at the end of 2010. This decrease in the Core Tier1 capital is the result of Delen Investments' decision to fund the acquisition of JM Finn's shares without calling on its shareholders. The Core Tier1 capital will increase again in 2012, as a result of the contribution from the profits of Delen Private Bank and JM Finn. Delen Investments group is more than adequately capitalised, and comfortably meets the applicable capital requirements of Basel II and Basel III. The Core Tier1-capital ratio was 20% at the end of 2011, and remained well above the sector average, which takes account of the acquired shareholding in JM Finn and the long-term obligation to buy-out JM Finn's minority shareholders. Delen Investments has a sound and easily understood balance sheet. Cash and cash equivalents on the balance sheet continue to be invested conserva-

Beneficial interest

AvH: 78.75%

Delen Investments CVA

www.delen.be

DELEN
INVESTMENTS

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(€ 1,000)	2011	2010	2009
Gross operating income	162,519	141,000	103,281
Net result (group share)	57,171	54,281	34,570
Net cash flow	63,598	59,240	38,803
Shareholders' equity (group share)	364,258	344,089	303,597
Assets under management	22,570,394	15,272,179	13,242,869
Cost-income ratio	44.2%	41.7%	48.3%
Return on equity	16.1%	16.8%	11.8%
Core Tier1-capital ratio ⁽¹⁾	20.0%	25.3%	33.1%
Personnel	530	232	214

(1) Core Tier1 = solvency ratio



tively in high-quality government bonds (no PIIGS exposure), in high-quality short-term commercial paper from blue-chip companies, or short-term deposits with highly respected banks or with the National Bank. The effect of the Basel III requirements will be minor for Delen Investments, as its capital consists exclusively of Core Tier1 capital, its portfolio is invested conservatively, and the group's ratios already exceed the future requirements by a comfortable margin. The return on (average) equity was a very satisfactory 16.1%.

JM Finn & Co

The key event of 2011 without doubt was the purchase of 73.49% of the London-based asset manager JM Finn & Co Ltd., an asset manager for private customers which has already been operating since 1945. Under the leadership of James Edgedale and Steven Sussman, JM Finn gradually developed from a traditional brokerage firm into an asset manager. At the end of 2011, JM Finn had 6,904 million euros (5,767 million pounds) assets under management or administration, of which 59% under discretionary management. In addition to its headquarters based in London, it has offices in Bristol, Bury St Edmunds, Cardiff, Ipswich and Leeds. At the time of the acquisition, JM Finn had 299 employees of which 103 were shareholders. The management and a group of senior investment managers were asked to retain a portion of their shares. Their commitment after the transaction was assured by means of a minority interest of 26.51%. Delen Investments provides a majority of the directors at JM Finn, as well as four representatives in the executive committee.

JM Finn and Delen Investments decided on this partnership because of their similar corporate culture, investment philosophy and commercial approach, which focus on the personal relationship with the customer. JM Finn's position in the attractive UK onshore asset management market, combined with the skill and experience of Delen Private Bank, must enable JM Finn to continue expanding and develop its operational model and thus become a prominent player in the British asset management market.

Operational overview 2011

The 2011 stock market year's difficult and volatile conditions resulted in negative stock market indices. Investors were concerned about the failure to find a structural solution to the debt crisis, which translated into falling stock markets worldwide. The stress remained tangible in the bond market, in which more and more countries were faced with higher interest rates. Investors searched for guidance in a financial climate of volatility and lack of transparency. In 2011, Delen Private Bank applied its traditional investment principle of dynamic yet prudent management, and thus succeeded in protecting the capital

of its customers. This was also the case for JM Finn, which was also able to benefit from improved market conditions in the Anglo-Saxon countries. In these highly volatile markets, it is more essential than ever that the relative proportions of the various assets in the portfolios be monitored daily. Delen Private Bank continued to show the necessary prudence in seeking investments for its customers. Delen Private Bank continued to favour companies with a healthy balance sheet and a presence in high-growth markets, as well as defensive and undervalued sectors. With regard to the government bonds part of the portfolios, Delen Private Bank continued to opt for short-term investments and governments with solid track records. In accordance with its conservative management principles, it did not hold any debt securities issued by the PIIGS countries, and only had limited amounts of financial shares in its customers' portfolios.

The euro was under pressure as a result of the continuing political tensions and the failure to find a conclusive solution to the debt crisis. The diversification into other strong currencies was an important part of the strategy, but nevertheless the euro remains the most important currency for the customers of Delen Private Bank.

In December 2011, the incoming Di Rupo government worked on Belgium's existing tax legislation. The financial lawyers have assisted the customers to understand the complex revisions in the tax environment. Delen Private Bank proves that a high quality level of wealth management also involves professional patrimonial assistance.

In 2011, Delen Private Bank continued with its strategy of optimising the quality and efficiency of its asset management by aiming for a larger share of management mandates. At the end of 2011, 73% or 11,377 million euros of the assets under management at Delen Private Bank were being managed via direct discretionary asset management or via its financial beveks (open-ended investment funds). This now represents more than 15,000 management mandates.

Delen Private Bank continued to gain market share in the Belgian private banking market thanks to the strong growth in new private assets. All the Delen Private Bank branches contributed to this expansion



in 2011, while the centre of growth shifted from the historical offices to the new branches. Two-thirds of net capital inflows now come via the branches outside the head office in Antwerp. The development of the local roots of the bank is now bearing fruit, and this encourages Delen Private Bank to invest in staff and infrastructure, in order to even better receive and serve its customers.

Through its 40 branches, Bank J. Van Breda & C° again contributed substantially to the results achieved by Delen Private Bank. On 31 December 2011, Delen Private Bank was managing 2,115 million euros on behalf of customers introduced through the network of Bank J. Van Breda & C°. In addition, Delen Private Bank provides the securities administration for Bank J. Van Breda & C° (302 million euros). Bank J. Van Breda & C° thus represented approximately 15% of the total assets managed by Delen Private Bank.

Outlook 2012

At the start of 2012, there continues to be a certain amount of nervousness on the financial markets because of the crisis in Europe. Delen Private Bank is convinced that a solution could be reached if the right policy methods were to be unanimously applied in all the European countries. The ECB's attitude is fundamental to the decline in interest rates, and its vision and policy on inflation is equally decisive. The imposition of additional economising measures should be used with the caution required to avoid bringing the economy into difficulties. Delen Private Bank monitors the macroeconomic conditions from a critical perspective, but starts 2012 with a more optimistic feeling than the past year. Many market risks have become visible, and the price levels in the stock markets have already largely incorporated these. Thus, at the end of 2011, the European stock markets gradually reached valuations that were appealing from a longer-term perspective. The bank will also continue to monitor the market carefully for potential opportunities during 2012. After all, the worse the crisis becomes, the more interesting the investment

opportunities that may emerge. Investors, who have managed to protect their capital in recent years, are now in an excellent position to benefit efficiently from these investment opportunities. The discretionary management of Delen Private Bank and of JM Finn, which is based on experience and long-term prospects, must make the difference in this context. The bank will continue to do its best to attract new capital, with a focus on regions where its brand recognition is on the rise.

The intention to attract new employees in Belgium to accompany the growth is stronger than ever. Towards the end of 2012, Bank Delen will move into its new offices in Ghent, located on the Coupure Rechts. The reopening of the fully renovated offices on the Tervurenlaan in Brussels is also expected in the months following that of the offices in Ghent.

The full effect of the acquisition of JM Finn in the financial results of the Delen Investments group will become clear in 2012. As a result of JM Finn's existing cost-income ratio of 85%, its contribution at the level of net profit will be more modest than at the level of assets under management and gross operating income.

The Delen Investments group will continue to assess external growth opportunities. However, the emphasis in the short term is on the cooperation with JM Finn. The group is convinced that its business model, which is developing at a steady pace in Belgium, could also be applied in other markets where the group has a presence.



Bank J.Van Breda & C°

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Bank J.Van Breda & C° is a specialised advisory bank focusing exclusively on entrepreneurs and the liberal professions, for both their private and professional needs, and with a specific focus on wealth creation, asset management and protection.

Partly thanks to the acquisition of ABK, Bank J.Van Breda & C° achieved strong financial performance in 2011.

- The bank realised a consolidated net profit of 54.9 million euros. The underlying net profit, excluding ABK and an impairment on Greek government bonds, amounted to 26.4 million euros, compared to 25.7 million euros in 2010.
- The assets under management again achieved record growth to 7.1 billion euros.
- The consolidated equity increased from 259 million euros to 411 million euros, a.o. as a result of the acquisition of ABK.
- The cash and solvency positions remained exceptionally healthy.

Increase of bank product and net profit

The consolidated bank product rose by 6.4 million euros to 99.8 million euros (+7%).

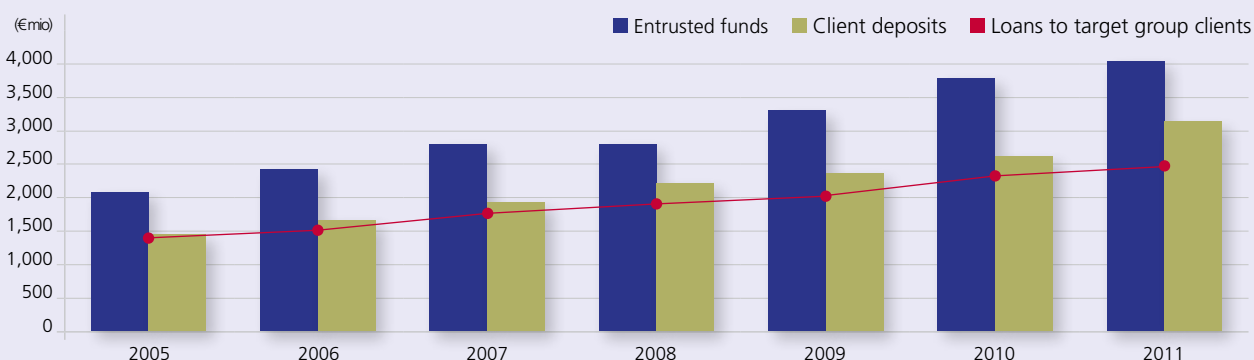
- Despite growth in volumes of credits (+16%) and deposits (+33%), interest income only increased by 12%, as a result of the continued disruption of the deposits market in which savings deposits were paid interest that was significantly above the risk-free interest rate. The flattening of the yield curve, and the bank's strategy to prioritise security over performance in its investment

portfolio, also had an unfavourable effect on the interest income.

- Growth in entrusted funds (+6%) led to a 5% increase in commission income.
- The losses on financial instruments amounted to 3.3 million euros and are mainly the result of reducing equity positions in the ABK investment portfolio.

As a result of investments in additional commercial strength, IT and accommodation, and the bank tax, the costs increased to 61 million euros. The higher contribution imposed by the deposit protection fund, as a result of the credit crisis affecting the large banks, has more than tripled compared to 2009 and is six times what it was in 2008. At the 2011 year-end, the bank employed a total of 462 employees, which included 50 at ABK and 35 at Van Breda Car Finance. Bank J.Van Breda & C° manages the relationships with entrepreneurs and liberal professionals from 40 locations across the whole of Belgium, including 8 independent agencies. ABK operates at 15 locations in the province of Antwerp, including 7 independent agencies. The consolidated cost-income ratio amounted to 61%, which means Bank J.Van Breda & C° is one of the highest performing Belgian banks.

Bank J.Van Breda & C° (excl. ABK): Client assets



From left to right:
Vic Pourbaix, Dirk Wouters,
Carlo Henriksen, Peter Devlies



Strong liquidity and solvency

The equity increased from 259 million euros to 411 million euros, of which 136 million euros resulted from the acquisition of ABK. The Bank J.Van Breda & C° investment portfolio has traditionally only consisted of bonds, 98% of which were issued or guaranteed by European governments. The exposure to Greece at the end of the year, after recognising an impairment of 7.6 million euros, amounted to only 2.4 million euros or less than 1% of the investment portfolio. Moreover, the bank only has bonds in its portfolio from Germany, the Netherlands, Belgium, Austria, Luxembourg and Finland. Impairment was recognised in the investment portfolio of ABK for an amount of 2.2 million euros.

Bank J.Van Breda & C° continues to be properly equipped to deal with the challenges brought about by the financial and economic crisis, thanks to a healthy cash position (with the credit portfolio being entirely financed by customers' deposits).

- The risk-weighted capital adequacy ratio (total assets relative to the weighted risk volume) was 17.3%, while the minimum requirement currently amounts to 8% and will develop to 10.5% by 2019.
- The core capital ratio (equity in the narrow sense (Core Tier1) compared to the weighted risk volume) was 14.7% at a current minimum requirement of 4%, as well as being well above the stress test level of the European regulator that sets the bar at 9%.
- The solvency, expressed as equity to assets, was 10%, well above the 3% that the regulators want to introduce by 2019.

The strong growth of the equity provides the bank with additional strength to reinforce its steady growth in a financially sound manner, even with unforeseen market conditions. Bank J.Van Breda & C° already complies with the solvency standards that the Basel III Accord wants to impose by 2019.

Assets under management and lending

The bank's sustainable prudent approach and the high customer satisfaction resulted in substantial growth of the commercial volumes. The client assets (excl. ABK) achieved record growth in 2011 from 6.4 billion euros at the end of 2010 to 7.1 billion euros (+12%), of which 3.1 billion euros were customer deposits (+20%) and 4.0 billion euros were entrusted funds (+6%).

Beneficial interest

AvH: 78.75%

Bank J.Van Breda & C° NV

www.bankvanbreda.be



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(€ 1,000)	2011	2010	2009
Bank product	99,822	93,441	84,969
Net result (group share)	54,880	25,664	23,317
Shareholders' equity (group share)	394,969	258,620	243,668
Balance sheet total	3,979,566	3,202,819	3,025,601
Total invested by clients	7,469,140	6,368,943	5,644,268
Private loans granted	3,043,941	2,631,339	2,328,371
Net loan loss provision	0.06%	0.15%	0.09%
Cost-income ratio	61.1%	57.2%	59.9%
Return on equity	16.4%	10.2%	10.0%
Core Tier1-capital ratio	14.7%	11.3%	11.8%
Solvency ratio (RAR)	17.3%	14.7%	14.6%
Personnel	462	418	399



In its asset management at the end of 2011, Delen Private Bank was managing 2,115 million euros on behalf of customers of Bank J. Van Breda & C° (compared to 1,968 million euros in 2010, +7%), and this was despite the difficult stock market sentiment.

Insurance investments grew to a volume of 1,438 million euros (+2%). Outstanding reserves in other insurance products (primarily group insurance policies) rose by 26% to more than 233 million euros. The investment funds grew to an invested capital of 230 million euros (+13%).

The credit volume from the banking target group also continued to rise in 2011 to reach 2.5 billion euros (+8%). Lending to successful entrepreneurs and liberal professionals relies on a long-term relationship, which means that lending remains possible for well-considered and cautious investment and growth projects, even in a difficult financial and economic environment. Write-offs for loan loss expenses in the banking target group of 1.3 million euros remained at a very low level, only 0.06% of the average loan portfolio.

Bank J. Van Breda & C° also operates in the whole of Belgium in the sector of car finance and finance leasing via its subsidiary, Van Breda Car Finance. At the end of 2011, the total portfolio remained virtually stable at 288 million euros.

Outlook 2012

The current climate of uncertainty makes it difficult to make profit forecasts. However, Bank J. Van Breda & C° is well equipped to deal with an economic and financial environment that could remain very challenging for quite some time. The bank therefore expects, without any unforeseen circumstances, to achieve another decent performance in 2012, and this for several reasons:

- The bank's own portfolio is conservatively invested in short maturities and with a significant proportion of AAA bonds. The protection of the bank's equity is also receiving the highest priority in 2012.
- With its asset management strategy based on the long-term interests of the customer, the bank only has limited exposure to the volatility of the financial markets.
- Set against the increase in personnel costs due to additional recruitment, there is a reinforcement of the commercial strength that will once more lead to strong growth in commercial volumes and further expansion of the bank's trading securities.
- This growth in volume will keep the banking income up to standard and, together with the bank's cost efficiency, also support the profit.
- In recent decades, the loan loss provisions were significantly below the market average, due to the prudent lending policy, which should also continue to bear fruit in the future.

ABK

ABK Bank is a cooperative bank for self-employed people and SMEs, with 15 agencies and authorised agents in the Antwerp region, which employs a staff of 50.

At the end of January 2011, Bank J. Van Breda & C° announced it was issuing a friendly and conditional counterbid for Antwerps Beroepskrediet. Subsequently, on 20 May 2011, a controlling interest of 40.8% (87.33% of the voting rights) was acquired. After closure of the offer on 8 July 2011, Bank J. Van Breda & C° owned 49.7% of the shares (89.2% of the voting rights). By means of the closure of the public bid and a subsequent capital increase, Bank J. Van Breda & C° increased its shareholding in ABK to 91.76%, in which the difference (89 million euros) between the purchase price and carrying amount was accounted for directly through equity. The consolidation difference ("negative goodwill") as a result of the acquisition of the controlling interest amounted to 35.5 million euros and does contribute to the profit.

After the acquisition, the equity positions in the investment portfolio of ABK were largely reduced, with losses as a result. Impairment was recognised in the investment portfolio on three securi-

ties that, due to the increased uncertainty about their repayment at final maturity, were derecognised to fair value. The total profit contribution of ABK for 2011 amounted to 33.5 million euros as a result of this.

With equity equal to 34% of the total assets, ABK's balance sheet shows exceptionally strong solvency. Set against the 334 million euros of customer deposits, are a healthy loan portfolio of 226 million euros, 94.6 million euros in credit balances with the National Bank, and a portfolio exclusively containing high-quality government bonds of 133 million euros. These government bonds represent 60% of the investment portfolio. The substantial surplus of equity available to ABK is further invested in a diversified portfolio consisting of financial and corporate bonds (34%), shares and other securities (6%).

Bank J. Van Breda & C° wants to use ABK to expand the added value of its asset management to a customer base outside the target group of entrepreneurs and liberal professions. After the acquisition, the executive committee started a strategic exercise concerning the future positioning of ABK. Several initiatives will be launched in the autumn to strengthen the commercial dynamics of ABK.

From left to right:
top: François De Maeyer, Luc De Backer,
Michel de Lophem, Wilfried Van Gompel,
bottom: Jos Gielen, Bart Dewulf

ASCO-BDM



The insurance group ASCO-BDM primarily focuses on marine and industrial insurance policies via professional brokers. BDM is an insurance underwriting agency offering risk coverage in niche markets on behalf of ASCO and a number of other large international insurers. The presence of ASCO among the insurers for which BDM underwrites risks has important benefits: it gives BDM greater stability and strengthens its capacity through direct access to the reinsurance market.

BDM continued extending its new strategy in 2011 and, together with brokerage houses, developed several specific insurance products for its target group.

In the Marine segment, the profitability of the Hull portfolio was improved. A larger share was also taken in international cargo contracts, which resulted in 19% more premium volume in this segment. In combination with the proportionally slightly lower personnel costs, this led to an increase in operating profit by 41%. In the Property & Casualty segment, the continued efforts on customisation, and the development of new niche products produced growth in premium volume by 8%. With costs remaining stable and significant profit shares, the operating profit of this segment increased by 19%.

The significant growth in turnover, stable overhead costs, lower write-down expenses, and positive non-recurring items, led to a net result of 0.5 million euros (2010: 1.8 million euros including a significant capital gain on the sale of the subsidiary Bruns ten Brink).

Insurer ASCO closed 2011 with a net underwriting result of 0.6 million euros, compared to breakeven in 2010. The sustained efforts with a view to the technical optimisation, and of the portfolio quality, led to this positive development, which was mainly visible in the Fire industrial risks, and Marine Hull classes. Relatively high reinsurance costs, and a restricted but positive financial result, however, culminated in a limited loss of 0.2 million euros.

ASCO's equity (IFRS) totalled 9.9 million euros at the end of 2011. As such the insurer had a comfortable surplus of 5.1 million euros in relation to the minimum solvency margin (under Belgian GAAP).

Beneficial interest AvH: 50%

www.bdmantwerp.be



(€ 1,000)	2011	2010	2009
BDM⁽¹⁾			
Premiums earned	56,798	49,686	49,254
Operating results	7,300	6,234	6,542
Net result (group share)	525	1,848 ⁽²⁾	688
Shareholders' equity (group share)	4,767	4,242	3,109
ASCO NV			
Gross premiums	25,936	26,313	20,331
Net result (group share)	-225	38	440
Shareholders' equity (group share)	9,855	10,079	10,054
Personnel	62	60	57

(1) IFRS-numbers, excl. contribution in 2009 from Bruns ten Brink (sold in 2010)
(2) Incl. capital gain on the sale of Bruns ten Brink



SEGMENT

REAL ESTATE, LEISURE & SENIOR CARE

Extensa
Leasinvest Real Estate
Financière Duval
Anima Care

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ACKERMANS & VAN HAAREN

Real Estate, Leisure & Senior Care

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The absence of project development profits from AvH's real estate activities led to a lower profit contribution from this segment. The other real estate activities performed as expected.



Externa - De Munt (Roeselare)

Externa

AvH 100%

Externa is a real estate developer with focus on residential and mixed projects in Belgium, the Grand Duchy of Luxembourg, Eastern Europe and Turkey.



Leasinvest Real Estate - The Crescent (Anderlecht)

Leasinvest Real Estate (LRE)

AvH 30%

The listed investment trust LRE manages real estate in offices, logistics and retail buildings in Belgium and the Grand Duchy of Luxembourg.

Contribution to the AvH consolidated net result

(€ million)	2011	2010	2009
Extensa	-2.8	1.2	-7.8
Leasinvest Real Estate	4.2	5.0	5.9
Cobelguard	0.1	1.0	0.6
Groupe Financière Duval	2.6	1.4	1.1
Anima Care	0.4	0.0	-0.5
Real Estate, Leisure & Senior Care	4.5	8.6	-0.7



Financière Duval - Odalys - Résidence Les Greens du Bassin

Financière Duval

AvH 39%

Financière Duval is a multidisciplinary real estate group in France with activities in promotion and construction, tourism, health and parkings.



Anima Care - Résidence du Peuplier (Ittre)

Anima Care

AvH 100%

Anima Care specialises in the care and health sector in Belgium and focuses on the upmarket segment of accommodation and care for the elderly.

Extensa Group - Leasinvest Real Estate

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The AvH group is active in

- real estate development through Extensa, including not only residential developments, but also mixed developments in Belgium, the Grand Duchy of Luxembourg, Central Europe and Turkey;
- real estate management, via Leasinvest Real Estate (LRE): a listed investment trust with a real estate portfolio worth 504 million euros, which is invested in offices, logistics and retail buildings in Belgium and the Grand Duchy of Luxembourg.

The AvH group holds a total of 1,204,102 shares (30.0%) of the listed investment trust Leasinvest Real Estate, 29.3% of which is held through the Extensa Group. LRE contributed 4.2 million euros to the result of AvH in 2011, compared to 5.0 million euros in 2010.

The activities of Extensa resulted in a virtual break-even in economic terms. However, as a result of the intercompany elimination on a consolidated basis of a capital gain realised on the sale of the Retail Estates shares (2.69 million euros) to Leasinvest Real Estate, the contribution of Extensa to the consolidated result of AvH was negative for an amount of 2.83 million euros.

The consolidated equity of Extensa Group amounted to 109.8 million euros, compared to 110.9 million euros at the end of 2010. This decrease is due to the lower market valuation of the financial hedging instruments, mainly at LRE. The subordinated loan of AvH,

in an amount of 13.9 million euros, was fully repaid in the course of the financial year. Net financial debt remained stable at 88.8 million euros, compared to 89.2 million euros at the end of 2010.

Operational overview 2011

Extensa Group

Extensa made good progress in various projects in 2011. For example, all the lots from phases 1 and 2 of the "De Lange Velden" development in Wondelgem and from phase 2 of the "De Nieuwe Heide" development in Hasselt (Kuringen) were sold in the course of the year.

40% of the 75 terraced houses and apartments in the first phase of the "CederPark" residential project in Hasselt have already been sold.



Tour & Taxis (Brussels)



Bomonti (Istanbul)

From left to right:
Laurent Jacquemart, Ward Van Gorp,
Kris Verhellen



Phases 1A and 1B are 80% finished, as well as 28% of phase 1C. 37 of the 38 apartments of phase 1 of the inner city project "De Munt" in Roeselare (50% Extensa) have been sold, and the construction work is 90% finished. All the ground floor shops of this first phase (1,997 m²) have also been leased. Five of the 13 phase 2 apartments have been sold, and 55% is completed. The advance sales of phase 3 (46 apartments) were started at the end of 2011, and an application for a building permit was submitted for the final phase of 48 apartments. This project will then have a total of 145 apartments.

Permit applications for the "Groeningen" (525 residential units) development project in Kontich and the "Parkveld" (70 residential units) development project in Leuven were already submitted in 2009. The associated appeal procedures in the Council of State ('Raad van State') and the Council for Permit Disputes ('Raad voor Vergunningsbetwistingen') have not yet been terminated, however.

Negotiations for the residential projects in Schilde and Zwijndrecht were continued, as were those for the development projects in Edgem and Kapellen. The DPI joint venture (50% Extensa) is continuing to work on the master planning of the area of 8 hectares for the "Les Jardins d'Hennessy" project on the territory of La Hulpe and Rixensart. A first acquisition for the Terrenata joint venture between Extensa (33%), DEC and BPI has now been prepared, and will be realised at the start of 2012. This is an area of 7.7 hectares located along the Brussels-Charleroi canal in Oisquerq (Tubize).

Beneficial interest

AvH: 100%



Groep Extensa - Leasinvest Real Estate

www.extensa.be

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(€ mio)	2011	2010	2009
Balance sheet			
Real estate investments & leasings	43.4	50.9	58.1
Land development	15.5	16.2	17.7
Real estate projects	66.4	50.9	52.7
Leasinvest Real Estate (LRE) ⁽¹⁾	76.9	80.9	80.7
Other assets	29.9	42.8	17.5
Total assets	232.1	241.7	226.7
Shareholders' equity (group share)	109.8	110.9	103.8
Financial debt ⁽²⁾	104.6	111.6	102.1
Other liabilities	17.7	19.2	20.8
Total liabilities	232.1	241.7	226.7

(1) Number of shares 1,173,866 (29.3%)

(2) Net financial debt: € 88.8 mio (2011), € 89.2 mio (2010), € 97.8 mio (2009)



De Munt (Roeselare)



Cederpark (Hasselt)

The City of Brussels has continued to work on the special zoning plan (BBP - bijzonder bestemmingsplan) for the Tour & Taxis site. On the basis of the Decree of the Brussels' administration dated 23 April 2009, this BBP should be delivered during 2012. The permit for the construction of an energy-passive office building of 16,725 m² for the Brussels Environment administration, which was applied for in March 2010, is also expected in the course of 2012, after which the construction work will start immediately. Due to uncertainties surrounding the BBP, the urban planning permission, which was obtained for a substantial portion of the entire site in March 2010, has not yet been implemented. It is nevertheless the intention to start up the first residential phase of the development in the short term, as well as to commence the construction of the park.

After the master plan (Plan d'aménagement particulier - PAP) for the "Grossfeld" project (Grand Duchy of Luxembourg) became executable in November 2010, various contracts were concluded with the authorities during 2011, including those with respect to the exchange of land, the construction of the infrastructure and the district-heating network. The "provisional permits" for various plots of land have been applied for in the meantime, as is also the case for the building permits for the first phase of homes, offices, a hotel and a commercial centre. Once these permits have been issued, the initial construction should still commence in 2012. The Grossfeld project is a joint venture of Extensa (50%) with the Luxembourg group Promobe, and includes a new urban district totalling 400,000 m².

In the "Extensa business park" in Trnava (Slovakia; Top Development, 50% Extensa), a plot of 4.6 hectares of land has been sold to the Belgian company Fremach, which will inaugurate a new factory for car parts in early 2012. The remaining 11 hectares of this park will be allocated as a retail zone. A total of 3 hectares in the Selpice industrial park (9 hectares) has been sold to end-users, 2 hectares of which during the last financial year.

The economic situation in Romania showed no improvement, and the Romanian positions therefore also showed little progress in their development. In the Belrom retail park in Focsani, a third phase was opened during September 2011 with C&A as the anchor. Although the retail park appears to be generally stabilising, the rental income still came under slight pressure. Extensa has therefore written down the additional 20% participation by 0.5 million euros. The Belrom retail park in Deva (Romania) has still not been opened, but negotiations have been recommenced with tenant Carrefour. The final

settlement of the rental guarantees still remains unresolved for the retail park in Targu Mures (Extensa 30%) that was sold in 2007. The provisions formed for this in the past have therefore been retained. The two land positions of Exparom (50% Extensa) in Arad and Bucharest did not show any new developments.

Extensa Istanbul (100%) completed the "Bomonti Apartman" building in the course of the financial year. This building contains 100 apartments, including 25 given as payment to the owner of the part of the plot for which the freehold could not be bought. 52 of the remaining 75 apartments have been sold in the meantime. The market slowed down during the financial year due to the unfavourable development of the exchange rate of the Turkish lira against the US dollar, which made prices expressed in dollars more expensive for the potential buyers with lira income. Structural work was started on a second apartment building, the "Bomonti Modern Palas", during the course of the year. The building has 98 apartments on 15 floors, of which 52 apartments for Extensa. 9 apartments had already been sold according to plan by the end of the financial year.

The real estate investment portfolio remained virtually unchanged during the financial year (10 buildings with a total book value of 43.41 million euros). Only the Koninklijk Pakhuis of Tour & Taxis experienced a slight appreciation of the market value on the basis of the higher rental income and a slight adjustment of the capitalisation rate (from 7.25% to 7.00%).

Extensa Group's participation in the real estate investment trust Retail Estates was sold to Leasinvest Real Estate on 7 July 2011, enabling the latter to increase its total interest in Retail Estates to 7.39%. An economic added value of 2.69 million euros was realised on this transaction. Since the purchaser is a related company, however, this gain was not included in the results for the financial year.

From left to right:
Micheline Paredis, Michel Van Geyte,
Vincent Macharis, Jean-Louis Appelmans



Leasinvest Real Estate (LRE)

Leasinvest Real Estate operates in three markets (offices, logistics and retail), each of which is affected by the economic climate in a different way. In the Belgian offices market in particular, the economy did not seem to get going again in 2011, as had been expected at the end of 2010. As a result of this, the offices market was faced with the lowest rental volume over the last 10 years, low rents and a significant number of vacant premises. The leasing volume in the logistics market, however, saw a 10% increase compared to the five-year average, and the retail market also continued to do very well. In the Grand Duchy of Luxembourg, where LRE is also a major real estate investor, the offices market recovered well compared to 2010.

The following key events characterised 2011 for LRE:

- In January, the commercial lease with the main lessee, Redevco Retail Belgium, for the retail park in Nossegem (Zaventem) was terminated prematurely. As a result, LRE entered into a direct contractual relationship with Redevco Belgium's subtenants, such as Brico, Leen Bakker and Blokker.
- In May, the expansion of the retail park in Diekirch was completed within the predetermined schedule and budget. This is a new construction of a large retail building of 1,356 m², which is being let on the basis of a fixed lease of 12.5 years to the German group Siemes Schuhcenter. An unrealised capital gain of 1.2 million euros was recorded for this property.
- At the end of June and early July, the participation in the real estate investment trust Retail Estates NV was increased from 2.4% to 7.4% as a result of a purchase transaction from Extensa

Beneficial interest
AvH: 30%



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Leasinvest Real Estate Comm. VA
www.leasinvest.be

(€ 1,000)	2011	2010	2009
Net result (group share)	12,587	14,267	18,380
Shareholders' equity (group share)	261,815	275,408	274,924
Real estate portfolio (fair value)	504,443	494,203	537,518
Rental yield (%)	7.23	7.41	7.48
Occupancy rate (%)	92.57	97.45	97.74
Per share (in €):			
Net asset value	65.51	68.92	68.79
Closing price	64.99	63.36	58.97
Gross dividend	4.15	4.10	4.00



The Crescent (Anderlecht)



Canal Logistics (Neder-over-Heembeek)



Retailpark Diekirch

Group NV (100% AvH), the participation in a private placement of newly created Retail Estates NV shares and a purchase transaction on the stock market.

- In July, the existing lease for the logistics site with associated office space of approximately 23,700 m² in Kontich (Antwerp) was renewed with the current tenant for a fixed rental period until the end of 2016.
- In July, November, and December, three major new leases were signed for the two vacant phases of the new Canal Logistics project: Cameleon (an e-commerce textile company), Caterpillar, and MSF Supply (Doctors without Borders). These meant that the occupancy rate was 78% on the 1st phase and 94% on the 2nd phase at the end of the financial year. The 1st phase and 2nd phase were completed in March 2010 and August 2011, respectively.
- At the end of December, the office building in Zwijndrecht (Antwerp), which is let to Cegelec NV, was sold for 7.7 million euros. This transaction generated a limited capital gain of 0.5 million euros.
- In the course of the financial year, The Crescent building was renovated and completely converted into a 'green intelligent building'. It is now used as a business centre with a range of facilities (catering, meeting rooms, etc.). Various service contracts have now been signed, resulting in an occupancy rate of nearly 50% on 31 December 2011.

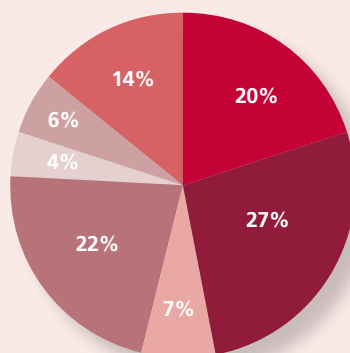
LRE is aware of the growing concern for the sustainability of its buildings. Wherever possible, energy-saving measures are taken to make the buildings more sustainable and more energy efficient. Illustrations are for instance the supply of green electricity (AlpEnergie) to the tenants (2009), generating power using solar-cell technology on the roof of a logistics centre in Wommelgem (2009), the installation of a green (rainwater absorbing) roof on the 1st phase of the Canal Logistics project (2010) and achieving an environmental BREEAM In-use certificate with the score of 'good' for The Crescent office building (2011).

The fair value of the consolidated real estate portfolio, including project developments, amounted to 504 million euros at the end of 2011, compared to 494 million euros as at 31 December 2010. The 2.1% increase is mainly the result of the buy-out of the lease from Redevco Belgium, the completion of the shopping centre in Diekirch and the 2nd phase of Canal Logistics and the sale of the office building located in Zwijndrecht on the one hand, and impairments on The Crescent building (Anderlecht), the Canal Logistics sites (Neder-over-Heembeek), and Vierwinden (Zaventem) on the other.

This real estate portfolio consisted of 54% offices, 26% logistics and 20% retail spaces. There are 37 buildings in Belgium (55% on the basis of the portfolio's fair value) and 16 buildings in Luxembourg (45%).

LRE: Portfolio by type

- Offices Brussels
- Offices Luxembourg
- Offices Belgium other
- Logistics Belgium
- Logistics Luxembourg
- Retail Belgium
- Retail Luxembourg



Retailpark Nossegem

The average duration of the portfolio was 4 years (2010: 3.8 years). The occupancy rate decreased from 97.45% (2010) to 92.57%, mainly due to vacant premises at The Crescent and the Vierwinden sites. The rental yield on the fair value amounted to 7.23% as at 31 December 2011 (2010: 7.41%).

As at 31 December 2011, the equity (group share) stood at 262 million euros. The revalued net assets were 65.51 euros per share based on the fair value of the real estate (68.92 euros as at 31 December 2010) and 68.78 euros (72.08 euros as at 31 December 2010) based on the investment value.

As a result of the purchases identified above, the financial debt increased to 248 million euros (220 million euros as at 31 December 2010), causing the debt ratio (calculated according to the Belgian Royal Decree of 21 June 2006) to rise to 47.29% (44.13% as at 31 December 2010).

The balance sheet total amounted to 538 million euros at the end of the 2011 financial year (2010: 514 million euros).

The major sales that were carried out in 2010, i.e. the Axxes Business Park in Merelbeke and the Louizalaan 250 office building in Brussels, which had not yet been offset by purchases in 2011, caused rental income for the 2011 financial year to decrease to 36.6 million euros (38.4 million euros as at 31 December 2010). LRE closed its 2011 financial year with a net profit (group share) of 12.6 million euros (14.3 million euros as at 31 December 2010), or 3.15 euros per share

(3.57 euros as at 31 December 2010), partly due to the effect of unrealised losses on buildings and interest rate hedging portfolios.

The net current result amounted to 19 million euros (22 million euros in 2010).

The price of the LRE share fluctuated between 58.27 euros and 70 euros during the 2011 calendar year. The closing price at the end of the year was 64.99 euros. The gross dividend per share over the 2011 financial year will amount to 4.15 euros, or a gross dividend yield (based on the closing price) of 6.39% (2010 financial year: 6.47%).

Outlook 2012

2012 threatens to be a particularly difficult year in various segments of the real estate market. **Extensa** has a diversified portfolio of projects and, if the long-awaited permits are obtained, it should nevertheless be able to realise again limited capital gains.

Leasinvest Real Estate is expecting to realise various possible investments in the first half of 2012, primarily in the Grand Duchy of Luxembourg. If there are no exceptional circumstances and unforeseen losses on the existing real estate portfolio and interest rate hedges, LRE expects a net result that is better than that of 2011, and a comparable net current result. The board of directors expects to be able to maintain the 2012 dividend in line with 2011.



Canal Logistics (Neder-over-Heembeek)

Financière Duval



Eric Duval

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Financière Duval is a multidisciplinary real estate group in France that aims to offer both its private and public sector customers comprehensive real estate solutions, ranging from the search for sites to managing properties, promotion/construction and other real estate services. It is organized along two lines of business: real estate activities and operating activities.

Financial overview 2011

In 2011, the group booked progress in its various lines of business and managed to consolidate its market position. It recorded a good level of growth despite a weaker economic context in the second half of the year. In the first six months, there were hopes that the crisis would recede, but the euro crisis in mid-summer heralded a renewed economic downturn.

The turnover increased from 321 million euros in 2010 to 430 million euros in 2011 (+34%), the operational cash flow (EBITDA) from 21.9 million euros to 28.1 million euros and the net result from 3.2 million euros to 6.6 million euros, partly impacted by the purchase of minority shareholders in the group. This strong increase is a.o. driven by the increased profit contribution from the real estate company CFA, thanks to the high quality project portfolio. 85% of the operating profit was generated by a strongly recurring and increasing contribution from the exploitation activities.

Operational overview 2011

Real estate activities (Promotion and construction; Real estate services)

CFA, now wholly owned by Financière Duval, is a property developer specializing in the development, design, construction and sale of properties in four major real estate segments: retail facilities, corporate real estate, housing and specialized residences, and public facilities (cultural, sports and leisure). Active across the whole territory through a network of regional branches, CFA displays acknowledged expertise in downtown mixed residential and commercial operations and in public-private partnerships (PPP). This property development activity rests on competence synergies with the other real estate companies of the group.

2011 was marked by the stepping up of large-scale operations such as the renovation and extension of Les Eleis shopping centre in Cherbourg or the construction of the Antibes Congress Centre,

which comprises a public facility and a shopping centre. CFA also entered into three new PPPs (Saint-Dié, Chatel, La Teste-de-Buch). The turnover increased from 50.7 million euros to 126.7 million euros (+150%), despite the wait-and-see attitude of investors and the credit squeeze. Thanks to the dynamic teams, a well thought-out selection of projects and a strict management, CFA succeeded in maintaining its order book at a very strong level and in bringing an important number of projects into execution. This should allow the group to increase again its turnover and operational result. Alamo (delegated project management), has acquired some valuable references in the green renovation market of office premises, social housing and tourist residences. Gerim (design and construction of turnkey buildings) is equally-owned with the Lille-based group Rabot Dutilleul. Although it witnessed postponements of transactions owing to the financing problems encountered by its clients, it has won some substantial orders in logistics. It has a solid order book.

Yxime, a wholly owned subsidiary specializing in property and facility management of industrial and commercial real estate, has witnessed a growth of its customer and area portfolio. At the same time, it has cut back its facility management activities, resulting in a fall in revenue and, more marginally, in profit. At the end of the year, Yxime won a six-year public contract for the management of part of the land and buildings owned by Réseau Ferré de France, representing an estimated 26 million euros turnover over that period.

2011 was also marked by a substantial growth in the car park activity (**Park'A**) with the opening of four new sites in Paris (total of 14) in the immediate vicinity of the Eiffel Tower and the Porte Maillot Congress Centre, bringing the total number of parking places in the Parisian region to approximately 5,500. In the area of automated dry docks, Phar'O continues to generate a lot of interest, although the tightening of regulations on the coast has curbed the launch of new projects.

Operational activities (Tourism; Sports & leisure; Health)

Odalys is the second largest operator of holiday residences in France with 105,000 beds spread over 294 residences being run in 2011. Odalys has recorded a growth in turnover by 14.6% on a like-for-like basis. Odalys had a very good summer season and benefited in particular from the development of its club residences. The year was also marked by an increase in the number of international customers, who now account for 28% of turnover. Odalys continues its policy of expanding its offering, which currently covers all segments of tourist accommodation: camping sites, top-of-the-range residences, down-town hotels, and Odalys Campus student homes, the first of which was opened during the year. Odalys intends to carry on expanding its accommodation at a rapid pace, attaining 110,000 beds spread over 311 residences, hotels and camping sites during the 2011/2012 season.

Residalya develops and manages nursing and care homes for the elderly. During the year, its capacity increased from 1,102 to 1,355 beds spread over 19 retirement homes. Residalya recorded higher occupancy rates throughout the year. It continued its policy of renovation and extension of the residences it has acquired. Additionally, 2011 has seen the opening of new residences resulting from the organic growth that has been pursued for the last four years. 2012 will be marked by a continuing significant increase in the number of beds in use by 317, spread over five residences, four of which will be entirely new. Over the next two years, the accommodation capacity of Residalya will expand to more than 2,000 beds.

NGF Golf currently operates 30 golf courses all over France. Following a mediocre 2010, the year 2011 was marked by a vigorous growth in profit. It is now the number one in the Paris area with 14 golf courses, a number of which are among the most prestigious on the French golf scene. Thanks to the effort that has gone into the development of the Le Club network run by NGF Golf, its members now have access to 91 golf courses in France. By extending its offering in Europe, the Maghreb and the United States, the members of NGF Golf now have privileged access to 220 golf courses in the world; as a result, Le Club has now positioned itself as the leading European golf club network.

Outlook 2012

The economic situation as a whole is such as to diminish the confidence of the economic actors, with the financial turmoil caused by the euro crisis and the debt levels of the various countries, which can only translate into a credit squeeze and an increasing tax burden. The abolition of certain tax incentives will impose fresh constraints on investors.

In this uncertain context, the Financière Duval group has begun this new financial year cautiously yet serenely. By positioning itself as a creative real estate service provider, it now ranks among the top players in its various operations. The group is also expected to record an overall increase in revenue and profit.

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Beneficial interest
AvH: 39.2%
Financière Duval SAS
www.financiereduval.com



(€ 1,000)	2011	2010	2009
Turnover	430,381	321,324	308,307
EBITDA	28,067	21,906	21,008
EBIT	16,272	11,677	12,149
Net result (group share)	6,577	3,230	3,682
Net cash flow	20,500	14,968	14,013
Shareholders' equity (group share)	99,104	94,759	81,033
Net financial position	-63,390	-72,785	-83,823
Balance sheet total	551,898	476,000	400,141
Personnel	2,334	1,932	1,761



CFA - Les Eleis Cherbourg



Residalya - Granvelle

Anima Care

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Anima Care specialises in the care and health sector in Belgium, focusing on the upmarket segment of accommodation and care for the elderly. Anima Care invests in operational activities and real estate in the segment of residential care for the elderly. At the end of 2011, Anima Care holds a portfolio of more than 1,000 nursing home beds and serviced flats, of which 385 nursing home beds and 38 service flats are currently in operation.

Operational overview 2011

There was further improvement in the operating results of the four existing residential care homes "De Toekomst" in Aalst, "Rusthuis Kruienberg" in Berlare, "Résidence du Peuplier" in Haut-Ittre and "Philemon & Baucis" in Zoutleeuw in 2011, thanks to efficient management and high occupancy rates.

Several acquisition opportunities were also examined. Two acquisitions were ultimately brought to a successful conclusion, representing 111 residential units (including 73 residential senior care facility beds). Anima Care acquired the residential care centre "Le Clos du Trimbleu" in Blegny (47 beds) in February, and control was acquired over "Huize Zevenbronnen" (64 beds) in Landen in June.

Anima Care also acquired land in Aalst, Kasterlee, Haut-Ittre, and Blegny, which will allow it to significantly expand the existing residential care centres, and has made a number of valuable contacts for future projects.

Financial overview 2011

Thanks to the new acquisitions and the efficient management of existing residential care centres, Anima Care's turnover rose by 74% in 2011. Anima Care realised a profit of 0.4 million euros in 2011, compared to a break-even result in 2010. The equity of the group amounted to 12.0 million euros as at the end of 2011, with 2.1 million euros of additional capital being fully paid-up in order to finance the acquisitions.

9.4 million euros of the 2010 capital increase of 15.3 million euros has still to become fully paid-up as the expansion and acquisition projects of the group are realised. The net financial debts amounted to 13.7 million euros as at 31 December 2011. The majority of this net debt position can be explained by the fact that Anima Care aims to position itself as a quality player in the care for the elderly market, and that it wishes to retain ownership of the real estate of its care centres. The new residential care centres and the capital increase resulted in the balance sheet total increasing from 28.2 million euros to 36.3 million euros in 2011.



Résidence Parc des Princes (Oudergem)



Rusthuis Kruienberg (Berlare)

From left to right:
Luc Devolder, Ingrid Van de Maele, Johan Crijns



Outlook 2012

Economies of scale are the key to further increasing Anima Care's profitability. Anima Care will therefore continue to actively work on its expansion in 2012. In order to do this, it will not only examine various acquisition opportunities, but it will also commence work on new construction to expand two of its existing residential care centres in Blegny and Haut-Ittre. Anima Care is also expecting to start the construction of two new residential care centres with assisted apartments this year, in Zemst and Kasterlee.

Anima Care acquired the "Résidence Parc des Princes" residential care centre in Oudergem on 27 January 2012. This residential care centre has 49 beds.

Anima Care focuses on quality. It therefore pays a great deal of attention to improving its operational performance through the development of integrated systems, sharing best practices, and the guidance and development of its employees. After all, they are the people who put the values and vision of Anima Care into practice.

Beneficial interest

AvH: 100%

Anima Care

www.animacare.be



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(€ 1,000)	2011	2010	2009
Turnover	15,351	8,808	4,572
EBITDA	2,056	1,178	197
EBIT	975	245	-438
Net result (group share)	417	4	-517
Net cash flow	1,489	937	118
Shareholders' equity (group share)	11,985	9,889	5,749
Net financial position	-13,696	-8,394	-8,557
Balance sheet total	36,310	28,150	18,640
Personnel	223	151	103



Blegny (artist's impression)



Huize Zevenbronnen (Landen)



SEGMENT

ENERGY & RESOURCES

Sipef

Sagar Cements

Oriental Quarries & Mines

Max Green

Henschel

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ACKERMANS & VAN HAAREN

Energy & Resources

90

Sipef's rising profits, coupled with AvH's higher participation percentage, resulted in an increased contribution from the Energy & Resources segment.



Sipef

AvH 27%

Sipef is a listed agro-industrial group, specialised in tropical agriculture, with plantations for palm oil, rubber and tea in the Far East.



Sagar Cements

AvH 15%

The listed Indian company Sagar Cements produces a wide range of cement and clinker.

Contribution to the AvH consolidated net result

(€ million)	2011	2010	2009
Sipef	16.9	14.3	8.7
Sagar Cements	1.3	0.0	0.5
Henschel / Telemond	-0.1	0.9	3.1
Other	0.9	1.3	0.5
Energy & Resources	19.0	16.5	12.8

**Oriental Quarries & Mines**

AvH 50%

OQM is active in the exploitation and production of aggregates intended for road construction and the production of concrete.

**Max Green**

AvH 19%

Max Green is a joint venture with Electrabel and implements projects in the area of renewable energy based on biomass.

**Henschel**

AvH 50%

Henschel Group develops and manufactures loading containers and skips for light carrier vehicles, and welded structures, such as telescopic cranes.

Sipef

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Sipef is an agro-industrial group listed on NYSE Euronext Brussels, and is specialised in tropical agriculture, primarily in the sustainable production of unrefined palm oil and rubber in the Far East.

The group's core activities are mainly concentrated in Indonesia, where 41,488 hectares are planted with oil palms and 6,212 hectares with rubber trees, distributed across various locations on the island of Sumatra. Sipef also owns a high-quality tea plantation on the island of Java, in the mountains near Bandung. The Indonesian operations are not only the most developed, but also the most profitable of the group and represented nearly two thirds of the gross operating profit in 2011.

The oil palm and rubber plantations in Papua New Guinea are also becoming increasingly important as a result of recent expansions. Combined, the harvests from the 13,953 hectares of its own plantations and the purchases from neighbouring small farmers generated a third of the gross operating profit.

Due to insufficient profitability in the past, the African interests are limited to the production of bananas and tropical flowers in the south of the Ivory Coast.

The core activities of Sipef can therefore be described as direct investments in the agro-industry. The group is a "USD pure play" organisation in sustainable palm oil and rubber production in the Far East.

oil. After a strong first quarter, prices for rubber, a basic raw material for the cyclical tyre industry, dropped in subsequent months in the aftermath of the European debt crisis. Due to volatility in production in Kenya, one of the main producing countries, prices for high-quality tea remained high throughout the year.

The weather conditions and sustainability procedures had a temporary effect on the expansion plans, and slowed down the planting of new oil palms in Indonesia and Papua New Guinea. Despite this, Sipef was able to add 1,673 hectares to the oil palm plantations, which have now passed the milestone of 52,000 hectares, 18% of which have not yet reached the production stage.

In 2011, Sipef issued a successful public takeover bid for the remaining outstanding shares of Jabelmalux SA, listed on the Luxembourg stock exchange. With the acquisition of 21.9%, a corresponding additional share was acquired in this company's oil palm, tea and rubber interests in Indonesia. As the group now owns 99.3% of the Jabelmalux shares, it proceeded to a delisting.

Operational overview 2011

2011 was another record year for the company. As in all previous years since 2008, the consolidated IFRS result exceeded that of the previous year. The 12.1% increase in 2011 is based on rising palm oil volumes and the strong market prices achieved on the sale of the four basic products: palm oil, rubber, tea and bananas.

Palm oil volumes are increasing due to a better climate, a higher maturity of the plantations in the province of Bengkulu in Indonesia, and to the gradual achievement of full maturity of the expansions in Papua New Guinea. The basic operations in North Sumatra were faced with exceptional and erratic weather patterns caused by a double La Niña effect. Together with local inflation and stronger local currencies against the USD, these anomalies also had an effect on the increasing production costs. The price of palm oil is largely determined by the supply of vegetable oils and, in particular, the outlook for the world production of soya. In addition, as emerging countries and major consumers, China and India also had an effect on demand for palm



From left to right:
Johan Nelis, Matthew Adams, Thomas Hildenbrand,
Paul Nellens, Didier Cruysmans, François Van Hoydonck



Outlook 2012

Despite fear of the impact of the European debt crisis on the world economy, the fundamental demand for palm oil and rubber remains high, which translates into high prices. A fall in prices is only to be expected if world stocks were to be normalised as a result of good harvests. Meanwhile, Sipef has already sold a significant portion of its anticipated production at prices above USD 1,100 for palm oil and above USD 3,600 for rubber, so that we can report that Sipef is once again heading for a good recurring result. Final profit levels will depend on the impact of export taxes levied on palm oil in Indonesia, weather conditions, the effect of the strong local currencies on costs, and trends in the demand for raw materials during the second half of the year.

The strategic long-term plan provides for a gradual expansion of the group to 100,000 planted hectares (group share), with a diversified country and product risk, and a 70/30 ratio divided between Indonesia and Papua New Guinea and between palm oil and rubber plantations. This size will make it possible for the group to efficiently place the products in the market as a medium-sized player. The emphasis will continue to be on agriculture, with preferential relationships with integrated customers who possess limited or no plantation operations of their own. The deliberate decision to opt for an explicit sustainability policy with certification is also a guarantee for future deliveries to the food and energy sectors in Europe.

By concentrating on the profitable core activities, Sipef has, via its accumulated cash positions, prepared itself for the future achievement of the existing expansion programmes in the provinces of North Sumatra and Bengkulu in Indonesia, and in West New Britain in Papua New Guinea. Moreover, the search will also be continued for additional interests in sustainable development projects in palm oil and rubber. The higher sustainability requirements and the good economic climate in the sector have however lead to increased competition in the search for agronomic high-quality plots of land.

Nevertheless, two licenses were obtained in 2011 for the development of up to 19,500 hectares of palm and rubber plantations in the province of South Sumatra. In addition, discussions are still ongoing regarding the granting of a third license, which will complete the expected expansion in this region. After conducting the necessary investigations and audits to ensure that these extensions fit into the group's sustainability profile, a transition to the gradual reimbursement of the users of the land can take place during the next three years. The final size of these expansions will depend on the success of these reimbursements and the willingness of the local residents to welcome an industrial operation offering employment in the region.

Beneficial interest

AvH: 26.69%

Sipef NV

www.sipef.be



(USD 1,000)	2011	2010	2009
Turnover	367,661	279,400	237,829
EBITDA	130,184	112,597	84,673
EBIT	129,328	118,211	82,671
Net result (group share)	95,088	84,843	60,174
Net cash flow	101,890	86,380	71,346
Shareholders' equity (group share)	425,261	368,549	296,918
Net financial position	47,519	56,484	36,108
Balance sheet total	567,291	500,556	423,739

Sagar Cements

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Sagar Cements produces a wide range of cements at its plant in the Nalgonda district of Andhra Pradesh (India). The plant has a capacity of 2.1 million tonnes per year for clinker, and 2.5 million tonnes per year for cement. The company satisfies its limestone needs from its own quarry located next to the plant.

During the past year, sales of cement remained weak due to over-capacity in the southern region of India. Although capacity utilisation remained low, cement prices could be maintained at a reasonable level. Political unrest involving a possible division of the state of Andhra Pradesh continued to affect public life, but did not lead to any significant disruption of the logistics this year. The general economic context in which Indian companies work remains difficult, however. The central bank's policy of combating high inflation by raising interest rates has a negative effect on the industry as a whole, and construction activity in particular. Moreover, infrastructure projects are being delayed as a result of environmental permits and delays in acquisition of land.

The merger with Amareswari Cement was completed and is included in the figures from April 2011. AvH has already more than offset the effect of the dilution of its participation as a result of this merger at the year-end 2011 by acquiring additional Sagar Cements shares.

Vicat Sagar Cement Private Limited (a joint venture with the French Vicat Group) is continuing with the installation of a production plant with a cement capacity of 5.5 million tonnes per year and a clinker capacity of 4 million tonnes per year in Gulbarga, in the neighbouring state of Karnataka. The plant will also have a 60 MW power station for its own use, and has sufficient limestone reserves. The implementation is proceeding as planned, and it is anticipated that the plant will be operational in the second half of 2012. The total investment of the plant will amount to 25 billion Rupees (approx. 385 million euros).

Beneficial interest
AvH: 15%
Sagar Cements LTD
www.sagarcements.in



(€ 1,000)	2011	2010	2009
Turnover	117,171	81,923	72,898
EBITDA	23,125	8,630	14,681
EBIT	19,016	4,158	10,623
Net result (group share)	9,308	-231	3,809
Shareholders' equity (group share)	38,332	34,372	31,488
Net financial position	-29,728	-40,513	-32,279
Balance sheet total	95,177	92,640	77,188
Exchange rate INR/€			
P&L	64.94	60.61	67.57
Balance	68.71	59.76	67.04

Oriental Quarries & Mines



Vijay Dhau

Oriental Quarries & Mines (OQM) is active in the exploitation and production of aggregates intended for both road construction and the production of concrete. It was established in 2008 as a subsidiary of Oriental Structural Engineers (OSE), one of the largest construction companies in India. OSE has more than 40 years experience in the construction of surfaces for roads, motorways and runways, bridges, viaducts, dykes with reinforced soil and earthworks, and in starting up operations.

AvH acquired a 28% shareholding in OQM in April 2009, which, in the meantime, has been increased to 50% through a capital increase.

OQM was operating four quarries at the end of 2011: two in Rajasthan, one in Gwalior (Madhya Pradesh), and, most recently, one in Bangalore. Aggregates from OQM quarries in northern India are being used for, among other things, major infrastructure projects that are part of the Golden Quadrilateral Project (e.g. the Yamuna

Expressway between Agra and Noida). The new Formula 1 racing circuit in Noida is also being built using high-quality stones from OQM. The quarry in Bangalore primarily focuses on the market for ready-made concrete.

Sales volumes were adversely affected by operational problems in 2011 and a temporary closure of two quarries. OQM realised a turnover of 6.8 million euros in 2011, with a net result of almost 0.2 million euros.

Beneficial interest

AvH: 50%

Oriental Quarries & Mines PL

www.orientalindia.com

(€ 1,000)	2011	2010	2009
Turnover	6,767	6,463	2,692
EBITDA	349	604	356
EBIT	120	503	336
Net result (group share)	214	258	235
Shareholders' equity (group share)	7,793	8,728	3,445
Net financial position	3,088	4,380	1,023
Balance sheet total	9,704	11,288	4,158
Exchange rate INR/€			
P&L	64.94	60.61	67.57
Balance	68.71	59.76	67.04



Max Green



Philip Pouillie

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Max Green is a joint venture between Electrabel and Ackermans & van Haaren that implements projects in the area of renewable energy based on biomass. This joint venture was set up in August 2009.

After a start-up period at reduced power, the conversion of the Rodenhuijze 4 power station, located in the Ghent canal zone, into a 100% biomass unit was started in September 2010. Besides the replacement of large parts of the boiler, the scope of the work included the installation of new biomass burners, optimised biomass and air injection, and a four-layer DENOX catalytic converter. This means that the unit already complies with the new and more stringent air emissions standards that will come into force in 2016. The reduction of NOx and dust emissions by 90% is a world-first, and confirms the technical leadership of this project.

Due to higher than foreseen complexity, the conversion and restart took a couple of months longer than initially planned, so that production for 2011 was lower than expected, but the performance at the end of the year met all expectations. The Rodenhuijze unit was ceremonially inaugurated on Friday, 23 September 2011.

Biomass plays a key role in Belgium's national action plan for renewable energy. With an estimated annual production of 1.3 TWh of electricity, Max Green is making a substantial contribution to attaining the 20/20/20 objectives in Flanders. The Rodenhuijze unit has a power capacity of 180 MW, and annually produces green elec-

tricity for consumption of 320,000 households. This avoids annual emissions of 1.2 million tonnes of CO₂. With the current state of technology, this green electricity is also produced at an overall cost to society that is lower than that of all other renewable sources of energy. Based on a recent estimate, which takes the faster than expected growth in the production of green electricity into account, Max Green will produce approximately 28% of the green electricity in Flanders in 2012 while only causing 15% of the additional costs for the users.

For the realisation of possible new projects, Max Green is currently examining some specific opportunities for new investments in Flanders and Wallonia. Each project will be examined case by case, but a visionary and stable legal framework over a sufficiently long-term period is absolutely essential to enable the realisation of such projects. After all, the various changes in legislation in recent years have had a significant impact on the activities and results of the company and have rendered investments in similar-sized projects uncertain.



Beneficial interest

AvH: 18.9%

Max Green NV

(€ 1,000)	2011	2010	2009
Turnover	95,200	96,558	48,011
EBITDA	8,187	9,682	5,863
Net result (group share)	5,437	6,456	3,871
Shareholders' equity (group share)	5,826	10,389	3,933
Balance sheet total	24,284	10,773	18,080

Henschel Group



From left to right: Reiner Maas, Andreas Vogelmann, Christopher Maas, Alicja Ozimek, Dieter Schneider

Henschel is a supplier to the crane and automotive sector. It mainly produces complex structures from high-grade steel, and loading containers and skips for small commercial vehicles. Since the relocation of the production of loading containers to Poland, all production has now been centralised in Poland.

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The market for loading containers recovered in line with the automotive industry in 2011. At the end of 2011, Henschel also achieved the necessary certificates and ISO standards to supply and invoice the automotive manufacturers directly from Poland, which has already led to an increase in inquiries and orders.

The market for telescopic cranes continued to fall in 2011, and ended up at only 50% of the 2008 level. The freed-up personnel was deployed for the start up of production of new products, such as crane chassis and container cranes. However, the orders for these products remained below the forecasts, and were postponed by almost a year. This meant that the introduction of new products could not absorb the decline in the crane segment. The market for jibs, for which Henschel welds the jibs via its subsidiary Montel, continued to fall in 2011. A recovery is only expected in 2012.

Beneficial interest
AvH: 50%
Henschel, Telemond,
Teleskop
www.hengineering.be
www.teleskop.com.pl



The investment programme for 2009 - 2011 was completed. The capacity for mechanical processing of steel was increased, thanks to the order from a large drilling and milling plant with a length of more than 20 metres. This makes Henschel the only manufacturer in Europe that is fully integrated on a single site for the manufacture of cranes with a capacity to lift more than 1,000 tonnes.

A parallel start was made with building up a range of products in the maritime area, including lifting systems for container handling and welding structures for the dredging industry. A new production facility for this was started in Stettin, Poland, which currently employs 100 people.

The relocation of the production of loading containers to Poland had a positive effect on the result for 2011. However, this was more than offset by the continuing decline of the other markets in which Henschel operates. The decrease in turnover, a sudden increase in the price of raw materials and unfavourable exchange rate effects all led to a decrease in the result for 2011.

The significant restructurings that Henschel implemented in 2011 and the recovery in the order book allow a clear positive result to be predicted for 2012.

(€ 1,000)	2011 ⁽¹⁾	2010 ⁽¹⁾	2009 ⁽²⁾
Turnover	64,359	52,066	60,820
EBITDA	3,355	5,541	8,539
EBIT	556	2,799	6,434
Net result (group share)	-741	2,170	4,339
Net cash flow	2,058	4,912	6,444
Shareholders' equity (group share)	37,702	43,146	37,468
Net financial position	-14,216	-9,285	2,496
Balance sheet total	62,022	62,255	52,456
Personnel	920	605	487

(1) Consolidated figures Henschel, Teleskop, Telemond
 (2) Consolidated figures Henschel, Teleskop





SEGMENT

DEVELOPMENT CAPITAL



Alural Group
Amsteldijk Beheer
AR Metallizing
Atenor Group
Axe Investments
Corelio
Distriplus
Egemin International
Euro Media Group
Groupe Flo
Hertel
Manuchar
Mercapital
NMC
Spanogroup
Trasys
Turbo's Hoet Groep

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ACKERMANS & VAN HAAREN

Development Capital

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At the start of 2011, there were numerous signs indicating a relaxation in the development capital market, causing the flow of transactions to restart. For example, financial institutions were willing to selectively finance transactions, and industrialists and investment funds assessed the economic climate more optimistically. The climate deteriorated very quickly in the second half-year, however, and this trend will certainly continue in 2012 as long as the macroeconomic climate remains unclear.

Financial overview 2011

The majority of transactions in 2011 involved industrial parties who were taking up or reinforcing market positions from a strategic viewpoint thanks to strong balance sheets. This meant that investment funds again sold more portfolio companies than in 2010. The better prices also enabled them to boost their returns. Although investment funds were buying, this mainly involved secondary buyouts, in which companies were acquired from other funds. Funds became increasingly available for private equity purposes, but the end-investors were more demanding. Only the strongest fund teams succeeded in raising new capital. Furthermore, public institutions were now becoming increasingly involved in development capital, because they realise that this contributes to economic growth, entrepreneurship, and innovation. The business model of private equity actually allows the achievement of significant results, even or especially in difficult market conditions, due to its focus on operational improvements and

growth, coupled with strong corporate governance and financially strong shareholders. These distinctive elements of private equity are precisely the areas in which AvH is positioning itself.

In line with previous years, AvH's Development Capital results reflect the underlying state of affairs in the portfolio companies. Attention was mainly paid to intensive interaction with the management teams, including monitoring of the operational added value, the strategy, or helping out in the corporate finance field, such as M&A, balance sheet management and funding.

AvH invested substantially more in Development Capital in 2011 than in 2010, specifically 23.3 million euros (incl. receivables; 2010: 14.8 million euros). This took place exclusively through follow-up investments to support the existing or new activities of the participations, and for buying-out existing shareholders. Numerous potential new participations were closely examined, without this eventually leading



Groupe Flo



Egemin

to investments. The level of divestments was again lower in 2011, specifically 10.8 million euros (including capital gains and receivables).

The current contribution of the Development Capital segment to the group's results in 2011 amounted to 8.6 million euros, compared to 13.3 million euros in 2010. Including capital gains, Development

Capital contributed 7.7 million euros to the consolidated result of AvH. The adjusted net asset value of the Development Capital portfolio, including deferred capital gains (or losses) on the listed shares of Atenor and Groupe Flo, amounted to 451.7 million euros at the end of 2011 (compared to 448.1 million euros at the end of 2010).

Adjusted net asset value

(€ mio)	2011	2010	2009
Sofinim	437.3	437.1	429.9
Unrealised capital gains Atenor	1.5	7.3	6.6
Market value Groupe Flo/Trasys	12.9	24.0	11.6
Total Development Capital	451.7	468.5	448.1

Contribution to the AvH consolidated net result

(€ mio)	2011	2010	2009
Sofinim	-0.8	-0.5	0.0
Contribution participations Sofinim	6.3	10.6	2.0
Contribution participations GIB	3.1	3.2	1.4
Development Capital	8.6	13.3	3.4
Capital gains	-0.9	-0.3	4.4
Development Capital (including capital gains)	7.7	13.0	7.8

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Development Capital

(via Sofinim & GIB)

GIB
50%

Sofinim
74%

ICT & Engineering

Egemin
60%

Hertel
47%

Trasys
84%

Building Materials

Alural
60%

NMC
31%

Spanogroup
73%

Retail & Distribution

Distriplus
50%

Groupe Flo
48%

Turbo's Hoet Groep
50%

Manuchar
30%

Media & Printing

Corelio
21%

Euro Media Group
22%

AR Metallizing
70%

Investment Funds & Other

Amsteldijk
50%

Atenor
12%

Axe Investments
48%

Mercapital

GIB

Beneficial interest AvH: 50%

AvH gives shape to its partnership with the Frère group through GIB, which is jointly controlled by AvH and NPM (the Nationale Portefeuille Maatschappij – national portfolio company). The GIB portfolio remained unchanged in 2011. In addition, Sofinim holds a 50/50 participation with NPM, in Distriplus.

Sofinim

Beneficial interest AvH: 74%

In 2011, Sofinim's participations made a lower contribution to the group result than in 2010. However, various companies were clearly able to improve their results. Nevertheless, these improvements were offset by the negative developments of some other companies, which weigh relatively heavily in the overall portfolio. Hertel was noticeable in a negative sense, as it required a consolidation following the various acquisitions and geographic expansion of recent years, and because restructuring costs and non-recurring items depressed the result. Although for Alural exceptional factors in a difficult context had a major effect on its results, it has continued to invest in the future. There were distinct improvements in results at Distriplus, Spanogroup, Turbo's Hoet Groep (THG) and Atenor. AR Metallizing has now clearly positioned itself as a profitable market leader in Europe, despite the difficult market. The acquisition of an Italian company in 2010 appears to have been a bull's-eye. Distriplus' confirmation of its turnaround is promising, with the various retail chains gaining

market share. The revival of the economy had a significant effect on the number of trucks sold by THG, and it also scored strongly in commercial terms. The realisation of a number of transactions at Atenor, which the company has been working on in recent years, had a major effect on the result.

Despite the uncertain economic climate, further investments were made everywhere in people, machines and systems, for example at Alural, Hertel and Manuchar, or the commercial positioning was re-examined, as at Distriplus and Egemin. The participation of Corelio in a new television subsidiary will reinforce the business model. The volatile markets frequently presented a major challenge for a number of participations, to which an answer was found through stronger and updated operational processes. As previously mentioned, the Sofinim teams assisted the various participations in this. The Sofinim portfolio came through the crisis of recent years relatively well, and we are therefore facing the challenges of 2012 with stronger management teams.

Despite the examination of many files, investments were limited to follow-up investments, and, in particular, to Egemin and Hertel. In addition, Sofinim was able to realise an exit from Coditel US, which was liquidated at the start of 2011.

The total Development Capital gains were negative as a result of impairments on vendor loans related to a participation that has been sold.



Distriplus



Euro Media Group

From left to right:
Gunter Vandervoort, Niko Bonnyns, Guy Henckaerts
Absent on the picture:
David Straetmans, Guy Pérus, Waldemar Jankowski



Alural Group

Alural is active in surface treatments, mainly powder coating for aluminium, which is destined to be used in the construction sector.

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2011 started auspiciously, despite the difficult conditions in the construction industry. This was the result of the constant attention to quality, and an important investment programme. For example, the production site at Lummen has had a completely renewed horizontal and vertical coating line since 2011.

There was also further investment in the coating line in France. Together with the dividends paid out and lower results in 2011, these investments led to higher financial debt. A much lower pace of investment during the coming years will again reduce these debts.

A difficult market in France, the implemented restructurings and the continued investments depressed the results from the second quarter onwards. This caused the overall turnover of Alural in 2011 to decrease by 5% and a loss was reported.

The efficiency improvements resulting from the investment programmes and restructurings, the gradual attraction of new volumes for France (the initial signs of which were seen at the end of 2011) and more intensive charging-on of the costs should enable the 2012 result to be higher than that of 2010 once again.

Beneficial interest
Sofinim: 60%
www.alural.be



(€ 1,000 - BGAAP)	2011	2010
Turnover	30,139	31,684
EBITDA	2,199	2,397
Net result (group share)	-405	751
Shareholders' equity (group share)	5,328	6,229
Net financial position	-4,361	-397



AR Metallizing

From left to right:
Giancarlo Rossetto, Stefano Riso, Jost Orichel, Paul van Emmerick,
Martin Raeymakers, Agostino Rossetto, Jacky Vanden Ecker



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In 2011, AR Metallizing reinforced its position as world leader in the production of metallized paper, principally for the drinks market.

The European domestic market in this key sector was confronted with weaker summer consumption in 2011, and a difficult third quarter. The strong euro also has a detrimental effect on the export markets. Despite these market conditions, AR Metallizing was able to gain a significant number of new customers, thanks to the quality of its technology and service, and to a certain extent to push through the increase of raw material prices to its customers. This resulted in AR Metallizing realising a turnover of 66.4 million euros. AR Metallizing has clearly confirmed its role as a leader in the consolidated sector, and can continue to build on its technological lead.

Operational efficiency was further enhanced, partly due to sharing knowledge between the two sites. Thorough planning management allowed the optimization of machine utilisation. The resulting EBITDA of 11 million euros was in line with 2010, which means a relative improvement in margin. The net profit amounted to 5.2 million euros.

The company realised a series of major investments, including a significant revision of the coating machine in Genk, a complete revamp

of another, smaller, flexible coating line in Genk, and a series of important safety adaptations in Casalgrasso (Italy). These should allow AR Metallizing to continue improving operating margins in 2012.

An ambitious development programme continued to be developed throughout 2011, with the goal of obtaining the best possible value from the aesthetic, functional and technical environmental aspects of metalized material. The result of this project is a portfolio of intellectual property and a number of new products that have been brought to market in partnership with major research institutions. Examples of new packaging materials include a sustainable alternative to cardboard-polyester complexes, a functional in-mould label, and barrier packaging on a paper basis. These new products are now in a well-advanced testing stage with world players in the consumer goods sector. In the field of technical textiles, AR Metallizing has developed an antibacterial coating that can be applied to medical textiles and filters, among other things.

AR Metallizing is mainly focusing on the process of introducing these new applications in 2012.



Beneficial interest

Sofinim: 70%

www.armetallizing.com



(€ 1,000 - BGAAP)	2011	2010
Turnover	66,446	69,346
EBITDA	11,184	11,110
Net result (group share)	5,172	5,844
Shareholders' equity (group share)	12,848	11,542
Net financial position	-6,487	-6,837

From left to right:
top: Laurent Collier, Olivier Rallet, Sidney Bens
bottom: Stephan Sonnevile, William Lerinckx



Atenor Group

Atenor Group is a listed real estate development company specialising in large-scale urban projects - offices, mixed and residential units - with excellent locations and high-quality architecture and technology. With its comprehensive know-how, the company designs and implements projects in Belgium and abroad.

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Atenor Group closed the 2011 financial year with a net result of 11 million euros, a significant increase compared to 2010. The results were favourably affected, among other things, by the sale of two office buildings that are part of the emblematic Brussels UP-site complex, which is currently under construction. The closure of the Crowne Plaza Hotel, in contrast, depressed the group results. This phase was inevitable, however, in order to develop the new tower that is part of the urban development of the European district, with mixed offices and residential accommodation.

The projects in Hungary and Romania were permanently affected by the economic slowdown in these countries. The promotional

activities in Belgium, in contrast, developed favourably. For example, the Trebel project in Belliardstraat in Brussels was chosen by the European Parliament at the end of 2011 in order to accommodate its services. In addition, Atenor acquired new positions in Brussels (City Docks) and in Luxembourg (the old Henri Funck breweries) with a view to developing projects that, considering the strong demand in these markets, will mainly have a residential nature.

Notwithstanding the continuing economic uncertainties, Atenor started 2012 with the firm conviction that the quality and location of the projects currently under development constitute a strong foundation for continuing growth and future results for the group.

**Beneficial interest
Sofinim: 12.01%**
www.atenor.be

ATENOR
group

(€ 1,000 - IFRS)	2011	2010
Turnover	36,456	10,944
EBITDA	13,868	4,253
Net result (group share)	11,321	-1,599
Shareholders' equity (group share)	98,107	101,092
Net financial position	-93,550	-46,993



Trebel (Brussels)

Corelio

From left to right:
Luc Missorten, Renaat Truijien, Gert Ysebaert, Quentin Gemoets,
Jan Lynen, Hans De Rore, Geert Steurbaut, Bruno de Cartier, Hans Cockx



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Corelio, in which Mediacore (Sofinim 49.99%) holds a 41.1% interest, reinforced its position as Belgium's largest newspaper publisher in 2011.

The total circulation of the newspapers De Standaard, Het Nieuwsblad, and L'Avenir amounted to an average of 450,014 copies, a growth of 1.2% compared to the previous year, in an economically difficult market environment. This strong performance in the basic activity of the media group was assisted by the continuing development of innovative editorial activities in the field of new media, including iPhone and iPad, for example. The advertising market came under pressure, in particular during the last quarter of last year. The internal direction of Corelio Connect continued to respond to the market's needs as far as possible, thanks to offerings that are tailor-made for the advertisers, based on a combination of print and online.

The digital acceleration was achieved, which was one of the primary predetermined objectives for 2011 within Corelio. A year-long intensive focus on editorial efforts, creative marketing, and investment in technology was rewarded in December with more than one million unique visitors to the online news and classifieds brands. The news sites of De Standaard, Het Nieuwsblad, and L'Avenir acted as the driving forces for this. The recruitment medium Jobat achieved growth in turnover, and also saw a major shift in turnover from print to online advertisements. Jobat has promoted itself more than ever as a universal service platform for recruitment.

Passe-Partout, the free local paper division, continued to respond to a significantly changed local advertising market, with product innovation and by targeted focusing on regions that are interesting for local advertisers.

Printing

In the middle of 2010, Corelio and Concentra combined the forces of their respective cold-set printing businesses in a joint venture. This resulted in more efficiency improvements and economies of scale in 2011, which will also enable the best possible structuring of future investments. The heat-set divisions of Erpe-Mere and Anderlecht were merged into the company Corelio Printing as part of an extensive optimisation process that is necessary in order to safeguard their competitiveness in a difficult market environment.

Audiovisual

In April 2011, working together with its existing partners in De Vijver (W. Vandenhaute and E. Watté, via W&W) and Sanoma, Corelio acquired the Flemish commercial TV stations VT4 and Vijftv (together SBS Belgium NV) from the German ProSiebenSat1. The three partners each own one third of the shares in De Vijver Media which, in addition to the acquired SBS assets, also owns Humo and DesertFishes, the intermediate holding company that includes the production houses Woestijnvis and De Mensen (40%). Acquiring the SBS TV stations creates a unique opportunity for Corelio to significantly strengthen its position in the growing audiovisual segment, and to support and further expand the news brands more efficiently in cross-media selling. In the context of this transaction, a separate joint venture was set up to include Flanders Classics, the organiser of the Tour of Flanders cycle races, Omloop Het Nieuwsblad, Dwars door Vlaanderen, Scheldeprijs, Brabantse Pijl and Ghent - Wevelgem (25%). Waterman & Waterman (W. and E. Vanden Haute Watte) and Corelio each have a 50% participation in this joint venture. This new structure creates additional opportunities to anchor the strength of Het Nieuwsblad as a sports newspaper. In 2011, Corelio sold off its less strategic participations in Minoc (ICT publications), Caviar (television and film productions, and production of TV commercial spots) and Masda/Sonicville (music, sound production, dubbing and mixing).

Beneficial interest
Sofinim: 20.55%
www.corelio.be

Corelio

(€ 1,000)	2011 ⁽¹⁾	2010 ⁽²⁾
Turnover	360,938	378,463
EBITDA	31,433	36,115
Net result (group share)	10,752	4,274
Shareholders' equity (group share)	91,866	60,432
Net financial position	-73,872	-31,695

(1) IFRS
(2) BGAAAP

From left to right:
Philippe Crépin, Marc Huybrechts, Inge Neven,
Maud Leschevin, Claudine Lachman, Philippe Bierler,
Marc Boumal, Veerle Hoebrechts, Jan Vandendriessche



Distriplus

Distriplus is active in specialised retail in Belgium and the Grand Duchy of Luxembourg via the Planet Parfum, Club, and Di chains.

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With 77 stores in Belgium and the Grand Duchy of Luxembourg, Planet Parfum is number 2 in the area of selective distribution of perfumery. Despite the difficult economic environment, the chain succeeded in raising its turnover to 95 million euros, an 8% increase compared to 2010, with a very strong performance in the crucial year-end period. In addition to its recent partnership with Plus Punten (a loyalty programme in partnership with Delhaize and other chains), Planet Parfum has also launched its own customer card to further strengthen its relationship with its customers.

Club sells books and stationery in 33 shops. In the past year, Club had to cope with customers who were skimping on their spending, and also had to adapt to increasing competition from the internet. Nevertheless, thanks to its strong marketing policy and the new partnership with Plus Punten, Club was able to slightly increase its turnover to 56 million euros. Since the summer, a new shop formula that offers customers an innovative shopping experience, has been tested in the Westland shopping centre. Club has launched a range of products under its own brand for the benefit of customers who are looking for quality stationery at competitive prices. It will continue to expand this product range in 2012.

The modernisation of the Di perfume and chemist chain was continued in 2011. The numerous commercial initiatives have allowed growth figures to be presented month-on-month, as well as increasing the market share. The new shop concept, which has already been implemented in 35 sales outlets, also played a significant role in this. The opening of four new shops brought the total number of sales outlets to 105. Turnover grew by 7% in 2011, to 86 million euros.

The Distriplus group also continued to work on various projects aimed at improving its support services. The integration of all the logistics activities into a single platform, realised in 2010, led to significant savings in 2011. A similar integration has also taken place in the areas of HR, IT, and financial management.

All these improvements helped Distriplus to increase its EBITDA by 29% in 2011, to 13 million euros.

Beneficial interest

Sofinim: 50%

www.planetparfum.be

www.club.be, www.di.be



(€ 1,000 - IFRS)	2011	2010
Turnover	237,351	219,031
EBITDA	13,045	10,090
Net result (group share)	13	-18,186
Shareholders' equity (group share)	55,920	55,908
Net financial position	-65,776	-70,357



Planet Parfum

Egemin International



From left to right: Jo Janssens, Jan Vercammen, Geert Stienen

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Egemin Automation supplies complete industrial automation solutions that provide added value to the internal logistics and production processes of industrial companies. The Egemin approach is strongly aligned to the market. Its target markets are distribution and logistics, life sciences, food, oil and gas, paper and printing, and infrastructure industries. Egemin approaches the market with four divisions, each having a specific focus: Handling Automation, Life Sciences, Process Automation and Infra Automation.

Egemin Automation operates internationally from its headquarters in Zwijndrecht, Belgium, and has several offices spread across Europe, North America, and Asia. The group has a staff of approximately 620.

Despite difficult economic conditions, Egemin maintained its market position in 2011 and its turnover increased significantly to 122 million euros, an increase of 32% compared to 2010. Keeping the order book up to the desired level, however, led to pressure on the contribution margins as a result of selling several projects at lower prices at the beginning of 2011, and this was also reflected in the resulting pressure on implementation (operations). These effects on the result were partly neutralised thanks to the very high staff utilisation, and Egemin succeeded in closing 2011 with a net profit of 2.8 million euros, in line with the result of the previous year.

Sofinim's participation in Egemin International was increased to 59.5% in the third quarter of 2011. In December 2011, Axe Investments (Sofinim 48.34%) acquired a participation of 20.87% in Egemin.

The Handling Automation division (automation of internal logistics and goods handling) was able to strengthen its position through a number of successful projects in its target segments, including those at Sea-Invest, Janssen Pharmaceuticals and L'Oréal. Moreover, Egemin became world leader in the automatic guided vehicles segment in 2011, mainly due to doubling its sales in the USA.

The Life Sciences division (validation, compliance and automation for the life sciences industry) continued to focus on key accounts in the pharmaceutical sector. The increased attention to the continued development of the Swiss operation has been fruitful, and has delivered orders for two new customers (Roche and Novartis).

The Process Automation division (process automation for the food, oil and gas, the utility sector and the chemical industry) again had a busy

year, with major projects in the tank terminal business. One example is the Vitol Group, for which projects were carried out in Amsterdam, Rotterdam, and Antwerp. In addition, the division continued focusing on key accounts and life cycle services in food and beverage, for example, with Cargill, Remia, Friesland and the Westmalle brewery.

The Infra Automation division (automation of bridges, locks, tunnels, dams and pumping engines) continued to perform strongly, and signed a contract for a new major project in Zeebrugge (Van Damme Lock) with a guaranteed turnover in the coming years, and also has numerous new investments in its sales pipeline.

2012 will be the year of the continued implementation of the strategy, with emphasis on the development of the international organisation in terms of product offering and market share. In order to be able to achieve higher turnover, Egemin recruited and trained 125 additional people in 2011. The challenge for 2012 and subsequent years will therefore continue to be the increase of the critical mass in the selected industrial segments and markets.

Beneficial interest

Sofinim: 59.52%

www.egemin.be



(€ 1,000 - BGAAP)	2011	2010
Turnover	121,620	92,362
EBITDA	4,963	4,379
Net result (group share)	2,817	2,706
Shareholders' equity (group share)	12,253	9,462
Net financial position	13,856	18,861

From left to right:
top: Chantal Barry, Barry Johnstone
bottom: Jean-Pierre Barry, Luc Geoffroy



Euro Media Group

Euro Media Group (EMG), the European leader in the audiovisual technical services market, has a presence in 7 countries: France, Belgium, the Netherlands, Germany, the UK, Switzerland and Italy. The group has developed its activity as a technical service provider by aiming to control all the stages of production, from the processing to the transmission of the image.

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Today, Euro Media Group is one of the few independent European service providers that can offer a complete range of high-tech services ranging from the capture of the images and sound signals, up to and including their management. Euro Media Group has the largest studio park (90 studios) and the largest fleet of mobile units in Europe (67 mobile units) at its disposal. By two small, but targeted acquisitions, the group continued its strategy of external growth in 2011: Online Media (post production) in the Netherlands, and S-TV (satellite transmission) in France. In September, the relocation of the two Dutch subsidiaries United Broadcast Facilities and Cinevideogroup to Hilversum's Media Park led to the creation of UNITED, which strengthened its market offering for archiving and management of content through the acquisition of Online Media. Euro Media France integrated S-TV in November, thereby gaining access to the control of satellite transmission (in cooperation with GlobeCast) and SD/HD multicameras. Furthermore, 3Zero2, the Italian subsidiary of EMG since 2010, developed its Play Out offering (broadcasting) by welcoming the four chains of RCS (Rizzoli) in addition to the 13 Disney channels, and acquired the sole rights to the capture of Juventus football matches in Turin. In addition to the deployment of technical

resources for the shooting of films, e.g. by Luc Besson or Fabien Antoniente, 2011 was also characterised by the broadcasting of international sporting events (Winter Olympics in Kazakhstan, the Asian Cup in Qatar, broadcasting the signals from all the rugby matches in New Zealand for Canal+), as well as the broadcasting of two royal weddings, William and Kate in the UK and Albert and Charlene in Monaco. The group also provided the capture of concerts and documentaries in 3D and, through its ACP subsidiary, which was acquired in 2010, realised a significant technical first by putting a new system of 3D cameras on rails (Railcam) into operational use for SKY Sports during the final of the Rugby Super League Championship at Old Trafford in Manchester. Euro Media Group was recently awarded the Innovative Company qualification of the OECD.

The turnover in 2011 exceeded the threshold of 300 million euros. The results of EMG developed very favourably in the Netherlands, Belgium (Videohouse), Italy, the United Kingdom and Germany. Difficult market conditions in France, where about half the turnover is made, meant that EMG closed the year with a net loss of 2.9 million euros.

Beneficial interest

Sofinim: 22.2%

www.euromediagroup.com



(€ 1,000 - IFRS)	2011	2010
Turnover	304,190	288,720
EBITDA	52,206	47,925
Net result (group share)	-2,953	-1,672
Shareholders' equity (group share)	155,605	157,669
Net financial position	-113,863	-121,642



Groupe Flo



From left to right: Dominique Giraudier, Arnaud Louet, Eric Vincent

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Groupe Flo is the French leader in the commercial restaurant business. Its strategy and development are based on a portfolio of complementary brands involving theme restaurants (Hippopotamus, Tablapizza, and Taverne de Maître Kanter) and on operating well-known brasseries.

The total sales achieved through the various brands were 588 million euros in 2011, a growth of 2.9%. This growth was supported by the development of the franchise restaurants, 10 of which opened in 2011. The turnover of Groupe Flo grew by 0.9% to 382.2 million euros in 2011, +1.3% on a like-for-like basis.

2011 was a year of contrasts. The initial period, from January to July, was typified by steady growth. From August onwards, the European crisis led to a loss of confidence and a decrease in consumption by French families. This trend was even more clearly noticeable in the fourth quarter.

In 2011, Groupe Flo continued its development around three, prioritised strategic aspects:

- strengthening the dynamism of the Hippopotamus brand, with approx. 15 openings in the course of the year;
- accelerating the restructuring plan for the Bistro Romain network: 6 branches were rebuilt in 2011, with encouraging performance that should yield a significant improvement in margins in 2012;
- adding value to the other brands, as a source of growth, in particular by developing franchising.

Despite the difficult context, the EBITDA reached 48.1 million euros, compared to 48.8 million euros in 2010. The group continued its efforts to reduce its debts, with a net bank debt of 79.0 million euros, representing a leverage (net debt / EBITDA) of less than 1.7. The net result for 2011 remained stable at 15.0 million euros, despite the increase of the tax burden in the course of the financial year.

Groupe Flo is well prepared for the anticipated weakening in consumption. Its portfolio of complementary brands will operate as a buffer for the crisis. Despite the increase in French VAT on restaurants, the commercial strategy will focus on maintaining an affordable offering in terms of prices, and its teams will focus on operational excellence. Relational marketing and an acceleration of existing loyalty programmes will support this strategy. This must enable Groupe Flo to continue the development of its economic models, so that they can seize all the opportunities that will arise in the recovery phase and can reinforce its leading position.



Beneficial interest

GIB: 47.64%

www.groupeflo.com

GROUPE FLO
PARIS

(€ 1,000 - IFRS)	2011	2010
Turnover	382,246	378,838
EBITDA	48,113	48,790
Net result (group share)	15,001	15,328
Shareholders' equity (group share)	151,413	138,944
Net financial position	-79,040	-88,144

Hertel



From left to right: Jan Bruinenberg, Paul Broekhuijsen, Kees de Korver, Frank Robben

Hertel is a multi-disciplinary technical service provider that supports its customers worldwide in the fields of scaffolding, insulation, mechanical engineering, painting and related specialised technical services. Hertel focuses on the Oil and Gas, Process, Power, and Offshore markets and works throughout the world for its renowned customers.

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Due to the international distribution of its customer base, Hertel has organised itself in a flexible manner close to its customers' sites. Hertel's services are aimed at assisting its customers by means of its 'Asset Lifecycle Support' concept. This means that Hertel provides integrated services during all phases of the lifecycles of its customers' industrial assets: from the new construction of projects, through maintenance and modifications, to shutdowns. Hertel operates in 22 countries, and has approximately 13,000 employees.

After a phase of strong growth and far-reaching internationalisation of the company during the period from 2006 to 2010, Hertel reassessed its strategy in 2011. Following the appointment of an entirely new group management in 2011, the focus has shifted to consolidation, to further professionalization of the organisation and its operational processes, and to improving profitability.

There was only a restricted growth in this year's turnover, as the emphasis in 2011 was on the consolidation and strengthening of the operational organisation. Compared to 2010, the result decreased

sharply due to considerable non-recurring costs and restructuring costs. Hertel started a restructuring programme in 2011 with the aim of remediating and/or discontinuing loss-making activities in Eastern Europe, Germany and the Middle East. In 2011, Hertel was able to win a major contract for the subsidiary Hertel Modern in Australia, consisting of insulation activities for a large LNG project in Gorgon. This project will start up in 2012 and will run for several years. As a result of the one-off costs in 2011, the financial debt of the company has become excessively high in the year 2011. With the support of the shareholders, Sofinim and NPM Capital, negotiations have taken place with the Hertel credit providers regarding an appropriate financing structure. The shareholders have confirmed their confidence in the company by providing in 2011 additional subordinated financing in an amount of 15 million euros.

In 2011, the new group management paid a great deal of attention to strengthening the operational organisation, and the first results of the restructuring programme are now awaited. The company confidently expects to be able to report a slight profit again in 2012.

Beneficial interest
Sofinim: 46.55%
www.hertel.com



(€ 1,000 - IFRS)	2011	2010
Turnover	893,537	853,689
EBITDA	11,117	42,090
Net result (group share)	-20,882	5,660
Shareholders' equity (group share)	56,675	85,810
Net financial position ⁽¹⁾	-159,055	-130,413



(1) Incl. € 29.8 mio subordinated loans in 2011; € 14.6 mio in 2010

Manuchar



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Manuchar is a trader, a logistics service provider and a distributor, primarily of chemicals and steel. Manuchar has subsidiaries in 38 emerging countries in Latin America, Africa, the Commonwealth of Independent States (CIS) and Asia, and employs more than 1,350 people worldwide.

In its chemicals activity in 2011, Manuchar continued working on an expansion of logistics services and local distribution. This involved heavy investments in storage capacity in the existing subsidiaries, setting up technical supply chain projects, and attracting expertise in specialty chemicals distribution. Operations were expanded geographically by the establishment of new distribution subsidiaries in Ghana and Namibia.

The chemicals activity therefore recorded a strong operating result in 2011, thanks to the successful turnaround of a number of subsidiaries, in the CIS among others, and the faster-than-expected profitability of more recent subsidiaries, such as those in Africa. This operational performance was offset by exchange rate losses in the second half-year, however, due to the flight of capital from several emerging countries, which meant that local currencies suffered significant devaluation against the US dollar. It is expected that this loss will be recuperated during the initial months of 2012 as a result of higher local selling prices and the recovery of local currencies. This recovery movement had already started in a convincing manner in early 2012.

Manuchar has the medium-term aim of becoming one of the top three distributors of dry chemicals in each of the countries where it operates. In order to achieve this goal, it has set up an investment plan for the coming four years.

The steel activity, a pure trading business, again showed an increase in turnover, although still in a context of margins under pressure. This activity continues to be important, however, because of the opportunities for combining logistics with other products.

Continued attention was also paid to product diversification. After the addition of polymers to the product portfolio in recent years, this trend was continued in 2011 by the addition of ore. In this way, there was further capitalisation on the existing sales and distribution network through synergies in the areas of logistics, staff or geographical presence.

The strong performance in wood trading is also noteworthy. European types of wood are mainly exported to the traditional Chinese market, but India was also added as a new market in 2011.



Beneficial interest
Sofinim: 30%
www.manuchar.com

Manuchar

(€ 1,000 - BGAAP)	2011	2010
Turnover	777,747	599,989
EBITDA	28,676	18,783
Net result (group share)	2,504	7,708
Shareholders' equity (group share)	49,672	50,204
Net financial position	-271,096	-192,493

NMC



From left to right: Jurgen Veithen, Hubert Bosten, Jean-Pierre Mayeres

NMC is a Belgian group that concentrates on developing, producing and distributing synthetic foam products for a wide range of applications, such as interior and exterior decoration, insulation, packaging, and customised solutions. The company, with headquarters in Eynatten, Belgium, has 1,200 employees in Europe, more than 10 production sites and a large number of distribution centres strategically distributed across Europe.

NMC realised an increase in turnover of 5% in 2011. This increase reflects the growth in each application segment, which was reinforced by external growth projects. NMC has actually carried out strategic acquisitions that account for half the growth. The first concerns the acquisition of the technical polyethylene foam activity of Armacell Benelux, the other the acquisition of the Finnish Noisetek OY. While Noisetek, which specialises in applications for acoustic insulation, continues to operate largely independently, the activities of Armacell Benelux have been included in the facilities at Eynatten. In addition to the acquisitions, we also note the excellent development of the German market, good growth in Russia and Poland, and further progress with the Nomawood® brands (synthetic terrace decking solutions) and the applications of Nomatec® (integrated insulation).

The operating result suffered under the new, larger than foreseen increases in the prices for plastics, transport costs and energy prices. The increases in selling prices were insufficient to offset these

increases in costs. The developments in payroll costs, driven by automatic wage indexation in Belgium, also affected the result. Additional efforts will also be needed in terms of improving productivity. Despite the two acquisitions, the group's balance sheet remains substantial, which means NMC could take advantage of any strategic opportunities.

As a result of an increase in selling prices in the course of 2011, NMC expects an improvement in margins in 2012. An improvement programme to simplify and optimise the structure of the group's operations has also been started under the name DRIVE3. In an increasingly uncertain economic climate, however, management remains cautious with regard to volumes and investments in growth. NMC will therefore focus on the consolidation of its market positions and competitiveness in order to ensure an improved response when economic prospects are more favourable, or when new strategic opportunities arise.

Beneficial interest
Sofinim: 30.7%
www.nmc.be



(€ 1,000 - IFRS)	2011	2010
Turnover	182,568	174,152
EBITDA	19,932	27,118
Net result (group share)	7,956	12,241
Shareholders' equity (group share)	84,563	82,797
Net financial position	-18,625	-10,541



Spanogroup



From left to right: Jan Ide, Jan Goeminne, Chantal Mestdag, Tony Himpe, Wim Seynaeve

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Spanogroup is active in the field of wood processing via five business units: Spano (construction panels and chipboards), Dekaply (decorative wooden panels), Spanolux MDF (medium density fibre-board), Balterio (laminated floors) and A&S Energie (renewable energy). Spanogroup holds a 50% participation in the last three business units. Spanogroup occupies an important market position in Europe, in areas including flame retardant and waterproof construction panels and chipboards and (light) MDF.

2011 was characterised by stable sales volumes and a slight increase in selling prices during the first half-year, which led to a 13% increase in turnover. The key raw materials prices remained stable at a relatively high level. The A&S bio-power station, with a capacity of 25 MW, contributed to the group's operating profit for a full year for the first time last year. This unique power station only uses non-recyclable wood waste as fuel, and provides 100% renewable green energy to the Spano site. The increase in turnover and the positive contribution of A&S led to a doubling of the consolidated net profit compared to 2010.

The expectations for 2012 in the various business units are moderately positive, despite uncertainty about the development of the general economic situation and the weakening of (construction) market conditions in Western Europe.

In 2012, Spanogroup will continue tapping into the strongly increasing demand for solutions for wood frame construction, low energy and passive construction with SpanoTech, its new product range of structural and insulating wood products.

The coated panels operations have also been recently strengthened by the acquisition of the state-of-the-art coating company B&M in Merchtem. The expansion in capacity, and, in particular, the additional finishing options, will continue to ensure the continued growth of Spanogroup in the 'Wood Coating Solutions' market during the coming years.



**Beneficial interest
Sofinim: 72.92%**
www.spanogroup.be



(€ 1,000 - BGAAP)	2011	2010
Turnover	237,519	210,971
EBITDA	33,793	24,460
Net result (group share)	7,559	3,361
Shareholders' equity (group share)	78,088	70,739
Net financial position	-51,020	-65,359

Trasys



From left to right: Benoît Görtz, Jan Jannes, Thomas Ducamp, Chris De Hous, Didier Debackere, Bernard Geubelle, Evangelos Evangelides

Trasys operates in the IT sector, with a wide range of services (consulting, SAP services, customised software development, systems integration and the operation of IT infrastructures), for both the Belgian and European public sectors and the private sector, and in particular for electricity and utility companies, financial services, and industry. The company employs more than 600 professionals in Belgium, Luxembourg, the UK, France, Greece, and Spain.

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Trasys substantially strengthened its teams at all levels during 2011, and benefitted from its strong reputation for reliability and quality. Trasys succeeded in certifying its Luxembourg subsidiary, PSF, for the development of its activities in the Luxembourg financial services sector.

Commercially, Trasys renewed a considerable number of contracts and acquired new customers in European institutions, federal and regional authorities, industry, and the financial services sector. In addition, Trasys built up an impressive pipeline of major projects and important framework contracts in 2011 that can be signed and delivered in 2012.

Trasys realised 3% growth in turnover, thanks in particular to the "DESIS" framework agreement with the European Commission. The continuing price pressure in the IT market caused the average margins to decrease, and reduced the gross margin by 4%, to 18.4 million euros. Through the proper control of its capacity and costs, Trasys nevertheless succeeded in improving its operating result (EBIT).

Trasys is continuing to pursue its strategy, which, on the one hand, is based on fixed income from major long-term framework agreements, but with limited margins in a very competitive market, and on large projects with high added-value in key sectors on the other.

Beneficial interest
GIB: 83.88%
www.trasys.be



(€ 1,000 - IFRS)	2011	2010
Turnover	63,588	61,541
EBITDA	3,944	4,049
Net result (group share)	977	359
Shareholders' equity (group share)	17,077	16,186
Net financial position	-12,643	-13,809



Turbo's Hoet Groep



From left to right: Dries Moens, Bart Dobbels, Jeroen Velthuis, Peter Tytgadt, Piet Wauters, Pierre Mylle, Fritz Maes

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Turbo's Hoet Groep (THG), with headquarters in Hooglede (Roeselare), is active in sales, maintenance and leasing of trucks in Belgium, France, Russia and Bulgaria. The company also distributes and revises THG parts for trucks and passenger cars.

Turbo's Hoet Groep realises its turnover from 3 divisions:

- Turbotrucks (dealerships, sales and maintenance of trucks and trailers) has 22 establishments in Belgium, France, Russia, and Bulgaria, and, with 3,100 new vehicles sold, was the largest DAF dealer worldwide in 2011. In addition, Turbotrucks is also a dealer for brands including IVECO, NISSAN, and MITSUBISHI.
- The Leasing and renting division (long and short-term rental of trucks and trailers) is the largest independent leasing company for trucks in Belgium, with a fleet of more than 2,750 units.
- Turbo's Hoet Parts is one of the key players for truck and passenger car parts in Belgium and France, and is one of the largest independent players in the European turbo aftermarket.

In 2011, approximately 36% more new trucks were registered in Europe than in 2010. The group achieved its highest turnover ever in 2011 (429 million euros, +56% compared to 2010), so that the net result more than quadrupled to 8.6 million euros. The group thoroughly restructured its parts activities during 2011, including the centralisation of 3 warehouses at a single site in Roeselare, which should enable it to offer customers an even better service in the future.

Turbotrucks will continue expanding its dealer network in Eastern Europe in 2012, including the construction of a new garage in Moscow and the start of a new activity in Belarus. Although the macroeconomic factors for 2012 are less favourable than in 2011, the group is facing the future full of confidence.



Beneficial interest
Sofinim: 50%
www.turbos-hoet.com

Turbo's Hoet

(€ 1,000 - BGAAP)	2011	2010
Turnover	428,628	275,577
EBITDA	20,537	11,218
Net result (group share)	8,553	1,863
Shareholders' equity (group share)	82,427	75,313
Net financial position	-83,749	-90,767

Amsteldijk Beheer, Axe Investments, Mercapital

Amsteldijk Beheer is a real estate company that makes land available to two former subsidiaries. In addition, it also owns a limited number of sites in Uithoorn, in The Netherlands. Amsteldijk Beheer is now only involved in monitoring a number of long-term permit obligations, and has steadily been selling surplus real estate. In comparison with the result for 2010, which was characterized by a large book profit on the sale of a participation in a former subsidiary, Amsteldijk Beheer realised its normal operating profit for 2011, and a plot of land was also sold at a profit.

Axe Investments In 2011, Axe Investments continued focusing on the management of its participation in Xylos and the Ahlers building. Axe Investments also invested a substantial portion of its available cash in a 20.87% participation in the Egemin company at the end of 2011. The activities of Egemin not only provide interesting growth prospects, but also fit in well with the core businesses of the Axe and Ahlers Group.

Xylos, which is active in system integration and ICT training courses, had a year with a varying level of activity in difficult economic conditions in 2011. The annual results were satisfactory, but the coming months will be a challenge.

The rental income from the Ahlers building, in which Axe owns several floors, has again contributed positively to the annual result. On the other hand, these results had to be adjusted for the changes in value of the participations in KBC Group and Agfa-Gevaert, whose share prices remained under constant pressure. This resulted in Axe Investments closing the year with a slight loss.

Mercapital In view of the difficult economic conditions that Spain has had to endure in the course of 2011, it was not possible to realise new exits in the SPEF II fund (Sofinim 1.3%) during the year. It was therefore decided to extend the life of the fund by one year, for the last time, until January 2013. All the remaining participations, including companies such as Gasmedi, a producer of gases for medical applications, and Lan, a producer of Rioja wines, continue performing well to very well, and negotiations regarding their sale are ongoing. It is anticipated that this fund can be liquidated before the end of 2012. Provided normal sale conditions can be achieved for the liquidation, this investment fund's participants should be able to count on a limited gain.

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Beneficial interest Sofinim: 50% Amsteldijk Beheer

(€ 1,000 - DGAAP)	2011	2010
EBITDA	136	-273
Net result (group share)	409	3,201
Shareholders' equity (group share)	2,488	4,079
Net financial position	2,028	1,613

Beneficial interest Sofinim: 48.34%

www.axe-investments.com

axe | investments

(€ 1,000, BGAAP)	2011	2010
Turnover	723	858
EBITDA	217	357
Net result (group share)	-543	241
Shareholders' equity (group share)	15,217	16,126
Net financial position	5,161	9,359

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Income statement (by nature)

(€ 1,000)	Note	2011	2010	2009
Revenue		389,196	338,703	393,961
Rendering of services		29,159	22,298	18,841
Lease revenue		9,392	10,334	10,789
Real estate revenue		40,679	48,778	44,250
Interest income - banking activities		125,448	105,389	118,432
Commissions receivable - banking activities		26,901	25,546	23,024
Revenue from construction contracts		148,913	116,598	163,769
Other operating revenue		8,704	9,761	14,857
Other operating income		14,205	12,001	10,300
Interest on financial fixed assets - receivables		3,230	3,460	3,587
Dividends		10,851	8,224	6,339
Government grants		0	184	184
Other operating income		123	132	189
Operating expenses (-)		-347,814	-285,329	-352,467
Raw materials and consumables used (-)	13	-109,127	-85,558	-125,198
Changes in inventories of finished goods, raw materials & consumables (-)		-484	-609	-1,807
Interest expenses Bank J. Van Breda & C° (-)		-71,642	-57,479	-73,184
Employee expenses (-)	22	-75,990	-67,382	-66,008
Depreciation (-)		-9,219	-8,665	-8,206
Impairment losses (-)		-12,411	-5,106	-7,210
Other operating expenses (-)		-69,558	-60,611	-70,261
Provisions		616	82	-593
Profit (loss) from operating activities		55,587	65,375	51,794
Profit (loss) on assets/liabilities designated at fair value through profit and loss		-8,618	80	-25,990
Development capital	11	440	8,712	-964
Financial assets held for trading	18	-444	-15	117
Investment property	9	-6,573	-10,768	-17,464
Derivative financial instruments	18	-2,041	2,151	-7,679
Profit (loss) on disposal of assets		6,552	6,801	26,094
Realised gain (loss) on intangible and tangible assets		218	67	1,527
Realised gain (loss) on investment property		534	2,212	15,166
Realised gain (loss) on financial fixed assets		4,501	955	2,938
Realised gain (loss) on other assets		1,299	3,567	6,463
Finance income		20,426	17,791	19,328
Interest income		18,727	16,224	18,299
Other finance income		1,699	1,567	1,028
Finance costs (-)		-21,985	-20,758	-21,658
Interest expenses (-)		-14,332	-12,353	-14,747
Other finance costs (-)		-7,653	-8,405	-6,910
Share of profit (loss) from equity accounted investments	10	136,884	135,425	103,267
Negative goodwill	4	35,472		
Other non-operating income		183	426	1,237
Other non-operating expenses (-)		-173	-136	-604
Profit (loss) before tax		224,328	205,005	153,468
Income taxes	19	-9,952	-12,031	-7,690
Deferred taxes		1,913	17	3,620
Current taxes		-11,865	-12,048	-11,310
Profit (loss) after tax from continuing operations		214,376	192,974	145,778
Profit (loss) after tax from discontinued operations	24			
Profit (loss) of the period		214,376	192,974	145,778
Minority interests		36,870	32,169	28,328
Share of the group		177,506	160,804	117,450
EARNINGS PER SHARE (€)				
1. Basic earnings per share				
1.1. from continued and discontinued operations		5.36	4.86	3.54
1.2. from continued operations		5.36	4.86	3.54
2. Diluted earnings per share				
2.1. from continued and discontinued operations		5.35	4.85	3.54
2.2. from continued operations		5.35	4.85	3.54

We refer to the segment information on pages 138-147 for more comments on the consolidated results.

Statement of comprehensive income

(€ 1,000)	2011	2010	2009
Profit (loss) of the period	214,376	192,974	145,778
Minority interests	36,870	32,169	28,328
Share of the group	177,506	160,804	117,450
Other comprehensive income	-11,266	3,922	10,108
Changes in revaluation reserve: financial assets available for sale	3,460	-10,621	18,331
Taxes	436	2,181	-2,673
	3,896	-8,440	15,657
Changes in revaluation reserve: hedging reserves	-18,277	2,115	-5,517
Taxes	1,782	-269	1,531
	-16,496	1,846	-3,987
Changes in revaluation reserve: translation differences	1,333	10,516	-1,562
Total comprehensive income	203,110	196,896	155,886
Minority interests	30,132	32,537	28,730
Share of the group	172,978	164,359	127,156

The recognition of hedging instruments at fair value creates a negative contribution to the other comprehensive income. It should be noted that the amounts concerned include minority interests; the group's share is more limited. These negative adjustments mainly originate from DEME and Leasinvest Real Estate. After all, both companies have hedged a portion of their long-term debt against the impact of a rise in interest rates. The development of market interest rates gave rise to a negative mark-to-market adjustment.

The translation differences arise from the various participations that are subject to the effects of exchange rate fluctuations, which mainly involve Sipef, DEME, Delen Investments, Henschel, etc.

Assets

(€ 1,000)	Note	2011	2010	2009
I. Non-current assets		4,389,885	3,926,316	3,600,643
Intangible assets	6	6,606	3,379	2,564
Goodwill	7	142,139	141,168	140,367
Tangible assets	8	104,312	96,424	92,413
Land and buildings		69,240	64,056	59,755
Plant, machinery and equipment		18,478	18,549	20,954
Furniture and vehicles		3,872	3,494	3,571
Other tangible assets		2,839	1,129	1,379
Assets under construction and advance payments		4,200	3,141	327
Operating lease - as lessor (IAS 17)		5,683	6,055	6,426
Investment property	9	517,356	501,403	554,867
Participations accounted for using the equity method	10	1,024,351	947,575	814,536
Financial fixed assets	11	438,185	398,886	395,566
Development capital participations		331,573	326,187	320,805
Available for sale financial fixed assets		49,572	23,336	22,363
Receivables and warranties		57,040	49,364	52,398
Non-current hedging instruments	18	3,953	9,032	7,068
Amounts receivable after one year		85,521	85,306	88,946
Finance lease receivables	14	85,246	84,363	87,894
Other receivables		275	943	1,052
Deferred tax assets	19	16,228	10,247	9,815
Banks - receivables from credit institutions and clients after one year	12	2,051,236	1,732,895	1,494,502
II. Current assets		2,123,919	1,677,359	1,721,374
Inventories	13	19,206	21,944	21,375
Amounts due from customers under construction contracts	13	28,542	11,469	10,685
Investments		643,864	480,803	576,519
Available for sale financial assets	11	640,511	478,884	569,957
Financial assets held for trading	18	3,353	1,919	6,562
Current hedging instruments	18	1,812	451	919
Amounts receivable within one year		166,400	162,932	150,186
Trade debtors		68,176	53,954	61,426
Finance lease receivables	14	39,342	38,315	36,244
Other receivables		58,882	70,662	52,517
Current tax receivables	19	1,599	2,043	1,511
Banks - receivables from credit institutions and clients within one year	12	951,482	806,699	745,165
Cash and cash equivalents		284,896	168,562	189,364
Time deposits for less than three months		97,539	107,281	102,215
Cash		187,357	61,282	87,149
Deferred charges and accrued income		26,118	22,457	25,651
III. Assets held for sale	9	2,859	0	0
TOTAL ASSETS		6,516,663	5,603,675	5,322,017

Equity and liabilities

(€ 1,000)	Note	2011	2010	2009
I. Total equity		2,364,994	2,153,375	2,020,873
Equity - group share		1,882,631	1,711,350	1,595,501
Issued capital		113,907	113,907	113,907
Share capital		2,295	2,295	2,295
Share premium		111,612	111,612	111,612
Consolidated reserves		1,788,930	1,614,061	1,500,767
Revaluation reserves		-2,832	1,697	-1,858
Financial assets available for sale		16,112	12,063	19,824
Hedging reserves		-20,875	-11,138	-12,121
Translation differences		1,930	772	-9,561
Treasury shares (-)		-17,375	-18,315	-17,316
Minority interests		482,364	442,026	425,372
II. Non-current liabilities		948,220	635,099	747,047
Provisions	15	4,521	5,481	6,925
Pension liabilities	23	3,806	2,157	1,819
Deferred tax liabilities	19	51,812	11,681	10,700
Financial debts	16	310,896	265,913	333,367
Bank loans		224,741	171,626	258,784
Subordinated loans		84,903	89,543	74,296
Finance leases		57	54	16
Other financial debts		1,194	4,690	271
Non-current hedging instruments	18	29,350	24,233	26,895
Other amounts payable after one year		8,807	5,697	13,719
Banks - non-current debts to credit institutions, clients & securities	17	539,029	319,937	353,623
III. Current liabilities		3,203,448	2,815,200	2,554,096
Provisions	15	27	0	0
Pension liabilities	23	131	114	92
Financial debts	16	218,881	233,615	132,647
Bank loans		65,927	40,613	16,860
Subordinated loans		8,423	17,605	7,015
Finance leases		22	15	16
Other financial debts		144,509	175,382	108,755
Current hedging instruments	18	3,214	1,414	1,563
Amounts due to customers under construction contracts	13	12,234	6,042	5,176
Other amounts payable within one year		84,890	73,022	80,442
Trade payables		54,317	38,872	53,378
Advances received on construction contracts		2,429	2,544	2,893
Amounts payable regarding remuneration and social security		14,912	15,418	14,416
Other amounts payable		13,232	16,188	9,755
Current tax payables	19	8,497	10,349	6,254
Banks - current debts to credit institutions, clients & securities	17	2,830,165	2,449,994	2,289,449
Accrued charges and deferred income		45,411	40,650	38,474
IV. Liabilities held for sale		0	0	0
TOTAL EQUITY AND LIABILITIES		6,516,663	5,603,675	5,322,017

Cash flow statement (indirect method)

(€ 1,000)	2011	2010	2009
I. Cash and cash equivalents, opening balance	168,562	189,364	305,126
Profit (loss) from operating activities	55,587	65,375	51,794
Dividends from participations accounted for using the equity method	41,445	31,030	31,125
Other non-operating income (expenses)	35,485	372	448
Income taxes	-9,952	-12,031	-7,690
Non-cash adjustments			
Depreciation	9,219	8,665	8,206
Impairment losses	13,253	5,181	7,422
Share based payment	1,202	1,258	753
(Decrease) increase of provisions	-1,634	301	893
(Decrease) increase of deferred taxes	-1,913	-17	-3,620
Other non-cash expenses (income)	-35,764	-491	-886
Cash flow	106,927	99,644	88,444
Decrease (increase) of working capital	114,110	-192,168	-35,024
Decrease (increase) of inventories and construction contracts	-9,142	11,280	-1,904
Decrease (increase) of amounts receivable	-4,230	-15,799	59,310
Decrease (increase) of receivables from credit institutions and clients (banks)	-170,615	-303,601	-129,911
Increase (decrease) of liabilities (other than financial debts)	1,178	-16,042	-12,945
Increase (decrease) of debts to credit institutions, clients & securities (banks)	293,815	126,859	53,717
Decrease (increase) other	3,104	5,136	-3,292
CASH FLOW FROM OPERATING ACTIVITIES	221,037	-92,524	53,419
Investments	-886,187	-619,946	-640,591
Acquisition of intangible and tangible assets	-15,074	-8,759	-6,142
Acquisition of investment property	-29,877	-4,808	-16,303
Acquisition of financial fixed assets	-107,985	-42,690	-42,820
New amounts receivable	-13,648	-2,056	-6,992
Acquisition of investments	-719,604	-561,633	-568,334
Divestments	815,824	755,060	614,030
Disposal of intangible and tangible assets	661	268	2,347
Disposal of investment property	7,700	77,400	40,000
Disposal of financial fixed assets	31,937	21,960	14,598
Reimbursements of amounts receivable	4,871	9,767	15,836
Disposal of investments	770,656	645,666	541,250
CASH FLOW FROM INVESTING ACTIVITIES	-70,363	135,114	-26,561
Financial operations			
Interest received	23,460	21,946	24,732
Interest paid	-13,560	-11,778	-14,577
Other financial income (costs)	-5,625	-7,396	-5,909
Decrease (increase) of treasury shares	-1,067	-2,337	-3,210
(Decrease) increase of financial debts	29,365	-468	-85,021
Distribution of profits	-51,330	-47,700	-46,078
Dividends paid to minority interests	-19,756	-16,017	-13,049
CASH FLOW FROM FINANCIAL ACTIVITIES	-38,513	-63,750	-143,112
II. Net variation in cash and cash equivalents	112,161	-21,160	-116,254
Change in consolidation scope or method	4,070	570	1,293
Impact of exchange rate changes on cash and cash equivalents	103	-212	-801
III. Cash and cash equivalents - ending balance	284,896	168,562	189,364

A detailed cash flow statement per segment is presented on page 142.

Statement of changes in equity

(€ 1,000)	Issued capital & share premium	Consolidated reserves	Revaluation reserves			Treasury shares	Equity - group share	Minority interests	Total equity
			Financial assets available for sale	Hedging reserves	Translation differences				
Opening balance, 1 January 2010	113,907	1,500,767	19,824	-12,121	-9,561	-17,316	1,595,501	425,372	2,020,873
Profit		160,804					160,804	32,169	192,974
Non-realised results			-7,761	983	10,332		3,554	367	3,922
Total of realised and unrealised results		160,804	-7,761	983	10,332		164,359	32,537	196,896
Distribution of dividends of the previous financial year		-47,700					-47,700	-16,017	-63,717
Operations with treasury shares						-999	-999		-999
Other (a.o. changes in consol. scope / beneficial interest %)		188					188	134	322
Ending balance, 31 december 2010	113,907	1,614,061	12,063	-11,138	772	-18,315	1,711,350	442,026	2,153,375

(€ 1,000)	Issued capital & share premium	Consolidated reserves	Revaluation reserves			Treasury shares	Equity - group share	Minority interests	Total equity
			Financial assets available for sale	Hedging reserves	Translation differences				
Opening balance, 1 January 2011	113,907	1,614,061	12,063	-11,138	772	-18,315	1,711,350	442,026	2,153,375
Profit		177,506					177,506	36,870	214,376
Non-realised results			4,050	-9,737	1,159		-4,528	-6,738	-11,266
Total of realised and unrealised results		177,506	4,050	-9,737	1,159		172,978	30,132	203,110
Distribution of dividends of the previous financial year		-51,330					-51,330	-19,756	-71,086
Operations with treasury shares						940	940		940
Other (a.o. changes in consol. scope / beneficial interest %)		48,693					48,693	29,961	78,655
Ending balance, 31 december 2011	113,907	1,788,930	16,112	-20,875	1,930	-17,375	1,882,631	482,364	2,364,994

During the course of 2011, AvH purchased a total of 64,000 treasury shares intended to hedge option obligations that AvH entered into within the context of an employee options plan. A total of 88,000 treasury shares were sold in execution of this plan in 2011. At the year-end 2011 AvH, including subsidiaries, held 369,000 treasury shares (1.1% of the issued shares).

The other changes concern items that from a mere technical IFRS consolidation point of view have to be directly accounted for in equity. The major components of this in 2011 were:

- The additional negative goodwill recognised by Bank J.Van Breda & C° with the increase of its participation percentage in ABK in the second half-year of 2011: K€ 89,031 (group share K€ 70,112).
- The goodwill recognised by Sipef with the increase of its controlling interest in Jabelmalux: KUSD -13,689 (group share K€ -2,610).
- The obligation to take over in the future a minority interest in JM Finn & Co by Delen Investments: K€ -20,483 (group share K€ -16,129).

General data regarding the capital

Issued capital

The issued capital amounts to 2,295,277.90 euros. The capital is fully paid-up and is represented by 33,496,904 shares without nominal value. Please refer to page 178 for more details regarding AvH's authorised capital.

Capital	2011	2010
Number of shares	33,496,904	33,496,904
Number of VVPR strips	6,733,984	6,733,984

	2011	2010
Treasury shares - opening balance	393,000	380,232
Acquisition of treasury shares	64,000	54,068
Disposal of treasury shares	-88,000	-41,300
Treasury shares - ending balance	369,000	393,000

Capital management

AvH has a considerable cash reserve that is partially invested in short term deposits with renowned financial institutions with which it has a long term relationship, and partially in liquid shares and money market funds. Notwithstanding the fact that AvH disposes of a positive net cash position, it has short term financial debts in the form of commercial paper. The current programs allow AvH to issue commercial paper in an aggregate amount of 250 million euros. At the end of 2011, commercial paper was issued for only 38.7 million euros. AvH has confirmed credit lines, spread over different banks, which largely exceed this amount.

As a general rule, AvH and subholdings do not make commitments or grant securities with respect to the liabilities of the operational group companies. Only in specific cases, exceptions are made to this rule.

Statement of compliance

The consolidated annual accounts are prepared in accordance with the International Financial Reporting Standards and IFRIC interpretations effective on 31 December 2011, as approved by the European Commission.

The new standards (or amended existing standards) effective as per 1 January 2012 will not have a material impact on the AvH financial statements.

The impact of new standards (or amendments) that come into effect after the 2012 financial year have not yet been determined:

- IFRS 9 Financial Instruments - classification and measurement of financial assets and liabilities; replaces IAS 39
- Amendment to IAS 1 - presentation of the statement of comprehensive income
- IFRS 10-11-12 - Consolidated financial statements - determination of control - joint ventures, joint arrangements and disclosures
- IAS 28 (2011) Investments in associates & joint ventures
- IFRS 13 Fair value measurement - determination of fair value and disclosures
- Amendment to IAS 19 Employee benefits

Basis of presentation

The consolidated annual accounts have been prepared on a historical cost basis, except for financial instruments and certain assets which are measured at fair value.

Principles of consolidation

The consolidated annual accounts contain the financial details of the parent AvH NV, its subsidiaries and jointly controlled companies, as well as the share of the group in the results of the associated companies.

1. Subsidiaries

Subsidiaries are entities which are controlled by the group. Control exists when AvH has the power to steer the financial and operational management of a company in order to obtain benefit from its activities. The participating interests in subsidiaries are consolidated in full as from the date of acquisition until the end of the control.

The financial statements of the subsidiaries have been prepared for the same reporting period as AvH and uniform IFRS valuation rules have been used. All intra-group transactions and unrealised intra-group profits and losses on transactions between group companies have been eliminated. Unrealised losses have been eliminated unless they concern an impairment.

2. Jointly controlled subsidiaries and associated participating interests

Jointly controlled subsidiaries

Companies which are controlled jointly (defined as those entities in which the group has joint control, among others via the shareholders' percentage or via contractual agreement with one or more

of the other shareholders) are included on the basis of the equity method as from the date of acquisition until the end of the joint control.

Associated participating interests

Associated participating interests in which the group has a significant influence, more specifically companies in which AvH has the power to participate (without control) in the financial and operational management decisions, are included in accordance with the equity method, as from the date of acquisition until the end of the significant influence.

The equity method

According to the equity method, the participating interests are initially recorded at cost and the carrying amount is subsequently modified to include the share of the group in the profit or loss of the participating interest, as from the date of purchase. The financial statements of these companies are prepared for the same reporting period as AvH and uniform IFRS valuation rules are applied. Unrealised intragroup profits and losses on transactions are eliminated to the extent of the interest in the company.

3. Development capital participations

Development capital participations held via GIB

The development capital participations that are held via GIB, currently Groupe Flo and Trasy Group, are accounted for in the consolidated accounts of AvH using the equity method. The portfolio of GIB is actually jointly controlled by AvH and Nationale Portefeuille Maatschappij (NPM - national portfolio company), which each have an equal share of 50% ownership in GIB and which both have equal representation on GIB's Board of Directors as well as on the respective Boards of Directors of the participations of GIB. This joint investment of AvH and NPM in development capital has its origins in the GIB Public Offering, which they jointly undertook in 2002.

The participation in Groupe Flo, which is economically the largest part of the GIB portfolio, is also structured via a participation in Financière Flo (66% GIB share, thus AvH share 33%), for which agreements were reached with the 34% shareholder concerning the management of Groupe Flo and mutual rights and obligations.

Development capital participations of Sofinim

Long before AvH developed a joint initiative on development capital via GIB in partnership with NPM (see above), AvH was already active in this field via its subsidiary Sofinim. The origin of this activity goes back to the 1994 acquisition of control over the Nationale Investeringsmaatschappij (NIM - national investment company). AvH currently owns 74% of Sofinim's capital. NPM Capital, an Amsterdam-based investment company belonging to SHV, one of the largest Dutch family groups, owns the other 26%.

Management of Sofinim's development capital portfolio is performed by its own bodies, and is therefore independent of the GIB portfolio management which is jointly executed by AvH and NPM.

In accordance with IAS 31:1 and IAS 28:1, the investments of 'venture capitalist' Sofinim are measured at fair value in compliance with IAS 39. These are recognised in the balance sheet as development capital investments for which fluctuations in fair value are recognised in the result for the period in which the change occurs. This concerns not only jointly controlled subsidiaries and associated participating interests, but also a limited number of subsidiaries that have no material effect on the segment or on the balance sheet total.

Valuation techniques

Financial assets measured at fair value through profit or loss are equity instruments that belong to the investment portfolio of Sofinim, including the jointly controlled subsidiaries, the associated participating interests and a limited number of subsidiaries.

At the moment of acquisition, the fair value equals the acquisition price as such price has been agreed in a third party transaction. Subsequently, the fair value is adjusted in accordance with the results of the entity concerned. When Sofinim is involved in relevant market transactions, small transactions resulting from the exercise of stock options excluded, the value of the participation is adjusted up or down according to the market price used in the relevant transaction. The generally applicable principles concerning any impairment also apply. For listed equity instruments, the fair value equals in principle the stock price, except when such stock price is deemed not to be representative in light of the size of the participation and the market liquidity of the equity instrument. Should this be the case, the valuation described before is taken into account.

Realised profits and losses on these investments are calculated as the difference between the selling price and the carrying amount of the investment at the time of the sale. All buying and selling of financial assets in accordance with standard market conventions are recorded on transaction date, i.e. the date when the group commits to the sale.

Intangible fixed assets

Intangible fixed assets with a finite useful life are stated at cost, less accumulated amortisation and any accumulated impairment losses. Intangible fixed assets are amortised on a straight-line basis over the useful economic life. The useful economic life is stated per annum and this is also the case for any residual value. The residual value is assumed to be zero.

Intangible fixed assets with indefinite useful life, stated at cost, are not amortised but are subject to an impairment test on an annual basis and whenever indications of a possible impairment occur.

Costs for starting up new activities are included in the profit or loss at the time they occur.

Research expenses are taken into profit or loss in the period in which they arise. Development expenses that meet the severe recognition criteria of IAS 38 are capitalised and amortised over the useful life.

The valuation rules concerning accounting for acquisitions of residential care centres were refined in 2011:

- advanced operating licenses that have been acquired are initially recognised in the consolidation at market price at the time of acquisition.
- executable building permits that have been acquired are initially recognised in the consolidation at market price at the time of acquisition. This only takes into account the potential net expansion of capacity.
- these advanced licences and permits are recognised under intangible assets and amortised over a period of 33 years. Amortisation starts when, in the case of the building permit, the building is provisionally completed and being operated and, in the case of operating licences, once the licences have been authorised.

Goodwill

Goodwill is the positive difference between the cost of the business combination and the share of the group in the fair value of the acquired assets, the acquired liabilities and contingent liabilities of the subsidiary, jointly controlled subsidiary or associated participating interests at the time of the acquisition.

Goodwill is not amortised but is subject to an annual impairment test and whenever indications of a possible impairment have occurred.

Tangible fixed assets

Tangible fixed assets are carried at cost or production cost less accumulated amortisations and any impairments.

Tangible fixed assets are amortised on a straight-line basis over the useful economic life. The useful life is reviewed on a yearly basis and this is also the case for any residual value.

Repair and maintenance expenses for tangible assets are recognized as an expense in the period in which they occur, unless they result in an increase of the future economic benefit of the respective tangible fixed assets, which justifies their capitalisation.

Assets under construction are amortised as from the time they are taken into use.

Government grants are recorded as deferred income and taken into profit as income over the useful life of the asset following a systematic and rational basis.

Impairment of fixed assets

On each closing date, the group verifies whether there are indications that an asset is subject to an impairment. In the event that such indications are present, an estimation is made of the recoverable amount. When the carrying amount of an asset is higher than the recoverable amount, an impairment is recorded in order to bring the carrying amount of the asset back to the recoverable amount.

The recoverable amount of an asset is defined as the higher of the fair value minus costs to sell (assuming a voluntary sale) and the value in use (based upon the net present value of the estimated future cash flows). Any resulting impairments are charged to the profit and loss account.

Previously recorded impairments, except on goodwill and available for sale financial assets, are reversed through the profit and loss account when they are no longer valid.

Leasing and related rights - investment property

1. The group's company is lessee

Finance lease (group's company carries all substantial risks and rewards of ownership)

At the start of the lease period, the assets and liabilities are recognized at fair value of the leased asset or if lower, the net present value of the minimum lease payments, as determined at the time of the beginning of the lease. The discount rate used for the calculation of the net present value of the minimum lease payments is the interest rate implied in the lease agreement, insofar as this rate can be determined. In the other case, the marginal interest rate of the lessee is to be used.

Operating lease (substantial risks and rewards remain with the lessor) The lease payments are recognized at cost on a straight-line basis over the lease period, unless a different systematic basis better represents the time pattern of the rewards for the user.

2. The group's company is acting as lessor

Finance lease

The finance lease contracts are recorded in the balance sheet under the long and short-term receivables at the present value of the future lease payments and the residual value, irrespective of whether the residual value is guaranteed. The accrued interests are recognized in the income statement, calculated at the interest rate implied in the lease.

Acquisition costs related to lease contracts and allocatable to the contract are recorded in the income statement across the term of the contract. Acquisition costs which cannot be allocated to a contract (super commission, certain campaigns) are immediately recorded in the income statement.

Operating lease

The operating leases concern leases which do not qualify as a finance lease. A distinction is made between operating leases which, in accordance with IAS 17, are measured at cost, and operating leases which are considered as investment property and which, in accordance with IAS 40.33 are measured at fair value by which means the changes in fair value are recorded in the profit and loss account.

The difference between both types depends on the calculation method of the option. If the call option takes into account the market value, the contract will be qualified as a property investment. In all other cases, these contracts are considered as operating leases in accordance with IAS 17.

3. Investment property - leased buildings and project development

These investments cover buildings which are ready to be leased (operative real estate investments) as well as buildings under construction or being developed for future use as operative real estate investments (project development).

Investment property is measured at fair value through profit or loss. On a yearly basis, the fair value of the leased buildings is determined upon valuation reports.

Financial instruments

1. Available-for-sale financial assets

Available-for-sale shares and securities are measured at fair value. Changes in fair value are reported in equity until the sale or impairment of the investments, in which case the cumulative revaluation is recorded in the income statement. When the fair value of a financial asset cannot be defined reliably, it is valued at cost. When a decline in the fair value of an available-for-sale financial asset had been recognized directly in equity and there is objective evidence that the asset is impaired, the cumulative losses that had been recognized directly in equity are recorded in the profit and loss account.

2. Financial assets designated at fair value through profit and loss

Changes in fair value of 'financial assets designated at fair value through profit or loss', in particular 'development capital participating interests' of Sofinim, are recorded in the profit and loss account.

3. Derivative financial instruments

The operational subsidiaries belonging to the AvH-group are each responsible for their risk management, such as exchange risk, interest risk, credit risk, commodity risk, etc. The risks vary according to the particular business where the subsidiaries are active and therefore they are not managed centrally at group level. The respective executive committees report to their board of directors or audit committee regarding their hedging policy.

At the level of AvH and subholdings, the (mainly) interest risks are however managed centrally by the AvH Coordination Centre. Derivative instruments are initially valued at cost. Subsequently, these instruments are recorded in the balance sheet at their fair value; the changes in fair value are reported in the income statement unless these instruments are part of hedging transactions.

Cash flow hedges

The value fluctuations of a derivative financial instrument that complies with the strict conditions for recognition as a cash flow hedge are recorded in equity for the effective part. The ineffective part is recorded directly in the profit and loss account. The hedging results are recorded out of equity into the profit and loss account at the moment the hedged transaction influences the result.

Fair value hedges

Changes in fair value of a derivative instrument that is formally allocated to hedge the changes of fair value of recorded assets and liabilities, are recognized in the profit and loss account together with the profits and losses caused by the fair value revaluation of the hedged component. The value fluctuations of derivative financial instruments, which do not meet the criteria for fair value hedge or cash flow hedge are recorded directly in the profit and loss account.

4. Interest-bearing debts and receivables

Financial debts and receivables are valued at amortised cost using the effective interest method.

5. Trade receivables and other receivables

Trade receivables and other receivables are valued at nominal value, less any impairments for uncollectible receivables.

6. Cash and cash equivalents

Cash and cash equivalents consist of cash and short-term investments and are recorded on the balance sheet at nominal value.

Inventories / construction contracts

Inventories are valued at cost (purchase or production cost) according to the FIFO method (first in, first out) or at net realisable value when this is lower. The production cost comprises all direct and indirect costs incurred in bringing the inventories to their completion at balance sheet date and this corresponds with the estimated sales prices in normal circumstances, minus the handling, marketing and distribution costs (net realizable value). Construction contracts are valued according to the Percentage of Completion method whereby the result is recognized in accordance with progress of the works. Expected losses are immediately recognized as an expense.

Capital and reserves

Costs which are related to a capital transaction are deducted from the capital.

The purchase of treasury shares is deducted from equity at purchase price. Subsequent sale or cancellation at a later date does not affect the result; profits and losses with regard to treasury shares are recorded directly in equity.

Translation differences

Statutory accounts

Transactions in foreign currency are recorded at the exchange rate on the date of the transaction. Positive and negative unrealised translation differences, resulting from the calculation of monetary assets and liabilities at closing rate on balance sheet date, are recorded as income or cost respectively in the profit and loss account.

Consolidated accounts

Based upon the closing rate method, assets and liabilities of the consolidated subsidiary are converted at closing rate, while the income statement is converted at the average rate of the period, which results in translation differences included in the consolidated equity.

Provisions

A provision is recognized if a company belonging to the group has a (legal or indirect) obligation as a result of a past event, and it is probable that the settlement of this obligation will require an outflow and the amount of this obligation can be determined in a reliable manner. In the event that the difference between the nominal and discounted value is significant, a provision is recorded for the amount of the discounted value of the estimated expenses. The resulting increase of the provision in proportion to the time is recorded as an interest charge.

Restructuring

Provisions for restructuring costs are only recognized when the group already has a detailed and approved restructuring plan and the planned restructuring has already started or been announced to

the relevant staff members. No provisions are made for costs relating to the normal activities of the group.

Guarantees

A provision is made for warranty obligations relating to delivered products, services and contracts, based upon statistical data from the past.

Contingent assets and liabilities

Contingent assets and liabilities are mentioned in the notes if their impact is important.

Taxes

Taxes concern both current taxes on the result as deferred taxes. Both types of taxes are recorded in the profit and loss accounts except when they relate to components being part of the equity and therefore allocated to the equity. Deferred taxes are based upon the balance sheet method applied on temporary differences between the carrying amount of the assets and liabilities of the balance sheet and their tax base. The main temporary differences consist of different amortisation percentages of tangible fixed assets, provisions for pensions and carry-forward tax losses.

Deferred tax liabilities are recognized for all taxable temporary differences:

- except when the deferred tax liability arises from the original recognition of goodwill or the initial recording of assets and liabilities in a transaction that is not a business combination and that at the time of the transaction has no impact on the taxable profit;
- except with regard to investments in subsidiaries, joint and associated companies, where the group is able to control the date when the temporary difference will be reversed, and it is not likely that the temporary difference will be reversed in the foreseeable future.

Deferred tax assets are recorded for all deductible temporary differences and on carry-forward tax credits and tax losses that can be recovered, to the extent that it is probable that there will be taxable profits in the near future in order to be able to enjoy the tax benefit. The carrying amount of the deferred tax assets is verified on every balance sheet date and impaired to the extent that it is no longer probable that sufficient taxable profit will be available to credit all or part of the deferred taxes. Deferred tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Employee benefits

Employee benefits consist of short-term employee benefits, post-employment benefits, other long-term employee benefits, redundancy pay and rewards in equity instruments. The post-employment benefits include the pension plans, life insurance policies and insurance policies for medical assistance. Pension plans with fixed contribution or defined benefit plans are provided through separate funds or in-

insurance plans. In addition, employee benefits consisting of equity instruments also exist.

Pension plans

Defined Contribution Plans

The defined contribution is charged to the profit and loss account of the year to which it relates.

Defined Benefit Plans

The defined benefit liability at balance sheet date is calculated on the basis of the present value of the pension obligations, plus (minus) the unrecognized actuarial gains (losses) and after deduction of the fair value of the pension plan assets as well as the costs for services performed in the past which have not been recorded yet. In the event that this calculation results in a positive balance, the asset is restricted to the net total of all unrecognized costs of performed services and net present value of any repayments whatsoever of the plan or reductions of future contributions to the plan.

If a new plan is introduced or modifications are made to the existing plan, the costs relating to services rendered in the past (or 'past service costs') are recognized as an expense on a straight-line basis until the benefits are 'vested'. To the extent that the pension benefits are vested immediately, the past service costs are included immediately in the income statement.

The amount which is recorded in the profit and loss account consists of the current service expense, any recognized past service costs, the interest cost, the estimated return on plan assets and the actuarial gains and losses.

Employee benefits in equity instruments

Different stock option plans exist within the Ackermans & van Haaren group, giving employees the right to buy AvH shares or the shares of some subsidiary at a predefined price. This price is determined at the time when the options are granted and it is based on the market price or the intrinsic value.

Furthermore, warrant plans have been established at the level of some subsidiaries.

The performance of the beneficiary is measured on the basis of the fair value of the granted options and warrants and recognized in the profit and loss account at the time when the services are rendered during the vesting period.

Recognition of revenue

The revenue is recognized in accordance with IFRS standards taking into account the specific activities of each sector.

Discontinued operations

The assets, liabilities and net results of the discontinued operations are reported separately in a single item on the consolidated balance sheet and profit and loss account. The same reporting applies for assets and liabilities held for sale.

Events after balance sheet date

Events may occur after the balance sheet date which provide additional information with regard to the financial situation of the company at balance sheet date (adjusting events). This information allows the adjustment of estimations and a better reflection of the actual situation on the balance sheet date. These events require an adjustment of the balance sheet and the profit and loss account. Other events after balance sheet date are mentioned in the notes if they have a significant impact.

Earnings per share

The group calculates both the basic earnings per share as the diluted earnings per share in accordance with IAS 33. The basic earnings per share are calculated on the basis of the weighted average number of outstanding shares during the period. Diluted earnings per share are calculated according to the average number of shares outstanding during the period plus the diluted effect of the warrants and stock options outstanding during the period.

Segment reporting

AvH is a diversified group which is active in the following core sectors:

- 1. Marine Engineering & Infrastructure** with DEME, one of the largest dredging companies in the world, Rent-A-Port, Algemene Aannemingen Van Laere, a major contractor in Belgium, and Nationale Maatschappij der Pijpleidingen.
- 2. Private Banking** with Delen Private Bank, one of the largest independent private asset managers in Belgium and asset manager JM Finn & Co in the UK, Bank J. Van Breda & C°, a niche-bank for entrepreneurs and liberal professions in Belgium and the insurance group ASCO-BDM.
- 3. Real Estate, Leisure & Senior Care** with Leasinvest Real Estate, a listed real estate investment trust; Extensa Group, an important land and real estate developer; Groupe Financière Duval, active in development and operating of real estate, leisure parks and housing for the elderly in France; and Anima Care, active in the health & care sector.
- 4. Energy & Resources**, Sipef, an agro-industrial group in tropical agriculture, Sagar Cements, Oriental Quarries & Mines, Gulf Lime, Max Green and Henschel Group.
- 5. Development Capital** with Sofinim and GIB.
- 6.** The headquarter activity is bundled in the 6th segment **AvH & subholdings**.

The segment information in the financial statements of AvH is published in line with IFRS 8. There was a slight modification to the segment names in 2011, in order to define their activities more precisely. However, this has no impact whatsoever on the composition of the segments.

Note

Note 2: subsidiaries and jointly controlled subsidiaries

1. Fully consolidated subsidiaries

Name of subsidiary	Registration nr	Registered office	Beneficial interest % 2011	Beneficial interest% 2010
Marine Engineering & Infrastructure				
Algemene Aannemingen Van Laere	0405.073.285	Belgium	100.00%	100.00%
Anmeco	0458.438.826	Belgium	100.00%	100.00%
Groupe Thiran	0425.342.624	Belgium	100.00%	100.00%
TPH Van Laere	43.434.858.544	France	100.00%	100.00%
Vandendorpe	0417.029.625	Belgium	100.00%	100.00%
Wefima	0424.903.055	Belgium	100.00%	100.00%
RAB Invest	0820.897.736	Belgium	100.00%	100.00%
Alfa Park ⁽¹⁾	0834.392.218	Belgium	100.00%	
Nationale Maatschappij der Pijpleidingen	0418.190.556	Belgium	75.00%	75.00%
Quinten Matsys	0424.256.125	Belgium	75.00%	75.00%
Canal-Re	2008 2214 764	Luxembourg	75.00%	75.00%
Private Banking				
Bank J.Van Breda & C°	0404.055.577	Belgium	78.75%	78.75%
Van Breda Car Finance	0475.277.432	Belgium	78.75%	78.75%
Beherman Vehicle Supply	0473.162.535	Belgium	63.00%	63.00%
Station Zuid	0454.664.041	Belgium	78.75%	78.75%
Fracav	0449.881.545	Belgium	78.75%	78.75%
Antwerps Beroepskrediet cvba ⁽²⁾	0404.456.841	Belgium	72.26%	
Finaxis	0462.955.363	Belgium	78.75%	78.75%
Real Estate. Leisure & Senior Care				
Extensa Group	0425.459.618	Belgium	100.00%	100.00%
Extensa	0466.333.240	Belgium	100.00%	100.00%
Extensa Development	0446.953.135	Belgium	100.00%	100.00%
Extensa Istanbul	566454 / 514036	Turkey	100.00%	100.00%
Extensa Land II	0406.211.155	Belgium	100.00%	100.00%
Extensa Luxembourg	1999.2229.988	Luxembourg	100.00%	100.00%
Extensa The Netherlands	801.966.607	The Netherlands	100.00%	100.00%
Extensa Participations I	2004.2421.120	Luxembourg	100.00%	100.00%
Extensa Participations II	2004.2421.090	Luxembourg	100.00%	100.00%
Extensa Romania	140.24053.2007	Romania	100.00%	100.00%
Extensa Slovakia	36.281.441	Slovakia	100.00%	100.00%
Grossfeld Immobilière	2001.2234.458	Luxembourg	100.00%	100.00%
Implant	0434.171.208	Belgium	100.00%	100.00%
Kinna I (liquidated)	0465.054.721	Belgium		100.00%
Kinna II	0465.054.919	Belgium	100.00%	100.00%
Leasinvest Finance	0461.340.215	Belgium	100.00%	100.00%
Leasinvest Real Estate Management	0466.164.776	Belgium	100.00%	100.00%
UPO Invest	0473.705.438	Belgium	100.00%	100.00%
Vilvolease	0456.964.525	Belgium	100.00%	100.00%
Leasinvest Real Estate ⁽³⁾	0436.323.915	Belgium	30.01%	30.01%
Leasinvest Services	0826.919.159	Belgium	29.71%	29.71%
Leasinvest Immo Lux	1991.8500.012	Luxembourg	30.01%	30.01%
Leasinvest Immo Lux Conseil (liquidated)	1991.4000.036	Luxembourg		30.01%
Canal Logistics Brussels	0888.064.001	Belgium	30.01%	30.01%
Anima Care	0469.969.453	Belgium	100.00%	100.00%
De Toekomst vzw	0463.792.137	Belgium	100.00%	100.00%
Gilman	0870.238.171	Belgium	100.00%	100.00%
Rusthuis Kruyenberg	0452.357.718	Belgium	100.00%	100.00%
Kruyenberg vzw	0462.433.147	Belgium	100.00%	100.00%
Le Gui	0455.218.624	Belgium	100.00%	100.00%
Résidence du Peuplier	0428.283.308	Belgium	100.00%	100.00%
Huize Philemon & Baucis	0462.432.652	Belgium	100.00%	100.00%
Huize Philemon & Baucis WZC vzw	0480.262.143	Belgium	100.00%	100.00%
Glamar ⁽⁴⁾	0430.378.904	Belgium	100.00%	
Odygo ⁽⁵⁾	0892.606.074	Belgium	100.00%	
Huize Zevenbronnen vzw ⁽⁵⁾	0454.247.634	Belgium	100.00%	
Zorgcentrum Lucia ⁽⁶⁾	0818.244.092	Belgium	66.67%	
Hof Ter Duinen vzw ⁽⁶⁾	0886.534.171	Belgium	100.00%	

Note 2: subsidiaries and jointly controlled subsidiaries (continued)

1. Fully consolidated subsidiaries (continued)

Name of subsidiary	Registration nr	Registered office	Beneficial interest% 2011	Beneficial interest% 2010
Energy & Resources				
Ligno Power ⁽⁷⁾	0818.090.674	Belgium	70.00%	72.93%
AvH Resources India	U74300DL2001PTC111685	India	100.00%	100.00%
Development Capital				
Sofinim	0434.330.168	Belgium	74.00%	74.00%
Sofinim Luxembourg	2003.2218.661	Luxembourg	74.00%	74.00%
Mabeco	0428.604.101	Belgium	74.00%	74.00%
Subholdings AvH				
Anfima	0426.265.213	Belgium	100.00%	100.00%
AvH Coordination Center	0429.810.463	Belgium	99.99%	99.99%
Brinvest	0431.697.411	Belgium	99.99%	99.99%
Nationale Investeringsmaatschappij (liquidated)	0403.232.661	Belgium		100.00%
Profimolux	1992.2213.650	Luxembourg	100.00%	100.00%

⁽¹⁾ Alfa Park was established at the start of 2011 in the context of the diversification strategy of Van Laere to also take on operation of underground and aboveground car parks in addition to constructing them.

⁽²⁾ In 2011, Bank J. Van Breda & C° issued a friendly and conditional counterbid for Antwerps Beroepskrediet and as such acquired 91.76% of ABK.

⁽³⁾ The control of the Leasinvest Real Estate Comm.VA ensues from the shareholders' agreement between Extensa and Axa Belgium, in which Leasinvest Real Estate Management, a wholly owned subsidiary of Extensa, was appointed as statutory manager. The board of directors of Leasinvest Real Estate Management can not, in line with article 12 of the bylaws, take a decision regarding the strategy of the real estate investment trust or the appropriation of profits, without an approval from the directors that were appointed by Extensa Group.

⁽⁴⁾ In February 2011, Anima Care realised the acquisition of "Le Clos du Trimbleu" residential care centre in Blegny, Belgium.

⁽⁵⁾ In June 2011, Anima Care acquired the operation of the 'Zevenbronnen' residential care centre in Landen, Belgium.

⁽⁶⁾ Anima Care purchased a plot of land in Kasterlee, Belgium, in the framework of a future project.

⁽⁷⁾ As a result of an external sale of 2.93% in Ligno Power, the participation decreased to 70% at the end of 2011.

Note 2: subsidiaries and jointly controlled subsidiaries (continued)

2. Jointly controlled subsidiaries accounted for using the equity method

(€ 1,000) Name of subsidiary	Registration nr	Registered office	Beneficial interest % 2011	Beneficial interest% 2010	Total assets	Total liabilities	Turnover	Net result
Marine Engineering & Infrastructure								
DEME	0400.473.705	Belgium	50.00%	50.00%	2,496,308	1,765,296	1,765,812	104,123
Rent-A-Port	0885.565.854	Belgium	45.00%	45.00%	22,683	20,415	5,568	-1,708
Rent-A-Port Energy ⁽¹⁾	832.273.757	Belgium	45.61%	45.00%	2,504	0	0	0
Algemene Aannemingen Van Laere								
Parkeren Roeselare	0821.582.377	Belgium	50.00%	50.00%	8,498	8,081	1,170	26
Parkeren Asse ⁽²⁾	0836.630.641	Belgium	50.00%		230	116	193	-14
Nationale Maatschappij der Pijpleidingen								
Napro	0437.272.139	Belgium	37.50%	37.50%	593	43	206	135
Nitraco	0450.334.376	Belgium	37.50%	37.50%	7,522	5,484	1,139	243
Private Banking								
Asco	0404.454.168	Belgium	50.00%	50.00%	48,988	39,134	25,936	-225
BDM	0404.458.128	Belgium	50.00%	50.00%	21,554	16,786	56,798	525
Delen Investments cva ⁽³⁾	0423.804.777	Belgium	78.75%	78.75%	1,846,411	1,482,153	162,519	57,171
Real Estate, Leisure & Senior Care								
Extensa Group								
CBS-Invest	0879.569.868	Belgium	50.00%	50.00%	42,682	35,233	0	580
CBS Development	0831.191.317	Belgium	50.00%	50.00%	3,035	2,937	0	21
CR Arcade	J02.2231.18236250	Romania	50.00%	50.00%	11,441	5,148	0	-270
Exparom I	343.081.70	The Netherlands	50.00%	50.00%	12,516	12,793	0	-122
Exparom II	343.081.66	The Netherlands	50.00%	50.00%	4,686	4,669	0	-3
SC Axor Europe	J40.9671.21765278	Romania	50.00%	50.00%	8,705	9,314	0	-403
Extensa Land I ⁽⁴⁾	0465.058.085	Belgium	100.00%	100.00%	299	30	0	290
Grossfeld PAP	2005.2205.809	Luxembourg	50.00%	50.00%	46,666	43,880	0	-640
Leasinvest Development ⁽⁴⁾	0405.767.232	Belgium	100.00%	100.00%	3,123	7	0	19
Metropool 2000 ⁽⁴⁾	0444.461.225	Belgium	100.00%	100.00%	211	28	0	201
Project T&T	0476.392.437	Belgium	50.00%	50.00%	74,676	74,409	1,202	-225
T&T Koninklijk Pakhuis	0863.090.162	Belgium	50.00%	50.00%	93,588	58,048	5,736	4,202
T&T Openbaar Pakhuis	0863.093.924	Belgium	50.00%	50.00%	19,794	12,334	2,446	-6
T&T Parking	0863.091.251	Belgium	50.00%	50.00%	7,711	4,804	508	228
T&T Tréfonds	0807.286.854	Belgium	50.00%	50.00%	3,210	3,187	5	-5
Top Development	35 899 140	Slovakia	50.00%	50.00%	15,000	6,398	3,533	-452
Holding Groupe Duval ⁽⁵⁾	522734144	France	50.00%	50.00%	59,336	37	0	-11
Financière Duval	401922497	France	39.18%	39.18%	551,898	455,937	430,381	6,577
Energy & Resources								
Sipef ⁽⁶⁾ (USD 1,000)	0404.491.285	Belgium	26.69%	22.74%	567,291	142,030	367,661	95,088
Henschel Engineering	0404.002.030	Belgium	50.00%	50.00%	6,435	2,985	6,945	-565
Telehold	831.818.847	Belgium	50.00%	50.00%	48,181	17,091	48,123	12
Telemond Holding	0893.552.617	Belgium	50.00%	50.00%	14,169	11,007	16,830	-188
Oriental Quarries & Mines (INR million)	U10100DL2008PTC181650	India	50.00%	50.00%	667	132	439	14
Max Green	0818.156.792	Belgium	18.90%	19.69%	24,284	18,458	95,200	5,437
Development Capital								
Financière Flo ⁽⁵⁾	39.349.570.937	France	33.00%	33.00%	115,774	86,928	0	887
Groupe Flo	09.349.763.375	France	23.82%	23.84%	400,916	249,503	382,246	15,001
Trasys Group	0881.214.910	Belgium	41.94%	40.97%	45,868	28,791	63,588	977
Subholdings AvH								
GIB-subgroup	0404.869.783	Belgium	50.00%	50.00%	69,209	7,630	0	1,851

⁽¹⁾ Due to a capital increase at Rent-A-Port Energy, AvH's participation increased to 45.61%.

⁽²⁾ Together with OPC bvba, also a partner in Parkeren Roeselare, Alfa Park (100% Van Laere) set up Parkeren Asse in 2011 in the context of operating both the on-street and off-street parking in Asse, Belgium.

AvH holds 78.75% of the Delen Investments Comm. VA. In line with the provisions of the shareholders agreement between AvH and the Delen family each partner can appoint one statutory manager. Decisions are

⁽³⁾ taken unanimously.

⁽⁴⁾ No more activities take place in these companies, which continue to be accounted for at historical equity value.

⁽⁵⁾ Key figures not consolidated

⁽⁶⁾ The shareholders' agreement between the Baron Bracht family and AvH results in joint control of Sipef.

IAS 31 offers the possibility to include jointly controlled subsidiaries in the consolidated accounts according to either the proportional consolidation method or the alternative equity method. AvH has opted for the equity method. Joint-control situations are the result of existing shareholder structures or agreements.

3. Main subsidiaries and jointly controlled subsidiaries not included in the consolidation scope

(€ 1,000) Name of subsidiary	Registration nr	Registered office	Beneficial interest % 2011	Reason for exclusion	Total assets	Total liabilities	Turnover	Net result
Marine Engineering & Infrastructure								
Algemene Aannemingen Van Laere								
VLK GmbH (liquidated)	163 826 669	Germany						
S.C.I. De la Vallee	4384665881	France	100.00%	⁽¹⁾	569	0	0	569
Real Estate, Leisure & Senior Care								
Extensa Group								
Beekbaarimo	19.992.223.718	Luxembourg	50.00%	⁽¹⁾	256	90	0	-11
DPI	0890.090.410	Belgium	50.00%	⁽¹⁾	440	596	0	-74
Subholdings AvH								
BOS	0422.609.402	Belgium	100.00%	⁽¹⁾	266	2	0	-2
GNR (USD 1,000)		Antilles	100.00%	⁽¹⁾	69	0	0	-7

⁽¹⁾ Investment of negligible significance.

Note 3: associated participating interests

1. Associated participating interests accounted for using the equity method

(€ 1,000) Name of associated participating interest	Registration nr	Registered office	Beneficial interest% 2011	Beneficial interest% 2010	Total assets	Total liabilities	Turnover	Net result
Marine Engineering & Infrastructure								
Algemene Aannemingen Van Laere								
Lighthouse Parkings	0875.441.034	Belgium	33.33%	33.33%	2,552	97	127	84
Private Banking								
Bank J.Van Breda & C°								
Finauto	0464.646.232	Belgium	39.38%	39.38%	984	726	519	30
Antwerpse Financiële Handelsmaatschappij	0418.759.886	Belgium	39.38%	39.38%	827	273	591	301
Financieringsmaatschappij Definco	0415.155.644	Belgium	39.38%	39.38%	379	64	104	65
Informatica J.Van Breda & C°	0427.908.174	Belgium	31.50%	31.50%	5,588	4,412	7,922	5
Promofi ⁽¹⁾	1998 2205 878	Luxembourg	15.00%	15.00%	55,920	83	0	5,745
Real Estate, Leisure & Senior Care								
Extensa Group								
FDC Focsani	201 28 317	The Netherlands	20.00%	20.00%	9,083	480	0	-90
FDC Deva	341 41 084	The Netherlands	20.00%	20.00%	9,464	92	0	-50
Bel Rom Sapte	J40.9153.27052008	Romania	20.00%	20.00%	50,591	41,198	4,142	-2,895
Bel Rom Patru	J40.9114.26052008	Romania	20.00%	20.00%	37,591	33,296	0	-1,242
Bel Rom Fifteen	J32.2027.22941925	Romania	20.00%	20.00%	1,702	2,156	0	-159
Cobelguard ⁽²⁾	0465.761.831	Belgium		39.60%				
Energy & Resources								
Sagar Cements (INR million) ⁽³⁾	L26942AP1981PLC002887	India	15.12%	14.99%	6,540	3,906	7,609	604
Gulf Lime (Dhs 1,000)	411679	Abu Dhabi	35.00%	35.00%	17,620	19,596	1,464	-5,789

⁽¹⁾ AvH's significant control of Promofi (85% Delen, 15% AvH) stems from the partnership between AvH and the Delen family for the joint holding and management of the participation Finaxis.

⁽²⁾ Cobelguard was sold to Securitas in 2011.

⁽³⁾ AvH's right to a representative on the Board of Sagar Cements and a right of veto on changes to aspects including articles of association and purchasing and sales activities, explain why it is included in the consolidation of AvH.

2. Associated participating interests not accounted for using the equity method

(€ 1,000) Name of associated participating interest	Registration nr	Registered office	Beneficial interest% 2011	Reason for exclusion	Total assets	Total liabilities	Turnover	Net result
Marine Engineering & Infrastructure								
Algemene Aannemingen Van Laere								
Proffund	0475.296.317	Belgium	33.33%	⁽¹⁾	3,350	2,591	2,309	-125
Subholdings AvH								
Nivelinvest	0430.636.943	Belgium	25.00%	⁽¹⁾	33,739	26,115	629	2

⁽¹⁾ Investment of negligible significance.

Note 4: business combinations and disposals

(€ 1,000)	ABK	Others	2011	2010
Business combinations				
Non current assets	158,078	5,794	163,872	31,374
Current assets	397,083	1,209	398,292	2,025
Total assets	555,161	7,003	562,164	33,399
Shareholders' equity - group share	79,596	3,652	83,248	3,643
Minority interests	115,488	-6	115,482	
Non current liabilities	117,354	2,109	119,463	21,819
Current liabilities	242,723	1,248	243,971	7,938
Total equity & liabilities	555,161	7,003	562,164	33,399
Total assets	555,161	7,003	562,164	33,399
Total liabilities	-360,077	-3,357	-363,434	-29,756
Minority interests	-115,488	6	-115,482	
Net assets	79,596	3,652	83,248	3,643
Net goodwill	-35,471	1,139	-34,332	984
Acquisition price	44,125	4,791	48,916	4,627

At the end of January 2011, Bank J. Van Breda & C° announced it was issuing a friendly and conditional counterbid for the Antwerps Beroepskrediet. A controlling interest of 40.8% (87.33% of the voting rights) was initially acquired on 20 May 2011. Taking into account the necessary provisions and the application of IFRS rules on first consolidation, equity as at 31 May 2011 amounted to approximately 195 million euros (or 79.6 million euros Van Breda's share) and a negative goodwill of 35.5 million euros (AvH share: 27.9 million euros) was recognised. After the closure of the public bid and a subsequent capital increase, Bank J. Van Breda & C° increased its participation in ABK to 91.76%, in which the difference (89 million euros) between the purchase price and carrying amount was accounted for directly in equity (AvH share: 70.1 million euros)

ABK's contribution to the consolidated net result of the 2011 financial year amounted to 33.5 million euros, specifically the negative goodwill of 35.5 million euros less the loss of 2 million euros. If ABK had been consolidated with effect from 1 January 2011, the contribution to net result of Bank J. Van Breda & C° would have amounted to 6 million euros, on the basis of the 91.76% interest in ABK, with the AvH group's share being 4.7 million euros. Statutory provisions and its Articles of Association restrict ABK's options to distribute earnings to the shareholders. More information about the acquisition can be found in the acquisition prospectus which can be consulted on the website www.bankvanbreda.be.

In 2011, Anima Care acquired two residential care centres, together accounting for 111 beds ("Le Clos du Trimbleu" in Blegny with 47 beds and "Huize Zevenbronnen" in Landen with 64 beds). Furthermore, through a business combination, Anima Care acquired an additional site in Kasterlee with the intention of building a new retirement home.

The residential care centre in Blegny contributed for 12 months, and the centre in Landen with effect from the second quarter of 2011. The contribution to the consolidated net result for 2011 amounted to 0.2 million euros. If the companies had been consolidated with effect from 1 January 2011, the contribution to the net result would have amounted to 0.3 million euros. These care centres achieve annual turnover of 4.4 million euros.

Note 5: segment information - income statement 2011

(€ 1,000)	Segment 1 Marine Engineering & Infrastructure	Segment 2 Private Banking	Segment 3 Real Estate, Leisure & Senior Care	Segment 4 Energy & Resources	Segment 5 Development Capital	Segment 6 AvH & subholdings	Eliminations between segments	Total 2011
Revenue	150,165	162,271	75,181	189	6	4,136	-2,753	389,196
Rendering of services	12,539		15,351	189		3,819	-2,740	29,159
Lease revenue		7,988	1,404					9,392
Real estate revenue			40,679					40,679
Interest income - banking activities		125,448						125,448
Commissions receivable - banking activities		26,901						26,901
Revenue from construction contracts	135,360		13,553					148,913
Other operating revenue	2,266	1,934	4,194		6	317	-13	8,704
Other operating income	63	789	772	0	10,816	3,450	-1,686	14,205
Interest on financial fixed assets - receivables			57		2,623	1,153	-602	3,230
Dividends	63	789	715		8,152	1,131		10,851
Government grants								0
Other operating income					41	1,166	-1,083	123
Operating expenses (-)	-145,266	-144,351	-46,386	-59	-6,431	-9,158	3,836	-347,814
Raw materials and consumables used (-)	-94,793		-14,334					-109,127
Changes in inventories of finished goods, raw materials & consumables (-)	135		-619					-484
Interest expenses Bank J.Van Breda & C° (-)		-71,642						-71,642
Employee expenses (-)	-25,351	-35,416	-12,433			-2,790		-75,990
Depreciation (-)	-3,818	-3,061	-1,640		-2	-698		-9,219
Impairment losses (-)	-10	-11,447	62		-1,805	788		-12,411
Other operating expenses (-)	-21,501	-22,862	-17,390	-59	-4,623	-6,958	3,836	-69,558
Provisions	72	76	-32			500		616
Profit (loss) from operating activities	4,963	18,709	29,568	130	4,391	-1,572	-602	55,587
Profit (loss) on assets/liabilities designated at fair value through profit and loss	0	-1,365	-7,693	0	440	0		-8,618
Development capital					440			440
Financial assets held for trading		-444						-444
Investment property			-6,573					-6,573
Derivative financial instruments		-921	-1,120					-2,041
Profit (loss) on disposal of assets	214	-1,892	623	0	587	7,020		6,552
Realised gain (loss) on intangible and tangible assets	120	90	17			-9		218
Realised gain (loss) on investment property			534					534
Realised gain (loss) on financial fixed assets	94		73		587	3,747		4,501
Realised gain (loss) on other assets		-1,982				3,281		1,299
Finance income	692	15,756	3,114	2	922	961	-1,020	20,426
Interest income	474	15,750	1,651	2	922	949	-1,020	18,727
Other finance income	218	7	1,463			12		1,699
Finance costs (-)	-945	-4,009	-15,421	-9	-132	-3,091	1,623	-21,985
Interest expenses (-)	-781	-3,986	-9,559	-9	-122	-1,498	1,623	-14,332
Other finance costs (-)	-165	-23	-5,863		-9	-1,593		-7,653
Share of profit (loss) from equity accounted investments	51,503	57,423	3,787	20,665	3,104	402		136,884
Negative goodwill	0	35,472	0	0	0	0		35,472
Other non-operating income	89	0	61	0	2	31		183
Other non-operating expenses (-)	0	0	-79	0	0	-94		-173
Profit (loss) before tax	56,516	120,093	13,960	20,788	9,315	3,656	0	224,328
Income taxes	-1,440	-7,700	-687	-83	-5	-38		-9,952
Deferred taxes	-819	2,826	-94					1,913
Current taxes	-621	-10,526	-593	-83	-5	-38		-11,865
Profit (loss) after tax from continuing operations	55,077	112,394	13,274	20,706	9,310	3,617	0	214,376
Profit (loss) after tax from discontinued operations								
Profit (loss) of the period	55,077	112,394	13,274	20,706	9,310	3,617	0	214,376
Minority interests	516	24,251	8,804	1,679	1,619	0		36,870
Share of the group	54,561	88,142	4,470	19,026	7,690	3,617		177,506

Comments on the segment information - income statement 2011

The profit from operating activities (K€ 55,587) is composed exclusively of contributions from the fully consolidated participations. The Private Banking segment includes the income and expenses from Antwerps Beroepskrediet (ABK – acquired by Bank J.Van Breda & C°) as from 1 June 2011.

This decrease in profit attributable to the Real Estate, Leisure & Senior Care segment results from the lower land sales by Extensa, and from the decline in rental income of Leasinvest Real Estate after the sale in 2010 of the buildings of Axxess Business Park and Louise 250. Bank J.Van Breda & C° also contributed to the decrease as a result of impairments that were recognised in 2011 on the Greek government bonds (K€ 7,596) and as a result of other impairments on assets from the investment portfolio of the acquired ABK.

The profit (loss) on assets/liabilities designated at fair value through profit and loss in 2011 mainly resulted from the unfavourable development of the market value of the real estate portfolio of Leasinvest Real Estate and the mark-to-market value adjustment that was applied to financial assets. As a result of the ultimately limited value development in the Development Capital segment, the effect of this is much smaller than was the case in 2010.

The profit on disposal of assets in 2011, mainly related to the sale of 155,000 KBC shares from the investment portfolio of AvH & subholdings, the capital gain realised on the sale of the participation in D&S Holding, and other gains and losses on fixed assets.

Changes in the finance costs and finance income items are largely explained by the integration of ABK with effect from 1 June 2011, and the higher interest and other finance costs in the segment of Real Estate, Leisure & Senior Care (Extensa, Leasinvest Real Estate, and Anima Care). These finance costs actually also contain costs that were incurred for hedging against a rise in market interest rates.

The share of profit (loss) from equity accounted investments item contains the contributions from the companies accounted for using the equity method. This item includes the contributions from a.o. DEME, Delen Investments, Groupe Financière Duval, Sipef, Groupe Flo, etc.

The negative goodwill of K€ 35,472 is the amount of negative goodwill that was recognised by Bank J.Van Breda & C° with the acquisition of control over ABK in the first half-year of 2011. This amount includes the minority interests; the group's share of this amounts to K€ 27,934. The negative goodwill incurred with the subsequent increase of participation in ABK was accounted for directly in equity and was not recognised in the income statement.

The taxes item, of course, only relates to the taxes of the fully consolidated participations. A significant portion of the consolidated result of AvH is realised at the level of companies recognised using the equity method. Because the contribution from these participations is summarised on one line, the tax expense for these companies is not visible in AvH's consolidated accounts.

The minority interest in the group's results is attributable to the minority interests of fully consolidated participations. This mainly concerns Finaxis, Leasinvest Real Estate, NMP, Ligno Power and Sofinim.

Marine Engineering & Infrastructure: contribution to AvH group results: 54.6 million euros

With 52.1 million euros, DEME (AvH 50%) provided the largest contribution to this segment. DEME's contribution was included using the equity accounting method because DEME is a participation over which AvH exercises joint control. The full contribution of DEME is therefore grouped on the line "share of profit(loss) from equity accounted investments". Rent-A-Port (AvH 45%) is also included using the equity accounting method. The consolidated accounts of Algemene Aannemingen Van Laere (AvH 100%) and Nationale Maatschappij der Pijpleidingen (AvH 75%) are consolidated in full.

Private Banking: contribution to AvH group results: 88.1 million euros

Finaxis group (AvH 78.75%), which includes the contributions from Delen Investments and Bank J.Van Breda & C°, represents the lion's share of this segment. Bank J.Van Breda & C° was fully consolidated via Finaxis while the results of Delen Investments were processed in accordance with the equity accounting method. The insurance group ASCO-BDM (AvH 50%) was also entered in the books using the equity accounting method.

Real Estate, Leisure & Senior Care: contribution to AvH group results: 4.5 million euros

Pursuant to the shareholders' agreement between Axa Belgium and Extensa, the real estate investment trust Leasinvest Real Estate - LRE (AvH 30.01%) is under the exclusive control of AvH and is therefore fully included in consolidation. In this segment also Extensa (AvH 100%), and Anima Care (AvH 100%) are fully consolidated while Groupe Financière Duval (AvH 39.2%) is entered in the books using the equity method.

Energy & Resources: contribution to AvH group results: 19.0 million euros

Sipef (26.7%), Oriental Quarries & Mines (50%), Max Green (18.9%) and the Henschel group (50%) are all jointly controlled participations, and are therefore included according to the equity accounting method. The minority interest of 15.1% in Sagar Cements and Gulf Lime (35%) are also listed in this way in AvH's consolidated accounts.

Development Capital: contribution to AvH group results: 7.7 million euros

AvH is active in "Development Capital" via Sofinim (26% minority stake held by NPM-Capital) on the one hand, and via GIB (jointly controlled subsidiary with Nationale Portefeuille Maatschappij) on the other. GIB and the participations held via GIB (Groupe Flo and Trasys Group) were processed using the equity accounting method. Participations in Sofinim's development capital portfolio were valued at fair value while fluctuations in fair value were entered in the results under the 'Development capital' item.

AvH & subholdings: contribution to AvH group results: 3.6 million euros

In addition to operational costs, the contribution from AvH & subholdings is influenced to a large extent by possible capital gains from the sale of shares.

Further to the above please refer to the separate enclosure 'Key figures 2011' in which results by segment are discussed in detail.

Note 5: segment information - assets 2011

(€ 1,000)	Segment 1 Marine Engineering & Infrastructure	Segment 2 Private Banking	Segment 3 Real Estate, Leisure & Senior Care	Segment 4 Energy & Resources	Segment 5 Development Capital	Segment 6 AvH & subholdings	Eliminations between segments	Total 2011
I. Non-current assets	418,531	2,691,204	663,912	153,799	410,851	54,668	-3,080	4,389,885
Intangible assets	35	4,467	2,104					6,606
Goodwill	1,890	137,770	2,478					142,139
Tangible assets	26,632	31,320	33,975		2	12,384		104,312
Investment property	11,332		506,024					517,356
Participations accounted for using the equity method	372,716	375,970	84,160	153,799	35,171	2,534		1,024,351
Financial fixed assets	5,367	53	22,766		375,678	37,401	-3,080	438,185
Development capital participations					331,573			331,573
Available for sale financial fixed assets	387	1	22,349			26,834		49,572
Receivables and warranties	4,979	52	417		44,105	10,568	-3,080	57,040
Non current hedging instruments	1	2,006	1,946					3,953
Amounts receivable after one year	136	77,380	8,004					85,521
Finance lease receivables		77,380	7,866					85,246
Other receivables	136		138					275
Deferred tax receivables	423	11,002	2,454			2,349		16,228
Banks - receivables from credit institutions and clients after one year		2,051,236						2,051,236
II. Current assets	116,565	1,798,016	110,363	342	74,840	105,946	-82,152	2,123,919
Inventories	2,579		16,627					19,206
Amounts due from customers under construction contracts	5,420		23,122					28,542
Investments		624,733	362			18,768		643,864
Available for sale financial assets		621,380	362			18,768		640,511
Financial assets held for trading		3,353						3,353
Current hedging instruments		1,812						1,812
Amounts receivable within one year	75,305	39,645	47,741	39	62,438	23,322	-82,091	166,400
Trade receivables	56,474		10,969	30		2,704	-2,001	68,176
Finance lease receivables		38,973	369					39,342
Other receivables	18,831	672	36,403	9	62,438	20,618	-80,089	58,882
Current tax receivables	34		1,005		10	550		1,589
Banks - receivables from credit institutions and clients within one year		951,482						951,482
Cash and cash equivalents	33,093	157,044	20,770	302	10,987	62,699		284,896
Time deposits for less than three months	11,234	75	13,834	260	10,592	61,543		97,539
Cash	21,858	156,969	6,936	42	395	1,156		187,357
Deferred charges and accrued income	133	23,299	735		1,406	607	-61	26,118
III. Assets held for sale			2,859					2,859
TOTAL ASSETS	535,096	4,489,220	777,133	154,141	485,691	160,614	-85,232	6,516,663

The goodwill that was not allocated to the segments in 2010, and which was therefore recognised under 'AvH & subholdings', is now allocated to the segments to which the goodwill relates, with effect from the 2011 financial year and in the corresponding comparative figures for 2010. The total amount of goodwill recognised in the balance sheet as a result of this new breakdown remains unchanged.

(€ 1,000)	Marine Engineering & Infrastructure	Private Banking	Real Estate, Leisure & Senior Care	Energy & Resources	Development Capital	AvH & subholdings	Eliminations between segments	Total 2011
Segment information - pro forma turnover								
Turnover EU member states	612,958	334,868	243,140	86,210	961,384	3,872	-5,914	2,236,516
Other European countries	70,670	387	10,587	7,194	71,189			160,027
Rest of the world	349,682			52,169	282,038			683,890
TOTAL	1,033,311	335,255	253,727	145,573	1,314,611	3,872	-5,914	3,080,433

The pro forma turnover comprises the turnover of all participations held by the AvH group, and therefore deviates from the turnover as reported in the legal IFRS consolidation drawn up on the basis of the consolidation scope reported on p. 132-136. In this pro forma presentation, all (exclusive) control interests are incorporated in full and the other interests proportionally.

Note 5: segment information - equity and liabilities 2011

(€ 1,000)	Segment 1 Marine Engineering & Infrastructure	Segment 2 Private Banking	Segment 3 Real Estate, Leisure & Senior Care	Segment 4 Energy & Resources	Segment 5 Development Capital	Segment 6 AvH & subholdings	Eliminations between segments	Total 2011
I. Total equity	433,760	915,275	354,967	149,631	472,512	38,849		2,364,994
Shareholders' equity - group share	426,655	739,190	172,021	147,127	358,794	38,844		1,882,631
Issued capital						113,907		113,907
Share capital						2,295		2,295
Share premium						111,612		111,612
Consolidated reserves	434,832	740,327	172,976	149,628	358,926	-67,759		1,788,930
Revaluation reserves	-8,177	-1,137	-955	-2,500	-132	10,069		-2,832
Securities available for sale		3,045	2,953	46	-1	10,069		16,112
Hedging reserves	-11,689	-5,805	-3,249		-131			-20,875
Translation differences	3,512	1,623	-659	-2,546				1,930
Treasury shares (-)						-17,375		-17,375
Minority interests	7,105	176,085	182,946	2,504	113,718	5		482,364
II. Non-current liabilities	24,099	686,857	231,064	4,400	2,786	2,095	-3,080	948,220
Provisions	342	33	2,520		125	1,500		4,521
Pension liabilities	391	3,085				330		3,806
Deferred tax liabilities	4,440	40,360	6,782			230		51,812
Financial debts	18,634	83,583	207,324	4,400		35	-3,080	310,896
Bank loans	18,631		206,110					224,741
Subordinated loans		83,583		4,400			-3,080	84,903
Finance leases	3		19			35		57
Other financial debts			1,194					1,194
Non-current hedging instruments	64	15,449	13,836					29,350
Other amounts payable after one year	227	5,318	601		2,661			8,807
Banks - debts to credit institutions, clients & securities		539,029						539,029
III. Current liabilities	77,237	2,887,088	191,102	110	10,393	119,671	-82,152	3,203,448
Provisions			27					27
Pension liabilities		131						131
Financial debts	9,541	8,423	161,913		6,950	111,128	-79,073	218,881
Bank loans	-9,540		56,387					65,927
Subordinated loans		8,423						8,423
Finance leases	1		6			16		22
Other financial debts			105,520		6,950	111,112	-79,073	144,509
Current hedging instruments		3,214						3,214
Amounts due to customers under construction contracts	12,234							12,234
Other amounts payable within one year	55,070	8,753	12,779	14	1,490	8,204	-1,421	84,890
Trade payables	48,022	10	5,943	12	220	515	-405	54,317
Advances received on construction contracts	2,278		150					2,429
Amounts payable regarding remuneration and social security	2,830	7,783	2,064	2	270	1,964		14,912
Other amounts payable	1,940	960	4,622		1,000	5,726	-1,016	13,232
Current tax payables	70	7,493	837	85	2	10		8,497
Banks - debts to credit institutions, clients & securities		2,830,165						2,830,165
Accrued charges and deferred income	322	28,909	15,546	11	1,951	329	-1,657	45,411
IV. Liabilities held for sale								0
TOTAL EQUITY AND LIABILITIES	535,096	4,489,220	777,133	154,141	485,691	160,614	-85,232	6,516,663

Note 5: segment information - cash flow statement 2011

(€ 1,000)	Segment 1	Segment 2	Segment 3	Segment 4	Segment 5 & 6	Eliminations between segments	Total 2011
	Marine Engineering & Infrastructure	Private Banking	Real Estate, Leisure & Senior Care	Energy & Resources	AvH, subhold. & Development Capital		
I. Cash and cash equivalents, opening balance	25,252	36,583	29,034	389	77,305		168,562
Profit (loss) from operating activities	4,963	18,709	29,568	130	2,819	-602	55,587
Dividends from participations accounted for using the equity method	483	16,111		2,786	22,065		41,445
Other non-operating income (expenses)		35,472	-18		31		35,485
Income taxes	-1,440	-7,700	-687	-83	-43		-9,952
Non-cash adjustments							
Depreciation	3,818	3,061	1,640		700		9,219
Impairment losses	10	11,443	-62		1,863		13,253
Share based payment	87	261	116		738		1,202
(Decrease) increase of provisions	-27	12	-1,119		-500		-1,634
(Decrease) increase of deferred taxes	819	-2,826	94		1		-1,913
Other non-cash expenses (income)	-58	-35,655	66		-117		-35,764
Cash flow	8,655	38,888	29,597	2,833	27,555	-602	106,927
Decrease (increase) of working capital	3,502	117,473	-10,011	-6,936	9,982	100	114,110
Decrease (increase) of inventories and construction contracts	3,411		-12,553				-9,142
Decrease (increase) of amounts receivable	-16,708	4,503	3,795	6	4,074	100	-4,230
Decrease (increase) of receivables from credit institutions and clients (banks)		-170,615					-170,615
Increase (decrease) of liabilities (other than financial debts)	16,697	-13,026	-1,799	-6,957	6,264		1,178
Increase (decrease) of debts to credit institutions, clients & securities (banks)		293,815					293,815
Decrease (increase) other	103	2,796	547	15	-356		3,104
Cash flow from operating activities	12,157	156,361	19,587	-4,103	37,537	-502	221,037
Investments	-18,638	-778,267	-39,236	-23,687	-29,439	3,080	-886,187
Acquisition of intangible and tangible assets	-5,759	-4,937	-4,194		-184		-15,074
Acquisition of investment property	-5,843		-24,034				-29,877
Acquisition of financial fixed assets	-4,904	-57,946	-10,985	-23,687	-10,462		-107,985
New amounts receivable	-2,132		-6		-14,589	3,080	-13,648
Acquisition of investments		-715,384	-16		-4,204		-719,604
Divestments	425	762,173	8,440	0	58,686	-13,900	815,824
Disposal of intangible and tangible assets	167	350	116		28		661
Disposal of investment property			7,700				7,700
Disposal of financial fixed assets			72		31,865		31,937
Reimbursements of amounts receivable	258		513		18,000	-13,900	4,871
Disposal of investments		761,823	39		8,794		770,656
Cash flow from investing activities	-18,213	-16,094	-30,796	-23,687	29,247	-10,820	-70,363
Financial operations							
Interest received	474	21,254	1,651	2	1,100	-1,020	23,460
Interest paid	-781	-3,986	-9,559	-9	-849	1,623	-13,560
Other financial income (costs)	53	-17	-4,400		-1,262		-5,625
Decrease (increase) of treasury shares					-1,067		-1,067
(Decrease) increase of financial debts	10,646	-15,142	24,231	4,400	-5,490	10,720	29,365
Distribution of profits					-51,330		-51,330
Dividends paid to minority interests	-1,350	-25,535	-11,572		18,701		-19,756
Cash flow from financial activities	9,043	-23,426	352	4,393	-40,197	11,322	-38,513
II. Net variation in cash and cash equivalents	2,987	116,841	-10,857	-23,397	26,588	0	112,161
Transfer between segments	4,793		2,065	23,349	-30,206		0
Change in consolidation scope or method	61	3,621	387				4,070
Impact of exchange rate changes on cash and cash equivalents			142	-39			103
III. Cash and cash equivalents - ending balance	33,093	157,044	20,770	302	73,686	0	284,896

Comments on the segment information - cash flow statement 2011

The cash flow of K€ 106,927 is mainly composed of the operating result of the fully consolidated participations, and of the dividends received from the participations accounted for using the equity method. The operating result in 2011 was lower than in 2010 due to lower operating results in the Real Estate, Leisure & Senior Care, and Private Banking segments. The latter is largely attributable to impairments of K€ 7,596 on Greek government bonds and impairments in the investment portfolio of ABK. These costs were added back under 'adjustments for non-cash items'. In the Real Estate, Leisure & Senior Care segment, the decrease is the outcome of the lower land sales by Extensa and the lower rental income at Leasinvest Real Estate.

Despite lower operating results, the cash flow, including dividends received and adjustments for noncash items, was higher than in 2010 as a result of higher dividends from participations accounted for using the equity method, and the non-cash nature of the impairments that put pressure on the operating result. The negative goodwill that was realised as a result of the first consolidation of the participation in ABK was neutralised at this level and has no effect on the cash.

The decrease in working capital was largely determined by the increase in customer deposits at Bank J. Van Breda & C°, which is larger than the increase in the credit volume.

On balance, the AvH group invested K€ 70,363 more than it divested. The real estate investments mainly concern i) Van Laere's investment in the State Archives project in Bruges, which should be completed during the course of 2012, ii) at Leasinvest Real Estate

mainly the purchase of the receivables from Brixton Business Park of Redevco and phase 2 of Canal Logistics.

The largest investments in the acquisition of financial assets relate to i) the acquisition of an interest of 91.76% in ABK by Bank J. Van Breda & C°, ii) AvH increasing its participation in Sipef and Sagar Cements, and iii) Sofinim increasing its interest in Egemin International.

The acquisition of short-term investments in the Private Banking segment for K€ 715,384 must be viewed against an amount of K€ 761,823 from the disposal of short-term investments.

The other divestments relate primarily to the sale of a building in Zwijndrecht from the portfolio of Leasinvest Real Estate and the sale of financial assets by AvH & subholdings. The most significant transactions that must be disclosed in this respect are the sale of a 39.6% shareholding in D&S Holding (Cobelguard), the sale of the participation in Alcofina and some smaller transactions.

'AvH & subholdings' continued reducing its investment portfolio in 2011. Furthermore, this segment received K€ 18,000 in loan repayments, while new loans were granted worth K€ 14,589. For example, Extensa repaid a subordinated loan of K€ 13,900 to AvH and Sofinim granted Hertel a subordinated loan of K€ 7,500.

The financing cash flow was a negative K€ 38,513 in 2011, but includes the AvH dividend payment of K€ 51,330 (€ 1.55 per share, adjusted for treasury shares).

Evolution of the cash position of the AvH group 2007-2011⁽¹⁾

€ millions	2011	2010	2009	2008	2007
Treasury shares	18.8	17.8	15.4	12.7	11.3
Other investments					
- portfolio shares	18.8	26.6	28.8	39.2	225.9
- term deposits	72.6	77.3	89.4	99.7	166.2
Cash	1.9	1.2	2.8	1.5	3.6
Financial debts	-39.1	-45.1	-14.3	-46.6	-43.3
Net cash position	73.0	77.7	122.1	106.4	363.6

⁽¹⁾Includes the cash and financial debts to credit institutions and to financial markets of the consolidated companies recorded in the segment 'AvH & subholdings' and 'Development Capital', and the cash of GIB (50%) and Finaxis.

Note 5: segment information - assets 2010

(€ 1,000)	Segment 1 Marine Engineering & Infrastructure	Segment 2 Private Banking	Segment 3 Real Estate, Leisure & Senior Care	Segment 4 Energy and materials	Segment 5 Development Capital	Segment 6 AvH & subholdings	Eliminations between segments	Total 2010
I. Non-current assets	376,695	2,345,875	639,043	120,432	396,234	61,937	-13,900	3,926,316
Intangible assets	20	3,291	68					3,379
Goodwill	1,890	137,770	1,508					141,168
Tangible assets	26,504	29,314	27,656		3	12,947		96,424
Investment property	2,749		498,653					501,403
Participations accounted for using the equity method	341,741	356,638	94,842	120,432	31,126	2,797		947,575
Financial fixed assets	3,398	33	523		365,106	43,726	-13,900	398,886
Development capital participations					326,187			326,187
Available for sale financial fixed assets	398	1	181			22,756		23,336
Receivables and warranties	3,001	32	343		38,918	20,970	-13,900	49,364
Non current hedging instruments		5,629	3,403					9,032
Amounts receivable after one year	140	76,128	8,919			120		85,306
Finance lease receivables		76,128	8,235					84,363
Other receivables	140		683			120		943
Deferred tax receivables	253	4,177	3,470			2,347		10,247
Banks - receivables from credit institutions and clients after one year		1,732,895						1,732,895
II. Current assets	90,228	1,347,150	124,155	423	84,214	107,215	-76,025	1,677,359
Inventories	4,072		17,872					21,944
Amounts due from customers under construction contracts	2,146		9,323					11,469
Investments		439,044	15,155		1	26,603		480,803
Available for sale financial assets		437,125	15,155		1	26,603		478,884
Financial assets held for trading		1,919						1,919
Current hedging instruments		451						451
Amounts receivable within one year	58,506	44,766	51,067	34	67,369	15,816	-74,626	162,932
Trade receivables	41,499		11,704	30		1,653	-932	53,954
Finance lease receivables		37,554	761					38,315
Other receivables	17,007	7,212	38,602	3	67,369	14,163	-73,694	70,662
Current tax receivables	122	341	1,110		55	414		2,043
Banks - receivables from credit institutions and clients within one year		806,699						806,699
Cash and cash equivalents	25,252	36,583	29,034	389	14,970	62,335		168,562
Time deposits for less than three months	12,739		18,006	90	14,819	61,626		107,281
Cash	12,513	36,583	11,027	299	151	708		61,282
Deferred charges and accrued income	130	19,266	593		1,818	2,048	-1,399	22,457
III. Assets held for sale								0
TOTAL ASSETS	466,923	3,693,024	763,198	120,854	480,448	169,153	-89,925	5,603,675

The goodwill that was not allocated to the segments in 2010, and which was therefore recognised under 'AvH & subholdings', is now allocated to the segments to which the goodwill relates, with effect from the 2011 financial year and in the corresponding comparative figures for 2010. The total amount of goodwill recognised in the balance sheet as a result of this new breakdown remains unchanged.

(€ 1,000)	Marine Engineering & Infrastructure	Private Banking	Real estate, Leisure & Healthcare	Energy & Resources	Development Capital	AvH & subholdings	Eliminations between segments	Total 2010
Segment information - pro forma turnover								
Turnover EU member states	525,102	283,112	215,264	75,258	856,454	2,543	-3,884	1,953,850
Other European countries	47,986	2,046	1,470	2,531	46,951			100,984
Rest of the world	452,269			42,105	208,453			702,827
TOTAL	1,025,356	285,158	216,735	119,894	1,111,858	2,543	-3,884	2,757,661

The pro forma turnover comprises the turnover of all participations held by the AvH group, and therefore deviates from the turnover as reported in the legal IFRS consolidation drawn up on the basis of the consolidation scope reported on p. 132-136. In this pro forma presentation, all (exclusive) control interests are incorporated in full and the other interests proportionally.

Note 5: segment information - equity and liabilities 2010

(€ 1,000)	Segment 1 Marine Engineering & Infrastructure	Segment 2 Private Banking	Segment 3 Real estate, Leisure & Healthcare	Segment 4 Energy & Resources	Segment 5 Development Capital	Segment 6 AvH & subholdings	Eliminations between segments	Total 2010
I. Total equity	400,151	743,813	376,171	113,802	468,262	51,177		2,153,375
Shareholders' equity - group share	393,224	616,709	183,713	111,942	354,597	51,165		1,711,350
Issued capital						113,907		113,907
Share capital						2,295		2,295
Share premium						111,612		111,612
Consolidated reserves	393,849	618,285	182,223	114,179	355,015	-49,490		1,614,061
Revaluation reserves	-625	-1,576	1,490	-2,237	-417	5,063		1,697
Securities available for sale		4,628	2,334	39	-1	5,063		12,063
Hedging reserves	-3,347	-7,182	-193		-417			-11,138
Translation differences	2,721	978	-652	-2,276				772
Treasury shares (-)						-18,315		-18,315
Minority interests	6,927	127,105	192,458	1,860	113,665	12		442,026
II. Non-current liabilities	20,265	437,348	188,386		250	2,749	-13,900	635,099
Provisions	370	109	2,878		125	2,000		5,481
Pension liabilities	449	1,236				472		2,157
Deferred tax liabilities	3,461	1,219	6,774			226		11,681
Financial debts	15,845	89,543	174,374			51	-13,900	265,913
Bank loans	15,842		155,784					171,626
Subordinated loans		89,543	13,900				-13,900	89,543
Finance leases	3					51		54
Other financial debts			4,690					4,690
Non-current hedging instruments		20,247	3,986					24,233
Other amounts payable after one year	140	5,057	374		125			5,697
Banks - debts to credit institutions, clients & securities		319,937						319,937
III. Current liabilities	46,507	2,511,863	198,640	7,053	11,936	115,226	-76,025	2,815,200
Provisions								0
Pension liabilities		114						114
Financial debts	1,684	17,605	169,219	0	6,800	111,002	-72,694	233,615
Bank loans	1,683		38,930					40,613
Subordinated loans		17,605						17,605
Finance leases	1					15		15
Other financial debts			130,288		6,800	110,987	-72,694	175,382
Current hedging instruments	32	1,382						1,414
Amounts due to customers under construction contracts	6,042							6,042
Other amounts payable within one year	38,411	8,998	13,977	7,004	2,082	3,833	-1,282	73,022
Trade payables	32,704	7	5,678	3	281	482	-282	38,872
Advances received on construction contracts	2,499		45					2,544
Amounts payable regarding remuneration and social security	2,654	8,557	2,021	1	338	1,847		15,418
Other amounts payable	555	434	6,233	7,000	1,463	1,504	-1,000	16,188
Current tax payables	122	9,454	722	46	0	5		10,349
Banks - debts to credit institutions, clients & securities		2,449,994						2,449,994
Accrued charges and deferred income	217	24,316	14,723	3	3,055	386	-2,049	40,650
IV. Liabilities held for sale								0
TOTAL EQUITY AND LIABILITIES	466,923	3,693,024	763,198	120,854	480,448	169,153	-89,925	5,603,675

Note 5: segment information - income statement 2010

(€ 1,000)	Segment 1 Marine Engineering & Infrastructure	Segment 2 Private Banking	Segment 3 Real Estate, Leisure & Senior Care	Segment 4 Energy & Resources	Segment 5 Development Capital	Segment 6 AvH & subholdings	Eliminations between segments	Total 2010
Revenue	125,704	141,486	70,114	233	62	3,859	-2,755	338,703
Rendering of services	12,321		8,808	230		2,485	-1,547	22,298
Lease revenue		8,495	1,839					10,334
Real estate revenue			48,778					48,778
Interest income - banking activities		105,389						105,389
Commissions receivable - banking activities		25,546						25,546
Revenue from construction contracts	110,689		5,909					116,598
Other operating revenue	2,694	2,056	4,780	3	62	1,375	-1,208	9,761
Other operating income	0	726	799	0	8,715	4,138	-2,377	12,001
Interest on financial fixed assets - receivables					2,661	2,093	-1,294	3,460
Dividends		726	614		6,013	871		8,224
Government grants			184					184
Other operating income					41	1,174	-1,083	132
Operating expenses (-)	-122,778	-115,019	-35,070	-77	-5,650	-10,573	3,838	-285,329
Raw materials and consumables used (-)	-78,025		-7,533					-85,558
Changes in inventories of finished goods, raw materials & consumables (-)	519		-1,129					-609
Interest expenses Bank J.Van Breda & C° (-)		-57,479						-57,479
Employee expenses (-)	-23,522	-32,143	-8,681			-3,036		-67,382
Depreciation (-)	-3,795	-2,662	-1,491		-12	-707		-8,665
Impairment losses (-)	230	-3,826	-96		-1,393	-21		-5,106
Other operating expenses (-)	-18,252	-18,849	-16,026	-77	-4,245	-6,999	3,838	-60,611
Provisions	68	-60	-116			190		82
Profit (loss) from operating activities	2,927	27,193	35,842	156	3,128	-2,576	-1,294	65,375
Profit (loss) on assets/liabilities designated at fair value through profit and loss	0	-751	-7,881	0	8,712	0		80
Development capital					8,712			8,712
Financial assets held for trading		-15						-15
Investment property			-10,768					-10,768
Derivative financial instruments		-736	2,887					2,151
Profit (loss) on disposal of assets	143	109	2,083	0	932	3,535		6,801
Realised gain (loss) on intangible and tangible assets	143	4	-78		-11	9		67
Realised gain (loss) on investment property			2,212					2,212
Realised gain (loss) on financial fixed assets			-52		924	82		955
Realised gain (loss) on other assets		105			18	3,443		3,567
Finance income	630	13,516	2,302	0	579	1,156	-393	17,791
Interest income	285	13,516	1,756		313	747	-393	16,224
Other finance income	345		546		266	410		1,567
Finance costs (-)	-797	-4,320	-15,273	0	-86	-1,969	1,687	-20,758
Interest expenses (-)	-636	-4,320	-8,185		-77	-822	1,687	-12,353
Other finance costs (-)	-162		-7,088		-9	-1,146		-8,405
Share of profit (loss) from equity accounted investments	56,915	55,388	2,665	17,227	3,175	55		135,425
Other non-operating income	4	0	146	0	0	276		426
Other non-operating expenses (-)	0	0	-54	0	0	-82		-136
Profit (loss) before tax	59,821	91,135	19,831	17,382	16,440	394	0	205,005
Income taxes	-654	-10,581	-739	-46	0	-11		-12,031
Deferred taxes	134	-136	34			-16		17
Current taxes	-788	-10,445	-773	-46		5		-12,048
Profit (loss) after tax from continuing operations	59,167	80,554	19,092	17,336	16,440	384	0	192,974
Profit (loss) after tax from discontinued operations								0
Profit (loss) of the period	59,167	80,554	19,092	17,336	16,440	384	0	192,974
Minority interests	493	16,940	10,468	810	3,458	0		32,169
Share of the group	58,674	63,614	8,625	16,526	12,982	384		160,804

Note 5: segment information - cash flow statement 2010

(€ 1,000)	Segment 1	Segment 2	Segment 3	Segment 54	Segment 5 & 6	Eliminations between segments	Total 2010
	Marine Engineering & Infrastructure	Private Banking	Real Estate, Leisure & Senior Care	Energy & Resources	AvH, subhold. & Development Capital		
I. Cash and cash equivalents, opening balance	28,460	62,295	7,591	166	90,851		189,364
Profit (loss) from operating activities	2,927	27,193	35,842	156	552	-1,294	65,375
Dividends from participations accounted for using the equity method	187	13,400		93	17,350		31,030
Other non-operating income (expenses)	4		92		276		372
Income taxes	-654	-10,581	-739	-46	-11		-12,031
Non-cash adjustments							
Depreciation	3,795	2,662	1,491		718		8,665
Impairment losses	-230	3,822	175		1,414		5,181
Share based payment	11	703			544		1,258
(Decrease) increase of provisions	188	253	50		-190		301
(Decrease) increase of deferred taxes	-134	136	-34		16		-17
Other non-cash income (expenses)	-10	688	-1,118		-51		-491
Cash flow	6,083	38,276	35,759	202	20,618	-1,294	99,644
Decrease (increase) of working capital	-1,711	-169,584	-6,353	-1,488	-13,082	50	-192,168
Decrease (increase) of inventories and construction contracts	3,962		7,318				11,280
Decrease (increase) of amounts receivable	9,867	-3,493	-8,208	-34	-13,981	50	-15,799
Decrease (increase) of receivables from credit institutions and clients (banks)		-303,601					-303,601
Increase (decrease) of liabilities (other than financial debts)	-15,373	5,209	-3,724	-1,458	-696		-16,042
Increase (decrease) of debts to credit institutions, clients & securities (banks)		126,859					126,859
Decrease (increase) other	-167	5,442	-1,739	4	1,596		5,136
Cash flow from operating activities	4,372	-131,308	29,406	-1,286	7,536	-1,244	-92,524
Investments	-7,945	-553,542	-25,943	-10,726	-21,789	0	-619,946
Acquisition of intangible and tangible assets	-4,603	-3,242	-588		-325		-8,759
Acquisition of investment property			-4,808				-4,808
Acquisition of financial fixed assets	-1,760	-3	-17,118	-10,726	-13,082		-42,690
New amounts receivable	-1,582		-6		-468		-2,056
Acquisition of investments		-550,297	-3,422		-7,914		-561,633
Divestments	246	637,872	78,516	0	38,426	0	755,060
Disposal of intangible and tangible assets	181	4	6		76		268
Disposal of investment property			77,400				77,400
Disposal of financial fixed assets	64	788	1,109		19,998		21,960
Reimbursements of amounts receivable			1		9,765		9,767
Disposal of investments		637,080			8,586		645,666
Cash flow from investing activities	-7,699	84,330	52,572	-10,726	16,636	0	135,114
Financial operations							
Interest received	285	19,538	1,756		760	-393	21,946
Interest paid	-636	-4,320	-7,910		-600	1,687	-11,778
Other financial income (costs)	184		-6,817		-763		-7,396
Decrease (increase) of treasury shares					-2,337		-2,337
(Decrease) increase of financial debts	-19	17,662	-48,672	-10	30,621	-50	-468
Distribution of profits					-47,700		-47,700
Dividends paid to minority interests	-1,382	-11,615	-11,290		8,269		-16,017
Cash flow from financial activities	-1,569	21,266	-72,932	-10	-11,749	1,244	-63,750
II. Net variation in cash and cash equivalents	-4,895	-25,712	9,046	-12,023	12,424	0	-21,160
Transfer between segments	1,688		12,037	12,226	-25,951		0
Change in consolidation scope or method			570				570
Impact of exchange rate changes on cash and cash equivalents			-212	19	-19		-212
III. Cash and cash equivalents - ending balance	25,252	36,583	29,034	389	77,305		168,562

Note 6: intangible assets

(€ 1,000)	Patents, trademarks and other rights	Goodwill	Software	Other intangible assets	Total
Movements in intangible assets - financial year 2010					
Intangible assets, opening balance	0	0	2,564	0	2,564
Gross amount	67	2,451	4,197		6,716
Accumulated depreciation (-)	-67	-2,451	-1,633		-4,152
Investments	12		1,445		1,457
Additions through business combinations			16		16
Depreciations (-)			-657		-657
Intangible assets, ending balance	12	0	3,368	0	3,379
Gross amount	32	2,451	5,684		8,167
Accumulated depreciation (-)	-20	-2,451	-2,316		-4,788
Movements in intangible assets - financial year 2011					
Intangible assets, opening balance	12	0	3,368	0	3,379
Gross amount	32	2,451	5,684		8,167
Accumulated depreciation (-)	-20	-2,451	-2,316		-4,788
Investments	27		2,072		2,099
Additions through business combinations		2,048		17	2,065
Depreciations (-)	-7		-926	-3	-936
Foreign currency exchange increase (decrease)			-1		-1
Intangible assets, ending balance	32	2,048	4,511	14	6,606
Gross amount	57	4,658	7,753	28	12,496
Accumulated depreciation (-)	-25	-2,610	-3,241	-14	-5,890

As last year, the investment in the new IT platform at Bank J.Van Breda & C° represents the main item in intangible assets. The goodwill acquired through business combinations primarily consists of the operating licences at the time of the acquisition by Anima Care of two residential care centres in Landen and Blegny, and the operating licences associated with the plot of land acquired in Kasterlee with a view to building a new residential care centre (see note 4 on Business Combinations).

Note 7: goodwill

(€ 1,000)	2011	2010
Movements in goodwill		
Goodwill, opening balance	141,168	140,367
Gross amount - fully consolidated participations	145,231	144,218
Accumulated impairment losses - fully consolidated participations (-)	-4,063	-3,851
Increase of the participating interest		-38
Additions through business combinations	1,139	984
Disposals through business divestiture (-)		-79
Impairments accounted for in the results (-)		-66
Other increase (decrease)	-168	
Goodwill, ending balance	142,139	141,168
Gross amount - fully consolidated participations	145,494	145,231
Accumulated impairment losses - fully consolidated participations (-)	-3,356	-4,063

The goodwill from the acquisition by Anima Care in 2011 of two residential care centres was initially allocated to the related assets on the basis of fair value. The balance amounted to 1.1 million euros. The other decrease of 0.2 million euros concerned a transfer to 'Intangible assets' of the operating licences of the Résidence du Peuplier residential care centre, acquired in 2010.

The goodwill is mainly attributable to Finaxis and also to the subsidiaries held by Van Laere, Anima Care and Bank J.Van Breda & C° (acquisition of inland shipping customers' portfolio in 2007). For completeness: this does not include the goodwill (clients) of 239 million euros in the consolidated balance sheet of Delen Investments, as Delen Investments is recognised according to the equity method. This goodwill mainly results from the acquisition of Capital & Finance in 2007 and JM Finn & Co recently.

Note 8: tangible assets

(€ 1,000)	Land and buildings	Plant, machinery and equipment	Furniture and vehicles	Other tangible assets	Assets under construction & advance payments	Operating lease as lessor (IAS 17)	Total 2010
I. Movements in tangible assets - financial year 2010							
Tangible assets, opening balance	59,755	20,954	3,571	1,379	327	6,426	92,413
Gross amount	75,047	169,189	14,359	2,868	327	10,526	272,316
Accumulated depreciation (-)	-15,292	-148,235	-10,788	-1,489	0	-4,100	-179,904
Investments	2,597	370	1,294	150	2,858		7,269
Additions through business combinations	4,534	77	41				4,652
Disposals (-)		-41	-78				-119
Depreciations (-)	-2,875	-2,810	-1,335	-400		-371	-7,790
Foreign currency exchange increase (decrease)			-1				-1
Other increase (decrease)	44	-2	2		-44		0
Tangible assets, ending balance	64,056	18,549	3,494	1,129	3,141	6,055	96,424
Gross amount	82,680	168,430	14,883	3,018	3,141	10,526	282,678
Accumulated depreciation (-)	-18,624	-149,881	-11,389	-1,889	0	-4,471	-186,254
II. Other information							
Finance leases							
Net carrying amount of tangible assets under finance lease		64					64
Tangible assets acquired under finance lease		81					81

(€ 1,000)	Land and buildings	Plant, machinery and equipment	Furniture and vehicles	Other tangible assets	Assets under construction & advance payments	Operating lease as lessor (IAS 17)	Total 2011
I. Movements in tangible assets - financial year 2011							
Tangible assets, opening balance	64,056	18,549	3,494	1,129	3,141	6,055	96,424
Gross amount	82,680	168,430	14,883	3,018	3,141	10,526	282,678
Accumulated depreciation (-)	-18,624	-149,881	-11,389	-1,889	0	-4,471	-186,254
Investments	4,830	2,709	1,821	580	4,121		14,062
Additions through business combinations	3,497	57	123	1,558	64		5,299
Disposals (-)	-279	-2	-156				-438
Depreciations (-)	-3,251	-2,835	-1,396	-429		-371	-8,281
Foreign currency exchange increase (decrease)			-1				-1
Transfer from (to) other items	387				-3,126		-2,740
Other increase (decrease)			-13				-13
Tangible assets, ending balance	69,240	18,478	3,872	2,839	4,200	5,683	104,312
Gross amount	92,060	171,234	15,975	5,117	4,200	10,526	299,111
Accumulated depreciation (-)	-22,820	-152,756	-12,103	-2,278	0	-4,843	-194,800
II. Other information							
Finance leases							
Net carrying amount of tangible assets under finance lease		73					73
Tangible assets acquired under finance lease		24					24

Tangible fixed assets increased by 7.9 million euros due to investments amounting to 14.1 million euros, assets acquired through business combinations realised by Anima Care and Bank J.Van Breda & C° for 5.3 million euros, and depreciation expenses totalling 8.3 million euros.

The most significant investments were made by Van Laere, including the construction of an underground car park beneath the State Archives in Bruges, and the purchase of equipment. The balance is mainly attributable to the expansion of its network of branches by Bank J.Van Breda & C°, the installation of solar panels by Leasinvest Real Estate on its building in Wommelgem, and the continued expansion of Anima Care's residential care centres.

The construction work on the State Archives in Bruges started in 2010 by Van Laere was transferred to the 'Investment Property' heading in 2011 as a result of the transfer to Leasinvest Real Estate in October 2012.

Note 9: investment property at fair value

(€ 1,000)	Leased buildings	Operating lease as lessor - IAS 40	Development projects	Total 2010
I. Movement in investment property at fair value - financial year 2010				
Investment property, opening balance	544,861	1,840	8,166	554,867
Gross amount	544,861	1,840	8,166	554,867
Investments	3,706		1,104	4,810
Additions through business combinations	20,320		6,420	26,740
Disposals (-)	-75,188			-75,188
Gains (losses) from fair value adjustments	-10,107		-662	-10,768
Transfer from (to) other items	7,190		-7,190	0
Other increase (decrease)	941			941
Investment property, ending balance	491,725	1,840	7,838	501,403
Gross amount	491,725	1,840	7,838	501,403
II. Other information				
Rental income and operating expenses				
Rental income of investment property	36,776	217		36,993
Direct operating expenses (incl. repair & maintenance) of leased buildings	-2,051			-2,051
Direct operating expenses (incl. repair & maintenance) of non leased buildings	-688			-688
Acquisition obligations				
Contractual obligations for the acquisition of investment property			28,258	28,258
Key figures - buildings in portfolio on 31-12-2010 (excluding development projects)				
Contractual rents				36,580
Rental yield (%)				7.45%
Occupancy rate (%)				96.50%
Average duration of the leases till first break (# years)				3.8
				Total 2011
I. Movement in investment property at fair value - financial year 2011				
Investment property, opening balance	491,725	1,840	7,838	501,403
Gross amount	491,725	1,840	7,838	501,403
Investments	19,215		10,662	29,877
Disposals (-)	-7,166			-7,166
Gains (losses) from fair value adjustments	-4,560	-20	-1,992	-6,573
Transfer from (to) other items	7,806		-7,925	-119
Other increase (decrease)	-66			-66
Investment property, ending balance	506,954	1,820	8,582	517,356
Gross amount	506,954	1,820	8,582	517,356
II. Other information				
Breakdown of real estate revenue in the income statement				
Sale of land parcels				2,420
Rental income				34,568
Other real estate services				3,691
				40,679
Rental income and operating expenses				
Rental income of investment property	34,568	274		34,842
Direct operating expenses (incl. repair & maintenance) of leased buildings	-1,913			-1,913
Direct operating expenses (incl. repair & maintenance) of non leased buildings	-747			-747
Acquisition obligations				
Contractual obligations for the acquisition of investment property			17,658	17,658
Assets held for sale				
Transfer of investment property				2,859
Key figures - buildings in portfolio on 31-12-2011 (excluding development projects)				
Contractual rents				36,527
Rental yield (%)				7.18%
Occupancy rate (%)				91.72%
Average duration of the leases till first break (# years)				4.0

The investments totalling 29.9 million euros, for 24.1 million euros concern Leasinvest Real Estate and for the remaining 5.8 million euros relate to Van Laere. In 2011, Leasinvest Real Estate realised the buy-out of a lease from Redevco Belgium, the completion of a shopping center in Diekirch and the second phase of Canal Logistics as well as the redevelopment of The Crescent into a green intelligent building. The investment property of Van Laere concerns the Bruges State Archives construction work that will be transferred to Leasinvest Real Estate in October 2012.

The sale of an office building in Zwijndrecht, the only divestment in 2011, generated a small capital gain of 0.5 million euros for Leasinvest Real Estate.

The variation of minus 6.6 million euros in the fair value of the real estate portfolio of Leasinvest Real Estate is the result of a lower valuation of the buildings by the external real estate expert. The decrease (non-cash) mainly relates to minus 9 million euros in the Belgian portfolio. An increase of 2.4 million euros was noted in Luxembourg.

The 'transfer from (to) other items' heading consists, on one hand, of a transfer of 2.7 million euros from the 'Tangible assets' of the construction costs of the Bruges State Archives at the end of 2010 (see Note 8) and, on the other, of a transfer to the 'Assets held for sale' of 2.8 million euros for the Torenhof business center in Merelbeke.

The purchase obligation relates entirely to Leasinvest Real Estate. The acquisition of the State Archives project in Bruges is anticipated at the end of October 2012 after the provisional completion of the State Archives and the start of the 25-year lease with the Federal Government, represented by the Government Buildings Agency.

The 'Assets held for sale' heading contains the Torenhof business centre in Merelbeke from the real estate portfolio of Leasinvest Real Estate. The transfer of the building from the 'Investment Property' heading to 'Assets held for sale' is based on the commitment of Axxess Certificates to purchase the building at a fixed price of 3.3 million euros after renovation, and to do so before the end of 2012.

Valuation of investment properties

The investment properties are valued at fair value, whereby changes in value are recorded in the income statement.

Leased buildings and project developments

The fair value of leased buildings and project developments is determined annually, based on valuation reports.

Operating leaseings as lessor - IAS 40

Operating leaseings whose purchase option takes into account the market value are qualified as investment properties. In other cases, these contracts are considered to be operating leases in accordance with IAS 17.

Note 10: participations accounted for using the equity method

(€ 1,000)	2011	2010
Participations accounted for using the equity method		
Marine Engineering & Infrastructure	372,716	341,741
Private Banking	375,970	356,638
Real Estate, Leisure & Senior Care	84,160	94,842
Energy & Resources	153,799	120,432
Development Capital	35,171	31,126
AvH & subholdings	2,534	2,797
Total	1,024,351	947,575
Movements in participations accounted for using the equity method		
	Equity value	Goodwill allocated to the equity value
Participations accounted for using the equity method: opening balance	894,571	53,004
Additions	16,919	11,611
Disposals (-)	-4,233	-10,071
Share of profit (loss) from equity accounted investments	136,884	136,884
Foreign currency exchange increase (decrease)	-279	-279
Impact of dividends distributed by the participations (-)	-41,285	-41,285
Transfer (to) from other items	500	-500
Other increase (decrease)	-32,771	-32,771
Participations accounted for using the equity method: ending balance	970,306	54,045
	1,024,351	

Directly held participations accounted for using the equity method

IAS 31 offers the option of including jointly controlled subsidiaries in the consolidated accounts according to the proportional consolidation or the equity method. AvH has opted for the equity method and applies this method to its participations DEME (50%), Rent-A-Port (45%), Holding Groupe Duval (50%), Groupe Financière Duval (39.2%), Delen Investments (78.75%), GIB Group (50%), ASCO-BDM (50%), Sipef (26.7%), Henschel Group (50%), Max Green (18.9%) and Oriental Quarries & Mines (50%).

This balance sheet item also comprises the directly held participations in Promofi (15%), Sagar Cements (15.1%) and Gulf Lime (35%).

Indirectly held participations accounted for using the equity method

The companies involved in the Tour & Taxis project (50%) and Cloche d'Or Luxembourg (50%) as well as the real estate projects in Romania and Slovakia are the main participations. They are held by the fully consolidated subsidiary Extensa.

The increases in the participations in Sipef and Sagar Cements constitute the main investments; the sale of Cobelguard to Securitas the main divestment.

The share in the profits of the equity accounted companies was strongly influenced by the contributions from DEME (52.1 million euros), Delen Investments (57.2 million euros) and Sipef (18.1 million euros). These holdings also paid out the largest dividends in 2011.

The other decrease of 32.8 million euros concerns items that from a mere technical IFRS consolidation point of view should be directly accounted for in equity. The major components of this were:

- The obligation to take over in the future a minority interest in JM Finn & Co by Delen Investments: K€ -20,483 (group share K€ -16,129)
- The goodwill recognised by Sipef with the increase of its controlling interest in Jabelmalux: KUSD -13,689 (group share K€ -2,610)
- The recognition of hedging instruments at fair value for companies that have hedged a portion of their long-term debt against the impact of a rise in interest rates. The development of market interest rates gave rise to a negative mark-to-market adjustment, which was most significant at DEME.

Note 11: financial assets

1. Financial assets and liabilities per category

(€ 1,000)	Fair value		Book value	
	2011	2010	2011	2010
Financial assets				
Financial assets designated at fair value through P/L				
Development capital participations	331,573	326,187	331,573	326,187
Financial assets held for trading				
Financial assets of the trading portfolio	3,353	1,919	3,353	1,919
Available for sale financial assets				
Non-current financial assets available for sale	49,572	23,336	49,572	23,336
Investments available for sale	640,511	478,884	640,511	478,884
Receivables and cash				
Receivables and warranties	57,040	49,364	57,040	49,364
Financial lease receivables	133,131	131,026	124,588	122,679
Other receivables	59,156	71,605	59,156	71,605
Trade debtors	68,176	53,954	68,176	53,954
Time deposits for less than three months	97,539	107,281	97,539	107,281
Cash	187,357	61,282	187,357	61,282
Banks - receivables from credit institutions & clients	3,204,180	2,667,122	3,002,718	2,539,594
Hedging instruments	5,765	9,483	5,765	9,483

(€ 1,000)	Fair value		Book value	
	2011	2010	2011	2010
Financial liabilities				
Financial liabilities valued at amortised cost				
Financial debts				
Bank loans	288,356	211,277	290,668	212,239
Subordinated loans	107,193	113,626	93,326	107,148
Financial leases	79	69	79	69
Other financial debts	145,703	180,072	145,703	180,072
Other debts				
Trade payables	54,317	38,872	54,317	38,872
Advances received on construction contracts	2,429	2,544	2,429	2,544
Amounts payable regarding remuneration and social security	14,912	15,418	14,912	15,418
Other amounts payable	22,039	21,885	22,039	21,885
Banks - debts to credit institutions, clients & securities	3,361,981	2,697,917	3,369,194	2,769,931
Hedging instruments	32,564	25,647	32,564	25,647

(€ 1,000)	2011			2010		
	Level 1	Level 2	Level 3 ⁽¹⁾	Level 1	Level 2	Level 3 ⁽¹⁾
Financial assets						
Financial assets designated at fair value through P/L						
Development capital participations			331,573			326,187
Financial assets held for trading						
Financial assets of the trading portfolio		3,353			1,919	
Available for sale financial assets						
Non-current financial assets available for sale	19,532	30,039			23,336	
Investments available for sale	627,107	13,404		477,109	1,775	
Hedging instruments		5,765			9,483	
Financial liabilities						
Hedging instruments		32,564			25,647	

⁽¹⁾ More details can be found in Note 11.4 development capital participations.

The fair value of the securities in the trading and investment portfolio is determined by means of the public market price (level 1). For hedging instruments, this is the current value of future cash flows while taking account of the applicable swap rate and volatility (level 2).

Financial assets valued at fair value through profit and loss are equity instruments belonging to the investment portfolio of Sofinim, and this includes the jointly controlled subsidiaries, the associated participations but also a limited number of subsidiaries that have no material effect on the segment or on the balance sheet total. At the moment of acquisition, the fair value (level 3) equals the acquisition price as agreed upon in a transaction with a third party. For subsequent periods, this value is adjusted based on the results of the entity in question. When Sofinim is involved in relevant market transactions, small transactions resulting from the exercise of stock options excluded, the value of the participation is adjusted up or down according to the market price used in the relevant transaction. The generally applicable principles concerning any impairment also apply. For listed shares, the fair value is in principle the trading price, except in cases where this price is deemed not to be representative for the participation in question due to the size of the participation percentage and the share's market liquidity. In such case, the above mentioned valuation is taken into account.

It has to be noted that the sensitivity of the fair value, besides exceptional adjustments, is mainly influenced by the realized results and the dividends distributed by the participation. This fair value can therefore deviate from a valuation based on market multiples or stock market valuations of other companies.

	Realised gains (losses)	Interest income (expense)	Realised gains (losses)	Interest income (expense)
(€ 1,000)	2011		2010	
Financial assets designated at fair value through P/L	587		924	
Financial assets held for trading	-1		-3	163
Available for sale financial assets	5,213	15,522	3,598	13,499
Receivables and cash		14,724		14,997
Hedging instruments		10,500		6,880
Banks - receivables from credit institutions & clients		114,948		98,346
Financial assets valued at amortised cost		-14,332		-12,353
Hedging instruments		-18,632		-18,251
Banks - debts to credit institutions & clients		-53,010		-39,228

2. Credit risk

The credit risk of **NMP** is hedged by the conclusion of long term contracts whereby the pipeline network is made available to third parties for transport of their products. As all clients of NMP are large national and international corporations, the risk for discontinuing income is estimated to be rather low.

Leasinvest Real Estate aims at a good spread both in terms of the number of tenants and the sectors in which these tenants are active in order to limit the number of bad debts and bankruptcies by tenants. In addition, the company looks for creditworthy tenants and the signing of long-term lease agreements to ensure the recurrent rental income flow and increase the duration of the lease agreements.

Extensa Group is a company active, directly or indirectly (through participations) in real estate investments and development projects. The tenant risk within the current real estate portfolio is managed by concluding long term leases with creditworthy tenants active in a wide range of economic markets. Prior to the signing of a new development project, an extensive analysis of the related technical, legal and financial risks is made.

For the credit risk regarding the lease portfolio of **Bank J.Van Breda & C°** we refer to the credit risk policy as described in note 12.

The **Development Capital** segment and **AvH & subholdings** invest for the long term in a limited number of companies with international growth potential. The diversified character of these investments contributes to a balanced spread of the economic and financial risks. Furthermore, AvH usually finances these investments with shareholders' equity.

		Not expired	Expired < 30 d	Expired < 60 d	Expired < 120 d	Expired > 120 d
(€ 1,000)	Total					
Expiry balance sheet 2010						
Financial assets designated at fair value through P/L	326,187	326,187				
Financial assets held for trading	1,919	1,919				
Available for sale financial assets	502,219	502,219				
Receivables	297,602	279,900	6,822	1,322	6,261	3,296
Expiry balance sheet 2011						
Financial assets designated at fair value through P/L	331,573	331,573				
Financial assets held for trading	3,353	3,353				
Available for sale financial assets	690,083	690,083				
Receivables	308,961	292,306	7,873	1,391	729	6,662

The expired receivables mainly relate to construction contracts of Van Laere and the lease portfolio of Bank J.Van Breda & C°. Overdue receivables usually relate to disagreements between the client and the contractor Van Laere. The appointment of experts and the reception of their report can take months and often results, in the meantime, in payment suspensions. Legal proceedings are underway in the context of the Président project in Luxembourg. No provisions have been formed for this.

Expected losses on construction contracts are adequately foreseen through impairments on construction contracts, recorded in the balance sheet item 'construction contracts' (Note 13). These losses take into account possible impairments on trade receivables, which explain the low accumulated impairments on trade receivables.

(€ 1,000)	Financial assets designated at FV through P/L	Financial assets held for trading	Available for sale financial assets	Receivables
Financial year 2010				
Accumulated impairments - opening balance	-8,603	0	-68,869	-14,560
Impairments recorded during the financial year			-21	-2,816
Impairments reversed during the financial year				631
Impairments cancelled owing to sales and disposals during the financial year			15,106	9,642
Other changes			-147	-21
Accumulated impairments - ending balance	-8,603	0	-53,931	-7,123
Financial year 2011				
Accumulated impairments - opening balance	-8,603	0	-53,931	-7,123
Changes in consolidation scope				-46
Impairments recorded during the financial year			-9,860	-3,471
Impairments reversed during the financial year	14		211	1,513
Impairments cancelled owing to sales and disposals during the financial year			2,989	1,063
Other changes			59	-685
Accumulated impairments - ending balance	-8,589	0	-60,532	-8,749

The impairments on financial assets designated at fair value through profit and loss relate to the Development Capital segment, which comprises a number of old investments, impaired in the past.

The financial assets available for sale show an accumulated impairment of 60.5 million euros, mainly attributable to the AvH and sub-holdings segment, the primary impairment being that recorded for Ageas (former Fortis) shares in 2008 (-44.3 million euros) and the Private Banking segment for 9.8 million euros. It concerns the impairment that Bank J. Van Breda & C° recognised in 2011 on the Greek government bonds (-7.6 million euros) and other impairments on assets from the investment portfolio of the acquired ABK.

The change in the impairments on receivables is largely linked to the leasing portfolio of Bank J. Van Breda & C°, which had 4.9 million euros of accumulated impairments at the end of 2011.

(€ 1,000)	Financial assets designated at FV through P/L	Financial assets held for trading	Available for sale financial assets	Receivables and debts
Financial year 2010				
Amount of personal guarantees, given or irrevocably promised by the enterprises included in the consolidation, as security for third parties' debts or commitments	11,191		68	
Commitments to acquire fixed assets	6,623			
Commitments to dispose of fixed assets	123,655			
Financial year 2011				
Amount of personal guarantees, given or irrevocably promised by the enterprises included in the consolidation, as security for third parties' debts or commitments	11,191		1,543	
Commitments to acquire fixed assets	10,129			
Commitments to dispose of fixed assets	125,769			

We refer to Note 21 'Rights and commitments not reflected in the balance sheet' for further explanation.

3. Exchange rate risk

As Extensa Group is present in Turkey and Romania, the local activities are subject to exchange rate fluctuations, in particular to the USD in Turkey and the RON in Romania. Extensa Group has no direct exposure to the RON (rental income in euros), but is confronted with weaker retailers who are impacted by a decreased consumption and a weaker RON. In some cases, temporary rental reductions were conceded. In Turkey, Extensa has a USD exposure on project margins from the sale of real estate. This USD exposure is currently not hedged as Extensa most likely will reinvest the USD cash proceeds in other USD development opportunities.

The exchange rate risk of Bank J. Van Breda & C° is limited, as the bank only operates in Belgium and the nature of its clients is such that it does not hold any significant own currency position.

The strategy of AvH to look towards emerging markets resulted in 2 investments in Indian rupees (15.1% participation in Sagar Cements, 50% in Oriental Quarries & Mines). Furthermore, AvH retains a 35% participation in Gulf Lime (United Arab Emirates).

The remaining fully consolidated participations are not subject to an exchange rate risk since they mainly operate in the eurozone.

Various non-fully consolidated participations such as DEME and Sipef, as well as Hertel, Manuchar, Henschel and others, operate to a significant extent outside the eurozone. The exchange rate risk in each of these cases is followed up and controlled at the level of the participation itself.

For example, at DEME the risks on activities that are paid for in foreign currencies are hedged as much as possible on a project basis by use of financial hedges and futures contracts. At Sipef the majority of the costs are incurred abroad, in Indonesia and Papua New Guinea, whereas sales are realised in USD. This is a structural risk that is not hedged by the company and is therefore considered as a general business risk. Transactional risks are generally limited by short payment terms, and translation differences are limited by making the functional currency and reporting currency the same as much as possible. Hertel considers exchange rate risk as a market risk that must be managed like other market risks, with the risk being reduced to an acceptable level while the return is maximized. Manuchar is exposed to exchange rate risk between the USD and local currencies of the countries in which the distribution activities take place. To hedge these risks, the positions are monitored and, if necessary, macro hedges are set up. Finally, at Henschel, production takes place in Poland while the sales are realised in the eurozone. The exchange rate risk that is run by this is not hedged and is considered as a general business risk.

The exchange rates below have been used to convert the balance sheets and results of the foreign entities into euro:

	Closing rate	Average rate
US Dollar (USD)	1.2962	1.3996
Romanian Lei (RON)	4.3233	4.2391
Indian Rupie (INR)	68.9655	64.9351
Turkish Lira (YTL)	2.4432	2.3378
United Arab Emirates-Dirham (AED)	4.7596	5.1151

4. Development capital participations

(€ 1,000)	2011	2010
Development capital participations - fair value		
Development capital participations: opening balance	326,187	320,805
Additions	10,076	12,941
Disposals (-)	-5,165	-16,272
Profit (loss) on development capital participations designated at fair value through profit and loss	440	8,712
Other increase (decrease)	36	
Development capital participations: ending balance	331,573	326,187

In accordance with IAS 31 and IAS 28 the jointly controlled subsidiaries, associated participating interests and a limited number of subsidiaries, mainly held by Sofinim, the development capital vehicle from the AvH group, are valued at fair value, whereby changes in value are recorded in the income statement (IAS 39).

The development capital participations contribute to the result through changes in fair value and cash income from distribution of dividends.

(€ 1,000)	Shareholders %	Fair value change	Cash income	Total	Group share 2011	Group share 2010
AR Metallizing	70.00%	922	2,697	3,619	2,678	3,387
Alural	60.00%	-543	300	-243	-180	334
Atenor	12.01%	149	1,210	1,359	1,006	-157
Axe Investments	48.34%	-404	177	-228	-169	116
Amsteldijk Beheer	50.00%	-796	1,000	205	151	1,783
De Steeg	50.00%	-62		-62	-46	
Distriplus	50.00%	6		6	5	-6,729
Egemin Int	59.52%	1,810	74	1,885	1,395	596
Engelhardt (sold in Q4 2010)						191
Euro Media Group	22.17%	-650		-650	-481	109
Hertel Holding	46.55%	-12,452		-12,452	-9,214	3,356
Idoc	13.64%	-156		-156	-115	
Manuchar	30.00%	-41	746	705	522	1,677
NMC	30.70%	1,352	1,085	2,437	1,803	2,778
Spano Invest	72.92%	5,512		5,512	4,079	1,800
Mediacore - Corelio	49.99%	2,173		2,173	1,608	619
Turbo's Hoet Groep	50.00%	3,681	750	4,431	3,279	829
Sany-Turbos-Hoet.com	33.33%	-63		-63	-46	-34
Contributions Sofinim participations		440	8,039	8,479	6,274	10,655
Financière Flo - Groupe Flo (equity method)	33.00%				2,688	3,019
Trasys Group (equity method)	41.94%				410	147
Contributions development capital participations⁽¹⁾					9,372	13,821

⁽¹⁾ See separate enclosure 'Key figures 2011'

Comments to the development capital participations

In 2011, the development capital participations contributed 9.4 million euros to AvH's group result. The decrease compared to the 13.8 million euros in 2010 is explained by significant restructuring expenses at Hertel, which overshadowed the better results of the other companies in the development capital portfolio of AvH. Please refer to the separate '2011 Key Figures' enclosure that provides more clarification of the key participations and/or results.

The positive contribution of the development capital participations of 9.4 million euros, less the contributions of Sofinim of minus 0.8 million euros, and realised losses of minus 0.9 million euros, brought the total net result of the Development Capital segment to 7.7 million euros.

AvH invested substantially more in development capital in 2011 than in 2010, specifically 23.3 million euros, including receivables, 2010: 14.8 million euros. This happened exclusively by means of follow-up investments to support the existing or new activities of the participations, or for buying out existing shareholders. In the third quarter, Sofinim increased its participation in Egemin International from 29.8% to 59.5%. In the fourth quarter, an additional interest of 20.87% was acquired in Egemin International, but then immediately sold on within the group to Axe Investments (Sofinim 48.34%), which immediately became the most important divestment in 2011. The level of divestments was lower in 2011, specifically 10.8 million euros. (including capital gains and receivables, 2010: 18.8 million euros).

Sofinim doubled its participation in Egemin International, i.e. +29.8%, as a result of its purchase of Mercator's participation in Egemin International. Since this transaction was of significant size and was achieved in a market transaction by Sofinim with a third party, the entire participation of Sofinim was revalued at the market price of this transaction.

As at December 31, 2011 the Development Capital segment had 472.5 million euros shareholders' equity (including minority interests). This includes the share of participations Groupe Flo and Trasys Group (held through GIB) for an amount of 35.2 million euros.

On the basis of the stock prices as at December 31, 2011, the market value of Atenor exceeds the value at which this participation is recorded in the balance sheet at December 31, 2011 by 1.5 million euros. The book value of the interest in Groupe Flo, however, shows an (unrealised) capital loss of 22.3 million euros based upon the stock price at the end of 2011.

5. Available for sale financial assets

(€ 1,000)	Financial fixed assets	Investments
Available for sale financial assets - financial year 2010		
Available for sale financial assets: opening balance at fair value	22,363	569,957
Available for sale financial assets - carrying amount	22,363	549,249
Available for sale financial assets - adjustment to fair value		20,708
Additions	138	560,906
Actuarial return		-6,022
Disposals (-)	-4,676	-640,532
Increase (decrease) through changes in fair value	81	-5,425
Impairment losses recognized in the income statement (-)	-21	
Transfer from (to) other items	5,451	
Available for sale financial assets: ending balance at fair value	23,336	478,884
Available for sale financial assets - carrying amount	23,255	467,149
Available for sale financial assets - adjustment to fair value	81	11,734

(€ 1,000) Available for sale financial assets - financial year 2011	Financial fixed assets	Investments
Available for sale financial assets: opening balance at fair value	23,336	478,884
Available for sale financial assets - carrying amount	23,255	467,149
Available for sale financial assets - adjustment to fair value	81	11,734
Additions	6,634	719,372
Additions through business combinations		248,156
Actuarial return		-5,505
Disposals (-)	-7,945	-770,641
Increase (decrease) through changes in fair value	11,925	-4,400
Impairment losses recognized in the income statement (-)	-58	-9,711
Transfer from (to) other items	15,584	-15,644
Other increase (decrease)	97	
Available for sale financial assets: ending balance at fair value	49,572	640,511
Available for sale financial assets - carrying amount	34,381	637,661
Available for sale financial assets - adjustment to fair value	15,191	2,850

The 'Financial assets available for sale' mainly contain the participations of AvH & subholdings in Belfimas, Koffie F. Rombouts, and Tikehau SS Fund Ltd, as well as the 7.39% interest of Leasinvest Real Estate in the Retail Estates investment trust.

In 2011, Leasinvest Real Estate increased its participation in Retail Estates from 2.7% at year-end 2010 to 7.39%, partly through the intra-group purchase of 173,172 shares from Extensa and partly externally, on the basis of which this participation was transferred from 'Investments' to 'Financial fixed assets'. The 2.7 million euros capital gain realised on the intra-group sale by Extensa was eliminated in the AvH consolidation.

The transfers mainly concern AvH & subholdings, with the main ones being the sale of Alcofina, a further decrease of the interest in Koffie F. Rombouts to 14% and in Belfimas to 2.59%. This external transaction in Belfimas shares gave rise to an adjustment of fair value, which mainly explains the increase by 11.9 million euros.

The investments consist of:	Number of shares	Fair value
Investments portfolio Bank J.Van Breda & C° (of which 510 million euros government bonds)		621,350
Hermes Universal Medium	138,500	11,610
Ageas	2,782,844	3,342
KBC	20,000	195
Other		4,014
		640,511

The acquisitions and transfers were largely realised by Bank J.Van Breda & C°, increased by ABK's investment portfolio of 248 million euros at the time of its acquisition. The AvH & subholdings segment continued reducing its portfolio in 2011, including the sale of 155,000 KBC shares and the CNP shares; however there was a partial reinvestment in Hermes Universal Medium.

The write-downs at Bank J.Van Breda & C° on the Greek government bonds (7.6 million euros) and write-downs on assets from the acquired ABK's investment portfolio fully explain the impairments of 9.7 million euros.

The reduction in unrealised capital gains from 11.7 million euros to 2.9 million euros is due mainly to the decline in stock exchange prices, the sales realised, and the transfer of the unrealised capital gain on the Retail Estates to 'Financial fixed assets'.

The breakdown per segment of the fair value of the investments is as follows:	Fair value
Private Banking (mainly Bank J.Van Breda & C°)	621,380
AvH & subholdings	18,768
Real Estate, Leisure & Senior Care	362
Marine Engineering & Infrastructure	0
Energy & Resources	0
Development Capital	0
	640,511

Credit risk of the investment portfolio

Bank J.Van Breda & C°

The risk profile of the investment portfolio has for years now deliberately been kept very low. Bank J.Van Breda & C° only invests in bonds, 98% of which are issued by the following European governments: Germany, the Netherlands, Belgium, Austria, Luxembourg and Finland. There are no bonds from Italy, Portugal, Ireland or Spain in the portfolio. The table below gives the composition of the investment portfolio according to rating, sector, currency and final maturity. The investment portfolio of ABK only contained high-quality government bonds (60%), financial and corporate bonds (34%) shares and other securities (6%).

The investment framework that is submitted annually for the approval of the board of directors determines where investments can be made and the limits that apply. The following table shows the composition of the consolidated investment portfolio by rating, sector, currency and maturity.

Composition of the investment portfolio 31/12/2011

	Rating (Moody's)	Remaining duration		Currency	
Government bonds Aaa	48.7%	2012	27.3%	EUR	100%
Government bonds Aa1 and Aa2	8.3%	2013	25.1%		
Government bonds Aa3	27.1%	2014	15.9%		
Government bonds Ca	0.4%	2015	11.7%		
Corporate bonds	10.4%	2016	7.5%		
Financial bonds	3.0%	2017-2020	9.2%		
Stocks and other	2.1%	indefinite	3.1%		

Note 12: banks - receivables from credit institutions and clients

(€ 1,000)	Fair value		Book value	
	2011	2010	2011	2010
I. Claims on credit institutions				
Domestic credit institutions	66,083	25,736	66,074	25,736
Foreign credit institutions	14,686	9,277	14,686	9,277
Total credit institutions	80,769	35,013	80,760	35,013
II. Loans and advances to clients				
Bills and own acceptances	1,153	6,454	1,143	6,449
Investment credits and financing	2,037,171	1,722,833	1,882,153	1,621,092
Fair value adjustment of hedged loans (FV hedge)	2,028	147	2,028	147
Mortgage loans	684,100	527,172	634,120	502,185
Operating appropriations	372,822	349,383	375,871	348,588
Other	26,137	26,120	26,643	26,120
Total clients	3,123,411	2,632,109	2,921,958	2,504,581
TOTAL RECEIVABLES FROM CREDIT INSTITUTIONS AND CLIENTS	3,204,180	2,667,122	3,002,718	2,539,594

The full consolidation of Bank J. Van Breda & C° results in the inclusion of the specific banking receivables and debts in the balance sheet of AvH. These items have been centralized in order to keep the balance sheet as transparent as possible.

The loans and advances to clients comprise the following:

- loans granted to family entrepreneurs and the liberal professions. The many entrepreneurs and practitioners of liberal professions who have become clients in recent years entrust an ever increasing share of their banking business to the bank;
- car financing provided by Van Breda Car Finance, a full subsidiary of the bank.

The strong performance of the bank, partly thanks to the acquisition of ABK, explains the significant increase of loans to and receivables from customers.

Credit risk

The credit portfolio of Bank J. Van Breda & C° is very widely spread throughout the well-known customer base of local entrepreneurs and professionals, along with the individuals and self-employed clients of ABK. The bank applies concentration limits per sector and maximum credit amounts per client. The credit portfolio is divided into risk categories, each of which is monitored in its own specific way. The board of directors receives twice a year a report on credit facilities in the highest risk category, 'uncertain development'.

In the context of Basel II, Bank J. Van Breda & C° and its subsidiary ABK have opted for the 'standardized approach'.

Debts which become doubtful are transferred to the Litigation department. There are specific criteria for mandatory transfer when specific events arise with our clients, borrowers or guarantors. Write-downs are entered in the accounts for credit facilities in the highest risk category 'uncertain development' and debts that become doubtful.

		Not expired	Expired < 30 d	30 d < expired < 60 d	60 d < expired < 120 d	120 d < expired	Doubtful
(€ 1,000)	Total						
Expiry date balance sheet 2010							
Domestic banks	25,736	25,736					
Foreign banks	9,277	9,277					
Total credit institutions	35,013	35,013	0	0	0	0	0
Bills and own acceptances	6,449	6,449					
Investment credits and financing	1,621,239	1,582,229	25,283	8,043	881		4,803
Mortgage loans	502,185	494,854	5,267	1,110	243		711
Operating appropriations	348,588	329,053	15,722	1,235	2,568	10	
Other	26,120	23,358					2,762
Total clients	2,504,581	2,435,943	46,272	10,388	3,692	10	8,276

		Not expired	Expired < 30 d	30 d < expired < 60 d	60 d < expired < 120 d	120 d < expired	Doubtful
(€ 1,000)	Total						
Expiry date balance sheet 2011							
Domestic banks	66,074	66,074					
Foreign banks	14,686	14,686					
Total credit institutions	80,760	80,760	0	0	0	0	0
Bills and own acceptances	1,143	1,143					
Investment credits and financing	1,884,181	1,819,756	28,324	7,923	1,799	16,412	9,967
Mortgage loans	634,120	621,891	10,127	634	411		1,057
Operating appropriations	375,871	357,261	12,213	1,627	1,672	2,412	686
Other	26,643	26,643					
Total clients	2,921,958	2,826,694	50,664	10,184	3,882	18,824	11,710

Note 13: inventories and construction contracts

(€ 1,000)	2011	2010
I. Inventories, net amount	19,206	21,944
Gross carrying amount	19,299	22,027
Raw materials and consumables	2,019	2,299
Goods purchased for sale	1	1
Immovable property acquired or constructed for resale	17,279	19,727
Depreciation and impairments (-)	-93	-83
Impairment on inventory through income statement during the financial year	-10	0
Impairment on inventory reversed in the income statement during the financial year	0	415
II. Construction contracts		
Amounts due from (to) customers under construction contracts, net	16,309	5,427
Amounts due from customers under construction contracts	28,542	11,469
Amounts due to customers under construction contracts (-)	-12,234	-6,042
Revenue from construction contracts	121,746	65,661
Construction contracts on closing date		
Amount of contract costs incurred and recognized profits less losses	-194,059	-120,858
Amount of contract revenue	177,750	115,430
Amounts withheld	0	

The immovable property acquired or constructed for resale comes from the segment 'Real Estate, Leisure & Senior Care'. It consists of the land portfolio of Extensa which is recorded at acquisition cost.

The construction contracts of Algemene Aannemingen Van Laere and Extensa are valued according to the 'Percentage of Completion'-method, whereby results are only recognized in accordance with the progress of the work. Expected losses are immediately recognized as an expense though. The 'Amounts withheld' heading only contains the construction sites still ongoing at the year-end close.

The progress of the work is defined based on the expenditures versus the estimated cost price of the entire project. During the start-up phase no results are recognized.

Note 14: lease

(€ 1,000)	< 1 year	1 year < > 5 years	> 5 years	Total 2011	< 1 year	1 year < > 5 years	> 5 years	Total 2010
I. Lessor - finance lease								
	Remaining term				Remaining term			
Total gross investment	42,838	86,562	7,156	136,555	41,858	85,328	7,873	135,059
Present value of minimum lease payment receivables	36,942	79,142	6,104	122,188	35,764	77,771	6,593	120,128
Unearned finance income				14,367				14,931
Accumulated allowance for uncollectible minimum lease payments				4,887				4,682
Lease debtors	2,400			2,400	2,551			2,551

(€ 1,000)	< 1 year	1 year < > 5 years	> 5 years	Total 2011	< 1 year	1 year < > 5 years	> 5 years	Total 2010
II. Lessor - operating lease								
	Remaining term				Remaining term			
Future minimum lease payments under non-cancellable operating leases	709	777	6	1,491	673	1,382	38	2,093

Bank J. Van Breda & C° is active in the sector of car finance and finance leasing of cars via its subsidiary Van Breda Car Finance. Extensa also has a limited number of real-estate leases in its portfolio.

(€ 1,000)	< 1 year	1 year < > 5 years	> 5 years	Total 2011	< 1 year	1 year < > 5 years	> 5 years	Total 2010
III. Lessee - finance lease								
	Remaining term				Remaining term			
Minimum lease payments payable - gross	26	59	1	87	19	58	1	78
Minimum lease payments payable - interest (-)	-5	-4		-8	-4	-5		-9
Present value of minimum lease payments payable	21	56	1	78	15	53	1	69
Lease-payments payable for each class of tangible assets: Plant, machinery and equipment				78				69

Note 14: lease (continued)

(€ 1,000)	< 1 year	1 year < > 5 years	> 5 years	Total 2011	< 1 year	1 year < > 5 years	> 5 years	Total 2010
IV. Lessee- operating lease								
Future minimum lease payments under non-cancellable operating leases	32	29		62	36	56	0	92
Contingent rents recognized in income				2,108				1,937

The lease debts are reported in the Note 16: financial debts.

Note 15: provisions

(€ 1,000)	Warranty provisions	Legal proceeding provisions	Environmental provisions	Other provisions	Total
Provisions - financial year 2010					
Provisions, opening balance	3,085	122	167	3,551	6,925
Additional provisions		61			61
Increase of existing provisions	173	11			184
Amounts of provisions used (-)	-57	-29	-68	-274	-428
Reversal of unused amounts of provisions (-)	-51	-16		-243	-309
Transfer from (to) other items				-627	-627
Other increase (decrease)				-324	-324
Provisions, ending balance	3,150	149	99	2,083	5,481

Provisions - financial year 2011

Provisions, opening balance	3,150	149	99	2,083	5,481
Additional provisions		3		171	174
Increase of existing provisions		1			1
Amounts of provisions used (-)	-1,150	-55			-1,205
Reversal of unused amounts of provisions (-)	-500	-25		-167	-692
Transfer from (to) other items				788	788
Provisions, ending balance	1,500	73	99	2,875	4,547

The use of the provision for rental guarantees in the 'Real Estate, Leisure & Senior Care' segment explains most of the changes under this heading.

Note 16: financial debts

(€ 1,000)	< 1 year	1 year < > 5 years	> 5 years	Total 2011	< 1 year	1 year < > 5 years	> 5 years	Total 2010
I. Financial debts								
	Remaining term				Remaining term			
Bank loans	65,927	191,531	33,210	290,668	40,613	141,939	29,687	212,239
Subordinated loans	8,423	27,018	57,885	93,326	17,605	32,448	57,095	107,148
Finance leases	22	56	1	79	15	18	36	69
Other financial debts	144,509	1,000	194	145,703	175,382	4,690		180,072
Total	218,881	219,605	91,290	529,777	233,615	179,095	86,818	499,528

Liquidity risk

The financial debts, after intercompany elimination, relate to the following segments:

	ST	LT
Marine Engineering & Infrastructure	9,541	18,634
Private Banking	8,423	83,583
Real Estate, Leisure & Senior Care	161,913	207,324
Energy & Resources	0	4,400
Development Capital	6,950	0
AvH & subholdings	39,004	35
Intercompany	-6,950	-3,080
	218,881	310,896

The financial debts in the segment 'Marine Engineering & Infrastructure' are attributable to NMP and Van Laere. The debts taken on by NMP finance the construction of pipelines (11.8 million euros). The entire capital and interest charges are passed on to the pipeline user when the pipelines are made available to third parties. The construction by Van Laere of the Bruges State Archives, the underground car park, and the investment in car parks in Roeselare in a 50% joint venture, caused the financial debt to increase by 12.0 million euros. The transfer of the Bruges State Archives to Leasinvest Real Estate in October 2012 will have a favourable effect on the debt position.

The 'Private Banking' financial debts include the subordinated loans from Bank J.Van Breda & C°. The specific banking debts are reported in Note 17.

Leasinvest Real Estate and Extensa Group have the necessary long term credit facilities and backup lines for their commercial paper lines with their banks to cover the existing and future investment needs. The financing risk is covered by these credit facilities and backup lines. The liquidity risk is limited by spreading the financing over a number of banks and by diversifying the maturity dates of the credit facilities. The average duration at Leasinvest Real Estate was 3.47 years at the 2011 year-end compared to 4.1 years at the end of 2010.

In the 'Energy & Resources' segment, the shareholders of Ligno Power granted a subordinated loan in 2011, to finance the conversion of the Max Green biomass power plant.

Practically all of the 'AvH & subholdings' financial debts correspond to the commercial paper issued by AvH. AvH and AvH-CC dispose of confirmed credit lines, spread over different banks, which largely exceed the commercial paper liabilities. Over and above the financial debts in the form of commercial paper, the segment still has 72.1 million euros in debts vis-à-vis other group companies (concerning participations that place a part of their cash surpluses on deposit with AvH Coordination Centre). These amounts are of course eliminated in consolidation.

II. Amounts payable (or the portion thereof), which are guaranteed by real guarantees given or irrevocably promised on the assets of the enterprises included in the consolidation

(€ 1,000)	2011	2010
Bank loans	111,989	76,289
Other financial debts	33,187	48,373
Total	145,175	124,663

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Note 17: banks - debts to credit institutions, clients and securities

(€ 1,000)	Fair value		Book value	
	2011	2010	2011	2010
I. Debts to credit institutions				
Current accounts / overnight deposits	1,177	511	1,177	511
Deposits with agreed maturity	8,630	157,776	8,312	157,737
Other deposits	3,309	17,665	3,307	17,780
Total	13,116	175,952	12,796	176,028

	2011	2010	2011	2010
II. Debts to clients				
Current accounts / overnight deposits	1,147,633	969,318	1,182,778	1,034,781
Deposits with agreed maturity	1,364,780	790,142	1,336,014	777,269
Other deposits				
- special deposits	32,647	20,553	33,570	20,553
- regulated deposits	727,150	569,493	728,042	590,131
- other deposits	44,821	40,655	44,822	40,656
- deposit guarantee system	1,103	1,103	1,103	1,103
Total	3,318,134	2,391,264	3,326,329	2,464,493

	2011	2010	2011	2010
III. Securities including bonds				
Certificates of deposits	12,265	118,598	11,992	117,637
Customer saving certificates	9,748	3,620	9,607	3,547
Non-convertible securities	8,718	8,483	8,470	8,226
Total	30,731	130,701	30,069	129,410
TOTAL DEBTS TO CREDIT INSTITUTIONS, CLIENTS AND SECURITIES	3,361,981	2,697,917	3,369,194	2,769,931

The full consolidation of Bank J.Van Breda & C° results in the recording of specific bank receivables and debts in the balance sheet of AvH. These items were centralized for maximum transparency of the balance sheet.

The external institutional funding (inter-bank + securities invested with institutional investors) involves less than 1% of the balance sheet total. The principal source of financing is the bank's clientele: many thousands of local entrepreneurs and professionals use Bank J.Van Breda & C° for their investments and daily operations. This also goes for the self-employed and individual clients at ABK. This gives the bank a stable source of funding, where the volumes are spread over a large group of clients.

Liquidity risk Bank J.Van Breda & C°

The bank's liquidity risk is monitored constantly by means of pro-active treasury management, within the lines defined by Asset & Liability Management.

The bank's healthy liquidity position has been further strengthened in 2011 by the significant influx of customer deposits. The entire loan portfolio is financed by client deposits.

For its liquidity management, the bank uses, among other things, liquidity gap reports, ratio analysis and short- and long-term volume prognoses. The bank also applies an internal liquidity ratio which contrasts the liquid assets and available liquidity from the investment portfolio with short-term commitments. The NBB (National Bank of Belgium) stress test ratios are also monitored monthly. The bank is well within NBB standards.

In the below table the assets and liabilities are grouped by maturity period.

Liquidity gap						
(€ mio)	≤ 1 month	1-3 months	3-12 months	1-5 years	5-10 years	> 10 years
31/12/2011						
Assets	574	170	557	1,589	635	515
Liabilities	862	396	664	1,414	92	689
Gap	-288	-226	-107	+175	+543	-174
31/12/2010						
Assets	409	141	396	1,303	547	358
Liabilities	799	498	544	917	66	344
Gap	-390	-357	-148	+386	+481	+14

The table above takes the internal assumptions on the stability of balances for products without maturity date (e.g. current and savings accounts) into account.

The bank once again enjoyed a comfortable liquidity position in 2011, characterised by treasury surpluses. At the end of 2011 the bank had a consolidated cash surplus amounting to 154 million euros on deposit with the National Bank. Moreover, the bank has a substantial portfolio of high quality bonds that can be used as a buffer to absorb liquidity fluctuations in the treasury position. At the end of 2011 this portfolio of government bonds amounted to 510 million euros, taking the total liquidity buffer to 664 million euros, or almost 19.2% of client deposits.

Note 18: financial instruments

Interest rate risk Bank J.Van Breda & C°

The bank adopts a cautious policy towards interest rate risk, well within the standards set by the NBB (National Bank of Belgium). In areas where the durations of assets and liabilities are insufficiently matched, the bank uses hedging instruments to correct the balance. This is done with a combination of rate swaps (which convert variable interest rate commitments into fixed rate commitments) and options (which provide protection against a rise in interest rates above given levels). Since 2009 it was decided to keep the interest rate risk at a relatively low level.

The bank also carries out extensive interest gap analysis and a scenario analysis that takes account of changing market conditions, enabling the impact of stress scenarios to be analysed. Both earnings sensitivity as equity value sensitivity are analysed. The interest rate risk is measured, among other things, using the Basis Point Value (BPV) methodology which shows the value change of the portfolio being analysed when confronted with an increase of the interest rates over the complete curve with x base points (typically 1, 10 or 100 base points).

In these analyses for both earnings sensitivity and equity value sensitivity the NBB (National Bank of Belgium) assumptions for products without maturity are being used. These assumptions and methods used have not changed in comparison with 2010.

(€ mio)	Earnings sensitivity	Equity value sensitivity	Impact of an immediate increase of the yield curve with 100 base points (1%) on:	2011	2010
rate non-sensitive current accounts	60 months				
rate sensitive current accounts	1 day		the interest result (earnings sensitivity)	-0.4	-0.5
rate semi-sensitive current accounts	6 months	2 years			
regulated savings accounts	6 months	2 years	the fair value of the equity (equity value sensitivity) (= BPV)	-13.9	-13.8

For the interest gap analysis both balance sheet and off balance sheet products are grouped together per period of maturity. In this way the mismatch structure of the bank becomes visible.

(€ mio)	≤ 1 month	1-3 months	3-12 months	1-5 years	5-10 years	> 10 years	indefinite
31/12/2011							
Assets	855	390	710	1,416	355	149	84
Liabilities	489	266	429	2,389	108	10	286
Gap	366	124	281	-973	247	139	-202
31/12/2010							
Assets	831	381	645	1,361	331	127	83
Liabilities	416	405	308	2,260	64	9	293
Gap	415	-24	337	-899	267	118	-210

Interest rate risk other fully consolidated participations

NMP is not subject to any interest rate risk as the interest charges are passed on in full to the users when the pipelines are made available to third parties.

The hedging policy of **Leasinvest Real Estate** is to ringfence the interest rate risks for approximately 75% of the financial debt for a period of 4-5 years and approximately 50% for the following 5 years. As Leasinvest Real Estate's debt financing is based on a variable interest rate, there is a risk of an increase in financial costs if interest rates escalate. This interest rate risk is covered by financial instruments such as spot & forward interest rate collars and interest rate swaps. The expiration dates of the interest rate coverage fall between 2013 and 2021. Leasinvest Real Estate has taken advantage of the historically low interest rates in 2010 to extend its coverage from 1.3 years to 4.5 years by using new forward caps, interest rate swaps and payer swaps. In 2011 the duration was further increased to 5.8 years.

Extensa is aiming for a minimum coverage of 50% of the consolidated short-term floating credits. Therefore, cap options were bought in 2010 for a notional amount of 50 million euros over a 7 year period (2010-2017). The coverage remained unchanged in 2011.

Anima Care covers its interest rate risk by borrowing against a fixed interest rate to the maximum extent. At the end of 2011, the outstanding balance in loans with a variable interest rate represented 13.99% of the total debt.

Practically all financial debts of the **Develoment Capital** and **AvH & subholdings** segments correspond to the commercial paper (38.7 million euros at the end of 2011) issued by AvH. There is no remaining hedging contract at the end of 2011.

Sensitivity analysis for the interest rate risk

If Euribor rises by 1%, this will mean an interest charge increase of 0.9 million euros (Extensa), 0.3 million euros (Leasinvest Real Estate), 0.01 million euros (Anima Care) and 0.4 million euros (AvH & subholdings). However, this does not take into account the impact we would observe on the assets. At Van Laere the impact is virtually zero due to hedging or fixed interest rates.

Note 18: financial instruments (continued)

(€ 1,000) Portfolio hedge of interest rate risk	Notional amount 2011	Book value 2011	Notional amount 2010	Book value 2010
Assets				
Fair value hedges			66,182	260
Cash flow hedges	36,750	85	127,439	1,437
< 1 year				
> 1 year		85		1,697
Liabilities				
Fair value hedges	168,273	2,036	67,273	724
Cash flow hedges	565,817	22,043	432,136	14,795
< 1 year		1,919		444
> 1 year		22,160		15,075

(€ 1,000) Fair value adjustments in hedge accounting	Profit 2011	Loss 2011	Profit 2010	Loss 2010
Fair value hedge of interest rate risk				
Change in fair value of hedged position	1,381			-665
Fair value changes of the hedging instruments		-1,352	711	
Phased taking into result of initial fair value of the hedged position	501		811	
Cash flow hedge of interest rate risk				
Fair value changes of the hedging instruments - ineffective portion	306		1,401	
Taking into result of the initial net asset value of hedging instruments according to the expected cash flow pattern as from the start		-7		-35

	Accounted in shareholders' equity	Loss 2011	Accounted in shareholders' equity	Loss 2010
Fair value changes of the hedging instruments - effective portion	-7,556		1,946	
Discontinuation of cash flow hedging		-292		-732

Derivative financial assets held for trading

(€ 1,000)									
By nature	By type	Book value		Notional amount		Book value		Notional amount	
		Assets 2011	Liabilities 2011	To receive (assets) 2011	To deliver (liabilities) 2011	Assets 2010	Liabilities 2010	To receive (assets) 2010	To deliver (liabilities) 2010
Interest	Option	78		121,553		45		134,162	
	Cap/Floor/Collar	1,946	3,008	280,000		2,223	3,344	285,000	
	IRS	1,365	2,523	65,000	100,000	3,479	3,965	68,000	136,818
	FRA								
	Others	3,353		4,367		1,919		1,665	
Shares	Equity option	1,576	1,970	7,158	8,946	1,579	1,907	7,408	8,946
	Others								
Currency (FX) FX forward		715	983	18,467	21,279	459	912	15,882	36,579
FX option									
Total		9,033	8,484	496,545	130,225	9,704	10,128	512,117	182,343
< 1 year		1,812	1,295			451	970		
> 1 year		3,868	7,190			7,334	9,158		
Bonds in trading		3,353				1,919			
Shares in trading		0				0			

This item comprises the hedging instruments, used by **Bank J.Van Breda & C^o**, **Extensa Group** and **Leasinvest Real Estate**, which do not correspond to the criteria for hedging.

Note 19: taxes

I. Recognized deferred tax assets and liabilities

(€ 1,000)	Assets 2011	Liabilities 2011	NET 2011	Assets 2010	Liabilities 2010	NET 2010
Intangible assets	-771	348	-1,119	-464		-464
Tangible assets	-16	5,202	-5,218	412	4,927	-4,515
Investment property		1,139	-1,139	-391	683	-1,074
Financial derivative instruments	4,682	173	4,509	6,195	401	5,794
Inventory and construction contracts		3,207	-3,207		2,235	-2,235
Non-current receivables		695	-695		711	-711
Investments	-1,807	-333	-1,474	-1,514	-365	-1,149
Other assets		1,094	-1,094		1,081	-1,081
Provisions	1,875	222	1,653	38	202	-164
Pension liabilities	627	154	473	24	144	-121
Capital grants	-409		-409	-418		-418
Other liabilities	128	42,148	-42,021		2,372	-2,372
Tax losses	9,259	-2,237	11,496	6,365	-711	7,076
Tax credits	2,660		2,660			
Total	16,228	51,812	-35,584	10,247	11,681	-1,434

The evolution of the net deferred tax assets and liabilities is mainly attributable to the evolution of deferred taxes on revaluation reserves 'Securities available for sale' and 'Financial derivatives' and tax losses. The increase of the other liabilities concerns a.o. the exceptional tax that will be due the moment ABK exits the BKCP network.

II. Unrecognized deferred tax assets

Unrecognized deferred tax losses	8,791		8,791	6,658		6,658
Other unrecognized deferred tax assets (*)	23,696		23,696	18,831		18,831
Total	32,487		32,487	25,488		25,488

(*) The other unrecognized deferred tax assets principally concern amounts whose recuperation is restricted in time and dependent upon the extent to which taxable results can be achieved within this period. Claims which stem from the reclamation of unapplied taxable fixed income surplus are not mentioned in this overview.

III. Current and deferred tax expenses (income)	2011	2010
Current income tax expense, net		
Current period tax expense	-11,913	-12,117
Adjustments to current tax of prior periods	48	70
Total	-11,865	-12,048
Deferred taxes, net		
Origination and reversal of temporary differences	1,784	1,662
Additions (use) of tax losses	129	-1,645
Total	1,913	17
Total current and deferred tax expenses (income)	-9,952	-12,031

IV. Reconciliation of statutory tax to effective tax

Profit (loss) before taxes	224,328	205,005
Profit (loss) of participations accounted for using the equity method (-)	-136,884	-135,425
	87,444	69,579
Statutory tax rate (%)	33.99%	33.99%
Tax expense using the statutory tax rate	-29,722	-23,650
Tax effect of rates in other jurisdictions	503	596
Tax effect of tax-exempt revenues	7,411	10,554
Tax effect of non-deductible expenses	-3,745	-5,393
Tax effect of tax losses (utilised) reversed	-1,468	-375
Tax effect from (under) or over provisions in prior periods	-258	-76
Impact negative goodwill Antwerps Beroepskrediet	12,057	
Other increase (decrease)	5,270	6,313
Tax expense using the effective tax rate	-9,952	-12,031
Profit (loss) before taxes	224,328	205,005
Profit (loss) of participations accounted for using the equity method (-)	-136,884	-135,425
	87,444	69,579
Effective tax rate (%)	11.38%	17.29%

The taxes item only relates to the taxes of the fully consolidated participations. A significant portion of the consolidated result of AvH is realised at the level of companies recognised using the equity method. Because the contribution from these participations is summarised on one line, the tax expense for these companies is not visible in AvH's consolidated accounts.

Note 20: share based payment

1. Equity settled stock option plan AvH as of 31 December 2011

Grant date	Number options granted	Number options exercised	Number options expired	Balance	Exercise price (€)	Exercise period
1999	10,650	-9,750	-900	0	30.00	01/01/2003 - 25/03/2010
2000	15,650	-14,650	-1,000	0	28.26	01/01/2004 - 12/01/2011
2001	109,500	-99,000	-10,500	0	32.33	01/01/2005 - 07/02/2012
2002	1,000	-1,000		0	30.65	01/01/2006 - 06/02/2013
2003	38,500	-34,000	-3,500	1,000	15.98	01/01/2007 - 31/01/2011 + 5y
2004	32,500	-24,500		8,000	19.02	01/01/2008 - 26/01/2012 + 5y
2005	44,500	-10,000		34,500	27.08	01/01/2009 - 24/01/2013 + 5y
2006	46,000	-500		45,500	46.09	01/01/2010 - 03/01/2014 + 5y
2007	45,000			45,000	62.12	01/01/2011 - 08/01/2015 + 5y
2008	46,500		-2,000	44,500	66.05	01/01/2012 - 02/01/2016 + 5y
2009	49,500		-2,000	47,500	37.02	01/01/2013 - 05/01/2017
2010	49,000			49,000	52.05	01/01/2014 - 04/01/2018
2011	49,000			49,000	60.81	01/01/2015 - 04/01/2019
	537,300	-193,400	-19,900	324,000		

AvH's stock option plan, which was approved in March 1999, is intended to provide long-term motivation for executive directors, members of the executive committee, executives and consultants whose activities are essential to the success of the group. The options give them the right to acquire a corresponding number of shares in Ackermans & van Haaren.

The remuneration committee is responsible for monitoring this plan and selecting the beneficiaries. The options are provided free of charge and their exercise period is 8 years. In 2002, the company has made use of the possibility provided by the programme law of 24 December 2002 to extend the exercise period of all options outstanding before 2003 with another three years. Within the limits of the Economic Recovery law of 27 March 2009, the company also took advantage of the possibility to extend by at most 5 years and at no additional cost the exercise period of the options it had offered between 2 November 2002 and 31 August 2008.

IFRS 2 has been applied to the stock options granted after 7 November 2002. The fair value as of 31 December 2011 of the outstanding options of 2003-2011 amounts to 4.5 million euros and is calculated by an external party according to the Monte Carlo model, of which the main components are:

Year of grant	Share price (€)	Dividend yield	Volatility	Interest rate	Fair Value (€)	Estimated expected lifetime	Black & Scholes Value (€)	Beneficiaries turnover
2003	15.75	3.24%	38.11%	3.46%	4.96	6.70	5.18	1.33%
2004	22.20	2.30%	28.09%	3.69%	7.10	6.10	7.67	1.33%
2005	28.06	1.92%	20.36%	3.16%	6.16	6.24	6.79	1.33%
2006	47.60	1.37%	18.10%	3.23%	10.22	5.95	11.94	1.33%
2007	66.90	1.35%	22.05%	4.04%	18.43	5.75	21.74	1.33%
2008	65.85	1.75%	20.24%	4.34%	14.84	5.90	17.78	1.33%
2009	37.02	2.66%	42.84%	3.39%	14.70	6.50	15.47	1.33%
2010	52.23	2.66%	34.34%	3.28%	16.74	7.29	16.53	1.33%
2011	63.80	2.26%	23.42%	2.82%	15.78	7.22	15.77	1.33%

In 2011, 49,000 new stock options were granted with an exercise price of 60.81 euros per share. The fair value when granted was fixed at 0.8 million euros and is recorded in the profit and loss account over the vesting period of 4 years.

To cover the outstanding option obligations, AvH has a total of 369,000 treasury shares in portfolio, including the options that were granted at the beginning of 2012.

2. Cash settled stock option and warrant plans at consolidated subsidiaries of AvH

The beneficiaries of the option plans of Van Laere, Delen Private Bank, Bank J. Van Breda & C°, BDM, ASCO and Anima Care have a put option on the respective parent companies Anfima, Delen Investments, Finaxis and AvH (these companies have call options and a pre-emption right to prevent the shares from being transferred to third parties).

These option plans concern shares which are not listed on a stock exchange and whose value is determined in the option plan. The valuation of the option price is (depending on the option plan) based on the growth of the equity, a multiple on the growth of the consolidated profit or a market valuation of the company. The valuation of the warrants granted to the beneficiaries of DEME is based on a multiple of the consolidated cash flow.

In conformity with IFRS 2, the impact of these option and warrant plans are included in the debts based on the best possible assessment. These debts are reviewed as a result of an exercise, a regranting or modification of the parameters. These in- or decreases of the debt result respectively in a loss or profit in the income statement.

The total debt of the option and warrant plans of the fully consolidated subsidiaries as of 31 December 2011 amounts to 5.8 million euros.

3. Treasury shares

As part of AvH's aforementioned stock option plan, 64,000 treasury shares were redeemed and 88,000 were sold in 2011 as a result of the exercises that occurred in 2011. The total number of treasury shares as of the end of December 2011 was 369,000.

Note 21: rights and commitments not reflected in the balance sheet

(€ 1,000)	2011	2010
Amount of personal guarantees, given or irrevocably promised by the enterprises included in the consolidation, as security for third parties' debts or commitments	97,120	98,988
Amount of real guarantees, given or irrevocably promised by the enterprises included in the consolidation on their own assets, as security for debts and commitments of enterprises included in the consolidation	87,700	65,772
Goods and values, not disclosed in the balance sheet, held by third parties in their own name but at risk to and for the benefit of the enterprise	12,780	10,832
Commitments to acquire fixed assets	51,503	54,803
Commitments to dispose of fixed assets	230,875	373,312
Rights and commitments not reflected in the balance sheet of banks (Bank J. Van Breda & C°)		
- Loan commitments	306,686	315,974
- Financial guarantees	52,789	45,104
- Repo transactions + collateral	90,290	90,290

The personal guarantees in 2011 are represented by 28.9 million euros in guarantees for Extensa real estate projects and 46.6 million euros in guarantees for construction sites of Algemene Aannemingen Van Laere. The balance of 21.6 million euros concerns guarantees entered into by AvH & subholdings (including development capital) relating to the sale of participations.

The real guarantees concern 34.0 million euros in guarantees put up by Extensa in relation to its activities in land and real estate development. In addition, there are 28.9 million euros in guarantees from Anima Care for real estate financing and 11.8 million euros from NMP in pledge for transport agreements. The balance is for guarantees from Algemene Aannemingen Van Laere.

The subcontractors of Algemene Aannemingen Van Laere have provided guarantees totalling 12.8 million euros.

The purchase obligations for fixed assets include 17.7 million euros from Leasinvest Real Estate (National Archives in Bruges). The balance primarily originates from AvH & subholdings (including development capital) and concerns, among others, options within stock option plans or within shareholders agreements.

The obligations to sell fixed assets are for call options on the assets of AvH & subholdings (including development capital) for the amount of 162.5 million euros. The agreed purchase options on operational leasing contracts and on real estate investments for Extensa group and Leasinvest Real Estate as well as the sales obligation for the National Archives in Bruges for Algemene Aannemingen Van Laere explain the remaining 68.4 million euros.

Note 22: employment

I. Average number of persons employed	2011	2010
Employees and management personnel	815	699
Workers	408	360
II. Personnel charges		
(€ 1,000)	2011	2010
Remuneration and social charges	-71,729	-63,012
Pension expenses (defined contribution and defined benefit plans)	-2,671	-2,729
Share based payment	-1,590	-1,641
Total	-75,990	-67,382

The acquisitions of two residential care centres by Anima Care, the Antwerps Beroepskrediet by Bank J. Van Breda & C°, and the Construction division from Vooruitzicht by Van Laere explain the increase in the workforce. At the headquarters of Ackermans & van Haaren 32 persons are employed.

Note 23: pension liabilities

(€ 1,000)	2011	2010
Defined benefit pension plans	2,066	310
Other pension obligations (early retirement)	1,871	1,961
Total pension obligations	3,937	2,271
Total pension assets	675	665
I. Defined benefit pension plans		
1. Components of defined benefit plan assets and liabilities		
Net funded defined benefit plan obligation (asset)	1,291	-605
Present value of wholly or partially funded obligation	7,336	2,595
Fair value of plan assets (-)	-6,044	-3,200
Unrecognized actuarial gains (losses)	100	249
Defined benefit plan obligation (asset), total	1,391	-355
Liabilities	2,066	310
Assets (-)	-675	-665

(€ 1,000)	2011	2010
2. Expense recognized in the income statement	278	341
Current service cost	258	394
Interest cost	242	108
Expected return on plan assets (-)	-210	-150
Net actuarial (gain) loss	-9	-12
Other	-2	
3. Movements in defined benefit plan obligations (asset)		
Defined benefit plan obligation, opening balance	-355	-539
Contributions paid (-)	-239	-157
Expense recognized	278	341
Increase through business combinations	1,707	
Defined benefit plan obligation, closing balance	1,391	-355
4. Principal actuarial assumptions		
Discount rate used	4.50-5.00%	4.50-5.00%
Expected return on plan assets	3.75%-4.75%	4.25%-5.00%
Expected rate of salary increase	2.00%-3.50%	2.00%-3.50%
Medical cost trend rate	2.00%	2.00%

II. Defined contribution pension plans

Total charges recognized in the income statement	-2,748	-2,519
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The defined benefit plans concern mainly the plans of AvH and subholdings and the by Bank J.Van Breda & C° acquired ABK. Insurers underwrite these plans in the framework of class 21 (non-unit-linked life insurance policies with rate guarantees).

Note 24: discontinued operations

There were no discontinued operations.

Note 25: related parties

(€ 1,000)	Financial year 2011					Financial year 2010				
	Subsidiaries	Development capital participations	Associated participations	Other related parties	TOTAL 2011	Subsidiaries	Development capital participations	Associated participations	Other related parties	TOTAL 2010
I. Assets with related parties										
Financial fixed assets	11,111	48,105	0	0	59,216	8,844	38,418	0	0	47,262
Receivables and warranties: gross amount	11,111	48,105			59,216	8,844	38,418			47,262
Amounts receivable	39,986	2,001	452	0	42,439	35,952	2,223	430	0	38,606
Trade debtors	617				617	78				78
Other receivables: gross amount	39,370	2,001	452		41,822	35,874	2,223	430		38,527
Other receivables: impairment					0					0
Banks - receivables from credit institutions & clients	4,062	0	2,345	0	6,407	3,494	0	1,500	0	4,994
Deferred charges & accrued income	1,565	1,386	69	0	3,021	1,379	1,794	247	0	3,420
TOTAL	56,724	51,493	2,866	0	111,083	49,669	42,435	2,177	0	94,281
II. Liabilities with related parties										
Financial debts	4,300	0	0	0	4,300	6,835	0	0	0	6,835
Subordinated loans					0					0
Other financial debts	4,300				4,300	6,835				6,835
Other debts	2,123	2,500	0	0	4,623	487	0	0	0	487
Trade payables					0					0
Other amounts payable	2,123	2,500			4,623	487				487
Banks - debts to credit institutions, clients & securities	1,192	0	1,285	0	2,477	138,435	0	1,123	0	139,558
Accrued charges and deferred income	75	1	225	0	302	274	0	69	0	343
TOTAL	7,691	2,501	1,510	0	11,702	146,031	0	1,192	0	147,223

The loans that AvH (and subholdings) and Sofinim have granted to participations that are not fully consolidated are included in the table on page 167. Specifically, these are financing loans granted to participations incorporated using the equity method and to the development capital participations at fair value, of which the most significant are loans to Spano Invest, Distriplus, Hertel, and Trasys Group. The interest rate charged for these intra-group loans is at arm's length. The same applies for financing loans that Extensa grants to its equity-method subsidiaries.

Through the full consolidation of Bank J.Van Breda & C° and the inclusion of Delen Investments using the equity method, the deposits of Delen Private Bank at Bank J.Van Breda & C° totalling 1.2 million euros (2010: 138 million euros) are reported as a debt of J.Van Breda & C° to a related party. The loan of 4.1 million euros that Bank J.Van Breda & C° granted to Anima Care in the context of its activities in residential care centres is included in both the receivables and the payables to related parties.

Note 25: related parties (continued)

(€ 1,000)	Financial year 2011					Financial year 2010				
	Subsidiaries	Development capital participations	Associated participations	Other related parties	TOTAL 2011	Subsidiaries	Development capital participations	Associated participations	Other related parties	TOTAL 2010
III. Transactions with related parties										
Revenue	13,334	50	74	3	13,461	12,531	50	102	3	12,686
Rendering of services	1,680	50		3	1,733	1,370	50	40	3	1,463
Interest income of banking activities	593		74		667	110		62		172
Commissions receivable of banking activities	11,047				11,047	10,996				10,996
Revenue from construction contracts					0	17				17
Other operating revenue	13				13	38				38
Other operating income	558	10,562	138	377	11,636	893	11,209	77	361	12,540
Interest on financial fixed assets - receivables	551	2,318			2,869	878	2,385			3,263
Dividends		8,139	138	377	8,654		8,717	76	361	9,154
Other operating income	8	105	1		113	15	107	1		123
Operating expenses (-)	-1,868	0	-3,791	0	-5,659	-1,132	0	-3,685	0	-4,817
Interest expenses Bank J.Van Breda & C° (-)	-1,835		-23		-1,858	-1,085		-39		-1,124
Impairment losses (-)					0	-21				-21
Other operating expenses (-)	-33		-3,768		-3,801	-26		-3,646		-3,672
Finance income	1,678	152	2	0	1,832	1,757	34	27	0	1,818
Interest income	1,678	152	2		1,832	1,757	34	27		1,818
Finance costs (-)	-225	0	0	0	-225	-211	0	-55	0	-266
Interest expenses	-225				-225	-211		-55		-266

IV. Remuneration

	2011	2010
Remuneration of the directors		
Tantièmes at the expense of AvH	278	256
Remuneration of the members of the executive committee		
Fixed remuneration	2,216	1,984
Variable remuneration	1,559	1,498
Share based payment	212	197
Group and hospitalisation insurance	330	280
Benefits in kind (company car)	18	19

V. The auditor Ernst & Young received following fees related to:

	AvH	Subsidiaries ⁽¹⁾		AvH	Subsidiaries ⁽¹⁾	
(€ 1,000)			Total 2011			Total 2010
The statutory mandate	44	733	777	35	790	825
Special missions						
- other control missions	6	10	17		11	11
- tax advice	9 ⁽²⁾	210	219	4 ⁽²⁾	158	162
- other missions than statutory		16	16		3	3
Total	60	969	1,029	39	963	1,002

⁽¹⁾ Including jointly controlled subsidiaries accounted for using the equity method.

⁽²⁾ An additional fee of 9,300 euros (excluding VAT) was paid to Ernst & Young Tax Consultants CV for tax advice.

Note 26: earnings per share

	2011	2010
I. Continued and discontinued operations		
Net consolidated profit, share of the group (€ 1,000)	177,506	160,804
Weighted average number of shares ⁽¹⁾	33,115,904	33,103,904
Basic earnings per share (€)	5.36	4.86
Net consolidated profit, share of the group (€ 1,000)	177,506	160,804
Weighted average number of shares ⁽¹⁾	33,115,904	33,103,904
Impact stock options	74,487	85,586
Adjusted weighted average number of shares	33,190,391	33,189,490
Diluted earnings per share (€)	5.35	4.85
II. Continued activities		
Net consolidated profit from continued activities, share of the group (€ 1,000)	177,506	160,804
Weighted average number of shares ⁽¹⁾	33,115,904	33,103,904
Basic earnings per share (€)	5.36	4.86
Net consolidated profit from continued activities, share of the group (€ 1,000)	177,506	160,804
Weighted average number of shares ⁽¹⁾	33,115,904	33,103,904
Impact stock options	74,487	85,586
Adjusted weighted average number of shares	33,190,391	33,189,490
Diluted earnings per share (€)	5.35	4.85

⁽¹⁾ Based on number of shares issued, adjusted for treasury shares in portfolio.

Note 27: proposed and distributed dividends

(€ 1,000)	2011	2010
I. Determined and paid out during the year		
Dividend on ordinary shares:		
- final dividend 2010: 1.55 euros per share (2009: 1.44 euros per share)	-51,330	-47,700
II. Proposed for approval by the general meeting		
Dividend on ordinary shares:		
- final dividend 2011: 1.64 euros per share (dividends treasury shares excluded)	-54,330	
III. Dividend per share (€)		
Gross	1.6400	1.5500
Net	1.2300	1.1625
With VVPR strip		
Net	1.2956	1.3175

STATUTORY AUDITOR'S REPORT TO THE GENERAL MEETING OF SHAREHOLDERS OF ACKERMANS & VAN HAAREN NV ON THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

In accordance with the legal requirements, we report to you on the performance of our mandate of statutory auditor. This report contains our opinion on the consolidated financial statements as well as the required additional comments.

Unqualified opinion on the consolidated financial statements

We have audited the consolidated financial statements of Ackermans & van Haaren NV and its subsidiaries (collectively referred to as 'the Group') for the year ended 31 December 2011, prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, and with the legal and regulatory requirements applicable in Belgium. These consolidated financial statements comprise the consolidated balance sheet as at 31 December 2011, and the consolidated statements of income, consolidated cash flows, changes in equity and statement of other comprehensive income for the year then ended, as well as the summary of significant accounting policies and other explanatory notes.

The consolidated balance sheet shows total assets of 6,516,663 (000) euros and the consolidated statement of income shows a profit for the year, share of the Group, of 177,506 (000) euros.

Responsibility of the board of directors for the preparation and fair presentation of the consolidated financial statements

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

Responsibility of the statutory auditor

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the legal requirements and the auditing standards applicable in Belgium, as issued by the Institute of Registered Auditors (Institut des Réviseurs d'Entreprises/Instituut van de Bedrijfs-revisoren). Those standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

In accordance with these standards, we have performed procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, we have considered internal control relevant to the Group's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. We have evaluated the appropriateness of accounting policies used, the reasonableness of significant accounting estimates made by the Group and the presentation of the consolidated financial statements, taken as a whole.

Finally, we have obtained from the board of directors and the Group's officials the explanations and information necessary for executing our audit procedures. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the consolidated financial statements for the year ended 31 December 2011 give a true and fair view of the Group's financial position as at 31 December 2011 and of the results of its operations and its cash flows in accordance with IFRS as adopted by the European union, and with the legal and regulatory requirements applicable in Belgium.

Additional comments

The preparation and the assessment of the information that should be included in the directors' report on the consolidated financial statements are the responsibility of the board of directors. Our responsibility is to include in our report the following additional comments, which do not modify the scope of our opinion on the consolidated financial statements:

The directors' report on the consolidated financial statements deals with the information required by law and is consistent with the consolidated financial statements. We are, however, unable to comment on the description of the principal risks and uncertainties which the entities included in the consolidation are facing, and on their financial situation, their foreseeable evolution or the significant influence of certain facts on their future development. We can nevertheless confirm that the matters disclosed do not present any obvious inconsistencies with the information that we became aware of during the performance of our mandate.

Antwerpen, 30 March 2012

Ernst & Young Bedrijfsrevisoren BCVBA
Statutory auditor
represented by

Christel Weymeersch
Partner

Marnix Van Dooren
Partner

Statutory annual accounts

In accordance with article 105 of the Company Law, the statutory annual accounts of Ackermans & van Haaren NV, are presented in short form. In accordance with article 98 and 100 of the Company Law, the full annual accounts, the annual report of the board of directors and the report of the statutory auditor are filed with the National Bank of Belgium.

The statutory auditor has given an unqualified opinion regarding the statutory accounts.

The annual accounts, the annual report of the board of directors and the report of the statutory auditor are available at the registered office of the company upon simple request.

The statutory annual accounts are prepared in accordance with the Belgian General Accounting Principles.

Address: Begijnenvest 113 - 2000 Antwerp, Belgium - Phone: +32 03 231 87 70 - Fax: +32 03 225 25 33 - E-mail: info@avh.be

Balance sheet

(€ 1,000)	Note	2011	2010	2009
Assets				
Fixed assets				
I. Formation expenses				
II. Intangible assets				
III. Tangible assets				
A. Land and buildings	(1)	8,713	9,048	9,383
C. Furniture and vehicles		1,487	749	793
D. Leasing and other similar rights		48	64	27
E. Other tangible assets		2,747	2,846	2,945
F. Assets under construction and advanced payments				
IV. Financial assets				
A. Affiliated enterprises	(2)	2,162,156	1,186,038	1,160,822
1. Participating interests		2,151,592	1,172,627	1,145,855
2. Amounts receivable		10,565	13,411	14,967
B. Other enterprises linked by participating interests		172,417	24,482	54,525
1. Participating interests		172,417	24,482	52,294
2. Amounts receivable		0	0	2,231
C. Other financial assets		11,007	16,483	25,005
1. Shares		11,005	16,481	25,003
2. Amounts receivable and cash guarantees		2	2	2
Current assets				
V. Amounts receivable after more than one year				
A. Trade receivables				
B. Other amounts receivable				
VI. Stocks and contracts in progress				
A. Stocks				
1. Raw materials and consumables				
2. Work in progress				
3. Finished goods				
4. Goods purchased for sale				
5. Immovable property acquired or constructed for resale				
6. Advance payments				
B. Contracts in progress				
VII. Amounts receivable within one year				
A. Trade receivables	(3)	2,721	1,652	2,288
B. Other amounts receivable		8,745	2,327	2,288
VIII. Investments				
A. Own shares	(4)	16,945	17,885	16,886
B. Other investments and deposits		37,654	42,474	21,303
IX. Cash at bank and in hand				
X. Deferred charges and accrued income				
TOTAL ASSETS				

Balance sheet

(€ 1,000)	Note	2011	2010	2009
Liabilities				
Equity	(5)	1,654,718	761,172	760,227
I. Capital		2,295	2,295	2,295
A. Issued capital		2,295	2,295	2,295
B. Uncalled capital (-)				
II. Share premium account		111,612	111,612	111,612
III. Revaluation surplus				
IV. Reserves		60,113	56,381	53,255
A. Legal reserve		248	248	248
B. Reserves not available for distribution		16,980	17,920	16,921
1. Own shares		16,945	17,886	16,887
2. Other		35	34	34
C. Untaxed reserves				
D. Reserves available for distribution		42,885	38,213	36,086
V. Profit carried forward		1,480,698	590,884	593,065
Loss carried forward (-)				
VI. Investment grants				
Provisions and deferred taxation		314	0	0
VII. A. Provisions for liabilities and charges		314	0	0
1. Pensions and similar obligations		314	0	0
2. Taxation				
3. Major repairs and maintenance				
4. Other liabilities and charges				
B. Deferred taxation				
Creditors		771,150	544,082	538,994
VIII. Amounts payable after more than one year		34	51	12
A. Financial debts		34	51	12
B. Trade debts				
C. Advances received on contracts in progress				
D. Other amounts payable				
IX. Amounts payable within one year		770,689	543,564	538,443
A. Current portion of amounts payable after more than one year		16	14	16
B. Financial debts	(6)	707,573	488,709	487,385
1. Credit institutions				
2. Other loans		707,573	488,709	487,385
C. Trade debts		433	195	402
1. Suppliers		433	195	402
E. Taxes, remuneration and social security		1,803	1,533	1,106
1. Taxes		156	160	120
2. Remuneration and social security		1,647	1,373	986
F. Other amounts payable	(7)	60,864	53,113	49,534
X. Accrued charges and deferred income		426	467	539
TOTAL LIABILITIES		2,426,183	1,305,254	1,299,221

Statutory annual accounts

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Income statement

(€ 1,000)	Note	2011	2010	2009
Charges				
A. Interests and other debt charges	(8)	11,691	5,801	8,701
B. Other financial charges		900	483	558
C. Services and other goods		5,811	5,148	5,512
D. Remuneration, social security costs and pensions	(9)	2,105	907	759
E. Other operating charges		221	112	102
F. Depreciation of and other amounts written off on formation expenses, intangible and tangible assets		683	633	639
G. Amounts written off		4,945	3,534	19
1. Financial assets		1,153	612	0
2. Current assets	(10)	3,792	2,922	19
H. Provisions for liabilities and charges		0	0	0
I. Loss on disposal of		7,948	19,115	33,103
1. Intangible and tangible assets		14	0	3
2. Financial assets	(11)	5,870	17,660	32,967
3. Current assets		2,065	1,455	133
J. Extraordinary charges		0	0	30
K. Income taxes		0	0	240
L. Profit for the period		948,758	53,121	165,617
M. Transfer to the untaxed reserves				
N. Profit for the period available for appropriation		948,758	53,121	165,617
Appropriation account				
A. Profit to be appropriated		1,539,642	646,186	644,746
1. Profit for the period available for appropriation		948,758	53,121	165,617
2. Profit brought forward		590,884	593,065	479,129
Total		1,539,642	646,186	644,746

Income statement

(€ 1,000)	Note	2011	2010	2009
Income				
A. Income from financial assets	(12)	44,037	65,948	162,650
1. Dividends		42,244	63,836	159,990
2. Interests		627	966	1,462
3. Tantièmes		1,165	1,146	1,198
B. Income from current assets	(13)	1,337	1,107	806
C. Other financial income		13	124	4
D. Income from services rendered		3,870	2,541	3,648
E. Other operating income		313	276	322
F. Write back to depreciation of and to other amounts written off intangible and tangible assets				
G. Write back to amounts written off	(14)	8,069	9,211	47,759
1. Financial assets		6,188	8,552	37,614
2. Current assets		1,882	659	10,145
H. Write back to provisions for liabilities and charges		36	0	0
I. Gain on disposal of		925,356	9,369	91
1. Tangible and intangible assets		18	10	5
2. Financial assets	(15)	925,239	9,010	30
3. Current assets		99	349	56
J. Extraordinary income		31	278	
K. Regularisation of income taxes and write back to tax provisions				
L. Loss for the period		0	0	0
M. Transfer from untaxed reserves				
N. Loss for the period available for appropriation		0	0	0
Appropriation account				
C. Transfers to capital and reserves		3,732	3,125	3,229
3. To other reserves		3,732	3,125	3,229
D. Result to be carried forward		1,480,698	590,884	593,065
1. Profit to be carried forward		1,480,698	590,884	593,065
F. Distribution of profit		55,212	52,177	48,452
1. Dividends		54,935	51,921	48,235
2. Tantièmes		278	256	217
Total		1,539,642	646,186	644,746

Comments on the statutory annual accounts

During the course of 2011, the Nationale Investeringsmaatschappij (national investment company), a wholly owned subsidiary of Ackermans & van Haaren, was liquidated in order to simplify the group structure. This included transferring the assets and liabilities at fair value to the parent company. This liquidation had a significant effect on the statutory annual accounts, but was neutral for the consolidated figures.

Balance sheet

Assets

1. Tangible fixed assets: mainly relate to the land and buildings located in Antwerp at Begijnenvest numbers 105 and 113 and in the Schermersstraat numbers 42 to 44. Since 1 January 2008, Leasinvest Real Estate has occupied the building located in the Schermersstraat 42, and the assets concerned were transferred to other tangible assets. The increase in the furniture and vehicles item is explained by the transfer of a number of vehicles and art furniture in the context of the liquidation of the Nationale Investeringsmaatschappij.
2. Financial assets: increased significantly as a result of the transfer at fair value of all participations held by the Nationale Investeringsmaatschappij (DEME, Extensa, Sipef, etc.) in the context of the liquidation. In addition to this transfer, some follow-up investments were made in Anima Care, AvH India, Rent-A-Port Energy, Ligno Power. The most important divestments were the sale of participations in D&S Holding (Cobelguard) and Alcofina. The non-consolidated investments in KBC and Koffie Rombouts were further reduced.
3. Receivables less than one year: this item includes direct taxes to be reclaimed. The increase compared to 2010 is largely explained by the sale of the interest in Alcofina at the start of 2011 with a payment term of 1 year.
4. Treasury shares: the 'treasury shares' item decreased by the net sale of 24,000 treasury shares in 2011 as a result of transactions in the context of the stock option plan.

Liabilities

5. Equity: equity amounted to 1,654.7 million euros after profit appropriation. The board of directors has proposed a gross dividend of 1.64 euros per share for approval by the general meeting of shareholders of 29 May 2012. The significant increase in equity is explained by the profit realised on the liquidation of the Nationale Investeringsmaatschappij during the course of 2011.
6. Short-term debt: the 708 million euros of Ackermans & van Haaren's financial debt consists mainly of short-term advances that were provided by Ackermans & van Haaren Coordination Center, the capital of which is wholly owned by group companies. Again, the increase in this is a result of the liquidation of the Nationale Investeringsmaatschappij.
7. Other payables: includes the dividend payment of 54.9 million euros proposed for approval at the general meeting of 29 May 2012.

Profit and loss account

Charges

8. Financial expenses: show an increase compared to 2010 due in part to the increase of financial liabilities as discussed above and the increase of market interest rates.
9. Remuneration, social security charges and pensions: also show an increase due to the transfer of employees from the liquidated Nationale Investeringsmaatschappij to Ackermans & van Haaren.
10. Write-downs on current assets: these correspond mainly with the development of the stock market price of shares that are included in the investment portfolio.
11. Loss in value with realisation of financial fixed assets: this is primarily the loss realised on the sale of 155,000 KBC shares. Against the latter there was a significant reversal of the write-downs that had already been entered in previous periods, which resulted in only a slight negative net result being realised.

Income

12. Income from financial fixed assets: In 2011, Ackermans & van Haaren collected 42.2 million euros of dividends from its subsidiaries, in comparison with 63.8 million euros in 2010. It should also be noted for this item that not all participations of the group are held directly by Ackermans & van Haaren. Some of the participations are held through subsidiaries, such as An-fima or Sofinim. This also means that the separate accounts of Ackermans & van Haaren do not show all the dividends received by the group, and that the dividends recognised by Ackermans & van Haaren do not necessarily correspond with the results of the participations as reported in the consolidated accounts.
13. Income from current assets: mainly concerns dividend income from the investment portfolio.
14. Reversal of write-downs: as already mentioned in point 11, there was a significant reversal of write-downs as a result of the sale of KBC shares. Moreover, previously recorded write-downs on the investment portfolio could be reversed.
15. Capital gains with the realisation of assets: primarily consists of the capital gain realised on the liquidation of the Nationale Investeringsmaatschappij.



General information regarding the company and the capital

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General information regarding the company

Registered office

Begijnenvest 113, 2000 Antwerp, Belgium
VAT BE 0404.616.494
RPR Antwerp

Incorporation date, last amended bylaws

The company was incorporated on 30 December 1924 by notarial deed, published in full in the Annexes to the Belgian Official Gazette of 15 January 1925 under number 566. The by-laws have been modified several times and for the last time by notarial deed of 25 November 2011, published by excerpt in the Annexes to the Belgian Official Gazette of 14 December 2011, under number 11187554

Duration of the company

Indefinite

Legal form, applicable law

Limited liability company under Belgian law, making or having made a public offering of securities within the meaning of article 438 of the Company Code.

Statutory purpose

The statutory purpose of the company includes the following:

- (a) the project study, supervision and management of all kinds of public and private works, mainly in the field of construction in general, as well as the organization and administration of all companies or businesses and assistance to them in all forms;
- (b) the contracting of all sea- and land based public or private works in the area of construction and, in particular, all kinds of sea- and river-based works, major irrigation activities and the canalization of waterways, major dewatering and pumping works, dredging, drilling, sounding, wellsinking, drainage, the building of permanent structures, digging, and the general contracting of construction works, as well as the re-floating of boats and ships;
- (c) sea- and land-based prospecting for industrial extraction, mainly of crude oil or natural gas, as well as mineral products in general;
- (d) the operation, production, processing, distribution, purchase, sale and transport of all products derived from industrial extraction;
- (e) the acquisition, operation, development and transfer of land, real estate and any property entitlement;
- (f) the acquisition, the operation and the realization, in any form whatever, of intellectual property rights, licenses and concessions;

- (g) the acquisition of a participation, by way of subscription, contribution, merger, cooperation, financial intervention or in any other way, in any company, enterprise, operation or association in Belgium or abroad, already existing or still to be incorporated;
- (h) the management, development and realization of these participations;
- (i) involvement, directly or indirectly, in the management, control or dissolution of any company, enterprise, business or association in which it has a participation;
- (j) providing assistance to the board of directors or to management or support in all possible management matters of companies, businesses or associations in which it has a participation, and in general, performing all acts constituting entirely or partially, directly or indirectly, holding activities.

The company may carry out all civil, commercial, industrial and financial activities as well as activities relating to real and movable property that are linked, directly or indirectly, to its statutory purpose or that may enhance the realization thereof. The company may provide securities or guarantee in favor of companies, enterprises, businesses or associations in which it has a participation, act as representative or agent, provide advances, credit facilities and mortgages or other securities.

The company's activities may be carried out both abroad and in Belgium.

Consultation of documents regarding the company

The statutory and consolidated annual accounts of the company are deposited with the National Bank of Belgium. A coordinated version of the company bylaws can be consulted with the clerk of the Commercial Court of Antwerp. The annual financial report is sent to the registered shareholders and to anyone who so requests. The coordinated version of the company bylaws and the annual financial report are also available on the company's website (www.avh.be).

General information regarding the company's capital

Subscribed capital

The subscribed capital is 2,295,277.90 euros. The capital is fully paid-up and is represented by 33,496,904 shares without nominal value.

Capital increases

The most recent capital increase was decided upon on 11 October 1999, as part of the merger through acquisition of Belcofi NV by Ackermans & van Haaren NV.

Authorized capital

In the events set out in the special report approved by the extraordinary general meeting of 25 November 2011, the board of directors is authorized to increase the company's capital during a period of five years as of 14 December 2011, once or several times, in a maximum amount of 500,000 euros.

The board of directors can also make use of the authorized capital, in case of a public take-over bid on securities issued by the company, in accordance with the provisions and within the limits of article 607 of the Company Code. The board of directors is allowed to use this authorization in case the notification of a public takeover bid by the Financial Services and Markets Authority to the company is given not later than three years as from 25 November 2011.

The capital increases decided upon pursuant to these authorizations may be completed in accordance with the terms and conditions as shall be determined by the board of directors, such as, amongst others, by way of a contribution in cash or, subject to applicable law, by way of a contribution in kind, or by means of the conversion of disposable or non-disposable reserves and issue premiums, with or without the issuance of new shares or through the issuance of subordinated or non-subordinated convertible bonds, as well as through the issuance of warrants or other securities, whether or not attached to other securities issued by the company, the board being entitled to decide whether or not the new securities shall remain registered and are not convertible into bearer securities.

The authorizations can be renewed in accordance with the relevant legal provisions. The board of directors may, in the interest of the company, at the occasion of a capital increase or issuance of convertible bonds or bonds to which warrants may or may not be attached or, subject to legal restrictions, of warrants carried out within the restrictions of the authorized capital, restrict or cancel the share-

holders' preferential right, including for the benefit of one or more well-defined parties or members of the company's personnel or of its subsidiaries.

Nature of the shares

The fully paid shares as well as other securities of the company may exist as registered, bearer or dematerialized securities. Each holder may, at any time and at his own expenses, request the conversion of its paid in securities into another form, within the limits of the law and without prejudice to the provisions of the third paragraph of article 9 of the by-laws. As from 1 January 2008, the company may no longer issue bearer shares and registered shares can no longer be converted into bearer shares. As from 1 January 2008, bearer shares booked on a securities account are automatically converted into dematerialized shares.

As from 1 January 2008, bearer shares which are not yet booked on a securities account, are automatically converted into dematerialized shares as soon as they are booked on a securities account.

The securities are indivisible vis-à-vis the company which can suspend the rights of any share regarding which disputes would arise as to the ownership, usufruct or naked ownership. In case of usufruct, the naked owner of the share shall be represented vis-à-vis the company by the holder of the right of usufruct, unless the parties decide otherwise.

Annual information

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Information provided between 01/01/2011 and 31/03/2012

This overview has been written pursuant to article 66 of the law of 6 June 2006 regarding the public offering of financial instruments and the admission to listing of financial instruments on a regulated market.

Given that Dutch is the official language of Ackermans & van Haaren (AvH), some information is only made available in Dutch. The information provided in French and English has been translated under the supervision of AvH or her participations, but only the Dutch versions of the documents should be considered as official documents.

The information referred to may no longer be up to date, as the document gives an overview of the information that was provided over a period of more than a year. It is therefore recommended to consult the latest available information.

This document gives only an overview of the information that was published and/or changed during the abovementioned period. This implies that information that is permanently available or information that hasn't changed has not been included in the overview below.

Information for shareholders

The by-laws of the Company are available for inspection at the Registry of the Court of Commerce in Antwerp (Belgium) and at the registered office of the company. They can also be consulted on the company website (www.avh.be – section Ackermans & van Haaren – Corporate governance). The latest version dates from 25 November 2011.

The board of directors has approved a new version of the Corporate Governance Charter on 12 January 2010. The amended version has been published on the website (www.avh.be – section Ackermans & van Haaren – Corporate governance).

The financial calendar is published in the annual report and on the website (in the section Financial information).

The invitation for the General Shareholders' Meeting of 23 May 2011 has been published in the financial press on 22 April 2011 (De Tijd, L'Echo) and in the "Belgisch Staatsblad" on 26 April 2011 and is also available on the website (www.avh.be – Ackermans & van Haaren – Shareholders' meeting). The proxies and the minutes can also be consulted.

Periodical and occasional information

The annual accounts are filed with the National Bank of Belgium. The annual accounts, together with the reports attached to it, are sent to the registered shareholders and to anyone who so requests.

The annual reports with the statutory and consolidated accounts starting from the financial year 2000 are available on the website (www.avh.be – section Financial information – Annual report). These can be downloaded from the site or a printed version can be easily requested. The annual report of 2010 was available online from 22 April 2011. The leaflet with the key figures of the financial year, which is part of the annual report, can also be consulted separately on the website. The annual report is available in Dutch, French and English.

Related to the financial communication, the financial results have been published on the website (www.avh.be – section Press) on respectively 3 March, 18 May, 25 August and 16 November 2011 and 2 March 2012, pursuant to the guidelines of the Financial Services and Markets Authority. They have also been sent to anyone who requested this. Anyone who's interested can request this service free of charge on the company website.

The occasional press releases of the group, including the relevant press releases of the most important participations of the group, are also published on the website (section Press), and are sent to anyone who requested this. Anyone who's interested can request this service free of charge on the company website.

The investor presentation - which is used for the presentation of the results to the press and analysts and later on during the road-shows - is available for the public on the website (www.avh.be – section Financial information - Presentation). The most recent version and the older versions (starting from 2005) can be found here.

Note

Contact

All press releases issued by AvH and its main group companies as well as the investor presentation can be consulted on the AvH website **www.avh.be**.

Questions can be asked by phone on number +32 3 231 87 70 or by e-mail on dirsec@avh.be to Luc Bertrand, Jan Suykens or Tom Bamelis.

Ce rapport annuel est également disponible en français.

Dit jaarverslag is ook verkrijgbaar in het Nederlands.

The Dutch version of this document should be considered as the official version.

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