

A Public Limited Company at 8800 Roeselare
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Deceuninck shareholders are invited to attend the Ordinary General Meeting of Shareholders to be held at Hooglede - Gits, 164 Brugsesteenweg, on Tuesday 9th May 2006 at 11 am, with the following agenda and proposals for resolution:

AGENDA OF THE ORDINARY GENERAL MEETING

1. Perusal of the annual report of the Board of Directors including the statement regarding Corporate Governance and the Company Auditor's report on the financial year closed on 31 December 2005.
2. Discussion and approval of the annual accounts closed on 31 December 2005, profit appropriation.
Proposal for resolution: approval of the annual accounts of the 2005 financial year and of the profit appropriation and fixing of the gross dividend for each fully paid share at 0.245 euros (0.18375 euros net).
3. Statement of the consolidated annual accounts and the consolidated report of the 2005 financial year.
4. Discharge to the members of the Board of Directors and to the Company Auditor
Proposal for resolution: to grant discharge to the Directors and the Company Auditor from all and any liability in respect of the tasks fulfilled by them during the 2005 financial year, by a separate vote.

The owners of registered shares must inform the Board of Directors in writing of their intention to attend the Meeting not later than five working days prior to the Meeting. In order to be allowed to attend the meeting, the owners of bearer shares must deposit their shares at the Company's registered office or at Bank Degroof not later than five days prior to the Meeting, and they must provide proof of such deposit. Proxies must also be deposited at the Company's registered office not later than five working days prior to the Meeting. The annual report 2005 can be consulted on the website of the company (www.deceuninck.com).

The Board of Directors

