

Financial Statements 2005 / 2006

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Management Report

Koninklijke Nedalco B V is a subsidiary of Koninklijke Cooperatie COSUN U A , holding 100 % of the shares in Nedalco as from December 22, 2004. The main activity of the company and its subsidiaries exists in production and sale of alcohol out of agricultural feedstocks and coproducts, including related trading activities.

The accounts for 2005/06 were prepared by the Board of Directors and audited by PricewaterhouseCoopers Accountants N V who gave their unqualified report thereon. We propose to the General Meeting of Shareholders to approve these accounts. The proposed appropriation of the profit has already been dealt with in the accounts.

For the year under review the gross turnover was € 104,7 mln, resulting in a net profit of € 3,7 mln, which is substantially higher compared with the years before. The main drivers behind this development have been the positive price developments in the European alcohol market and the effects of the step by step implementation of our strategic program, which includes substantial reduction of costs.

For financing the current operations and the new investments, the company has access to Cosun intergroup financing arrangements. This covers most of the capital needs, only a small part of the funding is still related to arrangement with a couple of commercial banks.

We started the construction of a new alcohol plant in Manchester UK. Similar to the Sas van Gent factory, this plant is built near to the local Cargill starch plant, which will deliver the raw materials for our alcohol production. The new plant is scheduled for start up mid 2007. The amount of investment is approximately € 40 mln.

As far as biofuels is concerned, the Dutch government has decided to implement mandatory biofuels blending rules in the Netherlands as from Jan 1st 2007. Nedalco has continued the preparation of its bioethanol programs and investments for the near future. Decisions to enter into large scale bioethanol production will be taken in the first half of 2007. As a part of our bioethanol strategy, we have started up mid 2006 a new alcohol drying unit in the Bergen op Zoom plant. In the near future, we will expand our research and development activities in the area of processing and fermentation of 2nd generation feedstocks for alcohol production.

The personnel staff will not change substantially in the near future, apart from increases resulting from investments in new plants within the scope of our strategy.

During the year under review we have made substantial progress in implementation of operation excellence in all our plants and offices. End 2006 we passed successfully the TPM Excellence Award audit by the Japanese Institute for Plant Maintenance.



Management report

Our strategy for the next years focuses on further development of our position in biofuels and to maintain the successful positions we have in the traditional alcohol market for many years. A steady growth in turnover and net profit is expected.

From our responsibility for risk management, we have identified the general risks inherent to our industry - amongst them the excise and environmental risks - and the particular risks related to the business activities within our group. We believe we have implemented the policies, organisation and procedures to manage and control these risks to the best of our knowledge and abilities and in good cooperation with our staff, local management, external auditors and other stakeholders.

On behalf of the Board of Directors
Bergen op Zoom, 27 February 2007
G G Bemer, managing director



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Consolidated balance sheet as of september 30, 2006

(after profit appropriation) (amounts * 1,000)

| ASSETS | | | |
|-----------------------|---|---------------------------|---------------------------|
| | | <u>September 30, 2006</u> | <u>September 30, 2005</u> |
| <u>FIXED ASSETS</u> | | | |
| 4 5 | <u>Intangible fixed assets</u> | 193 | 193 |
| 4 6 | <u>Tangible fixed assets</u> | | |
| | Land and buildings | 7 465 | 5 090 |
| | Plant and machinery | 56 155 | 25 528 |
| | Furniture, fixtures and fittings | 3 056 | 2 453 |
| | Other fixed assets | 7 | 7 |
| | Projects under construction | 18 300 | 30 984 |
| | Not related to the production proces | <u>246</u> | <u>488</u> |
| | | 85 229 | 64 550 |
| 4 7 | <u>Financial fixed assets</u> | | |
| | Deferred tax assets | 482 | 3 363 |
| 4 8 | <u>Long term debtors</u> | 46 | 114 |
| <u>CURRENT ASSETS</u> | | | |
| 4 9 | <u>Stock</u> | | |
| | Raw materials and consumables | 2 734 | 4 257 |
| | Finished products | <u>4 134</u> | <u>1 810</u> |
| | | 6 868 | 6 067 |
| 4 10 | <u>Debtors</u> | | |
| | Debtors | 15 686 | 13 082 |
| | Due from shareholders | 5 | 0 |
| | Other debtors, prepayments and accrued income | <u>3 184</u> | <u>5 126</u> |
| | | 18 875 | 18 208 |
| 4 11 | <u>Cash at bank and in hand</u> | <u>3 376</u> | <u>4 759</u> |
| | <u>TOTAL</u> | <u>115 069</u> | <u>97 254</u> |

Consolidated balance sheet as of september 30, 2006

| SHAREHOLDERS' EQUITY AND LIABILITIES | | September 30, 2006 | September 30, 2005 |
|--|--------------|--------------------|--------------------|
| 4 12 <u>GROUP EQUITY</u> | | 31 474 | 27 781 |
| 4 13 <u>PROVISIONS</u> | | | |
| Deferred tax liability | 2 528 | | 3 132 |
| Other | <u>4 019</u> | <u>6 547</u> | <u>5 546</u> |
| | | | 8 678 |
| 4 14 <u>LONG TERM LIABILITIES</u> | | | |
| Loans shareholder | 43 000 | | 5 000 |
| Other loan | 414 | | 0 |
| Bank loan | <u>5 196</u> | <u>48 610</u> | <u>26 831</u> |
| | | | 31 831 |
| 4 15 <u>CURRENT LIABILITIES</u> | | | |
| Bank overdraft | 6 545 | | 8 853 |
| Trade creditors | 14 427 | | 12 450 |
| Due to shareholders | 1 304 | | 2 722 |
| Other liabilities, accruals and deferred income | <u>6 162</u> | <u>28 438</u> | <u>4 939</u> |
| | | | 28 964 |
| <u>TOTAL</u> | | <u>115 069</u> | <u>97 254</u> |

2005 / 2006

2. Consolidated profit and loss account for the year 2005/2006

(amounts * € 1,000)

| | 2005/2006 | 2004/2005 |
|---|---------------|---------------|
| 4 16 Gross turnover | 104 668 | 80 542 |
| Direct selling expenses | <u>10 152</u> | <u>8 312</u> |
| <u>Net turnover</u> | 94 516 | 72 230 |
| Change in stock of finished goods | 1 796 | -1 616 |
| Other operating income | <u>1 604</u> | <u>1 203</u> |
| <u>Total operating income</u> | 97 916 | 71 817 |
| <u>Operating expenses</u> | | |
| 4 17 Costs of raw materials and consumables | 58 096 | 44 826 |
| 4 18 Staff costs | 8 014 | 9 456 |
| 4 20 Depreciation and other decrease in value of tangible fixed assets | 2 948 | 1 247 |
| 4 20 Other operating costs | <u>21 815</u> | <u>16 221</u> |
| <u>Total operating expenses</u> | <u>90 873</u> | <u>71 750</u> |
| <u>Operating result</u> | 7 043 | 67 |
| 4 21 Interest | <u>-1 810</u> | <u>-388</u> |
| <u>Group result before taxation</u> | 5 233 | -321 |
| 4 22 Taxes | <u>1 540</u> | <u>-2 047</u> |
| <u>Group result after taxation</u> | <u>3 693</u> | <u>1 726</u> |

3. Consolidated cash flow statement

(amounts * € mln)

| | 2005/2006 | 2004/2005 |
|--|-------------|-------------|
| Cash flow from operating activities | | |
| Operating result | 7,0 | 0,1 |
| Adjustments for | | |
| - depreciation | 2,6 | 1,2 |
| - long term debtors | 0,1 | 0,1 |
| - deferred tax assets | 2,9 | -2,2 |
| - provisions | -2,1 | 0,4 |
| | <u>3,5</u> | <u>-0,5</u> |
| | 10,5 | -0,4 |
| Movement in working capital | | |
| - debtors | -0,7 | -3,5 |
| - stock | -0,8 | -0,1 |
| - trade creditors and such | 1,8 | 6,2 |
| | <u>0,3</u> | <u>2,5</u> |
| Cash flow from commercial operations | 10,8 | 2,1 |
| Interest | -1,8 | -0,4 |
| Corporate income tax | -1,5 | 2,1 |
| | <u>-3,4</u> | <u>1,7</u> |
| Cash flow from operating activities | <u>7,5</u> | <u>3,8</u> |
| Cash flow from investing activities | | |
| Desinvestments in tangible fixed assets | 1,2 | |
| Investments in tangible fixed assets | -24,5 | -26,7 |
| Cash flow from investing activities | -23,3 | -26,7 |
| Cash flow from financing activities | | |
| Decrease other reserve | 0,0 | -1,0 |
| Loans | 16,8 | 14,2 |
| Bank overdraft | -2,3 | 8,9 |
| Cash flow from financing activities | <u>14,5</u> | <u>22,1</u> |
| Net cash flow | -1,4 | -0,8 |

The cash flow statement has been prepared applying the indirect method. The net cash flow in the cash flow statement comprises the balance sheet items cash at bank and in hand.

4. Notes to the consolidated accounts

4.1 General

The principles of consolidation, valuation and determination of result remained unchanged compared with the previous year with the exception of the change in accounting policies set out in section 4.3. The amounts included in the notes are denominated in thousands of Euro's, unless otherwise indicated. The activities of the companies are producing alcohol for consumer, technical and medical consumer purposes.

4.2 Consolidation

The consolidated 2005/2006 financial statements comprise the financial data of Koninklijke Nedalco B.V. in Bergen op Zoom and those of the following group companies:

- Nedalco International B.V. (Bergen op Zoom) (100%)
- Belgalco N.V. (Gent, Belgium) (100%)
- L. Bruggemann Beteiligungs GmbH (Heilbronn, Germany) (50%)
- Bruggemann Alcohol GmbH & Co. KG (Heilbronn, Germany) (50%)

For the preparation of Koninklijke Nedalco B.V.'s financial statements, the exemption offered by article 402, Book 2 Title 9 of the Dutch Civil Code has been applied to the profit and loss account. Participating interests in joint ventures are consolidated proportionately. An entity qualifies as a joint venture if its participants jointly exercise control under a collaborative agreement. Intercompany transactions, profits and balances among group companies are eliminated. All group companies are considered to be related parties. The parent company Royal Cosun also qualifies as a related party.

4.3 Principles of valuation and determination of result

The consolidated annual accounts were prepared in accordance with the statutory provisions of Part 9, Book 2, of the Netherlands Civil Code and the firm pronouncements in the Guidelines for Annual Reporting in the Netherlands as issued by the Dutch Accounting Standards Board.

The principles of valuation have been set out below in the notes to the individual balance sheet headings. Valuation occurs at face value, unless otherwise indicated.

Result represents the difference between the realized value of the goods delivered/services rendered and the costs and other charges for the year, valued at purchase price. Profits from transactions are recognized in the year in which they are realized, losses are taken as soon as they are foreseeable.

Corporate income tax receivable or payable is computed on the result for financial statement purposes, taking into account permanent differences between profit calculations for financial state-

ment purposes and those for tax purposes. These differences are included in tax on the result from ordinary activities.

The company has implemented a change in its accounting policies following the changes in financial reporting requirements with effect from 1 October 2004. This change in accounting policies relates to the disclosure of Employee benefits obligations. The comparative figures have been restated accordingly.

With effect from 2004/2005 the Group has accounted for its pension and jubilee schemes in line with the provisions of Dutch Accounting Standards Board Guideline 271. For defined benefit schemes this means recognition in the balance sheet of the discounted value of the pension benefits under the defined benefit scheme net of the fair value of plan assets and taking account of past service costs attributable to future financial years.

Insofar as the resulting benefit obligation exceeds the obligation based on the accounting policy applied until previous years, the excess has been charged to equity, taking account of relevant tax effects.

Up to 2003/2004 pension contributions payable for all pension schemes were recognised as charges in the profit and loss account, taking account of unrecognised prior-service costs. The jubilee payments were also recognised in the year of payment.

The change in accounting policies was directly recognised in equity as at 1 October 2004. The effects of the change in accounting policies on equity have been broken down in the following equity reconciliation statement as at 30 September 2004 and 1 October 2004.

| | Shareholders' equity |
|--------------------------------------|---------------------------------|
| Balance on 30 September 2004 | 27 161 |
| Employee benefits obligations | |
| Change in accounting policies | (1 574) |
| Tax effect | 468 |
| Balance on 1 October 2004 | 26 055 |

The effect on net profit for 2004/2005 is positive € 91 000. The profit for 2004/2005 has therefore increased from € 1.635 000 to € 1 726 000.

Since the financial year is changed as of 1 October 2006 the calculation of the employee benefits obligations is derived from the group calculation of the shareholder being Koninklijke Coöperatie Cosun u.a. Through this accounting method the company figures reconcile with the group figures.

4.4 Foreign currencies

Assets and liabilities denominated in foreign currencies are translated at the rate of exchange prevailing on balance sheet date. Transactions in foreign currencies during the reporting period have been processed in the financial statements at the rate prevailing at the moment of the transaction.

4.5 Intangible fixed assets

Costs of intangible fixed assets, including patents and licences, are valued at acquisition cost and amortised on a straight-line basis over the remaining economic life, with a maximum of 5 years. Depreciation commences at the start of commercial production.

| | |
|----------------------------------|-------|
| Book value as October 1, 2005 | 193 |
| Additions | 0 |
| | <hr/> |
| Book value as September 30, 2006 | 193 |

4.6 Tangible fixed assets

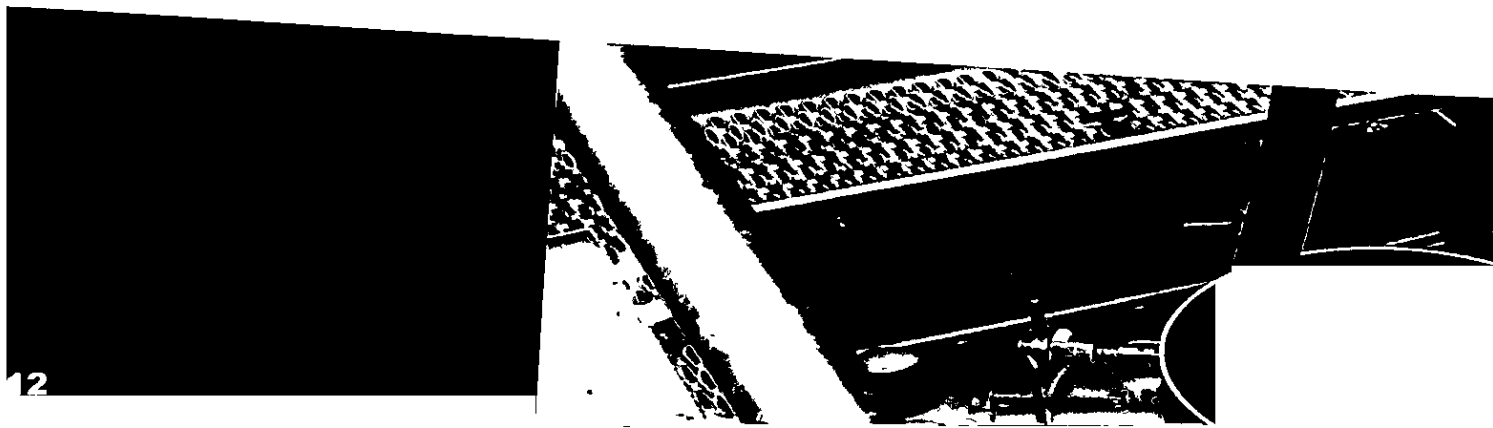
Tangible fixed assets are valued as follows:

- the tangible fixed assets purchased before September 30, 1988 are carried at the current value as of September 30, 1988 less depreciation. Depreciation takes place on the basis of the remaining useful life,
- the tangible fixed assets purchased after September 30, 1988 are carried at historical cost less depreciation.

Land is not depreciated.

On June 9, 2004 Nedalco entered into an agreement with the municipality of Bergen op Zoom to sell its company grounds, including the buildings and machinery, for a total amount of € 60 mln. Nedalco is obliged to deliver the company grounds before January 1, 2012.

As a result of this agreement the remaining useful life has changed, as well as the residual value of all the tangible fixed assets regarding the company grounds at Bergen op Zoom. Because the residual value is significantly higher than the current book value the depreciation is recalculated resulting in a depreciation as from June 9, 2004 being nil.



On September 15, 2006 Nedalco entered into a preliminary agreement to sell its company grounds in Italy, including the buildings and machinery. The company grounds will be delivered before September 15, 2008.

As a result of this agreement the remaining useful life has changed, as well as the residual value of all the tangible fixed assets regarding the company grounds in Italy. Because the residual value is significantly higher than the current book value the depreciation is recalculated resulting in a depreciation as from September 15, 2006 being nil.

Plant and machinery includes € 3 mln in respect of a provision relating to the dismantling of the company grounds at Bergen op Zoom. Projects under construction includes the investment expenses for the new factory in Manchester (UK) up to an amount of € 17,3 mln.

During the financial year an amount of € 140 000 was capitalised in respect of interest during construction of tangible fixed assets. As at the balance sheet date, interest totalling at € 1 016 000 has been capitalised.

Tangible fixed assets acquired under financial leases have a book value of € 1,2 mln.

As additional security for all amounts payable in respect of excise duties, import duties and VAT, the right of first mortgage on the property in Bergen op Zoom has been granted to the State of the Netherlands up to an amount of € 9,1 mln.



2005 / 2006

A number of lots owned by the company have been leased out, partly for free, to the Municipality of Bergen op Zoom until December 31, 2050 inclusive. The company holds the building right on the Theodorushaven landing in Bergen op Zoom.

The changes in tangible fixed assets can be summarized as follows:

| | land and buildings | plant and machinery | furniture, fixtures and fittings | other fixed assets | project under constr | not related to production proces | total |
|---|-----------------------|------------------------|---|--------------------------|----------------------------|--|--------|
| Book value on October 1, 2005 | 5 090 | 25 528 | 2 453 | 7 | 30 984 | 488 | 64 550 |
| Changes | | | | | | | |
| Additions | 0 | 6 174 | 0 | 0 | 18 300 | 0 | 24 474 |
| Reclassifications | 2 893 | 27 338 | 753 | | -30 984 | | 0 |
| Depreciation | -148 | -2 319 | -129 | 0 | | 0 | -2 596 |
| Desinvestments | -370 | -566 | -21 | 0 | 0 | -242 | -1 199 |
| Balance | 2 375 | 30 627 | 603 | 0 | -12 684 | -242 | 20 679 |
| Book value on September 30, 2006 | 7 465 | 56 155 | 3 056 | 7 | 18 300 | 246 | 85 229 |
| Cumulative depreciation and other decrease in value | 4 170 | 31 822 | 5 207 | 116 | 0 | 0 | 41 315 |
| Depreciation rates | 0-3,3 | 5-10 | 10-33,3 | 20-33,3 | | | |

4.7 Financial fixed assets

Deferred tax assets

The receivable for deferred taxes assets relates to carry forward of loss compensation and the differences present on balance sheet date between the valuation of assets for financial statement purposes and that for tax purposes and is computed on the basis of the rate prevailing

| | |
|----------------------------------|-----------|
| Book value as October 1, 2005 | 3 363 |
| Withdrawals | -2 881 |
| Book value as September 30, 2006 | <hr/> 482 |

4.8 Long term debtors

This item includes a receivable on employees for prepaid pension premiums with a duration up to maximum 1 year

4.9 Stock

Stock is valued at full cost or purchases prices. Market value is used where this is lower. Co-products are valued at market value.

4.10 Debtors

Trade debtors are valued at face value less a provision for possible non-collect ability.

Other debtors includes corporate income taxes up to € 1 058 000.

4.11 Cash at bank and in hand

Cash includes a blocked bank deposit up to € 3 182 000 related to a financial lease arrangement.

4.12 Group equity

For notes to group equity, reference is made to the notes to the shareholder's equity as included in the corporate balance sheet as of September 30, 2006.



4.13 Provisions**Deferred tax liability**

The provision for deferred taxes relates to the differences present on balance sheet date between the valuation of liabilities for financial statement purposes and that for tax purposes (exclusive of the land on which the buildings have been erected) and is computed on the basis of the rate prevailing

| | |
|----------------------------------|-------|
| Book value as October 1, 2005 | 3 132 |
| Withdrawal | -604 |
| | <hr/> |
| Book value as September 30, 2006 | 2 528 |

Other

The other provisions include provisions for restructuring costs, for the costs of retirement of employees and dismantling of the company grounds at Bergen op Zoom

| | <u>2005/2006</u> | <u>2004/2005</u> |
|---------------------------------|------------------|------------------|
| Restructuring costs | 698 | 1 102 |
| Dismantling site Bergen op Zoom | 3 000 | 3 000 |
| Employee benefits obligations | <u>321</u> | <u>1 444</u> |
| | 4 019 | 5 546 |

Restructuring costs

There have been withdrawals only and no dotations

Employee benefits obligations

The company has a defined benefit scheme. These provide defined pension benefits to staff upon reaching retirement age, the amount of which depends on age, salary and years of service. The pension provision carried on the balance sheet is the present value of pension benefit obligations under the defined benefit scheme net of the fair value of plan assets, against which unrecognised actuarial gains or losses and unrecognised past service costs are set off. The required pension provision is measured annually by independent actuaries using the actuarial method known as the 'Projected Unit Credit' method. The jubilee scheme is calculated accordingly.

Actuarial gains and losses arising from changes in actuarial assumptions exceeding 10% of the higher of pension benefit obligations and the fair value of plan assets at the opening of the financial year are credited or charged to the profit and loss account over the expected average future years of service of the employees concerned.

Movements in the employee benefits obligations for defined benefit schemes are as follows

| | 2005/2006 | 2004/2005 |
|--|-----------|-----------|
| At 1 October | 1 444 | 1 574 |
| Attributed pension and jubilee costs | 48 | 1 066 |
| Pension and jubilee contributions paid | -1 171 | -1 196 |
| At 30 September | 321 | 1 444 |

The preliminary group calculation relating to the employee benefits obligations as at 31 December 2006 can be analysed as follows

| | 31 Dec 2006 |
|--|-------------|
| Present value of employee benefits obligations funded by plan assets | -32 462 |
| Fair value of plan assets | 30 405 |
| Present value of employee benefits obligations not funded by plan assets | -2 057 |
| Unrecognised actuarial gains (losses) | 1 353 |
| Past service costs attributable to future years | 460 |
| Net employee benefits obligations | 244 |

The main actuarial assumptions are as follows

| | 2005/2006 |
|---------------------------------|-----------|
| | % |
| Discount rate | 4,00 |
| Expected return on plan assets | 4,75 |
| Expected salary increases | 2,00 |
| Expected indexation of pensions | 1,00 |

4.14 Long term liabilities

This item includes

| | Sept 30, 2006 | Sept 30, 2005 |
|-------------------|---------------|---------------|
| Loans shareholder | 43 000 | 5 000 |
| Other loan | 414 | 0 |
| Bank loan | 5 196 | 26 381 |
| | <u>48 610</u> | <u>31 381</u> |

The shareholder-loan, € 5 mln, is agreed for a resulting period of 4 years. Repayment will take place in a bullet mode at 24 Sep, 2010. The loan is subordinated to the bank loans. The interest is IRS related and is fixed on 7,15% during the duration.

The other shareholder-loan, € 38 mln, is agreed for a not further detailed period. This agreement is to avoid unnecessary financing cost for the group. Repayments will take place based on free available cash flow in the coming years. The interest rates are Euribor / IRS related plus 1,1%. As per 30 September 2006 an amount up to € 38 mln has a duration of more than 1 year.

The other loan is a financial lease. Repayment will take place in a annuity mode on a quarterly basis. The interest is agreed on 4.875% for 25 years. As per 30 September 2006 an amount up to € 404 700 has a duration above 1 year, an amount of € 362 600 has a duration above 5 years.

The long term banking loan is related to a sale and lease back construction on the Italian assets of former Distillerie Orbat SpA, actually hold by the Italian branch of Koninklijke Nedalco B.V. For this loan, a bank guarantee up to € 4 mln is applicable. As per 30 Sep, 2006 an amount up to € 4 322 982 has a duration above 1 year.

4.15 Current liabilities

Other liabilities, accruals and deferred income

This item includes amongst others

| | <u>Sept 30, 2006</u> | <u>Sept 30, 2005</u> |
|------------------------------|----------------------|----------------------|
| VAT payable | 526 | 204 |
| Excise duty payable | 46 | 44 |
| Taxes and social charges | 210 | 382 |
| Corporate income tax payable | 256 | 42 |

Currency risk

The Group is mainly active in the European Union. The Group's currency risk mainly relates to positions and future transactions in US dollars and British pounds. Based on a risk analysis, the Group's Boards of Directors determined that part of the currency risks be hedged. To this end, use is made of forward exchange contracts within the Cosun Group. Liabilities denominated in US dollars are hedged.

Interest rate risk

The Group is exposed to interest rate risk on interest-bearing receivables and interest-bearing long-term and current liabilities (including loans to credit institutions).

The Group is exposed to the consequences of variable interest rates on receivables and liabilities. In relation to fixed interest receivables and liabilities, it is exposed to market values.

The Group has not entered into any derivative contracts to hedge the interest risks.

Credit risk

The Group does not have any significant concentrations of commercial credit risk.

The Group uses a selection of banks in order to be in a position to use more than one facility. Where necessary, guarantees and collateral is granted to banks in order to secure facilities.

2005 / 2006

4.16 Gross turnover

Gross turnover was realized in the following geographic areas

| | <u>2005/2006</u> | <u>2004/2005</u> |
|------------------|------------------|------------------|
| The Netherlands | 35 249 | 29 484 |
| EU countries | 68 879 | 49 904 |
| Non-EU countries | <u>539</u> | <u>1 154</u> |
| | <u>104 668</u> | <u>80 542</u> |

4.17 Costs of raw materials and consumables

Raw material costs are generated up to 64 % from transactions at market prices with related parties (Koninklijke Coöperatie Cosun u a)

4.18 Employees

In 2005/2006 the group employed 107 persons on average (2004/2005 111), 97 persons were employed in the Netherlands and 10 in other EU countries

The amounts paid out are as follows

| | <u>2005/2006</u> | <u>2004/2005</u> |
|--------------------|------------------|------------------|
| Salaries and wages | 5 783 | 6 218 |
| Social charges | 641 | 601 |
| Pension charges | <u>40</u> | <u>1 083</u> |
| | <u>6 464</u> | <u>7 902</u> |

The pension charges include a one-off benefit up to € 1 123 000 regarding the alterations of the pension scheme as of 31 December 2005

4.19 Directors

The remuneration of the director is withheld making use of the stipulation in article 383 1, Title 9, Book 2 of the Dutch Civil Code

4.20 Depreciation & other operating costs

Depreciation includes an accelerated amount up to € 352 000 related to the selling of the Delfzijl factory in 2006 In other operating costs are included one-off items up to a total amount of positive € 124 000



4.21 Interest

Interest includes the balance between interest income, interest costs and the amount of interest capitalised on investments

| | <u>2005/2006</u> | <u>2004/2005</u> |
|-----------------------|------------------|------------------|
| Interest income | 165 | 92 |
| Interest cost | -973 | -928 |
| Capitalised interest | 140 | 806 |
| Interest intercompany | <u>-1 142</u> | <u>-358</u> |
| | <u>-1 810</u> | <u>-388</u> |

4.22 Taxes result from ordinary activities

The tax charge for the financial year 2005/2006 (29,4%) is affected by taking into account the loss related to the liquidation of Distillerie Orbat SpA, the Dutch tax facilities related to some types of investments and the decrease of the nominal tax rate

The nominal tax rate for 2005/2006 is 30,1%

4.23 Contingencies and commitments not included in the balance sheet

The total amount of guarantees Koninklijke Nedalco B V has given vis à vis third parties is € 7,3 mln as of September 30, 2006, of which € 4,0 mln is related to a financial lease agreement. The outstanding liabilities from operational lease contracts as of September 30, 2006 amount to € 100 000.

With the partner in a joint venture, agreements are made regarding the right to buy the partner's participation in the joint venture and/or the obligation to take over the partner's participation.

Koninklijke Nedalco B V has entered into investment commitments up to € 23 mln.



2005 / 2006

5 Corporate balance sheet as of september 30, 2006

(after profit appropriation) (amounts * € 1,000)

ASSETS

| | <u>September 30, 2006</u> | <u>September 30, 2005</u> |
|---|---------------------------|---------------------------|
| <u>FIXED ASSETS</u> | | |
| <u>Intangible fixed assets</u> | 193 | 193 |
| 7 2 <u>Tangible fixed assets</u> | | |
| Land and buildings | 7 397 | 6 668 |
| Plant and machinery | 55 980 | 25 277 |
| Furniture, fixtures and fittings | 3 019 | 2 416 |
| Other fixed assets | 7 | 6 |
| Projects under construction | <u>18 287</u> | <u>30 984</u> |
| | 84 690 | 65 351 |
| 7 3 <u>Financial fixed assets</u> | | |
| Group companies | 4 443 | 2 194 |
| Due from participations | 1 918 | 1 918 |
| Deferred tax assets | 482 | 3 363 |
| Other financial debtors | <u>46</u> | <u>114</u> |
| | 6 889 | 7 589 |
| <u>CURRENT ASSETS</u> | | |
| <u>Stock</u> | | |
| Raw materials and consumables | 1 828 | 3 556 |
| Finished products | <u>3 167</u> | <u>1 227</u> |
| | 4 995 | 4 783 |
| <u>Debtors</u> | | |
| Trade debtors | 10 837 | 9 063 |
| Due from group companies | 1 945 | 2 526 |
| Due from shareholder | 5 | |
| Other debtors, prepayments and accrued income | <u>2 739</u> | <u>4 492</u> |
| | 15 526 | 16 081 |
| <u>Cash at bank and in hand</u> | <u>3 102</u> | <u>4 410</u> |
| <u>TOTAL</u> | <u>115 396</u> | <u>98 407</u> |

Corporate balance sheet as of september 30, 2006

| SHAREHOLDERS' EQUITY AND LIABILITIES | | <u>September 30, 2006</u> | <u>September 30, 2005</u> |
|---|---|---------------------------|---------------------------|
| 7 4 | <u>SHAREHOLDERS' EQUITY</u> | | |
| | Paid-up and called-up capital | 4 538 | 4 538 |
| | Legal reserve | 193 | 193 |
| | Share premium reserve | 9 959 | 9 959 |
| | Other reservers | <u>16 784</u> | <u>13 091</u> |
| | | 31 474 | 27 781 |
| | <u>PROVISIONS</u> | | |
| | Deferred tax liability | 2 528 | 3 132 |
| | Other | <u>4 019</u> | <u>5 546</u> |
| | | 6 547 | 8 678 |
| 7 5 | <u>LONG TERM LIABILITIES</u> | | |
| | Loans shareholder | 43 000 | 5 000 |
| | Other loan | 414 | 0 |
| | Bank loan | <u>5 196</u> | <u>26 831</u> |
| | | 48 610 | 31 831 |
| 7 6 | <u>CURRENT LIABILITIES</u> | | |
| | Bank overdraft | 6 388 | 8 850 |
| | Trade creditors | 13 458 | 11 677 |
| | Due to shareholders | 1 304 | 2 722 |
| | Due to group companies | 2 777 | 2 639 |
| | Other liabilities, accruals and deferred income | <u>4 838</u> | <u>4 229</u> |
| | | 28 765 | 30 117 |
| | <u>TOTAL</u> | <u>115 396</u> | <u>98 407</u> |

2005 / 2006**6 Corporate profit and loss account for the year 2005/2006**
(amounts * € 1,000)

| | <u>2005 / 2006</u> | <u>2004 / 2005</u> |
|--------------------------------------|--------------------|--------------------|
| Income from group companies | 602 | 124 |
| Other income and expense after taxes | <u>3 091</u> | <u>1 602</u> |
| <u>Net result</u> | <u>3 693</u> | <u>1 726</u> |

7 Notes to the corporate accounts

7.1 General

The financial statements of Koninklijke Nedalco B.V. have been included in the consolidated financial statements. The consolidated group companies are valued at net asset value.

Valuation of the other assets and liabilities occur according to the principles of valuation set out in the notes to the consolidated accounts. The same applies to the method for the determination of result. Consequently, the shareholders' equity and the net result of Koninklijke Nedalco B.V. are the same as those according to the consolidated financial statements, reference is made to the notes thereto.

The amounts mentioned in the notes are denominated in thousands of Euro's, unless otherwise indicated.

The company has implemented a change in its accounting policies following the changes in financial reporting requirements with effect from 1 January 2005. This change in accounting policies relates to the disclosure of Employee benefits & obligations. The effects are set out in section 4.3 of the notes to the consolidated accounts.

7.2 Tangible fixed assets

Tangible fixed assets are valued as follows:

- the tangible fixed assets purchased before September 30, 1988 are carried at the current value as of September 30, 1988 less depreciation. Depreciation takes place on the basis of the remaining useful life,
- the tangible fixed assets purchased after September 30, 1988 are carried at historical cost less depreciation.

Land is not depreciated.

On June 9, 2004 Nedalco entered into an agreement with the municipality of Bergen op Zoom to sell its company grounds, including the buildings and machinery, for a total amount of € 60 mln. Nedalco is obliged to deliver the company grounds before January 1, 2012.

As a result of this agreement the remaining useful life has changed, as well as the residual value of all the tangible fixed assets regarding the company grounds at Bergen op Zoom. Because the residual value is significantly higher than the current book value the depreciation is recalculated resulting in depreciation as from June 9, 2004 being nil.



On September 15, 2006 Nedalco entered into a preliminary agreement to sell its company grounds in Italy, including the buildings and machinery. The company grounds will be delivered before September 15, 2008.

As a result of this agreement the remaining useful life has changed, as well as the residual value of all the tangible fixed assets regarding the company grounds in Italy. Because the residual value is significantly higher than the current book value the depreciation is recalculated resulting in depreciation as from September 15, 2006 being nil.

Plant and machinery includes € 3 mln in respect of a provision relating to the dismantling of the company grounds at Bergen op Zoom. Projects under construction includes the investment expenses for the new factory in Manchester (UK) up to an amount of € 17,3 mln.

During the financial year an amount of € 140 000 was capitalised in respect of interest during construction of tangible fixed assets. As at the balance sheet date, interest totalling at € 1 016 000 has been capitalised.

As additional security for all amounts payable in respect of excise duties, import duties and VAT the right of first mortgage on the property in Bergen op Zoom has been granted to the State of the Netherlands up to an amount of € 9,1 mln.

A number of lots owned by the company have been leased out, partly for free, to the municipality of Bergen op Zoom until December 31, 2050 inclusive. The company holds the building right on the Theodorus haven landing in Bergen op Zoom.

The changes in tangible fixed assets can be summarized as follows

| | land and buildings | plant and machinery | furniture, fixtures and fittings | other fixed assets | project under constr | total |
|---|-----------------------|------------------------|---|--------------------------|----------------------------|--------|
| Book value on October 1, 2005 | 6 668 | 25.277 | 2 416 | 7 | 30 984 | 65 352 |
| Changes | | | | | | |
| Additions | 0 | 6 153 | 0 | 0 | 18 287 | 24 440 |
| Reclassification | 2 892 | 27 339 | 753 | | -30 984 | 0 |
| Depreciation | -145 | -2 257 | -129 | 0 | 0 | -2 531 |
| Desinvestments | -370 | -532 | -21 | 0 | 0 | -923 |
| Capital gain | -1 648 | 0 | 0 | 0 | 0 | -1 648 |
| Balance | 729 | 30 703 | 603 | 0 | -12 697 | 19 338 |
| Book value on September 30, 2006 | 7 397 | 55 980 | 3 019 | 7 | 18 287 | 84 690 |
| Cumulative depreciation and other decrease in value | 4 074 | 31 640 | 5 179 | 101 | 0 | 40 994 |
| Depreciation rates | 0-3,3 | 5-10 | 10-33,3 | 20-33,3 | | |

7.3 Financial fixed assets

Participations

The financial fixed assets are carried at net asset value as per the balance sheets of the group companies at year end. The group companies are:

- Nedalco International B V, Bergen op Zoom (100%) with the participations in
- Belgalco (Gent, Belgium) (100%),
- L Brüggemann Beteiligungs GmbH, Heilbronn, Germany (50%),
- Brüggemann Alcohol GmbH & Co KG, Heilbronn, Germany (50%),

The changes in the financial fixed assets can be summarized as follows:

Group companies

| | |
|----------------------------------|-------|
| Book value as October 1, 2005 | 2 194 |
| Result participations | 602 |
| Other | 1 647 |
| | <hr/> |
| Book value as September 30, 2006 | 4 443 |

Due to the liquidation of Distillerie Orbat SpA the capital gain on an intercompany transaction of tangible fixed assets is reversed. The effect (€ 1 647 000) is stated as other.

Due from participations

No changes took place during the financial year.

Deferred tax assets

The receivable for deferred taxes assets relates to carry-forward loss compensation and the differences present on balance sheet date between the valuation of assets for financial statement purposes and that for tax purposes and is computed on the basis of the rate prevailing.

Deferred tax assets

| | |
|----------------------------------|--------|
| Book value as October 1, 2005 | 3 363 |
| Withdrawal | 2 881- |
| | <hr/> |
| Book value as September 30, 2006 | 482 |

7.4 Shareholders' equity

Paid-up and called-up capital

No changes took place during the financial year

| | |
|------------------------------|----------------|
| Nominal share capital | 22 500 |
| Not subscribed share capital | <u>17 962-</u> |
| Authorized share capital | <u>4 538</u> |

The authorized share capital of the company as of 30 September 2006 amounts to EUR 4 537 800 and consists of 10 084 ordinary shares of EUR 450,- each

Legal reserve

The legal reserve is maintained in respect of the capitalized costs of intangible fixed assets amounting to € 193,000

| | |
|-------------------------------|------------|
| Balance on October 1, 2005 | 193 |
| Addition | <u>0</u> |
| Balance on September 30, 2006 | <u>193</u> |

Share premium reserve

| | |
|-------------------------------|--------------|
| Balance on October 1, 2005 | 9 959 |
| Addition | <u>0</u> |
| Balance on September 30, 2006 | <u>9 959</u> |

Other reserves

| | |
|-------------------------------|---------------|
| Balance on October 1, 2005 | 13 091 |
| Result bookyear 05/06 | <u>3 693</u> |
| Balance on September 30, 2006 | <u>16 784</u> |

7.5 Long term liabilities

| | <u>Sept 30, 2006</u> | <u>Sept 30, 2005</u> |
|-------------------|----------------------|----------------------|
| Loans shareholder | 43 000 | 5 000 |
| Other loan | 414 | |
| Bank loan | 5 196 | 26 831 |
| | <u>48 610</u> | <u>31 831</u> |

The shareholder-loan, € 5 mln, is agreed for a resulting period of 4 years. Repayment will take place in a bullet mode at 24 Sep, 2010. The loan is subordinated to the bank loans. The interest is IRS related and is fixed on 7,15% during the duration.

The other shareholder-loan, € 38 mln, is agreed for a not further detailed period. This agreement is to avoid unnecessary financing cost for the group. Repayments will take place based on free available cash flow in the coming years. The interest rates are Euribor / IRS related plus 1,1%. As per 30 September 2006 an amount up to € 38 mln has duration of more than 1 year.

The other loan is a financial lease. Repayment will take place in a annuity mode on a quarterly basis. The interest is agreed on 4.875% for 25 years. As per 30 September 2006 an amount up to € 404 700 has a duration above 1 year, an amount of € 362 600 has a duration above 5 years.

The long term banking loan is related to a sale and lease back construction on the Italian assets of former Distillerie Orbat SpA, actually hold by the Italian branch of Koninklijke Nedalco B.V. For this loan, a bank guarantee up to € 4 mln is applicable. As per 30 Sep, 2006 an amount up to € 4 322 982 has a duration above 1 year.

7.6 Current liabilities

Other liabilities, accruals and deferred income

This item includes amongst others

| | <u>Sept 30, 2006</u> | <u>Sept 30, 2005</u> |
|--------------------------|----------------------|----------------------|
| Taxes and social charges | 198 | 239 |
| Excise duty payable | 14 | 8 |
| | <u>212</u> | <u>247</u> |

7.7 Commitments not included in the balance sheet

Contingent liabilities

The total amount of guarantees Koninklijke Nedalco B V has given vis à vis third parties is € 6,9 mln as of September 30, 2006, of which € 4,0 mln is related to a financial lease agreement. The outstanding liabilities from operational lease contracts as of September 30, 2006 amount to € 100 000.

With the partner in a joint venture, agreements are made regarding the right to buy the partner's participation in the joint venture and/or the obligation to take over the partner's participation.

Koninklijke Nedalco B V has entered into investment commitments up to € 23 mln.

The company has declared that it assumes joint and several liability for any debts from the legal acts of the in the consolidation included subsidiary Nedalco International B V, as meant in article 403, book 2, title 9 of the Dutch Civil Code.

7.8 Income from group companies after taxation

| | <u>Sept 30, 2006</u> | <u>Sept 30, 2005</u> |
|-----------------|----------------------|----------------------|
| Group companies | <u>602</u> | <u>124</u> |

Bergen op Zoom, February 27, 2007

Director

Dr Ir G G Berner

To the General Meeting of Shareholders
of Koninklijke Nedalco B V

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Auditor's report

Report on the financial statements

We have audited the accompanying financial statements for the period from 1 October 2005 to 30 September 2006 of Koninklijke Nedalco B V, Bergen op Zoom as set out on pages 6 to 31 which comprise the consolidated and company balance sheet as at 30 September 2006, the consolidated and company profit and loss account for the period from 1 October 2005 to 30 September 2006 and the notes.

The directors' responsibility

The directors of the company are responsible for the preparation and fair presentation of the financial statements and for the preparation of the management report, both in accordance with Part 9 of Book 2 of the Netherlands Civil Code. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the 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.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with Dutch law. This law requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the 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 company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial statements.

116 152/423/HDC/TP

PricewaterhouseCoopers is the trade name of among others the following companies: PricewaterhouseCoopers Accountants N V (Chamber of Commerce 34180285), PricewaterhouseCoopers Belastingadviseurs N V (Chamber of Commerce 34180284), PricewaterhouseCoopers Advisory N V (Chamber of Commerce 34180287) and PricewaterhouseCoopers B V (Chamber of Commerce 34180289). The services rendered by these companies are governed by General Terms & Conditions, which include provisions regarding our liability. These General Terms & Conditions are filed with the Amsterdam Chamber of Commerce and can also be viewed at www.pwc.com/nl.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion

Opinion

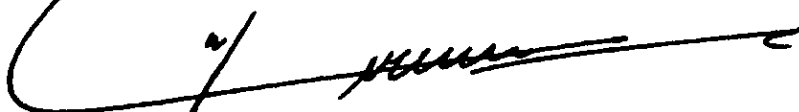
In our opinion, the financial statements give a true and fair view of the financial position of Koninklijke Nedalco B V as at 30 September 2006, and of its result for the period from 1 October 2005 to 30 September 2006 in accordance with Part 9 of Book 2 of the Netherlands Civil Code

Report on other legal and regulatory requirements

Pursuant to the legal requirement under 2 393 sub 5 part e of the Netherlands Civil Code, we report, to the extent of our competence, that the management report is consistent with the financial statements as required by 2 391 sub 4 of the Netherlands Civil Code

Breda, 27 February 2007

PricewaterhouseCoopers Accountants N V



A J M Vercammen RA

Profit appropriation according to the articles of association

Article 17 on profit and loss

According to article 17 the profit of the year is at the disposal of the general meeting of shareholders

Proposed profit appropriation

It will be proposed to the general meeting of shareholders to add the result for the financial year 2005/2006 amounting to € 3 693 000 to the other reserves

In anticipation of the adoption of this resolution, this proposal has already been incorporated in the balance sheet

Guarantee

On 13 November 2006 the company entered as guarantor into a € 150 mln senior standby revolving credit facility agreement made between the shareholder Koninklijke Cooperatie Cosun u.a. and several banks

Post balance sheet events

The company decided to change the financial year from 1 October – 30 September into 1 January – 31 December. The company has opted for a shortened financial year for the period 1 October 2006 till 31 December 2006. This decision was confirmed by notarial deed dated 28 December 2006, before approval of the financial statements 2005/2006 by the Board of Directors