



**RECTICEL**  
Limited company

Registered office  
Avenue des Olympiades 2  
1140 Brussels (Evere)  
RPR Brussels nr. 0405.666.668

The Board of Directors hereby gives notice of **the SPECIAL GENERAL MEETING** of the Company to be held on **Tuesday, 9 October 2007 at 3.00 p.m.**, at the registered office of the company at 2 Avenue des Olympiades, Evere (1140 Brussels), to transact the following business.

**1. Proposed Resolution No. 1 :**

Following the issuing, on 11 July 2007, of 1 150 convertible debentures of 50.000 € each, for a total amount of € 57.500.000, approval, pursuant article 556 of the Companies Code, of the put option for debenture holders and the adjustment of the conversion price in the event of a change of control of the company.

**2. Proposed Resolution No. 2**

Appointment as Director of Mr. Vincent Doumier, domiciled Avenue des Statuaires 127 at 1180 Brussels, for a term of 4 years, expiring at the closing of the annual general meeting of 2011.

\* \* \*

Shareholders wishing to attend this meeting in person, or be represented by proxy, should comply with the provisions of articles 32 and 33 of the company's Articles.

The registration date fixed in accordance with the company's Articles and article 536 of the Companies Code is **Friday, 5 October 2007**.

The owners of bearer shares must lodge their shares by the above-mentioned registration date at the latest at the registered office of the company, or the head offices, branches and agencies of the following banks:

Banque Degroof  
Dexia Banque  
Fortis Banque  
KBC Bank / CBC

The owners of registered shares must have given notice in writing to the board of directors of the company, by **2 October 2007** at the latest, of the number of shares with which they intend to take part in the special general meeting.

Notwithstanding the provisions of articles 548 and 549 of the Companies Code, shareholders who wish to appoint a proxies must do so using the forms of proxies placed at their disposal at the above-mentioned places and ensure that their instruments of proxies are received by the company **no later than Friday, 5 October 2007**.

**THE BOARD OF DIRECTORS**