Lotus

BAKERIES

SINCE 1932

ANNUAL REPORT

2010 ANNUAL REPORT

FINANCIAL SUPPLEMENT

Lotus Koninklijke Peijnenburg - Sinds 1883 - ANNA'S

FINANCIAL SUPPLEMENT

The consolidated financial statements for 2010 shown below have been prepared in accordance with IFRS rules as adopted by the EU with comparative IFRS figures for 2009.

The statutory financial statements that have been condensed are presented in the financial supplement and are prepared in accordance with Belgian accounting standards (BGAAP).

Only the consolidated annual financial statements present a faithful picture of the assets, financial position and results of the Lotus Bakeries Group.

In light of the fact that the statutory annual financial statements give only a limited picture of the financial situation of the Lotus Bakeries Group, the Board of Directors considers it appropriate to only present an abridged version of the statutory annual statements of Lotus Bakeries NV, in accordance with Article 105 of the Belgian Companies Code.

The full statutory annual statements, together with the statutory annual report of the Board of Directors and the statutory audit report of the Auditor, will be submitted to the National Bank of Belgium within the legally prescribed term. These documents are available on the corporate website of Lotus Bakeries, www.lotusbakeries.com (Investor Relations) or can be obtained for free from the Corporate Secretary of Lotus Bakeries on simple request.

The Auditor has issued an unqualified audit opinion without reservation with respect to the consolidated and the statutory annual statements of Lotus Bakeries NV.

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CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED BALANCE SHEET

in thousands of EUR	NOTES	31-12-10	31-12-09
ASSETS			
Non-current assets		**178,257**	**170,301**
Tangible assets	12	90,233	84,150
Goodwill	30	25,670	24,837
Intangible assets	11	61,576	60,822
Investment in other companies		32	38
Deferred tax assets	13	637	353
Other non-current assets including derivative financial instruments	15, 27	109	101
Current assets		**46,474**	**55,809**
Stocks	16	12,998	12,947
Trade receivables	17	23,360	21,288
Tax receivables	17	2,967	3,083
Other amounts receivable	17	114	394
Derivative financial instruments	27	60	70
Cash and cash equivalents	19	6,302	16,249
Deferred charges and accrued income		673	1,778
TOTAL ASSETS		**224,731**	**226,110**

in thousands of EUR	NOTES	31-12-10	31-12-09
EQUITY AND LIABILITIES			
Equity		**109,795**	**101,197**
Issued capital	21	3,400	1,500
Share premium		2,298	2,298
Consolidated reserves	14	109,704	104,503
Translation differences		1,709	(32)
Treasury shares	22, 25	(7,157)	(7,639)
Hedging reserves		(192)	(307)
Non-controlling interest		33	874
Non-current liabilities		**50,571**	**69,313**
Interest-bearing loans and borrowings	20	17,902	37,136
Deferred tax liabilities	13	28,700	28,619
Pensions	24	2,906	2,672
Provisions	23	948	738
Other non-current liabilities including derivative financial instruments	27	115	148
Current liabilities		**64,365**	**55,600**
Interest-bearing loans and borrowings	20	19,319	13,739
Provisions	23	79	216
Trade payables	26	23,509	22,138
Remuneration and social security	26	9,081	9,518
Tax payables	26	5,491	4,207
Derivative financial instruments	27	2,079	3,001
Other current liabilities	26	974	704
Accrued charges and deferred income	26	3,833	2,077
TOTAL EQUITY AND LIABILITIES		**224,731**	**226,110**

CONSOLIDATED FINANCIAL STATEMENTS

CONSOLIDATED INCOME STATEMENT

in thousands of EUR	NOTES	2010	2009
Turnover		**264,823**	**261,071**
Raw materials, consumables and goods for resale		(82,378)	(87,315)
Services and other goods		(69,633)	(63,800)
Personnel costs	6	(65,533)	(64,996)
Depreciation and amortization	7	(11,318)	(11,084)
Decrease/(Increase) in amounts written off stocks, contracts in progress and trade debtors		(1,178)	(997)
Other operating income and charges (net)	4	172	1,714
Recurrent operating result (REBIT) (1)		**34,955**	**34,593**
Non-recurrent operating result	8	(874)	(294)
Operating result (EBIT) (2)		**34,081**	**34,299**
Financial result	5	(2,960)	(2,826)
Financial income		2,730	3,531
Financial charges		(5,690)	(6,357)
Result before taxation		**31,121**	**31,473**
Income taxes	9, 13	(8,055)	(8,202)
Result after taxation		**23,066**	**23,271**
Results from termination of activities	28	-	1,889
Net result		**23,066**	**25,160**
Net result : share of third parties		11	95
Net result : share of the Group		23,055	25,065

in thousands of EUR	NOTES	2010	2009
Other comprehensive income:			
Gains/(Losses) recognized directly in equity			
Currency translation differences		1,741	257
Financial instruments		115	(307)
Other comprehensive income for the year		**1,856**	**(50)**
Total comprehensive income for the year		**24,922**	**25,110**
Total comprehensive income for the year attibutable to:			
Non-controlling interest		11	95
Equity holders of Lotus Bakeries		24,911	25,015
Earnings per share	**10**		
Weighted average number of shares		751,377	767,320
Basic earnings per share (EUR)		**30.68**	**32.67**
of discontinued operations		-	2.46
of continued operations		30.68	30.21
Weighted average number of shares after effect of dilution		775,657	785,112
Diluted earnings per share (EUR)		**29.72**	**31.93**
of discontinued operations		-	2.41
of continued operations		29.72	29.52
Total number of shares (3)		772,563	803,037
Diluted earnings per share (EUR)		**29.84**	**31.21**
of discontinued operations		-	2.35
of continued operations		29.84	28.86

(1) REBIT is defined as recurrent operating result.

(2) EBIT is defined as recurrent operating result + non-recurrent operating result.

(3) Total number of shares including treasury shares.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

in thousands of EUR	Issued capital	Share premium	Treasury shares	Consolidated Reserves	Translation differences	Hedging reserves	Equity - part of the Group	Non-controlling interest	Total Equity
EQUITY as on 1 January 2009	**1,500**	**2,298**	**(7,706)**	**88,912**	**(302)**	**-**	**84,702**	**1,153**	**85,855**
Profit of the Financial Year	-	-	-	25,065	-	-	25,065	95	25,160
Currency translation differences	-	-	-	-	257	-	257	-	257
Hedging reserves	-	-	-	-	-	(307)	(307)	-	(307)
Net income and expense for the period recognised directly in equity	-	-	-	-	257	(307)	(50)	-	(50)
Tot comprehensive income and expenses for the period	**-**	**-**	**-**	**25,065**	**257**	**(307)**	**25,015**	**95**	**25,110**
Dividend payments to shareholders	-	-	-	(5,384)	-	-	(5,384)	(29)	(5,413)
Acquisitions/sale treasury shares	-	-	67	-	-	-	67	-	67
Share-based payments	-	-	-	1,137	-	-	1,137	-	1,137
Purchase/sale of non-controlling interest	-	-	-	(5,366)	-	-	(5,366)	(345)	(5,711)
Other	-	-	-	139	13	-	152	-	152
EQUITY as on 31 December 2009	**1,500**	**2,298**	**(7,639)**	**104,503**	**(32)**	**(307)**	**100,323**	**874**	**101,197**
unavailable for distribution				3,797					
available for distribution				100,706					

in thousands of EUR	Issued capital	Share premium	Treasury shares	Consolidated Reserves	Translation differences	Hedging reserves	Equity - part of the Group	Non-controlling interest	Total Equity
EQUITY as on 1 January 2010	**1,500**	**2,298**	**(7,639)**	**104,503**	**(32)**	**(307)**	**100,323**	**874**	**101,197**
Profit of the Financial Year	-	-	-	23,055	-	-	23,055	11	23,066
Currency translation differences	-	-	-	-	1,741	-	1,741	-	1,741
Hedging reserves	-	-	-	-	-	115	115	-	115
Net income and expense for the period recognised directly in equity	-	-	-	-	1,741	115	1,856	-	1,856
Tot comprehensive income and expenses for the period	**-**	**-**	**-**	**23,055**	**1,741**	**115**	**24,911**	**11**	**24,922**
Merger	1,900		(16,563)	4,393	-	-	(10,270)	-	(10,270)
Dividend payments to shareholders	-	-	-	(6,061)	-	-	(6,061)	(32)	(6,093)
Acquisitions/sale treasury shares	-	-	482	-	-	-	482	-	482
Destruction of treasury shares	-	-	16,563	(16,563)	-	-	-	-	-
Share-based payments	-	-	-	939	-	-	939	-	939
Purchase/sale of non-controlling interest	-	-	-	(151)	-	-	(151)	(820)	(971)
Other	-	-	-	(411)	-	-	(411)	-	(411)
EQUITY as on 31 December 2010	**3,400**	**2,298**	**(7,157)**	**109,704**	**1,709**	**(192)**	**109,762**	**33**	**109,795**
unavailable for distribution				21,775					
available for distribution				87,929					

Reserves are unavailable for distribution because of legal restrictions.

CONSOLIDATED CASH FLOW STATEMENT

in thousands of EUR	2010	2009
Operating activities		
Net profit	23,055	25,065
Amortization of (in)tangible assets	11,318	11,084
Valuation allowances against current assets	1,155	1,000
Provisions	769	500
Unrealized exchange rate losses (gains)	(171)	222
Capital loss on disposal of fixed assets	15	273
Income taxes	8,055	8,202
Decrease/(Increase) in derivative financial instruments	(897)	115
Interest expense	1,231	1,713
Other financial income and charges	2,822	871
Employee stock option plan	939	1,137
Result from discontinued operations	-	(1,889)
Non-controlling interest	11	95
Gross cash provided by operating activities	**48,302**	**48,388**
Decrease/(Increase) in inventories	(873)	(2)
Decrease/(Increase) in trade accounts receivable	(1,716)	(333)
Decrease/(Increase) in other assets	1,766	811
Increase/(Decrease) in trade accounts payable	1,171	(8,167)
Increase/(Decrease) in other liabilities	801	2,939
Change in operating working capital	**1,149**	**(4,752)**
Income tax paid	(8,558)	(9,016)
Interest paid	(1,231)	(1,713)
Other financial income and charges received/paid	(2,822)	(871)
Net cash provided by operating activities	**36,840**	**32,036**

in thousands of EUR	2010	2009
Net cash provided by operating activities	**36,840**	**32,036**
Investing activities		
(In)tangible assets - acquisitions	(17,090)	(9,184)
(In)tangible assets - other changes	45	83
Financial assets - acquisitions	6	-
Proceeds from sale of an associate	-	2,226
Cash flow from investing activities	**(17,039)**	**(6,875)**
Net cash flow before financing activities	**19,801**	**25,161**
Financing activities		
Dividends paid	(5,328)	(5,387)
Treasury shares	(101)	67
Acquisition of a subsidiary	(971)	(6,151)
Receivings (+)/Reimbursement (-) of long-term funding	(25,234)	(11,684)
Receivings (+)/Reimbursement (-) of short-term funding	1,335	(88)
Receivings (+)/Reimbursement (-) of long-term receivables	(7)	(217)
Cash flow from financing activities	**(30,306)**	**(23,460)**
Net change in cash and cash equivalents	**(10,505)**	**1,701**
Cash and cash equivalents on January 1st	16,249	14,548
Effect of exchange rate fluctuations	558	-
Cash and cash equivalents on December 31	6,302	16,249
Net change in cash and cash equivalents	**(10,505)**	**1,701**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. CONSOLIDATED COMPANIES

1.1 List of consolidated companies

	Address	VAT or national number	2010	2009
			%	%
A. Full consolidation				
Cremers-Ribert NV	Gentstraat 52, B-9971 Lembeke	VAT BE 0427.808.008	100.00	100.00
Interwaffles SA	Rue de Liège 39, B-6180 Courcelles	VAT BE 0439.312.406	100.00	100.00
Lotus Bakeries Group Services NV	Gentstraat 52, B-9971 Lembeke	VAT BE 0443.714.127	100.00	100.00
Lotus Bakeries NV	Gentstraat 52, B-9971 Lembeke	VAT BE 0401.030.860	100.00	100.00
Lotus Lekkers NV	Gentstraat 52, B-9971 Lembeke	VAT BE 0881.664.870	100.00	100.00
Margarinerie Hinnekens NV	Kerkstraat 33 B, B-9971 Lembeke	VAT BE 0421.694.038	100.00	55.00
Lotus Bakeries Schweiz AG	Eisenbahnstrasse 11, CH-4900 Langenthal	VAT CH 482 828	100.00	100.00
Lotus Bakeries Invest AG	Eisenbahnstrasse 11, CH-4900 Langenthal	VAT CH 650 757	100.00	100.00
Lotus Bakeries CZ s.r.o.	Praag 3, Slezská 844/96, CZ-130 00 Praag	VAT CZ 271 447 55	100.00	100.00
Lotus Bakeries GmbH	Schumanstrasse 33, D-52146 Würselen	VAT DE 811 842 770	100.00	100.00
Biscuiterie Le Glazik SAS	Zone Industrielle 2, F-29510 Briec-de-l'Odet	VAT FR95 377 380 985	100.00	100.00
Biscuiterie Vander SAS	Place du Château BP 70091, F-59560 Comines	VAT FR28 472 500 941	100.00	100.00
Lotus Bakeries France SAS	Place du Château BP 50125, F-59560 Comines	VAT FR93 320 509 755	100.00	100.00
Lotus Bakeries UK Ltd.	3000 Manchester Business Park, Aviator Way, Manchester, M22 5TG UK	VAT GB 606 739 232	100.00	100.00
Lotus Bakeries Réassurances SA	Rue du Kiem 145, L-8030 Strassen	R.C.S. Luxembourg B53262	100.00	100.00
Koninklijke Peijnenburg BV	Nieuwendijk 45, NL-5664 HB Geldrop	VAT NL003897187B01	100.00	100.00
Peijnenburg's Koekfabrieken BV	Nieuwendijk 45, NL-5664 HB Geldrop	VAT NL001351576B01	100.00	100.00
WK Koek Beheer BV	Streek 71, NL-8464 NE Sintjohannesga	VAT NL006634199B01	100.00	100.00
WK Koek Bakkerij BV	Streek 71, NL-8464 NE Sintjohannesga	VAT NL006634151B01	100.00	100.00
Enkhuizer Koekfabriek BV	Oosterdijk 3e, NL-1601 DA Enkhuizen	VAT NL823011112B01	100.00	-
Lotus Bakeries Nederland BV	Nieuwendijk 45, NL-5664 HB Geldrop	VAT NL004458953B01	100.00	100.00
Lotus Bakeries Asia Pacific Pte. Ltd.	8 Wilkie Road, #03-01, Wilkie Edge, Singapore 228095	Registration no. 200308024H	100.00	100.00
Lotus Bakeries Asia Pacific Limited	Room 2302, 23 rd Floor, Caroline Centre, Lee Garden Two, 28 Yun Ping Road, Hong Kong	Inland Revenue Department file no. 22/51477387	100,00	-
Lotus Bakeries North America Inc.	50 Francisco Street, Suite 115, San Francisco CA 94133, California, USA	IRS 94-3124525	100.00	100.00
López Market S.L.	Andrés Alvarez Caballero, Poligono Industrial Valdonaire 22-24-26, 28970 Humanes (Madrid), Spain	VAT B80405137	95.00	95.00
Annas - Lotus Bakeries Holding AB	Radiovägen 23, Box 321, SE-135 29 Tyresö, Sweden	Registration no. 556757-7241	100.00	100.00
Annas Pepparkakor Holding AB	Radiovägen 23, Box 321, SE-135 29 Tyresö, Sweden	Registration no. 556675-9030	100.00	100.00
AB Annas Pepparkakor	Radiovägen 23, Box 321, SE-135 29 Tyresö, Sweden	VAT SE556149914501	100.00	100.00
Pepparkakshuset i Tyresö AB	Radiovägen 23, Box 321, SE-135 29 Tyresö, Sweden	VAT SE556736094501	100.00	100.00
Lotus Bakeries North America Calgary Ltd	P.O. Box 5880, High River, AB T1V 1P6, Canada	GST 131 644 205	100.00	100.00

B. Associated company accounted for using the equity method				
Annas-Finax-Herrljunga Sälj AB	Radiovägen 23, Box 321, SE-135 29 Tyresö, Sweden	VAT SE556210900801	-	33.00

1.2 Changes in the group structure in 2010

In 2010 the following changes took place in the Group:

MERGER OF BISINVEST NV

Through this merger, Lotus Bakeries NV acquired the entire assets and liabilities of Bisinvest NV. With the merger Lotus Bakeries acquired 470,175 of its treasury shares, (i.e. the shares in Lotus Bakeries owned by Bisinvest). These treasury shares were destroyed immediately after the merger. Following the merger, the net equity of Lotus Bakeries decreased by kEUR 10,242.

MARGARINERIE HINNEKENS NV

In July 2010 Lotus Bakeries acquired the remaining 45% of the shares of Margarinerie Hinnekens NV for a total compensation of kEUR 971.

ANNAS-FINAX-HERRLJUNGA SÄLJ AB

In September 2010 Pepparkakor AB Annas sold its 33.33% stake in Annas-Finax-Herrljunga Sälj AB for kSEK 83 (kEUR 9). Annas-Finax-Herrljunga Sälj AB supported the sale of the pepparkakor biscuits at points of sale in Sweden.

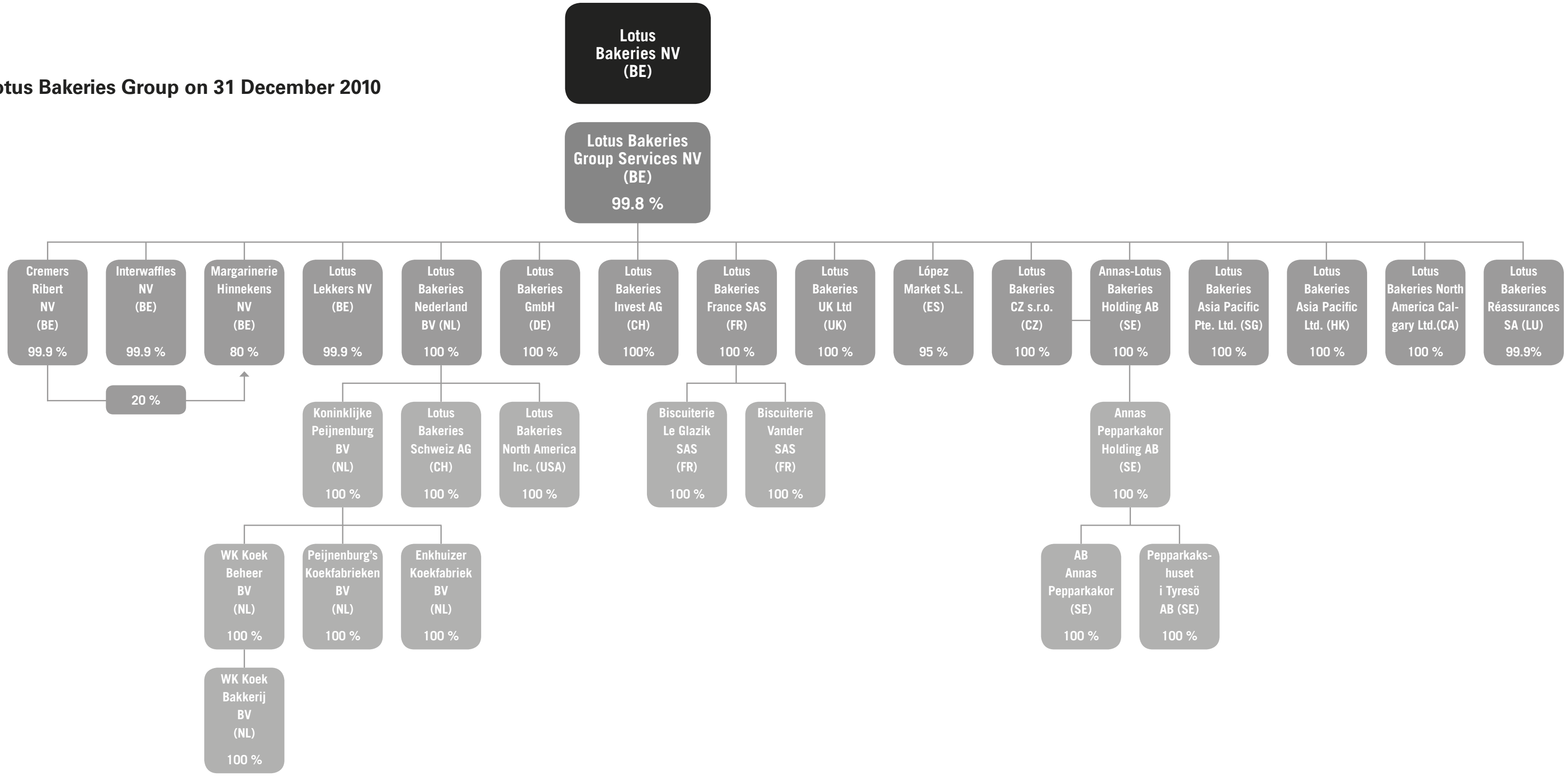
PEPPARKAKSHUSET I TYRESÖ AB

In November 2010, Annas Pepparkakor Holding AB acquired the assets of Pepparkakshuset i Tyresö AB for the purchase price of kSEK 66,275 (kEUR 7,226). This asset deal was included in the consolidation on 1 December. Pepparkakshuset i Tyresö AB owns the land and building where Annas Pepparkakor AB produces and sells its papparkakor biscuits. Previously the building was leased.

ENKHUIZER KOEKFABRIEK BV & LOTUS BAKERIES ASIA PACIFIC LIMITED

In 2010 two additional companies were founded within the Lotus Bakeries Group: Enkhuizer Koekfabriek BV in the Netherlands and Lotus Bakeries Asia Pacific Limited in Hong Kong.

1.3 Legal Structure of the Lotus Bakeries Group on 31 December 2010



2. ACCOUNTING PRINCIPLES

2.1 Statement of compliance

The consolidated financial statements were drawn up in accordance with the International Financial Reporting Standards (IFRS) as ratified for application within the European Union. Lotus Bakeries has used IFRS as its only accounting norm since 1 January 2005. The IFRS opening balance sheet is that dated 1 January 2004. The figures for the 2004 financial year were revised from BGAAP (Belgian accounting standards) to IFRS. The last consolidated financial statements under BGAAP were for the 2004 financial year that ended on 31 December 2004.

2.2 Basis of presentation

The consolidated financial statements are presented in thousands of euros and present the financial situation as of 31 December 2010.

The accounting principles were consistently applied.

The consolidated financial statements are presented on the basis of the historical cost price method, with the exception of the evaluation at fair value of financial derivatives and financial assets available for sale.

The consolidated financial statements are presented before allocation of the parent company's result, as proposed to the General Meeting of Shareholders and approved by the Board of Directors on 11 February 2011 for publication.

RECENT IFRS PRONOUNCEMENTS

The following new standards, amendments to standards and interpretations are mandatory for the first time for the Group's accounting period beginning 1 January 2010:

- **IFRS 3 (revised),** 'Business combinations'. The new requirements are applicable to business combinations for which the acquisition date is on or after the beginning of the first annual period beginning on or after 1 July 2009;
- **IAS 27 (revised),** 'Consolidated and separate financial statements' (effective 1 July 2009).

The following new standards, amendments to standards and interpretations are mandatory for the first time for the Group's accounting period beginning 1 January 2010, but are not currently relevant to the Group:

- **Amendments to IAS 39,** 'Financial instruments: Recognition and measurement' on eligible hedged items (effective 1 July 2009);
- **Amendments to IFRS 2,** 'Group cash-settled share-based payment transactions' (effective 1 January 2010);
- **Amendments to IFRS 1,** 'Additional exemptions for first-time adopters' (effective 1 January 2010);
- **Amendments to IFRS 1,** 'First-time adoption of IFRSs';
- **IFRIC 12,** 'Service concession arrangements' (effective 30 March 2009);
- **IFRIC 15,** 'Agreements for the construction of real estates' (effective 1 January 2010);
- **IFRIC 16,** 'Hedges of a net investment in a foreign operation' (effective 1 July 2009);
- **IFRIC 17,** 'Distributions of non-cash assets to owners' (effective 1 July 2009);
- **IFRIC 18,** 'Transfers of assets from customers' (effective 31 October 2009);
- 'Improvements to IFRSs' (2009).

New Standards, amendments to existing standards and interpretations that have been issued by the IASB and endorsed by the EU and are mandatory for the Group's accounting periods beginning on or after 1 January 2011 or later periods and which the Group has not early adopted, are:

- **Amendment to IAS 32,** 'Classification of rights issues' (effective 1 February 2010);
- **IAS 24 (revised),** 'Related party disclosures' (effective 1 January 2011);
- **Amendments to IFRIC 14,** 'Pre-payments of a minimum funding requirement' (effective 1 January 2011);
- **IFRIC 19,** 'Extinguishing financial liabilities with Equity Instruments' (effective 1 July 2010);
- **Amendments to IFRS 1** providing a limited exemption from comparative IFRS 7 disclosures for first-time adopters (effective 1 July 2010).

New standards, amendments to existing standards and interpretations that have been issued by the IASB but that are not yet endorsed by the EU, are:

- **IFRS 9,** 'Financial instruments' (effective 1 January 2013);
- **Amendments to IFRS 7,** 'Financial instruments: disclosures' (effective 1July 2011);

- **Amendments to IAS 12,** 'Income taxes' on deferred tax (effective 1 January 2012);
- **Amendments to IFRS 1,** 'First-time adoption of IFRSs' related to severe hyperinflation and the removal of fixed dates for first-time adopters (effective 1 July 2011);
- 'Improvements to IFRSs' (2010).

2.3 Consolidation principles

The consolidated financial statements include the statutory financial statements of Lotus Bakeries NV and its subsidiaries (collectively referred to as the 'Group') and the Group's interests in associated companies. All material balances and transactions within the Group have been eliminated.

SUBSIDIARIES

Subsidiaries are companies in which the Group directly or indirectly holds more than half of the voting shares or over which the Group directly or indirectly has control in another manner. Control is understood as directly or indirectly defining the company's financial and operational policy. The financial statements of subsidiaries are included in the consolidation as from the date when the parent company gains control until the date on which the control ends.

Acquisition of subsidiaries is accounted for according to the acquisition method.

The financial statements of the subsidiaries follow the same financial year as that of the parent company and are prepared according to the same accounting principles.

ASSOCIATED COMPANIES

Associated companies are companies in which the Group has significant influence but no control. This is generally the case if the Group holds between 20% to 50% of the voting shares. Associated companies are consolidated using the equity method from the date on which the significant influence begins until the date on which the significant influence ends.

These associated companies are presented in the balance sheet in the section entitled 'investments in associated companies'. The Group's share in the results for the period is reported in the income statement as 'share in the result of the enterprises accounted for using the equity method'.
When the Group's share in the losses of companies using the equity method exceeds the carrying amount of these participations, this value is reduced to zero and future losses are no longer acknowledged, except to the extent of the Group's commitments to these associated companies.

A list of the Group's subsidiaries and associated companies is provided in the notes.

2.4 Use of estimates

In order to prepare the annual financial statements in accordance with IFRS, management has to make a number of estimates and assumptions which have an impact on the amounts declared in the financial statements and notes.

Valuations made on the date of reporting reflect existing conditions on that date (for example: market prices, interest rates and foreign exchange rates). Though these estimates are made by management based on maximum knowledge of ongoing business and actions that the Group may undertake, the real results may vary in relation to these estimates.
For 2009 no estimates have been made that could have a significant impact. The assumptions made for valuing the intangible fixed assets, post-employment benefits, financial derivatives and goodwill are given in notes 11, 24, 27 and 30.

2.5 Foreign currencies

The Group's reporting currency is the euro.

TRANSACTIONS IN FOREIGN CURRENCIES

In the Group's companies, transactions in foreign currencies are converted using the exchange rate applicable on the date of the transaction. Monetary assets and liabilities in foreign currencies are converted to the closing rate on the balance sheet date.

FINANCIAL STATEMENTS OF FOREIGN ENTITIES

For foreign entities using a different functional currency than the euro,

- assets and liabilities are converted to the euro using the exchange rate on the closing date.
- income statements are converted at annual average exchange rate.
- equity items are converted at the historic exchange rate.

Translation differences resulting from conversion of equity into euro using the rate at the end of the year are reported as translation differences under equity. Translation differences are kept in equity up to the disposal of the company. In case of disposal, the deferred cumulative amount included in equity is included in the results for the foreign activity in question.

Goodwill from the acquisition of a foreign entity and possible real changes in carrying amount of the acquired assets and liabilities at the moment of acquisition, are considered as assets and liabilities of the foreign activity and are converted using the closing rate.

The Group has no entities in hyper-inflationary economies.

EXCHANGE RATES

The following exchange rates were used in preparing the annual accounts:

	Final rate		Average rate	
	2010	2009	2010	2009
EUR/USD	1.3362	1.4406	1.3207	1.3963
EUR/CZK	25.0610	26.4730	25.2631	26.4956
EUR/CHF	1.2504	1.4836	1.3700	1.5076
EUR/GBP	0.8608	0.8881	0.8560	0.8900
EUR/SGD	1.7136	2.0194	1.7946	2.0238
EUR/SEK	8.9655	10.2520	9.4926	10.5875
EUR/CAD	1.3322	1.5128	1.3660	1.5819

2.6 Intangible assets

Intangible assets which are acquired separately are valued at cost price less cumulative amortization and impairment. The residual value of intangible assets is assumed to be zero. Intangible fixed assets acquired upon takeover of a subsidiary are expressed separately in the balance sheet at their estimated fair value at the time of acquisition.

Costs for internally generated goodwill are recorded as costs in the income statement at the time they occur.

AMORTIZATION

Intangible assets are amortized on a straight-line basis over the estimated useful life. Amortization begins as soon as the intangible asset is ready for its intended use. Capitalised costs for software and licences are amortized over a period of three to five years.
The value of brands acquired in takeovers is amortized on a straight-line basis over a maximum of ten years, except where the brand can be regarded as having an indefinite life. In the latter case annual amortization is not applied, but the asset is tested for impairment annually or whenever an indication of impairment exists.

GOODWILL

Goodwill arising from a business combination is valued at cost price at the time of the first record (i.e. the difference between the cost price of the business combination and the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities). After the first recording, goodwill is valued at cost price after deduction of any cumulative impairment losses.

Goodwill is tested for impairment on a yearly basis or more often if events or changes in circumstances indicate that the carrying amount may have undergone impairment. For this impairment testing, the goodwill is attributed, from the date of take-over, to cash flow generating entities of the Group or to groups thereof that are expected to profit from the synergy of the business combination.

2.7 Tangible assets

Tangible assets are valued at historical cost price less cumulative depreciation and impairments, excluding land.

The historical cost price covers the initial purchase price increased by other direct allowable acquisition costs (such as unclaimable taxes and costs related to transport and installation) and less possible discounts. The manufacturing price of self-produced assets covers the cost price of the direct material cost and direct labour costs and a proportional part of the production overhead.

If the various parts of a tangible asset have different lifetimes, they are depreciated according to their respective lifetimes.

POST-ACQUISITION COSTS

Subsequent expenses are only recorded as assets and are thus added to the carrying amount of the asset, if they increase the future economical advantages of the individual asset item to which they are related.

Costs of maintenance and repair of tangible assets that do not increase the future economical advantages or do not extend the lifetime of the asset are reported as operating charges when they occur.

DEPRECIATION

Depreciation is spread out over the expected useful life using the straight-line method. Depreciation of an asset begins once the asset is ready for its intended use.

Useful life is assigned as follows:

Buildings and warehouses	25-30 years
Plant and equipment	15 years
Basic machines	20-25 years
Common machines, tools	10-15 years
Furniture	15 years
Office equipment	5 years
Computer equipment	3-5 years
Passenger vehicles	4-5 years
Trucks	10 years

Land is not depreciated given that it has an undefined lifetime.

2.8 Government grants

Government grants are recorded at their fair value when it is practically certain that they will be received and when it is practically certain that the Group will fulfil the conditions related thereto. If the grant is connected with a cost item, the grant is systematically recorded as earnings over the periods required to attribute these grants to the costs for which they are intended to compensate. When the grant is connected with an asset, it is presented in the balance sheet deducted from the asset. Grants are taken into income net of the depreciation of the related asset.

2.9 Impairment of fixed assets

For the Group's fixed assets, other than deferred tax assets, the Group verifies at each closing date whether there are signs that an asset has undergone impairment. If there are such signs or if annual testing for impairment is required, an estimate of the realizable value of the asset is made. For an asset that by and of itself generates no cash flows from continued use that to a large extent are independent of those from other assets, the realizable value is defined from the cash flow generating unit to which the asset belongs. The realizable value is the greater of the fair value less sales costs and the value in use of the asset or cash flow generating unit in question. When defining the value in use, the estimated future cash flows are discounted using a pre-tax discount rate based on current market appraisal of the time value of money and the specific risks of the asset or cash flow generating unit.

When the carrying amount exceeds the estimated realizable value, an impairment loss is recorded as an operating charge to the income statement.

REVERSAL OF IMPAIRMENTS
Impairments for financial assets normally held by the Group until maturity or receivables are reversed if a subsequent increase in their net asset value can be objectively associated with an event arising after the recording of the loss.

A loss recorded earlier through an impairment for other assets is reversed where there has been a change in the estimates used to determine the net asset value. An increase in the carrying amount of an asset resulting from the reversal of an impairment can not be higher than the carrying amount (after depreciation) which would have been obtained if no impairment loss had been recorded during previous years.

2.10 Financial assets available for sale
Shares in companies in which the Group does not exercise control or significant influence are recorded in this section.

Financial assets are initially valued at cost price. This is composed of the fair value of the compensation provided including acquisition costs associated with the investment.

After the initial recording, the financial assets are recorded at their fair value and changes therein are directly recorded in a separate part of equity. For listed companies, the share price is the best valuation criterion. Participations for which no fair value can be defined, are recorded at their historical cost price.

An impairment is recorded if the carrying amount exceeds the expected recovery value.

If the financial asset is sold or an impairment loss is recorded, the cumulative profits or losses formerly recorded in equity are included in the financial results.
An impairment loss on a financial asset available for sale is not reversed through the income statement.

2.11 Other long-term receivables
Long-term receivables are valued at their actual net value based on an average market interest rate in accordance with the lifetime of the receivable.

2.12 Stocks
Raw materials, consumables and goods for resale are recorded at purchase price on a FIFO basis.

Finished products are recorded at the standard manufacturing cost price. This includes, in addition to direct production and material costs, a proportional part of the fixed and variable overhead costs based on the normal production capacity.

If the purchase price or the manufacturing price is greater than the net realisable value, the valuation is applied to the lower net realisable value.

The net realisable value is defined as the estimated selling price under normal market conditions less the estimated costs required for further finishing and sale of the product.

2.13 Trade receivables and other amounts receivable
Trade receivables and other amounts receivable are recorded at their nominal value less any potential valuation allowance.

Such valuation allowances are recorded at the expense of the operating results if the company will likely not be able to collect all outstanding amounts.

An estimate of valuation allowances to be recorded is made on the date of the balance sheet by evaluating all outstanding amounts individually.
The valuation allowance loss is recorded in the results in the period in which it was identified as such.

2.14 Cash and cash equivalents
Cash and cash equivalents include liquid assets and bank balances (current and deposit accounts). In general, investments are retained until the expiration date. Profits and losses are recorded in the results when the investment is realized or written down.

For the cash flow statement, cash and cash equivalents include cash and bank balances. Possible negative cash is recorded under short-term debt with credit institutions.

2.15 Provisions

Provisions are recorded in the balance sheet if the Group has obligations (legal or de facto) resulting from a past event and if it is likely that fulfilment of these commitments will incur expenses that can be reliably estimated on the balance date.

No provisions are recorded for future operating costs.

If the effect of the time value of money is material, the provisions will be discounted.

RESTRUCTURING

A provision for restructuring will be recorded when a formal, detailed restructuring plan is approved by the Group and if this restructuring is either begun or announced to the entities concerned.

2.16 Interest-bearing financial debts

All interest-bearing financial debts are initially recorded at the fair value of the received quid pro quo less the direct imputable transaction costs. After this first recording, the interest-bearing financial debts will be recorded at the amortized cost price based on the effective interest method.

2.17 Trade debts and other debts

Trade and other debts are recorded at their nominal value.

A financial obligation is no longer recorded in the balance once the performance according to the obligation is completed, settled or lapsed.

2.18 Share capital

For the purchase of treasury shares, the amount paid, including any directly imputable costs, is recorded as a change in this section. Treasury shares purchased are considered as a reduction of equity.

2.19 Financial derivatives

The Group uses financial derivatives to limit risks from adverse exchange rate and interest rate fluctuations. No derivatives are used for business purposes.

Financial derivatives are initially recorded at cost price. After the initial recording, these instruments are written in the balance at their fair value.

Changes in fair value of those of the Group's derivatives contracts that do not fulfil the criteria of IAS 39 to be viewed as hedges are recognized in the income statement.

Since 2009 Lotus Bakeries has also had derivative contracts that are economic hedges which meet the strict criteria of IAS 39 financial instruments. The effective portion of the change in fair value of derivative financial instruments that are identified as cash flow hedges is recognized in other comprehensive income. The gain or loss on the ineffective portion is immediately reported in the income statement. Amounts accumulated in equity are re-classified to the income statement in the periods in which the financial instrument in question impacts the income statement.

All regular purchases and sales of financial assets are recorded on the date of transaction.

2.20 Revenues

Revenues are included in the income statement once it is likely that the Group will reap economic advantages from the transaction and the revenues can be reliably defined.

SALE OF GOODS AND DELIVERY OF SERVICES

Turnover is deemed to have been earned when the advantages and risks of the sale are payable by the purchaser and any uncertainty has been removed in terms of the collection of the agreed amount, transaction costs and any return of the goods.

FINANCIAL INCOME

Financial income (interests, dividends, royalties, etc.) are considered to be realized once it is likely that the company will reap the economic advantages from the transaction and the revenues can be reliably defined.

2.21 Income tax

Income tax in the results of the book year includes current and deferred taxes. Both taxes are recorded in the income statement except in respect of items which have been directly recorded in equity. In such cases, the taxes are directly charged against equity.

Current tax includes the amount of taxation payable on the taxable earnings for the period calculated at the tax rate applicable on the reporting date. They also include adjustments of fiscal liabilities for previous years.

Deferred taxes are defined in accordance with the balance sheet method and result mainly from temporary differences between the carrying amount of both assets and liabilities in the consolidated balance sheet and their respective taxable base. Deferred tax is calculated using the tax rates and laws that are expected to be in effect at the time such deferred taxes are realized or the deferred tax liability is settled.

Deferred taxes are recorded at their nominal value and are not discounted.

Deferred tax assets from deductible temporary differences and unused tax loss carryforwards are only recorded if it is probable that sufficient taxable profits will be generated in the future and be compensated by the deductible temporary difference or unused tax losses.

Deferred tax assets are reduced when it is no longer probable that the related tax savings can be generated. Unrecorded deferred tax assets are re-assessed per balance sheet date and recorded insofar as it is probable that there will be fiscal profits in the future against which the deferred tax asset can be deducted.

2.22 Employee benefits

PENSION PLANS

There are a number of defined-contribution plans within the Group. These pension plans are funded by members of personnel and the employer and are recorded in the income statement of the year to which they refer.
In addition, there is also a defined benefit pension plan in the subsidiary in Germany and the Netherlands.

There are also provisions in some companies for early retirement (Belgium) and pension obligations arising from legal requirements (France). These are treated as employment benefits of the defined benefit pension plans.

For the defined benefit pension plans, provisions are established by calculating the present actuarial value of future amounts to the employees concerned.

The amounts recorded in the income statement include the increase in the present value of the defined pension rights, the interest cost, the expected profits from the pension funds, the actuarial profits or losses and past service costs. The corridor approach is applied to these defined benefit pension plans.

BENEFITS FROM SHARES

The stock option plan and the warrant plan allow employees to acquire shares in the company at relatively advantageous conditions. The exercise price of the option is equal to the average closing stock market price of the underlying share during the thirty stock market days prior to offering date. The exercise price of the warrant is equal to the average stock market closing price of the Lotus Bakeries share during the thirty calendar days preceding the date of offering. A personnel cost is recorded for options and warrants granted to employees as part of the stock option plan or warrant plan. The cost is calculated based on the fair value of the stock options and warrants on the allocation date and, together with a similar increase in equity, is spread out in the results over the vesting period, ending on the date when the employees concerned receive full right to the options. When the options or warrants are exercised, equity is increased by the amount of the revenues.

BONUSES

Bonuses for employees and management are calculated based on key financial objectives and individual objectives. The estimated amount of the bonuses is recorded as a charge for the financial year based on an estimate on the reporting date.

2.23 Dividends

Dividends payable to shareholders of the Group are included as a liability in the consolidated balance sheet in the period in which the dividends were approved by the shareholders of the Group.

2.24 Non-current assets (or disposal groups) held for sale and discontinued operations

A component of an entity is considered to be terminated if the criteria for classification as held for sale are fulfilled or if it is divested and if it

- represents a significantly different activity or geographical area; or
- is a subsidiary and has been acquired with the sole purpose of being resold.

An item is classified as held for sale if the book value will mainly be generated in a sales transaction and not by the continued use thereof.

Fixed assets that are no longer used and are held for sale are stated at the lower of their carrying amount and fair value less estimated selling costs.
An impairment test is performed on these assets at the end of each closing date of the book year.

2.25 Profit per share

The Group calculates the ordinary profit per share on the basis of the weighted average of the number of outstanding shares during the period. For the diluted profit per share, the dilutive effect of stock options during the period is also taken into account.

2.26 Segment reporting

Group turnover is centralised around a number of products that are all included in the biscuit sector. For these products, the Group is organised according to geographical regions for sales, production and internal reporting. As a result, segment reporting presents the geographical markets.

The Group’s geographical segments are based on the location of the assets. The results of a segment include the income and charges directly generated by a segment. To this is added the portion of the income and charges to be allocated that can be reasonably attributed to the segment. Inter-segment price-fixing is defined based on the ‘at arms length’ principle.

Four segments have been defined:

1. Belgium + corporate companies
2. France
3. Netherlands
4. Other: Northern and Eastern Europe, North America, the United Kingdom & Export.

The assets and liabilities of a segment are reported excluding taxes and after deduction of depreciation, impairments and valuation allowances.

3. SEGMENT REPORTING BY GEOGRAPHICAL REGION

Segment reporting by geographical region (2010)

For the purpose of sales, production and internal reporting, the Group is classified according to geographical regions.

The regions presented in the segment reporting are composed as follows:

- Belgium + corporate companies: production in Belgium plus sales by Sales Office Belgium + corporate companies.
- France: production in France plus sales by Sales Office France.
- Netherlands: production in the Netherlands plus sales by Sales Office Netherlands.
- Other: sales by Sales Office Export (export from Belgium to countries without own Sales Offices such as South Korea, Japan, etc.) and by own Sales Offices in Germany/Austria/Switzerland, the Czech Republic/Slovakia, the United Kingdom, North America, Spain and Northern and Eastern Europe plus production in Canada and Sweden.

Year ended 31 December 2010

in thousands of EUR	Belgium + corporate companies	France	Netherlands	Other	Eliminations	Total
Revenue						
Sales to external customers	81,245	40,059	79,591	63,928		264,823
Inter-segment sales	51,476	12,430	2,014	1,608	(67,528)	-
Total revenue	**132,721**	**52,489**	**81,605**	**65,536**	**(67,528)**	**264,823**
Results						
Segment result REBIT	14,054	3,287	13,555	4,059	-	34,955
Non-recurrent operating result	(100)	(15)	(523)	(236)		(874)
Segment result EBIT	13,954	3,272	13,032	3,823	-	34,081
Result before tax, finance costs and finance revenue	13,954	3,272	13,032	3,823	-	34,081
Net finance costs						(2,960)
Result before income tax and minority interest						31,121
Income tax expense						(8,055)
Net profit for the year						**23,066**
Assets and liabilities						
Segment assets	63,453	15,648	96,205	39,420		214,726
Unallocated assets:						10,006
Tax receivables						3,604
Financial receivables						100
Cash and cash equivalents						6,302
Total assets						**224,732**
Segment liabilities	**28,864**	**4,571**	**4,160**	**5,813**		**43,408**
Unallocated liabilities:						71,528
Tax payables						34,191
Financial liabilities						37,337
Total liabilities						**114,936**
Other segment information						
Capital expenditure:						
Tangible fixed assets	4,061	2,075	2,275	7,931		16,342
Intangible fixed assets	748	-	-	-		748
Depreciation	6,701	993	2,706	918		11,318
Decrease/(increase) in amounts written off stocks, contracts in progress and trade debtors.	527	57	445	149		1,178

Segment reporting by geographical region (2009)

For the purpose of sales, production and internal reporting, the Group is classified according to geographical regions.

The regions presented in the segment reporting are composed as follows:

- Belgium + corporate companies: production in Belgium plus sales by Sales Office Belgium + corporate companies.
- France: production in France plus sales by Sales Office France.
- Netherlands: production in the Netherlands plus sales by Sales Office Netherlands.
- Other: sales by Sales Office Export (export from Belgium to countries without own Sales Offices such as South Korea, Japan, etc.) and by own Sales Offices in Germany/Austria/Switzerland, the Czech Republic/Slovakia, the United Kingdom, North America, Spain and Northern and Eastern Europe plus production in Canada and Sweden.

Sales between the various segments are carried out at arms length.

Year ended 31 December 2009

	Continuing operations						Discontinued operations	Total operations
in thousands of EUR	Belgium + corporate companies	France	Netherlands	Other	Eliminations	Total		
Revenue								
Sales to external customers	79,702	36,578	81,018	63,773		261,071	-	261,071
Inter-segment sales	55,699	12,728	2,323	1,228	(71,978)	-	-	-
Total revenue	**135,401**	**49,306**	**83,341**	**65,001**	**(71,978)**	**261,071**	**-**	**261,071**
Results								
Segment result REBIT	11,853	2,459	14,751	5,530	-	34,593	-	34,593
Non-recurrent operating result	-	92	(386)	-		(294)		(294)
Segment result EBIT	11,853	2,551	14,365	5,530	-	34,299	-	34,299
Result before tax, finance costs and finance revenue	11,853	2,551	14,365	5,530		34,299	-	34,299
Net finance costs	-	-	-	-	-	(2,826)	-	(2,826)
Result before income tax and minority interest						31,473	-	31,473
Income tax expense						(8,202)	-	(8,202)
Result from discontinued operations							1,889	1,889
Net profit for the year						**23,271**	**1,889**	**25,160**
Assets and liabilities								
Segment assets	68,940	14,445	97,162	28,497		209,044	-	209,044
Investment in associated companies	-					-		-
Unallocated assets:						17,066		17,066
Tax receivables						683		683
Financial receivables						134		134
Cash and cash equivalents						16,249		16,249
Total assets						**226,110**	**-**	**226,110**
Segment liabilities	27,822	4,920	3,381	4,940		41,063	-	41,063
Unallocated liabilities:						83,850		83,850
Tax payables						32,826		32,826
Financial liabilities						51,024		51,024
Total liabilities						**124,913**	**-**	**124,913**
Other segment information								
Capital expenditure:								
Tangible fixed assets	3,571	1,089	1,950	1,780		8,390		8,390
Intangible fixed assets	756	-	-	38		794		794
Depreciation	6,572	882	2,753	877		11,084		11,084
Decrease/(increase) in amounts written off stocks, contracts in progress and trade debtors.	401	80	495	21		997		997

4. OTHER OPERATING INCOME AND CHARGES

The other taxes are mainly local indirect taxes such as property taxes, municipal taxes, etc.

Other operating income consists primarily of changes in inventories of finished products, various costs recovered at the time of sale, contributions to the cost of training, and damage compensation payments.

in thousands of EUR	2010	2009
Other costs		
Other taxes	1,601	1,663
Other operating charges	1,448	728
Total	**3,049**	**2,391**
Other revenues		
Transport charges	(36)	(639)
Received refunds	20	(298)
Fixed assets - own construction	(474)	(362)
Other operating income	(2,731)	(2,806)
Total	**(3,221)**	**(4,105)**
Other operating income and charges (net)	**(172)**	**(1,714)**

5. FINANCIAL RESULTS

Notwithstanding the merger with the holding company Bisinvest NV and the acquisition of the remaining shares of Margarinerie Hinnekens in 2010, net financial debts, defined as financial debts less cash and cash equivalents and treasury shares, reduced, owing to the favourable cash flow development, from kEUR 26,986 at the end of 2009 to kEUR 23,763 at the end of 2010.

During the first half of 2010 the loan for the acquisition of Annas Pepparkakor was reimbursed.

The financial instruments relate to the hedging of the foreign exchange risk on foreign currencies (USD, CAD, GBP, SEK, CHF and CZK) and of the interest rate risk on the financing of the acquisition of Koninklijke Peijnenburg BV and the merger with Bisinvest NV (the loan for the financing of the acquisition of Annas Pepparkakor was reimbursed before due date), which is financed with floating rate investment credit facilities, with kEUR 29,159 outstanding at year-end.

The global market value of these interest-rate hedging instruments evolved from kEUR -2,741 to kEUR -1,751. The positive evolution of the value of the financial instruments used to hedge the interest rate risk on the financing of Koninklijke Peijnenburg BV was taken through the financial result.

The overall market value of the financial instruments used to hedge the foreign exchange risk evolved from kEUR -190 to kEUR -267.

in thousands of EUR	2010	2009
Financial charges		
Interest charges	1,231	1,713
Exchange rate losses	2,798	2,582
Valuation to the fair value of the financial instruments	(897)	115
Other	2,558	1,947
Total	**5,690**	**6,357**
Financial income		
Interest income	(98)	(83)
Exchange rate gains	(2,622)	(3,441)
Other	(10)	(7)
Total	**(2,730)**	**(3,531)**
Financial results	**2,960**	**2,826**

6. PERSONNEL COSTS

The other personnel costs include among other things the costs of temporary staff and compensation for directors.

The relatively limited increase in personnel costs in 2010 is explained by the relatively low inflation in 2009 which impacted wages in 2010 and by the fall in other personnel costs.

in thousands of EUR	**2010**	**2009**
Salaries and wages	43,277	42,476
Social security contributions	10,150	9,937
Contributions for company pension plans with fixed contribution	1,135	1,030
Other personnel costs	10,971	11,553
Total personnel costs	**65,533**	**64,996**
Average number of members of personnel	1,210	1,231
Number of members of personnel as at the end of the year	**1,198**	**1,224**

7. DEPRECIATION AND AMOUNTS WRITTEN DOWN ON (IN)TANGIBLE ASSETS

in thousands of EUR	**2010**	**2009**
Depreciation of intangible assets	515	471
Depreciation of property, plant & equipment	10,803	10,613
Total	**11,318**	**11,084**

See notes 11 and 12 concerning intangible and tangible assets.

8. NON-RECURRENT OPERATING RESULT

Grouped under non-recurrent operating result are those operating income items and charges that do not belong to or derive from the normal basic operating activities of the Group. This category includes the results from the sale or disposal of fixed assets, any goodwill impairment losses, write-downs or impairment losses on brands as a result of takeovers, provisions and costs for restructuring, etc.

The non-recurrent operating result for 2010 amounts to kEUR -874 and is mainly due to the amortization of the Wieger Ketellapper brand (see note 11), the costs of cancelling the joint venture relating to the merchanising team in Sweden and the legal costs of, inter alia, the merger between Lotus Bakeries NV and Bisinvest NV.

9. INCOME TAXES ON THE RESULTS

Nominal tax fell slightly by 1.8%. This is explained both by the somewhat lower nominal profit before taxation and a slightly reduced tax rate.

The average effective tax rate in 2010 was 25.9% versus 26.1% in 2009.

in thousands of EUR	2010	2009
Income taxes on the results		
Income taxes on the results of the current year	8,789	8,296
Tax adjustments for previous years	(226)	720
Deferred taxation on loss carry forward Annas	(619)	-
Deferred taxation	111	(814)
Total tax charge reported in the income statement	8,055	8,202
Accounting profit before tax	**31,121**	**31,473**
Effective tax rate of the year	25.9%	26.1%
Reconciliation between theoretical and effective tax rate		
Results before taxation	31,121	31,473
Theoretical tax rate	33.99%	33.99%
Theoretical income tax expense	10,578	10,698
Effect of different taxation rates in other countries + deduction notional interest	(2,713)	(3,253)
Tax adjustments for previous years	(226)	720
Deferred taxation on loss carry forward Annas	(619)	-
Disallowed items	1,519	974
Tax free income	(273)	(477)
Tax losses used for which no deferred tax asset has been recorded	(265)	(427)
Change tax rate	-	(135)
Other	54	102
Actual income tax expense	8,055	8,202
Effective tax rate	25.9%	26.1%

10. EARNINGS PER SHARE

Earnings per share is calculated by dividing the Group's share in net profit by the weighted average number of outstanding shares over the year (total number of shares - treasury shares).

Diluted earnings per share is calculated by dividing the Group's share in net profit by the weighted average number of outstanding shares over the year, adjusted for the potential dilution of ordinary shares as a result of options and warrants granted under the stock option plan for management (see note 25 hereafter).

Year ended 31 December

in thousands of EUR	2010	2009
EARNINGS PER SHARE		
Net result attributable to equity holders of the Company	23,055	25,065
Weighted average number of ordinary shares	751,377	767,320
Basic earnings per share (EUR)	**30.68**	**32.67**
Weighted average number of shares under option	71,593	80,663
Weighted average number of shares which should be issued at average market rate	(47,313)	(62,871)
Dilutive effect	**24,280**	**17,792**
Weighted average number of shares after effect of dilution	775,657	785,112
Diluted earnings per share (EUR)	**29.72**	**31.93**
Total number of shares	772,563	803,037
Earnings per share (EUR)	**29.84**	**31.21**
EARNINGS PER SHARE FROM CONTINUED OPERATIONS		
Result from discontinued operations	-	1,889
Result from continued operations attributable to equity holders of the Company	23,055	23,176
Weighted average number of ordinary shares	751,377	767,320
Basic earnings per share (EUR) of discontinued operations	-	2.46
Basic earnings per share (EUR) of continued operations	**30.68**	**30.21**
Weighted average number of shares after effect of dilution	775,657	785,112
Diluted earnings per share (EUR) of discontinued operations	-	2.41
Diluted earnings per share (EUR) of continued operations	**29.72**	**29.52**
Total number of shares	772,563	803,037
Earnings per share (EUR) of discontinued operations	-	2.35
Earnings per share (EUR) of continued operations	**29.84**	**28.86**

11. INTANGIBLE ASSETS

Intangible assets refer to brands and software.

The brands relate to:

- the brands Peijnenburg and Wieger Ketellapper of Koninklijke Peijnenburg BV
- the Anna's brand of Annas Pepparkakor Holding AB.
- The value of these brands was established as part of the valuation at fair value of the asset and liability components upon first consolidation. Brands have been valued using the DCF method.
- As the Peijnenburg brand serves as the base brand in the Netherlands, it is not amortized. In accordance with the valuation rules, its fair value is tested annually, using the DCF method. The Wieger Ketellapper brand, which serves as a second brand in the Netherlands, is being amortized over a 10-year period. The fair value of this brand is also tested annually. The 'Netherlands' segment is defined here as a cash generating unit.
- The Anna's brand is used as the base brand for the Nordic region and as the base brand for its ginger thins (pepparkakor) products outside the Nordic region. This brand is not being amortized. Here too, the fair value is tested annually using the DCF method. The activity in the Nordic region plus the ginger thins activity outside this region are defined here as a cash generating unit. This cash generating unit was part of the segment 'Other' in note 3.

Software relates to the capitalized external and internal costs connected with the further basic implementation of the ERP information system SAP.

Lotus Bakeries applies market-based parameters in the impairment analysis.

in thousands of EUR

on 31 December 2009	Indefinite life brands	Definite life brands	Software	Total
Acquisition cost				
At the end of the preceding year	56,437	4,627	4,868	65,932
Acquisition during the year	-	-	794	794
Sales and disposals	-	-	(354)	(354)
Translation differences	36	-	-	36
TOTAL ACQUISITION COST	**56,473**	**4,627**	**5,308**	**66,408**
Depreciation and amounts written down				
At the end of the preceding year	-	(1,157)	(3,590)	(4,747)
Depreciation during the year	-	(463)	(504)	(967)
Sales and disposals	-	-	128	128
Total depreciation and amounts written down	**-**	**(1,620)**	**(3,966)**	**(5,586)**
NET BOOK VALUE	**56,473**	**3,007**	**1,342**	**60,822**

on 31 December 2010	Indefinite life brands	Definite life brands	Software	Total
Acquisition cost				
At the end of the preceding year	56,473	4,627	5,308	66,408
Acquisition during the year	-	-	748	748
Translation differences	994	-	104	1,098
Total acquisition cost	**57,467**	**4,627**	**6,160**	**68,254**
Depreciation and amounts written down				
At the end of the preceding year	-	(1,620)	(3,966)	(5,586)
Depreciation during the year	-	(462)	(576)	(1,038)
Translation differences	-	-	(54)	(54)
Total depreciation and amounts written down	**-**	**(2,082)**	**(4,596)**	**(6,678)**
NET BOOK VALUE	**57,467**	**2,545**	**1,564**	**61,576**

12. TANGIBLE ASSETS

Tangible assets are purchased by and are the full property of Lotus Bakeries.
This includes land and buildings, machines and office equipment. The tangible assets are unencumbered. For cars, the Group switched at the end of 2006 mainly to operating leasing.
The main investments are production investments for further automation, capacity extension and quality improvement.

in thousands of EUR

on 31 December 2009	Land and buildings	Plant, machinery and equipment	Furniture and vehicles	Assets under construction	Total
Acquisition cost					
At the end of the preceding year	61,115	139,973	14,687	3,536	219,311
Acquisition during the year	1,496	5,861	996	37	8,390
Sales and disposals	-	(402)	(753)	-	(1,155)
Transfers from one heading to another	69	2,924	31	(3,024)	-
Translation differences	-	456	(2)	-	454
TOTAL ACQUISITION COST	**62,680**	**148,812**	**14,959**	**549**	**227,000**
Depreciation and amounts written down					
At the end of the preceding year	(25,327)	(95,276)	(12,300)	-	(132,903)
Depreciation during the year	(1,814)	(8,039)	(649)	-	(10,502)
Sales and disposals	-	311	549	-	860
Translation differences	-	(307)	2	-	(305)
Total depreciation and amounts written down	**(27,141)**	**(103,311)**	**(12,398)**	**-**	**(142,850)**
NET BOOK VALUE	**35,539**	**45,501**	**2,561**	**549**	**84,150**

on 31 December 2010	Land and buildings	Plant, machinery and equipment	Furniture and vehicles	Assets under construction	Total
Acquisition cost					
At the end of the preceding year	62,680	148,812	14,959	549	227,000
Acquisition during the year	7,995	7,548	824	47	16,414
Sales and disposals	-	(136)	(421)	-	(557)
Transfers from one heading to another	2	544	3	(549)	-
Translation differences	119	1,273	17	-	1,409
TOTAL ACQUISITION COST	**70,796**	**158,041**	**15,382**	**47**	**244,266**
Depreciation and amounts written down					
At the end of the preceding year	(27,141)	(103,311)	(12,398)	-	(142,850)
Depreciation during the year	(1,724)	(8,602)	(545)	-	(10,871)
Sales and disposals	-	130	366	-	496
Translation differences	(2)	(793)	(13)	-	(808)
Total depreciation and amounts written down	**(28,867)**	**(112,576)**	**(12,590)**	**-**	**(154,033)**
NET BOOK VALUE	**41,929**	**45,465**	**2,792**	**47**	**90,233**

13. DEFERRED TAXES

No deferred tax assets are recorded for the fiscally transferable losses of Interwaffles SA given the remaining uncertainty as to whether sufficient taxable revenues will be generated in the future. At the end of 2010 these fiscally transferable losses amounted to kEUR 14,126 compared with kEUR 15,277 at the end of 2009.
With the exception of Interwaffles SA, the necessary deferred taxes for all temporary differences were recorded.

Net deferred taxes

in thousands of EUR	2010	2009	Mutation
Deferred tax assets	637	353	284
Deferred tax liabilities	(28,700)	(28,619)	(81)
Net deferred taxes	**(28,063)**	**(28,266)**	**203**

Cause of deferred taxation

in thousands of EUR	2010	2009	Mutation
(In)tangible assets	4,728	2,413	2,315
Stocks	81	81	-
Employee benefits	611	522	89
Tax effect of tax loss carry-forwards	1,087	221	866
Provisions	89	-	89
Deferred taxes on other assets	3,427	2,412	1,015
Netting by taxable entity	(9,386)	(5,296)	(4,090)
Gross deferred tax assets	**637**	**353**	**284**
(In)tangible assets	(32,598)	(30,304)	(2,294)
Stocks	(160)	(118)	(42)
Employee benefits	(34)	(8)	(26)
Provisions	(3,267)	(3,039)	(228)
Deferred taxes on other liabilities	(2,027)	(446)	(1,581)
Netting by taxable entity	9,386	5,296	4,090
Gross deferred tax liabilities	**(28,700)**	**(28,619)**	**(81)**
Net deferred taxes	**(28,063)**	**(28,266)**	**203**
to be recovered or settled within 12 months	(393)	(125)	
to be recovered or settled after more than 12 months	(27,670)	(28,144)	

Of the kEUR 203 change in net deferred taxes, kEUR 104 were recognized to the income statement, and kEUR 99 through equity.

14. DIVIDENDS

in thousands of EUR		
Dividend payments in	**2010**	**2009**
Gross dividend per ordinary share (EUR)	7.80	6.80
Gross dividend on ordinary shares	6,026	5,461
Proposed dividend per ordinary share (EUR)	**8.80**	**7.80**
Gross dividend on ordinary shares	6,799	6,026

This amount is not recognised as a debt on 31 December.

15. OTHER LONG-TERM RECEIVABLES

in thousands of EUR	2010	2009
Other receivables	52	50
Cash guarantees	57	51
Total	**109**	**101**

16. STOCKS

The value reductions recorded as costs amount to kEUR 1,178 and relate mainly to packaging materials (kEUR 159) and finished products (kEUR 814). In 2009, kEUR 997 of value reductions were recognized.

in thousands of EUR	2010	2009
Raw materials and consumables	7,838	7,119
Work in progress	202	242
Finished goods	4,755	5,477
Goods purchased	203	109
Total	**12,998**	**12,947**

17. TRADE RECEIVABLES AND OTHER AMOUNTS RECEIVABLE

The valuation allowances recorded against income in 2010 amount to kEUR 78.
In 2009, kEUR 17 of valuation allowances were charged against income. The trade receivables represent an average of 32 days of customer credit (2009: 30 days).

in thousands of EUR	2010	2009
Trade receivables	**23,360**	**21,288**
Tax receivables		
VAT recoverable	2,378	2,754
Income taxes	589	329
Total	**2,967**	**3,083**
Other amounts receivable	**114**	**394**

The other short-term receivables contain the current portion of the reveivables payable after more than one year and empties.

Movements on the Group provision for impairment of trade receivables are as follows:

Provisions on 1 January	**982**	**999**
increase of provisions	89	(17)
provisions used during the year	(11)	-
Provisions on 31 December	**1,060**	**982**

18. NET CASH POSITION

The net cash position decreased by kEUR 15,527 compared with 2009. This fall reflects mainly the early repayment of the loan for the acquisition of Annas Pepparkakor and of Pepparkakshuset i Tyresö AB.

in thousands of EUR	2010	2009
Cash and cash equivalents	6,302	16,249
Short-term interest-bearing liabilities	(19,319)	(13,739)
Total	**(13,017)**	**2,510**

19. CASH AND CASH EQUIVALENTS

Cash and cash equivalents were balances on current accounts remunerated at market conditions.
The market value of these cash and cash equivalents is therefore equal to the book value.

in thousands of EUR	2010	2009
Cash	6,302	16,249
Cash equivalents	-	-
Total	**6,302**	**16,249**

20. INTEREST-BEARING LIABILITIES

Long-term financial debts fell by kEUR 20,484 in 2010. Existing long-term loans were further reduced in accordance with the planned repayment schedule, except for the long-term loan for the acqusition of Annas Pepparkakor which was repaid early in full.

No new long-term borrowing was undertaken in 2010.

The value of all long-term and short-term liabilities is expressed in euro.
All interest-bearing liabilities were contracted at market conditions and the book value is therefore identical with the market value.

Interest-bearing liabilities repayment schedule

in thousands of EUR	Due within 1 year	Due between 1 to 5 years	Due after 5 years	Total
Non-current interest-bearing liabilities	13,023	34,443	2,693	50,159
Current interest-bearing liabilities	716	-	-	716
Total on 31 December 2009	**13,739**	**34,443**	**2,693**	**50,875**
Interests due on non-current interest-bearing liabilities	1,958	2,678	51	4,687
Non-current interest-bearing liabilities	11,773	17,902	-	29,675
Current interest-bearing liabilities	7,546	-	-	7,546
Total on 31 December 2010	**19,319**	**17,902**	**-**	**37,221**
Interests due on non-current interest-bearing liabilities	1,584	1,804	-	3,388

The interests due on the loans with variable interest rate are calculated at the actual interest rate.
The unused credit amounts came to 42,994 kEUR on 31 December 2010.

21. ISSUED CAPITAL

All the shares are treasury shares, registered, bearer or dematerialized. The treasury shares have been bought in within the context of the share option plans mentioned in note 25.

Ordinary shares, issued and fully paid		
in thousands of EUR	**2010**	**2009**
on 1 January	1,500	1,500
Merger	1,900	-
on 31 December	3,400	1,500
Number of ordinary shares		
on 1 January	803,037	803,037
Merger	(30,474)	-
on 31 December	772,563	803,037
Less: treasury shares held on 31 December	(27,218)	(33,613)
Shares outstanding on 31 December	745,345	769,424
Amounts of authorized capital, not issued		
in thousands of EUR	1,133	500

Structure of shareholdings

Based on the transparency notice received by Lotus Bakeries on 30 April 2010, the shareholding structure of Lotus Bakeries NV as of 27 April 2010 is as follows:

	No. of voting rights	% of voting rights
Stichting Administratiekantoor van Aandelen Lotus Bakeries	446,378	57.78%
Lotus Bakeries Group Services NV [(1) (3)]	26,457	3.42%
Total held by Stichting Administratiekantoor van Aandelen Lotus Bakeries and Lotus Bakeries Group Services	**472,835**	**61.20%**
Christavest Comm. VA [(2)]	63,046	8.16%
Publicly held	236,682	30.64%
Total	**772,563**	**100.00%**

(1) Lotus Bakeries Group Services NV is 99.8% controlled by Lotus Bakeries NV and 100% by the Lotus Bakeries Group. Lotus Bakeries NV is 57.78% controlled by Stichting Administratiekantoor van Aandelen Lotus Bakeries. Stichting Administratiekantoor van Aandelen Lotus Bakeries is not controlled.

(2) Christavest Comm. VA is 82.82% controlled by Holding Biloba BVBA. Mr Stanislas Boone is the statutory general manager ('statutair zaakvoerder') of Christavest Comm. VA.

(3) The voting rights associated with the shares held by Lotus Bakeries Group Services NV have been suspended. The dividends have not been suspended and will be paid out to Lotus Bakeries Group Services NV.

22. TREASURY SHARES

Treasury shares purchased as part of the stock option plans and declared in note 25 were subtracted from equity.

in thousands of EUR	2010	2009
on 1 January	7,639	7,706
Purchased during the year	1,536	770
Sold during the year	(2,018)	(837)
on 31 December	7,157	7,639
Number of treasury shares		
on 1 January	33,613	39,607
Purchased during the year	4,180	2,992
Sold during the year	(10,575)	(8,986)
on 31 December	27,218	33,613

23. PROVISIONS

The provision for the environment relates mainly to the Netherlands.
The other provisions relate mainly to contractual or legal obligations towards personnel and for research.

in thousands of EUR	Integration and restructuring	Environment	Other	Total
Provisions on 1 January 2009	**741**	**244**	**719**	**1,704**
Increase of provisions	-	100	261	361
Reversal of unutilized provisions	(727)	(2)	(339)	(1,068)
Provisions used during the year	-	(44)	1	(43)
Provisions on 31 December 2009	**14**	**298**	**642**	**954**
Long-term	-	298	440	738
Short-term	14	-	202	216
Provisions on 1 January 2010	**14**	**298**	**642**	**954**
Increase of provisions	-	3	134	137
Reversal of unutilized provisions	(14)	-	-	(14)
Provisions used during the year	-	(39)	(11)	(50)
Provisions on 31 December 2010	**-**	**262**	**765**	**1,027**
Long-term	-	262	686	948
Short-term	-	-	79	79

24. POST-EMPLOYMENT BENEFITS

Defined contribution plan
As part of the defined contribution plan, the Group pays contributions to well-defined insurance institutions. These employer contributions are subtracted from the results for the year concerned. The Group has no further payment obligations in addition to these contributions.

The Group expects to pay around kEUR 2,584 of contributions to these defined contribution plans in respect of 2011.

Defined benefit pension plan
There is a defined benefit pension plan in the subsidiaries in Germany and the Netherlands. In the Netherlands a defined benefit pension plan has been concluded with BPF. Given that the data for the defined pension calculation (cf. IAS 19) are unavailable, the benefit is treated under the rules for defined contribution schemes.

For the Belgian companies, there are provisions for early retirement in accordance with the valid Collective Work Agreement. In France, there are pension requirements deriving from legal requirements.
For the defined benefit pension plan, provisions are formed by calculating the actuarial value of future interventions to the employees in question. No investments are held in respect of these pension plans.

The sums deducted from the income statement include the increase in cash value of the promised pension rights, the interest costs, the expected income, the actuarial profits or losses and expenses recorded over the period of service.

The provisions for early retirement pensions (‘bridging pensions’) at Belgian companies make up the largest part of the defined benefit pension liabilities.

The actuarial calculation of these is based on the following assumptions:

	Beginning of the year	End of the year
Discount rate:	5.00%	4.50%
Inflation:	2.00% p.a.	2.00% p.a.

Present value of defined benefit obligations against which no investments are held:
The portion of short-term liabilities in the global provision for pensions is not significant.
No major adaptations were required in the past for pension liabilities.

The Group expects to pay out around kEUR 101 in 2011 under defined benefit pension schemes for Germany and France.

in thousands of EUR	2010	2009
Net periodic cost		
Adjustment of the opening balance	(3)	26
Retirement charges imputed to the period	178	97
Interest charges	89	85
Net periodic cost	**264**	**208**
Movement in the net liability		
Net debts as on 1 January	2,672	1,767
Adjustment of the opening balance	33	781
Retirement charges imputed to the period	178	97
Interest charges	89	85
Paid (received)	(66)	(58)
Net debts as on 31 December	**2,906**	**2,672**
Funding		
Present value of the obligation	2,846	2,608
Net actuarial gain or loss	60	64
Net debts as on 31 December	**2,906**	**2,672**

The five-year history of the net debts as on 31 December is as follows:

	in thousands of EUR
2006	1,776
2007	1,629
2008	1,767
2009	2,672
2010	2,906

25. SHARE-BASED PAYMENTS

Stock option plans

The stock option plans ratified by the Board of Directors of May and July 1999 and February 2005 stipulate that, starting in 1999 and until 2007 inclusively, options were granted each book year to management, until 2004 partially based on category and partially based on results and evaluation. Starting in 2005, a specific number of options is granted per category.

One option gives the holder the right to purchase 'one' normal Lotus Bakeries share at the fixed exercise price.

The exercise price is equal to the average closing stock market price of the underlying share during the thirty stock market days prior to offering date. The standing options have a term of five years. After the exercise period, the options are no longer valid. The exercise period of the options granted in 2007 has been extended by five years under the terms of the Economic Recovery Act (herstelwet).

To retain their exercise rights, option holders must remain attached to Lotus Bakeries or an Affiliated Company as an employee or executive director. These rights remain in their entirety in the event of pension retirement, early pension retirement, invalidity or death.

Options are exercised via equity.

In 2009, 9,000 share options were granted to Lotus Bakeries employees. In 2010, 3,400 share options were granted to Lotus Bakeries employees.

Warrant plan

To replace the option plans for the coming years, a warrant plan was issued in 2007 for executives and senior management, with a term of seven years. Each warrant entitles the warrant holder to subscribe one Lotus Bakeries share at the established exercise price. This exercise price is equal to the average stock market closing price of the Lotus Bakeries share during the thirty calendar days preceding the date of offering.

After the expiry of the exercise period the warrants become worthless. Upon exercise the company will issue shares in favour of the warrant holder.

Warrants are definitively acquired only three years after the date of the offering, viz. 19 July 2010. All warrants that have been allocated become null and void if the employment contract or directorship is terminated before the end of this three-year period, except where the warrant holder takes retirement pension, early retirement pension, or in the event of definitive disability or death. Where the warrant holder's employment contract or directorship ends in the period between the third and fifth anniversaries of the date of offering, only half of the warrants that have been definitively acquired at that time may be exercised, and the other half of the definitively acquired warrants become null and void and lose all value.

No new warrants were allocated in 2009 and 2010. The warrants run for seven years, with the exercise period of the warrants granted in 2007 extended for five years by the Economic Recovery Act.

The share options and warrants outstanding at the end of the period have a weighted average term of seven years and two months.

The fair value of the options and warrants is estimated at the time of allotment, using the Monte Carlo valuation method. This valuation model is based on the following market data and assumptions: the share price at the time of allotment, the exercise price, the exercise arrangements, the estimated volatility, the dividend expectations and the interest rate. The fair value of the share options and warrants is charged to the vesting period.

For all options allocated on or after 7 November 2002 and for the warrants allocated in 2007, a charge of kEUR 939 was recorded in the income statement in 2010 (kEUR 1,137 in 2009).

Number of options and warrants

	2010	2009
Outstanding on 1 January	**82,659**	**83,611**
Options granted during the year	3,400	9,000
Options exercised during the year	(10,409)	(9,152)
Options and warrants expired during the year	(4,950)	(800)
Outstanding on 31 December	**70,700**	**82,659**
Exercisable on 31 December	58,600	2,659
Charge recorded in the income statement (kEUR)	939	1,137

Weighted average term of the share options and warrants outstanding at the end of the period:		
number of years	7	7
and number of months	2	5

Alloted in		Number alloted	Number exercised	Available balance	Exercise price	Exercise period
2006	Options	9,950	7,750	2,200	150.47	01/01/2010 - 11/05/2011
2007	Options	11,950	-	11,950	232.82	01/01/2011 - 10/05/2017
2007	Warrants	44,450	-	44,450	246.02	15/09/2012 - 30/09/2012
						15/03/2013 - 31/03/2013
						15/09/2013 - 30/09/2013
						15/03/2014 - 31/03/2014
						16/06/2014 - 30/06/2014
						15/03/2015 - 31/03/2015
						15/09/2015 - 30/09/2015
						15/03/2016 - 31/03/2016
						15/09/2016 - 30/09/2016
						15/03/2017 - 31/03/2017
						15/09/2017 - 30/09/2017
						15/03/2018 - 31/03/2018
						15/09/2018 - 30/09/2018
						15/03/2019 - 31/03/2019
						16/06/2019 - 30/06/2019
2009	Options	8,100	-	8,100	284.39	01/01/2013 - 07/05/2014
2009	Options	600	-	600	306.36	18/05/2013 - 24/09/2014
2010	Options	3,400	-	3,400	367.72	01/01/2014 - 17/05/2015
	Total	**78,450**	**7,750**	**70,700**		

26. TRADE PAYABLES AND OTHER LIABILITIES

The increase in trade payables and other liabilities is mainly due to the increase in trade payables, tax debts and deferred charges in 2010 compared with 2009.

in thousands of EUR	2010	2009
Trade debts	23,509	22,138
Remuneration and social security payable	9,081	9,518
Tax payables		
VAT	279	875
Income taxes	5,212	3,332
Total	5,491	4,207
Derivative financial instruments	2,079	3,001
Other current liabilities	974	704
Accrued charges and deferred income	3,833	2,078
Total	**44,967**	**41,646**

27. FINANCIAL DERIVATIVES

The Lotus Bakeries Group uses financial derivatives to cover risks from adverse exchange rate and interest rate fluctuations. No derivatives are used for business purposes. Derivatives are initially valued at cost price and thereafter at fair value.

Interest rate hedges:
The interest rate contracts cover the interest rate risk of long-term and short-term interest-bearing loans and borrowings with variable interest rates over Euribor up to 1 year.
The fair value of the interest rate derivatives is calculated using a model that takes into account the available market information on current and expected interest and exchange rates.

Most current contracts do not meet the requirements for hedge accounting (cf. IAS 39). The changes in the fair value of these current contracts are recognized in the income statement for effective portions of the hedge.

One ongoing interest hedging contact at the company Bisinvest, which has been merged with Lotus Bakeries, is eligible for hedge accounting (cf. IAS 39). On this contract, the change in fair value is recognized through equity.

The interest rate risk on variable rate borrowings is 100% covered.

Exchange rate hedges:
Purchasing and selling takes place predominantly in euro. The main foreign currency transactions related to buying and selling take place in USD, CAD, GBP, CZK and SEK. The net foreign exchange risk of these currencies is almost fully hedged by forward and/or option contracts.

The fair value of the foreign currency derivatives is calculated using a valuation model based on the available market data on exchange rates and interest rates.

Fair value and result outcome

in thousands of EUR	2010	2009
Foreign currency derivatives		
Fair value	(267)	(190)
Cost/(Revenue) in results	77	539
Interest rate derivatives		
Fair value	(1,751)	(2,741)
Cost/(Revenue) in results	(974)	(423)
Decrease/(Increase) in equity	(115)	307

Financial instruments are valued on the basis of the quoted prices for similar assets and liabilities on liquid markets.

28. INVESTMENTS IN ASSOCIATED COMPANIES

In 2010 there were no longer any investments by Lotus Bakeries in associated companies.
In 2009 Lotus Bakeries sold its 40% shareholding in Harry's Benelux to the Harry's Group. The agreed takeover price, paid at the end of May 2009 to Lotus Bakeries, is based on a value of EUR 5.6 million for 100% of the shares of Harry's Benelux.

in thousands of EUR	2010	2009
The Group's share of the result of Harry's Benelux NV is as follows:		
Share of the result from discontinued operations		
Result	-	1,889

29. ACQUISITIONS OF SUBSIDIARIES

The following transactions took place in 2010:

Merger of Bisinvest NV

Through this merger, Lotus Bakeries NV acquired the entire assets and liabilities of Bisinvest NV. With the merger Lotus Bakeries acquired 470,175 of its treasury shares, (i.e. the shares in Lotus Bakeries owned by Bisinvest). These treasury shares were destroyed immediately after the merger. Following the merger, the net equity of Lotus Bakeries decreased by kEUR 10,242.

Transfers of assets or exchange of shares between entities under common control are not in the scope of IFRS 3 Business Combinations or other IFRS standards. Therefore, based on IAS 8 requiring management to use its judgement in developing and applying an accounting policy that provides relevant and reliable financial statements information, Lotus bakeries has decided to adopt a predecessor basis of accounting method. Under this method, Lotus bakeries, as acquiring party, recognises those assets and liabilities at their carrying amount as determined by the transferring entity at the date of the transfer. Consequently, no new goodwill (other than the existing goodwill relating to either of the combining entities) is recognised. Any difference between the consideration paid/transferred and the share capital acquired is presented as an adjustment in equity. This predecessor basis of accounting method for the business combinations under common control is applied prospectively from the date of the acquisition.

Margarinerie Hinnekens NV

In July 2010 Lotus Bakeries acquired the remaining 45% of the shares of Margarinerie Hinnekens NV for a total compensation of kEUR 971.

Annas-Finax-Herrljunga Sälj AB

In September 2010 Pepparkakor AB Annas sold its 33.33% stake in Annas-Finax-Herrljunga Sälj AB for kSEK 83 (kEUR 9). Annas-Finax-Herrljunga Sälj AB supported the sale of the pepparkakor biscuits at points of sale in Sweden.

Pepparkakshuset i Tyresö AB

In November 2010, Annas Pepparkakor Holding AB acquired the assets of Pepparkakshuset i Tyresö AB for the purchase price of kSEK 66,275 (kEUR 7,226). This asset deal was included in the consolidation on 1 December. Pepparkakshuset i Tyresö AB owns the land and building where Annas Pepparkakor AB produces and sells its papparkakor biscuits. Previously the building was leased.

Enkhuizer Koekfabriek BV & Lotus Bakeries Asia Pacific Limited

In 2010 two additional companies were founded within the Lotus Bakeries Group: Enkhuizer Koekfabriek BV in the Netherlands and Lotus Bakeries Asia Pacific Limited in Hong Kong.

The merger with Bisinvest NV has following impact on the financial position of Lotus Bakeries:

	Acquiree carrying amount before combination	Merger adjustments	Fair value
Investments	16,563	(16,563)	-
Other amounts receivable	7	-	7
Cash and cash equivalents	1	-	1
Interest-bearing loans and borrowings	(10,235)	10,235	-
Trade payables	(12)	-	(12)
Derivative financial instruments	-	(437)	(437)
Other short-term liabilities	-	(10,235)	(10,235)
Accrued charges and deferred income	(3)	-	(3)
Fair value of net assets	**6,321**	**(17,000)**	**(10,679)**
Destruction of treasury shares			16,563
Equity			(5,884)
Total purchase consideration			**-**
Cash and cash equivalents in subsidiary acquired			(1)
Cash inflow on acquisition			**(1)**

The impact of the asset deal of Pepparkakshuset i Tyresö A.B. (Sweden) is disclosed in the following table:

	Acquiree carrying amount before combination	Allocation of the costs to the acquired asset	Fair value
Tangible assets	2,302	5,048	7,350
Other amounts receivable	17	-	17
Deferred tax liabilities	(5)	-	(5)
Tax payables	(110)	-	(110)
Other short-term liabilities	(1,911)	1,911	-
Accrued charges and deferred income	(26)	-	(26)
Fair value of net assets	**268**	**6,959**	**7,226**
Total purchase consideration			**7,226**

Purchase consideration settled in cash	7,226
Cash and cash equivalents in subsidiary acquired	-
Cash outflow on acquisition	**7,226**

30. GOODWILL

Goodwill amounted at the beginning of 2010 to kEUR 24,923. Additional goodwill of kEUR 431 was recorded with the completion of the acquisition of Annas Pepparkakor.
Goodwill contains kEUR 17,151 from the acqusition of Koninklijke Peijnenburg, kEUR 1,704 from the acquisition of López Market and kEUR 5,982 from the acquisition of Annas Pepparkakor Holding AB. This goodwill is tested annually for impairment using the DCF method. Here the segments 'Other' (for López Market, Annas Pepparkakor) and the 'Netherlands' (Koninklijke Peijnenburg) are defined as respective cash generating units. No impairment losses needed to be charged on this goodwill at the end of 2010.
Lotus Bakeries applies market-based parameters for the impairment analysis.

in thousands of EUR	2010	2009
Acquisition cost		
Balance at end of previous year	24,923	24,233
Effect of movements in foreign exchange	833	259
Acquisitions of subsidiaries	-	431
Balance at end of year	**25,756**	**24,923**
Amortization and impairment losses		
Balance at end of previous year	(86)	(86)
Balance at end of year	**(86)**	**(86)**
Carrying amount		
on 31 December	25,670	24,837

31. RIGHTS AND COMMITMENTS NOT REFLECTED IN THE BALANCE SHEET

1. Rent

The Group's commitments relate to the leasing of cars in Belgium, France, Germany and the Netherlands, of office space for Sales Offices other than in Belgium, the Netherlands and France and the leasing of buildings and equipment at Annas Pepparkakor in Sweden and Canada. The lease rental payments are charged to the income statement.

Future rental charges as of 31 December:

in thousands of EUR	2010	2009
Less than one year	972	1,458
Greater than one year and less than five years	1,843	3,770
More than 5 years	88	4,535

The annual rent costs of these commitments totalled kEUR 1,615 in 2010 (kEUR 1,462 in 2009). From December 2010 on, Pepparkakshuset i Tyresö AB, owner of the building in Tyresö is member of the Lotus Bakeries Group. Thus, the building is not hired anymore.

2. Commitments to acquire tangible fixed assets

As of 31 December 2010, the Group had kEUR 656 of commitments (2009: kEUR 3,552) for the purchase of fixed assets.

3. Raw materials contracts

Raw materials purchased but not yet delivered amounted to kEUR 7,167, as detailed below.

in thousands of EUR	2010	2009
Less than one year	7,167	13,392
Greater than one year and less than five years	-	2,828

See also note 35-Financial risk management.

4. Other rights and commitments

Bank guarantees as of 31/12/2010: kEUR 31 (as of 31/12/2009: kEUR 181).

in thousands of EUR	2010	2009
	31	181

32. POST BALANCE SHEET EVENTS

Production of pepparkakor

Lotus Bakeries' vision is to be the leader in the specialty market for pepparkakor biscuits with its Anna's brand. Central to this is the unique taste of the products. High and consistent product quality is of vital importance here.

In December 2010, Ikea, a major customer for our pepparkakor biscuits, announced that it would discontinue buying Anna's pepparkakor from June 2011. Ikea has recently opted for a new Food concept in its stores, with its Food section to be stocked entirely with Ikea's own brand products. In 2010 sales to Ikea amounted to nearly EUR 4 million, with a contribution margin of around EUR 1 million.

Right now the Ikea volume is produced at two manufacturing sites: Tyresö (Sweden) and High River (Canada).

In order to be able to continue to implement the strategic choices that have been made, Lotus Bakeries will produce all Anna's pepperkakor at Tyresö (Sweden) and close its High River (Canada) manufacturing location. Tyresö in this way becomes the specialized and efficient production location for pepperkakor biscuits.

The closure of the High River production facility is a well-considered choice, despite the measures that this will require. The closure will mean 11 permanent job losses in High River and this will create an additional seven jobs in Tyresö.

Centralizing production in Tyresö and increasing the output there offers the opportunity to better protect the unique taste experience and product quality of Anna's pepperkakor.

With the closure effectively completed, the North America organization can then concentrate fully on the major task of further expanding the Anna's (pepparkakor) and Lotus Biscoff (caramelized biscuits) brands. The North American market is one of the most important growth markets for Lotus Bakeries.

Court judgement with regard to the patenting of 'speculoospasta' (caramelized biscuit spread) in Belgium

On 20 January 2010 the Ghent Commercial Court, in the proceedings concerning the Belgian patent on caramelized biscuit spread held by Lotus Bakeries, declared the patent to be revoked. Lotus Bakeries decided not to lodge an appeal.

The unique taste experience of the Lotus caramelized biscuit spread reinforces Lotus Bakeries' assessment that the revoking of the patent will have little or no effect on the Lotus caramelized biscuit spread's market position.

33. RELATED PARTIES

A list of all Group companies is provided in note 1. The biggest Lotus Bakeries Group shareholders are Stichting Administratiekantoor van aandelen Lotus Bakeries and Lotus Bakeries Group Services that, as of 31 December 2010, held an undiluted interest of 61.20%, and Christavest Comm. VA with an interest of 8.16% on 31 December 2010.

CEO's remuneration in 2010

The remuneration of the CEO Matthieu Boone is paid through a management company. There are no social security contributions payable by the company. All costs are borne by the management company.

The remuneration for 2010 is:

Remuneration CEO	2010
Fixed	439,125 EUR
Variable	174,245 EUR
Pension	58,612 EUR
Other	38,477 EUR

No other remuneration was granted in 2010.

In 2010 there was no long-term cash bonus plan in place.

Remuneration of executive managers in 2010 (excluding CEO)

The remuneration of the other members of the Executive Committee was paid, for two members, through a management company, and for two members under an employment contract. For members paid through a management company there are no social security contributions incumbent on the company and all costs are borne by the management company. For the two members under employment contracts the amounts given are before social security contributions.

The remuneration for all executive managers together for 2010 is:

EXCO (excl. CEO)	2010
Fixed	1,086,919 EUR
Variable	404,729 EUR
Pension	151,360 EUR
Other	98,555 EUR

In 2010 there was no long-term cash bonus plan in place.

The pension plan is based on defined contributions as a function of the annual base salary. The other compensation relate primarily to insured benefits such as guaranteed income and the cost of a company car.

Finally, there is a warrant plan that was implemented in 2007 and a stock option plan for those who were not yet eligible for the warrant plan. The grant of warrants in 2007 was for a period of 5 years, from 2007 to 2011 inclusive.

3,400 new share options were issued in 2010 under the Lotus Bakeries share option plan. No new warrants were issued in 2010.

The members of the Board of Directors each receive EUR 17,500 a year. The Chairman receives EUR 35,000 a year. Each member of the Audit and Remuneration and Nomination Committees also receives compensation of EUR 5,000. In 2010, these compensations totalled EUR 257,500 and were deducted from the 2010 income statement.

34. ASSETS HELD FOR SALE

There were no significant assets held for sale on 31 December 2010.

35. FINANCIAL RISK MANAGEMENT

The Group's greatest market risks are fluctuations in raw material and packaging prices, exchange rates and interest rates.

1. Raw material and packaging costs
The risk of negative consequences of fluctuations in raw material prices on the financial results is limited by the signing of contracts with a fixed price in euro for the important volatile raw materials. For other raw materials and for packaging, yearly agreements are made when possible. See also note 31-Rights and commitments not reflected in the balance sheet.

2. Exchange rate risk
The large majority of purchases are made in euro. In addition, on the sales side, a very large portion of turnover is paid in euro. The main foreign currency transactions related to buying and selling take place in USD, CAD, GBP, CZK and SEK. The net foreign exchange risk on these currencies is almost fully hedged by forward contracts and/or options contracts.

3. Interest rate risk
Long-term financial liabilities carry either fixed (kEUR 516) or variable (kEUR 29,159) interest rates, the latter based on Euribor rates for periods up to 1 year.
The variable interest rate risk on the outstanding financial liabilities is 100% hedged.

4. Financial instruments

SENSITIVITY ANALYSIS:

Interest rate risk:
A ten basis points higher Euribor interest rate in 2010 would have positively impacted interest expense by approximately kEUR 2.

Exchange rate risk:
An average 5% lower USD, GBP, CAD, CZK and CHF exchange rate would have negatively affected net result by approximately kEUR 600 in all.

The outstanding financial instruments concluded in the framework of the interest and exchange rate risks are intended to limit the impact of a possible rise in the Euribor interest rate of up to one year or a weakening of the exchange rate.

A change of ten basis points in the Euribor interest rate or an exchange rate fluctuation of 5% compared with end-December 2010 do not significantly affect the fair value of these financial instruments.

The development of the interest and exchange rates and of the financial instruments is dynamically and systematically monitored in order to limit or avoid as far as possible the potential risks with regard to the interest rate effectively paid today or in the future or the negative impact of an unfavourable exchange rate development.

5. Credit risk
The Lotus Bakeries Group opts to conclude contracts as far as possible or to work with creditworthy parties or to limit the credit risk by means of securities.

The Lotus Bakeries Group has a diversified international customer portfolio, consisting mainly of large retail, cash-and-carry and food services customers in various countries. For exports outside Western and Northern Europe, the United States and Canada the Lotus Bakeries Group works on a documentary credit basis or uses credit insurance. The average number of days' customer credit is relatively limited (32 days in 2010). Within the Lotus Bakeries Group, there are strict procedures to accurately follow up on customers and to handle possible risks as quickly and as efficiently as possible.

For financial operations, credit and hedging, the Lotus Bakeries Group works only with established financial institutions having credit ratings of A- or higher.

6. Liquidity risk

Given the significant size of operating and net cash flow in relation to the net financial debt position, the Lotus Bakeries Group's liquidity risk is limited.
The contractual maturity dates of non-derivative financial debts and the estimates of interest payments and derivative financial instruments are as follows:

Financial assets and liabilities

in thousands of EUR	2009	
	Less than 1 year	**More than 1 year**
Non-derivative financial liabilities		
Unsecured bank loans	(14,981)	(39,865)
Bank overdraft	(716)	-
Trade & other payables	(38,644)	(148)
	(54,341)	**(40,013)**
Derivative financial assets and liabilities		
Foreign currency derivatives	(190)	-
Interest rate derivatives	(747)	(1,994)
	(937)	**(1,994)**

in thousands of EUR	2010	
	Less than 1 year	**More than 1 year**
Non-derivative financial liabilities		
Unsecured bank loans	(13,357)	(19,706)
Bank overdraft	(7,546)	-
Trade & other payables	(42,888)	(116)
	(63,791)	**(19,822)**
Derivative financial assets and liabilities		
Foreign currency derivatives	(268)	-
Interest rate derivatives	(681)	(1,070)
	(949)	**(1,070)**

7. Balance sheet structure

Lotus Bakeries seeks to maintain its balance sheet structure (balance between debts and equity) so as to preserve the desired financial flexibility to be able to carry out its growth strategy.

It strives to maintain a ratio of net financial debt (defined as financial debts – treasury investments – liquid assets – treasury shares) to recurrent cash flow (REBITDA) at what is considered as a normally healthy level in the financial market. In 2010 it easily met the financial covenants entered into in the context of the external financing.

8. Product liability risks

The production, packing and sale of food products give rise to product liability risks.

Lotus Bakeries applies the highest product safety standards to the entire production and distribution process, from raw materials through to the distribution of the final product, supported and guaranteed by structured procedures and systematic internal quality audits. External ISO, BRC and other audits take place at regular intervals.

The necessary product liability insurance has been subscribed within reasonable limits.

9. Pension scheme risks

The form of and benefits under pension schemes existing within the Lotus Bakeries Group depend on the rules and customs in the countries involved.

A major portion of these pension schemes are defined contribution schemes, including in Belgium, France, Sweden, Canada and the United States. These are funded by employer and employee contributions and charged to the income statement of the year in question.

Defined benefit pension schemes exist in the Dutch and German subsidiaries. In the Netherlands a defined benefit pension plan has been concluded with BPF. Since the data for the defined pension calculation (cf. IAS 19) are not available, the plan is included under the defined contribution scheme.

In certain companies provisions also exist for early retirement ('bridge') pensions (Belgium) and pension obligations resulting from legal requirements (France). These are also treated as defined benefit schemes. For these defined benefits schemes the necessary provisions are set up based on the actuarial current value of the future obligations to the employees concerned.

36. RESEARCH AND DEVELOPMENT

External and internal costs of research and development are expensed to the income statement during the year in which they are incurred. For 2010 these costs amounted to kEUR 1,164.

37. MANAGEMENT RESPONSIBILITY STATEMENT

We hereby certify that, to the best of our knowledge, the condensed consolidated financial statements for the year ended 31 December 2010, which has been prepared in accordance with the IFRS (International Financial Reporting Standards), gives us a true and fair view of the assets, liabilities, financial position and profit or loss of the company and the undertakings included in the consolidation as a whole, and that the annual report includes a fair review of the important events that have occurred during the year 2010 and of the major transactions with the related parties, and their impact on the condensed consolidated financial statements, together with a description of the principal risks and uncertainties with which the company is confronted.

Lembeke, 11 April 2011

On behalf of the Board of Directors

Matthieu Boone	Jan Boone
CEO	Managing director

38. INFORMATION ABOUT THE STATUTORY AUDITOR, ITS REMUNERATION AND ADDITIONAL SERVICES RENDERED

The company's Statutory Auditor is PricewaterhouseCoopers Bedrijfsrevisoren cvba, represented by Lieven Adams and Peter Opsomer.

Audit fee for the Group audit 2010	In thousands of EUR
Lotus Bakeries NV	111
Lotus Bakeries Group	209
Total	**320**
Fees for the mandates of PricewaterhouseCoopers Accountants	176
Fees for the mandates of persons related toPricewaterhouseCoopers Accountants	144

Group's Auditor fees for additional services rendered	
Other audit-related fees	5
Tax fees	-
Other non-audit fees	-

Fees for additonal services rendered of persons related to PricewaterhouseCoopers Accountants	
Other audit-related fees	12
Tax fees	102
Other non-audit fees	25

Statutory Auditor's Report to the General Shareholders' Meeting on the consolidated accounts of the company Lotus Bakeries NV as of and for the year ended 31 December 2010

As required by law and the company's articles of association, we report to you in the context of our appointment as the company's statutory Auditor. This report includes our opinion on the consolidated accounts and the required additional disclosure.

Unqualified opinion on the consolidated accounts

We have audited the consolidated accounts of Lotus Bakeries NV and its subsidiaries (the 'Group') as of and for the year ended 31 December 2010, prepared in accordance with International Financial Reporting Standards, as adopted by the European Union, and with the legal and regulatory requirements applicable in Belgium. The consolidated accounts of the Group are set forth in the financial supplement to and in Chapter IV and V of the annual report. These consolidated accounts comprise the consolidated balance sheet as of 31 December 2010 and the consolidated statements of income, changes in shareholders' equity and cash flows for the year then ended, as well as the summary of significant accounting policies and other explanatory notes. The total of the consolidated balance sheet amounts to EUR (000) 224.731 and the consolidated statement of income shows a profit, share of the Group, for the year of EUR (000) 23.055.

The company's Board of Directors is responsible for the preparation of the consolidated accounts. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of consolidated accounts 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.

Our responsibility is to express an opinion on these consolidated accounts based on our audit. We conducted our audit in accordance with the legal requirements applicable in Belgium and with Belgian auditing standards, as issued by the 'Institut des Reviseurs d'Entreprises/Instituut der Bedrijfsrevisoren'. Those auditing standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated accounts are free of material misstatement.

In accordance with the auditing standards referred to above, we have carried out procedures to obtain audit evidence about the amounts and disclosures in the consolidated accounts. The selection of these procedures is a matter for our judgment, as is the assessment of the risk that the consolidated accounts contain material misstatements, whether due to fraud or error. In making those risk assessments, we have considered the Group's internal control relating to the preparation and fair presentation of the consolidated accounts, in order to design audit procedures that were appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control. We have also evaluated the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by management, as well as the presentation of the consolidated accounts taken as a whole.

Finally, we have obtained from the Board of Directors and Group officials the explanations and information necessary for our audit. We believe that the audit evidence we have obtained provides a reasonable basis for our opinion.

In our opinion, the consolidated accounts set forth in the financial supplement to and in Chapter IV and V of the annual report give a true and fair view of the Group's net worth and financial position as of 31 December 2010 and of its results and cash flows for the year then ended in accordance with International Financial Reporting Standards, as adopted by the European Union, and with the legal and regulatory requirements applicable in Belgium.

Additional remark

The company's Board of Directors is responsible for the preparation and content of the management report on the consolidated accounts, set forth in Chapter IV and V of the annual report.

Our responsibility is to include in our report the following additional remark, which does not have any effect on our opinion on the consolidated accounts:

- The management report on the consolidated accounts deals with the information required by the law and is consistent with the consolidated accounts. However, we are not in a position to express an opinion on the description of the principal risks and uncertainties facing the companies included in the consolidation, the state of their affairs, their forecast development or the significant influence of certain events on their future development. Nevertheless, we can confirm that the information provided is not in obvious contradiction with the information we have acquired in the context of our appointment.

Ghent, 14 April 2011

The statutory Auditor
PwC Bedrijfsrevisoren cvba
Represented by

Lieven Adams	Peter Opsomer
Bedrijfsrevisor	Bedrijfsrevisor

FIVE-YEAR FINANCIAL SUMMARY LOTUS BAKERIES GROUP

CONSOLIDATED BALANCE SHEET

in thousands of EUR	2010	2009	2008	2007	2006
Non-current assets	**178,257**	**170,301**	**172,028**	**156,227**	**161,535**
Tangible assets	90,233	84,150	86,408	83,441	85,986
Goodwill	25,670	24,837	24,147	17,151	17,151
Intangible assets	61,576	60,822	61,185	54,727	55,252
Deferred tax assets	637	353	170	163	1,954
Other non-current assets including derivative financial instruments	109	101	80	303	930
Current assets	**46,474**	**55,809**	**55,884**	**39,100**	**37,967**
Stocks	12,998	12,947	13,913	10,319	9,145
Trade receivables	23,360	21,288	20,985	16,489	16,903
Cash and cash equivalents	6,302	16,249	14,548	7,384	5,884
TOTAL ASSETS	**224,731**	**226,110**	**227,912**	**195,327**	**199,502**
Equity	**109,795**	**101,197**	**85,855**	**68,924**	**54,678**
Non-current liabilities	**50,571**	**69,313**	**82,831**	**72,545**	**94,788**
Interest-bearing loans and borrowings	17,902	37,136	50,159	43,603	59,640
Deferred tax liabilities	28,700	28,619	29,320	26,389	30,649
Current liabilities	**64,365**	**55,600**	**59,226**	**53,858**	**50,036**
Interest-bearing loans and borrowings	19,319	13,739	12,488	13,879	14,125
Trade payables	23,509	22,138	30,321	23,082	19,356
Remuneration and social security	9,081	9,518	8,480	6,717	7,433
TOTAL EQUITY AND LIABILITIES	**224,731**	**226,110**	**227,912**	**195,327**	**199,502**

FIVE-YEAR FINANCIAL SUMMARY LOTUS BAKERIES GROUP

CONSOLIDATED INCOME STATEMENT

in thousands of EUR	**2010**	**2009**	**2008**	**2007**	**2006**
Turnover	264,823	261,071	256,687	224,528	179,245
Recurrent operating result (REBIT)	**34,955**	**34,593**	**34,040**	**28,695**	**19,944**
Non-recurrent operating result	(874)	(294)	(779)	(937)	(1,120)
Operating result (EBIT)	**34,081**	**34,299**	**33,261**	**27,758**	**18,824**
Financial result	(2,960)	(2,826)	(6,939)	(3,970)	(3,187)
Result before taxation	**31,121**	**31,473**	**26,322**	**23,788**	**15,637**
Income taxes	(8,055)	(8,202)	(6,405)	(3,440)	(4,523)
Result after taxation	**23,066**	**23,271**	**19,917**	**20,348**	**11,114**
Share in the result of the enterprises accounted for using the equity method	-	-	-	309	288
Result from assets held for sale	-	-	248	-	-
Results from termination of activities	-	1,889	-	-	-
Net result	**23,066**	**25,160**	**20,165**	**20,657**	**11,402**
Net result : share of third parties	11	95	125	144	27
Net result : share of the Group	23,055	25,065	20,040	20,513	11,375

ABRIDGED STATUTORY FINANCIAL STATEMENTS OF LOTUS BAKERIES NV

BALANCE SHEET AFTER APPROPRIATION OF RESULT

ASSETS in thousands of EUR	**31-12-10**	**31-12-09**
Fixed Assets	**65,588**	**75,174**
II. Intangible assets	**326**	**222**
III. Tangible assets	**9,782**	**10,204**
A. Land and buildings	4,292	4,600
B. Plant, machinery and equipment	5,117	4,812
C. Furniture and vehicles	326	379
F. Assets under construction and advance payments	47	413
IV. Financial assets	**55,481**	**64,748**
A. Affiliated enterprises	55,391	64,655
1. Participating interests	484	484
2. Amounts receivable	54,907	64,171
C. Other financial assets	89	93
1. Shares	33	33
2. Amounts receivable and cash guarantees	56	60
Current Assets	**47,017**	**30,207**
V. Amounts receivable after more than one year	**50**	**43**
B. Other amounts receivable	50	43
VI. Stocks and contracts in progress	**3,515**	**4,173**
A. Stocks	3,515	4,173
1. Raw materials and consumables	2,403	2,360
2. Work in progress	32	95
3. Finished goods	308	1,018
4. Goods purchased for resale	772	700
VII. Amounts receivable within one year	**16,739**	**24,062**
A. Trade debtors	15,916	14,215
B. Other amounts receivable	823	9,847
VIII. Investments	**60**	**-**
B. Other investments and deposits	60	-
IX. Cash at bank and in hand	**26,519**	**964**
X. Deferred charges and accrued income	**134**	**965**
TOTAL ASSETS	**112,605**	**105,381**

ABRIDGED STATUTORY FINANCIAL STATEMENTS OF LOTUS BAKERIES NV

BALANCE SHEET AFTER APPROPRIATION OF RESULT

LIABILITIES in thousands of EUR	**31-12-10**	**31-12-09**
Capital and reserves	**39,425**	**41,139**
I. Capital	**3,400**	**1,500**
A. Issued capital	3,400	1,500
II. Share premium account	**2,298**	**2,298**
IV. Reserves	**33,727**	**37,341**
A. Legal reserve	340	150
B. Reserves not available for distribution	72	72
2. Other	72	72
C. Untaxed reserves	1,223	1,050
D. Reserves available for distribution	32,092	36,069
Provisions and deferred taxation	**1,712**	**1,740**
VII. A. Provisions for liabilities and charges	**1,610**	**1,631**
1. Pensions and similar obligations	197	338
3. Major repairs and maintenance	1,212	1,212
4. Other liabilities and charges	201	81
B. Deferred taxation	102	109
Creditors	**71,468**	**62,502**
VIII. Amounts payable after more than one year	**17,902**	**23,179**
A. Financial debts	17,902	23,179
4. Credit institutions	17,895	23,159
5.Other loans	7	20
IX. Amounts payable within one year	**52,082**	**38,715**
A. Current portion of amounts payable after more than one year	11,277	9,277
B. Financial debts	-	407
1. Credit institutions	-	407
C. Trade debts	27,114	18,089
1. Suppliers	27,114	18,089
E. Taxes, remuneration and social security	5,582	4,583
1. Taxes	2,303	1,226
2. Remuneration and social security	3,279	3,357
F. Other amounts payable	8,109	6,359
X. Accrued charges and deferred income	**1,484**	**608**
TOTAL LIABILITIES	**112,605**	**105,381**

ABRIDGED STATUTORY FINANCIAL STATEMENTS OF LOTUS BAKERIES NV

NOT-CONSOLIDATED INCOME STATEMENT

in thousands of EUR	2010	2009
I. Operating income	**140,376**	**146,573**
A. Turnover	138,120	141,838
B. Increase; Decrease in stocks of finished goods, work and contracts in progress	(586)	(156)
C. Own construction capitalised	108	70
D. Other operating income	2,734	4,821
II. Operating charges	**(130,423)**	**(139,656)**
A. Raw materials, consumables and goods for resale	70,762	78,635
1. Purchases	71,178	78,560
2. Increase , decrease in stocks	(416)	75
B. Services and other goods	33,743	35,470
C. Remuneration, social security costs and pensions	20,418	20,604
D. Depreciation of and other amounts written off formation expenses, intangible and tangible fixed assets	3,426	3,809
E. Increase; Decrease in amounts written off stocks, contracts in progress and trade debtors	495	355
F. Increase; Decrease in provisions for liabilities and charges	(21)	372
G. Other operating charges	1,600	411
III. Operating profit	**9,953**	**6,917**
IV. Financial income	**11,897**	**11,713**
A. Income from financial fixed assets	10,662	9,433
B. Income from current assets	165	150
C. Other financial income	1,070	2,130
V. Financial charges	**(4,541)**	**(2,965)**
A. Interest and other debt charges	699	1,182
C. Other financial charges	3,842	1,783
VI. Profit on ordinary activities before taxes	**17,309**	**15,665**

in thousands of EUR	2010	2009
VI. Profit on ordinary activities before taxes	**17,309**	**15,665**
VII. Extraordinary income	**22**	**2,177**
D. Gain on disposal of fixed assets	22	2,177
VIII. Extraordinary charges	**-**	**9**
D. Loss on disposal of fixed assets	-	9
IX. Profit for the year before taxes	**17,331**	**17,833**
IX. Bis		
A. Transfer from deferred taxation	15	18
B. Transfer to deferred taxation	(7)	(9)
X. Income taxes	**(1,771)**	**(2,339)**
A. Income taxes	1,983	2,339
B. Adjustment of income taxes and write-back of tax provisions	212	-
XI. Profit for the year	**15,568**	**15,503**
XII. Transfer from untaxed reserve	**28**	**36**
Transfer from untaxed reserve	(202)	(181)
XIII. Profit for the year available for appropriation	**15,394**	**15,358**

ABRIDGED STATUTORY FINANCIAL STATEMENTS OF LOTUS BAKERIES NV

APPROPRIATION ACCOUNT

in thousands of EUR	2010	2009
A. Profit to be appropriated	18,146	15,358
1. Profit for the year available for appropriation	15,394	15,358
Accumulated profits	2,752	-
C. Transfer to capital and reserves	(11,107)	(9,075)
3. To other reserves	11,107	9,075
F. Distribution of profit	(7,039)	(6,283)
1. Dividends	6,799	6,026
2. Directors' emoluments	240	257

EXTRACT FROM THE NOTES

VIII. STATEMENT OF CAPITAL

	Amounts in thousands of EUR	Number of shares
A. CAPITAL		
1. Issued capital		
At the end of the preceding year	1,500	
At the end of the year	3,400	
2. Structure of the capital		
2.1. Different categories of shares		
Ordinary shares	3,400	772,563
2.2. Registered shares and bearer shares		
Registered		289
Bearer		12,411
Dematerialized		759,863

C. TREASURY SHARES held by:		
- its subsidiaries	119,785	27,218

E. AMOUNTS OF AUTHORIZED CAPITAL, NOT ISSUED	**1,133**

G. STRUCTURE OF SHAREHOLDINGS OF THE ENTERPRISE: situation on 31 December 2010

As applied by article 29 paragraph 1, 1 of the law of 2 May 2007 on disclosure of mayor holdings, the following notification of shareholding in Lotus Bakeries NV was received on 27 April 2010.

Announcer	Number of voting rights	% of voting rights
Stichting Administratiekantoor van Aandelen Lotus Bakeries Claude Debussylaan 24 NL-1082 MD Amsterdam	446,378	57.78%
Lotus Bakeries Group Services NV [1] [3] Gentstraat 52 9971 Lembeke	26,457	3.42%
Christavest Comm. VA [2] Kerkstraat 33A 9971 Lembeke	63,046	8.16%
TOTAL	**535,881**	**69.36%**

(1) Lotus Bakeries Group Services NV is controlled by Lotus Bakeries NV for 99.8%. Lotus Bakeries NV is controlled for 57.78% by Stichting Administratiekantoor van Aandelen Lotus Bakeries. Stichting Administratiekantoor van Aandelen Lotus Bakeries is not controlled.

(2) Christavest Comm. VA is controlled for 82.82% by Holding Biloba BVBA. Mr. Stanislas Boone is statutory general manager ('statutair zaakvoerder') of Christavest Comm. VA.

(3) The voting rights associated with the shares held by Lotus Bakeries Group Services NV have been suspended. The dividends have not been suspended and will be paid out to Lotus Bakeries Group Services NV.

ACCOUNTING PRINCIPLES

1. Assets

1.1 FORMATION EXPENSES
Formation expenses have been recorded at cost and depreciated at 100%.

1.2 INTANGIBLE FIXED ASSETS
Intangible fixed assets are recorded at purchase or transfer price. The amortization percentages applied are:

- research and development	33%
- licensing	33%
- clientele	10%
- advances	0%

The amortization of clientele over ten years is justified by the stable client relationships that have been realised through the brands Lotus, Corona, Cremers and Suzy and which are now housed under the single Lotus brand.

1.3 TANGIBLE FIXED ASSETS
Tangible fixed assets are included at purchase price. Ancillary costs were separately booked till 2002 included. As from 2003, they have been booked within the principal investment.

Beginning in 1993 assets under construction and advance payments have been depreciated according to their final destination, except for those fixed assets that are depreciated over a maximum of three years. These last mentioned assets are depreciated as from the year of coming into operation.

Investments in office equipment have since 1994 been depreciated over three years, instead of over five years. Since 1980 the declining balance method has been used wherever permitted. As from 2003 depreciation has been recorded rata temporis.

The following depreciation rates apply:

- Buildings	5%
- Installations and equipment	10%
- Machines, tools and furniture	20%
- Office equipment	33%
- Equipment subject to rapid wear and tear	33%
- Software	33%
- Vehicles	20%
- Ancillary costs from 2003 onwards pari passu with the principal investment	100%
- Advances on tangible fixed assets: according to their final destination	
- Produced fixed assets: according to their final destination.	

1.4 FINANCIAL FIXED ASSETS
Financial fixed assets are valued at acquisition price or contribution value without supplementary costs.

Reductions in value are applied where the estimated value of the financial fixed assets is less than the accounting value and where the loss of value so determined is of a lasting nature in the opinion of the Board of Directors.

The estimated value of the financial fixed assets is determined at the end of the accounting period based on the most recent available balance sheet and on one or more criteria.

Reductions in value are reversed, up to the amount of the previously recorded reductions in value, where the valuation at the closing date of the accounting period concerned significantly exceeds the previous valuation.

1.5 STOCKS
Finished products are valued at direct production cost price.

Raw materials, consumables and goods for resale are booked at the cost of acquisition using the FIFO method.

For stocks, real reductions in value are applied where these have become worthless or their value in use or realisation value is lower than the cost price.

1.6 RECEIVABLES
The necessary reductions in value are applied to receivables the collection of which is in doubt.

Receivables are recorded at their nominal value, less any credit notes remaining to be drawn up.

Receivables in foreign currencies are converted at the exchange rate applying on the balance sheet date.

Negative exchange rate differences in non-euro currencies are included in the income statement as in the past.

1.7 INVESTMENTS AND CASH AT BANK AND IN HAND
Treasury shares are valued at purchase price.

Cash at bank and in hand in foreign currency is converted at the exchange rate applying on the balance sheet date.

Both the negative and the positive conversion differences are included in the profit and loss account.

2. Liabilities

2.1 PROVISIONS FOR LIABILITIES AND CHARGES
Provisions have been made for all normally foreseeable liabilities and charges.

2.2 AMOUNTS PAYABLE WITHIN ONE YEAR
- Suppliers: Debts to suppliers are booked at their nominal value. Debts in foreign currencies are valued at the rate of exchange on the balance date. Exchange rate differences are processed in the same way as for foreign currency receivables.
- Liabilities and provisions for taxes, remuneration and social security. The anticipated liabilities with regard to single and double holiday allowances, redistribution of social security charges and personnel insurances have been booked in full.

NOTES

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