

Translation for Information Purposes only:



NAAMLOZE VENNOOTSCHAP (Limited Liability Company)

Registered Office: Duwijkstraat 17, 2500 Lier, Belgium

Reference Number 0467.369.853, RPR Mechelen

INVITATION TO THE ANNUAL GENERAL MEETING

The shareholders are hereby invited to participate in the Annual General Meeting of the Company, which will be held on October 9th, 2007 at 10 a.m. at the registered office, Duwijkstraat 17, 2500 Lier, Belgium.

1. AGENDA

1. Discussion on the annual report of the Board of Directors en on the report of the auditor on the financial year concluded on 30/06/2007.

2. Approval of the singular annual account of the financial year concluded on 30/06/2007.

Proposed resolution: the General Meeting decides to approve the singular annual account of the financial year concluded on 30/06/2007.

3. Allocation of profit.

Proposed resolution: the General Meeting decides to allocate the profit of the past financial year to the next financial year.

4. Acquaintance the General Meeting of the consolidated annual accounts, the consolidated annual report of the Board of Directors and the consolidated report of the auditor on the financial year concluded on 30/06/2007.

5. Discharge of the directors.

Proposed resolution: the General Meeting decides to discharge the directors from all liability deriving from their mandates during the past financial year.

6. Discharge of the auditor.

Proposed resolution: the General Meeting decides to discharge the auditor from all liability deriving from the performance of his mandate during the past financial year.

7. Ratification of cooptation and appointment of a director.

The mandate of the company Emor BVBA, with principal office at 2540 Hove, Magdalena Vermeeschlaan 20 and with reference number 0475.178.056, duly represented by Mr. Francis Rome for the performance of this mandate, co-opted by decision of the Board of Directors of April 24th, 2007 after the resignation of Mr. Geert Noels as director of the Company, is ended after this General Meeting.

Proposed resolution: The General Meeting is acquainted with the resignation of Mr. Geert Noels as director of the Company and decides to ratify the decision of the Board of Directors of April 24th, 2007 to co-opt the company Emor BVBA, with principal office at 2540 Hove, Magdalena Vermeeschlaan 20 and with reference number 0475.178.056, duly represented for the performance of this mandate by Mr. Francis Rome, and furthermore the General Meeting decides to definitively appoint the company Emor BVBA, with principal office at 2540 Hove, Magdalena Vermeeschlaan 20 and with reference number 0475.178.056, duly represented for the performance of this mandate by Mr. Francis Rome, as director of the Company for the period of three (3) years. This mandate shall come into effect immediately and shall terminate immediately after the annual meeting in 2010.

8. Queries.

2. CONDITIONS OF ADMISSION AND MAKING AVAILABLE OF DOCUMENTS.

In accordance with article 31 of the Company's articles of association, in order to be admitted to the meeting, the holders of bearer shares must deposit their shares with an office of KBC Bank at least three (3) business days before the General Meeting, being October 3rd at the latest. Such shareholders will be admitted to the meeting upon presenting a statement confirming that their shares were deposited.

In order to be admitted to the General Meeting the holders of dematerialized shares must deposit with an office of KBC Bank at least three (3) business days before the General Meeting, being October 3rd at the latest, a statement drafted by the clearing institution confirming the unavailability of their shares until the date of the General Meeting.

Each shareholder can give a proxy in writing to be represented at the General Meeting. The shareholders shall only make use of the proxy drafted by the Board of Directors, in accordance with article 32 of the articles of association of Porthus NV. The shareholder can request this proxy at the Company's registered office. The proxy shall also be made available on the website <http://www.porthus.com>, under the section 'Investor Relations'. No other proxies shall be accepted. The original signed proxies must be deposited at the Company's registered office at least three (3) business days prior to the General Meeting, being October 3rd at the latest.

Contact person at the registered office is:

SUFFELEERS INA, Corporate Communications & Investor Relations Manager

Telephone: +32 (0)3 800 06 00 - Fax: +32 (0)3 800 06 01

E-mail: ina.suffeleers@porthus.com

As from the 24th of September 2007, the shareholders, the holders of obligations, warrants and other certificates issued in cooperation with the Company, can, upon presenting their shares and without any charge, obtain a copy of the following documents, at the Company's registered office:

- 1.** The Annual Account;
- 2.** The consolidated Annual Account;
- 3.** The annual report and the report of the auditor.

All relevant information in relation to this General Meeting, including the documents mentioned here above, are available on the website of the Company: www.porthus.com.

The Board of Directors