

Semiannual results 2004

Growth in income 66% controlling interest in Bureau Veritas

At its meeting on September 6, 2004, the Board of Directors, chaired by Ernest-Antoine Seillière, approved the semiannual financial statements and the terms of a projected agreement whereby WENDEL Investissement will increase its equity interest in its subsidiary Bureau Veritas from 34% to 66%.

1. Net income from business sectors: 107 million euros (+34%)

Net income from business sectors, which makes up the recurring portion of the Group's results, increased by 34% to 107 million euros. Legrand, Bureau Veritas and Wheelabrator Allevard made significant contributions to this performance. In two years, net income from business sectors has practically doubled.

2. Consolidated net income: 231 million euros

The Group's consolidated net income totaled 231 million euros compared with 190 million euros in the first six months of 2003. Non-recurring items included, in particular, capital gains from the disposal of Trader Classified Media.

Group consolidated net income

(Millions of euros)	June 30, 2004	June 30, 2003	2004/2003	June 30, 2002
Income from consolidated business sectors (*)	129	99	+30%	59
Capgemini and Valeo dividends	9	8		11
Financing	(24)	(18)		(10)
Operating expense and tax	(7)	(9)		(6)
Income from business sectors	107	80	+34%	54
Capital gains on disposals & revaluation	144	123		
Other non-recurring items	9	(2)		
Amortization of goodwill	(26)	(32)		
Minority interests	(3)	21		
Net income – Group share	231	190		

(*) Net income before non-recurring items and amortization of goodwill

3. Implementation of the Group's strategy

The objectives defined two years ago when WENDEL Investissement was created were actively pursued in the first half of 2004:

- reduction of investment in listed companies:
 - i. sale of 2.4 million Capgemini shares in January 2004 for 75 million euros;
 - ii. sale of WENDEL Investissement's equity interest in Trader Classified Media for 321 million euros in April 2004;
- disposal of most of the Company's equity interest in bioMérieux for 378 million euros (including an exceptional dividend) in May and July 2004 (WENDEL Investissement still holds 1.2 million shares);
- acquisition of the Edis Group financed for and equity amount of 180 million euros by WENDEL Investissement ; settlement is scheduled for the end of September;
- a project to acquire a controlling interest in Bureau Veritas was approved by the Board of Directors at today's meeting.

4. 66% controlling interest in Bureau Veritas

WENDEL Investissement approved the terms of a projected agreement to acquire 32% of the capital of Bureau Veritas (BV) held by Poincaré Investissements, thereby increasing its equity interest from 34% to 66%.

This project, which has been presented to the works council of Bureau Veritas, is expected to be finalized by the end of the year, once authorization has been obtained from regulatory authorities, and particularly from the European Commission,.

WENDEL Investissement will allocate 660 million euros to this investment (approximately 140 euros per Bureau Veritas share), a sum that corresponds to an implicit value of 2 billion euros for 100% of Bureau Veritas.

This acquisition will enable WENDEL Investissement to exercise sole control of Bureau Veritas and fully consolidate its results, thereby strengthening WENDEL Investissement's financial structure and potential for growth.

WENDEL Investissement is also considering making an offer to BV minority shareholders through an exchange of WENDEL Investissement shares and in cash under conditions comparable to those applied to acquire the equity interest held by Poincaré Investissements. To this end, WENDEL Investissement has obtained a firm commitment from the Royal Bank of Scotland for financing over 5 to 6 years with no recourse on WENDEL Investissement.

Within the framework of the projected offer to BV minority shareholders, and in application of the authorization granted by the Shareholders' Meeting of June 2004, WENDEL Investissement will buy back a number of its own shares.

Co-shareholder since 1995 of Bureau Veritas with the group Poincaré Investissements, headed by Jean-Pierre Mathy, WENDEL Investissement confirms its confidence in BV's management, which has succeeded in building the world's second largest company in the sector of certification, classification and quality control. WENDEL Investissement's objective is the active pursuit of Bureau Veritas's growth in order to make it the world leader.

5. Net assets and financial situation of WENDEL Investissement

In August 2004, Net Asset Value stood at 2,910 million euros (52.2 euros per share). Net Asset Value (including dividends paid) has increased by 35% since the creation of WENDEL Investissement.

At the beginning of the year, the Group bolstered its financial structure with the launch of a 500 million euro bond issue, which was increased to 600 million euros in June.

Altogether, the ratio between net debt(*) and gross asset value should be approximately 24% at the end of the year, after the acquisition of Editis and the increase to 66% of the capital of Bureau Veritas, i.e. slightly lower than at the beginning of the year (26%).

The Group August 2004

WENDEL INVESTISSEMENT		Type of consolidation	% interest
Industry	Legrand	E	37.4%
	Oranje-Nassau	FC	100%
	Wheelabrator Allevard	FC	100%
	Stallergènes ⁽¹⁾	FC	47.5%
Media & Services	Bureau Veritas	E	33.9%
	Editis ⁽²⁾	FC	100%
Non-strategic holdings	Valeo ⁽¹⁾	U	9.9%
	Capgemini ⁽¹⁾	U	2.4%
	Neuf telecom	U	4.2%
	bioMérieux ⁽¹⁾	U	3.0%

E : Equity method
 FC : Full consolidation
 U : Unconsolidated
⁽¹⁾ : Listed
⁽²⁾ : Acquisition in progress

6. Prospects

In the last two years, and in spite of a difficult economic environment, WENDEL Investissement, focused on business sectors with high potential, has recorded an annual increase of more than 15% in the value of its assets. The Company considers that it is able to continue this performance in the coming years.

(*) Financial debt (minus treasury) of WENDEL Investissement and holding companies excluding those with no recourse on WENDEL Investissement