



EMBARGO until 18 February 2010, 18.00

Genk, 18 February 2010

IPTE NV (from now on Connect Group NV) : 2009 annual results

The most important event of the past year was the sale of the automation activity in December. As a result of this sale, the income statements for 2008 and 2009 have been restated on the basis of IFRS 5 *non-current assets held for sale and discontinued operations*, in order to permit comparison, with the results of the automation activity presented on a single line as profit and loss from discontinued operations.

The change of name from IPTE NV to Connect Group NV will be formally approved at the Extraordinary General Shareholders Meeting of 2 March 2010. To avoid confusion, the name Connect Group will already be used in this press release, given that the name IPTE is already being used by the purchaser.

Management discussion and analysis of the results

1. Discontinued operation - Automation

After negotiations with various interested parties, Connect Group accepted an offer in December 2009 from Huub Baren, the company's founder, and Vladimir Dobosch, to acquire the entire automation business.

The automation division is being sold for a fixed amount of EUR 2 million and a variable amount equal to 50 percent of the accumulated profits of the division until 31 December 2012. Payment of the lump sum may be deferred until 31 December 2013 at the latest.

The contract also contains a clause whereby Connect Group will participate in any possible capital gain realised by the purchaser of the automation activity, should it sell the activity with a profit to a third party within the next 2 years (50% in year 1, 25% in year 2).

To guarantee the payment obligations Connect Group is taking a pledge on 700,000 IPTE NV shares held by the purchasers. Connect Group is also given a call option on these shares at an exercise price of (i) EUR 2.86 per share in the event that the highest independent bid price for the share in the central order book of Euronext Brussels is higher or equal to EUR 2.86 or (ii) equal to the highest independent bid for the share in the central order book of Euronext Brussels in the event that this is less than EUR 2.86.



Under IFRS 5, the results of the discontinued operation are included in the income statement under 'Profit/loss from discontinued operation' and the assets and liabilities of the discontinued operation are combined and displayed on a single line.

The net result for the year of the discontinued operation is a loss of EUR 22.9 million (EUR 4.5 million in 2008). The 2009 loss consists of the operating loss for the year of EUR 5.8 million and the loss resulting from the sale of the business of EUR 17.1 million.

The sales price is determined by several factors including the losses recorded by the automation activity in past years (EUR 4.5 million in 2008, EUR 5.8 million in 2009), the expenditure needed to bring the company back to health and the fact that the net assets include goodwill of EUR 4 million, which IFRS rules required in any case to be written off in the second half of 2009. The non-recurrent non-cash loss is a logical consequence of all this.

2. Continued operation – Contract Manufacturing

The continued operation is the entire contract manufacturing business. This activity saw its turnover decrease by 27 percent compared with 2008. This decrease is entirely attributable to the general economic downturn. We see this decline across almost all customers and all sectors. A positive factor, however, is that the activity succeeded in 2009 in acquiring several important new customers. With the resumption of the economy this will surely have a positive impact on the company's earnings.

The net result from continued operation was a loss of EUR 3.1 million compared with a profit of EUR 4.8 million in 2008. The net result for 2009 has been influenced by the strong sales downturn and the restructuring carried out, consisting of a staff reduction (cost EUR 0.7 million) and the closure of the plant in Slovakia (EUR 0.4 million).

Due to the discontinuation of the automation activity in 2009, the continued operation is required under IFRS 5 to present in the income statement all costs to be paid in the future by the continued operation. This means that in the 2009 results, the contract manufacturing activity (continued operation) has had to pick up EUR 1 million of financing costs which were previously costs of the automation activity.

The order book of the activity was EUR 55.0 million at the end of the year compared with EUR 56.8 at the end of the 3rd quarter and EUR 53.5 million at the end of 2008.



IPTE Group changes name to Connect Group

With the transfer of the automation division, IPTE's remaining contract manufacturing division will continue, as from the date of transfer, as the sole publicly traded entity. IPTE Group is proposing to its shareholders to change its name to Connect Group. This name change will be decided at the Extraordinary General Shareholders Meeting on March 2, 2010.

Strengthening of equity

The group will strengthen the balance sheet structure in spring 2010 by issuing a subordinated convertible bond in a minimum amount of EUR 2 million and a maximum amount of EUR 5 million. The following conditions will apply: suspension of general preferential rights, a minimum investment of EUR 50,000, a term of 6 years, an interest rate of 6 percent payable semi-annually, and a twice-yearly conversion option (following publication of annual and half-yearly figures). The bonds will be convertible at the lower of (i) 70% of the average highest independent bid price for a Connect Group share, in the central order book of Euronext, over the last 30 trading days preceding the date of exercise and (ii) EUR 2. A number of shareholders have already pledged an amount of at least EUR 2 million.

The issuing arrangements are currently submitted to the CBFA for approval. After approval by the CBFA the subscription period will be opened. The company expects that the borrowing will be finally concluded and approved by shareholders at the General Meeting to be held on 27 April 2010.



Connect Group – Annual Results 2009

The statutory auditor has confirmed that its auditing work, which is fundamentally complete, has not revealed the need for any significant corrections to the accounting information contained in the press release in respect of the consolidated financial statements for the year ending on 31 December 2009.

Income statement for the years ending on 31 December 2009 and 2008

	2009	% of turnover	2008 restated	% of turnover
Continued operation				
Turnover	121 255	100.0	165 898	100.0
Cost of sales	-108 683	90.0	-140 650	84.8
Gross margin	12 572	10.4	25 248	15.2
Research and development expenses	-1 207	-1.0	-1 407	-0.8
General and administrative expenses	-6 378	-5.3	-7 960	-4.8
Selling expenses	-6 577	-5.4	-8 022	-4.8
Other operating income/expense (net)	66	0.0	249	0.1
Operating profit/(loss)	-1 524	-1.3	8 108	4.9
Financial income/charges (net)	-1 597	-1.3	-3 324	-2.0
Profit/(loss) before taxes	-3 121	-2.6	4 784	2.9
Income taxes	-21	-0.0	25	0.0
<u>Net result of the continued operation</u>	-3 142	-2.6	4 809	2.9
Discontinued operation				
<u>Profit/(loss) of the discontinued operation</u>	-22 873	-18.9	-4 535	-2.7
<u>Net profit/(loss) group</u>	-26 015	-21.5	274	0.2
<u>Key figures – continued operation</u>				
EBIT	-1 524	-1.3	8 108	4.9
EBITDA	2 486	2.1	12 290	7.4

**Balance sheet**

	2009	2008
	000 EUR	000 EUR
Intangible assets	816	1 296
Goodwill	4 649	8 935
Property, plant and equipment	16 039	21 161
Deferred tax assets	1 562	1 562
Amounts receivable after one year	1	3
Inventories and contracts in progress	29 739	45 179
Trade receivables	20 369	46 038
Other receivables	376	3 263
Cash, bank deposits and current investments	128	1 807
Other current assets	190	345
Total assets – continued operation	73 869	129 589
Group assets disposed of	36 415	0
Total assets	110 284	129 589
Equity	16 112	42 668
Provisions	2 705	3 712
Deferred tax liability	62	62
Long-term financial debts	2 379	4 867
Bank loans and overdrafts	26 133	32 566
Trade payables	22 391	31 325
Other current liabilities	6 087	14 389
Total liabilities from continued operation	75 869	129 589
Liabilities in respect of group liabilities disposed of	34 415	0
Total liabilities and equity	110 284	129 589

**Cash flow table**

	2009
	000 EUR
Operating profit/(loss) from continued operation	-1 519
Adjustments for	
Valuation allowances on customer receivables and inventory	648
Depreciation	4 010
Provisions	2 250
Operating cash flow before changes in working capital	5 389
Change in working capital	9 506
Cash flow from/(used in) operating activities	14 895
Income taxes	-21
Financial income/(charges) (net)	-1 603
Net cash flow from/(used in) operating activities	13 271
Cash flows from investment activities	
Investments in intangible and tangible fixed assets	-3 621
Bank financing (net)	-8 921
Cash flows from financing activities	-12 542
Increase / decrease in cash position from the continued operation	729
Net cash flow of the discontinued operation (1)	-2 408
Net cash flow	-1 679

(1) This net cash flow is the consequence of the losses incurred by the automation activity.

Equity

	000 EUR
Equity at 31.12.2008	42 111
Net loss for the period 01.01.2009 to 31.12.2009	-26 015
Translation difference	16
Equity at 31.12.2009	16 112
Attributable to:	
Equity holders of the parent	16 112
Minority interest	0



Connect Group

Connect Group delivers cost-effective, high quality production services to the professional industry. Activities include the production of cables and cable trees, PCB assembly and testing, production of semi-manufactured items and final product assembly.

Connect Group's references include companies such as Alstom, ASML, Atlas Copco, Atos, Barco and Philips.

For further information about the Connect Group press release you are invited to consult the website.

Certain statements in this announcement are forward-looking statements. Any forward-looking statement is valid only at its date of publication. Such statements are based on current expectations and convictions. By their very nature, they contain a number of known and unknown risks, as a result of which the actual results and performances may differ significantly from the expected future results or performances expressed or implied in the forward-looking statements. The information and viewpoints expressed in this announcement may change without prior publication, and Connect Group has no intention, or obligation, to update the forward-looking statements contained in this report, except and as far as is required by any applicable legislation or the regulations of any stock exchange on which its shares may be traded.

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Financial calendar

Annual General Meeting	27 April 2010
Announcement of Q1 2009 results:	12 May 2010