



LIMITED LIABILITY COMPANY

Registered Office : rue du Marais 31 Broekstraat - 1000 Brussels
Brussels Trade Register No. 85382

The shareholders are invited to attend the ordinary general meeting, which will be held on Wednesday 9 April 2003, at 3.00 p.m., at the company's registered office, rue du Marais 31 Broekstraat, 1000 Brussels.

AGENDA

1. Report of the board of directors to the general meeting of shareholders, as required in accordance with the provisions of articles L225-177 to L225-186 of the French Commercial Code (Article 163bis I of the CGI), with respect to the options on Umicore stock granted in 2002 to the staff of Umicore's French subsidiaries, under preferential conditions with regard to tax and social security contributions.
2. Directors' report on the 2002 financial year.
3. Auditor's report on the 2002 financial year.
4. Approval of the annual accounts as at 31 December 2002 and the proposed appropriation of the result.
Proposed resolutions :
 - Approval of the annual accounts as at 31 December 2002 showing a profit for the financial year in the amount of EUR 20,282,113.84.
 - Approval of the proposed appropriation of the result - including the dividend.
5. Discharge to the directors and auditors.
Proposed resolutions :
 - Granting of a discharge to the members of the board of directors in respect of their mandates in 2002.
 - Granting of a discharge to the auditor in respect of his auditing assignment in 2002.
6. Membership of the board of directors and approval of remuneration.
Proposed resolutions :
 - Renewal of mandates.
 - . Proposal to renew the director's mandates of Messrs Etienne Davignon, Arnoud de Pret, Jonathan Oppenheimer, Jean-Pierre Standaert and Robert F.W. van Oordt for a period of two years expiring at the close of the 2005 ordinary general meeting.
 - . Proposal to renew the director's mandates of Messrs Thomas Leysen, Jean-Luc Dehaene, Karel Vinck and Klaus Wendel for a period of three years expiring at the close of the 2006 ordinary general meeting.
 - Appointment of a new director.
 - . Proposal to appoint Mr Etienne Denis a director of the company. His mandate will expire at the close of the 2006 ordinary general meeting.
 - Approval of the board's remuneration proposed for the 2003 financial year, i.e. EUR 300,000.
7. Miscellaneous.

In order to comply with Article 16 of the company's articles of association, holders of bearer shares are requested to lodge their securities by Wednesday 2 April 2003 at the latest at the company's registered office or with one of the following financial institutions :

FORTIS BANQUE/FORTIS BANK
BANQUE BRUXELLES LAMBERT/BANK BRUSSEL LAMBERT
BANQUE DEGROOF/BANK DEGROOF
DEXIA BANQUE/DEXIA BANK
KBC BANK
PETERCAM S.A.

Holders of registered shares must inform the company by the same date of the number of shares on the basis of which they will be attending the meeting.

Proxy forms, approved by the board of directors, may be obtained from the company's registered office or the above-mentioned financial institutions.

Signed proxy forms must be deposited at the company's registered office or at the above-mentioned financial institutions by Wednesday 2 April 2003 at the latest.

The board of directors

P.S.

Shareholders can park their cars free of charge in the City Parking, boulevard Pachéco 7, 1000 Brussels, if they have the ticket from the car park stamped at the Umicore reception desk.