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In 2000 Option International has further concentrated its efforts on the product and technology development for 2001 and beyond. The strategic shift towards an OEM strategy has been completed in 2000 with the start of the volume production of the VisorPhone for Handspring. This strategy continues to be successful with the recent announcement of the partnership between Option International and Compaq for the development of a GSM/GPRS module for the Compaq i-Paq handheld device.

In the beginning of the year the GSM Dual Band 900/1800 mobile phone that Option International has developed for the Chinese market was launched in the Chinese market. In the course of the year the production has been relocated to the P.R.China.

The Company continues to develop its expertise on mobile data communication with the development of the new FirstFone generation, Globetrotter. Option International was able to start this development in parallel with the finalization of the VisorPhone thanks to the acquisition of a new R&D facility in Cambridge (United Kingdom). Globetrotter has a triple band radio (900/1800/1900) and supports GPRS technology. The triple band platform of Globetrotter is a new proof of the miniaturisation expertise that Option International gained throughout the years and unique in the marketplace. The accrued interest of the operators for wireless data communication and the venue of the wireless Internet, place the Company in a good position to further strengthen its position in the GSM/GPRS data market.

The highlights of 2000 include:

- On the Company side** > Further implementation of OEM strategy with start of volume production of VisorPhone.
- > Acquisition of R&D site in Cambridge thereby nearly doubling the R&D staff of the Company.
- On the Product side** > Launch of dual band 900/1800 mobile phone for the Chinese market
- > Launch of VisorPhone for Visor PDA of Handspring.
- On the Production and Technology side** > Development of GSM/GPRS Triple Band platform 900/1800/1900 with GPRS multislot class 10, type B.
- On the Sales and Marketing side** > Continuous efforts on the implementation of new strategy: agreement with operators (BT Cellnet, Omnitel, Telenor, T-Mobil), further rightsizing of distribution channel: closing of offices in Copenhagen, Germany (Munich), United Kingdom (Basingstoke) and USA.
- On the Financial side** > Successful completion of Private Placement with a result of 8.5 million USD.

at December 31, 2000 (audited and consolidated) - 1999 - 1998 - 1997

In thousands BEF. Except per share Amounts

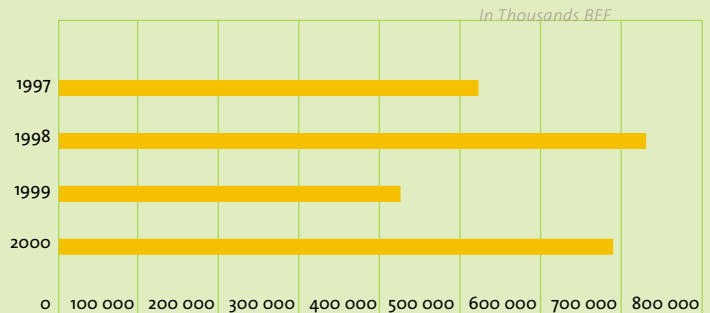
	2000	1999	1998	1997
Turnover	673 367	476 458	739 969	564 509
Gross Profit	181 655	126 168	292 618	219 549
Gross Margin	27.0%	26.5%	39.5%	38.9%
EBIT	-303 488	-247 799	-8 274	100 410
EBIT- margin	-45.1%	-52.0%	-1.1%	17.8%
Net Earnings After Tax	-200 272	-170 559	-20 712	7 741
Net Earnings on Ordinary Activities	-174 617	-139 941	-2 709	61 246
Total assets	1 278 214	738 066	866 276	848 604
Working Capital	521 898	503 115	641 277	733 906
Long -term obligations (1)	5 264	8 514	4 530	8 246
Shareholders' equity	703 029	556 633	727 193	747 095
Average shares outstanding	6 285 857	5 992 364	5 959 231	4 525 000
Total number of shares outstanding	6 579 349	5 992 364	5 992 364	5 958 956
Net Earnings Per Share on Ordinary Activities (in BEF)	-27.78	-23.35	-0.45	13.53
Dividends (in BEF)	0	0	0	0
Net Earnings Per Share on Ordinary Activities (in \$)	-0.64	-0.59	-0.01	0.36
Exchange rate USD-BEF (2)	43.47	39.44	34.60	37.20

1 Including long term debt and capital leases

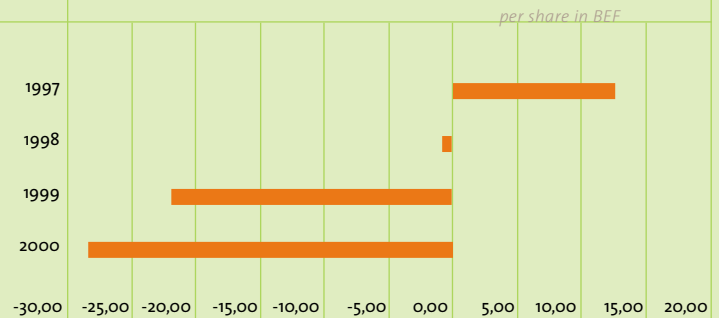
2 Per December 31st. Source: Fortis Bank

at December 31, 2000 (audited and consolidated) - 1999 - 1998 - 1997

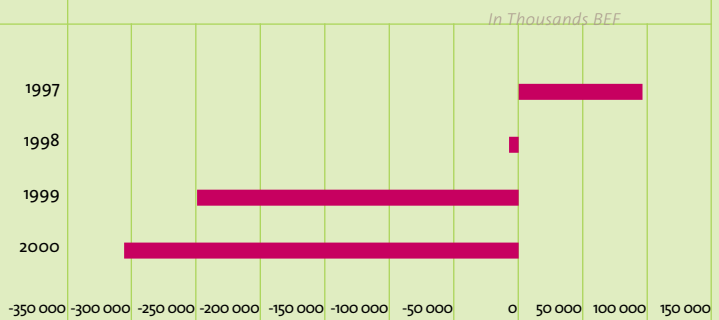
Turnover growth



Net result on ordinary activities



EBIT



Ladies and Gentlemen, by the end of the fiscal year 2000, we concluded our strategic repositioning, announced in the first half of 1999, and transformed the Company into an important OEM player in the wireless market.

In doing so, we have been securing our future by investing heavily in Research and Development. As a consequence we concluded the year with important losses whilst at the same time we realized several major business opportunities ratifying our growth strategy.

You currently hold in your hand our latest annual report for the year 2000. As you will have noticed its style and volume have changed dramatically, a sign of the new start for Option with a modernized and refreshingly new Corporate Identity.

The volume increase of this year's report is a good representation of the intrinsic growth of the Company.

This growth is reflected by the fact that the Company began the year 2000 with 95 full time employees, yet we concluded the year with 161 full time employees. Thanks to this increase we were able to start several development projects in parallel, which in turn enable us to broaden our product portfolio and shorten the "time to market".

Growth is also reflected in partnerships with several GSM/GPRS network operators that have already been announced in the course of 2000 such as T-Mobil (Germany), BT Cellnet (United Kingdom) and Omnitel (Italy) and we recently added our local GSM/GPRS provider Mobistar (Belgium). We will further continue to strengthen our relationships with network operators worldwide.

In terms of product development partnerships, 2000 has also been a good year. Both the Dual-Band mobile phone for the Chinese market and the VisorPhone for Handspring (USA) were successfully launched. The launch of these two products, followed by the start of the volume production mark the concretization of the OEM (Original Equipment Manufacturer) strategy implementation.

Developments by the Company are now focused on GPRS, the enabling technology for mobile data communication making the Internet wireless.

The take off in wireless data communication has been a long time coming, but we have taken all necessary steps to create and maintain our competitive advantage. As I said, we have invested heavily in R&D in order to remain at the forefront of GPRS technology. Our production engineering facility in Cork underwent expansion and volume production is now a reality.

Recent results are most encouraging and promise a bright future. Volume production of the VisorPhone is underway. Compaq, the leading global enterprise technology and solutions company, selected Option as its partner for the development of a GSM/GPRS solution for their iPAQ Pocket PC. The new generation of our FirstFone card, called Globetrotter, a triple band GSM/GPRS PC-Radio-card, created a great deal of excitement at the 3GSM World Congress in Cannes. Option was the first and only company to unveil such a revolutionary product.

The year 2001 is going to be an outstanding year for the new Option.



Jan Callewaert
Chairman

DISCUSSION OF THE CONSOLIDATED ANNUAL ACCOUNTS

The highlights of the 2000 accounts were as follows:

The consolidated accounts include the following subsidiaries of Option International N.V.:

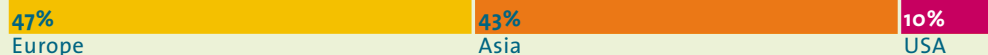
- > Option Wireless Ltd., Cork, Ireland
- > Rindle & Partners GmbH, Adelsried, Germany
- > Park W N.V., Leuven, Belgium

Revenues

Revenues for 2000 were BEF 673 million, compared to BEF 476 million in 1999.

The increase in revenues is mainly the result of the successful implementation of the OEM strategy. Whilst in 1999, revenues were still mainly generated by the GSM Ready line, the spread has changed significantly throughout 2000: FirstFone sales accounted for 19%, GSM Ready line, including SoftRadius contributed 28% and sales from the GSM Module-contracts account for 53%. The geographical spread is as follows:

Sales breakdown by the region 2000



Sales breakdown by the region 1999



The growth in the USA was expected, as the GSM Module for Handspring started shipping during the fourth quarter of 2000.

Gross margin

The gross margin for 2000 increased slightly compared to 1999, from 26.5% to 27%.

Throughout the year, margins were negatively impacted with stronger FirstFone sales. The reserve for obsolescence for FirstFone set up in 1999 has proven to be adequate. The margins realised on GSM Module contracts compensated the FirstFone margins and as a result of the mix of the product lines, the Company reported a 27% overall margin.

Operating Expenses

Consistently, the Company continued to invest in its R&D departments and expenses grew with 92% to BEF 279 million. The main reason for the R&D spending increase lies in the growth of the Company; in March 2000 the Cambridge R&D site was acquired. Simultaneously, Sales & Marketing spending was further reduced, in line with the Company's OEM strategy. Spending in S&M decreased from BEF 170 million in 1999 to BEF 141 million in 2000. General and Administrative expenses grew from BEF 58 million to BEF 65 million. Throughout the year 2000, the Company increased its headcount from 95 to 161 employees. Over the last 2 years, headcount evolved from 69 to 161 (+92).

Depreciation expenses decreased from BEF 58 million to BEF 48 million. The mix of depreciation on property plant and equipment versus intangible assets changed from last year, as depreciation expenses on intangible assets decreased from BEF 40 million to BEF 10 million.

Financial Result

The net financial result for 2000 is comparable to 1999. The financial profit for 2000 amounts to BEF 11.6 million, compared to BEF 13.9 million in 1999 and is to a great extent related to exchange gains.

Net result

The net result over the year 2000 amounts to BEF – 200 million, compared to BEF – 171 million in the previous year. The full impact from the changed business model has not been fully reflected in the Company's revenues, as the impact of the OEM strategy only started to fuel the revenues in the latter part of the year. The shift of expected revenues from the contract with Handspring, combined with a continued and increasing spending pattern in R&D and Production Engineering, explain the widening of the net loss versus 1999.

Balance sheet

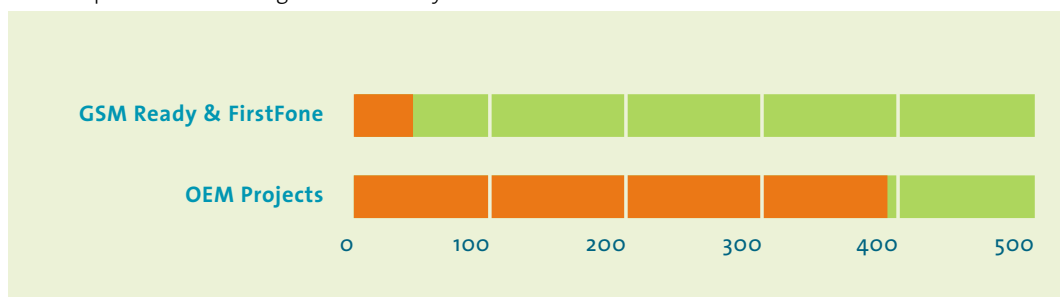
Cash and cash equivalents decreased from BEF 149 million to BEF 47 million.

Working capital amounts to BEF 521 million.

Accounts receivable increased with BEF 177 million to BEF 349 million. The Inventories have increased significantly throughout 2000 and amount to BEF 520 million.

Inventories include for BEF 23 million for contracts in progress and 497 million for components and finished goods.

The component /finished goods inventory mix is as follows:



GSM Ready and FirstFone inventories were reduced further compared to 1999 and represent combined roughly 13% (BEF 64 million) of inventory. The sharp increase in inventories reflects the component purchases, needed for the execution of the OEM contracts, more precisely the GSM Module for Handspring.

Fixed assets increased from BEF 62 million (net book value) by year-end 1999 to BEF 186 million (net book value) by year-end 2000. Throughout the year, the Company invested in production lines, test systems, lab and testing equipment, all in support of its R&D and production engineering strategy.

Accounts payable increased from BEF 140 million in 1999 to BEF 534 million in the fourth quarter. Accounts payable include for BEF 398 million debt to suppliers, and BEF 112 million to financial institutions. Salary and payroll related liabilities are in line with the balance reported at previous year-end.

Tangible assets breakdown	Leasehold improvements	10 511
(in 000 BEF)	Office furniture & Equipment	62 157
	Research Equipment	163 673
	Cars	8 471
	Total Property & Equipment	244 812
	Accumulated depreciation	-84 116
	Net Property & Equipment	160 696
Intangible assets breakdown	Licenses	44 514
(in 000 BEF)	Software	3 011
	Total Intangibles	47 525
	Accumulated depreciation	-21 826
	Net Intangible assets	25 699

Deferred Tax Assets (in 000 BEF)	Option International NV	Option Wireless Ltd	Consolidated
Tax Loss Carry Forward	340 307	220 531	
Tax rate	40.17%	10.00%	
Deferred Tax Credit (B/S)	136 701	22 053	158 754
Amount already accrued/offset	55 416	11 210	66 626
Net Tax credit affecting P&L	81 285	10 843	92 128

KEY DEVELOPMENTS

Implementation of the OEM strategy

In order to counter the downturn occasioned by the disappearing market of PC Card modems, Option International redefined its strategy in 1999. Under this newly defined strategy the Company focused on the growing demand for GSM wireless modules. The arrival of GPRS has only fortified this demand. 2000 was an important year for the OEM strategy, since it marked the transition from development of customized products, such as the Dual Band mobile phone for the Chinese market and the VisorPhone module for the Handspring PDA, to volume production of these products. In order to facilitate this transition, the production facilities in Cork were moved to a new and bigger building, development of test systems for the production was accelerated, and continuous efforts on process improvements were made. With the start of the volume production of the VisorPhone towards the end of the year, the implementation of the OEM strategy has been completed. The management identifies three key factors that are important for the success of such strategy: 1. strong and committed OEM partners, 2. shortest possible time to market, 3. lowest possible component pricing.

The existing OEM agreements:

Xoceco

The development of the Dual Band 900/1800 mobile phone for the Chinese market was successfully completed with the launch of the mobile phone in the first quarter of 2000. The phone is fully compliant with GSM Phase 2+ and includes both English and Chinese display menus. It is equipped with a Lithium-Ion Battery, has a standby time of more than 180 hours, long talk time of more than 3 hours. Furthermore, it is very slim and wearable, weighing less than 120 grams. After an initial production in the manufacturing facilities in Cork, Ireland, the test systems were shipped to the P.R.China and the production know-how was licensed to Xoceco. Xoceco continues the production and commercializa-

tion of the mobile phone in the Chinese market with the technical support of the Company. Since Xoceco has been appointed by the Chinese government as one of the Chinese Companies to develop and manufacture GSM terminals for the Chinese market, the Company will continue to work with Xoceco and continuously evaluate the possibility to start up a new joint product development.

HANDSPRING

In 1999 the Company joined forces with Handspring Inc. for the development of a module for wireless (data and voice) communication via the Visor (Handspring's palm sized computer). Handspring turned out to be a very powerful partner in the market of the PalmOS operated PDA's. Handspring was incorporated in 1998 and started to commercialise Visor in 1999. In just one year they became one of the major PDA vendors in the world. The marketing power of Handspring combined with the technological GSM expertise of the Company resulted in VisorPhone, a 900/1900 GSM Dual Band module that seamlessly integrates the power of a Phase 2 Dual Band GSM phone module with the data centric PDA device of Handspring. The development was a technical challenge, as it required further miniaturisation of the radio and base band without endangering the manufacturability of the product. In September 2000 VisorPhone was officially launched during the PCIA Global Xchange expo in Chicago, where it soon became the talk of the town. Since the launch the product has received intensive international press coverage and positive comments since it is the first one to implement voice and data communications with a data centric PDA device. After the product launch an intensive test program was set up with various American telecom operators. The sale of VisorPhone in the US started in December 2000, and the product was launched in Europe during the GSM World Congress in Cannes on the 21st of February.



Handspring Visorphone

Sales and Marketing

In line with the new business model of the Company, the focus of the Sales & Marketing organization on the telecom operator channel intensified. A first sign of this change are the various partnerships the Company made in course of last year; Omnitel Italia, T-Mobil, BT Cellnet, and lately Mobistar. The organization was further centralized with the closing of the offices in the USA, UK (Basingstoke), Denmark (Copenhagen) and Germany (München). On the Marketing side spending was further cut down by decreasing advertisement and limiting the presence of the Company on the different trade fairs held worldwide. All these measures lead to a further decrease of the Sales &

Marketing force from 16 people in 1999 to 13 by the end of 2000. Despite this downsizing the Sales & Marketing organization is very performing thanks to a more focused approach and quality investments. Management nevertheless expects headcount within Sales & Marketing to increase over the next year since the more complex and technological oriented sales approach requires the Company to further strengthen the department by hiring technically oriented sales and marketing personnel.

Research and Development

One of the important factors for the success of the OEM strategy is the time to market, which is predominantly determined by the development time of the product. Over the years the Company has succeeded in shortening the development cycle of its products. However, parallel project development was not possible due to a lack of resources. In 2000 the Company doubled its engineering resources, to 72 engineers, with the acquisition of the R&D site of Advantra UK Ltd in Cambridge. This is one of the most important achievements of last year since the growth and expansion of R&D is a *conditio sine qua non* for the Company's growth.

Thanks to this acquisition the development of the new FirstFone Generation (Globetrotter) was started up in parallel with the ongoing Handspring & Xoceco projects. Another important evolution within the department was the set up of a supply chain management function, responsible for the price negotiations and procurement of the components. As mentioned above, the supply chain management is one of the important factors for the success of the OEM strategy, since the lowest possible component price defines to a great extent the lowest possible product price. The supply chain management function is not exclusive to the Irish subsidiary, but encompasses the entire organization; advanced engineering procurement in the development sites (Leuven, Cambridge and Adelsried) and supplier management in the production site in Cork. Where the first are important for the price negotiations, the second is of crucial importance for component allocation and production planning. The expansion of the R&D department led to a steep increase in the spending (279 million in 2000, an increase with 92% over 1999). In the light of the further increased demand in the market for GSM/GPRS modules, the Company has the intention to continue its investments in the R&D department. The department currently includes the following sites:

a. Leuven. In the course of 2000 the engineering team in Leuven mainly worked on the development and type approval of the Dual Band 900/1800 and 900/1900 GSM module for the VisorPhone. In addition, the licence for the Dual Band 900/1800 GSM phone was prepared and the development of a new triple band GPRS platform started. Finally some of the most experienced members of the team were involved with the preparations of the partnership with Compaq.

- b. Ireland.** Option Wireless Ltd. (formerly known as Thwing Ltd.) In 1999 our production facility in Cork obtained the ISO 9002 approval. In 2000 the Irish subsidiary prepared for the transition from low to high volume production. A first step was taken in the beginning of the year with the move to a new office and manufacturing building with a total surface of 2 500 sq meters, allowing the production to grow to almost 1 million units per year. Throughout the year the team was strengthened with experienced employees with a strong production background, and the supply chain management was set up. In the course of 2000 a number of the strategic partners of the Company audited the production facility in Cork. These audits were all successful, a clear indication of the qualitative work the Irish subsidiary has delivered over the last years.
- c. Germany.** Rindle & Partners GmbH. The software team of Rindle & Partners developed, together with the software team of Handspring, the application software for the VisorPhone. In addition, the team concentrated on the further development of the MMI software used as standard for the current and future products of the Company. The team consists of 6 people and can be expanded easily by selecting from a pool of independent contractors in peak moments.
- d. Cambridge.** Option Cambridge, branch of Option Wireless. By the end of the first quarter, Option Wireless bought the Research and Development department of Advantra (UK) Ltd, which in turn bought it in 1998 from Philips. Option Cambridge consists of a team of experienced engineers and disposes of the different competences required for the development of a GSM/GPRS terminal. After an initial training the Cambridge team started the development of the new FirstFone generation, Globetrotter, a type II Triple band Radio card that supports GPRS. The Company has the intention to further expand the Cambridge team. Option Cambridge is ideally situated for such expansion since Cambridge has a worldwide reputation for the fundamental research on GSM/GPRS and 3G that is done in the area. This reputation appeals to many highly qualified engineers, resulting in a knowledge pool of GSM/GPRS and 3G in the Cambridge region. In building up the site, the Company would like to profit from this available knowledgebase.

FINANCIAL REPORT

Private Placement

On the 24th of July 2000, after intensive preparations and a successful round with institutional investors in the US and Europe, the capital of the Company was, within the limits of the authorized capital, raised by the emission of 586 985 new shares. The total result of the private placement was 363.9 million BEF. The majority of the capital increase was underwritten by institutional investors

from the US. The proceeds of the private placement were used for the further expansion of the Research and Development department. In addition, a part of the earnings were used as working capital for the execution of the volume production for Handspring. Prior to the private placement the Belgian Banking and Finance Commission (Commissie voor het Bank en Financieuzen "CBF") granted prospectus exemption to the Company. The newly issued shares were admitted to trading on Easdaq on the 19th of July 2000. The capital of the Company per December 31st, 2000 amounts to 157 616 764 BEF represented by 6 579 349 shares.

SOCIAL REPORT

Employees

On 31st of December 2000 the number of full time employees of the Option International group was 161, an increase of 66 over the prior year. (1999: 95, 1998: 69, 1997: 36)

Management

In the beginning of 2000 Bruno Spaas, former Vice President Sales, left the Company. He was replaced by Douglas Ros, Vice President Sales & Marketing, who joined the Company on the 16th of February 2000.

CORPORATE GOVERNANCE

Remuneration of Directors

The annual meeting of Shareholders held on the 31st of March 1999 decided to grant the Directors the following remuneration;

- 50 000 BEF per meeting of the Board of Directors
- 50 000 BEF per meeting of the Board of Directors attended

For 2000, the accumulated remuneration for the Directors amounts to 3 950 000 BEF.

The committees

On the meeting of the Board of Directors held on the 25th of October 1997 the Board decided to form a remuneration committee and an audit committee. The remuneration committee consists of the independent directors of the Company: Mr. Vermeulen, Mr. De Meyer and Mr. Hauspie. The composition of the audit committee changed in the course of 2000 and currently consists of Mr. Vermeulen, Mr. De Meyer and Mr. Callewaert. The audit committee met four times in the course of 2000 and reported on its activities to the Board of Directors.

Statutory Auditor

In 2000 the Auditor of the Company received a remuneration of 2 035 713 BEF (excl. BTW) for the exercise of its function. This amount includes a remuneration of 235 713 BEF in excess of the foreseen remuneration. This excess is based on additional services and consulting concerning the US GAAP reporting of the Company. Since the mandate of Deloitte & Touche, Bedrijfsrevisoren, as statutory auditor of the Company comes to an end at the annual shareholders meeting for the year 2000, the Board has proposed to renew the term of Deloitte & Touche Bedrijfsrevisoren, represented by Mr. L. Van Steenberge, as statutory auditor of the Company.

POST BALANCE SHEET EVENTS

Compaq

On the 20th of February 2001, the Company announced a partnership with Compaq USA for the development and production of a GSM/GPRS Module for the very successful iPAQ computer of Compaq. iPAQ is a PDA (personal digital assistant), running on the Windows PocketPC operating system. The agreement with Compaq is of strategic importance for the Company as it is the continuation and expansion of the strategy that the Company has determined and executed since early 1999. Thanks to this partnership, the Company will be in a position to produce modules for 2 of the most important players in the PDA market; Handspring on the PalmOS side and Compaq on the Windows Pocket PC side.

Product announcement: Globetrotter

During the GSM World Congress in Cannes, the Company announced the next FirstFone generation of products, Globetrotter. With this product, that is described in detailed in this report, the Company wants to address the telecom operators. For the Belgian market a partnership agreement with Mobistar N.V. has been announced.



Longer term - US GAAP

Amounts in Thousands BEF

	2000	1999	1998	1997
Profit & Loss account				
December 31				
Net Sales	673 367	476 458	739 969	564 509
EBIT	-303 488	-247 799	-8 274	100 410
Profit on Ordinary activities after tax ^(3a)	-174 617	-139 941	-2 709	61 246
Profit after tax	-200 272	-170 559	-20 712	7 741
Per Share (in BEF)				
Profit on Ordinary activities after tax	-27,78	-23,35	-0,45	13,53
Equity ^(3b)	111,8	92,9	122,0	165,1
Number of shares				
average	6 285 857	5 992 364	5 959 231	4 525 000
total at 3/12	6 579 349	5 992 364	5 992 364	5 958 956
Balance sheet				
Equity	703 029	556 633	727 193	747 095
Balance sheet total	1 278 214	738 066	866 276	848 604

(3a) (Earnings before Income Taxes + Extraordinary Costs)* (1 - Tax Rate)

(3b) (Equity / average number of shares outstanding)

See Notes to Consolidated Financial Statements

Option International ⁽⁴⁾ is listed on Easdaq since November 26, 1997.

At the IPO 2 567 804 shares were sold, 1 600 000 resulting from a capital increase.

The shares were offered at USD 10.

Stock price evolution

Year high	25.65
Year low	7.30
Closing price	
Jan 4, 2000	10.25
Dec 29, 2000	8.55



At the end of 2000, the equity was represented by 6,579,349 shares. On December 29, 2000 total market capitalisation amounted to BEF 2.45 billion or USD 56 million.

Shareholders' Structure (At December 31, 2000)

Identity of person or group	Number of ordinary shares held	Percentage
J. Callewaert	1 487 774	22.61%
Take Off Fonds (Venture Capital - depending from GIMV)	1 000 915	15.21%
Management/Employees	73 353	1.11%
Public	4 017 307	61.06%
Total	6 579 349	100%

The Company has never declared or paid any dividends on its shares since its incorporation.

The distribution of dividends is ultimately decided by the general shareholders' meeting upon proposal of the Board of Directors.

Any longer term determination to declare dividends will depend on the Company's operating results, financial condition, capital requirements and other factors deemed relevant by the Board of Directors and/or the general shareholders' meeting. Whilst the aim of the Company is to compensate its shareholders in an adequate way as soon as the Company's results and growth perspectives make this possible, the Company expects to retain earnings, if any, ifrom the year 2001 and onwards for the development of its activities.

(4) Ticker on Easdaq 'OPIN'; on Bloomberg 'OPINES'; on Reuters 'OPIN.ED'

Balance Sheet at December 31, 2000 - 1999 - 1998 - 1997 (consolidated and audited)

	<i>Amounts in Thousands BFF</i>			
Assets	2000	1999	1998	1997
Cash & cash equivalents	47 191	149 330	350 805	587 432
Accounts receivable ⁽⁵⁾	349 179	172 556	197 743	93 071
Other receivables	16 909	9 048	15 031	12 251
Inventories (Note H)	519 786	278 474	209 740	116 579
Deferred taxes (Note I)	158 754	66 626	2 106	17 336
Total current assets	1 091 819	676 034	775 425	826 669
Property & equipment (Note G)	160 696	55 314	45 438	21 935
Intangible assets (Note M)	25 699	6 718	45 413	0
Total Fixed assets	186 395	62 032	90 851	21 935
Total Assets	1 278 214	738 066	866 276	848 604
Liabilities and Shareholders' Equity				
Accounts payable	534 447	139 995	108 898	73 305
Salaries and payroll related liabilities	21 840	28 309	23 138	19 206
Accrued expenses	13 634	4 615	2 112	252
Total current liabilities	569 921	172 919	134 148	92 763
Long-term debt (Note J)	5 264	8 514	4 530	8 246
Other liabilities	0	0	405	500
Common stock (no par value)	156 948	143 553	143 553	142 752
Share premium	963 498	630 225	630 225	630 190
Translation differences	-26	-26	-26	0
Retained earnings	-417 391	-217 119	-46 559	-25 847
Total Equity	703 029	556 633	727 193	747 095
Total Liabilities + Equity	1 278 214	738 066	866 276	848 604

See Notes to Consolidated Financial Statements

(5) Net of allowance for doubtful receivables of KBEF 4 044 at Dec 31st, 1998, of KBEF 9 157 at December 31, 1999 and of KBEF 13 248 at December 31, 2000.

Income Statements at December 31, 2000 - 1999 - 1998 - 1997 (consolidated and audited)

	<i>Amounts in Thousands BEF</i>			
	2000	1999	1998	1997
Net Sales	673 367	476 458	739 969	564 509
Cost of Sales	-491 712	-350 290	-447 351	-344 960
Gross Profit	181 655	126 168	292 618	219 549
Research & Development	-279 426	-145 700	-87 785	-40 499
Sales & Marketing	-140 843	-170 387	-164 079	-52 277
General & Administrative	-64 874	-57 880	-49 028	-26 363
Total Operating Expenses	-485 143	-373 967	-300 892	-119 139
Income/(Loss) from Operations (EBIT)	-303 488	-247 799	-8 274	100 410
Interest Income/(Expense)	-3 075	3 281	13 603	-5 240
Exchange Gain/(Loss)	14 707	10 621	-9 857	7 196
Extraordinary Items	-544	-1 182	-954	-90 935
Income/Loss before Taxes	-292 400	-235 079	-5 482	11 431
Income tax (Note I)	92 128	64 520	-15 230	-3 690
Net Result	-200 272	-170 559	-20 712	7 741
Net Result on Ordinary Activities ⁽⁶⁾	-174 617	-139 941	-2 709	61 246
Average Shares outstanding	6 285 857	5 992 364	5 959 231	4 525 000
Net Result on Ordinary Activities per Share in BEF	-27,78	-23,35	-0,45	13,53
Net Result on Ordinary Activities per Share in USD ⁽⁷⁾	-0,64	-0,59	-0,01	0,36

(6) (Earnings Before Income Taxes + Extraordinary Costs) * (1 - Tax Rate)

(7) USD 31/12/00 = BEF 43,47, USD 31/12/99 = BEF 39,44,

USD 31/12/98 = BEF 34,60, USD 31/12/97 = 37,2 (Source: Fortis Bank)

See Notes to Consolidated Financial Statements

Consolidated Statements of Shareholders' Equity at December 31, 2000 - 1999 - 1998 - 1997

	Common Stock Number of Shares	Common Stock and Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehen sive Income	Total Share- holders' Equity
Balance at December 31, 1996	17 107	48 730	-33 588	-	15 142
Net Income			7 741		7 741
Change in net unrealized gains on investments					0
Translation adjustments					0
Comprehensive income					7 741
Issuance of common stock					
Increase of capital on August 6, 1997	8 341	20 109			20 109
Increase of capital on October 10, 1997	880	21 983			21 983
Stock Split by 1/144	3 791 232	-			-
Increase of capital on October 24, 1997	2 167 724	682 120			682 120
Tax benefits from employee stock option plan					0
Pooling of interests acquisitions					0
Purchase acquisitions					0
Balance at December 31, 1997	5 958 956	772 942	-25 847	0	747 095
Net Income			-20 712		-20 712
Change in net unrealized gains on investments					0
Translation adjustments				-26	-26
Comprehensive income					-20 738
Issuance of common stock					
Increase of capital on December 29, 1998	33 408	836			836
Tax benefits from employee stock option plan					0
Pooling of interests acquisitions					0
Purchase acquisitions					0

Consolidated Statements of Shareholders' Equity at December 31, 2000 - 1999 - 1998 - 1997

	Common Common Stock Number of Shares	Stock and Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehen sive Income	Total Share- holders' Equity
Balance at December 31, 1998	5 992 364	773 778	-46 559	-26	727 193
Net Income			-170 560		-170 560
Change in net unrealized gains on investments					0
Translation adjustments					0
Comprehensive income					-170 560
Issuance of common stock					
Tax benefits from employee stock option plan					0
Pooling of interests acquisitions					0
Purchase acquisitions					0
Balance at December 31, 1999	5 992 364	773 778	-217 119	-26	556 633
Net Income			-200 272		-200 272
Change in net unrealized gains on investments					0
Translation adjustments					0
Comprehensive income					-200 272
Issuance of common stock					
Increase of capital on June 27, 2000	586 985	346 668			346 668
Tax benefits from employee stock option plan					0
Pooling of interests acquisitions					0
Purchase acquisitions					0
Balance at December 31, 2000	6 579 349	1 120 446	-417 391	-26	703 029

See Notes to Consolidated Financial Statements

Statements of Cash Flows at December 31, 2000 -1999 -1998 -1997

Amounts in Thousands BFF

Cash Flows from Operating Activities	2000	1999	1998	1997
Net earnings (A)	-200 272	-170 559	-20 712	7 741
Non cash adjustments				
Depreciation	48 094	58 349	19 140	3 994
Translation differences	0	0	-26	0
Deferred taxes	-92 128	-64 520	15 230	3 690
Other non cash adjustments/ provisions	15 691	37 205	2 085	-11 500
Total non cash adjustments (B)	-28 343	31 034	36 429	-3 816
Change in assets and liabilities				
Accounts receivable	-192 314	-12 423	-106 852	-42 019
Inventories	-241 312	-68 734	-93 161	-40 005
Other assets	-7 861	5 983	-2 780	4 814
Accounts payable	277 084	24 654	40 264	-16 490
Salaries and payroll related liabilities	-6 469	5 171	3 932	14 019
Accrued expenses	9 019	2 503	1 860	-4 510
Prepaid taxes				-4 458
Total change in assets & liabilities (C)	-161 853	-42 846	-156 737	-88 649
Cash Flows from Operating Activities	-390 468	-182 371	-141 020	-84 724
Cash Flows from Investing Activities				
Intangible fixed assets	-29 187	-1 507	-56 238	0
Purchases of plant equipment	-143 270	-28 023	-31 818	-17 165
Total cash flow from investing activities (D)	-172 457	-29 530	-88 056	-17 165

Statements of Cash Flows at December 31, 2000 -1999 -1998 -1997

Amounts in Thousands BFF

	2000	1999	1998	1997
Cash Flows from Financing Activities				
Net proceeds (payments) on notes payable	110 396	1 387	-2 422	-36 338
Proceeds from long term debt	-3 250	13 749	994	3 671
Repayments long term debt	6 972	-4 710	-6 958	-16 683
Capital increase	346 668	0	835	724 212
Net cash provided by financing activities (E)	460 786	10 426	-7 551	674 862
Net Cash Flow (A) + (B) + (C) + (D) + (E)	-102 139	-201 475	-236 627	572 973
Net Increase / Decrease in Cash and Cash Equivalents				
Cash at beginning of period	149 330	350 805	587 432	14 460
Cash at end of period	47 191	149 330	350 805	587 432
Difference	-102 139	-201 475	-236 627	572 972

See Notes to Consolidated Financial Statements

US GAAP

NOTE A: SIGNIFICANT ACCOUNTING POLICIES

The financial statements in this section have been prepared in accordance with US GAAP. The preparation of these financial statements requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from these estimates.

The significant accounting policies can be summarized as follows:

1) Revenue recognition

The Company generates revenue from the sales of its products and technology, as well as the licensing of its technology. These sales of products are recognized as revenue when shipped, unless the OEM contract would specify differently. The revenues generated out of sales of technology and licenses are recognized as revenue when invoiced.

2) Income taxes

Deferred income tax assets and liabilities are computed annually for differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes using enacted tax rates in effect for the year in which the differences are expected to reverse.

3) Cash and cash equivalents

Highly liquid investments with a maturity of three months or less at date of purchase are considered cash equivalents.

4) Accounts receivable

The Company grants credit to customers in the normal course of business. Generally they do not require collateral or any other security to support amounts due. Management performs ongoing credit evaluations of its customers. All receivables are fully collectible except those doubtful accounts for which a 100% allowance is accounted for.

5) Inventories

Raw materials are stated at the lower of cost (FIFO method) or market. The company reviews inventories for slow-moving or obsolete items on an ongoing basis and establishes allowances if needed. Work in progress and finished goods are valued at direct cost.

6) Property and equipment

The company's property and equipment, including dedicated production equipment, is recorded at purchase price.

Depreciation is computed using the straight line method over the estimated useful lives of the assets which are as follows:

Leasehold improvements	3 to 9 years
Office furniture & equipment	2 to 10 years
Research equipment & machinery	1.5 to 10 years
Automobiles	5 years

7) Intangibles

a. The Company's intangible assets include licenses, recorded at purchase price, acquired for the integration into its product or as a means for exploitation and software for MRP and consolidation purposes.

b. Research and development

Research and development are expensed as incurred. Under Belgian GAAP, they were capitalised until the end of 1995. From 1996 on, Belgian valuation rules are in line with US GAAP prescriptions, stating that all these expenses are charged to the Profit & Loss account in the year when incurred. However, research and development charges that are related to the development and the realization of own specific product machinery, methods, testing equipment and other software used in the production of a specific product, are capitalized and depreciated over the expected life-time of the products for which the development has taken place.

8) Warranty

Lifetime guarantee is provided on the 2in 1 Combo PC Cards and the GSM Only PC Cards.

SnapOn, FirstFone, GSM Ready 56K/ISDN PC card and SoftRadius have one year of warranty period.

No provision is set up to cover possible losses for this guarantee, as no considerable extra charges are expected from it.

US GAAP

NOTE B: SUBSEQUENT EVENTS

No material events took place after December 31, 2000, which might have a material impact on the annual accounts reported on in this section.

The Company is in the process of increasing its equity and realigning its credit facilities with the Fortis Bank. In order to strengthen the financial position of the Company, the Board of Directors intends to increase the capital or issue bonds in the short term.

NOTE C: LITIGATION

The Company is not involved in any material, legal or arbitration proceedings.

NOTE D: COMMENTS**Operational & Financial lease (Balance) / Long term debt**

December 31 – 000 BEF	2001	2002	2003	2004+
OPERATIONAL LEASE				
1. Office Rent				
Option International NV	10 000	1 667		
Option Wireless Ltd.	9 148	9 148	9 148	170 930
Option Cambridge	9 129	9 129	9 129	63 901
Option Germany	1 021	1 362	1 362	
2. Car Rental				
Option International NV	3 368	1 163	551	80
Option Germany	943			
3. Office equipment rental				
Option International NV	3 211	3 211	3 211	
Option Germany	26			
	36 846	25 680	23 401	234 911

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December 31 – 000 BEF	2001	2002	2003	2004+
FINANCIAL LEASE				
1. Car Lease				
Option International NV	547	528		
2. Lab Equipment				
Option International NV	17 045	5 412	161	
3. Telephone equipment				
Option International NV	333	360	122	
	17 925	6 300	283	0

NOTE E: CREDIT FACILITIES

The Company is able to draw down funds from a line of credit available from Fortis Bank.

The total borrowing capacity of these facilities at December 31st, 2000, amounts to BEF 110 million. The credit facilities are secured by a pledge of the Company's assets. As mentioned under the subsequent events, the Company is in the process of realigning its credit facilities, combined with a strengthening of the equity.

NOTE F: BUSINESS SEGMENTS AND EXPORTS

In the emerging market for wireless data solutions, time-to-market has become critical, customisation and differentiation requirements are of growing importance and critical mass is also a key to success.

Option's original business model based on selling products under its own name through traditional distribution channels has given way to a strategy focused on three core businesses: OEM integration, OEM development and Mainstream Product Development.

OEM integration

Option's world-class expertise in radio transmission, hardware and software design enables it to integrate GSM and GPRS technology into a multitude of third-party devices ranging from laptop PC's to mobile tablets and mobile phones to PDA's.

Starting from scratch, Option has all the in-house resources for the design, development and manufacture of GSM/GPRS modules to add wireless connectivity to any third-party device.

US GAAP

OEM development

Option does not limit itself to OEM integration: it has a proven track record in tailor-making communications devices to a customer's brief.

Mainstream development

Option is active in the design, development, production and distribution of GSM/GPRS. Compliant with the latest industry standards, the devices offer world-class quality at the cutting-edge of technology.

Depending on quantities ordered, these mainstream devices can be partially or even fully customized.

The Company generated in 2000 53% of its revenues from OEM contracts. FirstFone and GSM Ready, products sold under the own name contributed for 47%. In the year 2000, the Company realized for the first time more than half of its turnover from OEM contracts.

2000 Revenues by product line

The company generates almost 95% of its revenues outside Belgium.

NOTE G: PROPERTY AND EQUIPMENT

Major classes of property and equipment can be summarized as follows:

December 31 - 000 BEF	2000	1999	1998	1997
Leasehold improvements	10 511	30 319	1 249	1 249
Office furniture & equipment	62 157	13 332	24 716	17 867
Research equipment	163 673	52 558	44 415	17 178
Cars	8 471	6 777	4 797	4 797
Total property & equipment	246 255	102 986	75 177	41 091
Accumulated depreciation	85 559	47 671	29 739	19 156
Net property & equipment	160 696	55 314	45 438	21 935

US GAAP

NOTE H: INVENTORIES

Inventories consist of the following:

December 31 - 000 BEF	2000	1999	1998	1997
Raw materials	452 577	125 770	157 155	92 044
Work in process	17 405	27 556	33 558	21 180
Finished goods	27 095	55 828	19 027	3 355
Contracts in progress	22 709	69 321	0	0
Total	519 786	278 474	209 740	116 579

NOTE I: TAXES ON INCOME

The Company accounts for deferred income taxes on temporary differences between financial and tax reporting in accordance with US GAAP.

The amounts of the tax benefits resulting from this were calculated as follows:

Option International NV	Dec 31, 2000	Dec 31, 1999	Dec 31, 1998	Dec 31, 1997
Tax loss carry forward	340 307	137 954	5 155	43 156
Tax rate in %	40.17%	40.17%	40.17%	40.17%
Deferred taxes (benefit)	136 701	55 416	2 071	17 336
Amount already accrued/offset	55 416	-2.071	-17 336	-21 025
Net tax benefit affecting P&L	81 285	53 345	-15 265	-3 690
Option Wireless Ltd	Dec 31, 2000	Dec 31, 1999	Dec 31, 1998	Dec 31, 1997
Tax loss carry forward	220 531	112 100	349	
Tax rate in %	10.00%	10.00%	10.00%	
Deferred taxes (benefit)	22 053	11 210	35	
Amount already accrued/offset	11 210	-35		
Net tax benefit affecting P&L	10 843	11 209	35	
Consolidated	Dec 31, 2000	Dec 31, 1999	Dec 31, 1998	Dec 31, 1997
Tax loss carry forward	560 838	250 054	5 504	43 156
Tax rate in %				
Deferred taxes (benefit)	158 754	66 626	2 106	17 336
Amount already accrued/offset	66 626	-2 106	-17 336	-21 025
Net tax benefit affecting P&L	92 128	64 554	-15 230	-3 690

US GAAP

NOTE J: LONG TERM DEBT

Long term debt consists of the following at the end of each of the periods involved:

December 31 - 000 BEF	2000	1999	1998	1997
Long term leasing debt				
– equipment	4 735	7 438	1 935	4 161
Long term loan – automobiles	529	1 076	1 595	2 086
Long term loan ASLK	0	0	1 000	2 000
Long term loan private person	0	0	0	0
Convertible loan	0	0	0	0
	5 264	8 514	4 530	8 247

NOTE K: BASIS OF CONSOLIDATION

The consolidated financial statements include the financial statements of the parent company and all its subsidiaries made up to the end of the financial period. Intra-group trading has been eliminated upon consolidation.

- > Option Wireless Ltd. a company incorporated under Irish Law with registered office at Kilbary Industrial Park Dublin Hill Cork Ireland
- > Rindle & Partners GmbH a company incorporated under German Law with registered office at Streitheimer Strasse 22 D-86477 Adelsried Germany.
- > Park W N.V. a company incorporated under Belgian Law with registered office at Vaart 25 3000 Leuven

NOTE L: EMPLOYEE BENEFIT PLANS**Employee Stock Option Plan**

On the 22nd of October 1999 the Company issued a new Employee Stock Option Plan in which 171 277 warrants 'S' were created in favour of employees and management. 161.504 warrants were granted to and accepted by the employees and management of the Company. The execution price was fixed at 11 USD (i.e. the average stock price of the 30 calendar days preceding the grant of the warrants). Every warrant entitles the holder to one share. 4/5 of the warrants may be executed from January 2003 until October 2004. The remaining 1/5 may be executed from January 2004 until October 22 2004. The warrants are lost in case the employee or manager concerned leaves the Company prior to the execution dates except for decease and permanent disablement.

US GAAP

NOTE M: INTANGIBLE FIXED ASSETS

The amount of intangible fixed assets at December 31 2000:

Acquisition Cost	Licenses	Software	Total
Option Wireless Ltd	0	0	0
Option NV	44 514	1 831	46 345
Rindle&Partner	0	1 180	1 180
Consolidated	44 514	3 011	47 525
Accumulated Depreciation	Licenses	Software	Total
Option Wireless Ltd	0	0	0
Option NV	-20 651	-433	-21 084
Rindle&Partner	0	-742	-742
Consolidated	-20 651	-1 175	-21 826
Net Book Value	Licenses	Software	Total
Option Wireless Ltd	0	0	0
Option NV	23 863	1 398	25 261
Rindle&Partner	0	438	438
Consolidated	23 863	1 836	25 699

NOTE O: COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

The scheme provides for all Board Members to receive a compensation of BEF 50 000 for each Board meeting and BEF 50 000 attendance fee for each Board meeting were they were present.

The aggregate amount paid to the Board of Directors was for 1999 a was Bef 3.95 million.

An aggregate amount of BEF 19.2 million has been paid to the executive officers in 2000.

Balance Sheet at December 31, 2000 - 1999 - 1998 - 1997 (consolidated and audited)

Amounts in Thousands BFF

Assets	2000	1999	1998	1997
Fixed Assets	187 176	63 499	91 957	25 672
I. Formation expenses	0	0	0	0
II. Intangible assets	25 699	6 718	45 413	0
III. Tangible assets	160 696	55 314	45 438	21 935
III.b. Plant, machinery and equipment	116 237	25 358	28 933	7 401
III.c. Furniture and vehicles	12 064	6 560	6 070	3 566
III.d. Leasing and other similar rights	27 211	19 578	8 291	9 937
III.e. Other tangible assets	5 184	3 818	2 144	1 031
IV. Financial assets	781	1 467	1 106	3 737
Current Assets	932 284	607 941	772 213	800 690
VI. Inventories and contracts in progress	519 786	278 474	209 740	116 579
VII. Amounts receivable within one year	360 991	178 838	208 202	104 157
VII.a. Trade debtors	349 179	172 556	197 743	92 765
VII.b. Other amounts receivable	11 812	6 282	10 459	11 392
VIII. Investments	3 000	97 799	252 676	545 733
IX. Cash at bank and in hand	44 191	51 531	98 129	33 599
X. Deferred charges and accrued income	4 316	1 299	3 466	622
Total Assets	1 119 460	671 440	864 170	826 362

Balance Sheet at December 31, 2000 - 1999 - 1998 - 1997 (consolidated and audited)

Liabilities	Amounts in Thousands BEF			
	2000	1999	1998	1997
Shareholders' Equity	544 275	490 007	725 086	725 091
I. Capital	157 617	143 553	143 553	142 752
II. Share premium	980 143	630 225	630 225	630 191
IV. Loss carried forward	-593 459	-283 745	-48 666	-47 852
V. Translation differences	-26	-26	-26	0
Provisions and Deferred Taxes	0	0	405	500
VII.a. Provisions for liabilities and charges	0	0	405	500
Creditors	575 185	181 433	138 679	100 771
VIII. Amounts payable after more than one year	5 264	8 514	4 530	8 246
VIII.a. Financial debts	5 264	8 514	4 530	8 246
IX. Amounts payable within one year	556 287	168 304	132 037	92 273
IX.a. Current portion of amounts payable after more than one year	16 737	9 765	4 710	6 958
IX.b. Financial debts	111 783	1 387	0	2 422
IX.c. Trade debts	376 253	66 012	101 571	63 687
IX.d. Advances received on contracts in progress	0	53 715	0	0
IX.e. Taxes, remunerations and social security	21 840	28 309	23 138	19 119
IX.e.1. Withholding Taxes & VAT payable	5 587	2 015	13 326	6 024
IX.e.2. Remuneration and social security	16 253	26 294	9 812	13 095
IX.f. Other amounts payable	29 674	9 116	2 618	87
X. Accrued charges and deferred income	13 634	4 615	2 112	252
Total Liabilities	1 119 460	671 440	864 170	826 362

See Notes to Consolidated Financial Statements

Income Statements at December 31, 2000 - 1999 - 1998 - 1997

	<i>Amounts in Thousands BEF</i>			
	2000	1999	1998	1997
I.a. Turnover	673 367	476 458	739 969	564 509
I.d. Other operating income	25 204	9 618	679	335
II.a. Raw materials, consumables and goods for resale	-439 633	-289 428	-428 937	-330 488
Gross Margin	258 938	196 648	311 711	234 356
II.b. Services and other goods	-287 369	-194 657	-202 074	-81 798
II.c. Remunerations, social security and pensions	-220 078	-147 089	-94 183	-55 244
II.d. Depreciation of formation expenses intangible and tangible fixed assets and other amounts written off	-48 094	-58 349	-19 140	-3 994
II.e. Allowance doubtful debtors	-15 691	-37 610	-2 180	
II.f. Increase (+) decrease (-) in provisions for liabilities and charges			250	11 500
II.g. Other operating charges	-7 915	-1 867	-2 223	-1 021
Operating Profit/Loss	-320 209	-242 924	-7 839	103 799

See Notes to Consolidated Financial Statements

Income Statements at December 31, 2000 - 1999 - 1998 - 1997

	<i>Amounts in Thousands BEF</i>			
	2000	1999	1998	1997
IV. Financial income	84 117	33 527	51 517	22 479
V. Financial costs	-72 848	-20 620	-43 251	-25 191
Profit/Loss on Ordinary Activities before Taxes	-308 940	-230 017	427	101 087
VII. Extraordinary income	0	0	0	0
VIII. Extraordinary charges	0	-3 580	-1 241	-94 325
Profit/Loss for the Period before Taxes	-308 940	-233 597	-814	6 762
X. Income tax	-774	-1 482	0	0
Net Profit/(Loss)	-309 714	-235 079	-814	6 762
Net Profit on Ordinary Activities⁽⁸⁾	-184 839	-137 619	255	60 480

(8) (Earnings Before Income Taxes + Extraordinary Costs) * (1- Tax Rate)

See Notes to Consolidated Financial Statements

Consolidated Statements of Shareholders' Equity at December 31, 2000 - 1999 - 1998 - 1997

	Common Common Stock Number of Shares	Stock and Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehen sive Income	Total Share- holders' Equity
Balance at December 31, 1996	17 107	48 730	-54 614		- 5 884
Net Income			6 762		6 762
Change in net unrealized gains on investments					0
Translation adjustments					0
Comprehensive income					6 762
Issuance of common stock					
Increase of capital on August 6, 1997	8 341	20 109			20 109
Increase of capital on October 10, 1997	880	21 983			21 983
Stock Split by 1/144	3 791 232				
Increase of capital on October 24, 1997	2 167 724	682 120			682 120
Tax benefits from employee stock option plan					0
Pooling of interests acquisitions					0
Purchase acquisitions					0
Balance at December 31, 1997	5 958 956	772 942	-47 852		0 752 090
Net Income			-814		-814
Change in net unrealized gains on investments					0
Translation adjustments				-26	-26
Comprehensive income					-840
Issuance of common stock					
Increase of capital on December 29, 1998	33 408	836			836
Tax benefits from employee stock option plan					0
Pooling of interests acquisitions					0
Purchase acquisitions					0

Consolidated Statements of Shareholders' Equity at December 31, 2000 - 1999 - 1998 - 1997

	Common Stock Number of Shares	Common Stock and Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehen sive Income	Total Share- holders' Equity
Balance at December 31, 1998	5 992 364	773 778	-48 666	-26	725 086
Net Income			-235 079		-235 086
Change in net unrealized gains on investments					0
Translation adjustments					0
Comprehensive income					-235 086
Issuance of common stock					
Tax benefits from employee stock option plan					0
Pooling of interests acquisitions					0
Purchase acquisitions					0
Balance at December 31, 1999	5 992 364	773 778	-283 745	-26	490 007
Net Income			-309 714		-309 714
Change in net unrealized gains on investments					0
Translation adjustments					0
Comprehensive income					-309 714
Issuance of common stock					
Increase of capital at June 27, 2000	586 985	363 982			363 982
Tax benefits from employee stock option plan					0
Pooling of interests acquisitions					0
Purchase acquisitions					0
Balance at December 31, 2000	6 579 349	1 137 760	-593 459	-26	544 275

See Notes to Consolidated Financial Statements

Statements of Cash Flows at December 31, 2000 -1999 -1998 -1997

	<i>Amounts in Thousands BEF</i>			
Cash Flows from Operating Activities	2000	1999	1998	1997
Net earnings (A)	-309 714	-235 079	-814	6 763
Non Cash adjustments				
Depreciation and amortization	48 094	58 349	19 140	3 994
Consolidation translation difference	0	0	-26	0
Other non cash adjustments	15 691	37 205	2 085	-11 500
Total non cash adjustments (B)	63 785	95 554	21 199	-7 506
Change in assets and liabilities				
Accounts receivable	-192 314	-12 423	-107 158	-41 713
Inventories	-241 312	-68 734	-93 161	-40 005
Prepaid expenses and other	-3 017	2 167	-2 844	-435
Other assets	-4 844	10 314	6 095	-437
Accounts payable	330 799	-35 559	37 884	-20 734
Advances received on contracts in progress	-53 715	53 715	0	0
Salaries and payroll related liabilities	-10 041	16 482	-3 283	11 429
VAT payable/receivable	3 572	-11 311	7 302	5 799
Accrued expenses	9 019	2 503	1 860	-474
Prepaid taxes	0	0	0	-4 458
Total change in assets and liabilities (C)	-161 853	-42 846	-153 305	-91 028

Statements of Cash Flows at December 31, 2000 -1999 -1998 -1997

	<i>Amounts in Thousands BEF</i>			
	2000	1999	1998	1997
Cash Flows from Investing Activities				
Intangible fixed assets	-29 187	-1 507	-56 238	0
Purchases of plant equipment	-143 270	-28 023	-31 818	-17 165
Investments	94 799	154 877	293 057	-549 233
Total cash flow from investing activities (D)	-77 658	125 347	205 001	-566 398
Cash Flows from Financing Activities				
Net proceeds (payments) on notes payable	110 396	1 387	-2 422	-36 338
Proceeds from long term debt	-3 250	13 749	994	3 671
Principal repayments on long term debt	6 972	-4 710	-6 958	-14 237
Capital increase /IPO	363 982	0	835	724 212
Total cash flow from financing activities (E)	478 100	10 426	-7 551	677 308
Net Cash Flow (A) + (B) + (C) + (D) + (E)	-7 340	-46 598	64 530	19 139
Net Increase (Decrease) in Cash and Cash Equivalents				
Cash at beginning of period	51 531	98 129	33 599	14 460
Cash at end of period	44 191	51 531	98 129	33 599
Difference	-7 340	-46 598	64 530	19 139

See Notes to Consolidated Financial Statements

Belgian GAAP

NOTE A: STATEMENT OF INTANGIBLE ASSETS AS AT DECEMBER 31, 2000

A) ACQUISITION COST	<i>Amounts in Thousands BEF</i>
At the end of the preceding period	18 337
Movements during the year	29 187
Acquisitions	
Disposals	
At the end of the year	47 524
<hr/>	
C) DEPRECIATION AND AMOUNTS WRITTEN OFF	
At the end of the preceding period	11 619
Movements during the year	
Movements during the year	
Depreciation	10 206
Sales and disposals	
At the end of the year	21 825
<hr/>	
D) NET CARRYING VALUE AT THE END OF THE PERIOD	25 699

NOTE B: STATEMENT OF TANGIBLE ASSETS AS AT DECEMBER 31, 2000

A) ACQUISITION COST	<i>Amounts in Thousands BEF</i>
At the end of the preceding period	102 985
Movements during the year	
Expenditure	143 270
Sales and disposals	
At the end of the year	246 255
<hr/>	
C) DEPRECIATION AND AMOUNTS WRITTEN OFF	
At the end of the preceding period	47 671
Movements during the year	
Expenditure	37 888
Sales and disposals	
At the end of the year	85 559
<hr/>	
D) NET CARRYING VALUE AT THE END OF THE PERIOD	160 696

NOTE C: STATEMENT OF FINANCIAL FIXED ASSETS AS AT DECEMBER 31, 2000**A) ACQUISITION COST***Amounts in Thousands BEF*

At the end of the preceding period	1 467
Reimbursement	-686
Sales and disposals	0
At the end of the year	781

NOTE D: STATE OF THE CAPITAL AS AT DECEMBER 31, 2000**A) CAPITAL** *Amounts in Thousands BEF**Number of shares*

1. Issued capital		
At end of preceding period	143 553	5 992 364
Capital increase	14 064	586 985
Total	157 617	6 579 349

NOTE E: STATE OF DEBT AS AT DECEMBER 31, 2000

<i>Amounts in Thousands BEF</i>	Maximum 1 year	Between 1 and 5 years
A. Analysis of debts with an original maturity of over one year, by remaining maturity	16 737	5 264

NOTE F: STATE OF PERSONNEL CHARGES AS AT DECEMBER 31, 2000**1. STAFF INCLUDED ON THE STAFF REGISTER**

	2000	1999	1998	1997
a) Total number of people registered at year-end	161	95	69	36
b) Average number of people registered in full-time equivalent	120	79	43	32.1
c) Effective number of hours worked	230,179	133,027	72,745	55,270

2. PERSONNEL CHARGES (000 BEF)

a) Remuneration and direct benefits	162 370	106 182	68 822	39 093
b) Employer's contributions for social security	46 796	31 072	21 524	15 896
c) Other personnel charges	10 912	9 835	3 836	255

according to Belgian GAAP and P & L according to US GAAP

As the accounts of Option International are kept in accordance with accounting principles generally accepted in Belgium (Belgian GAAP), adjustments had to be made to conform to US GAAP. As this translation of the financial statements did result in differences in Net Profit/Loss, a full reconciliation is presented.

Most important is the provision for deferred taxes. As Option International has tax recoverable losses, a positive deferred tax provision was accounted for. In accordance with FAS 109 the asset is realizable.

During the third quarter of 2000, the Company finalized a first private placement. Under US GAAP, the company accounted for the net proceeds in equity and cash. For Belgian GAAP, the gross proceeds were accounted for under equity, whilst the commission of KBEF 17,314 was recorded under expenses and net proceeds under cash.

As bringing unrealized exchange profits to P & L was not foreseen by the valuation rules prior to 1998, adjustments were posted in 1997 and 1998 in order to account for the unrealized exchange profits on the USD-exchange rate at year-end 1997, especially on the investments. To be in line with US-GAAP, the Board of Directors changed this accounting policy in 1998, resulting in no differences for unrealized exchange gains and losses from 1999 onwards.

	2000	1999	1998	1997
Net result according to Belgian GAAP	-309 714	-235 079	-814	6 762
deferred taxes (P&L)	92 128	64 520	-15 230	-3 690
commission private placement	17 314			
unrealized exchange gains			-4 668	4 668
Net result according to US GAAP	-200 272	-170 559	-20 712	7 740
Equity according to Belgian GAAP	544 275	490 007	725 086	725 091
deferred taxes	92 128	64 520	-15 230	-3 690
US GAAP Prior Year adjustments	66 626	2 107	22 005	21 026
unrealized exchange gains			-4 668	4 668
Equity according to US GAAP	703 029	556 633	727 193	747 095

**6.26 REPORT OF THE STATUTORY AUDITOR ON THE CONSOLIDATED
FINANCIAL STATEMENTS (US GAAP)
FOR THE YEAR ENDED DECEMBER 31, 2000**

to the shareholders' meeting of the company Option International nv

To the Board of Directors and Shareholders of Option International N.V.

Kolonel Begaultlaan 45 / B-3012 Leuven / BELGIUM

We have audited the accompanying balance sheets of Option International as of December 31, 2000 and 1999, and the related statements of income, stockholder's equity, and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Option International as of December 31, 2000 and 1999, and the results of its operations and its cash flows for the year then ended, in conformity with generally accepted accounting principles.

Brussels, February 16, 2001

The Statutory Auditor

DELOITTE & TOUCHE

Bedrijfsrevisoren b.c.v.

Represented by Leo Van Steenberge.

REPORT OF THE STATUTORY AUDITOR ON THE CONSOLIDATED 6.27
FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2000

to the shareholders' meeting of the company Option International nv

To the shareholders,

In accordance with legal and statutory requirements, we are pleased to report to you on the performance of the audit mandate which you have entrusted to us.

We have audited the consolidated financial statements as of and for the year ended December 31, 2000 which have been prepared under the responsibility of the board of directors and which show a balance sheet total of BEF 1 119 460 (000) and a consolidated loss for the year of BEF 309 714 (000). We have also examined the consolidated directors' report.

Unqualified audit opinion on the consolidated financial statements, with an emphasis of matter paragraph.

We conducted our audit in accordance with the standards of the "Institut des Reviseurs d'Entreprises/Instituut der Bedrijfsrevisoren". Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, taking into account the legal and regulatory requirements applicable to consolidated financial statements in Belgium.

In accordance with those standards, we considered the group's administrative and accounting organization, as well as its internal control procedures. We have obtained explanations and information required for our audit. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing accounting principles used, the basis for consolidation and significant accounting estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion the consolidated financial statements give a true and fair view of the group's assets, liabilities, consolidated financial position as of December 31, 2000 and the consolidated results of its operations for the year 2000 then ended, in accordance with the legal and regulatory requirements applicable in Belgium and the information given in the notes to the consolidated financial statements is adequate.

**6.28 REPORT OF THE STATUTORY AUDITOR ON THE CONSOLIDATED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2000**

to the shareholders' meeting of the company Option International nv

Notwithstanding the carry forward losses on the balance sheet which influence the financial position of the company, the annual accounts are made up in the assumption of continuity of the Company's activities. This assumption is only justified to the extent that the measures proposed by the Board will be effectively executed.

Without changing the basis of our unqualified opinion mentioned above, we draw the attention to the report of the Board of Directors, which, in accordance with the legal requirements in Belgium, justifies the application of the valuation rules in the assumption of continuity.

The annual accounts have not been adjusted with respect to the valuation and classification of certain balance sheet items that could turn out to be necessary if the Company would not be able to continue its activities.

Other certification and information

We supplement our report with the following certification and information which do not modify our audit opinion on the consolidated financial statements:

- The consolidated directors' report contains the information required by the Companies code and is consistent with the consolidated financial statements.

Brussels, February 16, 2001

The Statutory Auditor

DELOITTE & TOUCHE

Bedrijfsrevisoren b.c.v.

Represented by Leo Van Steenberge.

FINANCIAL CALENDAR

General Meeting of Shareholders 2000	March 30, 2001
1Q Results	Tuesday May 22, 2001
2Q Results	Tuesday August 21, 2001
3Q Results	Tuesday November 20, 2001
General Meeting of Shareholders 2001	Friday March 29, 2002

FINANCIAL INFORMATION

For clarification concerning the information contained in this annual report or for information about Option International, please contact

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