

2000



Annual
report

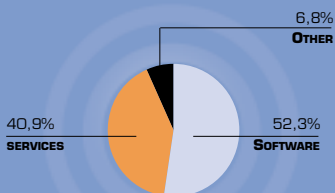


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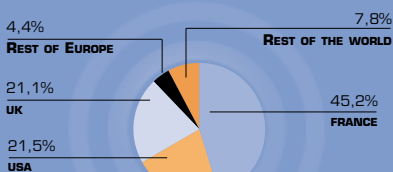
KEY

FIGURES

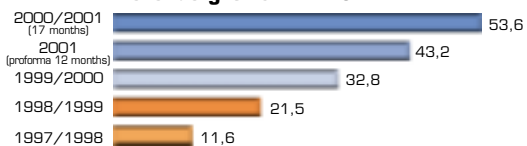
Distribution of sales by activity in 2000/2001



Distribution of sales by geographic zone



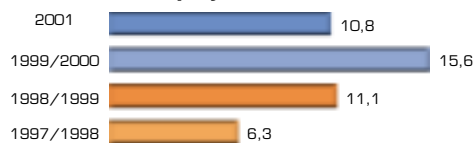
Revenue growth in M€



Net income in M€



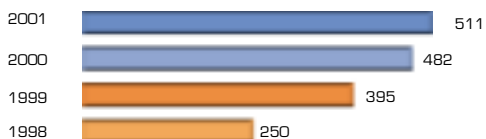
Net equity in M€



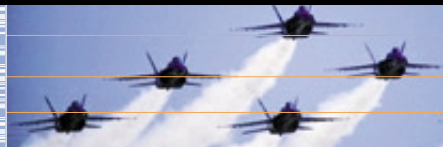
Net cash in M€



Employees at year's end



Always ahead...



FOUNDERS' MESSAGE



2002,

Our mission:

Software Design &
Republishing,
more than ever!

For a software company, 2001 was a year of contrasting results, ranging from promising development breakthroughs to disquieting signals from the global economic landscape.

On one hand, the explosion of mobile telephony, the ubiquitous use of the Internet, and emerging demands in security generate new uses, new needs — and **extraordinary opportunities** to innovate and to invest in new technologies.

On the other hand, the unsettled economic situation, the instability of markets, and the lack of certainty as to timing and strength of an upcoming recovery are all factors that — **warrant caution**, and demand a measured approach towards investment!

That is why our **strategy** must be both on the **defensive** and on the **attack**:

- To protect the company from the ups and downs of the market and the general lack of certainty, our efforts have included a major reduction in costs, the grouping of several subsidiaries onto a single site, the divesting of non-strategic activities, and the rallying of our product line around our best sellers.
- To fortify BVRP Software's position as the market leader, we have made strategic investments in development of a new line of software around mobility and security, which beyond doubt, represents BVRP Software's markets of tomorrow. We have also reinforced our distribution network in France and in England through two strategic acquisitions, and have consolidated our presence in the USA, which now generates 25% of our turnover.

Already in 2002, we have confirmed BVRP Software's refocus on its **core-business** of **software design** and **republishing**. Through the disposal of our French Service Operation, we were able to generate the investment resources needed to allow development of these exciting new technologies, enabling us to bolster our distribution network in Germany and the USA, ensuring we have the resources to generate steady growth for years to come.

Innovation, Speed, Adaptability, and Vision are keywords for a company that is looking at 2002 with confidence and determination. Equipped with unparalleled experience, unrivaled team spirit and a re-affirmed mission: a software publisher at the forefront of progress in technology and communications, providing individuals and organizations with the solutions they need for today and the future.

Bruno Vanryb

President and
Chief Executive Officer

Roger Politis

General Manager
and Chief Technical Officer

THE KEY MOMENTS

Moving faster...



YEAR 2001 : BVRP SOFTWARE CHARTING THE COURSE ON GROWTH STRATEGY

2001

January

SERVICES: BVRP affirms itself as a pioneer in broadband Internet communication through the launch of the only ADSL offer on the market, targeting telecom operators and Internet access providers.

February

RESULTS: Half-year turnover up by 44%, reinforced by the Group's international deployment and fast growth in the software business (+50%).

March

PRODUCT: Launch of **SLmail** version 4, the first French-language mail server dedicated to small and midsize businesses and industries.

April

DISTRIBUTION: A security exchange takeover bid for **AB SOFT** allows rapid improvement in the effectiveness of the sales network in France.

May

GROUP: Shedding of the multimedia subsidiary Lab Production. Beginning of the refocusing on the core business of software development and distribution.

June

PRODUCT: Harmonization of the communications software product line around the **PhoneTools** brand to simplify international distribution.

PRODUCT: Launch of **Internet Gateway**, the first BVRP Group professional security and Internet-sharing solution, heralding one of the key development lines of the group: Security.

RESULTS: Decline in European results stemming from the wait-and-see policies of European modem and computer manufacturers; sustained drive in the United States.

July

GROUP: Change in the closing date of the fiscal year to 31 December in order to synchronize with standards in financial communication.

August

GROUP: Issue of convertible bonds amounting up to 5 million euros and reserved at the bank Société Générale.

PRODUCT: Co-launching with Conexant of **Netwailing™**, a new application for V.92 standard modems, which anticipates the emergence of new standards.



September

GROUP: 2001 turnover up by 15.9% vs. prior year; but forecasts indicate a negative net income. Active preparation for return to growth and profits for 2002.

DISTRIBUTION: Acquisition of the British software distributor **GUILDISOFT**, the equivalent of AB Soft in France. Reinforcement of the BVRP Group distribution network in Europe.

PRODUCT: Unveiling at the 2001 Interop tradeshow of **mobile PhoneTools™**, the first solution for the "mobile office", merging mobile telephony and wireless technologies.

October

PRODUCT: Rollout of **ePhoneTools™**, the Internet version of WinPhone, one of the world's most widely sold communications applications. AB Soft launches the French version **Eudora™**.

November

DEM: Launch of Windows XP by **Microsoft France**. BVRP Software is one of its exclusive partners. Progressive integration of support for the new Microsoft operating system in the entire line of BVRP software.

PRODUCT: AB Soft launches **ACDSee™ PowerPack 3.1** for PC, a complete software package for viewing, modifying and archiving all types of images.

December

RESULTS: Year 2001 marked by a difficult economic context and the group's reorganization. Return of growth confirmed over the 4 last months of the year. An excellent signal to usher in 2002!

PRODUCT: Reinforcement of the mobility offering with **pocket Theme Manager**, Theme Manager, the solution for customizing your Pocket, PC 2002.

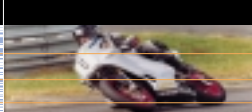
PRODUCT: Release of **WinFax™ version 7**, an historical BVRP product, now integrating new technologies: Fax over Internet, ADSL broadband modem, etc...



2002

Beginning 2002

The divesting of the Services activity in France will confirm BVRP Software's refocusing on its core business: The design and republishing of software. The group is now working on the decade's next major technological and commercial breakthroughs.



THREE ACES FOR THE FUTURE

Technologies

In phase with the market

Communications, Mobility and Security will soon converge into integrated solutions for hybrid devices such as PDAs with mobile telephony. Since 1996, BVRP Software has been designing communications products that are increasingly easier to configure and simpler to use.

In Security, the development of broadband Internet has sparked trouble for an ever-growing population that is prepared to defend itself (general public, small and midsize companies, etc.). The proliferation of viruses and the overloading of electronic messaging with SPAM generate major demand for security products.



Distribution

Strengthen international presence

BVRP Software is present and directly active in France, Great Britain and the United States. The US market, which generated 25% of 2001 turnover, is one of Group's prime growth engines. That same active approach to growth exists throughout Europe, where BVRP plans on using its e-commerce expertise to invest in new markets such as Germany.

High added value offers for OEMs (Original Equipment Manufacturers), historical partnerships with major businesses such as France Telecom, and the emergence of markets in which BVRP invested early-on (PDA, mobile telephony, etc.) are among the pillars upon which the Group is building its long-term distribution strategy.

Structures

Creating synergies

Against an uncertain international economic backdrop, BVRP Software rationalized its structures as of mid-2001 in order to concentrate on activities with the strongest potential. A diverse and powerful product line, an offer of proven value, a mounting international presence and solid finances are all determining elements in its success. To rekindle its growth, BVRP Software knows how to preserve its foremost qualities: its ability to innovate and its customer oriented approach.

A COMPREHENSIVE PORTFOLIO OF CONSTANTLY EVOLVING SOFTWARE SOLUTIONS

BVRP software solutions are perfectly adapted to emerging market requirements. They integrate the latest technologies in mobility, fully handle the open features of Microsoft Windows XP, adapt to the growing demand from small and midsize businesses and attract OEMs with very innovative solutions generating high added value. BVRP Software makes complex technologies simple. Businesses and individuals gain in performance, in productivity and... in freedom.

Reach out to the largest audience

BVRP Software has always been, and shall remain, a software publisher dedicated to both business and personal communications software. BVRP develops its own technologies - or acquires and adapts them - and then distributes them to the largest audience. Despite the difficult economic situation, BVRP Software has sold more than 20 million licenses in 12 months, confirming its position as the market leader.

Target the user

How do you become more mobile but remain constantly contactable? How do you exchange essential data securely? Which technology should you choose to deliver maximum mobility with minimum restriction? These technical and functional issues are uppermost in the minds of all users, whether business or personal. BVRP Software responds to the requirements of all users, because its primary consideration has always been **the user**. The creative and innovative combination of several technologies with features tailored to needs, is what sets BVRP apart. Result: BVRP Software is generally the first to market with practical products that are easy to use, while delivering the richest and most reliable solutions.



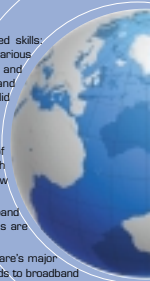
RESEARCH & DEVELOPMENT

Innovation: The fuel for growth

Innovating and designing **leading-edge Communications software** requires broad and multifaceted skills. Mastering the realm of telephony, the various channels (cable, infrared, radio) and, of course, the various IT environments. That is why BVRP dedicates 22% of its software turnover to its Research and Development activities each year. In France, in Great Britain and in the United States, 50 engineers and technicians work several months ahead of emerging technologies in order to supply the market with solid solutions at the right moment.

Developments are currently focused on three main areas:

- **Mobility**, covering all the technologies for coordination and interaction with the latest generation of mobiles from PCs and PDAs (Personal Digital Assistants). Such solutions enhance services through GPRS broadband, facilitate wireless connections thanks to Bluetooth and Wi-Fi, and offer access to new features such as video through third-generation broadband (UMTS, IMode).
- **Internet Security** is more necessary than ever due to the widespread use of email and broadband Internet, allowing hacking and pirating on non-protected access points. Here as well, the R&D teams are geared to enhancing this BVRP Software product portfolio.
- The development of **Wizards and Diagnostic Tools** is making great headway among BVRP Software's major OEM partners: Renowned for our mastery of modern connectivity, the scope of this software now extends to broadband (ADSL, Cable) access, as well as both wired and wireless network connections.





FOUR TYPES OF SOFTWARE DESIGNED FOR REAL NEEDS

Communicate

Simplicity and ease-of-use

In 1995, BVPR Software released **WinPhone**®. Now released as Classic PhoneTools to the global market, this communications best-seller has changed the habits of more than 30 million users. Business and personal users are now free of the multiple objects that burdened their desktops and their mobile devices. Gone are the hands-free kits, answering machines, faxes, and address books! **Classic PhoneTools**® brings them all together and offers exciting and essential additional functionality.

WinPhone® eXPert, the most recent version developed for Windows® XP, is a complete communications package. This new version of **WinPhone**®, one of the world's most widely sold software solutions, transforms a computer into a fully-fledged platform for communications over IP. Videoconferencing, telephone, answering machine, fax, SMS, Minitel, email, and phonebook – everything is possible while overcoming the limitations of classic of standard telephone lines.

BVPR Software continues to supply the communications market with new products, such as **SLmail**, the first email server tailored to midsize businesses and **Netwaiting™** a new application for V.92 modems developed with Conexant, which allows users to suspend their Internet session to make or answer a phone call.

Troubleshooting

Saving time, saving money

Today's paradox: Technology is increasingly complicated, and yet those who require it are often less experienced and in ever greater numbers! Hardware manufacturers are investing in costly support services but cannot always provide the answers required. To respond to this very real need, BVPR Software has mounted an exciting new solution for OEMs and end-users.

Modem Medic® and **Modem Xpert**® are troubleshooting and auto-repair tools for modems, and **Network Wizard**® is a tool dedicated to trouble shooting network configurations. For customers, these tools result in less need for technical support, and fewer unnecessary hardware returns.



Business in motion

Freedom of movement

According to the Gartner Group, by 2003, around 40% of employees will spend half of their working day away from their office. BVPR Software has extended its entire portfolio of communications software to provide solutions for the market's mobile platforms, responding to the expectations of this new generation of field operators equipped with cell phones, PDAs (Personal Digital Assistants) and laptop PCs.

mobile PhoneTools® is the new mobile communications solution for the PC. Its sole purpose: To enhance mobility by providing users in the field with the entire range of communications tools available in the office. It is the ideal solution for all mobile users. A tool of the future, **mobile PhoneTools**® is compatible with GPRS and Bluetooth.

pocket PhoneTools®, is specifically designed for the growing number of Windows® Pocket PC 2002 users, the latest Microsoft operating system for PDAs (Personal Digital Assistants). This software is already a commercial success on the net. With **pocket Theme Manager**, users are able to fully customize the features of their PDA, providing major enhancements and delivering essential additional functionality.



Ensuring security

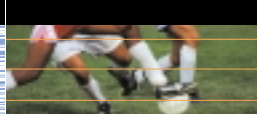
Hassle-free protection

The emergence of the Internet has increased security risks: Hacking, pirating, viruses, etc. With the increase in electronic exchange of information, protecting data has become a major concern. Security is one of the strategic development areas for BVPR Software. The Group supplies companies and individuals with affordable software solutions that are easy to install and easy to use.

Mail Warden protects businesses against any infiltration of viruses and eradicates 90% of SPAM (unsolicited email) through very simple configuration settings. This powerful tool filters and analyses incoming and outgoing traffic and locates and irradiates viruses on the server.

Internet Gateway is designed for small and medium size businesses, ensuring security for their Internet access. Its strengths lie in its powerful firewall and in its easy-to-use and effective tools for filtering and sharing Internet access.

BlackICE™ from **Internet Security Systems™** is a personal security solution which complements the BVPR Software security portfolio for businesses; it features an intelligent firewall and anti-intrusion features designed to neutralize IT hacker attacks.



EXTENSIVE DISTRIBUTION

Software distribution is one of BVRP Software's strategic development areas. Its priority: Using the best-adapted distribution channels to allow rapid routes to market of products responding to demand. BVRP is both a software publisher and republisher.

Increasing power internationally

BVRP Software is pursuing the development of its international distribution networks. Today, four subsidiaries located in France, Great-Britain, and in the United States, allow the Group to benefit from synergies between businesses with complementary product lines and practices. Acquisition projects, particularly in the United States and Germany, should strengthen BVRP's leading position by extending an increasingly diverse and widely-distributed product line.



Present in France and in French-speaking countries (Belgium, Switzerland, Quebec), **AB Soft** has been a subsidiary of the BVRP Software Group since May 2001, and fortifies BVRP Software with a network of partners that are in line with its international development strategy. Along with BVRP products, AB Soft ensures distribution on the French-market of the image browser **ACDSee™**, **Eudora™**, the new generation of electronic messaging; **WinZip™**, the leading product in compression tools; **Norman Virus Control™**, and more. Based in the Paris region, AB Soft employs 37 people.



A subsidiary of BVRP Software since September 2001, **Guildsoft** is a major player in Great Britain and in Scandinavia. Renowned for the quality and breadth of its software portfolio, Guildsoft distributes products ranging from data-organization to risk-analysis tools, as well as enhancing data-security, knowledge-management, e-marketing, and communications. Guildsoft is located near Plymouth in England, and boasts 33 employees.



Joining the BVRP Group in December 1998, **Communicate**, comprising 41 employees based in Winchester in south central England, is focused on the major-corporate sector; completing BVRP software's product lines which are geared to small and midsize businesses as well as individuals. Communicate has successfully marketed **RightFax** and **CallXpress**.



Founded in 1997, **BVRP Software Inc.** governed by American law distributes BVRP Group software in the United States though major OEM contracts and through e-commerce. Based in Colorado and employing more than 40 people, this structure enjoys success in distributing its products to Corporate Accounts and to Value Added Resellers (VAR).

CLOSER TO OUR CUSTOMERS: BUSINESS & PERSONAL

A customer advantage for all OEMs

BVRP has numerous prestigious OEM partners worldwide that are bundling our software to give "added value" to their products. For example, **mobile PhoneTools™** and **pocket PhoneTools™** are bundled with mobile phones, PC card phones and Bluetooth hardware, giving users Internet access via GPRS, Text messaging (SMS), Fax, and Phonebook management features to name but a few. Our objective is to get people connected in a click, whilst offering an attractive and powerful set of communications features that can be found in a single intuitive user interface. Part of our success with international companies is because the majority of our software is localized in 15 languages and some as many as 28 languages; these include Asian languages such as Korean, Japanese and Chinese.

Troubleshooting and auto-repair solutions from BVRP Software are also supportive of this development strategy. BVRP helps OEMs to reduce their maintenance and support costs by integrating into new PCs or networks such products as **Modem Helper™**, **Modem Medic™**, **Modem Xpert™** or **Internet Gateway Wizard™**. These tools reduce technical support calls as well as unjustified returns of hardware by identifying the source of the technical problem, and, if needed, by replacing the corrupted files. This generates significant savings for manufacturers while fostering **greater customer satisfaction**.

BVRP Software applications such as **ePhoneTools™**, **FaxTools™** and **Classic PhoneTools™** are sold in the millions, either included with new manufactured PCs, or bundled with all types of modems (analogue, ISDN and ADSL). Likewise, BVRP is one of the few world partners of Microsoft, associated with both the launch of XP and Pocket PC 2002.

The OEM software activities of BVRP Software account for more than half of its software turnover. The quality and universal appeal of its products have conquered major brands in IT and telecommunications: **Alcatel - Bosch - British Telecom - Conexant - Dall - France Telecom - Hayes - Hewlett Packard - Kortax - Microsonic - Motorola - Nec - Packard Bell - Panasonic - Philips - Pretec - Sagem - Siemens - Sonic Blue - US Robotics - Xircom - Zoom**.

100% of product lines sold through e-commerce

A powerful motor for increasing sales, and earmarked as a BVRP Group priority in 2000, e-commerce is proving its worth. In 2001, 90% of purchasers on the site **www.bvrp.com** chose to acquire their software by downloading it directly. Purchases on line are increasing at the rate of 50% per year. Enhanced by the online emergence of new products (**pocket PhoneTools™**, **pocket Theme Manager™**, **mobile PhoneTools™**), these sales will grow further over the years to come. BVRP Software is also making its e-commerce platform a strategic tool for conquering new markets.

Wholly owned by the group, the **BVRP e-commerce platform** integrates all the market security standards, and ensures easy online purchasing, 128-bit encryption with control algorithm for credit cards - payment online, by telephone, by fax, or by mail - multi currency operation - downloadable products - customer space with order tracking - request for direct telephone contact - frequently asked questions accessible by keyword searches - purchase guide - co-marketing operations - corporate information, etc.

<http://www.bvrp.com>

<http://www.bvrpusa.com>

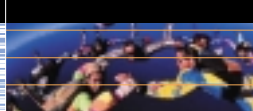
<http://www.kommunicate.co.uk>

<http://www.bvrp.co.uk>

<http://www.absoft.fr>

<http://www.absoft.fr>

<http://www.guildsoft.co.uk>



A STREAMLINED ORGANIZATION FOR NEW GROWTH

THE WOMEN AND MEN FROM BVRP SOFTWARE SPEAK OUT...



CHRIS THOMPSON - MANAGING DIRECTOR OF GILDSOFT AND KOMMUNIKATE
"I have utmost respect for all those who make up our teams: They are the leading specialists in our business."



BOB LANG - PRESIDENT OF BVRP USA
"We are living through enthralling times as players in the rise and expansion of a very exciting market."



**BRUNO VANRYB
PRESIDENT AND
CHIEF EXECUTIVE OFFICER**

"Success can only come through passion and by taking significant risks."

**ROGER POLINS
GENERAL MANAGER AND
CHIEF TECHNICAL OFFICER**

"Our goal is to always market products that we want to use ourselves."



**THIERRY BONNIER
CHIEF FINANCIAL OFFICER**

"Our group aims for profitable long-term growth: To succeed, we are confidently relying on the innovation and the quality of our teams."

**BERNARD MICHEL
GENERAL MANAGER AND
CHIEF MARKETING OFFICER**

"We are both software publisher and re-publisher, a strategy forged from two complementary models."



**DAVID WRIGHT
EXECUTIVE VICE PRESIDENT AND
OEM DIVISION DIRECTOR**

"I'm proud and very pleased that our products provide a real added value to our numerous and prestigious OEM customers!"



FABRICE LE CAMUS - GENERAL MANAGER OF AB SOFT
"We feel very much in sync with BVRP. Our complementary products and networks create incredibly effective synergies."

The story of BVRP could be compared

to that of a sports **team**. To succeed,

you have to **work together**,

know how to adapt

to adversity and set sights on

international competition. In the

beginning there is **passion**.

For BVRP, that passion is communications technologies.

Each new situation is the opportunity

to **go further**, to change and to **innovate**. **Loyalty** - the team

knows how to stay **close** to its supporters: The **millions** of users throughout the world.

Its **commitment**. Gives them more and more **pleasure** and

satisfaction in using its products.

In 2001, BVRP Group counted

511 teammates !



THE BVRP GROUP ON THE STOCK MARKET

Euroclear: 005478
Bloomberg: BVRP NM
Reuters: BVRPLN

A performance similar to that of technology stocks

As with all technology stocks worldwide, BVRP shares were severely hit in 2001.

The value of the stock at 31 December 2001 was quoted at €8.15, an 80% fall compared with the beginning of the year. On average for the year, the stock value fell by 63.7%, reflecting an evolution identical to that of the Nouveau Marché (-62.7%).

After hitting an all-time low in September 2001 (€2.85), the stock value recovered to close the year at a level greater than 78% up on its initial listing price.

Volumes shapply increasing

The year 2001 was marked by a significant increase in the volumes traded, especially during the second half-year. More than 5.7 million shares (representing 1.56 times the corporate capital) were traded in 2001; 86% more than in 2000, and 3.4 times more than in 1999.

This performance illustrates the continuing strong appeal of the company and the increased confidence of investors in BVRP's capacity to create value for its shareholders.

More numerous and more diversified shareholders

The number of shareholders now has topped 12,700 (source Sicovam December 2001), showing a 27% increase over 2000, and 250% increase over the number of shareholders in 1999.

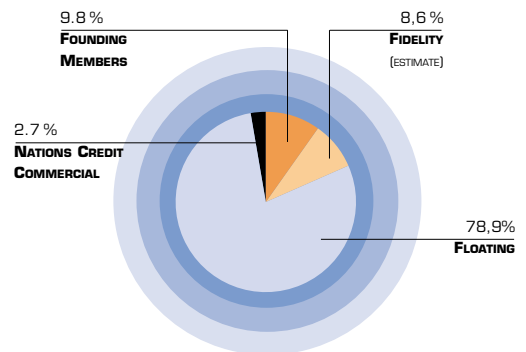


At 31 December 2001, the capital comprised 3,648,420 shares. The number of voting rights totals 3,929,419.

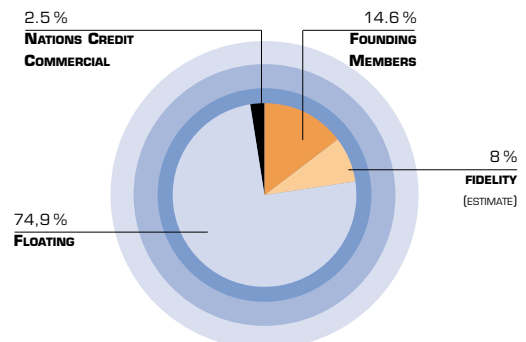
The portion of French shareholders is 76.2%. The shareholding remains stable with 1% of shareholders holding 56% of the capital, 41% of which through investment funds. This stability has been fortified by a shareholders' agreement between the three main directors.

Capital distribution at 31/12/01

% OF CORPORATE CAPITAL



% OF VOTING RIGHTS

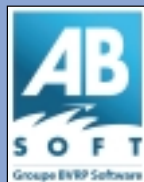


To (re)discover or to download the BVRP Software group products,
visit the site www.bvrp.com



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