



TRANSPARENCY NOTIFICATION OF UCB'S REFERENCE SHAREHOLDERS

Brussels, Belgium, October 31, 2008 at 6:00 PM (CET) – press release, regulated information:

Participation as of September 1, 2008 (transitional provision of the law of 2 May 2007 on the disclosure of large shareholdings).

Notification by : Financière de Tubize SA

UCB SA

Schwarz Vermögensverwaltung GmbH & CoKG

KBC Groep NV

Banque Degroof SA

Levimmo SA

Compar Invest SA

Pharmahold SA (Luxemburg Company)

FINANCIÈRE DE TUBIZE AND CONTROLLED COMPANIES

Holders of voting rights	# of voting rights		% of voting rights	
	Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Financière de Tubize SA	66,370,000	0	36.20%	0.00%
Subtotal	66,370,000	0	36.20%	0.00%
UCB SA/NV	0	0	0.00%	0.00%
UCB FIPAR SA	3,175,478	0	1.73%	0.00%
UCB SCA	12,000	0	0.01%	0.00%
Subtotal	3,187,478	0	1.74%	0.00%
TOTAL	69,557,478	0	37.94%*	0.00%

* Excel automatically rounds figures to two decimal places. This may explain the slight differences in the percentages.

UCB, UCB Fipar and UCB SCA (indirect affiliate of UCB) are controlled by Financière de Tubize.

Financière de Tubize is neither exclusively (in law) nor jointly controlled in the meaning of the Company Code. However, more than 50% of its shareholding is held by:

- a) Baron Daniel Janssen
- b) Financière Eric Janssen SCA, controlled by Mr. Eric and Cyril Janssen
- c) Mrs André Janssen



- d) Barnfin SA, controlled by Mrs Jean van Rijckevorsel
- e) Jonkheer Jean van Rijckevorsel
- f) Altai Invest SA, controlled by Countess Diego du Monceau de Bergendal

who are acting in concert.

Financière de Tubize has entered into a separate shareholders agreement with each of the following shareholders : (i) Schwarz Vermögensverwaltung GmbH & CoKG, (ii) KBC Bank NV, (iii) Degroof Corporate Finance SA, Imofig SA and Levimmo SA, (iv) Compar Finance SA and (v) Pharmahold SA and Cosylva SA who act in concert in the meaning of article 3, §1, 13° of the law of 2 May 2007.

SCHWARZ VERMÖGENSVERWALTUNG GMBH & CoKG ACTING IN CONCERT WITH FINANCIÈRE DE TUBIZE SA

Holders of voting rights	# of voting rights		% of voting rights	
	Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Financière de Tubize + controlled companies	69,557,478	0	37.94%	0.00%
Subtotal	69,557,478	0	37.94%*	0.00%
Schwarz Vermögensverwaltung	9,885,618	0	5.39%	0.00%
Subtotal	9,885,618	0	5.39%	0.00%
TOTAL	79,443,096	0	43.33%	0.00%

- Excel automatically rounds figures to two decimal places. This may explain the slight differences in the percentages.

Schwarz Vermögensverwaltung GmbH & CoKG is not controlled.

KBC BANK NV ACTING IN CONCERT WITH FINANCIÈRE DE TUBIZE SA

Holders of voting rights	# of voting rights		% of voting rights	
	Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Financière de Tubize + controlled companies	69,557,478	0	37.93%*	0.00%
Subtotal	69,557,478	0	37.93%	0.00%
KBC Groep NV	0	0	0.00%	0.00%
KBC Bank NV	2,289,318	0	1.25%	0.00%
Subtotal	2,289,318	0	1.25%	0.00%
TOTAL	71,846,796	0	39.18%	0.00%

- Excel automatically rounds figures to two decimal places. This may explain the slight differences in the percentages.



KBC Bank NV is controlled by KBC Groep NV which holds indirectly, via several affiliates (others than KBC Bank NV) 325.640 shares in UCB outside the concert (KBC Verzekering NV [228.634], Fidea NV [78.506], Vitis Life Luxembourg SA [1.000], Data Office [17.500]).

DEGROOF CORPORATE FINANCE SA, IMOFIG SA AND LEVIMMO SA ACTING IN CONCERT WITH FINANCIERE DE TUBIZE SA

Holders of voting rights	# of voting rights		% of voting rights	
	Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Financière de Tubize + controlled companies	69,557,478	0	37.93%*	0.00%
Subtotal	69,557,478	0	37.93%	0.00%
Banque Degroof SA	0	0	0.00%	0.00%
Degroof Corporate Finance SA	450,000	0	0.25%	0.00%
Subtotal	450,000	0	0.25%	0.00%
Banque Degroof SA	0	0	0.00%	0.00%
Imofig SA	219,230	0	0.12%	0.00%
Subtotal	219,230	0	0.12%	0.00%
Levimmo SA	1,230,770	0	0.67%	0.00%
Subtotal	1,230,770	0	0.67%	0.00%
TOTAL	71,457,478	0	38.97%	0.00%

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Degroof Corporate Finance SA and Imofig SA are controlled by Banque Degroof SA. Levimmo is not controlled.

COMPAR FINANCE SA ACTING IN CONCERT WITH FINANCIERE DE TUBIZE SA

Holders of voting rights	# of voting rights		% of voting rights	
	Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Financière de Tubize + controlled companies	69,557,478	0	37.93%*	0.00%
Subtotal	69,557,478	0	37.93%	0.00%
Compar Invest	0	0	0.00%	0.00%
Compar Finance	1,900,000	0	1.04%	0.00%
Subtotal	1,900,000	0	1.04%	0.00%
TOTAL	71,457,478	0	38.97%	0.00%

* Excel automatically rounds figures to two decimal places. This may explain the slight differences in the percentages.



Compar Finance SA holds 165.830 UCB shares outside the concert. It is controlled by Compar Invest SA (luxemburg company) which, itself, is not controlled.

PHARMAHOLD SA AND COSYLVA SA ACTING IN CONCERT WITH FINANCIERE DE TUBIZE SA

Holders of voting rights	# of voting rights		% of voting rights	
	Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Financière de Tubize + controlled companies	69,557,478	0	37.93%*	0.00%
Subtotal	69,557,478	0	37.93%	0.00%
Pharmahold	1,900,000	0	1.04%	0.00%
Cosylva	1,900,000	0	1.04%	0.00%
Subtotal	3,800,000	0	2.07%	0.00%
TOTAL	73,357,478	0	40.01%	0.00%

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Pharmahold SA and Colsylva SA hold together 1.100.000 UCB shares outside the concert. Cosylva SA is controlled by Pharmahold which, itself, is not controlled.

TOTAL OF THE CONCERTS

Holders of voting rights	# of voting rights		% of voting rights	
	Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Financière de Tubize	66,370,000	0	36.20%	0.00%
UCB SA/NV	0	0	0.00%	0.00%
UCB FIPAR SA	3,175,478	0	1.73%	0.00%
UCB SCA	12,000	0	0.01%	0.00%
Subtotal	69,557,478	0	37.93%*	0.00%
Schwarz Vermögensverwaltung GmbH & Co KG	9,885,618	0	5.39%	0.00%
Subtotal	9,885,618	0	5.39%	0.00%
KBC Groep NV	0	0	0.00%	0.00%
KBC Bank NV	2,289,318	0	1.25%	0.00%
Subtotal	2,289,318	0	1.25%	0.00%
Banque Degroof	0	0	0.00%	0.00%
Degroof Corporate Finance	450,000	0	0.25%	0.00%
Imofig SA	219,230	0	0.12%	0.00%



Subtotal	669,230	0	0.36%	0.00%
Levimmo SA	1,230,770	0	0.67%	0.00%
Subtotal	1,230,770	0	0.67%	0.00%
Compar Invest	0	0	0.00%	0.00%
Compar Finance	1,900,000	0	1.04%	0.00%
Subtotal	1,900,000	0	1.04%	0.00%
Pharmahold	1,900,000	0	1.04%	0.00%
Cosylva	1,900,000	0	1.04%	0.00%
Subtotal	3,800,000	0	2.07%	0.00%
TOTAL	89,332,414	0	48.72%	0.00%

* Excel automatically rounds figures to two decimal places. This may explain the slight differences in the percentages.

SHARES HELD OUTSIDE THE CONCERT

Holders of voting rights	# of voting rights		% of voting rights	
	Linked to securities	<u>Not linked</u> to the securities	Linked to securities	<u>Not linked</u> to the securities
KBC Groep (via affiliates other than KBC Bank NV)	325,640	0	0.18%	0.00%
Subtotal	325,640	0	0.18%	0.00%
Compar Finance	165,830	0	0.09%	0.00%
Subtotal	165,830	0	0.09%	0.00%
Pharmahold	1,100,000	0	0.60%	0.00%
Cosylva	1,100,000	0	0.60%	0.00%
Subtotal	2,200,000	0	1.20%	0.00%
TOTAL	2,691,470	0	1.47%	0.00%

<u>TOTAL OF THE CONCERTS + TOTAL OF THE SHARES HELD OUTSIDE THE CONCERT</u>				
	92,023,884	0	50.19%	0.00%



ADDITIONAL INFORMATION

Convertible obligations and rights to subscribe to un-issued financial instruments treated as voting rights					
Holder	Type of financial instrument	End date (DD/MM/YYYY)	Date or period of exercise or of conversion	Number	# of voting rights that can be acquired in case of exercise or of conversion of the instrument
Financière de Tubize	Defensive warrants	23/04/2013		30,000,000	30,000,000
Employees of UCB	warrants	31/05/2009		32,700	32,700
Employees of UCB	warrants	28/02/2010		53,900	53,900
Employees of UCB	warrants	31/05/2012		54,700	54,700
Employees of UCB	warrants	28/02/2013		67,700	67,700

About UCB

UCB, Brussels, Belgium (www.ucb-group.com) is a global biopharmaceutical company dedicated to the research, development and commercialisation of innovative medicines focused on central nervous system and immunology disorders. Employing more than 10,000 people in over 40 countries, UCB achieved revenues of 3.6 billion euro in 2007. UCB is listed on Euronext Brussels (symbol: UCB).