RESOLUTIONS TO BE PRESENTED TO THE VOTE OF THE ORDINARY GENERAL MEETING
TO BE HELD ON NOVEMBER 27, 2017

First resolution (Ratification of the appointment of Laurent Vallée as a director). – The General Meeting, deliberating in accordance with the quorum and majority voting requirements for ordinary general meetings, ratifies the appointment by the Board of Directors at its meeting on September 4, 2017 of Laurent Vallée as a director to replace Jérôme Bédier, who resigned, for the remaining term in office of his predecessor, that is until the Ordinary General Meeting to be called in 2020 to approve the financial statements for the year ending on December 31, 2019.

Second resolution (Ratification of the appointment of Marie Cheval as a director). – The General Meeting, deliberating in accordance with the quorum and majority voting requirements for ordinary general meetings, ratifies the appointment by the Board of Directors at its meeting on October 3, 2017 of Marie Cheval as a director to replace Anne Carron, who resigned, for the remaining term in office of her predecessor, that is until the Ordinary General Meeting to be called in 2020 to approve the financial statements for the year ending on December 31, 2019.

Third resolution (Ratification of the appointment of Raphaëlle Pezant as a director). – The General Meeting, deliberating in accordance with the quorum and majority voting requirements for ordinary general meetings, ratifies the appointment by the Board of Directors at its meeting on October 3, 2017 of Raphaëlle Pezant as a director to replace Marie-Noëlle Brouaux, who resigned, for the remaining term in office of her predecessor, that is until the Ordinary General Meeting to be called in 2019 to approve the financial statements for the year ending on December 31, 2018.

Fourth resolution (Exceptional distribution of a sum to be drawn from the issue, merger and contribution premiums account). – The General Meeting, deliberating in accordance with the quorum and majority voting requirements for ordinary general meetings, after hearing the Board of Directors’ report, resolves to proceed with the exceptional distribution of Euro 0.75 per share to each of the shares making up the Company’s share capital, representing an amount equal to Euro 101,295,021.75 to be drawn in full from the «Additional paid-in capital» account.

Deliberating in accordance with the quorum and majority voting requirements for ordinary general meetings, the General Meeting resolves that the exceptional distribution will be made in cash and paid on November 30, 2017 to any holders of record of one or more shares making up the Company’s share capital at the end of the accounting day on November 29, 2017.

If, when the distribution is made, the Company were to hold any of its own shares, such shares would not receive the aforementioned distribution and the amounts corresponding to said shares held in treasury would remain allocated to the «Additional paid-in capital» account.
The General Meeting resolves to:

- grant full powers to the Board of Directors to adjust the aggregate amount of the distribution to the total number of shares in issue at the end of the accounting day of November 29, 2017, which would then be determined based on the distribution actually paid out,

- authorise the Board of Directors to draw the amounts required for the aforementioned distribution from said account,

- grant the Board of Directors full powers to record formally, where appropriate, the amount of the distribution actually paid out.

In accordance with the provisions of Article 112, para. 1 of the French General Tax Code, insofar as all the earnings and other reserves available for distribution have already been distributed previously, this distribution drawing on «Additional paid-in capital» account, constitutes a repayment of capital to the shareholders. Accordingly, this does not represent a distribution of income.

An exceptional distribution constituting the repayment of a capital contribution is exempt from tax for all shareholders. For the purpose of calculating subsequent capital gains, this portion is deemed to be a deduction from the acquisition price of the shares.

**Fifth resolution - (Powers to carry out the formalities).** – The General Meeting, deliberating in accordance with the quorum and majority voting requirements for ordinary general meetings, grants full powers to the bearer of an original, a copy or an excerpt of the minutes of the proceedings of this General Meeting to carry out all the legal formalities and to make any requisite filings, announcements and/or declarations provided for in law or in the regulations in force.