2011 JOINT SHAREHOLDERS’ MEETING
MAY 19, 2011
This communication contains forward-looking statements and information. These statements include financial projections, synergies, cost-savings and estimates and their underlying assumptions, statements regarding plans, objectives, savings, expectations and benefits from the transactions and expectations with respect to future operations, products and services, and statements regarding future performance. No guarantee can be given as to the achievement of said forward-looking statements and information.

Investors and holders of SUEZ ENVIRONNEMENT COMPANY securities are cautioned that forward-looking information and statements are not guarantees of future performances and are subject to various risks and uncertainties, many of which are difficult to predict and generally beyond the control of SUEZ ENVIRONNEMENT COMPANY. These risks and uncertainties include those discussed or identified in the public documents filed with the Autorité des marchés financiers (AMF). Investors and holders of SUEZ ENVIRONNEMENT COMPANY securities should consider that the occurrence of some or all of these risks may have a material adverse effect on SUEZ ENVIRONNEMENT COMPANY. SUEZ ENVIRONNEMENT COMPANY is not obligated and under no circumstances makes any commitment to publish amendments or updates to these forward-looking statements and information."

19 May 2011
OPENING OF THE MEETING

Gérard Mestrallet
Chairman
RESOLUTIONS PRESENTED TO THE ORDINARY SHAREHOLDERS’ MEETING

- Approval of the financial statements and consolidated financial statements for fiscal year 2010
- Allocation of result
- Option for the payment of the dividend in shares
- Approval of regulated agreements and commitments whose implementation continued over the fiscal year
- Ratification of the transfer of the Company’s registered address
- Appointment of seven Directors
- Authorization to be granted to the Board of Directors to trade in the Company’s shares
RESOLUTIONS PRESENTED TO THE EXTRAORDINARY SHAREHOLDERS’ MEETING

- Authorization to be granted to the Board of Directors to reduce the share capital by cancelling shares

- Authorization to be granted to the Board of Directors to increase the share capital, by issuing shares, for the implementation of international employee shareholder plans

- Powers to carry out formalities
INTRODUCTION

Gérard Mestrallet
Chairman
Water management and waste valorization SOLUTIONS enabling mankind to live in harmony with the planet

Commercial development focused on INNOVATION and ENVIRONMENTAL PERFORMANCE

A company committed to CORPORATE SOCIAL AND ENVIRONMENTAL RESPONSIBILITY
ACCELERATION OF DEVELOPMENT
2010: A DECISIVE YEAR

SUSTAINED GROWTH in all businesses, with significant COMMERCIAL SUCCESSES

Strong growth of activities in WASTE VALORIZATION and INTERNATIONALLY

Successful acquisitions of AGBAR and WSN in Australia

Further development of synergies with the GDF SUEZ Group's ENERGY businesses
ENHANCED GOVERNANCE

8 BOARD OF DIRECTORS MEETINGS IN 2010
with an attendance rate of 88.2%

DIVERSIFICATION OF THE BOARD COMPOSITION
Co-opting of a second woman Director

STAGGERED RENEWAL
of Director mandates
300,000 SHAREHOLDERS

SHAREHOLDERS’ AGREEMENT

- GDF SUEZ 35.4%
- GBL 7.1%
- CDC 2%
- AREVA 1.4%
- CNP 1.3%
- SOFINA 0.8%

INSTITUTIONAL INVESTORS

- Diversified base

EMPLOYEES

- Development of employee shareholding

INDIVIDUALS

- Regularly consulted

INSTITUTIONAL INVESTORS

- 44%

EMPLOYEES

- 1%

INDIVIDUALS

- 7%

48% Offering stability
HIGHLIGHTS AND BUSINESS ACTIVITY

Jean-Louis Chaussade
Chief Executive Officer
CONTENTS

WOMEN and MEN 
at the heart of the company

BALANCED and RESPONSIBLE strategy

Strong GROWTH 
in businesses and results in 2010

OBJECTIVES and DIVIDEND POLICY 
of growth for 2011-2013
WOMEN and MEN
at the heart of the company
WOMEN AND MEN OF THE GROUP

80,000 EMPLOYEES of more than 70 nationalities
- 5,900 employees hired externally on permanent contracts in 2010
- Sharp rise in the percentage of female employees

HEALTH and SAFETY objectives: a priority for the businesses
- Management compensation criterion

Four key VALUES
- High standards, Commitment, Boldness, Cohesion

4 principles of action backed by an ETHICS CHARTER
- Inviolable respect of laws and regulations, culture of integrity, loyalty and honesty, respect for others
EQUAL OPPORTUNITIES, SOCIAL DEVELOPMENT, COMMITMENT

Launch of the 1st global SOCIAL DEVELOPMENT programme and creation of a dedicated department

- Reduce inequalities
- Meet the challenges of performance, of better understanding of clients, of employee satisfaction

5 PRIORITIES FOR DEVELOPMENT

- EMPLOYMENT access and INTEGRATION
- Recruitment and careers for WOMEN
- Recruitment and support for people with DISABILITIES
- Employment and careers for SENIORS
- Employee ENGAGEMENT and QUALITY of life at work

2012 OBJECTIVE:
20% WOMEN in the Group
30% WOMEN MANAGERS in France
A BALANCED and RESPONSIBLE strategy
A LONG-TERM STRATEGY OF SUSTAINABLE GROWTH

BALANCED INDUSTRIAL GROWTH
- Competitive advantages: innovation, green offer
- Value creation through full cycle management of water and waste
- Positive market drivers: solid medium-term outlook

STRATEGIC POSITIONING IN FAST-GROWING MARKETS
- Southern Europe notably in water
- Development of waste valorization activities
- Ambitious and selective international development

Medium term BALANCE
~
50% Water / 50% Waste
1/3 France
1/3 Other Europe
1/3 International
INNOVATION AND ENVIRONMENTAL PERFORMANCE

WASTE VALORIZATION
- PET ("Bottle-to-bottle"),
  plastic-to-fuel production

GREEN ENERGY PRODUCTION
AND REDUCED CARBON FOOTPRINT
- Degrés Bleu©, biogas

WATER RESOURCES PRESERVATION
- Monitoring of bathing water quality,
  automatic meter readings, leak detection
  and insurance, re-use

Creation of an INVESTMENT FUND
in innovative technologies
CORPORATE SOCIAL RESPONSIBILITY
A STRENGTHENED COMMITMENT IN 2010

Extrafinancial performance recognized by the market
- Inclusion in the FTSE4Good Index in March 2011
- Presence in the DOW JONES Sustainability World and Europe, ASPI Eurozone and Ethibel Sustainability Excellence Europe indices

Water access for all: mobilisation in Haiti
- Participation in the rehabilitation of Port-au-Prince and profits forfeited to the ENDOWMENT FUND

2010: International year of biodiversity
- « ZONES LIBELLULE(1) » in water
- « SENTIERS DE LA BIODIVERSITÉ » in waste

(1) Biological liberty and combating emerging pollutants
Strong **GROWTH**

in businesses and results

in 2010
ALL OBJECTIVES ACHIEVED

Revenue growth ≥ 7% at constant forex vs. 2009  
+10.9% ✓

EBITDA growth ≥ 9% at constant forex vs. 2009  
+10.5% ✓

2010 net investments ≤ €1.9bn  
€1,647m ✓

Free cash flow ≥ €0.7bn  
€852m ✓

GROWTH, PROFITABILITY
CASH GENERATION

EPS: €1.15 per share, +40%

Continuing INVESTMENTS SELECTIVITY

NET FINANCIAL DEBT/EBITDA ratio: 3.2x
Successful friendly takeover and integration of AGBAR
- Leader in Spain and Chile
- Growth opportunities on the Spanish water market
- Growth prospects in Latin America

Consolidated positions in France
- Acquisition of 8 former joint water companies
- New contracts win: Strasbourg, Nîmes, Saint Dizier

<table>
<thead>
<tr>
<th>In €m</th>
<th>2010</th>
<th>Δ* 10/09</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue</td>
<td>4,248</td>
<td>+6.3%</td>
</tr>
<tr>
<td>EBITDA</td>
<td>1,035</td>
<td>+18.1%</td>
</tr>
<tr>
<td># employees</td>
<td>24,400</td>
<td></td>
</tr>
</tbody>
</table>

* Change at constant forex

CONSOLIDATED POSITION on attractive markets
WATER EUROPE NEW SERVICES OFFERS

For PROFESSIONALS
- Monitoring of network yields and consumptions
- Comprehensive management of water expenses
- Multiple fluids multiple sites, property performance advisory services

For LOCAL AUTHORITIES
- Monitoring of bathing water quality
- Sludge to energy
- Remote services

For INDIVIDUALS
- Monitoring of consumption
- Leak detection and insurance

SUSTAINED BUSINESS DEVELOPMENT with innovative solutions for controlled resource management
PRICES and VOLUMES increase
- Waste treated volumes up +1% compared to 2009
- Strong growth of sorting and recycling activities, with secondary raw material prices increase

Profitability improvement
- Smart positioning and investments
- Cost structure optimization
- Increased asset utilization

MORE VALORIZATION IN WASTE IN 2010

<table>
<thead>
<tr>
<th>In €m</th>
<th>2010</th>
<th>Δ* 10/09</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue</td>
<td>5,863</td>
<td>+9.3%</td>
</tr>
<tr>
<td>EBITDA</td>
<td>839</td>
<td>+4.4%</td>
</tr>
<tr>
<td># employees</td>
<td>35,100</td>
<td></td>
</tr>
</tbody>
</table>

* Change at constant forex
Confirmed trend toward more WASTE VALORIZATION
- Material recovery driven by secondary raw material prices
- Energy recovery (refuse derived fuel, methanization…) sustained by renewable energy demand

SUEZ ENVIRONNEMENT well positioned in valorization
- Investments in new assets for energy valorization
  - Alternative fuel production
  - New state-of-the-art EfW plants
- Large scope of recycling activities
- Unique waste management platform

MORE OPPORTUNITIES IN VALORIZATION and a unique positioning
INTERNATIONAL
AN AMBITIOUS AND SELECTIVE STRATEGY

Attractive solutions
- Competitive offers
- Economic models adapted
to client requirements

In rapid growth areas
- Major infrastructure projects, demand
  for expertise and service management
- Growing needs for waste treatment solutions

For a long-term profitable growth
- Around existing positions
- With solid local partners
- While securing return on investments

REINFORCEMENT
OF INTERNATIONAL POSITIONS:
27% OF GROUP REVENUE

<table>
<thead>
<tr>
<th>In €m</th>
<th>2010</th>
<th>Δ* 10/09</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue</td>
<td>3,743</td>
<td>+18.6%</td>
</tr>
<tr>
<td>EBITDA</td>
<td>558</td>
<td>+10.3%</td>
</tr>
</tbody>
</table>

* employees 19,400

* Change at constant forex
INTERNATIONAL HIGH-GROWTH MARKETS

AUSTRALIA
- Developing tailor made solutions
- Participative contracts
- Melbourne PPP

CHINA
- Joint ventures with clients
- Long-term partnership with New World
- Water and Waste combined solutions: Shanghai chemical industrial park

LATIN AMERICA
- Respond to industrial market
- Oil and gas: Petrobras (Brazil)

AFRICA-MIDDLE EAST
- Management contracts
- Offer added value services, know-how
- Jeddah and Algiers
OBJECTIVES OF PROFITABLE GROWTH AND STABLE DEBT RATIO FOR 2011-2013

Continued growth objectives for 2011-2013
- Average revenue growth $\geq 5\%$ at constant forex
- Average EBITDA growth $\geq 7\%$ at constant forex excluding AGBAR acquisition additional scope effect in 2011

Net debt/EBITDA ratio maintained at around 3x
- As soon as end of 2011

Dividend policy
- €0.65/share related to 2010 results
- Growth of about 5%/year in DPS\(^{(2)}\) for the next 3 years
- Long-term payout objective > 60%

2011-2013 Dividend per share
+5%/year

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\(^{(1)}\) In a context of progressive macroeconomic recovery and unchanged accounting norms
\(^{(2)}\) Dividend Per Share
BE THE ENVIRONMENTAL PERFORMANCE LEADER

2010: A YEAR OF STRONG GROWTH
Solid performance and major strategic deals

BALANCED STRATEGY OF SUSTAINABLE GROWTH
Industrial growth and strong social commitment

ATTRACTIVE MEDIUM-TERM OUTLOOK
Growth and improved profitability objectives
Clear and attractive dividend growth policy
FINANCIAL PERFORMANCE
Jean-Marc Boursier
Chief Financial Officer
A YEAR OF SUSTAINED GROWTH IN THE 3 DIVISIONS

In €m

- International: 2,969 (2009) 3,743 (2010) +18.6%

(1) HQ & R+I Alliance
INCREASING CONTRIBUTION OF FASTER GROWING MARKETS

TOTAL GROWTH BY GEOGRAPHY

- Europe: +6%
- North America: +10%
- South America: +102%
- Africa: +13%
- Middle East: +13%
- Asia: +21%
- Oceania: +109%
- Asia: +21%
- Africa: +13%
- Middle East: +13%
- Oceania: +109%

INCREASING CONTRIBUTION OF INTERNATIONAL

<table>
<thead>
<tr>
<th>Year</th>
<th>Europe</th>
<th>US</th>
<th>Australia</th>
<th>RoW(1)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2008</td>
<td>80%</td>
<td>5%</td>
<td>3%</td>
<td>12%</td>
</tr>
<tr>
<td>2009</td>
<td>78%</td>
<td>6%</td>
<td>3%</td>
<td>13%</td>
</tr>
<tr>
<td>2010</td>
<td>73%</td>
<td>6%</td>
<td>6%</td>
<td>15%</td>
</tr>
</tbody>
</table>

(1) Rest of the World
CONTINUOUS IMPROVEMENT IN EARNING BEFORE INTEREST AND TAXES

In €m

Water Europe
- 2,060
- 866
- +18.1%

Waste Europe
- 798
- +4.4%

International
- 468
- +10.5%

Others (1)
- (71)
- (21)

2009
- Forex effect
- Water Europe
- Waste Europe
- International

2010
- Others (93)
- 2,339
- 1,035
- 839
- 558

16.8% EBITDA margin(2)

16.9% EBITDA margin(2)

(1) HQ & R+I Alliance
(2) Earning before interest and tax over revenue
FROM PROFITABILITY TO NET INCOME
EPS OF €1.15

<table>
<thead>
<tr>
<th>In €m</th>
<th>2009</th>
<th>2010</th>
<th>△ 10/09</th>
</tr>
</thead>
<tbody>
<tr>
<td>EBITDA</td>
<td>2,060</td>
<td>2,339</td>
<td>+13.6%</td>
</tr>
<tr>
<td>Amortization and provisions</td>
<td>(851)</td>
<td>(1,027)</td>
<td>+20.7%</td>
</tr>
<tr>
<td>Others</td>
<td>(283)</td>
<td>(288)</td>
<td>+1.8%</td>
</tr>
<tr>
<td>CURRENT OPERATING INCOME</td>
<td>926</td>
<td>1,025</td>
<td>+10.7%</td>
</tr>
<tr>
<td>Capital gains on disposals, restructuring, impairment, etc.</td>
<td>(59)</td>
<td>196</td>
<td>-</td>
</tr>
<tr>
<td>INCOME FROM OPERATING ACTIVITIES</td>
<td>867</td>
<td>1,221</td>
<td>+40.9%</td>
</tr>
<tr>
<td>Financial result</td>
<td>(260)</td>
<td>(414)</td>
<td>+59.1%</td>
</tr>
<tr>
<td>Associates</td>
<td>38</td>
<td>31</td>
<td>-18.4%</td>
</tr>
<tr>
<td>Income tax</td>
<td>(129)</td>
<td>(119)</td>
<td>-7.6%</td>
</tr>
<tr>
<td>Minority interest</td>
<td>(113)</td>
<td>(155)</td>
<td>+37.6%</td>
</tr>
<tr>
<td>NET INCOME GROUP SHARE</td>
<td>403</td>
<td>565</td>
<td>+40.1%</td>
</tr>
<tr>
<td>Adjusted EPS(^{(1)})</td>
<td>0.82</td>
<td>1.15</td>
<td>+40.2%</td>
</tr>
</tbody>
</table>

\(^{(1)}\) Adjusted EPS = (Net income Group share - hybrid coupon net of taxes) / total number of shares excluding treasury stock
STRONG FREE CASH FLOW GENERATION

EBITDA  Concession expenses and others  Operating cash flow  Maintenance capex  Change in WCR  Tax expense  Net financial expense  Free Cash Flow

-362  1,977  -689  +269  -356  -349  852

In €m
CONTINUOUS IMPROVEMENT
IN 2008 - 2010

FREE CASH FLOW

2008

594

+20%

2009

710

+20%

2010

852

In €m

2008-2010*

+20%/year

* 2009 free cash flow of €891m. Excluding 2009 non-recurrent items: €710m

excluding non-rec. items
INVESTMENTS SELECTIVITY

SITA waste collection truck

Waste MBT$^{(1)}$ Germany

STEP$^{(2)}$ France

Water plant - US

EfW$^{(4)}$ - Netherlands

PFI$^{(3)}$ - UK

(1) Mechanical and Biological Treatment
(2) Waste water treatment plant
(3) Project Finance Initiative
(4) Energy from Waste
STABLE NET FINANCIAL DEBT AND ACQUISITION OF AGBAR

**Net debt 31/12/2009**

- Free Cash Flow
- Other net development investments
- Dividends paid
- Hybrid issuance
- Forex and others

**Net debt 31/12/2010**

- AGBAR transaction

**Net debt/EBITDA**

3.22x
2011 OBJECTIVES\(^{(1)}\)

**Operational objectives**
- Revenue growth ≥ 5% at constant forex
- EBITDA growth ≥ 10%\(^{(2)}\) at constant forex
- Net Result group share > €425m
- 2011 free cash flow ≥ 2010 free cash flow

**Net debt/EBITDA of around 3x at year-end**
- Maintained selectivity on investments

**Dividend:** €0.65 per share related to 2010\(^{(3)}\) results

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(1) In a context of progressive macroeconomic recovery and unchanged accounting norms
(2) Including AGBAR additional acquisition perimeter effect in 2011
(3) Subject to 19 May 2011 Annual General Meeting approval
STRONG PERFORMANCE GROWTH IN Q1 2011

Revenue at €3.5bn up across all divisions: +13.5%\(^{(1)}\)
- Significant improvement in the international division and waste valorization activities

EBITDA at €592m up +25.6%\(^{(1)}\)
- EBITDA/Revenue margin at 16.8%

Solid financial situation
- STABLE net debt at €7.6bn
- Net debt/EBITDA\(^{(2)}\) ratio at 3.06x
- A3 Rating by Moody's, outlook raised to STABLE

\(^{(1)}\) At constant forex  \(^{(2)}\) EBITDA over a rolling 12-month period

“Further improvement in Q1 2011 following a very strong 2010”

IN LINE WITH 2011 OBJECTIVES
STOCK MARKET OUTPERFORMANCE
+10% SINCE IPO

PERFORMANCE SINCE 22 JULY 2008*
(base 100 at 22/07/2008)

* at 12 May 2011
A SOLID, GROWING COMPANY
BENEFITS OF A BALANCED STRATEGY

Strong GROWTH and SOLID RESULTS
in 2010

Continuing IMPROVEMENT IN PROFITABILITY
in 2011

POSITIVE outlook and GROWTH OBJECTIVES
for 2011 and in the medium term
A FEW WORDS FROM THE CHAIRMAN OF THE AUDIT COMMITTEE

Ezra SULEIMAN
Independent Director

AUDIT COMMITTEE
5 members of which 3 Independent Directors
7 meeting in 2010
2010 attendance rate: 85.7%
A FEW WORDS FROM THE CHAIRMAN OF THE APPOINTMENTS AND COMPENSATION COMMITTEE

Lorenz d’ESTE
Independent Director

APPOINTMENTS AND COMPENSATION COMMITTEE
3 members of which 2 Independent Directors
5 meetings in 2010
2010 attendance rate: 93.3%
APPOINTMENTS AND COMPENSATION COMMITTEE
COMPENSATION OF THE CHIEF EXECUTIVE OFFICER, CORPORATE OFFICER

STABILITY OF COMPENSATION SINCE 2009
- Gross fixed compensation of €750,000 in 2009 and 2010
- Performance-based variable compensation subject to strict criteria:
  - Based on EBITDA, FCF, net debt, net result, Group strategy and management, health and safety
  - Accounts for 66% of gross fixed compensation if all targets reached
  - 2010 amount: €810,105

2011 COMPENSATION
- Gross fixed compensation unchanged: €750,000
- Strict criteria and structure of performance-based compensation maintained:
  - Based on EBITDA, FCF, ROCE, net result, Group strategy and management, health and safety
  - Variable compensation: 66% of gross fixed compensation if all targets reached
STOCK OPTIONS

- Stock option plans waived in 2009
- Twofold performance condition on 100% of 2010 allocation
  - Necessity to outperform the CAC 40 and Eurostoxx Utilities average over the 2010-2014 period, achievement of cumulative 2010-2013 net income target
  - 120,300 stock options valued at €335,637

2010 PERFORMANCE SHARES

- Twofold performance condition on 100% of 2010 SUEZ ENVIRONNEMENT allocation
  - Same conditions as the stock options’
  - 24,060 valued at €182,856
- Twofold performance condition on January 2010 GDF SUEZ allocation
  - Necessity to outperform the stock market and a 2011 EBITDA objective
  - 9,660 performance shares valued at €179,193
APPOINTMENTS AND COMPENSATION COMMITTEE
INCREASE EMPLOYEE SHAREHOLDING

INCREASE AND BUILD EMPLOYEE SHAREHOLDING AND LOYALTY

INCLUDE ALL TEAMS IN THE COLLECTIVE SUCCESS AND PERFORMANCES OF SUEZ ENVIRONNEMENT

EMPLOYEE SHARE OWNERSHIP PLANS

- Global bonus share allocation plan of June 2009
  - Delivery of 30 shares to 35,000 French employees in June 2011
- Launch of an employee share ownership plan scheduled for autumn 2011
Guillaume PEPY  
Independent Director  
ETHICS AND SUSTAINABLE DEVELOPMENT COMMITTEE  
3 members of which 2 Independent Directors  
3 meeting in 2010  
2010 attendance rate: 100%
CONFIRMATION OF STRATEGY

Gérard MESTRALLET
CHAIRMAN OF THE STRATEGIC COMMITTEE
8 members of which 2 Independent Directors
3 meeting in 2010
2010 attendance rate: 79.2%
STATUTORY AUDITORS' REPORT
COMMUNICATION WITH SHAREHOLDERS
VOTE ON RESOLUTIONS
HOW TO USE THE HANDHELD VOTING DEVICES

SMART CARD

1. The device will not work unless your smart card is properly inserted.

TO VOTE

2. Just press the button corresponding to your choice:

1 = FOR
2 = AGAINST
3 = ABSTAIN

MESSAGE AT THE BOTTOM OF THE SCREEN:

- "ACQUITTÉ" (accepted): Your vote has been taken into account
- "VOTÉ" (recorded): Voting is closed and your vote has been permanently recorded
FIRST RESOLUTION

Approval of the financial statements for fiscal year ending December 31, 2010
SECOND RESOLUTION

Approval of the consolidated financial statements for fiscal year ending December 31, 2010
THIRD RESOLUTION

Allocation of net income for fiscal year ending December 31, 2010, i.e. EUR 452 million, in addition to retained earnings of EUR 40 million and setting of the dividend

- Detachment of a 0.65 euro by share dividend on May 24, 2011
- Option for share-based dividend payment (resolution 4)
- Dividend to be paid out on June 27, 2011 (if resolution 4 is adopted)
FOURTH RESOLUTION

Option for share-based dividend payment

- Option to be exercised between 24 May and 14 June, 2011 included
- New shares issued at a price equal to 90% of the average Company share price listed over the 20 trading sessions preceding the present General Meeting, less the net amount of the dividend
- New shares entitlement on January 1, 2011.
- Option to be exercised on the full dividend to which one is entitled for the shares one owns
- Dividend to be paid out on June 27, 2011
FIFTH RESOLUTION

Approval of the continuation of the regulated agreements and commitments mentioned in the Statutory Auditors’ Special Report

- Approval of a new agreement related to the renewal of the financing agreement with GDF SUEZ for an amount of €350 million replacing the previous one that expired on December 31, 2010

- Approval of the continuation of the regulated agreements and commitments agreed and previously approved by the 2008, 2009 and 2010 AGM
SIXTH RESOLUTION

Ratification of the transfer of the registered office

Tour CB 21
16 place de l’Iris, 92040 PARIS La Défense
SEVENTH RESOLUTION

Ratification of Mrs. Pénélope CHALMERS cooptation as Director for a term of 3 years, replacing Mr. Dirk BEEUWSAERT
EIGHTH RESOLUTION

Appointment of Mrs. Valérie BERNIS as Director for a term of 4 years
NINTH RESOLUTION

Appointment of Mr. Nicolas BAZIRE as Director for a term of 4 years
TENTH RESOLUTION

Appointment of Mr. Jean-François CIRELLI as Director for a term of 4 years
ELEVENTH RESOLUTION

Appointment of Mr. Lorenz d’ESTE as Director for a term of 4 years
Appointment of Mr. Gérard LAMARCHE as Director for a term of 4 years
THIRTEENTH RESOLUTION

Appointment of Mr. Olivier PIROTTE as Director for a term of 4 years
FOURTEENTH RESOLUTION

Authorization to be granted to the Board of Directors to trade in the company’s shares
- Term of validity: 18 months
- Maximum purchase price: EUR 25
- Maximum holding: 10% of the capital
- Maximum purchase: 10% of the capital
Authorization to be granted to the Board of Directors to reduce the share capital by canceling treasury stocks

- Term of validity: 18 months
- Within the limit of 10% of the capital per 24-months period
Authorization to be granted to the Board of Directors to increase the share capital, in favor of classes of specific beneficiaries of international employee shareholding and savings plans

- Term of validity: 18 months
- Maximum authorized amount: 3 millions of shares - €12 million of nominal value
- Cumulated nominal amount for shares issuance: €392 million (agreed by May 20, 2010 AGM)
SEVENTEENTH RESOLUTION

Powers to carry out formalities