



INFORMATION ON MR BERTRAND DUMAZY'S ELEMENTS OF COMPENSATION

*Published following the recommendation of the AFEP-MEDEF Code
and Articles L 225-42-1 et R 225-34-1 of the Commercial Code*

During its meetings dated 20 December 2017 and 19 February 2018, the Board of Directors decided, upon the recommendation of the Nomination and Remuneration Committee and in the framework of the renewal of Mr Bertrand Dumazy's mandate as Director, to review the remuneration of the Chief Executive Officer.

Consequently, the remuneration components of the Chief Executive Officer are summed up as follows:

- A gross fixed annual compensation of € 825,000 (the « Fixed Pay »);
- A bonus ranging from 0% to 120% of the Fixed Pay subject to quantitative and qualitative targets which are detailed in the Registration Document. The bonus may be increased to a maximum of 180% of the Fixed Pay if certain targets are outperformed.
- A long term incentive plan corresponding to the annual bonus share allocation plan reserved for some employees and executive directors of the Group comprising bonus shares that can be allocated subject to the performance conditions and the monetary counter-value whereof will correspond for Mr Bertrand Dumazy to 109% of the Fixed pay and target bonus.
- A termination benefit may be paid to Mr Bertrand Dumazy in the event he is forced to stand down for whatever reason. No termination benefits will be payable if, within twelve months of his departure, Mr Bertrand Dumazy becomes eligible for the basic State pension and, consequently, for pension benefits under the Company's supplementary pension plan. The benefits payable will not exceed the equivalent of two years' total gross annual compensation as Chairman and Chief Executive Officer, defined as the sum of:
 - the fixed portion of annual compensation as Chairman and Chief Executive Officer on the date of termination; and
 - the average of the variable portion of annual compensation as Chairman and Chief Executive Officer paid in the last ended two years during which he served as Chairman and Chief Executive Officer, prior to the date of termination.

Payment of the termination benefits is contingent on the achievement of certain serious, challenging performance criteria detailed page 138 of the 2017 Registration Document.

In addition, if Mr Bertrand Dumazy is forced to stand down as Chairman and Chief Executive Officer and the bonus taken into account for calculating his termination benefits is due in respect of a year during which he was not in office for the full twelve months, the termination benefits will be based on two times the amount of the bonus paid in the year prior to the year in which he was forced to stand down as Chairman and Chief Executive Officer.

- Mr Bertrand Dumazy is covered under an insurance plan set up with Association GSC entitling him to unemployment benefits equal to 70% of his contractual income for a period of up to 24 months.
- Mr Bertrand Dumazy is covered by the death/disability and health insurance plan set up for employees, which has been extended to include the Executive Director.
- Mr Bertrand Dumazy participates to the Group supplementary pension plans in the same manner as all participants to this plan. This plan is comprised of a defined contribution plan (« Article 83 ») and a defined benefit plan (« Article 39 »):
 - Under the Article 83 the Company pays an annual contribution representing up to 5% of height times the annual ceiling for calculating Social Security contributions;
 - Under the Article 39, Mr Bertrand Dumazy shall be entitled to receive each year an annuity subject (i) to end his career with the Group, (ii) to participate in the plan for at least 5 years and (iii) in accordance with the provisions of Article L.225-42-1, to achieve a part of the targets set to determine the Chairman and Chief Executive Officer's bonus.