

CONDITIONS D'UTILISATION DU FORMULAIRE

<p>(1) GENERAL NOTES</p> <p>Il s'agit du formulaire unique prévu par l'article R 225-76 du Code de Commerce. Quelle que soit l'option choisie, le signataire est prie d'inscrire très exactement, dans la zone réservée à cet effet, ses nom (en majuscules), prénom usuel et adresse. Si ces indications figurent déjà sur le formulaire, le signataire doit les vérifier et, éventuellement, les rectifier. Pour les personnes morales, le signataire doit renseigner ses nom, prénom et qualité. Si le signataire n'est pas l'administrateur (exemple : administrateur légal, tuteur, etc.) il doit mentionner ses nom, prénom et la qualité en laquelle il signe le formulaire de vote.</p> <p>Le formulaire adressé pour une assemblée vaut pour les assemblées successives convoquées avec le même ordre du jour (article R 225-77 alinéas 3 du Code de Commerce).</p> <p>Le texte des résolutions figure dans le dossier de convocation joint au présent formulaire (article R 225-81 du Code de Commerce). Ne pas utiliser à la fois « Je vote par correspondance » et « Je donne pouvoir » (Article R 225-81 Code de Commerce). La version française de ce document fait foi.</p> <p>(2) VOTE PAR CORRESPONDANCE</p> <p>Article L.225-107 du Code de Commerce (extraits) :</p> <p>«Tout actionnaire peut voter par correspondance, au moyen d'un formulaire dont les mentions sont fixées par décret en Conseil d'Etat. Les dispositions contraires des statuts sont réputées non écrites.</p> <p>Pour le calcul du quorum, il n'est tenu compte que des formulaires qui ont été reçus par la société avant la réunion de l'assemblée, dans des conditions de délais fixés par décret en Conseil d'Etat.</p> <p>Les formulaires ne comportent aucun sens de vote ou expriment une abstention sont considérés comme des votes négatifs.»</p> <p>➔ Si vous désirez voter par correspondance, vous devez obligatoirement notifier le cas « Je vote par correspondance » au verso.</p> <p>Dans ce cas, il vous est demandé :</p> <ul style="list-style-type: none"> • Pour les projets de résolutions proposés ou agréés par l'Organe de Direction : - soit de voter "oui" pour l'ensemble des résolutions en ne notifiant aucune case, - soit de voter "non" ou de vous "abstenir" (ce qui équivaut à voter "non") sur certaines ou sur toutes les résolutions en notifiant individuellement les cases correspondantes. • Pour les projets de résolutions non agréés par l'Organe de Direction, de voter résolution par résolution en notifiant la case correspondant à votre choix. <p>En outre, pour le cas où des amendements aux résolutions présentées ou des résolutions nouvelles seraient déposées lors de l'assemblée, vous est demandé d'opter entre 3 solutions (pouvoir au Président de l'assemblée générale, abstention ou pouvoir à personne désignée), en notifiant la case correspondant à votre choix.</p> <p>Sites informations contenues sur ce formulaire sont utilisées pour un fichier nominatif informatisé, elles sont soumise aux prescriptions de la loi n° 78-17 du 6 Janvier 1978 modifiée, en ce qui concerne notamment le droit d'accès et de rectification pouvant être exercé par l'intéressé auprès de son teneur de compte.</p>	<p>(3) POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE</p> <p>Article L.225-106 du Code de Commerce (extraits) :</p> <p>«Pour toute procuration d'un actionnaire sans indication de mandataire, le président de l'assemblée générale émet un vote favorable à l'adoption du projet de résolutions présentés ou agréés par le conseil d'administration ou le directeur, selon le cas, et d'un vote défavorable à l'adoption de tous les autres projets de résolution. Pour émettre tout autre vote, l'actionnaire doit faire choix d'un mandataire qui accepte de voter dans le sens indiqué par le mandant.»</p> <p>(4) POUVOIR A UNE PERSONNE DÉSIGNÉE</p> <p>Article L.225-106 du Code de Commerce (extraits) :</p> <p>1° - Un actionnaire peut se faire représenter par un autre actionnaire, par son conjoint ou par le partenaire avec lequel il a conclu un pacte civil de solidarité.</p> <p>Il peut en outre se faire représenter par toute autre personne physique ou morale de son choix :</p> <p>1° Lorsque les actions de la société sont admises aux négociations sur un marché réglementé ;</p> <p>2° Lorsque les actions de la société sont admises aux négociations sur un système multilatéral de négociation soumis aux dispositions du II de l'article L.433-9 du code monétaire et financier dans les conditions prévues par le règlement général de l'Autorité des marchés financiers, figurant sur une liste arrêtée par l'autorité dans des conditions fixées par son règlement général, et quel que soit le statut de l'actionnaire.</p> <p>II - Le mandat ainsi que, le cas échéant, sa révocation sont écrits et communiqués à la société. Les conditions d'application du présent alinéa sont précisées par décret en Conseil d'Etat.</p> <p>III - Avant chaque réunion de l'assemblée générale des actionnaires mentionnée à l'article L.225-102 afin de leur permettre de désigner un ou plusieurs mandataires pour les représenter à l'assemblée générale conformément aux dispositions du présent article.</p> <p>Cette consultation est obligatoire lorsque, les statuts ayant été modifiés en application de l'article L.225-23 ou de l'article L.225-71, l'assemblée ordinaire doit nommer au conseil d'administration ou au conseil de surveillance, selon le cas, un ou des salariés actionnaires ou membres des comités de surveillance des fonds communs de placement d'entreprises détenus par des actions de la société. Cette consultation est également obligatoire lorsque l'assemblée générale extraordinaire doit se prononcer sur une modification des statuts en application de l'article L.225-23 ou de l'article L.225-71. Les clauses contraires aux dispositions des alinéas précédents sont réputées non écrites.»</p> <p>Article L.225-106-1 du Code de Commerce</p> <p>«Lorsque, dans le cas prévu aux troisième et quatrième alinéas du I de l'article L.225-106, l'actionnaire se fait représenter par une personne autre que son conjoint ou le partenaire avec lequel il a conclu un pacte civil de</p>	<p>(1) GENERAL INFORMATION</p> <p>This is the sole form pursuant to article R 225-76 du Code de Commerce. Whichever option is used, the signatory should write his/her exact name and address in capital letters in the space provided e.g. a legal guardian. If this information is already supplied, please verify and correct if necessary.</p> <p>If the signatory is a legal entity, the signatory should indicate his/her full name and the capacity in which he is entitled to sign on the legal entity's behalf. If the signatory is not the shareholder (e.g. a legal guardian), please specify your full name and the capacity in which you are signing the proxy. The form sent for one meeting will be valid for all meetings subsequently convened with the same agenda (Article R 225-77 alinéas 3 du Code de Commerce).</p> <p>The text of the resolutions is in the notification of the meeting which is sent with this proxy (Article R 225-81 du Code de Commerce). Please do not use both "I vote by post" and "I hereby appoint" (Article R 225-81 du Code de Commerce). The French version of this document governs. The English translation is for convenience only.</p> <p>(2) POSTAL VOTING FORM</p> <p>Article L.225-107 du Code de Commerce :</p> <p>1. A shareholder can vote by post by using a postal voting form determined by Council d'Etat decree. Any other methods are deemed to be invalid.</p> <p>Only the forms received by the Company before the Meeting, within the time limit and conditions determined by Council d'Etat decree, are valid to calculate the quorum.</p> <p>The forms giving no voting direction or indicating abstention are deemed to vote "no".</p> <p>➔ If you wish to use the postal voting form, you have to shade the box on the front of the document : "I vote by post". In such event, please comply with the following instructions :</p> <p>In this case, please comply with the following instructions:</p> <ul style="list-style-type: none"> • For the resolutions proposed or agreed by the Board, you can : - either vote "yes" for all the resolutions by leaving the boxes blank, - or vote "no" or "abstention" (which is equivalent to vote "no") by shading boxes of your choice. <p>• For the resolutions not agreed by the Board, you can vote resolution by resolution by shading the appropriate boxes.</p> <p>In case of amendments or new resolutions during the shareholder meeting, you are requested to choose between three possibilities (proxy to the chairman of the general meeting, abstention, or proxy to a mentioned person (individual or legal entity)) by shading the appropriate box.</p> <p>If any information included in this form is used for a computer file, it is protected by the provisions of Law No 78-17 of January 6, 1978 modified especially about rights of access and alteration that can be exercised by interested parties nearby their custodian.</p>
<p>(3) PROXY TO THE CHAIRMAN OF THE GENERAL MEETING</p> <p>Article L.225-106 du Code de Commerce (extraits) :</p> <p>«In the case of any power of representation given by a shareholder without naming a proxy, the chairman of the general meeting shall issue a vote in favor of adopting a clear resolutions submitted or approved by the Board of Directors or the Management Board, as the case may be, and a vote against adopting any other clear resolutions. To issue any other vote, the shareholder must appoint a proxy who agrees to vote in the manner indicated by his principal.»</p> <p>(4) PROXY TO A MENTIONED PERSON (INDIVIDUAL OR LEGAL ENTITY)</p> <p>Article L.225-106 du Code de Commerce (extraits) :</p> <p>1° - A shareholder may be represented by another shareholder, by his or her spouse, or by his or her partner who he or she has entered into a civil union with.</p> <p>He or she can also be represented by an individual or legal entity of his or her choice :</p> <p>1° When the shares are admitted to trading on a regulated market ;</p> <p>2° When the shares are admitted to trading on a multilateral trading facility, which is subject to the provisions of paragraph II of section L.433-9 of the monetary and financial code as provided by the general regulation of the Autorité des marchés financiers (French Financial Markets Regulatory Authority), included on a list issued by the AMF subject to the conditions provided by its general regulation, and stated in the company memorandum and articles of association.</p> <p>II - The proxy as well as its dismissal, as the case may be, must be written and made known to the company. A Council d'Etat decree specifies the implementation of the present paragraph.</p> <p>III - Before every general meeting, the chairman of the board of directors or the management board, as the case may be, may organise a consultation with the shareholders mentioned in Article L.225-102 to enable them to appoint one or more proxies to represent them at the meeting in accordance with the provisions of this Article.</p> <p>Such a consultation shall be obligatory where, following the amendment of the memorandum and articles of association pursuant to Article L.225-23 or Article L.225-71, the ordinary general meeting is required to appoint to the board of directors or the supervisory board, as the case may be, one or more shareholder employees or members of the supervisory board of the company, investment funds that holds company's shares. 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Any clauses that conflict with the provisions of the preceding sub-paragraphs shall be deemed non-existent.</p> <p>Article L.225-106-1 du Code de Commerce</p> <p>«When, in the events envisaged by the third and fourth paragraphs of the article L.225-106 I, the shareholder is represented by a person other than his or her spouse or his or her partner, who he or she has entered into a</p>	<p>(3) PROXY TO THE CHAIRMAN OF THE GENERAL MEETING</p> <p>Article L.225-106 du Code de Commerce (extraits) :</p> <p>«In the case of any power of representation given by a shareholder without naming a proxy, the chairman of the general meeting shall issue a vote in favor of adopting a clear resolutions submitted or approved by the Board of Directors or the Management Board, as the case may be, and a vote against adopting any other clear resolutions. 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