



BOURBON

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a société anonyme [an incorporated joint-stock company under French law]

with an authorized capital of 47,360,582 euros

Registered office : 33 rue du Louvre, 75002 Paris

Listed in the Paris Register of Companies under n° 310 879 499

AGENDA OF THE EXTRAORDINARY GENERAL MEETING 20th May 2014

- ▶ Authorization to be given to the Board of Directors to cancel the shares repurchased by the Company pursuant to Article L. 225-209 of the Commercial Code, duration of authorization, ceiling.
- ▶ Delegation of authority to the Board of Directors to increase the share capital by incorporation of reserves, profits and/or premiums, duration of the delegation, nominal maximum value of the capital increase, outcome of fractional shares.
- ▶ Delegation of authority to be given to the Board of Directors to issue ordinary shares and/or marketable securities giving access to the capital (of the company or of a group company) and/ or conferring entitlement to the allocation of debt instruments with preferential subscription rights, duration of the delegation, nominal maximum value of the capital increase, option to offer unsubscribed securities to the public.
- ▶ Delegation of authority to be given to the Board of Directors to issue ordinary shares and/or marketable securities giving access to the capital (of the company or of a group company) and/or conferring entitlement to the allocation of debt instruments with removal of preferential subscription rights, via an offer referred to in II of Article L. 411-2 of the French Monetary and Financial Code, duration of the delegation, nominal maximum value of the capital increase, issue price, ability to limit to the value of the subscriptions or distribute unsubscribed securities.
- ▶ Authorization, in case of issue with elimination of the shareholders' pre-emptive subscription right, to set, within the limit of 10% of share capital per year, the issue price under the terms determined by the meeting.
- ▶ Authorization to increase the amount of issues in the case of excess requests.
- ▶ Delegation to be given to the Board of Directors to increase the share capital, up to 10% to compensate contributions in kind of capital securities or marketable securities giving access to the capital, duration of the delegation.
- ▶ Authorization to be given to the Board of Directors in order to give stock options to employees and/or certain corporate officers of the company or associated companies, waiver by shareholders of their preferential subscription rights, duration of the authorization, ceiling, exercise price, maximum duration of the option.
- ▶ Authorization to be given to the Board of Directors in order to give bonus shares (existing and/or to be issued) to employees and/or certain corporate officers of the company or associated companies, waiver by shareholders of their preferential subscription rights, duration of the authorization, ceiling, duration of acquisition periods, mainly in the event of invalidity and holding.
- ▶ Delegation of authorization to the Board of Directors to issue share subscription warrants, share subscription and/or purchase warrants (BSAANE) and/or redeemable share subscription and/or purchase warrants for new and/or existing shares (BSAAR) with

elimination of the pre-emptive subscription right in favor of a defined class of persons, maximum nominal amount of the capital increase, duration of the delegation, exercise price.

▶ Delegation of authority to the Board of Directors to increase the capital by issuing shares with elimination of pre-emptive subscription rights for participants in a company savings plan pursuant to Articles L. 3332-18 et seq. of the French Labor Code, duration of the delegation, maximum nominal amount of the capital increase, issue price, option to allocate bonus shares pursuant to Article L. 3332-21 of the French Labor Code.

▶ Overall limitation of ceilings on capital increases envisaged by the delegations shown in the nineteenth, twentieth, twenty-first, twenty-fourth and twenty-eighth resolutions of this Meeting.

▶ Powers to perform formalities.

