



An incorporated joint stock company [*société anonyme*] under French law
with an authorised 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

HOW TO PARTICIPATE IN THE ANNUAL GENERAL MEETING

Notwithstanding any provisions to the contrary in the articles of association, all shareholders may take part in this meeting, irrespective of the number of shares they hold.

Entitlement to participate in the general meetings of companies is justified by registration of shares, in the name of the shareholder or of the intermediary registered on his behalf, as prescribed by article L.228-1 of the French Commercial Code, at least two working days prior to the meeting, *i.e.* by 00.00 hours, Paris time, on **19th May 2015**, either in the registered share accounts kept by the company or in the bearer share accounts kept by the accredited intermediary.

Registration or entry of shares in the bearer share accounts kept by the accredited intermediary must be evidenced by a certificate of shareholder capacity (*'certificat de participation'*) issued by the latter, by electronic transmission if need be, as provided for under article R.225-61 of the French Commercial Code. This certificate must be appended to the postal voting form or the proxy form or to the application for an admittance card made out in the name of the shareholder or on behalf of the shareholder represented by the accredited intermediary.

A certificate must also be issued, by his financial intermediary, to any shareholder, wishing to be physically present at the meeting, who has not received his admittance card by 00.00 hours, Paris time, two working days prior to the meeting.

Shareholders who cannot or do not wish to attend the meeting in person may choose one of the three following means of participation :

1. they may send a proxy form to the company, without naming a proxy ;
2. they may appoint as proxy any natural or artificial person of their choice, as provided for under article L.225-106 I of the French Commercial Code. Thus the shareholder may send CACEIS Corporate Trust a proxy form, completed and signed, indicating his own full name and address together with those of his chosen proxy. Proxies may be revoked with the same procedure as for appointment.
3. they may vote by post.

As provided for under article R.225-79 of the French Commercial Code, notification of the appointment or revocation of a proxy may also be given by electronic transmission, as indicated below :

- for registered shareholders : either (i) by sending an e-mail bearing an electronic signature, obtained through some reliable identification process guaranteeing the shareholder's connection with the proxy voting form, to the following electronic address : mandataires@bourbon-online.com, indicating the full name of the proxy appointed or revoked, together with the shareholder's full name, address and (for those directly registered) his CACEIS Corporate Trust identifier as shown on the upper left of his share account statement or (for those registered through an intermediary) his identifier from the financial intermediary, or (ii) by logging onto the website dedicated to the voting for the meeting, using an identification code and a password ;
- for bearer shareholders : either (i) by sending an e-mail bearing an electronic signature, obtained through some reliable identification process guaranteeing the shareholder's connection with the proxy voting form, to the following electronic address : mandataires@bourbon-online.com, indicating the shareholder's full name, address and complete bank references, and then requesting the financial intermediary managing his share account to send a written confirmation (by surface mail) to CACEIS Corporate Trust, Service Assemblées Générales Centralisées, 14 rue Rouget de Lisle, 92862 Issy-les-Moulineaux cedex 9, France (or by fax to 01 49 08 05 82), or (ii) by logging onto the website dedicated to the voting for the meeting, using an identification code and a password ;

Only those notifications of appointment or revocation of proxies, duly signed, completed and received at least three days prior to the date of the general meeting or within the time-limits defined by article R.225-80 of the French Commercial Code can be accepted. It should also be noted that the above-mentioned electronic address can only be used for notifications of appointment or revocation of proxies; no other requests, or notifications on other subjects, can be accepted.



Any shareholder having sent a postal vote or proxy form, or having requested an admission card or a certificate of shareholder capacity, may nevertheless transfer all or any of his shares at any time. If the transfer takes place at least two working days prior to the meeting, *i.e.* before 00.00 hours, Paris time, 19th May 2015, the company will cancel or accordingly amend, as the case may be, the postal vote, the proxy form, the admission card or the certificate of shareholder capacity. For this purpose, the accredited intermediary holding the account notifies the company or its agent of the transfer and forwards the necessary details.

Proxy forms and postal voting forms are sent automatically to shareholders with directly registered accounts or accounts managed by post.

As required by French legislation, all the documents which must be communicated to this general meeting will be held at the shareholders' disposal, within and for the legal time-limits, at BOURBON's registered offices and posted on the Company's website (<http://www.bourbonoffshore.com>) or sent upon request addressed by standard mail to CACEIS Corporate Trust.

As regards bearer shareholders, proxy forms and postal voting forms will be sent to them upon request, made by recorded-delivery mail with acknowledgement of receipt, to CACEIS Corporate Trust - Service Assemblées Générales Centralisées - 14 rue Rouget de Lisle - 92862 Issy-les-Moulineaux cedex 9, at least six days prior to the date of the meeting.

To be counted, the postal voting form, duly completed and signed, must be received by CACEIS Corporate Trust (Service Assemblées Générales Centralisées - 14 rue Rouget de Lisle - 92862 Issy-les-Moulineaux cedex 9, France) at least three days prior to the scheduled date of the meeting.

Once the shareholder has cast his vote by post, sent a proxy form or requested his admission card or a certificate of shareholder capacity, he can no longer choose another form of participation in the meeting unless this is provided for in the articles of association.

As provided for under articles L.225-108 and R.225-84 of the French Commercial Code, shareholders may pose the Company written questions. These questions must be sent to the registered office of BOURBON, by recorded-delivery letter with acknowledgement of receipt, at least four working days prior to the date of the meeting, accompanied by proof of share registration.

Requests from shareholders, meeting legal conditions, to enter questions or draft resolutions on the agenda must be sent to the registered office of the Company, by recorded-delivery letter with acknowledgement of receipt, and received at least twenty-five days prior to the date of the meeting. These requests must be accompanied by proof of share registration indicating that the shareholder owns or represents a sufficient portion of the share capital, as defined in article R.225-71 of the French Commercial Code. A list of questions added to the agenda and the text of draft resolutions will be published on the Company's internet site, www.bourbonoffshore.com, as prescribed in article R.225-73-1 of the French Commercial Code. Requests for inclusion of draft resolutions must be accompanied by the text of the draft resolution(s) in question, together with a brief explanation of the reasons prompting this request.

It should also be noted that, for the general meeting to consider resolutions moved or additions to the agenda, the mover must submit, in the same manner as indicated above, renewed proof of share registration by 00.00 hours, Paris time, two working days prior to the meeting.

Subject to subsequent amendments to the agenda, in the light of requests, received from shareholders, for questions or draft resolutions to be included, this should be considered official notice to attend the meeting.

THE BOARD OF DIRECTORS

Do please note: The above English text is a translation from the French version, provided for the convenience of non-French readers. Only the original French text is considered binding and Bourbon expressly disclaims all liability for any inaccuracies in the translation.