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Valeo Annual General Meeting of Shareholders : supplementary information concerning certain resolutions

Paris, France, 20 May 2010 – In advance of its Ordinary and Extraordinary Annual General Meeting of Shareholders, to be held on June 3, 2010 at 2.30pm, Valeo would like to draw the attention of shareholders to the following points concerning some of the resolutions that will be submitted for their approval:

1 – The Chairman of the Board, Pascal Colombani, has written a letter to shareholders which is available on the Valeo website (<http://www.valeo.com>) in order to draw the shareholders' attention to the importance of the 15th and 16th resolutions presented to the Annual Shareholders' Meeting, which would respectively authorize the Board to attribute stock purchase options and free shares to employees and corporate officers. This letter outlines the purpose of the resolutions and the performance criteria which would be used to determine all or some of the attribution in function of the category of beneficiaries.

2- In addition to this letter, and taking into account the reaction of certain shareholders, the Group has decided that should resolutions 15 and 16 be approved by the Annual Shareholders Meeting, 100% of the share purchase options and the free shares that would be granted not only to the Chief Executive Officer but also to members of the Operational Committee and the Liaison Committee would be subject to the same performance criteria.

3- Concerning the 12th resolution related to the approval of the Statutory Auditors Report concerning related party agreements, the Group would like to clarify that agreements previously submitted to the approval of shareholders and which remained in force during 2009 were included in the report for information purposes only in accordance with the Commercial Code. The purpose of the 12th resolution is to approve new agreements only entered into during 2009 and that have not previously been submitted to the approval of shareholders (excluding the agreements with Jacques Aschenbroich which are the subject of the 11th resolution).

Valeo is an independent industrial Group fully focused on the design, production and sale of components, integrated systems and modules for the automotive industry, mainly for CO₂ emissions reduction. Valeo ranks among the world's top automotive suppliers. The Group has 118 plants, 21 Research centers, 40 Development centers, 10 distribution platforms and employs 55,100 people in 27 countries worldwide.

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For more information about the Valeo Group and its activities, please visit our web site www.valeo.com