

Information relating to the variable compensation of the Chief Executive Officer determined at the Board of Directors' meeting of February 21, 2013

After consultation with the Appointment, Compensation and Governance Committee, the Board of Directors, at its meeting of February 21, 2013, determined the variable compensation of the Chief Executive Officer for 2012 and established the criteria for the Chief Executive Officer's variable compensation for 2013.

1. Decisions of the Board of Directors relating to the variable compensation of the Chief Executive Officer for 2012

a. Summary of the decisions taken at the Board of Directors' meeting of February 21, 2012

Acting on the recommendation of the Appointment, Compensation and Governance Committee, the Board of Directors decided at its meeting of February 21, 2012 that the variable compensation to be paid to Jacques Aschenbroich for 2012 would depend on:

- quantitative criteria, including: (i) operating margin, (ii) operating cash flow, (iii) net income, (iv) ROCE and (v) orders booked by the Group;
- qualitative criteria, including: (i) quality of financial communications, (ii) strategic vision and (iii) risk management.

The amount of variable compensation as a percentage of the basic fixed compensation would range from 0% to 15% for each quantitative criterion.

For the qualitative criteria, quality of the financial communication and risk management were each attributed a value of 0% to 10%, and strategic vision was attributed a value of 0% to 25% of fixed compensation.

Variable compensation for 2012 was capped at 120% of his fixed compensation.

b. Decisions taken at the Board of Directors' meeting of February 21, 2013 relating to the variable compensation of the Chief Executive Officer for 2012

At its meeting on February 21, 2013, the Board of Directors, acting on the recommendation of the Appointment, Compensation and Governance Committee, noted that the achievement rates for quantitative and qualitative criteria for 2012 represented 41,8% and 44,2%, respectively, bringing the amount of variable compensation to be paid to Jacques Aschenbroich to 86% of the fixed compensation he received, i.e., 774,000 euros (compared with 747,292 euros in 2011).

2. Decisions taken at the Board of Directors' meeting of February 21, 2013 relating to the variable compensation of the Chief Executive Officer for 2013

At the same meeting on February 21, 2013, the Board of Directors decided, acting on the recommendation of the Appointment, Compensation and Governance Committee, that the variable compensation to be paid to Jacques Aschenbroich for 2013 would depend on:

- quantitative criteria, including: (i) operating margin, (ii) operating cash flow, (iii) net income, (iv) ROCE and (v) orders booked by the Group;
- qualitative criteria, including: (i) quality of financial communications, (ii) strategic vision and (iii) risk management.

The amount of variable compensation as a percentage of the fixed compensation would range from 0% to 17% for each quantitative criterion.



For the qualitative criteria, the amount of variable compensation as a percentage of the fixed compensation would range from 0% to 10% for financial communication and from 0% to 20% for strategic vision and risk management.

Variable compensation for 2013 was capped at 135% of his fixed compensation.