



**Information relating to the variable compensation of the  
Chief Executive Officer determined at the Board of Directors' meeting of February 21, 2012**

After consultation with the Appointment, Compensation and Governance Committee, the Board of Directors, at its meeting of February 21, 2012, determined the variable compensation of the Chief Executive Officer for 2011 and established the criteria for the Chief Executive Officer's variable compensation for 2012.

**1. Decisions of the Board of Directors relating to the variable compensation of the  
Chief Executive Officer for 2011**

*a. Summary of the decisions taken at the Board of Directors' meeting of  
February 24, 2011*

Acting on the recommendation of the Appointment, Compensation and Governance Committee, the Board of Directors decided at its meeting of February 24, 2011 that the variable compensation to be paid to Jacques Aschenbroich for 2011 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 and (ii) strategic vision.

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 was attributed a value of 0% to 10%, and strategic vision was attributed a value of 0% to 35% of fixed compensation.

Variable compensation for 2011 was capped at 120% of his fixed compensation.

*b. Decisions taken at the Board of Directors' meeting of February 21, 2012 relating  
to the variable compensation of the Chief Executive Officer for 2011*

At its meeting on February 21, 2012, 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 2011 represented 68.93% and 74%, respectively, bringing the amount of variable compensation to be paid to Jacques Aschenbroich to 85% of the fixed compensation he received, i.e., 747,292 euros (compared with 1,020,000 euros in 2010).

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

At the same meeting on February 21, 2012, 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 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 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.