

## **ALTAMIR AMBOISE**

A Limited Partnership by shares (Société en Commandite par Actions) with capital of €219,259,626  
Headquarters: 45, avenue Kléber - 75116 Paris  
390 965 895 R.C.S. Paris

### **COMBINED ANNUAL GENERAL MEETING 18 APRIL 2013**

#### **Agenda**

The shareholders of our company are asked to attend a Combined Annual General Meeting which will be held on 18 April 2013 at 10AM at Club Confair, 54 rue Laffitte – 75009 Paris, for the purpose of voting on the following agenda items:

#### **Ordinary items:**

- Approval of the annual accounts for the year ended 31 December 2012,
- Approval of the consolidated accounts for the year ended 31 December 2012,
- Allocation of annual net income and dividend,
- Special auditors' report on the regulated agreements and commitments and approval of those agreements,
- Supervisory Board membership renewal for Sophie JAVARY,
- Supervisory Board membership renewal for Joël SECHE,
- Supervisory Board membership renewal for Jean BESSON,
- Supervisory Board membership renewal for Jean-Hugues LOYEZ,
- Determination of attendance fees allocated to Supervisory Board members,
- Authorization to the Manager for the purpose of repurchasing the company's own shares under the provisions of article L. 225-209 of the Commercial Code, duration of said authorization, purposes, terms and limits;

#### **Extraordinary items:**

- Delegation of authority to the Manager to increase capital via the issuance of shares without preferential subscription rights for the benefit of the participants in a company savings plan under the provisions of article L. 3332-18 of the Labor Code (Code du travail), duration of the delegation of authority, maximum nominal amount of the authorized capital increase, issue price, and the possibility of bonus shares pursuant to Article L. 3332-21 of the Labor Code (Code du travail),
- Change in the company's name – Consequential amendment as stipulated in article 3 of the by-laws,
- Changes to articles 1 and 15 of the by-laws following the name change of the general partner,
- Change to article 10 of the by-laws regarding holders of B shares,
- Powers for the formalities.

## **Drafts of Resolutions** (abridged version)

### **Ordinary items:**

**First resolution** – Approval of annual accounts closed at year-end 2012

**Second resolution** – Approval of the consolidated accounts closed at year-end 2012

**Third resolution** – Allocation of annual net income and determination of the dividend

**Fourth resolution** – Auditors' special report on the regulated agreements and commitments and the approval of said agreements

**Fifth resolution** - Supervisory Board membership renewal for Sophie JAVARY,

**Sixth resolution** - Supervisory Board membership renewal for Joël SECHE,

**Seventh resolution** - Supervisory Board membership renewal for Jean BESSON,

**Eighth resolution** - Supervisory Board membership renewal for Jean-Hugues LOYEZ

**Ninth resolution** – Determination of attendance fees to be allocated to members of the Supervisory Board

**Tenth resolution** – Authorization to the Manager for the purpose of repurchasing the company's own shares under the provisions of article L. 225-209 of the Commercial Code

### **Extraordinary items:**

**Eleventh resolution** - Delegation of authority to the Manager to increase capital via the issuance of shares without preferential subscription rights for the benefit of the participants in a company savings plan under the provisions of article L. 3332-18 of the Labor Code (Code du travail).

**Twelfth resolution** - Change in the company's name – Consequential amendment as stipulated in article 3 of the by-laws

**Thirteenth resolution** – Change to articles 1 to 15 of the by-laws following the name change of the general partner

**Fourteenth resolution** – Change to article 10 of the by-laws regarding holders of B shares

**Fifteenth resolution** – Powers for the formalities