

Boulogne-Billancourt, April 13th, 2016

**Variable portion of the CEO's compensation –
Remuneration of the extra performance of the financial criteria**

It is specified that in the case where all of the criteria are met with respect to the variable annual portion of the Chief Executive Officer, the additional compensation of 30% would be subject to the following additional performance conditions:

- 15% of the additional compensation, if the Average Operating Margin exceeds the budget by 0.75 points,
- 15% of the additional compensation, if the Free Cash Flow exceeds the budget by 33%.

Moreover, the number of shares granted to the CEO in respect of deferred variable compensation is allocated each year on the basis of a coefficient, for three years. This ratio may vary on a scale ranging from 85% to 115%. It corresponds to the degree of achievement of financial criteria of the variable compensation (ROE, operating margin, FCF).

Thus, after three years of performance measurement, the number of shares actually allocated to the CEO in respect of the deferred variable portion can range from 61.4% to 152.1% of the original grant.

Due to the degree of achievement of financial criteria in 2015 (ROE, operating margin, FCF), the ratio which will be applied to the deferred variable portion and converted into shares for 2013 & 2014 is 115%. The final ratio will be reported at the end of the three years period.