

Major holding notification and letter of intent

This document is the annex I to the AMF Instruction 2008-02 on major holding notification and letter of intent

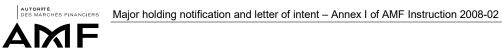
1°) Notification of significant holding(s)					
 Notification made after the deadline [□] Notification made following a change of allocation within a previously-declared position [□] 					
A°) Company in which significant holding(s) have been acquired or disposed of					
Company name:					
Market or trading system: Regulated market (Euronext Paris)	☐ Multilateral Trading Facility ⁱ ⁄ (Euronext Growth)				
Total number of shares in the company ^v :	Multilateral Trading Facility (Edionext Growth)				
Theoretical number of voting rights used to calculate the	notifiable chareholdings vi-				
Theoretical number of voting lights used to calculate the	Tiouliable StateHoldings .				
B°) Name of the shareholder or shareholders acting in concert acquiring or disposing of significant holdings					
☐ Individual shareholding ^{vii} (fill in the boxes below):					
Last name, given name(s) ^{viii} Company name and legal form ^{ix} :					
Address:	Registered office:				
☐ Concert party shareholding ^x (fill in the boxes below):					
Last name, given name(s)	Company name and legal form:				
Address:	Registered office:				
Last name, given name(s)	Company name and legal form:				
Address:	Registered office:				
☐ Declaration by an investment services provider					
Company name and legal form:					
Registered office:					
a- ☐ Threshold(s) breached in connection with an asset management activity conducted separately form all other activities. Specify whether this activity is conducted ^{xi} : ☐ on behalf of fund(s) ☐ on behalf of client(s) ☐ under a discretionary mandate ☐ other:					
b- The investment services provider declares that it is acting independently from the entity that controls it, as stipulated in art. L. 233-9 II of the Commercial Code and arts. 223-12 and 223-12-1 of the General Regulation. Please specify ^{xii} :					



C°) Name of the person controlling the shareholder at the highest level xiii (within the meaning of Article L. 233-3 of the French Commercial Code) or group of shareholders acquiring or disposing of notifiable shareholding(s)						
Name or company name:xiv						
Address of registered office:						
D°) Shareholding threshold(s) breached ×v						
Percentage of capital:	Percentage of voting rights:					
Date on which threshold(s) were breached ^{xvi} : / /	Date on which threshold(s) were breached ^{xvii} : / /					
5%	5%					
E°) Reason for breach of shareholding threshold(s) ^x	viii					
1. Shares and voting rights held by the reporting shares	areholder					
a- Acquisition(s) of shares, please specify:						
off market □, on market □ or as part of a public tender offer □, provide details as necessary ^{xix} :						
b- ☐ Subscription(s) to a capital increase, please specify as necessary ^{xx} :						
c- Attribution(s) or loss of double voting rights						
d- ☐ Gift or inheritance, please specify as necessary:						
e- Passive breach of threshold resulting from an increase or reduction of the number or shares or voting rights, please specify as necessary ^{xxi} :						
f- ☐ Merger, demerger or contribution, please specify ^{xxii} :						
g- ☐ Sale(s) of shares, please specify:						
off market ☐, on market ☐ or contribution to a public tender offer ☐, provide details as necessary ^{xxiii} :						
h- ☐ Other transaction, please specify:						
2. Shares and voting rights assimilated by the reporting shareholder xxiv						
a- ☐ Shares or voting rights held by other persons on behalf of the reporting shareholder. Specify the number of shares:						
b- Shares or voting rights held by companies that are controlled by the reporting shareholder within the meaning of Article L. 233-3 of the French Commercial Code ^{xxv} . Specify the number of shares:						
c- Shares or voting rights held by a third party with whom the reporting shareholder is acting in concert xxvi. Specify the number of shares:						
d- Issued shares and voting rights that the reporting shareholder is entitled to acquire at its sole initiative immediately or in the future under the terms of an agreement or a financial instrument to be settled by way of physical delivery xxvii. Please specify (cf. 1°)						



e- Issued shares and voting rights covered by any agreement or financial instrument which is physically-settled or cash-settled and has an economic effect similar to that of owning said shares xxviii. Please specify (cf. I° and J°)						
f- ☐ Shares to which the reporting shareholder holds a life interest ("usufruit"). Specify the number of shares:						
with regard to the shares of	g- Shares or voting rights owned by a third party with whom a temporary sale agreement has been concluded with regard to the shares or voting rights. Specify the number of shares:					
h- ☐ Shares deposited wi to the shares at its discreti- Specify the number of shares	on in the absence of			voting rights attaching		
specific instructions from the	i- Voting rights that the reporting shareholder may freely exercise by virtue of a proxy in the absence of specific instructions from the shareholders concerned. Specify the number of voting rights:					
F°) Other information (e.	g. trading exemptio	on) ^{xxix}				
G°) Reporting shareholder's voting rights and shares after acquiring or disposing of significant holding(s) xxx :						
	Shares	% of total shares	Voting rights	% of total voting rights		
Total (shares and voting rights possessed and held through assimilation):						
H°) Supplementary Information ^{xxxi}						
a- Securities giving access to shares to be issued and to the voting rights attached thereto ^{xxxii} . Specify the type of security:						
b- Issued shares that the shareholder is entitled to acquire under an agreement or a financial instrument which is physically-settled or cash-settled, if the conditions set in Article L. 233-9 I 4° and 4° bis are not satisfied xxxiii. Specify the type of agreement or financial instrument:						



Number and n of securitie instruments agreemen	s, or	Date of maturity or expiration		Date or period when the shares or voting rights will be or can be acquired		Terms for acquiring the shares or voting rights		Maximum number of shares or voting rights that the holder of the security, agreement or instrument is entitled to	
Assimilated sha	ares and	voting	rights						
Supplementary	Informat	tion							
J°) Character xxxv (cash settl		f the fi	inancial instru	ments and agr	eemen	ts menti	oned in E° 2	e- and in H°	
Number and nature of instruments / agreements	Date maturi expira	ity or	Date or period when the instruments / agreements can be settled or exercised	Exercice price (if applicable)	num sha voting (N) c by instru	dimum liber of lires or lig rights overed lithe ments / lements	Delta (Δ) (specify the source)	Number of assimilated shares and voting rights (N x Δ)	
_	made at	fter the	e deadline ^{xxxvii} g a change of _l	previously-dec	lared in	tentions			



III°) Information for the AMF xxxviii

A°) Contact information of the person responsible for this filing ^{xxxix}						
Given name(s) and last name:						
Tel.:		Fax:				
E-mail: @						
Employer ^{xl} :						
B°) Entity to be invoiced ^{xli}						
Name or company name (and name of per	son concerned	d):				
Billing address:						
Tel.:		Fax:				
	Done at:		Date: / /			
	S	Signature:				
	(Last nam	e, first name and position)				
	CONTACT	'S:				
	les marchés f irection des Er	inanciers - AMF metteurs				

Direction des Emetteurs 17, place de la bourse 75082 PARIS Cedex 02

E-mail: declarationseuil@amf-france.org

Tel.: +00 33 (0)1 5345-6277 Fax: +00 33 (0)1 5345-6268

The personal data collected by means of this form are subject to computer processing for the exclusive use of the AMF in the performance of its duties. Some of this information will be published on the AMF website. In accordance with Act 78-17 of 6 January 1978 on data processing, databases and freedom, the natural persons concerned may exercise their right to access to the data and, as appropriate, their right to have the data corrected, by contacting the Issuers Unit of the AMF.



¹ Under the terms of Article 223-14 of the AMF General Regulation, the notification must be **filed** with the AMF by the close of trading on the market or trading system on the **fourth trading day** following the acquisition or disposal of a significant holding. The notification may be filed online at the following address: declarationseuil@amf-france.org. The issuer must receive the same information by the same deadline (see Article R. 233-1 of the French Commercial Code).

- ⁱⁱ Tick this box only if the filing is made after the deadline of four trading days stipulated in Article 223-14 of the AMF General Regulation for notification of significant holdings. Entities required to provide notification should see the provisions of Article L. 233-14 of the French Commercial Code to learn about the consequences of missing the notification deadline.
- Tick this box if the filing is made pursuant to article 223-11-1 I of the AMF General Regulation which provides that shares and voting rights covered by financial instruments or agreements that have already been notified according to article L. 233-9 I 4° and 4° bis of the French Commercial Code, shall be notified again when their holder has acquired the underlying shares and voting rights and such acquisition results in the total number of shares and voting rights reaching or exceeding the thresholds of article L. 233-7 of said Code.
- iv In accordance with Article L. 233-7 of the French Commercial Code, significant holding notification requirements apply to financial instruments traded on a multilateral trading facility (Euronext Growth), as defined in Article 524-1 of the AMF General Regulation, at the request of the facility operator. However, the significant holding notification requirement applies **solely to the 50% and 90% thresholds** in terms of share capital or voting rights.
- ^v Specify the information source: company press release, official gazette (BALO), etc. When the information about the total number of shares is provided or confirmed directly by the issuer to the reporting shareholder, please include any information obtained from the issuer with the notification.
- vi Indicate the source and exact date of the data. Companies listed on a regulated market are required to publish the total number of voting rights under the terms and conditions stipulated by Article L. 233-8 II of the French Commercial Code and by Articles 221-1-2° f, 221-3 et seq., 223-11 and 223-16 of the AMF General Regulation. In this respect, the number of voting rights to be included in the denominator is determined on the basis of shares with voting rights, including shares with suspended voting rights, as stipulated in Article 223-11 I (2) of the AMF General Regulation.
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 m vii}$ See Article L. 233-7 V 2° of the Commercial Code with regard to the entity required to report the threshold(s) within a group.
- viii Fill in this section if the shareholder is a natural person.
- ix Fill in this section if the shareholder is a legal person.
- ^x Give the last names and given names of all natural persons and the company names or all legal persons acting in concert with the reporting shareholder within the meaning of Article L. 233-10 and Article L. 233-10-1 of the French Commercial Code.
- xi Specify the framework within which the reporting shareholder is making the declaration on behalf of a third party, and list the third parties concerned.
- xii Where the declaration required by Articles 223-12 and 223-12-1 of the General Regulation has been made and sent to the AMF, specify the date of the declaration.
- xiii Or at the relevant level of the control chain.
- xiv If the shareholder is part of a **group**, provide an organisation chart explaining the structure of the group where possible. In a **concert** party, specify the controlling shareholder of each party member.
- ^{xv} The notification requirement set out in Article L. 233-7 I and II of the French Commercial Code and Article 223-11 of the AMF General Regulation applies to significant holdings calculated as a proportion of share capital and those calculated as a proportion of voting rights.

Furthermore, Article L. 233-9 of the French Commercial Code and Article 223-11 of the AMF General Regulation stipulate the cases where shares and voting rights are to be assimilated with the shares and voting rights held by the person subject to the notification requirement set out in Article L. 233-7 I and II of the French Commercial Code and Article 223-11 of the AMF General Regulation. When determining whether a threshold is breached, a shareholder must take into account (i) the shares and voting rights he possesses and (ii) the shares and voting rights he is to assimilate. Please specify in E°) whether the shareholding threshold(s) is (are) breached under the terms of Article L. 233-7 of the French Commercial Code and/or under the assimilation provided for in Articles L. 233-7 and L. 233-9 I of the French Commercial Code and Article 233-11 of the AMF General Regulation.

- xvi DD/MM/YYYY
- xvii DD/MM/YYYY
- xviii Possible reasons include: acquisition or disposal of shares on or off a regulated market, attribution of shares with double voting rights, passive breaching of a threshold resulting from a change in the total number of voting rights, participation in a capital increase, a merger or demerger or a public tender offer...
- xix Where available, please mention the reference of the prospectus or memorandum registered with the AMF or any legal notice. Please specify whether the transaction was carried out for the purposes of trading portfolio management.
- xx Where available, please mention the reference of the prospectus or memorandum registered with the AMF or any legal notice.
- xxi Where available, please mention the reference of the prospectus or memorandum registered with the AMF or any legal notice.



- xxii Where available, please mention the reference of the prospectus or memorandum registered with the AMF or any legal notice.
- xxiii Where available, please mention the reference of the prospectus or memorandum registered with the AMF or any legal notice. Please specify whether the transaction was carried out for the purposes of trading portfolio management.
- xxiv Please specify whether the shareholding threshold was breached under the terms of Article L. 233-7 I of the French Commercial Code and/or because of assimilation for the purposes of Article L. 233-9 of the French Commercial Code (threshold breached through assimilation). In the case of assimilation, please specify the reasons for assimilation, along with the number of shares and voting rights that may be obtained through assimilation. Please note that Article 223-11 I of the AMF General Regulation provides that assimilation applies, even when the shareholder concerned does not hold any shares in the issuer concerned.
- xxv Holding, acquiring or losing control of a company that owns shares directly in the company traded on a regulated market or a trading system.
- xxvi In the case of notification of an action in concert, if the agreement between the parties is covered by a written agreement, enclose the relevant document. If the agreement has already been published, specify the reference of the publication.
- xxviii Article 223-11 II of the AMF General Regulation stipulates that the reporting shareholder shall specify the maximum number of issued shares that the reporting shareholder is entitled to acquire at its sole initiative, immediately or in the future under the terms of an agreement or a financial instrument, without set-off against the number of shares that the shareholder is entitled to sell under the terms of another agreement or financial instrument. This category includes bonds exchangeable or redeemable for shares, forward contracts, call options that can be exercised immediately or in the future, regardless of the level of the share price relative to the option strike price, and barrier options provided that the barrier has been activated.

Article 223-14 IV of the AMF General Regulation stipulates that the reporting shareholder shall provide the following information for each type of physically-settled financial instrument or agreement entitling the holder to acquire shares at its sole initiative:

- a- The expiry or maturity date of the instrument or agreement;
- b- Where applicable, the date or period at which the shares or voting rights will or can be acquired;
- c- The name of the issuer of the shares concerned;
- d- The main characteristics of the instrument or agreement, in particular :
 - The conditions in which the instrument or agreement carries the right to acquire shares or voting rights;
 - The maximum number of shares to which the instrument or the agreement carries the right, or which the holder or beneficiary can acquire, without set-off against the number of shares that this person is entitled to sell pursuant to another financial instrument or another agreement.

Article 223-11-1 I of the AMF General Regulation provides that shares and voting rights covered by financial instruments or agreements that have already been notified according to article L. 233-9 I 4° and 4° bis of the French Commercial Code, shall be notified again when their holder has acquired the underlying shares and voting rights and such acquisition results in the total number of shares and voting rights reaching or exceeding the thresholds of article L. 233-7 of said Code.

Article 223-11 III of the AMF General Regulation stipulates that the reporting shareholder shall specify the maximum number of issued shares covered by an agreement or a financial instrument, having an economic effect for said person that is equivalent to owning said shares and which confer a right to a physical settlement or a cash settlement

This is the case for:

- 1° Bonds that are exchangeable or redeemable in shares;
- 2° Futures and forward contracts;
- 3° Options, whether exercisable immediately or at the end of a maturity period, and regardless of the level of the share price relative to the option strike price;
- 4° Warrants;
- 5° Repurchase agreements;
- 6° Rights to recall lent shares;
- 7° Contracts for differences;
- 8° Swaps:
- 9° Any financial instruments referenced to a basket of shares or an index. The number of shares or voting rights to be taken into account by the reporting person shall be calculated on the basis of the weight of the share in the basket of shares or index where any of the following conditions apply:
 - The shares held through financial instruments referenced to the basket or index represent 1% or more of the voting rights attached to shares of that issuer;
 - The shares in the basket or index represent 20% or more of the value of the securities in the basket or index.



Where a financial instrument is referenced to a series of baskets of shares or indices, the voting rights held through the individual baskets of shares or indices shall not be accumulated for the purpose of the thresholds set out in paragraph 1.

The number of shares to which an exclusively cash-settled financial instrument or agreement carries the right, shall be calculated on a delta-adjusted basis by multiplying the notional amount of underlying shares and voting rights by the delta of the instrument.

The delta shall be calculated using a generally accepted standard pricing model. A generally accepted standard pricing model shall be a model that is generally used in the finance industry for that financial instrument and that is sufficiently robust to take into account the elements that are relevant to the valuation of the instrument. The elements that are relevant to the valuation shall include at least all of the following:

- Interest rate:
- Dividend payments;
- Time to maturity;
- Volatility;
- Price of underlying share.

When determining delta the holder of the financial instrument shall ensure all of the following:

- That the model used covers the complexity and risk of each financial instrument;
- That the same model is used in a consistent manner for the calculation of the number of voting rights of a given financial instrument.

Information technology systems used to carry out the calculation of delta shall ensure consistent, accurate and the deadline stipulated in Article 223-14 of the AMF General Regulation for the notification of significant holdings.

The number of shares and voting rights shall be calculated daily, taking into account the last closing price of the underlying share.

There shall be no set-off with any short position held by the reporting person as a result of another agreement or financial instrument.

Article 223-11-1 I of the AMF General Regulation provides that shares and voting rights covered by financial instruments or agreements that have already been notified according to article L. 233-9 I 4° and 4° bis of the French Commercial Code, shall be notified again when their holder has acquired the underlying shares and voting rights and such acquisition results in the total number of shares and voting rights reaching or exceeding the thresholds of article L. 233-7 of said Code.

xxix Trading exemption applies when an investment service provider holds within its trading book less than 5% of the share capital **or** voting rights of the issuer, in which case such holding is to be declared as nil (hence a nil detention in table G°); in such case therefore, only holdings held outside of the trading book are to be detailed (in table G°) in the present form (cf. article 223-13 I, 2° of the AMF General Regulation). For complex transactions and/or when there are several reasons for breaching shareholding thresholds, please explain the transaction and its context.

xxx If the shareholding is held directly and indirectly, or indirectly, please provide details about the holdings of each of the subsidiaries or companies in the same group, starting with the entity that is placed highest in the structure.

In a concert party, provide details about the shareholdings of each of the members of the concert party and also give the address or registered office of each member in a note at the end of the table.

Where applicable, please specify the number of securities acquired through a temporary sale of shares.

If the notification is filed after the deadline, please specify the shareholding on the date when the shareholding threshold was breached and on the date when the notification was eventually filed.

threshold was breached. They are merely mentioned as supplementary information when giving notification of a significant holding (Article L. 233-7 I subparagraph 3 of the French Commercial Code and Article 223-14 III of the AMF General Regulation).

xxxiii Securities, other than warrants and various options, entitling the holder to the allocation of newly-issued securities, by means of an exchange, redemption, presentation of warrant or any other means, at any time or on a specific date. This category includes convertible bonds, bonds redeemable in shares, bonds with equity warrants, equity warrants and bonds that can be converted or redeemed with new or existing shares (OCEANE).

xxxiii In accordance with Article 223-14 III 2° of the AMF General Regulation. This section concerns, for example, barrier options provided that the barrier has not been reached yet.

xxxiv For the purposes of Article 223-14 IV of the AMF General Regulation, the reporting shareholder shall provide the following information for each type of physically-settled instrument or agreement:

- 1°) The expiry or maturity date of the instrument or agreement;
- 2°) Where applicable, the date or the period at which the shares or voting rights will or can be acquired;
- 3°) The name of the issuer of the shares concerned;
- 4°) The principal characteristics of the instrument or agreement, in particular:
 - The conditions in which the instrument or agreement carries the right to acquire shares;



The maximum number of shares and voting rights to which the instrument or the agreement carries the right or which the holder or beneficiary can acquire, without set-off against the number of shares that this person is entitled to sell pursuant to another financial instrument or another agreement.

xxxv For the purposes of Article 223-14 V of the AMF General Regulation, the reporting shareholder shall provide the information required by Article 223-14 IV for each type of physically-settled financial instrument or agreement entitling the holder to acquire shares and the description of each cash-settled financial instrument or agreement giving the following information:

- a- The expiry or maturity date of the instrument or agreement;
- b- The name of the issuer of the shares concerned;
- d- The main characteristics of the instrument or agreement, in particular :
 - The maximum number of shares which the instrument or the agreement is referenced, indexed or related to, without set-off against the number of shares on which the reporting shareholder holds a short position pursuant to another cash-settled financial instrument or agreement;
 - The delta of the instrument or agreement used to calculate the number of shares and voting rights aggregated by the reporting shareholder.

xxxvi If, for the purposes of Article L. 233-7 VII of the French Commercial Code, the notification of significant holdings requires a statement of intent for the next six months (when shareholdings exceed 10%, 15%, 20% or 25% of share capital or voting rights), the company concerned and the AMF should receive a statement of intent before the close of trading on the **fifth trading day** after the breach of the relevant shareholding threshold.

If the statement of intent required is not appended to this form, the reporting shareholder must so specify and provide the statement of intent under the terms and conditions set out above.

For the purposes of Article L. 233-7 VII of the French Commercial Code and Article 223-17 of the AMF General Regulation, this statement must specify:

- The methods of financing the acquisition and the arrangements thereof: the reporting shareholder shall indicate in particular whether the acquisition has been financed with equity or debt, the main features of that debt and, where applicable, the main guarantees given or received by the reporting shareholder. The reporting shareholder shall also indicate what proportion of its holding, if any, it obtained through securities loans.
- If the acquirer is acting alone or in concert;
- Whether the acquirer plans to cease or continue its purchases;
- Whether the acquirer intends to take control of the company;
- The strategy it intends to pursue in relation to the issuer;
- The operations for carrying out that strategy, including:
 - (a) Any plans for a merger, reorganisation, liquidation or substantial partial transfer of the assets of the issuer or any other entity it controls within the meaning of Article L. 233-3 of the French Commercial Code;
 - (b) Any plans to modify the business of the issuer;
 - (c) Any plans to modify the memorandum and articles of association of the issuer;
 - (d) Any plans to delist a category of the issuer's financial securities;
 - (e) Any plans to issue the issuer's financial securities.
 - And, more generally, any measure that may have an impact on the issuer's strategy.
- The acquirer's intentions concerning the settlement or exercise of the agreements and financial instruments referred to in article L. 233-9 I 4° and 4° bis of the French Commercial Code, providing he is part of such agreements or holds such financial instruments;
- Any agreement on a securities financing transaction involving the shares and/or voting rights of the issuer;
- Whether the acquirer intends to request its appointment or the appointment of one or more persons as a director at the executive board or supervisory board.

Please remember that if the intent changes during the six months following the filing of this statement, a new statement must be filed with the issuer and the AMF immediately and made public under the same terms and conditions. The new statement of intent shall cover a further six-month period.

Special case:

For the purposes of Article 223-17 II of the AMF General Regulation, any shareholder providing portfolio management services for third parties as a regular business is exempted from providing all the information stipulated above, if the following conditions are met:

- 1° The shareholder has breached the thresholds of 10% and/or 15% of the issuer's share capital or voting rights, in the normal course of business:
- 2° The shareholder declares that it does not intend to take control of the company or to request its appointment or the appointment of one or more persons as a director on the executive board or supervisory board.
- 3° The shareholder carries on its portfolio management activity independently of any other business.

In this case, the statement of intent may take the following form:



"The acquisition of shares in Company X by Company Y took place in the normal course of the latter's business as a portfolio management company. It was carried out with no intention of implementing a particular strategy with regard to Company X and with no intention of exerting specific influence over the management of the company. Company Y is not acting in concert with a third party and does not intend to gain control of Company X or request a seat or seats on the Board of Directors, the Executive Board or the Supervisory Board for itself and other persons.

xxxvii Tick this box only if the time limit of five trading days has already expired. See the provisions of Article L. 233-14 of the French Commercial Code.

xxxviii This information is not published by the AMF.

- xxxix Give the name of a person whom the AMF staff may contact if necessary when processing the information contained in this form.
- $^{\mbox{\tiny xl}}$ Give the company name and address.
- xii The fee is 750 euros (not subject to VAT) for the purposes of articles L. 621-5-3 I 1° and D. 621-27 1° of the monetary and financial code. The same applies to the statement of intent.