



Solutions pour les Nouvelles Technologies

DRAFT RESOLUTIONS SUBMITTED TO A VOTE OF THE ORDINARY GENERAL MEETING TO BE HELD ON 18 MAY 2018 AT 11:00 AM CET

Resolution 1: Presentation of the report of the Board of Directors, the comments of the Supervisory Board on the Board's report, and the Statutory Auditor's report on the annual financial statements for the year ended 31 December 2017.

Having considered the report of the Board of Directors, the comments of the Supervisory Board on the Board's report, and the Statutory Auditor's report on the annual financial statements for the year ended 31 December 2017, the general meeting approved the report of the Board of Directors, the comments of the Supervisory Board on the Board's report, and the Statutory Auditor's report on the annual financial statements for the year ended 31 December 2017.

Resolution 2: Approval of the annual financial statements for the year ended 31 December 2017.

The general meeting approved the annual financial statements for the year ended 31 December 2017 showing a profit of €7,300,179.01.

Resolution 3: Appropriation of profit/(loss)

The general meeting votes to allocate the profit for the 2017 year in the amount of €7,300,179.01 as follows:

- €190,704.09 to the legal reserve, increasing it to €1,233,170.41 from €1,042,466.32, which is equivalent to one-tenth of the current share capital;
- The balance of €7,109,474.92 is allocated to the Retained earnings account.

Updated amounts:

- Legal reserve €1,233,170.41
- Unavailable reserve €35,449.29
- Total retained earnings €22,396,360.76

Resolution 4: Presentation of the consolidated report of the Board of Directors, the comments of the Supervisory Board on the Board's consolidated report, and the Statutory Auditor's report on the consolidated financial statements for the year ended 31 December 2017.

Having considered the consolidated report of the Board of Directors, the comments of the Supervisory Board on the Board's consolidated report, and the Statutory Auditor's report on the consolidated financial statements for the year ended 31 December 2017, the general meeting approved the consolidated report of the Board of Directors, the comments of the Supervisory Board on the Board's consolidated report, and the Statutory Auditor's report on the consolidated financial statements for the year ended 31 December 2017.



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Resolution 5: Approval of the consolidated financial statements for the year ended 31 December 2017.

The general meeting approved the consolidated financial statements for the year ended 31 December 2017.

Resolution 6: Discharge to be granted to members of the Board of Directors, the members of the Supervisory Board and the Statutory Auditor for the performance of their duties during the financial year ended 31 December 2017.

The general meeting decided to grant full and complete discharge to the members of the Board of Directors, the members of the Supervisory Board and the Statutory Auditor for the performance of their duties during the financial year ended 31 December 2017.

Resolution 7: Noting the death of Mr. Emmanuel Journe, a member of the Supervisory Board, and discharge granted for the performance of his duties until 9 November 2017.

The general meeting officially noted the death on 9 November 2017 of Mr. Emmanuel Journe, a member of the Supervisory Board, and granted full discharge for the performance of his duties until 9 November 2017.

Resolution 8: Noting the resignation of OS CONSEIL from the Supervisory Board, and discharge granted for the performance of its duties until 20 December 2017.

The general meeting noted the resignation of OS CONSEIL from the Supervisory Board effective as at 20 December 2017 and granted full discharge for the performance of its duties up to that date.

Resolution 9: Ratification of the appointment of Mr. Jean-Paul Cottet to the Supervisory Board for a term ending at the close of the general meeting called to approve the financial statements for the year ended 31 December 2020.

In accordance with Article 14.2 of the Company's articles of association, the general meeting of shareholders ratified the appointment of Mr. Jean-Paul Cottet, born on 16 June 1954 in Paris (France), residing at 36 rue Miollis, F-75015 Paris, France, to the Supervisory Board for a term ending at the close of the general meeting called to approve the financial statements for the year ended 31 December 2020.

Resolution 10: Ratification of the appointment of Mr. Paul Raguin to the Supervisory Board for a term ending at the close of the general meeting called to approve the financial statements for the year ended 31 December 2020.

In accordance with Article 14.2 of the Company's articles of association, the general meeting of shareholders ratified the appointment of Mr. Paul Raguin, born on 27 February 1941 in Saint-Mars-la-Jaille (France), residing at La Fresnay, F-49123 Le Fresne-sur-Loire, France, to the Supervisory Board for a term ending at the close of the general meeting called to approve the financial statements for the year ended 31 December 2020.

Resolution 11: Appointment of Ms. Laurence Vanhée as a new member of the Supervisory Board for a term ending at the close of the general meeting called to approve the financial statements for the year ended 31 December 2020.



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The general meeting of shareholders appointed Ms. Laurence Vanhée, born on 25 June 1971 in Liège (Belgium), residing at 17 avenue des Fougères, BE-1301 Bierges, Belgium, to the Supervisory Board for a term ending at the close of the general meeting called to approve the financial statements for the year ended 31 December 2020.

Resolution 12: Renewal of the appointment of GRAND THORNTON LUX AUDIT SA as the Statutory Auditors for the period ending at the close of the general meeting called to approve the financial statements for the year ended 31 December 2018,

The general meeting appointed GRAND THORNTON LUX AUDIT SA as the Statutory Auditors for the period ending at the close of the general meeting called to approve the financial statements for the year ended 31 December 2018,