



Solutions pour les Nouvelles Technologies

**EXTRAORDINARY GENERAL MEETING OF OCTOBER 31<sup>st</sup>, 2018 AT 11.30 A.M.**

**POWER OF ATTORNEY**

**Identification of the shareholder:**

Name, surname/Legal name: .....

Residence/Registered office: .....

*Specifically regarding legal persons:*

Name of the register and identification number: .....

Legal representative(s): .....

**Number of shares held:** .....

**I appoint as attorney:**

.....  
**(hereinafter referred to as the "Attorney"),**

To represent me at the extraordinary general meeting to be held in the office of Maître Léonie Grethen, notary resident at 10, avenue Guillaume, L-1650 Luxembourg, on October 31<sup>st</sup>, 2018 at 11.30 a.m., in order to deliberate the following agenda:

**AGENDA OF THE EXTRAORDINARY GENERAL MEETING:**

1. Modification of the nominal value of the shares of the Company from fifty one cents Euro (EUR 0.51) to zero point one thousand two hundred seventy five cents Euro (EUR 0.1275) each and consequential increase of the number of shares from twenty four million one hundred seventy nine thousand eight hundred twelve (24,179,812) shares to ninety six million seven hundred nineteen thousand two hundred forty eight (96,719,248) shares, all allocated to the current and existing shareholders in their proportion to their shareholding into the share capital of the Company.



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2. Consequential modification of article 6.- of the articles of association of the Company to reflect the changes made and which should be read as follows: “The subscribed share capital is set up at twelve million three hundred thirty one thousand seven hundred four Euro and twelve cents (EUR 12,331,704.12). It is divided into ninety six million seven hundred nineteen thousand two hundred forty eight (96,719,248) shares with a nominal value of zero point one thousand two hundred seventy five cents Euro (EUR 0.1275) each.”.
3. Consequential modification of article 7.1. paragraph 6 of the articles of association which should be read as follows: “In addition to the subscribed share capital, the authorized share capital is, during the period as hereinafter provided, eight million five hundred seventeen thousand six hundred twenty two Euro and twenty cents (EUR 8,517,622.20) which will be represented by sixty six million eight hundred four thousand eight hundred eighty (66,804,880) shares with a nominal value of zero point one thousand two hundred seventy five cents Euro (EUR 0.1275) each.”.
4. Overhaul of the articles of association of the Company in accordance with the law on commercial company of August 10<sup>th</sup>, 1915 as amended and particularly by the law of August 10<sup>th</sup>, 2016, without modification neither of the social form nor the purpose of the Company.
5. Insertion of an English version of the articles of association.

The Attorney may in particular:

- Attend any other meeting having the same agenda in the event the first meeting could not validly deliberate.
- Take part to any deliberations and vote, amend or reject on my behalf any decision relating to the agenda.
- For the foregoing purposes, execute and sign any deed, documents, minutes and, generally, fulfill all formalities and requirements.

The Attorney will be validly released from the formalities he/she/it carried out pursuant to the present power of attorney as a result of the holding of the extraordinary general meeting, without the need of a specific written agreement in this regard.

In \_\_\_\_\_, on \_\_\_\_\_.

Signature

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*Any shareholder having the right to attend the extraordinary general meeting may be represented by another shareholder or his/her spouse.*

*Failing the designation of the attorney by the principal, an affirmative vote for the adoption of the draft resolutions submitted to the meeting will be issued on his/her/its behalf.*

*During the extraordinary general meeting, the personal attendance of the shareholder voids any proxy or postal voting.*