



## AGENDA

### Items within the competence of the Ordinary Shareholders' Meeting

- Approval of the Company financial statements and the management report of the Management Board
- Approval of the consolidated financial statements
- Allocation of net income and dividend distribution
- Approval of the related party transactions
- Renewal of the term of office of a member of the Supervisory Board, said term of office having expired
- Ratification of the appointment of a member of the Supervisory Board and renewal of his term of office
- Appointment of a Censeur
- Authorization of share buy-back programme

### Items within the competence of the Extraordinary Shareholders' Meeting

- Delegation to the Management Board of its authority to grant warrants during a tender offer period
- Amendment of articles of association relating to the date of securities holding in order to participate to Shareholders' Meeting
- Amendment of articles of association relating to the Ordinary Shareholders' Meetings powers: cancellation of the Shareholders' Meeting power to authorize issuance of non-convertible debt securities
- Delegation of authority to be given to the Management Board to decide upon a capital increase through the issuance of shares or securities granting access to the share capital reserved for participants in savings plans, with the cancellation of the preferential subscription right in their favor
- Delegation to be given to the Management Board of authority to proceed with capital increases reserved for employees of foreign companies of the Vallourec Group (and to the assimilated beneficiaries) outside of a company savings plan, with the cancellation of the preferential subscription right of the shareholders
- Delegation to be given to the Management Board of authority to proceed with capital increases reserved for credit institutions as part of a transaction reserved for employees, with cancellation of the shareholders' preferential subscription rights
- Delegation of authority to be given to the Management Board to grant existing or newly issued shares free of charge in favor of the Group's employees that are not French residents (and assimilated beneficiaries), or certain of them, as part of the implementation of an offering reserved for employees (and assimilated beneficiaries)
- Delegation to the Management Board of its authority to grant, for free, existing or future shares in favor of the Group's employees and corporate officers or to some of them