



Société anonyme à Directoire et Conseil de Surveillance au capital de 212 006 640 €  
Siège Social, 130 rue de Sully à 92100 Boulogne-Billancourt  
552 142 200 RCS Nanterre  
Siret : 552 142 200 00765 APE 741J

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## INVITATION TO ATTEND Ordinary General Meeting 1 June 2006

Vallourec's shareholders are invited to the salon d'honneur of the Palais Brongniart , 1<sup>st</sup> floor (Entrance opposite 40, rue Notre Dame des Victoires), in Paris (75002), on **Thursday 1 June 2006 at 4:30 p.m.** to attend the **Ordinary General Meeting**, in order to consider the items on the following agenda :

### AGENDA

1. Agreements subject to Article L. 225-86 of the French Code de Commerce,
2. Approval of parent company financial statements and management report of the Management Board,
3. Approval of consolidated financial statements,
4. Allocation of net income and dividend distribution,
5. Ratification of provisional appointment of Mr Heinz-Jörg Fuhrmann to replace Mr Kunibert Martin, who has resigned,
6. to 10. Renewal of the terms of office of the following members of the Supervisory Board:
  - Mr Patrick Boissier,
  - Mr Wolfgang Eging,
  - Mr Heinz Jörg Fuhrmann,
  - Mr Denis Gautier-Sauvagnac,
  - Mr Jean-Paul Parayre
11. & 12. Appointment of new Statutory Auditors,
13. Renewal of the term of office of an Alternative Auditor,
14. Appointment of a new Alternative Auditor,
15. Modification of annual attendance fee budget for members of the Supervisory Board,
16. Authorization of share buy-back programme.

All shareholders, irrespective of the number of shares they hold, have the right to attend this Meeting. Upon application to the Registered Office or to CACEIS Corporate Trust - Service Assemblées - 92862 Issy Les Moulineaux cedex 09, an admission card will be sent to any shareholder wishing to attend.

In accordance with current legislation, shareholders who cannot attend this Meeting will be able either to nominate another shareholder or their spouse as proxy, or to return a proxy form without indicating a representative, or to vote by post.

A form for proxy or postal vote and related attachments will be sent at the Company's expense to holders of registered shares. Forms for proxy and postal vote can be obtained from the Registered Office or to CACEIS Corporate Trust - Service Assemblées - 92862 Issy Les Moulineaux cedex 09, five days before the meeting. To make sure, proxy are taken into account, they should be back to CACEIS Corporate Trust at least three days before the date set for this Meeting.

In order to have the right to attend this Meeting, or to be represented by their spouse or another shareholder, or to use a postal vote, holders of registered shares must have been registered as such with the Company at least three days before the date set for this Meeting. Holders of bearer shares must, at least three days before the date set for this Meeting, lodge their shares in a blocked account with a bank, credit institution, stockbroker authorised to issue a certificate of immobilization. The certificate must, where applicable, be attached to the request for an admission card or to the proxy or postal vote form.

The shareholders can get documents covered by the articles 135 and 258 of the same decree by simple mail addressed to the Registered Office of the company.

## **THE MANAGEMENT BOARD**