



Compensation elements published in accordance with the AFEP-MEDEF Code of Corporate Governance

2018 Variable compensation of Arnaud Poupart-Lafarge as Chief Executive Officer

In accordance with the decision of the Board of Directors on March 16, 2018, the amount of Arnaud Poupart-Lafarge's variable compensation as Chief Executive Officer from January 1, 2018 to July 3, 2018, may vary between 0% and 150% of the 2018 base compensation as Chief Executive Officer and is determined 60% based on the fulfillment of collective objectives and 40% based on the achievement of specific pre-determined individual objectives.

On February 13, 2019, the Board of Directors decided on the amount of Arnaud Poupart-Lafarge's variable compensation as Chief Executive Officer for 2018 as follows:

- as regards the collective portion of the variable compensation, under strict application of the level of achievement of the objectives set for 2018 (30% ROCE, 25%: EBITDA / Sales, 25%: standard sales organic growth and 20% free cash flow),
 - The achievement rate for ROCE is 0%,
 - The achievement rate for EBITDA / Sales is 0%,
 - The achievement rate for standard sales organic growth is 0%,
 - The achievement rate for free cash flow is 0%.

Based on these figures, the Board of Directors noted that the collective portion is nil.

- as regards the portion related to individual objectives, they are specific and predetermined and their achievement was assessed for the period from January 1, 2018, to July 3, 2018. After assessing the extent to which they were achieved, the Board of Directors set them as follows:
 - The achievement rate of the deployment of the strategic plan is 0%. The strategic plan has been deployed during the first semester but has been stopped due to disappointing financial results;
 - The achievement rate of the Company profile improvement regarding CSR is 66.7% of the maximum amount, given the significant improvement of CSR performance with non-financial rating agencies (ISS Oekom, CDP, EcoVadis, Sustainalytics) and recognition obtained for the integrated report under the Integrated Thinking Awards;
 - The achievement rate of the evolution of net income is 0%, the net income evolution being negative in 2018;
 - The achievement rate of sales growth (especially in ISP and Telecom) is 0%, sales growth being very low.

Based on these figures, the Board of Directors decided that the individual portion came at 52,500 euros (relative to a potential maximum amount of 315,000 euros, i.e. 16.7% of such amount).

The total amount of the variable compensation paid to Arnaud Poupart-Lafarge as determined by the Board for 2018 was thus 52,500 euros, being 6.7% of the maximum amount, being specified that the payment of the annual variable compensation due to Arnaud Poupart-Lafarge for 2018 is conditional on its approval by the Annual Ordinary General Shareholders' Meeting of May 15, 2019.