PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution fourteen

Statutory auditors' report on the authorization to allocate, for free, existing shares or shares to be issued ("the performance shares") to employees of Technip and to employees and directors and officers of companies of the group

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Membre de la compagnie
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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution fourteen

Statutory auditors' report on the authorization to allocate, for free, existing shares or shares to be issued ("the performance shares") to employees of Technip and to employees and directors and officers of companies of the group

To the Shareholders,

In our capacity as statutory auditors of your company and in compliance with article L. 225-197-1 of the French commercial code (*Code de commerce*), we hereby report on the proposed to allocate, for free, existing shares or shares to be issued ("the performance shares") to employees of Technip and to employees and directors and officers of companies of the group within the meaning of article L. 225-197-2 of the French commercial code (*Code de commerce*), it being specified that the allocation of performance shares carried out by the board of directors may not exceed 0.5% of the company's share capital as at the date of this shareholders' meeting, an operation upon which you are called to vote.

Your board of directors proposes that, on the basis of its report, it be authorized for a period of twenty-four months to allocate, for free, existing shares or shares to be issued.

It is the responsibility of the board of directors to prepare a report on the proposed operation. Our role is to report on any matters relating to the information regarding the proposed operation.

We have performed those procedures which we considered necessary to comply with professional guidance issued by the French national auditing body (*Compagnie nationale des commissaires aux comptes*) for this type of engagement. These procedures consisted mainly in verifying that the proposed terms described in the board of directors' report comply with the legal provisions governing such operations.

We have no matters to report as to the information provided in the board of directors' report relating to the proposed allocation of existing shares, for free.

Neuilly-sur-Seine and Paris-La Défense, March 8, 2013

The statutory auditors
French original signed by

PricewaterhouseCoopers Audit	ERNST & YOUNG et Autres
Edouard Sattler	Nour-Eddine Zanouda

PricewaterhouseCoopers Audit

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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution fifteen

Statutory auditors' report on the authorization to allocate, for free, existing shares or shares to be issued ("the performance shares") to the corporate officer of Technip and to the group's principal executives

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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution fifteen

Statutory auditors' report on the authorization to allocate, for free, existing shares or shares to be issued ("the performance shares") to the corporate officer of Technip and to the group's principal executives

To the Shareholders,

In our capacity as statutory auditors of your company and in compliance with article L. 225-197-1 of the French commercial code *(Code de commerce)*, we hereby report on the proposed allocation, for free, of existing shares or shares to be issued ("the performance shares") to the chairman of the board of directors and/or the chief executive officer of Technip ("the Company"), the corporate officer of Technip and to the group's principal executives (Excom members and certain group corporate executives), an operation upon which you are called to vote.

This operation proposed to you is subject to the condition precedent to the adoption of the resolution fourteen. The allocation of performance shares carried out by the board of directors pursuant to this authorization shall be applied toward the ceiling of 0.5% of the share capital set up under the resolution fourteen.

Your board of directors proposes that, on the basis of its report, it be authorized for a period of twenty-four months to allocate, for free, existing shares or shares to be issued.

It is the responsibility of the board of directors to prepare a report on the proposed operation. Our role is to report on any matters relating to the information regarding the proposed operation.

We have performed those procedures which we considered necessary to comply with professional guidance issued by the French national auditing body (*Compagnie nationale des commissaires aux comptes*) for this type of engagement. These procedures consisted mainly in verifying that the proposed terms described in the board of directors' report comply with the legal provisions governing such operations.

We have no matters to report as to the information provided in the board of directors' report relating to the proposed allocation of shares, for free.

Neuilly-sur-Seine and Paris-La Défense, March 8, 2013

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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution sixteen

Statutory auditors' report on the authorization for allocation of stock options or share purchase plans reserved for employees of Technip and for employees and directors and officers of the companies of the group

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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution sixteen

Statutory auditors' report on the authorization for allocation of stock options or share purchase plans reserved for employees of Technip and for employees and directors and officers of the companies of the group

To the Shareholders,

In our capacity as statutory auditors of your company and in compliance with articles L. 225-177 and R. 225-144 of the French commercial code (*Code de commerce*), we hereby report on the authorization for allocation of stock options or share purchase plans reserved for employees of Technip and for employees and directors and officers of the companies of the group within the meaning of article L. 225-180 of the French commercial code *(Code de commerce)*, or certain categories among them, it being specified that the options that may be allocated by the board of directors pursuant to this authorization may not give the right to purchase or subscribe a total number of shares greater than 0.3% of the share capital as at the date of this shareholders' meeting, an operation upon which you are called to vote.

Your board of directors proposes that, on the basis of its report, it be authorized for a period of twenty-four months to allocate stock options or share purchase plans.

It is the responsibility of your board of directors to prepare a report on the reasons for the proposed stock options or share purchase plans and on the proposed methods used to determine the subscription or purchase price. Our role is to report on the proposed methods to determine the subscription or purchase price of the shares.

We have performed those procedures which we considered necessary to comply with professional guidance issued by the French national auditing body (*Compagnie nationale des commissaires aux comptes*) for this type of engagement. These procedures consisted in verifying that the methods proposed to determine the subscription or purchase price of the shares are included in the board of directors' report and are in accordance with French laws and regulations.

We have no matters to report as to the proposed methods for the determination of the subscription or purchase price of the shares.

Neuilly-sur-Seine and Paris-La Défense, March 8, 2013

The statutory auditors
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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution seventeen

Statutory auditors' report on the authorization for allocation of stock options or share purchase plans reserved for the corporate officer of Technip and for the group's principal executives

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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution seventeen

Statutory auditors' report on the authorization for allocation of stock options or share purchase plans reserved for the corporate officer of Technip and for the group's principal executives

To the Shareholders,

In our capacity as statutory auditors of your company and in compliance with articles L. 225-177 and R. 225-144 of the French commercial code (*Code de commerce*), we hereby report on the authorization for allocation of stock options or share purchase plans reserved for the chairman of the board of directors and/or the chief executive officer, the corporate officer of Technip and for the group's principal executives (Excom members and certain group corporate executives), an operation upon which you are called to vote.

This operation proposed to you is subject to the condition precedent to the adoption of the resolution sixteen. The options that may be allocated by the board of directors pursuant to this authorization shall be applied toward the ceiling of 0.3% of the share capital set up under the resolution sixteen.

Your board of directors proposes that, on the basis of its report, it be authorized for a period of twenty-four months to allocate stock options or share purchase plans.

It is the responsibility of your board of directors to prepare a report on the reasons for the proposed stock options or share purchase plans and on the proposed methods used to determine the subscription or purchase price. Our role is to report on the proposed methods to determine the subscription or purchase price of the shares.

We have performed those procedures which we considered necessary to comply with professional guidance issued by the French national auditing body (*Compagnie nationale des commissaires aux comptes*) for this type of engagement. These procedures consisted in verifying that the methods proposed to determine the subscription or purchase price of the shares are included in the board of directors' report and are in accordance with French laws and regulations.

We have no matters to report as to the proposed methods for the determination of the subscription or purchase price of the shares.

Neuilly-sur-Seine and Paris-La Défense, March 8, 2013

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Technip

Extraordinary shareholders' meeting of April 25, 2013
Resolution eighteen

Statutory auditors' report on the issue of shares and marketable securities reserved for members of a company savings plan

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Technip
Extraordinary shareholders' meeting of April 25, 2013
Resolution eighteen

Statutory auditors' report on the issue of shares and marketable securities reserved for members of a company savings plan

To the Shareholders,

In our capacity as statutory auditors of your company and in compliance with articles L. 228-92 and L. 225-135 et seq. of the French commercial code *(Code de commerce)*, we hereby report on the proposal to authorize your board of directors to decide whether to proceed with an issue of shares and marketable securities giving access to the company's share capital, with cancellation of preferential subscription rights, reserved for members of a company savings plan of the company or of the French or foreign companies that are related to the company in accordance with article L. 3344-1 alinea 2 of the French labor code *(Code du travail)*, by a maximum nominal amount not exceeding 1% of the share capital as at the date this authorization is used, an operation upon which you are called to vote.

The maximum nominal amount of the share capital increases that may be carried out pursuant to this resolution will be applied toward the maximum nominal amount of M€ 42 set forth in resolution eight of the shareholders' meeting of April 26, 2012.

This issue is submitted for your approval in accordance with articles L. 225-129-6 of the French commercial code *(Code de commerce)* and L. 3332-18 etc. of the French labor code *(Code du travail)*.

Your board of directors proposes that, on the basis of its report, it be authorized for a period of twenty-six months to decide on whether to proceed with an issue of shares and marketable securities and to cancel your preferential subscription rights. If applicable, it shall determine the final conditions of this operation.

It is the responsibility of the board of directors to prepare a report in accordance with articles R. 225-113 et seq. of the French commercial code *(Code de commerce)*. Our role is to report on the fairness of the financial information taken from the accounts, on the proposed cancellation of preferential subscription rights and on other information relating to the share issues provided in the report.

We have performed those procedures which we considered necessary to comply with professional guidance issued by the French national auditing body (*Compagnie nationale des commissaires aux comptes*) for this type of engagement. These procedures consisted in verifying the information provided in the board of directors' report relating to this operation and the methods used to determine the issue price of the shares to be issued.

Subject to a subsequent examination of the conditions for the issue that would be decided, we have no matters to report as to the methods used to determine the issue price provided in the board of directors' report.

As the final conditions for the issue have not been determined yet, we cannot report on these conditions and, consequently, on the proposed cancellation of preferential subscription rights.

In accordance with article R. 225-116 of the French commercial code *(Code de commerce)*, we will issue a supplementary report when your board of directors has exercised this authorization.

Neuilly-sur-Seine and Paris-La Défense, March 8, 2013

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