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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**

PricewaterhouseCoopers Audit  
63, rue de Villiers  
92208 Neuilly-sur-Seine Cedex

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

ERNST & YOUNG et Autres  
1/2, place des Saisons  
92400 Courbevoie - Paris-La Défense 1  
S.A.S. à capital variable

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

## 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



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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**

PricewaterhouseCoopers Audit  
63, rue de Villiers  
92208 Neuilly-sur-Seine Cedex

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

ERNST & YOUNG et Autres  
1/2, place des Saisons  
92400 Courbevoie - Paris-La Défense 1  
S.A.S. à capital variable

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

## 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**

PricewaterhouseCoopers Audit  
63, rue de Villiers  
92208 Neuilly-sur-Seine Cedex

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

ERNST & YOUNG et Autres  
1/2, place des Saisons  
92400 Courbevoie - Paris-La Défense 1  
S.A.S. à capital variable

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

## 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

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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**

PricewaterhouseCoopers Audit  
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ERNST & YOUNG et Autres  
1/2, place des Saisons  
92400 Courbevoie - Paris-La Défense 1  
S.A.S. à capital variable

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Membre de la compagnie  
régionale de Versailles

## 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

The statutory auditors  
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Edouard Sattler

Nour-Eddine Zanouda

1. The first part of the document is a list of names and addresses of the members of the committee.

2. The second part of the document is a list of names and addresses of the members of the committee.

3. The third part of the document is a list of names and addresses of the members of the committee.



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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**

PricewaterhouseCoopers Audit  
63, rue de Villiers  
92208 Neuilly-sur-Seine Cedex

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

ERNST & YOUNG et Autres  
1/2, place des Saisons  
92400 Courbevoie - Paris-La Défense 1  
S.A.S. à capital variable

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

## 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

The statutory auditors  
*French original signed by*

PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

Edouard Sattler

Nour-Eddine Zanouda

1. The first part of the document discusses the importance of maintaining accurate records of all transactions. It emphasizes that proper record-keeping is essential for the integrity of the financial system and for the ability to detect and prevent fraud.

2. The second part of the document outlines the various methods used to collect and analyze data. It describes the use of statistical techniques to identify trends and anomalies in the data, and the importance of using reliable sources of information.

3. The third part of the document discusses the role of the auditor in the financial system. It explains that the auditor's primary responsibility is to provide an independent and objective assessment of the financial statements, and to ensure that they are prepared in accordance with the applicable accounting standards.

4. The fourth part of the document discusses the importance of transparency and accountability in the financial system. It explains that transparency is essential for the confidence of investors and other stakeholders, and that accountability is necessary to ensure that the system is operating in the best interests of the public.

5. The fifth part of the document discusses the role of the government in the financial system. It explains that the government has a responsibility to regulate the system and to ensure that it is operating in a fair and efficient manner, and that it should take steps to prevent and address any problems that arise.

6. The sixth part of the document discusses the importance of education and training in the financial system. It explains that education and training are essential for the development of a skilled and knowledgeable workforce, and that they are necessary to ensure that the system is operating in a safe and sound manner.

7. The seventh part of the document discusses the importance of international cooperation in the financial system. It explains that international cooperation is essential for the stability and growth of the global financial system, and that it is necessary to address any cross-border issues that arise.

8. The eighth part of the document discusses the importance of innovation and technology in the financial system. It explains that innovation and technology are essential for the development of a modern and efficient financial system, and that they are necessary to address the challenges of the future.

9. The ninth part of the document discusses the importance of risk management in the financial system. It explains that risk management is essential for the stability and soundness of the financial system, and that it is necessary to identify and address any potential risks that may arise.

10. The tenth part of the document discusses the importance of consumer protection in the financial system. It explains that consumer protection is essential for the confidence of investors and other stakeholders, and that it is necessary to ensure that the system is operating in the best interests of the public.

11. The eleventh part of the document discusses the importance of environmental, social, and governance (ESG) factors in the financial system. It explains that ESG factors are essential for the long-term sustainability and success of the financial system, and that they are necessary to address the challenges of the future.

12. The twelfth part of the document discusses the importance of the financial system in the global economy. It explains that the financial system is essential for the growth and development of the global economy, and that it is necessary to ensure that it is operating in a fair and efficient manner.

13. The thirteenth part of the document discusses the importance of the financial system in the lives of individuals. It explains that the financial system is essential for the well-being of individuals, and that it is necessary to ensure that it is operating in a safe and sound manner.

14. The fourteenth part of the document discusses the importance of the financial system in the future. It explains that the financial system is essential for the future of the world, and that it is necessary to ensure that it is operating in a fair and efficient manner.