

This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking users. This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.

Technip

Extraordinary shareholders' meeting of April 26, 2012

Resolutions eight, nine and ten

Statutory auditors' report on the issue of shares and other marketable securities with or without cancellation of preferential subscription rights

PricewaterhouseCoopers Audit
63, rue de Villiers
92208 Neuilly-sur-Seine Cedex
S.A. au capital de € 2.510.460

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 26, 2012
Resolutions eight, nine and ten

Statutory auditors' report on the issue of shares and other marketable securities with or without cancellation of preferential subscription rights

To the Shareholders,

In our capacity as statutory auditors of your company and in compliance with articles L. 228-192 and L. 225-135 and the following of the French commercial code (*Code de commerce*), we hereby report on the proposed authorizations allowing your board of directors to decide whether to proceed to the issues of shares and/or other marketable securities, operations upon which you are called to vote.

Your board of directors proposes, on the basis of its report, that it be authorized for a period of twenty-six months to decide on whether to proceed to the following operations and to determine the final conditions of these issues, and proposes, if applicable, to cancel your preferential subscription rights:

- the issue of shares and other marketable securities giving access to the company's share capital and giving entitlement to the allotment of debt securities, without cancellation of preferential subscription rights (resolution eight);
- the issue of shares and other marketable securities giving access to the company's share capital or, in accordance with articles L. 228-93 of the French commercial code (*Code de commerce*), giving access to the share capital of a company in which your company holds, directly or indirectly, more than one half of the capital, and giving entitlement to the allotment of debt securities, with cancellation of preferential subscription rights through an offering to the public, it being specified that such securities may be issued for the purpose of paying for securities contributed to the company through an exchange offer in accordance with article L. 225-148 of the French commercial code (*Code de commerce*) (resolution nine);
- the issue of shares and other marketable securities giving access to the company's share capital or, in accordance with article L. 228-93 of the French commercial code (*Code de commerce*), giving access to the share capital of a company in which your company holds, directly or indirectly, more than one-half of the capital, and giving entitlement to the allotment of debt securities, with cancellation of preferential subscription rights through offerings in accordance with II of article L. 411-2 of the French monetary and financial code (*Code monétaire et financier*) for an amount that does not exceed 20% of the share capital per year (resolution ten);
- the issue of shares or marketable securities giving access to the company's share capital, resulting from the issue by subsidiaries (article L. 228-93 of the French commercial code (*Code de commerce*)) of the company of marketable securities giving access to ordinary share of the company (resolutions nine and ten).

The global nominal amount of share capital increases which may be carried out either immediately or in the future may not exceed € 42 million pursuant to resolution eight, € 8 million pursuant to each of resolutions nine and ten, it being specified that the cumulated nominal amount of share capital increases which may be carried out pursuant to resolutions eight, nine and ten may not exceed € 42 million and that the cumulated nominal amount of share capital increases which may be carried out pursuant to resolutions nine and ten may not exceed € 8 million. The global nominal amount of debt securities which may be issued pursuant to each of resolutions eight, nine and ten may not exceed € 2.5 billion, it being specified that the cumulated amount of debt securities which may be issued pursuant to resolutions eight, nine and ten may not exceed € 2.5 billion.

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

We have performed those procedures which we considered necessary to comply with the 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 capital securities to be issued.

Subject to a subsequent examination of the conditions for the issues that would be decided, we have no matters to report as to the methods used to determine the issue price of the capital securities to be issued provided in the board of directors' report pursuant to resolutions nine and ten.

Moreover, as the methods used to determine the issue price of the capital securities to be issued in accordance with resolution eight are not specified in that report, we cannot report on the choice of the elements used to determine the issue price.

As the final conditions in which the issues would be performed have not been determined, we cannot report on these conditions and, consequently, on the proposed cancellation of preferential subscription rights proposed in resolutions nine and ten.

In accordance with article R. 225-116 of the French commercial code (*Code de commerce*), we will issue a supplementary report, if necessary, when your board of directors has exercised this authorization for the issues of securities giving access to the capital and/or giving entitlement to the allotment of debt securities and for the issues with cancellation of preferential subscription rights.

Neuilly-sur-Seine and Paris-La Défense, March 15, 2012

The statutory auditors
French original signed by

PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

Edouard Sattler

Nour-Eddine Zanouda

This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking users. This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.

Technip

Extraordinary shareholders' meeting of April 26, 2012
Resolution eleven

Statutory auditors' report on the authorization for free allocation of existing shares ("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
S.A. au capital de € 2.510.460

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 26, 2012
Resolution eleven

Statutory auditors' report on the authorization for free allocation of existing shares (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 authorization for free allocation of existing shares ("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 of 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.

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 provided to you on the proposed operation.

We have performed those procedures which we considered necessary to comply with the 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 authorization for free allocation of existing shares.

Neuilly-sur-Seine and Paris-La Défense, March 15, 2012

The statutory auditors
French original signed by

PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

Edouard Sattler

Nour-Eddine Zanouda

This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking users. This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.

Technip

Extraordinary shareholders' meeting of April 26, 2012

Resolution twelve

Statutory auditors' report on the authorization for free allocation of existing shares ("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
S.A. au capital de € 2.510.460

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 26, 2012
Resolution twelve

Statutory auditors' report on the authorization for free allocation of existing shares ("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 authorization for free allocation of existing shares to the corporate officer of Technip and to the group's principal executives, an operation upon which you are called to vote.

This operation proposed to you is subject to the condition precedent of the adoption of the resolution eleven. 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 eleven.

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.

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 provided to you on the proposed operation.

We have performed those procedures which we considered necessary to comply with the 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 authorization of the free allocation of existing shares.

Neuilly-sur-Seine and Paris-La Défense, March 15, 2012

The statutory auditors
French original signed by

PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

Edouard Sattler

Nour-Eddine Zanouda

*This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking users.
This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.*

Technip

Extraordinary shareholders' meeting of April 26, 2012
Resolution thirteen

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
S.A. au capital de € 2.510.460

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 26, 2012
Resolution thirteen

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*), 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 of 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 the 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 the 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 15, 2012

The statutory auditors
French original signed by

PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

Edouard Sattler

Nour-Eddine Zanouda

*This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking users.
This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.*

Technip

Extraordinary shareholders' meeting of April 26, 2012
Resolution fourteen

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
63, rue de Villiers
92208 Neuilly-sur-Seine Cedex
S.A. au capital de € 2.510.460

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 26, 2012
Resolution fourteen

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 corporate officer of Technip and for the group's principal executives, an operation upon which you are called to vote.

This operation proposed to you is subject to the condition of the adoption of resolution thirteen. 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 resolution thirteen.

It is the responsibility of the 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 the 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 15, 2012

The statutory auditors
French original signed by

PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

Edouard Sattler

Nour-Eddine Zanouda

*This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking users.
This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.*

Technip

Extraordinary shareholders' meeting of April 26, 2012
Resolution fifteen

Statutory auditors' report on the issue of shares and marketable securities giving access to the company's share capital with cancellation of preferential subscription rights reserved for categories of beneficiaries as part of the implementation of an employee share program

PricewaterhouseCoopers Audit
63, rue de Villiers
92208 Neuilly-sur-Seine Cedex
S.A. au capital de € 2.510.460

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 26, 2012
Resolution fifteen

Statutory auditors' report on the issue of shares and marketable securities giving access to the company's share capital with cancellation of preferential subscription rights reserved for categories of beneficiaries as part of the implementation of an employee share program

To the Shareholders,

In our capacity as statutory auditors of your company and in compliance with articles L. 228-92 and L. 225-135 and the following 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 French or foreign entities whose sole object is to subscribe, hold and dispose of shares or any other securities giving access to the company's share capital in order to implement a structured program within the framework of the Technip group's international employee share ownership plan, for a maximum nominal amount not exceeding 0.5% of the share capital as of 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 € 42 million set forth in resolution eight of this shareholders' meeting.

Your board of directors proposes that, on the basis of its report, it be authorized for a period of eighteen months to decide on whether to proceed to one or several issue(s) of shares and marketable securities, and proposes 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 and the following 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 issue provided in the report.

We have performed those procedures which we considered necessary to comply with the 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 capital securities 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 of the capital securities 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, if necessary, when your board of directors has exercised this authorization.

Neuilly-sur-Seine and Paris-La Défense, March 15, 2012

The statutory auditors
French original signed by

PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

Edouard Sattler

Nour-Eddine Zanouda

*This is a free translation into English of a report issued in French and it is provided solely for the convenience of English-speaking users.
This report should be read in conjunction with and construed in accordance with French law and professional standards applicable in France.*

Technip

Extraordinary shareholders' meeting of April 26, 2012
Resolution sixteen

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
S.A. au capital de € 2.510.460

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 26, 2012
Resolution sixteen

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 and the following 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 to 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 labour code (*Code du travail*), for a maximum nominal amount not exceeding 1% of the share capital as of 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 this shareholders' meeting.

This increase in capital 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 and the following 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 to 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 and the following 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 the 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 increase in capital 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 increase in capital 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, if necessary, when your board of directors has exercised this authorization.

Neuilly-sur-Seine and Paris-La Défense, March 15, 2012

The statutory auditors
French original signed by

PricewaterhouseCoopers Audit

ERNST & YOUNG et Autres

Edouard Sattler

Nour-Eddine Zanouda

