

**GEFINOR S.A.**  
**Société Anonyme Holding**  
**15 Boulevard F.W. RAIFFEISEN**  
**LUXEMBOURG**  
**R.C. Luxembourg B 8.282**

**General Meeting of Shareholders**  
**AGENDA**

In accordance with article 10 of the statutes, the Board of Directors convenes the General Meeting of Shareholders to be held on October 4, 2019 at 10:30 am at the registered office of the Company with the following agenda:

1. *Submission and approval of the following documents:*
  - *Reports of the Board of Directors, the Independent External Auditor on the unconsolidated financial statements for the year ended December 31, 2018;*
  - *Unconsolidated financial statements for the year ended December 31, 2018;*
  - *Reports of the Board of Directors and of the Independent External Auditor on the consolidated financial statements for the year ended December 31, 2018;*
  - *Consolidated financial statements for the year ended December 31, 2018.*
2. *Allocation of the results.*
3. *Discharge of the Board of Directors for the accounting year ended December 31, 2018.*
4. *Statutory election.*
  - *The Board proposes to re-elect Mr. Damien Wigny, Mr. Yves Prussen and Mr. Mohamed Ousseimi as Directors.*
  - *The Board proposes to re-elect Deloitte S.A. as Independent External Auditor (Réviseur d'entreprises) for both statutory and consolidated accounts*
5. *Authorisation to the Board to buy and sell the shares of the Company on the following conditions:*
  - *Quantity: up to 10% of the outstanding shares,*
  - *Price per share: minimum USD 2.0,- and maximum USD 5,-*
  - *Duration: 12 months*
  - *A board resolution should be passed before each time such a repurchase is implemented and a circular to be sent to each shareholder specifying conditions for share repurchase.*
6. *Approval of the delegation to the Chairman of the powers to represent the Company and conduct its daily management and affairs.*
7. *Miscellaneous.*

The Board of Directors