

**COMBINED GENERAL MEETING  
APRIL 28, 2011**

**CANDIDATES FOR DIRECTORS' APPOINTMENTS**

**FIFTH RESOLUTION**

*Ratification of the co-optation of Marie-Ange Debon's term as Director*

The purpose of the **fifth** resolution is to ratify the appointment as Director at the Board of Directors' Meeting held on July 20, 2011 of Marie-Ange Debon as a substitute to Jean-Pierre Lamoure who resigned.

Biography of Marie-Ange Debon is presented below:

Marie-Ange Debon is General Secretary of the Suez Environnement group and is a member of the board (or *Collège*) of the *Autorité des Marchés Financiers* (the French Financial Market Authority). Prior to joining the Suez Environnement group in 2008, Marie-Ange Debon had served in various positions in both the public and private sectors. In November 1998, Marie-Ange Debon joined the Thomson group as Deputy Chief Financial Officer and later served as General Secretary responsible for Legal, Insurance, Real Estate and Corporate Communications from 2003-2008.

Marie-Ange Debon is a graduate of HEC, ENA and has a Master's Degree in Law.

Full information in relation to Marie-Ange Debon is included in the 2010 Reference Document (sections 14.1.1, 14.1.2, 14.1.3 and annex A).

**SIXTH TO NINTH  
RESOLUTIONS**

*Renewal of Thierry Pilenko, Olivier Appert, Pascal Colombani and John O'Leary's terms as Directors*

The purpose of the **sixth to ninth** resolutions is to renew the terms of Thierry Pilenko, Olivier Appert, Pascal Colombani and John O'Leary whose terms expire at the time of this Shareholders' Meeting.

It is therefore proposed that the terms of Thierry Pilenko, Olivier Appert, Pascal Colombani and John O'Leary be renewed.

Full information in relation to these directors is included in the 2010 Reference Document (sections 14.1.1, 14.1.2, 14.1.3 and annex A).

**TENTH AND ELEVENTH  
RESOLUTIONS**

*Appointment of C. Maury Devine and Leticia Costa as Directors*

The purpose of the **tenth** and **eleventh** resolutions is to appoint C. Maury Devine and Leticia Costa as new directors.

The proposed appointments will allow Technip to comply with the new legal requirement, which is also our objective, to have a Board where women comprise at least 20 % of its directors in 2014.

Biographies of C. Maury Devine and Leticia Costa are presented below:

C. Maury Devine is a member of the Board of Directors of FMC Technologies (NYSE: FTI) and John Bean Technologies (NYSE: JBT). She serves on the Audit Committee and Nominating and Governance Committee of both companies. She is a member of the Council on Foreign Relations and is a member of the independent Nominating and Governance Committee of Petroleum Geo Services. She served as Vice-Chairman of the Board of Det Norske Veritas (DNV) from 2000 to 2010, and was a fellow at Harvard University's Belfer Center for Science and International Affairs between 2000 and 2003.

C. Maury Devine also held various positions in ExxonMobil Corporation between 1987 and 2000, notably President and Managing Director of ExxonMobil's Norwegian affiliate from 1996 to 2000 and Secretary of Mobil Corporation from 1994 to 1996.

From 1972 to 1987, she held various assignments in the US government notably in the US Department of Justice, the White House and the Drug Enforcement Administration.

C. Maury Devine is a graduate of Middlebury College, the University of Maryland and Harvard University (Masters of Public Administration).

Since 2010 Leticia Costa has been a partner in Prada Assessoria and Coordinator for the Center of Strategy Research at Insuper. In January 2011, she became a Director of the Automotive Engineers Association in Brazil (AEA). She currently serves as board member of FAMA, a private equity fund in Brazil, of Localiza, the largest car rental company also in Brazil and of Sadia, a food manufacturer. In 1986, she joined Booz & Company (formerly Booz Allen Hamilton) and in 1994, became a Vice President and in 2001 was appointed President of the operations in Brazil. She also served the firm's Board of Directors. At Booz & Company, Leticia Costa completed a wide range of assignments in Europe and Latin America, and also conducted studies in North America and Asia. Prior to joining Booz & Company, she worked from 1982 to 1984 as a systems analyst for Indústrias Villares S.A..

Leticia Costa is a graduate of Cornell University and of Escola Politécnica of the University of São Paulo.