

## GENERAL INFORMATION

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RUBIS is a French société en commandite par actions (joint stock limited partnership), listed for trading on the Eurolist-Compartment B of the Paris Stock Exchange.

This legal structure is the basis of the RUBIS' industrial operations, because it guarantees the conditions necessary for its success: independence from the giants in its sector, and the time required to implement successfully a long term strategy given the economic factors of its business industrial activity. Most of the comparable independent operators that are publicly traded have adopted a similar legal structure which includes the following organisations, in addition to the shareholders:

- general partners who act as merchants and are jointly and fully liable for corporate debts on their own assets, thus committing all personal holdings;
- a Management Board that provides the operational management of the Group; this is the decision-making body of the Company and represents the Company with third parties;

The ultimate liability of the General Partner and Management is assumed, directly and indirectly by Gilles Gobin, founder of the Group, and Jacques Riou;

- a Supervisory Board, currently composed of eleven members, that represents the shareholders. Like the shareholding base, it is composed of members who hold a significant stake in the company and is drawn from individuals, businesses or institutional investors, and independent members. Independent members have no direct or indirect ties to Management or the major shareholders. In addition to their special sensitivity to our individual shareholders which they bring to the board, they also contribute added value to the Company because of their expertise in their respective professional areas, such as manufacturing, stock market, financial, the national and international business markets, and related activities. The Chairman of the Supervisory Board is Mr. Olivier Heckenroth, and the Honorary Chairman is Frank S. Law, Commander of the British Empire.
- ad hoc committees composed of members of the Supervisory Board; these committees are responsible for reviewing and studying specifically defined issues areas;
- an accounting committee was formed, and is charged with reviewing the six-month and annual financial statements of the Company, making any comments required concerning these statements, and assisting the Supervisory Board in its review of the statements;
- other committees are named periodically, as in 1997, when changes to the bylaws were being considered; there is no Management compensation committee, because this compensation is set in the bylaws and has been approved in shareholders' meetings.

Auditors: Mazars & Guerard and SCP J.L. Monnot & L. Guibourt.