

## LIST OF DIRECTORSHIPS AT DECEMBER 31, 2011

### XAVIER FONTANET

63 years old

Number of shares: 282,016

Main position held within the Company: Chairman of the Board of Directors (until January 2, 2012)

Business address: ESSILOR INTERNATIONAL - 147 rue de Paris - 94227 CHARENTON Cedex – FRANCE

First appointment as Director: June 15, 1992

Current term ends: 2013

#### Personal information – Experience and expertise

Xavier Fontanet was Chairman and CEO of Essilor from 1996 to 2009, then Chairman of the Board of Directors from January 1, 2010 to January 2, 2012. He is still a Director. He began his career as Vice President of the Boston Consulting Group and became Chief Executive Officer of Bénéteau in 1981. He managed food service operations for the Wagons-Lits Group from 1986 until 1991. He joined Essilor in 1991 as Chief Executive Officer.

### POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011

Positions	Company
Chairman of the Board of Directors:	Essilor International* (until January 2, 2012)
Chairman	Nikon and Essilor Joint Research Center Co Ltd (Japan) <sup>(b)</sup>
Director	<b>Essilor International and subsidiaries</b> Nikon-Essilor Co. Ltd (Japan) <sup>(b)</sup> Nikon and Essilor Joint Research Center Co Ltd (Japan) <sup>(b)</sup> Essilor Amico (L.L.C.) (United Arab Emirates) <sup>(b)</sup>
Director	<b>External companies</b> L'Oréal* Crédit Agricole SA* Fonds stratégique d'investissement (SA) <sup>(b)</sup> Schneider Electric SA* <sup>(a)</sup>
Member of the Supervisory Board	Schneider Electric SA* <sup>(a)</sup>
Permanent representative of Essilor International on the Board of Directors	Association Nationale des Sociétés par Actions (Ansa)

(a) Term of office started during the year

(b) Term of office expired during the year

\* Listed company

### POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS

Positions	Companies
Chairman and Chief Executive Officer	Essilor International
Chairman	EOA Holding Co., Inc. (USA) Nikon and Essilor International Joint Research Center Co Ltd (Japan)
Director	<b>Essilor International and subsidiaries</b> Essilor of America, Inc. (USA) Transitions Optical Inc. (USA) EOA Holding Co, Inc. (USA) Shanghai Essilor Optical Company Ltd (China) Transitions Optical Holdings B.V. (Netherlands) Nikon-Essilor Co. Ltd (Japan) Nikon and Essilor International Joint Research Center Co Ltd (Japan) Essilor Manufacturing India Private Ltd (India) Essilor India PVT Ltd (India) Essilor Amico (L.L.C.) (United Arab Emirates)
	<b>External companies</b> L'Oréal Crédit Agricole SA Fonds stratégique d'investissement (SA) Schneider Electric SA
Member of the Supervisory Board	Schneider Electric SA
Permanent representative of Essilor International on the Board of Directors	Association Nationale des Sociétés par Actions (Ansa)

**HUBERT SAGNIERES**

56 years old

Number of shares: 11,084

Main position held within the Company: Chief Executive Officer (until January 2, 2012),  
Chairman and Chief Executive Officer (since January 2, 2012)

Business address: ESSILOR INTERNATIONAL - 147 rue de Paris - 94227 CHARENTON Cedex – FRANCE

First appointment as Director: May 14, 2008 Current term ends: 2014

**Personal information – Experience and expertise**

Hubert Sagnières has been Chairman and Chief Executive Officer of Essilor since January 2, 2012. He joined Essilor in 1989 as President of International Marketing. He was appointed President of Essilor Canada from 1991 to 1996, and President of Essilor Laboratories of America in 1996, then President of Essilor of America, a position he held until 2005. From 2006 to 2009, he was President, Essilor Europe and North America before being named Chief Operating Officer in August 2008, then Chief Executive Officer from January 1, 2010 to January 2, 2012.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

<b>Positions</b>	<b>Companies</b>
Chief Executive Officer	Essilor International (until January 2, 2012)
Chairman	Essilor of America, Inc. (USA)
Director	<b>Essilor International and subsidiaries</b>
	Essilor of America, Inc. (USA)
	Transitions Optical Inc. (USA)
	Frames for America, Inc. (USA)
	Essilor Canada Ltee/Ltd (Canada)
	Transitions Optical Holdings B.V. (Netherlands)
	Omics Software Inc./Logiciels Omics, Inc (Canada)
	Cascade Optical Ltd (Canada)
	Reseau Essilor in Canada Inc./Essilor Network in Canada Inc. (Canada)
	Groupe Vision Optique Inc. (Canada)
	Optique de l'Estrie Inc. (Canada) <sup>(b)</sup>
	Optique Lison Inc. (Canada)
	Vision Optique Inc. (Canada)
	Vision Optique Technologies Ltée (Canada) <sup>(b)</sup>
	Visionware Inc. (Canada)
	Westlab Optical Ltd (Canada)
	Vision Optique Inc. (Canada) <sup>(a)</sup>
	Essilor Vision Foundation (USA)

(a) Term of office started during the year

(b) Term of office expired during the year

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

<b>Positions</b>	<b>Company</b>
Chief Executive Officer	Essilor International
Chief Operating Officer	Essilor International
Chairman	Essilor of America, Inc. (USA)
Chairman and Chief Executive Officer	Essilor of America, Inc. (USA)
Director	<b>Essilor International and subsidiaries</b>
	Essilor of America, Inc. (USA)
	Transitions Optical Inc. (USA)
	Frames for America, Inc. (USA)
	Essilor Canada Ltee/Ltd (Canada)
	Transitions Optical Holdings B.V. (Netherlands)
	Omics Software Inc./Logiciels Omics, Inc. (Canada)
	Cascade Optical Ltd (Canada)

Positions	Company
Director	<b>Essilor International and subsidiaries (continued)</b> Reseau Essilor in Canada Inc./Essilor Network in Canada Inc. (Canada) Groupe Vision Optique Inc. (Canada) Optique de l'Estrie Inc. (Canada) Optique Lison Inc. (Canada) Vision Optique Inc. (Canada) Vision Optique Technologies Ltée (Canada) Visionware Inc. (Canada) Westlab Optical Ltd (Canada) Nassau Lens Co., Inc. (USA) K&W Optical Limited (Canada) Vision Web Inc. (USA) Econo-Optic Ltée (Canada) Essilor Vision Foundation (USA)

**PHILIPPE ALFROID**

66 years old

Number of shares: 260,797

Main position held within the Company: Director

Business address: not applicable – Retired since June 30, 2009

First appointment as Director: May 5, 1996

Current term ends: 2014

**Personal information – Experience and expertise**

Philippe Alfroid was Chief Operating Officer of Essilor until his retirement in June 2009. He began his career with PSDI in Boston before joining the Essilor Group in 1972. He has held executive positions in different operational departments, including contact lenses and frames. He was appointed Vice President Financial Control in 1987 and promoted to Chief Financial Officer in 1991. He was appointed Chief Operating Officer in 1996.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

Positions	Companies
Vice Chairman of the Supervisory Board:	Faiveley Transport*
Director	Eurogerm* Essilor of America, Inc. (USA) Gemalto N.V. (Netherlands)*

\* Listed company

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

Positions	Companies
Chief Operating Officer	Essilor International
Chairman	Essilor of America, Inc. (USA) Omega Optical Holdings, Inc. (USA)
Vice Chairman of the Supervisory Board	Faiveley Transport (formerly Faiveley SA)
Director	Sperian Protection Essilor of America, Inc. (USA) Gentex Optics, Inc. (USA) EOA Holding Co, Inc. (USA) EOA Investment, Inc. (USA) Omega Optical Holdings, Inc. (USA) Essilor Canada Ltee/Ltd (Canada) Pro-Optic Canada Inc. (Canada) Shanghai Essilor Optical Company Ltd (China) Faiveley Transport Eurogerm Gemalto N.V. (Netherlands)

**BENOIT BAZIN**

Independent director

43 years old

Number of shares: 1,000

Business address: Saint-Gobain - Les Miroirs – 18 avenue d'Alsace - 92096 PARIS LA DEFENSE - FRANCE

Major positions:

- Executive Vice President, Compagnie de Saint-Gobain
- Chairman, Saint-Gobain Distribution Bâtiment, Building Distribution division

First appointment as Director: May 15, 2009

Current term ends: 2012

**Personal information – Experience and expertise**

Benoît Bazin is Senior Vice President Director, Building Distribution Sector at Saint-Gobain and Executive Vice President at Compagnie de Saint-Gobain. He began his career with Saint-Gobain in 1993 as project manager. He was subsequently Corporate Planning Director from 2000 to 2002, President of the Abrasives – North America division from 2002 to 2005 and Chief Financial Officer from 2005 until 2009.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

Positions	Company
	<b>Saint-Gobain Group</b>
Chief Operating Officer	Compagnie de Saint-Gobain*
Chairman	Saint-Gobain Distribution Bâtiment Sas Partidis Sas Saint-Gobain Distribution Bâtiment Suisse AG (Switzerland)
Chairman of the Supervisory Board	Point P S.A.
Chairman of the Board of Directors	Lapeyre Projeo Saint-Gobain Distribution Nordic AB (Scandinavia)
Director	Fondation Saint-Gobain Initiatives Jewson Ltd (United Kingdom) Saint-Gobain Building Distribution Ltd (United Kingdom) Norandex Building Material Distribution Inc. (USA)

\* Listed company

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

Positions	Companies
	<b>Saint-Gobain Group</b>
Chief Operating Officer	Compagnie de Saint-Gobain
Chairman	Saint-Gobain Distribution Bâtiment Sas Partidis Sas Saint-Gobain Distribution Bâtiment Suisse AG (Switzerland)
Chairman of the Supervisory Board	Point P S.A.
Chairman of the Board of Directors	Lapeyre Projeo Saint-Gobain Distribution Nordic AB (Scandinavia)
Director	Fondation Saint-Gobain Initiatives Jewson Ltd (United Kingdom) Saint-Gobain Building Distribution Ltd (United Kingdom) Norandex Building Material Distribution Inc. (USA)

**ANTOINE BERNARD DE SAINT-AFFRIQUE**

Independent director

47 years old

Number of shares: 1,000

Business address: Unilever - 100 Victoria Embankment – Blackfriars - EC4P 4BQ London – United Kingdom

Major positions: President of Food, Unilever

First appointment as Director: May 15, 2009

Current term ends: 2012

**Personal information – Experience and expertise**

Antoine Bernard de Saint-Affrique is President of Foods at Unilever. He joined Unilever in 2000 after serving as Marketing Director of Amora-Maille (Danone Group then PAI), holding the positions of Vice President, Sauces and Condiments Europe until 2003 and of Chairman and Chief Executive Officer of Unilever Hungary, Croatia, Slovenia from 2003 to 2005. He was subsequently Vice President of the Unilever Group, in charge of Central and Eastern Europe and Russia from March 2005 until August 2009 and Executive Vice President in charge of skin products for the group from August 2009 to September 2011.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

Positions	Companies
President	<b>Unilever Group</b> of Food at Unilever <sup>*(a)</sup>
Executive Vice President	Unilever*, "Skin care and Skin Cleansing" <sup>(b)</sup>
Director	Icosmetics SAS

(a) Term of office started during the year

(b) Term of office expired during the year

\* Listed company

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

Positions	Companies
President	of Food at Unilever
Executive Vice President	Unilever, in charge of "Skin Care and Skin Cleansing" Unilever (Central & Eastern Europe)
Director	INMARKO (Russian Federation) Icosmetics SAS

**YVES CHEVILLOTTE**

Independent director

68 years old

Number of shares: 2,257

Business address: Not applicable – retired since January 2004.

First appointment as Director: May 14, 2004

Current term ends: 2013

**Personal information – Experience and expertise**

Yves Chevillotte was Deputy Chief Executive Officer of Crédit Agricole S.A. from 2002 to his retirement in 2004. He started at the Crédit Agricole Group in 1969, where, in 1985, he became head of its regional branches. In 1999, he joined Caisse Nationale as Executive Vice President in charge of the Market Development Division.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

<b>Positions</b>	<b>Companies</b>
Chairman of the Board of Directors	Arvigé G.A.S.F.O.
Vice Chairman of the Board of Directors	SA Soredic
Director	F.R.A.C. <sup>(b)</sup> Mission Possible

(b) Term of office expired during the year

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

<b>Positions</b>	<b>Companies</b>
Chairman of the Board of Directors	Arvigé G.A.S.F.O.
Vice Chairman of the Board of Directors	SA Soredic
Vice Chairman of the Supervisory Board	Finaref
Director	F.R.A.C. Mission Possible

**MIREILLE FAUGERE**

Independent director

55 years old

Number of shares: 1,000

Business address: 3 avenue Victoria - 75184 PARIS Cedex 04

Major functions: General Director, Assistance Publique – Hôpitaux de Paris (AP-HP)

First appointment as Director: May 11, 2010

Current term ends: 2013

**Personal information – Experience and expertise**

Mireille Faugère is Chief Executive Officer of Assistance Publique Hôpitaux de Paris (AP-HP). A graduate of the École des Hautes Études Commerciales de Paris, she began working in operational positions for the SNCF in the early 1980s. She was then given responsibility for the TGV Méditerranée network, the SNCF's flagship project. Starting in 1996, she took over the Sales and Marketing Action Department and created the voyages-sncf.com website in 2000. From 2003 to 2010, she was General Manager of the high-speed branch of the SNCF. Mireille Faugère is also an independent director at EDF and chair of the Ethics Committee of the EDF Board of Directors.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

<b>Positions</b>	<b>Companies</b>
Chief Executive Officer	Assistance Publique – Hôpitaux de Paris (AP-HP)
Director	EDF*

\* Listed company

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

<b>Positions</b>	<b>Companies</b>
General Manager	Assistance Publique – Hôpitaux de Paris (AP-HP) SNCF Voyages
Chairwoman	Voyage-sncf.com
Director	EDF SNCF Voyages Développement SNCF Participations

**YVES GILLET**

Director representing employee shareholders

48 years old

Number of shares: 19,297

Business address: ESSILOR ESPAÑA S.A. - C/Labastida s/n - 28034 Madrid - Spain

Major positions: Chief Executive Officer of Essilor España, SA

First appointment as Director: January 28, 2009/May 15, 2009 Current term ends: 2013

**Personal information – Experience and expertise**

Yves Gillet is a director representing Valoptec Association. He is President of Essilor Spain. He joined Essilor in 1995 as Director of the Manaus plant in Brazil, becoming Director of the Chihuahua plant in 1999. He was subsequently President of Essilor Brazil from 2000 until 2004.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

<b>Positions</b>	<b>Companies</b>
Chief Executive Officer	Essilor España, SA (Spain)
Member of the Board of Directors	Essilor España, SA (Spain) Valoptec Association
Member of the Supervisory Board	FCPE Valoptec International

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

<b>Positions</b>	<b>Companies</b>
Chief Executive Officer	Essilor España, SA (Spain)
Member of the Board of Directors	Essilor España, SA (Spain) Valoptec Association
Member of the Supervisory Board:	FCPE Valoptec International



**YI HE**

Director representing employee shareholders

58 years old

Number of shares: 12,265

Business address: Unit D2, 20th Floor - N° 398 Huai Hai Middle Road - Luwan District – Shanghai - China P.R.C. 200020

Major positions: Chairman of Essilor (China) Holding Company (China)

First appointment as Director: January 27, 2010/May 11, 2010      Current term ends 2014

**Personal information – Experience and expertise**

Yi He is a director representing Valoptec Association. Since September 2010, he has been Chairman of Essilor (China) Holding Company (China). After receiving a doctorate in Management and Strategy from the École des Hautes Études Commerciales, in 1991, he joined Danone Group as Chief Executive Officer of the Shanghai subsidiary. He joined the Essilor Group in 1996 as Chief Executive Officer of Shanghai Essilor Optical Company Ltd (China).

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

<b>Positions</b>	<b>Companies</b>
Chairman	Essilor (China) Holding Company (China)
Chief Executive Officer and Director	Shanghai Essilor Optical Company Ltd (China)
Director	Danyang Sales and Distribution Co. Ltd (China) Jiangsu Wanxin Optical Co. Ltd (China)
Member of the Board of Directors	Valoptec Association
Member of the Supervisory Board:	Essilor Group 7-year FCPE

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

<b>Positions</b>	<b>Companies</b>
Chairman	Essilor (China) Holding Company (China)
Chief Executive Officer and Director	Shanghai Essilor Optical Company Ltd (China)
Director	Danyang Sales and Distribution Co. Ltd (China) Jiangsu Wanxin Optical Co. Ltd (China)
Member of the Board of Directors	Valoptec Association
Member of the Supervisory Board:	Essilor Group 7-year FCPE

**BERNARD HOURS**

Independent director

55 years old

Number of shares: 1,000

Business address: DANONE - 17 boulevard Haussmann - 75009 Paris - France

Major function: Deputy General Manager, Danone (S.A.)

First appointment as director: May 15, 2009

Current term ends: 2012

**Personal information – Experience and expertise**

Bernard Hours has been Deputy General Manager of Danone since 2008 and Vice Chairman of the Board of Directors since 2010. He joined Danone in 1985, working first in sales and marketing for Evian and Kronenbourg, then as Marketing Director for Danone France in 1990. He was then President of Danone Hongrie (1994) and Danone Allemagne (1996) before becoming President of LU France in 1998. In 2001, he joined the Dairy Division as President of Business Development and became Vice President of the division in 2002.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

Positions	Companies
	<b>Danone Group</b>
Deputy General Manager	Danone (S.A.)*
Member of the Supervisory Board	Ceprodi
Director	Danone (S.A.)* Flam's Essilor of America, Inc. (USA) Fondation d'Entreprise Danone (Association)
Permanent representative of Danone (S.A.)	Danone S.A. (Spain)

\* Listed company

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

Positions	Companies
	<b>Danone Group</b>
Deputy General Manager	Danone (S.A.)
Vice Chairman of the Supervisory Board	Danone Baby and Medical Nutrition B.V. (Netherlands) Danone Baby and Medical Nutrition Netherland (Netherlands) Danone GmbH (Germany) Danone Holding AG (Germany)
Member of the Supervisory Board	Ceprodi
Director	Danone (S.A.) Flam's Colombus Café Stonyfield Farm, Inc. (USA) Essilor of America, Inc. (USA) The Dannon Company (USA) Grupo Landon (Spain) Fondation d'Entreprise Danone (Association)
Permanent representative of Danone (S.A.)	Danone S.A. (Spain)

**MAURICE MARCHAND-TONEL**

Independent director

67 years old

Number of shares: 1,000

Business address: Not applicable.

Major positions:

- Senior Advisor, BearingPoint France SAS
- Advisor Director, Invescorp. Bank B.S.C.

First appointment as Director: November 22, 2006/May 11, 2007

Current term ends: 2014

**Personal information – Experience and expertise**

Maurice Marchand-Tonel is an independent consultant. He began his career in 1970 with Boston Consulting Group, then served successively as Chairman of Compagnie Olivier (1979), Chief Executive Officer of Sommer (1984) and Chairman of Givenchy (1987). Next, he headed CimENTS Français International and Transalliance. In 2000, he became a partner at Arthur Andersen/BearingPoint where he has been Senior Advisor since 2004. He is President of the European American Chamber of Commerce, Advisory Director of Investcorp, Senior Advisor at BearingPoint and member of the Supervisory Board of Faiveley Transport.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

<b>Positions</b>	<b>Companies</b>
Chairman	European American Chamber of Commerce (France)
Member of the Supervisory Board	Faiveley Transport*
Director	European American Chamber of Commerce (Cincinnati, USA) European American Chamber of Commerce (New York, USA) French American Chamber of Commerce (Chicago, USA) <sup>(b)</sup>

(b) Term of office expired during the year

\* Listed company

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

<b>Positions</b>	<b>Companies</b>
Vice Chairman of the Supervisory Board	Du Pareil au Même
Member of the Supervisory Board	Faiveley Transport
Chairman	European American Chamber of Commerce (France)
Director	Faiveley Transport Groupe Souchier DT 2000 Financière Huysmans Laurene European American Chamber of Commerce (Cincinnati, USA) European American Chamber of Commerce (New York, USA) French American Chamber of Commerce (Chicago, USA)

**AICHA MOKDAHI**

Director representing employee shareholders

56 years old

Number of shares: 10,426

Business address: ESSILOR INTERNATIONAL - 147 rue de Paris - 94227 Charenton Cedex - France

Major positions: Supply Chain Director, Essilor Europe

First appointment as Director: January 24, 2007/May 11, 2007      Current term ends: 2014

**Personal information – Experience and expertise**

Aïcha Mokdahi is Director of Essilor's Supply Chain for Europe and Chairman of Valoptec Association. She began her career in 1976 in the frames division, where she successively held the positions of product manager, logistics manager and sales development manager. In 1990, she joined the lens division, holding various managerial positions in the Global Operations Department, in particular Logistics Director Europe until year-end 2003. From 2004 to 2008, she was head of acquisitions at Essilor subsidiary BBGR.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

<b>Positions</b>	<b>Companies</b>
Chairman of the Board of Directors	Valoptec Association
Member of the Supervisory Board:	Essilor Group 7-year FCPE

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

<b>Positions</b>	<b>Company</b>
Chairman of the Board of Directors	Valoptec Association
Member of the Supervisory Board:	Essilor Group 7-year FCPE

**OLIVIER PECOUX**

Independent director

53 years old

Number of shares: 1,000

Business address: ROTHSCHILD & Cie - 23bis avenue de Messine - 75008 Paris - France

Major positions:

- Chairman of the Executive Committee, Rothschild et Cie
- Managing Partner, Rothschild et Cie Banque

First appointment as Director: January 31, 2001/May 3, 2001

Current term ends: 2012

**Personal information – Experience and expertise**

Olivier Pécoux is Managing Partner of Rothschild & Cie Banque, Managing Director for investment banking for Rothschild Group, where he started working in 1991, and Managing Director and Member of the Executive Board of Paris-Orléans since March 2010. He began his career at Peat Marwick then at Schlumberger as a financial advisor in Paris and New York. In 1986, he joined Lazard Frères in Paris and was named Vice President of the investment bank's New York office in 1988.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

Positions	Companies
	<b>Rothschild Group</b>
Managing Director and Member of the Executive Board	Paris-Orléans*
Managing Partner	Rothschild et Cie Banque
Director	Rothschild España (Spain) Rothschild Italia (Italy)
Member of the Supervisory Board	Financière Rabelais

\* Listed company

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

Positions	Company
	<b>Rothschild Group</b>
Managing Director and Member of the Executive Board	Paris-Orléans
Managing Partner	Rothschild et Cie Rothschild et Cie Banque
Director	Rothschild España (Spain) Rothschild Italia (Italy)
Member of the Supervisory Board	Financière Rabelais Rothschild GmbH (Germany)

**MICHEL ROSE**

Independent director

68 years old

Number of shares: 1,000

First appointment as Director: May 13, 2005

Current term ends 2014

**Personal information – Experience and expertise**

Michel Rose was Co-Chief Operating Officer of Lafarge, where he was mainly responsible for the Cement Division before his retirement in 2008. He joined Lafarge in 1970 as an engineer, moved to the Research Center and was later named to lead the company's internal communications team. After managing Lafarge's activities in Brazil from 1980 to 1984, he was named Executive Vice President Human Resources and Communication and later headed the Biotechnologies Division. He was appointed Senior Executive Vice President in 1989, served as Chairman and Chief Executive Officer of Lafarge North America from 1992 to 1995, and was named to manage the company's operations in high-growth markets in 1996. In 2003, he was appointed Chief Operating Officer of Lafarge, in charge of the Cement Division.

**POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011**

Positions	Companies
Director	La Poste Neopost S.A. *(b) Lafarge Maroc (Morocco) Malayan Cement (Malaysia) Unicem (Niger) <sup>(b)</sup>

(b) Term of office expired during the year

\* Listed company

**POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS**

Positions	Companies
Chief Operating Officer (not a Director)	Lafarge
Director	La Poste Neopost Lafarge North America (USA) Lafarge Maroc (Morocco) Malayan Cement (Malaysia) Unicem (Niger)
Chairman	Fondation de l'Ecole des Mines de Nancy

## DIRECTOR WHOSE TERM EXPIRED DURING 2011

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### ALAIN ASPECT

Independent director

64 years old

Business address: Institut d'Optique Graduate School, 2 avenue Augustin Fresnel – 91127 PALAISEAU Cedex - FRANCE

Major positions:

- Senior researcher at CNRS (Institut d'Optique in Orsay)
- Professor at Ecole Polytechnique and Institut d'Optique
- Supervises the atom optics group at Institut d'Optique

First appointment as Director: June 16, 1997

Current term ends: May 5, 2011

### Personal information – Experience and expertise

Alain Aspect is head of research at France's National Scientific Research Center (CNRS) and a professor at the Ecole Polytechnique engineering school and at the Institut d'Optique. Since 1993, he has managed the Atom Optics group in the Laboratoire Charles Fabry at the Institut d'Optique. Before then, he conducted experiments on the quantum properties of light (1974-1984) then on the laser cooling of atoms (1985-1993). A member of the Académie des Sciences, the Académie des Technologies and several foreign science academies (in the United States and Austria), Alain Aspect was awarded a gold medal by the CNRS in 2005 and the Wolf Prize in Physics in 2010. He is also a member of France's Haut Conseil pour la Science et la Technologie.

### POSITIONS AND TERMS OF OFFICE HELD AT DECEMBER 31, 2011

Positions	Companies
Member of the Board of Directors	Agence Nationale de la Recherche Etablissement Public de Paris Saclay

### POSITIONS AND TERMS OF OFFICE HELD OVER THE PAST FIVE YEARS

Positions	Companies
Member of the Board of Directors	Agence Nationale de la Recherche Etablissement Public de Paris Saclay