



# ALBIOMA

PARIS LA DÉFENSE, 28 MAY 2015

## DESCRIPTION OF THE SHARE BUY BACK PROGRAMME

authorised by the Combined General Meeting of shareholders  
of 28 May 2015

### 1. MAIN FEATURES OF THE SHARE BUY BACK PROGRAMME

This description is made available to shareholders on the Company's website. It has been initially released, pursuant to applicable regulations, in the Registration Document for the 2014 financial year.

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**Objectives (in decreasing order of priority)**

- To foster liquidity and to stimulate the market for the Company's shares through an investment services provider acting completely independently under a liquidity contract and in accordance with a code of conduct recognised by the AMF.
  - To implement all Company stock option plans in accordance with Article L. 225-177 et seq. of the Commercial Code, all allotments of bonus shares under a company or Group savings plan in accordance with Article L. 3332-1 et seq. of the Employment Code, all allotments of bonus shares under Article L. 225-197-1 et seq. of the Commercial Code, and all allotments of bonus shares under any scheme to share in the Company's profits, and to carry out any hedging transactions in connection therewith, in accordance with the terms and conditions laid down by the market authorities and at the times chosen by the Board of Directors or the person to whom the Board of Directors has delegated authority.
  - To deliver shares when rights attached to securities giving immediate or subsequent access to Company shares by any means are exercised, and to carry out any hedging transactions in connection with the Company's obligations related to such securities, under the terms and conditions laid down by the market authorities and at the times chosen by the Board of Directors or the person to whom the Board of Directors has delegated authority.
  - To cancel all or some of the shares bought back within the framework of a capital reduction and under the terms and conditions authorised by the shareholders at a General Meeting.
  - To keep the shares with a view to their subsequent delivery as payment or in exchange within the framework of acquisitions, in accordance with accepted market practices and the applicable regulations.
  - To implement any other market practices that are accepted or recognised by the law or the AMF and, more generally, to achieve any other objective allowed by the applicable regulations.
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<b>Maximum amount of capital that can be bought back</b>	10% of the share capital (5% of the share capital in the case of shares that may be bought with the intention of subsequently delivering them in payment or exchange as part of an acquisition). The Company may not hold more than 10% of its own capital at any time.
<b>Maximum purchase price</b>	€36 per share, and in the event of capital transactions such as the capitalisation of reserves followed by the issue and allotment of bonus shares and/or a stock split or reverse stock split operation, this maximum purchase price will be adjusted accordingly by applying a factor corresponding to the ratio between the number of shares comprising the capital before the transaction and the number of shares after the transaction.
<b>Maximum amount, net of costs, allocated to the programme</b>	€75 million.
<b>Buying and selling procedures</b>	<p>By any means, in particular on the market or off the market, including over-the-counter, or through block trades or a public offering, trading in options or derivatives, the purchase of options or the purchase of securities. There is no limit on the part of the programme that may be traded in blocks, and they may account for the entire programme.</p> <p>In the event of a public offering for Company shares settled in full in cash, the Company may continue to implement its share buyback programme in compliance with the applicable laws and regulations.</p>
<b>Term</b>	18 months starting from the date of the General Meeting.

## **2. BREAKDOWN BY OBJECTIVES OF THE SHARES HELD BY THE ISSUER AS AT 28 MAY 2015 WITHIN THE FRAMEWORK OF THE FORMER SHARE BUY BACK PROGRAMMES**

<b>Number of shares held in the portfolio as at 28 May 2015</b>	<b>133,367</b>
Of which, held under a liquidity contract operated by Exane BNP Paribas	69,105
Of which, held for the bonus share plan adopted by the General Meeting of 14 March 2012	64,262



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### ABOUT ALBIOMA

Albioma is an independent energy producer and world leader in the conversion of biomass into a highly-effective source of energy, in collaboration with its agri-business partners. For more than 20 years, Albioma has operated power plants recovering bagasse, a fibrous by-product of sugar cane, replaced by coal outside the sugar cane harvest. Its unique expertise has enabled Albioma to establish itself as an indispensable partner in the sugar and ethanol industry in the French overseas territories and Mauritius. Albioma is now developing power plants using only biomass, which recover, in addition to bagasse, green waste and wood industry residue. The Group also operates a highly-efficient photovoltaic installation and agricultural anaerobic digestion units. In 2014, the Group, which already had a presence in mainland France, the French overseas territories and Mauritius, began operating in Brazil, the world's leading sugar cane producer.

**For further information, please visit [www.albioma.com](http://www.albioma.com)**

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