

*(This document is a free translation of the original French version published on 27 June 2018 in the French legal newspapers "BALO" and "Petites Affiches", which are available upon request)*

## **ALSTOM**

Société Anonyme with a share capital of € 1,556,077,180  
Head Office: 48, rue Albert Dhalenne, 93400 Saint-Ouen  
Registration number: 389 058 447 RCS Bobigny

## **NOTICE OF MEETING**

The shareholders of ALSTOM with double voting rights will be convened to participate in the Special Meeting which will be held on first call on Tuesday 17 July 2018 at 9.30 a.m., at Maison de la Mutualité, 24 rue Saint-Victor, 75005 Paris, to deliberate on the following agenda:

### **AGENDA**

- Removal of double voting rights and corresponding amendments of the by-laws
- Powers to carry out legal formalities

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## **PARTICIPATING TO THE SPECIAL MEETING**

### **1. Conditions for participating**

Any holder of double voting rights, irrespective of the number of shares held, may participate to the Special Meeting by either attending it in person, or authorising another shareholder or his/her spouse or the partner to whom the shareholder is bound by a Civil Solidarity Pact to represent him/her at the Meeting. The shareholder may also authorise any other individual or legal entity selected by him/her to represent him/her at the Meeting (Article L. 225-106 of the French Commercial Code) or vote by mail. However, the only shareholders entitled to participate in the Meeting are those who have demonstrated that they hold shares in accordance with Article R. 225-85 of the French Commercial Code as follows.

The shares must be recorded in their name in ALSTOM's shares register maintained by BNP Paribas Securities Services the second business day preceding the Meeting at 12:00 am, i.e. Friday 13 July 2018 at 12:00 am (Paris time).

### **2. To attend the Special Meeting in person and apply for an attendance card by port**

To attend in person, shareholders should apply for an attendance card ("*carte d'admission*") as early as possible to receive the card in due time and should cross box A of the voting form which is sent to them together with the brochure of the AGM (i.e. the printed Notice of Meeting). They should send this form back, duly signed and dated, to BNP Paribas Securities Services (CTS – Service Assemblées – Grands Moulins – 9 rue du Débarcadère, 93761 Pantin Cedex - France), at the latest on Monday 16 July 2018 at 3.00 p.m. (Paris time).

The attendance card will be sent by post.

### **3. To vote by mail or by proxy**

#### **3.1 Voting or appointing a proxy by post**

The shareholders automatically receive the voting form together with the Notice of Meeting that they should complete and sign and send back to BNP Paribas Securities Services (CTS – Service Assemblées – Grands Moulins – 9 rue du Débarcadère – 93761 Pantin Cedex - France).

In order to be taken into account, forms must be received by BNP Paribas Securities Services, at least the day before the Meeting, at 3.00 p.m., i.e. at the latest on Monday 16 July 2018 at 3.00 p.m. (Paris time).

Each shareholder who has expressed his/her vote by mail, sent a proxy or requested an attendance card cannot choose another method of participation but may sell all or part of his/her shares.

The designation or revocation of a proxy expressed by post should be received, at the latest on the day before the Meeting at 3.00 p.m., i.e. on Monday 16 July 2018 at 3.00 p.m. (Paris time).

#### **3.2 Designation or revocation of a proxy by internet**

In accordance with Article R. 225-79 of the French Commercial Code, notification of designation or of revocation of a proxy can also be done by Internet according to the following directions:

- The shareholders holding direct registered shares (*nominative pur*) will have to send his/her request of designation or revocation of proxy by e-mail to [paris.bp2s.france.cts.mandats@bnpparibas.com](mailto:paris.bp2s.france.cts.mandats@bnpparibas.com). This e-mail should include the following information: name of the Company and date of Shareholders' Meeting, last name, first name, address and registered account number of the Shareholder as well as last name, first name and if possible address of the proxy.
- The shareholders holding intermediary registered shares (*nominatif administré*) his/her request of designation or revocation of proxy by e-mail to [paris.bp2s.france.cts.mandats@bnpparibas.com](mailto:paris.bp2s.france.cts.mandats@bnpparibas.com). This e-mail should include the following information: name of the Company and date of Shareholders' Meeting, last name, first name, address and exhaustive bank account details of the Shareholder as well as last name, first name and if possible address of the proxy.

The shareholders must ask his/her financial intermediary maintaining his/her shares account to send a written confirmation by post to BNP Paribas Securities Services – CTS – Service Assemblées – Grands Moulins – 9, rue du Débarcadère – 93761 Pantin Cedex – France.

Only notifications of designation or revocation of proxies should be sent to the above electronic address, all other requests or notifications related to another subject will not be processed.

For the due process of electronic designations or revocations of proxies, emails and/or written confirmation from financial intermediaries should be received by BNP Paribas as above stated, at the latest the day before the Meeting at 3.00 p.m. (Paris time) i.e. at the latest on Monday 16 July 2018 at 3.00 p.m. (Paris time).

It is recommended not to wait until the day before the Meeting to give your instructions.

### **4. Written questions**

Each shareholder may ask questions in writing, to which the Board of Directors will answer during the Shareholders' Meeting. Written questions must be sent to ALSTOM's headquarters (Attention: *Président du Conseil d'administration d'ALSTOM* – « *Questions écrites à l'Assemblée* » – 48, rue Albert Dhalenne, 93400 Saint-Ouen) by registered letter with acknowledgement of receipt or by electronic means at the following

address "investor.relations@alstomgroup.com", at the latest the fourth business day preceding the Meeting, i.e. Wednesday 11 July 2018. Written questions must be accompanied by a statement evidencing the ownership of the shares in ALSTOM's registered shares account or in the shares account maintained by the financial intermediary.

Pursuant to applicable legislation, a common answer can be given to several questions if they have the same content or bear on the same topic. The answer to a written question will be deemed answered if it is in ALSTOM's website at: [www.alstom.com/investors/shareholders-corner/shareholders-meeting/](http://www.alstom.com/investors/shareholders-corner/shareholders-meeting/).

#### **5. Information and documents available to shareholders**

Pursuant to applicable law, documents that must be made available to shareholders in relation to this Shareholders' Meeting will be available at ALSTOM's headquarters, 48, rue Albert Dhalenne, 93400 Saint-Ouen, from the publication of the second notice of meeting and at least during the 15-days period prior to the Meeting date, i.e. as from Monday 2 July 2018.

This notice as well as a presentation of the resolutions submitted to the Meeting will be made available on ALSTOM's website at: [www.alstom.com/investors/shareholders-corner/shareholders-meeting/](http://www.alstom.com/investors/shareholders-corner/shareholders-meeting/).

In addition all documents and information provided for in Article R.225-73-1 of the French Commercial Code will be available on ALSTOM's website at the same address, at the latest on the 21<sup>st</sup> day preceding the Meeting, i.e. Tuesday 26 June 2018. If applicable, the items or draft resolutions proposed by shareholders will be published on the same address.

The Board of Directors