FREE TRANSLATION OF THE NOTICE OF MEETING*

2010

COMBINED ORDINARY AND EXTRAORDINARY SHAREHOLDERS' MEETING

Tuesday 1 June 2010 at 3 p.m.

EUROSITES: 28, avenue George-V – 75008 Paris

Dear Shareholders,

We are pleased to inform you that the Combined Ordinary and Extraordinary Shareholders' Meeting of **Bureau Veritas, International Classification Register for Ships and Aircraft** – a French Limited Liability Company (*Société Anonyme*), with a share capital of €13,091,569.20 and whose registered office is located at 67/71, boulevard du Château, 92200 Neuilly-sur-Seine, (herein referred to as the "**Company**" or **"Bureau Veritas"**) – will take place on **TUESDAY 1 JUNE 2010 AT 3 p.m.** at the following address:

EUROSITES – 28, avenue George-V – 75008 Paris.

All Shareholders, irrespective of the number of shares they hold, may participate in this Shareholders' Meeting, once they have justified their Shareholder status, in accordance with the provisions of Article R.225-85 of the French Commercial Code.

We look forward to seeing you there and invite you, in such a case, to kindly request an admission card (to the address and as indicated hereinafter in Part 2 of this file "How to participate in the Shareholders' Meeting?"): it will make registration and entry to the Shareholders' Meeting easier and avoid you having to wait.

Should you be unable to attend this Shareholders' Meeting in person, you may either be represented by your spouse or any Shareholder of your choice, give proxy to the Chairman of the meeting, or vote by post.

In the following pages you will find practical information concerning the Shareholders' Meeting attendance and voting procedures and, in particular, the agenda of the meeting and the text of the resolutions presented to the Shareholders' Meeting.

Thank you in advance for your consideration of the resolutions which will be submitted for your approval,

Yours sincerely,

Frank Piedelièvre

Chairman and Chief Executive Officer

** This document is a free translation with no legal value of the original 2010 Notice of Meeting which is in French language and is furnished for information purposes only. In all matters of interpretation of information, the original French version takes precedence over this translation.*

BUREAU VERITAS

Move Forward with Confidence

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PRELIMINARY RECOMMENDATIONS:

The reception desk for Shareholders' registration will open at **1:30 p.m.** and the Shareholders' Meeting will start at **3 p.m. sharp**.

To ensure the smooth running of the meeting, please:

- arrive ahead of time, with your admission card, in order to sign the attendance sheet (this card will be issued to you under the conditions indicated below);
- only enter the room once you have been given the Shareholders' Meeting folder, given to you when signing the attendance sheet;
- comply with the voting procedure instructions given during the meeting.

N.B.: *This file "Notice of Meeting" includes documents and information which must be attached to any form for proxy or voting by post (herein referred to as the* ***"single form"****), in accordance in particular with the provisions set forth in Articles R.225-76, R.225-78 and R.225-81 of the French Commercial Code. Instructions on how to obtain the said single form are given in Part 2 of this file, entitled "How to participate in the Shareholders' Meeting?".*

1 Agenda

Shareholders of the Company are invited to deliberate on the following agenda:

Resolutions relating to the **Ordinary** Shareholders' Meeting

- Presentation of the Board of Directors' report and the Statutory Auditors' reports;
- Approval of the Company financial statements for the financial year ended on 31 December 2009 (**Resolution 1**);
- Approval of expenses and liabilities incurred under Article 39-4 of the French General Tax Code (CGI) (**Resolution 2**);
- Approval of the consolidated financial statements for the financial year ended on 31 December 2009 (**Resolution 3**);
- Allocation of income for the financial year and setting of the dividend (**Resolution 4**);
- Approval of the agreements referred to in Article L.225-38 of the French Commercial Code and the Statutory Auditors' special report (**Resolution 5**);
- Mandate renewal of the Statutory Auditor, Cabinet PricewaterhouseCoopers Audit (**Resolution 6**);
- Mandate renewal of the Statutory Auditor, Cabinet Bellot Mullenbach & Associés (**Resolution 7**);
- Appointment of the Substitute Auditor, Mr Yves Nicolas (**Resolution 8**);
- Mandate renewal of the Substitute Auditor, Jean-Louis Brun d'Arre (**Resolution 9**);
- Authorisation to allow the Company to purchase its own shares (**Resolution 10**);
- Powers for legal formalities (**Resolution 11**).

Resolutions relating to the **Extraordinary** Shareholders' Meeting

- Presentation of the Board of Directors' report and the Statutory Auditors' reports;
- Authorisation to reduce the share capital by cancelling all or part of the Company shares acquired by the Company under any share buyback programme (**Resolution 12**);
- Powers for legal formalities (**Resolution 13**).

2 How to participate in the Shareholders' Meeting?

Conditions of attendance

All Shareholders, irrespective of the number of shares they own, may participate in the Shareholders' Meeting in person, be represented by their spouse or another Shareholder of their choice, give proxy to the Chairman or vote by post.

Nevertheless, in all cases, and whatever method of participation or representation chosen, in accordance with the provisions of Article R.225-85 of the French Commercial Code, the right to participate in the Shareholders' Meeting is subject to the registration of your shares, in your name or in the name of the financial agent with whom your shares are registered, on the third business day prior to the Shareholders' Meeting at 00:00 a.m., Paris time i.e. ***Thursday 27 May 2010 at 00:00 a.m., Paris time****, it being specified in particular that:*

- **if you hold registered shares**: you do not have to carry out any legal formality to establish accounting registration of your shares: the recording of your shares in a registration or managed registration account by **the third business day prior to the Shareholders' Meeting at 00:00 a.m., Paris time i.e. Thursday 27 May 2010 at 00:00 a.m., Paris time** in the Company's share registration accounts held by its agents, BNP Paribas Securities Services, or, where relevant, CACEIS Corporate Trust, is sufficient;
- **if you hold bearer shares**, you must ask the financial agent who manages your bearer share account to issue you with a certificate of attendance justifying the accounting registration of your shares **on the third business day prior to the Shareholders' Meeting at 00:00 a.m., Paris time, i.e. Thursday 27 May 2010 at 00:00 a.m., Paris time.** For any transfer of shares occurring before this date, the transferor's certificate of attendance will be invalidated for the number of shares sold and the vote(s) attached to these shares will not be taken into account. For any transfer of shares occurring after this date, the certificate of attendance will remain valid and the vote(s) attached to these shares will be counted in the name of the transferor.

How to vote at the Shareholders' Meeting ?

There are four ways to exercise your right to vote. You can:

- **attend the Shareholders' Meeting in person;**
- **give proxy to the Chairman of the Shareholders' Meeting;**
- **give proxy to your spouse or another Shareholder who will be attending the meeting;**
- **vote by post.**

NB: *any Shareholder who has already requested an admission card or a certificate of attendance to attend the Shareholders' Meeting in person, or has given a proxy or voted by post, will not be able to choose another method of attending the Shareholders' Meeting.*

You wish to attend the Shareholders' Meeting in person

To facilitate your access to the Shareholders' Meeting, you are invited to request an admission card under the following conditions:

REGISTERED SHARE OWNERS

- Tick **box A** on the single form (see the single form template on page 7);
- Date and sign at the bottom of the single form;
- Fill in your surname, first name and address at the bottom of the single form or check them if they are already supplied;
- Return the single form using the postage-paid envelope supplied by the agent who sent you your notice of meeting, i.e. either BNP Paribas Securities Services (G.C.T. Service Émetteurs Assemblées – Grands Moulins de Pantin – 9, rue du Débarcadère – 93761 Pantin Cedex), or Caceis Corporate Trust (Assemblées Générales Centralisées – 14, rue Rouget-de-Lisle – 92862 Issy-les-Moulineaux Cedex 09) as the case may be.

To ensure that you receive your admission card in time, the application form should be returned as early as possible (at the latest on Thursday 27 May 2010) so as to avoid any postal delays.

If you do not have the time to apply for your admission card or if you have not received it by the day of the Shareholders' Meeting, the fact that you are a registered Shareholder will nevertheless allow you to attend the Shareholders' Meeting upon presentation of an identity document at the reception desk provided for this purpose.

BEARER SHARE OWNERS

- Tick **box A** on the single form. Instructions on how to obtain the form are given on page 6 and an example of the single form template is given on page 7;
- Date and sign at the bottom of the single form;
- Fill in your surname, first name and address at the bottom of the single form;
- Return the single form to your financial agent who will send it, together with a certificate of attendance, to BNP Paribas Securities Services at the address indicated before. You may also return the form yourself directly to BNP Paribas Securities Services at the address indicated before, provided that you enclose a certificate of attendance received from your financial agent.

To ensure that you receive your admission card in time, the application form should be returned as early as possible (at the latest on Thursday 27 May 2010) so as to avoid any postal delays.

If you do not have the time to apply for your admission card or if you have not received it by the day of the Shareholders' Meeting, you can participate in the Shareholders' Meeting upon presentation of an identity document and the certificate of attendance issued by your financial account agent who manages your bearer shares accounts justifying the registration of your shares three business days prior to the Shareholders' Meeting at 00:00 a.m., Paris time.

Under no circumstances should admission card applications be returned directly to Bureau Veritas.

You prefer to vote by post or by proxy

If you are unable to attend the Shareholders' Meeting in person, you may still exercise your right to vote by using the single form. Instructions on how to obtain the form are given on page 6 and an example of the single form template is given on page 7.

You have three options:

GIVE A PROXY TO YOUR SPOUSE OR ANOTHER SHAREHOLDER

- Tick **box B** on the single form **and** the box *"I hereby appoint…"*;
- Indicate the identity and address of your representative;
- Date and sign at the bottom of the single form.

GIVE A PROXY TO THE CHAIRMAN OF THE SHAREHOLDERS' MEETING

- Tick **box B** on the single form;
- Date and sign at the bottom of the single form.

For proxy forms that do not state the name of the authorised representative, the Chairman of the Shareholders' Meeting will, on the Shareholder's behalf, register a vote to adopt the draft resolutions proposed or approved by the Board of Directors and a vote against the adoption of all other resolutions.

POSTAL VOTING

- Tick **box B** on the single form **and** the box "I vote by post";
- To vote on each resolution, fill in the appropriate box depending on your choice, as indicated on the single form:
  - **Voting against or abstention:** if you wish to vote against a resolution or abstain from voting (abstention being equivalent to a vote against), fill in the box beside the number of resolution in question,
  - **Voting for:** if you are voting in favour of all of the resolutions do not fill in any box,
- Sign and date at the bottom of the single form.

Whatever your choice, you must complete the single form (see example of single form template on page 7) which contains a "proxy option" and a "postal voting option".

HOW TO OBTAIN THE SINGLE FORM ?

REGISTERED SHARE OWNERS

Your single form is attached to the "2010 Notice of Meeting" file that you have received. So you do not have to do anything to obtain it.

BEARER SHARE OWNERS

You can obtain the single form from your financial agent as of the date of notice of the Shareholders' Meeting. Once you have completed the form, your financial agent will send it together with a certificate of attendance to BNP Paribas Securities Services (G.C.T. Service Émetteurs Assemblées – Grands Moulins de Pantin – 9, rue du Débarcadère – 93761 Pantin Cedex).

You may also obtain the single form directly from BNP Paribas Securities Services on the condition that you attach a certificate of attendance (issued by your financial agent proving your status as a Company Shareholder) to your application.

Please note that for this request to be taken into account, it must be received by BNP Paribas Securities Services no later than six days prior to the Shareholders' Meeting i.e. **no later than Wednesday 26 May 2010**.

TO WHOM THE SINGLE FORM SHOULD BE RETURNED

REGISTERED SHARE OWNERS

Return the single form, using the postage-paid envelope supplied, to the agent who sent you your notice of meeting, namely:

- BNP Paribas Securities Services (G.C.T. Service Émetteurs Assemblées – Grands Moulins de Pantin – 9, rue du Débarcadère – 93761 Pantin Cedex), **or**;
- Caceis Corporate Trust (Assemblées Générales Centralisées – 14, rue Rouget-de-Lisle – 92862 Issy-les-Moulineaux Cedex 09).

BEARER SHARE OWNERS

Return the single form:

- either to your financial agent who will confirm your Shareholder status directly with BNP Paribas Securities Services by producing a certificate of attendance, **or**;
- directly to BNP Paribas Securities Services (G.C.T. Service Émetteurs Assemblées – Grands Moulins de Pantin – 9, rue du Débarcadère – 93761 Pantin Cedex), along with a certificate of attendance supplied by your financial agent.

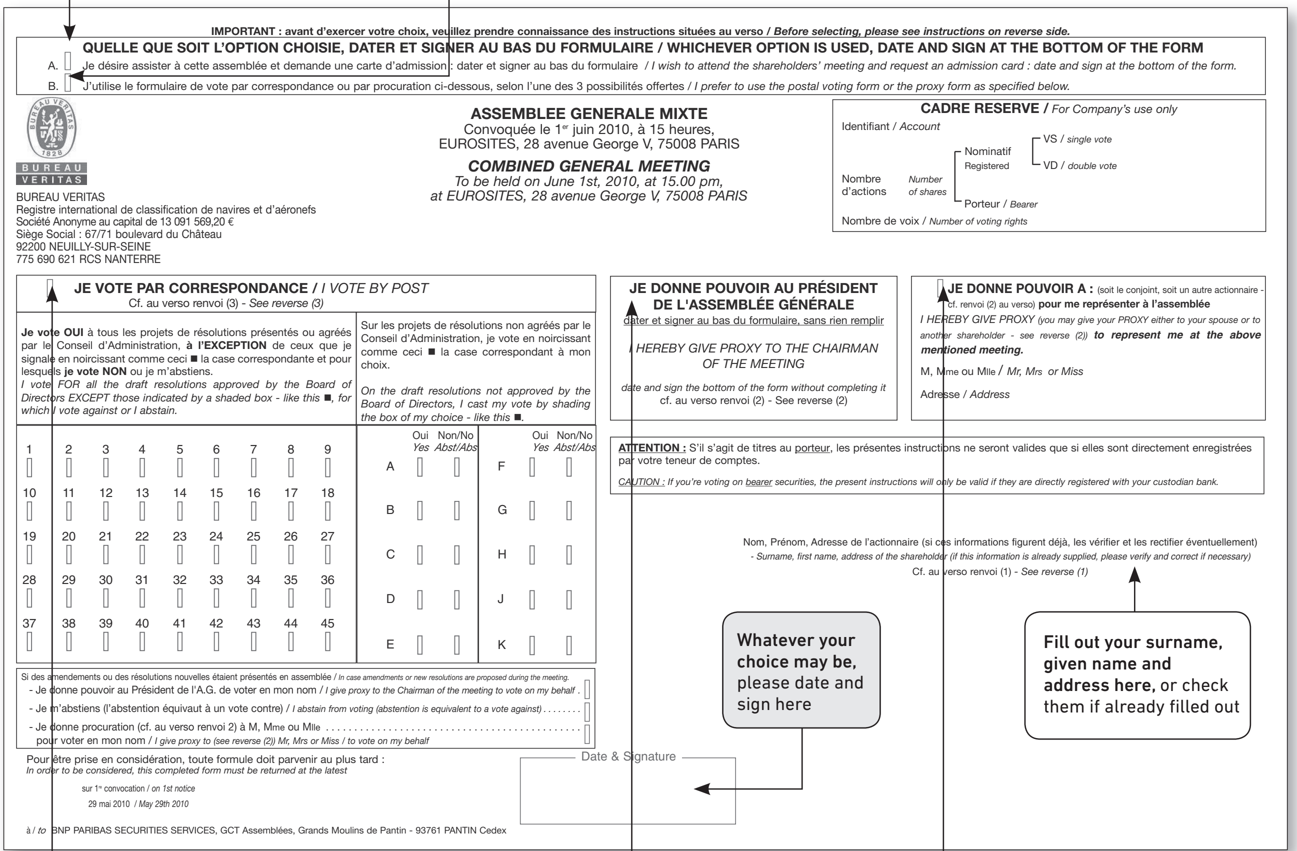
WHEN SHOULD YOU RETURN YOUR SINGLE FORM ?

Your single form must be returned to BNP Paribas Securities Services, or CACEIS Corporate Trust as the case may be, duly filled in and signed, **no later than Saturday 29 May 2010** in order to be taken into account.

HOW TO FILL IN THE SINGLE FORM ?

If you wish to attend the Meeting in person, tick box A to receive your admission card

If you do not wish to attend the Meeting and wish to vote by post or to be represented by proxy at the Meeting, tick box B



IMPORTANT : avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso / *Before selecting, please see instructions on reverse side.*

QUELLE QUE SOIT L'OPTION CHOISIE, DATER ET SIGNER AU BAS DU FORMULAIRE / WHICHEVER OPTION IS USED, DATE AND SIGN AT THE BOTTOM OF THE FORM

A. ☐ Je désire assister à cette assemblée et demande une carte d'admission : dater et signer au bas du formulaire / *I wish to attend the shareholders' meeting and request an admission card : date and sign at the bottom of the form.*

B. ☐ J'utilise le formulaire de vote par correspondance ou par procuration ci-dessous, selon l'une des 3 possibilités offertes / *I prefer to use the postal voting form or the proxy form as specified below.*

BUREAU VERITAS
Registre international de classification de navires et d'aéronefs
Société Anonyme au capital de 13 091 569,20 €
Siège Social : 67/71 boulevard du Château
92200 NEUILLY-SUR-SEINE
775 690 621 RCS NANTERRE

ASSEMBLEE GENERALE MIXTE
Convoquée le 1er juin 2010, à 15 heures,
EUROSITES, 28 avenue George V, 75008 PARIS

COMBINED GENERAL MEETING
To be held on June 1st, 2010, at 15.00 pm,
at EUROSITES, 28 avenue George V, 75008 PARIS

CADRE RESERVE / *For Company's use only*
Identifiant / *Account*
Nombre d'actions / *Number of shares*: Nominatif / *Registered* (VS / *single vote*; VD / *double vote*); Porteur / *Bearer*
Nombre de voix / *Number of voting rights*

JE VOTE PAR CORRESPONDANCE / *I VOTE BY POST*
Cf. au verso renvoi (3) - *See reverse (3)*

Je vote **OUI** à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration, **à l'EXCEPTION** de ceux que je signale en noircissant comme ceci ■ la case correspondante et pour lesquels **je vote NON** ou je m'abstiens.
I vote FOR all the draft resolutions approved by the Board of Directors EXCEPT those indicated by a shaded box - like this ■, for which I vote against or I abstain.

Sur les projets de résolutions non agréés par le Conseil d'Administration, je vote en noircissant comme ceci ■ la case correspondant à mon choix.
On the draft resolutions not approved by the Board of Directors, I cast my vote by shading the box of my choice - like this ■.

1 ☐	2 ☐	3 ☐	4 ☐	5 ☐	6 ☐	7 ☐	8 ☐	9 ☐
10 ☐	11 ☐	12 ☐	13 ☐	14 ☐	15 ☐	16 ☐	17 ☐	18 ☐
19 ☐	20 ☐	21 ☐	22 ☐	23 ☐	24 ☐	25 ☐	26 ☐	27 ☐
28 ☐	29 ☐	30 ☐	31 ☐	32 ☐	33 ☐	34 ☐	35 ☐	36 ☐
37 ☐	38 ☐	39 ☐	40 ☐	41 ☐	42 ☐	43 ☐	44 ☐	45 ☐

	Oui *Yes*	Non/No *Abst/Abs*		Oui *Yes*	Non/No *Abst/Abs*
A	☐	☐	F	☐	☐
B	☐	☐	G	☐	☐
C	☐	☐	H	☐	☐
D	☐	☐	J	☐	☐
E	☐	☐	K	☐	☐

Si des amendements ou des résolutions nouvelles étaient présentés en assemblée / *In case amendments or new resolutions are proposed during the meeting.*
- Je donne pouvoir au Président de l'A.G. de voter en mon nom / *I give proxy to the Chairman of the meeting to vote on my behalf* . ☐
- Je m'abstiens (l'abstention équivaut à un vote contre) / *I abstain from voting (abstention is equivalent to a vote against)* . . . . ☐
- Je donne procuration (cf. au verso renvoi 2) à M, Mme ou Mlle . . . . ☐
pour voter en mon nom / *I give proxy to (see reverse (2)) Mr, Mrs or Miss / to vote on my behalf*

Pour être prise en considération, toute formule doit parvenir au plus tard :
In order to be considered, this completed form must be returned at the latest
sur 1re convocation / *on 1st notice*
29 mai 2010 / *May 29th 2010*
à / *to* BNP PARIBAS SECURITIES SERVICES, GCT Assemblées, Grands Moulins de Pantin - 93761 PANTIN Cedex

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE
dater et signer au bas du formulaire, sans rien remplir
I HEREBY GIVE PROXY TO THE CHAIRMAN OF THE MEETING
date and sign the bottom of the form without completing it
cf. au verso renvoi (2) - See reverse (2)

☐ **JE DONNE POUVOIR A :** (soit le conjoint, soit un autre actionnaire - cf. renvoi (2) au verso) **pour me représenter à l'assemblée**
I HEREBY GIVE PROXY (you may give your PROXY either to your spouse or to another shareholder - see reverse (2)) ***to represent me at the above mentioned meeting.***
M, Mme ou Mlle / *Mr, Mrs or Miss*
Adresse / *Address*

ATTENTION : S'il s'agit de titres au porteur, les présentes instructions ne seront valides que si elles sont directement enregistrées par votre teneur de comptes.
CAUTION : If you're voting on bearer securities, the present instructions will only be valid if they are directly registered with your custodian bank.

Nom, Prénom, Adresse de l'actionnaire (si ces informations figurent déjà, les vérifier et les rectifier éventuellement)
- Surname, first name, address of the shareholder (if this information is already supplied, please verify and correct if necessary)
Cf. au verso renvoi (1) - *See reverse (1)*

Date & Signature

Whatever your choice may be, please date and sign here

Fill out your surname, given name and address here, or check them if already filled out

If you wish to vote by post: tick here and follow the instructions

If you wish to give your proxy to the Chairman of the meeting: follow the instructions

If you wish to give proxy to an authorized person who will attend the Shareholders' meeting: tick here and fill out their details

3 Explanatory comments on the resolutions

Resolutions within the jurisdiction of the Ordinary Shareholders' Meeting

APPROVAL OF THE COMPANY'S STATUTORY AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2009 AND APPROVAL OF EXPENSES AND LIABILITIES INCURRED UNDER ARTICLE 39-4 OF THE FRENCH GENERAL TAX CODE

(Resolutions 1-3)

- The purpose of **Resolutions 1** and **3** respectively is to submit for your approval, after having been informed of the Board of Directors' management report and the Statutory Auditors' reports, Bureau Veritas' statutory and consolidated financial statements at 31 December 2009.

  The Company statutory financial statements for financial year ended on 31 December 2009 show a financial year profit of €104,052,157.52.

  The consolidated financial statements for financial year ended on 31 December 2009 show a group share of net profit of €252.7 million.

> ***For more information concerning the said financial statements and the running of corporate affairs throughout 2009 and since the beginning of 2010, please refer to (i) the Statutory Auditors' reports on the statutory and consolidated financial statements for the financial year ended on 31 December 2009 and (ii) the management report, included in the Company's 2009 registration document, which has been made public in accordance with the applicable statutory and regulatory provisions, and which is notably available on the Company's website (www.bureauveritas.fr/investisseurs).***

- The purpose of **Resolution 2** is to submit for your approval, after having been informed of the management report of the Board of Directors, the expenses and liabilities not deductible for tax purposes, in accordance with Article 39-4 of the French General Tax Code, as well as the amount of associated tax.

The overall amount of these charges and expenses and the associated tax is respectively €462,350.48 and €159,187.27 for the financial year ended on 31 December 2009.

ALLOCATION OF INCOME FOR THE FINANCIAL YEAR ENDED ON 31 DECEMBER 2009 AND SETTING OF THE DIVIDEND

(Resolution 4)

- The purpose of **Resolution 4** is to allocate the income and distribute the dividend.

  The amount of the proposed dividend is €0.84 per share.

  The dividend would be distributed as of 17 June 2010.

  For Shareholders who have not opted for flat-rate withholding tax, the proposed dividend would be eligible for the 40% tax allowance provided for in Article 158-3.2 of the French General Tax Code.

APPROVAL OF RELATED-PARTY AGREEMENTS AND UNDERTAKINGS

(Resolution 5)

- The purpose of **Resolution 5** is to submit for your approval the related-party agreements referred to in Articles L.225-38 et seq. of the French Commercial Code.

> ***The special report of the Statutory Auditors on related-party agreements and undertakings is included in the Company's 2009 registration document, which has been made public in accordance with the applicable statutory and regulatory provisions, and which is notably available on the Company's website (www.bureauveritas.fr/investisseurs).***

MANDATE RENEWAL AND APPOINTMENT OF STATUTORY AND SUBSTITUTE AUDITORS

(Resolutions 6-9)

- The purpose of **Resolution 6** is to submit for your approval the mandate renewal of the Statutory Auditor, Cabinet PricewaterhouseCoopers Audit.
- The purpose of **Resolution 7** is to submit for your approval the mandate renewal of the Statutory Auditor, Cabinet Bellot Mullenbach & Associés.
- The purpose of **Resolution 8** is to submit for your approval the appointment of Mr Yves Nicolas as Substitute Auditor.
- The purpose of **Resolution 9** is to submit for your approval the mandate renewal of the Substitute Auditor, Mr Jean-Louis Brun d'Arre.

AUTHORISATION TO ALLOW THE COMPANY TO PURCHASE ITS OWN SHARES

(Resolution 10)

- The purpose of **Resolution 10** is to authorise the Board of Directors to purchase Company shares on behalf of the Company, in accordance with the conditions provided for by law, for up to 10% of the share capital of the Company and for a period of 18 months dating from the Shareholders' Meeting.

  The objectives of the share buyback programme are detailed in the resolution submitted for your vote and in the share buyback programme description included in the Company's 2009 registration document, which has been made public in accordance with the applicable statutory and regulatory provisions, and which is notably available on the Company's website.

  Resolution 10 submits for your approval a maximum purchase price of €75 per Company share (subject to adjustments in the event of financial transactions), corresponding to a maximum amount of €818,223,075.

  In addition, within the context of the liquidity agreement signed by the Company and Exane on 8 February 2008, 742,157 shares were purchased and 777,358 shares were sold in 2009.

  In view of the number of shares purchased and sold during the year, at 31 December 2009, the Company held 777,517 of its own shares (including the 71,267 shares acquired under the liquidity agreement), representing around 0.71% of the share capital.

Resolutions within the jurisdiction of the Extraordinary Shareholders' Meeting

AUTHORISATION TO REDUCE THE SHARE CAPITAL BY CANCELLING ALL OR PART OF THE COMPANY SHARES ACQUIRED UNDER ALL SHARE BUYBACK PROGRAMMES

(Resolution 12)

- The purpose of **Resolution 12** is to grant the Board of Directors the power, for a period of 18 months dating from the Shareholders' Meeting, and within the framework and limits of the provisions of Article L.225-209 of the French Commercial Code, to cancel at its own initiative, and on one or more occasions, some or all of the shares acquired by the Company within the context of Resolution 10 and all share buyback programmes authorised before or after the date of the Shareholders' Meeting, and to reduce the share capital by the same amount. In accordance with the conditions provided for by law, this authorisation is capped at 10% of the Company's share capital for every 24-month period (it being specified that the amount of shares to be cancelled shall be assessed on the date of the Board of Directors' decision).

POWERS FOR LEGAL FORMALITIES

- **Resolutions 11** and **13** are customary resolutions permitting the accomplishment of public notices and legal formalities.

4 Text of the resolutions

Within the jurisdiction of the Ordinary Shareholders' Meeting

FIRST RESOLUTION

(Approval of the Company financial statements for the financial year ended on 31 December 2009)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, having reviewed the Board of Directors' management report and the Statutory Auditors' general report on the Company financial statements for the year ended on 31 December 2009, approves the Company financial statements for the year ended on 31 December 2009 as presented by the Board of Directors, as well as the operations reflected therein or summarised in these reports.

These financial statements show a profit of €104,052,157.52 for the financial year ended on 31 December 2009.

SECOND RESOLUTION

(Approval of expenses and liabilities incurred under Article 39-4 of the French General Tax Code)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, having reviewed the Board of Directors' management report approves the total amount of non-deductible expenses and charges on earnings of €462,350.48 subject to the corporate tax amounting to €159,187.27, in accordance with Article 39-4 of the French General Tax Code.

THIRD RESOLUTION

(Approval of the consolidated financial statements for the financial year ended on 31 December 2009)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, having reviewed the Board of Directors' management report and the Statutory Auditors' general report on the consolidated financial statements for the year ended on 31 December 2009, approves the consolidated financial statements for the financial year ended on 31 December 2009 as presented by the Board of Directors, as well as the operations reflected therein or summarised in these reports.

FOURTH RESOLUTION

(Allocation of income for the financial year and setting of the dividend)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, upon the recommendation of Board of Directors, after having noted that:

- the legal reserve had reached a tenth of the share capital as of 31 December 2009;
- all shares comprising the share capital were fully paid up;
- the consolidated financial statements ended on 31 December 2009 showed a profit of €104,052,157.52;
- the "balance brought forward" account is equal to €210,961,994.49;

thus resolves to allocate the distributable profit of €315,014,152.01, as follows:

A dividend payout of €0.84 per share: based on the number of shares making up the share capital at 31 December 2009 (109,096,410 shares) for a total sum of €91,640,984.40:	€91,640,984.40
Allocation to the "balance brought forward" account of the balance of net income	€223,373,167.61

In accordance with Article 158-3, 2 of the French General Tax Code, Shareholders who are physical persons having their tax domicile in France may benefit from a 40% allowance of the amount of their dividend. In accordance with Article 117 quater of the French General Tax Code, this reduction does not apply for Shareholders who are physical persons having opted for the flat-rate deduction at source on other income received during the year.

The Shareholders' Meeting proposes that the dividend will be payable as of 17 June 2010.

The Shareholders' Meeting decides that all dividends which cannot be paid on Bureau Veritas' treasury shares will be allocated to the "balance brought forward".

The Shareholders' Meeting acknowledges that on the three previous financial years, dividends have been distributed as follows:

Financial year	Amount distributed	Number of shares involved	Dividends per share
2006	€99,998,189.16	€99,599,790 (a)	€1.004 (a)
2007	€64,331,856	€107,219,760 (b)	€0.60 (b)
2008	€77,522,339.52	€107, 669,916 (c)	€0,72 (c)

(a) Number of shares and dividend per share restated to reflect the division of the nominal value of the Company's shares by ten on 23 October 2007. The dividend per share was paid out in 2007. In accordance with Article 243bis of the French General Tax Code, it is stipulated that this dividend was entitled to the 40% reduction mentioned in the 2nd point of paragraph 3 of Article 158 of the French General Tax Code.

(b) The dividend per share was paid out in 2008. In accordance with Article 243bis of the French General Tax Code, it is stipulated that this dividend was entitled to the 40% reduction mentioned in the 2nd point of paragraph 3 of Article 158 of the French General Tax Code.

(c) The dividend per share was paid out in 2009. In accordance with Article 243bis of the French General Tax Code, it is stipulated that this dividend was entitled to the 40% reduction mentioned in the 2nd point of paragraph 3 of Article 158 of the French General Tax Code.

FIFTH RESOLUTION

(Approval of the agreements referred to in Article L.225-38 of the French Commercial Code and the Statutory Auditors' special report)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, after reviewing the Board of Directors' management report and the Statutory Auditors' special report on the agreements referred to in Article L.225-38 of the French Commercial Code and acting on this report, approves, in accordance with Article L.225-40 of the said Code, each agreement mentioned therein, as well as said report.

SIXTH RESOLUTION

(Mandate renewal of the Statutory Auditor, Cabinet PricewaterhouseCoopers Audit)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, after taking note that the mandate of Statutory Auditor, Cabinet PricewaterhouseCoopers Audit, expires at the end of the present Shareholders' Meeting, hereby decides to renew Cabinet PricewaterhouseCoopers Audit's mandate for a period of six financial years, i.e. until the end of the Ordinary Shareholders' Meeting, to be held to approve the financial statements for the financial year ending on 31 December 2015.

SEVENTH RESOLUTION

(Mandate renewal of the Statutory Auditor, Cabinet Bellot Mullenbach & Associés)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, after taking note that the mandate of Statutory Auditor, Cabinet Bellot Mullenbach & Associés, expires at the end of the present Shareholders' Meeting, hereby decides to renew Cabinet Bellot Mullenbach & Associés' mandate for a period of six financial years, i.e. until the end of the Ordinary Shareholders' Meeting, to be held to approve the financial statements for the financial year ending on 31 December 2015.

EIGHTH RESOLUTION

(Appointment of Mr Yves Nicolas as Substitute Auditor)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, after taking note that the mandate of Substitute Auditor, of Mr Pierre Coll, expires at the close of the present Shareholders' Meeting decides to appoint Mr Yves Nicolas (a French citizen, born on 21 March 1955 in La-Voulte-sur-Rhône [07800], and whose address is 63, rue de Villiers – Neuilly-sur-Seine [92208]) as Substitute Auditor for a period of six financial years, i.e. until the end of the Ordinary Shareholders' Meeting, to be held to approve the financial statements for the financial year ending on 31 December 2015.

NINTH RESOLUTION

(Mandate renewal of Substitute Auditor, Mr Jean-Louis Brun d'Arre)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, after taking note that the mandate of Substitute Auditor of Mr Jean-Louis Brun d'Arre, expires at the end of the present Shareholders' Meeting, hereby decides to renew his mandate for a period of six financial years, i.e. until the end of the Ordinary Shareholders' Meeting, to be held to approve the financial statements for the financial year ending on 31 December 2015.

TENTH RESOLUTION

(Authorisation to allow the Company to purchase its own shares)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Ordinary Shareholders' Meetings, after reviewing the Board of Directors' report, decides to grant the Board of Directors the authority, which may be sub-delegated to any lawfully authorised person (in accordance with Articles L.225-209 et seq. of the French Commercial Code, Articles 241-1 to 241-6 of the General Regulations of the French securities exchange authority (**AMF**) and European Commission Regulation 2273/2003 of 22 December 2003), to buy or cause to buy the Company's ordinary shares under the conditions set out hereafter and in an amount not to exceed 10% of the Company's share capital, with the stipulations that (i) this limit shall be adjusted to reflect any transactions subsequent to this Shareholders' Meeting that may affect the share capital and that (ii) whenever shares are repurchased for the purpose of improving liquidity (as permitted by the AMF General Regulations), the number of shares counted in the aforementioned 10% calculation shall equal the number of shares bought less the number resold within the time frame of this authorisation.

These shares may be purchased for the following purposes, in decreasing order of priority:

- to ensure liquidity and stimulate the trading in Company shares by an independent financial services intermediary within the context of a liquidity agreement, in accordance with the Code of Ethics approved by the AMF;
- to carry out any Company share purchase options (in accordance with Articles L.225-177 et seq. of the French Commercial Code), any allocation or sale of shares within the context of all Company and Group employee savings-plans (in accordance with Articles L.3332-1 et seq. of the French Labour Code), any awarding of shares free of costs (in accordance with Articles L.225-197-1 et seq. of the French Commercial Code), and any allocation of shares in the context of employee profit-sharing plans, and to do any hedging related to these operations, in accordance with the conditions set by the market authorities, whenever the Board of Directors, or the person delegated by the Board of Directors, decides to act;
- to hold shares for subsequent use as exchange or payment in external growth transactions, of up to 5% of the Company's share capital;
- to provide shares in the event that the rights attached to marketable securities convertible into Company shares giving immediate or future access to the share capital are exercised;
- to cancel all or a portion of the shares thus bought back;
- to perform any other operation allowed or approved by the AMF or for any other purpose consistent with applicable regulations.

Shares may be bought, sold or transferred by any means either on the stock market or over the counter – by way of block trades, option mechanisms, derivatives, warrants or other marketable securities – or within the context of a public offer, at any time determined by the Board of Directors, in accordance with regulations.

The maximum purchase price is set at €75 per share, provided that in the event of capital transactions, notably by incorporation of reserves or awards of bonus shares and/or a share split or reverse share split, this price will be adjusted accordingly. The amount of the share buyback programme amounts is capped at €818,223,075.

The Shareholders decide that in the event of an all-cash public offer for the Company's shares, the Company may continue implementing its share buyback programme.

The Shareholders decide that this authorisation may be used during price-guarantee periods, in accordance with the limitations and legal and regulatory dispositions in force.

Full powers are thus granted to the Board of Directors, which may delegate any lawfully authorised person, to carry out this share buyback programme, and notably to place all stock orders, to conclude all agreements for the registration of share purchases and sales, to complete all declarations required by the AMF or any other bodies, to prepare all documents (notably with respect to information), to proceed with the allocation and, if necessary, the re-allocation, as provided by law, of the shares acquired for various purposes, to perform all legal formalities and, in general, do whatever is necessary.

This delegation, which is given for a period of 18 months from the date of the present Shareholders' Meeting, cancels and replaces the unused portion of the authorisation granted under the Thirty-sixth Resolution adopted by the Shareholders' Meeting on 3 June 2009.

The Board of Directors shall inform the Shareholders every year of the transactions carried out under this resolution, in accordance with the legal and regulatory dispositions in force.

ELEVENTH RESOLUTION

(Powers for legal formalities)

The Shareholders' Meeting gives full powers to the bearer of an original, a copy or an extract of the minutes of the Shareholders' Meeting to perform all the necessary legal formalities and make all the required legal filings and publications.

Extraordinary part

TWELFTH RESOLUTION

(Authorisation to reduce the share capital by cancelling all or part of the shares acquired by the Company under all share buyback programmes)

The Shareholders' Meeting, subject to the *quorum* and majority rules applicable to Extraordinary Shareholders' Meetings, after being acquainted with the Board of Directors report and the Statutory Auditors special report decides to:

(1) authorise the Board of Directors (in accordance with Article L.225-209 of the Commercial Code) to cancel, at its own initiative (and on one or more occasions) some or all of the shares bought back by the Company as a result of the Tenth Resolution approved by the present Shareholders' Meeting, or the various share buyback programmes authorised before or after the date of the present Shareholders' Meeting in accordance with applicable legal and regulatory dispositions, up to a limit of 10% in any 24-month period of the number of shares making up the Company's share capital (it being specified that the amount of shares to be cancelled shall be assessed on the date of the Board of Directors' decision), and to reduce the share capital by the same amount;

(2) grant full powers to the Board of Directors to carry out the capital reduction(s), notably with regards determining the amount and terms of the capital reduction, to charge the difference between the purchase value of the cancelled shares and their nominal value to all available premium and reserve funds, to ensure that the relevant entries are made in the financial statements and amend the by-laws accordingly, to carry out all formalities, actions and declarations and generally to attend to all necessary formalities.

This authorisation, which is given for a period of 18 months from the date of the present Shareholders' Meeting, cancels and replaces the unused portion of the authorisation granted under the Twenty-first Resolution adopted by the Shareholders' Meeting on 3 June 2009.

THIRTEENTH RESOLUTION

(Powers for legal formalities)

The Shareholders' Meeting gives full powers to the bearer of an original, a copy or an extract of the minutes of the Shareholders' Meeting to perform all the necessary legal formalities and make all the required legal filings and publications.

5 Summary of the situation of the Company and the Group

1 Highlights of the financial year 2009

Change in corporate governance

ADOPTION OF A BOARD OF DIRECTORS FORM OF GOVERNANCE

At the 3 June 2009 Combined Ordinary and Extraordinary Shareholders' Meeting, Bureau Veritas' Shareholders voted to change the Company's status from a Public Limited company with a Management Board and a Supervisory Board to a Public Limited company governed by a Board of Directors. This change in corporate status resulted in the modification of the Company by-laws and the appointment of ten company Directors.

COMPOSITION OF THE BOARD OF DIRECTORS

Bureau Veritas' Board of Directors comprises ten Directors (nine of which having served on the former Supervisory Board and one on the Management Board):

- Mr Stéphane Bacquaert;
- Mr Patrick Buffet*;
- Mr Aldo Cardoso*;
- Mr Jérôme Charruau*;
- Mr Pierre Hessler;
- Mr Frédéric Lemoine;
- Mr Philippe Louis-Dreyfus*;
- Mr Frank Piedelièvre;
- Mr Jean-Michel Ropert;
- Mr Ernest-Antoine Seillière.

APPOINTMENT OF MR FRANK PIEDELIÈVRE AS CHAIRMAN AND CHIEF EXECUTIVE OFFICER

At the first meeting of the newly-appointed Board of Directors, following the 3 June 2009 Combined Ordinary and Extraordinary Shareholders' Meeting, it was decided not to separate the functions of Chairman from those of Managing Director.

At this meeting, the Board appointed Mr Frank Piedelièvre as Chairman and Chief Executive Officer and Mr Fredéric Lemoine as Vice-Chairman of the Company. The Board also accepted Mr Frank Piedelièvre's proposal to appoint Messrs Philippe Donche-Gay and François Tardan as Executive Officers.

INTERNAL RULES OF PROCEDURE OF THE BOARD OF DIRECTORS AND ADVISORY COMMITTEES

The Board also adopted its internal rules of procedure and created three Committees, for which it determined the purpose and the composition.

- An Audit and Risk Committee, created out of the former Audit Committee and Risk Committee, comprising four members:
  - Mr Aldo Cardoso* (Chairman);
  - Mr Stéphane Bacquaert;
  - Mr Jérôme Charruau*;
  - Mr Jean-Michel Ropert.
- A Strategic Committee comprising three members:
  - Mr Frédéric Lemoine (Chairman);
  - Mr Patrick Buffet*;
  - Mr Pierre Hessler.
- A Nomination and Compensation Committee comprising three members:
  - Mr Pierre Hessler (Chairman);
  - Mr Frédéric Lemoine;
  - Mr Philippe Louis-Dreyfus*.

* *Independent Director.*

Change in shareholding structure

On 5 March 2009, the Wendel group sold 11 million of its shares, via a private placement, thus reducing its stake in Bureau Veritas from 62% to 52%.

Acquisitions

Due to the general economic environment and persistently high transaction prices, Bureau Veritas' external growth strategy slowed sharply in 2009. Over the period, the Group carried out some targeted acquisitions, including:

- Fairweather (51% capital stake), in China. This operation has reinforced services in the Group's Industry division for the Oil and Gas sector;
- SPD, in China, which has strengthened the Group's electrical and electronic testing and inspection activities in Germany.

In addition, the Group increased its capital stakes in some companies positioned on strong growth segments (Bosun, BV CPS Shanghai and Codde).

2 Analysis of the 2009 consolidated financial statements

2009 activity and results

The Group is organized into eight global businesses: Marine, Consumer Products, GSIT, and the five businesses which make up the Industry & Facilities division (Industry, In-Service Inspection & Verification, Health, Safety & Environment, Construction, and Certification). The comparison of the years 2009 and 2008 is thus based on analyzing the changes in revenue and results of operations of the eight global businesses.

(in millions of euros)	2009	2008	Variation
Revenue	**2,647.8**	**2,549.4**	**+3.9%**
Purchases and external charges	(750.2)	(747.9)	
Personnel costs	(1,336.5)	(1,292.4)	
Other expenses	(155.7)	(140.6)	
Operating profit	**405.4**	**368.5**	**+10.0%**
Net financial expense	(61.1)	(69.7)	
Share of profit of associates	0.1	0.1	
Profit before income tax	**344.4**	**298.9**	**+15.2%**
Income tax expense	(87.1)	(75.3)	
Profit from activities held for sale	0.4	-	
Net profit	**257.7**	**223.6**	**+15.3%**
Minority interests	5.0	6.4	
Attributable net profit	**252.7**	**217.2**	**+16.3%**

REVENUE

Despite the slow-down at the end of the year, revenue for the 2009 financial year rose by 3.9% to €2,647.8 million. In the context of a global recession, the activities stood up well overall thanks to their recurrent nature and continued growth in emerging zones where the Group now achieves over 40% of its revenue.

The 3.9% rise breaks down as follows:

- organic growth of 1.9% (including +6.0% in the first half of the year and -1.8% in the second);
- external growth of 1.8% with in particular the full-tear consolidation of the companies acquired in 2008 (Amdel, Cesmec, Geoanalitica and Anasol); and
- a positive impact in the variations in the exchange rate of 0.2%.

The change in revenue by business between 2009 and 2008 was as follows:

(in millions of euros)	**2009**	**2008 [(a)]**	**Total growth**	**Growth at constant exchange rates**	**Organic growth**
Marine	316.5	293.5	+7.8%	+8.2%	+8.2%
Industry	535.8	482.0	+11.2%	+11.8%	+4.1%
In-Service Inspection & Verification (IVS)	334.8	330.2	+1.4%	+2.8%	+2.8%
Health, Safety & Environment (HSE)	232.2	242.4	(4.2)%	(3.8)%	(6.9)%
Construction	429.9	469.4	(8.4)%	(9.3)%	(8.9)%
Certification	289.4	274.1	+5.6%	+6.3%	+6.0%
Consumer Products	359.1	306.4	+17.2%	+12.9%	+12.0%
Government Services & International Trade (GSIT)	150.1	151.4	(0.9)%	+0.1%	+0.1%
Total	**2,647.8**	**2,549.4**	**+3.9%**	**+3.7%**	**+1.9%**

(a) During 2009, the Group reallocated a number of individual activities. 2008 data has been adjusted for this new allocation in order to make figures more comparable.

OPERATING PROFIT

The Group's operating profit rose by 10.0% to €405.4 million in 2009, as against €368.5 million in 2008. This increase of €36.9 million stems from an improvement in operating profit in all the operational businesses, with the exception of the Health, Safety & Environment, and Construction businesses:

- Marine: +€11.1 million;
- Industry: +€1.5 million;
- In-Service Inspection & Verification: +€4.0 million;
- Health, Safety & Environment: -€5.5 million;
- Construction: -€8.5 million;
- Certification: +€6.3 million;
- Consumer Products: +€27.8 million; and
- Government Services & International Trade: +€0.2 million.

The operating margin for 2009 improved by 80 basis points to 15.3% of revenue, as against 14.5% in 2008.

ADJUSTED OPERATING PROFIT

The "adjusted" operating profit is defined as the operating profit before inclusion of income and expenses from acquisitions and other non-recurring items.

The table below shows a breakdown of adjusted operating profit in 2008 and 2009.

(in millions of euros)	2009	2008
Operating profit	**405.4**	**368.5**
Amortization of intangibles resulting from business combination	19.8	17.9
Goodwill impairment	1.9	1.2
Discontinued activities	6.1	-
Adjusted operating profit	**433.2**	**387.6**

In 2009, the Group decided to sell or close a series of non-core activities relating to the HSE, Industry and Construction businesses. These activities represented about €50 million of revenue in 2009 and a negative contribution to the Group's operating profit by €3 million. The Group booked a provision of €6.1 million for these discontinued activities.

Amortization of intangibles resulting from business combination increased slightly to €19.8 million owing to full-year consolidation of acquisitions made in 2008 (mainly Amdel).

The Group also recorded a goodwill impairment in the Construction business in the United States (€1.9 million), in view of the planned disposal of the Construction material testing activity in 2010.

Adjusted operating profit rose by 11.8% to €433.2 million in 2009 compared to €387.6 million in 2008.

The adjusted operating margin, expressed as a percentage of revenue, increased by 120 basis points to 16.4% in 2009 compared to 15.2% in 2008. This increase was recorded throughout the year, reflecting the improvement in operating processes, mainly in the Consumer Products, Industry and Certification businesses, the impact of cost control programs on all Group operations and the ability to adapt the organization to the more marked slow-down in certain businesses (Construction and Mining & Minerals) and certain countries (Spain, United States, Australia and the United Kingdom).

The €45.6 million increase in adjusted operating profit breaks down as follows:

- Marine: +€11.1 million;
- Industry: +€6.3 million;
- In-Service Inspection & Verification: +€2.6 million;
- Health, Safety & Environment: -€1.1 million;
- Construction: -€7.0 million;
- Certification: +€5.7 million;
- Consumer Products: +€27.8 million; and
- Government Services & International Trade: +€0.2 million.

NET FINANCIAL EXPENSE

The Group's net financial expense in 2009 was €61.1 million compared to €69.7 million in 2008.

(in millions of euros)	2009	2008
Finance costs, net [(a)]	(44.0)	(52.3)
Other finance income/(expense) [(a)]	(17.1)	(17.4)
Net financial expense	**(61.1)**	**(69.7)**

(a) In 2009, the Group decided to implement recommendation no. 2009-R-03 of the CNC (French National Accounting Council) (formerly recommendation 2004-R02) concerning the method for determining the gross interest paid by including the losses and gains in exchange rate cover and interest rate cover. These items appeared under "Other financial income" on December 31, 2008. According to this new presentation, interest paid was -€56.2 million and other finance income and expenses was -€13.5 million in 2008.

Finance costs, net

In 2009, net finance costs fell to €44.0 million (compared to €52.3 million in 2008) owing to the reduction in net financial debt from €907.7 million on December 31, 2008 to €679.3 million on December 31, 2009 and the fall in interest rates on the unhedged part of gross financial debt (about 25%).

Other finance income/(expense)

The net expense stemming from other finance income and expenses was €17.1 million in 2009.

(in millions of euros)	**2009**	**2008**
Fair value adjustments on current financial assets recognized in income [(a)]	-	(4.3)
Foreign exchange gains/(losses)	(10.6)	(7.1)
Interest cost on pension plans	(5.5)	(3.4)
Other	(1.0)	(2.6)
Other finance income/(expense)	**(17.1)**	**(17.4)**

(a) The fair value adjustments on current financial assets recognized in income in 2008 corresponded to the fair value adjustments on interest rate hedges. In 2009, this cost was booked under net finance costs.

In 2009, foreign exchange losses of €10.6 million resulted mainly from transactions carried out by Group subsidiaries in a currency other than their operating currency. Half of this sum is linked to a foreign exchange loss recorded on Group receivables relating to its Angolan subsidiary following a depreciation of over 20% of the kwanza against the euro.

The interest cost on pension plans also rose to €5.5 million compared to €3.4 million in 2008, owing to the rise in discount rates used and an increase in charges for the administration of schemes in Northern Europe.

INCOME TAX EXPENSE

Income tax expense amounted to €87.1 million in 2009 compared to €75.3 million in 2008. The effective tax rate, representing the tax expense divided by the pre-tax profit, was 25.3%, slightly higher than that recorded in 2008 (25.2%).

ATTRIBUTABLE NET PROFIT

Attributable net profit amounted to €252.7 million in 2009 compared to €217.2 million in 2008 (an increase of 16.3%), and reflected principally:

- an increase in operating profit of €36.9 million;
- a decrease of €8.6 million in net financial expense; and
- an increase of €11.8 million in income tax expense.

Earnings per share stood at €2.34 in 2009 compared to €2.02 in 2008.

ATTRIBUTABLE ADJUSTED NET PROFIT

Adjusted net profit is defined in the same way as adjusted operating profit, less net finance costs and the income tax expense calculated using the Group's effective tax rate.

Adjusted net profit amounted to €278.5 million in 2009 compared to €237.8 million in 2008, an increase of 17.1%.

Including minority interests, profit from activities held for sale and the share of profit of associates, the Group's attributable adjusted net profit was €273.5 million in 2009 compared to €231.4 million in 2008, an increase of 18.2%.

Adjusted earnings per share stood at €2.53 in 2009 compared to €2.15 in 2008, an 18.1% rise.

(in millions of euros)	2009	2008	Variation
Adjusted operating profit	433.2	387.6	+11.8%
Net financial expense	(61.1)	(69.7)	(12.3)%
Adjusted tax [(a)]	(94.1)	(80.2)	+17.3%
Share of profit of associates	0.1	0.1	-
Profit from activities held for sale	0.4	-	-
Adjusted net profit	278.5	237.8	+17.1%
Attributable adjusted net profit	**273.5**	**231.4**	**+18.2%**

(a) Resulting from the application of the effective tax rate of 25.3% in 2009 and 25.2% in 2008.

RESULTS BY BUSINESS

Marine

(in millions of euros)	2009	2008	Change
Revenue	316.5	293.5	+7.8%
Adjusted operating profit	98.6	87.5	+12.7%
Adjusted operating margin	*31.2%*	*29.8%*	

Revenue in the Marine business rose by 7.8% from €293.5 million in 2008 to €316.5 million, driven by:

- an 8.2% organic increase in revenue;
- a 0.4% decrease in revenue due to disadvantageous currency effects.

Against a difficult economic backdrop in which global new orders fell sharply relative to previous years, Bureau Veritas again increased its market share to now stand at 14.2% in terms of tonnage and 20.6% in terms of the number of ships. Bureau Veritas took 607 new ship orders in 2009, representing 4.6 million gross tons (GRT).

The order book for new Construction work only incurred a few cancellations and totalled GRT 31.0 million on December 31, 2009, compared with GRT 35.6 million on December 31, 2008. However, Construction starts and delivery times for new ships have been extended considerably, thereby causing lower revenue since the last quarter of 2009.

Revenue in the ships in service inspection activity enjoyed high growth (43% of revenue in the business). On December 31, 2009, the fleet classed by Bureau Veritas had increased by 6.1% relative to December 31, 2008, representing GRT 68.4 million or 8,933 ships. Growth in this activity is set to continue in 2010.

Adjusted operating profit in the Marine business rose by 12.7% to €98.6 million vs. €87.5 million in 2008 on the back of the 7.8% increase in revenue and an improvement in adjusted operating margin from 29.8% in 2008 to 31.2% in 2009.

Growth in adjusted operating margin stemmed from a better amortization of central costs in the business (R&D and IT systems) and growth in revenue in China where operating margins are higher.

Industry

(in millions of euros)	2009	2008	Change
Revenue	535.8	482.0	+11.2%
Adjusted operating profit	68.6	62.3	+10.1%
Adjusted operating margin	*12.8%*	*12.9%*	

Revenue in the Industry business rose by 11.2% to €535.8 million vs. €482.0 million in 2008, on the back of:

- a 4.1% organic increase in revenue;
- a 0.6% decline in revenue due to disadvantageous currency fluctuations;
- a 7.7% increase in revenue prompted by the acquisition of 51% of Chinese company Fairweather and the full-year consolidation of companies acquired in 2008 (Amdel, Cesmec and Geoanalitica).

Growth in the Industry business over full-year 2009 was driven by two very different performances:

- a strong 8.5% increase in inspection and Certification revenue in the Industry and energy production segments (Oil and Gas and Power);
- a hefty 15.7% decline in the minerals testing business due to sluggish exploration investments, especially in Australia in base metals and nickel.

Adjusted operating profit in the Industry business increased by 10.1% to €68.6 million in 2009 vs. €62.3 million in 2008, in view of the 11.2% increase in revenue and a stable adjusted operating margin of 12.8% in 2009.

Adjusted operating margin rose by almost one point to 12.5% in industrial and power production segments. In Mining & Minerals, adjusted operating margin totalled 12.4% despite the decline in revenue noted in Australia. This performance was enabled by the immediate adaptation of organization in terms of production and headcount.

In-Service Inspection & Verification (IVS)

(in millions of euros)	2009	2008	Change
Revenue	334.8	330.2	+1.4%
Adjusted operating profit	39.4	36.8	+7.1%
Adjusted operating margin	*11.8%*	*11.1%*	

Revenue in the IVS business rose by 1.4% to €334.8 million vs. €330.2 million in 2008 in view of:

- a 2.8% organic increase in revenue;
- a 1.4% decrease in revenue due to disadvantageous currency fluctuations prompted by the decline in sterling relative to the euro.

The IVS business posted respectable performances in all countries except The United Kingdom where the Group decided to halt the portable electrical appliance inspection activity, which had become highly competitive and loss-making. Excluding the United Kingdom, growth in the IVS business in 2009 stood at 4.5%.

Adjusted operating profit in the IVS business rose by 7.1% to €39.4 million vs. €36.8 million in 2008 thanks to the 1.4% increase in revenue and the improvement in adjusted operating margin from 11.1% in 2008 to 11.8% in 2009. This growth was primarily driven by wider margins in France where price increases and the roll-out of automated reporting tools helped improve profitability.

Health, Safety & Environment (HSE)

(in millions of euros)	2009	2008	Change
Revenue	232.2	242.4	(4.2)%
Adjusted operating profit	10.0	11.1	(9.9)%
Adjusted operating margin	*4.3%*	*4.6%*	

Revenue in the HSE business fell by 4.2% from €242.4 million in 2008 to €232.2 million in 2009 due to the following factors:

- an organic decline in revenue of 6.9%;
- a 0.4% fall in revenue due to disadvantageous currency fluctuations;
- a 3.1% increase in revenue prompted by changes in the scope of consolidation over the full-year caused by the companies acquired in 2008 (Amdel in Australia, Anasol in Brazil and Cesmec in Chile).

The decline in revenue in the HSE business was particularly harsh in environmental conformity and audit services in the United States due to the postponement of a large number of development and infrastructure projects.

Adjusted operating profit in the HSE business dropped 9.9% to €10.0 million due to the 4.2% decrease in revenue and a slight narrowing in adjusted operating margin. The very low margin in the business was due to the losses incurred in the marginal activities inherited from the acquisitions of ECA of Spain in 2007 and Amdel of Australia in 2008.

At the end of 2009, the Group decided to implement new organizational principles in order to restore commercial efficiency and operational performance. As such:

- risk analysis and conformity-assessment of industrial processes services (41% of revenue in the business) is being merged into the Industry business;
- services to measure and control the emission of polluting substances (29% of revenue in the business) is being merged into the IVS business;
- compliance and energy efficiency of buildings and infrastructure services (16% of revenue in the business) is being merged into the Construction business;
- several non-core and loss-making units have been sold off or closed down, representing around €20 million (8% of revenue in the business), primarily in Spain and Australia.

Construction

(in millions of euros)	2009	2008	Change
Revenue	429.9	469.4	(8.4)%
Adjusted operating profit	41.5	48.5	(14.4)%
Adjusted operating margin	*9.7%*	*10.3%*	

Revenue in the Construction business fell by 8.4% from €469.4 million in 2008 to €429.9 million in 2009 due to:

- an 8.9% organic decline in revenue;
- a 0.9% increase in revenue prompted by advantageous currency fluctuations;
- a 0.4% negative impact on revenues caused by changes in the scope of consolidation during 2009 relative to 2008.

The organic decline in revenue seen in the Construction business stemmed from the following two factors:

- the plunge in the number of new building permits and construction starts from 15 to 60% depending on the various markets in which the Group is present (Europe, the United States, Japan and Middle-East);
- this plunge was partly balanced by growth in the infrastructure segment and a rise in market share and the number of outsourcing contracts signed with municipal and regional authorities.

The Group has decided to withdraw from the construction materials testing sector where barriers to entry are not high enough to guarantee an operating performance in line with the Group average level. This business represented a total of €28 million in 2009 and a virtually zero contribution to operating performance. The disposal was already undertaken in the United Kingdom at the end of 2009.

Adjusted operating profit in the Construction business fell by 14.4% to €41.5 million in 2009 vs. €48.5 million in 2008. Adjusted operating margin was relatively stable at 9.7% compared with 10.3% in 2008. The four main platforms (France, Spain, the United States and Japan) proved their ability to adjust costs during periods of sharp decline in demand.

Certification

(in millions of euros)	2009	2008	Change
Revenue	289.4	274.1	+5.6%
Adjusted operating profit	56.7	51.0	+11.2%
Adjusted operating margin	*19.6%*	*18.6%*	

Revenue in the Certification business rose by 5.6% from €274.1 million in 2008 to €289.4 million in 2009 on the back of:

- organic growth in revenue of 6.0%;
- a 0.7% decline in revenue due to disadvantageous currency fluctuations;
- a 0.3% increase in revenue due to changes in the scope of consolidation in 2009 vs. 2008 (consolidation over the full-year of Elysées Conseil acquired in November 2008).

During 2009, the Certification business posted sustained organic growth thanks to the Group's ability to:

- efficiently roll-out new sector certification schemes by rapidly acquiring a sizeable initial market share. A good example of this know-how was the roll-out during the year of the accreditation-certification scheme for the cryogenic fluids and fluorescent gas segment in France which enabled the Certification business to generate double-digit organic growth in the market, which is also very mature;
- capture global accounts aiming to consolidate all of their Certification in the hands of a single body offering a global presence, an integrated approach to different schemes and methodologies suited to their business sectors and internal processes. For example, Bureau Veritas is the sole Certification body for Management Systems at IBM, Ibis (Accor), Bombardier and Tata Motors.

Adjusted operating profit in the Certification business rose by 11.2% to €56.7 million vs. €51.0 million in 2008, prompted by a 5.6% increase in revenue and the improvement in productivity enabled by the gradual roll-out of a new integrated production IT system. Operating margin therefore came in at 19.6% vs. 18.6% in 2008.

Consumer Products

(in millions of euros)	2009	2008	Change
Revenue	359.1	306.4	+17.2%
Adjusted operating profit	98.6	70.8	+39.3%
Adjusted operating margin	*27.5%*	*23.1%*	

Revenue in the Consumer Products business rose by 17.2% from €306.4 million in 2008 to €359.1 million in 2009 driven by:

- organic growth in revenue of 12.0%;
- a 4.3% rise in revenue prompted by advantageous currencies in 2009 vs. 2008 (beneficial change in euro/dollar exchange rate over the full-year);
- a 0.9% increase in revenue caused by changes in the scope of consolidation in 2009 relative to 2008 following acquisitions during the year (notably of SPD in China) and the full-year consolidation of companies acquired in 2008 (GSC, Kotiti Vietnam and Codde).

Growth in the Consumer Products business was focused in the first half of the year and was generated by robust demand for analytical testing stemming from major American retailers faced with the application of the new product safety standards imposed by the Consumer Product Safety Improvement Act. Initially, these new standards have above all concerned toys and other products destined for use by children.

Adjusted operating profit in the Consumer Products business rose by 39.3% from €70.8 million in 2008 to €98.6 million in 2009, thanks to the 17.2% increase in revenue and the massive improvement in adjusted operating margin which widened from 23.1% in 2008 to 27.5% in 2009.

The surge in adjusted operating margin was driven by:

- higher volumes in analytical testing which carries higher value-added than physical testing;
- rising output by laboratories located in continental China where productivity levels are higher than those of laboratories located in Hong Kong;
- the end to restructuring of the platform of laboratories in the United Kingdom (consolidation of three sub-critical sites into a single site);
- improved processes and production methods for electrical and electronic product testing laboratories in China and Taiwan.

Government Services & International Trade (GSIT)

(in millions of euros)	**2009**	**2008**	**Change**
Revenue	150.1	151.4	(0.9)%
Adjusted operating profit	19.8	19.6	+1.0%
Adjusted operating margin	*13.2%*	*12.9%*	

Revenue in the GSIT business notched down 0.9% from €151.4 million in 2008 to €150.1 million in 2009 due to:

- stable organic growth in revenue (+0.1%);
- a negative impact of 1.0% due to currency fluctuations.

Same-currency revenue was stable in the business over 2009. Lower volumes in existing pre-shipment inspection contracts and the halt to the contract in Cambodia were offset by the start of two new contracts in Algeria and Indonesia.

Adjusted operating profit rose by €0.2 million to €19.8 million. The improvement in adjusted operating margin from 12.9% in 2008 to 13.2% in 2009 could have been far greater if the Group had not had to set aside provisions for significant accruals for client risk in Angola. In 2010, operating margin ought to widen, notably in view of the non-recurring nature of the provision booked for Angola.

Cash flow and sources of financing

Group cash flow statement for the financial years ended December 31, 2009 and December 31, 2008

(in millions of euros)	**2009**	**2008**
Profit before income tax	344.4	298.9
Elimination of cash flows from financing and investing activities	42.2	54.3
Provisions and other non-cash items	22.9	27.6
Depreciation, amortization and impairment, net	72.6	63.2
Movements in working capital	46.6	(62.5)
Income tax paid	(110.1)	(66.1)
Net cash generated from operating activities	**418.6**	**315.4**
Acquisition of subsidiaries	(27.7)	(318.8)
Proceeds from sales of subsidiaries	15.5	-
Purchases of property, plant and equipment and intangible assets	(65.3)	(88.1)
Proceeds from sales of property, plant and equipment and intangible assets	0.6	2.0
Acquisition of non-current financial assets	(7.2)	(11.1)
Proceeds from sales of non-current financial assets	4.8	3.1
Other	7.3	7.0
Net cash used in investing activities	**(72.0)**	**(405.9)**
Capital increase	4.2	3.5
Purchase/sales of treasury shares	1.3	(0.2)
Dividends paid	(82.7)	(66.2)
Increase in borrowings and other debt	106.8	803.3
Repayments of borrowings and other debt	(338.9)	(593.4)
Interest paid	(43.8)	(40.0)
Net cash generated from financing activities	**(353.1)**	**107.0**
Impact of currency translation differences	0.4	(5.2)
Net increase in cash and cash equivalent	**(6.1)**	**11.3**
Net cash and cash equivalent at beginning of year	145.4	134.1
NET CASH AND CASH EQUIVALENT AT END OF YEAR	**139.3**	**145.4**
o/w cash and cash equivalents	147.0	153.4
o/w bank overdrafts	(7.7)	(8.0)

Cash flows generated from operating activities

The net cash generated from operating activities rose to €418.6 million in 2009 compared to €315.4 million in 2008, an increase of 32.7%.

In the 2009 financial year, the Group was able to reduce its working capital requirement despite the 3.9% increase in its consolidated revenue. On December 31, 2009, the working capital requirement fell to €166.9 million, representing 6.3% of revenue compared to €216.5 million in 2008 (8.5% of revenue). This reduction is mainly down to an overall improvement in client liabilities (reduction in payment periods and outstanding invoices), particularly in France, Australia, the United States and the Consumer Products business. The rolling out of a computerized GetPaid system in the main European countries has made collection processes more integrated and effective.

(in millions of euros)	2009	2008
Net cash generated from operating activities	**418.6**	**315.4**
Purchases of property, plant and equipment and intangible assets	(65.3)	(88.1)
Proceeds from sales of property, plant and equipment and intangible assets	0.6	2.0
Interest paid	(43.8)	(40.0)
Levered free cash flow	**310.1**	**189.3**

The levered free cash flow (cash flow available after income tax, interest expense and capex) was €310.1 million in 2009 and €189.3 million in 2008, a 63.8% rise.

Purchases of property, plant and equipment and intangible assets

In general, the inspection and Certification businesses of Bureau Veritas are service activities that are not very capital intensive. Only the activities of laboratory testing and analysis carried out by the Consumer Products business, certain activities related to the inspection by the Government Services & International Trade business of goods at international borders using scanners, and mineral analysis activities require a higher level of investment.

The total investment in property, plant and equipment and intangible assets carried out by the Group was €65.3 million in 2009, a reduction on the 2008 level (€88.1 million). As a result, investment made by the Group was reduced to 2.5% of revenue in 2009, in line with the Group's historic average. It should be noted that, owing to major investment carried out over the previous financial year (mainly in the GSIT and Consumer Products businesses), this rate was 3.5% in 2008.

Investment in property, plant and equipment and intangible assets carried out by the Group in 2009 related mainly to:

- laboratories in the Consumer Products business (€24 million) and, more particularly, electromagnetic chambers, equipment for the analytical testing of toys and the expansion of laboratories in China, India and Bangladesh;
- the development of a new integrated information system for planning, production and client reporting (Production Core Model) for the Certification, IVS and Industry businesses (€12 million). This development is part of a three-year plan from 2009 to 2011 to completely overhaul the Group's production computer system;
- the Mining and Minerals platform (€5 million), with, in particular, the opening of a new laboratory in Brazil; and
- Spain (€5.6 million), and, more particularly, the fittings and installations for the new Spanish head office in Madrid.

Interest paid

The €3.8 million increase in the amount spent on interest between the 2009 financial year and the 2008 financial year was mainly due to the combined impact of the following:

- introduction of the USPP (US private placement) program in the middle of 2008, with 2009 interest for this program being recorded for the full year;
- partially offset by the fall in financial debt as of December 31, 2009.

Cash flows generated from investing activities

The net cash used in the Group's investing activities reflects its growth through acquisitions during the past two financial years. The breakdown of acquisitions made by the Group during the 2009 and 2008 financial years can be presented as follows:

(in millions of euros)	**2009**	**2008**
Cost of acquired businesses	(15.9)	(312.5)
Cash of acquired companies	11.7	(4.0)
Acquisition costs outstanding at December 31	0.2	10.0
Disbursements in respect of earlier acquisitions	(23.7)	(12.3)
Impact on cash flow of acquired businesses	**(27.7)**	**(318.8)**

Acquisitions

Because of the general economic environment and continued high prices expected by sellers, the Group's development through external growth slowed considerably over the course of the 2009 financial year. During this period, the Group made a few targeted acquisitions costing €27.7 million compared to €318.8 million in 2008.

Bureau Veritas acquired several small companies, including:

- Fairweather (51% shareholding), in China, in order to strengthen the services of the business with respect to the Oil and Gas sector;
- SPD, in China, in order to strengthen its electrical and electronic product testing and inspection activities in Germany.

Furthermore, the Group increased its shares in the capital of companies (Bosun, BV CPS Shanghai and Codde), which are positioned in fast-growing sectors.

Company disposals

In 2009, the Group decided to rationalize its business portfolio by disposing or discontinuing a number of marginal activities inherited from acquisitions made in previous years. The following sales were made during the 2009 financial year:

- construction materials testing activities (CMT) in England by the Construction business;
- a Spanish car-hire subsidiary;
- an activity part of the HSE business in the United Kingdom; and
- an activity part of the Industry business in the United States in 2009.

Overall, proceeds from sales of subsidiaries made in 2009 represented €15.5 million.

Cash flows generated from financing activities

Capital transactions (increases, reductions and share buybacks)

In 2009, the Company increased its capital by €4.2 million following the exercising of stock options.

Dividends

In 2009, the Company paid out dividends of €82.7 million, €77.5 million being for the 2008 financial year.

Borrowings

The increases in and repayments of borrowings showed a net decrease of €232.1 million during the 2009 financial year. This reduction is linked to the slow-down in the acquisitions program in 2009 and the repayment of certain credit lines.

Interest paid

Interest paid corresponds, in particular, to interest paid on syndicated financing loans (2006) and on the club deal introduced in October 2007; interest incurred on the US private placement (USPP) introduced in 2008 has been payable every six months from January 2009.

Sources of Group financing

Apart from the use of its own capital, the Group is financed in the main through the 2006 Syndicated Financing Loan, the 2007 Club Deal and the 2008 US private placement. Virtually all of the Group's financial debt at December 31, 2009 are covered by these various financing programs.

As of December 31, 2009, the Group's gross debt was €826.3 million and thus primarily comprised the syndicated loan (€382.9 million), the October 2007 Club Deal (€150.0 million), the 2008 US Private Placement (€255.6 million) and other bank debt (€37.8 million).

The Group's gross debt at December 31, 2008 and December 31, 2009 was as follows:

(in millions of euros)	**2009**	**2008**
Bank borrowings due after 1 year	740.8	973.2
Bank borrowings due within 1 year	77.8	79.9
Bank overdrafts	7.7	8.0
Gross financial debt	**826.3**	**1,061.1**

The following table shows the cash and cash equivalents at December 31, 2008 and December 31, 2009 as well as the Group's net debt on these two dates:

(in millions of euros)	**2009**	**2008**
Marketable securities and similar receivables	15.5	56.0
Cash on hand	131.5	97.4
Cash and cash equivalents	147.0	153.4
Gross financial debt	**826.3**	**1,061.1**
Net financial debt	**679.3**	**907.7**

The Group's cash on hand is spread amongst over 250 entities located in more than 140 countries. In some countries (particularly Brazil, China, South Korea, India and Turkey), the Group's entities are subject to strict currency controls, which make intra-group loans difficult or even impossible.

3 Events after the balance sheet date

None.

4 Outlook

The outlook presented in this section has been based on data, assumptions and estimates considered to be reasonable by the Group's Management. The data, assumptions and estimates may change as a result of uncertainties related principally to the economic, financial, accounting, competitive and regulatory environment, or as a result of other factors unknown to the Group at the time of this publication. In addition, the occurrence of certain risks described in the Risk Factors section in Chapter 1 – Overview of the Group of the 2009 Registration Document could affect the Group's business outlook, financial condition and results.

Outlook

In view of the current economic backdrop and the uncertainty of acquisitions materialising, at the time of this publication, the Group is unable to confirm its target for a doubling in revenue over 2006-2011 as set when the Group was floated. Indeed, a doubling in revenue over 2006-2011 implies that acquisitions made during 2010 and 2011 would contribute more than €500 million to consolidated revenue. While Bureau Veritas has identified numerous targets that meet its acquisitions policy criteria, a contribution of this level currently remains subject to the hazard nature of acquisition processes.

The plan also anticipated a 150 basis-point improvement in adjusted operating margin (excluding acquisitions) between 2006 and 2011. This target was exceeded in 2009, when adjusted operating margin reached 16.4%, compared with 14.5% in 2006, thereby representing a 190 basis-point widening.

The target for average annual growth of 15 to 20% in adjusted net profit (excluding non-recurring items) has been delivered, with growth of 19.3% in 2007, 19.8% in 2008 and 18.2% in 2009.

Capital expenditure averaged 2.8% of revenue over 2007-2009, in line with the announced target for around 2.5%.

Finally, the target to pay out dividends representing a third of Group attributable adjusted net profit was also met in 2007, 2008 and 2009 (subject to approval of the dividend due to be proposed to the Shareholders' Meeting on June 1, 2010).

Trends for the 2010 financial year

In 2010, the Group expects organic growth to be restored gradually during the second half, as soon as the decline in cyclical businesses has stopped. The aim is to maintain operating margin over the full-year 2010, notably via streamlining of the portfolio of activities in the Construction and Health, Safety & Environment businesses as well as the gradual roll-out of new automated production processes in the Certification, Industry and In-Service Inspection & Verification businesses. The Group intends to use its high cash-flow generation to actively resume its acquisitions strategy.

Further out, structural growth factors in the Industry remain intact: the multiplication and strengthening of QHSE regulations, the privatization and outsourcing of control and inspection operations and the globalization of commercial trade. The Group's strategy is to focus organic investments on sectors that offer high potential, such as nuclear, offshore energy and green buildings, and to continue to be the reference consolidator of the Industry, while maintaining a high level of operating profitability.

6 Results of Bureau Veritas SA for the last five financial years

	2009	2008	2007	2006	2005
I - Financial position					
a) Share capital *(in thousands of euros)*	13,091	13,032	13,939	13,010	13,973
b) Number of shares issued	109,096,410	108,600,755	116,159,775	10,841,857	11,644,538
c) Maximum number of future shares to be created	3,550,785	3,733,960	3,791,990	1,638,596	1,561,115
II - Overall result from operations carried out *(in thousands of euros)*					
a) Revenue net of tax	869,666	830,608	770,698	726,693	664,661
b) Profit before profit-sharing, taxes, amortization and provisions	126,037	132,208	108,241	133,610	110,594
c) Income tax	22,653	11,791	18,121	22,093	11,997
d) Profit-sharing of employees for the financial year	-	-	-	-	-
e) Profit after profit-sharing, taxes, amortization and provisions	104,052	80,436	119,935	102,807	72,576
f) Amount of distributed profits [(a)]	77,630	64,332	99,998	-	-
III - Result of operations reduced to a single share *(in euros)*					
a) Profit after taxes but before amortization and provisions	0.95	1.11	0.78	10.29	8.47
b) Profit after taxes, amortization and provisions	0.95	0.74	1.03	9.48	6.23
c) Net dividend paid on each share	0.72	0.60	1.00	-	-
IV - Personnel					
a) Number of employees	8,467	8,536	8,395	7,641	7,351
b) Payroll *(in thousands of euros)*	353,149	347,272	319,327	298,070	272,229
c) Sums paid in company benefits *(in thousands of euros)*	144,752	123,909	131,477	118,382	111,355

(a) Dividends paid include the costs associated with distributing them (€0.1 million).

7 Document and information request form

PLEASE RETURN THIS FORM

within the deadlines fixed by Article R.225-88 of the French Commercial Code:

- **if you own registered shares** which are listed in the main register managed by BNP Paribas Securities Services, return your form to BNP Paribas Securities Services (G.C.T. Service Émetteurs Assemblées – Grands Moulins de Pantin – 9, rue du Débarcadère – 93761 Pantin Cedex);
- **if you own registered shares** which are listed in the employee register managed by Caceis Corporate trust, return your form to Caceis Corporate Trust, (Assemblées Générales Centralisées – 14 rue Rouget-de-Lisle – 92862 Issy-les-Moulineaux Cedex 09);
- **if you own bearer shares** please return your form either to the financial agent who manages your shares, or directly to BNP Paribas Securities Services accompanied by a certificate of attendance issued by your financial agent, at the above address.

Bureau Veritas
International Classification Register
of Ships and Aircraft
A French Limited Liability Company
(Société Anonyme)
with a share capital of €13,091,569.20
Registered office: 67/71, boulevard du Château
92200 Neuilly-sur-Seine – France
RCS Nanterre 775 690 621

1 June 2010 combined Ordinary and Extraordinary Shareholders' Meeting

To be completed by Shareholders who are private individuals:

I, the undersigned

Surname:..

First name: ....

Address:..

District, if different from distributing office:..

Postcode/Distributing office: ....

To be completed by Shareholders who are legal entities:

I, the undersigned

Surname:..

First name: ....

acting as representative of the Company: ....

having its head office at:..

District, if different from distributing office:..

Postcode/Distributing office: ....

Holder of:

.... pure registered shares

and/or............................. registered shares administered by..

and/or............................. bearer shares in an account managed by..

request that the documents and information referred to in Articles R.225-81 and R.225-83 of the French Commercial Code regarding the **Combined Annual Shareholders' Meeting** called for **1 June 2010 at 3 p.m.**(1) **be sent to the above address**:

Place (city)..Date:.............................. 2010

Signature:

(1) *In accordance with Article R.225-88 par. 3 of the French Commercial Code, Shareholders of registered shares may, upon request, obtain from the Company the documents and information referred to in Articles R.225-81 and R.225-83 of the aforementioned code upon the occurrence of every subsequent Shareholders' Meeting. Shareholders' wishing to receive these documents should indicate their request on the present form.*

BUREAU VERITAS

Move Forward with Confidence

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