

SHAREHOLDERS MEETING

Monday, 7 December 2009



Contents





FOOTBALL PERFORMANCE



Football performance

OL is one of the major European clubs

Domestic championship performance (from 1999 to 2009)

Performance equivalent to Manchester United



11 top-three finishes7 times champions

Manchester United



11 top-three finishes7 times champions

Bayern



10 top-three finishes7 times champions

Real Madrid



9 top-three finishes4 times champions

Inter Milan



7 top-three finishes 4 times champions

Barcelona



7 top-three finishes 3 times champions

Liverpool



5 top-three finishes No championships



Football performance

OL has performed well domestically and in Europe

Number of points obtained in European cup play over last 10 years

1. Lyon	159
---------	-----

2. Bordeaux 103

3. Marseille 91

Lyon is the largest contributor to France's UEFA index



Number of trophies won in last 10 years

1. Lyon	15
2. Bordeaux	5
3. Nantes	4
4. Monaco	3
5. Paris	3
6. Auxerre	2
Marseille	0



OL GROUPE OL continuous Europe presence

Only four clubs have qualified for the Champions League 10 consecutive times









Olympique Lyonnais - Arsenal - Real Madrid - Man Utd



Champions League marketing revenue since 2000/01, date of OL's first qualification

1- Manchester United

2- Arsenal

3- Bayern Munich

4- Olympique Lyonnais

5- Real Madrid

6- Chelsea

7- Barcelona

8- Milan

9- Liverpool

10- Inter Milan

11- Juventus

12- AS Roma

13- PSV Eindhoven

14- Valencia

15- Bayer Leverkusen

	(in €	m)
250		
224		-
215		
200		
199		
185		
185		
184		
159	_	
150		
148		
143		
114	Marseille	45
99	PSG	35
92	Bordeaux	33



Football performance

European ranking (UEFA index)

10th place





Football performance

- French Ligue 1
- 3rd place11th consecutive time in the topthree
 - Champions League
- Round of 16

against Barcelona who went on to win the European championship

- French cup competitions
- Coupe de France round of 16 (Lille)
- Coupe de la Ligue round of 16 (Metz)

Women's team

- 3rd consecutive French Ligue 1 title
- Challenge de France semi-finalists (Montpellier)
- European Cup semi-finalists (Duisburg)

Amateur (CFA) team

French League title of professional reserve teams

Young players teams

2008/09 "Best Young Team"Challenge for the 8th time

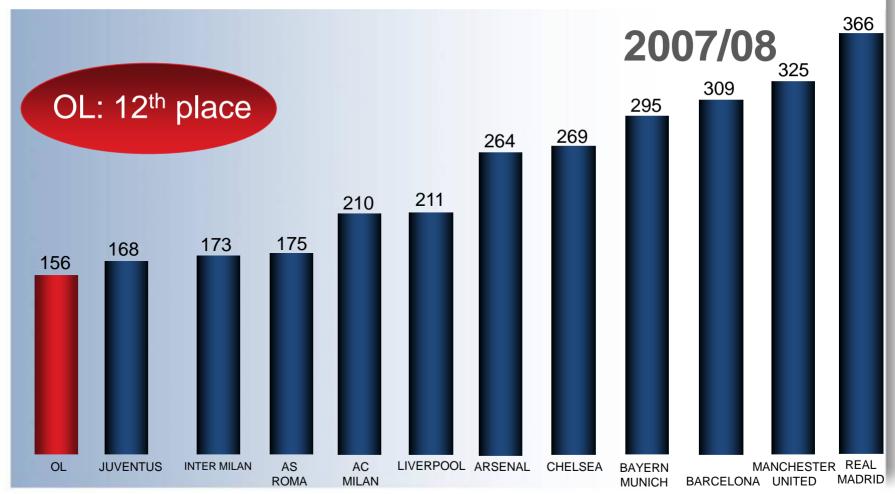


FINANCIAL RESULTS at 30 June 2009



Financial results

Ranking of European clubs by revenues
Revenues excl. player trading In €m

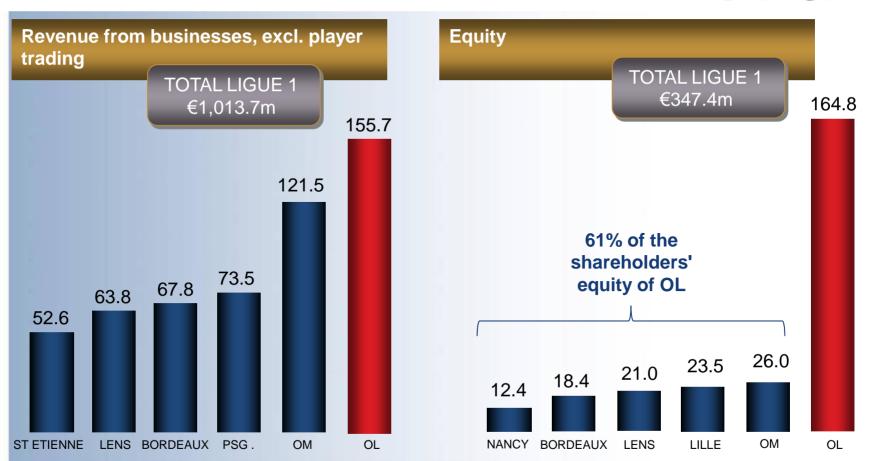




Financial results

OL's dominant position in French football (2007/08)

In €m



Source: LFP



Financial results

OL revenue from businesses over 5 yrs.

In €m

	2004/05	2005/06	2006/07	2007/08	2008/09
Excl. player trading	91.8	127.7	140.6	155.7	139.6
Player trading	24.8	38.4	73.5	55.9	52.4
Total	116.6	166.1	214.1	211.6	192.0

Total
5 years
655.4
245.0
900.4



Revenue from businesses

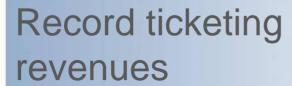
Total revenue from businesses 2008/09 - 9.3% / N-1

(in € m)			
	30.06.08	30.06.09	% change
1. Ticketing	21.8	22.4	3.0%
2. Partnerships – advert.	20.4	21.3	4.0%

2. Partnerships – advert.	20.4	21.3	4.0%
3. Media rights	75.0	68.1	-9.2%
4. Brand-related revenue	38.5	27.8	-27.7%
Total, excl. player trading	155.7	139.6	-10.3%
5. Player trading	55.9	52.4	-6.3%
Grand total	211.6	192.0	-9.3%



Ticketing



€22.4m +3%

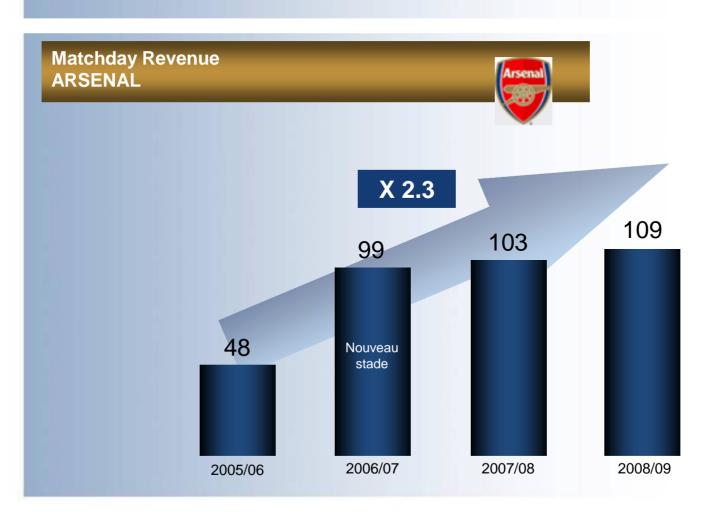




Ticketing

Impact of the Emirates Stadium on Arsenal's revenues

In €m

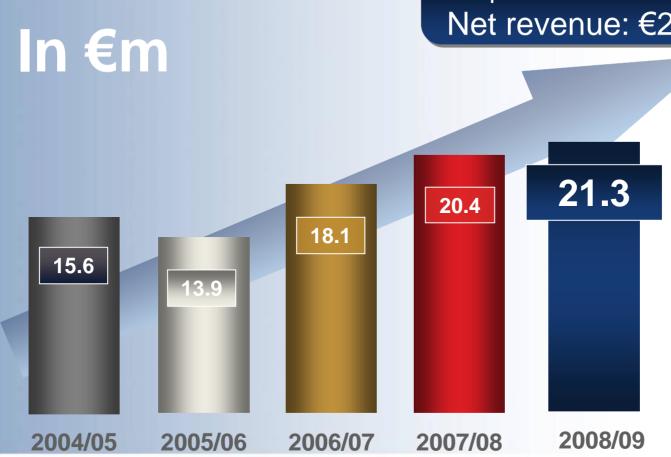




Partnerships and advertising

Record partnership and advertising revenue

Gross revenue: €35.8m Sportfive commission: €5.1 m Net revenue: €21.3m +4.0%





Partnerships and advertising



New partnership agreements
OL Visa card with GE Money Bank

End of Accor contract: June 2009

Negotiation of contract with BetClic for the four years 2009/13



Media rights

Domestic media rights down: 3rd place in Ligue 1 vs. 1st place in 2007/08

€44.4m

-6.5%

International media rights down: 3 clubs vs. 2 in 2007/08

€23.7m

-13.8%



Media rights





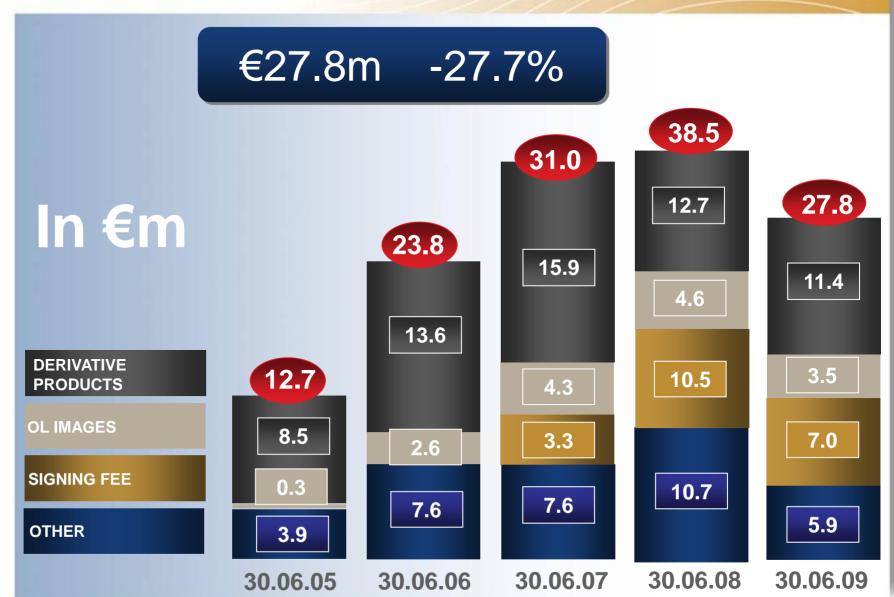
Brand-related revenue

Breakdown of change vs. N-1

In €m	30.06.08	30.06.09	% change N-1 € m
Brand-related revenue	38.5	27.8	-10.7
Items responsible for the change	in 2008/09		Impact
1- Non-recurring items			
- Sodexo signing fee			-3.5
- Peace Cup victory			-1.8 -6.6
- Change in scope			-1.3
2- OL Images			-1.1
3- Other businesses*			-3.0
Total *Lacklustre B-to-C business	_	_	-10.7



Brand-related revenue





Other departures:

Fred, Santos, Juninho

Player trading

Revenue from player sales 2008/09

In €m

Player	Club
Squillaci	Seville
Baros	Galatasaray
Coupet	Atletico Madrid
Paillot	Grenoble
Benzema	Real Madrid

€52.4m IFRS



Player trading





Player trading

Top 15 transfers of 2009 summer transfer window

Player	Previous club	New club	Amount in € m
1- RONALDO	MANCHESTER UNITED	REAL MADRID	93.3
2- ZLATAN IBRAHIMOVIC	INTER MILAN	BARCELONA	68.0
3- KAKA	MILAN AC	REAL MADRID	67.2
=4- KARIM BENZEMA	OL	REAL MADRID	35.0
=4- XABI ALONZO	LIVERPOOL	REAL MADRID	35.0
6- MARIO GOMEZ	STUTTGART	BAYERN	33.0
7- CARLOS TEVEZ	MANCHESTER UNITED	MANCHESTER CITY	29.8
8- EMMANUEL ADEBAYOR	ARSENAL	MANCHESTER CITY	29.0
14- LISANDRO LOPEZ	PORTO	OL	24.0

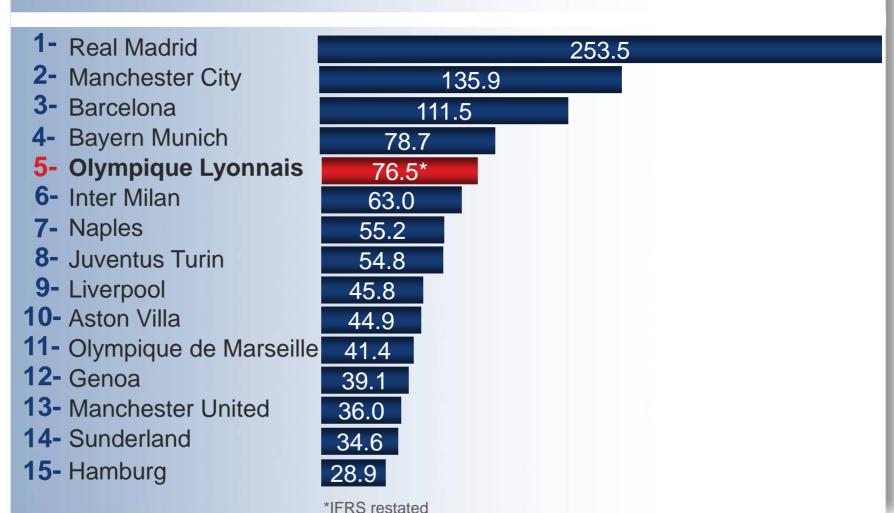
Source: France Football



Player investment Summer 2009

OL is fifth largest investor in Europe

In €m



Source: France Football



Player investment



€185m

€199m

€200m

€740m

€474m

2007



2008/09 results

EBITDA	Amount €45.8m	% of total Revenue 24%
Pre-tax profit	€8.4m	4%
Net profit (Group share)	€5.1m	3%

Business suffered from the recession and its impact on consumption of "leisure" services, but a profitable year nonetheless due in particular to player sales



2008/09 results

CONSOLIDATED INCOME STATEMENT (in € m)			
	30.06.08	30.06.09	
Revenue from businesses	211.6	192.0	
EBITDA	59.8	45.8	
Profit from ordinary activities	27.1	7.5	
Net financial income / (expense)	3.6	0.6	
Pre-tax profit	30.7	8.4	
Net profit	20.1	5.4	
Net profit (Group share)	19.9	5.1	



2008/09 results

High levels of profit from OL over the last 5 years

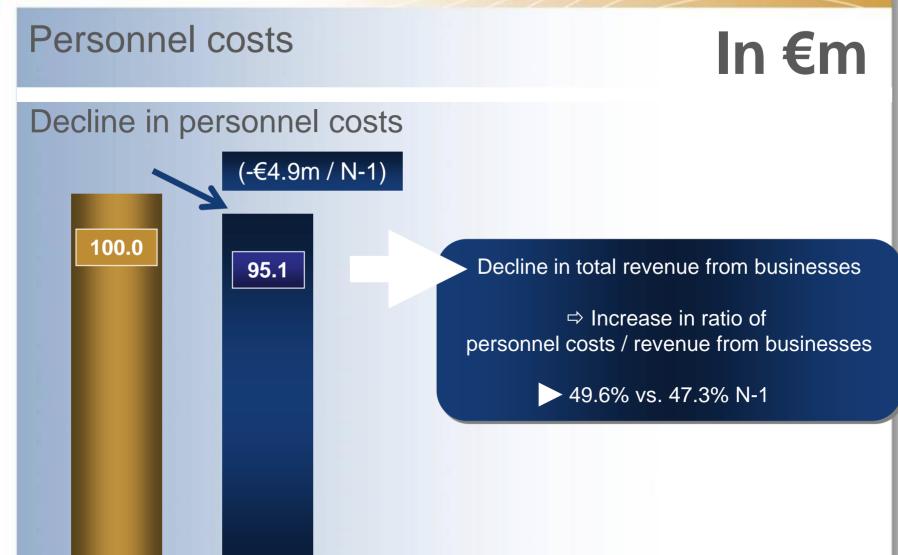
In €m

	2005	2006	2007	2008	2009
Revenue from businesses	116.6	166.1	214.1	211.6	192.0
EBITDA	32.7	51.8	56.0	59.8	45.8
Profit from ordinary activities	18.7	25.8	28.0	27.1	7.5
Net profit (Group share)	11.5	15.9	18.5	19.9	5.1

Total			
5 years			
900.4			
246.1			
107.1			
70.9			



2008/09 results





2008/09 results

OL is contributing more and more to Ligue 1 net profit

In €m





OL GROUPE Balance sheet as of 30 June 2009

Very sound financial structure

Increase in equity

Decrease in intangible assets*

Decrease in financial debt

Equity generated by earnings of the past 5 yrs.: €71m**

*Summer 2009 transfer window investment: July/August 2009

**before allocation of net profit



OL GROUPE Balance sheet as of 30 June 2009

Very sound financial structure

In €m

Assets	30.06.08	30.06.09	Equity & Liabilities	30.06.08	30.06.09
Player registrations	93.9	71.8	Equity (incl. minorities)	164.8	167.8
Other assets	21.8	23.3	Medium-term borrowings	47.5	35.9
Receivables on sale of player registrations		26.6	Deferred taxes	1.2	2.3
Operating receivables	39.7	29.4	Deletted taxes	1.2	2.5
operating receivables	00.7	23.4	Short-term borrowings	0.4	4.1
Player registrations held for sale		8.4	Payables on purchase of player registrations	12.7	-
Cash and cash equivalents	148.4	102.3	Operating liabilities	77.2	51.7

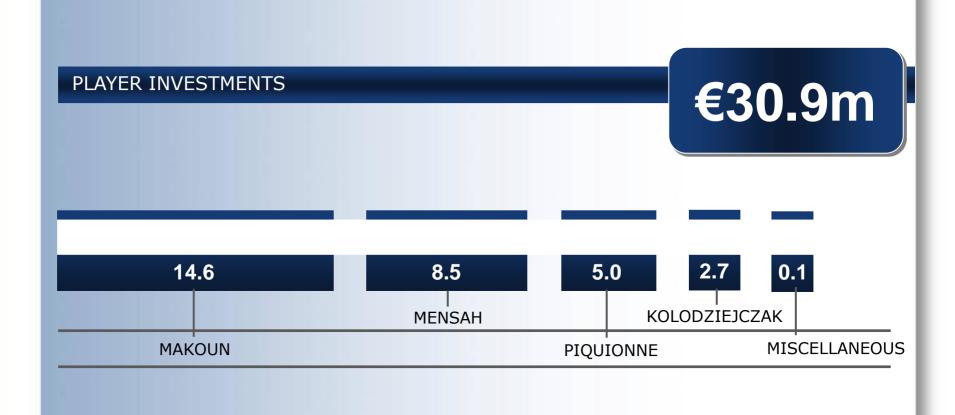


OL GROUPE Balance sheet as of 30 June 2009

Very sound financial stru	In €ı	
	30.06.08	30.06.09
Equity (incl. minority interests)	164.8	167.8
BANK DEBT		
Financial debt	-47.9	- 40.0
Cash and cash equivalents	148.4	102.3
Net cash A	100.5	62.3
Player-related debt		
Payables on purchase of player registrations	-56.6	- 35.8
Receivables on sale of player registrations	43.9	62.4
Receivables / payables on transfer of player registrations B	-12.7	26.6
TOTAL A + B	87.8	88.9



Player investments 2008/09





Player trading

Net revenue from player trading as of 30 June 2009

In €m

	1 year	Over 3 years	Over 5 years
Acquisitions of player registrations	30.9	136.0	234.5
Sales of player registrations	52.4	181.8	245.1
of which trained at OL academy As a % of sales	38.1 72.7%	64.1 35.3%	69.9 28.5%
Net revenue from player trading	21.5	45.8	10.6



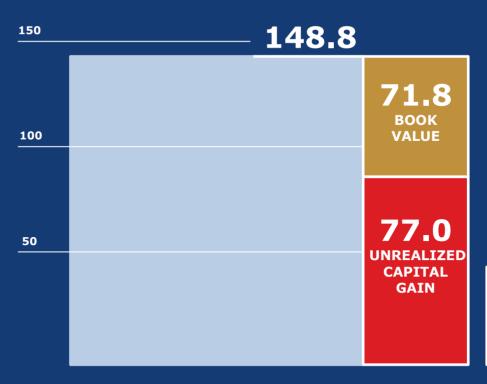
Intangible assets

Potential capital gain
Recurrent nature confirmed

In €m

SOURCE: www.transfermarket.de





42.3
CAPITAL GAIN
REALIZED
IN THE YEAR

Average gross capital gain over the past 3 yrs.: €44.2m



Players' training

New sports
organisation with the
establishment of a Pro 2
group under the
expanded
responsibilities of
Claude Puel

Increase in number of newly-promoted players (9 vs. 6 in N-1)

Newly-promoted players (Pro 2 group)

Name	Age	National team	Contract ends
ABENZOAR	20	France - U20	2012
BEYNIE	22	France – U19	2010
GASSAMA	20	France Espoir	2011
GONALONS	20	France Espoir	2010
GRENIER	18	France – U18	2011
HARTOCK	22	France Espoir	2011
KOLODZIEJCZAK	18	France – U18	2012
МЕНАМНА	19	France – U19	2011
TAFER	18	France – U18	2011

Plus 3 who have already played in the 1st team: Belfodil, Faure, Seguin



Player investment

Lyon was the largest French investor in the 2009 summer

transfer window
Top 5 buying clubs

Of which: Gomis St Etienne: €13m and Bastos Lille €18m



Clubs	2009	%
OL	70.0*	30.4%
MARSEILLE	41.4	18.0%
BORDEAUX	28.0	12.2%
SAINT ETIENNE	15.1	6.6%
RENNES	14.6	6.3%
OTHER CLUBS	60.9	26.5%
TOTAL	230.0	100.0%

Source: France Football

*French GAAP



NEWS AND OUTLOOK

Player trading

Players

OL Land

Other projects



Acquisition and sale of players since 1 July 2009





Men's Professional squad

28 Players (30 in N-1)

9 YOUNG INTERNATIONALS (6 in N-1)

19 experienced players
(24 in N-1)
INCL. 17 INTERNATIONALS





Men's Professional squad

Experienced players

19 EXPERIENCED PLAYERS (24 in N-1)

15 INTERNATIONAL A

1 INTERNATIONAL A'

1 FRANCE ESPOIR

1 BRAZIL U19

Name	Age	National team	Contract ends
BASTOS	26	Brazil A	2013
BODMER	27	France A'	2011
BOUMSONG	30	France A	2011
CISSOKHO	22		2014
CLEBER ANDERSON	29	Brazil A	2011
CRIS	32	Brazil	2011
CLERC	26	France	2010
DELGADO	28	Argentina A	2011
EDERSON	23	Brazil U19	2012
GOMIS	24	France A	2014
GOVOU	30	France A	2010
KALLSTRÖM	27	Sweden A	2012
LOPEZ	26	Argentina A	2014
LLORIS	23	France A	2013
MAKOUN	26	Cameroon A *	2012
PJANIC	19	Bosnia A	2013
REVEILLERE	30	France A	2011
TOULALAN	26	France A	2012
VERCOUTRE	29	France Espoir	2012



Men's professional squad

Players loaned in 2009/10 with buyout option

2 PLAYERS LOANED

Name	Age	National team	End of contract	Club	Option
PIQUIONNE	31	France A	2012	Portsmouth	€5 m
MENSAH	27	Ghana A	2013	Sunderland	€8 m

STAFF

Name	Role
CLAUDE PUEL	Manager
PATRICK COLLOT	Assistant manager
JOEL BATS	Goalkeeping coach
SONNY ANDERSON	Forwards coach
BRUNO GENESIO	Young professionals coach
EMMANUEL ORHANT *	Doctor
VINCENT ESPIE *	Fitness and conditioning coach
* loined in 2008/00 season	



Women's team

27 PLAYERS

26INTERNATIONALS



STAFF

Name	Role
FARID BENSTITI	Coach
VINCENT YE	Assistant coach
FREDERIC STRAPPAZON	Assistant coach



25 PLAYERS

24 INTERNATIONALS

Women's team

Name	National team	Contract ends
SAIDA AKHERRAZE	France U19	2010
CINDY BERTHET	France U19	2010
SARAH BOUHADDI	France A	2011
SANDRINE BRETIGNY	France A	2011
SHIRLEY CRUZ TRANA	Costa Rica	2011
KENZA DALI	France U19	2010
INES DHAOU	France U19	2010
LARA DICKENMANN	Switzerland A	2011
CORALIE DUCHER	France A	2010
SANDRINE DUSANG	France A	2011
LAURA GEORGES	France A	2011
SIMONE GOMES JATOBA	Brazil A	2010
AMANDINE HENRY	France A	2011
ISABELL HERLOVSEN	Norway A	2010
AURELIE KACI	France U19	2010
PAULINE MAGNIN PEYRAUD	France U17	2010
LYDIA MIRAOUI		2010
LOUISA NECIB	France A	2012
CHRISTINE NILSEN	Norway A	2010
CORINE FRANCO	France A	2011
VERONIQUE PONS	France A'	2011
WENDIE RENARD	France U20	2011
AMELIE RYBACK	Sweden A	2010
LOTTA SCHELIN	Sweden A	2010
INGVILD STENSLAND	Norway A	2010
KATIA TEIXEIRA DA SILVA	Brazil	2010
ELODIE THOMIS	France A	2011



Sporting results as of 7 December 2009

OL GROUPE

Ligue 1



4th place in Ligue 1 after 15 matchdays

Champions League



- 2nd place in Group E
- Qualified for first knock-out round

CFA



▶ 1st place among reserves teams

Women's team



Division 1

2nd place in Division 1

Women's Champions League

Qualified for 1/4 final against Torres Sassari (Italy)

U19 team



➤ 5th place in Group D

U17 team

1st place in Group C



New Stadium

The project is moving forward





Project components

The future stadium: central element

- Capacity of 60,000
- Ground area occupied: 6 hectares

Related infrastructure

- **OL Groupe head office premises**, located on 3,000 sq. m. of space within stadium perimeter
- 1 The OL Store
- 1 A trophies room and a museum
- 2 The professional team's training grounds, made up of 5 pitches, including one indoors
- 3 A 51,486 sq. m. plaza that will host various events and constitute a place for relaxation and enjoyment for all.
- 3,600 of the 7,000 parking spaces available on site will be underground
- 4 A pedestrian greenway alongside the new "Grand Stade" tramway station



Leisure and hosting facilities

- Two- and three-star **hotels** with 100-150 rooms each, including a hotel in a landscaped environment;
- **6** The **leisure centre**, which will include children's playgrounds, futsal courts, a wellness centre, restaurants, a bowling alley, a kart racing track, an indoor golf course and various sports simulators;
- Office buildings.



New Stadium Timeline

2009

July

September

October

November

December

06/07/2009

Launch of revised land-use plan

23/09/2009

Project presented of project to Rama Yade, Secretary of State in charge of sports, during her visit to Lyon

22/072009

Law recognising "general interest equipment" status for sports stadia and related infrastructure

11/11/2009

Euro 2016:
The FFF announces
the cities it
has selected

From 15/11/2009 to 15/12/2009

Public consultation on revised land-use plan

13/11/2009

Euro 2016:
Launch of the
committee to support
France's candidacy

23/11/2009

Meeting of the partners committee



New Stadium: Strengths

Commitment from all partners

After signing the framework agreement on 13 October 2008, the partners committee (French government, Sytral, Rhône General Council, Greater Lyon, town of Décines, Olympique Lyonnais) met again on 23 November 2009.

Consolidated timetable validated, encompassing all aspects of the programme, as controlled by the various sponsors;

Adherence to targets and resources devoted to completing the stadium by the end of 2013:

- SYTRAL: 1 km spur from T3 tramway line
- GREATER LYON: North stadium access (pedestrian mall / underpass)
 South stadium access (passenger vehicles and exclusive lane)
 Construction of car park and bus station at ZI Meyzieu (T3 terminus)
- RHÔNE GENERAL COUNCIL: Improve bus link betw. Meyzieu ZI and new stadium
- FRENCH GOVERNMENT: Build new exit 7 off Route 346 + dynamic signage



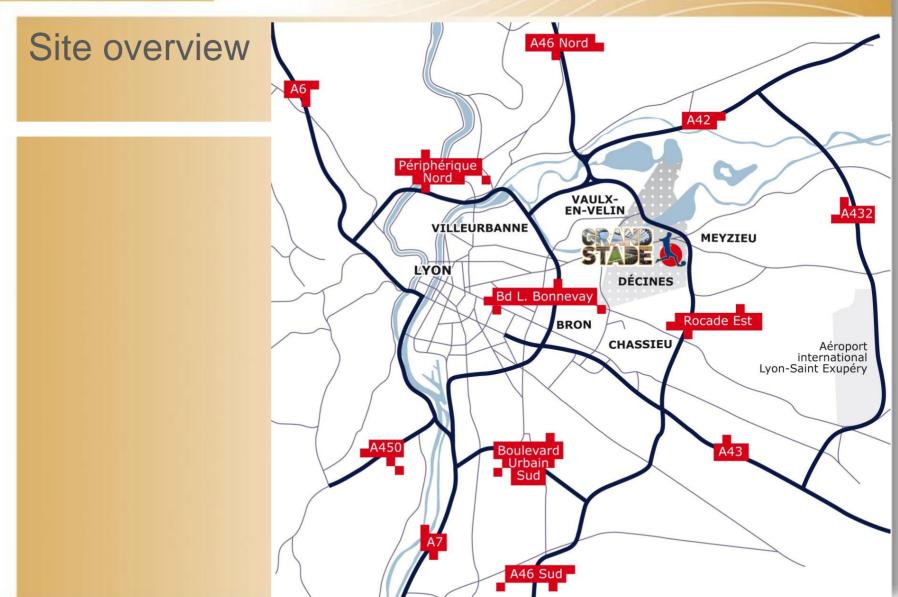
New Stadium: strengths

Innovative financing: 100% private





New Stadium: location





New Stadium: strengths

Social responsibility: sustainable development and corporate citizenship

Promoting renewable energy sources:

photovoltaic panels (13,000 sq. m., the large stadium surface in Europe), low energy lightbulbs, heat exchangers, etc.

Protecting the environment:

rainwater will be collected and reused on the site (watering, restrooms, fire safety), the water table protected (use of non-polluting products), waste limited and treated, and anti-noise systems deployed.

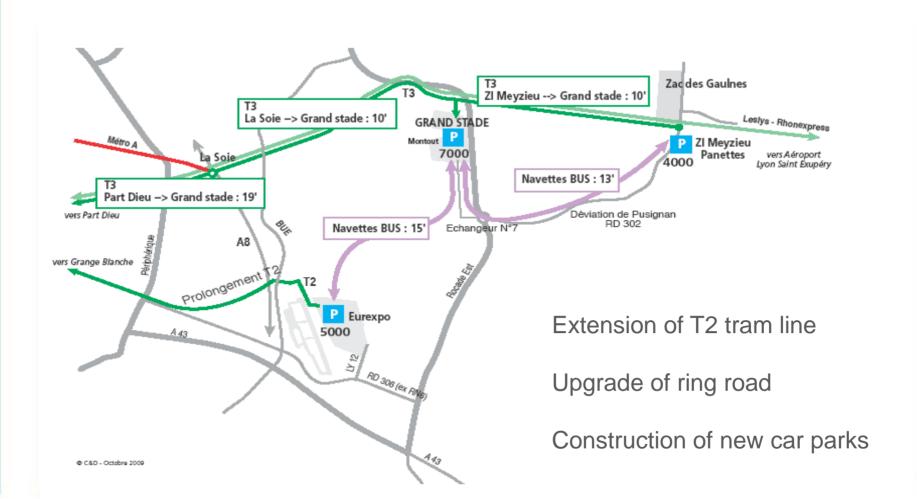
Corporate social responsibility: employment creation, integration into employment, special infrastructure for people with restricted mobility

Energy audit provided for under the multi-year agreement signed on 12 December 2008 with ADEME (French Environment and Energy Management Agency) >> Underway



New Stadium: strengths

Exemplary stadium access





New Stadium: strengths

Access plan demonstrated, emphasising collective transport modes

Transport mode	Number of people	%
Direct public transport	9,000 people	15
Collective transport from two satellite car parks (shuttles and tram)	25,200 people	42
OL fan club coaches	1,800 people	3
Visiting team fan club coaches	3,000 people	5
Low-impact transport	1,700 people	3
TOTAL collective transport + low-impact	40,700 people	68%
Passenger car transport (7,000 parking spaces on site)	19,300	32
GRAND TOTAL	60,000 people	100%



OL Land: strengths

Project will create employment

1,500 building jobs during the construction phase

1,500 to 2,000 temporary jobs

800 full-time positions



OL Land: strengths

Development of resources

Ticketing: increase in ground capacity

Sales of corporate boxes

Catering: restaurants and snack bars

Seminars

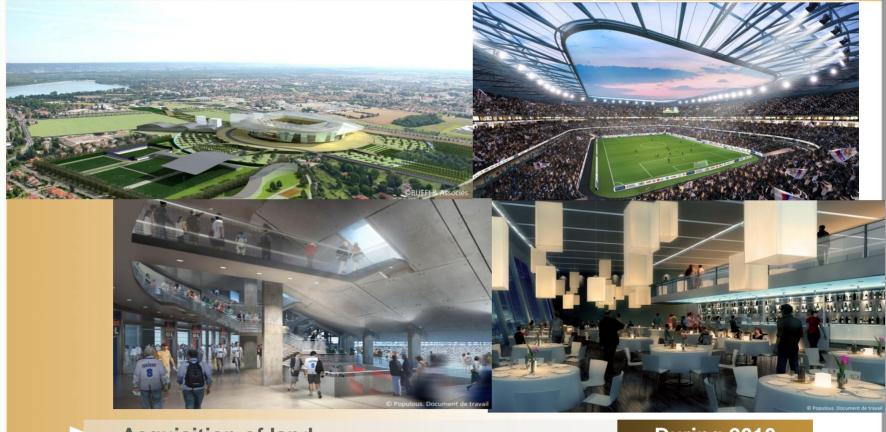
Sporting and cultural events

Merchandising: opening of an OL Store

Other sundry income



OL Land



- Acquisition of land
- Lodging of building permit application
- Preliminary survey costs
- Construction work
- Possible stadium delivery

During 2010

4th quarter of 2010

Up until 2011

From mid-2011

2nd half of 2013



Capital

Shareholder breakdown

As of 30/11/09

	Number of shares	% of share capital	% of voting rights
ICMI	4,524,008	34.17	42.23
PATHÉ + OJEJ (1)	3,164,683	23.90	28.85
BOARD MEMBERS (2)	584,984	4.41	3.88
AMIRAL GESTION (3)	1,248,553	9.43	5.28
GL EVENTS	313,652	2.37	1.46
ND INVESTISSEMENT	149,341	1.13	0.69
TREASURY SHARES (4)	308,387	2.33	NA
FREE FLOAT	2,947,679	22.26	17.61
TOTAL	13,241,287	100	100

- (1) Pathé and non-trading partnership OJEJ, both controlled by Jérôme Seydoux, member of the Board of Olympique Lyonnais Groupe
- (2) excluding ICMI and GL Events, shown separately
- (3) Based on the 30 September 2009 study of identifiable shareholders
- (4) Shares held in treasury in connection with the liquidity contract and the share buyback programme



Dividend

Steady pay-out

Dividend proposed to shareholders at 7/12/09 shareholders meeting: €0.14 / share

Dividend yield: 1.5% (share price at 30/11/09: €9.15)

	2006/2007	2007/2008	2008/2009
Gross dividend/share	€0.14	€0.14	€0.14*
Amount paid	€1.85m	€1.85m	€1.85m*

More than 12,000 shareholders, of which 98% are individuals

^{*} Submitted to shareholders for approval at 7/12/09 shareholders meeting



Share price

Comparison with indices (1/1/2008 – 30/11/2009)





Share price

Comparison with media sector 1/12/2008 – 30/11/2009)





Share price

Trend of Dow Jones STOXX® Football index (1/12/2008 – 30/11/2009)





SBF250 Trends in share prices

Since January 1, 2009

Largest falls

VIVENDI	-17.32%
GDF SUEZ	-15,18%
GENERAL ELECTRIC	-14.92%
ZODIAC AEROSPACE	-13.65%
UBISOFT	-12.66%
FRANCE TELECOM	-11.88%
EUROFINS	-11.11%
SECHILIENNE	-9.70%
MAROC TELECOM	-9.16%
NEOPOST	-9.00%
EDF	-5.14%
HARMONY GOLD	-4.68%
NYSE EURONEXT	-4.49%
ACCOR	-3.46%
HERMES INTL	-3.01%

OL GROUPE: +14.92%

Largest gains

+235.82%
+232.24%
+166.48%
+164.95%
+140.83%
AD +138.86%
+115.63%
+113.13%
+109.49%
+106.53%
+104.46%
+98.15%
+89.73%
+88.86%
+88.48%



2009/10 outlook

New partnerships

BetClic

Major shirt sponsor for Europe and domestic championship

Signature of a 4-year contract with BetClic

Introduction of the law passed by the French Senate, already adopted by the *Assemblée Nationale* on October 7-8, 2009, on the regulation of online betting

MDA

LG

Shirt back sponsors Ligue 1 matches



Medium term outlook

New partnerships



OL joins the adidas TOP 6 major club group Signature of an agreement

Adidas world leader: exclusive supplier of sports equipment to OL beginning from the 2010/11 season for a period of 10 years

Total estimated amount: €80m to €100m depending on football results on the pitch

Strong distribution network in France and internationally

⇒ expected growth in merchandising in the medium term



Medium term outlook

Overall trend in UEFA media rights

New 3-year contract for 2009/12

Ends June 30, 2012 Up 34% to €1.1 bn a season

Confirmation of the increase in media rights in Italy: €500m €800m per season



Conclusion

An exemplary sporting model that aims to serve the identity of French football

Continuous striving for sporting and financial performance



Youth team

Commitment to the training of youth players:

- partnerships with regional and amateur football clubs
- opening of a Training Centre, unique in Europe

Ethics and solidarity through the OL Fondation:

insertion through sport (Tunisia), educational projects (Brazil), assistance to the sick or those in hospital (Sport dans la Ville, Docteur Clown, Asup Brazil, Handicap International, etc.)

Three core values shared and lived daily by all our employees



Shareholders Meetings

Ordinary Shareholders Meeting

First resolution

Approval of the separate financial statements Ratification of Board members' performance

- Net profit: €4,060,828.59
- Ratification of Board members' performance
- Non-deductible expenses: €55,328



Shareholders Meetings

Ordinary Shareholders Meeting

Second resolution

Approval of the consolidated financial statements

Net profit, Group share: €5,143,285



Shareholders Meetings

Ordinary Shareholders Meeting

Third resolution

Approval of agreements pursuant to Articles L.225-38 et seq. of the French Commercial Code

The special report of the Statutory Auditors on related-party agreements can be found on pages 125-129 of the Annual Financial Report



Shareholders Meetings

Ordinary Shareholders Meeting

Fourth resolution

Allocation of earnings for the year ended 30 June 2009 and dividend distribution

 Net profit
 €4,060,828.59

 Retained earnings
 €30,555,832.97

 Total distributable
 €34,616,661.56

Allocation:

 Legal reserve
 €36,395.00

 Dividend of €0.14 per share
 €1,853,780.18

 Retained earnings
 €32,726,486.38

The share capital is composed of 13,241,287 shares. The dividend will be paid on 14 December 2009.



Shareholders Meetings

Ordinary Shareholders Meeting

Fifth resolution

Amount of director's fees to be paid to Board members with respect to the financial year ended 30 June 2009

- Proposal: €120,000
- The Board of Directors has 14 members.



Shareholders Meetings

Ordinary Shareholders Meeting

Sixth resolution

Authorisation for the Board of Directors to acquire shares pursuant to Articles L.225-209 et seq. of the French Commercial Code

- Maximum purchase price: €40
- Term: 18 months



Shareholders Meetings

Ordinary Shareholders Meeting

Seventh resolution

Powers to accomplish legal formalities



Shareholders Meetings

Special Shareholders Meeting

First resolution

Authorisation granted to the Board of Directors to reduce the share capital through cancellation of shares held in treasury

- Limited to 10% of share capital
- Term: 18 months

This authorisation follows from the sixth resolution of the Ordinary Shareholders Meeting, related to the share buyback programme.



Shareholders Meetings

Special Shareholders Meeting

Second resolution

Authorisation for the Board of Directors to issue securities with preferential subscription rights

- Capital increase par value ceiling: €10m
- Ceiling for issuance of debt securities: €200m
- Term: 26 months

This authorisation cancels and replaces the second resolution adopted at the 28 November 2008 Special Shareholders Meeting



Shareholders Meetings

Special Shareholders Meeting

Third resolution

Authorisation for the Board of Directors to increase share capital by incorporating reserves, retained earnings or premiums

- Par value increase ceiling: €10m
- Term: 26 months

This resolution cancels and replaces the third resolution adopted at the 28 November 2008 Special Shareholders Meeting



Shareholders Meetings

Special Shareholders Meeting

Fourth resolution

Authorisation for the Board of Directors to issue securities without preferential subscription rights

- Capital increase ceiling: €10m
- Term: 26 months

This authorisation cancels and replaces the fourth resolution adopted at the 28 November 2008 Special Shareholders Meeting



Shareholders Meetings

Special Shareholders Meeting

Fifth resolution

Authorisation for the Board of Directors to increase the amount of securities issued in the event of surplus demand

Increase limited to 15% of each issue (same ceiling as those of the 2nd and 4th resolutions of the Special Shareholders Meeting)

This authorisation cancels and replaces the fifth resolution adopted at the 28 November 2008 Special Shareholders Meeting



Shareholders Meetings

Special Shareholders Meeting

Sixth resolution

Authorisation for the Board of Directors to set issue prices

- Limited to 10% of share capital (same ceiling as in the 4th resolution to the Special Shareholders Meeting)
- Term: 26 months

This authorisation cancels and replaces the sixth resolution adopted at the 28 November 2008 Special Shareholders Meeting



Shareholders Meetings

Special Shareholders Meeting

Seventh resolution

Authorisation for the Board of Directors to increase the capital by up to 10% to provide valuable consideration for contributions-in-kind

- Limited to 10% of share capital
- Term: 26 months

This authorisation cancels and replaces the seventh resolution adopted at the 28 November 2008 Special Shareholders Meeting



Shareholders Meetings

Special Shareholders Meeting

Eighth resolution

Authorisation for the Board of Directors to issue share warrants free of charge to Company shareholders

- Maximum amount of capital increase: €25m
- Term: 18 months



Shareholders Meetings

Special Shareholders Meeting

Ninth resolution

Authorisation for the Board of Directors to use its authorisations to increase or reduce share capital when the shares of the Company are subject to a public takeover offer

This authorisation cancels and replaces the ninth resolution adopted at the 28 November 2008 Special Shareholders Meeting



Shareholders Meetings

Special Shareholders Meeting

Tenth resolution

Powers for the Board of Directors to issue shares and/or securities that give immediate and/or future access to the capital of the Company, reserved for members of an employee savings plan pursuant to the French Commercial Code and Articles L.3332-18 et seq. of the French Labour Code.

- Total number of shares limited to 3% of share capital
- Term: 26 months



Shareholders Meetings

Special Shareholders Meeting

Eleventh resolution

Authorisation for the Board of Directors to use the shares acquired under the share buyback programme



Shareholders Meetings

Special Shareholders Meeting

Twelfth resolution

Authorisation for the Board of Directors to use the authorisations granted under the fourth, fifth and sixth resolutions of this Shareholders Meeting to carry out, as stipulated in Article L.125-136 of the French Commercial Code, one or more share issues without preferential subscription rights, through a private placement, pursuant to II of Article L.411-2 of the Monetary and Financial Code.

The maximum par value of such capital increases would not exceed 20% of share capital per year.



Shareholders Meetings

Special Shareholders Meeting

Thirteenth resolution

Elimination of paragraph 2 of section 15.1 (Composition of the Board of Directors) of Article 15 (Administration and management - Corporate governance) of the Articles of Association of the Company, related to minimum shareholdings required of Board members

Elimination of obligation that Board members hold at least one Olympique Lyonnais Groupe share.



Shareholders Meetings

Special Shareholders Meeting

Fourteenth resolution

Powers to accomplish legal formalities

