

III. SUNDRY INFORMATION

▪ *Company name and head office*

Company name: **BRICORAMA**

Head office: 21, avenue du Maréchal de Lattre de Tassigny – 94120 FONTENAY S/S BOIS

▪ *Legal form*

Joint stock company subject to the law of 24 July 1966 and the decree of 23 March 1967 on companies.

▪ *Applicable law*

French legislation.

▪ *Date of inception and expiration*

The company was formed on 30 November 1956 for a 99-year term expiring 31 December 2055, unless dissolved early or extended by an Extraordinary Shareholders' Meeting.

▪ *Corporate purpose (article 3 of the bylaws)*

The company's objective, in France and abroad, is:

- all wholesale and retail trading activities, fixed or on commission, as well as the representation of all articles, products and materials and, more specifically, those related to do-it-yourself, leisure, household equipment and building supplies,
- consequently, as part of this activity or in addition to it, all services likely to interest the customers,
- and more generally, all industrial, commercial, financial, furnishing and property transactions related directly or indirectly to the corporate purpose or likely to facilitate its execution or ensure its development.

The company may act in France or abroad, directly or indirectly, for itself or on behalf of third parties, alone or in partnership with any individuals or companies.

It may take, in all forms, all interests and stakes in all companies, French or foreign.

Register of Trade and Companies

CRETEIL 957 504 608

APE code: 741J

Consultation of legal documents

The Articles of Association, minutes of shareholders' meetings and other corporate documents may be consulted at the head office.

Reporting year

The reporting year commences 1 January and ends 31 December of the same year.

Statutory distribution of profits (Article 17 of the Articles of Association)

The difference between revenues and expenses in the fiscal year, after deducting depreciation and provisions, constitutes the profit or loss for the fiscal year.

Five per cent is levied on the profit, after deducting any previous losses if applicable, to constitute the legal reserve fund. This deduction ceases to be obligatory once the reserve fund has reached a sum equal to one tenth of the share capital. It is reactivated when, for any reason, the reserve drops below this one-tenth threshold.

The distributable profit is made up of the profit for the financial year minus any losses carried forward and the reserve deduction provided for above, plus any profits carried forward.

This profit is available to the general meeting which may, upon proposal from the Board of Directors, in all or in part, carry it forward, allocate it to the general or special reserve fund or distribute it to shareholders as a dividend.

Furthermore, the meeting may decide to distribute sums from the reserves available to it. In this case, the decision expressly indicates the reserve items from which the sums will be deducted. However, the dividend is deducted as a priority from the distributable profit for the fiscal year.

The revaluation reserve may not be distributed. It may be added in full or in part to the capital.

The meeting has the option of allocating to each shareholder, for all or part of the dividend or dividend instalments distributed, the option of receiving the dividends or dividend instalments in cash or as shares.

General meetings (Article 14 of the Articles of Association)

General shareholders' meetings are comprised of all shareholders who have access to the meeting. They represent all shareholders except those who cannot prove that they have at least two shares.

General meetings are convened and deliberate under the conditions provided for by law no. 66-537 of 24 July 1966 and its enabling order.

They are held at the head office or any other place indicated in the notice to attend.

They are chaired by the Chairman of the Board of Directors or, failing that, by the Vice-President or a member of the Board specially designated for this purpose by the meeting.

Every shareholder has the right, upon proof of his/her identity, to participate in general meetings, provided that he/she sends the company the certificate described in Article 136 of the decree of 23 March 1967 at least five days before the meeting.

The Ordinary General Meeting appoints one or more statutory auditors and, if required, one or more alternate auditors for a fixed term, under the conditions and with the mission established by law.

GENERAL INFORMATION ABOUT THE CAPITAL

Changes in capital and corporate rights

Any changes to the capital or the rights attached to the share certificates that comprise the capital are subject to legal rules and specific provisions provided for by the Articles of Association described below.

Pursuant to Article 9 of the Articles of Association, whenever it is necessary to own several shares in order to exercise a right of any kind, especially in the event of an exchange, consolidation or allocation of shares, or following an increase or reduction in share capital, irrespective of the procedures adopted, or a merger or any other transaction, the owners of less than the required number of share certificates may only exercise their voting rights provided that they arrange for themselves to be part of a group, or for the purchase or sale of the number of shares or rights which constitute the necessary odd lots.

Share capital

At 31 December 2005, the share capital stood at €27,817,550 divided into 5,563,510 shares with par value of €5 each, all fully paid up.

The company is authorised to avail itself of the legal provisions to identify holders of shares conferring, immediately or eventually, the right to vote at its own shareholders' meetings, as well as the quantity of shares held by each such shareholder, and any restrictions that may be placed upon the shares.

In addition to the voting right that is attributed to each share by law and by the provisions of Article 11 of the Articles of Association, each share entitles the holder of such a share in the company's profits and corporate assets proportional to its share of the shareholding.

If necessary, and provided that this complies with legal requirements, all shares shall be taken together, irrespective of any tax exemptions or allocation, in addition to any taxes likely to be covered by the company, before any shares shall be redeemed during the life of the company or when the company is being wound up, so that, given their respective par value, all existing shares shall be redeemed at the same net value, irrespective of their origin or date of issue.

Double voting right

Each fully paid share grants its holder one voting right. A double voting right is granted to each share that is fully paid and which can be shown to have been held in a nominative form by the same shareholder for a minimum of four years.

This right is also granted upon issuance in the event of an increase in share capital through the incorporation of reserves, profits or issue premiums, to nominative shares allotted free of charge to a shareholder based on his/her old shares for which he/she has this right.

Any share that is converted to a bearer share or whose ownership is transferred to another person loses its double voting right. Nevertheless, the transfer by inheritance, liquidation of a joint estate between spouses or gifts made to a spouse or family member who is a legal heir, do not trigger the loss of the acquired right and do not interrupt the qualification times provided for in Article 175 of the law of 1996.

A merger has no effect on the double voting right that may be exercised in the absorbing company, if its Articles of Association have instituted it.

Distribution of share capital

The share capital is distributed as follows:

M13 + M14 + BOURRELIER family: 85.60%

Public : 14.40%

Exceptional items and disputes

The Group is involved in a certain number of legal proceedings and disputes in the normal course of business. Provisions for contingencies and losses have been set up for potential charges that the companies and their experts believe are likely.

The Management is not aware of any other disputes that involve significant risks likely to affect the Group's earnings or financial situation that have not been covered by the provisions deemed necessary at year-end.