

**Notice of ordinary general meeting
to be held on April 30, 2009**

Dear Shareholders,

You are invited to attend the ordinary general meeting (hereinafter the "General Meeting") to be held at the registered office of the Company on April 30, 2009 at 2:00 p.m., to discuss and to vote on the following agenda:

1. Information on the impact of the French Court Protection from creditors ("*Procédure de Sauvegarde*") on the Company;
2. Presentation of the unaudited annual accounts and unaudited consolidated accounts ending on December 31st, 2008;
3. Decision to postpone the General Meeting convened to approve the audited annual accounts and audited consolidated accounts ending on December 31st, 2008, and the statutory elections;
4. Miscellaneous.

Attendance to the General Meeting:

Shareholders wishing to attend the General Meeting shall notify their intent at the latest on April 24, 2009, to one of the following persons:

- CACEIS CORPORATE TRUST, 14 rue Rouget de Lisle, F- 92189 Issy les Moulineaux; or
- to their financial intermediary; or
- directly to the Company.

Shareholders wishing to be represented at the General Meeting shall provide CACEIS CORPORATE TRUST with a proxy. Such proxy duly filled up with the shareholder name and a blocking certificate (as further described below) shall be provided to its financial intermediary or CACEIS CORPORATE TRUST at the latest on April 24, 2009. The proxy form will be available either at the offices of CACEIS CORPORATE TRUST, or at the registered office of the Company, or on the Company's website at www.orcogroup.com, or at their financial intermediary premises.

Shareholders who elect to attend the General Meeting in person must ask their financial intermediary (bank, financial institution or other intermediary) with whom their shares are on deposit, to send a blocking certificate for their shares to CACEIS CORPORATE TRUST. The blocking certificate must indicate clearly the precise identity of the owner of the Company shares, the number of shares being blocked, the date from which such shares are being blocked, and a statement that the relevant shares are registered in the local bank or broker's records in the holder's name and shall be blocked until the close of the General Meeting. The shareholder must bring a copy of the blocking certificate to the General Meeting.

Shareholders of bearer shares wishing to attend in person or represented at the General Meeting shall also provide a statement of participation (*attestation de participation*), issued by the financial intermediary holding their securities, such statement indicating the number of shares held. The shareholders who do not have this statement may not participate to the vote.

Withholding threshold:

As indicated in the press release of February 4, 2005 available on the following Website address: www.orcogroup.com, the shareholders decided that any shareholder is under the obligation to immediately inform the Company in writing of the crossing either up or down of the thresholds set at 2.5 %, 5 %, 10 %, 15 %, 20 %, 33 %, 50 % and 66 %. Shareholders who do not inform the Company will not be able to use their voting right for the Ordinary General Meeting of Shareholders of the Company.

Furthermore where, within the fifteen days preceding the General Meeting, the Company will receive a threshold notification or becomes aware of the fact that a threshold notification has to be or should have been made in accordance with the provisions of the Luxembourg Law of 11 January 2008 relating to the transparency requirements, the board of directors of the Company reserves the right to postpone the General Meeting for up to four weeks.

Yours faithfully,

The Board of Directors