
Extraordinary General Meeting of the Shareholders

Friday May 9, 2008 at 10h00

145 rue Michel Carré – Bâtiment Platon – Les Algorithmes – 95100 Argenteuil - France

The Annual General Meeting held on April 24, 2008, did not reach the quorum necessary to deliberate on Resolution N°6. We inform you that an Extraordinary General Meeting will hold again on Friday May 9, 2008 at 10 a.m., under the conditions of quorum of Art. L.225-98 of the Law of Commerce, in the head office of the company, 145 rue Michel Carré, Bâtiment Platon, “Les Algorithms”, 95100 Argenteuil.

The date of May 5, 2008 reserved initially in case of a second call was replaced by the date of May 9, 2008.

AGENDA

- Preemptive right of subscription of the shareholders' waiver on delegation of June 22, 2007, to carry out private new issues of capital to the employees, management and directors of the group Georex.

Resolution Proposed to the Extraordinary general meeting of May 9, 2008

The General Meeting having heard of the reports of the Board of directors and of the auditors authorizes the Board of directors, under the delegation approved by the eighth resolution of the Extraordinary General Meeting of June 22, 2007 for a duration of 18 months as from that date and for a maximum authorized nominal up to 8,04% (€27,663. 24) of the capital of the company, to remove the preferential right of subscription of the shareholders for the new issues of capital which could be decided by the Board under the terms of the aforementioned delegation, for the profit of the category of beneficiaries indicated hereafter:

- Employees, Management and Directors of the group Georex to a total of 8,04% of the capital of the company, that is to say 100% of the authorized new issues of capital, corresponding to a maximum of 209,284 shares.

The General Meeting delegates to the Board of directors the care to precisely fix the beneficiaries of the preferential right of subscription within this category and the number of shares to be allotted.

The Board of directors will have to report to the General Meeting of the use which it will have made of the delegation authorized by drawing up a supplementary report to the annual general report of the Company, comprising the mentions required by the regulations in force as well as a summary table of the valid delegations and the use that was made, joined or annexed to the annual report.

It is specified that the forms of votes by proxy or by correspondence emitted by the shareholders on first convocation of the General Meeting of April 24, 2008 remain valid if you will not address a new proxy or additional correspondence. All documents that will be presented to the Extraordinary Meeting, will be available at the company offices, in legal times before the Meeting. Written questions can be addressed by electronic mail to the following address: lbaillard@georex.com.

Shareholders have the right to attend this meeting personally or to be represented by another shareholder or spouse, or to vote by proxy. Shareholders must have their shares registered at least three days before the meeting. In order to assist the Extraordinary Meeting, an identity justification will be required.

Votes by proxy will be taken into account only for those proxies, filled and signed, addressed to the headquarter of the company, at least three days before the date of the Extraordinary Meeting, by postal mail or fax +33 (0) 1 34 34 47 40. In the case of a vote by proxy or by correspondence, the shareholders who have chosen this mode of participation will not have any more the possibility of participating in the Meeting.

The Board of Directors