

ALTRAN TECHNOLOGIES
Public Limited Company (*Société Anonyme*)
with capital of 87,900,132.50 Euros
Head Office: 96, avenue Charles de Gaulle (92200) Neuilly-sur-Seine
702 012 956 RCS Nanterre

Description of the share buy-back program authorized
by the ordinary and extraordinary general shareholders' meeting on
April 28, 2017

Summary of the main features of the share buy-back program

Issuer	Altran Technologies
Listing of shares	Euronext Paris - Compartment A
Concerned securities	Altran Technologies' shares (ISIN code: FR0000034639)
Approval of the transaction	Ordinary and Extraordinary general shareholders' meeting held on April 28, 2017
Decision of implementation	Board of Directors' decision dated April 28, 2017
Maximum authorized buy-back	€ 200,000,000.00
Maximum unit purchase price	€ 20
Main objectives of the buy-back program	<ul style="list-style-type: none"> • To ensure an active market in Altran Technologies shares through an investment services provider operating within the framework of a liquidity contract that complies with the Ethical Charter recognised by the Autorité des Marchés Financiers, • To grant stock options to employees and/or corporate officers of the Altran Group with respect to plans implemented in accordance with provisions set forth in Articles L.225-177 and seq. of the French Commercial Code, • To allocate free shares in accordance with provisions set forth in Articles L.225-197-1 and seq. of the French Commercial Code, • To proceed with deliveries or exchanges of shares during the exercise of rights attached to securities giving access to the Company's share capital, • To cancel shares.
Duration of the program	18 months from the date of the general shareholders' meeting held on April 28, 2017, i.e. until October 28, 2018 at the latest.

Pursuant to article L. 451-3 of the French Monetary and Financial Code and articles 241-1 *et seq.* of the French Financial Markets Authority's (*Autorité des marchés financiers*) General Regulation, this description intends to present the objectives and the terms and conditions of Altran Technologies' (the "Company") share buy-back program as approved by the Ordinary and Extraordinary general shareholders' meeting held on April 28, 2017.

By decision dated April 28, 2017, the Company's Board of Directors decided to set up this share buy-back program according to the aforementioned authorization given by the above mentioned general shareholders' meeting.

1. Allocation by objectives of the shares held by Altran Technologies

As at April 28, 2017, 29,000 Altran Technologies shares were held by Exane BNP Paribas on behalf of Altran Technologies, under the terms and conditions laid down by the regulation and the recognized market practices, within the context of a liquidity contract which complies with the AMAFI standard contract and the AMAFI Code of Ethics of March 8th 2011, that has been acknowledged by a decision from the French Financial Markets Authority dated March 21st 2011.

In addition, the Company holds 3,043,092 treasury shares, mainly acquired between November 2014 and December 2016 through Crédit Agricole Cheuvreux, with a view to subsequently use them for payment or in exchange within the context of possible external growth operations and for free shares allocations.

The Company's share capital being made up of 175,800,265 shares, the Company held 1.75 % of the share capital on April 28, 2017.

2. Objectives of the program

The Company intends to implement the buy-back program of its shares covered by this description, which objectives are as follows:

- ensuring an active market in Altran Technologies shares through an investment services provider operating within the framework of a liquidity contract that complies with the Ethical Charter recognised by the Autorité des Marchés Financiers,
- granting stock options to employees and/or corporate officers of the Altran Group with respect to plans implemented in accordance with provisions set forth in Articles L.225-177 and seq. of the French Commercial Code,
- allocating free shares in accordance with provisions set forth in Articles L.225-197-1 and seq. of the French Commercial Code,
- proceeding with deliveries or exchanges of shares during the exercise of rights attached to securities giving access to the Company's share capital,
- cancelling shares.

3. Maximum fraction of share capital, maximum number and features of the shares concerned by the buy-back program

3.1. Maximum fraction of share capital concerned by the buy-back program

The maximum number of shares acquirable by the Company under the program shall not exceed around 6% of the Company's share capital (at any given time, such percentage applying to a capital adjusted to contingent on transactions which shall have an effect on the share capital subsequently to the shareholders' meeting that has authorized the buy-back program), subject to the terms of article 5-2° and 3° of the European Regulation N°2273/2003 (EC).

It being specified that when the shares are bought in order to favour liquidity, the number of shares taken into account for the calculation of this 6% limit corresponds to the number of shares acquired, after deducting the number of shares resold over the duration of the authorization.

3.2. Maximum number of shares concerned by the buy-back program

The maximum number of shares is set at 10,000,000 in accordance with the authorization granted by the Shareholders General Meeting held on April 28, 2017. In the event of any operation on the share capital of the Company, in particular through the incorporation of reserves, allocation of free shares, or division or consolidation of securities, the aforementioned number of shares shall be adjusted accordingly.

3.3. Shares concerned by the buy-back program

The securities that the Company is authorized to purchase are exclusively Altran Technologies' ordinary shares, that are all of the same category, registered or held as bearer shares, listed on Euronext Paris stock exchange, Compartment A (ISIN code: FR0000034639).

3.4. Maximum authorized unit purchase price

The maximum purchase price shall not exceed €20 per share, save any adjustment in case of any operation on the share capital of the Company.

3.5. Maximum overall amount payable by the Company

In accordance with the authorization granted by the Shareholders General Meeting held on April 28, 2017, the maximum amount that the Company may allocate to the buyback of its own shares shall not exceed €200,000,000 save any adjustment in case of any operation on the share capital of the Company.

4. Buy-back terms and conditions

These purchases, sales or transfers may be carried out and paid for by any means and in one or more instalments, both on the market and over the counter, through the use of options, derivative instruments (in particular the acquisition of call options) or securities giving access to the share capital of the Company, under the conditions provided for by the market authorities. The maximum portion of share capital that may be transferred in the form of blocks of shares can amount to the entire share buyback programme.

These transactions may not be carried out in the event of a public exchange offer for the shares and securities issued by the Company, or of a public exchange offer initiated by the Company.

5. Duration of the buy-back program

This buy-back program has been authorized for an 18-months period from the date of the general shareholders' meeting held on April 28, 2017. It will be implemented until October 28, 2018 at the latest.

In accordance with the terms of article 241-2 II of the French Financial Markets Authority's General Regulation, during the implementation of the share buy-back program, any significant alteration of any of the information listed at article 241-2 I 3°, 4°, 5° of the French Financial Markets Authority's General Regulation appearing in the present description will be brought as soon as possible to the knowledge of the public in compliance with the terms set forth in article 221-3 of the French Financial Markets Authority's General Regulation.