

**MICHELIN LUXEMBOURG S.C.S.**  
**69, boulevard de la Pétrusse**  
**L 2320 Luxembourg**  
**R.C.S. Luxembourg B 96.546**  
**(hereinafter the «Partnership »)**

**ANNUAL REPORT OF THE SUPERVISORY BOARD**  
**presented to the**  
**ordinary annual general meeting relating to the accounts**  
**for financial year ended December 31, 2009**

Ladies and Gentlemen,

As prescribed by law and statute, we have brought you together, as an ordinary annual general meeting, to highlight the activities of the Partnership during the accounting period ended December 31, 2009, and to submit the relevant annual accounts for your approval.

We would be happy to supply any further information regarding those documents and details required by current legislation within the legally stipulated limit.

**Operations and activity of the Partnership**

During the accounting period ended December 31, 2009, the Partnership's operations and activities were determined by the repayment of the 6,125% guaranteed bonds of EUR 470'163'000,00 on April 16, 2009 and the issue of a new 8,625% guaranteed bonds on April 24, 2009 of EUR 750'000'000,00 under the Partnership's Euro Medium Term Note Programme registered with the Luxembourg Stock Exchange. Next to the new 8,625% guaranteed bonds maturing in 2014, the Partnership still has the 6,5% guaranteed bonds of EUR 500'000'000,00 maturing in 2012.

On April 16, 2009 Michelin Invest Luxembourg S.C.S. repaid its EUR 479'000'000,00 borrowing to the Partnership and, on April 24, 2009, the Partnership granted a new EUR 750'000'000,00 loan for a period of 5 years to Michelin Invest Luxembourg SCS.

During the year 2009, the Partnership has registered a total interest charge of EUR 85'445'166,55 on the guaranteed bonds and an interest income of EUR 88'532'760,53 on the loans to Michelin Invest Luxembourg S.C.S.

The Partnership has also registered a charge of EUR 1'172'147,66 linked to the guarantee granted by Compagnie Financière Michelin on the bond issues.

During the year 2009, the Partnership has not had other specific activities.

Neither have there been important events after the closing of the financial year.



### **Risks**

The risk on the operations of the Partnership is considered low, the main income being generated by the loans to Michelin Invest Luxembourg S.C.S., a group company.

### **Results - Allocation**

The Annual General Meeting held on February 23, 2009 decided to distribute the profit of the year 2008, being EUR 629'463.08, to the shareholders.

### **Others**

We would like to state that the accounts in question have been drawn up according to the provisions and methods stipulated in the Grand Duchy of Luxembourg.

We hereby ask for your approval of the annual accounts (balance sheet, results and annexe) such as are presented and which indicate a profit of EUR 116'188,82.

For the financial year 2010 we do not foresee any new operations or activities.

### **Administration and control of the Partnership**

We would like to state that the mandates of the members of the Supervisory Board have reached their expiry date with the present general meeting. We would like to propose a renewal of their mandates until the annual general meeting to be held in 2011.

For the Supervisory Board of  
MICHELIN LUXEMBOURG SCS

Signed by  
Jean-Noël QUILLET,  
Chairman of the Supervisory Board

Signed by  
G rard CHAPIROT,  
Member of the Supervisory Board

Signed by  
Rudolf JURCIK,  
Member of the Supervisory Board

