2010

ANNUAL REPORT
REGISTRATION DOCUMENT

2010, A YEAR OF ACCELERATING MOMENTUM

Though the turbulence of 2008 and 2009 is now behind us, we will not forget the lessons learned. In fact, they in part actually contributed to our successes in 2010: a strategy focused on emerging markets, maintaining tight cost controls, unwavering team cohesion, effectively leveraging our strength with our customers. In other words: vision, tactics, ethics, image. These are key strengths and a guarantee of long-term growth.

I also mentioned acceleration. 2010's success was in effect sustained by a combination of factors. First large events that provided GL events with new opportunities to showcase its expertise and its strong logistics capabilities: the World Football Cup, Commonwealth Games, Shanghai World Expo...
Venue management that remains our growth driver also had strong forward momentum and added two major sites to our network in Paris: Palais Brongniart and Palais de la Mutualité.
Two landmarks, each with their own history and their own future to which we will now actively contribute after having been awarded the management concessions. As the site of the former Paris stock exchange, the first provides a venue for promoting innovative entrepreneurship. The second, an important landmark in the history of social progress, will host a large range of events combining diversity and a forum for exchanges among people in the broadest sense.

Henceforth, GL events will be organised into three strategic business divisions: GL events Live representing a coherent collection of solutions and services in the value chain from the design of events to logistics; GL events Exhibitions, devoted to trade fairs, both proprietary and those organised for third parties; and GL events Venues to maximise synergies in our worldwide portfolio of 36 managed venues by strengthening the network-based deployment of resources and expertise. These three entities will in turn generate synergies among each other, building on our historic integrated business model and providing even stronger foundations for expanding into target markets where we are developing positions: the BRICs, Gulf countries, Asia, Latin America…

The future remains promising with major events on the horizon for 2011 and 2012 from the World Rugby Cup in New Zealand to the London Olympic Games. This agenda requires that we remain fully deployed, conscious of our strengths but also attentive to each other, values that we transmit to the younger generation that join us through training programs. Both during difficult periods and those of relative calm we have consistently demonstrated that our history is above all a human adventure based on a spirit of cohesion and a determination to succeed together. The results of 2010 have provided a further demonstration: our driving strength that will consistently make the difference is the talent and expertise that exists within the Group.

Olivier Ginon
Chairman of GL events

01

GL events

Corporate profile

As the leading fully integrated international provider of event solutions and services, GL events operates in the three major segments of the event industry market: the organisation of trade fairs, conventions and events, venue management and services for events.

Through its integrated offering covering the full spectrum of event industry services and solutions and its presence through 91 offices in France and international markets, GL events assists companies, institutions, and event organisers at every stage of the process from the definition of their event strategies to final implementation in the field.

GL events' strength is supported by 3,435 employees originating from a wide range of nationalities and different horizons whose expertise covers all phases and specialised needs for staging an event. Consistent with its historical values, GL events has developed an ambitious Corporate Social Responsibility (CSR) policy and contributes to advances in its industry. In 2010, the Group had revenue of €727.2 million.

GL EVENTS OPERATES IN THE THREE MAJOR SEGMENTS OF THE EVENT INDUSTRY MARKET:

- Trade fairs and exhibitions for professionals and the general public;
- Congresses, conventions, seminars and incentive events;
- Corporate, institutional, cultural or sports events.

VENUE MANAGEMENT AND EVENT ORGANISATION:

- **Event organisation**

GL events is the organiser of 250 proprietary trade shows covering a diversified range of sectors including the food industry, the automobile sector, home and interior design and watchmaking and healthcare. The Group also assists corporations and institutions in designing and producing every type of event. Finally, its network of venues allows it to generate further value by replicating events as well as providing support to its customers for events on all five continents.

- **Venue management**

GL events has developed a unique network of venues managed in large part through concession agreements or long-term public-private partnerships. At 2010 year-end, the Group's portfolio included 36 venues: convention centres, exhibition halls, concert halls and reception areas. Through its international network with a particularly attractive range of venues for customers constantly looking for new business tourism destinations, GL events is able to service its major accounts in most of their strategic regions.

SERVICES FOR EVENTS

With more than 36 specialised areas of expertise represented, the event services division brings together the full range of skill sets that permit GL events to equip and install every type of event throughout the world from design to completion: structures, general installations, lighting, furniture, decorations, audio-visual equipment, hospitality services, etc. GL events' network of local offices combined with a significant inventory of assets, ensure its position as a provider of choice for major international events.

Message from the Vice Chairman

"IN 2011, GL EVENTS WILL MAINTAIN ITS GROWTH MOMENTUM"

In 2010 GL events achieved sustained growth in an economic environment that is still difficult. How do you explain the success?

GL events achieved strong growth in 2010 with revenue of €747.7 million, up 25% on the prior year. This performance highlights the strength of our strategy focused on developing our different business lines: First, in this period GL events' strengthened its position as a key provider of services and solutions for international events: the World Football Cup in South Africa, Commonwealth games in India, Shanghai World Expo, or the Hermès international show jumping competition in Paris.

In addition, our network of venues was expanded after being awarded management concessions for the Palais Brongniart, the Oran Exhibition Centre and the Hôtel Salomon de Rothschild along with full-year contributions from the World Forum Congress Centre of The Hague, Amiens Mégacité Exhibition and Convention Centre and the Brussels Square meeting centre.

Finally, our event organisation business was particularly resilient making noteworthy contributions in the international arena that included commemoration events for the independence of Congo and Gabon. For trade fairs, 2010 confirmed the potential of promising growth segments such as the environment as well as those that were adversely impacted by the crisis like the automotive or manufacturing sectors. This is an encouraging sign for 2011.

What are the major items on the agenda in the coming months for GL events?

2011 has gotten off to a fast start with very positive momentum for trade fairs including notably SIRHA that registered record performances. We also successfully launched new events such as the Qatar Motor Show that in January brought together in Doha the world's major manufacturers. The AFC Asian Cup in Qatar has provided our GL events Live division with a good start to the year. We are also contributors to several events linked to the French Presidency of the G8 and G20. GL events also remains focused on major sports events that represent excellent opportunities: the 2011 Rugby Cup in New Zealand, Olympic Games in London in 2012, World Football Cup and Olympic Games in Brazil in 2014 and 2016…

In 2011 GL events adopted a new organisation. How will this create value for customers?

The purpose of this new organisation is to strengthen the quality of the services we provide, whether for major international communications budgets or local customers that constitute the cornerstone of our business.

We thus decided to group together within a single business division all activities for organising events, communications and services to provide customers fully integrated solutions ranging from the upstream analysis of an event concept to the smallest details of its actual organization.

This division called "GL events Live" deploys more than 2,500 professionals representing 40 specialised areas of event industry expertise, fully coordinated and focused on achieving a successful end product. This represents a unique offering that should enable us to even more effectively support our customers in defining and implementing their event communication strategies in France and in international markets.

Olivier Roux
Vice Chairman of GL events

Annual highlights

JANUARY 2010

anc 2010: GL events PROVIDES press INSTALLaTIONS
GL events signed a contract with the Angolan company Liralink Tecnologia, the service provider selected by the Organising Committee of the Africa Cup of Nations to furnish all temporary installations for the four sites of the competition: the capital Luanda and the cities of Benguela, Lubango and Cabinda. This mission covered the installation, set up and equipping the press centre, conference room, mixed zone and the press stand for each stadium.

APRIL 2010

THE "saut hermes": A MAJOR EQUESTRIAN EVENT AT THE Grand Palais in Paris
In partnership with GL events and the Grand Palais, with the inauguration of Saut Hermès at the Grand Palais on 3 and 4 April 2010, Hermès renewed its support for the grand tradition of equestrian events in the heart of Paris. This prestigious brand proposed at the single site of the Paris landmark Grand Palais the "Saut Hermès", a multifaceted show that included an array of sports, artistic and sports event celebrating the equestrian universe. Over a period of two days, the glass-roofed building hosted a succession of show-jumping competitions with the high-level CSI 5* ranking assigned by the Fédération équestre internationale (FEI) and the Fédération française d'Équitation, as well as an all-new show accompanied by exhibitions.

SOUND AND LIGHT FOR THE International Conference on Liquefied Natural Gas IN Oran
For the International Conference on Liquefied Natural Gas held from 18 to 21 April in Oran, GL events provided services for three phases of this event: the opening ceremony, the conference program and the exhibition area for which it was the "official provider". Group teams delivered equipment for the lighting, video and sound installations as well as 3,500 headsets and digital receivers for simultaneous translation. A team of 35 was on-site to assure all assembly and disassembly operations.

MAY 2010

Shanghai 2010 World Expo: NEW TECHNOLOGIES IN THE SPOTLIGHT!
Two thousand points of light, 32 video projectors, 7.5 km of fibre optics ... These figures highlight the scope of the project managed by GL events for the UPBA (Urban Best Practices Area) of the Shanghai 2010 World Expo held from 1 May to 31 October. This event devoted to the theme "Better City, Better Life" providing cities of the world a unique global offered exceptional showcase for presenting issues and solutions relating to urban development. GL events was the official partner for the Rhône-Alpes Pavilion and developed a packaged offering covering operational management services for six national and regional pavilions: Chile, Taiwan, Portugal, Rhône-Alpes, Paris Ile-de-France and Lille.

The Nice Acropolis hosts the France-Africa summit
Fifty-one delegations from African countries attended the 25th France-Africa summit on 31 May and 1 June 2010 held at the Nice Acropolis, a venue managed by GL events. The Group provided the temporary installations, furniture, hospitality services, simultaneous translation booths, control room installations, etc. Representatives from the African Union, the European Union, the United Nations, International Organisation of La Francophonie and the Food and Agriculture Organization of the United Nations also attended this event. The 80 French entrepreneurs were joined by 150 African entrepreneurs and labour organizations that all actively contributed to the work of the summit. This participation of representatives from the economic world and labour represented a first in the history of the France-Africa summits.

JUNE 2010

FIFA 2010 World Cup South AfricaTM: A historic contract for GL events
From 11 June to 11 July, for the first time in its history, the FIFATM World Cup was held on the African continent, and notably in South Africa. Four months before Spain's consecration at this planetary event, the GL events consortium signed a historic contract for €40 million for the provision of services to furnish installations for the 10 sites selected for the competition. GL events and a South African partner Oasys Innovations were accordingly charged with the provision of event installations: temporary structures,

electrical installations, furniture, audio-visual services, etc. More than 3,000 people worked on this large-scale undertaking directly under the Group's responsibility.

AUGUST 2010

AFRICAN Commemoration Events
In 2010, 17 countries of sub-Saharan Africa including 14 former French colonies, celebrated their 50th anniversary of independence. On the occasion of this highly symbolic event, the Republic of Congo and Gabon called upon the expertise of GL events to produce two "sound and light" shows. The Group worked in close collaboration with the local technicians and Congolese and Gabonese artists. This sharing of knowledge and expertise laid the foundations for staging two large-scale events. On 14 August 2010 in Brazzaville, twelve living frescoes showcasing the culture and talent Congo were produced before ten African heads of state. This was followed two days later by a new event successfully staged by the Group in Libreville. A performance on land and sea celebrating the history of Gabon, its people and regions.

SEPTEMBER 2010

Davis Cup in Lyon: A HOME MATCH FOR france AND THE GROUP
On 17, 18 and 19 September, the Davis cup semi-final between France and Argentina was played at the Palais des Sports de Gerland indoor sporting arena. 19 years after the victory of Yannick Noah and his compatriots in the final against the US, at the same stadium… GL events as well played a number of supporting roles: creation, installation outfitting of the partner village; installation of temporary structures; installation of the press centre. To this was added the marketing and sales of the VIP packages on behalf of the French Tennis Federation (FFT).

Brazil: NEW biennial international book fair OF Parana
200,000 visitors came to discuss literature with some 40 authors and 60 exhibitors that were present at the first edition of the Biennial International Book Fair of Parana. Organised by Fagga Eventos at the Curitiba Estaçao Embratel Convention Centre in Brazil, this new book fair offered children an opportunity to make an unforgettable voyage in the universe of books through the Circus of Literature.

OCTOBER 2010

3 absolute PAVILIONS for 2010 the Ryder Cup
During the 2010 Ryder Cup held at Celtic Manor, Wales from the 1st to the 3rd of October 2010, GL events installed three double decker Absolute pavilions totalling over 5,000 square meters on the Twenty Twenty golf course. Double deck kitchen and washroom facilities were attached to each structure along with a guest lift. All the Absolute structures were constructed on raised platforms to guarantee guests unrivalled views of action on the course.

COMMONWEALTH GAMES
As the service provider for this event, GL events installed 40,000 m2 of structures, 53 km of fencing and 60,000 items of furniture. GL events and Litmus, the Indian partner in providing services for the event, also outfitted the Game Village (restaurant, bus station, etc.) and the VIP lounges in the new Delhi international airport. On site, GL events had a project team of 150 people representing 11 nationalities.

DECEMBER 2010

50 events at the bolognA Motor Show
340 exhibitors, 50 events, 11 pavilions and 8 open-air areas. The 2010 edition of the Motor Show delivered a satisfactory performance. Against the background of an environment severely impacted by the economic crisis, GL events and all partners of the Bologna Motor Show in Italy multiplied initiatives and innovations making it possible to hold the trade fair. Before the next and 36th edition of this event to be held from 3 to 11 December 2011, the Motor Show debuted in 2011 in the Orient at the Doha exhibition centre.

Keys Figures

2010: A YEAR OF SIGNIFICANT PROGRESS FOR GL EVENTS

Against the backdrop of improved market trends for the event industry in 2010, GL events had revenue of €727.2 million, up 25% (+6% on a like-for-like structure and exchange rate basis).

This performance benefited from the strength the Group's business model, high-quality assets, team commitment and solid global positions accelerating further gains in market share. With this momentum, GL events registered strong growth in Asia, Africa and South America. Broken down by region, France accounted for 50% of sales, Europe 25% and the rest of the world 25%.

Services contributed to the most important global events of the year: FIFA 2010 World CupTM, Africa Cup of Nations, Commonwealth Games in New Delhi, Shanghai World Expo, Ryder Cup golf competition in Wales. The Group was also present at prestigious events in France: Saut Hermès international show jumping competition, World Babington Championship, and the Tennis BNP Paribas Masters of Paris–Bercy, Davis Cup quarterfinals in Clermont-Ferrand and the semi-finals in Lyon, Cannes International Film Festival, etc.

The Group also pursued its expansion in the venue management and event organization segments with the successful integration and commercial launch of a number of high quality sites: Palais Brongniart of Paris, Oran Exhibition Centre, Hôtel Salomon de Rothschild of Paris, the World Forum Congress Centre of The Hague, Amiens Mégacité Exhibition and Convention Centre, Brussels Square meeting centre.

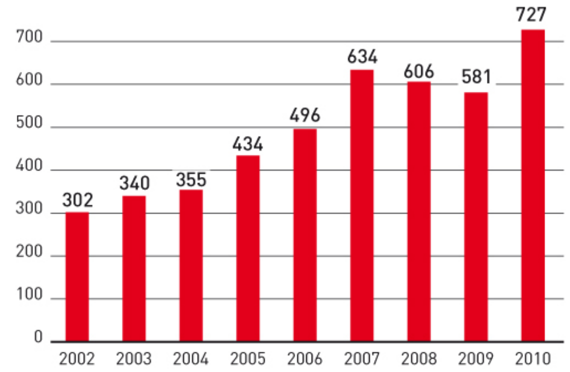
VERY STRONG GROWTH IN OPERATING PROFIT ON A COMPARABLE PRO FORMA BASIS.

Income statement highlights (€m)

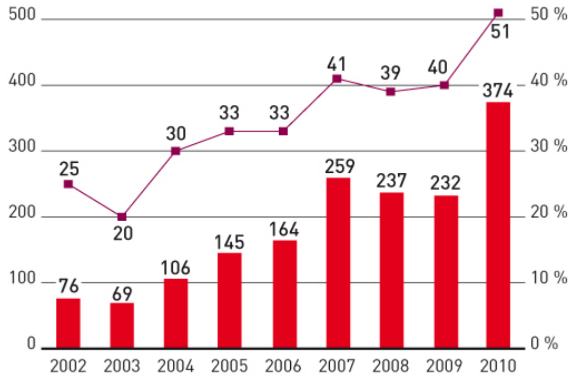
€millions	2010	2009*	Variation	2009 publié
Revenue	**727.2**	**581.4**	**25 %**	**581.4**
Operating profit	48.8	33.4	46 %	45.5
Net financial expense	– 7.2	– 10.1	—	– 12.0
Tax	– 12.5	– 6.0	—	– 6.6
Net income of fully consolidated subsidiaries	**29.1**	**17.3**	**68 %**	**26.9**
Income from equity-accounted investments	1.1	0.7	—	0.7
Minority interests	– 3.8	– 2.4	—	– 2.4
Net income	**26.4**	**15.6**	**70 %**	**25.2**
Net margin	3.6 %	2.7 %	—	4.3 %

* Restated for real estate disposals in 2009: €7m capital gain plus €4 million impact on operating results (€7m rent – €3m depreciation).

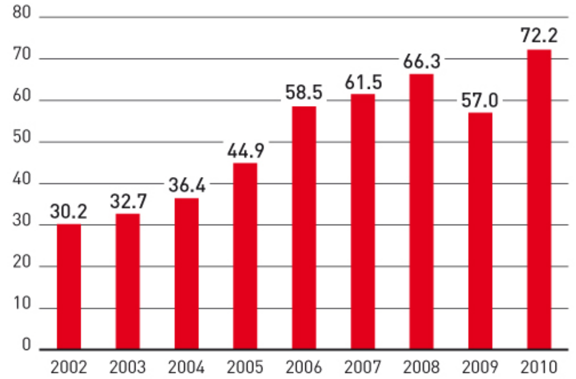
Revenue growth (€m)



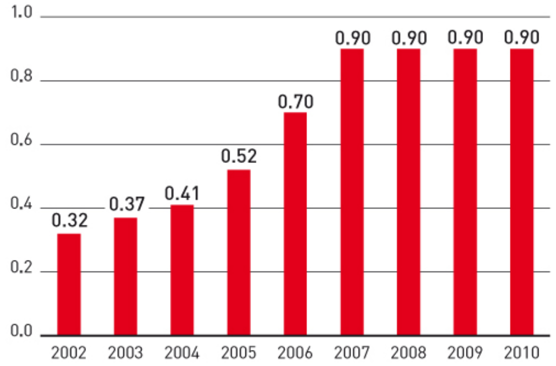
International revenue (€m)



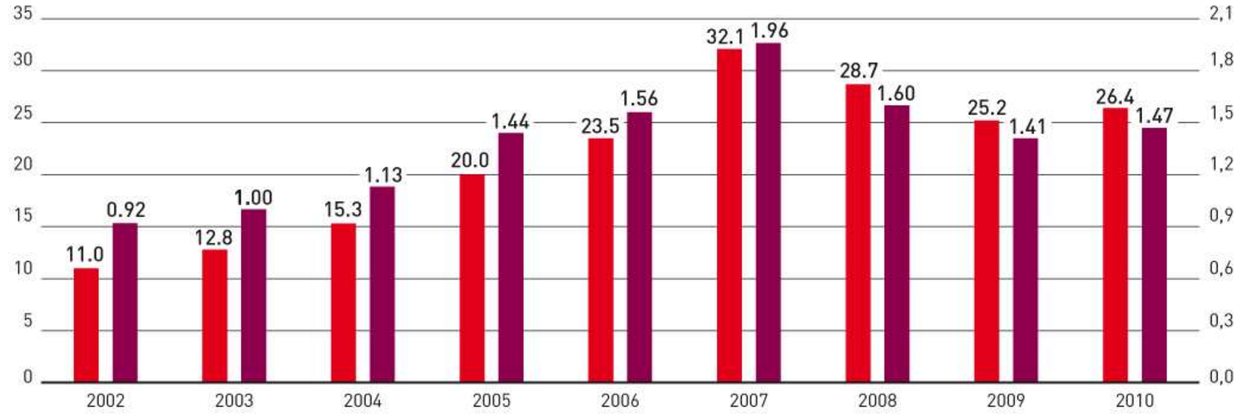
Cash flow (€m)



Gross dividend per share (€)

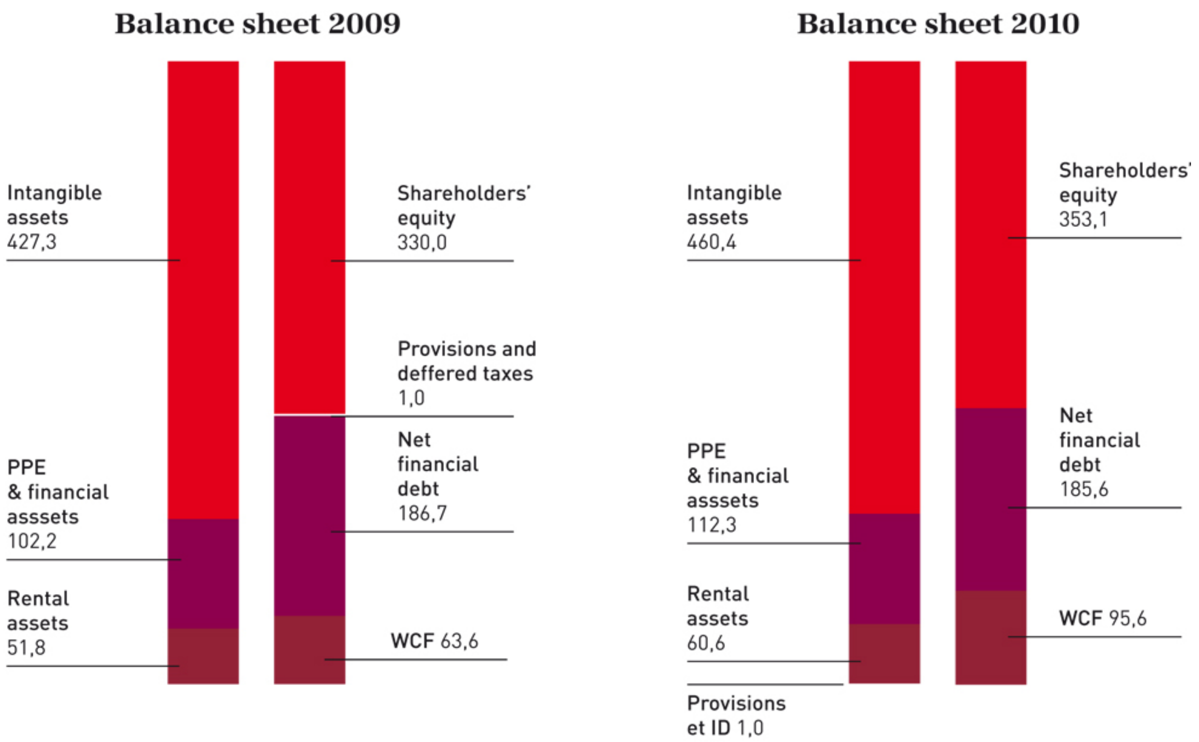


Net income from consolidated companies (€m) and net earnings per share (€)

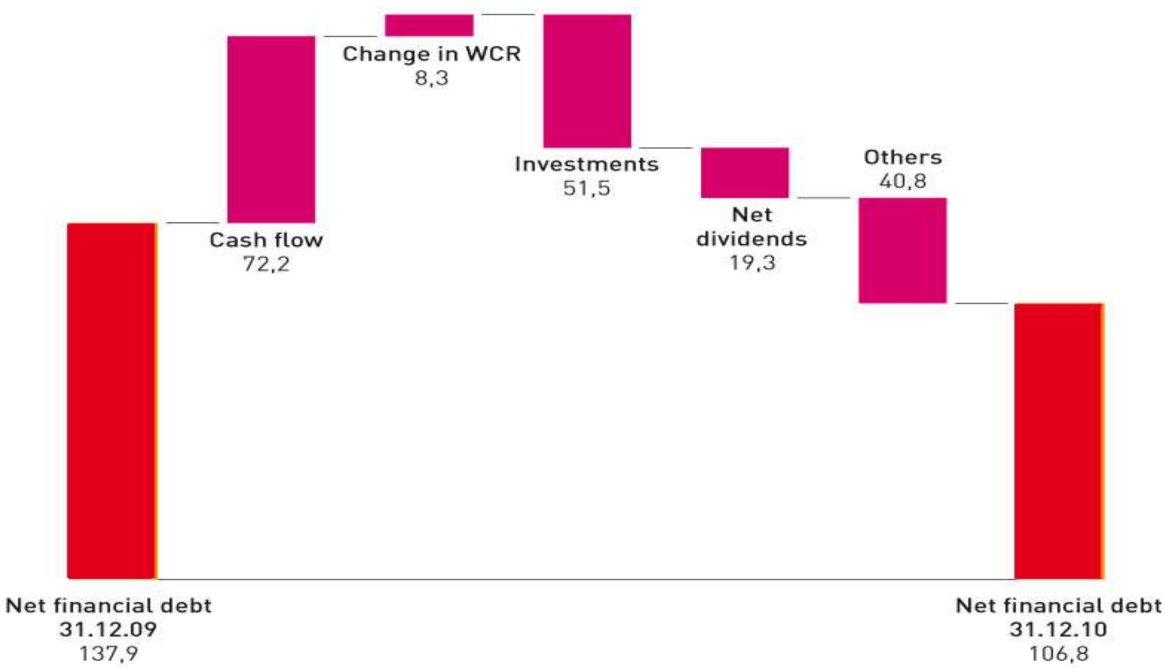


REDUCTION IN GEARING (NET DEBT/EQUITY) TO 53%.
SIGNIFICANT NET SOURCE IN FUNDS (NEGATIVE WCR).

Balance sheet highlights



Cash flow highlights



GOOD CASH FLOW MAKING IT POSSIBLE TO FINANCE SIGNIFICANT INVESTMENTS SUSTAINS DEVELOPMENT.

Shareholder information

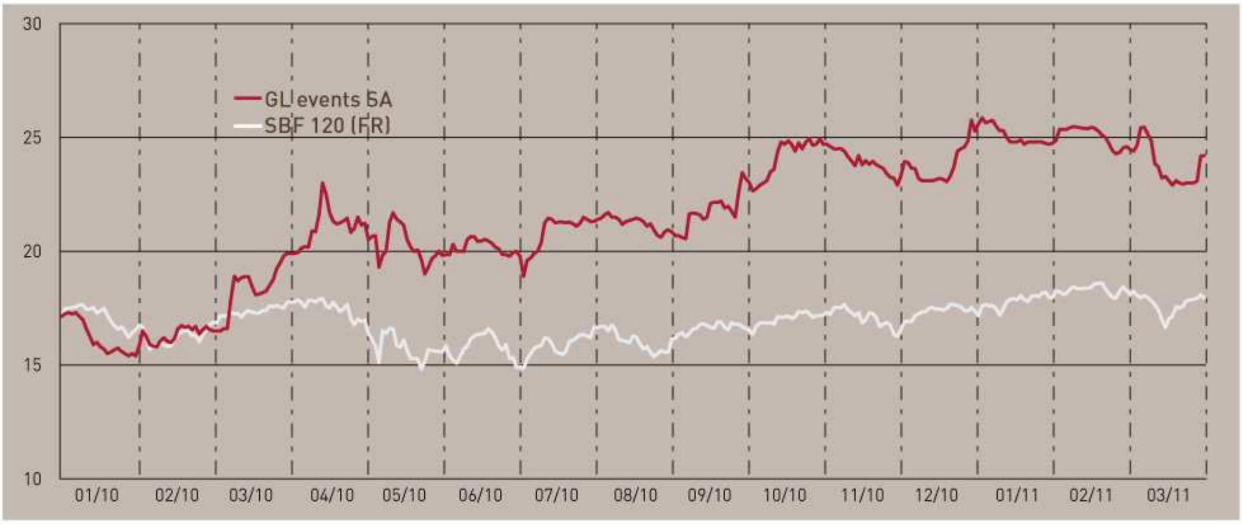
MARKET

Eurolist compartiment B
ISIN Code — FR 0000066672
Bloomberg Code — GLOFP
REUTERS Code — GLTN.PA
FTSE Code — 581

Since its initial public offering, GL events has applied a communications strategy committed to promoting strong investor relations. The following information can be found on the company's website in a special section dedicated to shareholders (www. gl-events.com, under "Group Financial Information"):
• Recent and past press releases;
• A calendar of financial publications;
• A shareholders' guide;
• Downloadable annual reports and financial publications;
• Key figures;
• Recordings of management interviews.

Email : infos.finance@gl-events.com

Share price data



2010 INVESTOR CALENDAR -- FINANCIAL PUBLICATIONS

29 April 2011 Cité Centre de Congrès Lyon (10:30 a.m.) Extraordinary and Ordinary General Meeting
28 July 2011 Paris (5:30 p.m.) Analysts, fund managers, journalists – Presentation of 2011 first-half results
29 July 2011 Press release — 2011 first-half sales and earnings
18 October 2011 Press release — 2011 third-quarter sales

ANALYST COVERAGE

• CM CIC SECURITIES
• CA CHEUVREUX
• GILBERT DUPONT • ODDO SECURITIES
• PORTZAMPARC • SOCIÉTÉ GÉNÉRALE
• EXANE BNP PARIBAS

Dividends

Dividends paid for the last five years and the dividend payment to be proposed at the next General Meeting are presented below:

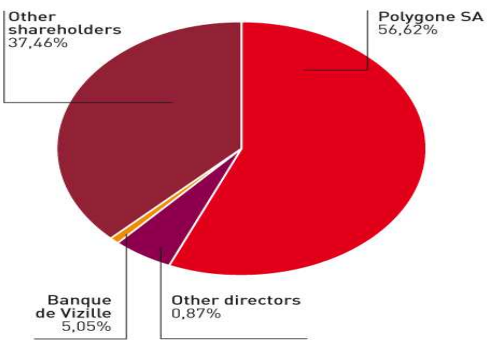
Fiscal year ended	Gross dividend per share (€)
31 December 2005	0,52
31 December 2006	0,70
31 December 2007	0,90
31 December 2008	0,90
31 December 2009	0,90
31 December 2010 (proposed)	0,90

Copies of the GL events' annual report may be obtained on request or downloaded in electronic form from the company's website. Previous press releases and annual reports (since the company was listed) are also available on the company's website.

French/English
English translations of GL events' financial publications are available in electronic form at its website www.gl-events.com (Group>Financial Information) or may be obtained on request from the investor relations department.

Press releases
GL events' press releases are posted on the company's website, www.gl-events.com (under "Group>Financial Information") after 6 p.m. on the evening preceding the date of their publication in the financial press.
They are systematically sent by e-mail, fax or the post to all persons having so requested (faxes are sent the same evening, while documents sent through the post are subject to mail delivery schedules)

Shareholder ownership structure



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e-mail : infos.finance@gl-events.com

History and milestones

1978 – 1989

■ Sarl Polygone Services is created by Olivier Ginon and three partners (Olivier Roux, Gilles Gouédard-Comte and Jacques Danger).

■ Alliance between Polygone Group (No. 1 in France for the installation of exhibitions and events) and Cré-Rossi (rental of trade show furniture, accessories and surfaces).

■ Adoption of the name of Générale Location.

1990 – 1997

■ Eight years of growth. Générale Location builds a network of specialists and strengthens its strategy of providing global solutions through acquisitions and creations in the sectors of general installations for exhibitions, furniture rental, premium stands, signage, fixtures for mass retailers and museums, hospitality services.

■ Générale Location launches its international development, opening an office in Dubai.

1998 - 2003

■ Six formative years of major transformation. After its initial public offering on the Second Marché of the Paris Stock exchange, Générale Location takes its first steps in the sector of large international events (Football World Cup in France, Heads of State Summit, and Cannes Film Festival, etc.).

■ The Group also completes major projects: Olympic Games in Sydney; the European Heads of State Summit (coinciding with the French EU Presidency); and several second millennium events.

■ Générale Location becomes GL events. The venue management and event organisation business registers very strong growth and, to pursue its expansion in the event market, the Group launches a rights issue of €15.4 million.

2004-2006

■ In addition to the acquisition of Market Place, a specialised event communications agency and Temp-A-Store in the United Kingdom (temporary structures), GL events accelerates its international development, opening an office in Shanghai, while strengthening its network in France.

■ The Group acquires Hungexpo, the operating company of the Budapest Exhibition Centre and is awarded the concession for the Riocentro Convention Centre of Rio de Janeiro and a management concession for Pudong Expo for the city of Shanghai.

■ The Group launches a rights issue that raises €35.7 million.

■ Renewal in France of GL events' concession for the Lyon Convention Centre, acquisition of a majority stake in Sepelcom, a significant stake in Sepel, the management company of Eurexpo, the Lyon Exhibition Centre and successful tender bids for management concessions for the Metz Exhibition Centre and the Nice Acropolis Convention Centre.

2007-2009

■ In France, GL events wins concessions for the Nice Exhibition and Convention Centre, Metz Exhibition Centre, Roanne Scarabée multifunctional hall, the Troyes Convention Centre, the Palais de la Mutualité in Paris and the Mégacité Exhibition and Convention Centre in Amiens.

■ The Group develops its international network of venues with the management concession for the Brussels Square meeting centre, the Turin Lingotto Fiere exhibition centre, Curitiba Estaçao Embratel Convention Centre and the Rio de Janeiro Arena in Brazil and the World Forum Congress Centre of The Hague.

■ In 2007, the Group launches a rights issue raising €77.6 million.

■ In addition to the acquisition of the organisation specialists Promotor International and AGOR and a stake in Première Vision, GL events registers very strong growth in the B-to-B segment with the acquisition of six new industry trade fairs.

■ GL events acquires Traiteur Loriers to accelerate the development of its Food & Beverage strategy.

2010

■ The creation of GL events Exhibitions on 1 January 2010 enabled the Group to strengthen the level of service provided to exhibitors and visitors alike, in coordination with the different event industry players and professionals.

■ The City of Paris selects the Group to manage the Palais Brongniart. The Group's network of international venues was further expanded after being awarded the management concession for the Oran Exhibition Centre.

■ GL events won a historic contract for 2010 FIFA World Cup2010™ in South Africa. The Group also strengthened its position by contributing to a number of international events: the Commonwealth Games, Asian Beach Games, etc. In addition, by developing a new service offering, the Group also participates in the Shanghai World Expo, providing pavilion management services for exhibiting countries such as Chile or Taiwan.

■ GL events continues to reinforce its worldwide network of premium destinations: Barcelona, Brussels, Budapest, The Hague, Lyon, Nice, Paris, etc.
This focus on commercial innovation seeks to anticipate the ongoing transformation of event industry market that today, more than ever is becoming increasingly international and global.

02

Businesses

Markets and strategy

A SOLID STRATEGY FOR EXPANSION BASED ON SEVERAL GROWTH DRIVERS

An integrated business model: a unique market position providing a base for coherent and efficient growth

The relevance of GL events' integrated business model in place since its creation has been consistently demonstrated. It has been reinforced over time, supporting the Group's expansion both through internal growth and acquisitions.

The key word is coherence. Built around the Group's historic core business, services for events, it has developed gradually and as opportunities have arisen by focusing on two major areas:

■ Venue management and event organisation: GL events has evolved from a provider of services into a global manager of an international network of venues and a partner of a significant number of regional and local governments. This deployment today enables it not only to propose a comprehensive offer of turnkey solutions for the organisation of events but also to further leverage its resources by replicating proprietary events through its own network.

■ The "destination" concept based on the diversity and complementary nature of the Group's portfolio of sites. Within the same city or same region, large international customers are provided with an offering able to ensure the optimal, coordinated and coherent management of their events. The example of Lyon illustrates this concept with the capability of deploying resources at Eurexpo Lyon for a trade fair, the Convention Centre Palais for seminars and workshops as well as the Château de Saint-Priest for VIP receptions. This is also the case with Rio de Janeiro that offers the choice of HSBC Arena for shows combined with Riocentro for conventions and seminars.

The robust nature of the Destination concept developed by GL events provides advantages to regional and local governments by contributing to economic activity associated with business tourism. In sum, significant benefits for a city making it possible to propose comprehensive and attractive offering generate an inflow of events accompanied by direct and indirect economic benefits.

Venue management and event organisation:

VENUE MANAGEMENT:

a truly global network

GL events' portfolio of 36 event venues includes four types: exhibition halls, convention centres, concert halls and reception areas.

The sites are operated on the basis of different types of management contracts: long-term concessions, construction and emphyteutic leases, short-term concessions in the form of public-private partnership type concessions, management contracts (affermage), commercial leases, etc. GL events' role in this type of partnership is not simply to ensure the development, management, maintenance and promotion of the venue. In this type of arrangement, priorities set by the local or regional authorities cover notions of public interest and service focusing on the achievement of specific objectives:

- Generating economic benefits and induced job growth;
- Managing and developing socioeconomic, cultural and sports events of cities or regions;
- Transforming infrastructures into showcases of economic and cultural vitality as well as major venues for staging events.
- Safeguarding and optimizing the potential of public buildings so that the long-term value of the real estate assets of local and regional government is maintained.

The introduction of a private sector culture in the management of these venues has contributed positive developments in respect to practices. The industry approach developed by GL events incorporates growth drivers that include yield management, cost optimization by benchmarking and the negotiation of master agreements.

A portfolio of 36 venues managed by GL events
The Palais Brongniart of Paris and the Oran Exhibition Centre (Algeria) for which management concessions were granted to the Group in 2010, have further strengthened a network that now includes 36 venues with 15 international destinations.

Convention Centres:
Barcelona (Spain) : Centre de Conventions International de Barcelone (CCIB)
Brussels (Belgium): SQUARE Brussels Meeting Centre
The Hague (Netherlands): World Forum
Curitiba (Brazil): Estaçao Embratel Convention Centre
Paris: Palais de la Mutualité
Paris: Palais Brongniart
Lyon: Centre de Congrès de Lyon
Nice: Acropolis
Saint Etienne: Convention Centre
Toulouse: Centre Congrès Pierre Baudis
Clermont-Ferrand: Polydome

Exhibition Centres:
Budapest (Hungary): Hungexpo
Rio de Janeiro (Brazil): Riocentro
Padua (Italy): PadovaFiere
Turin (Italy): Lingotto Fiere
Shanghai (China): Pudong Expo
Oran (Algeria): Exhibition Centre
Lyon: Eurexpo
Metz: Metz Expo Événements
Toulouse: Toulouse Expo
Clermont-Ferrand: Grande Halle d'Auvergne
Paris: Parc Floral
Troyes: Troyes Expo
Amiens: MégaCité
Vannes: Le Chorus

Reception venues:
New York (USA): La Venue
Istanbul: The Seed
Paris: Hôtel Salomon de Rothschild
Lyon: Château de Saint-Priest
Saint Etienne: Le Grand Cercle
Saint Etienne: La Verrière Fauriel

Multi-purpose facilities and concert halls:
Rio de Janeiro (Brazil): HSBC Arena
London (United Kingdom): Battersea Evolution
Turin (Italy): Oval
Clermont-Ferrand: Zénith d'Auvergne
Roanne: Le Scarabée

2010, GL events innovates with its network of "premium" destinations

In recent years, GL events has developed a network of premium destinations: Barcelona, Brussels, Budapest, The Hague, Lyon, Nice, Paris, etc. Objective: anticipating the evolving needs of the event industry market and bringing to its customers the expertise of its international network.
This commercial innovation responds to demands by organisers who wish to duplicate their conventions or event in different cities around the world, and seek to ensure, through a single provider, the same quality of service from one destination to the next.
GL events in this way promotes multiple destinations throughout the world that includes a particularly extensive offering in Europe. By nature, this network is destined to evolve on a regular basis, notably as the Group takes advantage of opportunities that may arise in key business tourism destinations such as Prague, Rome, Istanbul or Athens…
This network-based organisation allows the teams of sites managed by GL events to develop significant synergies. And while this offer is supported by common tools, an approach has also been adopted to sell the network of premium destinations by respecting and promoting the specific characteristics of each site and culture.

Opening of the Palais Brongniart

In line with priorities defined by the City of Paris, GL events Group has developed for Palais Brongniart an ambitious partnership project addressing three objectives:
Transform this symbol of finance as the site of the former Paris stock exchange into an international showcase for socially responsible entrepreneurship, innovation and business creation, reflecting the evolving priorities of the 21st century;

Open up the Palais Brongniart and contribute to its reappropriation by the general public, particularly the immediate neighbourhood and the inhabitants of the capital within the framework of a full-fledged harmonious urban development project;

Rehabilitate this major Paris landmark in a manner that respects its specific architectural features while ensuring its exemplary nature as a model for energy efficiency and respect of the environment.

The Palais Brongniart will include more than 18,000 m² dedicated to socially responsible economic innovation with office space, facilities for receptions and events in addition to services for the general public.

EVENT ORGANISER:

giving meaning to an event

Event organisation is a rapidly expanding business sector for GL events. The Group operates in this sector both on its own behalf or for its customers.

GL events organises more than 250 proprietary trade shows covering a broad range of sectors from the food industry, the automobile sector, etc. (see highlights below). This diversification assures a secure business mix that includes sectors with solid positions less exposed to cyclical market condition trends providing additional strength during periods of recession.

At the same time, the segment of corporate events organised by companies for their staff or customers has acquired an increased dimension. Among the most prestigious events include for example the 50th anniversary commemorations of the independence of the Congo and Gabon, the Bocuse d'Or Europe and Asia or the Francophone Games held in Beirut. This track record of expansion reflects the increased expertise of our teams combined with success in building stronger positions with large customers.

This business also benefits from significant synergies with the venues managed by the Group. This ability has made it possible to duplicate proprietary events such as the Bologna Motor Show, a reference in the automobile industry now replicated in Qatar and provide support to major accounts in organising events throughout the world.

GL events has a portfolio of more than 250 B2B and B2C trade shows showcasing twelve key sectors of activity:

- Food industry
- Manufacturing
- Building
- Sports and leisure
- Home and interior design
- Fashion
- Agriculture
- Environment
- Automobile
- Retail
- Watchmaking
- Healthcare

To these are added major international fairs such as those of Padua or Budapest. This strategy of balanced segmentation is combined with geographical diversification reflected by GL events' development with coverage spanning from Asia to Latin America as well as Europe.

Major trade fairs in 2010

- Bologna Motor Show
- Bienal do Livro Rio
- Fiera Campionaria
- Bienal do Livro Rio
- Bienal do Livro Rio
- Metz International Fair
- Salon Industrie
- Salon automobile international of Lyon
- Toulouse International Fair
- Equita' Lyon
- Salon des vins et de la gastronomie
- Premiere Vision Paris
- Prêt à Porter
- My special Car Show
- Casa su Misura
- Les Rendez-vous Be+
- Piscine
- Lyon International Fair

Corporate events

GL events assists companies define and implement their event communications strategies to bring brands and their publics together, both internal and external, and covering both B2B and B2C segments: conventions, product launches, inaugurations, commemoration events or anniversaries, etc. Specific fields of expertise developed by specialized event communications agencies that have progressively joined the Group over the years, including notably Market Place and Alice Evénements.
These new additions have chosen to leverage their strategic capacity by adding the expertise of an extended network providing a complementary range of know-how in skills, services and event venues.

Conventions, congresses and incentive events

Finally, GL events organises for learned societies, public institutions, professional associations or organisations intervening in a broad range of activities, congresses, conventions, incentive events and seminars, providing these groups with shared interests an opportunity to exchange their views combined with the benefits of the latest communications technologies. The expertise of a Professional Conference or Congress Organiser (PCO) today largely recognised and developed, in particular by Package Organisation, in France and in international markets.

2010, positive momentum in all areas

Trade fairs registered satisfactory levels for reservations. Noteworthy accomplishments for events and projects included the organisation of the Beyonce concert at the HSBC Arena in Rio de Janeiro, Foodapest in Hungary (an international B2B food and drink exhibition), the Lyon International Fair and the fashion industry trade fairs, Prêt-à-porter Paris and Première Vision, the Bologna Motor Show, the Piscine Swimming Pool trade fair and Equita.
The food industry sector was also marked by very good performances illustrated by the Bocuse d'Or Asia in Shanghai or the Foods & Goods trade fair, the CFIA packaging and technologies trade fair in Rennes and Sirest Ideas, the Paris trade fair for culinary innovation headed by Joël Robuchon.

GL events Exhibitions

The creation of GL events Exhibitions on 1 January 2010 enabled the Group to strengthen the level of service provided to exhibitors and visitors alike, in coordination with the different event industry players and professionals.
This specialised entity reflects the Group's strategy of developing synergies between events and accelerating the growth momentum of existing trade fairs as well as creating new events.
With this new structure, GL events will pursue its development in the market for the organisation of national and international events in which it intends to become a major provider of solutions and services.

Services for events

A national and international service offering

1,925 employees - revenue of €343.4 million in 2010 or 47.2% of 2010 consolidated sales
36 areas of expertise, 300,000 items in stock, 4,000 events

As the Group's historic business, services today represent a major component of its offering, both on a standalone basis and in conjunction with its two other businesses.

The range of services proposed is constantly evolving, from more traditional services (equipment leasing, decoration, heating/air conditioning, etc.) to the more complex: modular custom-designed hospitality pavilions, the deployment of new communications technologies, etc.
GL events' offering of services covers large-scale interventions that vary in scope and nature. The Group has developed a world-class reputation as a provider of services and solutions for staging major sports events: Olympic Games, World Football, Rugby or Cricket Cups, Formula 1 Grand Prix, etc. It is also a long-standing contributor to the Cannes Film Festival, the European Heads of State Summit organised by the French government as well as major corporate events destined to promote the image of the organising company.

At the same time, B2B and B2C trade fairs remain a critical component of the Group's portfolio, whether major international or regional and local events, including for highly specialised or more exclusive groups.

High-powered and highly effective logistics capabilities represent a major competitive advantage for meeting the many challenges for successfully staging an event. Maintaining sufficient inventories of materials, strategically located warehouses and highly responsive and an easy-to-deploy truck fleet constitute the cornerstones of the Group's logistic capabilities.

2010, a historic contract with the FIFA World CupTM

The Organising Committee of the 2010 FIFA World CupTM held in South Africa awarded GL events-Oasys a historic contract for the provision of services to furnish installations for the ten sites that hosted the matches of this competition of planetary dimensions.

A number of convincing arguments in favour of GL events contributed to its success in winning this contract. Already a provider for the FIFA Confederations CupTM in June 2009 held in four South African cities and the Africa Cup of Nations in December 2009 in Angola, GL events had been shortlisted in December as a "preferred bidder".

This contract of more than €40 million represents one of the largest ever awarded by organising committee to an event service provider. It also is the largest contract ever awarded to GL events to date. This achievement once again highlights GL events' ability to contribute to the success of complex worldwide events covering multiple sites and areas of expertise: FIFATM world cups, rugby championships, grand prix equestrian competitions, Formula 1 Grand Prix, golf tournaments, sailing competitions, cycling, skiing, etc.

In 2010, the Group also strengthened its position by contributing to a number of international events: the Commonwealth Games, Asian Beach Games, etc. In addition, by developing a new service offering, the Group also contributed to the Shanghai World Expo from May to October 2010 by providing pavilion management services for exhibiting countries such as Chile or Taiwan.

Temporary structures from the top-of-the-line Absolute pavilions equipped prestigious events such as the Ryder Cup golf competition in Wales and Fashion Week Paris. The Group also participated actively in the successful organisation of the Davis cup semi-finals in Lyon and work on a museum in Gabon in connection with the 50th anniversary of the country's independence.

Outlook/strength and performance

Strong growth over the short, medium and long-term

The Group has got off to a good start in 2011 with strong momentum in the trade fairs sector. SIRHA 2011 held in Lyon in January registered record performances in terms of economic results and media coverage. Other noteworthy events included the Rendez-vous Bâtiment Energie Positive in Lyon devoted to clean energy in the construction industry and the fashion industry and fabrics trade fair, Première Brazil.
Events created or duplicated by the Group also registered important successes. Noteworthy examples include the 1st edition of the Florshow gardening fair organised and staged by Padovafiere or the 1st edition of the Qatar Motor Show that brought together all worldwide manufacturers.
The start of the year has also seen good momentum for large worldwide events with installations provided for the AFC Asian Cup in Qatar (revenue of €12 million in 2010 and 2011).
These trends should contribute to balanced and profitable growth by GL events in 2011. The Group confirms on this basis its annual sales guidance of €770 million with growth of 6% accompanied by improvements at different levels of the margins.
Growth potential for the events market is expected to remain sustained over the long-term in a number of segments from trade fairs to corporate events as well as large sports, political and cultural events at the worldwide level. Benefiting from these trends, the Group intends to strengthen its leadership position in France and Europe while focusing on the best opportunities for international development.

A new organisation adapted to the Group's development

The post-crisis period has confirmed the validity of the Group's strategic choices and business model for expansion based on providing an integrated offering of solutions and services for events.

The Group now intends to strengthen this approach by fine-tuning its organisation to:
– Further improve its ability to respond to market needs;
– Optimise the turnover of assets;
– Accelerate development in France and international markets.

GL events Live will group together the full range of business lines and services for corporate, institutional and sports events. From consulting services and design to producing the event itself, GL events Live teams will be capable of proposing turnkey event solutions to major worldwide event customers.

GL events Exhibitions will manage and coordinate the Group's 250 proprietary trade fairs, promoting the duplication of events, innovation and operating synergies between the Group's other business lines.

GL events Venues will manage operations for the current network that includes 36 event venues. The development teams will be responsible for optimising the performances of this network and its expansion in France and international markets.

03

The Company

BOARD OF DIRECTORS

— OLIVIER GINON
CHAIRMAN
Born on 20 March 1958. Appointed by the Annual General Meeting of 24 April 1998, reappointed by the Annual General Meeting of 30 April 2010, for a term ending at the close of the shareholders' meeting to be held in 2016 to approve the financial statements for the fiscal year ending 31 December 2015.

— OLIVIER ROUX
DIRECTOR, VICE CHAIRMAN, DEPUTY CHIEF EXECUTIVE OFFICER
Born on 11 June 1957. Appointed by the Annual General Meeting of 24 April 1998, reappointed by the Annual General Meeting of 30 April 2010, for a term ending at the close of the shareholders' meeting to be held in 2016 to approve the financial statements for the fiscal year ending 31 December 2015.

— YVES-CLAUDE ABESCAT
DIRECTOR
Born on 28 May 1943. Appointed by the Combined General Meeting of 16 May 2008, until the close of the Annual General Meeting to be held in 2013, to approve the financial statements for the fiscal year ending 31 December 2012. Independent Director. Audit Committee and Compensation and Nominating Committee member.

— AQUASOURÇA
DIRECTOR
Represented by Sophie Defforey-Crepet
Born on 21 February 1955. Appointed by the Combined General Meeting of 20 June 2002, reappointed by the Combined General Meeting of 16 May 2008 for a term ending at the close of the Annual General Meeting to be held in 2014 to approve the financial statements for the fiscal year ending 31 December 2013. Compensation and Nominating Committee member.

— PHILIPPE MARCEL
DIRECTOR
Born on 23 November 1953. Appointed by the Annual General Meeting of 11 July 2003, reappointed by the Annual General Meeting of 24 April 2009, for a term ending at the close of the Annual General Meeting to be held in 2015 to approve the financial statements for the fiscal year ending 31 December 2014. Compensation and Nominating Committee Chairman.

— ANDRÉ PERRIER
DIRECTOR
Born on 13 August 1937. Appointed by the Combined General Meeting of 9 June 2000, reappointed by the Combined General Meeting of 14 May 2006, until the close of the Annual General Meeting to be held in 2012, to approve the financial statements for the fiscal year ending 31 December 2011. Independent Director - Audit Committee Chairman.

— NICOLAS DE TAVERNOST
DIRECTOR
Born on 22 August 1950.
Appointed by the Combined General Meeting of 16 May 2008 until the close of the Annual General Meeting to be held in 2014 to approve the financial statements for the fiscal year ending 31 December 2013. Independent Director -Audit Committee member.

— GILLES GOUEDARD-COMTE
DIRECTOR
Born on 15 July 1955. Appointed by the Annual General Meeting of 14 June 1996, reappointed respectively by the Combined General Meetings of 20 June 2002 and 16 May 2008 until the close of the Annual General Meeting to be held in 2014, to approve the financial statements for the fiscal year ending 31 December 2013.

— ÉRICK ROSTAGNAT
DIRECTOR
Born on 1 July 1952. Appointed by the Combined General Meeting of 20 June 2002, reappointed by the Combined General Meeting of 16 May 2008 until the close of the Annual General Meeting to be held in 2014, to approve the financial statements for the fiscal year ending 31 December 2013.

— CAROLINE WEBER [1]
DIRECTOR
Born on 14 December 1960. Temporarily appointed by the Board of Directors on 4 March 2011 to replace Damien Bertrand as Director. Independent Director.

[1] Subject to approval of the shareholders at the Annual General Meeting of 29 April 2011.

AUDITORS

STATUTORY AUDITORS	Mazars, Maza-Simoens
DEPUTY AUDITORS	Raphael Vaison de Fontaube, Olivier Bietrix

Executive Committee

- Olivier Ginon	- Chairman
- Olivier Roux	- Vice Chairman
- Olivier Ferraton	- Managing Director
- Erick Rostagnat	- Managing Director, Corporate Finance and Administration
- Jean Eudes Rabut	- Managing Director, Venue Management
- René Peres	- Managing Director, Trade Shows
- Olivier Hohn	- Managing Director, Structures and Grandstands
- Franck Glaizal	- Managing Director, Italy, Hungary and Turkey region
- Frédéric Regert	- Vice President, Corporate Finance and Administration
- Pascal Montagnon	- Vice President, Human Resources
- Daniel Chapiro	- Vice President, Venue Management Operations
- Jean-Paul Ducher	- Vice President, Purchasing
- Stéphane Hue	- Vice President, GL events Exhibitions

The executive committee sets Group strategies for both overall Group operations and business lines. It examines potential acquisitions so as to make recommendations to the Board of Directors and implements the company's business development strategy and internal control policy.

Business Unit Committees
The Business Unit Committees are comprised of the heads of each business unit and oversee the finances and operations of each affiliated company. They also work on increasing commercial synergies between Group businesses.

Investment Committee
The Investment Committee reviews and decides whether to approve any investments that are either above certain set amounts or not included in initial budgets.

Management seminars
To provide an opportunity to review Group developments, key priorities and strategy, management seminars are organized twice a year.

Human Resources

PEOPLE, OUR GREATEST ASSET

To optimise the value of these assets, GL events Group's human resources policy has two goals: contribute to developing value and effective corporate citizenship. To this purpose, progress targets have been set in three major areas:

Attracting, rewarding and retaining talent

GL events seeks to offer all employees opportunities to evolve and develop their expertise and skills. This implies effectively integrating and identifying potential talent on a prospective basis while providing support for professional development through training both for the specific needs of the company and the individual aspirations of employees.

Through our program for recruiting "New Talents", graduates of prestigious schools are provided an opportunity to participate in the growth of GL events through commercial development, project management, engineering or marketing. This system provides an opportunity to exercise a range of responsibilities in different teams, cultures and environments of the Group and contribute to the shared success of an organisation in constant transformation.

Professional development is also a key focus of GL events' human resources policy.

In effect, we believe the Group's success depends on providing all employees opportunities for enrichment through different experiences offered by geographical or functional mobility.

To meet these different challenges, new procedures have been adapted for all the Group's Business Units: a common annual review adopting the same format for all GL events employees, a system to identify employees with high potential as well as a job mobility charter for opportunities at the Group level.

In the area of training, GL events Campus’ primary missions are to coordinate all Group training plans and set training priorities with respect to the areas of expertise required by the Group’s different business lines.

To encourage mobility within the Group and support career development goals of all employees, GL events Campus has designed an extensive and diversified range of training programs for the different key career phases of each of its employees, creating bridges between categories of activities and the different trades and occupations exercised within the Group.

GL events Campus has already trained more than 1,600 employees in France and its management training programs will be extended to the United Kingdom, Belgium, Hungary, Italy, Turkey and Spain. Other countries will soon be integrated into the offering of training programs to support the Group's international development.

This new organisation has made it possible to increase the number of training hours provided from 34,000 in 2009 to 36,000 in 2010.

The range of training programs available is organised around three practices (Management and Change, Marketing and Sales, Personal Development) for which GL events Campus proposes both:
• Common Group-wide corporate programs for each category of business or professional activity for the major phases of employee development;
• A selection of programs designed to meet the specific needs of operational entities.

Group managers and experts actively contribute to coordinating and defining the content of these training programs, ensuring that they effectively meet both the needs of employees for their own career development and those of the Group.

Combating all forms of discrimination

In line with its commitments as a signatory in 2010 of the "Diversity Charter", GL events has made combatting all forms of discrimination (age, sex, religion, etc.) a priority along with promoting the social integration of populations in difficulty (youth without formal educational qualifications, the long-term unemployed…).

This goal is particularly important for a Group that has acquired a significant international dimension reflected by the global coverage of its services and solutions (with 50% of GL events revenue from international operations), its worldwide network (offices in 17 countries), its workforce (16% of its staff from other countries) and track record in managing large-scale projects on all five continents using local teams.

Teams with an increasing international dimension

At any given moment, generalists and experts, entry-level employees and highly experienced professionals, work together on major projects such as the FIFA 2010 World Cup South AfricaTM or Commonwealth Games of New Delhi. With this team momentum, they demonstrate that everything is possible when people from different backgrounds and fields of expertise are able to share common values and overcome the most challenging obstacles.

This represents a real opportunity for GL events to build teams with greater multi-cultural integration and foster communications and openness to create optimal conditions for exchange and sharing.

EMPLOYEE SAFETY AND ACCIDENT PREVENTION

Health and safety represent a major component of Social Responsibility both in respect to staff and the public that visits the sites and events under GL events' responsibility.

This goal is implemented through a formalised and operational policy based on a process of continuous improvement.

An Accident Prevention and Safety unit was created. Its work resulted in a common occupational risk document for each subsidiary and the implementation of tools for the purpose of drawing up a Special Safety and Health Protection Plan (PPSPS).

A specific signage system has been deployed at all Group sites. Led by twenty-four local coordinators, a targeted awareness-raising campaign has been undertaken in favour of employees.

Managing subcontracting

The goal of social progress however does not only concern Group employees. It also applies to the Group's suppliers that are requested to systematically take into account principles of ethical conduct and rules that must be strictly applied without exception.

The application of this principle is naturally adjusted to fit specific local environments through well-defined procedures: • Practical tools for risk evaluation and assistance;
• Procedures for selecting subcontractors;
• Audit procedures (more than 400 trade fairs audited by a dedicated team)
• International training sessions.

Because safety and integrity are essential requirements that cannot tolerate compromise, GL events refuses to entrust its confidence in suppliers that do not respect the rules.

This approach should lead to the development of a charter under whose provisions every Group supplier agrees to apply its code of conduct.

A STRONG COMMITMENT TO THE ENVIRONMENT

GL events' commitment to a strategy of sustainable development was formalised and structured in early 2009 with the establishment of a "Sustainable Development Mission" that reports directly to the Chairman and the Executive Committee of the Group.

The Group' objective was to validate its approach in the field to promote not merely principles for action but rather concrete, measurable and quantifiable acts to effectively implement a true approach based on initiatives taken in each sector of activity and function. For the day-to-day conduct of its operations, GL events implemented a multi-year "Think Green" action plan focusing on three major goals:

• Limit the environmental impact of events that it stages, organizes and equips;
• Promote CSR construction, renovation and the operation of event venues under its management in coordination with public customers;
• Raise awareness and provide training to employees, subcontractors and partners on good environmental practices.

This group of initiatives focusing on respecting the environment represent a set of shared values and priorities for all business lines and functions:
• Designing events, stand design: deployment of eco-design practices by providing specific training to designers and event project heads in eco-design and the organisation of eco-events within the framework of "GL events Campus".
• The purchasing and manufacturing of products and materials for events, by progressively integrating sustainable development criteria in supplier selection and product sourcing processes; developing offers for alternative products through an ambitious R&D strategy, focusing in particular in three high stake areas: carpeting (see below), lighting and PVC tarpaulin;
• Logistics and transport: gradually renewing the fleet of vehicles, eco-driving training programs, action plans for logistics platforms to optimise transportation practices, promote carpooling for trade their visitors through a dedicated online service as well as the use of public transport;
• Venues and reception services: implement Environmental Management Systems leading to ISO 14001 (see below), adopt solutions using renewable energies, provide technical supervisory staff sustainable facilities management training, develop targeted food service offerings (local seasonal production, organic products, etc.);
• Responsible waste management procedures reducing consumption at the source through more systematic use of reusable products, recycled or recyclable materials, indicators and reporting tools for sites, awareness-raising-campaigns for employees promoting environmentally responsible behavior.

In addition, the Group's future headquarters to be located in the new district in the south of Lyon, La Confluence, will be designed, built and managed in line with the criteria of High Quality Environmental standards.

Developing 100% recyclable carpeting

With nearly 5 million square meters of carpeting used every year, GL events plays a major role in contributing to effective waste management. In effect, most nonrecyclable products used by the industry were generally stored in controlled landfill facilities.

To both anticipate regulatory trends but also meet the needs of customers and pursue actions in line with the "Think Green" program GL events has made this issue a priority.

Become a standard setter in eco-design

However, it is above all through its offering that the Group intends to set an example as an industry leader. The new regulation of the French Public Procurement Code (Code des Marchés Publics), in response to a growing market demand, has provided an incentive for marketing teams to develop an eco-design approach for stands and event areas destined to reduce the environmental impact of these facilities over their entire lifecycle.

GL events presented its first eco-stand at the 4th Conference on Sustainable Development held in Nantes in October 2006.

Today, the eco-design concept is well-established, supported by a methodology, training module and above all a formalised offering that is truly competitive and innovative. Since then new eco-stands have been introduced: an eco-designed stand for the French civil aviation authority (DGAC) at the Paris Air Show in 2009, reception areas at the Planète Durable exhibition on sustainable consumption in 2010. And while the materials used for these types of projects are rigorously selected (FSC or PEFC* wood, recyclable carpeting, 100 % natural flooring, LED lighting, reused furniture, it is above all through the design itself that the environmental impact is reduced: easy to transport parts, ultra-light and reusable architecture, dematerialisation, consumables reduced to a minimum.

The Group is also the organiser of professional events devoted to the environment: The Sustainable Construction and Clean Energy Exhibition (Rendez-vous Bâtiment Energie Positive be+ (Paris and Lyon), ENR, Eneo, Bluebat, Eurobois), but also, Environord (Lille), Envirosud (Toulouse), Construire naturel (Lille), Ökotech (Budapest), the Ecodevelopment Forum for Local and Regional Authorities in Vannes, International Trade Fair for Waste Management & Environment Technology in Brazil.

Eco-design has evolved into a concept now also deployed in the organisation activity notably with the design of eco-events. The Market Place agency has for example provided services to the French Ministry of Ecology, Energy and Sustainable Development and Territorial Development, in the organisation of events held under the French Presidency of the European Union in 2008 responding to strict environmental standards.

In collaboration with industrial companies, manufacturers and waste management companies as well as local governments for which it manages venues, the Group has substantially revamped the offering for this product to propose customers starting in 2011 100 % recyclable or reusable carpets. GL events has in this way confirmed its role as an event industry pioneer seeking to use its leadership position to promote advances for the sector as a whole.

The leading network of ISO 14001 certified reception venues in France

GL events manages a network of 21 venues in France (exhibition centres, convention centres, reception facilities), primarily through long-term public-private partnerships.

In line with its commitments set forth in the Group's "Think Green" environmental program, GL events has fixed the objective of obtaining ISO 14001 certification for all venues in the French network within 18 months. This important decision will impact the entire event industry sector, contributing to the widespread adoption of EMS (Environmental Management Systems) in French event venues.

This offers a way of responding to strong demand by local delegating authorities with respect to environmental approaches as well as rapidly evolving regulatory developments that particularly in the area of the construction and management of buildings for public assembly use.

**PEFC: Platform for the Endorsement of Forest Certification schemes,) FSC (Forest Stewardship Council): labels designating wood originating from forests compliant with sustainable management guidelines.*

COMMITMENT TO SOCIAL RESPONSIBILITY AND SUPPORTING LOCAL INITIATIVES

Present at 91 sites in countries, GL events is a natural partner of local stakeholders, notably regional administrations for which it manages and develops a network of 36 venues.
This strong territorial coverage allows GL events' offices and subsidiaries to participate in actions in favour of social solidarity, culture or sports and support local initiatives. Such support may be in the form of resources and sponsorships contributing expertise as well as financial support with an approach based on the principle of subsidiarity and involvement by management of Group subsidiaries.

The mission of this not-for-profit Lyon-based association "Sport dans la Ville" supported by GL events is to promote to social and professional integration of underprivileged youth by establishing and directing sports centres in the heart of difficult neighbourhoods and programs to discover and learn about the professional world.

Today 2,500 youth are registered at the association's 18 sports centres and each year 170 children attend the holiday camps, 30 youth are provided with opportunities to discover the US, Brazil and India through international exchange programs, 250 young girls participate in the program "L dans la Ville" and 200 youth in the professional training and integration program "Job dans la Ville".

Palais Brongniart supports Solidarity Finance Week

Establishing Palais Brongniart as a hub for new forms of sustainable and socially responsible entrepreneurship represents the ambitious project proposed by GL events Group to the City of Paris within the framework of the management concession granted to it in 2010. Highlighting from the outset its commitment to this undertaking, GL events supported the third edition of the Solidarity Finance Week organized by Finansol.

Package supports the first France-Japan solar electric bike expedition

Package Organisation was a supporter in 2010 to the original initiative of a young French cyclist from the Savoie region, Florent Bailly in a journey from France to Japan on bicycle towing a solar panelled trailer. 10,000 km and a voyage of four months for this worldwide first, and above all an exceptional human adventure representing a unique opportunity for encountering populations across the journey.

04

Management discussion and analysis and corporate governance

I MANAGEMENT DISCUSSION AND ANALYSIS

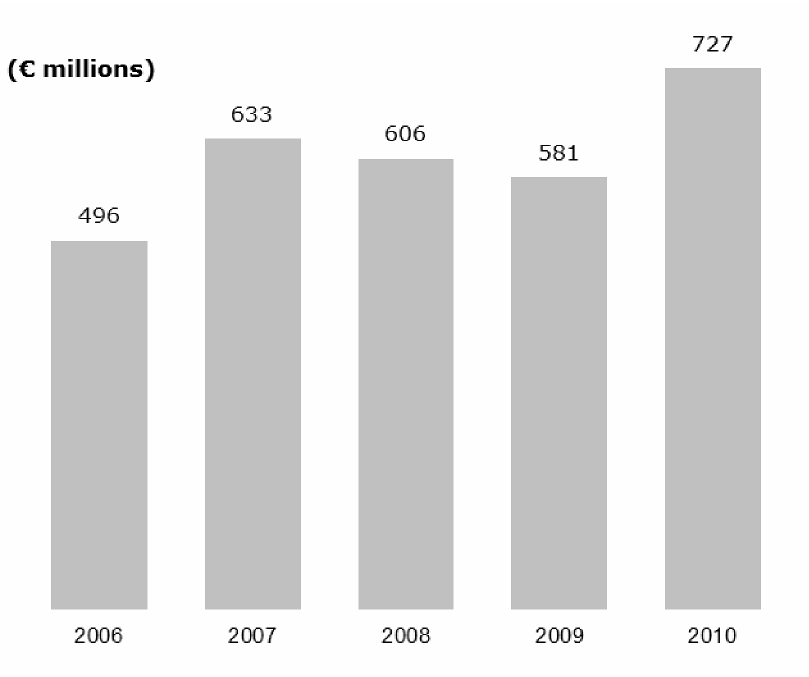
We have called this combined shareholders' meeting as required by the company's bylaws and French law to report to you on the activity of your company for the period ended 31 December 2010, submit the consolidated and parent company financial statements for this period for your approval and provide you with information about the company's outlook.

I - PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

In compliance with EC regulation 1606/2002 of 19 July 2002 on international accounting standards, the consolidated financial statements of GL events for the period ending 31 December 2010 were prepared on the basis of IAS/IFRS as adopted by the European Union. The standards and interpretations applied are those published in the Official Journal of the European Union before 31 December 2010 whose application was mandatory on that date, including notably the revised versions of IAS 27 and IFRS 3 respectively.

A – SITUATION AND ACTIVITY OF THE GROUP IN FISCAL 2010

Revenue



The strong growth of the first nine months continued in the fourth quarter. Group revenue in the last quarter of 2010 reached a record €219.7 million, up 23.9% from one year earlier or 19.4% like-for-like (i.e. at comparable exchange rates and Group structure).

Bolstered by this strong fourth-quarter, consolidated revenue in fiscal 2010 grew 25.1% (+16.2% like-for-like) to €727.2 million.

This record year was marked by GL events' presence at major worldwide sports events (2010 FIFA World Cup South Africa™, the Commonwealth Games, competitions of the Equestrian World Cup, major golf competitions), the organisation of high-level international events and the start of operations for new event venues in France (Palais de la Mutualité, Palais Brongniart, Hotel Salomon de Rothschild, the Amiens Mégacité Exhibition and Convention Centre) and Benelux (Brussels, The Hague).

Performance by geographical segments

France accounted for approximately 50% of Group revenue, Europe 25% and regions outside Europe 25%.

(€ thousands)	2006		2007		2008		2009		2010	
Foreign subsidiaries	125,281		208,117		189,483		185,139		308,509	
International sales from French companies	38,551		51.238		47,403		46,561		65,507	
International sales	**163,832**	33%	**259.355**	41%	**236.886**	39%	**231.700**	40%	**374,016**	51%
French sales	**331,869**	67%	**374,131**	59%	**368,815**	61%	**349,680**	60%	**353,176**	49%
Total revenue	**495,701**		**633,486**		**605,701**		**581,380**		**727,192**	

GL events operates directly in the following countries:

Europe	Other regions
England Belgium Spain Italy Hungary Netherlands Portugal Switzerland	South Africa Algeria Brazil Canada China United States United Arab Emirates Hong Kong India Macau Turkey

Sales by division

(€ thousands)	2006	2007	2008	2009	2010
Services	296,351	318,556	272,595	256,432	343,360
Venue management and events	199,350	314,930	333,106	324,948	383,832
Total revenue	**495,701**	**633,486**	**605,701**	**581,380**	**727,192**

Revenue from services for the full year rose 34% (+24% like-for-like) to €343.4 million (47.2% of total consolidated sales).

For venue management and event organisation revenue grew 18% (+9.8% like-for-like) to €383.8 million (52.8% of total consolidated sales).

These good performances and market share gains highlight the strength of the Group’s strategy based on international expansion, a quality portfolio of premium venues under management, integration and increasing synergies across all business lines.

B – ANALYSIS OF THE CONSOLIDATED FINANCIAL STATEMENTS

▪ Operating profit

Group operating profit totalled €48.9 million compared to €45.5 million in 2009 with an operating margin of 6.7% versus 7.8% in 2009.

By business, contributions to operating profit for the last five years break down as follows:

(€ thousands)	2006	2007	2008	2009	2010
Services	16,344	12,409	15,606	18,482	27,702
Venue management and events	24,140	43,839	37,536	26,994	21,178
TOTAL	**40,483**	**56,248**	**53,142**	**45,476**	**48,879**

▪ Net financial expense and current operating income

Net financial expense for the period amounted to €7.3 million compared to €11.9 million in 2009. This decline largely reflects the combined impact of lower interests and the reduction in debt by €83 million following the real estate disposals in Turin and Budapest in late 2009.

(€ thousands)	2010	2009
Revenue	727.192	581.380
Current operating income	41.545	33.544
%	**5,7%**	**5,8%**

▪ Income tax and net income

(€ thousands)	2010	2009
Income of fully consolidated companies before tax	41,545	33,544
Current and deferred tax	(12,480)	(6,616)
Effective tax rate	30.0%	19.7%
Consolidated net income	29,065	26,928

The reduced corporate income tax charge in relation to the standard tax rate results from lower rates applicable in certain countries. The significant increase in this rate from 2009 reflects the impact of capital gains that were not subject to tax in the prior period.

▪ Contributions of companies acquired in 2010 break down as follows:

	From acquisitions in the period	Other subsidiaries	Total
Sales	4,235	722,957	727,192
Operating profit	218	48.661	48.879

C - COMPREHENSIVE ANALYSIS OF GROUP REVENUE, RESULTS AND CASH POSITION AND NOTABLY DEBT

With gearing (the ratio of net debt to equity) of 0.53% for shareholders equity of €353 million, the Group also benefited from a net source of funds (negative WCR) of approximately €95 million.

Cash flow of €56.9 million represented 7.9% of sales. Operating cash flow amounted to €80.5 million after growth in the net source of funds (negative WCR) of €8.3 million.

After capital expenditures of €44 million (€37 million in 2009) the Group had free cash flow of €29 million.

Information concerning the environment and staff is provided on pages 28 to 29 of the registration document.

D –INVESTMENT POLICY

The Group's core tangible fixed assets are comprised of rental equipment, primarily of the Service companies, valued at €60.6 million (€147.8 million at cost). This equipment destined for temporary rental in France or other countries according to the program of events cannot in consequence be associated with a specific geographical market.

In respect to investments in progress, no other significant capital expenditures for rental equipment are anticipated other than the normal renewals of assets under the scope of the Group's ordinary operational activities.

Commitments in respect to exhibition site investments are described in note 9.4 of the consolidated financial statements.

Capital expenditures over the past three years in relation to revenue and cash flow:

(€ thousands)	2008	2009	2010
Net capital expenditures [(1)]	**51,143**	**36,976**	**44,347**
Revenue	605,701	581,380	727,192
Net capital expenditures /revenue	8.4%	6.35%	6.10%
Cash flow	54.037	45.848	56.897
Net capital expenditures/cash flow	94.6%	80.6%	77.9%

(1) Source: consolidated cash flow statements: acquisitions – proceeds from the disposal of tangible and intangible fixed assets

The breakdown of these capital expenditures is 70% for Services (rental assets destined for specific customers, equipment renewal and long-term rental assets held under lease agreements), 30% for Venue and Event Management (maintenance of fittings and installations at venues under management).

They are either self-financed or financed through club deals concluded in December 2006 and September 2007 for seven to nine years.

E – SIGNIFICANT EVENTS OF THE PERIOD

- **The Special Commission of City of Paris selects GL event to manage the Palais Brongniart**

  Following the *Parc Floral*, *Hôtel Salomon de Rothschild* and more recently the *Palais de la Mutualité*, the *Palais Brongniart*'s addition further strengthens GL events' offering of exceptional venues in the heart of the French capital.
  In line with priorities defined by the City of Paris, GL events Group has developed for *Palais Brongniart* an ambitious partnership project addressing three objectives:
  - Transform this symbol of finance as the site of the former Paris stock exchange into an international showcase for socially responsible entrepreneurship, innovation and business creation, reflecting the evolving priorities of the 21st century;
  - Open up the *Palais Brongniart* and contribute to its reappropriation by the general public, particularly the immediate neighbourhood and the inhabitants of the capital within the framework of a full-fledged harmonious urban development project;
  - Rehabilitate this major Paris landmark in a manner that respects its specific architectural features while ensuring its exemplary nature as a model for energy efficiency and respect of the environment.

  The *Palais Brongniart* will include more than 18,000 m² dedicated to socially responsible economic innovation with office space, facilities for receptions and events in addition to services for the general public.

For this project, GL events has brought together key actors from the world of economic innovation, social responsibility and business that will contribute by their installation at the *Palais Brongniart* or their participation in development programmes and events of the site, in the emergence of a true hub for new forms of entrepreneurship:
- *Vigeo*, headed by Nicole Notat, a leading provider of extra-financial analysis and corporate social responsibility rating services;
- *France Initiative*, headed by Bernard Brunhes, the leading network providing financing support and assistance to entrepreneurs in France;
- *Silicone Sentier*, a hub for exchange grouping 100 technology companies responsible for such innovative initiatives as the co-working space, *La Cantine*;
- *Les Echos*, the leading French economic and financial media group;
- *Gesat*, the leading national network for sheltered work, the interface between companies and the organisation in France representing disabled workers, *ESAT* for vocational and rehabilitation training;
- The architectural firm *Willemotte*, that will be responsible for the site's rehabilitation and design;
- World-renowned chef, Marc Veyrat, who will develop around the Palais Brongniart an organic fast food concept in line with initiatives launched by the Slow Food organisation, also a partner of the project.

This project that will require a large range of expertise and the coordination of contributors, covering as well the creation of events, also reinforces the Group's business model as an integrated event industry provider.

GL events plans capital investments of €12 million over five years for the rehabilitation and development of *Palais Brongniart* plus €8 million for major repairs over the duration of the lease. Its goal is to generate annual revenue of more than €11 million after the launch phase.

- **GL events awarded a €28 million contract for the 2010 Commonwealth Games in India**

The Delhi Development Authority and the Organising Committee signed with GL events and its Indian partner Litmus two contracts for the provision of services for a total value of € 28 million for the 2010 edition of the Commonwealth Games that were held in Delhi, India, between 3 and 14 October.
These Games that are organised every four years bring together athletes from Commonwealth countries representing 17 disciplines including notably athletics, swimming, cycling, boxing, rugby and gymnastics. The contract awarded to the joint-venture 70%-held by GL events provides for the provision of installations for 10 sites in Delhi including the Games Village, the new international airport and the Pragati Maidan exhibition and convention centre.
Already a contributor to the Africa Cup of Nations in Angola, the FIFA Confederations Cup™ and the FIFA 2010 World Cup South Africa™, this contract for the Commonwealth Games, confirms GL events' position as a world-class partner for major international sports events once again demonstrating its ability to propose solutions of quality in strong developing host countries.

F – EXTERNAL GROWTH – CREATION OF SUBSIDIARIES

- **GL events strengthens stake in Premiere Vision's capital**

Première Vision S.A., a leading worldwide organiser of trade shows for fabrics and services for the fashion industry, reorganises its shareholder base as GL events acquires the shares held by Eurovet, increasing its stake from 24.5% to 49%.
GL events Group, an event industry specialist and Première Vision's long standing technical partner, will henceforth assume a lead role in steering the company's course in collaboration with French textile manufacturers in the Association Première Vision that retains the majority stake.

Building on its unique and strong international brand name in the professional universe of textiles and fashion, Première Vision organises the world's premier fabric show in Paris with for the last ten years editions also in New York, Shanghai/Beijing, Moscow and more recently Sao Paulo through the joint venture with the local company, Fagga Eventos, GL events' Brazilian subsidiary. The company also intervenes in complementary sectors of yarns and fibres (Expofil brand), textile design (Indigo and Direction by Indigo), denim (Denim by Première Vision), and finally accessories and supplies for fashion and design (ModAmont tradeshow organised in partnership with Tarsus France).
Positioned in a selective offering with value-added services, Première Vision currently organises 22 events per year in six countries providing showcases to 3,400 exhibitors for 160,000 professional visitors. In 2009 the company, based in Lyon and Paris, had consolidated sales of €35 million.

F – SUBSEQUENT EVENTS

- **GL events strengthens its event services offering with acquisition of Brelet**

Founded in 1957 in Nantes, Brelet is a top-tier provider in the French market for temporary facilities for trade fairs and events well known for its know-how and quality work.
Brelet generates annual revenue of €15 million through event agencies and trade fair organisers servicing more than 15 French exhibition centres. Its portfolio of business includes four prestigious recurrent events: the Monte Carlo Rolex Tennis Masters tournament, Alstom French Open Golf Championship, Grand Pavois International in-Water Boat Show of La Rochelle and the Cannes International Boat & Yacht Show. Through its subsidiary Brelet Centre Europe, for nearly 10 years the group has also operated in the long-term rental market for structures, generating €3 million in additional revenue.
This acquisition will enable GL events to:
- Further strengthen its presence and geographical coverage in the French market for the installation of event structures and general installations for exhibitions;
- Complete Spaciotempo's offering in the long-term rental segment for temporary buildings and installations and generate new synergies.

In line with the group's corporate culture, all Brelet teams of both management and staff will remain fully focused on developing the company within the GL events Group, contributing in this way to operational synergies.

- **GL events strengthens its services offering for international events with acquisition of Slick Seating Systems**

Created in 2000, building on experience acquired as a consultant for installers of temporary equipment for the Sydney Olympic Games, in ten years Slick Seating Systems has become a leading designer and manufacturer in the universe of grandstands and seating solutions for the UK and Commonwealth markets.

Its offering covers the installation of fixed infrastructure and long-term rental including grandstands for stadiums as well as temporary installations for events.

In 2011, Slick Seating Systems is expected to generate revenue of approximately €6 million.

This acquisition will enable GL events to:
- Strengthen its presence in the market for grandstand installations and seating solutions for events;
- Complete the Group's range of expertise by becoming both a designer and manufacturer of grandstands and seating systems.
As a demonstration of confidence in the company's future development under the GL events Group banner, its management will retain a 30% stake in the capital.

This acquisition will be consolidated in GL events Group's accounts as of 1 February 2011.

H – FORECASTED TRENDS AND OUTLOOK

After record growth in 2010, trends anticipated for 2011 should enable GL events to achieve growth in sales of more than 5% to approximately €770 million, including contributions from acquisitions announced since December 2010.

Based on the business mix, the Group's objective is to achieve improvements in the margins of its different operations.

This outlook is based on:
- Cautious optimism for economic recovery in Europe;
- A favourable agenda for events organised, staged or serviced by GL events;
  - - SIRHA (the International Hotel, Catering and Food Trade Exhibition) organised from 22 to 26 January that experienced significant gains for all indicators (number of exhibitors and visitors, international attendance, media coverage);
  - The 1st edition of the Doha Motor Show held from 26 to 29 January had more than 80,000 visitors;
  - Test Events for the 2012 London Summer Olympic Game;
- Growing contributions from venues integrated in the network since last year, with further calls for tender to come for cities where the Group is not yet present;
- Continuing momentum by Group teams in pursuing commercial development in strong growth markets, and notably Brazil and in the Middle East.

Growth potential for the events market is expected to remain sustained over the long-term in a number of segments from trade fairs to corporate events as well as large sports, political and cultural events at the worldwide level. Benefiting from these trends, the Group intends to strengthen its leadership positions in France and Europe while focusing on the best opportunities for international development**.**

I – KEY RISKS AND UNCERTAINTIES

After carrying out a review of risks that could have a material adverse effect on its business, financial position or results, the Company does not consider that there exist other risks than those presented below.

Foreign exchange risk

Most of GL events' purchases are in France or euro countries. As such, it is not subject to foreign exchange risk for most of its business.

As regards major international contracts, specific attention is paid to foreign exchange risk, and hedging is used on a case-by-case basis.
Foreign subsidiaries do not generate a regular flow of business that could constitute a structural risk. Expenses incurred by foreign subsidiaries are local charges, most of which are paid in the same currency as the currency of the customer's payment.

The inventory of rental equipment available to foreign subsidiaries consists of durable goods (structures, platforms, screen walls, furniture, etc.). GL events is always able to transfer them to another structure without their intrinsic value being reduced by the fluctuation of exchange rates.

However, in light of the Group's continued international expansion, assets and liabilities in foreign currency are increasing. This could consequently result in more significant translation adjustments.

(Currencies expressed in € thousands)	USD	GBP	CHF	HUF	HKD	CNY	ZAR	INR	BRL	DZD	Other currencies
Balance sheet											
. Assets in foreign currency	26,147	34,176	1,612	63,636	5,295	3,215	28,832	16,766	72,227	1,326	826
. Liabilities in foreign currency	(15,672)	(10,484)	(1,004)	(10,353)	(1,682)	(854)	(13,242)	(15,216)	(48,375)	(550)	(1,044)
Net position Venue management and events	**10,475**	**23,692**	**608**	**53,283**	**3,613**	**2,361**	**15,590**	**(1,550)**	**23,852**	**776**	**(218)**
Off-balance sheet											
Net position after hedging	**10,475**	**23,692**	**608**	**53.283**	**3,613**	**2,361**	**15,590**	**(1,550)**	**23,852**	**776**	**(218)**

Interest rate, credit and equity market risk

The management of risks related to treasury activities and foreign exchange rates is subject to strict rules defined by the Group Management. According to these rules, the Finance Department systematically pools liquid assets, positions and the management of financial instruments. Management is assured through a cash department responsible for daily monitoring of limits, positions and validation of results.

Most debt is indexed on three-month rates. On occasion, all or a portion of the variable-rate long-term debt may be hedged. Given the level of debt, market forecasts, fair value adjustments recorded at 31 December 2010 and amounts already hedged, the residual risk is considered low.

Average net floating-rate debt is presented in the table below

Characteristics of securities issued or debt contracted	Fixed/floating rate	Total debt: average net debt / 2011 (€ thousands)	Term	Recourse to hedging
- Medium-term debt indexed on 3 month Euribor	Floating rate	209,667	2010 to 2025	Partial
- Medium-term debt indexed on 1 month Euribor	Floating rate	40,000	2011	No
- Other medium-term borrowings	Fixed rate	5,502	2013	No
-Capital lease debt indexed on 1 month Euribor	Floating rate	132	2013	No
- Other debt from capital leases	Fixed rate	199	2010 and 2011	No
- Other borrowings	Floating rate	3,998	2009 to 2013	No
- Short-term bank lines & overdrafts	Floating rate	14,132	2011	Yes
Total medium-term debt (current portion)		**273,629**		

The maturity of financial assets and liabilities (average net debt) at 31 December 2010 is presented below:

Interest rate risk for average floating rate debt (€ thousands)	**Balance at**	**Average net interest-bearing debt:**		
	31/12/10	**31/12/11**	**2012 - 2015**	**After 2016**
Financial assets	-	-	-	-
Financial liabilities				
- Medium-term debt indexed on 3 month Euribor	240,152	209,667	89,589	9,350
- Medium-term debt indexed on 1 month Euribor	40,000	40,000		
-Capital lease debt indexed on 1 month Euribor	163	132	59	
- Other borrowings	4,164	3,998	83	
- Short-term bank loans	14,132	14,132		
Net position before hedging	**298,610**	**267,929**	**89,731**	**9,350**
Interest rate hedges	**135,000**	**137,000**	**61,176**	**9,350**
Net position after hedging	**163,610**	**130,929**	**28,554**	

Hedging instruments are purchased for two, three or even seven years with settlement at maturity.

Average unhedged net floating-rate debt due in less than one year is €131 million or 49% of the total amount.

If the benchmark (3 month Euribor) increases 1% only the unhedged portion of non-current borrowings would be affected.

Interest rate risk on short-term bank loans is partially hedged by the aggregation of the interest rate ladder of bank account balances that offsets overdrafts by bank credit balances.
Hedging instruments implemented are effective for the period in question.

In addition, a portfolio of money market funds, certificates of deposit and time deposits for an average amount in 2010 of €81 million offset part of the potential risk from an increase in money market rates.

In consequence, a 1% increase in interest rates at 31 December 2010, based on interest rate hedges in place and the corresponding increase in the return of money market funds would result in an increase in net financial expense of €0.8 million.

The Group also holds shares in publicly traded companies whose total market value fluctuates in line with financial market trends, the valuation of the respective sectors of activity of these companies, economic and financial data for each company. At the closing, potential changes in the fair value of these securities are recognised under Group equity until their disposal. Because the amount of these holdings is insignificant, it does not give rise to material risks.

Risks concerning bank covenants

A portion of non-current borrowings representing €238 million at year-end or 82% of total non-current borrowings is subject to compliance with ratios under bank covenants.
The medium-term Club Deal that alone accounts for 99% of non-current borrowings is subject to compliance with the following covenant ratios:

- o Net debt/Equity ≤ 120%
- o Net debt/ EBITDA ≤ 3

At 31 December 2010, GL events Group was in compliance with these covenants.

Client risks

Client risks are low for three reasons.

GL events' service-oriented culture is focused on satisfying the needs of its clients. Beyond the purely contractual relationships with clients, GL events believes that anticipating market needs, the flexibility of teams, creativity, and the need to always keep project deadlines, strengthen its long-term relationships with organisers, exhibitors and other client enterprises;

The quality of the rented equipment GL events is able to make available for events, excellent maintenance of convention centres and exhibition parks under management and its focus on compliance with existing standards;

A balanced client mix. For fiscal year 2010, only 3 clients accounted for more than €10 million in sales, 10 for between €2 and €10 million and 3 between €1.3 and €2 million. The top ten clients represented 15% of consolidated 2010 net sales (11% in 2009).

The breakdown for accounts receivable aging is presented below:

(€ thousands)	Not due or less than 30 days	Past due 30 to 90 days	Past due more than 90 days	Total
Trade receivables	85,641	59,247	10,702	155,591

Trade receivables are outstanding for a period of less than one year.

Liquidity risk

The Group has conducted a specific review of liquidity risk and considers on that basis that it has the resources to meet its future obligations. In addition to medium and long-term financing and finance lease agreements, the Group has negotiated through these different entities, short-term credit lines. At 31 December 2010, amounts drawn under these credit lines totalled €14 million. In addition, at 31 December 2010, the business operations of GL events Group had generated a net source of funds of €95 million. The liquidity risk is in consequence not significant.

Sourcing risks

Sourcing risks are low. The first category of suppliers is comprised of subcontractors who furnish GL events' teams additional expertise for producing events while in all cases, engineering, supervision and coordination remain under the direct responsibility of GL events.

For other significant suppliers (textile, carpets, wood, structure, etc.) there is no situation of dependency that could have a significant impact on the Group's development.

The impact of variations in the price of oil on the cost of transport and other raw materials does not entail a major risk for operations.

For French operations, the top 10 suppliers accounted for 10.9% of purchases in 2010 compared to 10.8% in the previous year.
For the other regions, in general no provider furnishes goods and services to all Group entities.

Operating risks

From the selection of investments to the modus operandi used to implement projects, GL events' internal policy is to control and master the risks assumed, both with the personnel involved and the public that will use the facilities.

Accordingly, special attention is paid to the preparation of projects and anticipating potential problems.
In the case of certain activities involving building facilities to receive the public, safety committees are required in all cases.

For the installations of platforms, inspection by an independent outside entity is requested in all cases.

GL events undertakes to satisfy its clients' needs by furnishing services that, taken independently and as a whole, meet the standards of each trade and must be used in accordance with established rules. It is the responsibility of clients to ensure that these rules of usage are complied with during events. GL events insures its liability through a Group civil liability policy.

In addition, business risk must be assessed by taking account of the seasonal nature of the activity and the diverse geographic locations of projects implemented.

Overall, operating risks are considered low.

Market risks

The markets for fairs, exhibitions and events are based on the need for people to meet in order to exchange and share knowledge, leisure activities, points of view, etc. Trade shows and exhibitions represent a largely recurring market and the major events benefit from promotion by the development of media. In addition, the organisation, venue management and services businesses operate in all economic sectors and do not have disproportionate exposures in any single sector.

Risks associated with civil disorder, conflicts, health crises may occasionally prevent events from being held.
GL events bases its activities and assets in countries considered politically and economically stable. The possibility of transferring assets from one country to another and the frequent international nature of expert channels for business reduce risks in the event problems arise.

For this reason, such risks are structurally marginal.

Legal and tax risks

In the normal course of its activities, the Group is a party in a number of legal proceedings and disputes. Although the final outcome of these procedures cannot be ascertained with certainty, the Group believes that potential outcome and corresponding amounts are covered by provisions for contingencies and commitments.

The obligations that could result from the settlement of these disputes should not have a significant adverse effect on the Group's financial position or consolidated earnings.

Employee-related risks

GL events' business is not subject to specific employee-related risks. Processes and controls, particularly concerning employment, are well managed and comply with industry standards.

The Group is a defendant in a limited number of employee-related suits. While the outcome of these procedures is not known, adequate provisions have been made to cover contingent risks at levels that will not adversely affect the Group's financial situation.

There were no employee-related disputes in 2010.

Industrial and environmental risks

GL events manages operations required to conduct its businesses in accordance with regulations in force. As GL events' activities are geared towards the provision of services, the company has not identified any major environmental risks.

Subcontracting

Group customers are the end users of the services provided. GL events systematically works under its own responsibility. Article 1 of Law No. 75-1334 of 31/12/75 defines subcontracting as "*an action whereby a contractor subcontracts under its responsibility to another party referred to as the subcontractor all or part of the performance of the works or public procurement contract concluded with the project owner*". In other words, it is "*the action whereby a contractor charges another party to perform on its behalf according to certain specifications a portion of the production and services for which it retains final financial responsibility*". In consequence, GL events sales does not include subcontracting revenue.

Insurance coverage

All of GL events' operating risks are covered by different insurance companies.
The main insurance policies and insured amounts are as follows:

- **Civil liability**

All bodily injury, property damage and consequential loss.

- **Fire-industrial risks**

Buildings: Real estate the Group owns or rents has adequate insurance coverage.

- **All risks subject to special limitations:**

Earth movements: €30 million,
Flooding: €30 million,
Recourse and liability: €25 million

- **Automobile fleet** 542 vehicles, 229 trucks and trailers.

Insurance premiums paid for the period totalled €4,915,000.

I – LITIGATION AND ARBITRATION PROCEEDINGS

There are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) which may have or have had since the last twelve months a significant effect on the Issuer and/or its financial position or profitability of the GL Events Group.

K – RESEARCH AND DEVELOPMENT

The company's high degree of innovation and creativity enables it respond to constantly evolving market needs. GL events' engineering departments and business managers, assisted by their staff, pursue ongoing innovations to develop new techniques and logistical solutions to meet increasingly shorter deadlines. In addition, the Group devotes ongoing efforts to strengthen its global offering. Its commercial approach is strengthened by GL events' extensive catalogue. On this basis, new products and services are added each year either by internal growth or acquisitions. In contrast, the company does not strictly speaking engage in fundamental research.

L – TRADE PAYABLES AT CLOSING DATE BY MATURITY

At year-end, 71% of trade payables represented less than 30 days' sales outstanding (DSO) compared to 53% in 2009, 21% less than 45 DSO and 8% less than 60 DSO.

The trade payables balance does not include any material debt past due.

II –PRESENTATION OF PARENT COMPANY FINANCIAL STATEMENTS

A –2010 REVIEW OF OPERATIONS, BALANCE SHEET AND INCOME STATEMENT

Revenue of the GL events SA for the period amounted to €24,181,000. The coordinating holding company's activity is remunerated through fees from subsidiaries. GL events pursued its expansion through acquisitions of controlling interests in new companies combined with sustained internal growth by Group subsidiaries.

B -COMPREHENSIVE ANALYSIS OF THE COMPANY'S CASH POSITION AND DEBT

A cash pool agreement exists between GL events and the majority of Group subsidiaries. In consequence, for an analysis of the financial position and debt refer to the section of the Group management report referred to above in I-D.

C - MATERIAL SUBSEQUENT EVENTS

No material events have occurred after the close of the fiscal year.

D – FORECASTED TRENDS AND OUTLOOK

GL events, as the Group's management holding company, will in the future continue to assume the same functions without any notable changes.

E – RESEARCH AND DEVELOPMENT

Refer to the section in the Group management report mentioned in paragraph K of part I (presentation of the consolidated financial statements).

F - RESULTS AND APPROPRIATION OF INCOME

- **Proposal to appropriate net income**

A proposal will be made to the Ordinary General Meeting to approve the determination and appropriation of the distributable amounts:

Determination of distributable amounts

Net income for the period	€10,639,108.90
Retained earnings	€13,856,685.37
Distributable amount	**€24,495,794.27**

Proposed appropriation

Legal reserve	€531,955.44
Dividends or €0.90 per share (x 17,923,740(*))	€16,131,366.00
Retained earnings	€7,832,472.83
TOTAL	**€24,495,794.27**

(*) Number of shares at 4 March 2011 based on stock options and warrants exercised and subject to the exercise of stock options and warrants prior to the general meeting.

The company's shareholders' equity after distribution would be €211,875,000.

Pursuant to French law, dividends paid for the past three years are presented below:

Fiscal year	Net dividend	Rebate (*)
31/12/2007	€0.90	€0.36
31/12/2008	€0.90	€0.36
31/12/2009	€0.90	€0.36

(*) Under this heading are included by default bearer shares including those that may be held by legal entities.

In compliance with the new provisions of article 243 *bis* of the French General Tax Code, shareholders duly note that the breakdown of the dividend (deducted from earnings of the period ended 31 December) eligible for the 40% tax deduction provided for under article 158 of the French General Tax Code amended by the 30 December 2005 law 2005-1719 is as follows:

Year	Registered shares held by individuals(*)	Registered shares held by legal entities	Dividend eligible for a 40% tax rebate	Dividend not eligible for a 40% tax rebate
31/12/2010	6,870,279		€6,183,251.10	
		11,053,461		€9,948,114.90

(*) Under this heading are included by default all bearer shares including those that may be held by legal entities.

And provided that beneficiaries of dividends or selected beneficiaries do not opt for the flat rate withholding tax on dividends.

Whether or not individual investors opt for the application of a flat rate withholding tax, the shareholders' meeting notes that the French taxes (CSG – CRDS) on investment income will be withheld by the Company for payment to the tax authorities no later than within the first fifteen days of the month following the payment of the dividend. In consequence, the amount of dividends reverting to individual investors will be reduced by 12.3 %.

Disallowed deductions

Pursuant to the provisions of Article 223 *quater* and *quinquies* of the French General Tax Code, the financial statements for the year under review include a fraction of €22,460 that do not qualify for tax deductions by virtue of article 39-4 of this code.

G –SUBSIDIARIES AND NON-CONSOLIDATED COMPANIES

Refer to Note 11 of the parent company financial statements on pages 117 and 118.

- **Material equity interests acquired in companies having their registered offices in France or the acquisition of controlling interest in such companies in the period (articles L233-6 and L 247-1 of the French Commercial Code)**

More than 5% of the capital:	None
More than 10% of the capital:	Public System (10.62%)
More than 15% of the capital:	None
More than 20% of the capital:	None
More than 25% of the capital:	None
More than 33.3% of the capital	Première Vision (24.50% to 49%)
More than 50% of the capital:	Sodes (49% to 60%)
More than 66% of the capital	None
More than 90% of the capital	None
More than 95% of the capital	Toulouse Expo (88.31% to 90.23%)
Creations:	None

- **Transfer of shares undertaken to regularise the situation of cross shareholdings**

None.

- **Identity of holders of material shareholdings (article L233-13 of the French Commercial Code)**

Breakdown of GL events Group’s shareholder base at year-end:

(number of shares)	**31/12/10**		**31/12/09**	
Polygone S.A.	10,147,859	56,61%	10,309,214	57.52%
Banque de Vizille	905,602	5,05%	905,602	5.05%
Directors and officers	179,135	1,00%	197,082	1.10%
Public	6,691,144	37,33%	6,511,842	36.33%
Total share capital	**17,923,740**	**100 %**	**17,923,740**	**100%**

H - RELATED-PARTY AGREEMENTS GOVERNED BY ARTICLES L. 225-38 OF THE FRENCH COMMERCIAL CODE

Pursuant to Article L. 225-40 of the French Commercial Code, we ask that you approve the agreements referred to in Article L. 225-38 of said Code and concluded or pursued during the year ended, after having been duly authorised by your Board of Directors.

The auditors have been duly notified of these agreements that are described in their special report on related party agreements.

The Board of Directors duly requests that you approve the resolutions that will be submitted to the annual shareholders' meeting.

I – AUTHORISATIONS FOR CAPITAL INCREASES

We inform you that in accordance with articles L 225-129-1 and L 225-129-2 of the French Commercial Code the following authorisations have been granted to the Board of Directors:

Nature of authorisations	Type of transaction	Shares to be issued	Authorised amount of capital increases	Authorisations used in the period
Delegation of authority	Rights issue with or without preferential subscription rights	Shares or securities giving access to the share capital	Nominal value of €60 million	--

J – FIVE-YEAR FINANCIAL SUMMARY

(in euros except personnel data)	2006	2007	2008	2009	2010
I. Capital at year-end					
a. Share capital	63,519,744	71,658,960	71,694,960	71,694,960	71,694,960
b. Number of existing common shares	15,879,936	17,914,740	17,923,740	17,923,740	17,923,740
c. Number of existing shares with priority dividends (without voting rights)					
d. Maximum number of shares to be created:					
d1. By conversion the bonds					
d2. By exercising subscription rights					
d3. By exercising warrants	131,650	135,200	215,800	137,750	
II. Operations and income for the year					
a. Sales ex-VAT	17,836,789	22,790,722	22,783,047	20,788,247	24,185,000
b. Income before tax employee profit-sharing and depreciation allowance and provisions	17,637,054	(471,251)	12,002,085	7,802,631	7,959,551
c. Tax on profits	(2,938,553)	(4,963,559)	(4,920,645)	(7,193,090)	(3,651,320)
d. Employee profit-sharing due for the year					
e. Income after tax, employee profit-sharing and depreciation allowances and provisions	19,874,903	5,792,831	6,164,513	16,294,666	10,639,109
f. Distributed income	11,121,205	16,123,266	16,131,366	16,131,366	
III. Earnings per share					
a. Income after tax and employee profit-sharing but before depreciation allowances and provisions	1.30	0.25	0.94	0.98	0.54
b. Income after tax employee profit-sharing and depreciation allowance and provisions	1.25	0.32	0.34	0.91	0.59
c. Dividend per share	0.70	0.90	0.90	0.90	0.90
IV. Personnel					
a. Average staff	9	9	8	6	7
b. Annual payroll	927,970	1,987,684	1,349,984	1,527,343	1,369,971
c. Total of amounts paid for social benefits for the year (social security, social services, etc.)	953,003	975,124	848,443	1,295,639	621,386

K - INVESTMENTS

Non-consolidated companies (French and foreign)

The full list of GL Events’ French and foreign holdings is given in the table of subsidiaries and holdings.

Investment securities		Number of shares	Carrying value (€ thousands)
French:	GL events treasury shares	273,029	4,881
	Shares on the *Nouveau Marché* of the Paris stock exchange		43
	Money market funds		47,063

L –ITEMS WITH POTENTIAL IMPACTS IN CONNECTION WITH PUBLIC OFFERINGS

In accordance with article L.225-100-3, the following information is provided:

- The shareholder structure and direct and indirect shareholdings known to the company and all related information are described in the Shareholder Information chapter on page 127;
- To the company's knowledge, there are no agreements or other arrangements between shareholders that could notably result in restrictions for the transfer of shares and the exercise of voting rights;
- Shares with special rights are described on page 130;
- At fiscal year-end employees of GL events and affiliated companies under the terms of article L 225-180 had no shareholdings in GL events’ capital within the framework of an employee stock ownership plan (*plan d’épargne d’entreprise* or PEE) provided for under articles L 3332-1 *et seq*. of the French labour code; On the same date, the same employees had no shareholdings in the capital of GL events within the framework of a company mutual fund (*fonds commun de placement d’entreprise*);
- Rules concerning the appointment and replacement of members of the Board of Directors are those of common law;
- Concerning the powers of the Board of Directors, authorisations in progress are described on page 145 (share repurchase program);
-There exist no agreements providing for severance benefits in favour of members of the Board of Directors in the event of the termination of functions as board members;
- There exist no restrictions under the bylaws on the exercise of voting rights and the transfer of shares.

A detailed presentation of the share capital and voting rights is presented in section 6 "Shareholder information" on page 134.

In accordance with the provisions of L225-211 of the French Commercial Code, information concerning transactions in own shares is provided in section 5 on page 93 and section 6 on page 135.

M –SUMMARY OF SECURITY TRANSACTIONS BY DIRECTORS AND OFFICERS

None.

N – EMPLOYEE STOCK OWNERSHIP PLANS

At fiscal year-end employees of GL events and affiliated companies under the terms of article L 225-180 had no shareholdings in the capital of GL events within the framework of an employee stock ownership plan (*plan d’épargne d’entreprise* or PEE) provided for under articles L 3332-1 *et seq.* of the French labour code.

On the same date, the same employees had no shareholdings in the capital of GL events within the framework of a company mutual fund (*fonds commun de placement d’entreprise*);

The combined shareholders' meeting of 16 May 2008 that granted full powers to the Board of Directors to issue shares or other securities of the company with or without preferential subscription rights, also voted on a resolution proposing a rights issue for company employees through the issuance of new cash shares in accordance with the conditions provided for under article L 3332-1 *et seq.* of the French labour code. This resolution was rejected by the shareholders' meeting of 16 May 2008.

O – CHOICE OF PROCEDURES FOR THE RETENTION BY OFFICERS OF BONUS SHARES AND THE EXERCISE OF STOCK OPTIONS

No directors covered by article L.225-197-1 II paragraph 4 and L.225-185 subsection 4 held bonus shares or stock options concerned by the relevant conditions.

P - ITEMS USED IN THE CALCULATION AND RESULTS OF ADJUSTMENTS OF THE BASIS FOR CONVERSION AND CONDITIONS FOR THE SUBSCRIPTION OR EXERCISE OF SECURITIES CONFERRING ACCESS TO CAPITAL OR THE SUBSCRIPTION OR PURCHASE OF SHARES

None.

Q –SHARE BUYBACK PROGRAM

Within the framework of the share repurchase program renewed by the General Meeting of 30 April 2010, the following transactions were undertaken during the course of 2010:

(number of shares)	31/12/09	Acquisitions	Disposals	31/12/10
- Treasury shares	223,432	49,597		273,029
- Liquidity agreement	14,292	433,552	(439,750)	8,094

R –INFORMATION ON THE SOCIAL AND ENVIRONMENTAL IMPACTS OF THE COMPANY'S ACTIVITY

The company's operations have no social impacts.

S - PRICE FLUCTUATION RISKS

None

T – PECUNIARY PENALTIES IMPOSED FOR ANTI-COMPETITIVE PRACTICES

None

U – PRINCIPAL RISKS AND UNCERTAINTIES – USE OF FINANCIAL INSTRUMENTS

Refer to the section in the Group management report mentioned in paragraph I of part I (presentation of the consolidated financial statements).

V – INFORMATION REGARDING THE MATURITY OF THE TRADE PAYABLES

In compliance with articles L.441-6-1 and D.441-4 of the French Commercial Code, we inform you that at the end of the fiscal year, the balance of trade payables, broken down by maturity was as follows:

(€ thousands)	Less than 30 days	30 to 60 days	Greater than 60 days	Total
Accrued payables	1,978	2,732		4,710
Payables past due	159	583	168	751
Total trade payables	**2,137**	**3,314**	**168**	**5,461**

II | CORPORATE GOVERNANCE

DIRECTORS AND OFFICERS

See also the Chairman's report on internal control.

BOARD OF DIRECTORS

Detailed information on the number of shares held by each Director is disclosed on page 134.

— OLIVIER GINON
CHAIRMAN
Born on 20 March 1958. Appointed by the Annual General Meeting of 24 April 1998, reappointed by the Annual General Meeting of 30 april 2010, for a term ending at the close of the shareholders' meeting to be held in 2010 to approve the financial statements for the fiscal year ending 31 December 2015.

— OLIVIER ROUX
DIRECTOR, VICE CHAIRMAN, DEPUTY CHIEF EXECUTIVE OFFICER
Born on 11 June 1957. Appointed by the Annual General Meeting of 24 April 1998, reappointed by the Annual General Meeting of 30 april 2010, for a term ending at the close of the shareholders' meeting to be held in 2010 to approve the financial statements for the fiscal year ending 31 December 2015.

— YVES-CLAUDE ABESCAT
DIRECTOR
Born on 28 May 1943. Appointed by the Combined General Meeting of 16 May 2008, until the close of the Annual General Meeting to be held in 2013, to approve the financial statements for the fiscal year ending 31 December 2012. Independent Director. Audit Committee and Compensation and Nominating Committee member.

— AQUASOURÇA
DIRECTOR
Represented by Sophie Defforey-Crepet
Born on 21 February 1955. Appointed by the Combined General Meeting of 20 June 2002, reappointed by the Combined General Meeting of 16 May 2008 for a term ending at the close of the Annual General Meeting to be held in 2014 to approve the financial statements for the fiscal year ending 31 December 2013. Compensation and Nominating Committee member.

— GILLES GOUEDARD-COMTE
DIRECTOR
Born on 15 July 1955. Appointed by the Annual General Meeting of 14 June 1996, reappointed respectively by the Combined General Meetings of 20 June 2002 and 16 May 2008 until the close of the Annual General Meeting to be held in 2014, to approve the financial statements for the fiscal year ending 31 December 2013.

— PHILIPPE MARCEL
DIRECTOR
Born on 23 November 1953. Appointed by the Annual General Meeting of 11 July 2003, reappointed by the Annual General Meeting of 24 April 2009, for a term ending at the close of the Annual General Meeting to be held in 2015 to approve the financial statements for the fiscal year ending 31 December 2014. Compensation and Nominating Committee Chairman.

— ANDRÉ PERRIER
DIRECTOR
Born on 13 August 1937. Appointed by the Combined General Meeting of 9 June 2000, reappointed by the Combined General Meeting of 14 May 2006, until the close of the Annual General Meeting to be held in 2012, to approve the financial statements for the fiscal year ending 31 December 2011. Independent Director - Audit Committee Chairman.

— NICOLAS DE TAVERNOST
DIRECTOR
Born on 22 August 1950.
Appointed by the Combined General Meeting of 16 May 2008 until the close of the Annual General Meeting to be held in 2014 to approve the financial statements for the fiscal year ending 31 December 2013. Independent Director - Audit Committee member.

— CAROLINE WEBER [1]
DIRECTOR
Born on 14 December 1960. Temporarily appointed by the Board of Directors on 4 March 2011 to replace Damien Bertrand as Director. Independent Director.

[1] Subject to approval by the shareholders' meeting of 29 April 2011.

— ÉRICK ROSTAGNAT
DIRECTOR
Born on 1 July 1952. Appointed by the Combined General Meeting of 20 June 2002, reappointed by the Combined General Meeting of 16 May 2008 until the close of the Annual General Meeting to be held in 2014, to approve the financial statements for the fiscal year ending 31 December 2013.

AUDITORS

STATUTORY AUDITORS	Mazars, Maza-Simoens
DEPUTY AUDITORS	Raphael Vaison de Fontaube, Olivier Bietrix

THE WORK OF THE BOARD AND COMMITTEES

Work of the Board of Directors:
Refer to the Chairman's report on the work of the Board of Directors on page 63.

Executive Committee

- Olivier Ginon	- Chairman
- Olivier Roux	- Vice Chairman
- Olivier Ferraton	- Managing Director
- Erick Rostagnat	- Managing Director, Corporate Finance and Administration
- Jean Eudes Rabut	- Managing Director, Venue Management
- René Peres	- Managing Director, Trade Shows
- Olivier Hohn	- Managing Director, Structures and Grandstands
- Franck Glaizal	- Managing Director, Italy, Hungary and Turkey region
- Frédéric Regert	- Vice President, Corporate Finance and Administration
- Pascal Montagnon	- Vice President, Human Resources
- Daniel Chapiro	- Vice President, Venue Management Operations
- Jean-Paul Ducher	- Vice President, Purchasing
- Stéphane Hue	- Vice President, GL events Exhibitions

The executive committee sets Group st rategies for both overall Group operations and business lines. It examines potential acquisitions so as to make recommendations to the Board of Directors and implements the company's business development strategy and internal control policy.

Business Unit Committees
The Business Unit Committees are comprised of the heads of each business unit and oversee the finances and operations of each affiliated company. They also work on increasing commercial synergies between Group businesses.

Investment Committee
The Investment Committee reviews and decides whether to approve any investments that are either above certain set amounts or not included in initial budgets.

Audit Committee member
Refer to the Chairman's report on the work of the Board of Directors on page 63.

Compensation and appointments committee
Refer to the Chairman's report on the work of the Board of Directors on page 63.

COMPENSATION AND BENEFITS GRANTED TO OFFICERS

These amounts have been reviewed by the compensation committee.

1- Summary of compensation and stock options granted to officers

In euros	2010		2009	
	Amounts owed	Amounts paid	Amounts owed	Amounts paid
Olivier Ginon – Chairman				
Compensation	**324,636**	**324,636**	**286,636**	**286,636**
Value of options granted	**--**	**--**	**--**	**--**
Value of performance shares granted	**--**	**--**	**--**	**--**
Total	**324,636**	**324,636**	**286,636**	**286,636**
Olivier Roux – Vice Chairman				
Compensation	**294,084**	**294,084**	**259,084**	**259,084**
Value of options granted	**--**	**--**	**--**	**--**
Value of performance shares granted	**--**	**--**	**--**	**--**
Total	**294,084**	**294,084**	**259,084**	**259,084**

2- Individual compensation of corporate officers

In euros	2010		2009	
	Amounts owed	Amounts paid	Amounts owed	Amounts paid
Olivier Ginon – Chairman				
Fixed compensation[1]	**306,680**	**306,680**	**271,680**	**271,680**
Variable compensation	**--**	**--**	**--**	**--**
Special compensation	**--**	**--**	**--**	**--**
Attendance fees	**10,000**	**10,000**	**10,000**	**10,000**
Benefits in kind [2]	**7,956**	**7,956**	**7,956**	**7,956**
Total	**324,636**	**324,636**	**289,636**	**289,636**
Olivier Roux – Vice Chairman				
Fixed compensation[1]	**276,560**	**276,560**	**241,560**	**241,560**
Variable compensation	**--**	**--**	**--**	**--**
Special compensation	**--**	**--**	**--**	**--**
Attendance fees	**10,000**	**10,000**	**10,000**	**10,000**
Benefits in kind [2]	**7,524**	**7,524**	**7,524**	**7,524**
Total	**294,084**	**294,084**	**259,084**	**259,084**

[1] Compensation paid by Polygone SA.
[2] Fringe benefits in the form of a company car.

3 - Attendance fees paid to members of the Board of Directors

The annual general meeting of 16 May 2008 decided to allocate a maximum amount for directors' fees of €150,000 until a decision to the contrary.

In euros	2010	2009
Olivier Ginon	10,000	10,000
Olivier Roux	10,000	10,000
Gilles Gouedard Comte	10,000	10,000
Damien Bertrand	10,000	10,000
Aquasourça	10,000	10,000
Philippe Marcel	10,000	10,000
Salvepar	10,000	10,000
André Perrier	12,000	12,000
Erick Rostagnat	10,000	10,000
Nicolas de Tavernost	10,000	10,000

Executive officers receive no other conditional or deferred compensation or related benefits. In addition, they do not receive any specific supplementary retirement benefits.

4 - Stock options or stock purchase options granted to each executive officer in the period

None

5 - Stock options or stock purchase options exercised by each executive officer in the period

None

6 - Performance shares granted to each executive officer

None

7- Performance shares becoming available for each executive officer in the period

None

8- Table 10 in accordance with the AMF recommendations for disclosing compensation of des executive officers:

Executive officers	Employment contract		Supplemental retirement plan		Compensation or benefits owed or potentially payable on termination or a change in function		Compensation payable under non-compete clauses	
	Yes	No	Yes	No	Yes	No	Yes	No
Olivier Ginon – Chairman Beginning of term: 2010 End of term: 2016		X		X		X		X
- Olivier Roux – Vice Chairman Début mandat : 2010 End of term: 2016		X		X		X		X

COMPENSATION OF OTHER OFFICERS

These amounts have been reviewed by the compensation committee.

Compensation

In euros	2010				2009			
	Total	Fixed	Variable	Benefits in kind	Total	Fixed	Variable	Benefits in kind
Damien Bertrand[(1)]	339,600	283,080	55,000	1,520	244,919	191,880	50,000	3,039
Erick Rostagnat [(1)]	227,454	174,585	50,000	2,869	227,305	174,436	50,000	2,869

(1) Compensation paid by GL events.

Variable compensation is linked to achievement of individual objectives.

Stock options granted to officers and options exercised

No stock options were granted or exercised in the fiscal year.

Number of bonus shares able to be granted

Shares granted	Plan No.	Number of shares able to be granted	End of the holding period
Erick Rostagnat	No. 2	5,000	08/12/2013

Nature and scope of related-party agreements concluded between GL events, officers and shareholders holding more than 10% of the voting rights

- Directors that are natural persons exercising management functions in the Group receive benefits and services for the performance of their functions (company cars and reimbursement of travel expenses).

- Société Lyonnaise de banque, a Banque de Vizille shareholder, provides services in connection with its ordinary banking activities.

- Polygone invoiced fees of €2,327,000 corresponding to 0.32% of consolidated sales for fiscal 2010 according to the terms of the management agreement between the two companies.

- Philippe Marcel invoiced fees of €47,000 through his company PBM Partication for consulting services and studies.

Agreements have been concluded between GL events and Group subsidiaries for the provision of management services and IT assistance. The terms and amounts invoiced under these agreements with companies having a common management are described in the auditors' special report on related party transactions.

Loans and guarantees granted in favour of directors and officers

None

EMPLOYEE PROFIT-SHARING PLANS

Agreements for voluntary and statutory profit-sharing schemes

A Group profit-sharing agreement was concluded in 2007 that enables employees to benefit from the development and performances of the Group. This agreement was signed by all French subsidiaries of the Group.

Information on options granted to the top ten highest-paid salaried employees of GL events and the Group that are not corporate officers and exercised by the latter

No stock options were granted or exercised in the fiscal year.

The grant of stock options is subject to the conditions set forth in section 6, page 130.

Information on bonus shares able to be granted to the top ten employee beneficiaries of GL events that are not corporate officers and definitively granted to said beneficiaries

No bonus shares were granted or exercised in the fiscal year

The grant of bonus shares is subject to the conditions set forth in section 6, page 131.

PROFESSIONAL ADDRESSES – APPOINTMENTS HELD AND FUNCTIONS EXERCISED BY GL EVENTS MANAGEMENT AS OFFICERS AND DIRECTORS IN OTHER COMPANIES

Olivier Ginon and Olivier Roux manage GL events through Polygone, GL events' holding company and Gilles Gouedard Comte through Compagnie du Planay, his personal holding company.

OLIVIER GINON
Route d'Irigny – ZI Nord – BP 40 – 69530 Brignais
Current appointments: Chairman and Chief Executive Officer of Polygone SA (GL events holding companies); Director of CIC Lyonnaise de Banque, Olympique Lyonnais; Supervisory Board member of Première vision; manager of SCI Montriand, Chairman of SAS Foncière Polygone, SAS Le Grand Rey and SAS Foncière du Pré.
Appointments expired and exercised within the last five years: Director of Tocqueville Finances

OLIVIER ROUX
Route d'Irigny – ZI Nord – BP 40 – 69530 Brignais
Current appointments: Director and Deputy Chief Executive Officer of Polygone SA; Director of CM-CIC Securities; Supervisory Board member (P.R. of GL events) of Première vision; Managing Partner of SCI Beauregard, SCI Siam and SCI Jomain Madeleine
Appointments expired and exercised within the last five years: Director of Prisme 3

GILLES GOUEDARD COMTE
Route d'Irigny – ZI Nord – BP 40 – 69530 Brignais
Current appointments: Chairman-CEO of Prisme 3; Managing Partner of de La Compagnie du Planay, La Compagnie du Prioux and Docks Art Fair; Director of Ceris; Chief Executive of Foncière Polygone.
Appointments expired and exercised within the last five years: None

ERICK ROSTAGNAT
Route d'Irigny – ZI Nord – BP 40 – 69530 Brignais
Current appointments: Director of Polygone SA, Chief Executive of Foncière Polygone SAS, Director of Pyramide XV, Supervisory Board member (P.R. of GL events) of SAS Lou Rugby; co-manager of Partage.
Appointments expired and exercised within the last five years: Director of Contrecollages Techniques and Bonding Lamination Consulting, Petit Monde SA; Member of the Supervisory Board (P.R. of GL events) Perpignan Saint-Estève Méditerranée.

PHILIPPE MARCEL
ADECCO – 4, rue Louis Guérin – 69626 Villeurbanne Cedex
Current appointments: PBM Participations et SIPEMI; Association EM Lyon, Silikier (US company); Chairman of the Supervisory Order of Novalto; Member of the Supervisory Board of April Group; Director of Aldes and U 1st Sports (Spanish company)
Appointments expired and exercised within the last five years: Chairman of Adecco Holding France SAS, Chairman of Ecco SAS, Adecco Travail temporaire SAS, Director of GIE Avion Ecco, Adecia SA AHF e-Business SAS, Adia SAS; Director & CEO of Interecco Management; Quick Medical Services SA; Permanent Representative of Adecco TT chez Ajilon France SA, Alexandre TIC SA and Pixid SNC, Altedia SA, Adecco SA (Swiss company).

INDEPENDENT DIRECTORS

YVES-CLAUDE ABESCAT,
Tour Pacific – 75886 Paris Cedex 18
Current appointments: Chairman and Chief Executive Officer of Salvepar; Director of François-Charles Oberthur Fiduciaire; Gascogne, Ipsos, Oberthur Technologies and AXUS SA (Belgium); Director (P.R. SG Capital Développement) of LT Participations.
Appointments expired and exercised within the last five years: Permanent Representative of Salvepar on the Supervisory Board of Oberthur Technologies, 21 Centrale Partners, of SG Capital Developpement; Chairman of Soginnove, de SG Private Equity; Supervisory Board member of Gascogne, Société Générale Marocaine de Banque.

SOPHIE DEFFOREY CREPET, PR of AQUASOURÇA
AQUASOURÇA, 131, boulevard Stalingrad – 69100 Villeurbanne
Current appointments: Chairwoman of the Board of Directors of Aquasourça; Director of Chapoutier; Supervisory Board member of TOUAX.
Appointments expired and exercised within the last five years: Director of Intelnet Telecom, Floreane and Finel; Supervisory Board member of Emin Leydier.

ANDRÉ PERRIER
49, rue Denfert Rochereau 69004 Lyon
Current appointments: Director of Espace Group, Infoconcert SA and LV & Co.
Appointments expired and exercised within the last five years: Administrateur de la Banque Patrimoine et Immobilier, déontologue de Rhône-Alpes Création; Membre du conseil de surveillance de la Société Parisienne de Radiodiffusion Culturelle et Musicale; Gérant de l'Eurl André Perrier Conseils.

NICOLAS DE TAVERNOST
M6 – 89 avenue Charles de Gaulle – 92575 Neuilly-sur-Seine
Current appointments: Chairman of the Management Board of Groupe M6, Director of Extension TV SA, TF6 Gestion SA, Société Nouvelle de Distribution SA, FC Girondins de Bordeaux, Supervisory Board member of Ediradio, Director of Nexans and Director of Antena 3 (Spain). Permanent representative of: a). M6 Publicité as Director of Home Shopping Service SA, b.) Home Shopping Services as Director of Télévente Promotion SA; c.) Métropole Télévision as Director of SASP Football Club des Girondins de Bordeaux, Mistergooddeal SA and Paris Première SAS; d.) Métropole Télévision as Chairman of: M6 Publicité SAS, Immobilière M6 SAS, M6 Toulouse SAS, M6 Bordeaux SAS, M6 Numérique SAS and M6 Foot SAS; e.) Métropole Télévision ASCAP member of the Shareholders Committee of Multi4 SAS; f.) Métropole Télévision as Managing Partner of SCI of 107, av. Charles de Gaulle; Member in Director of the Football Club des Girondins de Bordeaux Association; Director of the Corporate Foundation of Group M6
Appointments expired and exercised within the last five years: Director of Business Interactif and Hôtel Saint-Dominique

CAROLINE WEBER
36, quai St Vincent 69001 Lyon
Current appointments: Director of Toupargel, Société de Lecteur du Monde, EuropanIssuers, CIDFF (*Centre d'information des femmes et des familles*), Apia and Managing Partner of Suka.
Appointments expired and exercised within the last five years: Director of Ferco Développement, Financière Agroservice and Orapi

The Board of Directors of GL events is comprised of ten members, five of which are considered independent with the meaning of article 8.4 of the AFEP-MEDEF corporate governance code. The number of independent directors serving on the Board is consistent with the recommendations of the AFEP-MEDEF code of corporate governance (article 8.2).

The definition of independent director can be consulted in the charter of the Board of Directors at our website (www.gl-events.com).

STATUS OF CORPORATE OFFICERS

To the best of the Company's knowledge, none of the officers of GL events in the last five years has been convicted of fraud.

In addition none of these persons have been involved as a corporate officer in a bankruptcy, receivership or liquidation proceeding or been convicted of an offence and/or official sanction by a statutory or regulatory authority.

None of the officers have been legally disqualified from serving as members of a Board of Directors, the executive management of a company or a Supervisory Board or from participating in the management of the operations of an issuer in the last five years.

Finally, to the best of the Company's knowledge, these officers have no personal interest that could generate conflicts of interest with the company.

MATERIAL CONTRACTS

In the last three financial periods and on the publication date of this registration document, the Group had not concluded any material contracts other than those concluded in connection with the normal conduct of its business, granting a material obligation or commitment for the entire Group. Off-balance sheet commitments are disclosed in Note 8 of the consolidated financial statements.

SPECIAL REPORT ON TRANSACTIONS BY THE COMPANY OR AFFILIATED COMPANIES CONCERNING OPTIONS TO SUBSCRIBE FOR OR PURCHASE SHARES RESERVED FOR SALARIED EMPLOYEES AND OFFICERS (ARTICLE L 225-184 OF THE FRENCH COMMERCIAL CODE)

Refer to page 130 of the registration document

SPECIAL REPORT ON TRANSACTIONS BY THE COMPANY OR AFFILIATED COMPANIES ON THE ALLOTMENT OF FREE SHARES TO SALARIED EMPLOYEES AND OFFICERS (ARTICLE L 225-197-4 OF THE FRENCH COMMERCIAL CODE)

Refer to page 131 of the registration document

REPORT OF THE BOARD OF DIRECTORS ON RESOLUTIONS FIVE TO EIGHTEEN SUBMITTED TO THE COMBINED SHAREHOLDERS' MEETING OF 30 APRIL 2010

1/ RATIFICATION OF THE TEMPORARY APPOINTMENT AS DIRECTOR BY THE BOARD OF DIRECTORS

We inform you that Caroline Weber was appointed in a temporary capacity as Director to replace Damien Bertrand. We propose that she continues to serve on the Board for the remainder of the term of office of her predecessor, i.e. until the end of the de ordinary general meeting of the shareholders to be held in 2014 called to rule on the financial statements for the fiscal year ending 31 December 2013.

2/ APPOINTMENT OF A NEW DIRECTOR

We propose that Ming-Po Cai be appointed to serve as Director for a term of four years that will expire at the end of the ordinary general meeting of the shareholders to be held in 2015 called to rule on the financial statements for the fiscal year ending 31 December 2014.

3/ AUTHORITY OF THE BOARD OF DIRECTORS TO BUY BACK SHARES OF THE COMPANY

The annual general meeting of 30 April 2010 authorised the Board of Directors, in compliance with articles L 225-209 *et seq.* of the French Commercial Code, to purchase shares of the company, not to exceed 10% the number of shares representing the share capital of the company on the date of this meeting (including treasury shares currently held).

The shareholders meeting of 30 April 2010 granted this authorisation for 18 months starting 30 April 2010.

Because this authorisation expires on 30 October 2011, it is proposed that the Board of Directors be granted a new authorisation to purchase shares of the company.

The maximum amount of shares that may be purchased under this authorisation granted to the Board of Directors may not exceed 10 % the number of shares comprising the share capital of the company on the date of the meeting (including treasury shares currently held), under the following conditions:

The maximum purchase price per share under this authorisation is €80 (excluding execution fees). In the event of equity transactions including notably the capitalisation of reserves and the grant of bonus shares, stock splits or reverse splits, or a modification of the nominal value of the shares, this price will be adjusted in consequence.

On this basis, the maximum funds destined for this share repurchase program would be €141,140,936 calculated on the basis of the share capital at 4 March 2011 with 281,133 treasury shares held on the same date. This maximum amount may be adjusted to take into account the amount of capital on the date of the general meeting.

This authorisation is granted for the following purposes:

- Grant shares to employees or corporate officers of the company and French or foreign companies or groups of companies related thereto according to the procedures provided by law, and notably in connection with employee profit-sharing, stock ownership or company savings plans, stock option programs or the grant of bonus shares;

- Hold shares for subsequent use as a means of payment or exchange in connection with acquisitions, in compliance with market practices admitted by the AMF (*Autorité Des Marchés Financiers*) and subject to the limits provided for under paragraph 6 of article L.225-209 of the French Commercial Code;

- Ensure the liquidity of the market of the company's share through an independent investment service provider within the framework of a liquidity agreement in compliance with conduct of business rules admitted by the AMF, it being specified that the number of shares taken into account to calculate the aforementioned 10% limit corresponds to shares purchased minus the number of shares sold during the period authorisation is in force;

- Reduce the share capital of the company, in accordance with resolution eight of this general meeting, subject to its adoption;

- Remit shares following the exercise of rights attached to securities giving immediate or future access to shares;

- Engage in any market practice subsequently admitted by law or the AMF.

The shares may be acquired, sold or transferred, on one or more occasions, by any means and at any time, including during takeover bids, on or off-market, and notably over-the-counter and including through block trades or recourse to derivative financial instruments and the purchase of stock purchase options in compliance with applicable regulations.

In compliance with article L.225-209 paragraph 3 of the French commercial code, the Board of Directors grants full powers to its Chief Executive Officer to proceed with one or more share repurchase programs, whereby the Chief Executive Officer must report to the Board of Directors on usages of this authority.

All powers are granted to the Board of Directors, which it may in turn further delegate, to implement this authorisation and notably to:

- Produce, as applicable, a description of the program mentioned under article 241-2 of the AMF General Regulation and publish the procedures in accordance with article 221-3 of this Regulation, before proceeding with a share repurchase program;

- Place all stock market orders, sign all purchase, sale or transfer agreements;

- Conclude all agreements and carry out all formalities and all other measures required for the application of this authorisation.

This authorisation may be granted for eighteen months from the date of this meeting, in compliance with the provisions of article L 225-209 subsection 1 of the French Commercial Code.

4/ AUTHORITY OF THE BOARD OF DIRECTORS TO REDUCE THE SHARE CAPITAL THROUGH THE CANCELLATION OF TREASURY SHARES

Subject to adoption of the resolution to grant the Board of Directors authority to repurchase shares of the company referred above in point 3, it is requested that the Board of Directors be authorised to:

- Cancel shares acquired under said resolution and previous authorisations, on one or more occasions, subject to a limit of 10% of the share capital on the date of the Board of Directors' decision to cancel the shares and per 24 month period and reduce in consequence the share capital of the company;

- Adjust, if necessary, the rights of holders of securities giving access to the share capital and stock options or stock purchase options for which issuance may have previously been decided and is still outstanding on the date the capital reduction is carried out.

All powers are granted to the Board of Directors, which it may in turn further delegate, to implement this authorisation and notably to:

- Make all decisions concerning cancellations or the reduction of capital;

- Allocate the difference between the purchase price of potential shares and their par value to reserve accounts of their choosing including "additional paid-in capital;

- Take all measures, make all declarations, fulfil all formalities, including declarations with the AMF;

- Amend the bylaws of the company in consequence;

- And in general, undertake all that is necessary.

This authorisation may be granted for 18 months from the date of the meeting.

The Auditors’ special report on this proposal will be presented.

5/ AUTHORITY OF THE BOARD OF DIRECTORS TO INCREASE THE CAPITAL FOR PAYMENTS OF CONTRIBUTIONS IN KIND

The extraordinary shareholders' meeting of 24 April granted the Board of Directors, in accordance with the provisions of article L 225-147 of the French Commercial Code, all powers to decide, subject to the limit of 10% of the share capital, to proceed with one or more capital increases, immediately or in the future, for the purpose of the payment of contributions in kind granted to the company consisting of equity securities or other securities conferring rights to the share capital.

The shareholders' meeting of 24 April 2009 granted this authorisation for 26 months from the date of said meeting.

Because this authorisation expires on 24 June 2011, it is proposed that the Board of Directors be granted a new authorisation to proceed with capital increases for the purpose of the payment of contributions in kind.

This authority granted to the Board of Directors will unable it to proceed with the issue of ordinary shares of the company or securities conferring present or future rights to the share capital by any means, to existing or future ordinary shares of the company for the purpose of payment of contributions in kind granted to the company consisting of equity securities or other securities conferring rights to the share capital when the provisions of article L225-148 of the French Commercial Code are not applicable, under the following conditions:
- The preferential subscription rights of shareholders of ordinary shares and securities thus issued will be cancelled in favour of the holders of shares or securities concerned by the contribution in-kind,

- The maximum nominal amount of the capital increase, immediate or future, resulting from the issues carried out under this authority shall not exceed 10% the company's share capital (on the basis of the amount on the date of this meeting),

- This authorisation shall constitute waiver by existing shareholders of their preferential subscription rights to the ordinary shares to which they may be entitled through the securities that would be issued on the basis of this authority.

The Board of Directors will be vested with all powers to implement this resolution, and notably to establish the list of equity shares or securities tendered, determine the share exchange rate, and when applicable the balance to be paid in cash, rule on the basis of the report of the equity auditor(s) mentioned in the 1st and 2nd paragraphs of article L. 225-147, on the evaluation of the contributions and the grant of special benefits, record the completion of the capital increases undertaken by virtue of this authority, amend the company's bylaws in consequence, and in general undertake all formalities and representations necessary for the completion of the contribution.

6/ AUTHORITY TO GRANT OPTIONS TO SUBSCRIBE FOR AND/OR PURCHASE SHARES TO MEMBERS OF THE PERSONNEL AND/OR CORPORATE OFFICERS OF THE COMPANY AND MEMBER COMPANIES OF GL EVENTS GROUP

Resolution nine of the extraordinary shareholders' meeting of 24 April 2009 authorised the Board of Directors, within the framework of articles L 225-177 *et seq.* of the French Commercial Code to grant on one or more occasions to salaried members of the personnel and corporate officers or certain thereof, of the Company or affiliated groups of companies, options conferring rights to subscribe for new shares or purchase existing shares subject to a maximum amount of 200,000 stock options and/or stock purchase options.

The shareholders meeting of 24 April 2009 granted this authorisation for 38 months starting 24 April 2009.

Given that the amount of this authorisation has been found to be insufficient to date, you are accordingly requested to provide the Board of Directors with a new authorisation to grant employees and officers of the Company and companies of the GL events Group stock options and stock purchase options, it being specified that this authorisation does not cancel the previous authorisation granted by resolution nine of the extraordinary shareholders' meeting of 24 April 2009, that remains in force for the unused portion.

This authorisation shall be given to the Board of Directors within the framework of articles L 225-177 *et seq.* of the French Commercial Code and in particular article L225-186-1 of said code as amended pursuant to Law 2008-1258 of 3 December 2008 and in compliance with the AFEP/MEDEF guidelines on corporate governance, for 38 months from the date of said authorisation, to grant on one or more occasions to salaried members of the personnel and corporate officers or certain thereof, of the Company or affiliated groups of companies as defined under L225- 180 of the French Commercial Code, and within the limits of applicable laws and regulations:

- - Options conferring rights to subscribe for new shares of the company pursuant to a capital increase and/or,

- Options conferring rights to purchase existing shares acquired by the Company as permitted by law,

This authorisation shall be for a maximum of 200,000 options to purchase existing shares and/or subscribe for new shares, each option conferring a right to subscribe for one share.

The maximum capital increase authorised, when applicable, from the exercise of options to subscribe for shares by virtue of this authorisation shall be included under the maximum amount provided under resolution fifteen of the extraordinary shareholders' meeting of 30 April 2010. Options to subscribe for or purchase shares may not be granted during periods when prohibited by law.

This decision of the shareholders' meeting shall entail express waiver by shareholders of their preferential subscription rights to shares that would be issued as the options are exercised.

The price of options to subscribe for or purchase shares shall be set by the Board of Directors on the grant date subject to the limits and procedures provided for by law.

This price may not be modified in the course of the option life. However, in the case of the repayment or reduction of capital, a change in the allocation of earnings, bonus share issues, capitalisation of reserves, retained earnings or additional paid-in capital or the issue of any capital securities or equivalent conferring a preferential subscription right for existing shareholders, the Board of Directors will take all measures necessary to protect the interests of beneficiaries of options in accordance with the provisions of article L 228-99 of the French Commercial Code.

Options may be exercised by beneficiaries during a maximum period of ten years from the grant date.

The shareholders decide that the Board of Directors shall be vested with all powers within the limits provided for above and by the bylaws, which it may further delegate in accordance with the law and the Company's bylaws to implement this resolution and notably to:

- Determine the nature of options to be granted (stock options or stock purchase options);
- Determine the dates on which the options may be granted;
- Determine each grant date, set the conditions according to which options may be granted (that may include notably provisions restricting the immediate resale of all or part of the securities in accordance with applicable laws and regulations), establish the list of beneficiaries and the number of shares that each beneficiary shall be entitled to subscribe for or purchase;
- Determine the conditions for exercising options and notably the exercise period(s), it being specified that the Board of Directors may provide for the possibility of temporarily suspending the option exercise period in accordance with applicable laws and regulations;
- Determine the conditions according to which the price and number of shares that may be subscribed or purchased will be adjusted in those cases provided for by law;
- Determine, without exceeding ten (10) years, the period during which beneficiaries may exercise their options and the option exercise periods;
- Undertake all measures and formalities necessary to complete the capital increase(s) that may result by virtue of the authorisation covered by this resolution;
- Amend the bylaws in consequence and in general take all necessary measures.

The Board of Directors will inform the shareholders every year of grants made under this authorisation in compliance with applicable regulations.

7/ AUTHORITY OF THE BOARD OF DIRECTORS TO FREELY GRANT EXISTING SHARES OF THE COMPANY OR SHARES TO BE ISSUED

Resolution ten of the extraordinary shareholders' meeting of 24 April 2009 authorised the Board of Directors, in compliance with the provisions of articles L 225-197-1 *et seq*. of the French Commercial Code to freely grant on one or more occasions to salaried employees of the Company and/or affiliated companies as defined under article L 225-197-2 of the French Commercial Code or certain categories thereof, and to corporate officers as defined by law, existing shares of the Company or shares to be issued, subject to a maximum number of shares able to be granted of 100,000. This authorisation does not cancel the authorisation granted by resolution ten of the extraordinary shareholders' meeting of 24 April 2009 that remains in force for the unused portion.

The shareholders meeting of 24 April 2009 granted this authorisation for 38 months starting 24 April 2009.

Given that the amount of this authorisation has been found to be insufficient to date, you are accordingly requested to provide the Board of Directors with a new authorisation to grant existing or future shares, in compliance with article L225-197-1 of the French Commercial Code as amended pursuant to Law 2008-1258 of 3 December 2008 and in compliance with the AFEP/MEDEF guidelines on corporate governance.

This authorisation will enable the Board of Directors to freely grant on one or more occasions to salaried employees of the Company and/or affiliated companies as defined under article L 225-197-2 of the French Commercial Code, or certain categories thereof, and to corporate officers as defined by law, existing shares of the Company or shares to be issued, except during periods provided for by law during which grants are suspended.

The Board of Directors shall establish the list of beneficiaries of grants and the conditions, and when applicable, the criteria for grants.

The total number of bonus shares that may be granted shall not exceed 100,000.

The share grants will be vested after a minimum period of two years with beneficiaries furthermore subject to a minimum holding period of two years.

This authorisation will also enable the Board of Directors to:

- Make, when applicable, during the vesting period, adjustments to the number of shares pursuant to corporate actions in order to maintain the rights of beneficiaries,

- In compliance with article L225-129-2 of the French Commercial Code, proceed with one or more capital increases through the capitalisation of reserves, retained earnings or additional paid-in capital, when applicable, to be used in cases when new shares are to be issued, This authorisation shall entail automatic waiver by shareholders to their respective rights to reserves, retained earnings or additional paid capital, when applicable, to be used in the case of the issuance of new shares.

The Board of Directors will be vested with all powers which it may further delegate in accordance with the law, to implement this authorisation, undertake all measures, formalities and filings, amend the bylaws in consequence and, in general, undertake everything that is necessary.

This authorisation shall be granted for 38 months from the date of this meeting and shall supersede and replace the authorisation granted by resolution twenty-four of the extraordinary shareholders' meeting of 16 May 2008.

8/ AUTHORITY OF THE BOARD OF DIRECTORS TO PROCEED WITH RIGHTS ISSUES RESERVED FOR COMPANY EMPLOYEES PARTICIPATING IN AN EMPLOYEE STOCK OWNERSHIP PLAN IN ACCORDANCE WITH ARTICLE L.225-129-6 OF THE FRENCH COMMERCIAL CODE

This authorisation shall be given to the Board of Directors, to proceed with a rights issue for ordinary shares reserved for salaried employees of the Company and affiliated companies as defined under article L.225-180 of the French commercial code participating in an employee stock ownership plan. This rights issue will be carried out accordance with the conditions provided for under articles L. 3332 -18 *et seq.* of the French labour code.

On this basis, the shareholders shall:

- Resolve to cancel preferential subscription rights of shareholders to new shares to be issued in favour of employees of the Company and affiliated companies participating in an employee stock ownership plan;

- Resolve that the issue price of the new shares shall be set by the Board of Directors in reference to the Company's share price on Eurolist of Euronext Paris that may not exceed the average price of the 20 trading sessions preceding the date of the Board of Directors' meeting that decided to open the subscription period nor less than 20% of this average or 30% when the waiting period provided for by the employee stock ownership plan is greater than or equal to 10 years;

- Determine that the maximum nominal amount of the rights issue that the Board of Directors may undertake may not increase the shareholding of said employees (including shareholdings to date) to more than 3% of the total share capital on the date the Board of Directors decides to implement this authorisation;

- Decide that the new shares that shall be issued will be subject to all provisions of the bylaws and shall rank *pari passu* with existing shares and carry rights to dividends on the first day of the period in which the rights issue was carried out;

- Grant all powers to the Board of Directors, for the purpose of, and subject to the conditions and limits set forth above, deciding and undertaking, through a single transaction, this rights issue, determining the conditions for qualifying beneficiaries, that may include conditions of seniority as a salaried employee, without however exceeding six months, determining the conditions for the issuance and payment of the shares, amending the bylaws in consequence, and in general taking all necessary measures;

- Decide that this authorised rights issue must be completed within one year from the date of this meeting.

This authorisation has been proposed to comply with the provisions of article L.225-129-6 of the French commercial code in respect to the authorisations granted above under point 6.

CHAIRMAN'S REPORT ON THE WORK OF THE BOARD OF DIRECTORS AND PROCEDURES OF INTERNAL CONTROL AND RISK MANAGEMENT

In compliance with the provisions of article L225-37 paragraph 6 of the French Commercial Code amended by article 117 of the French Law No 2003-706 of 1 August 2003 on financial security and the ordinance 2009-8 of 22 January 2009, this report informs the shareholders of:

- The composition of the Board of Directors and the preparation and organisation of their work;
- Internal control and risk management procedures adopted by the company.

I- COMPOSITION OF THE BOARD OF DIRECTORS AND PREPARATION AND ORGANISATION OF THEIR WORK

GL events is managed by a Board of Directors comprised of ten members. Of the ten directors, five are independent as defined by the Article 8.4 of the AFEP-MEDEF corporate governance code, because they do not exercise management functions in the company or in the Group to which it belongs and have no significant relations with the company, its Group or management that could affect their freedom of judgment. In consequence, one half of the members of the Board are independent directors. The number of independent directors serving on the Board is consistent with the recommendations of the AFEP-MEDEF code of corporate governance, in accordance with the meaning given in article 8.2.

Two of the members of the Board of Directors are women and eight are men. This membership is in conformity with the obligation of 23 January 2011 of ensuring the representative nature of the Board membership with respect to men and women.

The Board of Directors will on this basis ensure that the proportion of Directors of men and women respectively will not be less than 40% starting in 2016.

The Chairman of the Board of Directors is vested with the broadest powers to act under all circumstances in the name of the company, subject to the authorities granted by law to shareholders' meetings as well as the powers that the law specifically accords to the Board of Directors within the scope of the corporate charter.

On 5 December 2003, the Board adopted internal rules of procedure (charter) in compliance with recommendations destined to improve the governance of publicly traded companies. These Board charter may be consulted at the web site of GL events (www.gl-events.com).

The Board of Directors met 6 times in 2010 with a 93% attendance rate.

In addition to those issues and decisions falling under the specific scope of this body, the Board discussed the major events of 2009 including group acquisitions, marketing, markets and strategy, financial policy, organisation and internal control.

In compliance with the provisions of the AFEP-MEDEF code of corporate governance, the Board of Directors has created two special committees in 2008:

— AUDIT COMMITTEE

Comprised of three independent directors, André Perrier (Committee Chairman), Yves-Claude Abescat and Nicolas de Tavernot, this committee participates in preparing the meetings of the Board of Directors responsible for ruling on the corporate and consolidated semi-annual and annual financial statements. Its principal mission is to assure the pertinence and consistency of accounting principles applied by the Company and ensure that the procedures of reporting and control are adequate. It is also responsible for overseeing the selection of independent auditors. Finally, it assesses risks incurred by the Company and monitors internal control procedures. To this purpose, it is provided with reports summarising the controls carried out in the year. The mission of this committee is identical with that of the accounts committee as recommended by article 14 of the AFEP-MEDEF code of corporate governance.

—COMPENSATION AND NOMINATING COMMITTEE

This committee is also comprised of three Directors, two of which are independent, Philippe Marcel (Committee Chairman), Sophie Defforey-Crepet representing Aquasourça and Yves Claude Abescat. This committee is responsible for reviewing the compensation policy of the Group, and more specifically for managers as well as proposals for the grant of stock options and bonus shares. It is informed of the arrival and departure of key managers It is also consulted on the appointment of auditors in addition to the appointment and renewal of the terms of directors and officers. The mission of this committee is identical with that of the compensation and nominating committee as recommended by article 14 of the AFEP-MEDEF code of corporate governance.

Evaluation of the Board of Directors

In compliance with the provisions of article 9 of the AFEP-MEDEF corporate governance standards, the board must evaluate its ability to address the concerns of shareholders that have appointed it to assure the management of the company, by conducting periodic reviews of its membership, organisation and working procedures.
At least once a year, the agenda of the Board of Directors of GL events provides for an assessment of its work. All Directors are individually consulted involving the use of a questionnaire on their evaluation and suggestions to improve the Board's effectiveness.
In 2010, the Directors approved the Board’s operating procedures.

II - INTERNAL CONTROL PROCEDURES ADOPTED BY THE COMPANY

II -1 OVERVIEW OF INTERNAL CONTROL OBJECTIVES AND PROCEDURES

The purpose of the internal control procedures and organisation given below is to identify, prevent and control risks faced by the Group. As with any control system, it cannot however ensure that all risks are totally eliminated.

Internal control is defined by GL events and its subsidiaries as a set of procedures adopted by Management for the following purposes:

- Safeguarding corporate assets;
- Ensuring the safety and proper consideration of persons;
- Optimal use of resources necessary to meet targets set for performance and profitability;
- Developing techniques for controls adapted to the Group's different trades and specialised activities;
- Prevention of risks of errors and fraud;
- Assuring the reliability of financial information;
- Compliance with laws, regulations and internal procedures.

Within GL events Group, the system of internal control is based on:

- Procedural manuals, departmental memorandums transmitted to concerned parties and integrated in training seminars destined for different personnel categories. They set forth the principles and controls to which each department or business unit must adhere as well as the areas where the holding company support services are necessary;
- Recruitment of qualified personnel adapted to the missions accompanied by ongoing training covering technical issues and the different group areas of expertise and individual employee development;
- Delegation of responsibility: all line managers implement and manage at their level internal control procedures to meet their objectives;
- The quality approach is destined to define specific operating processes to meet the needs expressed by our customers, optimising practices and limiting the risks associated with different activities;
- Shared corporate values that are regularly emphasised at information meetings. GL events promotes the decentralisation of responsibilities and the delegation of authority. To ensure the cohesion of teams and a common corporate culture, the Group relies on core human values that provide the foundation of the organisation. These include respect for customers, providing quality services based on ethical business practices, loyalty, team spirit, respect of deadlines and professional standards.

Areas covered include notably rules to be followed concerning:

- Commercial and customer credit management;
- Management of means of payments, bank relationships and cash flow;
- Administration of payroll and human resources management;
- Management of sourcing and investments;
- Management and safeguarding of corporate assets;
- Insurance and risk management policies;
- Principles of control in the area of financial reporting and consolidation.

II–2 PARTIES INVOLVED IN INTERNAL CONTROL, PROCEDURES FOR OPERATING AND SUPPORT FUNCTIONS

The Board of Directors, the Group Executive Committee, the Audit Committee, Compensation and Nominating Committee, Risk Committee, Investment Committee

The role of these committees is presented on pages 50 and 63.

The Internal Audit Department

Strengthening internal control procedures remains an ongoing priority of the Group. To this purpose, the Group has decided to reinforce its organisation by creating an internal audit department in 2010.

The mission of the Internal Audit Department is to:
- Assess levels of internal controls of organisations and risk management capabilities;
- Propose recommendations destined to contribute to meeting the Group's objectives and increase efficiencies and the profitability of operations;
- Promote all principles or techniques of control capable of improving the quality of the internal control of activities;
- Ensure that all Group subsidiaries comply with these procedures.

To this purpose, the Internal Audit Department:
- Notifies General Management of situations distinguished by an insufficient level of security;
- Ensures that resources are used in a manner that fully complies with laws and internal procedures;
- Evaluates the adequacy of resources deployed by subsidiaries to achieve the performances expected in relation to plans and budgets;
- Controls the reliability of management information systems and the fair presentation of management information used in operating reports.

This department includes one audit manager and an internal auditor.
GL events has entrusted the management of this department to an employee with a solid knowledge of all the Group's business activities. This manager reports on the work carried out to the GL events' Executive Committee once a year.

This manager is assisted by an auditor dedicated to this department as well as the team of internal auditors/controllers in place since 2004. The latter have been selected from the administrative and financial management of subsidiaries.

At the end of each mission, the internal auditors or controllers which perform their assignment in the companies in which they do not exercise a regular management role, will discuss the report with the Internal Audit Manager who will report to the Group's General Management and Audit Committee.

This report will also be sent to the subsidiary manager and his or her line manager who shall undertake to implement the recommendations that have been proposed.

The Internal Audit Department will also monitor progress in taking corrective actions.

The internal auditors and controllers will work closely with management of the Group's support functions that will be responsible for:
- Proposing operating procedures and contributing to their improvement;
- Implementing control systems and tools;
- Ensuring the monitoring and ongoing control of operations, notably through updates to procedures available through intranet, a common and accessible source of information.

In 2010, 16 internal audits were performed and brought to our attention covering:
- Full audits mainly of non-French subsidiaries with audits now pursued on an ongoing and rotating basis and covering all important subsidiaries representing material potential risks and business volumes;
- Large international events;
- Audits of organisational processes.

Finance and management control

With a team of management controllers covering France and international operations, the mission of Management Control is to assess compliance with Group internal rules and procedures for all Group sites and processes, identify incidents of noncompliance with laws and regulations, ensure that Group assets are safeguarded, evaluate the effectiveness of operations and ensure that operating risks are effectively anticipated and managed.

Group general management attaches considerable importance to the annual budget planning process that offers a means to translate strategic orientations into operational action plans.

To this purpose, Group Management Control issues guidelines and instructions for teams involved in preparing the budget.
It coordinates planning and budget control procedures through a manual defining management rules to be applied by all Group entities, procedures for producing budgets, forecasting and management reporting.
Management reporting is built around a management consolidation tool for results and indicators to monitor physical and financial items such as trade receivables, investments and cash flows.

In addition, the monitoring of businesses constitutes a key element of Group steering and control procedures. Reviews are organised at the level of operating entities by Management Control and for the more significant entities with Group management.

Management Control prepares and distributes operating reports and analyses of variances and important trends based on information provided by the different entities in their monthly reports. Revised forecasts are updated every month to ensure that GL events' General Management can closely track the performance of activities and take the most effective measures in consequence.

Legal and tax affairs

The Legal and Tax Affairs department charged with safeguarding the legal interests of the Group and senior executives intervenes in three principal areas that contribute to internal control:

- Drawing up and updating model contracts and procedures for operations of a recurrent nature;
- Proposing to General Management, in coordination with Human Resources, procedures concerning the delegation of authority and the implementation and monitoring of these rules;
- Selecting outside legal counsel, monitoring their services, performances and their fees in coordination with management control.

Information systems steering committee

Group General Management created an Information Systems Steering Committee. It includes representatives of users including members of Finance, Human Resources Management Information Systems. This committee establishes and maintains an information systems master plan that meets the needs of the group organisation and general development policy. Within this framework, it decides notably on the nature of information systems projects, sets priorities for the allocation of resources and the information systems security policy.

Statutory Auditors

The Statutory Auditors contribute to Group internal control by providing an independent and objective perspective when they review semi-annual and annual financial statements and internal control procedures, both at the consolidated level and for each subsidiary audited.

II – 3 PREPARATION OF ACCOUNTING AND FINANCIAL INFORMATION

Internal control procedures concerning accounting and financial information are destined to ensure the quality of financial information produced by consolidated subsidiaries, the fair presentation of financial information reported by the Group and prevent the risk of errors, inaccuracies or omissions in Group financial statements.

We have previously described the role of group management control in overseeing monthly management consolidated financial information.

Budget controls indicate variances with targets within the framework of monthly consolidation based on terms of reference adapted for the oversight of operations in a rigorous manner and on a timely basis. They identify eventual inconsistencies in relation to budgeted financial information.

At the same time, the consolidation department carries out monthly consolidations of Group results by combining the financial statements of subsidiaries and a complete quarterly consolidation.

Quarterly consolidation makes it possible to produce a consolidated income statement by nature whose principal aggregates are compared with those produced by the management reporting consolidation mentioned above.

Every consolidated subsidiary produces a consolidation package adhering to Group standards based on the accounting manual and Group memorandums that define rules for accounting recognition and measurement.

This manual and the memorandums describe the underlying principles to be applied when preparing financial statements such as the going concern concept, time period concept, quality of financial information (comprehensibility, relevance, reliability and comparability).

They also describe Group principles concerning the recognition, measurement and presentation of the main accounting components of the financial statements. These include notably rules for the measurement of provisions for impairment of trade receivables, the depreciation or amortisation of leased assets and inventories, other commitments and contingencies, rules for the translation of the financial statements of foreign subsidiaries and the principles for recording and reporting inter-company transactions.

The consolidation department issues instructions before each consolidation, indicating the timetable and changes in applicable standards, rules and principles. In addition, an annual seminar of accounting management reviews the difficulties experienced in the prior year and the solutions adopted.

When the consolidation packages are received, the consolidation department carries out different types of controls. These include the verification of subsidiary consolidation packages, reconciliation of changes in restated shareholders' equity, changes in the consolidation scope and consolidation accounting such as the elimination of intercompany transactions, the calculation of deferred tax, control of the tax calculations, the proper integration of consolidation packages by verifying financial statement aggregates and procedures retained for measuring and recording significant transactions of an exceptional nature.

For the communication of group financial statements, a Verification Committee is responsible for reviewing the published documents.

III – PROCEDURES FOR THE PARTICIPATION OF SHAREHOLDERS IN GENERAL MEETINGS

Refer to articles *22 et seq.* of the company's bylaws (*statuts*)

IV – PRINCIPLES AND RULES ESTABLISHED BY THE BOARD OF DIRECTORS TO DETERMINE COMPENSATION AND BENEFITS OF ANY NATURE GRANTED TO CORPORATE OFFICERS

Compensation of corporate officers evolves over the years in line with the Group's development and the increasing responsibilities entrusted to these officers in connection with this economic development.

Compensation granted to corporate officers has not changed since 2006.

V – PROVISIONS OF THE AFEP-MEDEF RECOMMENDATIONS NOT APPLIED

GL events Group applies all recommendations of the AFEP-MEDEF code of corporate governance.

The AFEP-MEDEF corporate governance standards can be consulted at the MEDEF website (www.medef.fr).

STATUTORY AUDITORS' REPORT, ISSUED IN ACCORDANCE WITH ARTICLE L.225-235 OF FRENCH COMMERCIAL CODE (*CODE DE COMMERCE*) ON THE REPORT PREPARED BY THE CHAIRMAN OF THE BOARD OF GL EVENTS SA.

To the shareholders:

As the Statutory Auditors of GL events and in accordance with the final paragraph of article L.225-235 of the French Commercial Code, we hereby report to you on the document prepared by the Chairman of the Board of Directors of your company in accordance with article L.225-37 of said code for the year ended 31 December 2010.

The Chairman is required prepare a report describing the internal control and risk management procedures implemented within the Company and providing the other information required by article L. 225-37 of the French Commercial Code notably relating to the corporate governance system.

It is our responsibility to:

- Report our observations on the information set out in the Chairman's report on the internal control procedures relating to the preparation and processing of financial and accounting information;
- Certify that the report contains the other information required by article L. 225-37 of the French Commercial Code, knowing that we are not responsible for verifying the fairness of this other information.

We performed our procedures in accordance with the relevant professional standards applicable in France.

INFORMATION CONCERNING THE INTERNAL CONTROL AND RISK MANAGEMENT PROCEDURES RELATING TO THE PREPARATION AND PROCESSING OF FINANCIAL AND ACCOUNTING INFORMATION

This standard requires us to perform procedures to assess the fairness of the information set out in the Chairman's report on the internal control and risk management procedures relating to the preparation and processing of financial and accounting information. These procedures notably consist in:

- obtaining an understanding of the internal control and risk management procedures relating to the preparation and processing of financial and accounting information, on which the information presented in the Chairman's report is based, as well as reviewing supporting documentation;
- obtaining an understanding of the work performed to prepare this information, as well as reviewing supporting documentation;
- ensuring that material weaknesses in internal control procedures relating to the preparation and processing of financial and accounting information detected in the course of our engagement have been properly disclosed in the Chairman's report.

On the basis of these procedures, we have no matters to report in connection with the information given on the internal control and risk management procedures relating to the preparation and processing of financial and accounting information, contained in the Chairman's report, prepared in accordance with article L. 225-37 of the French Commercial Code.

OTHER INFORMATION

We certify that the Chairman's report contains the other information required by article L. 225-37 of the French Commercial Code.

Lyon and Villeurbanne, 7 April 2011

The Statutory Auditors

Maza Simoens	**Mazars**
Michel Maza	Christine Dubus

05

Financial statements

CONSOLIDATED BALANCE SHEET – ASSETS

(€ thousands)	Notes	31/12/10	31/12/09
Goodwill	5.1	409,902	380,815
Other intangible assets	5.1	50,511	46,479
Land and buildings	5.2	15,290	13,898
Other property, plant and equipment	5.2	38,818	30,398
Rental assets	5.3	60,608	51,797
Financial and other non-current assets	5.4	57,047	46,754
Equity-accounted investments	5.5	394	11,109
Deferred tax assets	5.9	13,007	10,678
NON-CURRENT ASSETS		**645,577**	**591,928**
Inventories & work in progress	5.6	13,422	10,302
Trade receivables	5.7	155,591	125,195
Other receivables	5.8	76,932	64,569
Marketable securities	5.10	58,479	104,948
Cash in bank and near cash	5.10	62,495	44,338
CURRENT ASSETS		**366,919**	**349,352**
TOTAL		**1,012,496**	**941,280**

CONSOLIDATED BALANCE SHEET – SHAREHOLDERS' EQUITY AND LIABILITIES

(€ thousands)	Notes	31/12/10	31/12/09
Capital	5.11	71,695	71,695
Reserves and additional paid in capital	5.11	221,422	211,522
Translation adjustments	5.11	(7,633)	(12,354)
Net income	6	26,354	25,236
SHAREHOLDERS' EQUITY ATTRIBUTABLE TO THE GROUP		**311,838**	**296,099**
Non-controlling interests		**41,293**	**33,949**
TOTAL SHAREHOLDERS' EQUITY		**353,131**	**330,048**
Provisions for retirement severance payments and other post-employment benefits	5.12	5,957	5,638
Deferred tax liabilities	5.9	3,323	2,358
Long-term debt	5.14	188,816	262,950
NON-CURRENT LIABILITIES		**198,096**	**270,946**
Current provisions for contingencies and expenses	5.13	2,686	3,686
Current borrowings	5.14	103,204	61,614
Short-term bank credit lines & overdrafts	5.14	14,132	11,414
Advances and down payments on outstanding orders		7,490	13,925
Trade payables		121,893	106,303
Tax and employee-related liabilities		71,051	58,158
Other liabilities	5.15	140,813	85,186
CURRENT LIABILITIES		**461,269**	**340,286**
TOTAL		**1,012,496**	**941,280**

INCOME STATEMENT

(€ thousands)	Notes	31/12/10	31/12/09
SALES	4	**727,192**	**581,380**
Other revenue from ordinary activities	6.1	9,351	8,492
OPERATING INCOME		**736,543**	**589,872**
Raw materials and consumables	6.2	(37,575)	(33,151)
External charges	6.2	(428,384)	(321,182)
Taxes and similar payments		(15,226)	(15,750)
Personnel expenses and employee profit sharing	7	(169,031)	(145,543)
Allowances for depreciation and reserves	6.3	(31,400)	(30,541)
Other operating income and expenses	6.4	(6,176)	1,771
OPERATING EXPENSES		**(687,792)**	**(544,396)**
OPERATING PROFIT	4	**48,751**	**45,476**
Net interest expense	6.5	(7,294)	(11,250)
Other financial income and expense	6.5	88	(682)
NET FINANCIAL EXPENSE	6.5	**(7,206)**	**(11,932)**
EARNINGS BEFORE TAX		**41,545**	**33,544**
Tax expense	6.6	(12,480)	(6,616)
NET INCOME OF FULLY CONSOLIDATED COMPANIES		**29,065**	**26,928**
Share of income from equity affiliates		1,086	736
NET INCOME		**30,151**	**27,664**
Attributable to non-controlling interests		3,797	2,428
NET INCOME		**26,354**	**25,236**

Average number of shares	17,923,740	17,923,740
Net earnings per share (in euros)	**1.47**	**1.41**
Diluted average number of shares	18,106,615	18,061,490
Fully diluted earnings per share (in euros)	**1.46**	**1.40**

NET INCOME	**30,151**	**27,664**
Gains and losses from the translation of financial statements of foreign operations	6,671	7,018
Impact of fair value measurement of financial instruments	1,675	37
TOTAL COMPREHENSIVE INCOME	**38,497**	**34,719**
Comprehensive income attributable to non-controlling interests	5,747	4,051
Comprehensive income attributable to equity holders of the parent	**32,750**	**30,668**

CONSOLIDATED CASH FLOW STATEMENT

(€ thousands)	Notes	31/12/10	31/12/09
Cash and cash equivalents at the beginning of the year		**137,872**	**174,724**
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income		**26,354**	**25,236**
Adjustments to reconcile profit (loss) to net cash provided by operating activities:			
Depreciation and provisions		25,209	26,405
Unrealised gains and losses from fair value adjustments		60	(23)
Expense and income in connection with stock options		896	301
Gains and losses on disposals of fixed assets		1,158	(8,668)
Non-controlling interests in consolidated subsidiaries' net income		3,797	2,428
Share of income from equity affiliates	5.5	(577)	168
Operating cash flows		**56,897**	**45,848**
Net finance costs		7,294	11,250
Tax expense (including deferred taxes)	6.6	12,480	6,616
Cash flow before net finance costs and tax		**76,671**	**63,713**
Tax payments		**(4,484)**	**(6,693)**
Change in inventories		(446)	726
Change in trade receivables		11,368	(5,267)
Change in trade payables		1,967	888
Other changes		(4,626)	2,514
Changes in working capital requirements		**8,263**	**(1,139)**
NET CASH PROVIDED BY OPERATING ACTIVITIES (A)		**80,450**	**55,881**
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of intangible fixed assets		(3,403)	(9,356)
Acquisition of PPE and rental assets		(41,294)	(27,760)
Disposal of tangible and intangible assets		350	141
Acquisition of financial and other non-current assets		(7,724)	(8,631)
Disposal of financial and other non-current assets		545	532
Net cash flows from the acquisition and disposal of subsidiaries		(19)	13,170
NET CASH USED IN INVESTING ACTIVITIES (B)		**(51,545)**	**(31,904)**
NET CASH FROM FINANCING ACTIVITIES			
Dividends paid to shareholders		(15,871)	(15,719)
Dividends paid to minority shareholders of consolidated companies		(3,421)	(2,467)
Other changes in equity		1,290	3,062
Proceeds from the issuance of new debt		34,490	3,050
Repayment of debt		(71,982)	(38,151)
Net finance costs		(7,294)	(11,250)
NET CASH PROVIDED BY FINANCING ACTIVITIES (C)		**(62,788)**	**(61,475)**
Effect of exchange rate fluctuations on cash (D)		**2,853**	**646**
NET CHANGE IN CASH & CASH EQUIVALENTS (A + B + C + D)		**(31,006)**	**(36,852)**
Cash and cash equivalents at year-end		**106,842**	**137,872**

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

(€ thousands except shares)	*Number of shares (thousands)*	Attributable to the Group					Non-controlling interests	Total
		Capital stock	Additional paid-in capital	Retained earnings	Comprehensive income	Total Group		
EQUITY AT 31/12/08	***17,924***	**71,695**	**122,347**	**70,378**	**12,322**	**276,742**	**31,135**	**307,877,**
Exercise of stock options								
Comprehensive income appropriation for N-1				**12,322**	**(12,322)**			
Distribution of dividends				**(15,719)**		**(15,719)**	**(2,470)**	**(18,189)**
Cancellation of treasury shares				**3,799**		**3,799**		**3,799**
Stock option expenses				**609**		**609**		**609**
Share of assets contributed by non-controlling shareholders							**1,233**	**1,233**
COMPREHENSIVE INCOME					**30,668**	**30,668**	**4,051**	**34,719**
EQUITY AT 31/12/09	***17,924***	**71,695**	**122,347**	**71,389**	**30,668**	**296,099**	**33,949**	**330,048**
Exercise of stock options								
Comprehensive income appropriation for N-1				**30,668**	**(30,668)**			
Distribution of dividends				**(15,871)**		**(15,871)**	**(3,421)**	**(19,292)**
Cancellation of treasury shares				**(844)**		**(844)**		**(844)**
Stock option expenses				**896**		**896**		**896**
Share of assets contributed by non-controlling shareholders				**(1,191)**		**(1,191)**	**5,018**	**3,827**
COMPREHENSIVE INCOME					**32,750**	**32,750**	**5,747**	**38,497**
EQUITY AT 31/12/2010	***17,924***	**71,695**	**122,347**	**85,047**	**32,750**	**311,838**	**41,293**	**353,131**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS OF GL EVENTS AT 31 DECEMBER 2010

The information given below is expressed in thousands of euros, unless stated otherwise.

These notes are an integral part of the consolidated financial statements for the year ended 31 December 2010. On 4 March 2011 Board of Directors of GL events SA approved these financial statements and authorised their publication.

GL events (Route d'Irigny - 69 530 Brignais) is a joint stock company (*Société Anonyme*) governed by French law and incorporated in France under number 351 571 757 (RCS Lyon). As such it is subject to all laws and regulations governing commercial companies in France and in particular the provisions of the French Commercial Code (*Code de commerce*).

NOTE 1 SIGNIFICANT EVENTS

- **The Special Commission of City of Paris selects GL event to manage *Palais Brongniart***

Following the *Parc Floral*, *Hôtel Salomon de Rothschild* and more recently the *Palais de la Mutualité*, the *Palais Brongniart*'s addition further strengthens GL events' offering of exceptional venues in the heart of the French capital.
In line with priorities defined by the City of Paris, GL events Group had developed for *Palais Brongniart* an ambitious partnership project addressing three objectives:
- Transform this symbol of finance as the site of the former Paris stock exchange into an international showcase for socially responsible entrepreneurship, innovation and business creation, reflecting the evolving priorities of the 21st century;
- Open up the *Palais Brongniart* and contribute to its reappropriation by the general public, particularly the immediate neighbourhood and the inhabitants of the capital within the framework of a full-fledged harmonious urban development project;
- Rehabilitate this major Paris landmark in a manner that respects its specific architectural features while ensuring its exemplary nature as a model for energy efficiency and respect of the environment.

The *Palais Brongniart* will include more than 18,000 m² dedicated to socially responsible economic innovation with office space, facilities for receptions and events in addition to services for the general public. For this project, GL events has brought together key actors from the world of economic innovation, social responsibility and business that will contribute by their installation at the *Palais Brongniart* or their participation in development programmes and events of the site, in the emergence of a true hub for new forms of entrepreneurship:
- *Vigeo*, headed by Nicole Notat, a leading provider of extra-financial analysis and corporate social responsibility rating services;
- *France Initiative*, headed by Bernard Brunhes, the leading network providing financing support and assistance to entrepreneurs in France;
- *Silicone Sentier*, a hub for exchange grouping 100 technology companies responsible for such innovative initiatives as the co-working space, *La Cantine*;
- *Les Echos*, the leading French economic and financial media group;
- *Gesat*, the leading national network for sheltered work, the interface between companies and the organisation in France representing disabled workers, *ESAT* for vocational and rehabilitation training;
- The architectural firm *Willemotte*, that will be responsible for the site's rehabilitation and design;
- World-renowned chef, Marc Veyrat, who will develop around the Palais Brongniart an organic fast food concept in line with initiatives launched by the Slow Food organisation, also a partner of the project.

This project that will require a large range of expertise and the coordination of contributors, covering as well the creation of events, also reinforces the Group's business model as an integrated event industry provider.

GL events Group plans capital investments of €12 million over five years for the rehabilitation and development of *Palais Brongniart* plus €8 million for major repairs over the duration of the lease Its goal is to generate annual revenue of more than €11 million after the launch phase.

- **GL events awarded contract for the 2010 Commonwealth Games in India**

The Delhi Development Authority and the Organising Committee signed with GL events and its Indian partner Litmus two contracts for the provision of services for a total value of €28 million for the 2010 edition of the Commonwealth Games that were held in Delhi, India, between 3 and 14 October.
These Games that are organised every four years bring together athletes from Commonwealth countries representing 17 disciplines including notably athletics, swimming, cycling, boxing, rugby and gymnastics. The

contract awarded to the joint-venture 70%-held by GL events provides for the provision of installations for 10 sites in Delhi including the Games Village, the new international airport and the Pragati Maidan exhibition and convention centre. Already a contributor to the Africa Cup of Nations in Angola, the FIFA Confederations Cup™ and the FIFA 2010 World Cup South Africa™, this contract for the Commonwealth Games, confirms GL events' position as a world-class partner for major international sports events once again demonstrating its ability to propose solutions of quality in strong developing host countries.

- **GL events stregthens stake in Premiere Vision's capital at the end of 2010**

Première Vision S.A., a leading worldwide organiser of trade shows for fabrics and services for the fashion industry, reorganises its shareholder base as GL events acquires the shares held by Eurovet, increasing its stake from 24.5% to 49%.
GL events Group, an event industry specialist and Première Vision's long standing technical partner, will henceforth assume a lead role in steering the company's course in collaboration with French textile manufacturers in the Association Première Vision.

Building on its unique and strong international brand name in the professional universe of textiles and fashion, Première Vision organises the world's premier fabric show in Paris with for the last ten years editions also in New York, Shanghai/Beijing, Moscow and more recently Sao Paulo through the joint venture with the local company, Fagga Eventos, GL events' Brazilian subsidiary. The company also intervenes in complementary sectors of yarns and fibres (Expofil brand), textile design (Indigo and Direction by Indigo), denim (Denim by Première Vision), and finally accessories and supplies for fashion and design (ModAmont tradeshow organised in partnership with Tarsus France).
Positioned in a selective offering with value-added services, Première Vision currently organises 22 events per year in six countries providing showcases to 3,400 exhibitors for 160,000 professional visitors. In 2009 the company, based in Lyon and Paris, had consolidated sales of €35 million.

NOTE 2 SIGNIFICANT ACCOUNTING POLICIES AND BASIS OF CONSOLIDATION

2.1 STATEMENT OF COMPLIANCE

In accordance with EU regulations 1606/2002 and 1725/2003, GL events' consolidated financial statements were prepared on the basis of international accounting standards applicable in the European Union at 31 December 2010. These standards include IFRS (International Financial Reporting Standards), IAS (International Accounting Standards) and interpretations of the SIC and IFRIC (Standards Interpretations Committee and International Financial Reporting Interpretations Committee).

GL events has applied to its IFRS financial statements all IFRS / IFRIC standards and interpretations published in the Official Journal of the European Union at 31 December 2010 and whose application was mandatory as of 1 January 2010.
The impact of the application of these standards on the Group's consolidated financial statements represented a decrease in equity of €1,191,000:
- Revised IAS 27: the revised version of IAS 27 covering the consolidation of subsidiaries following the business combinations phase II project;
- Revised IAS 3: the revised version of IAS 3 for business combinations following the phase II project for this item;

The European Union's adoption of the following standards and interpretations whose application became mandatory for periods commencing on or after 1 January 2010 has no impact on the Group's consolidated financial statements:
- Revised IAS 39: amendment with respect to eligible hedged items;
- IAS 2: amendment relating to Group cash-settled payment transactions;
- IFRS 5: amendment on the partial disposal of securities;
- IFRIC 12: service concession arrangements;
- IFRIC 15: agreements for the construction of real estate;
- IFRIC 16: hedges of a net investment in a foreign operation;
- IFRIC 17: Distributions of non-cash assets to owners;
- IFRIC 18: recognition of contributions received from customers in the form of transfers of assets.
- IFRIC 19: extinguishing financial liabilities with equity instruments.

In addition, the Group has not applied in advance standards and interpretations adopted by the European Union whose application is mandatory for periods commencing on or after 1 January 2010.

Analysis is currently being performed to assess the potential impact of the standards on the financial statements.

2.2 Basis of measurement

Financial statements are prepared on the basis of the historical cost principle except for short-term investment securities and financial instruments that are measured at fair value. Financial liabilities are recognised on the basis of the amortised cost method. Book values of hedged instruments and their underlying assets and liabilities are recognised at fair value.

2.3 Estimates and assumptions

In preparing financial statements, use is made of estimates and assumptions that affect the amounts of assets and liabilities recorded in the consolidated balance sheet, expenses and income items of the income statement and commitments concerning the period under review. Actual subsequent results may in consequence differ. These estimates and assumptions are regularly updated and analysed on the basis of historical and forecasted data.
These assumptions concern primarily the measurement of the recoverable value of assets (notes 2.5.1 to 2.5.5), the measurement of retirement severance benefits (note 2.5.16) and provisions for contingencies and expenses (note 2.5.15).

2.4 Basis of consolidation

2.4.1 Consolidation principles

Companies over which the Group exercises exclusive control are fully consolidated from the effective date of control.

Entities held between 20% and 50% in which the Group exercises a significant influence on management and financial policy are consolidated under the equity method.

The list of companies consolidated by the Group is presented in note 3.

2.4.2 Translation of financial statements of foreign subsidiaries

The financial statements of foreign subsidiaries have been translated using the following methods:

- Share capital and reserves are translated at historical rates;
- The balance sheet (not including share capital and reserves) is translated at year-end rates;
- The income statement is converted at average rates.

Translation differences resulting from the application of historic rates and average rates compared to year-end rates are allocated to the consolidated reserves (before non-controlling interests).

2.4.3 Elimination of intercompany transactions and balances

All reciprocal balance sheet accounts between Group companies and all other transactions between Group companies (purchases and sales, dividends, etc.) as well as accrued expenses on equity interests and loans to associates are eliminated.

2.4.4 Fiscal year

All consolidated subsidiaries have fiscal year cut-off date of 31 December.

2.5 Accounting policies

2.5.1 Goodwill

Business combinations are recorded on the basis of the purchase method of accounting, in compliance with Revised IFRS 3 - *Business Combinations*.
When a subsidiary is first consolidated, the Group generates goodwill corresponding to the excess cost of the business combination over the Group's share of the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities on the date of acquisition. The cost of the business combination equals the amount paid to the seller. If the cost is subject to adjustment contingent on future events, the amount of that adjustment in the cost of the combination is added at the acquisition date if probable and able to be measured reliably.

Positive goodwill is recorded under intangible assets.
In accordance with IAS 36, when there is an indication of impairment and at least once a year, goodwill impairment tests are conducted at the level of cash generating units as described below in note 2.5.5.
Negative goodwill is recognised directly in the income statement.
Analysis of goodwill is finalised within one year in the financial statements from the acquisition date.

2.5.2 Other intangible assets

Research and development, pre-opening and start-up costs that no longer meet the criteria of the definition of intangible assets under IAS 38 and qualify for capitalisation are expensed.

Intangible fixed assets are amortised over their useful life spans as follows: The depreciation periods are as follows:

	Duration
Concessions	10 to 50 years
Software	1 to 3 years
Patents & licenses	On the basis of the residual life spans of the patents and licenses concerned.

2.5.3 Property, plant and equipment

In accordance with IAS 16 – *Property, plant and equipment,* tangible assets are recognised at historical cost less accumulated depreciation and impairment.

Tangible assets are depreciated on a straight-line basis, according to a component approach on the basis of normal useful lives that are as follows:

	Duration
Office buildings	10 to 50 years
Industrial buildings	10 to 50 years
Fixtures and fittings	10 years
Industrial equipment and tools	2 to 7 years
Transport equipment	3 to 5 years
Office furniture and equipment	2 to 5 years

2.5.4 Rental assets

Capitalised rental equipment

As an exception to normally applied accounting practices, equipment and installations destined for rental in the parent company financial statements are recognised as long-term rental assets under a specific heading in the balance sheet in the consolidated financial statements.
This classification offers a clearer presentation by providing a breakdown between equipment destined for rental and capitalised rental assets remaining at Group sites.

The latter long-term rental assets are recorded at the purchase price less accumulated depreciation expenses and impairment in accordance with IAS 16 – Property, plant and equipment.

To record impairment from wear and tear caused by the successive rental of these fixed assets, the specific depreciation periods, based on their useful lives, are as follows:

	Duration
Flooring	7 to 10 years
Furniture	4 years
Structures and big tops	5 to 10 years
Grandstands and bleachers	5 to 10 years
Other rental equipment	2 to 7 years

Rental equipment inventories

Rental inventory is recognised using the weighted average cost method. Manufactured products are recognised at production cost that includes, when applicable, direct expenses incurred by the subsidiary contributing to its production. Financial expenses are not included in the calculation of production costs. Work in progress is valued at production cost.

Depreciation expenses for rental inventory are based on the turnover rate for this equipment in prior periods. In addition, a provision for impairment is recorded when the products are considered obsolete or fail to meet the Group's quality standards.

2.5.5 Impairment of assets

In compliance with IAS 36 – *Impairment of assets*, the Group determines the recoverable amount of its fixed assets as follows:

• For property, plant and equipment and intangible assets that have been depreciated or amortised, the Group determines at the end of each period if there exists an indication that the asset may be impaired. These may consist of external or internal indicators. In such cases, an impairment test is conducted comparing the carrying amount with the recoverable value that is measured at the higher of its net selling price or value in use.

• In accordance with Revised IFRS 3 – *Business Combinations*, goodwill is not amortised. Goodwill is systematically tested for impairment whenever any indicators of impairment arise and at least at once a year.
These impairment tests are conducted at the level of Cash Generating Units (CGUs) defined as a homogeneous group of assets generating cash inflows and outflows from continuing use that are largely distinct from cash inflows from other groups of assets. Cash generating units correspond to GL events' two operating divisions: event services & venue and event management.
Impairment tests consist in comparing the recoverable values for each CGU of the Group to the net carrying value of the corresponding groups of assets (including goodwill and WCR). These recoverable values are determined primarily on the basis of the present value of future operating cash flows expected over a five-year period and perpetual growth (the discounted cash flow method). The discount rate used is determined according to the weighted average cost of capital (WACC) method, representing a rate (distinct for each CGU) applied to cash flow after taxes. If applicable, goodwill impairment expenses will be recognised under income.

2.5.6 Leases

Real estate acquired through a capital lease is recorded as a fixed asset at the value on the date of entry into the scope. Other tangible assets acquired through finance leases with an initial value of more than €75,000 are recorded either as fixed assets or as rental equipment for the value of the assets on the date the contract is concluded. These assets are amortised or depreciated according to the methods described above. The value of the capital component of the debt remaining due is recorded under borrowings. The lease charges recorded for the financial year are then restated.

2.5.7 Service concession agreements

The IFRIC has published its interpretation on the treatment of service concession arrangements (IFRIC 12) whose application is mandatory effective 1 January 2010.
Notwithstanding the legal contract governing relations local administrations and GL events, the public-to-private service arrangements (*contrats de délégations*) and concessions concluded by par GL do not fall under the scope of IFRIC 12, the conditions relating to the definition of the services provided, the setting of prices and the exercise of control over infrastructures at the end of the term are not met for the following reasons:

- In respect to services, the grantors provide GL events Group full leeway to guarantee equal access to the infrastructure without discrimination and for the largest possible use of the installations covered under the arrangement;
- In respect to price, the grantors approve the rates proposed by the grantee, that are determined in relation to the market on an arm's length basis;

In respect to control, the installations remain under the control of the grantees entrusting us with their management, with no right to the infrastructure being transferred in consequence to the grantee. However, all maintenance work and upgrades carried out during the management concession period are systematically transferred to the grantor at the end of the agreement's term, with or without consideration according to the specific terms of each agreement.

2.5.8 Investments and other non-current assets

Recognition

Financial instruments consist of securities of nonconsolidated companies, shares of listed companies, loans and long-term financial receivables.
The financial assets are analysed and classified into the following four categories:
- Financial assets held for trading (securities purchase and held primarily for sale in the short-term),
- Held-to-maturity investments (securities conferring rights to fixed or determinable payments and a fixed maturity that the enterprise has the ability and intent to hold to maturity),
- Loans and receivables,
- And available-for-sale financial assets (all financial assets not included in one of the three preceding categories).

The classification depends on the reasons for acquiring the financial assets. The classification is determined at the time of initial recognition.

Securities held for trading are recognised at fair value and unrealised gains and losses on remeasurement are recognised in profit or loss.
Financial assets classified as held-to-maturity are measured at amortised cost according to the effective interest rate method.
Financial assets classified as held-to-maturity are measured at amortised cost according to the effective interest rate method. A provision for impairment may be recorded when there exists an objective indication that they have been impaired.

Available-for-sale securities are recognised at fair value (based on the stock market price when available). Unrealised gains and losses, corresponding to the temporary changes in the value of these assets, are recognised under equity. When the securities are sold or written down, the unrealised losses and gains previously recorded under equity are then recognised under profit or loss.

Participating interests in nonconsolidated companies are classified as available-for-sale securities. When they represent nonconsolidated minority investments in listed companies (available-for-sale securities), they are measured at the fair value according to the closing price of year-end. Securities whose fair value cannot be reliably estimated are measured at cost.

Impairment

At the end of each period, the Group seeks to determine if there exists any objective indication of impairment of a financial asset or group of financial assets. For securities classified as available-for-sale, a significant (+20%) or prolonged (more than 6 months) decline in the fair value below the purchase price is considered to constitute an indication of impairment. When such an indication exists for available-for-sale financial assets, the accumulated loss (corresponding to the difference between the purchase price and the present fair value, less any impairment charges previously recognised in the income statement for this financial asset) is eliminated from equity and recognised under income.

When a loss in value is thus determined, an impairment charge is recorded in consequence. Impairment charges recognised in the income statement for available-for-sale assets may only be written back to income when the securities are sold.

2.5.9 Consumables, goods for resale and work-in-progress

These items are recorded on a distinct line under current assets and recognised either at their last purchase price or weighted average price. In addition, a provision for depreciation is recorded when the products are considered obsolete or fail to meet the Group's quality standards.
Inventory in progress and finished products are recognised at production cost that may include the cost of raw materials, direct labour and factory overheads.

2.5.10 Trade receivables and payables

Trade receivables and payables are recorded at face value. Balances denominated in foreign currencies and not hedged by forward covers are translated at the year-end exchange rate. Accounts receivable are analysed on a case-by-case basis and a provision for doubtful debts is made to cover potential collection risks.

2.5.11 Cash equivalents

Cash equivalents consist of short-term highly liquid investments that are readily convertible to cash at known amounts and subject to insignificant risk of changes in value. These investments are recognised at fair value and unrealised gains and losses recorded under net financial expense. Fair value is determined on the basis of the closing market price at year-end.

2.5.12 Taxes

Current taxes:

Current taxes are calculated according to tax rates applicable in each country.

Deferred taxes:

In accordance with IAS 12, deferred taxes are recorded to reflect potential differences between the book value of an asset or a liability and its tax value. They are calculated on the basis of the liability method. Deferred taxes are classified as non-current assets and liabilities.

Deferred tax assets are recorded only if it is probable that the company will recover them from taxable profit expected during that period. The carrying value of these assets is reassessed annually and an impairment is recorded when applicable.

Deferred taxes from the reversal of provisions on investments in consolidated companies are not recorded unless deferred tax assets have been recorded in connection with the tax losses of the subsidiary.
Deferred tax assets are not discounted.

2.5.13 Treasury shares

Treasury shares are deducted from shareholders' equity regardless of the reason for their purchase and retention and the corresponding result is eliminated in the consolidated income statement.

2.5.14 Investment grants

Investment grants are deducted from the assets in question, with the portion of the grant recorded under income as subtracted from the corresponding amortisation expense.

2.5.15 Provisions for contingencies and expenses

Provisions are recorded to meet the potential costs related to litigation and other liabilities. They are recorded when the Group has a present obligation resulting from a past operative event expected to result in an outflow of economic resources that can be reasonably estimated. Provisions for contingencies and expenses maturing within less than one year are recorded under current liabilities.

2.5.16 Provisions for retirement severance payments

In accordance with IAS 19, retirement severance and other post-employment benefits are calculated according to the projected unit credit method and take into account the related social charges.

This method takes into account factors including forecasted trends for wage increases, employee turnover, mortality rates and a discount rate.

Actuarial gains and losses resulting from changes in assumptions are recorded as income or expenses of the period.

2.5.17 Share-based payments

IFRS 2 on share-based payment covers transactions with personnel or third parties that receive shares or right to shares as consideration. At GL events its application concerns stock options and bonus shares granted to employees. As provided by this standard, only options granted after 7 November 2002 have been taken into account.
Under this standard, these plans are measured on the grant date and recognised under employee personnel expenses with a reverse entry under reserves, recorded on a straight-line basis over the period rights are vested by beneficiaries, in general two years. For the measurement of these plans, the Group uses the Black and Scholes method generally applied by the market.

2.5.18 Financial liabilities

Financial liabilities consist primarily of current and non-current borrowings and debt with credit institutions. These liabilities are initially recorded at amortised cost on the basis of actual interest rate. Directly attributable transaction costs are taken into account when applicable.

2.5.19 Financial instruments

The Group uses financial instruments to hedge risks associated with interest rate and foreign exchange fluctuations. On the inception of the transaction, the Group documents the hedge relationship between the hedging instrument and the hedged asset, the objectives concerning risks and its hedging policy. Financial instruments are recorded at fair value and subsequent gains and losses in fair value are recognised on the basis of whether or not the derivative is designated as a hedging instrument.

For cash flow hedges (cash flows relating to floating-rate debt), gains or losses are recognised in equity for the effective portion and in the income statement for the non-effective portion.
When a financial instrument does not meet the criteria for hedge accounting, gains or losses in fair value are recognised in the income statement.

2.5.20 Commitments to non-controlling shareholders

In compliance with IAS 32, put options granted by GL events to minority shareholders of fully consolidated subsidiaries are recorded as debt at fair value or the probable price for buying out the non-controlling interests. Henceforth, commitments to buy out non-controlling interests are accounted for under equity.

This liability has not been revalued because it represents a nonsignificant amount

When the fair value of financial liabilities associated with commitments to buy out minority interests cannot be determined because of the absence of sufficiently reliable forecasts or an active market, they are disclosed in note 9.5 Off-balance sheet commitments.

2.5.21 Revenue recognition

Revenue from trade shows, exhibitions and events is recognised according to the completed performance method or on the date of the opening of the event.
In the specific case of long-term projects or projects implemented over a long-term period, revenue is recognised according to the percentage-of-completion method.
For rental contracts with no defined term and for long-term rental contracts, sales are recognised on a monthly basis.
Income from the sale of capitalised rental assets is shown under net sales and the net carrying value is recorded under operating expenses.

2.5.22 Net earnings per share

Net earnings per share in the consolidated income statement correspond to net income divided by the average number of shares for each period concerned.
For the last three years, this data was as follows:
- 2008 = 17,920,819
- 2009 = 17,923,740
- 2010 = 17,923,740

2.5.23 Fully diluted earnings per share

Fully diluted earnings per share are restated to show the impact of all dilutive instruments (stock options and bonus shares, allocated or remaining to be allocated).
For the last three years, this data was as follows:
- 2008 = 18,173,241
- 2009 = 18,061,490(*)
- 2010 = 18,106,615(*)

(*) If all financial instruments outstanding were exercised, the potential dilution would represent 0.1% of the share capital at 31 December 2010.

2.5.24 Consolidated cash flows

The consolidated cash flow statement has been presented in compliance with IFRS 1 and includes notably the following rules:

- Gains and losses on disposal of fixed assets are presented net of tax;
- Depreciation of current assets are presented under changes in cash flows in connection with current assets;
- Net cash flows from the acquisition and disposal of subsidiaries correspond to the purchase price less the outstanding amount not yet paid and net available cash and cash equivalents (or increased by current borrowings) on the acquisition date. The same approach is applied for disposals;
- Cash and cash equivalents at the beginning of the year and at year-end correspond to net cash (Cash in bank and near cash, marketable securities) minus current borrowings (short-term bank loans and overdrafts, Dailly law receivables less bills of exchange discounted before maturity). These items do not include current account advances to non-consolidated companies.

NOTE 3 SCOPE OF CONSOLIDATION

Subsidiaries	Location of registration or corporation	Company trade registration number	Controlling interest (%)		Ownership interest (%)		
			2010	2009	2010	2009	
Parent company							
GL events	Brignais	351 571 757					
French subsidiaries							
Agor [1]	Clichy	394 786 461		100.00		100.00	FC
Altitude Expo	Mitry Mory	379 621 220	100.00	100.00	100.00	100.00	FC
Alice Evénements	Brignais	518 247 283	100.00	100.00	100.00	100.00	FC
Auvergne Evénements	Cournon d'Auvergne	449 076 900	52.00	52.00	52.00	52.00	FC
Auvergne Evénements Spectacles	Cournon d'Auvergne	449 077 767	100.00	100.00	52.00	52.00	FC
Cee	Paris	393 255 765	100.00	100.00	100.00	100.00	FC
Chorus	Vannes	414 583 039	100.00	100.00	100.00	100.00	FC
Décorama	Ivry sur Seine	612 036 996	100.00	100.00	100.00	100.00	FC
Esprit Public	Lyon	384 121 125	100.00	100.00	100.00	100.00	FC
Expo Indus [1]	Paris	501 781 595		100.00		100.00	FC
Fabric Expo	Mitry Mory	379 666 449	100.00	100.00	100.00	100.00	FC
GL events Audiovisual	Brignais	317 613 180	100.00	100.00	100.00	100.00	FC
GL events Campus	Brignais	509 647 251	100.00	100.00	100.00	100.00	FC
GL events Cité Centre de Congrès Lyon	Lyon	493 387 963	100.00	100.00	100.00	100.00	FC
GL events Exhibitions [1]	Chassieu	380 552 976	95.00	95.00	97.31	97.31	FC
GL events Management	Brignais	495 014 524	100.00	100.00	100.00	100.00	FC
GL events Parc expo Metz Métropole	Metz	493 152 318	100.00	100.00	100.00	100.00	FC
GL events Scarabée	Roanne	499 138 238	90.00	90.00	90.00	90.00	FC
GL events Services	Brignais	378 932 354	100.00	100.00	100.00	100.00	FC
GL events SI	Brignais	480 214 766	100.00	100.00	100.00	100.00	FC
GL events Support	Brignais	480 086 768	100.00	100.00	100.00	100.00	FC
GL Mobilier	Brignais	612 000 877	100.00	100.00	100.00	100.00	FC
Hall Expo	Brignais	334 039 633	100.00	100.00	100.00	100.00	FC
International Standing France	Basse-Goulaine	342 784 873	100.00	100.00	100.00	100.00	FC
Kobé	Lyon	382 950 921	100.00	100.00	100.00	100.00	FC
Market Place	Boulogne	780 153 862	89.98	89.98	89.98	89.98	FC
Menuiserie Expo	Brignais	353 672 835	100.00	100.00	100.00	100.00	FC
Mont Expo	Brignais	342 071 461	100.00	100.00	100.00	100.00	FC
Norexpo [1]	Villeneuve d'Ascq	457 510 089		98.79		96.14	FC
Ovation + [4]	Marseille	444 620 074	89.98		89.98		FC
Package	Lyon	401 105 069	100.00	100.00	100.00	100.00	FC
Performance Organisation Communication [1]	Brest	421 100 439		100.00		97.31	FC
Polygone Vert	Brignais	320 815 236	100.00	100.00	100.00	100.00	FC
Première Vision [3]	Lyon	403 131 956	49.00	24.50	49.00	24.50	FC
Profil	Lyon	378 869 846	100.00	100.00	100.00	100.00	FC
Ranno Entreprise	Chilly Mazarin	391 306 065	100.00	100.00	100.00	100.00	FC
Sté exploit. de l'Acropolis de Nice	Nice	493 387 997	100.00	100.00	100.00	100.00	FC
Sté exploit. Centre Congrès Pierre Baudis	Toulouse	444 836 092	100.00	100.00	100.00	100.00	FC
Sté exploit. Centre Congrès St-Etienne	Saint Etienne	488 224 718	100.00	100.00	100.00	100.00	FC
Sté exploit. Hôtel Salomon de Rothschild [4]	Paris	495 391 641	50.00		50.00		EM
Sté exploit. Palais Brongniart [4]	Paris	518 805 809	100.00		100.00		FC
Sté exploit. Palais de la Mutualité	Paris	517 468 138	100.00	100.00	100.00	100.00	FC
Sté exploit. Parc des Expositions de Troyes	Troyes	510 029 648	90.00	100.00	90.00	100.00	FC
Sté exploit. d'Amiens Mégacité	Amiens	518 869 011	100.00	100.00	100.00	100.00	FC
Sté exploit. Château de Saint-Priest	Brignais	453 100 562	100.00	100.00	100.00	100.00	FC
Sté exploit. de Parcs d'Exposition	Paris	398 162 263	100.00	100.00	100.00	100.00	FC
Sté exploit. Polydome Clermont-Ferrand	Clermont-Ferrand	488 252 347	100.00	100.00	100.00	100.00	FC
Secil	Lyon	378 347 470	100.00	100.00	100.00	100.00	FC
Sepel [2]	Chassieu	954 502 357	46.25	46.25	46.25	46.25	FC
Sign'Expo	Brignais	492 842 349	100.00	100.00	100.00	100.00	FC
Sodes	Paris	389 988 700	60.00	49.00	60.00	49.00	FC
Spaciotempo	Flixecourt	380 344 226	100.00	100.00	100.00	100.00	FC
Toulouse Expo	Toulouse	580 803 880	90.23	88.31	90.23	88.31	FC
Vachon	Gentilly	343 001 772	85.00	85.00	85.00	85.00	FC

Subsidiaries	Location of registration or corporation	Company trade registration number	Controlling interest (%)		Ownership interest (%)		
			2010	2009	2010	2009	
Foreign subsidiaries							
Aedita Latina	Rio de Janeiro	N/A	100.00	100.00	87.50	75.00	FC
CCIB Catering	Barcelona	N/A	40.00	40.00	32.00	32.00	EM
Eastern Exhibition Services	Virgin Islands	N/A	100.00	100.00	100.00	100.00	FC
Fagga Promoçao de eventos	Rio de Janeiro	N/A	87.50	75.00	87.50	75.00	FC
Générale Location Canada	Montreal	N/A	100.00	100.00	100.00	100.00	FC
Générale Location España (5)	Barcelona	N/A		100.00		100.00	FC
GL events Asia	Hong Kong	N/A	100.00	100.00	100.00	100.00	FC
GL events Algérie	Alger	N/A	100.00	100.00	100.00	100.00	FC
GL events Belgium	Brussels	N/A	100.00	100.00	100.00	100.00	FC
GL events Brussels	Brussels	N/A	85.00	85.00	85.00	85.00	FC
GL events CCIB	Barcelona	N/A	80.00	80.00	80.00	80.00	FC
GL events Centro de Convençoes	Rio de Janeiro	N/A	100.00	100.00	87.50	75.00	FC
GL events Estaçao Centro de Convençoes	Curitiba	N/A	100.00	100.00	87.50	75.00	FC
GL events Exhibitions Shanghai	Shanghai	N/A	93.10	93.10	93.10	93.10	FC
GL events Hong Kong	Hong Kong	N/A	85.00	85.00	85.00	85.00	FC
GL events Hungaria Rt	Budapest	N/A	100.00	100.00	100.00	100.00	FC
GL events Italie	Bologna	N/A	100.00	100.00	100.00	100.00	FC
GL events Macau	Macau	N/A	99.00	99.00	99.00	99.00	FC
GL events Portugal	Lisbon	N/A	85.71	85.71	85.71	85.71	FC
GL events PVT (4)	New Delhi	N/A	100.00		100.00		FC
GL events Suisse	Satigny	N/A	85.00	85.00	85.00	85.00	FC
GL events Turquie	Istanbul	N/A	100.00	79.00	100.00	79.00	FC
GL events USA	New York	N/A	100.00	100.00	100.00	100.00	FC
GL Furniture (Asia)	Hong Kong	N/A	60.00	60.00	60.00	60.00	FC
GL Litmus Events (4)	New Delhi	N/A	70.00		70.00		FC
GL Middle East	Dubaï Jebel Ali	N/A	100.00	100.00	100.00	100.00	FC
GL events Oasys Consortium	Johannesburg	N/A	80.14	80.14	80.14	80.14	FC
Oasys Innovations	Johannesburg	N/A	50.34	50.34	50.34	50.34	FC
Hungexpo	Budapest	N/A	100.00	100.00	100.00	100.00	FC
New Affinity and its subsidiaries (4)	Brussels	N/A	100.00		100.00		FC
Owen Brown	Derby	N/A	100.00	100.00	100.00	100.00	FC
Padova Fiere	Padua	N/A	80.00	80.00	80.00	80.00	FC
Sodes Inc.	New-York	N/A	60.00	49.00	60.00	49.00	FC
Spaciotempo Arquitecturas Efimeras	Barcelona	N/A	100.00	100.00	100.00	100.00	FC
Spaciotempo UK	Uttoxeter	N/A	100.00	100.00	100.00	100.00	FC
Top Gourmet (4)	Rio de Janeiro	N/A	87.49		87.49		FC
Traiteur Loriers	Brussels	N/A	95.54	51.00	95.54	51.00	FC
Traiteur Loriers Luxembourg	Brussels	N/A	70.00		66.88		FC
World Forum	The Hague	N/A	95.00	95.00	95.00	95.00	FC

(1) Agor, Expo Indus, Norexpo and Performance were combined through a simplified merger with Sepelcom that was renamed GL events Exhibitions.
(2) Sepel, 46.25%-held and over which GL events exercises financial and operational control, is fully consolidated.
(3) Première Vision, 49%-held and over which GL events exercises financial and operational control, is fully consolidated.
(4) Consolidated for the first time in 2010
(5) Deconsolidated in 2010
EM: Equity-accounting method
FC: Full consolidation

The following companies were consolidated for the first time or deconsolidated in 2010:

Subsidiaries	Date of consolidation or deconsolidation
• Ovation +	• Acquired on 1 January 2010
• Sté exploitation Hôtel Salomon de Rothschild	• Accounted for using the equity method on 1 July 2010
• Sté exploitation Palais Brongniart	• Consolidated for first time on 1 July 2010
• GL events PVT	• Created on 1 July 2010
• GL Litmus events	• Created on 1 July 2010
• New Affinity	• Acquired on 1 July 2010
• Top Gourmet	• Acquired on 1 January 2010
• Première Vision	• Acquisition on 17 December 2010 of an additional 24.5% stake

Because the above items do not have a material impact on the consolidated financial statements, no pro forma information is provided.

NOTE 4 SEGMENT REPORTING

REVENUE

(€ thousands)	31/12/10	31/12/09	Change N / N-1	Change N / N-1 (%)
Events services	343,359	256,432	86,927	33.9%
% of total sales	47.2%	44.1%		
Venue and event management	383,832	324,948	58,884	18.1%
% of total sales	52,8%	55,9%		
TOTAL GROUP	**727,192**	**581,380**	**145,811**	**25.1%**

OPERATING PROFIT

(€ thousands)	31/12/10	31/12/09
Events services	27,641	18,482
Venue management and events	21,110	26,994
TOTAL GROUP	**48,751**	**45,476**

OTHER SEGMENT INFORMATION

EVENT SERVICES

(€ thousands)	31/12/10	31/12/09
Investments	29,582	15,801
Allowances and reversals of depreciation and amortisation	17,811	16,310

VENUE MANAGEMENT AND EVENTS

(€ thousands)	31/12/10	31/12/09
Investments	12,858	21,174
Allowances and reversals of depreciation and amortisation	7,398	10,094

GOODWILL

Goodwill is presented below by sector of activity in Note 5.1.

NOTE 5 BALANCE SHEET INFORMATION

5.1 INTANGIBLE ASSETS

(€ thousands)	31/12/09	Increase	Decrease	Translation adjustments	Changes in Group structure & reclassifications	31/12/10
Intangible fixed assets						
Goodwill - Services	74,352			724	9,446	84,522
Goodwill - Venue management and events	306,463	755	(3,672)	480	21,353	325,379
Goodwill	**380,815**	**755**	**(3,672)**	**1,204**	**30,799**	**409,902**
Other intangible assets	65,035	2,648	(74)	4,548	1,322	73,478
Amortisation	(18,555)	(3,696)	52	(318)	(451)	(22,968)
Net value of other intangible assets	**46,479**	**(1,048)**	**(22)**	**4,230**	**871**	**50,511**
Intangible fixed assets	**427,294**	**(293)**	**(3,694)**	**5,434**	**31,670**	**460,413**

The impact of changes in Group structure on goodwill reflects mainly the first time consolidation of Première Vision and New Affinity. The valuation of goodwill on initial consolidation of these business combinations is not definitive and may result in additional allocations within twelve months following the acquisition date.

Goodwill has been tested for impairment in accordance with IAS 36 – *Impairment of assets,* by applying the discounted cash flow method at the level of cash generating units as described in note 2.5.5 Impairment of assets.

The perpetuity growth rate, risk-free rate and average cost of debt after tax used to estimate the recoverable value are respectively 1.7%, 3.5% (EUROSWAP 10 years) and 3.21%.
The market risk premium applied (source: "Financial Professional database" at 31 December 2010) is 6% with a beta coefficient of 100% for services and 92% for venue management and events.
The discount rate (WACC) used to take into account these figures is 9.44% for the Services CGU and 7.28% for the Venue Management and Events CGU.

No impairment charges were recorded following these tests.

Sensitivity tests were performed on the main components i.e. the discount rate and the perpetuity growth rate.
The following table presents the results of these simulations by indicating the variances between the recoverable value and the carrying value of the assets for the two Group CGUs:

(€ thousands)	Services		Venue management and events	
Sensitivity of the discount rate	**+1%**	**-1%**	**1%**	**-1%**
Variances between the recoverable value and the carrying value of assets	18,502	65,739	41,273	173,401
Sensitivity of the perpetuity growth rate	**+0.5%**	**-0.5%**	**+0.5%**	**-0.5%**
Variances between the recoverable value and the carrying value of assets	47,322	31,691	124,214	73,449

These sensitivity tests do not provide grounds for calling into question the net values retained.

5.2 Property, plant and equipment (excluding rental assets)

(€ thousands)	31/12/09	Increase	Decrease	Translation adjustments	Changes in Group structure & reclassifications	31/12/10
Land	310			4		314
Buildings	21,090	1,084	(196)	2	2,767	24,746
Cost	**21,400**	**1,084**	**(196)**	**6**	**2,767**	**25,061**
Accumulated depreciation and provisions	**(7,502)**	**(1,654)**	**61**		**(677)**	**(9,772)**
Land and buildings - Net	**13,898**	**(570)**	**(135)**	**6**	**2,090**	**15,290**

(€ thousands)	31/12/09	Increase	Decrease	Translation adjustments	Changes in Group structure & reclassifications	31/12/10
Installations, machinery and equipment	23,969	3,913	(814)	2,042	5,022	34,132
Other PPE	47,013	3,836	(587)	426	3,557	54,244
Other PPE/capital leases	**1,448**	**227**				**1,675**
PPE under construction	**1,919**	**6,169**	**(1,956)**	**(12)**		**6,121**
Cost	**74,350**	**14,145**	**(3,357)**	**2,456**	**8,579**	**96,171**
Installations, machinery and equipment	(12,972)	(2,301)	1,025	(557)	(4,288)	(19,093)
Other PPE	(29,886)	(4,315)	517	(117)	(3,156)	(36,958)
Other PPE/capital leases	(1,095)	(208)				(1,302)
Accumulated depreciation and provisions	**(43,952)**	**(6,824)**	**1,542**	**(674)**	**(7,445)**	**(57,353)**
Other property, plant and equipment	**30,398**	**7,321**	**(1,815)**	**1,781**	**1,135**	**38,818**

5.3 Rental assets

(€ thousands)	31/12/09	Increase	Decrease	Translation adjustments	Changes in Group structure & reclassifications	31/12/10
Capitalised rental assets	121,575	25,531	(11,026)	1,055	5	137,140
Rental equipment/capital leases	1,157					1,157
Rental equipment inventories	9,678	534	(637)	5	(51)	9,530
Cost	**132,411**	**26,065**	**(11,663)**	**1,060**	**(46)**	**147,827**
Depr. capitalised rental assets	(76,219)	(14,531)	8,417	(525)	(1)	(82,860)
Depr. rental equipment / capital leases	(1,157)					(1,157)
Depr. and prov. rental inventories	(3,238)	(294)	197	(1)	135	(3,201)
Accumulated depreciation and provisions	**(80,614)**	**(14,825)**	**8,613**	**(526)**	**133**	**(87,219)**
Net rental assets	**51,797**	**11,240**	**(3,050)**	**534**	**87**	**60,608**

5.4 Financial and other non-current assets

(€ thousands)	31/12/09	Increase	Decrease	Translation adjustments	Changes in Group structure & reclassifications	31/12/10
Available-for-sale securities	30,662	3,655	(1,090)	(11)	3,976	37,192
Loans and receivables	19,188	4,069	(261)	(106)	139	23,029
Impairment charges	(3,096)	(69)			(9)	(3,174)
Financial and other non-current assets	**46,754**	**7,655**	**(1,351)**	**(117)**	**4,106**	**57,047**

5.5 INVESTMENTS IN ASSOCIATES

Changes in investments in associates were as follows:

(€ thousands)	2010	2009
Value of securities at opening	11,109	11,277
Change in structure	(11,292)	
Dividends	(509)	(904)
Share of income in associates	1,086	736
Investments in associates	**394**	**11,109**

In 2010, changes in the Group structure reflect the full consolidation of Première Vision following the acquisition of an additional 24.5% stake on 17 December 2010.

2010 financial aggregates of equity-accounted investments:

(€ thousands)	CCIB Catering SRL	SE Hôtel S.Rothschild
Non-current assets	259	15,727
Current assets	2,238	5,254
Total assets	**2,497**	**20,981**
Shareholder' equity	1,216	3,753
Liabilities	1,281	17,228
Total shareholders' equity and liabilities	**2,497**	**20,981**
Revenue	**5,399**	**1,759**
Net income	**1,062**	**(285)**

5.6 INVENTORIES & WORK IN PROGRESS

(€ thousands)	31/12/10	31/12/09
Consumables	6,629	4,792
Work-in-progress	5,425	4,781
Trade goods	1,939	1,371
Gross	**13,993**	**10,944**
Impairment charges	(571)	(642)
Inventories & work in progress	**13,422**	**10,302**

5.7 Trade receivables

(€ thousands)	31/12/10	31/12/09
Trade receivables	164,762	133,667
Impairment charges	(9,171)	(8,472)
Net trade receivables	**155,591**	**125,195**

Trade receivables have maturities of less than one year.

5.8 Other receivables

(€ thousands)	31/12/10	31/12/09
Advances and down payments on outstanding orders	8,367	1,560
Social security receivables	992	1,031
Tax receivables	26,263	32,444
Current-account advances to non-consolidated companies	10,033	3,147
Other trade receivables and equivalent	11,409	9,789
Deferred charges	20,785	17,239
Provisions for current accounts	(591)	(615)
Provisions for other receivables	(326)	(26)
Other receivables	**76,932**	**64,569**

All other receivables have maturities of less than one year.

5.9 Deferred taxes

Deferred tax assets and liabilities by nature break down as follows:

(€ thousands)	31/12/09	Changes in Group structure and fair value adjustments of financial instruments	Translation reserves	Income (expense)	31/12/10
Other depreciation differences	(1,188)		(6)	(236)	(1,430)
Loss carryforwards	6,540	140	193	1,141	8,014
Provisions	1,108			(529)	579
Retirement severance benefits	1,253	46		51	1,350
Organic fund and social housing tax	366	(1)		28	393
Employee profit sharing	648			161	809
Special excess depreciation	3			7	10
Other	(410)	(121)	(75)	566	(41)
Total	**8,319**	**64**	**112**	**1,189**	**9,684**

Group loss carryforwards not taken into account in the calculation of deferred tax totalled €2,441,000. This represents an unrecognised deferred tax of €595,000.

The breakdown between deferred tax assets and liabilities is as follows:

(€ thousands)	31/12/09	Changes in Group structure and fair value adjustments of financial instruments	Translation reserves	Income (expense)	31/12/10
Deferred tax assets	10,678	282	76	1,971	13,007
Deferred tax liabilities	(2,359)	(218)	36	(782)	(3,323)
Net deferred tax assets (liabilities)	**8,319**	**64**	**112**	**1,189**	**9,684**

5.10 Cash and cash equivalents and marketable securities

(€ thousands)	31/12/10	31/12/09
Marketable securities	58,479	104,948
Cash in bank and near cash	62,495	44,338
Net cash	**120,974**	**149,286**

The fair value of marketable securities 31 December 2010 was €58,479,000.
These liquid assets are invested in risk-free products such as money market funds, certificates of deposit or time deposit accounts.

5.11 Shareholders' equity

5.11.1 Capital stock

Capital stock

GL events shares are traded on NYSE Euronext Paris- Compartment B (Mid Caps).

The share capital at 31 December 2010 was €71,694,960, divided by 17,923,740 shares at €4 per share.
No options were exercised in fiscal 2010.

Securities giving access to the capital

None

Authorised capital not issued

The extraordinary shareholders' meeting of 30 April 2010 authorised the Board of Directors to issue all types of negotiable securities conferring present or future rights to shares of the company, with the maintenance and/or cancellation of the preferential subscription right, for a maximum nominal amount of €30 million.

This authorisation was given for 26 months and expires on 30 June 2012.

The Board of Directors did not make use of this authorisation in the period under review.

Information on stock options

Stock option plan highlights:

	Plan 9 06-01	Plan 10 08-01	Plan°11 10-01
Date of the general meeting authorising the issue of stock options	19/05/2006	16/05/2008	24/04/2009
Date of the Board of Director's meeting	13/12/2006	08/12/2008	05/03/2010
Number of shares available for subscription	8,000	121,000	45,000
Of which: number to the top 10 grantees	8,000	60,000	33,000
Of which: number of shares available for subscription by the current members of the Executive Committee	--	25 000	30 000
Number of directors concerned	--	5 000	5 000
Option exercise starting date	13/12/2008	08/12/2011	05/03/2013
End of the holding period	13/12/2010	08/12/2012	05/03/2014
Deadline for exercising the options	13/12/2011	08/12/2013	05/03/2015
Subscription price (€)	32.79	12.02	16.34
Number of shares subscribed (*)	--	--	--
Remaining number of shares available for subscription	8,000	121,000	45,000

(*) At 4 March 2011, after recording the exercise of options by the Board of Directors' meeting of that date.

Information on bonus shares

Bonus share plan highlights:

	Plan 2	Plan 3
Date of the General Meeting authorising the issue of stock options	16/05/2008	24/04/2009
Date of the Board of Director's meeting	08/12/2008	05/03/2010
Number of shares available for subscription	88,700	70,675
Value on grant date	12.02	16.34
Of which: number of shares available for subscription by current members of the Executive Committee	**25,000**	**37,500**
Number of directors concerned	**5,000**	**5,000**
Of which: number to the top 10 grantees	**61,500**	**49,500**
End of vesting period	08/12/2011	08/12/2012
End of selling restrictions (holding period)	08/12/2013	08/12/2014
Number of shares exercised	--	--

Share capital ownership structure

Breakdown of ownership of GL events' share capital at year-end:

(number of shares)	31/12/10		31/12/09	
Polygone S.A.	10,147,859	56.62%	10,309,214	57.52%
Banque de Vizille	905,602	5.05%	905,602	5.05%
Corporate officers	155,587	0.87%	197,082	1.10%
Free float	6,691,144	37.46%	6,511,842	36.33%
Total share capital	**17,923,740**	**100.00%**	**17,923,740**	**100.00%**

5.11.2 Reserves and additional paid in capital

Paid in capital represent the difference between the face value of securities issued and contributions received in cash or in kind.

In 2010, changes in "Reserves and additional paid in capital" broke down as follows:

(€ thousands)	31/12/10
Opening reserves and additional paid in capital	211,522
2009 net income appropriation	25,236
Dividends	(15,871)
Impact of fair value measurement of financial instruments	1,673
Impact of Revised IAS 27	(1,190)
Cancellation of treasury shares	(844)
Stock option expenses	896
Closing reserves and additional paid in capital	**221,422**

5.11.3 Translation adjustments

Translation adjustments represent the difference between the historic exchange rates and the closing rate. At 31 December, translation adjustments represented a negative currency difference of €7,633,000.

5.11.4 Treasury shares

Within the framework of the share repurchase program renewed by the General Meeting of 30 April 2010, the following transactions were undertaken during the course of 2009:

(number of shares)	31/12/09	Acquisitions	Disposals	31/12/10
- Treasury shares	223,432	49,597		273,029
Liquidity agreement	14,292	433,552	(439,750)	8,094

The liquidity agreement with an investment services provider adheres to the conduct of business rules recognised by the French financial market authority (AMF) for market making purposes. Trading fees for the above transactions in connection with this market making agreement totalled €30,500 for 2010.

The number of treasury shares and shares acquired in connection with a liquidity agreement in the period totalled 281,123.
Treasury shares for a value of €7,502,000 have been eliminated by reverse entries recorded under shareholders' equity and income statement respectively.

5.12 PROVISIONS FOR RETIREMENT SEVERANCE PAYMENTS

The assumptions applied for the calculation of retirement severance benefits (*indemnités de fin de carrière*) that concern primarily French companies of the Group were as follows:

- Discount rate: Rate of government treasury bonds of 3.60 % for 20-year OAT TEC,
- Average rate of salary increase: 2%,
- Retirement age of 67 for all categories of personnel, taking into account changes regarding the legal retirement age
- Rate for employers social contributions of 40 %.
- The employee turnover rate calculated by age bracket

(€ thousands)	31/12/10	31/12/09	Income statement items impacted by this recognition
Opening balance	**5,638**	**4,826**	
Service costs - benefit payments	192	681	Operating profit
Finance costs	127	131	Operating profit
Expense recognised under income	**319**	**812**	
Translation adjustments		--	
Changes in Group structure and reclassifications		--	
Provisions for retirement severance payments	**5,957**	**5,638**	

This provision for retirement severance payments (*indemnités départ en retraite*) includes specific insurance policies obtained by Spaciotempo, Toulouse Expo, ISF, Agor, Sepel and GL events Exhibitions for total liabilities of €1,345,000 at 31 December 2010 and €1,191,000 at 31 December 2009.

5.13 CURRENT PROVISIONS FOR CONTINGENCIES AND EXPENSES

Provisions for contingencies and expenses break down as follows:

(€ thousands)	31/12/09	Increase	Decrease		Translation adjustments	Changes in Group structure & reclassifications	31/12/10
			Provisions used in the period	Reversal of unused provisions			
Provisions for employee-related risks	862	574	(345)	(172)			919
Provisions for tax contingencies	389	45			79	20	533
Other provisions	2,434	371	(1,159)	(561)	7	142	1,234
Total	**3,686**	**990**	**(1,504)**	**(733)**	**86**	**162**	**2,686**

5.14 LOANS AND BORROWINGS

(€ thousands)	31/12/09	Increase	Decrease	Translation adjustments	Changes in Group structure & reclassifications	31/12/09
Non-current borrowings	317,956	33,589	(68,514)	1,411	3,016	287,458
Financial instruments	5,497		(3,242)			2,255
Other financial liabilities	1,111	1,375	(225)	25	24	2,308
Non-current borrowings (1)	**324,564**	**34,963**	**(71,982)**	**1,436**	**3,040**	**292,020**
Current debt	**11,414,**	**2,188**		**338**	**192**	**14,132**
Total loans and borrowings	**335,978**	**37,152**	**(71,982)**	**1,774**	**3,231**	**306,152**
Marketable securities	(104,948)		49,709	(118)	(3,121)	(58,479)
Cash in bank and near cash	(44,338)	(9,075)		(2,630)	(6,453)	(62,495)
Net cash	**(149,286)**	**(9,075)**	**49,709**	**(2,748)**	**(9,574)**	**(120,974)**
Net debt	**186,692**	**28,077**	**(22,274)**	**(975)**	**(6,343)**	**185,178**

(1) Of which at 31 December 2010 — Non-current portion of long-term debt 188,816; Current portion of long-term debt 117,336

5.14.1 Breakdown between current and non-current debt

(€ thousands)	31/12/10	Amounts due in less than 1 year	Amounts due in more than 1 year & less than 5 years	Amounts due in more than 5 years
Non-current borrowings	287,458,	99,251	178,283	9,924
Financial instruments	2,255	1,967	288	
Other financial liabilities	2,308	1,986	293	29
Short-term bank credit lines & overdrafts	**14,132**	14,132		
Borrowings	**306,152**	**117,336**	**178,864**	**9,953**

5.14.2 Net debt by currency

(€ thousands)	Non-current borrowings	Current borrowings and short-term bank loans	Net cash	Net debt
Total euro area	**283,076**	**9,077**	**(92,750)**	**199,404**
USD			(3,111)	(3,111)
CAD			(36)	(36)
CHF			(162)	(162)
GDP			(1,830)	(1,830)
HUF		550	(273)	278
HKD			(1,710)	(1,710)
CNY			(2,903)	(2,903)
DZD			(15)	(15)
TRY			(174)	(174)
ZAR	1,595	87	(8,528)	(6,846)
INR			(2,160)	(2,160)
BRL	7,349	4,417	(7,322)	4,444
Total non-euro debt	**8,944**	**5,055**	**(28,224)**	**(14,226)**
Net debt	**292,020**	**14,132**	**(120,974)**	**185,178**

5.15 OTHER LIABILITIES

(€ thousands)	31/12/10	31/12/09
Payables on fixed assets	38	768
Current account payables	7,371	448
Other payables	21,783	20,854
Prepaid income	111,167	63,116
Other liabilities	**140,359**	**85,186**

Other liabilities have maturities of less than one year.

The increase in prepaid income reflects the impact of Venue Management and Events that by the nature of its business invoices work and services in advance. This trend may on occasion be reversed by the organisation of a major event early at the beginning or end of the following year as in the case of the SIRHA (Catering and Food Trade Exhibition) held in January 2011 on a biennial basis.

NOTE 6 INCOME STATEMENT INFORMATION

6.1 Other operating income

"Other operating income" breaks down as follows:

(€ thousands)	2010	2009
Reversals/ provisions for contingencies and expenses	2,237	1,615
Reversals/provisions for current assets	3,205	2,702
Revenue grants	1,725	1,899
Other income	2,184	2,276
Other operating income	**9,351**	**8,492**

6.2 Purchases and external charges

(€ thousands)	2010	2009
Raw materials and consumables	(37,575)	(33,151)
Subcontracting and external personnel	(230,279)	(153,593)
Equipment and property rental	(61,776)	(53,377)
Travel and entertainment expenses	(30,917)	(20,428)
Other purchases and external charges	(105,412)	(93,784)
Purchases and other external charges	**(465,959)**	**(354,333)**

6.3 Allowances for depreciation and reserves

(€ thousands)	2010	2009
Allowances for depreciation and reserves/PPE	(12,243)	(13,236)
Allowances for depreciation and reserves/rental equipment	(14,825)	(14,274)
Allowances for provisions for contingencies and expenses	(1,217)	(1,254)
Allowances for depreciation of other current assets	(3,115)	(1,777)
Allowances for depreciation and reserves	**(31,400)**	**(30,541)**

6.4 Other operating income and expenses

(€ thousands)	2010	2009
Proceeds from the disposal of securities	(709)	8,149
Losses on non-recoverable receivables	(804)	(1,900)
Other operating expenses	(4,663)	(4,478)
Other operating income and expenses	**(6,176)**	**1,771**

6.5 Net financial income (expense)

(€ thousands)	2010	2009
Proceeds from the sale of marketable securities	1,885	2,761
Other interests and similar income	1,604	1,206
Interest expense	(10,783)	(15,217)
Net interest expense	**(7,294)**	**(11,250)**
Reserves written back to income	132	59
Financial income from participating interests	556	155
Currency gains	1,158	375
Currency losses	(1,459)	(722)
Allowances for amortisation and reserves	(300)	(549)
Other financial income and expense	**88**	**(682)**
Net financial expense	**(7,206)**	**(11,932)**

6.6 Tax expense

The change in tax expenses is as follows:

(€ thousands)	2010	2009
Current tax	(13,669)	(9,413)
Deferred tax liabilities	1,189	2,797
Effective income tax expense	**(12,480)**	**(6,616)**

The tax calculation is as follows:

(€ thousands)	2010	2009
Earnings before tax	41,545	33,544
Tax rate in France excluding the 3.3% social contribution	33.33%	33.33%
Theoretical tax	**(13,847)**	**(11,180)**
Tax deducted/added back to income	1,051	2,755
Stock options and bonus shares	(58)	(100)
Differences in tax rates	(635)	(250)
3.30% social contribution	156	58
Companies benefiting from tax exemptions	714	1,782
Unrecognised tax losses/use of unrecognised tax losses from prior periods	139	319
Income tax	**(12,480)**	**(6,616)**

NOTE 7 NUMBER OF EMPLOYEES

The average number of employees of the Group breaks down as follows:

By division	2010	2009
Holdings	127	109
Services	2,049	1,962
Venue management and events	1,259	1,177
Total	**3,435**	**3,248**

By category	2010	2009
Senior executives	78	75
Managers	979	845
Supervisors	829	672
Employees	852	928
Workers	**664**	**697**
Apprentices	33	31
Total	**3,435**	**3,248**

NOTE 8 OFF-BALANCE SHEET COMMITMENTS

8.1 COMMITMENTS

Commitments by category (€ thousands)	
Commitments given	
- Short-term guarantee	
- Medium-term guarantee	1,781
-Joint security, miscellaneous guarantees	770
Commitments received	
-Joint security, miscellaneous guarantees	5,360

In compliance with the principles for the presentation of notes to the consolidated financial statements that present only Group commitments to third parties and non-consolidated companies, off-balance sheet commitments between consolidated companies are eliminated as are all intercompany transactions and balances

8.2 CONCESSION ROYALTIES AND PROPERTY LEASE PAYMENTS – NON-CANCELLABLE PORTIONS

(€ thousands)	< 1 year	1 - 5 years	> 5 years
Exhibition and convention centres	29,957	106,788	106,210
Property leases	11,110	12,476	1,277

In addition, concession agreements may provide for the payment of lease payments representing variable amounts generally based on pre-tax earnings.

8.3 PAYABLES AND RECEIVABLES GUARANTEE BY COLLATERAL

(€ thousands)	Guarantee d debts	Nature of the guarantee
- Bank guarantees	658	Pledge of financial instruments

8.4 OTHER CAPITAL COMMITMENTS

Capital investments are broken down below by the budgeted period of expenditure:

(€ thousands)	< 1 year	1 - 5 years	> 5 years
Capital commitments	2,298	11,350	1,138

8.5 COMMITMENTS TO BUY OUT NON-CONTROLLING INTERESTS:

The minority shareholder of Fagga may sell their shares to GL events beginning in November 2011. Given discussions in progress focusing on ensuring its long-term role in the company, this commitment was not recognised at 31 December 2010.

The minority shareholders of SODES may sell their shares to GL events beginning in November 2016. Because this date is still far off and given the uncertainties regarding the basis for calculating the acquisition price, this commitment was not recognised at 31 December 2010.

NOTE 9 INFORMATION ON RISK FACTORS

Foreign exchange risk

Most of GL events' purchases are in France or euro countries. As such, it is not subject to foreign exchange risk for most of its business.

As regards major international contracts, specific attention is paid to foreign exchange risk, and hedging is used on a case-by-case basis.
Foreign subsidiaries do not generate a regular flow of business that could constitute a structural risk. Expenses incurred by foreign subsidiaries are local charges, most of which are paid in the same currency as the currency of the customer's payment.

The inventory of rental equipment available to foreign subsidiaries consists of durable goods (structures, platforms, screen walls, furniture, etc.). GL events is always able to transfer them to another structure without their intrinsic value being reduced by the fluctuation of exchange rates.

However, in light of the Group's continued international expansion, assets and liabilities in foreign currency are increasing. This could consequently result in more significant translation adjustments.

(Currencies expressed in € thousands)	USD	GBP	CHF	HUF	HKD	CNY	ZAR	INR	BRL	DZD	Other currencies
Balance sheet											
. Assets in foreign currency	26,147	34,176	1,612	63,636	5,295	3,215	28,832	16,766	72,227	1,326	826
. Liabilities in foreign currency	(15,672)	(10,484)	(1,004)	(10,353)	(1,682)	(854)	(13,242)	(15,216)	(48,375)	(550)	(954)
Net position before hedging	**10,475**	**23,692**	**608**	**53,283**	**3,613**	**2,361**	**15,590**	**1,550**	**23,852**	**776**	**(128)**
Off-balance sheet											
Net position after hedging	**10,475**	**23,692**	**608**	**53,283**	**3,613**	**2,361**	**15,590**	**1,550**	**23,852**	**776**	**(128)**

Interest rate, credit and equity market risk

The management of risks related to treasury activities and foreign exchange rates is subject to strict rules defined by the Group Management. According to these rules, the Finance Department systematically pools liquid assets, positions and the management of financial instruments. Management is assured through a cash department responsible for daily monitoring of limits, positions and validation of results.

Most debt is indexed on three-month rates. On occasion, all or a portion of the variable-rate long-term debt may be hedged. Given the level of debt, market forecasts, fair value adjustments recorded at 31 December 2010 and amounts already hedged, the residual risk is considered low.

Average net floating-rate debt is presented in the table below

Characteristics of securities issued or debt contracted	Fixed/floating rate	Total debt: average net debt / 2011 (€ thousands)	Term	Recourse to hedging
- Medium-term debt indexed on 3 month Euribor	Floating rate	209,667	2010 to 2025	Partial
- Medium-term debt indexed on 1 month Euribor	Floating rate	40,000	2011	No
- Other medium-term borrowings	Fixed rate	5,502	2013	No
-Capital lease debt indexed on 1 month Euribor	Floating rate	132	2013	No
- Other debt from capital leases	Fixed rate	199	2010 and 2011	No
- Other borrowings	Floating rate	3,998	2010 to 2013	No
- Short-term bank lines & overdrafts	Floating rate	14,132	2011	Yes
Total medium-term debt (current portion)		**273,629**		

The maturity of financial assets and liabilities (average net debt) at 31 December 2010 is presented below:

Interest rate risk for average floating rate debt (€ thousands)	Balance at 31/12/10	Average net interest-bearing debt:		
Financial assets				
Financial liabilities				
- Medium-term debt indexed on 3 month Euribor	240,152	209,667	89,589	9,350
- Medium-term debt indexed on 1 month Euribor	40,000	40,000		
-Capital lease debt indexed on 1 month Euribor	163	132	59	
- Other borrowings	4,164	3,998	83	
- Short-term bank loans	14,132	14,132		
Net position before hedging	**298,610**	**267,929**	**89,731**	**9,350**
Interest rate hedges	**135,000**	**137,000**	**61,176**	**9,350**
Net position after hedging	**163,610**	**130,929**	**28,554**	

Hedging instruments are purchased for two, three or even seven years with settlement at maturity.

Average unhedged net floating-rate debt due in less than one year is €131 million or 49% of the total amount.

If the benchmark (3 month Euribor) increases 1% only the unhedged portion of non-current borrowings would be affected.

Interest rate risk on short-term bank loans is partially hedged by the aggregation of the interest rate ladder of bank account balances that offsets overdrafts by bank credit balances.
Hedging instruments implemented are effective for the period in question.

In addition, a portfolio of money market funds, certificates of deposit and time deposit accounts for an average amount in 2010 of €81 million offset part of the potential risk from an increase in money market rates.

In consequence, an increase of 1% in interest rates at 31 December 2010, based on interest rate hedges in place and the corresponding increase in the return of money market funds would result in an increase in net financial expense of €0.8 million.

The Group also holds shares in publicly traded companies whose total market value fluctuates in line with financial market trends, the valuation of the respective sectors of activity of these companies, economic and the financial data for each company. At the closing, potential changes in the fair value of these securities are recognised under Group equity until their disposal. Because the amount of these holdings is insignificant, it does not give rise to material risks.

Risks concerning bank covenants

A portion of non-current borrowings representing €238 million at year-end or 82% of total non-current borrowings are subject to compliance with ratios under bank covenants.
The medium-term Club Deal that alone accounts for 99% of non-current borrowings is subject to compliance with the following covenant ratios:

- Net debt/Equity ≤ 120%
- Net debt/ EBITDA ≤ 3

At 31 December 2010, GL events Group was in compliance with these covenants.

Liquidity risk

In addition to medium and long-term financing and finance lease agreements, the Group has negotiated through these different entities, short-term credit lines. At 31 December 2010, amounts drawn under these credit lines totalled €14,131,000. In addition, at 31 December 2010, the business operations of GL events Group had generated a net source of funds of €95 million. The liquidity risk is in consequence not significant.

NOTE 11 INFORMATION ON RELATED PARTIES

The consolidated financial statements include all companies within the scope of consolidation (cf. note 30). Polygone SA is the parent company. Related party transactions concern primarily management services invoiced by Polygone SA to GL events, where Olivier Ginon, Olivier Roux and Erick Rostagnat serve as directors for both companies, and property rental costs invoiced by Foncière Polygone to the Group, with Olivier Ginon serving as chairman, Gille Gouedard Compte and Erick Rostagnat as managing directors of this company.
There are no other pension liabilities or similar benefits in favour of current and former directors and officers. In addition, no advances or loans have been granted to directors and officers.

Summary of transactions with related parties in 2010:

Nature	Income (expenses)
General management services	(2,327)
Travel allowances and expenses, insurance	571
Property lease payments and land taxes	(12,290)
Interest on current account loans	(11)
	Balance at 31/12/10
Security deposit	*11,697*
Customer	392
Supplier	*(1,418)*
Current account	*(6,148)*

Compensation paid in 2010 to directors and officers:

(€ thousands)	Total	Fixed	Variable	Benefits in kind
Olivier Ginon (1)	315	307		8
Olivier Roux (1)	284	276		8
Erick Rostagnat	227	175	50	3
Damien Bertrand	153	97	55	2

(1) Compensation paid by Polygone SA.

NOTE 12 FEES PAID BY THE GROUP TO THE AUDITORS AND MEMBERS OF THEIR NETWORK

(in euros)	Mazars				Maza-Simoens			
	Amount		%		Amount		%	
	2010	2009	2010	2009	2010	2009	2010	2009
Auditing								
• Auditing, certification, examination of the individual and consolidated accounts								
- Issuer	107,500	105,000	19%	22%	51,250	50,000	18%	18%
- Fully consolidated subsidiaries	432,006	380,055	74%	78%	234,000	225,600	82%	82%
• Other assignments and services directly related to the mission of the statutory auditors								
- Issuer								
- Fully consolidated subsidiaries	42,730		7%					
Subtotal	582,236	485,055	100%	100%	285,250	275,600	100%	100%
Other services								
Subtotal								
TOTAL	582,236	485,055	100%	100%	285,250	275,600	100%	100%

STATUTORY AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

To the shareholders:

In accordance with the terms of our appointment as auditors by your annual general meetings, we hereby report to you for the year ended 31 December 2010 on:

- The audit of the consolidated financial statements of GL events SA as enclosed herewith,
- The justification of our assessments,
- The specific procedures and disclosures required by law.

The consolidated financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements, based on our audit.

I - OPINION ON THE CONSOLIDATED FINANCIAL STATEMENTS

We conducted our audit in accordance with professional standards applicable in France. These standards require that we plan and perform the audit to obtain reasonable assurance that the consolidated financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
In our opinion the consolidated accounts referred to above, in respect to IFRS as adopted by the European Union, give a true and fair view of the Group’s financial position, its assets and liabilities and the results of operations of companies and parties included in the scope of consolidation for the year ended.
Without calling into question the opinion expressed above, we draw your attention to note 2.1 “Basis of presentation and statement of compliance” of the consolidated financial statements on changes in accounting methods resulting from the application of new standards and interpretations for periods beginning effective 1 January 2010.

II - JUSTIFICATION OF OUR ASSESSMENTS

Pursuant to the provisions of article L.823-9 of the French Commercial Code defining our obligation to explain our assessments, we draw your attention to the following:

Impairment of intangible assets

The company systematically performs impairment tests at year-end for goodwill and indefinite life intangible assets whenever there exists an indicator of a long-term impairment in the value of assets, according to the procedures described in note "2.5.5 – Impairment of assets" of the financial statements. We have examined the methods applied for performing these impairment tests, the estimations concerning future cash flows and assumptions used and ensured that the appropriate information is provided in note "2.5.5 – Impairment of assets".
Our assessments on these matters are part of our audit approach regarding the consolidated financial statements taken as a whole and contribute to the formation of our unqualified audit opinion expressed in the first part of this report.

III – SPECIFIC PROCEDURES

We have also reviewed in accordance with French professional standards the information provided in the Group management report.

We have nothing to report with respect to the fair presentation of such information and its consistency with the consolidated financial statements.

Lyon and Villeurbanne, 7 April 2011

The Statutory Auditors
[French orginal signed by]

Maza Simoens
Michel Maza

Mazars
Christine Dubus

BALANCE SHEET – ASSETS

(€ thousands)	Notes	31/12/10 Cost	31/12/10 Depreciation, amortisation, provisions	31/12/10 Net	31/12/09 Net
Intangible fixed assets	2.2 and 3.1	13,926	(85)	13,841	13,853
Property, plant and equipment	2.3 and 3.1	2,721	(1,099)	1,622	1,690
Participating interests	2.4 and 3.2	486,212	(4,205)	482,007	460,211
Receivables from interests	2.6 and 3.2	61,485	(1,445)	60,040	47,015
Other financial assets	3.2	29,994	(2,648)	27,346	21,046
NON-CURRENT ASSETS		**594,338**	**(9,482)**	**584,856**	**543,815**
Inventories					
Advances and downpayments on outstanding orders					
Trade receivables and similar accounts	2.5 and 3.3	10,876		10,876	8,605
Other receivables	2.5 and 3.4	6,894	(326)	6,568	9,038
CURRENT ASSETS		**17,770**	**(326)**	**17,444**	**17,643**
Marketable securities	3.7	54,513	(2,528)	51,986	98,373
Cash in bank and near cash	3.7	2,064		2,064	1,396
CASH AND CASH EQUIVALENTS		**56,577**	**(2,528)**	**54,050**	**99,769**
Accruals	**3.8**	**1,022**		**1,022**	**943**
TOTAL ASSETS		**669,708**	**(12,336)**	**657,372**	**662,170**

BALANCE SHEET – SHAREHOLDERS' EQUITY AND LIABILITIES

(€ thousands)	Notes	31/12/10	31/12/09
Capital stock	3.9	71,695	71,695
Additional paid-in capital	3.9	122,347	122,347
Legal reserve	3.9	5,959	5,144
Other reserves	3.9	17,366	17,762
Net income for the period		**10,639**	**16,295**
Special excess depreciation	**2.4**	**2,553**	**1,855**
SHAREHOLDER' EQUITY		**230,559**	**235,098**
PROVISIONS FOR CONTINGENCIES AND EXPENSES	2.7 and 3.10	**1,744**	**1,847**
Borrowings	3.11 and 3.12	**402,614**	**415,182**
Trade payables and equivalent	2.5 and 3.12	5,641	6,181
Tax and employee-related liabilities	2.5 and 3.12	4,666	1,692
Other liabilities	2.5 and 3.12	12,144	2,170
CURRENT LIABILITIES		**425,066**	**425,225**
Accruals		**4**	
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		**657,372**	**662,170**

INCOME STATEMENT

(€ thousands)	Notes	31/12/10	31/12/09
Sales	2.9	24,181	20,788
Other revenue from ordinary activities		1	
Reversals of provisions, expense reclassifications		178	7
Operating income	4.1	**24,361**	**20,795**
Raw materials and consumables			
External charges		(24,587)	(20,305)
Taxes and similar payments		(230)	(304)
Staff costs	5	(1,991)	(2,823)
Allowances for depreciation and reserves		(556)	(341)
Other operating expenses		(641)	(102)
Operating expenses		**28,006**	**(23,875)**
OPERATING PROFIT (LOSS)		**(3,644)**	**(3,080)**
Financial income		28,961	34,524
Financial expenses		(16,695)	(20,581)
Net financial expense	4.3	**12,267**	**13,943**
CURRENT INCOME BEFORE TAXES		**8,621**	**10,863**
Extraordinary income		268	1,081
Extraordinary expenses		(1,903)	(2,842)
EXTRAORDINARY PROFIT (LOSS)	2.10 and 4.4	**(1,634)**	**(1,761)**
Income tax	2.13 and 4.5	3,651	7,193
NET INCOME		**10,639**	**16,295**

NOTES TO GL EVENTS' PARENT COMPANY FINANCIAL STATEMENTS OF 31 DECEMBER 2010

NOTE 1 SIGNIFICANT EVENTS

In 2010, GL events acquired 10.62% of Public System.

NOTE 2 ACCOUNTING POLICIES

2.1 GENERAL ACCOUNTING PRINCIPLES

The parent company financial statements have been prepared with the objective of providing a true and fair view in accordance with the general principles of conservatism and fair presentation, and notably going concern, consistency of presentation, the time period concept, and French generally accepted accounting principles ("*Plan Comptable Général 1999*") for the presentation of financial statements.

For the recognition and measurement of balance sheet items, the historical cost method has been applied.

2.2 INTANGIBLE ASSETS

Intangible assets are recognised at cost. They consist primarily of software depreciated over their useful lives of one to three years.
Allowances for amortisation are recognised under operating income.

2.3 PROPERTY, PLANT AND EQUIPMENT

Tangible fixed assets are recognised at cost. They are subject to depreciation plans determined according to the straight-line method, the duration and their probable useful lives.

The depreciation periods generally retained are as follows:

	Duration
Fixtures and fittings	10 years
Transport equipment	3 to 4 years
Office furniture and equipment	4 to 5 years

Allowances for depreciation are recognised under operating income.

2.4 PARTICIPATING INTERESTS AND OTHER FIXED SECURITIES (*TITRES IMMOBILISÉS DE L'ACTIVITÉ DE PORTEFEUILLE* OR TIAP)

Participating interests are recognised at their cost price.
Acquisition costs of shares are included in the cost price. A special straight-line depreciation is applied for the expenses to qualify for tax deductions.

A provision for impairment is recorded when value in use of the shares is estimated to be lower than the carrying amount. The value in use of companies on consolidation is determined on the basis of the restated consolidated value corresponding to the net present value of future cash flows. Value in use of non-consolidated companies is determined by taking into account the share in equity, restated, as applicable, to reflect the growth and earnings prospects. Post-closing adjustments are taken into account when they can be reliably estimated.

Fixed securities of the investment portfolio are recognised at cost. A provision for impairment is recorded when the cost price is lower than the carrying value. The carrying value corresponds to the average monthly price for listed companies or their estimated trading value for securities not publicly traded.

2.5 Trade receivables and payables

Trade receivables are measured on a case-by-case basis. A provision for impairment is recorded in consequence based on the specific risks incurred.

Receivables and payables in foreign currencies are translated on the basis of year-end exchange rates. Resulting currency gains and losses are recorded in the balance sheet under assets or liabilities in translation adjustments. A provision is recorded to cover unrealised currency losses.

2.6 Receivables and payables of subsidiaries and participating interests

Trade receivables and payables are recorded under current assets or liabilities. Upon term, and in accordance with a Group cash pool agreement, these receivables and payables are reclassified under partners/associates - current accounts in assets or liabilities. Upon reimbursement, when applicable, the corresponding amounts are in consequence deducted from these same current accounts.

Current account advances of a financial nature on inception are recognised directly in the same current accounts.

These current accounts, whether under assets or liabilities, concern maturities of less than one year. However, given the long-term nature of some of these current accounts, it has been decided, by convention, that all partners/associates-current accounts representing assets shall be presented under the heading receivables from interests, and those representing liabilities aggregated under borrowings.

2.7 Provisions for contingencies and expenses

Provisions are recorded to meet the potential costs related to litigation and other liabilities.

2.8 Requirement severance benefits

Costs associated with severance benefits payable on retirement are incurred, in accordance with the option allowed for under applicable laws, in the year of retirement. This obligation is determined according to the projected unit credit method based on actuarial assumptions retained. The estimated amount of these obligations is disclosed in note 6.

2.9 Revenue

The primary activity of GL events is the acquisition of shareholdings in all companies, French or foreign joint ventures.
In exchange for services provided to its subsidiaries, GL events invoices these companies in which it exercises control. These fees represent the primary source of its revenue.

2.10 Extraordinary expenses and income

Extraordinary expenses and income recorded under this heading comply with French accounting standards (*Plan Comptable Général*). The debt waivers that GL events may grant one or more other subsidiaries in a given period constitute non-recurring items and are consequently recognised under this heading.

2.11 Marketable securities

Marketable securities are recognised at cost. A provision for impairment is recorded when the cost price is lower than the carrying value. The carrying value corresponds to the average monthly price for listed companies or their estimated trading value for securities not publicly traded.

2.12 Financial instruments

Financial instruments used by the company consisting of tunnel type derivatives, both zero-premium or with premium payment, are used exclusively for hedging purposes. The hedge accounting method applied symmetrically recognises the offsetting effects on net profit or loss of changes in the values of the hedging instrument and the related item being hedged.

2.13 Income tax

A French tax group headed by GL events includes the following companies:

GL events	GL events Management	SECIL
Agor	Hall Expo	SEPE Parc Floral
Alice Evénements	ISF	SE Centre Congrès Amiens
Altitude	Kobe	SE Centre Congrès Saint Etienne
Chorus	Menuiserie Expo	SE Centre Congrès Pierre Baudis
Décorama	Mont Expo	SE Château de St Priest
Esprit Public	Package	SE. Palais Brongniart
Fabric Expo	Performance	SE Polydome Clermont-Ferrand
GL events Audiovisual	Polygone Vert	Spaciotempo
GL events Cité centre de Congrès Lyon	Profil	Norexpo
GL events Parc Expo Metz Métropole	Ranno Entreprise	Package
GL events Services	Sepelcom	Sign'Expo
GL events Mobilier	SE Acropolis de Nice	

Subsidiaries recognise their corporate income tax as if taxed separately. The company heading the tax group records under tax expenses, the gain or loss resulting from the difference between the total tax charge payable by the companies and the tax payable by the tax group.
The resulting tax savings are definitively acquired by the parent company.

NOTE 3 BALANCE SHEET INFORMATION

3.1 Intangible assets and property, plant and equipment

(€ thousands)	31/12/09	Increase	Decrease	Other changes	31/12/10
Software	137				137
Accumulated amortisation	(73)	(12)			(85)
Goodwill	**13,789**				**13,789**
Net intangible fixed assets	**13,853**	**(12)**			**13,841**
Property, plant, equipment	2,587	150	(66)		2,671
Accumulated depreciation	(897)	(252)	50		(1,099)
Assets under construction		50			50
Net tangible fixed assets	**1,690**	**(52)**	**(16)**		**1,622**

Goodwill of €13,789,000 represents the difference between the book value of the holding in the receiving company and the transfer value of the net assets received (*mali technique*) arising from with simplified merger with Agor Holding entailing the transfer of all assets and liabilities.

3.2 Financial assets

(€ thousands)	31/12/09	Increase	Decrease	Other changes	31/12/10
Participating interests	458,941	20,253	(867)	50	478,474
Provisions for impairment of investments	(3,567)	(1,505)	867		(4,205)
Other fixed securities	4,837	3,048		(50)	7,395
Net fixed securities	**460,211**	**21,796**			**482,007**
Receivables from interest	50,163	11,322			61,485
Impairment of receivables	(3,148)		1,703		(1,445)
Net receivables	**47,015**	**11,322**	**1,703**		**60,040**
Loans	17,348	2,481			19,829
Provisions for loans	**(798)**				**(798)**
Other securities	**6,122**	**3,229**			**9,351**
Deposits and guarantees	**223**	**591**			**814**
Provisions for other financial assets	(1,850)				(1,850)
Other financial assets	**21,046**	**6,300**			**27,346**
Net financial assets	**528,271**	**39,418**	**1,703**		**569,393**

A detailed presentation of participating interests and receivables from interest is presented under subsidiaries and associates in note 11.

Note 3.3 Trade receivables and sub-accounts

Trade receivables and sub-accounts totalled €10,876,000 of which €1,659,000 represented receivables from non-group companies. All trade receivables have maturities of less than one year.

3.4 Other receivables

All receivables in this category have a maturity of less than one year. None are represented by commercial paper.

3.5 Cash and cash equivalents and marketable securities

(€ thousands)	31/12/10	31/12/09
Marketable securities	54,514	100,094
Provision for impairment	(2,528)	(1,721)
Net value of marketable securities	**51,986**	**98,373**
Cash in bank and near cash	2,064	1,396
Net total	**54,050**	**99,769**

3.6 ACCRUALS – ASSETS

(€ thousands)	31/12/10	31/12/09
Deferred charges	628	415
Bond issuance costs to be amortised over several periods	297	369
Unrealised losses on foreign exchange	97	159
Accruals	**1,022**	**943**

3.7 - STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

(€ thousands except shares in thousands)	*Number of shares*	Capital stock	Additional paid-in capital	Legal reserve	Other reserves & retained earnings	Net income for the period	Special excess depreciation	Total
Equity at 31/12/2009	***17,924***	**71,695**	**122,347**	**5,144**	**17,762**	**16,295**	**1,855**	**235,098**
Exercise of stock options								
Capital increase								
2009 net income appropriation				815	15,480	(16,295)		
Distribution of dividends					(15,875)			**(15,875)**
2010 net profit						**10,639**		**10,639**
Special excess depreciation							698	**698**
Equity at 31/12/2010	***17,924***	**71,695**	**122,347**	**5,959**	**17,366**	**10,639**	**2,553**	**230,559**

Breakdown of ownership of GL events' share capital at year-end:

(number of shares)	31/12/10		31/12/09	
Polygone S.A.	10,147,859	56.62%	10,309,214	57.52%
Banque de Vizille	905,602	5.05%	905,602	5.05%
Corporate officers	155,587	0.87%	197,082	1.10%
Free float	6,691,144	37.46%	6,511,842	36.33%
Total share capital	**17,923,740**	**100.00%**	**17,923,740**	**100.00%**

The share capital at 31 December 2010 was €71,694,960, divided by 17,923,740 shares at €4 per share.

3.8 Provisions for contingencies and expenses

(€ thousands)	31/12/09	Increase	Decrease: Provisions used in the period	Decrease: Reversal of unused provisions	Other changes	31/12/10
Contingencies for subsidiaries	142					142
Provision for currency losses	159	7	(69)			97
Provision for impairment of bonus shares	1,151	694	(765)			1,080
Other provisions	395	60	(30)			425
Total	**1,847**	**761**	**(864)**			**1,744**

3.9 Net borrowings

(€ thousands)	31/12/09	Increase	Decrease	Other changes	31/12/10
Non-current borrowings	297,242	22,500	(60,741)		259,001
Short-term bank loans	531		(127)		404
Accrued interest	581	167			748
Total bank borrowings	**298,354**	**22,667**	**(60,868)**		**260,153**
Payables to interests	116,038	25,918			141,956
Other miscellaneous borrowings	790		(286)		504
Total miscellaneous loans and borrowings	**116,828**	**25,918**	**(286)**		**142,461**
Total borrowings	**415,182**	**48,585**	**(61,154)**		**402,614**
Group loans	**(14,746)**	**(4,285)**			**(19,031)**
Receivables from interests	**(47,015)**	**(13,025)**			**(60,040)**
Marketable securities and CCE	**(99,769)**		**45,719**		**(54,050)**
Net borrowings	**253,652**	**31,275**	**(15,435)**		**269,493**

3.10 Maturity of loans and borrowings

(€ thousands)	31/12/10	Less than 1 year	1 -5 years	More than 5 years
Non-current borrowings	259,001	91,352	165,524	2,125
Other bank borrowings	1,152	1,152		
Current account loans from subsidiaries and associates	141,956	141,956		
Other miscellaneous borrowings	504	504		
Total borrowings	**402,614**	**234,964**	**165,524**	**2,125**
Trade payables and equivalent	5,641	5,641		
Tax and employee-related liabilities	4,667	4,667		
Other liabilities	12,144	12,144		
Total other liabilities	**22,452**	**22,452**		
Total	**425,066**	**257,416**	**165,524**	**2,125**

3.11 Accrued expenses and income

(€ thousands)	31/12/10	31/12/09
Accrued expenses		
Borrowings	747	581
Unbilled payables	1,978	1,991
Tax and employee-related liabilities	190	246
Other payables, credit notes payable	702	702
Total	**3,617**	**3520**
Accrued income		
Unbilled receivables	1,786	866
Credit notes receivable		148
Other accrued financial income	1,165	800
Total	**2,951**	**1,814**

NOTE 4 INCOME STATEMENT INFORMATION

4.1 Operating income

GL events' primary source of revenue is fees invoiced to companies in which it exercises controls for services rendered.

4.2 Compensation of directors and officers

Compensation of members of the Board of Directors and the Executive Committee (refer to the section on Corporate Governance for the list of members) during the period totalled €1,188,000.

There are no other pension liabilities or similar benefits in favour of current and former directors and officers. In addition, no advances or loans have been granted to directors and officers.

4.3 Net financial income (expense)

(€ thousands)	2010	2009
Dividends received	18,892	20,999
Interest income	2,240	1,941
Net proceeds from the disposal of fixed assets:	1,707	(680)
Loan interest income	227	598
Reserves written back to income	5,883	8,390
Interest rate hedges, currency gains	12	80
Total financial income	**28,961**	**31,328**
Interest expense	(4,144)	(7,343)
Interest on interest rate hedges	(4,322)	(4,301)
Currency losses	(34)	(14)
Miscellaneous expenses	(2,404)	(91)
Allowances for impairment	(5,791)	(5,636)
Total financial expenses	**(16,695)**	**(17,385)**
Net financial income (expense)	**12,267**	**13,943**

4.4 Extraordinary profit (loss)

(€ thousands)	2010	2009
Income from management operations	71	751
Net proceeds from the disposal of fixed assets:		
. - PPE	21	1
. - Financial assets	5	329
Reversal of provisions	172	
Total extraordinary income	**269**	**1,081**
Book value of fixed assets sold:		
. - PPE	(17)	(1)
. - Financial assets	(867)	(328)
Extraordinary expenses on management operations		(41)
Allowances for contingencies and expenses	(854)	(1,114)
Other extraordinary expenses	(165)	(1,358)
Total extraordinary expenses	**(1,903)**	**(2,842)**
Extraordinary profit (loss)	**(1,634)**	**(1,761)**

4.5 Income taxes and deferred taxes

(€ thousands)	2010	2009
Tax expense/ (income) from the tax group	3,249	7,930
Corporate income tax	(402)	(737)
Recognised income tax	**3,651**	**7,193**

Breakdown of tax expense between current income and extraordinary income (€ thousands)	Tax base	Corresponding tax (charge)/income	Net income
Current operating income	8,622	3,106	11,728
Extraordinary profit (loss)	(1,634)	545	(1,089)
Total	**6,988**	**3,651**	**10,639**

The current income includes dividends of €18 million subject to a 95% tax exemption.

4.6 Impact of special tax valuations on shareholders' equity and net earnings

Because no special tax valuations were performed, the corresponding impact on shareholders' equity and net earnings was nil.

NOTE 5 AVERAGE HEADCOUNT

	2010	2009
Managers	7	6
Employees	0	0

NOTE 6 OFF-BALANCE SHEET COMMITMENTS

(€ thousands)	
Guarantees	
- Medium-term guarantee	4,431
- Medium-term guarantee	30,409
Joint security, miscellaneous guarantees	16,538

Retirement severance payments	**131**

(€ thousands)	
Joint security, miscellaneous guarantees	**5,360**

Commitments to buy out non-controlling interests:

The minority shareholder of Fagga may sell their shares to GL events beginning in November 2011. Given discussions in progress focusing on ensuring its long-term role in the company, this commitment was not recognised at 31 December 2010.

The minority shareholders of SODES may sell their shares to GL events beginning in November 2016. Because this date is still far off and given the uncertainties regarding the basis for calculating the acquisition price, this commitment was not recognised at 31 December 2010.

Earnout payments are recognised in the balance sheet when they can be reliably measured at year-end.
At year-end, no earnout payments were recognised.

Other commercial commitments:

None

NOTE 7 TRANSACTIONS CONCERNING FINANCIAL INSTRUMENTS

Most debt is indexed on three-month rates. On occasion, all or a portion of the variable-rate long-term debt may be hedged.

At 31 December 2010, hedges used consisted of collar type instruments, both zero-premium or with premium payment. These hedging instruments are purchased for two or three years with settlement at maturity.

(€ thousands)	Nominal at	Average nominal bearing interest with a maturity of		
	31/12/10	Less than 1 year	1 - 5 years	More than 5 years
Interest rate hedges	240,152	209,667	89,589	9,350

NOTE 8 IDENTITY OF THE CONSOLIDATING COMPANY

GL events, a publicly traded company, produces consolidated financial statements.
At 31 December 2010, it was 56.6%-owned by Polygone S.A.

NOTE 9 CHANGES IN FUTURE TAX LIABILITIES

Future tax credits: Organic 2010: €36,000

NOTE 10 TRANSACTIONS WITH RELATED PARTIES

(€ thousands)	Balance at 31/12/10
Participating interests	476,230
Customers	9,202
Suppliers	(3,436)
Loans	21,281
Other receivables and payables	(430)
Net current account assets	52,759
Current account liabilities	(141,667)
	Income (expenses)
Dividends received	18,454
Other financial income - current account interest	2,085
Other financial expenses - current account interest	(287)

NOTE 11 SUBSIDIARIES AND ASSOCIATES

(€ thousands)	Share capital	Equity before appropriation of income	Ownership interest (%)	Gross carrying value of shares	Net carrying value of shares	Loans and advances granted	Guarantees and sureties granted	Sales ex-VAT for year ended	Dividend income in the period	Notes
1) Subsidiaries (+50% owned by the company)										
Alice Evénements	37	219	100	37	37	7,825		21,830		
Auvergne Evénements	50	707	51,96	26	26	(1,582)		4,704	182	
Chorus	50	410	100,00	900	900	(586)		2,014	75	
Fagga Promoção de Eventos	1,283	20,546	87,50	17,029	17,029	2,000		14,831		
GL events Middle East	196	13,184	100,00	231	231	(4,680)	7,550	11,038		
GL events Mobilier	241	390	99,77	344	344	1,460		11,112	580	
GL events Asia	121,	1,070	99,00	154	154	111		5,248		
GL events AS Turquie	776	(286)	99,03	751	751	257		1,426		
GL events Audiovisual	2,633	7,547	33.85	7,214	7,214	3,055		31,053	117	
GL events Belgium	1,000	1,504	100,00	2,720	2,720	650		6,808		
GL events Brussels	250	188	85.00	212	212	3,312	1,500	13,696		
GL events Campus	10	637	99.84	10	10	(536)		1,349	536	
GL events Canada	588	(23)	100,00	644	28	71	,	47		(6)
GL events CCIB	2,005	5,907	80,00	1,604	1,604	(8,436)	3,345	26,925	1,604	
GL events Exhibitions Shanghai	1,173	2,319	93,10	1,083	1,083	157	,	8,131		
GL events Cité Centre Congrès Lyon	500	717	99,88	499	499	(1,856)		16,016	125	
GL events Exhibitions	7,624	46,573	98,92	125,343	125,343	(20,662)		68,961	7,070	
GL events Greece	60	(161)	99,98	60		365				(1)
GL events Hungaria RT	39,188	37,830	100,00	42,335	42,335	(34,412)				
GL events Italia	8,783	723	95.21	71,927	71,927	(10,323)		11,040		
GL events Management	10	(374)	100,00	10	10	427		(28)		
GL events Parc Expo Metz métropole	50	1,676	100,00	50	50	(563)	11,017	8,111	300	
GL events Portugal	35	(48)	85,71	30	0	851		1,369		(2)
GL events Scarabée	50	77	90,00	45	45	(260)		1,230	4	
GL events Services	23,220	37,786	97,00	67,700	67,700	(5,355)	2,635	129,317	,	
GL events SI	10	696	99,84	10	10	1,733		4,748	586	
GL events Suisse	67	143	85,00	55	55	(678)		1,637		
GL events Support	10	303	99,84	10	10	241,		10,697	243	
GL events World Forum	100	(278)	95,00	95	95	581		9,607		
GL events USA	1	(711)	100,00	1	1	1252		0		(3)
Hall Expo	2,063	6,748	99,97	1,191	1,191	8,711		22,360	133	
International Standing France (ISF)	480	(1,289)	100,00	9,147	7,647	3,336		12,210		(7)
Kobé	37	357	100,00	4,488	4,488	(1,073)		2,717	,,	
Market Place	541	1,061	89,95	3,664	3,664	(1,742)		19,180	,	
New Affinity	5,575	5,570	100,00	6,213	6,213	20				
Owen Brown	5,118	11,314	100,00	14,892	14,892	(912)	581	18,280	265	
Package	762	2,262	100,00	1,995	1,995	(2,490)		12,045	700	
Padova Fiere	8,000	8,339	80,00	20,000	20,000	(6,597)		15,890		
Polygone Vert	381	271	99,92	608	608	524		3,402		
Profil	8	195	100,00	1,679	1,678	11		3,524	100	
SEAN (Acropolis Nice)	250	325	99,96	250	250	(579)	500	16,720	62	
SECECAM (Amiens)	50	48	100,00	50	50	(253)		2,970		
SECCSE (Centre Fauriel St-Etienne)	50	98	100,00	50	50	(221)	50	1,738	,	
SECCPB (Pierre Baudis)	8	203	100,00	15	15	(1,272)		3,537	90	
SECIL	660	285	99,92	1,550	1,550	188		246		

(€ thousands)	Share capital	Equity before appropriation of income	Ownership interest (%)e	Gross carrying value of shares	Net carrying value of shares	Loans and advances granted	Guarantees and sureties granted	Sales ex-VAT for year ended	Dividend income in the period	Notes
1) Subsidiaries (+50% owned by the company) - continued)										
SECSP (Château Saint-Priest)	8	(26)	100,00	8	8	(88)		717		
SE Palais Brongniart	300	(612)	100,00	300	300	(70)		2,703		
SEPMU (Palais Mutualité)	50	477	100,00	50	50	1,203		4,390		
SEPCFD (Polydome Clermont-Fd)	50	340	100,00	50	50	(382)		3,537	203	
SEPE (Parc Floral Paris)	297	1,205	100,00	297	297	(2,753)	900	4,496	731	
SEPEAT (Troyes)	50	(455)	90,00	45	45	601		1,965		
SESR (Hotel Salomon de Rothschild)	100	3,753	50,00	50	50	6,831	1,781	1,759	,	
Sodes	6,900	23,110	60.00	11,834	11,834	(1,200)		16,626		
Spaciotempo	2,211	13,383	100,00	16,740	16,740	(3,033)		23,700	1,907	
Spaciotempo UK	105	1,975	100,00	10,208	10,208	2,402	581	6,136	1,025	
Toulouse Expo	468	14,287	88,31	4,109	4,109	(17,334)		11,676	25	
Total	102,160	210,403		277,450	431,476	(76,623)	30,440	594,630	16,663	
2) Associates (10% to 50%-owned)										
Idées en tête	77	65	35,06	0	0			867		
Première Vision	10,050	21,387	49,00	19,611	19,611			34,047	494	
Le Public Système	1,978	10,529	10,62	2,509	2,509			129,200	200	
SA Lyonnaise de Télévision	5,000		10,00	501	250					(5)
Sepel	5,172	14,361	46,25	8,211	8,211			21,790	1,387	
Société du Partage	5	(2,150)	39,22	2	0	798		0		(4)
Total	22,282	44,192		30,834	30,581	798		185,372	2,081	
3) Other participating interests				4,933	3,093	(2621)				
Total	**124,442**	**254,595**		**313,217**	**465,050**	**(78,446)**	**30,440**	**780,002**	**18,787**	

(1) Current account write-down of €1,749,000
(2) Current account write-down of €365,000
(3) Current account write-down of €91,000
(4) Current account write-down of €682,000
(5) Loan write-down of €798,000
(6) Securities write-down of €251,000
(7) Securities write-down of € 616,000

STATUTORY AUDITORS' REPORT ON THE PARENT COMPANY FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. The Statutory Auditors' report includes information specifically required by French law in such reports, whether qualified or not. This information is presented below the opinion on the financial statement and includes an explanatory paragraph discussing the auditors' assessments of certain significant accounting and auditing matters. These assessments were considered for the purpose of issuing an audit opinion on the financial statements taken as a whole and not to provide separate assurance on individual account captions or on information taken outside of the financial statements. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

To the shareholders:

In accordance with the terms of our appointment as auditors by your annual general meetings, we hereby report to you for the year ended 31 December 2010 on:

- The audit of the annual financial statements of GL events SA as enclosed herewith,
- The justification of our assessments,
- The specific procedures and disclosures required by law.

The annual financial statements have been approved by the Board of Directors. Our role is to express an opinion on these financial statements, based on our audit.

I - OPINION ON THE ANNUAL FINANCIAL STATEMENTS

We conducted our audit in accordance with professional standards applicable in France. These standards require that we plan and perform the audit to obtain reasonable assurance that the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the annual financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
In our opinion, the annual financial statements give a true and fair view of the financial position and the assets and liabilities of the company as at 31 December 2010 and the results of its operations for the year ended in accordance with French accounting standards.

II - JUSTIFICATION OF OUR ASSESSMENTS

Pursuant to the provisions of article L.823-9 of the French Commercial Code defining our obligation to explain our assessments, we draw your attention to the following:
The assets of your company consist primarily of equity investments recorded according to the procedures set forth in note 2.4 of the parent company financial statements. We have reviewed the method adopted by the company on the basis of available information and assessed the reasonable nature of the estimates and assumptions retained.
Our assessments on these matters are part of our audit approach regarding the annual financial statements taken as a whole and contribute to the formation of our unqualified audit opinion expressed in the first part of this report.

III - SPECIFIC PROCEDURES AND DISCLOSURES

We have also performed the other procedures required by law, in accordance with professional standards applicable in France.
We have no matters to report on the fair presentation and consistency of the financial statements with the information given in the management discussion and analysis of the Board of Directors and documents sent to shareholders in respect to the financial position and the annual financial statements.
Regarding the information provided in accordance with the provisions of article L.225-102-1 of the French Commercial Code on compensation and benefits paid to corporate officers as well as commitments incurred in their favour, we have verified their consistency with the accounts or with the data used to prepare these accounts, and when necessary, obtained by your company from companies exercising control over or controlled by it. On the basis of these procedures, in our opinion this information is accurate and provides a fair presentation.

Pursuant to the law, we have verified that the management discussion and analysis contains the appropriate disclosures about ownership and controlling interests acquired and the identity of holders of capital and voting rights.

Lyon and Villeurbanne, 7 April 2011

The Statutory Auditors
[French orginal signed by]

Maza Simoens	**Mazars**
Michel Maza	Christine Dubus

AUDITORS' REPORT ON REGULATED AGREEMENTS AND COMMITMENTS

To the shareholders:

In our capacity as statutory auditors of your company, we hereby report on regulated agreements and commitments .

The terms of our engagement do not require us to identify such other such agreements and commitments , if any, but to communicate to you, based on information provided to us, the principal terms and conditions of those agreements and commitments brought to our attention or discovered in the performance of our engagement, without expressing an opinion on their merits. It is your responsibility, pursuant to article R.225- 31 of the French Commercial Code, to assess the interest of these agreements and commitments with a view to their approval.

In addition, we are required, where applicable, to inform you in accordance with Article R. 225-31 of the French commercial code (Code de Commerce) concerning the implementation, during the year, of the agreements and commitments already approved by the General Meeting of Shareholders.

We performed procedures that we considered necessary in accordance with the professional guidelines of the French National Institute of Statutory Auditors (*Compagnie nationale des Commissaires aux Comptes*) relating to this engagement. These standards require that we ensure that the information provided to us is consistent with the relevant source documents.

AGREEMENTS AND COMMITMENTS SUBMITTED FOR APPROVAL TO THE SHAREHOLDERS' MEETING

A. Agreements and commitments approved in the period ended

Pursuant to Article R.225-40 of the French Commercial Code, the following transactions, previously authorised by the Board of Directors of your Company, have been brought to our attention.

Fees payable under an agreement to provide technical and sales assistance:
Technical and sales support provided by GL events SA to Société d’Exploitation du Centre d’Exposition et de Congrès d’Amiens Métropole is governed by a regulated agreement. Annual fees paid for the services amounted to €74,290 (2.5% of sales).
Authorised by the Board of Directors on 30 November 2009.

Fees payable under an agreement to provide technical and sales assistance:
Technical and sales support provided by GL events SA to GL events Brussels are governed by regulated agreements.
Annual fees paid for the services were as follows:

- Alice Evénements : €545,748 (2.5% of sales)
- GL events Brussels : €342,405 (2.5% of sales)

Authorised by the Board of Directors on 5 March 2010.

General management services provided by Polygone
Polygone SA provides general management services to GL events in exchange for fees representing 0.32 % of sales.
These fees recorded under expenses in the period amounted to €2,327,014.
Authorised by the Board of Directors on 30 April 2010.

Fees payable under an agreement to provide technical and sales assistance:
Technical and sales support provided by GL events SA to Société d’Exploitation GL events Palais Brongniart is governed by a regulated agreement.
Annual fees paid for these services amounted to €67,567 (2.5% of sales).
Authorised by the Board of Directors on 4 June 2010.

Current account debt waiver to Pyramide XV:
GL events SA decided to cancel the current account balance owed by Pyramide XV in order to strengthen this company's financial position
The amount of debt cancelled was €700,000.
Authorised by the Board of Directors on 4 June 2010.

Fees payable under an agreement to provide technical and sales assistance:
Technical and sales support provided by GL events SA to GL events Oasys Consortium (Pty) Ltd and Oasys Innovation established in South Africa are governed by regulated agreements**.**
Annual fees paid for these services were as follows:

- GL events Oasys Consortium : €1,210,529 (2.5% of sales)
- Oasys Innovation : €222,537 (1% of sales)

Authorised by the Board of Directors on 29 July 2010.

Severance payout to a director:
GL events SA reached a settlement with Damien Bertrand for a severance deal, following the termination of his functions:
The severance deal provided for a net payment of €175,000. This payment was made in 2011.
Authorised by the Board of Directors on 6 December 2010.

Waiver of payment for technical and sales assistance for Aedita Latine, Fagga and RioCentro:
GL events SA a decided to waive amounts to be invoiced for technical and sales assistance provided to three companies based in Brazil.
The amount of fees cancelled for the services broke down as follows:

- Aedita Latina : €18,931
- Fagga : €222,458
- Rio Centro : €178,338

Authorised by the Board of Directors on 6 December 2010.

Debt waiver to ISF for fees under the technical and commercial assistance agreement:
GL events SA granted a credit for fees payable under the technical and commercial assistance agreement in favour of it subsidiary ISF on 31 December 2010.
The amount of cancelled debt was €305,240.
Authorised by the Board of Directors on 6 December 2010.

Fees payable under an agreement to provide technical and sales assistance:
Technical and sales support provided by GL events SA to Ovation+ is governed by a regulated agreement.
Annual fees paid for these services amounted to €26,973 (2.5% of sales).
Authorised by the Board of Directors on 6 December 2010.

B. Agreements and commitments authorised after the year-end

We have been informed of the following agreements and commitments, authorised after the end of the fiscal year and approved in advance by your Board of Directors of your Company.

Implementation of a trademark license agreement with a corresponding modification in the technical and sales assistance agreement
The Board of Directors of GL events SA authorised the conclusion of a trademark license agreement with a royalty rate of between 0.7% and 1% of the sales of the companies concerned.
The procedures for calculating fees payable under the agreement to provide technical and sales assistance will be modified in consequence. Henceforth, this fee will be invoiced on the basis of actual costs incurred for services rendered by GL events SA to each subsidiary concerned.

This new system concerns all Companies with the exception of the following:

- SEPEL Eurexpo
- Société d'Exploitation du Centre de Congrès Pierre Baudis
- GL events CCIB
- Companies based established in Brazil
- Companies established in China

These provisions were implemented retroactively effective 1 January 2011
Authorised by the Board of Directors on 4 March 2011.

AGREEMENTS AND COMMITMENTS AUTHORISED IN PRIOR PERIODS THAT REMAINED IN FORCE DURING THE PERIOD UNDER REVIEW

In accordance with the provisions of Article R.225-30 the French Commercial Code, we were informed that the following agreements and commitments, already approved in prior periods, remained in force in the period under review.

Fees payable under an agreement to provide technical and sales assistance:
Technical and sales support provided by GL events to SAS Fonciere Polygone is governed by a regulated agreement subject to a flat annual fee of €20,000.

Lease agreement with SAS Le Grand Rey:
The lease agreement concluded by GL events SA (lessee) with SAS Le Grand Rey (lessor) commenced on 1 January 2007 and will expire on 31 December 2015. Lease payments are made in accordance with the initial terms of the lease.
The amount recorded under expenses in the period totalled €817,094.

Mission entrusted to Philippe Marcel:
GL Events SA wished to entrust Philippe MARCEL, through his company PBM, the task of performing an analysis and diagnosis of the Group’s management and operating bodies.
Fees incurred by your company for this assignment amounted to €45,600 for 2010.

Fees payable under an agreement to provide technical and sales assistance:
Technical and sales support provided by GL events SA to Group companies is governed by a regulated agreement.
The amount of annual fees pay for said services ranges from 0.75% to 4 % of revenue and also includes flat fees (subcontractors).

Fees payable under an agreement to provide technical and sales assistance:
Technical and sales support provided by GL events SA to Group companies is governed by a regulated agreement. The amount of annual fees pay for said services ranges from 0.75% to 4 % of revenue and also includes flat fees (subcontractors).
These invoiced by GL events in the period are disclosed below:

Company	Amount (in €)	Company	Amount (in €)
Altitude	12,000	Kobé	67,932
Auvergne Evénement Spectacles	32,604	Le Chorus	50,353
Auvergne Evénements	117,588	Market Place	471,645
CCIB Catering	140,332	Menuiserie Expo	48,000
CEE	40,266	Mont'Expo	24,000
Décorama	463,562	Owen Brown	272,875
Eastern Exhibition Services Ltd	30,206	Package	300,930
Esprit Public	58,880	Polygone Vert	85,056
Fabric Expo	36,000	Profil	88,093
GL events AS Turquie	10,694	Ranno	334,479
GL events Audiovisual	767,203	SEAN - Acropolis Nice	417,827
GL events Belgium	101,274	SECCPB - Pierre Baudis	141,460
GL events C.C.Lyon	402,624	SECCSE - St Etienne Fauriel	43,368
GL events CCIB	800,872	SECIL - Grand Cercle	6,140
GL events Exhibitions	1,723,787	SECSP - Château de St Priest	17,925
GL events Exhibitions Shangai	8,645	SEPCFD - Polydome Clermont Ferrand	88,427
GL events Hong Kong	94,449	SEPE - Parc Floral	112,405
GL events Parc des Expos de Metz Métropole	202,775	SEPEAT - Agglomération Troyenne	49,130
GL events Scarabée	30,758	SEPEL - Eurexpo	240,000
GL events Services	2,436,263	SEPMU - Palais de la Mutualité	109,742
GL events SI	47,000	SESR - Salomon de Rotschild	26,379
GL Furniture Asia	10,904	SIGN'EXPO	126,576
GL Mobilier	84,000	Sodem System	182,400
GL Portugal	20,535	Spaciotempo	575,822
GL Suisse	24,541	Spaciotempo LTD	91,438
GL World Forum Convention Center	132,897	Toulouse Expo	291,899
Hall Expo	528,723	Traiteurs Loriers	208,844
Hungexpo	293,874	Vachon	73,888

Business producer agreement with GL events CCIB:
GL events SA concluded a business producer agreement with GL events Centro de Convenciones Internacionales de Barcelona (CCIB).
Fees invoiced under this agreement by GL events in the period totalled €167,371.

Agreement for consulting and training administration services with GL events Campus:
GL events SA concluded an agreement to provide consulting and training administration services with GL events Campus.
Fees invoiced by GL events Campus in the period totalled €1,565,000.

Lyon and Villeurbanne, 7 April 2011

The Statutory Auditors
[French orginal signed by]

Maza Simoens	**Mazars**
Michel Maza	Christine Dubus

APPENDIX I
PERSONS CONCERNED BY REGULATED AGREEMENTS
UNDER THE PROVISIONS OF ARTICLE L. 225-40 OF THE FRENCH COMMERCIAL CODE

FRENCH COMPANIES

Entity	Olivier Ginon	Gilles Gouedard Comte	Olivier Roux	Damien Bertrand	Erick Rostagnat	GL events shareholders > 10 %
Alice Evènements					X	Yes
Altitude						Yes
Auvergne Evènements	X (RP)		X	X	X	Yes
Auvergne Evènements Spectacles						Yes
CEE						Yes
Chorus			X	X	X (PR)	Yes
Décorama			X			Yes
Esprit Public						Yes
Fabric Expo						Yes
Foncière Polygone SAS	X	X			X	
GL events	X	X	X	X	X	
GL events Audiovisual						Yes
GL events Campus						Yes
GL events Cité Centre de Congrès Lyon		X	X		X (PR)	Yes
GL events Exhibitions	X		X	X		Yes
GL events Parc Expo Metz Métropole						Yes
GL events Scarabée						Yes
GL events Services	X (RP)		X	X		Yes
GL events SI SNC						Yes
GL Mobilier	X	X	X			Yes
Hall Expo	X (RP)					Yes
International Standing France - ISF			X	X	X	Yes
Kobé						Yes
Le Grand Rey	X					
LOU Rugby					X (PR)	Yes
Market Place			X	X		Yes
Menuiserie Expo						Yes
Mont Expo						Yes
Ovation +						Yes
Package			X	X (RP)	X	Yes
Polygone SA	X		X		X	
Polygone Vert						Yes
Profil						Yes
Pyramide XV					X	Yes
Ranno Entreprise			X			Yes
SEAN - Acropolis Nice			X		X (PR)	Yes
SECCPB - Pierre Baudis						Yes
SECCSE - Saint Etienne Fauriel						Yes
SECECAM - Amiens Mégacité						Yes
SECIL - Grand Cercle et Verrière		X (RP)	X		X	Yes
SECSP - Château de Saint Priest						Yes
SEGLPB - Palais Brongniart			X			Yes
SEPCFD - Polydôme Clermont Ferrand						Yes
SEPE - Parc Floral			X			Yes
SEPEAT - Parc Expo.Agglo.Troyenne						Yes
SEPEL - Eurexpo	X			X		Yes
SEPMU - Palais de la Mutualité						Yes
SESR - Hôtel Salomon de Rotschild						Yes
Sign'Expo						Yes
Sodes	X		X (PR)			Yes
Spaciotempo France SA			X		X (PR)	Yes
Toulouse Expo	X	X	X		X	Yes
Vachon			X		X	Yes

APPENDIX I
PERSONS CONCERNED BY REGULATED AGREEMENTS
UNDER THE PROVISIONS OF ARTICLE L. 225-40 OF THE FRENCH COMMERCIAL CODE

FOREIGN COMPANIES

Entity	Country	Olivier Ginon	Gilles Gouedard Comte	Olivier Roux	Damien Bertrand	Erick Rostagnat	GL events shareholders >10 %
Aedita Latina	Brazil						Yes
CCIB Catering	Spain						Yes
Eastern Exhibitions Services Ltd	United Arab Emirates						Yes
Fagga Promocao de Eventos	Brazil	X			X	X	Yes
GL events AS Turquie	Turkey						Yes
GL events Belgium	Belgium	X			X		Yes
GL events Brussels	Belgium	X					Yes
GL events CCIB	Spain	X				X	Yes
GL events Centro de Convençoes	Brazil						Yes
GL events Estaçao Centro de Convençoes	Brazil						Yes
GL events Exhibitions Shangaï	China	X		X	X	X	Yes
GL events Hong Kong	Hong Kong	X				X	Yes
GL events Macau	China	X				X	Yes
GL events Oasys Consortium	South Africa					X	Yes
GL events Suisse	Switzerland						Yes
GL Furniture Asia	Hong Kong	X					Yes
GL Portugal	Portugal						Yes
GL USA	United States	X	X			X	Yes
GL World Forum La Haye	Netherlands					X (PR)	Yes
Hungexpo	Hungary	X		X	X	X	Yes
Oasys Innovations	South Africa					X	Yes
Owen Brown	United Kingdom	X			X	X	Yes
Spaciotempo UK Ltd	United Kingdom				X	X	Yes
Traiteurs Loriers	Belgium	X (PR)				X	Yes

(PR): Directors serving as permanent representatives of GL events

Note: Shareholdings refer to both direct and indirect holdings.

06

Shareholder information

STATUTORY INFORMATION ON THE COMPANY

Company name and registered office:

GL events (name adopted by the extraordinary shareholders' meeting of 11 July 2003, replacing the name Generale Location)
Route d'Irigny – Zone Industrielle – 69530 Brignais

Nationality: French

Form and applicable law: *Société Anonyme* [French equivalent of a joint stock company] governed by French law.

French trade and company register: 351 571 757 RCS LYON – APE Code: 741 J

Corporate charter:

The company's corporate purpose is:

- The acquisition of interests in any companies and firms, whether French or foreign joint ventures, current or future, by any means, including by contribution, subscription or purchase of shares, merger, etc.
- Any financial transactions or transactions involving movable and immovable property related directly or indirectly to the corporate purpose and to any similar or related purposes;
- Any administrative consulting services and other services and any research and development activities;
- The organisation, communication, management, general installation and layout of exhibitions, fairs, public or private events, and events of any type, whether in France or other countries, as well as training;
- The design, manufacture, leasing, installation and layout of stands, floor covering, floral decoration, decoration of any premises and exhibitions, signs, museum fittings, venue design, furnishings, furniture-equipment and accessories, electricity distribution, lighting systems, light space design, heating, air-conditioning, sound system, captation and projection of films and high-power video projection on any media, multimedia screen walls, temporary structures, platforms, producing signage, exhibition items, and, more generally, any products, processes and undertakings related to these events, as well as their advertising and their promotion in any form whatsoever.

It may act directly or indirectly and may engage in all of these undertakings on its behalf or on behalf of third parties either alone, or through partnerships, associations, joint ventures or companies, with any other persons or companies and carry them out in any form whatsoever.

It may also acquire interests in any companies and business dealings, regardless of the purpose thereof.

Fiscal year

Each fiscal year lasts for one year, commencing on 1 January and ending on 31 December.

General meetings (Articles 22 and 23 of the bylaws or *statuts*)

General meetings of the Shareholders are called by the Board of Directors, or, in its absence, the auditors and any person so authorised by law.

In particular, one or more shareholders, representing at least the required share of the share capital and acting according to the conditions and periods fixed by the law, may request -- by registered mail with request for acknowledgement of receipt -- draft resolutions to be included on the meeting's agenda.

The forms and periods for calling such meetings are governed by the law. The meeting notice must fix the place of the meeting, which may be the registered office, or any other place, as well as its agenda.

Any shareholder may attend general meetings and proceedings in person or through a representative, regardless of the number of his or her shares, subject to providing proof of identity, and provided that no payments are due on said shares on condition they have been registered in his or her name no later than five days preceding the meeting.

Any shareholder may vote by mail using a form that may be obtained according to the conditions indicated by the general meeting notice. Any shareholder may, under the conditions fixed by laws and regulations, send his or her proxy and voting form by mail concerning any general meeting, in paper form, or, based on a decision of the Board of Directors, published in the meeting announcement and notice, by electronic transmission.

A shareholder may also be represented according to the conditions fixed by regulations in effect, provided that the representative is equally a shareholder. A shareholder may also be represented by his or her spouse. A shareholder not domiciled in France whose shares are registered in the name of an intermediary under the conditions fixed in Article L. 228-1 of the French Commercial Code may be represented by this intermediary.

The right to attend or to be represented at the general meetings is conditional either upon registration of the shareholder holding the registered shares in the accounts kept by the company, or filing at the place indicated in the meeting notice certificates issued by the authorised intermediaries confirming that until the date of the meeting, bearer shares are held in an account by the latter and remain non-transferable. These formalities must be accomplished no later than five days preceding the meeting.

The Board of Directors may however reduce or set aside these time requirements.

Holders of registered shares are admitted upon furnishing proof of their identity, while owners of bearer shares are admitted subject to furnishing proof of the aforementioned certificate.

Access to the general meeting is open to registered shareholders, subject to proof of their status. However, if it deems this useful, the Board of Directors may provide shareholders personal admission cards in their name.

Voting rights (article 25 of the bylaws)

At general meetings, each member of the meeting has one vote for each share that he or she possesses or represents, without limitation. However, a voting right double that conferred upon the other shares, with regard to the percentage of the capital they represent, is given to all fully paid up shares held in registered form for at least the last three years in the name of the same shareholder.

If new shares are issued further to the capitalisation of reserves or an exchange of shares in connection with a stock-split or reverse split, the double voting right is conferred upon shares granted in registered form, provided they were held in registered form since their allotment. This double voting right is conferred upon shares held in registered form for three years after being allotted.

Mergers or demergers of the company do not affect the double voting right that may be exercised at the beneficiary company provided the bylaws of the latter have established a double voting right.

Appropriation of income (Article 28 of the bylaws)

At least one-twentieth of the year's profit, less any losses carried forward, is deducted and allocated to a reserve fund, called the "legal reserve", limited to one-tenth of the share capital. Said deduction shall once again be necessary if, for any reason whatsoever, the "legal reserve" falls below said level. The distributable profit is constituted by the year's profit, less any loss carried forward and amounts posted to reserves pursuant to the law or the bylaws, and increased by retained earnings.
From this profit the general meeting then deducts amounts it deems appropriate to allocate to any optional reserve funds, whether ordinary or extraordinary, or to retained earnings.
The balance, when it exists, is allocated to the shares in proportion to their paid up, unredeemed amount.

However, with the exception of a capital reduction, no distribution may be made to the shareholders if, following said transaction, the equity capital is or falls below the amount of the capital increased by the reserves that cannot be distributed pursuant to the law or the bylaws.
The general meeting may decide to distribute amounts deducted from available reserves. In this case, the decision must expressly indicate the reserve accounts from which the deductions are made.

The losses, if any, after approval of the accounts by the general meeting, are registered under liabilities in a special balance sheet account, to be charged to the profits of subsequent years, until extinction or charged to reserves.

Disclosure requirements concerning ownership thresholds (Article 12 of the bylaws)

In addition to the legal obligation to inform the company of certain percentages of voting rights attached to the capital held, any shareholder, whether an individual or a legal entity, who comes to own or control (whether directly or indirectly, or jointly with other shareholders pursuant to the law) at least 2.5% of the capital and/or voting rights of the company, must inform the company thereof by registered mail with acknowledgement of receipt within fifteen days of the crossing of the threshold. It must also indicate if the shares are held on behalf of, under the control of or jointly with other individuals or legal entities. This notification is repeated for each additional fraction of 2.5% of the capital and/or voting rights up to the threshold of 50% of the capital.

Documents and information concerning the company may be consulted at:

The registered office: Route d'Irigny – Zone Industrielle – 69530 Brignais.

INFORMATION ON THE SHARE CAPITAL

Capital stock

The share capital at 31 December 2009 was consequently €71,694,960, divided into 17,923,740 shares of €4.

GL events shares are traded on NYSE Euronext Paris- Compartment B (Mid Caps).

Securities giving access to the capital

None

Employee stock options

The combined shareholders meeting of 19 May 2006 authorised the Board of Directors to issue a total of 100,000 options to subscribe for new shares and 100,000 to purchase existing shares in favour of the employees of GL events and of the Group and/or officers of the company or companies of GL events Group. These options were granted by the Board of Directors on 13 December 2006 (plan 9).

The combined shareholders meeting of 19 May 2008 authorised the Board of Directors to issue a total of 200,000 options to subscribe for new shares or purchase existing shares in favour of employees of GL events and of the Group and/or the directors of the company or companies of GL events Group. These options were granted by the Board of Directors on 8 December 2008 (plan 10).

The combined shareholders meeting of 19 May 2008 authorised the Board of Directors to issue a total of 200,000 options to subscribe for new shares or purchase existing shares in favour of employees of GL events and of the Group and/or the directors of the company or companies of GL events Group. These options were allotted by the Board of Directors on 05/03/2010 (plan 9).

Beneficiaries can only exercise the options allotted to them by the Board of Directors three years following the date of the Board meeting on which they were granted, on condition that said beneficiaries remain employees or officers of GL events or one of the Companies of the Group during this period. In consequence, if they cease to exercise their functions as a salaried employee or officer before exercising their options, the vested rights of the options will be forfeited ipso jure by the beneficiaries.

Stock option plan highlights:

	Plan 9 06-01	Plan 10 08-01	Plan°11 10-01
Date of the General Meeting authorising the issue of stock options	19/05/2006	16/05/2008	24/04/2009
Date of the Board of Director's meeting	13/12/2006	08/12/2008	05/03/2010
Number of shares available for subscription	8,000	121,000	45,000
Of which: number to the top 10 grantees	8,000	60,000	33,000
Of which: number of shares available for subscription by current members of the Executive Committee	--	25,000	30,000
Number of directors concerned	--	5,000	5,000
Option exercise starting date	13/12/2008	08/12/2011	05/03/2013
End of the holding period	13/12/2010	08/12/2012	05/03/2014
Deadline for exercising the options	13/12/2011	08/12/2013	05/03/2015
Subscription price (€)	32.79	12.02	16.34
Number of shares subscribed (*)	--	--	--
Remaining number of shares available for subscription	8,000	121,000	45,000

(*) At 4 March 2011, after recording the exercise of options by the Board of Directors' meeting of that date.

Information on stock option plans in force concerning corporate officers:

	Plan 10 08-01	Plan°11 10-01
Number of shares available for subscription		
Erick Rostagnat	5,000	5,000
Remaining number of shares available for subscription		
Erick Rostagnat	5,000	5,000

Bonus shares

The extraordinary shareholders' meeting of 19 May 2006 granted authority to the Board of Directors for 38 months, in accordance with the provisions of articles L225-197-1 *et seq.* of the French Commercial Code, to grant bonus shares either from the existing shares of the company or the issue of new shares. The extraordinary shareholders' meeting fixed the number of bonus shares that may be granted at 40,000. The Board of Directors' meeting of 13 December 2006 decided to grant 17,925 bonus shares (Plan 1).

The extraordinary shareholders' meeting of 16 May 2008 granted authority to the Board of Directors for 38 months, in accordance with the provisions of articles L225-197-1 *et seq.* of the French Commercial Code, to grant bonus shares either from the existing shares of the company or the issue of new shares. The extraordinary shareholders' meeting fixed the number of bonus shares that may be granted at 100,000. The Board of Directors' meeting of 08 December 2008 decided to grant 88,700 bonus shares (Plan 2).
Bonus share grants are subject to the following conditions:

1. Possession of the status of an employee in the Company or companies and or groups of companies affiliated therewith, from the first to the last day of the vesting period,
2. No incident of unfair conduct causing a prejudice to the Company or an affiliated company;
3. Average growth in revenue of GL events Group for 2009 and 2010 of at least 3 % per year.

The extraordinary shareholders' meeting of 24 April 2009 granted authority to the Board of Directors for 38 months, in accordance with the provisions of articles L225-197-1 *et seq.* of the French Commercial Code, to grant bonus shares either from the existing shares of the company or the issue of new shares. The extraordinary shareholders' meeting fixed the number of bonus shares that may be granted at 100,000. The Board of Directors' meeting of 05/03/2010 decided to grant 70,675 bonus shares (Plan 3).

Bonus share grants are subject to the following conditions:

4. Possession of the status of an employee in the Company or companies and or groups of companies affiliated therewith, from the first to the last day of the vesting period,
5. No incident of unfair conduct causing a prejudice to the Company or an affiliated company;
6. Average growth in revenue of GL events Group for 2010 and 2011 of at least 3 % per year.

In accordance with the provisions of L225-197-4 of the French Commercial Code, the following information is provided:
Bonus share plan highlights:

	Plan 2	Plan 3
Date of the General Meeting authorising the issue of stock options	16/05/2008	24/04/2009
Date of the Board of Director's meeting	08/12/2008	05/03/2010
Number of shares available for subscription	88,700,	70,675
Value on grant date	12.02	16.34
Of which: number of shares available for subscription by current members of the Executive Committee	**25,000**	**37,500**
Number of directors concerned	**5,000**	**5,000**
Of which: number to the top 10 grantees	**61,500**	**49,500**
End of vesting period	08/12/2011	08/12/2012
End of selling restrictions (holding period)	08/12/2013	08/12/2014
Number of shares exercised	--	--

Information on bonus share plans in force concerning corporate officers:

	Plan 2	Plan 3
<u>Number of shares available for subscription</u>		
Erick Rostagnat	**5 000**	**5 000**
<u>Number of shares fully vested</u>		
Erick Rostagnat	--	--

Authorised capital not issued

The extraordinary shareholders' meeting of 30 April 2010 authorised the Board of Directors to issue all types of negotiable securities giving immediate or future access to shares of the company, with the maintenance and/or cancellation of the preferential subscription right, for a maximum nominal amount of €30 million.
This authorisation was given for 26 months and expires on 30 July 2012.
The Board of Directors did not make use of this authorisation in fiscal 2010.

Five-year summary of changes in GL events' share capital

		Change in capital						
Date	Type of transaction	Issue in cash or in kind		Capitalisation of reserves / debt offset	Successive amounts of capital	Number of shares		Nominal value
		Nominal	Premium			Issued	Total	
14/03/2006	Exercise of options	56,400	77,315		61,424,664	14,100	15,356,166	€4
14/03/2006	Exercise of warrants	47,724	167,034		61,472,388	11,931	15,368,097	€4
10/07/2006	Exercise of options	56,400	99,065		61,528,788	14,100	15,382,197	€4
10/07/2006	Exercise of warrants	1,491,812	5,221,342		63,020,600	372,953	15,755,150	€4
5/09/2006	Exercise of options	8,000	8,900		63,028,600	2,000	15,757,150	€4
5/09/2006	Exercise of warrants	387,944	1,357,804		63,416,544	96,986	15,854,136	€4
13/12/2006	Exercise of options	103,200	154,070		63,519,744	25,800	15,879,936	€4
12/03/2007	Exercise of options	30,000	83,995		63,549,744	7,500	15,887,436	€4
16/07/2007	Exercise of options	72,000	182,950		63,621,744	18,000	15,905,436	€4
03/09/2007	Exercise of options	10,800	20,061		63,632,544	2,700	15,908,136	€4
07/11/2007	Cash contribution	7,961,216	69,660,640		71,593,760	1,990,304	17,898,440	€4
07/12/2007	Exercise of options	63,200	149,414		71,656,960	15,800	17,914,240	€4
07/03/2008	Exercise of options	10,000	26,875		71,666,960	2,500	17,916,740	€4
13/03/2008	Exercise of options	4,000	12,570		71,670,960	1,000	17,917,740	€4
09/05/2008	Exercise of options	4,000	8,020		71,674,960	1,000	17,918,740	€4
14/05/2008	Exercise of options	12,000	24,060		71,686,960	3,000	17,921,740	€4
04/09/2008	Exercise of options	8,000	25,140		71,694,960	2,000	17,923,740	€4

Analysis of capital and voting rights

At 04 March 2011, the total number of voting rights was 28,444,967. Information concerning the allotment of voting rights is provided on page XX of the registration document or article 25 of the bylaws.

To the best of the company's knowledge, the breakdown of capital and voting rights held at 4 March 2011 is as follows:

	Number of shares	Percentage of capital	Percentage of voting rights
Polygone [(1)]	10,147,859	56.62	69.68
Banque de Vizille	905,602	5.05	6.36
Corporate officers			
- Olivier Ginon	71,986	0.51	0.51
- Olivier Roux	4,200	0.02	0.03
- Gilles Gouedard-Comte	41,318	0.23	0.29
- Nicolas de Tavernost	563	0.00	0.00
- Aquasourça	1	0.00	0.00
- Philippe Marcel	3,925	0.02	0.02
- Yves-Claude Abescat	100	0.00	0.00
- André Perrier	4,950	0.02	0.02
- Erick Rostagnat	28,544	0.16	0.20
Free float	6,714,692	37.46	22.89
TOTAL	**17,923,740**	**100.00**	**100.00**

[(1)] Polygone is a holding company whose capital is held as follows:
Olivier Ginon: 50.20%
- Olivier Roux: 19.70%
- Aquasourça: 8.00%
- Banque de Vizille: 5.01%
- Salvepar: 5.00%
- Xavier Ginon: 3.91%
- Compagnie du Planay: 3.17%
- Crédit Agricole Capital Investissement: 2.25%
- Le Grand Rey 2,00 %
- LCL Régions Développement: 0.43%
- Calixte Investissement: 0.32%
- Other individual investors holding jointly a total of 0.01% of the capital.

Control in the company is described above. However the company does not consider that there exists a risk of an abusive exercise of control.

Compagnie du Planay is a holding company in which Mr. Gilles Gouedard-Comte has a controlling interest of 99.99%.

Disclosures concerning the crossing of ownership thresholds

To the best of the Company's knowledge, no shareholder ownership thresholds were crossed in 2010 subject to disclosure requirements.

Own shares held directly or through group subsidiaries

In accordance with the provisions of L225-211 of the French Commercial Code, the following information is provided:
Within the framework of the share repurchase program renewed by the combined shareholders' meeting of 30 April 2010, GL events engaged in the following transactions:

	Balance at 31/12/2009		2010 acquisitions 12 months		2010 disposals 12 months		Balance at 31/12/10		Balance at 31/12/10
	1	2	1	2	1	2	1	2	
Number of shares	223,432	14,292	49,597	433,552		439,750	273,029	8,094	237,724
Average price (in €)	23.73	17.14[1]	13.31	20.30		20.24	26.75	25.60[1]	31.59
Purchase price (€ thousands)	6,643	245[1]	660	8,805		8,900	7,303	207[1]	7,510
Sale price (€ thousands)						8,903			
Percentage of capital	1.25%	0.08%	0.28%	2.42%		2.45%	1.52%	0.05%	1.33%

Col. 1: Treasury shares
Col. 2: Liquidity agreement
[1] Valuation based on the market's share price of the day.

The liquidity agreement with an investment services provider adheres to the conduct of business rules recognised by the French financial market authority (AMF) for market making purposes. Trading fees for the above transactions in connection with this market making agreement totalled €30,500 for 2010.

Treasury stock is destined for use in connection with external growth transactions, stock option programs or bonus share grants.

Non-transferable shares

None.

Changes in the shareholder structure over the last three years

Pursuant to the changes in capital described in the above table "Five-year summary of changes in GL events' share capital", the shareholder structure has evolved as follows:

Percentage of capital (at 31 December)	**2008**	**2009**	**2010**
Polygone	56.05	57.52	56.62
Other directors	2.49	1.10	0.87
Banque de Vizille	5.05	5.05	5.05
Other shareholders	37.82	36.33	37.46

Percentage of capital (at 31 December)	**2008**	**2009**	**2010**
Polygone	65.59	66.83	66.83
Other directors	2.20	1.40	1,07
Banque de Vizille	6.05	6.27	6,36
Other shareholders	26.16	25.50	22,89

Shareholders' agreements

There are no shareholders agreements.

Pledges, guarantees and sureties

Pledges of shares of the issuer registered in an account in the name of the shareholder (*nominatif pur*): At 8 December 2010, 2,343,100 GL events share were pledged by Polygone SA as collateral for the Club Deal syndicated loan agreement.

07

Additional information

DRAFT RESOLUTIONS SUBMITTED TO THE COMBINED SHAREHOLDERS' MEETING OF 29 APRIL 2011

Ordinary resolutions

RESOLUTION ONE

(Approval of the parent company financial statements for the fiscal year ended 31 December 2010 and grant of discharge to directors)

The shareholders, having reviewed the report of the Board of Directors, the report of the chairman on the preparation and organisation of the work of the Board of Directors and internal control procedures, and the report of the statutory auditors on the parent company financial statements and their report on this latter report of the chairman, approve the annual financial statements and notably, the balance sheet, income statement and notes to the financial statements for the period ended 31 December 2010, as presented, as well as the operations reflected in the financial statements or summarised in the reports.

In accordance with article 223 *quater* of the French General Tax Code, they approve the expenses and charges provided for under article 39-4 of said code that totalled €22,460.

In consequence, the shareholders grant a discharge to the directors for their management for the period ended 31 December 2010.

RESOLUTION TWO

(Approval of the consolidated financial statements for the fiscal year ended 31 December 2010)

The shareholders, having reviewed the report of the Board of Directors and the report of the statutory auditors on the consolidated financial statements, approve the consolidated annual financial statements and notably, the balance sheet, income statement and notes to the financial statements for the period ended 31 December 2010, as presented, as well as the operations reflected in the financial statements or summarised in the reports.

RESOLUTION THREE

(Appropriation of net income of the period)

The shareholders, In accordance with the conditions of quorum and majority that apply at ordinary general meetings, decide to appropriate the net income of €16,294,665.77, as follows:

Determination of distributable income	
Net income for the period	€10,639,108.90
Retained earnings	€13,856,685.37
Distributable amount	€24,495,795.27

Proposed appropriation

Legal reserve	€531,955.44
Dividends or €0.90 per share (x 17,923,740)	€16,131,366.00
Retained earnings	€7,832,472.83
Total	€24,495,795.27

After the distribution of earnings, the company's share capital would be €211,874,563.

As required by law, dividends distributed for the last three financial periods are disclosed below:

Fiscal year	Net dividend	Rebate (**)
31/12/2007	€0.90	€0.36
31/12/2008	€0.90	€0.36
31/12/2009	€0.90	€0.36

(**) individual investors are eligible for a 40% tax rebate for dividends distributed in 2010, 2009 and 2008 for fiscal years 2009, 2008 and 2007.

In compliance with the provisions of Article 243 *bis* of the French General Tax Code, shareholders duly note that the breakdown of the dividend eligible for the 40% tax deduction provided for under article 158 of the French General Tax Code amended by the 30 December 2005 law 2005-1719 is as follows:

Year	Registered shares held by individuals(*)	Registered shares held by legal entities	Dividend eligible for a 40% tax rebate	Dividend not eligible for a 40% tax rebate
31/12/2010	6,870,279		€6,183,251,10	
		I 11,053,461		€9,948,114.90

(*) Under this heading are included by default all bearer shares including those that may be held by legal entities.

And provided that beneficiaries of dividends or selected beneficiaries do not opt for the flat rate withholding tax on dividends.

Whether or not individual investors opt for the application of a flat rate withholding tax, the shareholders' meeting notes that the French taxes (CSG – CRDS) on investment income will be withheld by the Company for payment to the tax authorities no later than within the first fifteen days of the month following the payment of the dividend. In consequence, the amount of dividends reverting to individual investors will be reduced by 12.3 %.

RESOLUTION FOUR

(Approval of related-party agreements presented in the Auditors' special report)

The shareholders, in accordance with the conditions of quorum and majority that apply at ordinary general meetings, having reviewed the Auditors' special report on regulated agreements governed by articles L. 225-38 *et seq.* of the French Commercial Code, approve the agreements presented therein.

RESOLUTION FIVE

(Ratification of the temporary appointment as Director by the Board of Directors)

The annual general meeting of the shareholders ratify the appointment as Director made on a temporary basis by the Board of Directors on 4 March 2011, and notably:

- Caroline Weber, appointed to replace Damien Bertrand.

In consequence, we propose that she continue to serve on the Board for the remainder of the term of office of her predecessor, i.e. until the end of the de ordinary general meeting of the shareholders to be held in 2014 called to rule on the financial statements for the fiscal year ending 2013.

RESOLUTION SIX

(Appointment of a new Director)

The shareholders decide to appoint as a new Director Ming-Po Cai residing at 25, rue Marbeuf 75008 Paris, joining the Board members currently serving for a term of office of four years or until the close of the ordinary general meeting of the shareholders to be held in 2015 called to rule on the financial statements for the fiscal year ending 31 December 2014.

RESOLUTION SEVEN

(Authority of the Board of Directors to buy back shares of the company)

The shareholders, in accordance with the conditions of quorum and majority that apply at ordinary general meetings, having reviewed the Board of Directors' report:

- Terminate, with immediate effect for the unused portion, the authorisation granted under resolution seven of the ordinary general meeting of 30 April 2010 for repurchase by the Company of its own shares;
- Authorise the Board of Directors in accordance with the provisions of articles L.225-209 *et seq.* of the French Commercial Code to purchase shares of the Company not to exceed 10% the number of shares representing the share capital of the company on the date of this meeting (including treasury shares currently held), as follows:
    - The maximum purchase price per share under this authorisation is €80 (excluding execution fees) In the event of equity transactions including notably the capitalisation of reserves and the grant of bonus shares, stock splits or reverse splits, or a modification of the nominal value of the shares, this price will be adjusted in consequence.

On this basis, the maximum funds destined for this share repurchase program is €141,140,936 calculated on the basis of the share capital at 4 March 2011 with 281,123 treasury shares held on the same date. This maximum amount may be adjusted to take into account the amount of capital on the date of the general meeting.

This authorisation is granted for the following purposes:

- Grants of shares to employees or corporate officers of the company and French or foreign companies or groups of companies related thereto according to the procedures provided by law, and notably in connection with employee profit-sharing, stock ownership or company savings plans, stock option programs or the grant of bonus shares;
- Hold shares for subsequent use as a means of payment or exchange in connection with acquisitions, in compliance with market practices admitted by the AMF (*autorité des marchés financiers*) and subject to the limits provided for under paragraph 6 of article L.225-209 of the French Commercial Code;
- Ensure the liquidity of the market of the company's share through an independent investment service provider within the framework of a liquidity agreement in compliance with conduct of business rules admitted by the AMF, it being specified that the number of shares taken into account to calculate the aforementioned 10% limit corresponds to shares purchased minus the number of shares sold over the duration of this authorisation;
- Reduce the share capital of the company, in accordance with resolution eight of this general meeting, subject to its adoption;

- Remit shares following the exercise of rights attached to securities giving immediate or future access to shares;
- Engage in any market practice subsequently admitted by law or the AMF.

The shares may be acquired, sold or transferred, on one or more occasions, by any means and at any time, including during takeover bids, on or off-market, and notably over-the-counter and including through block trades or recourse to derivative financial instruments and the purchase of stock purchase options in compliance with applicable regulations.

In compliance with article L.225-209 paragraph 3 of the French Commercial Code, the Board of Directors grants full powers to its Chief Executive Officer to proceed with one or more share repurchase programs, whereby the Chief Executive Officer must report to the Board of Directors on usages of this authority.

All powers are granted to the Board of Directors, which it may in turn further delegate, to implement this authorisation and notably to:

- Produce, as applicable, a description of the program mentioned under article 241-2 of the AMF General Regulation and publish the procedures in accordance with article 221-3 of this Regulation, before proceeding with this share repurchase program;
- Place all stock market orders, sign all purchase, sale or transfer agreements;
- Conclude all agreements and carry out all formalities and all other measures required for the application of this authorisation.

This authorisation is granted for eighteen months from the date of this meeting.

II : Extraordinary resolutions

RESOLUTION NINE

(Authority of the Board of Directors to reduce the share capital through the cancellation of treasury shares)

The shareholders, in accordance with the conditions of quorum and majority that apply at extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the Auditors' special report, in accordance with the provisions of article L.225-209 of the French Commercial Code, and subject to approval of the preceding resolution seven, authorise the Board of Directors to:

- Cancel shares acquired under resolution seven herein and previous authorisations, on one or more occasions, subject to a limit of 10% of the share capital on the date of the Board of Directors' decision to cancel the shares and per 24 month period and reduce in consequence the share capital of the company;
- Adjust, if necessary, the rights of holders of securities conferring rights to share capital and stock options or stock purchase options for which issuance may have previously been decided and is still outstanding on the date the capital reduction is carried out.

All powers are granted to the Board of Directors, which it may in turn further delegate, to implement this authorisation and notably to:

- Make all decisions concerning cancellations or the reduction of capital;
- Allocate the difference between the purchase price of potential shares and their par value to reserve accounts of their choosing including "additional paid-in capital;
- Take all measures, make all declarations, fulfil all formalities, including declarations with the AMF;
- Amend the bylaws of the company in consequence;
- And in general, undertake all that is necessary.

This authorisation is granted for eighteen months from the date of this meeting. It supersedes and replaces the authorisation granted under resolution eight of the shareholders meeting of 30 April 2010.

RESOLUTION TEN

(Authority of the Board of Directors to issue new shares in payment of contributions in kind)

The shareholders, in accordance with the conditions of quorum and majority that apply at extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the Auditors' special report, in accordance with article L. 225-147 of the French Commercial Code:

- Terminate, with immediate effect, for the unused portion of the authorisation granted under resolution eight of the extraordinary shareholders' meeting of 24 April 2009;

- Grant the Board of Directors authority which it may in turn, which may in turn delegate in accordance with applicable laws and regulations for a maximum period of 26 months from the date of the meeting, on the basis of the report of the equity auditor(s) or auditors mentioned in the 1st and 2nd paragraphs of article L. 225-147 of said code, to issue ordinary shares of the company or securities conferring present or future rights to existing ordinary shares or shares to be issued in payment for contributions of kind granted to the company consisting of equity securities or other securities giving access to the share capital when the provisions of article L.225-148 of the French Commercial Code do not apply, and resolve, as necessary, to cancel, in favour of holders of shares or securities concerned by the contribution in kind, the preferential subscription rights of shareholders to ordinary shares and securities thus issued.

The maximum nominal amount of the capital increase, present or future, resulting from the issues carried out under this authority shall not exceed 10% the company's share capital (on the basis of the amount on the date of this meeting).

The shareholders duly note that this authorisation shall entail waiver by existing shareholders of their preferential rights to subscribe for ordinary shares issued in consideration for the exercise of rights attached to said securities.

The Board of Directors will be vested with all powers to implement this resolution, and to establish the list of equity shares or securities tendered, determine the share exchange rate, and when applicable the balance to be paid in cash, rule, on the basis of the report of the equity auditor(s) mentioned in the 1st and 2nd paragraphs of article L. 225-147, on the evaluation of the contributions and the grant of special benefits, record the completion of the capital increases undertaken by virtue of this authority, amend the company's bylaws in consequence, and in general undertake all formalities and representations necessary for the completion of the contribution.

RESOLUTION ELEVEN

(Authority to grant options to subscribe for and/or purchase shares to members of the personnel and/or corporate officers of the company and member companies of the GL Events Group)

The shareholders, according to the conditions of quorum and majority that apply at extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the Auditors' special report, authorise the Board of Directors, within the framework of articles L 225-177 *et seq.* of the French Commercial Code and in particular article L225-186-1 of said code and in compliance with the AFEP/MEDEF guidelines on corporate governance for 38 months from the date of this meeting to grant on one or more occasions to salaried members of the personnel and corporate officers or certain thereof, of the Company or affiliated groups of companies as defined under L225-180 of the French Commercial Code, and within the limits of applicable laws and regulations:

- Options conferring rights to subscribe for new shares of the company pursuant to a capital increase and/or,

- Options conferring rights to purchase existing shares acquired by the Company as permitted by law,

This authorisation shall be for a maximum of 200,000 options to purchase existing shares and/or subscribe for new shares, each option conferring a right to subscribe for one share.

The maximum capital increase authorised, when applicable, from the exercise of options to subscribe for shares by virtue of this authorisation shall be included within the maximum amount provided under resolution fifteen of the extraordinary shareholders' meeting of 30 April 2010. Option to subscribe for or purchase shares may not be granted during periods when prohibited by law.

The decision of the shareholders' meeting entails express waiver by shareholders of their preferential subscription rights to shares that would be issued as the options are exercised.

The price of options to subscribe for or purchase shares shall be set by the Board of Directors on the grant date subject to the limits and procedures provided for by law.

This price may not be modified in the course of the option life. However, in the case of the repayment or reduction of capital, a change in the allocation of earnings, bonus share issues, capitalisation of reserves, retained earnings or additional paid-in capital or the issue of any capital securities or equivalent conferring a preferential subscription right for existing shareholders, the Board of Directors will take all measures necessary to protect the interests of beneficiaries of options in accordance with the provisions of article L 228-99 of the French Commercial Code.

Options may be exercised by beneficiaries during a maximum period of 10 years from the grant date.

The shareholders decide that the Board of Directors shall be vested within the limits provided for above and by the bylaws, which it may further delegate in accordance with the law and the Company's bylaws, with all powers to implement this resolution and notably to:

- Determine the nature of options to be granted (stock options or stock purchase options);
- Determine the dates on which the options may be granted;
- Determine each grant date, set the conditions according to which options may be granted (that may include notably provisions restricting the immediate resale of all or part of the securities in accordance with applicable laws and regulations), establish the list of beneficiaries and the number of shares that each beneficiary shall be entitled to subscribe for or purchase;
- Determine the conditions for exercising options and notably the exercise period(s), it being specified that the Board of Directors may provide for the possibility of temporarily suspending the option exercise period in accordance with applicable laws and regulations;
- Determine the conditions according to which the price and number of shares that may be subscribed or purchased will be adjusted in those cases provided for by law;
- Determine, without exceeding ten (10) years, the period during which beneficiaries may exercise their options and the option exercise periods;
- Undertake all measures and formalities necessary to complete the capital increase(s) that may carried out by virtue of the authorisation covered by this resolution;
- Amend the bylaws in consequence and in general take all necessary measures.

The Board of Directors will inform the shareholders every year of grants made under this authorisation in compliance with applicable regulations.

This authorisation does not replace the authorisation granted by resolution nine of 24 April 2009 that remains in force for the unused portion.

RESOLUTION TWELVE

(Authority of the Board of Directors to proceed with rights issues reserved for company employees participating in an employee stock ownership plan in accordance with article L.225-129-6 of the French commercial code)

The shareholders, in accordance with the conditions of quorum and majority that apply at extraordinary shareholders' meetings, having reviewed the Board of Directors' report prepared in compliance with articles L.225-102 et L.225-129-6 of the French commercial code, the Auditor's special report, and the provisions of articles L. 225-129-6, L. 225-138 I and II and L. 225-138-1 of the French commercial code:

- Authorise the Board of Directors, to proceed with a rights issue for ordinary shares reserved for salaried employees of the Company and affiliated companies as defined under article L.225-180 of the French commercial code through an employee stock ownership plan. This rights issue will be carried out in accordance with the conditions provided for under articles L. 3332 -18 *et seq.* of the French labour code.

On this basis, the shareholders shall:

- Decide to cancel preferential subscription rights to new shares to be issued in favour of employees of the Company and affiliated companies participating in an employee stock ownership plan ;
- Resolve that the issue price of the new shares shall be set by the Board of Directors in reference to the Company's share price on Eurolist of Euronext Paris that may not exceed the average price of the 20 trading sessions preceding the date of the Board of Directors' meeting that decided to open the subscription period nor less than 20% of this average or 30% when the waiting period provided for by the employee stock ownership plan is greater than or equal to 10 years;
- Determine that the maximum nominal amount of the rights issue that the Board of Directors may undertake may not increase the shareholding of said employees (including shareholdings to date) to more than 3% of the total share capital on the date the Board of Directors decides to implement this authorisation;
- Decide that the new shares that shall be issued will be subject to all provisions of the bylaws and shall be rank pari passu with existing shares and carry rights to dividends on the first day of the period in which the rights issue was carried out;
- Grant all powers to the Board of Directors, for the purpose of, and subject to the conditions and limits set forth above, deciding and undertaking, through a single transaction, this rights issue, determining the conditions for qualifying beneficiaries, that may include conditions of seniority as a salaried employee, without however exceeding six months, determining the conditions for the issuance and payment of the shares, amending the bylaws in consequence, and in general take all necessary measures;
- Decide that this authorised rights issue must be completed within one year from the date of the meeting.

The shareholders duly note that this resolution has been proposed to comply with the provisions of article L.225-129-6 of the French commercial code in respect to the authorisations granted above under resolution ten.

ANNUAL FILINGS AND DISCLOSURES

This annual report has been published in accordance with article 451-1-1 of the French Monetary and Finance Code and article 221-1-1 of the AMF General Regulation. This document contains information published or made available to the public between 1 January 2009 and 31 March 2010 by GL events in compliance with legal or regulatory disclosure obligations.

INFORMATION AVAILABLE ON THE WEB SITES: www.gl-events.com et www.amf-France.org

Announcements

Dates	Announcements
Monthly and weekly disclosures - Purchases and sales of own shares	
Monthly disclosures - Voting rights	
January 2010	Annual report of the liquidity contract
2 February 2010	2009 sales
14 February 2010	The City of Paris's Special Commission selects GL events to manage the Palais Brongniart
10 mars 2010	2009 results
24 March 2010	Notice of preliminary call of the shareholders' meeting of 30 April 2010
14 April 2010	Notice of second call of the shareholders' meeting of 30 April 2010
27 April 2010	2010 first-quarter sales
12 May 2010	The Paris City Council confirms GL events' selection for the management of Palais Brongniart
29 June 2010	GL events awarded a €32 million contract for the 2010 Commonwealth Games in India
July 2010	Interim report on the liquidity agreement
29 July 2010	2010 first half results
12 October 2010	third-quarter sales
January 2011	Annual report on the liquidity agreement
6 January 2011	GL events strengthens its event services offering with acquisition of BRELET
1 February 2011	2010 sales
14 February 2011	Services offering for international events with acquisition of SLICK SEATING SYSTEMS
08 March 2011	2010 results
25 March 2011	Notice of preliminary call of the shareholders' meeting of 29 April 2011

Registration document and offering memorandums

Dates	Announcements
16 April 2010	Registration document 2009 D.10-272

INFORMATION PUBLISHED THROUGH THE PRESS

Dates	Announcements	Publication
3 February 2010	2009 net sales: 581.4 Million: resilient group performance in 2009 A historic contract for 2010 FIFA World Cup South Africa TM	Les Echos
15 February 2010	The City of Paris's Special Commission selects GL events to manage the Palais Brongniart	Les Echos
10 March 2010	2009 consolidated accounts: Group performs well 2010 outlook: major developments in international markets	Les Echos
28 April 2010	2010 first-quarter sales: €191m Strong international expansion and confirmation of renewed growth	Les Echos
12 May 2010	The Paris City Council confirms GL events' selection for the management of Palais Brongniart	Les Echos
30 June 2010	GL events awarded a €32 million contract for the 2010 Commonwealth Games in India	Les Echos
29 July 2010	2010 first-half: GL events continues strong profitable growth Revenue up nearly 19%, High leverage effect on net income: +23.4%	Les Echos
13 October 2010	Strong third-quarter revenue: +45.7% Positive outlook for solid and sustainable growth	Les Echos
22 December 2010	GL events strengthens its stake in Première Vision	Les Echos

OFFICIAL LEGAL ANNOUNCEMENTS *(BULLETIN DES ANNONCES LEGALES ET OBLIGATOIRES)*

Dates	Publication No.	Announcements
24 March 2010	36	Notice of preliminary call of AGM
14 April 2010	45	Notice of second call of AGM
8 September 2010	108	Voting rights
8 September 2010	108	Certification of the Statutory Auditors
25 March 2011	34	Notice of preliminary call of AGM

FILINGS WITH THE REGISTRAR OF THE LYON COMMERCIAL COURT

Dates	Announcements
5 July 2010	Filing of the 2009 annual financial statements
5 July 2010	Filing of the 2009 consolidated financial statements

OFFICER RESPONSIBLE FOR THE REGISTRATION DOCUMENT (*DOCUMENT DE REFERENCE*)

Olivier Ginon
Chairman and Chief Executive Officer

RESPONSIBILITY STATEMENT

"I declare that, to my knowledge, the information contained in this document provides a true and fair picture of the company's existing situation. It does not contain any omissions that could affect the validity of this document.

I declare that, to the best of my knowledge, the financial statements have been prepared in accordance with the applicable financial reporting standards and give a true and fair view of the assets and liabilities, financial position and results of the operations of the company and the group formed by the companies included in the consolidated financial statements, and that the management report for the period, included on page 32 herein faithfully presents business trends, the results and financial position of the company and the group included in the consolidation and the description of the main risks and uncertainties.

I have obtained a letter from its statutory auditors confirming the completion of their engagement whereby, in compliance with accounting doctrine and professional standards applicable in France, they performed procedures to verify the information on the financial condition and financial statements presented in this registration document and reviewed its entire content."

The statutory auditors have issued reports on the historical information presented in the registration document. The report on the consolidated financial statements for the fiscal year ended 31 December 2010 included on page 104 includes an observation.

Olivier Ginon
Chairman

Lyon, 11 April 2011

AUDITORS

	Date of first appointment	Renewal date	End of appointment (AGM approving the accounts closed at)
<u>Statutory auditors:</u> **Maza – Simoens** Michel Maza 302, rue Garibaldi 69007 Lyon	14 June 1996	16 May 2008	31 December 2013
Mazars Christine Dubus 131, boulevard Stalingrad 69624 Villeurbanne	13 July 2005	16 May 2008	31 December 2013
<u>Alternate auditors</u>: Raphael Vaison de Fontaine 513, rue de Sans Souci 69760 Limonest	16 May 2008		31 December 2013
Olivier Bietrix 131, boulevard Stalingrad 69624 Villeurbanne	13 July 2005	16 May 2008	31 December 2013

INFORMATION INCORPORATED BY REFERENCE

In accordance with article 28 of the Commission Regulation (EC) 809-2004 implementing the prospectus directive, the following information shall be incorporated by reference in this registration document:

- The consolidated financial statements for the period ended 31 December 2009 and the auditors' report on these financial statements presented respectively on pages 73 to 109 and 110 of the registration document D09-272 filed with the French financial market authority (AMF) on 16 April 2010.

- The consolidated financial statements for the period ended 31 December 2008 and the auditors' report on these financial statements presented respectively on pages 78 to 110 and 111 of the registration document D09-0210 filed with the French financial market authority (AMF) on 8 April 2009.

CROSS-REFERENCES WITH EC MINIMUM DISCLOSURE REQUIREMENTS FOR REGISTRATION DOCUMENTS

This table provides cross-references with the minimum disclosure requirements for share registration documents of Annex I of Commission Regulation (EC) 809/2004 of 29 April 2004

AUTORITÉ DES MARCHÉS FINANCIERS

AMF

"This registration document was filed with the French financial market authority (*Autorité des Marchés Financiers* or AMF) on 11 April 2011 in compliance with article 212-13 of the AMF General Regulation.
It may be used in connection with a financial transaction only if accompanied by a memorandum approved by the AMF." The original French language version of this document was prepared by the issuer that is binding on its signatories.