

CO-ORDINATED ARTICLES OF ASSOCIATION

LUXEMPART

Société Anonyme

Luxembourg Trade and Companies Register Luxembourg B 27.846

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24 April 2017

As a consequence of the following deeds:

- INCORPORATION of 25 April 1988, pursuant to a deed received by Maître Frank Baden, at that time a notary residing in Luxembourg, published in the Mémorial C Recueil Spécial des Sociétés et Associations, number 135 of 21 May 1988,
- AMENDMENT of 9 June 1988, pursuant to a deed received by Maître Frank Baden, at that time a notary residing in Luxembourg, published in the Mémorial C Recueil Spécial des Sociétés et Associations, number 198 of 23 July 1988,
- AMENDMENT of 21 March 1989, pursuant to a deed received by said notary Maître Frank Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 103 of 18 April 1989,
- AMENDMENT of 29 December 1989, pursuant to a deed received by said notary Maître Frank Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 51 of 13 February 1990,
- AMENDMENT of 15 September 1992, pursuant to a deed received by said notary Maître Frank Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 606 of 18 December 1992,
- AMENDMENT of 3 June 1997, pursuant to a deed received by said notary Maître Frank Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 520 of 24 September 1997,
- AMENDMENT of 4 June 2002, pursuant to a deed received by said notary Maître Frank Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 1238 of 23 August 2002,
- AMENDMENT of 6 June 2006, pursuant to a deed received by Maître Martine Decker, a notary residing in Hesperange, acting as a deputy for her absent colleague Maître Paul Decker, a notary residing in Luxembourg-Eich, published in the Mémorial C Recueil des Sociétés et Associations, number 1520 of 9 August 2006,

- AMENDMENT of 26 February 2007, pursuant to a deed received by Maître Paul Decker, a notary residing in Luxembourg-Eich, published in the Mémorial C Recueil des Sociétés et Associations, number 1087 of 7 June 2007,
- AMENDMENT of 30 April 2007, pursuant to a deed received by Maître Paul Decker, a notary residing in Luxembourg-Eich, published in the Mémorial C Recueil des Sociétés et Associations, number 1455 of 14 July 2007,
- AMENDMENT of 26 April 2010, pursuant to a deed received by Maître Joëlle Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 1385 of 6 July 2010,
- AMENDMENT of 27 April 2011, pursuant to a deed received by Maître Joëlle Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 974 of 12 May 2011,
- AMENDMENT of 30 April 2012, pursuant to a deed received by Maître Joëlle Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 1459 of 12 June 2012,
- AMENDMENT of 25 April 2016, pursuant to a deed received by Maître Joëlle Baden, published in the Mémorial C Recueil des Sociétés et Associations, number 2171 of 21 July 2016,
- AMENDMENT of 24 April 2017, pursuant to a deed received by Maître Joëlle Baden, not yet published.

Title I - Formation & Object of the company - Name - Registered office - Duration

Art. 1. A *société anonyme* (public limited company) under Luxembourg law is hereby formed between the holders of the shares issued pursuant to article 5 herein as well as those which may subsequently be created, hereinafter "the Company", which shall be governed by the laws in force and these Articles of Association.

The name of the *société anonyme* is LUXEMPART.

Art. 2. The object of the Company is to conduct any and all operations relating directly or indirectly to the acquisition of shareholdings, in any form whatsoever, in Luxembourg or foreign companies, as well as the administration, management, control and development of these shareholdings.

In particular, it may employ its funds for the creation, management, development and sale of a portfolio comprising securities and patents from any source, participate in the creation, development and control of any undertaking, acquire by contribution, subscription, underwriting, call option or any other means, any securities and patents, and realise them by sale, transfer, exchange or otherwise, cause the value of such patents to be asserted and grant assistance, loans, advances or guarantees to companies in which it holds an interest.

It shall take all necessary measures to protect its rights and conduct any operations whatsoever in connection with or in order to promote its object

Art. 3. The Company has its registered office in the municipality of Leudelange.

The registered office may be transferred to any other location within the Grand Duchy of Luxembourg by decision of the General Meeting of Shareholders or by decision of the Board of Directors. In the latter case, the Board of Directors shall ensure that the Articles of Association are amended by notary act to reflect said transfer.

The nationality of the Company may be changed by a resolution of the General Meeting adopted in the manner required to amend the Articles of Association.

The Company may establish administrative headquarters, subsidiaries, branches or offices both in the Grand Duchy of Luxembourg and abroad.

If extraordinary events of a political, financial or corporate nature liable to compromise normal business operations at the registered office or ease of communication with said office or between said office and abroad, occur or are imminent, the registered office may be transferred abroad temporarily until the exceptional circumstances have completely ceased; this temporary measure shall

not however affect the Company's nationality, which, notwithstanding this temporary transfer of its registered office, shall remain in Luxembourg.

Art. 4. The company is established for an indefinite term.

Title II - Share capital - Shares

Art.5.

Issued capital.

The issued capital is set at fifty-nine million seven hundred and eighty-three thousand nine hundred and eighty-five euro (€ 59,783,985) represented by twenty-three million nine hundred and thirteen thousand five hundred and ninety-four (23,913,594) shares without par value.

The Company's issued capital may be increased or reduced by a resolution of the General Meeting.

New shares without par value may be issued below the accounting par value in accordance with the applicable statutory provisions.

Authorised capital.

The Company's share capital may be increased from its current amount to ninety million euro (€ 90,000,000.00) by creating and issuing additional shares without par value, enjoying the same rights and benefits as the existing shares.

The Board of Directors is authorised for five (5) years from publication of the authorisation dated 24 April 2017 in the Mémorial, Recueil des Sociétés et Associations:

- to make increases in capital, within the limits of the authorised share capital, through a single issue, in a series of tranches or through the continuous issuance of new shares without par value enjoying the same rights and benefits as existing shares, with or without an issue premium, to be fully paid-up by means of payments in cash, contributions in kind, conversion of debt into capital, by conversion of bonds or else, with the approval of the Ordinary General Meeting, by incorporation of profits, available reserves or issue premiums; it shall be understood that an increase in capital by means of incorporation of profits, available reserves or issue premiums may be carried out without issuing new shares;

- in the event of issuing new shares under the above-mentioned conditions, to carry out such issues without setting preferential subscription rights for existing Shareholders to the shares to be issued;

- to set the place and date of the issue or series of issues, the procedure and conditions for subscription and payment for the new shares;

- to use the authorised capital to offer the new shares to the Company's employees; such allocation of new shares may be either through an allocation

procedure or as part of a stock option plan, in one or more tranches, depending on the distribution procedure and time restrictions on their form and their tradability as determined by the Board of Directors;

- to cause the increase or increases in share capital made under the above-mentioned conditions to be recorded in the proper form by the Board of Directors or any person designated for such purpose.

The Board is authorised to allocate existing shares of the Company free of charge, or issue new shares free of charge (Free Shares) taken from the available reserves (i) to employees of the Company or certain categories thereof; (ii) to employees of companies or economic interest groupings in which the Company directly or indirectly holds less at least ten percent (10%) of the capital or voting rights; (iii) to employees of companies or economic interest groupings that directly or indirectly hold at least ten percent (10%) of the capital or voting rights of the Company; (iv) to employees of companies or economic interest groupings of which at least fifty percent (50%) of the capital or voting rights are directly or indirectly held by a company that directly or indirectly holds fifty percent (50%) of the Company's share capital; and/or (v) to members of the Company or one of the companies or economic interest groupings mentioned in points (ii) to (iv) above (Beneficiaries of Free Shares). The Board determines the terms and conditions for allocating Free Shares to Beneficiaries of Free Shares, including the final allocation period and a minimum period during which said free shares may not be transferred by the shareholder.

Art. 6. Without prejudice to the authorisation granted to the Board of Directors in accordance with article 5 in the case of a capital increase, cash subscription shares shall be offered in preference to owners of existing shares on the day of issue in proportion to the number of shares held by each of them; the preferential subscription rights must be exercised within the deadline and under the terms set by the Board of Directors.

The General Meeting of Shareholders, deliberating as in the case of amendments to the Articles of Association, may nonetheless limit or cancel the preferential subscription rights or authorise the Board of Directors to do so.

No new shares may be issued at above par.

Art. 7. The Company may repurchase its own shares under the terms provided by law.

Art. 8. Shares shall be in registered or bearer form as decided by the shareholder, except in cases where the registered form is required by law or the Board of Directors.

Bearer shares of the Company may be created, as decided by the shareholder, as single shares or as certificates representing multiple shares.

Holder of bearer shares may, at their cost, request conversion into registered shares and vice versa at any time.

Bearer shares must be deposited with an approved depository in accordance with Article 42(1) of the Law of 10 August 1915, as amended.

Art. 9. A register of registered shares shall be kept at the Company's registered office. Ownership of registered shares shall be established by registration in this register. Registration certificates signed by two Directors shall be provided to registered Shareholders.

The transfer of registered shares shall be made by statements of transfer and acceptance of the transfer recorded in said register, dated and signed by the transferor and the transferee or by their proxies, or in accordance with the rules of civil law on the transfer of receivables, or in any other manner permitted by law.

The Company may demand that the signatures and authority of the parties be certified by a public official. In all cases, the Company shall give no guarantees as to the personality and authority of the parties.

Art. 10. Each share confers entitlement on the Shareholders to ownership of the share capital and a share of the profits in proportion to the number of shares issued.

Share ownership automatically entails acceptance of the Company's Articles of Association and the decisions of the General Meeting.

Any dividend which remains unclaimed by its beneficiary five years after its due date shall automatically revert to the welfare fund.

Art. 11. The shares are indivisible and the Company recognises only one owner per share.

All undivided co-owners of a share or all beneficiaries of any kind, including beneficial owners or bare owners, are required to have a single person represent them. The Company shall be entitled to suspend all rights attached to a share until a single person has been designated as the owner thereof. In the case of a share being held in beneficial ownership or bare ownership, the voting rights shall be exercised by the beneficial owner under all circumstances.

The representatives or creditors of a shareholder may not, on any grounds whatsoever, cause the seizure of the assets and securities of the Company nor call for a division or sale by auction thereof; they shall be bound by the inventories and proceedings of the General Meeting.

Art. 12. The Company may, by a decision of the Board of Directors, create and issue bonds at any time.

The Board of Directors shall determine the type, terms of issue, interest rate, method and timetable for redemption of the bonds.

Title III - Administration of the Company

Art. 13. The Company shall be managed by a Board comprising at least three directors, who may but are not required to be Shareholders.

The Directors are elected by the shareholders at the General Meeting which shall also determine the number of directors and their term of office. Their term of office may not exceed six years.

The Directors may be re-elected and may also be dismissed at any time.

Legal entities may form part of the Board of Directors.

Art. 14. In the case of one or more directorships becoming vacant following a death, resignation or other event, the remaining Directors shall have the right to provide for their temporary replacement by a decision adopted on a majority of votes. In this event, the General Meeting, when it next meets, shall make the final appointment and the Director or Directors appointed under these conditions shall complete the term of office of the person(s) replaced.

Non-ratification by the General Meeting shall not invalidate resolutions made in the interim and the actions taken by this Director or these Directors during the interim period of management shall nonetheless remain valid.

In the event of the number of Directors falling below three, the remaining Director(s) shall be required to provide for the replacement of the vacant directorship(s) in order to bring the number of Directors up to the minimum number set out in article 13, paragraph 1, until the following General Meeting.

Art. 15. The Board of Directors shall elect a chairman from among its members.

A secretary may be appointed who need not be a member of the Board.

The Board of Directors may, as it deems fit, appoint one or two Deputy Chairmen.

In the event of absence of the Chairman or Deputy Chairman, the Board of Directors shall appoint one of its members who shall then act as chairman.

Art. 16. The Board of Directors shall meet as often as is required to serve the Company's interest, on being convened by the Chairman or two other members, either at the registered office, or at any other location in shown in the notice of the meeting.

Attendance by a majority of the serving members is required for proceedings to be valid. Any of the Directors may be represented by appointing in writing, fax or electronic mail another Director as his proxy, who may not represent more than one of his colleagues. A Director who is unable to attend may

also vote by letter, fax or electronic mail. In either case, the Director unable to attend is deemed to be present at the meeting.

Under exceptional circumstances and at the express decision of the Chairman, any Director can take part in a meeting of the Board of Directors by means of a telephone conference call, videoconference call or similar means of communication by which all persons participating in the meeting can hear and communicate with each other. In this case, the Director who uses this type of technology is deemed to be present at the meeting and authorised to take part in the vote.

Resolutions shall be approved if voted by a majority of the members present or represented. In the event of a split vote, the resolution shall be rejected.

However, if the Board of Directors comprises three members and only two Directors attend the meeting, resolutions must be taken unanimously.

Any Director who has a direct or indirect financial interest that conflicts with that of the Company in any matter submitted for approval by the Board of Directors is required to make this known to the Board and to have this statement recorded in the minutes of the meeting.

Any such Director may not take part in the proceedings nor vote on this matter. This provision shall not apply if the decision to be taken concerns current operations conducted under normal conditions.

Resolutions of the Board of Directors may also be made by circulation of documents, provided that they are signed and approved in writing by all the Directors. Such approval may be based on one or more separate documents sent by letter, fax or electronic mail. Resolutions adopted under these conditions shall have the same effect as resolutions adopted in meetings of the Board of Directors. The letters, faxes or emails expressing the Directors' votes shall be appended to the minutes of the meeting.

Art. 17. The proceedings of the Board of Directors shall be recorded in the minutes which are entered in a special register kept at the registered office and signed by the Chairman and the secretary. Copies or extracts of these minutes that may be used in court or elsewhere shall be signed by the Chairman of the Board of Directors or the Deputy Chairman or else by two Directors.

Sufficient proof of the number of Directors in office, of status as a Director in office and status as a representative or a delegate of a corporate Director shall result, vis-à-vis third parties, from the simple inclusion in the minutes of the names of the Directors present, of those not present and of the status as a representative or delegate of a corporate Director.

Art. 18. The Board of Directors is vested with the broadest powers to perform or cause to be performed all acts of disposition and administration in relation to the Company's corporate object. All matters not expressly reserved by the law or these Articles of Association for the General Meeting fall within the remit of the Board of Directors.

The Board can delegate all or part of its powers in connection with the day-to-day management and representation of the Company with regard to this day-to-day management to one or more Directors, officers, managers or other agents, who may be but are not required to be Shareholders.

The Board can delegate special powers to one or more of its members or representatives, who may but are not required to be Directors.

The Board of Directors can also delegate its management powers to a group executive committee or to a chief executive officer in accordance with Article 60-1 of the Law on commercial companies.

The Board can authorise its delegated representatives, Directors or others to approve substitutions of their authority over the day-to-day management and representation of such management.

The Board of Directors can establish committees tasked with assisting the Directors of the Company in the management thereof and preparing and implementing the decisions of the Board of Directors. The Board of Directors shall define the powers, determine the membership and regulate the operations of these committees.

The Board of Directors shall adopt a set of rules organising the control over and management of the Company, called the Corporate Governance Charter, which shall be published as appropriate.

Art. 19. The Company shall be validly bound by the joint signatures of two Directors, or one Director and the Managing Director, or one manager or said manager's deputy, or two members of the Board of Directors.

The discharge of mortgages or other charges, rights of rescission and encumbrances, preceding or following payment, shall be validly signed in the Company's name by one Director.

Art. 20. In order to represent the Company abroad, full powers shall be given to the managers and agents of the Company accountable to the governments of such countries to the extent required by foreign laws.

Art. 21. Pursuant to Articles 58 and 59 of the Law of 10 August 1915 on commercial companies, as amended, members of the Board of Directors and members of the Group Executive Committee shall not contract, by virtue of their

office, any personal or joint obligation; they shall be liable only for the performance of their office.

Art. 22. Business conducted by the Company with the Directors, members of the Group Executive Committee or companies or institutions in which the Directors or members of the Group Executive Committee have an interest must be ratified by the General Meeting except in the case of decisions of the Board of Directors or the Director or the members of the Group Executive Committee concerning current operations conducted under normal conditions.

Art. 23. Members of the Board of Directors can receive, in addition to their travel and accommodation expenses, attendance fees, fixed annual remuneration and/or directors' fees as determined by the General Meeting of Shareholders.

Art. 24. The annual accounting records of the Company shall be audited by one or more independent auditors appointed in accordance with the procedures provided by the law.

The auditor or auditors shall prepare a report on the Company's annual financial statements in accordance with the legal requirements in force.

Title IV - General Meetings

Art. 25. The properly constituted General Meeting represents all Shareholders.

Its resolutions, made in accordance with the Articles of Association, shall be binding on all Shareholders, even those absent, unable to vote, or dissenting.

A General Meeting shall be held each year at 11:00 on the last Monday of the month of April. If this day is a bank holiday, the General Meeting shall be held on the next business day.

Extraordinary General Meetings may be convened by the Board of Directors, as required.

Unless otherwise indicated in the notice of the meeting, meetings shall take place at the registered office.

Art. 26. Notices of General Meetings shall show the agenda of the meeting, the venue, the date and time of the meeting, and a description of the procedure for Shareholders to participate and vote in the meeting. Notices shall be sent out at least fifteen (15) days before the meeting in accordance with the procedures provided by the law. In the event of giving second notice of a General Meeting owing to failure to reach quorum following the first notice, provided that this article has been duly followed for the first notice and that no items have been added to the agenda, a notice period of fifteen (15) days shall apply.

Art. 27. The rights of Shareholders to take part in the General Meeting and to exercise the voting rights attached to their shares shall be determined on the

basis of the shares held by those Shareholders at midnight (0:00 Luxembourg time) on the fourteenth (14th) day (the "date of registration") preceding the General Meeting. By the registration date at the latest, Shareholders must notify the Company of their intention to attend the General Meeting.

Art. 28. Any Shareholder may be represented at the General Meeting by any natural person or legal entity. Written notification of the appointment of this representative must be sent by post or in electronic form by the Shareholder to the Board of Directors at the latest five (5) days before the date set for the meeting.

Shareholders unable to vote shall be represented by their legal representatives or recognised bodies. The co-owners, beneficial owners and bare owners, creditors and secured debtors shall be respectively represented by a single and same person;

Art. 29. Each share gives entitlement to one vote.

Art. 30. The General Meeting of Shareholders may deliberate only on the items on the agenda.

Art. 31. The agenda shall be determined by the Board of Directors.

The agenda shall contain only those motions put forward by the Board of Directors or which have been sent and received at the registered office by post or in electronic form at the address shown in the notice of the meeting by registered letter on the twenty second (22nd) day at the latest before the date of the General Meeting by one or more Shareholders that together hold at least one twentieth of the share capital and which are accompanied by a justification or proposed motion to be adopted by the General Meeting. The Company shall acknowledge receipt of this request within forty-eight (48) hours of receipt. The Company shall then publish a revised agenda on the fifteenth day before the General Meeting at the latest.

The Board of Directors shall in all cases be required to convene a General Meeting if so requested by a Shareholder or a group of Shareholders representing at least 5% of the share capital.

Art. 32. The General Meeting shall be chaired by the Chairman of the Board of Directors or the Deputy Chairman or, in their absence, by a Director appointed by the Board.

The Chairman of the General Meeting shall appoint the secretary and the Meeting shall appoint one or more returning officers who shall, with him, constitute the committee.

Art. 33. The General Meeting of Shareholders shall deliberate and freely decide on the Company's interests and appoint Directors.

Art. 34. The Annual General Meeting of Shareholders shall acknowledge the report of the Board of Directors on the previous financial year.

It shall deliberate on the annual financial statements and, if applicable, approve them. It shall decide on the net profit in accordance with the provisions of article 40 herein. It shall grant a discharge to the Directors by way of a special vote.

Art. 35. The General Meeting of Shareholders, acting in compliance with the legal requirements in force at the time of the meeting, may amend any and all provisions of the Articles of Association.

Art. 36. The proceedings of the General Meeting shall be recorded in the minutes entered in a register and signed by the members of the committee.

Copies or extracts of these proceedings of the General Meeting that may be used in court or elsewhere shall be signed by the Chairman of the Board of Directors or the Deputy Chairman or else by two Directors.

After dissolving the company and on its liquidation, such copies or extracts shall be certified by one or more of the liquidators.

Art. 37. The attendance and deliberations of both Ordinary and Extraordinary General Meetings shall be in compliance with the provisions of the law of 10 August 1915 on commercial companies and its amendments.

Decisions shall be taken by a show of hands, on a simple majority of votes cast by the Shareholders present or represented, unless otherwise stipulated by the Articles of Association or by law. The votes cast shall not include those attached to shares for which the Shareholder does not take part in the vote or abstains.

Title V - Financial statements - Inventory - Profits - Reserves

Art. 38. The financial year shall commence on 1 January and end on 31 December each year.

Art. 39. At the end of each financial year, the Board of Directors shall draw up an inventory of the assets and liabilities of the Company and prepare the financial statements, in which any required depreciation must be recognised.

Art. 40. The credit balance of the accounts, after deduction of operating expenses, costs, allocations and bonuses for employees, depreciation and provisions, shall constitute the Company's net profit.

Save for the portion of the profits allocated to the legal reserve, the General Meeting, on the recommendation of the Board of Directors, shall decide on the amount of the profits to be allocated to payment of the dividend and directors' fees, impairment charges, special reserves or retained earnings.

The Board of Directors is authorized to pay interim dividends in accordance with legal requirements.

Title VI - Dissolution - Liquidation

Art. 41. The Company may be wound up at any time by a decision of the General Meeting of the Shareholders made under the same rules of quorum and majority as those required for amendments to these Articles of Association.

Art. 42. In the event of dissolution of the Company, on any grounds whatsoever, the General Meeting shall decide on the liquidation procedure and appoint one or more liquidators whose powers it shall determine.

The liquidators may, pursuant to a decision of the General Meeting, effect the transfer to another company or the sale to any other person of the assets, rights and obligations of the dissolved company in exchange for such prices, benefits or remuneration as deemed fit by the liquidators, all of which shall be subject to ratification by the General Meeting.

The properly constituted General Meeting shall retain the same powers during liquidation as during the lifetime of the Company, in particular the power to approve the liquidation accounts and grant discharge to the liquidators.

In the event of the shares not all being paid up to the same extent, the liquidators shall be required to restore a balance by placing all shares on an equal basis either by demanding additional funds in respect of insufficiently paid-up shares or by first reimbursing shares that are paid-up to a greater extent.

After settling the Company's liabilities and expenses, any surplus remaining after these operations, which represents the capitalised proceeds of the Company's profits, shall be divided among all shares.

The General Meeting shall freely determine the value of any asset to be shared which does not consist of cash and all beneficiaries shall accept the asset distributed for the amount so determined.

Art. 43. Unless excluded under these Articles of Association, the provisions of the law of 10 August 1915 on commercial companies and its amendments shall apply as well as the provisions of the law of 24 May 2011 on the exercise of certain rights of shareholders in listed companies.

- FOR THE CO-ORDINATED ARTICLES OF ASSOCIATION -