

## Information on executive corporate officers' compensation components published pursuant to recommendations resulting from the AFEP-MEDEF Corporate Governance Code

Following the recommendations of the Compensation Committee, the Board of Directors, at its meeting on May 3, 2017, decided to grant to Gilles Michel, Chairman & Chief Executive Officer, 35,000 Imerys performance shares.

### ▪ General conditions

All granted performance shares are conditional on the achievement of the same economic performance goals as those set in the 2017 general performance share plan intended for the Group's top managers. These goals are related to the growth of the Group's net income from current operations per share and of the Group's ROCE (return on capital employed) during the period 2017-2019.

The grant to the Chairman & Chief Executive Officer is also subject to the same general provisions as those provided in the general plan set up for the Group's top managers, in particular: a vesting of the performance shares in proportion to the achievement of the assigned economic performance goals; a vesting after a 3-year period i.e. on May 3, 2020 subject to being a corporate officer of the Group at that date.

### ▪ Restrictive conditions

This performance shares grant is subject to the restrictive rules in terms of holding and keeping shares previously set by the Board (see the 2016 Registration Document); it is also in line with the sub-limit set out by the Shareholders' General Meeting of 4 May 2016 for the grant to executive corporate officers under which this grant is made.

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*The world leader in mineral-based specialty solutions for industry, with €4.2 billion revenue and close to 16,000 employees, Imerys delivers high value-added, functional solutions to a great number of sectors, from processing industries to consumer goods. The Group draws on its knowledge of applications, technological expertise and its material science know-how to deliver resources based on beneficiation of its mineral resources, synthetic minerals and formulations. These contribute essential properties to customers' products and performance, including refractoriness, hardness, conductivity, opacity, durability, purity, lightness, filtration, absorption and repellency. Imerys is determined to develop responsibly, in particular by fostering the emergence of environmentally-friendly products and processes.*

**More comprehensive information about Imerys** may be obtained from its website ([www.imerys.com](http://www.imerys.com)) under Regulated Information, particularly in its Registration Document filed with Autorité des marchés financiers on March 21, 2017 under number D.17-0190 (also available from the Autorité des marchés financiers website, [www.amf-france.org](http://www.amf-france.org)). Imerys draws the attention of investors to chapter 4, "Risk Factors and Internal Control", of its Registration Document.