

## **PRESS RELEASE**

Extraordinary General Meeting  
March 21, 2012



**Passion for excellence and innovation**

### **Shareholders summoned to Extraordinary General Meeting**

GECI International is summoning its shareholders to an Extraordinary General Meeting at 10 am on April 26 in the Intercontinental Legrand Opéra hotel, 2 rue Scribe, 75009 Paris, France, as part of its plan to finance the Skylander program. This announcement will be published in the bulletin of compulsory legal announcements (BALO) today.

The purpose of this General Assembly is to rule on the draft resolutions in order to authorize the Board of Directors to proceed with an increase in the capital and/or the issue of securities comprising:

- 1st resolution: an increase in the capital of no more than €45 M and/or the issue of no more than €200 M of debt securities. This operation is restricted to all French or American investment funds or holding companies, or all companies controlled by such funds or companies that usually invest in medium-sized companies specializing in engineering, transport, aerospace, information technology, the internet or telecommunications, for a minimum individual subscription of €1 M (including the issue premium).

- 2nd resolution: an increase in the capital of no more than €20 M and/or the issue of no more than €50 M of debt securities. This operation is restricted to Serge Bitboul, through his personal holding company, GECI Technologies Holding (GTH) SAS.

- 3rd resolution: an increase in the capital of no more than €8 M and/or the issue of no more than €20 M of debt securities. This operation is restricted to AirInvest SGPS Lda.

Each of these three resolutions allows the Board of Directors to apply a discount of no more than 40% to the issue price, in accordance with the restricted hypotheses defined in detail in the text of the resolutions.

Moreover, as part of the ongoing negotiations to finance the Skylander program, it is possible that the issue of the compound securities ultimately results in a resale of the securities on the market.

- 4th resolution: proposal to the General Meeting to cap the global maximum nominal amount of the increases in capital at €73 M and the global amount of the issued debt securities at €270 M.

- 5th resolution: an increase of the capital by a maximum nominal amount of €100,000, restricted to employees as part of an employees' savings scheme.

These resolutions are intended to be used in the ongoing negotiations with investors to finance the Skylander program. Once signed, the terms of the agreement(s) will be published in a press release.

### **About GECI International**

For 30 years, GECI International has been established as a specialist in high technology engineering, with a preponderant presence in the world of aeronautics. Working in the four corners of the world, GECI International's 1,000 staff, engineers and researchers are constantly ready to meet today's and tomorrow's technological challenges.

GECI International combines excellence, passion to innovation to propose, on the one hand, via its GECI Engineering division an offer of expertise and global solutions in the fields of aeronautics, transport and infrastructures and, on the other, via its GECI Aviation a range of twin turboprop aircraft: the F406 and the Skylander SK-105.

The F406, produced by Reims Aviation Industries, is recognised by operators worldwide as an aircraft that is particularly suited to surveillance missions. The Skylander SK-105, produced by Sky Aircraft, stands out due to its exceptional performances, its ability to operate in extreme environments and its very competitive purchase and maintenance costs.

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GECI International is quoted in compartment C of NYSE – Euronext Paris

**ISIN code (share): FR0000079634 – GECP**

GECI AVIATION is quoted on the Alternext market of NYSE – Euronext Paris

**ISIN code (share): FR0010449199 – ALRAI**

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