



SOCIÉTÉ DE LA
TOUR EIFFEL

A limited liability company with a board of directors and a capital of €27,165,180
Head office: 20-22, rue de la Ville l'Evêque, 75008 Paris, France
Paris Trade and Business Registration no. 572 182 269

Report of the Board of Directors to the ordinary general shareholders' meeting to be held on 15th October 2009

Dear Sir or Madam,

You have been convened for an ordinary general meeting for the purpose of deliberating on the following agenda:

- Appointment of a new director,
- Distribution out of share premium.

Appointment of a new director

We propose to appoint a supplementary Board member. We propose the application of Mr. Aimery Langlois-Meurinne, domiciled 8 rue de l'Hôtel de Ville - 1204 Geneve - Switzerland. The appointment of Mr Langlois-Meurinne will permit to the Board to benefit from his professional skills and from his knowledge of the real estate market, and to contribute to the definition of the strategy of the Company. He will be appointed for a period of three years namely until the end of the General meeting to be held to approve the accounts for the financial year 2011.

Distribution out of share premium

Since 2005, the secure, recurring income of the Société de la Tour Eiffel has enabled the Company to pay an interim dividend based on the semi-annual accounts and a final dividend decided at the General meeting.

As at June 30th, 2009, marking to market the property assets of certain subsidiaries has had a negative impact on the earnings of the parent company, and consequently the interim corporate financial statements show a loss of €10,989,276. This loss is greater than the retained earnings and the distributable reserves of the company.

However, the recurring cash flow generated by the business of the company enables us to propose an exceptional distribution out of the share premium reserve of €2 per share.



The total amount of this distribution, which stands at €10,866,072 on the basis of the number of outstanding qualifying shares as at June 30th, 2009, will be paid from the "Share Premium" account.

The date of payment is fixed at October 27th, 2009. It will concern shareholders holding shares at market close on October 21st, 2009.

We hope you will agree with this proposal and that you will vote in favour of the resolutions submitted for your approval.

The Board of directors
Mark INCH