



**Société Anonyme  
RCS Luxembourg B 81.267**

Notice is hereby given of the

**Annual General Meeting**

of SES, Société Anonyme, to be held at the company's registered office at Château de Betzdorf,  
6815 Betzdorf, Luxembourg, on

**Thursday, April 2, 2009 at 10:30 a.m.**

**AGENDA**

1. Attendance list, quorum and adoption of the agenda
2. Nomination of a secretary and of two scrutineers
3. Presentation by the Chairman of the Board of Directors of the 2008 activities report of the Board
4. Presentation by the President and CEO on the main developments during 2008 and perspectives
5. Presentation by the Chief Financial Officer, member of the Executive Committee, of the 2008 financial results
6. Presentation of the audit report
7. Approval of the balance sheet as of December 31, 2008 and of the 2008 profit and loss accounts
8. Decision on allocation of 2008 profits
9. Transfers between reserve accounts
10. Discharge of the members of the Board of Directors
11. Discharge of the auditor
12. Appointment of the auditor for the year 2009 and determination of its remuneration
13. Resolution on company acquiring own FDRs and/or own A-, or B-shares
14. Remuneration of Board members
15. Miscellaneous

**Voting instructions**

The FDR (Fiduciary Depositary Receipt) holder is entitled, subject to any applicable provisions (e.g. Luxembourg Law, the Articles of Incorporation, shareholders' thresholds and Concession Agreement) to instruct the Fiduciary as to the exercise of the voting rights by means of a voting certificate available on request at the bank where the FDRs are held.

In order for the voting instructions to be valid, the voting certificate form must be completed and duly signed by the FDR holder or, as the case may be, the beneficial owner. Upon receipt of the voting certificate on or before the date determined by the Fiduciary (being March 26, 2009 at 5:00 p.m.) with such certification and evidence as requested by the Fiduciary or by the company, the Fiduciary shall transmit to the company the relevant certifications and supporting evidence and the company shall verify whether the relevant holders of FDRs or the beneficial owners thereof would qualify as an A-shareholder of the company if in lieu of FDRs they would hold the corresponding number of A-shares.

If within 8 Luxembourg business days from the receipt of such certification and supporting evidence, the company has not notified the Fiduciary of its rejection of the request of a holder to exercise its voting rights pertaining to the A-shares underlying its FDRs, the company shall be deemed to have accepted the relevant voting request.

After receipt of the written approval of the voting request by the company, the Fiduciary shall vote or cause to be voted in accordance with the instructions set forth in such requests. The Fiduciary may designate and appoint authorized representatives to attend the meeting and vote on behalf of the FDR holders.

The voting instructions are deemed to be irrevocable and definitive 48 hours prior to the time for which the meeting has been convened, i.e. at the latest on March 31, 2009 at 10.30 a.m.

If the Fiduciary has not received voting instructions from the FDR holder, the Fiduciary shall be deemed to have been instructed to vote in the manner proposed by the Board of Directors in the relevant meeting.

When an FDR holder completes a voting instruction this will automatically result in a blocking of the FDRs so that they cannot be transferred prior to the meeting.

There will be no vote under item 15. Miscellaneous.

### **Withdrawal of FDRs and conversion into A-shares**

If an FDR holder wishes to attend the meeting in person, he has to be recorded as a shareholder in the share register of the company. Consequently, the FDR holder has to request the conversion of FDRs into A-shares in accordance with conditions 12 and 16 of the Terms and Conditions of the Amended and Restated Fiduciary Deposit Agreement dated September 26, 2001. This is available at the Bank where the FDRs are held. No charge for conversion will be requested for natural persons who are not yet shareholders of category A and who proceed to a conversion of a maximum of 10,000 FDRs into A-shares, allowing them to participate in the Annual general meeting of April 2, 2009.

The latest date for withdrawing FDRs and converting into A-shares for personal attendance at the meeting is March 19, 2009 at 4:30 p.m.

### **Documents made available by SES S.A.**

Documents made available by the company (including the Recommendations of the Board of Directors) for the purpose of this meeting may be inspected during normal working hours by the FDR holders at the offices of the Fiduciary, Banque et Caisse d'Epargne de l'Etat, Securities Department, 1, rue Zithe, L - 2954 Luxembourg, or alternatively at the offices of the Listing Agents, Fortis Banque Luxembourg S.A., 50, avenue J.F. Kennedy, L - 2951 Luxembourg and Société Générale, GSSI/GIS/CMO/AGL, 32, rue du Champ de Tir, F - 44312 Nantes Cedex 3 and are available on the company's website [www.ses.com](http://www.ses.com).