



SHAREHOLDERS' MEETING BROCHURE

2018

ORDINARY GENERAL MEETING

THURSDAY MAY 31, 2018
AT 10 A.M.
5, AVENUE KLEBER
75016 PARIS

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M.R.M.

Joint stock company (*Société anonyme*) with a share capital of €43,667,813
Registered office: 5, avenue Kléber – 75795 Paris Cedex 16 - France
544 502 206 Paris Trade and Companies Register

INSTRUCTION FOR ATTENDING AND VOTING

YOU MUST BE SHAREHOLDER

Pursuant to Article R.225-85 of the French Commercial Code, the right to participate in the General Meeting is subject to formal registration of shares in the name of the shareholder or of the authorized intermediary acting on their behalf (pursuant to Article L.228-1 of the French Commercial Code), on the second (2nd) business day preceding the General Meeting, *i.e.* May 29, 2018, either in the registered share accounts held by the Company (or by its agent), or in the bearer share accounts held by the authorized intermediaries in accordance with Article L.211-3 of the French Financial and Monetary Code.

Only those shareholders fulfilling the conditions set forth in the aforementioned Article R.225-85 on the date of the General Meeting will be eligible to participate.

The formal registration of the shares in the bearer share accounts held by the authorized financial intermediaries is confirmed by a participation certificate (*attestation de participation*) issued by the intermediaries (or electronically, as the case may be) under the conditions provided for in Article R.225-85 of the French Commercial Code (with reference to Article R.225-61 of the same Code), which is annexed to:

- The postal voting form;
- The proxy voting form, or
- The request for an entry card (*carte d'admission*) under the name of the shareholder or on behalf of the shareholder represented by the registered intermediary.

The present convening notice includes, for holders of registered shares, a form for postal or proxy voting or for requesting an entry card (*carte d'admission*).

Holders of bearer shares must contact the financial intermediary through which their shares are registered in order to obtain a postal or proxy voting form or to request an entry card (*carte d'admission*).

YOU MUST EXPRESS YOUR CHOICE

1 YOU WANT TO ATTEND THE GENERAL MEETING IN PERSON

Shareholders wishing to attend this General Meeting in person should tick box « A » on the form and return their application for an entry card (*carte d'admission*) dated and signed:

- **For holders of registered shares:** directly to CIC - Service Assemblées, 6 avenue de Provence, 75452 Paris Cedex 09 (or, on the day of the General Meeting, the holders of registered shares can also go directly to the counter specifically created for this purpose with an identity document);
- **For holders of bearer shares:** to their authorized financial intermediary. In any case, the holder of bearer shares will have to attach a participation certificate (*attestation de participation*).

Any shareholder not attending the General Meeting in person may choose one of the three following options:

2 YOU WANT TO VOTE BY POST, TO GIVE PROXY TO THE CHAIRMAN OR TO GIVE PROXY TO A MENTIONED PERSON

1 – TO VOTE BY POST: The shareholder must tick the box « I vote by post » on the form, specify his or her vote for each resolution without forgetting the box « Amendments or new resolutions » and then date and sign the bottom of the form.

- **To vote « NO » or abstention**, shade the boxes of your choice ;
- **To vote « YES »**, leave blank the boxes of your choice.

2 – TO GIVE PROXY TO THE CHAIRMAN: The shareholder must tick the box « I give proxy to the Chairman of the General Meeting » on the form, then date and sign the bottom of the form. In this case, the proxy will be granted to the Chairman of the General Meeting who will vote in favor of the draft resolutions presented or approved by the Board of directors and vote against the approval of all the other draft resolutions.

3 – TO GIVE PROXY TO ANOTHER SHAREHOLDER, TO HIS OR HER SPOUSE OR CIVIL UNION (PACS) PARTNER OR TO ANY OTHER NATURAL OR LEGAL PERSON: The shareholder can designate a proxy who will agree to vote as instructed by the shareholder. The shareholder must, tick the box « I hereby appoint » on the form, specify the identity of his or her agent, then date and sign the bottom of the form.

In accordance with the provisions of Article R.225-79 of the French Commercial Code, the appointment or removal of a proxy can also be electronically submitted to the Company:

- **For holders of registered shares:** by sending an e-mail to: proxyag@cmcic.fr by detailing their name, first name, address and their login together with the name and first name of the appointed or revoked representative;
- **For holders of bearer shares:** by sending an e-mail to: proxyag@cmcic.fr by detailing their name, first name, address and their complete banking details together with the name and first name of the appointed or revoked representative, and then by requiring their authorized intermediary in charge of the management of the bearer securities account to send a written confirmation (by mail or by facsimile) to CIC - Services Assemblées, 6 avenue de Provence, 75452 Paris Cedex 09.

Only duly signed and filled in appointment or revocation notifications that are received at latest three (3) days before the General Meeting shall be taken into consideration.

To be taken into consideration, duly completed and signed postal and proxy voting forms or requests for entry cards (*cartes d'admission*) shall be received by **May 28, 2018 at the latest**:

- **For holders of registered shares:** to CIC - Services Assemblées, 6 avenue de Provence, 75452 Paris Cedex 09, or to M.R.M., 5 avenue Kléber, 75795 Paris Cedex 16;
- **For holders of bearer shares:** to their financial intermediary as soon as possible, in order to allow this intermediary to transfer the form in due time to CIC, accompanied by a participation certificate (*attestation de participation*).

IN THE EVENT OF A TRANSFER OF SHARES PRIOR TO THE GENERAL MEETING

Any shareholder who has already voted by post, issued a proxy or made a request for an entry card (*carte d'admission*) or a participation certificate (*attestation de participation*) will no longer have the possibility of choosing a different method in order to participate in the General Meeting. Nevertheless, such shareholder shall retain the right to transfer all or some of their shares in the meantime. In this case:

- If the transfer of ownership takes place before T-0 (Paris time) on the second (2nd) business day prior to the General Meeting, the Company must invalidate or amend the postal vote cast, the proxy, the entry card (*carte d'admission*) or the participation certificate (*attestation de participation*) and, if the assigned shares are bearer shares, the authorized intermediary and account holder must, for this purpose, notify such transfer of ownership to the Company or to its agent and provide all necessary information.
- If the transfer of ownership takes place after T-0 (Paris time) on the second (2nd) business day prior to the General Meeting, it shall neither be notified by the authorized intermediary nor taken into account by the Company, notwithstanding any agreement to the contrary.

PREPARATORY DOCUMENTS FOR THE GENERAL MEETING

All the documents listed under Article R.225-73-1 of the French Commercial Code, especially the documents to be presented at the General Meeting in accordance with Article R.225-83 of the French Commercial Code, are available on the M.R.M. website at www.mrminvest.com, under the « Shareholders – General Meeting » section, within the statutory deadlines, i.e. at least twenty-one (21) days before the General Meeting.

The shareholders may also obtain, within the statutory deadline, a copy of all documents referred to in Articles R.225-81 and R.225-83 of the French Commercial Code by sending their request to:

M.R.M.

5 avenue Kléber
75795 Paris Cedex 16

or

relation_finances@mrminvest.com

In accordance with the law, all documents that must be submitted to the General Meeting will be made available to shareholders, at the registered office of the Company.

WRITTEN QUESTIONS OF THE SHAREHOLDERS

All shareholders have the ability to submit the written questions of their choice to the Board of directors, which will be answered during the General Meeting, by sending them to the registered office of the Company (5, avenue Kléber, 75795 Paris Cedex 16) by registered letter with acknowledgement of receipt, or by e-mail (relation_finances@mrminvest.com), addressed to the Chairman of the Board of directors, at least four (4) business days prior to the date of the General Meeting (i.e. May 25, 2018). Such written questions must be sent along with a certificate confirming the registration of shares (*attestation d'inscription*), either in the registered share accounts held by CM-CIC Securities, or in the bearer share accounts held by the authorized intermediary.

The possibility to participate in meetings via videoconferencing or via telecommunication means was not selected for this General Meeting.

The notice of meeting has been published in the Bulletin of Mandatory Legal Notice (*BALO*) dated April 25, 2018.

The convening notice will be published in *Les Petites Affiches* and *BALO* dated May 16, 2018.

HOW TO FILL-IN THE FORM?

If you wish to attend the Meeting in person, **tick box A**

If you wish to give proxy to the Chairman of the Meeting, **tick this box**

If you wish to give proxy to another shareholder, to your spouse or civil union (PACS) partner or to any other natural or legal person, **tick this box and fill-in the agent's name and address**

M.R.M.
S.A. au capital de 43 667 813.00 €
Siège social : 5 Avenue Kléber - 75016 PARIS
544.502.206. RCS PARIS

ASSEMBLÉE GÉNÉRALE ORDINAIRE
du 31 mai 2018 à 10 H 00
à 5 avenue Kléber
75016 PARIS

ORDINARY SHAREHOLDERS MEETING May 31st,
2018 at 10:00 AM
at 5 avenue Kléber
75016 PARIS

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY

Identifiant - Account

Nombre d'actions / Number of shares

Nombre de voix - Number of voting rights

Nominatif Registered

Porteur Bearer

Vote simple Single vote

Vote double Double vote

IMPORTANT : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side
Quelle que soit l'option choisie, notifiez comme ceci la ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this , date and sign at the bottom of the form.

A. Je désire assister à cette assemblée et demande une carte d'admission : dater et signer au bas du formulaire. // I wish to attend the shareholder's meeting and request an admission card : date and sign at the bottom of the form.

B. J'utilise le formulaire de vote par correspondance ou par procuration ci-dessous, selon l'une des 3 possibilités indiquées // I prefer to use the postal voting form or the proxy form as specified below.

JE VOTE PAR CORRESPONDANCE // I VOTE BY POST
Cf. au verso (2) - See reverse (2)

Je vote OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directeur ou la Gérance, à l'EXCEPTION de ceux que je signale en notifiant comme ceci la case correspondante et pour lesquels je vote NON ou je m'abstiens.

I vote YES all the draft resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box - like this , for which I vote NO or I abstain.

1	2	3	4	5	6	7	8	9	Oui / Yes	Non/No	Oui / Yes	Non/No
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	A	<input type="checkbox"/>	F	<input type="checkbox"/>
10	11	12	13	14	15	16	17	18	B	<input type="checkbox"/>	G	<input type="checkbox"/>
19	20	21	22	23	24	25	26	27	C	<input type="checkbox"/>	H	<input type="checkbox"/>
28	29	30	31	32	33	34	35	36	D	<input type="checkbox"/>	J	<input type="checkbox"/>
37	38	39	40	41	42	43	44	45	E	<input type="checkbox"/>	K	<input type="checkbox"/>

Si des amendements ou des résolutions nouvelles étaient présentés en assemblée / In case amendments or new resolutions are proposed during the meeting
- Je donne pouvoir au Président de l'assemblée générale de voter en mon nom. // I appoint the Chairman of the general meeting to vote on my behalf....

- Je m'abstiens (l'abstention équivaut à un vote contre) / Abstention from voting (is equivalent to vote NO)

- Je donne procuration (cf. au verso revérifié) à M. Mlle, Raison Sociale pour voter en mon nom. // I appoint (see reverse) (cf. M. Mrs or Miss, Corporate Name to vote on my behalf)

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE
Cf. au verso (3)
I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING
See reverse (3)

JE DONNE POUVOIR À : Cf. au verso (4)
I HEREBY APPOINT: See reverse (4)
M. Mlle ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name
Adresse / Address

ATTENTION : s'il s'agit de titres au porteur, les présentes instructions ne seront valides que si elles sont directement retournées à votre banque.
CAUTION : if it is about bearer securities, the present instructions will be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf. au verso (1)
Surname, first name, address of the shareholder (Change regarding this information have to be notified to relevant institution, no change can be made using this proxy form). See reverse (1)

Do not forget to date and sign the form

Date & Signature

If you wish to vote by post, **tick the appropriate box; indicate your vote for each of the resolutions, amendments or new resolutions**

If not already appearing on the form, write down your surname, first name and address

Notice: Please be aware that you cannot send back both a proxy form and a postal vote form.

AGENDA OF THE ORDINARY GENERAL MEETING

1. Approval of the corporate financial statements for the fiscal year ended December 31, 2017;
2. Approval of the consolidated financial statements for the fiscal year ended December 31, 2017;
3. Appropriation of income of the fiscal year and distribution of premiums;
4. Statutory auditors' special report on regulated agreements and commitments and approval of these agreements;
5. Reappointment of Mr. Jean Guitton as director;
6. Approval of the principles and the criteria for the determination, the allocation and the award of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind attributable to the Chairman of the Board of directors;
7. Approval of the principles and the criteria for the determination, the allocation and the award of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind attributable to the Chief Executive Officer or any other corporate officer;
8. Approval of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind paid or attributed for the past fiscal year to the Chief Executive Officer, Mr. Jacques Blanchard;
9. Authorization to be granted to the Board of directors, for the Company to buy back its own shares pursuant the terms of Article L.225-209 of the French Commercial Code, period, purposes, conditions and ceiling;
10. Power of attorney to carry out formalities.

RESOLUTIONS

FIRST RESOLUTION

(Approval of the corporate financial statements for the fiscal year ended December 31, 2017)

The General Meeting, having read and understood the reports of the Board of directors and the statutory auditors' report for the fiscal year ended December 31, 2017, approves the corporate financial statements which state a net loss of €6,587,214.

The General Meeting approves the amount of the expenses and charges referred to in Article 39-4 of the French General Tax Code, which amounts to €1,910, and the tax borne by the Company due to the non-deductibility of such charges which amounts to €0.

SECOND RESOLUTION

(Approval of the consolidated financial statements for the fiscal year ended December 31, 2017)

The General Meeting, having read and understood the reports of the Board of directors and the statutory auditors' report on the consolidated financial statements for the fiscal year ended on December 31, 2017, approves the consolidated financial statements which state a loss of €4,627,881.

THIRD RESOLUTION

(Appropriation of income of the fiscal year and distribution of premiums)

The General Meeting, on a proposal from the Board of directors, decides the loss pertaining to the fiscal year ended on December 31, 2017 and amounting to €6,587,214 shall be charged on the « Retained earnings » account that shall thereby be brought from €0 to €-6,587,214.

Furthermore, the General Meeting, on a proposal from the Board of directors, decides to distribute premiums for €4,803,459, i.e. €0.11 gross per share, taken from the « Merger premiums » account that shall thereby be brought from €5,241,367 to €437,908.

This distribution, which is an obligation under the SIIC (French REIT) tax regime, is subject to withholding tax for non-resident shareholders, and to the 12,8 % flat tax (*Prélèvement forfaitaire unique*) plus the 17,2 % social contributions for individual shareholders who are French tax residents. The individual shareholders who are French tax residents may expressly opt for the taxation of dividends in accordance with the income tax scale when filling their own income tax return. In any case, this distribution will not benefit from the 40 % rebate (set forth by Article 158-3-2 of the French General Tax Code) for individual shareholders who are French tax residents.

The ex-dividend date will be June 6, 2018 and payment will be made on June 8, 2018.

The distributed amounts corresponding to treasury shares held by the Company on the date the distribution decision is made will be allocated to the « Other Reserves » account.

In accordance with Article 243 bis of the French General Tax Code, the General Meeting notes that the following dividends have been distributed over the previous three fiscal years:

FY	Amount eligible for the allowance ¹		Amount not eligible for the allowance ¹	
	Dividends	Other distributions	Dividends	Other distributions
2014	-	€1,073	-	€4,361,983
2015	-	-	€561,237	€3,801,226
2016	-	-	€394,412	€4,409,047

¹ Allowance set forth by Article 158-3-2 of the French General Tax Code.

FORTH RESOLUTION

(Statutory auditors' special report on regulated agreements and commitments and approval of these agreements)

The General Meeting, having read and understood the statutory auditors' special report on regulated agreements and commitments, approves the new agreements mentioned into it.

FIFTH RESOLUTION

(Reappointment of Mr. Jean Guitton as director)

The General Meeting decides to renew Mr. Jean Guitton as director for a term of four years, to expire at the end of the General Meeting called in 2022 to vote on the financial statements for the previous fiscal year.

SIXTH RESOLUTION

(Approval of the principles and the criteria for the determination, the allocation and the award of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind attributable to the Chairman of the Board of directors)

The General Meeting, in accordance with the provisions of Article L.225-37-2 of the French Commercial Code, approves the principles and criteria for the determination, the allocation and the award of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind attributable, by virtue of his/her mandate, to the Chairman of the Board of directors, as presented in paragraph 2.1.2 of the corporate governance report included in chapter 4 of the 2017 Registration Document.

SEVENTH RESOLUTION

(Approval of the principles and the criteria for the determination, the allocation and the award of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind attributable to the Chief Executive Officer or any other corporate officer)

The General Meeting, in accordance with the provisions of Article L.225-37-2 of the French Commercial Code, approves the principles and criteria for the determination, the allocation and the award of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind attributable, by virtue of his/her mandate, to the Chief Executive Officer or any other corporate officer, as presented in paragraph 2.1.1 of the corporate governance report included in chapter 4 of the 2017 Registration Document.

EIGHTH RESOLUTION

(Approval of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind paid or attributed for the past fiscal year to the Chief Executive Officer, Mr. Jacques Blanchard)

The General Meeting, in accordance with the provisions of Article L.225-100-II of the French Commercial Code, approves the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind paid or attributed for the past fiscal year, by virtue of his mandate, to the Chief Executive Officer, Mr. Jacques Blanchard, as presented in paragraph 2.3 of the corporate governance report included in chapter 4 of the 2017 Registration Document.

NINTH RESOLUTION

(Authorization to be granted to the Board of directors, for the Company to buy back its own shares pursuant the terms of Article L.225-209 of the French Commercial Code, period, purposes, conditions and ceiling)

The General Meeting, having read and understood the management report of the Board, authorizes the Board of directors, for an eighteen-month period, in accordance with the provisions of Articles L.225-209 *et seq.* of the French Commercial Code, to purchase, in one or several times at any time, the Company's shares, in the limit of 10 % of the share capital adjusted, if required, to take account of potential share capital increase or reduction transactions that may arise during the duration of the program.

This authorization cancels and replaces the authorization previously granted under the sixteenth resolution of the General Meeting dated June 1, 2017.

These acquisitions could be carried out in order to:

- Ensure the stimulation of the secondary market or provision of liquidity to the M.R.M. share by an investment service provider through a liquidity contract in accordance with the AMAFI code of ethics, it being specified that the number of shares taken into account for calculation of the 10 % limit shall correspond to the number of shares purchased less the number of shares resold;
- Retain the purchased shares for subsequent payment or exchange in the framework of external growth operations;
- Ensure the hedging of any stock option plans and/or free share allocation plans granted to employees and/or corporate officers of the Group, and any plan for allocation of shares pursuant an employee stock ownership plan, pursuant a profit sharing scheme and/or any other form of allocation to employees and/or corporate officers of the Group;
- Ensure the hedging of securities giving access to the Company's share capital upon exercise of the rights associated to these securities, in accordance with applicable laws;
- Proceed with the possible cancellation of any purchased shares, in accordance with the authorization granted under the seventeenth resolution of the General Meeting dated June 1, 2017.

These acquisitions of shares may be carried out by any means, including by acquisition of blocks of shares, and whenever decided by the Board of directors.

These operations may be carried out by way of implementing optional strategies or applying derivative financial instruments.

The ceiling purchase price shall not exceed €3 per share. In the event of a transaction on the share capital, notably a stock-split or a reverse-stock-split or an allocation of free share to shareholders, the ceiling price indicated above shall be adjusted in the same proportions (ratio of the number of shares outstanding before the operation to the number of shares outstanding after the operation).

The total amount dedicated to these purchases shall not exceed €13,100,344.

The General Meeting grants all powers of attorney to the Board of directors, in order to implement these operations, to set the conditions and procedures, to enter into all and any agreements and carry out all formalities.

TENTH RESOLUTION

(Power of attorney to carry out formalities)

The General Meeting confers all powers to the bearer of an original, extract or copy of these resolutions in order to carry out any legal formalities.

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REPORT OF THE BOARD ON THE DRAFT RESOLUTIONS

2017 FINANCIAL STATEMENTS

Approval of the corporate and consolidated financial statements for the fiscal year ended December 31, 2017 (1st and 2nd resolutions)

We ask you to approve the corporate financial statements of the Company for the fiscal year ended December 31, 2017 which state a net loss of €6,587,214, as well as the consolidated financial statements for the fiscal year ended December 31, 2017 as they are presented to you, which state a net loss of €4,627,881.

We ask you to approve the global amount of the expenses and charges referred to in Article 39-4 of the French General Tax Code, which amounts to €1,910, and the absence of related tax.

Appropriation of income and distribution of premiums (3rd resolution)

The appropriation of income we propose is compliant with the law and our Articles of Association.

We thus propose that you decide the loss pertaining to the fiscal year ended on December 31, 2017 and amounting to €6,587,214 would be charged on the « Retained earnings » account that would thereby be brought from €0 to €-6,587,214.

Moreover, we propose that you decide to distribute premiums for €4,803,459, i.e. €0.11 gross per share, taken from the « Merger premiums » account that would thereby be brought from €5,241,367 to €437,908.

This distribution, which is an obligation under the SIIC (French REIT) tax regime, would be subject to withholding tax for non-resident shareholders, and to the 12,8 % flat tax (*Prélèvement forfaitaire unique*) plus the 17,2 % social contributions for individual shareholders who are French tax residents. The individual shareholders who are French tax residents could expressly opt for the taxation of dividends in accordance with the income tax scale when filling their own income tax return. In any case, this distribution would not benefit from the 40 % rebate (set forth by Article 158-3-2 of the French General Tax Code) for individual shareholders who are French tax residents.

The ex-dividend date would be June 6, 2018 and payment would be made on June 8, 2018.

The distributed amounts corresponding to treasury shares held by the Company on the date the distribution decision is made would be allocated to the « Other Reserves » account.

In accordance with Article 243 bis of the French General Tax Code, we inform you that the following dividends have been distributed over the previous three fiscal years:

FY	Amount eligible for the allowance ¹		Amount not eligible for the allowance ¹	
	Dividends	Other distributions	Dividends	Other distributions
2014	-	€1,073	-	€4,361,983
2015	-	-	€561,237	€3,801,226
2016	-	-	€394,412	€4,409,047

¹ Allowance set forth by Article 158-3-2 of the French General Tax Code.

Approval of the regulated agreements (4th resolution)

First of all, we remind you that only the new agreements concluded during the previous fiscal year are submitted to your approval.

You are asked to approve the new agreement contracted in 2017 referred to in Article L.225-38 of the French Commercial Code, regularly authorized by the Board of directors:

- The agreement authorized by the Board of directors on December 7, 2017 and relative to (i) a second rider to the intercompany loan granted by SCOR SE to SCI Noratlas on January 15, 2016 and (ii) the renewal of pledges and guarantees granted, in this context, by M.R.M. and its subsidiaries DB Neptune SAS and SCI Noratlas, for the benefit of SCOR SE.

This agreement is detailed in the related special report of the statutory auditors that will be presented to you during the Meeting, as well as in the paragraph 1.18.2 of the corporate governance report, appended to the management report of the Board, and included in chapter 4 of the 2017 Registration Document.

We remind you that SCOR SE will not take part in the vote of this resolution and will be excluded when calculating the quorum.

Regarding the agreements already approved in previous years and remained into force during the latest fiscal year, a sole agreement is concerned:

- The agreement authorized by the Board of directors on January 14, 2016 and relative to (i) an intercompany loan agreement with SCOR SE in order to refinance SCI Noratlas (a subsidiary directly and indirectly fully-owned by M.R.M.) and (ii) the granting of pledges and guarantees, in this context, by M.R.M. and its subsidiaries DB Neptune SAS and SCI Noratlas, for the benefit of SCOR SE. Considering the terms, conditions and circumstances of this agreement, the Board of directors noted this agreement still met the criteria why the Board initially authorized it, and as a consequence the Board confirmed the interest for maintaining it.

BOARD OF DIRECTORS

Renewal of an expiring term of office (5th resolution)

We inform you that Mr. Jean Guitton's term of office as director expires at the end of this General Meeting.

As a consequence, the General Meeting will have to decide as well on the reappointment of Mr. Jean Guitton, as director.

We propose to renew Mr. Jean Guitton's term of office for a term of four years expiring at the end of the General Meeting to be held in 2022 to approve the financial statements for the year then ending.

This director has informed the Company in advance that he accepts the renewal of his office.

Independence

We remind you that Mr. Jean Guitton, as an employee at SCOR, is not considered to be an independent member by the Board of Directors, with regard to the independence criteria set out in the AFEP-MEDEF Code selected by the Company as the reference code in matters of corporate governance.

Expertise, experience, skills and knowledge of the Group

Information regarding the expertise and experience of Mr. Jean Guitton is given in the paragraph 1.3.5 of the corporate governance report, appended to the management report of the Board, and included in chapter 4 of the 2017 Registration Document.

Attendance rate of members whose reappointment is proposed

The individual attendance rates of all Board members are given in the paragraph 1.8 of the corporate governance report, appended to the management report of the Board, and included in chapter 4 of the 2017 Registration Document. In 2017, the attendance rate at Board meetings was 92.8 %.

If you approve of this proposed reappointment:

- The independence rate of the Board, defined according to all the criteria of the AFEP- MEDEF Code selected by the Company, would be 33,33 %. The Company would thus continue to comply with the recommendations of the Code in respect of the proportion of independent directors;
- The difference in the number of members of each gender would be two (2 women and 4 men), in accordance with the legal provisions.

SAY ON PAY

Approval of the principles and the criteria for the determination, the allocation and the award of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind attributable to the Chairman of the Board of directors and to the Chief Executive Officer or any other corporate officer (6th and 7th resolutions)

In accordance with the provisions of Article L.225-37-2 of the French Commercial Code, we ask you to approve the principles and criteria for the determination, the allocation and the award of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind attributable to:

- The Chairman of the Board of directors;
- The Chief Executive Officer and/or any other corporate officer.

These items are detailed in paragraph 2.1 of the corporate governance report, appended in the management report of the Board, and included in chapter 4 of the 2017 Registration Document.

Approval of the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind paid or attributed for the past fiscal year to the Chief Executive Officer, Mr. Jacques Blanchard (8th resolution)

We ask you to rule on the fixed, variable and exceptional items comprising the total remuneration and the advantages of any kind paid or attributed for the 2017 fiscal year, in accordance with principles and criteria of remuneration approved by the General Meeting on June 1, 2017 in its fifteenth resolution, to the Chief Executive Officer, Mr. Jacques Blanchard.

These items are presented in paragraph 2.3 of the corporate governance report, appended in the management report of the Board and included in chapter 4 of the 2017 Registration Document.

2018-2019 SHARE BUY-BACK PROGRAM

Implementation of a share buy-back program by the Company (9th resolution)

We ask you, under the terms of the ninth resolution, to grant the Board of directors, for an eighteen-month period, full powers to purchase, in one or several times at any time, the Company's shares, in the limit of 10 % of the share capital adjusted, if required, to take account of potential share capital increase or reduction transactions that may arise during the duration of the program.

This authorization would nullify the authorization given to the Board by your Meeting of June 1, 2017 in its sixteenth resolution.

These acquisitions could be carried out in order to:

- Ensure the stimulation of the secondary market or provision of liquidity to the M.R.M. share by an investment service provider through a liquidity contract in accordance with the AMAFI code of ethics, it being specified that the number of shares taken into account for calculation of the 10 % limit shall correspond to the number of shares purchased less the number of shares resold;
- Retain the purchased shares for subsequent payment or exchange in the framework of external growth operations;
- Ensure the hedging of any stock option plans and/or free share allocation plans granted to employees and/or corporate officers of the Group, and any plan for allocation of shares pursuant an employee stock ownership plan, pursuant a profit sharing scheme and /or any other form of allocation to employees and/or corporate officers of the Group;
- Ensure the hedging of securities giving access to the Company's share capital upon exercise of the rights associated to these securities, in accordance with applicable laws;
- Proceed with the possible cancellation of any purchased shares, in accordance with the authorization given the General Meeting on June 1, 2017 in its seventeenth resolution.

These acquisitions of shares may be carried out by any means, including by acquisition of blocks of shares, and whenever decided by the Board of directors.

These operations may be carried out by way of implementing optional strategies or applying derivative financial instruments.

We propose you to set the ceiling purchase at a maximum of €3 per share and as a consequence, the total amount dedicated to these purchases to €13,100,344.

You would therefore grant full powers to the Board of directors in order to implement the necessary operations.

* * *
*

The Board of directors invite you to approve by your vote these draft resolutions.

Paris, April 5, 2018.

The Board of directors

COMPOSITION OF THE BOARD OF DIRECTORS AND INFORMATION CONCERNING THE DIRECTORS

The Board of directors of M.R.M. noted the resignation, as of March 27, 2018, of Mrs Valérie Ohannessian as independent director, the new direction she decided to give to her career being incompatible with her term of office.

Thus, at the reporting date, the Board of directors of M.R.M. has the following members:

- Mr. François de Varenne, Chairman of the Board of directors;
- Mr. Jacques Blanchard, Chief Executive Officer;
- Mr. Gérard Aubert, independent director;
- Mrs. Brigitte Gauthier-Darcet, independent director;
- Mr. Jean Guitton, director;
- SCOR SE, company represented by Karina Lelièvre, director.

PROFESSIONAL EXPERIENCE OF THE DIRECTORS

François de Varenne	François de Varenne graduated from the <i>École Polytechnique</i> and the <i>École Nationale des Ponts et Chaussées</i> as a civil engineer. He holds a doctorate in Economic Sciences and an actuary degree from the French Institute of Financial and Actuarial Sciences (ISFA). He joined the SCOR group in 2005 and served as Head of Corporate Finance and Asset Management, then as Group Chief Operating Officer. In late 2008, François de Varenne was appointed Chairman of the Management Board of SCOR Investment Partners SE. He has been a member of the SCOR Group Executive Committee since 2007.
Jacques Blanchard	Jacques Blanchard is a graduate of <i>HEC</i> and has a degree in Business Law. He was Managing Director at CBRE Global Investors from 2003 to 2013, in charge of retail property investment strategies in France. He has over 25 years of experience in retail property. Before joining CBRE Global Investors, he was Chief Executive Officer of the shopping centres division of the French subsidiary of the British property company Hammerson. Previously, as Property Director of Marks & Spencer for Continental Europe, he acquired more than 50,000 sqm of retail premises for fourteen stores in France and other European countries. He also completed major restructuring/extension operations involving shops on Boulevard Haussmann in Paris and rue Neuve in Brussels.
Gérard Aubert	Gérard Aubert is a well-known figure in the property industry, with over 50 years of professional experience in the sector. From April 1979 to the end of 2006, he successively held the positions of Deputy Chief Executive Officer and then Chief Executive Officer of CBRE, and, finally, Chairman as from 1983. He is currently Chairman of the property consultancy firm Trait d'Union.

Composition of the Board of directors

Brigitte Gauthier-Darcet	Brigitte Gauthier-Darcet has an engineering degree from the <i>École Centrale de Paris</i> and is a graduate of the Paris Institute of Political Studies. She has over 35 years' professional experience in the fields of engineering, construction, communications and investment. Having started her career at Serete where she headed the finance department, she held a number of financial and senior management positions at Lagardère Active. She subsequently carried out a number of consultancy and management assignments and was Director and Deputy Chief Executive Officer of CIPM International from 2007 to 2013. She now oversees the support functions at CBRE France. Brigitte Gauthier-Darcet is a member of <i>Institut Français des Administrateurs</i> .
Jean Guitton	Jean Guitton is a Chartered Architect. He holds a Master degree (<i>DESS</i>) in Urban Planning from the Paris Institute of Political Studies and is an associate member of the French Institute of Property Appraisers. Jean Guitton joined the SCOR group in 2000 and is Head of Real Estate. After a first experience as an urban planning architect, he successively held the positions of analyst, property appraiser, then Head of International at the Bourdais group. He pursued his career as Head of International Development at Pelege Entreprises, Head of Commercial Real Estate Programmes at SMCI, and Head of Real Estate and Investor Relations at Sagitrans/Safitrans.
SCOR SE	SCOR SE is a European company with a share capital of €1,512,224,741.93 whose head office is located at 5 avenue Kléber, 75016 Paris listed under number 562 033 357 in the Paris Trade and Companies Register. The fourth largest reinsurer worldwide, the SCOR Group is organized around two commercial activities, SCOR Global P&C (Property & Casualty reinsurance) and SCOR Global Life (Life reinsurance), and an asset management business, SCOR Investment Partners. Karina Lelièvre, permanent representative of SCOR SE on the M.R.M. Board of directors, is a graduate of <i>ESSEC</i> business school. She worked for six years in the senior management team of a subsidiary of the Pierre & Vacances group before joining the marketing and sales departments of the Méridien hotels group. She joined the SCOR Group's Financial Communications department in 2003 and then spent seven years as the Chairman's executive assistant. She joined the SCOR SE general secretariat in 2010 as Deputy Company Secretary.

SUMMARY OF 2017 ACTIVITY

MAIN DATES OF THE 2017 FISCAL YEAR

February 24, 2017	M.R.M. published its 2016 annual results.
April 28, 2017	M.R.M. announced the publication and availability of its 2016 Registration Document.
May 11, 2017	M.R.M. published financial information for the first quarter of 2017.
June 1, 2017	M.R.M.'s Combined General Meeting approved all proposed resolutions and in particular the payment of dividends and premiums up to €0.11 per share and the reappointment of six of the seven members of the Board of directors.
July 10, 2017	M.R.M. announced that it became the sole owner of the Aria Parc retail park in Allonnes by acquiring a 1,500sqm retail unit, and it signed a lease with a furniture and home decor chain for a new 3,300sqm unit in the retail park, which will be achieved through a 2,300sqm projected extension to a currently vacant 1,000sqm unit.
July 28, 2017	M.R.M. published its interim results for 2017 and announced the publication and availability of the Half-Year Financial Report for 2017.
October 30, 2017	M.R.M. announced the signing of a new five-year €15.2 million bank loan.
November 9, 2017	M.R.M. published financial information for the third quarter of 2017.

2017 FULL-YEAR CONSOLIDATED RESULT

Gross rental income totalled €11.2 million in 2017, down 13.8 % compared with 2016. This fall was due to the three sales of office buildings carried out in 2016 and, to a lesser extent, the sale of a garden centre in the first half of 2017. On a like-for-like basis, i.e. adjusted for the impact of these asset sales and the acquisition of a unit occupied by Basic-Fit at Aria Parc, annual gross rental income increased by 3.2 %.

Retail gross rental income rose by 1.4 % like-for-like. The arrival of new tenants at premises redeveloped since mid-2016 more than made up for rent reductions granted and premises being left strategically vacant within the framework of value-enhancement programs, as well as the freeing up of office space within the Carré Vélizy mixed-use property¹.

Regarding office buildings, gross rental income rose by 13.8 % like-for-like, reflecting the improved occupancy rate at Nova.

Overall, and taking account of non-recovered property expenses of €3.4 million, net rental income totalled €7.8 million compared with €9.5 million in 2016.

¹ Carré Vélizy is a mixed-use retail and office complex included in the retail portfolio.

Summary of 2017 activity

Operating expenses came to €2.8 million, down 14.1 % year-on-year. Taking account of a net provision reversal of €0.3 million (compared with a net charge of €0.8 million a year earlier) and other non-recurring net operating expenses² of €1.4 million (compared with other net operating income of €0.6 million a year earlier), operating income before disposals and change in fair value was €4.0 million in 2017 compared with €6.1 million in 2016.

Taking account of the amount of investments made during the period, M.R.M. recorded a negative change of €6.4 million in the fair value of the portfolio in 2017, compared with a positive change of €4.3 million in 2016.

As a result, despite improvement in financial result – representing a net expense of €2.1 million in 2017 compared with €2.4 million in 2016 – M.R.M. sustained a consolidated net loss of €4.6 million in 2017 compared with a consolidated net profit of €5.1 million in 2016.

IFRS simplified income statement € million	2017	2016	<i>Change</i>	<i>Change like-for-like</i>
Gross rental income	11.2	13.0	-13.8 %	+3.2 %
<i>Retail</i>	9.0	8.9	+1.4 %	+0.9 %
<i>Office</i>	2.2	4.1	-46.8 %	+13.8 %
Not recovered property expenses	(3.4)	(3.5)	-3.5 %	
Net rental income	7.8	9.5	-17.7 %	
Operating expenses	(2.8)	(3.2)	-14.1 %	
Provisions net of reversals	0.3	(0.8)		
Other operating expense and income	(1.4)	0.6		
Operating result before disposals and change in fair value	4.0	6.1	-34.7 %	
Net gains/losses on disposal of assets	(0.0)	(2.8)		
Change in fair value of properties	(6.4)	4.3		
Operating result	(2.5)	7.5		
Net cost of debt	(1.9)	(1.9)	-0.8 %	
Other financial expense and income	(0.2)	(0.5)		
Net income before tax	(4.6)	5.1		
Tax	0.0	0.0		
Net consolidated income	(4.6)	5.1		

² Including the payment of deferred transfer taxes relating to the acquisition of Urban in 2007 and eviction compensation to tenants.

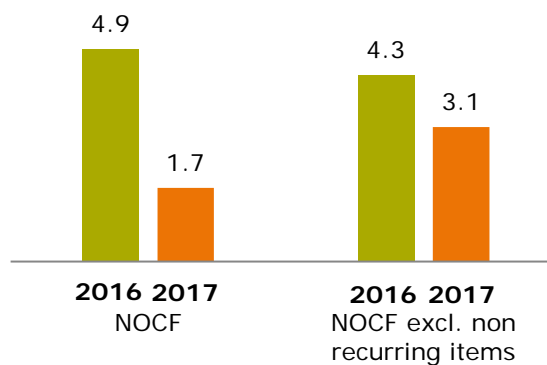
NET OPERATING CASHFLOW³

EBITDA came to €3.6 million in 2017. This fall was due to both the reduction in net rental income and non-recurring net other operating expenses (see paragraph « 2017 full-year consolidated results » above).

Taking account of a slight reduction in the cost of debt compared with 2016, M.R.M. generated a positive net operating cashflow of €1.7 million in 2017.

Adjusted for non-recurring items, net operating cashflow came to €3.1 million in 2017 compared with €4.3 million in 2016.

Net operating cashflow € million	2017	2016	<i>Change</i>
Gross rental income	7.8	9.5	-17.7 %
Operating expenses	(2.8)	(3.2)	-14.1 %
Other operating income and expense	(1.4)	0.6	
EBITDA	3.6	6.9	+47.1 %
Net cost of debt	(1.9)	(1.9)	-0.8 %
Net operating cashflow	1.7	4.9	-65.0 %

Net operating cashflow (€ million)

³ Net operating cashflow = consolidated net income before tax adjusted for non-cash items.

PORTFOLIO AT DECEMBER 31, 2017

The value of M.R.M.'s portfolio was €199.6 million at December 31, 2017, up 0.9 % relative to December 31, 2016.

Portfolio value ⁴ € million	31.12.2017		31.12.2016	Change	Change like-for-like ⁵
		% total			
Retail	159.0	80 %	152.8	+4.0 %	+4.1 %
Office	40.6	20 %	45.0	-9.8 %	-9.8 %
Total	199.6	100 %	197.8	+0.9 %	+0.9 %

Retail

M.R.M. reminds that the retail portfolio is undergoing a significant value-enhancement plan that involves seven out of the nine existing properties.

The launch of the various value-enhancement programs has been phased since 2016, with the last one due to be completed in 2019. Consequently, new leases related to these programs will be coming into effect until that date.

In 2017, the value of the retail portfolio increased by 4.0 % relative to December 31st, 2016. Investment amounted to €8.0 million, split between €6.2 million spent on value-enhancement programs and €1.8 million to buy the only retail unit not yet owned by M.R.M. at Aria Parc in Allonnes. M.R.M. also sold one of the thirteen garden centres in the portfolio for an immaterial amount.

Eleven leases were signed during 2017 representing an annual rental income of €0.8 million. In particular, M.R.M. signed a lease for household equipment retailer Maison Dépôt regarding a 3,300sqm unit, as part of the projected 2,300sqm extension of Aria Parc in Allonnes.

The change in the rental situation was contrasting depending on the property. M.R.M. benefited in 2017 from nine leases coming into effect, but at the same time several retailers experiencing difficulties on a national level gave notice to quit. This concerns specifically three mid-size stores: 2,800sqm in the city centre of Reims vacated by Go Sport, 1,275sqm at Les Halles du Beffroi in Amiens vacated by La Grande Récré and 1,900sqm at Aria Parc in Allonnes vacated by Tati. To date, the mid-size store in Amiens has already been relet with a lease that will come into effect at the end of the first quarter of 2018. The reletting of the other two mid-size stores is currently in progress.

Net annualised rental income⁶ stood at €7.4 million at January 1, 2018, down 6.1 % relative to January 1, 2017, and the occupancy rate for the retail portfolio was 76 % compared with 84 % one year earlier.

Office

There is no change of scope of the office portfolio over the year. It comprises two remaining properties (Nova in La Garenne-Colombes and Urban in Montreuil), for which the selling process is underway.

Progress has been made in the rental situation with a further increase in the occupancy rate at Nova. Three new leases have been signed since January 2017, increasing the occupancy rate of the building from 68 % to 81 % at present.

The 9.8 % fall in the value of the office portfolio in 2017 follows administrative difficulties and the change in the transfer tax regime applicable to Nova, resulting in higher taxes payable at the time of sale of the building and mechanically resulting in a lower value excluding transfer taxes.

⁴ Value excluding transfer taxes based on valuations issued on December 31, 2017 by JLL, including assets held for sale, which are recognized in accordance with IFRS 5.

⁵ Change in portfolio adjusted for asset sales carried out since January 1, 2017.

⁶ Excluding taxes, rent-free periods and support measures for lessees.

SOUND FINANCIAL POSITION

Gross debt decreased slightly from €96.0 million at December 31, 2016 to €95.3 million at December 31, 2017.

Taking into account, in particular, investments for €8.0 million and 2016 dividend⁷ for €4.8 million paid in 2017, M.R.M. had cash and cash equivalents of €13.3 million at December 31, 2017 compared with €25.0 million at December 31, 2016.

Net debt therefore stood at €81.9 million at December 31, 2017 compared with €71.0 million at December 31, 2016. The net LTV ratio was 41.0 % compared with 35.9 % a year earlier.

In October 2017, M.R.M. took out a new €15.2 million bank loan maturing at the end of October 2022. This loan allowed M.R.M. to refinance a €14.8 million credit facility secured against a retail property that matured in December 2017. M.R.M.'s bank debt has therefore been significantly rescheduled, with over 90 % now having a maturity of four years or more. In addition, the €22.0 million loan granted by SCOR, secured against the Nova building and due to mature in January 2018 has been extended by one year.

As a result in particular of the dividend⁷ paid in respect of the 2016 financial year (€4.8 million), the net operating cashflow generated during the year (€1.7 million) and the negative change in the fair value of properties (€6.4 million), EPRA NNNAV was €118.0 million, down relative to December 31, 2016 (€127.3 million). Adjusted for the dividend paid in respect of the 2016 financial year, the EPRA NNNAV fell by 3.7 %.

Net Asset Value	31.12.2017		31.12.2016	
	total € million	per share €	total € million	per share €
EPRA NNNAV	118.0	2.70	127.3	2.92
Replacement NAV	133.2	3.05	139.1	3.19
<i>Number of shares (adjusted for treasury shares)</i>	43,632,801		43,644,452	

IFRS simplified balance sheet € million	31.12.2017	31.12.2016
Investment properties	158.5	152.8
Assets held for sale	41.1	45.0
Current receivables/assets	7.0	8.9
Cash and cash equivalents	13.3	25.0
Total assets	219.9	231.8
Equity	118.0	127.4
Financial debt	95.3	96.0
Other debt/liabilities	6.6	8.3
Total equity and liabilities	219.9	231.8

⁷ Payout of dividends and premiums.

OUTLOOK AND DIVIDEND

Since June 2013, M.R.M. has been pursuing a strategy of gradually refocusing its activities on retail property. Out of the nine office buildings held by M.R.M. at this time, seven have already been sold for a total of €88 million excluding transfer taxes. M.R.M. intends to complete its withdrawal from the office property segment in 2018 with the sale of the last two properties still in its portfolio.

M.R.M. is continuing to roll out its investment plan dedicated to its retail portfolio. The plan concerns seven properties, with the creation of 6,900sqm of new space. Three projects have already been completed: the renovation and upgrading of Les Halles du Beffroi in Amiens, the partial redevelopment and renovation of the Sud Canal shopping centre in Saint-Quentin-en-Yvelines, and the extension of retail space at the Carré Vélizy mixed-use complex in Vélizy-Villacoublay.

Out of a total estimated amount of €35.0 million at December 31, 2017, investments committed in 2016-17 represent a total of €13.6 million. M.R.M. is preparing – barring unforeseen circumstances – to commit the remaining €21.4 million in 2018, concerning in particular the extension/redevelopment of the shopping gallery at the Valentin shopping centre in Besançon. This project – the largest in the plan – will begin in the second quarter of 2018 and is due to be completed in the second half of 2019. In addition, the value-enhancement plan for Aria Parc in Allonnes will continue. This aims in particular at creating a mid-size store for retailer Maison Dépôt, a new anchor for the site. Two other smaller programs are still to be completed: the refurbishment of La Galerie du Palais in Tours and the redevelopment of the ground floor of Le Passage de la Réunion in Mulhouse.

Considering the additional areas yet to be built⁸ and assuming a 95 % occupancy rate of the portfolio, M.R.M. targets a minimum €10 million annualised net rental income post completion of value-enhancement programs (excluding acquisitions or disposals), scheduled by the end of 2019, compared with €7.4 million at January 1, 2018.

M.R.M.'s Board of directors has decided to propose the payment of premiums of €0.11 per share in respect of the 2017 financial year, identical to the amount paid out in respect of the previous year. This will be subject to approval at the general shareholders' meeting of May 31, 2018. The intended ex-dividend date will be June 6, 2018 and payment will be made on June 8, 2018.

MAJOR EVENTS SINCE THE REPORTING DATE

None.

⁸ 4,900sqm to be built in the Valentin shopping centre and Aria Parc.

REQUEST FORM FOR ADDITIONAL INFORMATION AND DOCUMENTATION

Pursuant Article R.225-88 of the French Commercial Code, as from the summons of the General Meeting and until the fifth (5th) day up to and including before the Meeting, any shareholder (holder of registered securities or proving his owner's quality of bearer bonds) can ask the Company, by using the formula below, the sending of documents and mentioned in Articles R.225-81 and 83 of the aforementioned Code.

This sending can be made by an electronic means of telecommunication implemented in the conditions mentioned in Article R.225-63 at the address indicated by the shareholder, who is having collected beforehand in writing the agreement of the interested shareholder who indicates his e-mail address.

This preliminary agreement will result from the choice expressed below by the shareholder with the indication of its e-mail address.

Form to be sent to:

M.R.M.
5, avenue Kléber, 75795 Paris Cedex 16
relation_finances@mrminvest.com

ORDINARY GENERAL MEETING MAY 31, 2018

Surname:

First name(s):

CHOICE OF THE MODE OF SENDING OF DOCUMENTS (mark the chosen compartment)

Complete address

.....

E-mail address

.....

As holder of:

-registered shares (*)
-bearer shares (*), registered in the books of.....

asks the sending of documents and information aimed by Articles R.225-81 and 83 of the French Commercial Code, with the exception of those who were attached to the postal voting/proxy form.

At....., on2018

Signature

* Line the inaccurate mention.

MRM



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