

## Extraordinary General Meeting of shareholders on 23 September 2009

### Share capital decrease not derived by losses

### Preliminary documentation made available to shareholders

Shareholders of OFI Private Equity Capital are convened to an Extraordinary General Meeting of Shareholders at 3:00 pm on 23 September 2009 at l'Espace Eurosite - 28 avenue Georges V - Paris 75008.

Shareholders are notably convened to approve a decrease in share capital not derived by losses of a total of 29,883,779 euros retroactive to 4 June 2009 in order to adjust for the issuance of 233,962 new shares at the price of 4.95 euros per share, which was less than the statutory nominal value. The amount corresponding to the proposed decrease will be assigned to an unavailable reserves account. As a result, the share capital decrease will have no effect upon the shareholders' equity capital of the Company.

The notice of meeting for the EGM was published at the BALO (*Bulletin des Annonces Légales Obligatoires*) on 14 August 2009 and may be consulted on the company's internet site. It contains the order of the meeting of the EGM, the resolutions which will be submitted to a vote of shareholders, as well as the principal participating and voting methods.

All of the documents provided by law and regulation, notably articles R 225-81 and R 225-83 of the French *Code de Commerce* are at the disposal of shareholders since the date of notification of meeting. In conformity with applicable regulations:

- Any registered shareholder may request that the Company send him or her all applicable documents until the fifth day inclusive before the shareholders' meeting. For all bearer shareholders, this right is subject to furnishing a certificate of participation in the accounts of a participating financial intermediary or broker;
- Any shareholder may consult the documents at the Company's registered offices during the 15 day period prior to the shareholders' meeting.

#### > ABOUT OFI PRIVATE EQUITY CAPITAL

OFI Private Equity Capital is an investment company quoted on NYSE Euronext (code: OPEC), which invests in both equity and mezzanine in secondary buy-outs of French companies with enterprise values of between €15 and €75 million that have been the subject of a previous LBO.