



Boulogne-Billancourt, 9 July 2009

**VALLOUREC SHARE BUY-BACK PROGRAM
APPROVED BY THE COMBINED ORDINARY AND EXTRAORDINARY SHAREHOLDERS MEETING
ON 4 JUNE, 2009**

This description is established in accordance with articles 241-1 and seq. of the General Regulation of the Autorité des Marchés Financiers (AMF)

1. Date of the shareholders meeting having authorized the share buy-back program

The share buy-back program has been authorized by the combined ordinary and extraordinary shareholders' meeting on 4 June, 2009 (9th resolution).

2. Allocation by purpose of own shares held by Vallourec

On 4 June, 2009, the shares held directly or indirectly by Vallourec are allocated as follows, by purpose:

Implementation of any stock-option plan or free allocation of shares	228,647
Conversion, exchange, redemption or exercise of securities giving access by any means, immediately or in the future, to shares of the Company	-
External growth transactions	-
Liquidity agreement	107,401
Reducing the share capital	-

3. Objectives of the share buy-back program

The objectives are as follows :

- implementation of any share purchase option plan of the Company in accordance with the provisions of articles L.225-177 and seq. of the French commercial code;
- allocation or sale to employees under the terms of the Company's profit-sharing arrangements and the implementation of any company savings plan in accordance with the provisions prescribed by law, in particular by Articles L. 3332-1 and seq. of the French Labor Code;
- allocation of bonus shares in accordance with the provisions of articles L.225-197-1 and seq. of the French commercial code;
- an investment services provider stimulating the market for or liquidity of the shares under the terms of a liquidity contract in accordance with the Code of business ethics approved by the *Autorité des Marchés Financiers* (AMF);
- carrying out purchases, sales or transfers by any means via an investment services provider, in particular in connection with off-market transactions;
- their use by way of exchange, payment or other use in connection with any acquisition, merger or demerger transactions;
- their use in connection with the exercise of rights attached to marketable securities giving access to the Company's share capital via redemption, conversion, exchange or presentation of a warrant or in any other way; or
- the cancellation of all or part of the shares thus repurchased.

This program would also enable the company to operate for any other objective for which it is authorized to operate or would be authorized to operate under existing legislation or regulations. In such circumstances, the company would inform its shareholders accordingly by means of a press release.

4. Maximum percentage of share capital, maximum number of shares and characteristics of the shares and maximum purchase price

Characteristics of the shares: Vallourec common shares listed on the Eurolist market of Euronext Paris, ISIN code FR 0000120354.

Maximum number of shares that the company may purchase: 10% of the share capital. On 4 June, 2009, the share capital of the company is 213,154,864 euros, divided in 53,788,716 shares. Given the number of treasury shares already held on 4 June, 2009, the maximum number of shares that the company may purchase consists of 5,042,824 shares, represented 9.38% of the share capital.

Maximum purchase price: the maximum purchase price may not exceed 145 euros per share and the maximum amount of funds for carrying out this share buy-back program is 800 million euros.

Terms and conditions of the share buy-back program: the acquisition, sale, exchange or transfer of these shares may be carried out by any means on the market or over-the-counter at such time as determined by the Management Board except in case of public offer on Vallourec shares.

5. Duration of the share buy-back program

18 months as from its approval by the combined ordinary and extraordinary shareholders meeting of 4 June, 2009, i.e. until 3 December, 2010 included.

6. Transactions carried out under the previous share buy-back program – Synthesis of declarations

Assessment of the execution of the previous share buy-back program (between 5 June, 2008 and 4 June, 2009)

Percentage of treasury shares held directly or indirectly	0,62%
Number of shares cancelled during the last 24 months	-
Number of securities held in portfolio	336 048
Book value of the portfolio	15 880 951,56 €
Market value of the portfolio	31 828 736,32 €

	Cumulated gross flows		Positions open at the program description publication date			
	Purchases	Sales / Transfers***	Positions opened for purchase		Positions opened for sale	
Number of Shares	627,921	538,950	Purchased Stock Options	Future Purchases	Sold Stock Options	Future Sales_
Average Maximum Expiry Date	--	--	--	--	--	--
Average Price for the Transaction	120.534	119.965	--	--	--	--
Average Exercise Price (€)	--	10.57	--	--	--	--
Amounts (€)	75,685,949	59,903,933	--	--	--	--

*** of 43 430 shares as transfers for stock-option plan or free allocation of shares