

Agreement for the partial management of the share buy-back program

PARIS, France, September 13, 2010 – Valeo has requested the assistance of an Investment Services Provider in order to achieve certain objectives of its share buy-back program, as authorized by the Combined Annual General shareholders' meeting of June 3, 2010.

According to the terms of the Contract signed on September 13, 2010, the Investment Services Provider will sell to Valeo, who undertakes to acquire them at term, a certain quantity of Valeo within the limit of 32 million euros and 1 000 000 shares, at an average price determined in an objective an independent manner by the market during the full term of the Contract and which may not in any case exceed the maximum purchase price set by the Combined Annual General shareholders' meeting of June 3, 2010. All these shares will be allocated to cover the Implementation of any stock option purchase plan, the allotment of shares to employees in respect of their participation in the proceeds of the company's expansion and the implantation of any company savings plan.

Valeo is an independent industrial group fully focused on the design, production and sale of components, integrated systems and modules for cars and trucks. Valeo ranks among the world's top automotive suppliers. The Group has 117 plants, 61 R&D centers, 10 distribution centers, and employs 56,000 people in 27 countries worldwide.

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For more information about the Group and its activities, please visit our web site www.valeo.com