

EUTELSAT COMMUNICATIONS

Statutory auditor's reports on related party agreements and commitments

General Meeting of Shareholders to approve the financial statements for the year ended 30 June 2016

This is a free translation into English of the statutory auditors' report on regulated agreements and commitments issued in French and it is provided solely for the convenience of English speaking users.

This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.

ERNST & YOUNG et Autres

SIEGE SOCIAL: 1/2 PLACE DES SAISONS - 92400 COURBEVOIE - PARIS-LA DEFENSE 1
S.A.S. A CAPITAL VARIABLE

MAZARS

SIEGE SOCIAL: 61 RUE HENRI REGNAULT - 92400 COURBEVOIE
SOCIETE ANONYME D'EXPERTISE COMPTABLE ET DE COMMISSARIAT AUX COMPTES
CAPITAL DE 8 320 000 EUROS - RCS NANTERRE B 784 824 153

EUTELSAT COMMUNICATIONS

Société anonyme (limited company) with a share capital of 232 774 635 €
Registered office: 70 rue Balard, 75015 PARIS - France
RCS: 481 043 040 Paris

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General Meeting of Shareholders to approve the financial
statements for the year ended 30 June 2016

ERNST & YOUNG et Autres

MAZARS

Statutory auditor's report on related party agreements and commitments

*General Meeting of
Shareholders to approve
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for the year ended 30
June 2016*

To the Shareholders,

In our capacity as Statutory Auditors of your Company, we hereby report on certain related party agreements and commitments.

We are required to inform you, on the basis of the information provided to us, of the terms, the conditions and the reasons for the company's interest of those agreements and commitments indicated to us, or that we may have identified in the performance of our engagement. We are not required to comment as to whether they are beneficial or appropriate or to ascertain the existence of any such agreements and commitments. It is your responsibility, in accordance with Article R. 225-31 of the French Commercial Code (*Code de commerce*), to evaluate the benefits resulting from these agreements and commitments prior to their approval.

In addition, we are required, where applicable, to inform you in accordance with Article R. 225-31 of the French Commercial Code (*Code de commerce*) concerning the implementation, during the year, of the agreements and commitments already approved by the General Meeting of Shareholders.

We performed those procedures which we considered necessary to comply with professional guidance issued by the national auditing body (*Compagnie nationale des commissaires aux comptes*) relating to this type of engagement. These procedures consisted in verifying that the information provided to us is consistent with the documentation from which it has been extracted.

**AGREEMENTS AND COMMITMENTS SUBMITTED FOR APPROVAL BY THE
GENERAL MEETING OF SHAREHOLDERS**

Agreements and commitments authorized during the last year

In accordance with Article L.225-40 of the French Commercial Code (*Code de Commerce*), we have been advised of the following agreements and commitments previously authorized by the Board of Directors.

Person concerned

Mr. Rodolphe Belmer (Executive Director of the company since March 1st, 2016).

Nature and purpose

Non-compete clause.

Terms and conditions

Over the 18 following months after the termination of his service, the Director agrees to refrain from working directly or indirectly for any satellite operator.

In return, the Director could receive during this period a monthly allowance equal to 50% of his monthly basis wage at his departure date.

Reasons for the interest of this agreement for the company

In view of the very competitive environment for satellite operators, this agreement contains a non-compete clause by which Mr. Rodolphe Belmer agrees to refrain from working directly or indirectly for any satellite operator over the 18 following months after his departure date.

**AGREEMENTS AND COMMITMENTS PREVIOUSLY APPROVED BY THE GENERAL
MEETING OF SHAREHOLDERS**

**Agreements and commitments approved in previous years which have been
pursued during the last year**

In accordance with Article R. 225-30 of the French Commercial Code (*Code de commerce*), we have been advised that the implementation of the following agreements and commitments which were approved by the General Meeting of Shareholders in prior years continued during the year.

**EUTELSAT
COMMUNICATIONS**

*General Meeting of
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for the year ended
June 30, 2016*

- 1. With Eutelsat S.A., Eutelsat Inc, Eutelsat America Corp, Eutelsat do Brasil, Eutelsat Madeira Unipessoal Lda, Eutelsat Polska, Eutelsat Services und Beteiligung GmbH, Eutelsat visAvision GmbH, Eutelsat UK Ltd, Skylogic S.p.A., Skylogic Espana SAU and Skylogic Mediterraneo S.r.l, Eutelsat Italia**

Persons concerned

Eutelsat S.A., Eutelsat America Corp., Eutelsat Madeira, Eutelsat UK Ltd, Mr. Michel de Rosen (Chairman and Chief Executive Officer of Eutelsat Communications and Eutelsat S.A. until February 29th, 2016), Mr. Michel Azibert (Deputy CEO of Eutelsat Communications and Eutelsat S.A., Board member of Eutelsat America Corp., Chairman of Eutelsat Madeira and Eutelsat UK Ltd), Messrs. Jean-Paul Brillaud and Bertrand Mabilie (Board members of Eutelsat Communications and Eutelsat S.A.) and BPI France Participations (Board member of Eutelsat Communications and Eutelsat S.A.).

Nature and purpose

Reinvoicing agreement in case of purchase of shares under free share plans.

Conditions

On 22 June 2010 an agreement was signed between Eutelsat S.A. and several subsidiaries of the Group to reinvoice the costs of any shares purchased on the market by your Company in the context of the implementation of plans for the free allotment of shares in your Company to employees of the Eutelsat Group.

During the year ended 30 June 2016, your Company did not purchase any shares on the market. Your Company has invoiced 19.527 shares to its subsidiaries for the free allotment of shares plan of 28 July 2011 and 18.302 shares to its subsidiaries for the free allotments of share plan, of 8 November 2012.

- 2. With Eutelsat S.A., Eutelsat VAS S.A.S., Eutelsat Communications Finances S.A.S., Fransat S.A., and Skylogic France S.A.S.**

Persons concerned

Eutelsat SA, Mr. Michel de Rosen (Chairman and Chief Executive Officer of Eutelsat Communications and Eutelsat S.A. until February 29th, 2016), Mr. Michel Azibert (Deputy CEO of Eutelsat Communications and Eutelsat S.A.), Messrs. Jean-Paul Brillaud and Bertrand Mabilie (Board members of Eutelsat Communications and Eutelsat S.A.) and BPI France Participations (Board member of Eutelsat Communications and Eutelsat S.A.).

Nature and purpose

Tax Consolidation Agreement.

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Conditions

A tax consolidation agreement approved by the Board of Directors on 28 June 2007 and dated 2 July 2007 continued during the period. In accordance with this agreement, your Company recognized tax income in the amount of 10.6 million euros during the period ended 30 June 2016.

Courbevoie and Paris-La Défense, July 28, 2016

The Statutory Auditors

**ERNST & YOUNG et
Autres**

Pierre-Henri PAGNON

MAZARS

Isabelle SAPET