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

## **Mauna Kea Technologies**

Annual General Meeting held to approve the financial statements for the year ended December 31, 2018

**Statutory auditors' report on related party agreements and commitments**

**EXCO SOCODEC**  
51 avenue Françoise Giroud  
21000 Dijon  
S.A.R.L. au capital de € 3.200.000  
400 726 048 R.C.S. Dijon

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Dijon

**ERNST & YOUNG et Autres**  
Tour First  
TSA 14444  
92037 Paris-La Défense cedex  
S.A.S. à capital variable  
438 476 913 R.C.S. Nanterre

Commissaire aux Comptes  
Membre de la compagnie  
régionale de Versailles

## Mauna Kea Technologies

Annual General Meeting held to approve the financial statements for the year ended December 31, 2018

### Statutory auditors' report on related party agreements and commitments

To the Annual General Meeting of Mauna Kea Technologies,

In our capacity as statutory auditors of your Company, we hereby present to you our report on related party agreements and commitments.

We are required to inform you, on the basis of the information provided to us, of the terms and conditions of those agreements and commitments indicated to us, or that we may have identified in the performance of our engagement, as well as the reasons justifying why they benefit the Company. We are not required to give our opinion as to whether they are beneficial or appropriate or to ascertain the existence of other agreements and commitments. It is your responsibility, in accordance with Article R. 225-31 of the French Commercial Code (*Code de commerce*), to assess the relevance of these agreements and commitments prior to their approval.

We are also required, where applicable, to inform you in accordance with Article R. 225-31 of the French Commercial Code (*Code de commerce*) of the continuation of the implementation, during the year ended December 31, 2018, of the agreements and commitments previously approved by the Annual General Meeting.

We performed those procedures which we deemed necessary in compliance with professional guidance issued by the French Institute of Statutory Auditors (*Compagnie nationale des commissaires aux comptes*) relating to this type of engagement.

### Agreements and commitments submitted for approval to the Annual General Meeting

We hereby inform you that we have not been notified of any agreements or commitments authorized and concluded during the year ended December 31, 2018 to be submitted to the Annual General Meeting for approval in accordance with Article R. 225-38 of the French Commercial Code (*Code de commerce*).

## Agreements and commitments previously approved by the Annual General Meeting

We hereby inform you that we have not been notified of any agreements or commitments previously approved by the Annual General Meeting, whose implementation continued during the year ended December 31, 2018.

Dijon and Paris-La Défense, April 16, 2019

The Statutory Auditors  
*French original signed by*

EXCO SOCODEC

ERNST & YOUNG et Autres

Olivier Gallezot

Cédric Garcia