

9.1 PERSON RESPONSIBLE FOR THE REGISTRATION DOCUMENT AND THE ANNUAL FINANCIAL REPORT

Person Responsible for the Registration Document and the Annual Financial Report

Jean-Dominique Senard, Managing Chairman

/ Statement by the person responsible for the Registration Document and the Annual Financial Report

I hereby declare that, to the best of my knowledge and having taken all reasonable precautions, the information contained in the Registration Document is in accordance with the facts and no information has been omitted that would be likely to affect its import.

I further declare that, to the best of my knowledge, (i) the financial statements have been prepared in accordance with applicable accounting standards and give a true and fair view of the assets, liabilities, financial position and profit of the Company and the undertakings included in the consolidation, and (ii) the management report (section 2 of this Registration Document) presents fairly the business and earnings performance and the financial position of the Company and the undertakings in the consolidation, as well as the principal risks and uncertainties they face.

I obtained a statement from the Statutory Auditors at the end of their audit affirming that they have verified the information regarding the financial position and the accounts contained herein and have read the entire Registration Document.

The consolidated financial statements for the year ended December 31, 2016 have been audited by the Statutory Auditors. Their report is provided in section 7.2 of this Registration Document.

The consolidated financial statements for the year ended December 31, 2015, incorporated by reference in section 9.3 of this Registration Document, have been audited by the Statutory Auditors.

The consolidated financial statements for the year ended December 31, 2014, incorporated by reference in section 9.3 of this Registration Document, have been audited by the Statutory Auditors.

Clermont-Ferrand, March 6, 2017.

Jean-Dominique Senard,
Managing Chairman

9.2 STATUTORY AUDITORS

9.2.1 STATUTORY AUDITORS

Under French law, the accounts of listed companies are required to be audited by two independent Statutory Auditors. The purpose of this requirement is to provide assurance that the financial statements have been properly prepared and comply with the true and fair view principle.

The Statutory Auditors are appointed by the Annual Shareholders Meeting for a six-year term, based on a recommendation made by the Supervisory Board following a selection process overseen by the Audit Committee. They may be re-appointed for successive terms. They test the fairness of financial statements and carry out all of the statutory audit work required by law. Michelin does not ask them to perform any other engagements that might impair their independence.

The Statutory Auditors of *Compagnie Générale des Établissements Michelin*, Michelin's holding Company are:

PricewaterhouseCoopers Audit

Registered member of the *Compagnie régionale des Commissaires aux Comptes de Versailles*

63, rue de Villiers
92208 Neuilly-sur-Seine

Represented by *Éric Bulle*, Partner
Substitute Statutory Auditor, *Jean-Baptiste Deschryver*, Partner,
PricewaterhouseCoopers Audit

Deloitte & Associés

Registered member of the *Compagnie régionale des Commissaires aux Comptes de Versailles*

185, avenue Charles-de-Gaulle
92524 Neuilly-sur-Seine

Represented by *Pascale Chastaing-Doblin*, Partner
Substitute Statutory Auditor, BEAS

195, avenue Charles-de-Gaulle
92524 Neuilly-sur-Seine Cedex

There are no legal or financial ties of any sort between the two accounting firms or the lead partners.

The Statutory Auditors' term of office will expire at the end of the Annual Shareholders Meeting to be held in 2022 to approve the 2021 accounts.

9.2.2 FEES PAID TO THE STATUTORY AUDITORS OF COMPAGNIE GÉNÉRALE DES ÉTABLISSEMENTS MICHELIN (CGEM)

The following table sets out the details of the fees charged in 2015 and 2016 by the Michelin Group auditors:

<i>(in € thousand)</i>	PricewaterhouseCoopers		Deloitte		Total	
	2016	2015	2016	2015	2016	2015
Audit fees	4,828	4,223	2,602	2,966	7,430	7,189
Non Audit fees	867	1,348	982	847	1,849	2,195
TOTAL	5,695	5,571	3,584	3,813	9,279	9,384

9.3 2014 AND 2015 FINANCIAL STATEMENTS INCORPORATED BY REFERENCE

The following information is incorporated by reference in this Registration Document:

- ▶ Consolidated financial statements for the period ended December 31, 2014 as well as the relevant Statutory Auditors' reports contained in the Registration Document filed with the AMF on March 2, 2015 (D.15-0093), respectively on pages 196 to 260 and 261.
- ▶ Consolidated financial statements for the period ended December 31, 2015 as well as the relevant Statutory Auditors' reports contained in the Registration Document filed with the AMF on March 7, 2016 (D.16-0114), respectively on pages 192 to 256 and 257.