



Technip notice of the combined shareholders meeting of April 29, 2005

April 11, 2005

Paris, April 11, 2005

The Shareholders of TECHNIP are invited to attend the Combined General Meeting, which will be held on Friday, April 29, 2005 at 10:00 am, at Pavillon Gabriel, Salon Alcazar, 5 avenue Gabriel, 75008 Paris, France.

A. For consideration by the Extraordinary General Meeting:

1. Board of Director's Report to the Extraordinary General Meeting;
2. Reducing the par value of the share and multiplying the number of existing shares by four;
3. Delegating authority to the Board of Directors to increase the share capital by issuing ordinary shares or any other securities that give access to the share capital or give the right to debt securities while maintaining the shareholders' preferential subscription rights;
4. Delegating authority to the Board of Directors to increase the share capital by issuing ordinary shares or any other securities that give access to the share capital or give the right to debt securities while eliminating the shareholders' preferential subscription rights, but with the authority to grant a priority period;
5. Authorizing the Board of Directors, under the delegation of authority to increase the share capital while eliminating the shareholders' preferential subscription rights, to set the issue price of ordinary shares or securities that give access to ordinary shares up to the annual limit of 10% of the share capital;
6. Delegating authority to the Board of Directors to increase the number of shares to be issued in the event of a share capital increase, while either eliminating or maintaining the shareholders' preferential subscription rights;
7. Authorization to be granted to the Board of Directors to increase the share capital by issues for which the subscription is reserved to members of a Group Savings Plan;
8. Authorizing the Board of Directors to increase the share capital, up to the limit of 10% of the Company's existing share capital, by issuing ordinary shares or any securities that give access to the share capital, in order to compensate contributions in kind;
9. Delegation of authority to the Board of Directors to increase the share capital of the Company by incorporation of reserves, profits or premiums or other amounts whose capitalization is allowed;
10. Authorization to be granted to the Board of Directors to grant free shares to eligible officers and employees of the Company and its affiliated companies;
11. Authorization to be granted to the Board of Directors to grant options to subscribe or purchase shares;
12. Authorization to be granted to the Board of Directors to reduce the share capital by cancelling shares that have previously been repurchased

B. For consideration by the Ordinary General Meeting:

13. Board of Director's Report to the Ordinary General Meeting;
14. Approval of the annual financial statements for the fiscal year ended December 31, 2004;
15. Allocation of income for the fiscal year ended December 31, 2004, setting the dividend and the payment date;
16. Approval of the consolidated financial statements for the fiscal year ended December 31, 2004;
17. Special report from the Independent Auditors on the regulated agreements indicated in articles L. 225-38 and seq. of the Commercial Code and approval of those agreements;
18. Final discharge for Directors;
19. Purchase by the Company of its own shares

C. For consideration by the Combined General Meeting:

20. Powers for formalities.

All documents requested by law and proxy forms are available at BNP Paribas, Securities Services, GIS-Emetteurs, Service des Assemblées, Immeuble Tolbiac, 75450 PARIS Cedex 09, France.

Shareholders holding bearer shares will have to enclose with their request a certificate issued by the financial institution handling such shares stating that the same have been blocked

* The General Meeting is convened on first notice on Thursday 21, April 2005, at 9:00 am at Pavillon Gabriel, Salon Elysée, 5 avenue Gabriel, 75008 Paris, France, but in all probability, due to the lack of quorum on that date, it is unlikely to be able to validly deliberate at that time. The Meeting will therefore be reconvened on Friday 29, April 2005, at 10:00 am at the same location.

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With a workforce of about 19,000 persons, Technip ranks among the top five corporations in the field of oil, gas and petrochemical engineering, construction and services. Headquartered in Paris, the Group is listed in New York and Paris. The Group's main engineering and business centers are located in France, Italy, Germany, the UK, Norway, Finland, the Netherlands, the United States, Brazil, Abu-Dhabi, China, India, Malaysia and Australia. The Group has high-quality industrial and construction facilities in France, Brazil, the UK, the USA, Finland and Angola as well as a world-class fleet of offshore construction vessels.

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Technip trades under the symbol **TKP** on the NYSE and under the ISIN **FR0000131708** on the Euronext.