

**Combined General Meeting of Groupe Eurotunnel SE held on 27 April 2017**

Number of shares present, represented or having voted by post (VBP): **381,249,952** i.e. **71.402%** of shares having the right to vote

Number of voting rights of shareholders present, represented or VBP: **468,150,405**

Number of shareholders present, represented or VBP: **7,168**

**Voting results by resolution**

Resolutions	For	Against	Abstention	Total votes	% For	% Against	Number of shares	% capital
1. Consideration and approval of the statutory accounts for the financial year ended 31 December 2016	467,463,878	423,349	252,238	467,887,227	99.91	0.09	381,926,845	69.441
2. Appropriation of the profit for the financial year ended 31 December 2016	460,252,589	3,084,498	4,801,370	463,337,087	99.33	0.67	381,928,461	69.442
3. Consideration and approval of the consolidated accounts for the financial year ended 31 December 2016	467,454,077	438,803	254,771	467,892,880	99.91	0.09	381,933,069	69.442
4. Special report of the Statutory Auditors on the regulated agreement entered into during the financial year	465,841,332	259,172	2,047,241	466,100,504	99.94	0.06	381,933,530	69.442
5. Authorisation granted to the Board of Directors, for a period of 18 months, to allow the Company to buyback and trade in its own shares	464,443,848	3,250,013	453,772	467,693,861	99.31	0.69	381,933,092	69.442
6. Ratification of the appointment of Mrs Corinne Bach as a director	467,253,718	608,882	282,661	467,862,600	99.87	0.13	381,912,288	69.439
7. Fixing of the annual amount of directors' fees	463,917,807	3,800,311	429,519	467,718,118	99.19	0.81	381,932,425	69.442
8. Opinion on the elements of remuneration owed or attributed for the year ended 31 December 2016 to Mr Jacques Gounon, Chairman and Chief Executive Officer	458,474,780	8,999,774	666,869	467,474,554	98.07	1.93	381,932,843	69.442
9. Opinion on the elements of remuneration owed or attributed for the year ended 31 December 2016 to Mr François Gauthey, Deputy Chief Executive Officer	459,003,802	8,468,743	674,574	467,472,545	98.19	1.81	381,928,858	69.442
10. Approval of the remuneration policy applicable to the Chairman and Chief Executive Officer	458,661,445	4,653,350	4,832,884	463,314,795	99.00	1.00	381,933,522	69.442
11. Approval of the remuneration policy applicable to the Deputy Chief Executive Officer	458,650,100	4,660,555	4,836,878	463,310,655	98.99	1.01	381,929,225	69.442
12. Renewal of the delegation of authority granted to the Board of Directors for a period of 26 months to carry out allocation of ordinary shares or real estate securities providing access to ordinary shares of the Company and any companies within the Company's group, with shareholders' preferential subscription rights maintained	419,370,780	48,527,195	252,370	467,897,975	89.63	10.37	381,934,077	69.443
13. Delegation of authority to the Board of Directors, for a period of 26 months, to issue ordinary shares or securities giving access to the share capital, up to 10% of the share capital in consideration of contributions in kind relating to equity securities or securities giving access to the capital	446,022,403	21,872,356	255,646	467,894,759	95.33	4.67	381,929,619	69.442
14. Overall limit of the authorisations to issue securities with or without shareholders' preferential subscription rights	434,658,223	33,230,514	261,668	467,888,737	92.90	7.10	381,929,975	69.442

<b>Resolutions</b>	<b>For</b>	<b>Against</b>	<b>Abstention</b>	<b>Total votes</b>	<b>% For</b>	<b>% Against</b>	<b>Number of shares</b>	<b>% capital</b>
15. Delegation of authority to the Board of Directors, for a period of 12 months, to carry out collective allocation of shares free of charge for the benefit of all employees of the Company (other than executive directors and executive officers) and companies affiliated thereto within the meaning of Article L. 225-197-2 of the French Commercial Code	460,590,857	7,312,208	245,270	467,903,065	98.44	1.56	381,933,121	69.442
16. Delegation of authority to the Board of Directors, for a period of 12 months, to carry out allocation of shares free of charge for the benefit of executive officers and employees of the Company and companies affiliated thereto within the meaning of Article L. 225-197-2 of the French Commercial Code, subject to performance criteria	464,048,931	3,664,391	434,993	467,713,322	99.22	0.78	381,928,942	69.442
17. Authorisation granted to the Board of Directors for a period of 18 months to reduce the share capital by cancellation of shares	459,849,770	8,047,969	250,480	467,897,739	98.28	1.72	381,932,797	69.442
18. Authorisation granted to the Board of Directors, for a period of 26 months, in order to increase the share capital with a waiver of shareholders' preferential subscription rights by issuing ordinary shares or equity securities convertible into shares to the benefit of employees participating in a Company savings plan	448,627,266	19,268,189	254,890	467,895,455	95.88	4.12	381,934,144	69.443
19. Powers	467,822,006	38,989	289,350	467,860,995	99.99	< 0.01	381,934,199	69.443