

# Combined General Meeting

## Voting results on resolutions

**30 APRIL 2020**



## **COMBINED GENERAL MEETING**

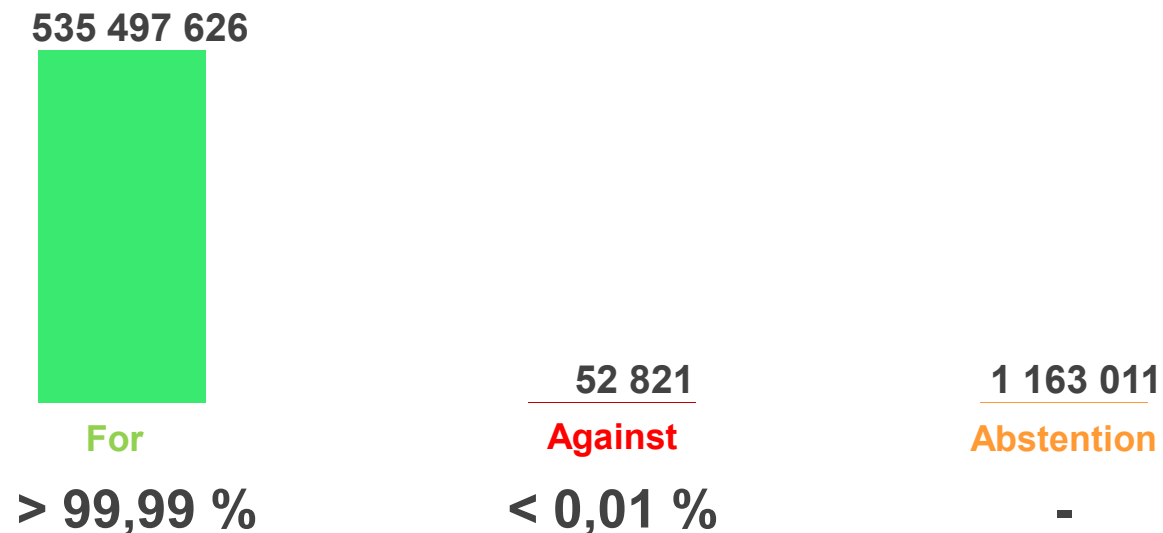
- **Quorum of the 2020 AGM: 72.206%** of shares with voting rights
- **Number of shares present**, represented or having voted by post or internet:  
**387,691,389**
- **Number of voting rights** of shareholders present, represented or having voted by post or internet: **536,713,746**
- **Number of shareholders** present, represented or having voted by post or internet:  
**4,259**

# Ordinary General Meeting

## RESOLUTION 1

Review and approval of the statutory accounts for the financial year ended 31 December 2019

**Profit of €164,897,278**



**Carried**

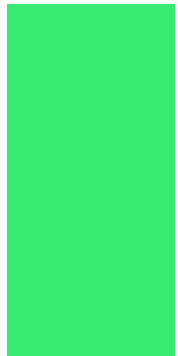
# Ordinary General Meeting

## RESOLUTION 2

Appropriation of the profit for the year ended 31 December 2019

Net income for the financial year:	€164,897,278
Profits carried forward:	€190,066,604
Legal reserve:	€22,422,885
Balance carried forward:	€354,963,882

535 582 000



For

99,98 %

94 447

Against

0,02 %

1 037 011

Abstention

-

# Carried

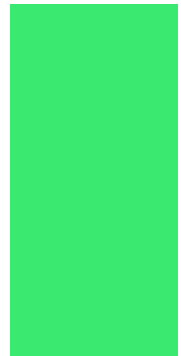
# Ordinary General Meeting

## **RESOLUTION 3**

Review and approval of the consolidated accounts for the year ended 31 December 2019

**Net profit of €158,939,862**

535 491 626



For

**99,99 %**

57 365

Against

**0,01 %**

1 164 467

Abstention

-

# Carried

# Ordinary General Meeting

## **RESOLUTION 4**

Authorisation granted to the Board of Directors to allow the Company to buy back and trade in its own shares

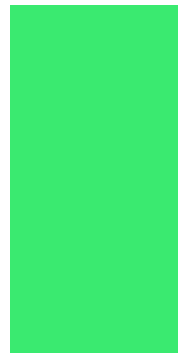
**Duration: 18 months**

**Maximum purchase price: €21**

**Maximum: 10% of the share capital**

**Outside public tender offer periods**

529 207 715



For

98,84 %

6 220 759

Against

1,16 %

1 284 984

Abstention

-

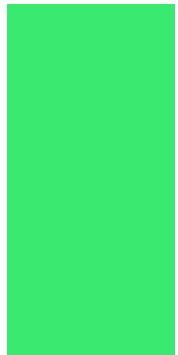
# Carried

# Ordinary General Meeting

## RESOLUTION 5

Ratification of the co-option of **Giancarlo Guenzi**, director, to replace Giovanni Castellucci, who has resigned

534 483 032



For

99,78 %

1 175 677

Against

0,22 %

1 054 749

Abstention

-

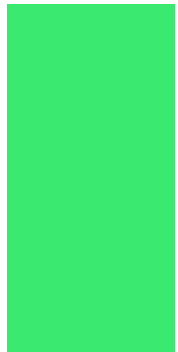
# Carried

# Ordinary General Meeting

## RESOLUTION 6

Renewal of the term of office of **Peter Levene**, as a director

529 097 031



For

98,79 %

6 474 552

Against

1,21 %

1 141 875

Abstention

-

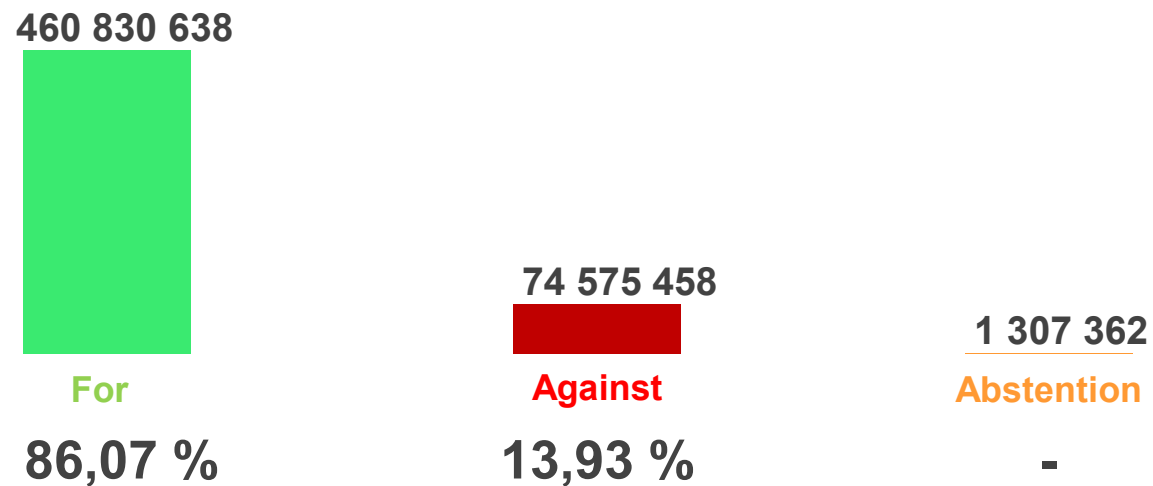
# Carried



# Ordinary General Meeting

## RESOLUTION 7

Renewal of the term of office of **Colette Lewiner**, as a director



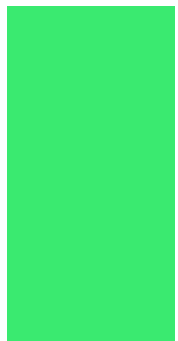
# Carried

# Ordinary General Meeting

## RESOLUTION 8

Renewal of the term of office of **Perrette Rey**, as a director

509 936 160



For

95,21 %

25 636 623

Against

4,79 %

1 140 675

Abstention

-

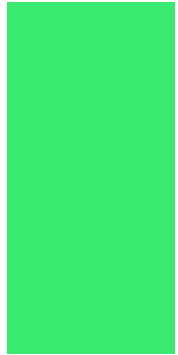
# Carried

# Ordinary General Meeting

## RESOLUTION 9

Renewal of the term of office of **Jean-Pierre Trotignon**, as a director

534 017 473



For

99,72 %

1 491 261

Against

0,28 %

1 204 724

Abstention

-

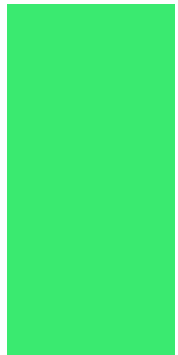
# Carried

# Ordinary General Meeting

## RESOLUTION 10

Appointment of **Jean-Marc Janailac**, as a new director,  
replacing Colette Neuville

534 662 315



For

99,83 %

903 009

Against

0,17 %

1 148 134

Abstention

-

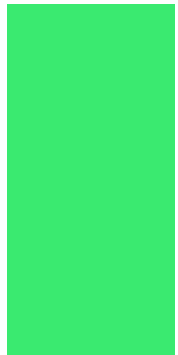
# Carried

# Ordinary General Meeting

## RESOLUTION 11

Appointment of **Sharon Flood**, as a new director,  
replacing Philippe Vasseur

535 242 741



For

99,94 %

322 305

Against

0,06 %

1 148 412

Abstention

-

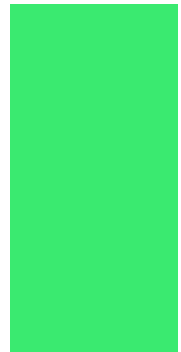
# Carried

# Ordinary General Meeting

## RESOLUTION 12

*Ex-post* vote: approval of the information relating to the remuneration of executive officers paid during the financial year ended 31 December 2019 or awarded in respect of the same financial year

530 234 575



For

98,99 %

5 425 078

Against

1,01 %

1 053 805

Abstention

-

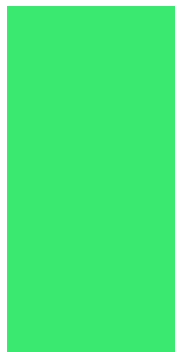
# Carried

# Ordinary General Meeting

## RESOLUTION 13

*Ex-post* vote: approval of the remuneration paid during or awarded for the financial year ended 31 December 2019 to Jacques Gounon, Chairman and Chief Executive Officer

526 637 221



For

98,33 %

8 923 909

Against

1,67 %

1 152 328

Abstention

-

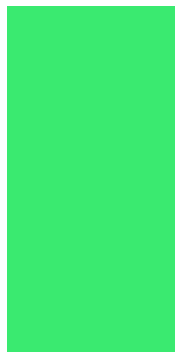
# Carried

# Ordinary General Meeting

## RESOLUTION 14

*Ex-post* vote: approval of the remuneration paid during or awarded for the financial year ended 31 December 2019 to François Gauthey, Deputy Chief Executive Officer

526 698 680



For

98,34 %

8 903 772

Against

1,66 %

1 111 006

Abstention

-

# Carried

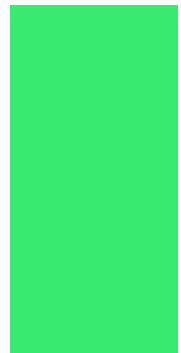


# Ordinary General Meeting

## RESOLUTION 15

*Ex-ante* vote: approval of the remuneration policy for executive officers for 2020, i.e. the Chairman and Chief Executive Officer, the Board of Directors and up to 15 March 2020, the Deputy Chief Executive Officer as well as the newly appointed executive officers

530 248 400



For

98,99 %

5 401 790

Against

1,01 %

1 063 268

Abstention

-

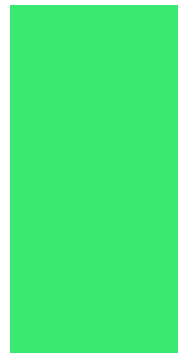
# Carried

# Ordinary General Meeting

## **RESOLUTION 16**

*Ex-ante* vote: approval of the remuneration policy (principles and criteria for determining, allocating and distributing the fixed, variable and exceptional elements making up the total remuneration and benefits of any kind) attributable to the Chairman and Chief Executive Officer for 2020

530 232 056



For

99,22 %

4 162 803

Against

0,78 %

2 318 599

Abstention

-

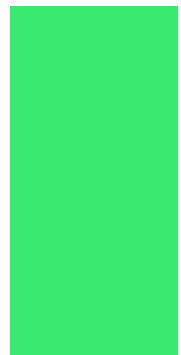
# Carried

# Ordinary General Meeting

## RESOLUTION 17

*Ex-ante* vote: approval of the remuneration policy (principles and criteria for determining, allocating and distributing the elements making up the total remuneration and benefits of any kind) attributable to the Chairman of the Board for 2020

530 460 002



For

99,04 %

5 156 916

Against

0,96 %

1 096 540

Abstention

-

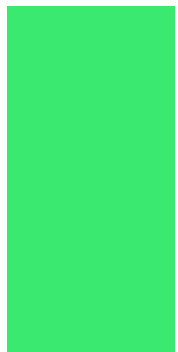
# Carried

# Ordinary General Meeting

## **RESOLUTION 18**

*Ex-ante* vote: approval of the remuneration policy (principles and criteria for determining, allocating and distributing the fixed, variable and exceptional elements making up the total remuneration and benefits of any kind) attributable to the Chief Executive Officer for 2020

527 465 601



For

98,70 %

6 927 664

Against

1,30 %

2 320 193

Abstention

-

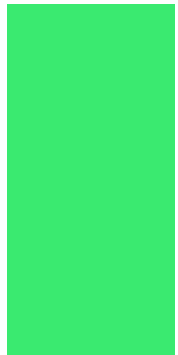
# Carried

# Ordinary General Meeting

## RESOLUTION 19

*Ex-ante* vote: approval of the directors' remuneration for the financial year 2020

533 662 107



For

99,68 %

1 697 911

Against

0,32 %

1 353 440

Abstention

-

# Carried

# Extraordinary General Meeting

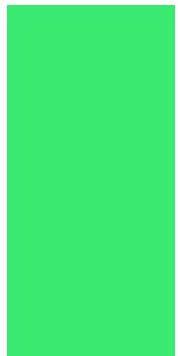
## **RESOLUTION 20**

Delegation of authority granted to the Board of Directors to make a collective free allotment of shares to all non-executive employees of the Company and of companies directly or indirectly affiliated to it, within the meaning of Article L.225-197-2 of the French Commercial Code

**Duration: 12 months**

**Maximum: 462,500 ordinary shares, namely 0.084% of the share capital**

534 921 399



For

99,86 %

770 030

Against

0,14 %

1 022 317

Abstention

-

# Carried

# Extraordinary General Meeting

## **RESOLUTION 21**

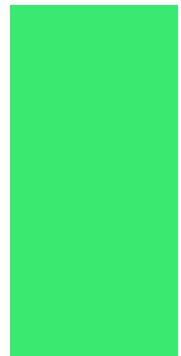
Autorisation granted to the Board of Directors to grant ordinary shares, subject to performance conditions, free of charge to certain members of the Group's salaried employees and/or executive officers

**Duration: 12 months**

**Maximum: 265,000 ordinary shares, namely 0.048% of the share capital**

**Shareholders' preferential subscription rights waived**

533 655 537



For

99,63 %

1 964 773

Against

0,37 %

1 093 436

Abstention

-

# Carried

# Extraordinary General Meeting

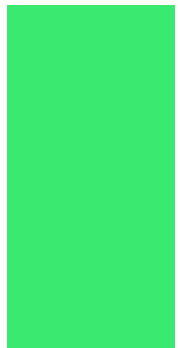
## RESOLUTION 22

Authorisation granted to the Board of Directors to reduce the share capital by cancelling treasury shares

**Duration: 18 months**

**Maximum: 10% of the share capital**

522 716 551



For

97,58 %

12 955 914

Against

2,42 %

1 041 281

Abstention

-

# Carried



# Extraordinary General Meeting

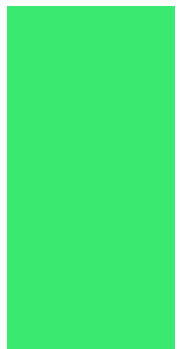
## **RESOLUTION 23**

Delegation of authority granted to the Board of Directors to carry out capital increases, with withdrawal of the shareholders' preferential right of subscription, by the issue of ordinary shares or transferable securities granting a right to the Company's capital reserved to the employees signed up to a Company savings plan

**Duration: 26 months**

**Maximum: €2M**

521 690 615



For

97,39 %

13 992 749

Against

2,61 %

1 030 382

Abstention

-

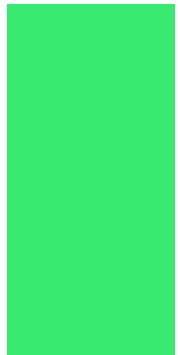
# Carried

# Extraordinary General Meeting

## RESOLUTION 24

Bringing Article 24 of the articles of association into line with the provisions of the PACTE Law concerning the remuneration of directors

535 144 573



For

99,90 %

517 319

Against

0,10 %

1 051 854

Abstention

-

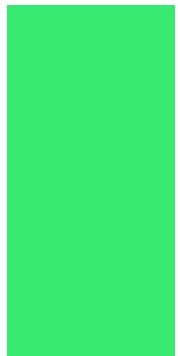
# Carried

# Extraordinary General Meeting

## RESOLUTION 25

Bringing Article 14 of the articles of association into line with the provisions of the PACTE Law concerning the identification of shareholders

535 147 957



For

99,90 %

515 868

Against

0,10 %

1 049 921

Abstention

-

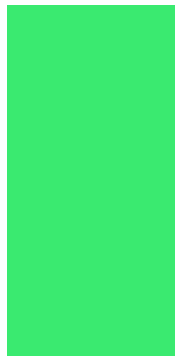
# Carried

# Extraordinary General Meeting

## RESOLUTION 26

Amendment of Article 16 of the articles of association relating to the number of shares held by the directors

534 982 544



For

99,88 %

638 773

Against

0,12 %

1 092 429

Abstention

-

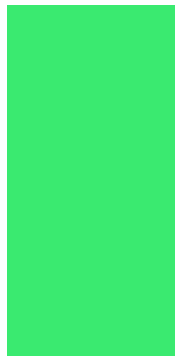
# Carried

# Extraordinary General Meeting

## RESOLUTION 27

Bringing Article 15 of the articles of association into line with the provisions of the PACTE Law concerning the number of directors representing employees and optional appointment of an employee director

535 149 465



For

99,90 %

515 989

Against

0,10 %

1 048 292

Abstention

-

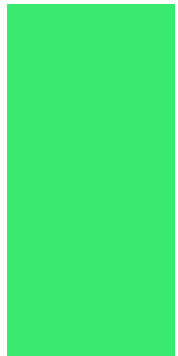
# Carried

# Extraordinary General Meeting

## **RESOLUTION 28**

Modification of Article 17 of the by-laws to allow a staggered renewal of the members of the Board of Directors

535 544 053



For

99,97 %

134 698

Against

0,03 %

1 034 995

Abstention

-

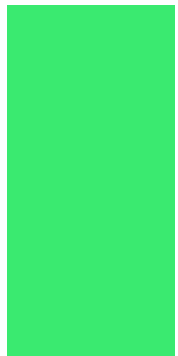
# Carried

# Extraordinary General Meeting

## **RESOLUTION 29**

Amendment of Article 20 of the articles of association to allow the Board of Directors, in certain cases provided for by the law, to take decisions by written consultation under the conditions laid down by the new legislative and regulatory provisions

535 150 827



For

99,90 %

519 159

Against

0,10 %

1 043 760

Abstention

-

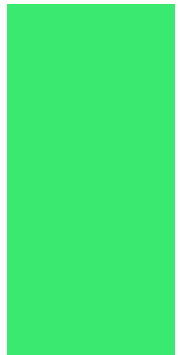
# Carried

# Extraordinary General Meeting

## RESOLUTION 30

Deletion of obsolete references in the articles of association

535 109 034



For

99,90 %

526 819

Against

0,10 %

1 077 893

Abstention

-

# Carried

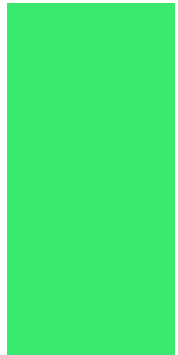


# Extraordinary General Meeting

## **RESOLUTION 31**

Powers for the formalities

535 492 720



For

99,97 %

175 131

Against

0,03 %

1 045 607

Abstention

-

# Carried