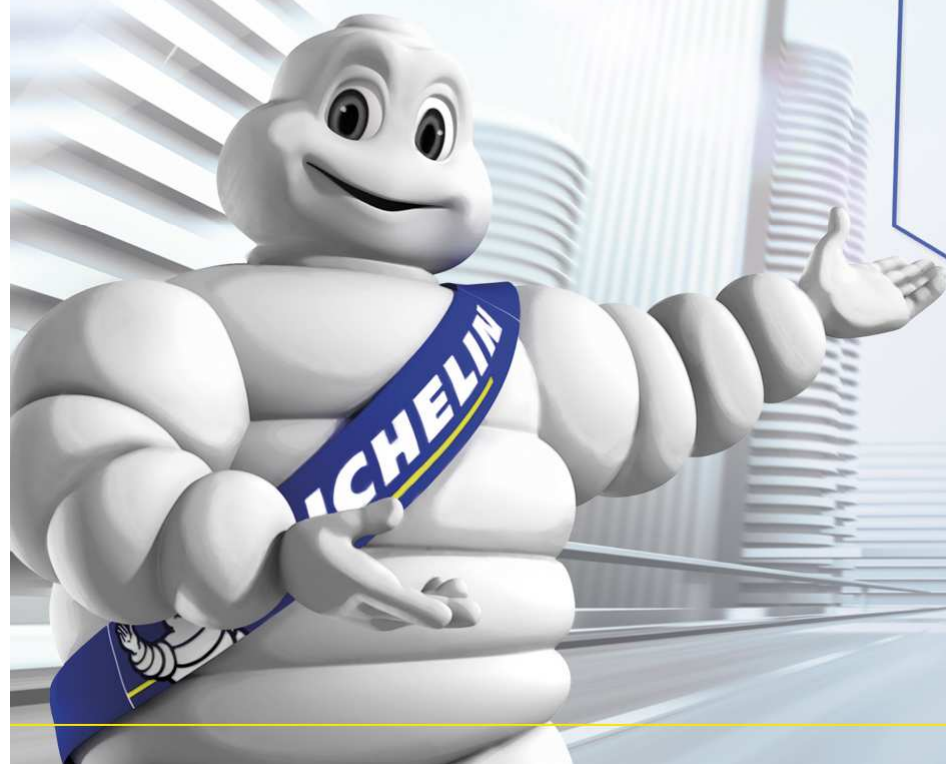


**QUORUM
& VOTE**



**Annual Shareholders
Meeting**
May 16, 2014



QUORUM



► Annual Shareholders Meeting – Ordinary Resolutions

	Shareholders	Shares	Votes
Present	1,411	2,031,122	3,661,852
Represented by a proxy holdier	218	6,552,828	12,079,537
Represented by proxy given to the Chairman	26,557	5,709,852	9,396,470
Postal votes	8,513	92 743 930	101,620,520
Total	36,699	107 037 732	126,758,379

Representing 57,615 % of shares with voting rights

► Annual Shareholders Meeting – Extraordinary Resolutions

	Shareholders	Shares	Votes
Present	1,416	2,204,450	3,991,813
Represented by a proxy holdier	209	6,060,512	11,128,201
Represented by proxy given to the Chairman	26,360	5,827,839	9,635,134
Postal votes	8,502	92,759,722	101,651,939
Total	36,487	106,852,523	126,407,087

Representing 57,515 % of shares with voting rights





1st resolution



- ▶ **Approval of the Company financial statements for the year ended December 31, 2013.**

1st resolution



126,221,326



For
99.57 %

312,650



Against
0.25 %

224,403



Abstention
0.18 %

Including mail-in votes

For 101,308,705

Ag/Abs 311,815

Adopted





2nd resolution

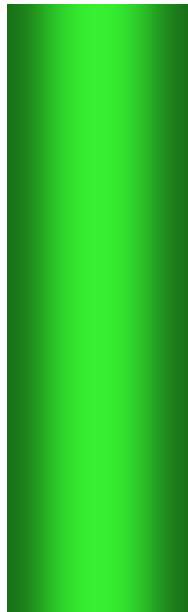


- ▶ **Appropriation of net income for the year ended December 31, 2013 and approval of the recommended dividend payment.**

2nd resolution



125,645,832



For
99.12 %

1,036,184



Against
0.82 %

76,363



Abstention
0.06 %

Including mail-in votes

For 100,585,787

Ag/Abs 1,034,733

Adopted





3rd resolution

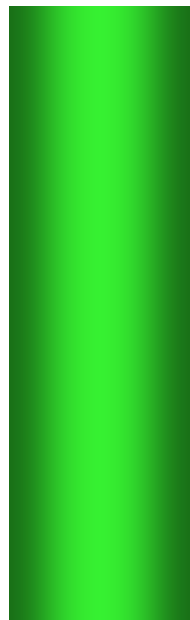


- ▶ **Approval of the consolidated financial statements for the year ended December 31, 2013.**

3rd resolution



126,416,892



For
99.73 %

324,795



Against
0.26 %

16,692



Abstention
0.01 %

Including mail-in votes

For 101,296,410

Ag/Abs 324,110

Adopted





4th resolution



▶ Related-party agreements.

4th resolution



121,596,750



For
95.93 %

5,136,093



Against
4.05 %

25,536



Abstention
0.02 %

Including mail-in votes

For 96,487,642

Ag/Abs 5,132,878

Adopted



5th resolution



- ▶ **Authorization for the Chief Executive Officer to carry out a share buyback program, except during a public offer period, based on a maximum purchase price per share of €140.**

5th resolution



125,671,220



For
99.15 %

917,772



Against
0.72 %

169,387



Abstention
0.13 %

Including mail-in votes

For 100,716,951

Ag/Abs 903,569

Adopted





6th resolution

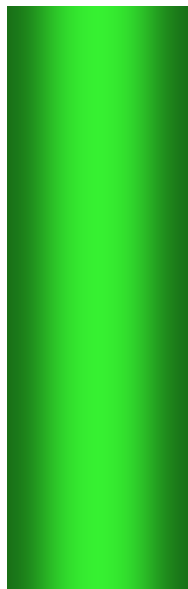


- ▶ **Advisory vote on the components of the compensation due or paid for 2013 to Jean-Dominique Senard, Chief Executive Officer.**

6th resolution



120,087,949



For
94.74 %

6,590,800



Against
5.20 %

79,630



Abstention
0.06 %

Including mail-in votes

For 95,114,755

Ag/Abs 6,505,765

Adopted





7th resolution

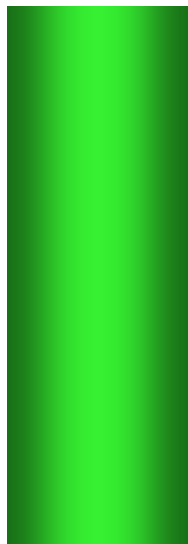


- ▶ **Re-election of Laurence Parisot as a member of the Supervisory Board.**

7th resolution



111,346,464



For
87.97 %

15,094,663



Against
11.93 %

Including mail-in votes

For 96,861,956

Ag/Abs 4,758,564

121,233



Abstention
0.10 %

Adopted





8th resolution

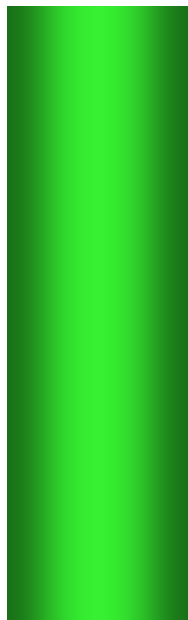


- ▶ **Re-election of Pat Cox as a member of the Supervisory Board.**

8th resolution



125,980,977



For
99.54 %

496,101



Against
0.39 %

85,282



Abstention
0.07 %

Including mail-in votes

For 101,133,228

Ag/Abs 487,292

Adopted





9th resolution

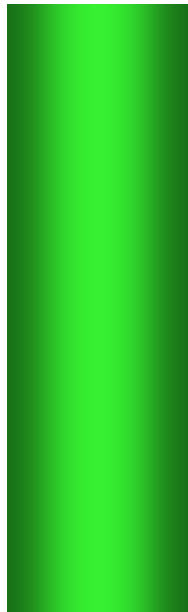


- ▶ **Election of Cyrille Poughon as a member of the Supervisory Board.**

9th resolution



125,924,158



For
99.49 %

576,282



Against
0.46 %

61,920



Abstention
0.05 %

Including mail-in votes

For 101,180,512

Ag/Abs 440,008

Adopted



10th resolution

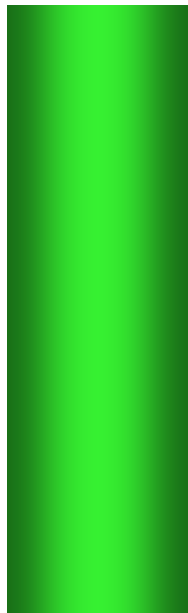


► Supervisory Board compensation.

10th resolution



125,609,270



For
99.09 %

899,175



Against
0.71 %

249,934



Abstention
0.20 %

Including mail-in votes

For 100,858,048

Ag/Abs 762,472

Adopted





11th resolution

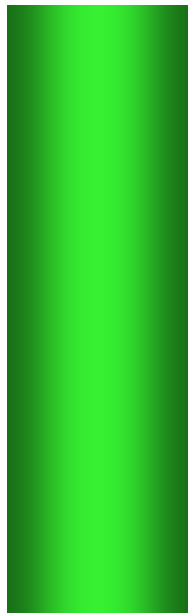


- ▶ **Authorization for the Chief Executive Officer to issue bonds.**

11th resolution



125,544,820



For
99.04 %

1,149,709



Against
0.91 %

63,850



Abstention
0.05 %

Including mail-in votes

For 100,481,855

Ag/Abs 1,138,665

Adopted



12th resolution



- ▶ **Authorization for the Chief Executive Officer to issue shares and/or securities carrying rights to the Company's shares, with pre-emptive subscription rights for existing shareholders.**

12th resolution



121,700,418



For
96.28 %

4,630,393



Against
3.66 %

Including mail-in votes

For 97,025,679

Ag/Abs 4,626,260

76,276



Abstention
0.06 %

Adopted



13th resolution

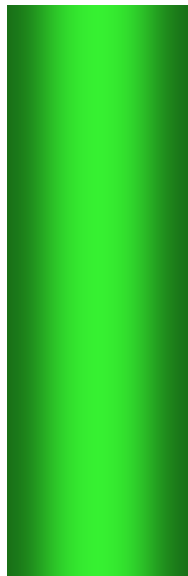


- ▶ **Authorization for the Chief Executive Officer to issue shares and/or securities carrying rights to the Company's shares, through a public offer, without pre-emptive subscription rights for existing shareholders.**

13th resolution



118,067,553



For
93.40 %

8,248,186



Against
6.53 %

Including mail-in votes

For 93,488,566

Ag/Abs 8,163,373

91,348



Abstention
0.07 %

Adopted



14th resolution

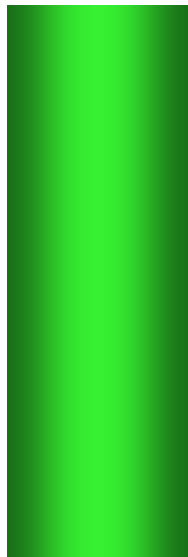


- ▶ **Authorization for the Chief Executive Officer to issue shares and/or securities carrying rights to shares through an offer governed by paragraph II of Article L. 411-2 of the French Monetary and Financial Code, without pre-emptive subscription rights for existing shareholders.**

14th resolution



114,337,391



For
90.46 %

11,988,635



Against
9.48 %

Including mail-in votes

For 89,770,320

Ag/Abs 11,881,619

81,061



Abstention
0.06 %

Adopted



15th resolution

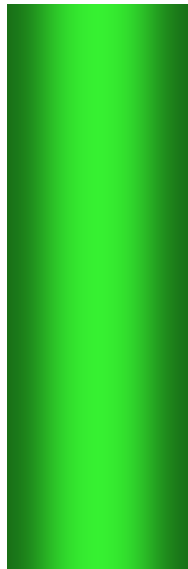


- ▶ **Authorization for the Chief Executive Officer to increase the number of securities to be issued in the event that an issue carried out either with or without pre-emptive subscription rights is oversubscribed.**

15th resolution



116,263,110



For
91.98 %

10,040,924



Against
7.94 %

Including mail-in votes

For 92,131,236

Ag/Abs 9,520,703

103,053



Abstention
0.08 %

Adopted



16th resolution



- ▶ **Authorization for the Chief Executive Officer to increase the Company's capital by capitalizing reserves, income or additional paid-in capital.**

16th resolution



126,130,978



For
99.79 %

231,985



Against
0.18 %

44,124



Abstention
0.03 %

Including mail-in votes

For 101,432,767

Ag/Abs 219,172

Adopted



17th resolution

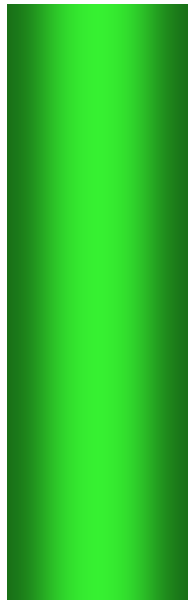


- ▶ **Authorization for the Chief Executive Officer to increase the Company's capital by issuing ordinary shares, without pre-emptive subscription rights for existing shareholders, in connection with a stock-for-stock offer or in payment for contributed assets.**

17th resolution



122,347,903



For
96.78 %

4,001,864



Against
3.17 %

57,320



Abstention
0.05 %

Including mail-in votes

For 97,722,612

Ag/Abs 3,929,327

Adopted



18th resolution

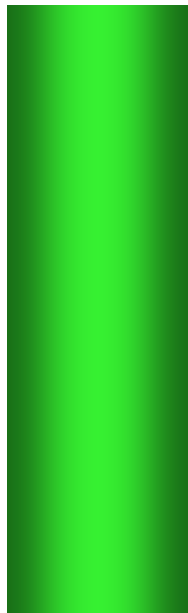


- ▶ **Authorization for the Chief Executive Officer to issue or sell shares to members of a Group Employee Shareholder Plan, without pre-emptive subscription rights for existing shareholders.**

18th resolution



124,691,626



For
98.65 %

1,671,691



Against
1.32 %

43,770



Abstention
0.03 %

Including mail-in votes

For 100,017,108

Ag/Abs 1,634,831

Adopted



19th resolution



- ▶ **Blanket ceilings on issues of shares, securities carrying rights to shares, or debt securities.**

19th resolution



120,908,748



For
95.65 %

5,475,987



Against
4.33 %

Including mail-in votes

For 96,178,360

Ag/Abs 5,473,579

22,352



Abstention
0.02 %

Adopted



20th resolution

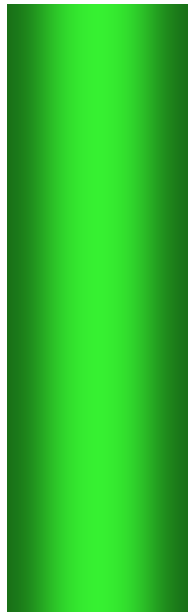


- ▶ **Authorization for the Chief Executive Officer to reduce the Company's capital by canceling shares.**

20th resolution



125,703,789



For
99.45 %

558,714



Against
0.44 %

144,584



Abstention
0.11 %

Including mail-in votes

For 101,110,889

Ag/Abs 541,050

Adopted

21st resolution



- ▶ **Authorization for the Chief Executive Officer to grant new or existing shares to employees of the Company and other Group entities (excluding the Company's executive officers), subject to performance conditions and without pre-emptive subscription rights for existing shareholders.**

21st resolution



93,968,026



For
74.34 %

32,383,623



Against
25.62 %

Including mail-in votes

For 69,304,043

Ag/Abs 32,347,896

55,438



Abstention
0.04 %

Adopted





22nd resolution

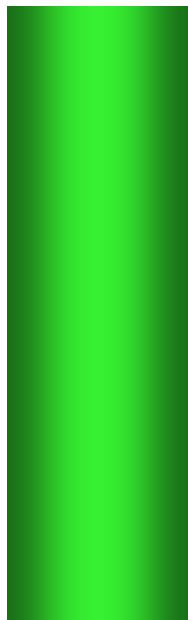


- ▶ Powers to carry out formalities.

22nd resolution



126,038,430



For
99.71 %

339,045



Against
0.27 %

29,612



Abstention
0.02 %

Including mail-in votes

For 101,328,225

Ag/Abs 323,714

Adopted

