

# ANNUAL SHAREHOLDERS MEETING

MAY 22, 2015

**Quorum & vote** 

#### Quorum

#### ► Annual Shareholders Meeting – Ordinary Resolutions

	Shareholders	Shares	Vote
Presents	1,322	1,014,573	1,854,814
Represented by a proxy holdier	133	6,353,338	12,658,572
Represented by proxy given to the Chairman	22,750	6,170,897	10,089,651
Postal votes	7,268	92,865,522	103,011,446
Total	31,473	106,404,330	127,614,483

Representing 57.441 % of shares with voting rights

#### ► Annual Shareholders Meeting – Extraordinary Resolutions

	Shareholders	Shares	Vote
Presents	1,331	1,072,041	1,968,145
Represented by a proxy holdier	143	6,252,015	12,458,018
Represented by proxy given to the Chairman	22,748	6,098,649	9,948,826
Postal votes	7,293	92,870,447	103,024,929
Total	31,515	106,293,152	127,399,918

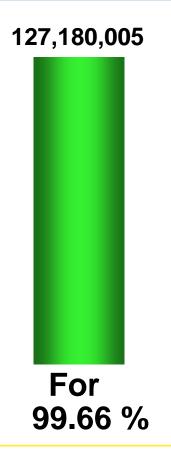
Representing 57.380 % of shares with voting rights



#### 1<sup>st</sup> resolution

► Approval of the Company financial statements for the year ended December 31, 2014.





Including mail-in votes

For 102,832,454

Ag/Abs 178,992

Adopted

180,255

Against 0.14 %

254,223

Abstention 0.20 %

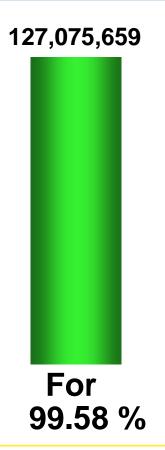


#### 2<sup>nd</sup> resolution

► Appropriation of net income for the year ended December 31, 2014 and approval of the recommended dividend.



#### 2nd resolution



### Including mail-in votes

For 102,627,463

Ag/Abs 383,983

## **Adopted**

152,450

**Abstention** 0.12 %



386,374

**Against** 

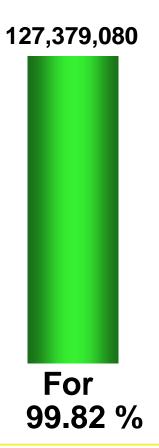
0.30 %

#### 3<sup>rd</sup> resolution

► Approval of the consolidated financial statements for the year ended December 31, 2014.



#### 3<sup>rd</sup> resolution





For 102,805,386

Ag/Abs 206,060

**Adopted** 

208,310

Against 0.16 %

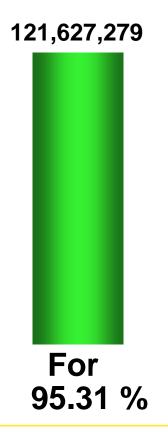
27,093

Abstention 0.02 %



**▶** Related-party agreements.





### Including mail-in votes

For 97,149,481

Ag/Abs 5,861,965

**Adopted** 

5,863,323 123,881

**Against** 

4.59 %

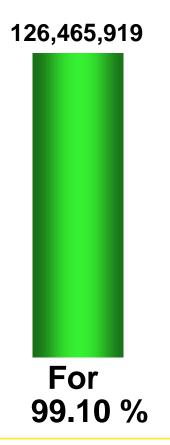
Abstention 0.10 %



#### 5<sup>th</sup> resolution

► Authorization for the Chief Executive Officer to put in place a share buyback program, except during a public offer period, based on a maximum purchase price per share of €140.





## Including mail-in votes

For 102,005,766

Ag/Abs 1,005,680

**Adopted** 

1,118,226

Against 0.88 %

30,338

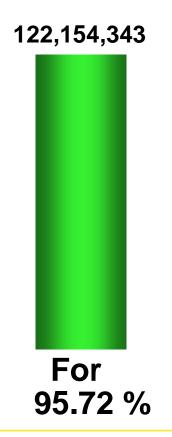
Abstention 0.02 %



#### 6<sup>th</sup> resolution

► Advisory vote on the components of the compensation due or awarded for 2014 to Jean-Dominique Senard, Chief Executive Officer.







For 97,638,523

Ag/Abs 5,372,923

## **Adopted**

72,477

**Abstention** 0.06 %



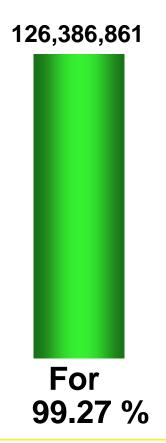
5,387,663

**Against** 

4.22 %

► Re-election of Barbara Dalibard as a member of the Supervisory Board.





### Including mail-in votes

102,184,599 For

Ag/Abs 826,847

## **Adopted**

86,260

**Abstention** 0.07 %



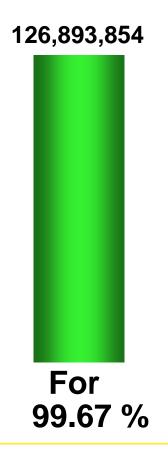
846,356

**Against** 

0.66 %

► Election of Aruna Jayanthi as a member of the Supervisory Board.





## Including mail-in votes

For 102,617,353

Ag/Abs 394,093

## **Adopted**

25,650

**Abstention** 0.02 %



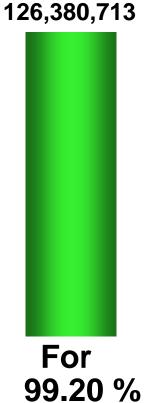
399,973

**Against** 

0.31 %

► Authorization for the Chief Executive Officer to reduce the Company's capital by cancelling shares.







939,026 Against 0.74 %

### Including mail-in votes

For 102,285,748

Ag/Abs 739,181

## **Adopted**

80,179

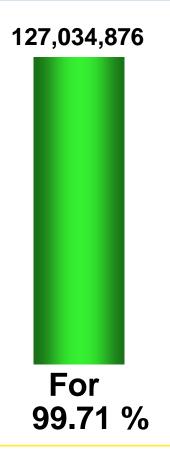
Abstention 0.06 %



#### 10<sup>th</sup> resolution

► Amendment of the Company's bylaws to change the record date for Annual Shareholders Meetings.





### **Including mail-in votes**

For 102,732,530

Ag/Abs 292,399

**Adopted** 

306,107 58,935

**Against** 

0.24 %

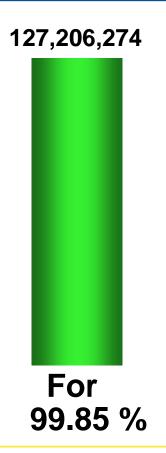
Abstention 0.05 %



#### 11<sup>th</sup> resolution

**▶** Powers to carry out formalities.





### Including mail-in votes

For 102,865,714

Ag/Abs 159,215

## **Adopted**

163,230

Against 0.13 %

30,414

Abstention 0.02 %

