

Voting results of the Ordinary and Extraordinary Shareholders' Meeting held on 17 April 2019

The Ordinary and Extraordinary Shareholders' Meeting was held at 14:30 on 17 April 2019, at Pavillon Kléber, 7 rue Cimarosa, Paris (75116) under the chairmanship of Jean Laurent, Chairman of the Board of Directors.

Of the 83,240,942 shares making up the share capital, including treasury shares, 1,460 shareholders present, represented or voting by post holding 66,103,766 shares for the purpose of the Ordinary Shareholders' Meeting representing 66,103,766 voting right, i.e. a quorum of 79.60%, have adopted all the resolutions submitted to the Ordinary Shareholders' Meeting.

Of the 83,240,942 shares making up the share capital, including treasury shares, 1,429 shareholders present, represented or voting by post holding 66,053,435 shares for the purpose of the Extraordinary Shareholders' Meeting representing 66,053,435 voting right, i.e. a quorum of 79.54%, have adopted all the resolutions submitted to the Extraordinary Shareholders' Meeting.

Voting results of all resolutions:

		Total votes expressed	Number of shares	Proportion of share capital represented	Votes for		Votes against		Abstention	
					%	Number	%	Number	%	Number
RESOLUTIONS TO BE SUBMITTED TO THE ORDINARY SHAREHOLDERS' MEETING										
FIRST RESOLUTION										
APPROVAL OF THE COMPANY'S FINANCIAL STATEMENTS AS AT 31 DECEMBER 2018	ADOPTED	66,103,766	66,103,766	79.60%	99.59	65,834,150	0.40	265,077	<0.01	4,539
SECOND RESOLUTION										
APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS AS AT 31 DECEMBER 2018	ADOPTED	66,103,766	66,103,766	79.60%	99.87	66,017,680	0.12	81,681	<0.01	4,405
THIRD RESOLUTION										
ALLOCATION OF THE RESULT - DISTRIBUTION OF DIVIDENDS	ADOPTED	66,103,766	66,103,766	79.60%	99.99	66,099,850	<0.01	549	<0.01	3,367
FOURTH RESOLUTION										
OPTION TO PAY DIVIDENDS IN SHARES	ADOPTED	66,103,766	66,103,766	79.60%	99.57	65,816,985	0.43	282,844	<0.01	3,937
FIFTH RESOLUTION ⁽¹⁾										
APPROVAL OF THE AUDITORS' REPORT DRAWN UP IN ACCORDANCE WITH ARTICLE L, 225-40 OF THE FRENCH COMMERCIAL CODE AND THE PROVISIONS OF ARTICLE L, 225-38 OF THE FRENCH COMMERCIAL CODE SPECIFIED THEREIN	ADOPTED	59,713,913	59,713,913	77.90%	99.99	59,706,391	<0.01	3,525	<0.01	3,997

		Total votes expressed	Number of shares	Proportion of share capital represented	Votes for		Votes against		Abstention	
					%	Number	%	Number	%	Number
SIXTH RESOLUTION ⁽²⁾ APPROVAL OF THE AUDITORS' REPORT DRAWN UP IN ACCORDANCE WITH ARTICLE L, 225-40 OF THE FRENCH COMMERCIAL CODE AND THE COMMITMENT MADE TO THE BENEFIT OF CHRISTOPHE KULLMANN, CHIEF EXECUTIVE OFFICER	ADOPTED	65,984,369	65,984,369	79.57%	85.59	56,474,233	14.41	9,506,507	<0.01	3,629
SEVENTH RESOLUTION ⁽³⁾ APPROVAL OF THE AUDITORS' REPORT DRAWN UP IN ACCORDANCE WITH ARTICLE L, 225-40 OF THE FRENCH COMMERCIAL CODE AND THE COMMITMENT MADE TO THE BENEFIT OF OLIVIER ESTÈVE, CHIEF OPERATING OFFICER	ADOPTED	66,043,298	66,043,298	79.58%	85.60	56,532,598	14.40	9,507,276	<0.01	3,424
EIGHT RESOLUTION APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, BREAKING DOWN AND ALLOCATING THE FIXED, VARIABLE AND EXTRAORDINARY COMPONENTS OF TOTAL COMPENSATION AND BENEFITS OF ALL TYPES, APPLICABLE TO THE CHAIRMAN OF THE BOARD OF DIRECTORS	ADOPTED	66,103,766	66,103,766	79.60%	99.84	65,997,594	0.15	100,771	<0.01	5,401
NINTH RESOLUTION APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, BREAKING DOWN AND ALLOCATING THE FIXED, VARIABLE AND EXTRAORDINARY COMPONENTS OF TOTAL COMPENSATION AND BENEFITS OF ALL TYPES, APPLICABLE TO THE CHIEF EXECUTIVE OFFICER	ADOPTED	66,103,766	66,103,766	79.60%	96.12	63,539,297	3.87	2,560,686	<0.01	3,783
TENTH RESOLUTION APPROVAL OF THE PRINCIPLES AND CRITERIA FOR DETERMINING, BREAKING DOWN AND ALLOCATING THE FIXED, VARIABLE AND EXTRAORDINARY COMPONENTS OF TOTAL COMPENSATION AND BENEFITS OF ALL TYPES, APPLICABLE TO THE CHIEF OPERATING OFFICERS	ADOPTED	66,103,766	66,103,766	79.60%	96.06	63,500,556	3.93	2,598,455	<0.01	4,755
ELEVENTH RESOLUTION APPROVAL OF THE FIXED, VARIABLE AND EXTRAORDINARY COMPONENTS OF TOTAL COMPENSATION AND BENEFITS OF ALL TYPES PAID OR ASSIGNED FOR THE YEAR ENDED 31 DECEMBER 2018, TO JEAN LAURENT, AS CHAIRMAN OF THE BOARD OF DIRECTORS	ADOPTED	66,103,766	66,103,766	79.60%	99.75	65,938,300	0.25	162,273	<0.01	3,193
TWELFTH RESOLUTION APPROVAL OF THE FIXED, VARIABLE AND EXTRAORDINARY COMPONENTS OF TOTAL COMPENSATION AND BENEFITS OF ALL TYPES PAID OR ASSIGNED FOR THE YEAR ENDED 31 DECEMBER 2018, TO CHRISTOPHE KULLMANN, AS CHIEF EXECUTIVE OFFICER	ADOPTED	66,103,766	66,103,766	79.60%	95.64	63,220,280	4.36	2,879,139	<0.01	4,347
THIRTEENTH RESOLUTION APPROVAL OF THE FIXED, VARIABLE AND EXTRAORDINARY COMPONENTS OF TOTAL COMPENSATION AND BENEFITS OF ALL TYPES PAID OR ASSIGNED FOR THE YEAR ENDED 31 DECEMBER 2018, TO OLIVIER ESTÈVE, AS CHIEF OPERATING OFFICER	ADOPTED	66,103,766	66,103,766	79.60%	95.63	63,214,838	4.36	2,885,139	<0.01	3,789

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					%	Number	%	Number	%	Number
FOURTEENTH RESOLUTION APPROVAL OF THE FIXED, VARIABLE AND EXTRAORDINARY COMPONENTS OF TOTAL COMPENSATION AND BENEFITS OF ALL TYPES PAID OR ASSIGNED FOR THE YEAR ENDED 31 DECEMBER 2018, TO DOMINIQUE OZANNE, AS CHIEF OPERATING OFFICER	ADOPTED	66,103,766	66,103,766	79.60%	95.62	63,205,338	4.36	2,885,139	0.02	13,289
FIFTEENTH RESOLUTION RENEWAL OF THE DIRECTORSHIP OF JEAN LAURENT	ADOPTED	66,103,766	66,103,766	79.60%	96.44	63,750,193	3.55	2,348,388	<0.01	5,185
SIXTEENTH RESOLUTION RENEWAL OF THE DIRECTORSHIP OF LEONARDO DEL VECCHIO	ADOPTED	66,103,766	66,103,766	79.60%	67.51	44,627,714	32.48	21,472,316	<0.01	3,736
SEVENTEENTH RESOLUTION RENEWAL OF THE DIRECTORSHIP OF THE COMPANY COVÉA COOPÉRATIONS	ADOPTED	66,103,766	66,103,766	79.60%	88.63	58,585,751	11.36	7,511,358	<0.01	6,657
EIGHTEENTH RESOLUTION APPOINTMENT OF CHRISTIAN DELAIRE, AS DIRECTOR	ADOPTED	66,103,766	66,103,766	79.60%	99.28	65,625,198	0.72	474,204	<0.01	4,364
NINETEENTH RESOLUTION APPOINTMENT OF OLIVIER PIANI, AS DIRECTOR	ADOPTED	66,103,766	66,103,766	79.60%	99.29	65,631,161	0.71	467,692	<0.01	4,913
TWENTIETH RESOLUTION RENEWAL OF THE APPOINTMENT AS PRINCIPAL AUDITOR, OF THE FIRM ERNST & YOUNG ET AUTRES	ADOPTED	66,103,766	66,103,766	79.60%	98.72	65,254,698	1.28	844,889	<0.01	4,179
TWENTY-FIRST RESOLUTION AUTHORISATION TO THE BOARD OF DIRECTORS IN CONNECTION WITH THE COMPANY'S PURCHASE OF ITS OWN SHARES	ADOPTED	66,103,766	66,103,766	79.60%	99.80	65,972,076	0.19	126,580	<0.01	5,110

(1) it being specified that the company ACM Vie, Jean Laurent, Leonardo Del Vecchio and Christophe Kullmann, as interested persons, did not take part in the vote,

(2) it being specified that Christophe Kullmann, as interested person, did not take part in the vote,

(3) it being specified that Olivier Estève, as interested person, did not take part in the vote,

		Total votes expressed	Number of shares	Proportion of share capital represented	Votes for		Votes against		Abstention		
					%	Number	%	Number	%	Number	
RESOLUTIONS TO BE SUBMITTED TO THE EXTRAORDINARY SHAREHOLDERS' MEETING											
TWENTY-SECOND RESOLUTION AMENDMENT OF ARTICLE 3 (OBJECT) AND ARTICLE 14 (BOARD OF DIRECTORS' ACTIVITY) OF THE COMPANY'S ARTICLES OF ASSOCIATION	ADOPTED	66,053,435	66,053,435	79.54%	98.87	65,305,887	1.12	742,933	<0.01	4,615	
TWENTY-THIRD RESOLUTION DELEGATION OF COMPETENCE TO THE BOARD OF DIRECTORS TO RESOLVE ON THE COMPANY'S SHARE CAPITAL INCREASE BY MEANS OF THE INCORPORATION OF RESERVES, PROFITS OR PREMIUMS	ADOPTED	66,053,435	66,053,435	79.54%	99.96	66,028,510	0.03	21,971	<0.01	2,954	
TWENTY-FOURTH RESOLUTION AUTHORISATION OF THE BOARD OF DIRECTORS TO REDUCE THE COMPANY'S SHARE CAPITAL THROUGH THE CANCELLATION OF SHARES	ADOPTED	66,053,435	66,053,435	79.54%	99.91	65,993,360	0.09	57,192	<0.01	2,883	
TWENTY-FIFTH RESOLUTION DELEGATION OF COMPETENCE TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S CAPITAL, WITH THE MAINTENANCE OF SHAREHOLDERS' PREFERENTIAL RIGHTS OF SUBSCRIPTION	ADOPTED	66,053,435	66,053,435	79.54%	99.55	65,757,431	0.44	292,327	<0.01	3,677	
TWENTY-SIXTH RESOLUTION DELEGATION OF COMPETENCE TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND/OR SECURITIES, BY WAY OF PUBLIC OFFER, GIVING ACCESS TO THE COMPANY'S CAPITAL, WITH THE ELIMINATION OF SHAREHOLDERS' PREFERENTIAL RIGHTS OF SUBSCRIPTION AND, FOR SHARE ISSUES, A COMPULSORY PRIORITY PERIOD	ADOPTED	66,053,435	66,053,435	79.54%	99.63	65,806,282	0.37	244,007	<0.01	3,146	
TWENTY-SEVENTH RESOLUTION DELEGATION OF COMPETENCE TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S CAPITAL, WITH THE ELIMINATION OF SHAREHOLDERS' PREFERENTIAL RIGHTS OF SUBSCRIPTION, IN THE EVENT OF A PUBLIC EXCHANGE OFFER INITIATED BY THE COMPANY	ADOPTED	66,053,435	66,053,435	79.54%	99.64	65,815,254	0.35	234,146	<0.01	4,035	
TWENTY-EIGHTH RESOLUTION DELEGATION OF COMPETENCE TO THE BOARD OF DIRECTORS TO ISSUE SHARES AND/OR SECURITIES GIVING ACCESS TO THE COMPANY'S CAPITAL IN ORDER TO REMUNERATE CONTRIBUTIONS IN KIND PERMITTED TO THE COMPANY AND CONSISTING OF CAPITAL SECURITIES OR EQUITIES GIVING ACCESS TO THE CAPITAL, WITH THE ELIMINATION OF SHAREHOLDERS' PREFERENTIAL RIGHTS OF SUBSCRIPTION	ADOPTED	66,053,435	66,053,435	79.54%	99.59	65,781,344	0.41	268,205	<0.01	3,886	
TWENTY-NINTH RESOLUTION DELEGATION OF COMPETENCE TO THE BOARD OF DIRECTORS TO PROCEED WITH SHARE CAPITAL INCREASES RESERVED TO EMPLOYEES OF THE COMPANY AND THE COVIVIO GROUP COMPANIES ADHERING TO A SAVINGS PLAN, WITH THE ELIMINATION OF SHAREHOLDERS' PREFERENTIAL RIGHTS OF SUBSCRIPTION	ADOPTED	66,053,435	66,053,435	79.54%	99.84	65,944,682	0.16	105,604	<0.01	3,149	

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THIRTIETH RESOLUTION AUTHORISATION TO THE BOARD OF DIRECTORS TO PROCEED WITH FREE ALLOCATIONS OF EXISTING SHARES OR THOSE TO BE ISSUED IN THE COMPANY, TO THE BENEFIT OF EMPLOYEES AND/OR REPRESENTATIVES OF THE COMPANY AND RELATED COMPANIES, WITH THE ELIMINATION OF SHAREHOLDERS' PREFERENTIAL RIGHTS OF SUBSCRIPTION OF THE SHARES TO BE ISSUED	ADOPTED	66,053,435	66,053,435	79.54%	81.52	53,848,454	18.47	12,201,771	<0.01	3,210
THIRTY-FIRST RESOLUTION POWERS FOR FORMALITIES	ADOPTED	66,053,435	66,053,435	79.54%	99.99	66,049,470	<0.01	732	<0.01	3,233