

EURAZEO
Shareholders' Meeting - April 30, 2020
Resolution Voting Results

Number of capital shares : 78,645,486 shares
 Number of shares eligible to vote: 75,733,610 shares

Ordinary ⁽¹⁾	Number	Shares	Voting Rights
Shareholders attending the Shareholders' Meeting	-	-	-
Proxy to the Chairman	440	32 611 381	56 858 845
Proxy to another Shareholder	-	-	-
Vote by post	652	25 212 887	30 446 205
Total	1 092	57 824 268	87 305 050
Quorum (%)		76.35	

Extraordinary ⁽¹⁾	Number	Shares	Voting Rights
Shareholders attending the Shareholders' Meeting	-	-	-
Proxy to the Chairman	439	32 611 023	56 858 330
Proxy to another Shareholder	-	-	-
Vote by post	650	25 208 964	30 442 282
Total	1 089	57 819 987	87 300 612
Quorum (%)		76.34	

Resolutions	N°	Type	Wording	Total Vote FOR	Total For (in %)	Total Vote AGAINST	Total Against (in %)	Total Voting Rights ⁽²⁾	Results
Resolution	1	Ord.	Approval of the Company financial statements for the year ended December 31, 2019.	87 267 145	99.99	8 089	0.01	87 275 234	Adopted
Resolution	2	Ord.	Allocation of net income	87 281 359	99.97	22 348	0.03	87 303 707	Adopted
Resolution	3	Ord.	Approval of the consolidated financial statements for the year ended December 31, 2019.	87 263 647	99.99	9 083	0.01	87 272 730	Adopted
Resolution	4	Ord.	Approval of agreements and commitments governed by Article L. 225-86 of the French Commercial Code.	69 464 934	80.07	17 293 974	19.93	86 758 908	Adopted
Resolution	5	Ord.	Renewal of the term of office of Jean Charles Decaux as a member of the Supervisory Board.	65 726 605	75.28	21 577 217	24.72	87 303 822	Adopted
Resolution	6	Ord.	Renewal of the term of office of Georges Paugest as a member of the Supervisory Board.	74 669 819	85.57	12 595 933	14.43	87 265 752	Adopted
Resolution	7	Ord.	Renewal of the term of office of Victoire de Margerie as a member of the Supervisory Board.	78 091 020	89.49	9 175 081	10.51	87 266 101	Adopted
Resolution	8	Ord.	Renewal of the term of office of Roland du Luart as a member of the Supervisory Board.	82 264 779	94.27	4 999 220	5.73	87 263 999	Adopted
Resolution	9	Ord.	Approval of the compensation policy for Supervisory Board members.	86 396 795	99.92	66 964	0.08	86 373 759	Adopted
Resolution	10	Ord.	Approval of the compensation policy for Executive Board members.	83 531 613	97.61	2 042 197	2.39	85 573 816	Adopted
Resolution	11	Ord.	Approval of information relating to the corporate officer compensation policy mentioned in section I of Article L. 225-37-3 of the French Commercial Code, as presented in the corporate governance report.	84 829 925	98.21	1 543 561	1.79	86 373 486	Adopted
Resolution	12	Ord.	Approval of compensation and benefits paid or awarded in respect of fiscal year 2019 to Michel David-Weill, Chairman of the Supervisory Board.	84 771 817	98.15	1 602 227	1.85	86 374 044	Adopted
Resolution	13	Ord.	Approval of compensation and benefits paid or awarded in respect of fiscal year 2019 to Virginie Morgon, Chairwoman of the Executive Board.	68 351 394	79.14	18 020 201	20.86	86 371 595	Adopted
Resolution	14	Ord.	Approval of compensation and benefits paid or awarded in respect of fiscal year 2019 to Philippe Audouin, member of the Executive Board.	68 200 775	78.96	18 173 002	21.04	86 373 777	Adopted
Resolution	15	Ord.	Approval of compensation and benefits paid or awarded in respect of fiscal year 2019 to Nicolas Huet, member of the Executive Board.	68 200 976	78.96	18 170 765	21.04	86 371 741	Adopted
Resolution	16	Ord.	Approval of compensation and benefits paid or awarded in respect of fiscal year 2019 to Olivier Millet, member of the Executive Board.	68 200 904	78.96	18 170 837	21.04	86 371 741	Adopted
Resolution	17	Ord.	Renewal of the term of office of PricewaterhouseCoopers Audit as principal Statutory Auditor.	82 275 489	94.24	5 028 351	5.76	87 303 840	Adopted
Resolution	18	Ord.	Authorization of a share buyback program by the Company for its own shares.	69 274 234	79.35	18 030 191	20.65	87 304 425	Adopted
Resolution	19	Extraor.	Delegation of authority to the Executive Board to increase share capital by capitalizing reserves, profits or share, merger or contribution premiums.	68 150 736	78.07	19 148 692	21.93	87 299 428	Adopted
Resolution	20	Extraor.	Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with retention of preferential subscription rights (can be used outside takeover bid periods).	85 707 848	98.18	1 590 954	1.82	87 298 802	Adopted
Resolution	21	Extraor.	Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of preferential subscription rights and by public offering, or in connection with a takeover bid comprising a share exchange offer (can be used outside takeover bid periods).	85 457 144	97.89	1 839 755	2.11	87 296 899	Adopted
Resolution	22	Extraor.	Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of preferential subscription rights in connection with an offering referred to in Article L. 411-2 section 1 of the French Monetary and Financial Code (can be used outside takeover bid periods).	85 185 189	97.58	2 113 417	2.42	87 298 606	Adopted
Resolution	23	Extraor.	Authorization to the Executive Board, to set the issue price in the event of the issue of shares or securities granting access, immediately or in the future, to share capital, without preferential subscription rights, representing up to 10% of the share capital (can be used outside takeover bid periods).	85 340 946	97.76	1 957 591	2.24	87 298 537	Adopted
Resolution	24	Extraor.	Increase in the number of shares, securities or other instruments to be issued in the event of a share capital increase with or without preferential subscription rights.	83 915 490	96.13	3 381 783	3.87	87 297 273	Adopted
Resolution	25	Extraor.	Delegation of powers to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of preferential subscription rights, in consideration for contributions in kind granted to the Company (can be used outside takeover bid periods).	86 725 580	99.34	573 208	0.66	87 299 488	Adopted
Resolution	26	Extraor.	Overall ceilings on the amount of shares and securities issued under the 20th to 25th resolutions.	86 603 331	99.21	693 227	0.79	87 296 558	Adopted
Resolution	27	Extraor.	Amendment of Article 13 of the Bylaws – Power given to the Supervisory Board to make decisions by written consultation in situations referred to by regulations.	87 249 021	99.04	49 890	0.06	87 298 911	Adopted
Resolution	28	Extraor.	Amendment of Article 25 of Bylaws – Introduction of provisions governing the loyalty dividend.	67 466 551	77.38	19 716 959	22.62	87 183 510	Adopted
Resolution	29	Extraor.	Amendment of Articles 11, 15, 20 and 21 of the Bylaws – Pursuant to the new regulations in force.	87 205 038	99.89	94 047	0.11	87 299 085	Adopted
Resolution	30	Ord.	Powers to carry out formalities.	87 293 184	99.99	11 051	0.01	87 304 235	Adoptée

(1) Quorum to be reached
 For ordinary general meetings: 15,146,722 shares (1/5 of the voting shares)
 For extraordinary general meetings: 18,933,403 shares (1/4 of the voting shares)

(2) Given the legal form of Eurazeo as an European company, please note that:
 Abstentions are not taken into account in the result
 The votes cast = the sum of the votes For + Against