

2016 Combined General Meeting Voting results

2016 Combined General Meeting

Voting results

Quorum: 89.928% (i.e., 118,786,428 shares and 275 shareholders)

	SHAREHOLDERS	SHARES	VOTES
Attendees	12	176,880	176,880
Represented	0	0	0
Proxy to the Chairman	8	92,803,784	92,803,784
Votes by mail	255	25,805,764	25,805,764
Total	275	118,786,428	118,786,428

Share capital: EUR 89,821,007.56

Number of shares making up the share capital: 132,089,717

Number of shares with voting rights: 132,089,717

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NUMBER	RESOLUTIONS	FOR		AGAINST		ABSTAIN	
		Votes	%	Votes	%	Votes	%
Ordinary Business							
1	Approval of the Company accounts for the financial year ending December 31 st , 2015	116,906,135	98.42	1,880,273	1.58	20	< 0.01
2	Approval of the consolidated accounts for the financial year ending December 31st, 2015	116,906,145	98.42	1,880,273	1.58	10	< 0.01
3	Allocation of the net income for the financial year ending December 31st, 2015	118,786,373	99.99	20	< 0.01	35	< 0.01
4	Approval of an overall amount of annual Directors' fees	118,704,343	99.93	82,025	0.07	60	< 0.01
5	Renewal of Gilles ARDITTI as member of the Board of Directors	117,272,504	98.73	1,513,914	1.27	10	< 0.01
6	Renewal of Charles DEHELLY as member of the Board of Directors	117,272,434	98.73	1,513,984	1.27	10	< 0.01
7	Renewal of Ursula MORGENSTERN as member of the Board of Directors	117,862,569	99.22	923,849	0.78	10	< 0.01
8	Renewal of Michel-Alain PROCH as member of the Board of Directors	116,795,956	98.32	1,990,412	1.68	60	< 0.01
9	Renewal of Luc REMONT as member of the Board of Directors	118,043,737	99.37	742,661	0.63	30	< 0.01
10	Renewal of the term of office of one of the two Statutory Auditors	118,670,241	99.90	116,177	0.10	10	< 0.01
11	Renewal of the term of office of one of the two deputy Statutory Auditors	116,077,664	97.72	2,708,734	2.28	30	< 0.01
12	Approval of the special report of the auditors regarding the agreements and commitments referred to in articles L225-38 and seq of the Commercial Code	25,982,337	99.99	1	< 0.01	1,510	< 0.01

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13	Advisory opinion on elements of compensation due or allocated for the financial year ending December 31st, 2015 to Mr. Gilles GRAPINET, Chief Executive Officer	103,418,730	87.06	15,367,638	12.94	60	< 0.01
14	Authorization granted to the Board of Directors for the purpose of purchasing, conserving or transferring shares in the Company	118,197,178	99.50	589,250	0.50	0	0
Extraordinary Business			Voix	%	Voix	%	Voix
15	Authorization granted to the Board of Directors to reduce the share capital by cancelling self-owned shares	118,004,640	99.34	781,788	0.66	0	0
16	Delegation to the Board of Directors of authority to increase the share capital through the capitalization of premiums, reserves, profits or other items	118,786,403	99.99	25	< 0.01	0	0
17	Delegation to the Board of Directors of authority to issue shares and/or securities giving access to share capital and/or negotiable securities carrying a right to the allocation of debt securities – while maintaining preferential subscription rights	118,631,758	99.87	154,670	0.13	0	0
18	Delegation to the Board of Directors of authority to issue shares and/or securities giving access to share capital and/ or negotiable securities carrying a right to the allocation of debt securities through public offerings, without preferential subscription rights	99,728,369	83.96	19,058,039	16.04	20	< 0.01
19	Delegation to the Board of Directors of authority to issue shares and/or securities giving access to share capital and/or negotiable securities carrying a right to the allocation of debt securities through a private placement mentioned in Article L. 411-2, II of the French Monetary and Financial Code, without preferential subscription rights	99,640,956	83.88	19,145,452	16.12	20	< 0.01

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20	Authorization for the Board of Directors to issue shares or securities giving access to the share capital without preferential subscription rights as consideration for contributions in kind consisting of equity securities or securities giving access to share capital	109,041,828	91.80	9,744,600	8.20	0	0
21	Delegation to the Board of Directors of authority to increase the number of shares to be issued in connection with a share capital increase with or without preferential subscription rights	101,783,573	85.69	17,002,855	14.31	0	0
22	Delegation to the Board of Directors of authority for the purpose of increasing the share capital of the Company with the removal of the preferential subscription rights to the benefit of the employees of the Company and its affiliated companies	118,296,267	99.59	490,161	0.41	0	0
23	Authorization for the Board of Directors to grant free shares to the employees and executive officers of the Company and/or its affiliated companies	101,806,220	85.71	16,980,198	14.29	10	< 0.01
24	Review and approval of the draft of partial contribution of assets agreement (contribution agreement) between the Company and the company Equens S.E. (the "Agreement") and the contribution of the "Financial Processing & Software Licensing" business located in France (the "FPLiS Business"), including the part of the common administrative services as well as the functions "Customer Services" and "Technical Operation application level 2 support" related to this FPLiS Business operated by the Company, subject to the completion of the conditions precedent provided for in the Agreement, and approval of the valuation and remuneration of the contribution. Powers to the Board of Directors	118,786,343	99.99	75	< 0.01	10	< 0.01
25	Powers	118,786,428	100.00	0	0	0	0