

**ELIS**  
**Combined shareholders' meeting of May 19, 2017**  
**Results of voting**

N°	RESOLUTIONS	TYPE	FOR	%	AGAINST	%	ABSTAIN	%	TOTAL VOTES	ADOPTION
1	Approval of the parent company financial statements for the year ended December 31, 2016	OGM	121 679 698	99,86%	164 171	0,13%	416	0,00%	121 844 285	Adopted
2	Approval of the consolidated financial statements for the year ended December 31, 2016	OGM	121 679 768	99,86%	164 171	0,13%	346	0,00%	121 844 285	Adopted
3	Appropriation of net income for the financial year ended December 31, 2016	OGM	121 679 614	99,86%	164 271	0,13%	400	0,00%	121 844 285	Adopted
4	Special dividend in an amount to be deducted from share, merger and contribution premiums	OGM	121 679 852	99,87%	164 033	0,13%	400	0,00%	121 844 285	Adopted
5	Approval of regulated agreements and commitments with related parties referred to in Articles L. 225-86 et seq. of the French Commercial Code	OGM	121 678 779	99,86%	164 968	0,14%	538	0,00%	121 844 285	Adopted
6	Reappointment of Philippe Audouin as a member of the Supervisory Board	OGM	119 302 506	97,91%	2 541 043	2,09%	736	0,00%	121 844 285	Adopted
7	Reappointment of Florence Noblot as a member of the Supervisory Board	OGM	121 307 780	99,56%	535 585	0,44%	920	0,00%	121 844 285	Adopted
8	Ratification of the co-optation of Magali Chesse as a member of the Supervisory Board	OGM	121 221 574	99,49%	621 701	0,51%	1 010	0,00%	121 844 285	Adopted
9	Appointment of Anne-Laure Commault as a member of the Supervisory Board	OGM	121 679 182	99,86%	164 171	0,13%	932	0,00%	121 844 285	Adopted
10	Approval of the 2017 compensation policy for the Chairman of the Supervisory Board	OGM	121 675 830	99,86%	165 348	0,14%	874	0,00%	121 842 052	Adopted
11	Approval of the 2017 compensation policy for the members of the Supervisory Board	OGM	121 562 807	99,86%	165 348	0,14%	805	0,00%	121 728 960	Adopted
12	Approval of the 2017 compensation policy for the Chairman of the Management Board	OGM	98 447 433	80,96%	23 156 960	19,04%	911	0,00%	121 605 304	Adopted
13	Approval of the 2017 compensation policy for the members of the Management Board	OGM	99 804 492	81,98%	21 940 863	18,02%	751	0,00%	121 746 106	Adopted
14	Opinion on the compensation components due or paid to Thierry Morin, Chairman of the Supervisory Board, in respect of the 2016 financial year	OGM	121 676 257	99,86%	165 338	0,14%	2 690	0,00%	121 844 285	Adopted
15	Opinion on the compensation components due or paid to Xavier Martire, Chairman of the Management Board, in respect of the 2016 financial year	OGM	103 691 818	85,10%	18 151 846	14,90%	621	0,00%	121 844 285	Adopted
16	Opinion on the compensation components due or paid to members of the Management Board (Louis Guyot and Matthieu Lecharny) in respect of the 2016 financial year	OGM	104 149 379	85,48%	17 694 094	14,52%	812	0,00%	121 844 285	Adopted
17	Ratification of the transfer of the Company's registered office	OGM	121 679 731	99,86%	164 033	0,13%	521	0,00%	121 844 285	Adopted
18	Authorization to be granted to the Management Board to trade in the Company's shares	OGM	121 677 634	99,86%	164 113	0,13%	2 538	0,00%	121 844 285	Adopted
19	Amendments to Article 17 "Composition of the Supervisory Board" of the Company's articles of incorporation to include the means of appointing employee representatives on the Supervisory Board	EGM	121 679 514	99,86%	164 033	0,13%	738	0,00%	121 844 285	Adopted
20	Amendment to Article 4 "Registered office" of the Company's articles of incorporation	EGM	121 679 579	99,86%	163 908	0,13%	798	0,00%	121 844 285	Adopted
21	Authorization to be granted to the Supervisory Board to make the necessary amendments to the Company's articles of incorporation under the terms of Article L. 225-65 of the French Commercial Code	EGM	105 063 952	86,23%	16 779 783	13,77%	550	0,00%	121 844 285	Adopted
22	Reduction in share capital for reasons other than losses by reducing the par value of the shares and allocating the amount of the reduction to the "Share, merger and contribution premiums" account	EGM	121 679 136	99,86%	164 190	0,13%	959	0,00%	121 844 285	Adopted
23	Amendment to Article 6 of the Company's articles of association, "Share capital"	EGM	121 679 184	99,86%	164 168	0,13%	933	0,00%	121 844 285	Adopted
24	Delegation of authority to be granted to the Management Board to issue shares or securities giving access immediately or in the future to the Company's share capital, with preferential subscription rights	EGM	107 172 043	87,96%	14 669 701	12,04%	2 541	0,00%	121 844 285	Adopted
25	Delegation of authority to be granted to the Management Board to issue shares and/or securities giving access immediately or in future to the Company's capital, without preferential subscription rights, through a public offering or as part of a public exchange offer, with a priority subscription option for shareholders	EGM	107 050 168	87,86%	14 793 634	12,14%	483	0,00%	121 844 285	Adopted
26	Delegation of authority to be granted to the Management Board to issue shares and/or securities giving access, immediately or in the future, to the Company's share capital, without preferential subscription rights, as part of an offering referred to in section II of Article L. 411-2 of the French Monetary and Financial Code	EGM	105 725 955	86,77%	16 117 648	13,23%	682	0,00%	121 844 285	Adopted
27	Authorization to be granted to the Management Board to set the issue price at an amount not to exceed 10% of the share capital in the event of an issue of shares and/or securities giving access, immediately or in the future, to the Company's share capital, without preferential subscription rights	EGM	105 989 305	86,99%	15 854 180	13,01%	800	0,00%	121 844 285	Adopted
28	Authorization to be granted to the Management Board to increase the number of shares or other securities to be issued in the event of a capital increase with or without preferential subscription rights	EGM	101 869 434	83,61%	19 974 136	16,39%	715	0,00%	121 844 285	Adopted
29	Overall limits on the amount of the issues carried out under the 24th to 28th resolutions	EGM	121 138 404	99,42%	705 188	0,58%	693	0,00%	121 844 285	Adopted
30	Delegation of authority to the Management Board to increase the Company's share capital without preferential subscription rights reserved for employees who are members of a company or Group savings plan	EGM	121 592 946	99,79%	250 759	0,21%	580	0,00%	121 844 285	Adopted
31	Powers to carry out legal formalities	EGM	121 678 834	99,86%	164 433	0,13%	1 018	0,00%	121 844 285	Adopted