

Saint-Gobain - Annual General Meeting of June 5, 2014

Voting results

Number of shares with voting rights: 557,888,541

Number of voting rights, net: 679,694,883

No. of shareholders present and represented: 15,392 ; no. of shareholders having voted by post or through Internet: 5,259 ; total: 20,651

No. of shares held by shareholders present and represented: 134,817,791 i.e. 24.17% of the no. of shares with voting rights ;

No. of shares held by shareholders having voted by post or through Internet: 214,299,702

i.e. total 349,117,493 shares and 62.58% of the no. of shares with voting rights

No. of votes cast by shareholders present and represented: 249,256,976 i.e. 36.67% of voting rights ;

No. of votes cast by shareholders having voted by post or through Internet: 218,426,631

i.e. total 467,683,607 voting rights representing 68.81% of exercisable voting rights

Res. N°	Resolution Title	Type	Result	% FOR	% AGAINST	% ABS.	Number of voting rights FOR	Number of voting rights AGAINST	Number of voting rights ABS.	Total of voting rights
1	Approval of the parent company financial statements for 2013.	Ordinary	Approved	99.78%	0.12%	0.10%	466,662,340	545,056	476,211	467,683,607
2	Approval of the consolidated financial statements for 2013.	Ordinary	Approved	99.79%	0.12%	0.10%	466,690,415	542,259	450,933	467,683,607
3	Approval of the appropriation of income and declaration of the dividend.	Ordinary	Approved	99.43%	0.47%	0.10%	465,023,038	2,201,764	458,805	467,683,607
4	Approval of the stock dividend option for 50% of the dividend.	Ordinary	Approved	98.90%	1.00%	0.10%	462,545,156	4,663,643	474,808	467,683,607
5	Re-election of Mr. Pierre-André de CHALENDAR as Director.	Ordinary	Approved	86.89%	13.00%	0.11%	406,372,225	60,805,738	505,644	467,683,607
6	Approval of the commitment to pay compensation for loss of office and other benefits to Mr. Pierre-André de CHALENDAR in the event that his term of office as Chairman and Chief Executive Officer is terminated under certain circumstances.	Ordinary	Approved	74.49%	25.40%	0.10%	348,216,144	118,748,891	483,266	467,448,301
7	Approval of the post-employment benefit obligations towards Mr. Pierre-André de CHALENDAR.	Ordinary	Approved	98.21%	1.68%	0.12%	459,064,733	7,844,768	538,800	467,448,301
8	Approval of the decision to allow Mr. Pierre-André de CHALENDAR to continue to be covered by the death, disability and health insurance plans for employees of Compagnie de Saint-Gobain in his capacity as an executive director without an employment contract.	Ordinary	Approved	99.67%	0.21%	0.13%	465,887,382	976,116	584,803	467,448,301
9	Advisory vote on the components of the compensation due or awarded to Mr. Pierre-André de CHALENDAR for 2013.	Ordinary	Approved	97.37%	2.53%	0.11%	455,362,124	11,822,117	499,366	467,683,607
10	Adjustment of the total annual amount of attendance fees.	Ordinary	Approved	99.53%	0.35%	0.12%	465,468,554	1,630,693	584,360	467,683,607
11	Authorization to be given to the Board of Directors to buy back Saint-Gobain shares.	Ordinary	Approved	99.24%	0.65%	0.11%	464,113,428	3,042,954	527,225	467,683,607
12	Amendments to the bylaws concerning employee representation on the Board of Directors of Compagnie de Saint-Gobain.	Extraordinary	Approved	99.75%	0.14%	0.11%	466,519,551	633,736	530,320	467,683,607
13	Renewal of the authorization given to the Board of Directors to grant performance stock options exercisable for new or existing shares: limit of 1% of the share capital, and sub-cessing of 10% of this limit to executive directors of Compagnie de Saint-Gobain, both of these limits being common to resolutions 13 and 14.	Extraordinary	Approved	83.60%	16.30%	0.10%	390,990,986	76,229,655	462,966	467,683,607
14	Renewal of the authorization given to the Board of Directors to grant free existing performance shares: limit of 0.8% of the share capital and sub-cessing of 10% of this limit to executive directors of Compagnie de Saint-Gobain, to be deducted from the limits specified in resolution 13.	Extraordinary	Approved	83.25%	16.65%	0.10%	389,324,871	77,867,937	490,799	467,683,607
15	Powers for enforcement of the decisions made by the General Meeting and to carry out formalities.	Extraordinary	Approved	99.78%	0.12%	0.09%	466,670,043	575,656	437,908	467,683,607

(Results in accordance with article R225-106-1 of the French code de commerce.)

When resolution titles are summarized (resolutions number 13 and 14), only the full resolution titles (such as published in the BALO) govern.