

# Compagnie de Saint-Gobain - Annual General Meeting of June 07, 2018

## Voting results

Number of shares with voting rights: 550,775,966

Number of exercisable voting rights: 618,950,745

No. of shareholders present and represented: 5,883

No. of shareholders having voted by post or through the Internet: 3,626 ; total 9,509 (including 6,091 received through the Internet)

No. of shares held by shareholders present and represented: 36,286,341, ie 6.59% of the no. of shares with voting rights;

No. of shares held by shareholders having voted by post: 288,094,969 (including 63,463,536 through the Internet)

i.e. total 324,381,310 shares and 58.89% of the no. of shares with voting rights

No. of votes cast by shareholders present and represented: 63,712,424 i.e.10.29% of voting rights;

No. of votes cast by shareholders having voted by post : 326,238,207 (including 63,495,227 received through the Internet)

i.e. total 389,950,631 voting rights representing 63% 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. |
|-------------------------|---|----------|----------|--------|-----------|--------|-----------------------------|---------------------------------|------------------------------|
| <b>ORDINARY MEETING</b> |   |          |          |        |           |        |                             |                                 |                              |
| 1                       | Approval of the Company's non-consolidated financial statements for 2017  | Ordinary | Approved | 99.65% | 0.29%     | 0.06%  | 388,595,841                 | 1,128,920                       | 225,870                      |
| 2                       | Approval of the Company's consolidated financial statements for 2017  | Ordinary | Approved | 99.63% | 0.30%     | 0.07%  | 388,500,845                 | 1,160,071                       | 289,715                      |
| 3                       | Appropriation of income and determination of the dividend   | Ordinary | Approved | 99.77% | 0.16%     | 0.07%  | 389,057,931                 | 610,661                         | 282,039                      |
| 4                       | Renewal of Mr Pierre-André de CHALENDAR's term of office as Director  | Ordinary | Approved | 82.41% | 17.53%    | 0.06%  | 321,350,329                 | 68,363,082                      | 237,220                      |
| 5                       | Ratification of the co-optation of Ms. Dominique LEROY as Director  | Ordinary | Approved | 94.13% | 5.80%     | 0.06%  | 367,076,229                 | 22,625,464                      | 248,938                      |
| 6                       | Approval of the compensation components paid or granted to the Chairman and Chief Executive Officer, Mr. Pierre-André de CHALENDAR, for 2017  | Ordinary | Approved | 94.07% | 5.87%     | 0.06%  | 366,810,085                 | 22,892,402                      | 248,144                      |
| 7                       | Approval of the components of the compensation policy of the Chairman and Chief Executive Officer for 2018  | Ordinary | Approved | 87.16% | 12.78%    | 0.06%  | 339,886,659                 | 49,821,978                      | 241,994                      |
| 8                       | Approval of the commitments 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 | 93.18% | 6.76%     | 0.06%  | 363,090,259                 | 26,336,237                      | 243,487                      |
| 9                       | Approval of the post-employment benefit obligations towards Mr. Pierre-André de CHALENDAR   | Ordinary | Approved | 94.03% | 5.90%     | 0.07%  | 366,421,804                 | 22,981,423                      | 266,756                      |
| 10                      | Approval of the decision to maintain to Mr. Pierre-André de CHALENDAR his continuing benefit of the Group death, disability and health insurance plans in his capacity as an executive Director without an employment contract                | Ordinary | Approved | 99.85% | 0.09%     | 0.06%  | 389,067,766                 | 363,814                         | 238,403                      |
| 11                      | Re-appointment of KPMG Audit firm as primary Statutory Auditor  | Ordinary | Approved | 97.58% | 2.35%     | 0.07%  | 380,521,492                 | 9,147,718                       | 281,421                      |
| 12                      | Authorization given to the Board of Directors to trade in the Company's shares  | Ordinary | Approved | 98.93% | 1.01%     | 0.06%  | 385,769,724                 | 3,935,431                       | 245,476                      |

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| EXTRAORDINARY MEETING |  |               |          |        |       |       |             |            |         |
|-----------------------|--|---------------|----------|--------|-------|-------|-------------|------------|---------|
| 13                    | Delegation of authority granted to the Board of Directors to carry out equity or equity-linked securities issues, without preferential subscription rights, reserved for certain categories of beneficiaries, up to a maximum nominal amount of eight hundred eighty thousand euros excluding any applicable adjustment, representing approximately 0.04% of the share capital, the amount of any share capital increase to be set off against the limit specified in the seventeenth resolution of the Combined General Meeting of June 8, 2017 | Extraordinary | Approved | 97.46% | 2.47% | 0.07% | 380,053,360 | 9,631,059  | 266,212 |
| 14                    | Amendments to the by-laws relative to the number of Directors representing employees at the Company's Board of Directors   | Extraordinary | Approved | 90.52% | 9.41% | 0.07% | 352,979,376 | 36,699,349 | 271,906 |
| 15                    | Powers to carry out formalities  | Extraordinary | Approved | 99.82% | 0.11% | 0.07% | 389,234,686 | 443,132    | 272,813 |

(Results in accordance with article R225-106-1 of the French Commercial Code)

| Total of voting rights |
|------------------------|
|                        |
| 389,950,631            |
| 389,950,631            |
| 389,950,631            |
| 389,950,631            |
| 389,950,631            |
| 389,950,631            |
| 389,950,631            |
| 389,950,631            |
| 389,669,983            |
| 389,669,983            |
| 389,669,983            |
| 389,950,631            |
| 389,950,631            |

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|-------------|
|             |
| 389,950,631 |
| 389,950,631 |
| 389,950,631 |