

# unibail-rodamco

## COMBINED ORDINARY AND EXTRAORDINARY GENERAL MEETING OF UNIBAIL-RODAMCO SE HELD ON APRIL 16, 2015

### RESULTS OF VOTES

Number of shares with voting rights	98 075 347
Number of voting rights	98 075 347
Number of shareholders present, represented or having voted by post	1 703
Number of voting rights present, represented or having voted by post	55 984 824
<b>Quorum</b>	<b>57,08%</b>

Resolutions for the Ordinary General Meeting	For	Against	Expressed voting rights <sup>1</sup>	Results
1. Approval of the 2014 annual accounts	99.99%	0.01%	55,472,652	Adopted
2. Approval of the 2014 consolidated accounts	99.99%	0.01%	55,468,425	Adopted
3. Allocation of the earnings and distribution of the dividend	99.75%	0.25%	55,405,293	Adopted
4. Special report of the Statutory Auditors	99.99%	0.01%	55,466,332	Adopted
5. Advisory opinion on the elements of remuneration granted in 2014 to Mr Christophe Cuvillier, Chairman of the Management Board	77.49%	22.51%	54,811,004	Adopted
6. Advisory opinion on the elements of remuneration granted in 2014 to other Management Board members	78.50%	21.50%	54,821,551	Adopted
7. Renewal of the term of office of Mrs Mary Harris as a member of the Supervisory Board	98.59%	1.41%	55,486,565	Adopted
8. Renewal of the term of office of Mr. Jean-Louis Laurens as a member of the Supervisory Board	99.75%	0.25%	55,488,121	Adopted
9. Renewal of the term of office of Mr. Alex Pelmore as a member of the Supervisory Board	99.75%	0.25%	55,487,544	Adopted
10. Appointment of Mrs Sophie Stabile as a member of the Supervisory Board	98.17%	1.83%	55,484,385	Adopted
11. Appointment of Mrs Jacqueline Tammenoms Bakker as a member of the Supervisory Board	99.97%	0.03%	55,484,176	Adopted
12. Authorization to be granted to the Management Board to enable the Company to deal in its own shares (Article L.225-209 of the French Commercial Code)	99.97%	0.03%	55,487,782	Adopted

Resolutions for the Extraordinary General Meeting	For	Against	Expressed voting rights	Results
13. Authorization to be granted to the Management Board to reduce the share capital by the cancellation of treasury shares (Article L.225-209 of the French Commercial Code)	99.84%	0.16%	55,487,595	Adopted

<sup>1</sup> Due to the legal form of Unibail-Rodamco SE as a European company, please note :  
Abstentions are not taking into account in the results  
Expressed voting rights = sum of votes For + Against

<b>Resolutions for the Extraordinary General Meeting</b>	<b>For</b>	<b>Against</b>	<b>Expressed voting rights</b>	<b>Results</b>
14. Delegation of authority to the Management Board to decide, while maintaining pre-emptive subscription rights, the increase of the share capital by the issuance of ordinary shares and/or securities giving access to the share capital	99.68%	0.32%	55,474,674	Adopted
15. Delegation of authority to the Management Board to decide, while cancelling pre-emptive subscription rights, by public offer, to increase the share capital by the issuance of ordinary shares and/or securities giving access to the share capital	97.39%	2.61%	55,479,865	Adopted
16. Delegation of authority to the Management Board to increase the number of securities to be issued in the event of a capital increase, while maintaining or cancelling pre-emptive subscription rights, in accordance with the 14 <sup>th</sup> and 15 <sup>th</sup> resolutions	97.01%	2.99%	55,477,696	Adopted
17. Delegation of power to the Management Board, while cancelling pre-emptive subscription rights, to issue ordinary shares and/or securities giving access to the share capital as consideration for contributions in kind received by the Company	99.05%	0.95%	55,480,025	Adopted
18. Authorization to be granted to the Management Board to allot performance shares to members of the salaried staff and corporate officers	77.12%	22.88%	55,461,190	Adopted
19. Delegation of authority to the Management Board to increase the share capital by the issue of shares and/or negotiable securities giving access to the share capital reserved for participants of company savings plans (French <i>plans d'épargne d'entreprise</i> ), while cancelling pre-emptive subscription rights in favour of such participants	99.25%	0.75%	55,474,071	Adopted
20. Amendment of Article 18 of the Articles of Association (excluding of double voting rights)	99.99%	0.01%	55,480,639	Adopted
21. Amendment of Article 18 of the Articles of Association (in compliance with Article R. 225-85 of the French Commercial Code)	99.99%	0.01%	55,479,657	Adopted

<b>Resolution for the Ordinary General Meeting</b>	<b>For</b>	<b>Against</b>	<b>Expressed voting rights</b>	<b>Results</b>
22. Powers for formalities	99.99%	0.01%	55,401,499	Adopted

In their allocation to the Annual General Meeting, M. Robert ter Haar, Chairman of the Supervisory Board and M. Christophe Cuvillier, Chairman of the Management Board and CEO summarized the highlights of the 2014 financial year and presented the outlook of the Group.

**For further information, please contact:**

**Investor Relations**

Julie Coulot  
+33 1 76 77 57 22

**Media Relations**

Pauline Duclos-Lenoir  
+33 1 76 77 57 94