

# unibail-rodamco

## COMBINED ORDINARY AND EXTRAORDINARY GENERAL MEETING OF UNIBAIL-RODAMCO SE HELD ON APRIL 25, 2013

### RESULTS OF VOTES

Number of shares with voting rights	95,627,014
Number of voting rights	95,627,014
Number of shareholders present, represented or having voted by post	1,685
Number of voting rights present, represented or having voted by post	61,390,550
<b>Quorum</b>	<b>64.19%</b>

<b>Resolutions for the Ordinary General Meeting</b>	<b>For</b>	<b>Against</b>	<b>Abstention <sup>1</sup></b>	<b>Expressed voting rights<sup>2</sup></b>	<b>Results</b>
1. Approval of the 2012 annual accounts	99.99%	0.01%	-	60,930,583	Adopted
2. Approval of the 2012 consolidated accounts	99.99%	0.01%	-	60,931,268	Adopted
3. Allocation of the earnings and distribution of the dividend	99.99%	0.01%	-	61,930,690	Adopted
4. Option of payment of a portion of the dividend in new shares	99.82%	0.18%	-	60,929,455	Adopted
5. Regulated agreements and commitments	99.99%	0.01%	-	60,924,931	Adopted
6. Renewal of the term of office of Mr. François Jaclot as a member of the Supervisory Board	99.71%	0.29%	-	60,906,843	Adopted
7. Renewal of the term of office of Mr. Frans Crelmers as a member of the Supervisory Board	99.78%	0.22%	-	60,905,211	Adopted
8. Authorisation to be granted to the Management Board to enable the Company to deal in its own shares	99.99%	0.01%	-	60,931,182	Adopted

<b>Resolutions for the Extraordinary General Meeting</b>	<b>For</b>	<b>Against</b>	<b>Abstention</b>	<b>Expressed voting rights</b>	<b>Results</b>
9. Delegation of authority to the Management Board to reduce the share capital by the cancellation of treasury shares	99.99%	0.01%	-	60,923,762	Adopted
10. Delegation of authority to the Management Board to decide, while maintaining pre-emptive subscription rights, (i) the increase of the share capital by the issuance of ordinary shares and/or securities giving access to the share capital or (ii) the issuance of securities giving the right to the allotment of debt instruments,	99.73%	0.27%	-	60,905,406	Adopted
11. Delegation of authority to the Management Board to decide, while cancelling pre-emptive subscription rights, (i) the increase of the share capital by the issuance of ordinary shares and/or securities giving access to the share capital or (ii) the issuance of securities giving the right to the allotment of debt instruments	95.81%	4.19%	-	60,910,841	Adopted

Due to the legal form of Unibail-Rodamco SE as a European company, please note :

<sup>1</sup> Abstentions are not taking into account in the results

<sup>2</sup> Expressed voting rights = sum of votes For + Against

<b>Resolutions for the Extraordinary General Meeting</b>	<b>For</b>	<b>Against</b>	<b>Abstention</b>	<b>Expressed voting rights</b>	<b>Results</b>
12. Delegation of authority to the Management Board to increase the number of securities to be issued in the event of a capital increase, while maintenance or cancellation of pre-emptive subscription rights, in accordance with the 10 <sup>th</sup> and 11 <sup>th</sup> resolutions	95.55%	4.45%	-	60,909,915	Adopted
13. Delegation of authority to the Management Board, while cancelling pre-emptive subscription rights, to issue ordinary shares and/or negotiable securities giving access to the share capital as consideration for contributions in kind received by the Company	99.24%	0.76%	-	60,899,182	Adopted
14. 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 plans d'épargne d'entreprise), cancelling pre-emptive subscription rights in favour of such participants	98.67%	1.33%	-	60,900,120	Adopted

<b>Resolution for the Ordinary General Meeting</b>	<b>For</b>	<b>Against</b>	<b>Abstention</b>	<b>Expressed voting rights</b>	<b>Results</b>
15. Powers for formalities	99.99%	0.01%	-	60,904,042	Adopted

In their allocation to the Annual General Meeting, M. Robert ter Haar, Chairman of the Supervisory Board, and M. Guillaume Poitrinal, Chairman of the Management Board and CEO and M. Christophe Cuvillier, new Chairman of the Management Board and CEO as from the end of this General Meeting, summarized the highlights of the 2012 financial year and presented the outlook of the Group.

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