

unibail-rodamco

COMBINED GENERAL MEETING OF UNIBAIL-RODAMCO SE HELD ON APRIL 21, 2016

RESULTS OF VOTES

Number of shares with voting rights	99,075,603
Number of voting rights	99,075,603
Number of shareholders present, represented or having voted by post	1,705
Number of voting rights present, represented or having voted by post	64,727,565
Quorum	65.33%

Resolutions within the authority of the Ordinary General Meeting	For	Against	Expressed voting rights¹	Results
1) Approval of the 2015 annual accounts	99.99%	0.01%	62,810,876	Adopted
2) Approval of the 2015 consolidated accounts	99.99%	0.01%	62,810,609	Adopted
3) Allocation of the earnings and distribution of the dividend	99.96%	0.04%	62,804,614	Adopted
4) Special report of the Statutory Auditors	99.99%	0.01%	62,838,208	Adopted
5) Advisory opinion on the elements of remuneration due or granted for the 2015 financial year to Mr Christophe Cuvillier, Chairman of the Management Board	85.31%	14.69%	61,666,687	Adopted
6) Advisory opinion on the elements of remuneration due or granted for the 2015 financial year to other Management Board members in office	86.22%	13.78%	61,668,628	Adopted
7) Advisory opinion on the elements of remuneration due or granted for the 2015 financial year to Mrs Armelle Carminati-Rabasse, former member of the Management Board	86.28%	13.72%	61,668,070	Adopted
8) Appointment of Mr Jacques Stern as a new member of the Supervisory Board	99.98%	0.02%	62,878,051	Adopted
9) 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)	99.99%	0.01%	62,881,500	Adopted

Resolutions within the authority of the Extraordinary General Meeting	For	Against	Expressed voting rights	Results
10) 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)	99.88%	0.12%	62,878,617	Adopted
11) Delegation of authority to the Management Board, while maintaining pre-emptive subscription rights, to increase the share capital by the issuance of ordinary shares and/or securities giving access immediately or in the future to the share capital of the Company or one of its subsidiaries	99.85%	0.15%	62,869,517	Adopted

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

12) Delegation of authority to the Management Board, while cancelling pre-emptive subscription rights by a public offer, to increase the share capital by the issuance of ordinary shares and/or securities giving access immediately or in the future to the share capital of the Company or one of its subsidiaries	97.88%	2.12%	62,836,446	Adopted
13) 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 11 th and 12 th resolutions	97.42%	2.58%	62,876,237	Adopted
14) Delegation of powers to the Management Board, while cancelling pre-emptive subscription rights, to issue ordinary shares and/or securities giving access immediately or in the future to the share capital as consideration for contributions in kind received by the Company	99.51%	0.49%	62,879,179	Adopted
15) Authorization to be granted to the Management Board to allot Performance Shares to members of the salaried staff and corporate officers of the Company and/or its subsidiaries in order to benefit from the regime established by the August 6, 2015 law for growth, activity and equal economic opportunities ("Loi Macron")	87.67%	12.33%	62,867,919	Adopted
16) Delegation of authority to the Management Board to increase the share capital by the issue of shares and/or securities giving access to the share capital reserved for participants of the Company savings plans (French <i>plans d'épargne d'entreprise</i>), while cancelling pre-emptive subscription rights in favour of such participants, in accordance with Article L. 3332-18 <i>et seq.</i> of the French Labour Code	98.19%	1.81%	62,881,386	Adopted

Resolutions within the authority of the Ordinary General Meeting	For	Against	Expressed voting rights	Results
17) Powers for formalities	99.99%	0.01%	62,846,802	Adopted

In their presentation to the Annual General Meeting, Mr Robert ter Haar, Chairman of the Supervisory Board and Mr Christophe Cuvillier, Chairman of the Management Board and CEO summarized the highlights of the 2015 financial year and presented the outlook of the Group.

For further information, please contact:

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