



Combined General Meeting of Groupe Eurotunnel SE held on 29 April 2015

Number of shares present, represented or having voted by post (VBP) in respect of the ordinary business of the meeting: **365,284,305** being **67.61%** of shares having the right to vote

Number of shares present, represented or having voted by post (VBP) in respect of the extraordinary business of the meeting: **365,283,169** being **67.61%** of shares having the right to vote

Number of voting rights of shareholders present, represented or VBP in respect of the ordinary business of the meeting: **451,439,781**

Number of voting rights of shareholders present, represented or VBP in respect of the extraordinary business of the meeting: **451,436,759**

Number of shareholders present, represented or VBP: 6,026 (ordinary general meeting), 6,020 (extraordinary general meeting)

Voting results by resolution

Resolutions	For	Against	Abst.	Total Votes	% For	% Against	Number of shares	% capital
1. Consideration and approval of the statutory accounts of Groupe Eurotunnel SE for the financial year ended 31 December 2014	450,818,791	13,418	607,572	451,439,781	100.00%	0.00%	365,284,305	66.4153%
2. Consideration and approval of financial result	449,454,825	1,211,681	773,275	451,439,781	99.73%	0.27%	365,284,305	66.4153%
3. Consideration and approval of the consolidated accounts for the financial year ended 31 December 2014	450,802,049	17,255	620,477	451,439,781	100.00%	0.00%	365,284,305	66.4153%
4. Special report of the Statutory Auditors on the regulated agreement concluded in a previous financial year	450,692,361	134,491	612,929	451,439,781	99.97%	0.03%	365,284,305	66.4153%
5. Authorisation to trade in the Company's own shares	449,005,276	1,819,461	615,044	451,439,781	99.60%	0.40%	365,284,305	66.4153%
6. Opinion on the elements of remuneration owed or attributed for the year ended 31 December 2014 to M. Jacques Gounon, Chairman and Chief Executive Officer (French Afep-Medef code)	446,115,531	4,695,963	628,287	451,439,781	98.96%	1.04%	365,284,305	66.4153%

Résolutions	Pour	Contre	Abst.	Total Votes	% For	% Contre	Nombre d'actions	% du capital
7. Opinion on the elements of remuneration owed or attributed for the year ended 31 December 2014 to M. Emmanuel Moulin, Deputy Chief Executive Officer (French Afep-Medef code)	446,447,230	4,366,386	626,165	451,439,781	99.03%	0.97%	365,284,305	66.4153%
8. Renewal of the authorisation to increase the share capital applying shareholders' preferential subscription rights	412,685,605	38,138,261	612,893	451,436,759	91.54%	8.46%	365,283,169	66.4151%
9. Renewal of the authorisation to increase the share capital disapplying shareholders' preferential subscription rights, but with a compulsory priority right	392,825,812	58,001,233	609,714	451,436,759	87.13%	12.87%	365,283,169	66.4151%
10. Issue of shares for exchange of securities	413,416,428	37,405,113	615,218	451,436,759	91.70%	8.30%	365,283,169	66.4151%
11. Authority to carry out allocation of shares free of charge to employees (excluding executive officers)	448,266,261	2,564,227	606,271	451,436,759	99.43%	0.57%	365,283,169	66.4151%
12. Long-term incentive programme for executive employees and executive officers: creation of preference shares convertible into ordinary shares after a period of four years, subject to performance criteria	401,408,603	49,328,415	699,741	451,436,759	89.06%	10.94%	365,283,169	66.4151%
13. Authority to allocate free preference shares to executive officers of the Company and executive employees of the Group	402,612,950	48,066,994	756,815	451,436,759	89.33%	10.67%	365,283,169	66.4151%
14. Overall limitation on capital increases	399,182,799	51,615,802	638,158	451,436,759	88.55%	11.45%	365,283,169	66.4151%
15. Authority to increase the share capital for the benefit of employees participating in a company savings plan	446,176,988	4,636,610	623,161	451,436,759	98.97%	1.03%	365,283,169	66.4151%
16. Authority to reduce the share capital by cancellation of treasury shares	445,034,835	5,769,543	632,381	451,436,759	98.72%	1.28%	365,283,169	66.4151%
17. Amendment of Article 16 of the bylaws of the Company regarding the number of shares which Board members must hold during their term	450,070,542	33,892	1,332,325	451,436,759	99.99%	0.01%	365,283,169	66.4151%
18. Harmonisation of the bylaws	322,877,923	127,839,193	719,643	451,436,759	71.64%	28.36%	365,283,169	66.4151%
19. Powers to carry out formalities	450,327,799	400,783	708,177	451,436,759	99.91%	0.09%	365,283,169	66.4151%