Combined Shareholders' Meeting, April 21, 2016

The Combined Shareholders' Meeting of Veolia Environnement took place at the Maison de la Mutualité in Paris, on Thursday, April 21, 2016, under the chairmanship of Mr. Antoine Frérot, Chairman and Chief Executive Officer of the Company. At the Meeting, shareholders approved all the resolutions 1 to 22 of the agenda.

In particular, shareholders:

- **approved the company accounts and consolidated financial statements for the 2015 fiscal year 2015 ;**
- **set the dividend in cash** for the fiscal year ended on December 31, 2015 at **€0.73 per share**. The shares will go ex-dividend on May 2, 2016 and the dividend will be paid **with effect from May 4, 2016** ;
- **renewed the terms of office of Mr. Jacques Aschenbroich and Mrs. Nathalie Rachou and appointed Mrs. Isabelle Courville and Mr. Guillaume Texier, as directors** for a four-year term expiring at the end of the shareholders' meeting convened to approve the financial statements for the period ended on December 31, 2019 ;
- **gave a favourable opinion on the remuneration** due or attributed for the 2015 fiscal year to Mr. Antoine Frérot, the Company's Chairman and Chief Executive Officer, and his compensation policy for 2016 ;
- **renewed all financial authorizations** granted to the Board of Directors ;
- **authorized** the Board of Directors **to grant free and performance shares to employees of the Group and the corporate officers of the Company.**

After this Combined Shareholders' Meeting, Veolia Environnement's **Board of Directors** consists of **seventeen directors**, including two directors representing employees and six women (40%)[1], and two non-voting members (*censeurs*):

- Mr. Antoine Frérot, *Chairman and Chief Executive Officer* ;
- Mr. Louis Schweitzer, *Vice-Chairman and Senior Independent Director* ;
- Mrs. Homaira Akbari ;
- Mr. Jacques Aschenbroich ;
- Mrs. Maryse Aulagnon ;
- Mr. Daniel Bouton ;
- Caisse des Dépôts et Consignations, represented by Mr. Olivier Mareuse ;
- Mrs. Isabelle Courville ;

[1] ***Directors representing employees are not taken into account in order to determine this percentage*** *pursuant to Article 9.2 of the French Corporate Governance Code of Listed Corporations (AFEP-MEDEF Code).*

- Mrs. Clara Gaymard ;
- Mrs. Marion Guillou ;
- Mr. Baudouin Prot ;
- Qatari Diar Real Estate Investment Company, represented by Mr. Khaled Al Sayed ;
- Mrs. Nathalie Rachou ;
- Mr. Paolo Scaroni ;
- Mr. Guillaume Texier ;
- Mr. Pavel Páša, *Director representing employees* ;
- Mr. Pierre Victoria, *Director representing employees*;
- Mr. Paul-Louis Girardot, *censeur* ;
- Mr. Serge Michel, *censeur.*

The **four** board **committees** are composed as follows:

- **Accounts and Audit Committee**: Mr. Daniel Bouton (Chairman), Mrs. Homaira Akbari, Mr. Jacques Aschenbroich, Mrs. Nathalie Rachou and Mr. Pierre Victoria (Director representing employees).

- **Nominations Committee**: Mr. Louis Schweitzer (Chairman), Mrs. Maryse Aulagnon and Mr. Paolo Scaroni.

- **Compensation Committee**: Mr. Louis Schweitzer (Chairman), Mr. Daniel Bouton, Mrs. Clara Gaymard, Mrs. Marion Guillou and Mr. Pierre Victoria (Director representing employees).

- **Research, Innovation and Sustainable Development Committee**: Mr. Jacques Aschenbroich (chairman), Mrs. Marion Guillou and Mr. Pavel Páša (Director representing employees).

See **www.finance.veolia.com** for the results of voting on the resolutions and a full webcast of the Combined Shareholders' Meeting.

...

Veolia group is the global leader in optimized resource management. With over 174,000 employees worldwide, the Group designs and provides water, waste and energy management solutions that contribute to the sustainable development of communities and industries. Through its three complementary business activities, Veolia helps to develop access to resources, preserve available resources, and to replenish them.
In 2015, the Veolia group supplied 100 million people with drinking water and 63 million people with wastewater service, produced 63 million megawatt hours of energy and converted 42.9 million metric tons of waste into new materials and energy. Veolia Environnement *(listed on Paris Euronext: VIE*) recorded consolidated revenue of €25 billion in 2015. www.veolia.com

Contacts

Group Media Relations
Laurent Obadia
Sandrine Guendoul
Tél. : + 33 (0)1 71 75 12 52
sandrine.guendoul@veolia.com

Analysts & Investors Relations
Ronald Wasylec - Ariane de Lamaze
Tél. : + 33 (0)1 71 75 12 23 / 06 00
Terri Anne Powers (Etats-Unis)
Tél. : + 1 312 552 2890