

Press release

Paris, April 19, 2018

Combined Shareholders' General Meeting, April 19, 2018

The Combined Shareholders' General Meeting of Veolia Environnement took place at the Maison de la Mutualité in Paris, on Thursday, April 19, 2018, under the chairmanship of Mr. Antoine Frérot, Chairman and Chief Executive Officer of the Company. At the General Meeting, shareholders approved all the resolutions 1 to 23 of the agenda.

In particular, shareholders:

- **renewed the term of office as director of Mr. Antoine Frérot** for a four-year period expiring at the end of the General Shareholders' Meeting that will be called to approve the financial statements for the fiscal year ending December 31, 2021.

And furthermore:

- **approved the company financial statements and consolidated financial statements for fiscal year 2017;**
- **set the dividend in cash** for the fiscal year ended on December 31, 2017 at **€0.84 per share**. The shares will go ex-dividend on May 14, 2018 and the dividend will be paid **with effect from May 16, 2018;**
- **approved** the fixed and variable items of **total compensation and advantages of all kind paid or due** to Mr. Antoine Frérot by virtue of his mandate as Chairman and Chief Executive Officer, **with respect to fiscal year 2017;**
- **approved** the principles and criteria for determining, allocating and awarding the fixed, variable and exceptional components of **total compensation and benefits of all kinds that may be awarded** to the Chairman and Chief Executive Officer **in respect of fiscal year 2018;**
- **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.**

It is furthermore reminded that, during a meeting held on February 21st, 2018, the Board of Directors, renewed the term of office of Mr. Antoine Frérot as Chairman and CEO, subject to the renewal of his term of office as director by the Shareholders' Meeting held today.

After this Combined Shareholders' General Meeting, Veolia Environnement's **Board of Directors** thus consists of **fifteen directors**, including two directors representing employees and six women (46%)¹, and one non-voting member (*censeur*):

- Mr. Antoine Frérot, *Chairman and Chief Executive Officer*;
- Mr. Louis Schweitzer, *Vice-Chairman*;
- Mrs. Maryse Aulagnon, *Senior Independent Director*;
- Mrs. Homaira Akbari;

¹ **Excluding Directors representing employees in accordance with Article L. 225-27-1 of the French commercial Code.**

- Mr. Jacques Aschenbroich;
- Caisse des Dépôts et Consignations, represented by Mr. Olivier Mareuse;
- Mrs. Isabelle Courville;
- Mrs. Clara Gaymard;
- Mrs. Marion Guillou;
- Mr. Baudouin Prot;
- Mrs. Nathalie Rachou;
- Mr. Paolo Scaroni;
- Mr. Guillaume Texier;
- Mr. Pavel Páša, *Director representing employees*;
- Mr. Pierre Victoria, *Director representing employees*;
- Mr. Serge Michel, *censeur*.

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

- **Accounts and Audit Committee:** Mrs. Nathalie Rachou (Chairman), Mrs. Homaira Akbari, Mr. Jacques Aschenbroich, Mrs. Isabelle Courville and Mr. Pierre Victoria (Director representing employees).
- **Nominations Committee:** Mr. Louis Schweitzer (Chairman), Mrs. Maryse Aulagnon and Mr. Paolo Scaroni.
- **Compensation Committee:** Mrs. Maryse Aulagon (Chairman), Mrs. Clara Gaymard, Mrs. Marion Guillou, Mr. Louis Schweitzer and Mr. Pierre Victoria (Director representing employees).
- **Research, Innovation and Sustainable Development Committee:** Mr. Jacques Aschenbroich (Chairman), Mrs. Isabelle Courville, Mrs. Clara Gaymard, Mrs. Marion Guillou, Mr. Pavel Páša (Director representing employees) and Mr. Guillaume Texier.

See <http://www.veolia.com/en/veolia-group/finance/shareholders> for the results of voting on the resolutions and a full webcast of the Combined Shareholders' General Meeting.

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Veolia group is the global leader in optimized resource management. With nearly 169 000 employees worldwide, the Group designs and provides water, waste and energy management solutions which 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 2017, the Veolia group supplied 96 million people with drinking water and 62 million people with wastewater service, produced nearly 55 million megawatt hours of energy and converted 47 million metric tons of waste into new materials and energy. Veolia Environnement (*listed on Paris Euronext: VIE*) recorded consolidated revenue of €25.12 billion in 2017 (USD 30.1 billion). www.veolia.com

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