

Press release

Paris, April 18, 2019

General Shareholders Meeting of April 18, 2019

The Veolia group is giving itself a Purpose

At its Combined Shareholders' Meeting, the Veolia group officially gave itself a Purpose. The Group's Purpose was drawn up in consultation with its various stakeholders and approved by the Board of Directors, and articulates why Veolia exists and what it does and how, for the benefit of all its stakeholders. This Purpose, which is the fruit of more than 160 years of history, is in line with Veolia's "Resourcing the World" mission statement.

The Purpose states the fundamental way in which Veolia will act. It is both the direction in which the Group is heading and a means to show the extent of its ambition and to give its actions a firmer long-term foundation. All Veolia's stakeholders are being informed of its Purpose – whether employees, customers, suppliers, shareholders, partners or the territories where it operates – so that they know what it means and can contribute to its practical application.

Antoine Frérot, Chairman and Chief Executive Officer of Veolia, said: *"At a time when many people oppose the actions of businesses and dispute their contribution to society as a whole, I think it is necessary to recall their usefulness, starting with that of Veolia. The more our business demonstrates that it is working for all its stakeholders, the more it will be accepted and recognized."* **He added:** *"Our business prospers because it is useful, not the other way round. Its usefulness is the source of its attractiveness for its customers and it is its usefulness which keeps its employees committed and which is the foundation of the loyalty of its shareholders, customers and partners."*

Moreover, the Combined Shareholders' General Meeting of Veolia Environnement took place at the Maison de la Mutualité in Paris, on Thursday, April 18, 2019, 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 16. In particular, shareholders:

- **approved the company financial statements and consolidated financial statements for fiscal year 2018;**
- **set the dividend in cash** for the fiscal year ended on December 31, 2018 at **€0.92 per share**. The shares will go ex-dividend on May 14, 2019 and the dividend will be paid **with effect from May 16, 2019;**
- **renewed the terms of office as directors of Mrs. Maryse Aulagnon, Mrs. Clara Gaymard and Mr. Louis Schweitzer** 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, 2022;
- **renewed the term of office of KPMG S.A. as principal statutory auditor** for a period of six financial years, expiring in 2025 at the end of the General Shareholders' Meeting called to approve the financial statements for year ending December 31, 2024;
- **approved** the fixed, variable and exceptional components of **total compensation and benefits of all kind paid or awarded** to Mr. Antoine Frérot by virtue of his duties as Chairman and Chief Executive Officer.
- **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 2019;**

- **renewed the financial authorizations** granted to the Board of Directors, in the context of the implementation of employee share ownership plans, to increase the share capital by issuing shares and/or securities reserved for the members of company savings plans on the one hand and possibly by issuing shares reserved for certain categories of persons on the other hand;
- **authorized** the Board of Directors **to grant performance shares to employees of the Group and the corporate officers of the Company.**

After this Combined Shareholders' General Meeting, Veolia Environnement's **Board of Directors** thus consists of **thirteen directors**¹, including two directors representing employees and five women (45,45%)²:

- Mr. Antoine Frérot, *Chairman and Chief Executive Officer*;
- Mr. Louis Schweitzer, *Vice-Chairman*;
- Mrs. Maryse Aulagnon, *Senior Independent Director*;
- Mr. Jacques Aschenbroich;
- Caisse des Dépôts et Consignations, represented by Mr. Olivier Mareuse;
- Mrs. Isabelle Courville;
- Mrs. Clara Gaymard;
- Mrs. Marion Guillou;
- Mrs. Nathalie Rachou;
- Mr. Paolo Scaroni;
- Mr. Guillaume Texier;
- Mr. Franck Le Roux, *Director representing employees*;
- Mr. Pavel Páša, *Director representing employees*;

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

- **Accounts and Audit Committee:** Mrs. Nathalie Rachou (Chairman), Mr. Jacques Aschenbroich, Mrs. Isabelle Courville, Mr. Franck Le Roux (Director representing employees) and Mr. Guillaume Texier.
- **Nominations Committee:** Mr. Louis Schweitzer (Chairman), Mrs. Maryse Aulagnon and Mrs. Isabelle Courville.
- **Compensation Committee:** Mrs. Maryse Aulagnon (Chairman), Mrs. Marion Guillou, Mr. Franck Le Roux (Director representing employees) and Mr. Louis Schweitzer.
- **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 <https://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.

...

Veolia group is the global leader in optimized resource management. With over 171,000 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 2018, the Veolia group supplied 95 million people with drinking water and 63 million people with wastewater service, produced nearly 56 million megawatt hours of energy and converted 49 million metric tons of waste into new materials and energy. Veolia Environnement (listed on Paris Euronext: VIE) recorded consolidated revenue of €25.91 billion in 2018 (USD 30.6 billion). www.veolia.com

Contacts

Veolia Group Media Relations

Laurent Obadia - Sandrine Guendoul
Tel. + 33 1 85 57 42 16
sandrine.guendoul@veolia.com

Analysts & Investors

Ronald Wasylec - Ariane de Lamaze
Tel. + 33 1 85 57 84 76 / 84 80
investor-relations@veolia.com

¹ Mrs. Homaira Akbari and Mr Baudouin Prot did not seek the renewal of their term of office as Director.

² Excluding Directors representing employees in accordance with Article L. 225-27-1 of the French commercial Code.