

Press Release

Paris, April 22, 2015

Combined Shareholders' Meeting, April 22, 2015

The Combined Shareholders' Meeting of Veolia Environnement took place at the Maison de la Mutualité in Paris, on Wednesday, April 22, 2015, 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 17 of the agenda.

In particular, shareholders:

- **approved the company accounts and consolidated financial statements for fiscal year 2014 ;**
- **set the dividend in cash** for the fiscal year ended on December 31, 2014 at **€0.70 per share**. The shares will go ex-dividend on May 5, 2015 and the dividend will be paid **with effect from May 7, 2015 ;**
- **renewed the terms of office of Mrs. Maryse Aulagnon, Mr. Baudouin Prot and Mr. Louis Schweitzer and appointed Mrs. Homaira Akbari and Clara Gaymard, as directors** for a four-year term expiring at the end of the 2019 shareholders' meeting convened to approve the financial statements for the period ended on December 31, 2018 ;
- **ratified the co-optation of Mr. Georges Ralli as director** for the remaining period of the company (Groupama SA) which he was the representative (AGM 2016) ;
- **gave a favourable opinion on the remuneration** due or attributed for the fiscal year 2014 and the 2015 remuneration policy with reference to Mr. Antoine Frérot, the Company's Chairman and Chief Executive Officer.

The resolution A (not approved by the Board of Directors) which aimed at not automatically granting double voting rights (re. "Florange Act") to shares held in a registered form for at least two years, was rejected.

After this Combined Shareholders' Meeting, Veolia Environnement's Board of Directors consists of seventeen voting directors, including two Directors representing employees and five women (33.3%), 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. Clara Gaymard;

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

See www.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 179,000 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 2014, the Veolia group supplied 96 million people with drinking water and 60 million people with wastewater service, produced 52 million megawatt hours of energy and converted 31 million metric tons of waste into new materials and energy. Veolia Environnement (listed on Paris Euronext: VIE) recorded consolidated revenue of €24.4 billion* in 2014. www.veolia.com

(*) 2014 pro-forma figures, including Dalkia International (100%) and excluding Dalkia France.

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