

Press release

Paris, April 22, 2021

Combined Shareholders' General Meeting, April 22, 2021

The Combined General Meeting of Veolia Environnement shareholders, held today at the Company's administrative headquarters, under the chairmanship of its Chairman and Chief Executive Officer, Mr. Antoine Frérot, **approved all of the resolutions submitted to it with a quorum 66.43%**.

Due to the health measures required in the frame of the Covid-19 epidemic and in application of the exceptional measures adopted by the French government, this meeting was held **behind closed doors**, without the physical presence of the shareholders and other individuals entitled to attend and was **broadcasted live**. Its replay is accessible on the Company's website.

Resolutions 17 to 19 relating to Veolia's capital increase, which is intended to partially finance the proposed merger between Suez and Veolia, were largely adopted by Veolia's shareholders. This vote highlights the shareholders' confidence and support in Veolia's teams to build a global champion of ecological transformation.

These resolutions relate in particular on:

- **the approval of the parent company financial statements and group consolidated financial statements for fiscal year 2020;**
- **The setting of the dividend in cash** for the fiscal year ended on December 31, 2020 at **€0.70 per share**. The shares will be traded ex-dividend as of May 10, 2021 and **payable from May 12, 2021;**
- **the renewal of the terms of office as directors of Caisse des dépôts et consignations represented by Mr. Olivier Mareuse and Mrs. Marion Guillou and the appointment of Mr. Pierre-André de Chalendar as Director** for a four-year period which will expire at the end of the General Shareholders' Meeting that will be called to approve the financial statements for the year ended December 31, 2024;
- **the amendment of the internal economic performance criteria of the 2018, 2019 and 2020 performance shares plans;**
- **the compensation paid during fiscal year 2020 or awarded in respect of the same fiscal year to Mr. Antoine Frérot as Chairman and Chief Executive Officer;**
- **the information relating to the 2020 directors' fees** (excluding the Chairman and Chief Executive Officer);
- **the Chairman and Chief Executive Officer's and the Board of Directors' compensation policy in respect of fiscal year 2021;**
- **the financial delegations of authority granted to the Board of Directors in the frame of the merger project with Suez;**
- **the financial delegations of authority granted to the Board of Directors in the frame of the implementation of employee share ownership plans;**
- **the authorization granted to the Board of Directors to grant performance shares to corporate officers and employees of the Group and the Company;**
- **the amendment to the Articles of Association** of the Company to allow the appointment of a Director representing employee shareholders.

After this combined general meeting, **the Board of Directors** of Veolia Environnement **is made up of thirteen directors**, including nine independent directors out of a total of eleven directors (excluding the two directors representing employees), *i.e.* 81.81%, and five women, *i.e.* 45.45%¹:

- Mr. Antoine Frérot, *Chairman and Chief Executive Officer*;
- Mr. Louis Schweitzer, *Vice-Chairman*;
- Mrs. Maryse Aulagnon, *Senior Independent Director*;
- Mr. Jacques Aschenbroich²;
- Caisse des dépôts et consignations, represented by Mr. Olivier Mareuse;
- Mr. Pierre-André de Chalendar;
- Mrs. Isabelle Courville;
- Mrs. Clara Gaymard;
- Mrs. Marion Guillou;
- Mr. Franck Le Roux, *Director representing employees*;
- Mr. Pavel Páša, *Director representing employees*;
- Mrs. Nathalie Rachou;
- Mr. Guillaume Texier.

Taking into account its new composition, the Board of Directors, which was held this day, updated **its committees' composition** which is as follows:

- **Accounts and Audit Committee:** Mrs. Nathalie Rachou (Chairwoman), Mr. Jacques Aschenbroich², Mrs. Isabelle Courville, Mr. Franck Le Roux (Director representing employees), Mr. Olivier Mareuse and Mr. Guillaume Texier.
- **Nominations Committee:** Mr. Louis Schweitzer (Chairman), Mrs. Maryse Aulagnon, Mr. Pierre-André de Chalendar and Mrs. Isabelle Courville.
- **Compensation Committee:** Mrs. Maryse Aulagnon (Chairwoman), Mrs. Marion Guillou, Mr. Franck Le Roux (Director representing employees) and Mr. Louis Schweitzer.
- **Research, Innovation and Sustainable Development Committee:** Mrs. Isabelle Courville (Chairwoman), Mr. Jacques Aschenbroich², Mrs. Clara Gaymard, Mrs. Marion Guillou, Mr. Pavel Páša (Director representing employees) and Mr. Guillaume Texier.

Furthermore, the Board of Directors has reaffirmed its willingness to pursue its policy of shareholder dialogue and engagement initiated several years ago.

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 aims to be the benchmark company for ecological transformation. With nearly 179,000 employees worldwide, the Group designs and provides game-changing solutions that are both useful and practical for water, waste and energy management. Through its three complementary business activities, Veolia helps to develop access to resources, preserve available resources, and replenish them. In 2020, the Veolia group supplied 95 million people with drinking water and 62 million people with wastewater service, produced nearly 43 million megawatt hours of energy and treated 47 million metric tons of waste. Veolia Environnement (*listed on Paris Euronext: VIE*) recorded consolidated revenue of €26.010 billion in 2020. www.veolia.com

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¹ Excluding Directors representing employees, in accordance with Articles L. 225-27-1 and L. 22-10-7 of the French Commercial Code.

² The Board of Directors indicates that the resignation of Mr. Jacques Aschenbroich will be effective as of May 28, 2021.