

Saint-Gobain - Annual General Meeting of June 6, 2013

Voting results

Number of shares with voting rights: 532,232,807
 Number of voting rights, net: 684,855,512

N° of shareholders present and represented: 16,318 ; N° of shareholders having voted by post or through Internet: 5,202 ; total: 21,520
 N° of shares held by shareholders present and represented: 178,090,269 i.e. 33.46% of the N° of shares with voting rights ;
 N° of shares held by shareholders having voted by post or through Internet: 182,447,120 i.e. 34.28% ;
 i.e. total 360,537,389 shares and 67.74% of the n° of shares with voting rights
 N° of votes cast by shareholders present and represented: 317,827,362 i.e. 46.41% of voting rights ;
 N° of votes cast by shareholders having voted by post or through Internet : 192,544,142
 i.e. total 510,371,504 voting rights representing 74.52% of exerciseable voting rights.

| Res. N° | Subject | type | Result | % For | % Against | % Abs. | Number of voting rights | | | |
|---------|---|---------------|----------|-----------|-----------|----------|-------------------------|-------------|------------|-------------|
| | | | | | | | For | Against | Abs. | total |
| 1 | Approval of the parent company financial statements for 2012 | Ordinary | approved | 99.53430% | 0.41225% | 0.05345% | 507,994,684 | 2,104,026 | 272,794 | 510,371,504 |
| 2 | Approval of the consolidated financial statements for 2012 | Ordinary | approved | 99.88601% | 0.06246% | 0.05153% | 509,789,720 | 318,802 | 262,982 | 510,371,504 |
| 3 | Approval of the dividend of €1.24 per share | Ordinary | approved | 99.78499% | 0.16427% | 0.05075% | 509,274,134 | 838,369 | 259,001 | 510,371,504 |
| 4 | Approval of the stock dividend option | Ordinary | approved | 99.40693% | 0.54359% | 0.04948% | 507,344,649 | 2,774,347 | 252,508 | 510,371,504 |
| 5 | Election of Agnès LEMARCHAND as Director | Ordinary | approved | 96.80422% | 3.08234% | 0.11344% | 494,061,158 | 15,731,377 | 578,969 | 510,371,504 |
| 6 | Election of Pamela KNAPP as Director | Ordinary | approved | 96.71912% | 3.20338% | 0.07750% | 493,626,834 | 16,349,131 | 395,539 | 510,371,504 |
| 7 | Election of Philippe VARIN as Director | Ordinary | approved | 96.70307% | 3.23548% | 0.06145% | 493,544,922 | 16,512,951 | 313,631 | 510,371,504 |
| 8 | Re-election as Director of Jean-Martin FOLZ | Ordinary | approved | 75.75684% | 23.97842% | 0.26474% | 386,641,340 | 122,379,016 | 1,351,148 | 510,371,504 |
| 9 | Re-election as Director of Gilles SCHNEPP | Ordinary | approved | 85.80543% | 14.12038% | 0.07419% | 437,926,484 | 72,066,395 | 378,625 | 510,371,504 |
| 10 | Authorization to be given to the Board of Directors to buy back the Saint-Gobain shares | Ordinary | approved | 95.00930% | 0.91714% | 4.07356% | 484,900,388 | 4,680,807 | 20,790,309 | 510,371,504 |
| 11 | Renewal of the delegation of power granted to the Board of Directors to increase the share capital, up to approximately 20%, with pre-emptive subscription rights | Extraordinary | approved | 99.70802% | 0.22524% | 0.06674% | 508,881,310 | 1,149,549 | 340,645 | 510,371,504 |
| 12 | Renewal of the delegation of power granted to the Board of Directors to issue debt securities, without pre-emptive subscription rights but with a compulsory priority period for subscription for shareholders, giving access to shares in the Company, up to approximately 10% of the share capital, the amount of the shares to be issued being set off against the amount specified in the eleventh resolution | Extraordinary | approved | 97.92456% | 2.00242% | 0.07303% | 499,779,025 | 10,219,768 | 372,711 | 510,371,504 |
| 13 | Renewal of the Delegation of power granted to the Board of Directors to increase the number of securities to be issued in the event that the issue of debt securities, without pre-emptive subscription rights, is oversubscribed, within the legal limit of 15% of the original issue and subject to the corresponding limit specified in the twelfth resolution | Extraordinary | approved | 96.67059% | 3.25738% | 0.07204% | 493,379,138 | 16,624,714 | 367,652 | 510,371,504 |

| | | | | | | | | | | |
|----|--|---------------|----------|-----------|----------|----------|-------------|------------|---------|-------------|
| 14 | Renewal of the delegation granted to the Board of Directors to increase the capital, up to a maximum of 10%, in consideration of contributions in kind consisting of equity instruments or securities giving access to the capital, the amounts of shares and securities to be issued being set off against the corresponding maximum limits specified in the twelfth resolution | Extraordinary | approved | 97.90312% | 2.02698% | 0.06990% | 499,669,628 | 10,345,139 | 356,737 | 510,371,504 |
| 15 | Renewal of the delegation of power granted to the Board of Directors to increase the share capital, through the capitalization of share premiums, up to approximately 5% of the share capital, such amount being set off against the amount specified in the eleventh resolution (quorum and majority voting rules applicable to Ordinary General Meeting) | Extraordinary | approved | 99.85501% | 0.07595% | 0.06904% | 509,631,535 | 387,631 | 352,338 | 510,371,504 |
| 16 | Renewal of the delegation of powers granted to the Board of Directors to carry out securities issues, without pre-emptive subscription rights, reserved for members of the Group Savings Plan, up to approximately 2% of the share capital, the amounts of the issues being set off against the amount specified in the eleventh resolution | Extraordinary | approved | 97.85520% | 2.07282% | 0.07199% | 499,425,034 | 10,579,062 | 367,408 | 510,371,504 |
| 17 | Renewal of the authorization granted to the Board of Directors to cancel, where applicable, shares representing up to a maximum of 10% of the Company's share capital | Extraordinary | approved | 99.71633% | 0.21483% | 0.06884% | 508,923,743 | 1,096,408 | 351,353 | 510,371,504 |
| 18 | Powers to carry out formalities | Extraordinary | approved | 99.87259% | 0.01466% | 0.11276% | 509,721,218 | 74,808 | 575,478 | 510,371,504 |