

Press Release

## **Sopra Steria Group's Combined General Meeting: Wednesday, 12 June 2019**

***Paris, 12 June 2019 - The Combined General Meeting of Sopra Steria Group shareholders took place in Paris today, 12 June 2019 and was chaired by Pierre Pasquier, Chairman of Sopra Steria Group.***

All 14 resolutions submitted by the Board were approved.

Among the resolutions adopted at the Meeting, Sopra Steria Group shareholders, validated the payment of a dividend of €1.85 per share in respect of 2018, with an ex-date of 2 July 2019, which will be payable as of 4 July 2019.

Below, the results of the vote are available on the company's website:

<http://www.soprasteria.com/en/investors/investors-relations/shareholders-meetings>

### **Disclaimer**

This document is a free translation into English of the original French press release. It is not a binding document. In the event of a conflict in interpretation, reference should be made to the French version, which is the authentic text.

### **Contacts**

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|  |            |
|--|------------|
| Result of Vote   |            |
| Sopra Steria Group Combined general meeting of 12 June 2019                                |            |
| <b>Number of shares with voting rights</b>   | 20,547,701 |
| <b>Number of shareholders attending the Meeting or being represented or voting by post</b> | 624        |
| <b>Number of votes attending the Meeting or being represented or voting by post</b>        | 21,220,772 |
| <b>Participation rate in percentage of exercisable voting rights</b>                       | 79.93%     |

| Hour     | Resolution | Ordinary General Meeting  | in favor   |        | abstention |       | against   |        |
|----------|------------|---|------------|--------|------------|-------|-----------|--------|
|          |            |   | Vote       | %      | Vote       | %     | Vote      | %      |
| 15:39:33 | 1          | Approval of the individual financial statements for the financial year ended 31 December 2018; approval of non-deductible expenses.   | 21,203,077 | 99.92% | 1,444      | 0.01% | 16,251    | 0.08%  |
| 15:40:03 | 2          | Approval of the consolidated financial statements for the financial year ended 31 December 2018.                                      | 21,149,426 | 99.66% | 1,244      | 0.01% | 70,102    | 0.33%  |
| 15:40:30 | 3          | Appropriation of earnings and determination of the dividend.  | 20,932,377 | 98.64% | 524        | 0.00% | 287,871   | 1.36%  |
| 15:41:02 | 4          | Approval of the service agreement with Éric Hayat, as an agreement governed by Article L. 225-38 of the French Commercial Code.       | 14,752,633 | 69.75% | 904        | 0.00% | 6,397,625 | 30.25% |
| 15:41:32 | 5          | Approval of the Statutory Auditors' special report on agreements governed by Article L. 225-38 et seq. of the French Commercial Code. | 15,809,604 | 74.50% | 755        | 0.00% | 5,410,413 | 25.50% |
| 15:42:04 | 6          | Approval of items of compensation paid or allotted in respect of financial year 2018 to Pierre Pasquier, Chairman.                    | 21,036,401 | 99.13% | 903        | 0.00% | 183,468   | 0.86%  |

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|          |    |   |            |        |        |       |           |        |
|----------|----|---|------------|--------|--------|-------|-----------|--------|
| 15:42:39 | 7  | Approval of items of compensation paid or allotted in respect of financial year 2018 to Vincent Paris, Chief Executive Officer.   | 20,908,226 | 98.53% | 26,179 | 0.12% | 286,367   | 1.35%  |
| 15:43:09 | 8  | Approval of the principles and criteria for the determination, distribution and allocation of items of compensation for the Chairman.   | 20,991,544 | 98.92% | 1,551  | 0.01% | 227,677   | 1.07%  |
| 15:43:40 | 9  | Approval of the principles and criteria for the determination, distribution and allocation of items of compensation for the Chief Executive Officer.  | 20,504,896 | 96.63% | 1,909  | 0.01% | 713,967   | 3.36%  |
| 15:44:08 | 10 | Setting of directors' fees at €500,000.   | 20,636,928 | 97.25% | 2,234  | 0.01% | 581,610   | 2.74%  |
| 15:44:45 | 11 | Authorisation granted to the Board of Directors, for a period of 18 months, to allow the Company to buy back its own shares pursuant to Article L. 225-209 of the French Commercial Code.   | 21,200,310 | 99.90% | 1,822  | 0.01% | 18,640    | 0.09%  |
|          |    | <b>Extraordinary General Meeting</b>  |            |        |        |       |           |        |
| 15:45:24 | 12 | Delegation of powers to be given to the Board of Directors, for a period of 18 months, to issue share subscription warrants to be allotted to the shareholders free of charge in the event of a takeover bid, up to a nominal amount equal to the amount of the share capital.  | 13,424,888 | 63.26% | 639    | 0.00% | 7,795,245 | 36.73% |
| 15:46:07 | 13 | Delegation of powers to be given to the Board of Directors, for a period of 26 months, to decide to increase the share capital, without preemptive subscription rights for existing shareholders, via issues to persons employed by the Company or by a company of the Group, subject to enrolment in a company savings plan, up to a maximum of 3% of the share capital. | 20,999,292 | 98.96% | 526    | 0.00% | 220,954   | 1.04%  |
| 15:46:32 | 14 | Powers granted to carry out all legal formalities.  | 21,193,960 | 99.87% | 26,316 | 0.12% | 496       | 0.00%  |

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