



BUREAU
VERITAS

PRESS RELEASE

Neuilly-sur-Seine, France – May 14, 2019

COMBINED SHAREHOLDERS' MEETING OF MAY 14, 2019: Results of the resolutions vote

Number of votes present, represented, or expressed by post of: 505,816,783

Corresponding to a number of shares of: 346,471,272

Quorum obtained: 79.43%

Resolutions submitted to the ordinary Shareholders' Meeting				
Resolutions	For	Against	Abstention	Results
1st resolution Approval of the statutory financial statements for the financial year ended December 31, 2018	99.69%	0.30%	<0.01%	Adopted
2nd resolution Approval of the consolidated financial statements for the financial year ended December 31, 2018	99.84%	0.16%	<0.01%	Adopted
3rd resolution Allocation of earnings for the financial year ended December 31, 2018 ; setting of the dividend ; option for payment of the dividend in shares	98.62%	1.38%	<0.01%	Adopted
4th resolution Statutory Auditors' special report on the agreements and commitments referred to in article L. 225-38 of the French Commercial Code	99.51%	0.47%	0.02%	Adopted
5th resolution Ratification of the co-optation of Mr. Philippe Lazare as Director	99.79%	0.21%	<0.01%	Adopted
6th resolution Appointment of Mr. Frédéric Sanchez as Director	99.78%	0.22%	<0.01%	Adopted
7th resolution Approval of the components of the compensation policy applicable to the Chairman of the Board of Directors	99.20%	0.80%	<0.01%	Adopted
8th resolution Approval of the components of the compensation policy applicable to the Chief Executive Officer	89.70%	10.30%	<0.01%	Adopted
9th resolution Approval of fixed, variable and exceptional components of total compensation and benefits-in-kind paid or awarded for the 2018 financial year to Mr. Aldo Cardoso, Chairman of the Board of Directors	98.46%	1.54%	<0.01%	Adopted
10th resolution Approval of fixed, variable and exceptional components of total compensation and benefits-in-kind paid or awarded for the 2018 financial year to Mr. Didier Michaud-Daniel, Chief Executive Officer	77.27%	22.73%	<0.01%	Adopted

11th resolution Authorization granted to the Board of Directors to trade in the Company's ordinary shares	98.93%	1.07%	<0.01%	Adopted
Resolutions submitted to the extraordinary Shareholders' Meeting				
Resolutions	For	Against	Abstention	Results
12th resolution Delegation of authority granted to the Board of Directors to increase the share capital with preemptive subscription rights for existing shareholders by issuing (i) ordinary shares in the Company and/or (ii) equity securities that give access immediately and/or in the future to existing or new equity securities of the Company and/or one of its subsidiaries and/or (iii) securities representing debt securities that give or may give access to new equity securities issued by the Company or any of its subsidiaries	99.11%	0.88%	0.01%	Adopted
13th resolution Delegation of authority granted to the Board of Directors to increase the share capital by capitalizing premiums, reserves, profits or any other sums that may be capitalized	99.62%	0.36%	0.02%	Adopted
14th resolution Delegation of powers granted to the Board of Directors to issue ordinary shares of the Company and/or securities giving immediate and/or future access to the Company's share capital, without preemptive subscription rights for existing shareholders, in an amount not exceeding 10% of the share capital, as consideration for in-kind contributions made to the Company	81.56%	18.43%	0.02%	Adopted
15th resolution Delegation of authority granted to the Board of Directors to issue ordinary shares of the Company and/or securities giving immediate and/or future access to the Company's share capital, as consideration for securities contributed as part of a public exchange offer launched by the Company	77.49%	22.51%	<0.01%	Adopted
16th resolution Delegation of authority granted to the Board of Directors to issue, by means of a public offering, ordinary shares of the Company and/or securities giving immediate and/or future access to the Company's share capital and/or securities carrying rights to debt securities without preemptive subscription rights for existing shareholders	92.26%	7.72%	0.02%	Adopted
17th resolution Delegation of authority granted to the Board of Directors to issue, by private placement referred to in article L. 411-2, II of the French Monetary and Financial Code, ordinary shares of the Company and/or securities giving immediate and/or future access to the Company's share capital and/or securities carrying rights to debt securities without preemptive subscription rights for existing shareholders	90.01%	9.99%	<0.01%	Adopted
18th resolution Authorization granted to the Board of Directors, in the event of the issue of ordinary shares of the Company and/or securities giving immediate and/or future access to the Company's share capital, without preemptive subscription rights for existing shareholders, to set the issue price, in accordance with the terms set by the Shareholders' Meeting, up to a maximum of 10% of the share capital per year	90.54%	9.44%	0.02%	Adopted
19th resolution Delegation of authority granted to the Board of Directors to increase, in the event of excess demand, the number of securities to be issued in the event of a capital increase with or without preemptive subscription rights for existing shareholders	89.49%	10.51%	<0.01%	Adopted

20th resolution Authorization granted to the Board of Directors to allocate stock subscription options, with express waiver from the shareholders of their preferential subscription rights, or stock purchase options to employees and/or Executive Corporate Officers of the Group	78.96%	21.02%	0.02%	Adopted
21st resolution Authorization granted to the Board of Directors to award existing or new ordinary free shares of the Company to employees and/or Executive Corporate Officers of the Group, with automatic waiver of shareholders' preferential subscription rights	78.45%	21.54%	0.01%	Adopted
22nd resolution Delegation of authority granted to the Board of Directors to issue ordinary shares of the Company and/or securities giving immediate and/or future access to the Company's share capital to members of a company savings plan, without shareholders' preferential subscription rights	98.69%	1.30%	0.01%	Adopted
23rd resolution Authorization granted to the Board of Directors to reduce the share capital by canceling all or some of the shares of the Company acquired under any share buyback program	99.87%	0.13%	<0.01%	Adopted
24th resolution Overall limit for issues that may be carried out under the 12 th , 13 th , 14 th , 15 th , 16 th , 17 th , 19 th and 22 nd resolutions submitted to the vote of this Shareholders' Meeting	96.59%	3.39%	0.02%	Adopted
Resolution submitted to the ordinary Shareholders' Meeting				
Resolution	For	Against	Abstention	Results
25th resolution Powers for legal formalities	99.99%	0.01%	<0.01%	Adopted

About Bureau Veritas

Bureau Veritas is a world leader in laboratory testing, inspection and certification services. Created in 1828, the Group has more than 75,000 employees located in more than 1,500 offices and laboratories around the globe. Bureau Veritas helps its clients improve their performance by offering services and innovative solutions, in order to ensure that their assets, products, infrastructure and processes meet standards and regulations in terms of quality, health and safety, environmental protection and social responsibility.

Bureau Veritas is listed on Euronext Paris and belongs to the Next 20 index.

Compartment A, ISIN code FR 0006174348, stock symbol: BVI.

For more information, visit <https://group.bureauveritas.com>

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