



EUROPCAR MOBILITY GROUP

Voting results

Ordinary and Extraordinary Annual Shareholders Meeting of Thursday May 17, 2018

**Quorum: 74.69%**

**Number of shares outstanding (excluding preferential shares with no voting right): 161,022,797**

**Number of shares with voting rights: 160,275,297**

**Number of shareholders present or represented or having voted by mail: 719**

**Number of shares and shareholders' votes present or represented or having voted by mail (Extraordinary Shareholders Meeting): 119,726,423**

#	Resolutions	Type	For		Against		Abstained		Result
			Votes	%	Votes	%	Votes	%	
1	Approval of the Company's financial statements for the year ended December 31, 2017	Ordinary	119,531,731	99.84 %	194,372	0.16 %	320	0.00 %	Adopted
2	Approval of the consolidated financial statements for the year ended December 31, 2017	Ordinary	119,531,791	99.84 %	194,412	0.16 %	220	0.00 %	Adopted
3	Appropriation of the results for the year ended December 31, 2017	Ordinary	119,531,546	99.84 %	194,657	0.16 %	220	0.00 %	Adopted
4	Special distribution in an amount to be deducted from the share premium account	Ordinary	119,150,602	99.52 %	575,601	0.48 %	220	0.00 %	Adopted
5	Related party agreements and commitments	Ordinary	88,115,539	73.60 %	31,610,664	26.40 %	220	0.00 %	Adopted
6	Ratification of the co-optation of Ms. Amandine Ayrem as member of the Supervisory Board	Ordinary	116,681,006	97.46 %	3,045,197	2.54 %	220	0.00 %	Adopted
7	Renewal of the term of office of Mr. Pascal Bazin as member of the Supervisory Board	Ordinary	105,842,622	88.40 %	13,883,581	11.60 %	220	0.00 %	Adopted
8	Renewal of term of office of Mr. Éric Schaefer as member of the Supervisory Board	Ordinary	107,838,249	90.07 %	11,887,954	9.93 %	220	0.00 %	Adopted
9	Appointment of Ms. Petra Friedmann as member of the Supervisory Board	Ordinary	119,526,973	99.83 %	199,230	0.17 %	220	0.00 %	Adopted
10	Approval of the components of the compensation paid or allocated for the year ended December 31, 2017 to Ms. Caroline Parot in her capacity as Chairwoman of the Management Board	Ordinary	87,952,140	73.46 %	31,774,063	26.54 %	220	0.00 %	Adopted

#	Resolutions	Type	For		Against		Abstained		Result
			Votes	%	Votes	%	Votes	%	
11	Approval of the components of the compensation paid or allocated for the year ended December 31, 2017 to Mr. Kenneth McCall and Mr. Fabrizio Ruggiero in their capacity as members of the Management Board and Deputy Chief Executive Officers of the Company	Ordinary	87,950,519	73.46 %	31,775,684	26.54 %	220	0.00 %	Adopted
12	Approval of the components of the compensation paid or allocated for the year ended December 31, 2017 to Mr. Jean-Paul Bailly in his capacity as Chairman of the Supervisory Board	Ordinary	119,402,483	99.73 %	323,720	0.27 %	220	0.00 %	Adopted
13	Approval of the principles and criteria for determination, allocation and award of the fixed, variable and exceptional components of the total compensation and the benefits of all kinds that may be granted to the Chairwoman of the Management Board	Ordinary	116,207,432	97.06 %	3,518,771	2.94 %	220	0.00 %	Adopted
14	Approval of the principles and criteria for determination, allocation and award of the fixed, variable and exceptional components of the total compensation and the benefits of all kinds that may be granted to members of the Management Board	Ordinary	116,207,087	97.06 %	3,519,116	2.94 %	220	0.00 %	Adopted
15	Approval of the principles and criteria for determination, allocation and award of the fixed, variable and exceptional components of the total compensation and the benefits of all kinds that may be granted to members of the Supervisory Board	Ordinary	119,260,831	99.61 %	465,372	0.39 %	220	0.00 %	Adopted
16	Re-appointment of a Statutory Auditor	Ordinary	114,167,838	95.36 %	5,558,365	4.64 %	220	0.00 %	Adopted
17	Determination of the total amount of annual attendance fees	Ordinary	112,881,075	94.28 %	6,845,128	5.72 %	220	0.00 %	Adopted
18	Authorization of a program allowing the Company to buy back its own shares	Ordinary	91,962,577	76.81 %	27,763,626	23.19 %	220	0.00 %	Adopted
19	Delegation of authority to the Management Board to increase the share capital through the incorporation of reserves, profits or issue, merger or contribution premiums	Extraordinary	94,432,367	78.87 %	25,293,836	21.13 %	220	0.00 %	Adopted
20	Delegation of authority to the Management Board to issue shares and/or equity securities giving rights to other equity securities of the Company or giving rights to the grant of debt securities and to issue other securities giving rights to future shares of the Company, maintaining preferential subscription rights	Extraordinary	111,052,769	92.76 %	8,673,434	7.24 %	220	0.00 %	Adopted

#	Resolutions	Type	For		Against		Abstained		Result
			Votes	%	Votes	%	Votes	%	
21	Delegation of authority to the Management Board to issue shares and/or equity securities giving rights to other equity securities of the Company or giving right to the grant of debt securities and to issue other securities giving rights to future shares, with waiver of preferential subscription rights and public offering, or as part of a public offer involving an exchange component	Extraordinary	74,767,863	62.45 %	44,958,340	37.55 %	220	0.00 %	Rejected
22	Delegation of authority to the Management Board to issue shares and/or equity securities giving rights to other equity securities of the Company or giving right to the grant of debt securities and securities giving rights to future shares, with waiver of preferential subscription rights as part of an offering provided in Section II of Article L. 411-2 of the French Monetary and Financial Code	Extraordinary	78,420,338	65.50 %	41,305,865	34.50 %	220	0.00 %	Rejected
23	Authorization to the Management Board, in the event of issuance of shares and/or equity securities giving rights to other equity securities of the Company or giving rights to the grant of debt securities and/or other securities giving rights to future shares, without preferential subscription rights, to set the issue price subject to a limit of 10% of the share capital	Extraordinary	92,438,404	77.21 %	27,287,799	22.79 %	220	0.00 %	Adopted
24	Increase in the number of shares and/or equity securities giving rights to other equity securities of the Company or to the grant of debt securities and/or securities giving rights to future shares, to be issued in the event of a capital increase with or without preferential subscription rights for shareholders	Extraordinary	75,666,799	63.20 %	44,059,404	36.80 %	220	0.00 %	Rejected
25	Delegation of power to the Management Board to issue shares and/or equity securities giving rights to other equity securities of the Company or giving rights to the grant of debt securities and other securities giving rights to future shares, with waiver of preferential subscription rights, as remuneration for contributions in kind granted to the Company	Extraordinary	87,762,034	73.30 %	31,964,169	26.70 %	220	0.00 %	Adopted
26	Delegation of authority to the Management Board to issue shares and/or equity securities giving rights to other equity securities of the Company or giving right to the grant of debt securities and to issue other securities giving rights to future shares, with waiver of preferential subscription rights for the benefit of a certain category of persons as part of an equity line transaction	Extraordinary	84,180,958	70.31 %	35,545,245	29.69 %	220	0.00 %	Adopted

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			Votes	%	Votes	%	Votes	%	
27	Delegation of authority to the Management Board to increase the share capital through the issuance of shares and/or other securities giving rights to the share capital reserved for participants in a company savings plan, with waiver of preferential subscription rights in favor of the plan participants	Extraordinary	117,615,549	98.24 %	2,110,654	1.76 %	220	0.00 %	Adopted
28	Delegation of authority to the Management Board to increase the share capital, with waiver of preferential subscription rights for shareholders, with the securities issued being reserved for categories of beneficiaries within the framework of an employee shareholding operation	Extraordinary	114,640,321	95.75 %	5,085,882	4.25 %	220	0.00 %	Adopted
29	Overall limits on the amount of issues carried out pursuant to the 20 <sup>th</sup> to 28 <sup>th</sup> resolutions	Extraordinary	111,777,762	93.36 %	7,948,441	6.64 %	220	0.00 %	Adopted
30	Authorization for the Management Board to reduce the share capital by cancellation of shares purchased under share buyback programs	Extraordinary	117,694,978	98.30 %	2,031,225	1.70 %	220	0.00 %	Adopted
31	Change of company name and amendment of Article 2 of the Articles of Association of the Company	Extraordinary	119,530,713	99.84 %	195,490	0.16 %	220	0.00 %	Adopted
32	Transfer of the registered office and amendment of Article 4 of the Articles of Association of the Company	Extraordinary	119,529,313	99.84 %	196,890	0.16 %	220	0.00 %	Adopted
33	Amendment of Article 17 of the Articles of Association of the Company to determine the procedures for the appointment of members of the Supervisory Board representing employees in accordance with the provisions of Article L. 225-79-2 of the French Commercial Code	Extraordinary	118,794,469	99.22 %	931,734	0.78 %	220	0.00 %	Adopted
34	Amendment of Article 20 of the Articles of Association of the Company	Extraordinary	95,367,978	79.65 %	24,358,225	20.34 %	220	0.00 %	Adopted
35	Powers for legal formalities	Ordinary and Extraordinary	119,532,586	99.84 %	193,157	0.16 %	680	0.00 %	Adopted