

SANOFI

Combined General Meeting 05/04/2016

Resolutions voting results

Number of issued shares : 1,286,947,523

Number of shares with voting right : 1,286,774,942



Ordinary	Number	Shares	Voting rights
Attending shareholders	1,125	142,458,104	264,283,713
Proxy to the Chairman	7,200	3,867,822	5,738,959
Proxy to another shareholder	328	382,413	753,716
Vote by post	5,563	667,466,388	668,756,622
Total	14,216	814,174,727	939,533,010

Quorum	63.27%
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Extraordinary	Number	Shares	Voting rights
Attending shareholders	1,123	142,436,818	264,241,557
Proxy to the Chairman	7,198	3,979,511	5,962,576
Proxy to another shareholder	328	382,413	753,716
Vote by post	5,541	667,358,210	668,541,175
Total	14,190	814,156,952	939,499,024

Quorum	63.27%
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Resolutions	Type	Wording	Total voting shares	% of the capital	For	Against	Abstention	Total Votes	For (%)	Against (%)	Abstention (%)	
Resolution	1	ord.	Approval of the individual company financial statements for the year ended December 31, 2015	814,174,727	63.26%	927,347,054	11,284,025	901,931	939,533,010	98.70%	1.20%	0.10%
Resolution	2	ord.	Approval of the consolidated financial statements for the year ended December 31, 2015	814,174,727	63.26%	930,539,085	8,466,383	527,542	939,533,010	99.04%	0.90%	0.06%
Resolution	3	ord.	Appropriation of profits, declaration of dividend	814,174,727	63.26%	934,585,270	4,453,515	494,225	939,533,010	99.47%	0.47%	0.05%
Resolution	4	ord.	Reappointment of Laurent Attal as Director	814,174,727	63.26%	904,337,970	33,618,475	1,576,565	939,533,010	96.25%	3.58%	0.17%
Resolution	5	ord.	Reappointment of Claudie Haigneré as Director	814,174,727	63.26%	901,513,013	37,579,363	440,634	939,533,010	95.95%	4.00%	0.05%
Resolution	6	ord.	Reappointment of Carole Pivnicka as Director	814,174,727	63.26%	908,662,269	30,391,662	479,079	939,533,010	96.71%	3.23%	0.05%
Resolution	7	ord.	Appointment of Thomas Südhof as Director	814,174,727	63.26%	926,853,152	12,240,470	439,388	939,533,010	98.65%	1.30%	0.05%
Resolution	8	ord.	Appointment of Diane Souza as Director	814,174,727	63.26%	925,700,660	13,386,929	445,421	939,533,010	98.53%	1.42%	0.05%
Resolution	9	ord.	Consultative vote on the components of the compensation due or awarded to Serge Weinberg, Chairman of the Board of Directors, in respect of the year ended December 31, 2015	814,174,727	63.26%	925,518,743	13,538,357	475,910	939,533,010	98.51%	1.44%	0.05%
Resolution	10	ord.	Consultative vote on the components of the compensation due or awarded to Olivier Brandicourt, Chief Executive Officer, in respect of the year ended December 31, 2015	814,174,727	63.26%	594,336,812	344,694,808	500,390	939,532,010	63.26%	36.69%	0.05%
Resolution	11	ord.	Authorization to the Board of Directors to carry out transactions in the Company's shares	814,174,727	63.26%	936,316,542	2,743,479	472,989	939,533,010	99.66%	0.29%	0.05%
Resolutions	Type	Wording	Total voting shares	% of the capital	For	Against	Abstention	Total Votes	For (%)	Against (%)	Abstention (%)	
Resolution	12	extr.	Delegation to the Board of Directors of authority to grant, without preemptive right, options to subscribe for or purchase shares	814,156,952	63.26%	892,048,782	46,964,706	485,536	939,499,024	94.95%	5.00%	0.05%
Resolution	13	extr.	Authorization for the Board of Directors to carry out consideration-free allotments of existing or new shares to some or all of the salaried employees and corporate officers of the Group	814,156,952	63.26%	900,230,288	38,254,105	1,014,631	939,499,024	95.82%	4.07%	0.11%
Resolution	14	extr.	Powers for formalities	814,156,952	63.26%	930,890,861	8,141,236	466,927	939,499,024	99.08%	0.87%	0.05%