



press release

Paris, April 28th, 2016

ADOPTION OF ALL THE RESOLUTIONS BY THE SHAREHOLDERS' MEETING OF APRIL 28TH, 2016 AND RENEWAL OF MR. GERARD MESTRALLET AND MR. JEAN-LOUIS CHAUSSADE AS CHAIRMAN OF THE BOARD OF DIRECTORS AND CHIEF EXECUTIVE OFFICER

All resolutions put to SUEZ Shareholders' Meeting, which took place on April 28th, 2016 under the chairmanship of Gérard Mestrallet, were adopted. 72.45% of shareholders took part in the Shareholders' Meeting.

Gérard Mestrallet, Chairman of the Board of Directors, recalled the strategy of the Group and presented the activities of the Board. The Chairmen of each Board of Directors' Committee presented the activities of each Committee.

Jean-Louis Chaussade, Chief Executive Officer of SUEZ, presented the performance and highlights of 2015 to shareholders.

The Shareholders' Meeting approved the distribution of a €0.65 per share cash dividend. The ex-dividend date is May 10th, 2016, with a payment date on May 12th, 2016.

The renewal of the mandates of Mr. Gérard Mestrallet, Mr. Jean-Louis Chaussade, Ms. Delphine Ernotte Cunci and Mr. Isidro Fainé Casas as directors, the ratifications of the cooptation of Ms. Judith Hartmann and Mr. Pierre Mongin as directors and the appointments of Miriem Bensalah Chaqroun and Mr. Guillaume Thivolle (employee shareholders director) were approved by the Shareholders' Meeting¹. Therefore, the Board of Directors is now composed of 19 members, half of whom are independent directors² and 41% of women.

The Shareholders' Meeting also adopted the amendments to the bylaws that were submitted to its approval, in order to, on one side, change the Company's legal name, which becomes SUEZ, in the continuity of the implementation, among the Group, of a single brand decided in 2015, and, on the other side, to bring the age limit to exercise the functions of Chairman of the Board of Directors to 70 years old.

The Board of Directors, taking note of the decisions adopted by the Shareholders' Meeting, decided to confirm the separation of the functions of Chairman of the Board of Directors and Chief Executive Officer and to renew Mr. Gérard Mestrallet as Chairman of the Board of Directors and Mr. Jean-Louis Chaussade as Chief Executive Officer.

At the end of the Shareholders' Meeting, Jean-Louis Chaussade, Chief Executive Officer of SUEZ, stated, "*I would like to thank the shareholders and the Board of Directors who have renewed their confidence in me. In order to face the challenges of a changing world, SUEZ is affirming its role as leader in the resource revolution and is supporting its clients, municipalities and industrials, in the circular economy. Alongside all SUEZ employees, I am firmly committed to continuing to transform the Group and its businesses to work toward profitable growth and to achieve a radically new way of managing resources, so as to ensure, in stride with our clients, the sustainable development of our planet.*"

The webcast of the Shareholders' Meeting, presentations and results of the voting on resolutions can be found on SUEZ's website (www.suez.com).

¹ The resolution related to the appointment of Ms. Belén Garijo was not submitted to the shareholders' vote. Ms. Belén Garijo had to withdraw her candidacy. Because of the mandates she currently held, she indeed did not obtain the authorizations required to fulfill a mandate at SUEZ.

² One half of the Board comprises independent directors, excluding employee directors and the director who is an employee shareholder, in accordance with the AFEP-MEDEF Code, i.e. 8 independent directors.

SUEZ

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- Forthcoming communications :

May 10th, 2016: ex-dividend date

May 12th, 2016: payment date

July 28th, 2016: publication of the 1st half 2016 results

SUEZ

We are at the dawn of the resource revolution. In a world facing high demographic growth, runaway urbanisation and the shortage of natural resources, securing, optimising and renewing resources is essential to our future. SUEZ (Paris: SEV, Brussels: SEVB) supplies drinking water to 92 million people, delivers wastewater treatment services to 65 million, collects waste produced by almost 50 million, recovers 14 million tons of waste each year and produces 5,138 GWh of local and renewable energy. With 80,990 employees, SUEZ, which is present on all five continents, is a key player in the sustainable management of resources. SUEZ generated total revenues of €15.1 billion in 2015.

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