

BUREAU VERITAS Date: 2013-05-22

1 Approve the statutory financial statements	For
2 Approve overall expenses and liabilities not deductible for tax purposes	For
3 Approve the consolidated financial statements	For
4 Approve the dividend	For
5 Re-elect Frank Piedelièvre	For
6 Re-elect Stephane Bacquaert	For
7 Re-elect Jean-Michel Ropert	For
8 Re-elect Frederic Lemoine	For
9 Elect Lucia Sinapi-Thomas	For
10 Elect Nicoletta Giadrossi	For
11 Elect Ieda Gomes Yell	For
12 Approve fees payable to the Board of Directors	For
13 Authorise Share Repurchase	For
14 Powers for legal formalities	For
15* Issue Equity or Equity-Linked Securities with Pre-emptive Rights	For
16* Green Shoe authorisation: increase the number of shares to be issued in the event of a oversubscription	For
17* Approve employee savings plans	For
18* Authorise Capitalisation of Reserves	For
19* Issue Shares or Securities giving Access to the Share Capital against Contribution in Kind without Pre-emptive Rights	For
20* Issue Shares or Securities giving Access to the Share Capital contributed as part of a public exchange offer initiated by the Company	For
21* Authorise Cancellation of Treasury Shares	For

22* Grant options to subscribe or purchase Company's shares in favor of employees and executive corporate officers	Oppose
<p>The Board seeks authorisation to grant options to subscribe or purchase shares to employees and corporate officers. The maximum amount of shares that may be issued may not exceed 1.5% of the Company's issued share capital. The total capital increases that may be decided pursuant to the 23rd resolution (i.e., 1%) would be deducted from this aggregate limit. The authorisation will be valid for a period of 26 months.</p> <p>Executives are not excluded from participating in the Plan and no performance criteria have been disclosed. In addition there is no disclosure of a cap of issues to a single person. Due to these concerns, we oppose.</p>	
23* Grant free shares in favour of employees and executive corporate officers	Oppose
<p>The Board seeks authorisation to issue free shares to employees and corporate officers. The maximum amount of issued shares corresponds to 1% of the Company's issued share capital. The total capital increases that may be carried out under this resolution (i.e., 1%) would be deducted from the aggregate limit of 1.5% for authorities proposed under items 22 and 23. The authorisation will be valid for a period of 26 months.</p> <p>Executives are not excluded from participating in the Plan and no performance criteria have been disclosed. In addition there is no disclosure of a cap of issues to a single person. Due to these concerns, we oppose.</p>	
24* Set overall limit to the amount of issuance possible under the 15th to 20th resolutions	For
25* Approve share capital increase by incorporation of amounts deducted from the share premium account	For
26* Approve Four-for-one split in the nominal value of each share	For
27* Fourfold increase in certain aggregate limits of the capital increases	For
28 Powers for legal formalities	For