UNIBAIL RODAMCO AGM Date: 2013-04-25

1 Approve Financial Statements and Statutory Reports  For
2 Approval of the consolidated accounts for the 2012 financial year  For
3 Allocation of the earnings and distribution of the dividend  For
4 Option of payment of a portion of the dividend in new shares  For
5 The special report of the Statutory Auditors; approval of the regulated agreements and commitments  For

6 Re-elect Mr. François Jaclot  For
Senior Independent Director. Independent by the Company, not considered independent as he has served on the Board for more than nine years. There is sufficient independent representation on the Board.

7 Re-elect Mr. Frans Cremers  For

8 Authorisation to be granted to the Management Board to enable the Company to deal in its own shares  For

9* Reduce Share Capital  For

10* Issue shares with pre-emption rights  For

11* Issue shares without pre-emptive rights  Oppose
The board requests authority to approve a global authority for the issue of capital related securities without pre-emptive rights by public offer. The authorisation is valid up to 9.48% of the issued share capital over a period of eighteen months. Exceeds guidelines.

12* Greenshoe Authority  For
The board requests shareholder authority greenshoe authorization for the authorities granted in resolutions 10 and 11. A green shoe authorisation enables an authorization of additional shares in the event of exceptional public demand. In this case, the authorization would allow the placement of up to 15% additional new shares within a thirty day period at a price equal to that of the initial offer. Such authorities may potentially represent a discount superior to the discount to which the initial authorisation is limited due to a potential rise in share price in the period between original issuance and secondary issuance. Although the authorisation may potentially represent a discount superior to the legal maximum if the share price has increased during this period, Triodos considers greenshoe authorisation as positive. Therefore, we vote for.

13* Issue shares for contributions in kind  Oppose
The board requests authority to issue shares and capital securities in consideration for contributions in kind up to 10% of the issued share capital over a period of 18 months. As the company has not proposed a specific project or use for this authority, we oppose.

14* Issue shares for employee savings plans  For

15 Powers for formalities.  For