

Annual Shareholders' Meeting of May 23, 2017

Voting results

The Annual Shareholders' Meeting of the Company was held on May 23, 2017. The resolutions submitted to the vote of the Shareholders have been adopted as below.

	For all resolutions except resolution 3 ¹	For resolution 3 ¹
Total number of shares with voting rights	253,641,277	253,641,277
Number of shareholders present, represented, represented by the Chairman of the Board or voting by post	1,064	1,063
Number of votes of shareholders present, represented, represented by the Chairman of the Board or voting by post	331,498,569	331,500,973

Ordinary General Meeting

N°	Adopted Resolutions	Total number of expressed votes	Number of shares represented by the expressed votes	Part of the share capital represented by the expressed votes ²	For		Against		Abstention ³	
					Number of votes	%	Number of votes	%	Number of votes	%
1	Approval of the parent company annual financial statements	330,253,061	205,835,729	81.15%	330,135,353	99.964%	117,708	0.036%	1,245,508	-
2	Approval of the consolidated financial statements	331,276,575	206,859,243	81.56%	329,921,971	99.591%	1,354,604	0.409%	221,994	-
3	Allocation of the results	330,528,084	206,109,752	81.26%	330,516,161	99.996%	11,923	0.004%	972,889	-
4	Option to receive payment of dividends in the form of shares	330,525,680	206,108,148	81.26%	328,159,222	99.284%	2,366,458	0.716%	972,889	-
5	Related-party agreements (conventions réglementées)	330,269,268	205,851,936	81.16%	328,900,232	99.585%	1,369,036	0.415%	1,229,301	-
6	Policies and criteria used to determine, distribute and allocate the fixed, variable and exceptional components of	330,522,516	206,105,100	81.26%	323,481,720	97.869%	7,040,796	2.131%	976,053	-

¹ As per article 11 of the by-laws of the company.

² Based on the total number of shares with a voting right as of Record Date (May 19, 2017 at 0:00 am, Paris time)

³ The number of abstentions is indicated in accordance with article R. 225-106-1, 3° of the French Code de commerce, but it is reminded that pursuant to the applicable legal provisions and article 29, para 3 of the by-laws of the company, for the calculation of the majority, the votes cast shall not include votes attaching to shares in respect of which the shareholder has not taken part in the vote or has returned a blank or spoiled ballot paper

N°	Adopted Resolutions	Total number of expressed votes	Number of shares represented by the expressed votes	Part of the share capital represented by the expressed votes ²	For		Against		Abstention ³	
					Number of votes	%	Number of votes	%	Number of votes	%
	the total compensation and benefits of all kinds granted to the Chairman									
7	Policies and criteria used to determine, distribute and allocate the fixed, variable and exceptional components of the total compensation and benefits of all kinds granted to the Vice-Chairman and Chief Executive Officer	327,587,149	203,169,733	80.10%	269,211,819	82.18%	58,375,330	17.82%	3,911,420	-
8	Compensation elements due or granted with respect to 2016 to Mr. Charles Edelstenne, Chairman of the Board	331,289,998	206,872,592	81.56%	324,432,768	97.93%	6,857,230	2.07%	208,571	-
9	Compensation elements due or granted with respect to 2016 to Mr. Bernard Charlès, Vice-Chairman and Chief Executive Officer	326,450,064	202,032,658	79.65%	298,215,713	91.351%	28,234,351	8.649%	5,048,505	-
10	Re-appointment of Ms. Odile Desforges	328,658,658	204,248,596	80.53%	323,232,835	98.349%	5,425,823	1.651%	2,839,911	-
11	Ratification of the cooptation of Ms. Catherine Dassault as director	331,312,707	206,899,877	81.57%	304,323,168	91.853%	26,989,539	8.147%	185,862	-
12	Appointment of a new director	331,166,410	206,756,398	81.52%	331,161,092	99.998%	5,318	0.002%	332,121	-
13	Determination of the amount of directors' fees	331,238,642	206,821,088	81.54%	331,219,943	99.994%	18,699	0.006%	259,927	-
14	Re-appointment of a Principal Statutory Auditor	331,262,220	206,849,674	81.55%	330,299,762	99.709%	962,458	0.291%	236,349	-
15	Authorization to repurchase Dassault Systèmes's shares	331,320,435	206,902,661	81.57%	286,324,257	86.419%	44,996,178	13.581%	178,134	-

Extraordinary General Meeting

N°	Adopted Resolutions	Total number of expressed votes	Number of shares represented	Part of the share capital represented ⁴	For		Against		Abstention ⁵	
					Number of votes	%	Number of votes	%	Number of votes	%
16	Authorization granted to the Board of Directors to reduce the share capital by cancellation of previously repurchased shares in the framework of the share repurchase program	331,199,619	206,782,485	81.53%	328,792,011	99.273%	2,407,608	0.727%	298,950	-
17	Authorization granted to the Board of Directors for the purpose of increasing the share capital by issuing shares or equity securities giving access to other equity securities of the Company or giving right to debt securities, and of issuing securities giving access to equity securities of the Company to be issued, with pre-emptive right	328,795,676	204,382,878	80.58%	285,013,443	86.684%	43,782,233	13.316%	2,702,893	-
18	Authorization granted to the Board of Directors for the purpose of increasing the share capital by issuing shares or equity securities giving access to other equity securities of the Company or giving right to debt securities, and of issuing securities giving access to equity securities to be issued, without pre-emptive right and within the framework of a public offering	328,805,795	204,393,101	80.58%	278,868,320	84.812%	49,937,475	15.188%	2,692,774	-
19	Authorization granted to the Board of Directors for the purpose of increasing the share capital by issuing shares or equity securities giving access to other equity securities or giving right to debt securities, and of issuing securities giving access to equity securities to be issued, without pre-emptive right, within the framework of a private placement as referred to in II of Article L. 411-2 of the French Monetary and Financial Code	328,806,405	204,393,407	80.58%	277,904,817	84.519%	50,901,588	15.481%	2,692,164	-
20	Authorization granted to the Board of Directors for the purpose of increasing the share capital by incorporation of reserves, profits or premiums	328,786,099	204,373,343	80.58%	294,291,963	89.508%	34,494,136	10.492%	2,712,470	-

⁴ Based on the total number of shares with a voting right as of Record Date (May 19, 2017 at 0:00 am, Paris time)

⁵ The number of abstentions is indicated in accordance with article R. 225-106-1, 3° of the French Code de commerce, but it is reminded that pursuant to the applicable legal provisions and article 29, para 3 of the by-laws of the company, for the calculation of the majority, the votes cast shall not include votes attaching to shares in respect of which the shareholder has not taken part in the vote or has returned a blank or spoilt ballot paper

N°	Adopted Resolutions	Total number of expressed votes	Number of shares represented	Part of the share capital represented ⁴	For		Against		Abstention ⁵	
					Number of votes	%	Number of votes	%	Number of votes	%
21	Authorization granted to the Board of Directors for the purpose of increasing the share capital by issuing shares or equity securities giving access to other equity securities or giving right to debt securities as well as securities giving access to equity securities to be issued, within the limit of 10%, as consideration for in-kind contributions of equity or other securities	328,814,851	204,401,853	80.59%	276,768,542	84.171%	52,046,309	15.829%	2,683,718	-
22	Authorization of the Board of Directors to increase the share capital for the benefit of members of a corporate savings plan, without pre-emptive right	331,293,182	206,875,650	81.56%	330,056,923	99.626%	1,236,259	0.374%	205,387	-

Ordinary and Extraordinary General Meeting

N°	Adopted Resolutions	Total number of expressed votes	Number of shares represented	Part of the share capital represented ⁶	For		Against		Abstention ⁷	
					Number of votes	%	Number of votes	%	Number of votes	%
23	Powers for formalities	331,281,148	206,868,682	81.56%	331,254,901	99.992%	26,247	0.008%	217,421	-

⁶ Based on the total number of shares with a voting right as of Record Date (May 19, 2017 at 0:00 am, Paris time)

⁷ The number of abstentions is indicated in accordance with article R. 225-106-1, 3° of the French Code de commerce, but it is reminded that pursuant to the applicable legal provisions and article 29, para 3 of the by-laws of the company, for the calculation of the majority, the votes cast shall not include votes attaching to shares in respect of which the shareholder has not taken part in the vote or has returned a blank or spoiled ballot paper