

Shareholders' Meeting of May 7, 2015

Reporting on the votes

Number of shareholders present or represented, or having voted by mail or internet: 11,732
Quorum: 203,927,709 shares, representing 70.84% of the shares with voting rights
Number of voting rights: 316,830,620, representing 76.79% of the existing voting rights at the shareholders' meeting and 76.78% of the total number of voting rights.

Resolutions	Pour	Contre	Abstention
1 st resolution Approval of the 2014 financial statements and transactions	316,297,223 (99,83%)	229,414 (0,07%)	303,983 (0,10%)
2 nd resolution Approval of the 2014 consolidated financial statements and transactions	316,453,551 (99,88%)	236,340 (0,07%)	140,729 (0,04%)
3 rd resolution Appropriation of earnings and setting of the dividend	315,354,892 (99,53%)	1,316,082 (0,42%)	159,646 (0,05%)
4 th resolution* Approval of a new related-party agreement (<i>convention réglementée</i>): undertaking agreement between Groupe Bruxelles Lambert, Holcim Ltd and Lafarge	170,149,218 (99,23%)	1,154,330 (0,67%)	161,177 (0,09%)
5 th resolution Approval of a new related-party agreement (<i>convention réglementée</i>): undertaking agreement between NNS Holding Sàrl, Mr. Nassef Sawiris, Holcim Ltd and Lafarge	198,952,923 (99,34%)	1,156,116 (0,58%)	158,570 (0,08%)
6 th resolution Approval of new related-party agreements (<i>conventions réglementées</i>): amendments to the French supplementary pension plans and to the related insurance contracts	313,700,536 (99,03%)	2,912,582 (0,92%)	145,874 (0,05%)
7 th resolution Renewal of the term of office of Mr. Philippe Dauman as Director	312,530,390 (98,64%)	4,130,506 (1,30%)	169,724 (0,05%)
8 th resolution Renewal of the term of office of Mr. Baudouin Prot as Director	311,011,487 (98,16%)	5,643,264 (1,78%)	175,869 (0,06%)
9 th resolution Advisory opinion on the elements of compensation due or granted to the Chairman and Chief Executive Officer, Mr. Bruno Lafont, for the financial year 2014	304,640,437 (96,15%)	12,013,743 (3,79%)	176,440 (0,06%)
10 th resolution Authorization to the Company to buy and sell its own shares	316,005,365 (99,74%)	657,148 (0,21%)	168,107 (0,05%)
11 th resolution Authorization to the Board of Directors to issue bonds and securities which are bonds providing entitlement to the allotment of debt securities and not giving rise to an increase of the Company's share capital	316,337,297 (99,84%)	324,251 (0,10%)	169,072 (0,05%)
12 th resolution Authorization to the Board of Directors to issue securities which are bonds providing entitlement to the allotment of existing equity securities and not giving rise to an increase of the Company's share capital	315,744,085 (99,66%)	901,250 (0,28%)	185,285 (0,06%)
13 th resolution Delegation of authority to the Board of Directors to issue shares and securities entailing a capital increase, with preferential subscription rights	301,892,989 (95,29%)	14,760,748 (4,66%)	176,883 (0,06%)

14 th resolution	Delegation of authority to the Board of Directors to issue shares and securities entailing a capital increase, with cancellation of the preferential subscription right of the shareholders	308,918,104 (97,50%)	7,723,209 (2,44%)	189,307 (0,06%)
15 th resolution	Delegation of authority to the Board of Directors to issue shares and securities entailing a capital increase in an offer covered by article L.411-2, II of the French Monetary and Financial Code, with cancellation of the preferential subscription right of the shareholders	302,104,088 (95,35%)	14,538,355 (4,59%)	188,177 (0,06%)
16 th resolution	Delegation of authority to the Board of Directors to issue shares and securities entailing a capital increase as payment for contributions in kind	309,997,382 (97,84%)	6,663,641 (2,10%)	169,597 (0,05%)
17 th resolution	Delegation of authority to the Board of Directors to increase the number of securities to be issued in case of a capital increase with or without preferential subscription rights	297,958,162 (94,04%)	18,687,430 (5,90%)	185,028 (0,06%)
18 th resolution	Delegation of authority to the Board of Directors to increase the capital by incorporation of premiums, reserves, profits or other items	312,543,148 (98,65%)	4,106,419 (1,30%)	181,053 (0,06%)
19 th resolution	Authorization to the Board of Directors to reduce the share capital through cancellation of treasury shares	314,907,722 (99,39%)	1,740,331 (0,55%)	182,567 (0,06%)
20 th resolution	Authorization to the Board of Directors to allot free existing or new shares, with cancellation of the preferential subscription right of the shareholders	286,044,175 (90,28%)	30,477,044 (9,62%)	309,401 (0,10%)
21 st resolution	Authorization to the Board of Directors to grant options to subscribe for or purchase shares, with cancellation of the preferential subscription right of the shareholders	285,755,625 (90,19%)	30,889,146 (9,75%)	185,849 (0,06%)
22 nd resolution	Delegation of authority to the Board of Directors to issue shares and/or securities entailing a capital increase reserved for members of employee savings plans, with cancellation of the preferential subscription right of the shareholders	312,810,579 (98,73%)	3,836,696 (1,21%)	183,345 (0,06%)
23 rd resolution	Delegation of authority to the Board of Directors to issue shares and/or securities entailing a capital increase reserved for a category of beneficiaries as part of a transaction reserved for employees, with cancellation of the preferential subscription right of the shareholders	312,776,903 (98,72%)	3,855,696 (1,22%)	198,021 (0,06%)
24 th resolution	Amendment to the Articles of association – Participation to Shareholders' Meetings (amendment of the record date)	316,220,216 (99,81%)	420,787 (0,13%)	189,617 (0,06%)
25 th resolution	Amendment to the Articles of association – Competence to issue bonds and securities not entailing a capital increase	286,323,015 (90,37%)	30,297,790 (9,56%)	209,815 (0,07%)
26 th resolution	Delegation of powers to carry out corporate formalities	316,472,586 (99,89%)	151,716 (0,05%)	206,318 (0,07%)

* Specific quorum, as Groupe Bruxelles Lambert and related persons did not take part in the vote of the resolution: 143,611,443 shares, representing 63.11% of the shares with voting rights for this resolution, and 196 198 088 voting rights, representing 67.20% of the existing voting rights for this resolution and 47.54% of the total number of voting rights. The adjustment of voting rights mechanism contained in the articles of association applied and, following adjustment, the number of voting rights taking part in the vote was 171,464,725.

** Specific quorum, as NNS Holding Sàrl and related persons did not take part in the vote of the resolution: 163,859,079 shares, representing 66,12 % of the shares with voting rights for this resolution, and 236 693 360 voting rights, representing 71.19% of the existing voting rights for this resolution and 57,36% of the total number of voting rights. The adjustment of voting rights mechanism contained in the articles of association applied and, following adjustment, the number of voting rights taking part in the vote was 200,267,609.