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RNO.PA - Renault SA Annual Shareholders Meeting

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CORPORATE PARTICIPANTS

Jean-Dominique Senard Renault SA - Chairman of the Board of Directors

Clotilde Delbos Renault SA - Group CFO

Jean-Benoit Devauges Renault SA - Group General Counsel, Corporate Secretary

Marie-Annick Darmaillac Renault SA - Independent Director, Chair of the Compensation Committee

Philippe Lagayette Renault SA - Lead Independent Director

Thierry Bolloré Renault SA - CEO

CONFERENCE CALL PARTICIPANTS

Aymeric de La Morandière EY Audit - Statutory Auditor

PRESENTATION

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Ladies and gentlemen, dear shareholders, I'm delighted to welcome you for this Annual General Meeting. And on behalf of the whole team, I would like to welcome you. Beside me, I have the CEO of your company, Mr. Thierry Bolloré; Madam Clotilde Delbos, Chief Financial Officer; Jean-Benoit Devauges Chief Legal Officer. Also on stage, we have Mr. Philippe Lagayette, Lead Independent Director and Chair of the Audit, Risk and Ethics Committee; Mrs. Marie-Annick Darmaillac, the Chair of the Remuneration Committee; Mr. Patrick Thomas, Chair of the Appointments and Governance Committee; and Mrs. Olivia Qiu, Chair of the Strategic Committee. Representatives of KPMG and Ernst & Young statutory auditors for the company as well as members of the Board of Directors are in the front row.

I would like to remind you that you are gathered for the ordinary and extraordinary parts of the general meeting after the notice of meeting that was sent to you by mail for nominative shareholder and after the public notices published by (inaudible) for unregistered shareholders.

Now we are going to appoint the bureau as Chairman, I suggest [as tellers] the 2 shareholders present, representing for themselves and [as mence] the largest number of voices or votes possible i.e. the French government represented by Mr. Pierre Jeannin and the Amundi company represented by Mr. Olivier Desnos. And to serve as secretary of the General Meeting, Mr. Jean-Benoit Devauges, Chief Legal Officer of the group, if he accepts.

We now have a Bureau. All legal documents were placed on the desk in line with legal provisions and made available to shareholders from the notice of meeting. These documents were recognized as compliant by the Bureau. It was also confirmed to me that since the general meeting brings together over 1/4 of the shares in the issued shared capital with voting rights. The general meeting can validly decide on the ordinary and extraordinary resolutions on the agenda. The general meeting secretary will communicate the final results just before we move to a vote and resolutions.

So let me point out that our general meeting is filmed and broadcast on the Renault Group website. I will also inform you that we have bailiffs in the room.

That being said, ladies and gentlemen, dear shareholders, this general meeting is a little special. For it is the first for me as Chairman of your company and it's also the first for me as Chairman of the Board of the Alliance. Today, the Alliance is taking a fresh start, and it is and should remain more than ever both a pillar and a driver for the development of each of its members.

Therefore, I suggest that we take stock of the Alliance's activity and the Alliance has just turned 20 years old.

(presentation)



Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Ladies and gentlemen, dear shareholders, you could see in this video, great things were accomplished by the Alliance and even greater projects are in the works. Today, I would like to share with you the fact that the Alliance is stronger with new governance after the periods of turbulence that it went through. And let me tell you that the Alliance has taken a fresh start, which is to be confirmed. When I arrived in the group a few months ago, I therefore discovered that the Alliance against the backdrop of what is now called the Ghosn case. The Alliance was more damaged than it seemed. My deep-seated belief and there I fully agreed with the remit, the mission that I was given. My belief was and still remains that the priority is to restore a strong Alliance, rebuilt on mutual respect and in a trust-based climate. The difficulties that were echoed in the press are in fact the reflection of a tense climate between partners where the cement that is truth was -- had somewhat crumbled. Yet the good news is that nothing is irreparable. As you know when trust is reduced, you need to reestablish the substance of this trust with gestures and commitments on both sides.

Trust, as you know, is not decided but earned that requires patience, efforts on both sides as well as time. And everybody should also make a contribution in the negotiation between major partners that already know everything that was achieved and know how beneficial this Alliance was for everyone. Thus the new Alliance board that we set up on the 12th of March this year to -- that I cared very strongly about, now enables us to enhance the power of our collaboration and to strengthen our ways of working, almost on a daily basis, based on dialogue and mutual respect. And here I would like to testify about the fact that these Alliance board meeting that I have the honor of chairing, a limited board with the 3 CEOs of companies is now an extremely responsible board. And with the few sessions that we had in Paris or Tokyo went extremely well, so much so that I felt as a Chairman that the teams around the table felt that they were all in the same boat.

The goals are well known. Improve the growth, the profile and the performance of this Alliance, but the absolute priority is to go towards a vivid, agile, efficient and stronger Alliance. And in this respect, all thoughts that could lead us to an improvement are welcome and these -- this thinking will take place, I have no doubt about it. It's not perfect. It can, no doubt, be more agile or surely more efficient. But be aware that people in high places and management are aware of the necessary changes.

At the same time, we will need to provide the Alliance with a vision, with a direction to think about, what I would call, it's purpose that won't come as a surprise coming from me. We need to carry on thinking about how to strengthen the Alliance whilst seeking a balance between the technological innovation aspects and also the human aspects. As you can see, ladies and gentlemen, challenges are huge. But let me reassure you, in fact, we have everything it takes to achieve that. Let me say that very clearly, there will be no success for the Renault Group without success for the Alliance.

Now regarding Renault. Let me tell you that I did not ask to become Chairman of this company, but I accepted it because I thought that there was a wonderful challenge. And I wanted to serve this beautiful company where, in just a few months, I've discovered the passion of all team members. This is visible in the factories, at the Technocentre and elsewhere. Unfortunately, I was not yet able to visit the whole group, as you can imagine, but what I could observe in the field filled me with happiness and hope. Beautiful industry technology and innovation, we have everything it takes to succeed. Believe me, as I speak before you today, I am proud and happy and highly committed. It won't have escaped your notice, ladies and gentlemen, that the automotive industry is going through a totally new period with awesome challenges, you know them as well as I do. The environmental challenge that's been extensively covered, but it is incumbent upon us, it is our duty to design sustainable mobility for the future, which is environmentally friendly. We'll talk about that later.

We're also faced with radical societal transformation as evidenced by the digital revolution, which is affecting all sectors, in particular, that -- the automotive sector. And also as you know, we are also observing, with tremendous speed, the rise of new mobility, which is increasingly electrical, autonomous, connected and shared. I think that these are so many opportunities for the Renault Group, which already has a treasure trove of technology, which is only begging to be used and valued. I'm personally -- perfectly aware of the huge investment needed to achieve that. There are huge responsibilities which involve the whole company, but especially its management. Responsibility viz a viz future generations, of course. And may be over the shorter term, viz a viz, our customers, partners and investors. And above all, viz a viz, our [183,000] (corrected by company after the call) coworkers throughout the world and here once again, I would like to commend them for their huge talent. I'm incredibly proud of discovering this company gradually and to make it better known. For a few months, as you can imagine, I have visited most of the groups business, at least the intellectual part. I would have liked to just spend a little more time in the field. I was prevented from that by circumstances, but I could already see how extraordinarily committed the team is, the extraordinary work done by our employees, lead by Mr. Bolloré, who is doing considerable

work to enable Renault to be a leader in the automotive industry. The groundwork that we are laying is robust, and it's only begging to grow. So of course, today we need to focus on quality, innovation and performance, all 3 aspects are absolutely interconnected. I wish for all employees of the group to be proud, to lift their head up high, to be proud of being Renault employees, of their products and services and so that very quickly they all become the best ambassadors of the brand. To achieve that, we all know that beyond the technical expertise of our skills, our innovation capability, environmental and social responsibility has a major role to play. I must say, I already was aware of that, but I can confirm that Renault is a model in this area and that only makes me more proud, when I was reading (foreign language) great organization, which for the 40 largest companies, promotes the issue of the environments. I already knew that Renault was a leader in this field, and it was a reason to rejoice for me. So together, we are going to grow the Renault Group in terms of power and profitability, but also we'll make it more humane. Because a more humane company, a more ethical company is a fundamental condition for trust, collective well-being and therefore, obviously, for sustainable economic and social success.

I have -- I am convinced enough in this area to know how big the responsibility is on the leading bodies of the company, the supervisory board or the Board of Directors before me. And I'd like to welcome, and I would like to thank them for their support. Let me confess that it really touches me deeply. I would like to thank the managers of the company, with a new Executive Board, they are driving Renault ever upwards. I've written enough about the company's environmental and social responsibility last year with Nicole Notat in a report about the role of companies for collective well-being. I have too many beliefs about social dialogue, and I'm not going to change my beliefs, now.

Ladies and gentlemen, dear shareholder, thank you for your attention. And I will give the floor now to Mr. Bolloré. Thank you.

(presentation)

Thierry Bolloré - Renault SA - CEO

Ladies and gentlemen, good afternoon. On behalf of Groupe Renault and with Jean-Dominique Senard, I'm happy to welcome you for this new shareholders' general meeting. Let me come back over the year 2018 and a few months of 2019 that have elapsed before I share the outlook with you. After 10 years of uninterrupted growth in the industry, the years 2018 and 2019 are now a breaking point. Collapse of some key markets for Renault like Turkey or Argentina, the closure of Iran, towards currency exchange rates, acceleration in the change of the energy mix, but we were able to face these headwinds. Before Clotilde Delbos comes back over our performance in more detail, I would like to share with you the highlights. In 2018, we had record sales, record revenues for an operating margin of 6.3% with a free cash flow that was positive. These results exceed the commitments that we made for the year. Moreover, we were profitable in all of our regions. In 2019, the economic situation deteriorated further with the decline of 6.7% of the global market at the end of May. In spite of that, and thanks to excess performance, we maintained our market share at the global level, and we are convinced that we will remain in line with our commitments for 2019.

If we can be resilient without being becoming too exhausted, well, that's due to the robustness of our assets. There are many, but I would like to mention a major 3 pillars of our past and current performance: Our first asset is threefold strategic leadership in electric cars, LCVs and our affordable vehicle range called Global Access.

On the electric segment, we were pioneers 10 years ago. We are now leaders in Europe with 22% market share in 2018. In May 2019, our sales in Europe grew by 42% compared to the same period the previous year. Renault has 10 years of expertise. 230,000 electric vehicles on the road, 7,000 of which for car sharing and 30,000 people trained in electrical technology. We have extended our electrical expertise to hybrid vehicles by developing our own technology E-TECH, available from next year onwards on new Clio, Captur and Megane. E-TECH is based on all the innovations that we have in terms of energy recovery, developed in Formula One, harnessed for everybody in our production cars. Thus, as will be the case with new Clio, we'll offer up to 80% of driving time in pure electric mode, and we are the only ones doing that on the market.

Last but not least, we have started our conquest of the segment outside Europe, especially in China. On this segment, China is now the single largest market and the one with the highest growth. In 2018, over 2 EVs out of 3 were sold there or 77% more than in 2017. We are there. First, thanks to the joint venture that we have with Nissan and Dongfeng, which has paid off. Last April, we launched a 100% electrical city car K-ZE in Shanghai, a first milestone before it is marketed on other markets. Still in China, to bolster our presence there, we've also invested in JMEV, the fifth



largest electrical vehicle carmaker in the country. Other area where Renault is a leader, LCVs, which account for 20% of our revenues. This is one of the highest growing and the most profitable segments where we have a full, renewed electrified range sold in Europe and in the rest of the world.

In 2018, we recorded historic performance with sales only up by 3% compared to the previous year. This growth continued in 2019. We'd an increase in sales of 1.4% at the end of May. In Europe, we lead the van and electric LCV segment, a success, which is also confirmed this year. Every other electric LCV sold in Europe is a Renault vehicle. So our goal is to extend our European leadership to the global level. We've laid the groundwork in China with the Renault-Brilliance-Jinbei Automotive joint venture. We've also launched Master in Korea. In 2016, we made a commitment to increase our sales of light commercial vehicles by 40% by 2022, raising that number to 760,000 units sold. Given our organic growth and external growth operations, especially in China, we've already reached that volume goal that we'd set ourselves.

Another leadership on the segment of affordable vehicles, which is 100% Renault expertise develop affordable vehicles, tailored to the expectations of local market. In our range, we have close to 20 models that have driven growth in Europe and in emerging countries. In 2018, that meant over 1.4 million vehicles sold over 1/3 of the group sales. This success was confirmed this year with Duster sales in Europe, Kwid sales in Brazil, which were respectively up by 24% and 18% in April 2019 compared to the same period last year.

By the end of our strategic plans, Drive the Future, our goal is to have a full lineup renewal in order to support our ambition to move to 2 million units sold per year. This 100% Renault expertise has built a reputation and helped extend our geographical coverage whilst maintaining our rank on our legacy markets. And that's our second asset, a diversified geographical mix. In 2018, driven by the success of our models, over half of our sales were made abroad, outside of the Europe. This trend should continue for this year. After a difficult first half of the year, the launches expected by December, should drive our sales in Europe and in the world.

In Europe first, where we launched new Clio, which accounts for a major step in terms of quality and technology as well as new Captur, which will be revealed next month. In Russia, we're launching Renault ARKANA, an innovative concept of a crossover coupe, which will then be marketed in Korea and China. In China, by the way, as we said, we are also going to sell a 100% EV City car K-ZE. And in India, we're going to launch Triber, an innovative vehicle that will create its own segment that will be revealed in New Delhi next week. Our global exposure and our wide segment coverage give us the ability to absorb shocks, to smooth market hazards and the Alliance is only strengthening this resilience.

This is our third strategic asset for the Renault Groupe's performance. Under the leadership of Jean-Dominique Senard, we are maintaining our shared actions with renewed, tighter and more balanced governance. As seen from the operations of Renault Groupe, the Alliance is a key operational asset that underpins all of our rangers, platforms, modules, electronic architecture, autonomous driving and electric vehicles. By 2022, 80% of our vehicles will be produced based on common platforms. Take new Clio, for instance, built on the new Alliance CMF-B platform. Renault Clio offers more quality, technology, value and performance. Because it is based on a diversity of sources of profits, markets and economies of scale in the Alliance, our performance pillars are robust and lasting. These fundamentals are necessary, but not sufficient to deliver on our midterm strategic goals. The course is clear. Let me remind you, by 2022, reach EUR 70 billion in revenues for an operating margin higher than 7% with a positive free cash flow. We will deliver that whilst complying with future regulations. It's a real challenge at a time when markets are unstable with technological disruption and strong needs in terms of investment whilst we need to reduce our cost.

In summary, we need to be more attractive, more efficient, more innovative whilst being more competitive. How are we going about it? Well, by looking for new growth and performance drivers. First of all, we have set up a new team in the group's Executive Committee. This new organization is part of a simplification, transparency and acceleration approach in decision making. We are strengthening our customer focus from the product-and-service concept up to its full satisfaction. We have this collective mindset. We are making decisions more quickly and more efficiently, similar to the transformation program at work in the company and that's another performance driver. Indeed, at every level in the group, we are changing the way we work. For that, we have revised our values within new Renault way. You can see the principles here, and I personally care very strongly about them. At the same time, we are also revising all of our processes with the FAST program concretely, pragmatically, daily. Teams have tools and methodologies to remove obstacles and work in a more cost effective and collective way. The aim is to simplify, accelerate and smooth the way we work. The consequence of that being an average reduction of 5% of our fixed costs per annum over the next 3 years. Naturally, this program is about generating cost savings whilst preparing for the future. And our future is based on attractiveness, quality and innovation in vehicles and services. We are transforming. We are strengthening also our social, societal and environmental role to become a carmaker and a provider of mobility services. Our long-term performance also rests on that. Let's discover that with a short video.

(presentation)

Thierry Bolloré - Renault SA - CEO

So as you just saw, mobility is quintessential for access to education, work in the economy as a whole. And for us, we believe that it's not just a duty, it's a responsibility. We take full account of the effect of the mobility issues on people, on the environment, on the territories, and we try and come up with solution on road safety. We work with the fire brigade. And of course, we also work on pollution with our electric cars. But between 2010 and 2022, we decided -- we committed to bring our carbon footprint worldwide down by 25% throughout the life cycle of our cars from raw materials to end of life with all the steps of recycling on the way. We have auditors checking up on this. And last month, Renault was the first carmaker in the world that got a validation of its decarbonation path until 2030, in line with the objectives of COP21. We're amongst the top 3 leaders -- industrial leaders with the lowest use of energy. And for the past 10 years, we've been working on the circular mobility, recycling or reusing parts and the material from our cars in Europe. More than 30% of the materials used for the building of our cars come from recycling and 95% of the weight of our cars is either recycled or monetized. Our subsidiaries in the environment department generated EUR 500 million in revenue, EUR 200 million of which is used for repairs and after sales. And so our environmental responsibility is turning to a competitive asset at the time when the cost of raw materials has become a strategic challenge. We are working hard also on mobility for all and that is the meaning of our commitment in terms of research and action tanks, such as (foreign language) or offering micro loans to purchase cars. We try and serve the societal and environmental objectives. Thus, we propose to serve the long-term interest of this company. CSR is in a way a challenge that can help us improve our image, our attractiveness, but this is also what drives our own people because the people working at Renault are at the heart of our performance and more than ever. We are working side by side with them. We are recruiting, training, supporting our people and to prepare them for the future challenges of mobility as many as 4,700 people, we've recruited between 2017 and 2018. EUR 230 million were invested in training, looking especially at the development of skills, what we call, up skilling or reskilling. About EUR 150 million were invested in improving the work environment at the French workstations. And around the world, in the year 2018, we recruited as many as 25,000 people, mostly in manufacturing, so as to reduce our resort to third parties. And in digital technologies, data management, onboard electronics, we've made huge strides. And we are hiring, of course, many people to make this happen. And we are ready for tomorrow's mobility situation. The world is challenging. We have autonomous driving. Mobility has become a service. People use the service rather than owning cars. This is a new situation, not the first time for Renault because we've been through several paradigm changes over the past 150 years, and for this, our role as a car -- general carmakers is to contribute to tomorrow's mobility patterns with industrial solutions, manufacturing solutions, accessible and affordable to all that will make the difference. On the wide skills you know our vision, we expected it through our 3 concept cars, EZ-GO, EZ-PRO and EZ-ULTIMO. They are iconic in terms of connected autonomous and shared mobility. And in so doing, we are making urban mobility happen without impact on the environment or indeed congestion while alleviating or at least relieving public transportation. And this model is -- can be repeated around the world, and we have been experimenting in the field. We are offering new services at the (inaudible). We have a new a la carte mobility service, using autonomous driving and electric cars. In Paris, as many as 500 electric cars are available on carpooling that can be booked with 1 click, with 1 app. In Madrid, we have a corporation with the railway service in 600 electric ZOE's. You have more than 700 such cars around Europe and this is only the start. Beyond people mobility, we're working on goods transportation. We have new delivery solutions with such concepts as EZ-FLEX, an experimental vehicle, 100% electric autonomous car, which we are testing out with the post office. And this service, together with the cars and the vehicles we are developing, will be the ultimate driver for growth and performance and that is what I wanted to tell you today.

Now the year 2018 was a challenging year and 2019 will be challenging as well, but Renault has solid foundations. We have the necessary assets and resources to turn these challenges into opportunities. One of our great strengths here at Renault is the loyalty and indeed the pride of belonging to this group. And I would like to pay tribute to the work of all our teams that have been working day and night to achieve the performance that Mrs. Delbos will now introduce in a detailed fashion. I should also like to thank you, our shareholders, for your trust, which has been carrying us year after year. Clotilde, take it away.

Clotilde Delbos - Renault SA - Group CFO

Good afternoon, ladies and gentlemen. It is for me to present the sales and financial performances for the year 2018 before looking at the figures. The revenue figures for the first quarter of 2019, as Mr. Thierry just pointed out, so we have met or indeed exceeded the objectives announced at the beginning of the year.

Let's look at the performance in 2018. In 2018, sales were up 3.2% at 3.9 million units sold. This figure includes since the January 1, 2018. The sales of the Jinbei and Huasong brands after the creation of a joint venture with Brilliance China Automotive. On like-for-like basis for 2017, sales would have been down 1.2% as TIV was down 0.3%.

Let us look at the situation by region. In Europe, our sales were better than ever in the history of our group whilst growth was slightly better than the market. The growth was supported mostly by the B segment, Clio, Captur, Sandero and the new Duster. Clio remains the second best-selling car in Europe. And Captur, the first crossover in its category. Dacia has now -- has experienced a new record high in Europe with a market share of 2.9%. And Groupe Renault is a leader on the electric cars segment with the market share of 22%. In Eurasia, sales were up 2% in a market that was down 2%. That improvement is due to our good performance in Russia, which is the group's second market where more than 1 car out of 4 is either Lada or Renault. Lada Vesta has become the best-selling vehicle in Russia.

In Africa, Middle East and India, sales were down 15.8% mostly because of the closure of the Iranian market and in the expectation of new launches in what is a highly disputed market. In the Americas, sales were up 12.1% even though there was a serious degradation of the Argentinian market in H2. This is -- this reflects a successive Kwid in the region and a good performance in Brazil mostly. And Asia-Pacific recorded a 68% increase in sales, including Jinbei and Huasong. On the like-for-like, we would've been down slightly.

Let's look at the numbers for 2018, the financials. You have a summary P&L here, an income statement. In 2018, our revenue was EUR 57.4 billion, down 2.3%, but not including the negative Forex effect, revenue would have been up 2.5%.

Let's take a look at the contribution of the 3 business areas. Number one, the automotive division, not including AVTOVAZ. Revenue there was EUR 51.2 billion, down 4.4%. This is mostly due to the economic and geopolitical situation in several markets outside Europe. And this has brought about a significant decline in volumes and currencies. But also, this was due to American sanctions with that (inaudible) to stop our business in Iran starting in August. But we were able to limit the negative effect through price hikes in emerging markets to absorb the currency effects, but also in Europe, to pass on regulatory costs. The 2 other business areas after that in our bank, RCI, both exceeded EUR 3 billion in contribution to our revenue.

Let's look at the group operating margin. It is down EUR 242 million to EUR 3.6 billion. The consolidated operating margins is 6.3%, down 0.3 percentage points compared to 2017. But that figure does include a change in our accounting standards, which has effected the operating margin by 0.2 percentage points.

Let's look at the contributions of the 3 segments. Operating margin of the automotive section, not including AVTOVAZ, down EUR 545 million to EUR 2.2 billion and accounts for 4.3% of sales. Apart from the negative volume effect, this is mostly due to an unfavorable environment both in terms of currencies because there's a minus EUR 526 million effect, but also a raw materials, minus EUR 356 million. To counter these negative effects, the group has continued to pursue this policy of increasing prices and keeping costs under control.

After AVTOVAZ's contribution, the operating profit was EUR 204 million or 6.5% of revenue. Even though this improvement benefited from nonrecurring items, this significant growth is of course the next stage in its recovery. Finally, RCI Banque had a record year in 2018 with EUR 1.2 billion contribution to the group's profit. That 14.7% increase is mostly due to the good sales performance, but also a strict control of costs.

The contribution of related companies, mostly Nissan, was EUR 1.5 billion in 2018, down EUR 1.2 billion compared to the previous year. But the previous year had in one-off proceed -- EUR 1.1 billion due to a tax reform voted the previous year in the United States and a capital gain on the disposal of its stake in equipment manufacture.

Other costs -- other profits and expenditures happened because of the crisis in Argentina and provisions for the end of the program in France. The net profit after tax was EUR 3.5 billion, down EUR 1.9 billion.

Last year, the -- we had positive operating free cash flow, upwards of EUR 600 million, which of course improve our balance sheet position. The net position -- the net cash position at the end of the year was EUR 3.7 billion compared with EUR 3.1 billion at end 2017. In spite of a decline in the



net profit in 2018 and that was because some one-off items did not recur, still the Board of Directors felt that the sound financial position of the group made it possible for us to suggest a -- to maintain the dividend in 2018 at the same level as 27 (sic) [2017] i.e. EUR 3.55 per share.

A few words about revenue for the first quarter of 2019 as published in April. As you can see on this page, the world market is down 7.2% over the first 3 months of the year. In this challenging context, the group decided to -- managed to gain market shares with down -- the decline in sales limited to 5.6%. Of course, if you correct this for the closure of the Iranian market, the decline would have been only 1.7%.

In Europe, sales were up 2% even though the market as a whole was down 2.4%. And that is thanks to the good performance of Clio, the new Duster, ZOE and LCVs.

Internationally, the group was able to outperform the market in Eurasia, in America, in Africa, Middle East and India adjusted for Iran. The Asia-Pacific region suffered from a decline in Chinese demand. In this context, revenue for the group for the first quarter of 2019 was down 4.8% at EUR 12.5 billion.

On an equal exchange rate, the decline would have been only 2.7%. Revenue of the automotive division, not including AVTOVAZ, was down 6.3% because of lower sales -- lower volumes and lower sales to partners, but also there were negative Forex effects. AVTOVAZ continue to grow with the contribution up 7% at EUR 767 million.

Finally, RCI's contribution to revenue was up 6.4%. Thank you for your attention.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, thank you, Thierry, and thank you, Clotilde for this very detailed presentations. Having heard about the group's activity and its outlook, the time has come for us to address the issue of governance in this company. I would like to give the floor to Philippe Lagayette, who in his capacity as Lead Director, will give you the findings of the Board of Directors up until my appointment in April 2019 on the issue of governance and then I will tell you about development since I was appointed. Then I will give the floor to Misses Marie-Annick Darmaillac, who in her capacity as Chair of the Compensation Committee, will give her committee's recommendations on compensation. Philippe Lagayette now.

Philippe Lagayette - Renault SA - Lead Independent Director

Good afternoon, ladies and gentlemen. In my capacity as Lead Independent Director, it is for me to present the members of the Board and the work conducted by the Board in the year 2018 and the beginning of 2019. In 2018, the Board of Directors of Renault had 19 members including 10 independent directors or 66.7% of independent directors as accounted using the standard formula that is not counting staff members.

Now let us look at the membership and the decisions of the board since the last AGM. Since the last AGM, Mr. Pascal Faure, director appointed at the request of the French Government resigned on October 5. He was replaced by Mr. Thomas Courbe, who was co-opted by the board, again upon proposal by the French Government. Mr. Courbe was initially an expert from the aeronautic industry and he is now in charge of the corporate department at the Ministry of Economy and Finance. Has been since 27 August 2018. The Board also appointed provisionally that is subject to ratification by this AGM, decided then to appoint Mr. Jean-Dominique Senard in his capacity as director on 24 January last. So as to appoint him as Chair of the -- Chairman of the Board as part of the succession process that started after Mr. Ghosn's departure.

Moreover, the terms of 3 members will end after this AGM. Mr. Carlos Ghosn on April 2 last told the Board that he intended to put an end to his term as director after the end of this AGM because of his continued inability to attend and due to the fact that there are limits to his movements. Mrs. Cherie Blair's term will also come to an end at the end of this AGM. And my own term as director will end today. And it will not be possible to renew this mandate because I have reached the statutory age limit. And so we are now putting to your approval the ratification of Mr. Thomas Courbe's appointment and that of Mr. Jean-Dominique Senard as directors.

Moreover, it is suggested to approve the appointment of Mrs. Annette Winkler in her capacity as new director upon recommendation of the appointments and governance committee. Mrs. Annette Winkler was Managing Director of Daimler subsidiary between 2010 to September 2018.

Subject to approval of these appointments, the Board then will include after this AGM, 18 members, 71.4% of which are independent. With Mrs. Winkler's appointment, the proportion of women on the board will stand at 46.7%.

Now a few words about the activity of the board in 2018. Throughout the year 2018, the Board examined 3 following strategic issues. Human capital of the group and the 3 pillars of the HR policy as part of the Drive the Future strategic plan. We also examined the group strategy in terms of electric cars and hybridization technologies. And the board also examined the aspects of IT and digitalization. The main challenges ahead, the way in which the group has been digitalized and the way in which this has improved the company's performance.

Now let's look in closer detail at the work of the Board after the arrest of Mr. Ghosn that occurred on 19 November last. The -- this included 3 aspect: the immediate introduction of a provisional governance, verifications and audits in the group and new governance. To complete this work, the board met on 4 occasions between 19 November 2018 and 24 January 2019. The committees met on 7 separate occasions during that time. On top of Board meetings, there were 5 informal information meeting for directors and they dealt in particular with the work of the audit, risks and ethics committee, known as Care. And this is the word -- the name I will be using from now on. But we also looked at the work of the appointments and governance committee.

So first aspect was a provisional governance. When the announcement came of Mr. Ghosn's arrest, the Board immediately introduced provisional governance measures to ensure the preservation of the group's interest and the continuation of its operations. The Board decided to meet as often as necessary under the chairmanship of the Lead Director. And on 20 November, 2018, decided to appoint Mr. Thierry Bolloré in as Deputy Managing Director and ask him to be in charge of -- an executive charge of the group. Regarding verification missions, the Board of Directors, upon recommendation of the Care committee, requested as early as 23 November that the ethics and compliance department should conduct verifications on those items of compensations of the group -- the group's top managers and to extend this to issues regarding -- or rather extending this to procedures in terms of expenses at presidency and top management level as well as operations with third parties, which you may have read about.

In parallel, Renault and Nissan also commissioned a joint audit on their joint Dutch subsidiary RNBV as of 6 February, 2019. It appeared between 20 November 2018 to May 2019, the CARE met on 9 occasions to supervise these verifications. And the mission that was conducted by the ethics and compliance department prompted us to bring a number of alerts to the attention of the French judicial authorities. First, the counterparts of a convention -- of a sponsorship convention between Renault and Chateau de Versailles, which personally benefited to Mr. Ghosn.

Number two, payments made to a Lebanese lawyer and then payments to the benefit of Renault importer based in the Middle East. The Board invited general management to put in place measures in order to prevent similar situations in the future, especially in terms of internal organization. The joint audit made on RNBV now highlighted a certain number of deficiencies in terms of financial transparency and expenditure control procedures at RNBV. The Board of Directors therefore requested that general management of Renault liaise with Nissan in order to decide at the level of RNBV about the necessary corrective measures.

This joint audit and it could only be a joint audit because it is a 50-50 affiliate. This joint audit is also confirmed the questions raised regarding the statutory purpose of RNBV about the relevance of certain number of expenditures committed by RNBV over a period of about 10 years for a total amount of around EUR 11 million, which cover travel for Mr. Ghosn by plane, some personal expenditures made by Mr. Ghosn and also donations that's benefited nonprofit organizations. In view of these observations, the Board of Directors asked Renault representatives at RNBV to consider, in tandem with Nissan opposite numbers, to start legal and action and lawsuits by RNBV available in the Netherlands.

Let me come to the third part, the creation of the new governance. The group's new governance was set up on the 24th of January. At that date, the Board of Directors took notes of Mr. Ghosn's decision to end his terms as Chairman and CEO. And upon recommendation from the appointments and governance committee, the Board of Directors decided to choose to dissociate the 2 functions in the future. It deemed that this structure is more appropriate for Renault's current challenges because you can both benefit from the stature and expertise in terms of corporate governance of a Chairman and the managerial background and expertise -- industrial and automotive expertise of a CEO.



This dissociation went hand-in-hand with changes in the bylaws of the board, creating a new distribution of powers between the Chairman and the CEO. Beyond a Chairman's usual missions, their Chairman is now given, at Renault, a specific role in the managements of the Alliance in connection with the CEO. Now the CEO still has management and decision-making powers that are as extensive as possible in terms of Renault regarding the Alliance. He is in charge of coordinating the Alliance's activities in the operational realm under the authority of the Chairman. Then the Board selected candidates for the functions of Chairman and CEO and did that based on the criteria selected by the appointments and governance committee. Amongst which, in particular, flawless ethical reputation, recognized international experience, good knowledge of the automotive world, a culture of innovation, charisma and leadership. At the end of this process, the functions of Chairman were given to Mr. Jean-Dominique Senard and the function of CEO was given to Mr. Thierry Bolloré.

As part of this new governance the Board has already decided to maintain a Lead Independent Director, whose mission would be in particular to substitute for the Chairman in his absence, to prevent conflicts of interest and work for Renault's good governance. The new Lead Independent Director will be appointed based on a proposal by the Appointments and Governance Committee amongst the independent directors during a future meeting of the Board of Director.

The last aspect of this presentation will be about the Board's assessment. The annual assessment was conducted this year like every year and it was an opportunity to learn the lessons of recent events and to re-examine the ways the Board and its committees work. The Board took account of some avenues for improvement and these avenues included, in particular, a proposal to appoint as director people with experience in the automotive world. And the proposal to appoint Mrs Annette Winkler is in keeping with this goal.

What's more, directors expressed the desire to spend more time thinking about strategic guidance as well as CSR.

In conclusion, ladies and gentlemen, I think one can say that the company reacted quickly and as effectively as possible to the unexpected shock that it felt. Provisional management was put in place immediately and worked well. And in 2 months, a definitive management team was put in place. Therefore, the Board of Directors was intensely mobilized so that disruption to the company's working was reduced to a minimum.

I would like to warm-heartedly thank all directors and general management of the company who supported me in this action.

In particular, during this challenging period, I could check that Renault has the necessary resources to face unexpected situations of all natures and the ability to organize itself consequently. Of course, next steps are no longer my concern because my term as director is expiring today. But I trust the company's management with support from shareholders to defend Renault's interest as best as possible in a period filled with challenges and opportunities.

Thank you for your attention.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Thank you, Philippe for this very comprehensive presentation. And since you're leaving, I would like once again to say that life at Groupe Renault since 2010 has not always been smooth sailing and in the latest period everyone knows things were difficult for the company. In this period, and I can testify about it since I became Chairman, Mr. Lagayette was always very available, very open minded and he helped me over these few weeks where I got to learn about the group's environment both inside and outside, especially about the goings on at the Board of Directors. I would like to thank him for that, thank him for being so delicate with me and tactful with me and other Board members. I won't take too much time, ladies and gentlemen. Just to say that this current governance which is being renewed relies on a belief that we all have that functional governance is absolutely key for effective accountability of the various management and control bodies of a group.

Even more fundamentally, it's also very strong signal beyond symbols for trust within the company. This is with this rational in mind that we've decided to slightly amend the group's governance with the requirement for balance, diversity and skills improvement whilst being based on robust ethics.

As Philippe record, we have decided to split the functions of CEO and Chairman of the Board still with a Lead Independent Director. I care about that because I serve as Lead Independent Director within the Board of Directors of Saint-Gobain. I know how useful this function is. On the one hand, it helps provide a twofold guarantee in terms of checks and balances and ethical governance.

And also, amongst other things, it helps -- have a dedicated and preferred contact for shareholders. Well, the Board of Directors which has met many times since I arrived at the helm since the 24th of January, had to make a number of difficult decisions. And as far as I can tell, it is driven by very agile, free and lively spirits. And these meetings of the Board of Director are always very pleasurable moment because I have an impression that we are all working as a team and I'd like to thank them for that because it makes our lengthy meetings so much more equanimous and pleasurable. We talked about the changes of the board. Philippe said what I wanted to say. Miss Blair is also going to leave us. I wanted to express our gratitude to her. We were not on the Board together for a very long time. But I wanted to say that all of our comments were always based on British humor, certain demanding quality and they were always highly relevant. Let me thank her for that all that she did. And also of course, I'm really happy -- really, really happy to welcome Annette Winkler because the conversations that we've had since she's been proffered as candidate to join us, well, she showed that she would contribute tremendous knowledge of the automotive world and a very sharp mind that I have no doubt about.

With this new changing governance, we wanted to make our work smoother, especially the work of the committees. And let me tell you, we want better accountability of governing bodies. Talking about accountability, there I mean actual accountability being taken to account. We created a new governance and remunerations committee that will be chaired by Patrick Thomas, which is the outcome of the merger between the appointments and governance committee with the remunerations committee. It seemed that it would be more logical and easier to work in this context and avoid duplication of work with greater consistency, as I said.

We also have a new ethics and CSR committee, which will be chaired by Marie-Annick Darmaillac. This has some implications because a specialized CSR committee immediately gives a focus that I would like to set for the Board to work, making it a full-fledged topic that really shows the group's DNA and the prospects that we have to improve that responsibility in the future. Then the Board will monitor much more closely the ambitious yet realistic goals that we've set in all these areas. In particular, in the area of the circular economy to name, but one of the most important.

And last but not the least, a new Audit, Risks and Compliance Committee, which will be chaired by Pascale Sourisse. We know how important the role of that committee is. It plays essential role in the life of the Board.

So ladies and gentlemen, dear shareholders, I would like to thank you and now throw it over to Marie-Annick Darmaillac, who will report on matters of managers, remuneration and remuneration policy.

Marie-Annick Darmaillac - Renault SA - Independent Director, Chair of the Compensation Committee

Ladies and gentlemen, dear shareholders. Ladies and gentlemen, I would like to explain the elements of remuneration of the corporate offices. You will be asked to vote on this AGM on several aspects.

First of all, the final remuneration items attributed to Mr. Ghosn for the fiscal year 2018. These elements being granted based on the remuneration policy approved at the general meeting dated 15 June 2018. Then on Mr. Ghosn's remuneration policy for the beginning of the fiscal year 2019 and then on new remuneration policies for the fiscal year 2019 for Mr. Jean-Dominique Senard as Chairman of the Board and Mr. Thierry Bolloré as Chief Executive Officer.

First of all, I would like to present the remuneration elements for Mr. Ghosn during the fiscal year 2018. The remuneration policy for Mr. Ghosn for that year included fixed pay of EUR 1 million. Variable pay, the amount of which could reach up to 100% of fixed pay or EUR 1 million, provided that performance criteria were met. Let me point out that only 20% of Mr. Ghosn's variable pay can be paid in cash. The rest was to be paid in the deferred manner in shares, provided that he was still with the company 3 years after the actions -- the shares vested. Then Mr. Ghosn could benefit from 80,000 performance shares, provided that he was still with the company 4 years later.

All of Mr. Ghosn's annual fixed pay for 2018 or EUR 1 million in gross terms was paid. Regarding his variable pay, the board assessed Mr. Ghosn's performance and decided on the overall achievement rate for the performance criteria which was 89.6% after applying the criteria defined in the 2018 remuneration policy that the council has to apply. The Board observed that 75% of Mr. Ghosn's variable pay to be paid with deferred delivery of shares based on presence cannot be paid since he left the group on the 23rd of January this year. Only 25% of his variable remuneration can be paid. The Board set this amount to a gross amount of EUR 224,000. That being said, the Board decided that the questions highlighted by the verification mission decided within euro and RNBV regarding a certain number of operations initiated by Mr. Ghosn should be taken into consideration. Therefore, the Board decided not to recommend to shareholders to vote in favor of the 10th resolution regarding Mr. Ghosn's compensation for the fiscal year 2018. Let me remind you of -- that rejection of that resolution will prohibit the payment of Mr. Ghosn's variable pay for the fiscal year 2018.

What's more, given that Mr. Ghosn put an end to his term as Chairman and CEO on the 23rd of January, the Board observed the loss of his right for the final delivery of shares due as payment for his deferred variable pay for the fiscal years 2014 to 2017 and performance shares granted during the fiscal years 2015 to '18.

The Board also decided to waive the non-compete clause signed by Mr. Ghosn. And consequently, we'll not pay him the corresponding indemnification, which is 2 years of fixed and variable pay.

Then regarding the defined contribution, the defined payment pension scheme, the Board observed that Mr. Ghosn's conditions of leaving were not covered by any of the conditions of that regime, and so no pension will be paid to him. Mr. Ghosn, it should be noted, challenged the Board's decisions regarding his remuneration for 2018.

As regards Mr. Ghosn's remuneration policy for FY 2019, the Board reached a decision on that insofar as he served in his functions up until the 23rd of January. But given the inability to serve, that he was subject to since the beginning of the year until he ended his term, the Board decided that no remuneration would be paid or granted for the fiscal year 2019.

As part of the governance change for Renault, the Remunerations Committee met several times to decide on the new compensation policies for the Chairman and General Manager. The committee relied on studies and benchmarks prepared by external consultancies and took account of the government's recommendations in terms of remuneration for Chairman and CEO for companies with a government part ownership.

The split between the functions of Chairman and CEO, the specific missions given to the Chairman within the Alliance and the changes in career for Mr. Thierry Bolloré within Renault were also taken into account in the drafting of the new remuneration policies. The Board approved the recommendations of the Compensation Committee and decided on the remuneration policies that I'm going to explain to you now.

Regarding Mr. Jean-Dominique Senard's remuneration policy, the Board decided to grant him fixed annual pay for -- gross fixed annual pay for EUR 450,000, paying him both for his traditional functions as Chairman of the Board and specific missions for coordination representation within the Alliance. In line with good governance practices, Mr. Senard will not benefit from any variable or exceptional remuneration or for -- from any free performance shares.

Regarding Mr. Thierry Bolloré's remuneration policy, the Board decided to organize his remuneration in the following manner. A gross annual fixed pay of EUR 900,000, 10% lower than the former CEO's annual fixed pay; variable remuneration which could reach 125% of fixed pay or EUR 1.125 million, subject to annual quantitative and qualitative criteria; and long-term remuneration of 50,000 performance shares for the fiscal year 2019, the final delivery of which will be subject to the achievement of performance criteria gauged over 3 years and subject to Mr. Bolloré's presence within the group at the end of this period.

This remuneration structure expresses a correlation between performance and compensation. It includes a major risk component based on demanding, stable, verifiable and quantifiable criteria both over the short and long term. In its work, the group has changed the definition and the weighting of the performance criteria applicable to the determination of Mr. Bolloré's variable pay in order to better align quantitative criteria on the guidance disclosed by the company to the markets.

Regarding quantitative criteria, the share of group operating margin was raised from 30% to 40%, and the return on equity rate was replaced by the group's revenues, which accounts for 30% of overall performance. The variable part that can account for 125% of his remuneration's fixed pay, quantitative criteria can lead to variable pay that can reach 100% of fixed pay. Regarding qualitative criteria, and there's 3 of them, have equal weightings, and they can account for an additional variable part that can reach 25% of fixed pay.

Criteria -- performance criteria applicable to the determination of a long-term remuneration for the CEO are identical to those decided on in 2018. The CEO will not have any severance pay if they decide -- if the company decided to activate his non-compete clause, he will receive a package equal to 2 years of gross annual pay. Mr. Bolloré will still benefit from the top-up pension scheme put in place by the company for the members of the Executive Committee. Thank you for your attention.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Thank you so much, Marie-Annick. I realized one thing, and I hope that Olivia Qiu will now begrudge me. I forgot to talk about her because, earlier, I introduced innovations in terms of our committees governance, and I forgot to say what was constant, what remained. And the Strategic Committee is not a lesser committee. And of course, it's still there, highly sought after by our members of the Board, let me tell you. And Olivia Qiu is a brilliant Chair for that. Sorry for forgetting you, Olivia.

Now I would like to invite Mr. Aymeric de La Morandière from Ernst & Young to present a summary of the report of the strategy auditors. Please come on stage, sir.

Aymeric de La Morandière - EY Audit - Statutory Auditor

Ladies and gentlemen, good afternoon. I will now read a summary of the reports that we prepared for your attention for this ordinary and extraordinary general meeting. These reports were made available by the company, therefore, I shall only read the highlights of these reports.

For the fiscal year 2018, our reports looked at the annual accounts, consolidated accounts, remuneration of participating shares and also [related-party agreements] (corrected by company after the call).

For the extraordinary general meeting, we issued 2 special reports on capital operations. Let me start with the report on the annual accounts. We unreservedly certify the annual accounts for the fiscal year 2018. The key audit point for the annual accounts is the assessment of the participatory shares and associated debt. Regarding the consolidated accounts, we also unreservedly certified the consolidated accounts for 2018. We issued one observation to remind the readers of the financial statement that in the Annexes, there's a description of the impact of the changes in accounting standards after the first application of IFRS 15 on the recognition of products and the IFRS 9 on the assessment -- evaluation of financial instruments and the change in methods for the recognition of participatory shares. Our checks on the accounts included the groups on risks, and they were implemented in the significant entities of the group and the significant operations that may have the material incidence on the consolidated accounts overall.

Given the European Reform for Audit, we have developed in our report the key audit points for the Renault Group and the audit response given to any for these points. There were 4 key audit points: the recoverable value of specific industrial assets of the automotive sector excluding AVTOVAZ; the second one was about the booking method and the recoverable value for Renault's investment in Nissan; the third one was about the recoverable character of deferred tax assets for French fiscal tax integration; and the last one was about the calculation of the expected losses on the Sales Financing debt. IFRS 9 expects to book a loss for healthy debt applying a prospective default risk model. For each of these points, we have reviewed the accounting methods that were used, and we looked at the reasonable character of the estimates made by Renault.

Regarding the management's report, we made specific verifications as per the law. We did not have any observations about the truthfulness and the consistency of the information given in the management's report with the accounts.



For the extraordinary part, we issued 2 reports. The first one, covered by resolution 4 about the participating shares, there we certified that the remuneration -- variable remuneration of the shares matches the terms of the issuance contract and the figurative elements coming from the group's consolidated accounts. The second report is on [related-party agreements] (corrected by company after the call) and commitments between your company and its corporate officers or with companies with shared directors. Three new conventions were subject to preliminary authorization by the Board. The first one is about the second rider to the Master Cooperation Agreement signed between your company and Nissan, Daimler, Renault-Nissan b.v. and Mitsubishi Motors. The second and third conventions are on commitments made by your company to Mr. Thierry Bolloré for a non-compete convention and a commitment made in terms of top-up pension scheme. We are also presenting in our report the conventions and commitments that were approved in previous fiscal years and that were continued in 2018.

Then for the extraordinary parts of the general meeting, we issued 2 special reports regarding resolutions that may have an impact on the share capital. These operations are covered by the Code of Commerce, and so we have no specific observations or comments on these operations.

Ladies and gentlemen, thank you for your attention.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, thank you, Mr. de La Morandière. And now I would like to give the floor to Jean-Benoit Devauges, who will introduce the resolutions on the agenda of this meeting.

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

Good morning, ladies and gentlemen. We have as many as 19 resolutions, 17 for the ordinary AGM and 2 for the extraordinary meeting. In line with legal requirements, the documents for shareholders were made available at the appointed time at the headquarters and on the website. You have in particular the explanations of the resolutions based on the findings of the Board of Directors, information on directors whose appointment or renewal is on offer, the reports of the auditors, details of the share buyback program and a table presenting the performance of the company over the past 5 years. If there are no objections, I propose not to read out the reports that were made available, which you can also find in the 2018 registration document and the invitation leaflet.

Starting with the ordinary resolutions, resolution #1 propose to approve the annual accounts for the year 2018 with a profit of the EUR 1,726,111,191, this is Renault SA, not the consolidated performance of Renault.

And the next resolution is the approval of the consolidated accounts for the year 2018 with a net profit of EUR 3,450,820,372.14.

Resolution #3 is the allocation of the profits for the year 2018 would have a dividend of EUR 3.55 dividend per share, which will be made in June 2019.

Resolution #4 is to note the findings of the auditors on [participating] (corrected by company after the call) shares -- on the compensation of redeemable shares.

The next convention is the provisions on related party agreements based on Articles L. 225-38 of the Code of Commerce.

Resolution #6 is a related party agreement on the code of -- on the -- sorry, based on Article L. 225-38 of the Code of Commerce. It's the second amendment to the Master Cooperation Agreement between Nissan and Daimler and Renault and Mitsubishi.

The next resolution is the co-optation of Mr. Thomas Courbe in his capacity as director.

Resolution #8 is to ratify the appointment of Jean-Dominique Senard in his capacity as director.



Resolution #9 is to appoint Mrs. Annette Winkler as a director until 2023.

Resolution #10 is compensation paid to Mr. Carlos Ghosn in his capacity as CEO for the year 2018. It was told that the Board of Directors recommends to vote against that resolution.

Resolution 11 is the compensation policy for Mr. Carlos Ghosn in his capacity as CEO for the year 2019.

Resolution #12 is the compensation policy for Jean-Dominique Senard as Chairman of the Board for the year 2019.

Resolution #13 is to vote on the compensation policy for Mr. Thierry Bolloré in his capacity as CEO for the year 2019.

Resolution #14 is the approval of the non-compete clause to the benefit of Mr. Bolloré in his capacity as CEO.

Resolution 15 regards the top-up pension benefits for Mr. Bolloré as CEO.

Resolution #16 is to authorize the Board of Directors to conduct operations on company shares for a period of 18 months for no more than 10% of the share capital. This is to enable the company to implement its share buyback program.

We have now 2 resolutions that referred to the extraordinary meeting. Resolution 17 is to authorize the Board to reduce the company's share capital by canceling its own shares within a ceiling of 10% of the share capital, and this is based on the previous resolution regarding the share buyback program.

The 18th resolution is to allow the Board of Directors to grant free shares to company employees or executive officers that would be for a period of no more than 38 months and within 2% of the share capital within an annual amount of 0.67% of the share capital.

And then the 19th resolution is the ordinary resolution to allow the Board to conduct all formalities needed to implement the aforementioned resolutions.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, thank you, Jean-Benoit, for discharging this challenging task.

The time has come for us to have a debate with our shareholders. And this is when we have a Q&A session. And I believe we are supposed to mark time now. Right.

As I was saying, ladies and gentlemen, before we start with the Q&A session, let me tell you that the answers to questions put to us in writing can be found on our website under the heading Annual AGM 2019. Jean-Benoit Devauges will give you instructions for the Q&A session.

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

Thank you, sir. And so to allow as many people as possible to take the floor, we would like you to keep your questions to no more than 1 minute. We'll find young men and women with microphones around the room. Please remain seated. And if you wish to put a question, just raise your hand. Somebody will give you a microphone, and you will be told when you can speak.

And now I give the floor to the Chairman of the Board to chair this Q&A session.



Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Thank you, Jean-Benoit.

Well, before we start the discussion, let me start with a question from a member of the Shareholders' Advisory Committee. We had a meeting of the Shareholders' Advisory Committee in May. These days, by the way, are very useful because we can have useful exchanges in that -- on that occasion in May. Together with Mr. Bolloré and members of the Executive Committee, we discussed the activity of the group, the outlook, current affairs. And there was a candid exchange which we believe was very fruitful. Of course, it would be good for such events to continue. They were very lively on the 14th of May, and here's a quick video summing up that event.

(presentation)

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, there you have it. We shouldn't be overwhelmed or overtaken by events. I would like to give the floor to the representative, [Mr. Duval], who represents the Shareholders' Committee, the representative Advisory Committee. He -- I believe Mr. Duval is in the back of the room, and I believe he has a question. But someone should give him a microphone. Yes. Apparently, [Mr. Duval's] microphone is out of order, so we'll give him another microphone.

Unidentified Shareholder

Good morning, ladies and gentlemen. I am an individual shareholder, and I'm a member of the Shareholders' Advisory Committee. Can you tell us more about the Fiat operations, the reason why it didn't work out?

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, even if you hadn't asked, I would have told you about it. So thank you for putting the question. I don't want to be too lengthy, but I would like to be comprehensive.

The first thing you should know is the general context. It is not for me to describe the general context of the automotive industry, but it is facing major challenges. And as you know, we are at the threshold of a major technological development, major issues in terms of strategies, the type of investment that will be required, and that will involve huge sums of money that will need to be spent in the years to come. So that context is well known.

One thing is less well known, and I would like to share it with you. At this stage, we are facing a new era when a significant restructuring of the market is about to happen especially because of the new role played by the Chinese automotive industry. Over the past few years, this change was still out there. It wasn't very precise. It was -- and we considered it with some skepticism. And we were sort of considering developments in the Chinese industry, but there's no -- we can't be skeptical anymore. Those of you who attended the latest motor show in Tokyo know that there's a growing number in Chinese carmakers. And cars built by the Chinese industry are high-quality vehicles with significant digital, technological progress. They were connected cars. Listen, we're not blaming anyone, but this fact is there for us to consider. And so we are facing a period where this -- the emergence, the explosion, this development, this blooming of the Chinese industry will result in the form of earthquake and a tsunami that will affect the industry here.

I don't need to tell you about my past, but I used to run the Michelin Company. And between 2012 and 2018, Chinese tires in Europe went up from a 5% to a 30% market share. There in a matter of 5 years, the market share for Chinese tire grew sixfold. And what is going to happen for the automotive industry is of the same kind. And it is -- well, I have a duty to my shareholders. And if I -- and you would be right to hold it against me if we didn't make the necessary adjustments.

Now we are all facing that same situation. And when the Chinese onslaught happens, we have to be strong enough to withstand it and resist it and be able to keep operating on an equal footing, on at least a level playing field.

Now when I was asked to make contact with the leaders of Fiat Chrysler, we did so. We worked with this people. We did some remarkable work. But I realized very quickly that there were -- well, there was an attractive opportunity not just for Renault but for the Alliance as a whole. And indeed, I believe that the 2, Renault and the Alliance, are inseparable. But the great advantage of a [merger] with Fiat were pretty obvious. In my career in industry, seldom have I seen an opportunity for a merger, that are brought with it so many valuable synergies and sort of robust growth opportunities. And looking at the detail, we found that synergies could definitely be achieved. And they offered one specificity. We were not looking at synergies that would translate into layoffs and human tragedy because I'm -- I know what that can be like. But there, we were looking at positive synergies. We're looking at manufacturing and production synergies which would also benefit the Renault platform. So this was a very promising development.

And so plus, of course, there we were in a position to bring in very prestigious brands like Fiat, Chrysler, Maserati, Alfa Romeo, Jeep, bring them in the same family as our own brand. And that, of course, brought a unique opportunity because it meant that we were in a position -- we would have been in a position to focus on our effort to keep the brand promise, the promise of the Renault brand. And so we're looking at, of course, the Renault brand but in a well-defined context. And so we could have been much more focused on that. And so there were many opportunities.

I could tell you also about synergies in terms of research, the fact that we could bring our clout as a research powerhouse.

But of course, when we were told about this possibility, of course, we turned to Nissan. We recognize that there was very little time, but there was little we could do because we were under an extreme time pressure. And we involved the Board of Directors that put in days of hard work considering that offer, bringing in the finest experts of the Renault Group.

And so we arrived at a situation where, well, the Board of Director that could have voted in favor of the first stage of that merger, that, of course, was a nonbinding commitment. It had to be -- of course, to be completed with additional work in September and turn that into a binding agreement. But that Board meeting was such that all members of the Board were given an opportunity to speak. And with the exception of 1 vote against, all members of the Board enthusiastically approved that opportunity, and then 2 representatives of the Nissan Group abstained but in a positive way. And in saying so, I would really like to thank the members of the Nissan Group sitting on the Board who worked hard and fast literally on this opportunity.

They recognized that this was certainly to the benefit of Renault. They didn't know what it held for Nissan, although I believe there was something to be gained by Nissan as well. But at least that opened the way for the first validation of that merger or that offer. It just turned out that the representative of the French government did not see eye to eye with us and so the vote couldn't happen after all, which, I must say, I find extremely unfortunate. Of course, a lot has been said about this in the media. What does the future hold? We do not know. But what I do know is that what I just presented here in the general context and indeed, what could have -- what this operation could have brought to the Renault Group, and indeed, members of the group were looking at this opportunity very positively indeed. And that issue to me -- or that opportunity to me was and remains most remarkable.

Question #3.

Unidentified Participant

Good evening. My name is [Jacques Valant]. Good evening, Mr. Senard, and good evening, everyone. I would like to address an issue that you, Mr. Senard, mentioned, the importance of the Alliance and the outlook for the Alliance. It looks as though, based on looking at this cloak-and-dagger episode with Mr. Ghosn's arrest and the more recent fiasco of the Chrysler Fiat operation, it looks as though Nissan and Renault do not see eye to eye regarding the Alliance. At least that's what we can read between the lines. And so the question that I have is how do we believe -- do you believe we can arrive at a new modus vivendi with Nissan on the Alliance?



Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Thank you, sir, and thank you for the question. I did mention this at the beginning of this meeting and I would like to confirm here once again, but of course, Thierry can say so as well. The Alliance is working pragmatically and actively in the field. The Renault teams and the Nissan teams have benefited from the Alliance. We've seen the results. Of course, we can always improve on operations. We can make the Alliance more fluid. We can make our work more efficient. But the work is right there. The Alliance is producing results and, indeed, the new developments and the upcoming developments on -- or Alliance developments and, in particular, the Alliance platforms.

Now there were discussions and -- well, by the way, it shows that everybody has a viewpoint on that. But the Alliance has been -- is a defining structure and dimension of this group. And indeed, it is a unique structure within the automotive industry. Indeed, had it not been for the Alliance, I wouldn't be here today. Now of course, there still will be debates and discussions with the Alliance. Nothing is set in stone. And indeed, in human institutions, I think nothing -- none of them is ever set in stone.

Now there could be direct exchanges and it's just as well because there are different cultures coming together, trying to work together. Unfortunately, sometimes the debates are being as it were relayed by the media even before they happen. And I find this most flabbergasting, and I find that the media should show more restraint. And there was a recent development where there was a discussion of Renault's voting intention at a Nissan AGM where we were seen to be a warrior or at odds or at war, indeed, with Nissan. Again, this is completely irresponsible.

The Alliance is there but changes will happen, especially after the AGM that will take place at the end of June. And I can only accept this development because it means that there will be more transparency. There will be a new form of ethics running the Alliance. And basically, this revolves around the work of several committees working under the Board of Directors, just like we have here at Renault. But of course, these committees arrive at recommendations that usually then are taken up by the Board. And in my capacity as a Board member at Nissan, I voted in favor of that.

But there's another issue. It may seem a lack of detail, but it just happens that this is a fundamental detail. It just so happens that a few hours before the deadline for our voting intention at this AGM, I learned indirectly that the -- well, Nissan's intention was to afford me the opportunity to sit on one committee but leave it at that. In other words, Thierry Bolloré, who is the second representative, and there are not many of us, only 2 representatives out of 11, was not slated to sit on any committee. Now that you might say that's not very -- that's not much of an issue. We have 2 -- well, we have 2 Nissan representatives sitting on Renault committees, and I thought the least we could have is that 2 Renault representatives sit on Nissan committees. We were not asking for more than that.

In any case, that's not a big deal, at least that's not a casus belli, but I could not very well vote in favor of that change in governance unless that very simple condition be respected from the start. And so, of course, we can vote again on this once we are told that we can have 2 French Board members sit on the Nissan committee. There is not -- this is not earthshaking. This will not cause an eruption of Fujiyama. So basically, we have frank and direct exchanges, but it's just as well. It's just as well because at least we say things clearly and we can address them.

So now maybe I will go upstairs to #4. And sorry for the others, we'll get to you. Sign #4, please. There's nobody there. Okay. Well, if there's nobody for #4, maybe we can take 3 again, going back down and then back up again. Thank you.

Unidentified Participant

Yes. First of all, I wanted to say that personally, I'm delighted that you've become Chairman of Renault. Then I had a comment and a question. You've just explained that a shareholder with 15% of Renault can block a fundamental project. And yet, we have the impression that you, with 45% of Nissan's capital, are having difficulties. That was my comment.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

That's quite elegantly put.

Unidentified Participant

Then to echo the Fiat matter, I think it was to be a marriage of equals. So could you give us examples of marriages of equals, especially in the automotive sector, that have worked? At any rate, I wouldn't want Renault to end up like Technip or Lafarge or even like Essilor and to even go back in time like Pechiney without mentioning the competition with the Chinese.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, thank you for this question. It was quite interesting, and I will tell you exactly what I think about it. For the first aspect, we're having difficulties. Well, as far as the agreements that we have between Renault and Nissan, well, we have the RAMA. So yes, we're having difficulties. But let me tell you that I'm not responsible for the agreements that were signed in 2015, which very significantly reduced Renault's influence over decisions made at Nissan's Board. I won't get into details. But to me, this is a situation that I think to be highly based on circumstances. I own it because I've inherited it, but I do not find it quite natural, to put things simply. I wasn't the Chairman who led to this, so I won't be the Chairman who will lead to a further reduction of Renault's role in the Alliance, in particular within Nissan, because I think it would not be acceptable. And I think that you would probably write to hold it against me if you were to discover it some day on this matter. I think that have been very clear.

Regarding the other aspect, and you're asking a quite valid question, in the various criticisms that you could hear about this now aborted project. What you discussed was a fairly strong piece of criticism. Well, it so happens that I agree with you. Many so-called mergers of equals did not work out. Even more or less equivalent attempts in the automotive world have not always been very successful or glorious. But let me tell you that what little experience I have in the industry, I had to go through a few storms. You were very kind to mention the Pechiney merger in which I was highly directly involved. And I was not the only one. Our CFO then was one of my best management controllers, and I'm happy to have her here and she knew it from the inside. And so now I know what you need to do and what you need not to do, believe me.

And the reason why I am so vigilant about such operations is precisely because I know that they can lead to consequences, which, if aren't controlled, can be highly detrimental. I won't conceal that because it's a reality. However, let's rise above this debate. I know that these operations can happen when cultural matters are easy to deal with. And in this case, I think that all conditions are met for this cultural bond to be created naturally. The work between the teams has been done very in depth, has proven it. Well, you may say that you can never be 100% sure. I agree, but you can be very vigilant. You can have experience, and you can bring things under control. You know that very often, these matters are all about people, men and women.

So I wanted to say that I have a few certainties about this, and I am ready to defend them. In this proposal, which is no longer on the table as we speak, there was an actual possibility to make it successful, to make it a good counter-example to what you said. That's what I had to say about this. Let me also say that this was the first time really that there was a possibility to create a European-based group, a European champion. At the time when people keep complaining about the lack of existence of such champions, this would have been a perfect example for France, for Renault, but also for Europe to prove that we're able to do something together. It was worth it really going to such lengths to make it work because if such an operation cannot work out, one can be desperate about Europe. But you probably know that I'm a very strong defender of the emergence of European champions. The context that I described earlier before I approached the subject were deserved such a shot.

Well, now, #10, please. #10? Oh, sorry, #1. Nobody there. #9?

Unidentified Participant

Mr. Chairman, Dennis Branche from Phitrust. Well, you know that for about 10 years, we've been asking a number of questions from Renault about its governance, and we'd like to congratulate the company for the changes that were brought under your leadership. We're delighted to have heard Mr. Lagayette, and we'd never heard him in years speak during an AGM.

However, I wanted to ask a question -- well, we've already discussed it. But about the director's responsibility, it so happens that there are still a number of directors on the Board who were there throughout this somewhat turbulent history over the last few years, especially when, at the AGM,

Mr. Ghosn's remuneration was rejected, and it was accepted immediately after that without discussion by the Board. So for these so much older, longer-serving directors who have been maintained, have you set a new code of conduct?

Similarly, we asked a written question about potential responsibility for E&Y as auditors. They've been serving as auditors for a long time. And either they did not see or refuse to see a number of things that were discussed and which, by the way, led to the initiation of certain legal proceedings.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Thank you. Thank you for both questions. I'm going to answer them. I'll answer the first one and then I'll let Philippe Lagayette take the second one. But I have major things to say about the first one. First of all, I have one major principle in life, which is that of respect for people. In the specific case of a Board of Directors, very often, decisions are collective. Consequently, it will not be my idea to pinpoint this or that person for individual responsibility for this or that matter. I still think that a Board's responsibility is collective. That is number one.

Number two, I believe, based on my management experience in enterprises, and that applies to all team -- management teams, including the Board, it's very difficult to judge the performance of a team if you free yourself of the way it is being led, if you get my drift. Consequently, as far as I'm concerned, I'll take responsibility for leading the Board of Directors of the group in the way that I think to be the right one. In this context, I said it earlier, I do intend to make people more accountable, as they should.

And today, I have no specific reasons, especially for the people who you have mentioned, I have no reason to think that they do not fundamentally comply with this code that you would like to see strengthened because I think that deep within themselves, they have exactly the same feelings as I. So in this Board of Directors, I will take my responsibilities regarding this. But the current composition of the Board, and this changes as you could notice, there are a few changes, this Board of Directors in the next few months and years will be specifically careful about these matters of ethics. I will see to it and I will take full responsibility, if necessary, if such was not the case. I hope I have now answered your question.

Now regarding the second one, regarding the statutory auditors, I was not there during that period. Maybe I can suggest that Philippe could answer.

Philippe Lagayette - Renault SA - Lead Independent Director

Sir, I haven't heard about any criticism regarding the way the statutory auditors operated and worked for Renault. I think that they did their job as they should. Well, that's probably their role to explain. But personally, I cannot see what grounds we have to criticize them on that. Let me add that what we are doing, what the Care Committee is doing, which was approved by the Board, is to apply the rules in terms of rotation between auditors. You may have seen that 3 or 4 years ago, one of the statutory auditors changed. And I will tell you that the Care Committee has already launched a call for proposals to recruit a new auditor within a year. So we are quite aware of the fact that rules need to be applied when it comes to auditors, and that's what we are doing.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

So I think that the Chief Financial Officer can confirm this fact. Ladies and gentlemen, dear shareholders, time flies, and we've answered a very important question. So maybe I will ask you to speed up, and maybe we'll take 2 questions in succession so that we can answer them so that we can then move on to a vote on resolutions because there are many of those. So maybe I'll take questions 4 and 7. It's arbitrary, but that's how it is.

Unidentified Participant

[Dominique Chauveau]. I'm a forward-looking scientist. I asked a question at the Technocentre about plug-in hybrids. April statistics showed that in the growth of electrified vehicles, this growth has slowed down by the decline of PHEVs in this whole set. Isn't that the first sign that the strategy based on PHEVs goes against the major trends? And given Renault's historical vision based on EVs, which seems to have been somewhat hijacked,

it's come back to PHEVs, which would be a sort of transitional measure. Maybe it's time to skip the PHEV step to accelerate on pure EVs, in particular, to respond to the Chinese tsunami that you mentioned.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Thank you for your question. Thierry will answer.

Thierry Bolloré - Renault SA - CEO

Thank you for your question. Your question contained part of the answer with what we need to do. First of all, the Renault Group strategy is electrical. Secondly, we've seen a change in the customer demand, in the regulatory environment, which is accelerating in such proportion that, as you could see, there's been a decline in the share of diesel versus other types of energy. Third, background driver, although batteries have made significant progress year in, year out, although the recharging network is becoming established both inside and outside cities but too slowly from our perspective, that's why we have a lot of projects with other stakeholders to accelerate that shift.

And as you said, at a time when a transition with specific power trains helps connect between the specific needs that were met by diesel engines in the past before batteries -- battery EVs have sufficient batteries and range and sufficient charging points, between that, we need to bridge. That's exactly what you said. The aim for us is to make sure that hybridization that's offered on top of battery EVs and simple IC engines will follow the strategy, the spirit of our strategy.

That's the reason why I said earlier that our hybrid for Clio V offers a customer -- a unique customer experience. Why? Because it almost runs as an EV, especially when you're in urban or near-urban environments, which is where it's most interesting to drive cleanly. And when you see our plug-in hybrid for the future Captur, it will be even more mind-boggling. So it's not your regular plug-in hybrid. We really wanted to stand out so that we don't just reduce CO2, but offer customer experience, which is indeed that offered by battery EVs. The aim is really to make that technology singular and unique in -- on the market, but once more make it accessible to all of our customers. This is really aligned with the Renault DNA and strategy adapted to circumstances.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Thank you, Thierry. Well, then maybe question 7, if you agree, because then we need to move to a vote.

Unidentified Participant

Thank you, Mr. Chairman. Thank you, Mr. CEO. I have a question. It seems that Mr. Martin Vial who represents the French government, and he sees Mr. John Elkann as a predator. If there was to be a merger, that would be welcoming a wolf in sheep's clothing, as it were. So could you reassure us that if there was to be a merger, then you would still be there.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, if I can reassure you, well, all the more -- all the better. Well, anyway, that is highly notional or theoretical because once again, at this stage, the merger talks have stopped. But let me answer, yes, I will still be there. And it's not a habit for me to just sit there passively to be friendly looking but entirely mute. But once again, it's all very notional. But if I can reassure you retroactively, retrospectively, I have no worries about that. And anyway, when it comes to wolves, I've seen worse wolves in my existence.

Well, I'm positively sorry, we could have gone on for hours. There are so many wonderful topics, but I will now ask you to move on to a vote on resolutions. Jean-Benoit, over to you for that.



Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

Ladies and gentlemen, dear shareholders, we'll now move to a vote on resolutions. If you agree, I will only read the title of each resolution in the notice of meeting instead of a comprehensive reading.

First, please become aware of the voting procedure with your voting devices. Dear shareholders, you're voting device, which was given to you after signing of the attendance sheet, is strictly personal. The number of votes that you own or represent is loaded into the device and displayed on screen. You will only need to use the green, yellow or red buttons. Green for, for, yellow for abstention and red for against.

After reading each of the resolutions, a vote will immediately be started saying the vote is open. Then you'll see a progress bar on screen, giving you a countdown of the seconds that you have to vote. When the countdown is up, the secretary will announce the vote is closed and it will no longer be possible to vote. Results will be displayed on screen a few moments after the vote is closed.

Last comment. Please switch off your mobile phones during the vote. And please return the devices when you exit the room.

We will now move to a vote. The total shares held by shareholders present or represented is 132,039,031 shares. 132,031,930 shares or 33.53% of votes for an extraordinary meeting, the quorum necessary for valid deliberation by the AGM, both in ordinary and extraordinary sessions, is reached.

For the ordinary part, first resolution: approval of the annual financial statements for the fiscal year ended December 31, 2018. The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is adopted with [90.73%] (corrected by company after the call) of votes.

Resolution 2: approval of the consolidated financial statements for the financial year ended December 31, 2018. The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. The resolution is approved with 90.65% of the votes.

Third resolution: allocation of net profits for the financial year ended December 31, 2018, setting of the dividend and the dividend payment date. The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. The resolution is approved with 99.75% of the vote.

Fourth resolution: statutory auditors' report on the information used to determine the compensation for participatory shares. The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. The resolution is adopted with 91.04% of votes.

Resolution 5: approval of the statutory auditors' special report on related party agreements and commitments governed by Articles L. 225-38 et seq. of the French Commercial Code. The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. The resolution is approved with 88.33% of votes.

Resolution 6. Approval of the related-party agreement governed by Article L. 225-38 of the French Commercial Code -- Second Amendment to the Master Cooperation Agreement entered into between the Company, Nissan Motor Co. Ltd., Daimler, Renault-Nissan b.v. and Mitsubishi Motors.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. Approved with 90.66% of the votes.

Resolution 7. Ratification of the co-opting of Mr. Thomas Courbe as director appointed upon proposal of French State. Before we move on to vote, let's watch a short profile of Mr. Courbe.

(presentation)

The vote is now open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is adopted with 98.52% of the votes.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, congratulations to Mr. Courbe.

Eighth resolution. Ratification of the appointment of Mr. Jean-Dominique Senard as director.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. The resolution is approved with 90.88% of the votes.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Thank you so much for your trust. Thank you.

Ninth resolution. Appointment of Ms. Annette Winkler as director. Before we move to the votes, let's watch another short video profile of Ms. Winkler.

(presentation)

The vote is now open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is approved with 91.01% of the votes. Congratulations.

Welcome, Annette Winkler. I could see that you have great collection of miniature cars that a lot of young people would be jealous of.

Resolution 10. Approval of the components of the overall compensation and benefits of any kind paid or allocated to the Chairman and Chief Executive Officer, Mr. Carlos Ghosn for the financial year ended December 31, 2018. Let me remind you that the Board of Directors recommended [to vote] (added by the company after the call) against this resolution.

Vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

This resolution is rejected by 11.29% of votes.

Resolution 11. Approval of the principles and criteria for determining, allocating and awarding the components of the overall compensation and benefits of any kind attributable to Mr. Carlos Ghosn as Chairman and CEO for the fiscal year 2019.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is approved with 89.71% of the votes.

Resolution 12. Approval of the principles and criteria for determining, allocating and awarding the components of the overall compensation and benefits of any kind attributable to Mr. Jean-Dominique Senard as Chairman of the Board of Directors for the fiscal year 2019.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is approved with 91.01% of the votes.

Resolution 13. Approval of the principles and criteria for determining, allocating and awarding the components of the overall compensation and benefits of any kind attributable to Mr. Thierry Bolloré as Chief Executive Officer for the fiscal year 2019.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is approved with 87.85% of the votes.

Resolution 14. Approval of a related-party commitment governed by Article L. 225-42-1 of the French Commercial Code entered into by the Company to the benefit of Mr. Thierry Bolloré corresponding to a non-compete agreement.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is approved with 89.93% of the votes.

Resolution 15. Sorry, I'm getting carried away. Approval of the related-party commitments governed by Article L. 225-42-1 of the French Commercial Code entered into by the Company to the benefit of Mr. Thierry Bolloré for a top-up pension scheme.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. The resolution is approved with 87.79% of the votes.

Resolution 16. Authorization granted to the Board of Directors to perform company share transactions.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is approved with 90.86% of the votes.

Resolution 17 for the extraordinary part of the AGM. Authorization granted to the Board of Directors to reduce the Company's share capital by canceling treasury shares.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. The resolution is approved with 92.96% of the votes.

Resolution 18. Authorization granted to the Board of Directors to proceed with free allocations of existing or new Company shares to employees and to corporate officers of the Company and of companies of Groupe Renault, waiving shareholders' preferential subscription rights.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is approved with 88.14% of votes.

19th resolution. Powers for formalities.

The vote is open.

(Voting)

Jean-Benoit Devauges - Renault SA - Group General Counsel, Corporate Secretary

The vote is closed. This resolution is approved with 91.20% of the votes.

All of the resolutions on the agenda were subject to votes. Thank you for your patience. And I will now give the floor to our Chairman to close this meeting.

Jean-Dominique Senard - Renault SA - Chairman of the Board of Directors

Well, thank you so very much for your votes, which were very positive. It's very encouraging. On behalf of the Board of Directors, of Thierry Bolloré and the whole Renault team here and myself, I would like to thank you for attending this general meeting with your very relevant questions. Thank you.

And now, let's move on to the lobby for refreshments.

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