



**Lectra**  
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A French Société Anonyme with capital of €31,250,212  
RCS Paris B 300 702 305

## Results of voting by the Ordinary and Extraordinary Shareholders' Meeting of April 28, 2017

### Ordinary Shareholders' Meeting

112 shareholders, between them holding 22,065,239 shares (70,38%) out of the 31,352,309 entitled to vote after deducting the 2,458 treasury shares held by the company, were present or represented, or voted by correspondence, thus fulfilling the required quorum of one-fifth of shares entitled to vote. Of the above 22,065,239 shares, 88,695 carry double voting rights and 21,976,544 carry a single voting right; the total number of votes was therefore 22,153,934.

- **1<sup>st</sup> resolution (Approval of the fiscal year ended December 31, 2016 parent company financial statements):**  
carried by 22,139,281 votes for (99.93%), with 14,653 against
- **2<sup>nd</sup> resolution (Approval of the fiscal year ended December 31, 2016 consolidated financial statements):**  
carried by 22,139,281 votes for (99.93%), with 14,653 against
- **3<sup>rd</sup> resolution (Approval of discharge of Directors—*quitus aux administrateurs*):**  
carried by 22,132,292 votes for (99.90%), with 21,642 against
- **4<sup>th</sup> resolution (Appropriation of earnings for fiscal year ended December 31 2016, and declaration of dividend):**  
carried by 21,994,501 votes for (99.28%), with 159,433 against
- **5<sup>th</sup> resolution (Approval of non-tax deductible expenses):**  
carried unanimously
- **6<sup>th</sup> resolution (Related-party transactions and commitments under articles L.225-38 and following of the French Commercial Code—*conventions réglementées*):**  
carried unanimously
- **7<sup>th</sup> resolution (Advisory vote on items of compensation owed or granted in respect of fiscal year ending December 31, 2016 to Mr. André Harari, Chairman of the Board of Directors):**  
carried by 21,519,649 votes for (97.14%), with 634,285 against
- **8<sup>th</sup> resolution (Advisory vote on items of compensation owed or granted in respect of fiscal year ending December 31, 2016 to Mr. Daniel Harari, Chief Executive Officer):**  
carried by 22,112,684 votes for (99.81%), with 41,250 against
- **9<sup>th</sup> resolution (Approval of the components of policy relating to the compensation of Mr. André Harari, Chairman of the Board of Directors, in respect of the fiscal year ending December 31, 2017)**  
carried by 21,519,649 votes for (97.14%), with 634,285 against

- 10<sup>th</sup> resolution (Approval of the components of policy relating to the compensation of Mr Daniel Harari, Chief Executive Officer, in respect of the fiscal year ending December 31, 2017) carried by 22,112,684 votes for (99.81%), with 41,250 against
- 11<sup>th</sup> resolution (Authorization of a new repurchase program by the Company of its own shares pursuant to article L. 225-209 of the French Commercial Code): carried by 22,143,166 votes for (99.95%), with 10,768 against

#### Extraordinary Shareholders' Meeting

111 shareholders, between them holding 22,056,326 shares (70.35%) out of the 31,352,309 entitled to vote after deducting the 2,458 treasury shares held by the company, were present or represented, or voted by correspondence, thus meeting the quorum of one-quarter of shares entitled to vote. Of the above 22,056,326 shares, 79,782 carry double voting rights and 21,976,544 carry a single voting right; the total number of votes was therefore 22,136,108.

- 12<sup>th</sup> resolution (Authorization given to the Company to cancel its own shares pursuant to article L. 225-209 of the French Commercial Code) carried unanimously
- 13<sup>th</sup> resolution (Granting of powers to the Board of Directors to amend the Company bylaws to comply with the law and regulations) carried unanimously
- 14<sup>th</sup> resolution (Authorization to perform legal filings and publication formalities): carried unanimously