



Lectra
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A French Société Anonyme with capital of €30,787,619
RCS Paris B 300 702 305

Results of voting by the Ordinary Shareholders' Meetings of April 29, 2016

108 shareholders, between them holding 22,286,535 shares (72.09%) out of the 30,913,448 entitled to vote after deducting the 15,557 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 22,286,535 shares, 180,561 carry double voting rights and 22,105,974 carry a single voting right; the total number of votes was therefore 22,467,096.

Results of voting:

- **1st resolution (Approval of the fiscal year ended December 31, 2015 parent company financial statements):**
carried by 22,461,639 votes for (99.98%), with 5,457 against
- **2nd resolution (Approval of the fiscal year ended December 31, 2015 consolidated financial statements):**
carried by 22,461,639 votes for (99.98%), with 5,457 against
- **3rd resolution (Approval of discharge of Directors—*quitus aux administrateurs*):**
carried by 22,461,636 votes for (99.98%), with 5,460 against
- **4th resolution (Appropriation of earnings for fiscal year ended December 31 2015, and declaration of dividend):**
carried by 22,354,546 votes for (99.50%), with 112,550 against
- **5th resolution (Approval of non-tax deductible expenses):**
carried by 22,467,093 votes for (99.99%), with 3 against
- **6th resolution (Related-party transactions and commitments under articles L.225-38 and following of the French Commercial Code—*conventions réglementées*):**
carried unanimously
- **7th resolution (Declaration of the aggregate amount of annual Directors' fees in respect of fiscal year ended December 31, 2015 and subsequent years):**
carried by 22,462,196 votes for (99.98%), with 4,900 against
- **8th resolution (Re-election of Mr André Harari to the Board) :** carried by 22,464,743 votes for (99.99%), with 2,353 against
- **9th resolution (Re-election of Mr Daniel Harari to the Board) :** carried by 22,464,943 votes for (99.99%), with 2,153 against
- **10th resolution (Re-election of Mrs Anne Binder to the Board) :** carried by 22,464,743 votes for (99.99%), with 2,353 against

- 11th resolution (Re-election of Mr Bernard Jourdan to the Board) : carried by 22,464,743 votes for (99.99%), with 2,353 against
- 12th resolution (Election of Mrs Nathalie Rossiensky to the Board) : carried by 22,464,943 votes for (99.99%), with 2,153 against
- 13th resolution (Advisory vote on items of compensation owed or granted in respect of fiscal year ending December 31, 2015 to André Harari, Chairman of the Board of Directors): carried by 21,962,820 votes for (97.76%), with 504,276 against
- 14th resolution (Advisory vote on items of compensation owed or granted in respect of fiscal year ending December 31, 2015 to Daniel Harari, Chief Executive Officer): carried by 22,464,743 votes for (99.99%), with 2,353 against
- 15th resolution (Authorization of a new buyback program by the company of its own shares to ensure a liquid market under the framework of the liquidity agreement, pursuant to article L. 225-209 of the French Commercial Code): carried by 22,397,796 votes for (99.69%), with 69,300 against
- 16th resolution (Authorization to perform legal filings and publication formalities): carried unanimously