



Lectra

World Headquarters: 16–18, rue Chalgrin • 75016 Paris • France
Tel. +33 (0)1 53 64 42 00 – lectra.com
A French Société Anonyme with capital of €30,372,139
RCS Paris B 300 702 305

Results of voting by the Ordinary Shareholders' Meetings of April 30, 2015

116 shareholders, between them holding 23,227,666 shares (75.93%) out of the 30,588,114 entitled to vote after deducting the 15,279 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 23,227,666 shares, 161,250 carry double voting rights and 23,066,416 carry a single voting right; the total number of votes was therefore 23,388,916.

Results of voting:

- **1st resolution (Approval of the fiscal year ended December 31, 2014 parent company financial statements):**
carried unanimously
- **2nd resolution (Approval of the fiscal year ended December 31, 2014 consolidated financial statements):**
carried unanimously
- **3rd resolution (Approval of discharge of Directors—*quitus aux administrateurs*):**
carried by 23,388,913 votes for (99.99%), with 3 against
- **4th resolution (Appropriation of earnings for fiscal year ended December 31 2014, and declaration of dividend):**
carried unanimously
- **5th resolution (Approval of non-tax deductible expenses):**
carried by 23,388,913 votes for (99.99%), with 3 against
- **6th resolution (Approval of 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, 2014):**
carried by 22,585,659 votes for (96.57%), with 803,257 against
- **8th resolution (Advisory vote on items of compensation owed or granted in respect of fiscal year ending December 31, 2014 to André Harari, Chairman of the Board of Directors):**
carried by 22,368,116 votes for (95.64%), with 1,020,800 against
- **9th resolution (Advisory vote on items of compensation owed or granted in respect of fiscal year ending December 31, 2014 to Daniel Harari, Chief Executive Officer):**
carried by 23,171,373 votes for (99.07%), with 217,543 against
- **10th 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 21,160,930 votes for (90.47%), with 2,227,986 against.
- **11th resolution (Authorization to perform legal filings and publication formalities):**
carried unanimously