

# Resolutions

## 116<sup>th</sup> Annual General Meeting of Shareholders of Romande Energie Holding SA Tuesday 29 May 2018

Agenda	Votes represented	Abstentions	Votes cast	Simple/ qualified majority <sup>1</sup>	In favour	Against
<b>Item 1.1</b> Management report, 2017 parent-company and consolidated financial statements, auditors' reports	937,554	14,858	922,696	461,349	922,255	441
<b>Item 1.2</b> Consultative vote on the remuneration system for 2017	937,554	54,502	883,052	441,527	866,251	16,801
<b>Item 2</b> Granting of discharge to Board of Directors and Executive Board from liability	937,554	423	937,131	468,566	936,763	368
<b>Item 3</b> Appropriation of retained earnings (gross dividend of CHF 36/share, payable from 4 June 2018)	937,554	1,440	936,114	468,058	935,914	200
<b>Item 4</b> Authorised capital (amendment to Articles of Association)	936,516	4,420	932,096	466,049	930,742	1,354
<b>Item 5.1</b> Re-elections to the Board of Directors:						
<b>Item 5.1.1</b> Anne Bobillier	936,516	1,098	935,418	467,710	933,774	1,644
<b>Item 5.1.2</b> Wolfgang Martz	936,516	1,105	935,411	467,706	918,909	16,502
<b>Item 5.1.3</b> Christian Budry	936,516	1,189	935,327	467,664	933,024	2,303
<b>Item 5.1.4</b> Bernard Grobéty	936,516	724	935,792	467,897	920,989	14,803
<b>Item 5.1.5</b> Jean-Jacques Miauton	936,516	714	935,802	467,902	905,337	30,465
<b>Item 5.2</b> Re-election of the Chairman of the Board of Directors (Guy Mustaki)	936,516	662	935,854	467,928	918,353	17,501
<b>Item 5.3</b> Re-elections to the Appointments and Compensation Committee:						
<b>Item 5.3.1</b> Wolfgang Martz	936,516	41,782	894,734	447,368	872,616	22,118
<b>Item 5.3.2</b> Elina Leimgruber	936,516	41,773	894,743	447,372	888,817	5,926
<b>Item 5.3.3</b> Laurent Balsiger	936,516	41,751	894,765	447,383	889,175	5,590
<b>Item 5.3.4</b> Jean-Yves Pidoux	936,516	41,813	894,703	447,352	861,978	32,725
<b>Item 5.4</b> Re-election of the Statutory Auditors for 2018 (Deloitte SA)	936,515	1,649	934,866	467,434	934,598	268
<b>Item 5.5</b> Re-election of the Independent Proxy (Gabriel Cottier, lawyer)	936,515	842	935,673	467,837	932,636	3,037
<b>Item 6.1</b> Maximum remuneration payable to members of the Board of Directors for 2019	936,515	14,359	922,156	461,079	904,332	17,824
<b>Item 6.2</b> Maximum remuneration payable to members of the Executive Board for 2019	936,515	15,014	921,501	460,751	915,801	5,700

<sup>1</sup> All resolutions are adopted by a simple majority of votes cast