

## Ordinary General Meeting of May 29, 2015

### Approval of resolutions proposed by the Board of Directors

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TOTAL S.A.  
Capital : 5 989 367 337,50 €  
542 051 180 R.C.S. Nanterre

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**Paris, May 29, 2015** - The Ordinary General Meeting of Total was held on May 29, 2015, under the chairmanship of Thierry Desmarest. Shareholders adopted all resolutions recommended by the Board of Directors, including:

- The approval of the 2014 financial statements and payment of an annual dividend for 2014 of €2.44 per share, an increase of 2.5% from the previous year;
- The option for shareholders to receive the final dividend for 2014 and any interim dividends for 2015 in cash or in new shares of the Company; and
- The election of the Chief Executive Officer Mr. Patrick Pouyanné as director and re-election of Mr. Patrick Artus and Mrs. Anne-Marie Idrac as directors, for three-year terms.

The full results of votes will be available on Total's corporate website [total.com](http://total.com) in the coming days.

The Shareholders' Meeting was also an opportunity for Thierry Desmarest, Patrick Pouyanné and Patrick de La Chevardière, Chief Financial Officer, to report on corporate governance, present the Group's performance and outlook, and pay tribute to former Chairman and CEO Christophe de Margerie.

Thierry Desmarest emphasized the quality of Total's corporate governance, highlighting the implementation of the managerial transition without delay following the loss of Christophe de Margerie. He also stressed the strong involvement of the directors and in particular thanked Mrs. Anne Lauvergeon, Mr. Michel Pébereau and Mr. Bertrand Collomb, who are stepping down from the board after 15 years of active participation.

Patrick Pouyanné outlined Total's medium and long-term strategy in the context of the challenges of increasing energy demand and climate change. This strategy consists of growing production through the start-up of fifteen Upstream projects, continuing to adapt Refining & Chemicals and expanding Marketing & Services in growth markets. The Group also intends to provide solutions to the challenge of climate change, relying notably on the development of natural gas and solar energy.

Patrick Pouyanné then addressed the sharp decline in oil prices since September 2014. In this context, Total realized strong results in 2014 demonstrating resilience and benefiting from its integrated model. The Group also launched an ambitious response plan in order to reduce its spending, lower its breakevens and adapt to this new environment. This plan already started to bear fruit in the first quarter 2015, as the Group's results benefited from realized cost reductions, Upstream production growth and high Downstream returns.

Finally, Patrick de La Chevardiére provided details on the executive directors' compensation for 2014, explaining in particular the performance criteria of the CEO's annual variable compensation. He underlined the dividend increase, as well as the Group's commitment to a competitive shareholder return, and presented the option for shareholders to receive the final dividend payment for 2014 in shares.

Thierry Desmarest concluded by thanking the 3,200 shareholders present for their loyalty. Through the full mobilization of its teams, the Group is confident in its ability to adapt and pursue its growth for the benefit of its shareholders, with safety as the first priority.

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#### **About Total**

Total is a global integrated energy producer and provider, a leading international oil and gas company, and the world's second-ranked solar energy operator with SunPower. Our 100,000 employees are committed to better energy that is safer, cleaner, more efficient, more innovative and accessible to as many people as possible. As a responsible corporate citizen, we focus on ensuring that our operations in more than 130 countries worldwide consistently deliver economic, social and environmental benefits. [total.com](http://total.com)