

## Ordinary and Extraordinary Meeting of May 24, 2016

### 2015 dividend of €2.44 per share

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**Paris, May 24, 2016** – The Annual Shareholders' Meeting, held on May 24, 2016 under the chairmanship of Patrick Pouyanné, declared a 2015 dividend of €2.44 per share. Taking into account the three interim dividends of €0.61 per share paid on October 21, 2015, January 14, 2016, and April 12, 2016 respectively, the final dividend for 2015 to be paid is equal to €0.61 per share. In addition, the Annual Shareholders' Meeting decided that each shareholder will have the option between payment of this final dividend in cash or in new shares of the Company, each choice being exclusive of the other.

The share price for the new shares which will be issued as payment of the final dividend is set at €38.26. This price is equal to the average opening price on the Euronext Paris for the 20 trading days preceding the Annual Shareholders' Meeting, reduced by the amount of the final dividend, with a 10% discount, rounded up to the nearest cent. Shares issued in this way will carry immediate dividend rights and will accordingly give the right to any distribution decided from the date they are issued. An application will be made to admit the new shares for trading on the Euronext Paris market.

The ex-dividend date for the final dividend is set for June 6, 2016. The period for exercising the option will begin on June 6, 2016, and will end on June 15, 2016, both dates inclusive. The option may be exercised on request with authorized financial brokers.

For Total's American Depositary Shares (ADS), the ex-dividend date for the final dividend is set for June 1, 2016. The period for exercising the option will begin on June 6, 2016, and will end on June 10, 2016, both dates inclusive. The option may be exercised on request with authorized financial brokers.

Any shareholder who does not exercise this option within the specified time period will receive the whole of the final dividend due to them in cash. The date for the payment in cash is set for June 23, 2016.

For shareholders who elect to receive the final dividend in shares, the date for the delivery of shares is set for June 23, 2016. For holders of Total's American Depositary Receipts, the delivery of new ADSs is set for July 1, 2016.

If the amount of the final dividend for which the option is exercised does not correspond to a whole number of shares, the shareholders may opt to receive either the number of shares immediately above, having paid a cash adjustment on the day they exercise their option, or the number of shares immediately below, plus a balancing cash adjustment.

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#### **Cautionary Note**

*This news release is provided for information purposes only and does not constitute an offer to purchase securities. This news release and any other document relating to payment of dividends in shares may only be published outside of France in conformity with applicable local laws and regulations and shall not constitute an offer for securities in jurisdictions where such an offer would violate applicable local law. The option to receive the final dividend in shares is not open to shareholders residing in any jurisdiction where such option would give rise to a registration requirement or require the granting of any authorization from local securities regulators; shareholders residing outside of France are required to inform themselves of any restrictions which may apply under their local law and comply with such restrictions. Shareholders must inform themselves of the conditions and consequences of the exercise of such option, which may be applicable under local law. In making their decision to receive the dividend in shares, shareholders must consider the risks associated with an investment in shares.*