



PRESS RELEASE

GDF SUEZ

May 3, 2010

COMBINED ANNUAL & EXTRAORDINARY GENERAL MEETING All resolutions adopted

On May 3, 2010, the Combined Annual and Extraordinary General Meeting of GDF SUEZ shareholders, chaired by Gérard Mestrallet, Chairman and CEO, met to review the report of the Board of Directors for fiscal year 2009, as well as the reports of the Chairpersons of the five Board Committees (Audit Committee, Business Strategy and Investments Committee, Nominations Committee, Compensation Committee, Ethics, Environment and Sustainable Development Committee).

The Combined Annual and Extraordinary General Shareholders' Meeting approved the financial statements and earnings appropriation for 2009.

The dividend was set at EUR 1.47 per share for fiscal year 2009, up 5%¹ compared to the ordinary dividend for fiscal year 2008. It included a EUR 0.80 interim dividend per share paid December 18, 2009. The balance of this dividend (EUR 0.67 per share) will be paid May 10, 2010².

The 18 resolutions submitted to the Group's shareholders by the Board of Directors were adopted. The Shareholders' Meeting authorized the Board of Directors to buy back its own shares. The Board of Directors decided, in order to ensure the hedging of share option plans and bonus shares, to buy back shares totaling approximately EUR 400 million over the coming weeks.

Furthermore, and in accordance with its dividend distribution policy, the Board of Directors decided the principle of a EUR 0.83 interim dividend per share for fiscal year 2010, to be paid on November 15, 2010.

The Board of Directors announced the departure of Mr. Etienne Davignon and Mr. Jacques Lagarde. The Chairman of the Board of Directors, Gérard Mestrallet, and the Board would like to thank these directors for their fruitful collaboration and having contributed to the Group's ambitious strategy.

The Combined General Meeting was attended by more than 2,000 shareholders and it is worth noting that 15 000 shareholders voted beforehand, half of them thanks to the internet voting system.

The Combined Annual and Extraordinary General Shareholders' Meeting was broadcast live on an audio feed via the Group's Website (www.gdfsuez.com), where the broadcast will continue to be available for three months.

¹ In line with the Group target of + 10% average annual growth rate of its dividend over the period 2007-2010 (compared with the dividend paid by Gaz de France in 2007 : Eur 1.1 per share)

² Coupon date : May 5, 2010



One of the leading energy providers in the world, GDF SUEZ is active across the entire energy value chain, in electricity and natural gas, upstream to downstream. It develops its businesses (energy, energy services and environment) around a responsible-growth model to take up the great challenges: responding to energy needs, ensuring the security of supply, fighting against climate change and maximizing the use of resources. GDF SUEZ relies on diversified supply sources as well as flexible and high-performance power generation in order to provide innovative energy solutions to individuals, cities and businesses. The Group employs 200,650 persons worldwide and achieved revenues of €79.9 billion in 2009. GDF SUEZ is listed on the Brussels, Luxembourg and Paris stock exchanges and is represented in the main international indices: CAC 40, BEL 20, DJ Stoxx 50, DJ Euro Stoxx 50, Euronext 100, FTSE Eurotop 100, MSCI Europe and ASPI Eurozone.

Forward-looking statements

This communication contains forward-looking information and statements. These statements include financial projections, synergies, cost-savings and estimates, statements regarding plans, objectives, savings, expectations and benefits from the transactions and expectations with respect to future operations, products and services, and statements regarding future performance.

Although the management of GDF SUEZ believes that the expectations reflected in such forward-looking statements are reasonable, investors and holders of GDF SUEZ securities are cautioned that forward-looking information and statements are not guarantees of future performances and are subject to various risks and uncertainties, many of which are difficult to predict and generally beyond the control of GDF SUEZ, that could cause actual results, developments, synergies, savings and benefits to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements.

These risks and uncertainties include those discussed or identified in the public filings made by GDF SUEZ with the Autorité des marchés financiers (AMF), including those listed under "Facteurs de Risques" (Risk factors) sections in the Document de Référence 2009 filed by GDF SUEZ with the AMF on 6, April 2010 (under no: D.10-218). Investors and holders of GDF SUEZ securities should consider that the occurrence of some or all of these risks may have a material adverse effect on GDF SUEZ.

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