

**TELEPERFORMANCE SE
COMBINED SHAREHOLDERS' MEETING OF MAY 9, 2019
VOTING RESULTS**

	Ordinary	Extraordinary
Number of shares composing the share capital	58,580,600	58,580,600
Number of shares with voting rights:	58,571,406	58,571,406
Number of shareholders present, represented or voting by post:	2,356	2,256
Number of shares owned by shareholders present, represented or voting by post	41,738,769	41 738,769
Number of voting rights owned by shareholders present, represented or voting by post:	42,709,478	42,709,478
Quorum	71.26%	71.26%

	FOR		AGAINST		ABSTENTIONS (*)	Results
	Number	%	Number	%	Number	
As an Ordinary Shareholders' Meeting						
1. Approval of the statutory financial statements for financial year ended December 31, 2018	42,629,226	99.99%	6,053	0.01%	71,257	Adopted
2. Approval of the consolidated financial statements for financial year ended December 31, 2018	42,435,525	99.53%	199,859	0.47%	71,226	Adopted
3. Appropriation of 2018 results - Determination of dividend amount and payment date	42,694,520	99.98%	9,285	0.02%	1,824	Adopted
4. Special report of the statutory auditors on regulated agreements and commitments – Acknowledgement of the absence of new agreements	42,697,352	100%	162	0.00%	6,680	Adopted
5. Approval of the fixed, variable and exceptional elements comprising the total remuneration and the benefits of all kind paid or granted, in respect of the 2018 financial year, to Mr. Daniel Julien, Chairman and Chief Executive Officer	29,079,281	70.30%	12,283,939	29.70%	1,333,031	Adopted
6. Approval of the fixed, variable and exceptional elements comprising the total remuneration and the benefits of all kind paid or granted, in respect of the 2018 financial year, to Mr. Olivier Rigaudy, Deputy Chief Executive Officer	30,139,663	70.99%	12,316,349	29.01%	240,109	Adopted
7. Approval of the principles and criteria for determining, allocating and granting the fixed, variable and exceptional elements comprising the total remuneration and the benefits of all kind of the Chairman and Chief Executive Officer	24,592,500	57.61%	18,096,453	42.39%	17,411	Adopted
8. Approval of the principles and criteria for determining, allocating and granting the fixed, variable and exceptional elements comprising the total remuneration and the benefits of all kind of the Deputy Chief Executive Officer	28,796,943	67.44%	13,902,161	32.56%	7,026	Adopted
9. Renewal of the term of office of Ms. Pauline Ginestié as a director for a 3-year term	42,428,321	99.36%	275,146	0.64%	2,614	Adopted
10. Renewal of the term of office of Ms. Wai Ping Leung as a director for a 3-year term	42,613,263	99.79%	91,503	0.21%	2,185	Adopted
11. Renewal of the term of office of Ms. Leigh Ryan as a director for a 3-year term	42,459,256	99.43%	244,978	0.57%	2,185	Adopted
12. Renewal of the term of office of Mr. Patrick Thomas as a director for a 3-year term	40,590,552	95.05%	2,113,482	4.95%	2,327	Adopted
13. Renewal of the term of office of Mr. Alain Boulet as a director for a 2-year term	40,772,121	95.48%	1,932,031	4.52%	2,288	Adopted
14. Renewal of the term of office of Mr. Robert Paszczak as a director for a 2-year term	38,666,914	91.77%	3,468,848	8.23%	570,634	Adopted

	FOR		AGAINST		ABSTENTIONS (*)	Results
	Number	%	Number	%	Number	
15. Determination of the global amount of directors' fees	42,587,944	99.77%	98,784	0.23%	21,240	Adopted
16. Authorization to be given to the Board of Directors to allow the Company to repurchase its own shares pursuant to the provisions of Article L. 225-209 of the French Commercial Code, duration of the authorization, purposes, conditions, cap, non-exercise during public offerings	41,705,025	97.69%	985,067	2.31%	16,867	Adopted
As an Extraordinary Shareholders' Meeting						
17. Authorization to be given to the Board of Directors to cancel the shares repurchased by the Company pursuant to the provisions of Article L. 225-209 of the French Commercial Code, duration of the authorization, cap	41,725,214	97.71%	977,388	2.29%	2,002	Adopted
18. Delegation of authority to be given to the Board of Directors to increase the share capital by capitalization of reserves, profits and/or premiums, duration of the delegation, maximum nominal amount of the share capital increases, treatment of fractional shares, non-exercise during public offerings	42 667 644	99.92%	34,603	0.08%	2,504	Adopted
19. Delegation of authority to be given to the Board of Directors to issue ordinary shares giving access, as applicable, to ordinary shares or to the grant of debt instruments (of the Company or of a subsidiary) and/or securities giving access to ordinary shares (of the Company or of a subsidiary) with application of the preferential subscription rights for shareholders, duration of the delegation, maximum nominal amount of capital increases, option to offer the unsubscribed securities to the public, non-exercise during public offerings	39,804,313	93.21%	2,899,610	6.79%	1,710	Adopted
20. Delegation of authority to be given to the Board of Directors to issue ordinary shares giving access, where applicable, to ordinary shares or to the grant of debt instruments (of the Company or of a subsidiary), and/or securities giving access to ordinary shares (of the Company or of a subsidiary), without preferential subscription rights for shareholders but with the obligation to confer a mandatory priority right, by public offering and/or as consideration for securities in connection with a public exchange offer, duration of the delegation, maximum nominal amount of capital increases, issue price, option to limit the issue to the amount of subscriptions or to distribute unsubscribed securities, non-exercise during public offerings	23,502,775	55.04%	19,200,349	44.96%	2,677	Rejected
21. Delegation of authority to be given to the Board of Directors to increase the share capital by issuing ordinary shares and/or securities giving access to the share capital, without preferential subscription rights for shareholders, in favor of members of a company savings plan pursuant to the provisions of Articles L. 3332-18 <i>et seq.</i> of the French Labor Code, duration of the delegation, maximum nominal amount of capital increases, issue price, possibility to allocate free shares in compliance with Article L. 3332-21 of the French Labor Code	42,486,618	99.50%	215,485	0.50%	2,706	Adopted
22. Authorization to be granted to the Board of Directors to grant, under no consideration, existing shares and/or shares to be issued to employees and/or certain corporate officers of the Company or of affiliated companies or economic interest groups, waiver by the shareholders of their preferential subscription rights, performance criteria, duration of the authorization, cap, term of vesting period in particular in the event of disability	38,806,075	91.00%	3,836,921	9.00%	26,963	Adopted
23. Amendment of Article 14 of the Articles of association regarding the age limit for the third of directors	39,270,236	92.01%	3,408,527	7.99%	26,156	Adopted
24. Amendment of Article 19-2 of the Articles of association regarding the age limit for the Chief Executive Officer	38,340,442	89.84%	4,337,095	10.16%	26,363	Adopted
25. Amendment of Article 19-3 of the Articles of association regarding the age limit for Deputy Chief Executive Officers	39,423,087	92.37%	3,254,951	7.63%	25,910	Adopted

	FOR		AGAINST		ABSTENTIONS (*)	Results
	Number	%	Number	%	Number	
26. Update of Article 22 of the Articles of Association regarding the exemption of appointing alternate statutory auditors with the new provisions of Article L. 823-1 of the French Commercial Code	42,632,656	99.85%	63,401	0.15%	8,692	Adopted
27. Powers for formalities	42,699,489	100%	73	0.00%	1,762	Adopted

() In accordance with Article 58 of the European Regulation No 2157/2001 on the statute for a European company, the total number of votes cast does not comprise the votes for which the shareholder abstained from. As a result, the abstentions do not appear in the total number of votes cast and are not taken into account in the voting percentages.*