Groupe Renault’s strategy
Overview of Renault

**Business description**

- **Renault brand**: World’s leading French automotive brand and Europe’s #2 automotive brand. Leader in EV in Europe.
- **Sells a range of over 30 types of passenger cars and light commercial vehicles under four brands**: Renault, Dacia, Lada, and Renault Samsung Motors.
- **Created an Alliance with Nissan in 1999 that was joined by Mitsubishi in 2016; also maintains a strategic cooperation with Daimler.**
- **Key figures in 2018:**
  - €57.4 million in revenues
  - COP at 6.3% of Group revenues
  - 3.88 million vehicles sold, a new sales record
  - More than 12,500 points of sale in over 125 countries
  - Top 3 markets included France, Russia, and Germany
- **Founded in 1898; over 180,000 employees worldwide including AVTOVAZ.**

**2018 sales volumes**

**BY BRAND**
- Renault: 66%
- Dacia: 18%
- Lada: 10%
- RSM: 2%
- Jinbei & Huasong: 4%

**BY REGION**
- Europe: 49%
- Americas: 11%
- Africa-ME-India: 12%
- Asia-Pacific: 9%
- Eurasia: 20%
- Other: 1%

**Structure of Renault (2018)**

**GROUP STRUCTURE**

- **Renault S.A**
  - Renault s.a.s. 100%
  - Dacia 99.4%
  - Renault Samsung 89%
  - Alliance Rostec Auto B.V. 61.9%
  - RCI Banque 100%

**CAPITAL OWNERSHIP**

- **French State**: 15.01%
- **Nissan**: 15.00%
- **Daimler Pension Trust e.V.**: 3.10%
- **Employees**: 2.44%
- **Public**: 62.74%
- **Treasury Stock**: 1.71%

**Investment thesis**

- A stronger, healthier group
- Sustainable, profitable growth
- Ready to address industry challenges
- Strong leverage in growing markets
- Benefits for all stakeholders

**KEY ASSETS**

1. Alliance scale and technology
2. Regional diversity
3. Electric vehicle leadership
4. Global access expansion
5. LCV globalization
6. RCI Bank & Services

Source: 2018 Registration Document and Annual Report; Drive the Future – CEO Presentation
Strategy and performance highlights

**DRIVE THE FUTURE: 2017 – 2022**

Our 6-year Strategic Plan, *Drive the Future*, builds on the strong foundation of our last plan, *Drive the Change*, which resulted in record growth and operating profit, increased synergies through the Alliance with Nissan, empowered regions, expanded product mix and leadership in zero-emission vehicles in Europe.

**Key targets & objectives**

- Now that Renault is a healthy, profitable, global company, *Drive the Future* is focused on delivering strong, sustainable growth benefiting from investments in key regions and products, leveraging Alliance resources and technologies, and increasing our cost competitiveness.

**Strong revenue growth (€ in bn)**

<table>
<thead>
<tr>
<th>Year</th>
<th>Actual</th>
<th>Target</th>
</tr>
</thead>
<tbody>
<tr>
<td>2010</td>
<td>39</td>
<td>70</td>
</tr>
<tr>
<td>2016</td>
<td>51</td>
<td></td>
</tr>
</tbody>
</table>

**High level of operating profit**

<table>
<thead>
<tr>
<th>Year</th>
<th>2010</th>
<th>2016</th>
<th>End of Plan*</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2.8%</td>
<td>6.4%</td>
<td>&gt;7.0%</td>
</tr>
</tbody>
</table>

**Four focus areas**

1. **Increase our competitiveness**
   - Benefiting from a product range across all segments
   - Improving costs thanks to efficiency all along the value chain
   - Attracting best talent and re-skilling our workforce

2. **Increase our geographic strength**
   - Extend and renew our global access range
   - LCV: from European leadership to top global player

3. **Provide the mobility of the future**
   - Continue to lead in electric vehicles
   - Provide connected, autonomous vehicles and mobility services

4. **Leverage our Alliance resources**
   - Produce 80% of Groupe Renault vehicles on common platforms
   - Share R&D investments and technologies

Source: Drive the Future – CEO Presentation; Company press releases and presentations for FY2017

* Including AVTOVAZ and with FX from banking consensus September 2017
02

Groupe Renault’s Board
Timeline of board meetings

Board Meeting – January 24th
- Mr. Ghosn resigned from his terms of office as Chairman of the Board and CEO.
- The Board decided to provide Renault with a new governance structure and to institute a separation of the functions of Chairman of the Board and CEO.
- The Board appointed Mr. Senard as new Director and elected him as Chairman.
- The Board appointed Thierry Bolloré as Chief Executive Officer.

Board Meeting – November 20th
Following November 19th event,
- The Board adopted transitional governance measures.
- Resolved to appoint Mr. Bolloré on a temporary basis as Deputy CEO.
- Decided to meet on a regular basis under the chairmanship of the LID, Mr. Lagayette.

Board Meeting – April 3rd
- Evolution of the composition of Renault Board
  - Acknowledged the decision of Mr. Ghosn to resign from his office as director (on June 12th).
  - Decided to propose the appointment of Mrs. Annette Winkler as independent director.
  - Decided to keep a LID, to be appointed by the Board on June 12th 2019.
- Compensation of Mr. Ghosn for the 2018 financial year
  - Noted that Mr. Ghosn’s variable compensation would be equal to the sole portion payable in cash (€224,000).
  - The Board recommend to the General Meeting that the meeting does not approve the resolution to be submitted relating to compensation items due or allocated to Mr. Carlos Ghosn (implying a non payment of the variable compensation).
  - Also noted, with respect to the topup defined benefit pension plan, that the circumstances of Mr. Carlos Ghosn's resignation do not fall within the cases in which the plan may be open and that he is not entitled to any pension in this respect.
- Communication of the Board
  - Acknowledged the final conclusions of the audit assignment conducted by Renault's Ethics and Compliance Department since November 23, 2018.
  - Recommended that Management implements all necessary measures, including organizational, to address the circumstances identified during this audit.
  - Asked the parties involved in the RNBV audit process to complete their work and deliver their final conclusions as soon as possible.

Board Meeting – February 13th
- Decided to waive Mr. Ghosn's non-compete commitment.
- With respect to the shares granted to Mr. Ghosn in 2015, 2016, 2017 and 2018 (both as part of the deferred portion of his variable compensation for the financial years 2014 to 2017, as well as the performance plans for the years 2015 to 2018), the Board unanimously noted that the presence condition is not met, thereby triggering the loss of Mr. Ghosn's rights to the definitive acquisition of such shares.

AGM

Renault Press Releases are available online – www.media.group.renault.com
Board charter – main objectives of the revision

New version adopted by the board of directors on March 15, 2019

- Adaptation to the new governance structure providing for the separation of the offices of Chairman of the Board and Chief Executive Officer
  - division of roles between the Chairman of the Board and the CEO, and
  - integration of specific missions of the Chairman, in particular within the Alliance, as decided by the Board of Directors on January 24, 2019

- Integration of changes to the AFEP-MEDEF Code (last revision in June 2018)

- A more complete and precise wording
  - operating rules of the Board of Directors and the Committees,
  - duties and operation of committees,
  - Directors’ obligations in terms of confidentiality, and
  - rules for managing conflicts of interests.
Balanced and effective governance

The Board decided to institute a **separation of the functions of Chairman of the Board and CEO**

<table>
<thead>
<tr>
<th>CEO</th>
<th>Chairman</th>
</tr>
</thead>
<tbody>
<tr>
<td>✓ Is appointed by the Board of Directors</td>
<td>✓ Organize and lead the Board’s work on which he shall report to the general meeting of the shareholders.</td>
</tr>
<tr>
<td>✓ Direct the Company’s activities</td>
<td>✓ Ensure that Renault’s corporate bodies correctly operate</td>
</tr>
<tr>
<td>✓ Lead the Group’s operational and functional departments</td>
<td>✓ Work to ensure that high-quality relations are maintained with Renault shareholders and contribute to promoting Renault’s values and image among its staff and partners</td>
</tr>
<tr>
<td>✓ Represent the Company in its relations with third parties.</td>
<td>✓ Other duties he shall perform in liaison with the CEO</td>
</tr>
<tr>
<td>✓ Coordinate for the company the Alliance’s activities in the operational field</td>
<td>• be the contact person of Nissan and Mitsubishi in respect of any discussion regarding the organization and development of the Alliance</td>
</tr>
<tr>
<td></td>
<td>• propose to the Board of Directors any new agreement or alliance that he/she deems useful for Renault’s future;</td>
</tr>
<tr>
<td></td>
<td>• be selected* as Renault’s candidate for appointment to the management or administrative bodies of the Alliance and of its members</td>
</tr>
</tbody>
</table>

*subject to applicable laws and regulations, as well as the provisions of the agreements entered into among Alliance members

January 24th, 2019
The Board appointed Mr. Jean Dominique Senard as new Director and elected him as Chairman.

January 24th, 2019
The Board appointed Mr. Thierry Bolloré as CEO
The Board decided to keep a Lead Independent Director (LID) chosen among independent directors

**LID main duties and responsibilities**

- The Lead Independent Director chair the meetings of the Board in the absence of the Chairman
- Is consulted by the Chairman regarding the agenda of each meeting of the Board and the schedule of meetings
- Convene the Board in exceptional circumstances
- Ensure that the independent directors liaise with the other members of the Board and General Management
- Prevent conflicts of interest
- Have access to the work of all committees
- Assist the Chairman or the CEO in responding to shareholder’s request, be available to meet some of them and inform the Board of shareholders’ concerns regarding governance.
- Ensure compliance with the Board charter
- Report on the assessment of his duties once a year to the Board

**Board structure and processes**

- The Board:
  - considers a robust list of criteria when evaluating candidates for membership to achieve a balance of experience, skills, independence and diversity
  - reviews the composition of the specialized committees of the Board, including the independence, skill sets of directors and appointment of the committee Chairman
  - conducts a regular self-assessment of its organization and operation

- There are four specialized committees
  - the Audit, Risks and Ethics Committee;
  - the Appointments and Governance Committee;
  - the Compensation Committee; and
  - the (International, Industrial and Digital) Strategy Committee.

- Each of the four committees is chaired by an independent director and comprised a majority of independent directors*

Mr. Lagayette mandate cannot be renewed (tenure >12 years). New LID to be appointed by the Board on June 12th 2019

*Pursuant to the recommendations of the AFEP-MEDEF Code, excluding the directors representing the employees or those representing the employee shareholders.
Renault’s Board of Directors subject to the approval of the resolutions submitted to the 2019 AGM

**BOARD COMPOSITION GOVERNANCE**

Renault will be administered by a Board of Directors with 18 members, including:

14 DIRECTORS appointed by the Shareholders’ Annual General Meeting, of whom

- 2 directors appointed upon proposal of Nissan and
- 1 director appointed upon proposal of the employee shareholders
- 1 director appointed upon proposal of the French State

1 DIRECTOR designated by administrative order and as representative of the French State

3 DIRECTORS elected by employees

**KEY BOARD STATISTICS**

<table>
<thead>
<tr>
<th>INDEPENDENCE*</th>
<th>DIVERSITY**</th>
<th>TENURE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-Independent</td>
<td>28.6%</td>
<td>46.7%</td>
</tr>
<tr>
<td>Independent</td>
<td>71.4%</td>
<td>-</td>
</tr>
<tr>
<td>Male</td>
<td>53.3%</td>
<td>-</td>
</tr>
<tr>
<td>Female</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

*Pursuant to the recommendations of the AFEP-MEDEF Code, excluding the directors representing the employees or those representing the employee shareholders.
**Pursuant to the French law, excluding the directors representing the employees.

**Pursuant to the recommendations of the AFEP-MEDEF Code, the appointments of the following directors are subject to the approval of the resolutions submitted to the 2019 AGM:

- **Jean-Dominique Senard** Chairman of the Board
  - Ratification of the appointment proposed at next AGM
- **Catherine Barba** Founder, CB Group
  - Committees: Appointments and Governance, (International, Industrial and Digital) Strategy
  - Date of Appointment: June 2017
  - Term Expires: 2022 AGM
- **Pierre Fleurot** Former CEO, Credit Suisse France
  - Committees: Audit, Risk and Ethics, Compensation
  - Date of Appointment: June 2018
  - Term Expires: 2022 AGM
- **Miriem Bentahla Chaqroun** Vice President and CEO, Les Eaux Minérales d’Ouîn
  - Committees: (International, Industrial and Digital) Strategy
  - Date of Appointment: Nov 2016
  - Term Expires: 2021 AGM
- **Emmanuel de Rothschild**
  - Chairman of the Board
- **Jean-Baptiste Rigotti**
  - Vice President, Corporate Social Responsibility, Vivendi
  - Committees: Appointments and Governance, Compensation (Chair)
  - Date of Appointment: June 2017
  - Term Expires: 2021 AGM
- **Thierry Deréz** CEO & Chairman, Coviva
  - Committees: (International, Industrial and Digital) Strategy
  - Date of Appointment: Feb 2018
  - Term Expires: 2020 AGM
- **Yu Serizawa** President & Chairman, Forma Corporation
  - Committees: None
  - Date of Appointment: Dec 2016
  - Term Expires: 2021 AGM
- **Pascale Soursisse** Senior Executive Vice-President, InIt Development, Thales Group
  - Committees: Audit, Risk and Ethics
  - Date of Appointment: April 2010
  - Term Expires: 2022 AGM
- **Patrick Thomas** Vice-Chairman, Laurent Perrier
  - Committees: Compensation, Appointments & Governance (Chair)
  - Date of Appointment: April 2014
  - Term Expires: 2022 AGM
- **Martin Vial** Commissioner for French State Holdings
  - Committees: Audit, Risk and Ethics, Appointments & Governance
  - Date of Appointment: Sept 2015
  - Term Expires: N/A
- **Elena Bersani**
  - Appointed on proposal of the French State

**INDEPENDENCE**

- 71.4% Independent
- 28.6% Non-Independent

**DIVERSITY**

- 53.3% Male
- 46.7% Female

**TENURE**

- 5 years
- 4-8 years
- 0-4 years
- 8-12 years

- 10 years

**Financier**

- Annette Winkler
  - Appointed on proposal of Nissan Motor Co.
- Olivia Qiu
  - Chief Innovation Officer, Philips Lighting
    - Committees: Audit, Risk and Ethics, (International, Industrial and Digital) Strategy (Chair)
    - Date of Appointment: April 2016
    - Term Expires: 2020 AGM

**Confidential C**
# Appointment of a new independent director

## Mrs. Annette Winkler

<table>
<thead>
<tr>
<th><strong>Education:</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>• 1986 : PhD in Economics, University Johann Wolfgang Goethe – Frankfurt</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>Current positions:</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>• Member of the Supervisory Board of Mercedes-Benz South Africa (since January 2019)</td>
<td></td>
</tr>
<tr>
<td>• Director of L’Air Liquide S.A.*, member of the Remuneration Committee since May 2015, member of the Appointments and Governance Committee since May 2017)</td>
<td></td>
</tr>
<tr>
<td>• Member of the Counsel for Foreign Economic Affairs of the German Ministry for Economics</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th><strong>Former positions:</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>• Vice-President of Daimler AG*, Chief Executive Officer of Smart (until September 2018)</td>
<td></td>
</tr>
<tr>
<td>• Vice-President of Global Business Management &amp; Wholesale Europe, DaimlerChrysler (2006-2010)</td>
<td></td>
</tr>
<tr>
<td>• Chief Executive Officer of DaimlerChrysler Belgium and Luxembourg (1999-2005)</td>
<td></td>
</tr>
</tbody>
</table>

(*) Listed companies
03 Remuneration
Fixed, variable and exceptional compensation items due or allocated to Mr. Ghosn for the 2018 financial year.

<table>
<thead>
<tr>
<th>Key Element</th>
<th>Payout in 2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fixed Compensation</td>
<td>▪ € 1,000,000 paid in cash</td>
</tr>
<tr>
<td>Variable Compensation</td>
<td>▪ Achievement rate: 89.6%</td>
</tr>
<tr>
<td></td>
<td>• Cash : € 224,000</td>
</tr>
<tr>
<td></td>
<td>• Deferred in shares: €0 - Presence condition is not met</td>
</tr>
<tr>
<td>Long-Term Incentives</td>
<td>▪ Presence condition is not met</td>
</tr>
<tr>
<td>Non Compete Clause</td>
<td>▪ The Board decided to waive Mr. Ghosn’s non-compete commitment</td>
</tr>
<tr>
<td>Others</td>
<td>▪ Director fees (€ 48,000) ; Perquisites (€ 5,610)</td>
</tr>
</tbody>
</table>

The Board recommend to the General Meeting that the meeting does not approve the resolution 10*

With respect to the shares granted to Mr. Ghosn in 2015, 2016, 2017 and 2018 (both as part of the deferred portion of his variable compensation for the financial years 2014 to 2017, as well as the performance plans for the years 2015 to 2018), the Board unanimously noted that the presence condition is not met, thereby triggering the loss of Mr. Ghosn's rights to the definitive acquisition of such shares.

The Board of Directors also noted, with respect to the top up defined benefit pension plan (régime de retraite à prestations définies), that the circumstances of Mr. Carlos Ghosn's resignation do not fall within the cases in which the plan may be open and that he is not entitled to any pension in this respect.

*If the AGM does not approve this resolution, Mr. Ghosn will not receive the portion payable in cash of his variable compensation for 2018.
General principles relating to the compensation of the corporate officers

### Market best practices that we follow

- Use appropriate peer groups (country based and sector based) to inform (but not dictate) compensation policy;
- Review performance criteria and only make modifications when there are material changes to our business strategy and in order to maintain the alignment with shareholders;
- Clear mention of a cap for all variable elements;
- Set demanding performance conditions;
- Include CSR criteria measurable and linked to strategic objectives;
- Have a long-term performance criterion linked to shareholder return;
- Subject long-term compensation plans to minimum three-year vesting conditions
- Obligation for the CEO to retain 25% of the vested performance shares until the end of his office;
- Implement post-mandate vesting policy for long-term incentives;
- Engage and meet regularly with shareholders;
- Compensation Committee comprised of a majority of independent Board members and chaired by an independent non-executive director.

### Practices we do not follow

- Pay for failure: pay variable components in the event of poor performance of the Group;
- Place a disproportionate weight on short-term variable compensation versus long-term variable compensation;
- Overly weight qualitative criteria in the annual variable compensation;
- Reward excessive or inappropriate risk-taking;
- Have extraordinary severance payments in addition to the two-year non-compete indemnity;
- Provide excessive severance or sign-on arrangements to our executives
### Chairman remuneration policy for 2019

<table>
<thead>
<tr>
<th>Element</th>
<th>Payment Terms</th>
<th>Terms</th>
<th>Performance Objectives</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fixed Compensation</td>
<td>▪ 100% cash</td>
<td>▪ Equal to € 450,000</td>
<td>▪ Not applicable</td>
</tr>
</tbody>
</table>

### CEO remuneration policy for 2019

<table>
<thead>
<tr>
<th>Element</th>
<th>Payment Terms</th>
<th>Terms</th>
<th>Performance Objectives</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fixed Compensation</td>
<td>▪ 100% cash</td>
<td>▪ Equal to € 900,000</td>
<td>▪ Not applicable</td>
</tr>
</tbody>
</table>
| Variable Compensation    | ▪ 100% cash         | ▪ Maximum annual bonus of 125% of base salary  
  - Financial performance objectives: 100% of base salary  
  - Managerial performance objectives: 25% of base salary  
|                          |                     | ▪ Financial performance objectives: 100% of base salary  
  - Group operating margin: 40%  
  - Groupe Revenues: 30%  
  - Free cash flow: 30%  
|                          |                     | ▪ Managerial performance objectives: 25% of base salary  
  - Renault’s contribution to Alliance MTP: 8,33%  
  - Quality of the environmental & CSR commitments: 8,33%  
  - Monitoring of competitive agreement in France: 8,33%  
| Long-Term Incentives     | ▪ Performance shares subject to three consecutive years of performance conditions and a presence condition with Renault  
  ▪ Subject to holding of 25% shares until the end of office  
|                          | ▪ Cap on long-term incentive awards set at 50,000 performance shares, contingent on achievement of performance objectives  
  ▪ Performance is measured over a 3-year cumulative period (2019, 2020 et 2021)  
|                          |                     | ▪ Performance objectives: 100% of target award  
  - TSR vs. average of TSR for Euro Stoxx excluding Financials and TSR for Euro Stoxx Automobile & Parts: 10%  
  - Free cash flow: 30%  
  - Alliance platforms: 30%  
  - Electric vehicles: 30%  
|
# CEO remuneration policy for 2019

## Demanding performance conditions applicable to:

### Annual variable compensation

<table>
<thead>
<tr>
<th>CRITERIA</th>
<th>WEIGHTING</th>
<th>PAYOUT RATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Group operating margin (Group OM)</td>
<td>40%</td>
<td>0% if Group OM &lt; Budget, 40% if Group OM ≥ Budget</td>
</tr>
<tr>
<td>Group revenues</td>
<td>30%</td>
<td>0% if Group revenues &lt; Budget, 30% if Group revenues ≥ Budget</td>
</tr>
<tr>
<td>Free Cash Flow (FCF)</td>
<td>30%</td>
<td>0% if FCF &lt; Budget, 30% if FCF ≥ Budget</td>
</tr>
</tbody>
</table>

**Sub-total** 100%

### Long-term compensation: Performance shares

<table>
<thead>
<tr>
<th>CRITERIA</th>
<th>WEIGHTING</th>
<th>PAYOUT RATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total Shareholder Return (TSR)**</td>
<td>10%</td>
<td>0% if TSR &lt; Benchmark, 4.5% if TSR = Benchmark, 10% if TSR ≥ Benchmark + 10%, Linear interpolation if Benchmark &lt; TSR &lt; Benchmark + 10%</td>
</tr>
<tr>
<td>FCF</td>
<td>30%</td>
<td>0% if FCF &lt; Budget, 21% if FCF = Budget, 30% if FCF ≥ Budget + 20%, Linear interpolation if Budget &lt; FCF &lt; Budget + 20%</td>
</tr>
</tbody>
</table>

#### Quantifiable criteria

<table>
<thead>
<tr>
<th>CRITERIA</th>
<th>WEIGHTING</th>
<th>PAYOUT RATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Renault’s contribution to the Alliance Mid-Term Plan (MTP)</td>
<td>8.33%</td>
<td>Pursuing the standardization policy (CMF (Common Module Family) approach) │ Communalization of parts</td>
</tr>
<tr>
<td>Quality of CSR and environmental commitments</td>
<td>8.33%</td>
<td>Health and safety, Extension of the Mobility program, Compliance</td>
</tr>
<tr>
<td>Monitoring of the multiyear agreement in France</td>
<td>8.33%</td>
<td>Manufacturing volume, France Capex, Recruitment volume</td>
</tr>
</tbody>
</table>

**Sub-total** 25%

#### Qualitative criteria

<table>
<thead>
<tr>
<th>CRITERIA</th>
<th>WEIGHTING</th>
<th>PAYOUT RATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Electric vehicles sales volume</td>
<td>30%</td>
<td>0% if Electric vehicles sales &lt; Budget, 21% if Electric vehicles sales = Budget, 30% if Electric vehicles sales ≥ Budget + 5%, Linear interpolation if Budget &lt; Electric vehicles sales &lt; Budget + 5%</td>
</tr>
</tbody>
</table>

**Total** 100%
04 Agenda
Resolutions proposed to the AGM vote

RESOLUTIONS ON FINANCIAL STATEMENTS
- Approval of annual and consolidated financial statements for the 2018 financial year
- Allocation of net profits for the 2018 financial year and dividend payment
- Statutory Auditors’ report on the information used to determine the compensation for participating shares

RESOLUTIONS ON RELATED-PARTY AGREEMENTS
- Approval of the Statutory Auditors’ special report on related-party agreements and undertakings
- Approval of the second amendment to the Master Cooperation Agreement entered into between Renault, Nissan, Daimler, RNBV and Mitsubishi, dated October 3, 2018

RESOLUTIONS ON APPOINTMENTS
- Ratification of the co-optations of Mr. Thomas Courbe and Mr. Jean-Dominique Senard as Directors
- Appointment of Mrs. Annette Winkler as Director

RESOLUTIONS ON CORPORATE OFFICERS’ COMPENSATION

Mr. Ghosn:
- Approval of the compensation components for 2018
- Approval of the compensation policy for 2019

Mr. Senard:
- Approval of the compensation policy for 2019

Mr. Bolloré:
- Approval of the compensation policy for 2019
- Approval of the non-compete agreement entered into with Mr. Bolloré (related-party agreement)
- Approval of Mr. Bolloré’s top-up pension scheme (related-party agreement)

RENEWAL OF THE AUTHORIZATIONS FOR THE SHARE BUYBACK PROGRAM
- Authorization granted to the Board of Directors to buy-back shares
- Authorization granted to the Board of Directors to reduce the Company’s share capital by cancelling treasury shares

RENEWAL OF THE AUTHORIZATION TO ALLOCATE FREE PERFORMANCE SHARES
- Authorization granted to the Board of Directors to allocate free existing or new Company shares to employees and to corporate officers of the Company and of Groupe Renault companies, waiving shareholders’ preferential subscription rights
Groupe Renault’s objective is to contribute to a more inclusive and more responsible society, to ensure sustainable mobility for all, aware of the need to preserve the planet and to generate value for all stakeholders.

- **Inclusion:** help everyone to find their place in the company and have the means to develop themselves.
- **Sustainable mobility:** to enable everyone to travel more safely and with a reduced environmental footprint.

To fulfill its commitments, the Group relies on sound fundamentals: its proactive management of risks and opportunities and its ambitions in terms of governance and ethics.