

May 5, 2017

ANNUAL SHAREHOLDERS' MEETING OF MAY 4, 2017

Edenred's Annual General Meeting was held in Paris yesterday, chaired by Chairman and Chief Executive Officer Bertrand Dumazy, and was attended by more than 200 shareholders.

During the meeting, **Bertrand Dumazy** and **Patrick Bataillard**, Executive Vice-President, Finance, presented the **2016 annual results**, which were notably marked by solid organic growth of 10.0% in issue volume and of 8.3% in operating revenue, record EBIT of €370 million, and strong cash flow generation illustrated by a 15.4% increase in funds from operations¹, which helped reduced net debt.

Bertrand Dumazy then reviewed **the Group's key achievements** in 2016 and early 2017 in line with the **Fast Forward strategic plan**. They included the strategic acquisitions that have made the Group a world leader in expense management and the development of web and mobile payment solutions in the employee benefits segment. The launch of "Edenred Corporate Payment", a new portfolio of accounts payable management solutions in Europe, was also reviewed, reflecting the Group's commitment to making it an additional growth driver for Edenred.

The meeting also provided an opportunity to showcase the **numerous initiatives undertaken by the Group recently in the areas of human resources and corporate social responsibility**. For example, Edenred conducted a study in 2016 comparing the environmental impacts of paper vouchers and cards, and is the first issuer to offer card collection and recycling. In 2017, the Group launched Edenstep, a graduate program that offers talented young people a 24-month full-immersion work placement.

With a quorum of 78,45%, **all of the resolutions submitted by the Board of Directors were adopted**, including the payment of a 2016 dividend of €0.62 per share, with the option of reinvesting 50% of the amount in new shares². The dividend will be payable on **June 15, 2017**, with an ex-dividend date of **May 12, 2017**. The reinvestment option must be exercised between **May 12** and the close of business on **June 2, 2017**. Any shareholder who has not opted to reinvest by the close of this period will receive the entire dividend in cash.

During the meeting, shareholders renewed the directorships of **Anne Bouverot, Sylvia Coutinho and Françoise Gri** for a period of four years. In addition, at the Board's request, Philippe Citerne will continue to contribute his expertise to the Board of Directors and the Audit and Risks Committee in a new role as Board observer. Françoise Gri becomes lead independent director and Vice-Chairman of the Board of Directors and Jean-Paul Bailly will chair the Audit and Risks Committee. As a result, membership of the Board Committees is now as follows:

¹ Before non-recurring items.

² All of the information regarding the payment of the dividend was disclosed in a regulated filing issued in a press release on May 5, 2017.

- Audit and Risks Committee: Jean-Paul Bailly (Chairman), Anne Bouverot and Jean-Romain Lhomme;
- Compensation and Appointments Committee: Françoise Gri (Chairman), Gabriele Galateri di Genola and Nadra Moussalem;
- Commitments Committee: Nadra Moussalem (Chairman), Jean-Paul Bailly and Bertrand Méheut.

The Board of Directors now has 10 members, of which 80% are independent. The percentage of women on the Board has risen to 40%.

The full results of the resolution votes, as well as a summary of the meeting, will shortly be available in the **Investors/Shareholders** section of the Edenred.com website.

Edenred, which invented the Ticket Restaurant® meal voucher and is the world leader in prepaid corporate services, designs and manages solutions for companies and public institutions seeking to provide purchasing power, optimize their expenses and motivate their teams. The Group's solutions are used across a network of 1.4 million affiliated merchants by 43 million employees working for 750,000 client organizations. The portfolio is built around two main business lines:

- **Employee benefits** (Ticket Restaurant®, Ticket Alimentación, Ticket CESU, Childcare Vouchers, etc.)
- **Expense management** (Ticket Log, Ticket Car, UTA, Ticket Clean Way, Repom, etc.)

Edenred also offers **complementary solutions** for managing transactional ecosystems, covering corporate payments (Edenred Corporate Payment), incentives and rewards (Ticket Compliments, Ticket Kadéos) and public social programs.

Listed on the Euronext Paris stock exchange, Edenred operates in 42 countries, with close to 8,000 employees. In 2016, the transaction volume managed by Edenred amounted to almost €20 billion.

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CONTACTS

Media Relations

Anne-Sophie Sibout
 +33 (0)1 74 31 86 11
anne-sophie.sibout@edenred.com

Anne-Sophie Sergent
 +33 (0)1 74 31 86 27
anne-sophie.sergent@edenred.com

Investor and Shareholder Relations

Aurélié Bozza
 +33 (0)1 74 31 84 16
aurelie.bozza@edenred.com