



Directors whose appointment is being submitted to the Shareholders Meeting

Information on each of the candidates for appointment as Director

JEAN-PIERRE CLAMADIEU, FRENCH CITIZEN, BORN AUGUST 15, 1958 IN CHAMBÉRY (SAVOIE)

Jean-Pierre Clamadieu is a graduate of the Paris École Nationale Supérieure des Mines and a mining engineer. He began his career as a ministerial adviser in various French government departments, in particular working for the Minister of Industry before serving as technical adviser to the Minister of Labor. In 1993 he joined the Rhône-Poulenc group, where he held a number of senior management positions. In 2003 he was appointed Chief Executive Officer of the Rhodia group, and then its Chairman and Chief Executive Officer in 2008. In September 2011, following Rhodia's merger with Solvay, Jean-Pierre Clamadieu was appointed Vice-Chairman of Solvay's Executive Committee and Chairman of Rhodia's Board of Directors. Since May 2012, Jean-Pierre Clamadieu has been Chairman of Solvay's Executive Committee and a member of its Board of Directors.

Current directorships and offices	Other directorships and offices held within the past five years
Director and Chairman of the Executive Committee of Solvay ⁽¹⁾ (Belgium)	Director of Faurecia ⁽¹⁾ and SNCF
Director of AXA ⁽¹⁾	Chairman of the CEFIC (European Chemical Industry Council)
Vice-Chairman of the Executive Committee of the World Business Council for Sustainable Development (WBCSD) (Switzerland)	Director of the International Council of Chemical Associations (ICCA)
Director of France Industrie	Chairman of the Board of Directors of Rhodia ⁽¹⁾
	Chairman and Chief Executive Officer of Rhodia ⁽¹⁾
	Chairman of the MEDEF Sustainable Development Commission
	Chairman of the MEDEF International Board of French and Brazilian business leaders

(1) Listed company.

The Airbus⁽¹⁾ Board of Directors asked shareholders to approve the appointment of Jean-Pierre Clamadieu as a director at their meeting of April 11, 2018

Jean-Pierre Clamadieu holds 10,000 ENGIE shares.

ROSS McINNES, DUAL FRENCH-AUSTRALIAN CITIZEN, BORN MARCH 8, 1954 IN CALCUTTA (INDIA)

An Oxford graduate, Ross McInnes began his career in 1977 with Kleinwort Benson, first in London and then in Rio de Janeiro. In 1980 he joined Continental Bank (now Bank of America) where he held a number of corporate finance positions, first in Chicago and then in Paris. In 1989 he joined Eridania Beghin-Say where he was appointed Chief Financial Officer in 1991, before becoming a member of the Board of Directors in 1999. In 2000, Ross McInnes joined Thomson-CSF (now Thales) as Executive Vice President and Chief Financial Officer, playing a key role in the group's transformation. In 2005 he moved to PPR (now Kering) as Executive Vice President for Finance and Strategy. He was appointed to the Supervisory Board of Générale de Santé in 2006, and served as acting Chairman of its Management Board from March to June 2007. From 2007 to 2009, he was Vice Chairman of Macquarie Capital Europe, specializing in infrastructure investments. In March 2009, Ross McInnes joined Safran and became Executive Vice President, Economic and Financial Affairs the following June. From July 2009 to April 2011 he was a member of the Executive Board, and then from April 2011 to April 2015 he was Deputy Chief Executive Officer. On April 23, 2015 he was named Chairman of the Board of Safran. In February 2015, Ross McInnes was appointed by the French Ministry of Foreign Affairs as Special Representative for Economic Relations with Australia, within the scope of France's economic diplomacy policy. At the end of 2016, he joined the High Committee for Corporate Governance, following his nomination by AFEP (French association of large companies) and MEDEF (French employers' union). In October 2017, the French Prime Minister appointed Ross McInnes co-chairman of the "Action Publique 2022" committee, charged with proposing public policy reforms. In January 2018 he joined Lectra's Board of Directors, and was appointed Trustee of the IFRS Foundation.

Current directorships and offices	Other directorships and offices held within the past five years
Chairman of the Board of Directors of Safran ⁽¹⁾	Director of Faurecia ⁽¹⁾ , IMI Plc ⁽¹⁾ (United Kingdom), Global Motors Inc. (USA), Limoni SpA (Italy), Financière du Planier and Permanent Representative on the Board of Directors of Santé SA (Luxembourg) and Générale de Santé ⁽¹⁾ .
Director of Lectra ⁽¹⁾ and Eutelsat Communications ⁽¹⁾	Within the Safran group: Deputy Chief Executive Officer of Safran, Director of Safran USA, Inc. (United States), Safran Nacelles, Safran Helicopter Engines, Safran Landing Systems, Safran Identity and Security, Safran Aircraft Engines, Safran Electronics & Defense, Vallaroché Conseil, and Permanent Representative on the Board of Directors of Etablissements Vallaroché and Soreval.
Co-Chairman of the "Action Publique 2022" committee	
Member of the High Committee for Corporate Governance	
Special Representative for Economic Relations with Australia	
Non-executive partner of SICOM, the general partner of VIVESCIA Industries	
Trustee and Director of the IFRS Foundation	

⁽¹⁾ Listed company.

Ross McInnes holds 500 ENGIE shares.

Composition of the Board of Directors at the end of this General Meeting

In case of appointment by the Shareholders' Meeting of Jean-Pierre Clamadieu and Ross McInnes, at the close of the Shareholder's Meeting of May 18, 2018, the Board of Directors would be composed of 19 members as follows:

- nine independent directors, representing a proportion of 60% of the Board (percentage calculated pursuant to the AFEP-MEDEF Code which stipulates that directors representing employees and employee shareholders are not taken into account when calculating the proportion of independent directors);
- eight women, representing a proportion of 50% of the Board (percentage calculated pursuant to the law which stipulates that the number of directors representing employees who are not elected by the Shareholders' Meeting is not taken into account in calculating the proportion of women and men);
- four non-French directors and one director with dual Australian-French nationality.

Moreover, subject to the Shareholders' approval, the Board will appoint Jean-Pierre Clamadieu as Chairman of the Board of Directors, and Ross McInnes as member of the Audit Committee.