



**Summary presentation of the resolutions tabled at the CNP Assurances  
annual general meeting to be held on 25 April 2013**

## **RESOLUTION 1**

Approval of the financial statements of the Company, showing 2012 net profit of €555 million. Transfer of €3.9 million from revenue reserves to the guarantee fund reserve.

## **RESOLUTION 2**

Approval of the consolidated financial statements, showing consolidated net profit of €951 million.

## **RESOLUTION 3**

Appropriation of profit and payment of a dividend.

The Board of Directors recommends setting the 2012 dividend at €0.77 per share, unchanged from 2011. The dividend will be payable as from 30 May. The ex-dividend date on NYSE Euronext Paris will be 30 April.

The total dividend will amount to €495 million, corresponding to profit for the year of €555 million, less the deficit of €84 million brought forward from the prior year (arising from the exceptional tax on the capitalisation reserve), plus €25 million to be paid out of revenue reserves.)

## **RESOLUTION 4**

Approval of a scrip dividend option. Shareholders choosing this option should notify the Company's registrar (CACEIS Corporate Trust – Service Investisseurs - 14 rue Rouget de Lisle – 92862 Issy-Les-Moulineaux Cedex 9) if they hold registered shares, or their bank or broker, between 30 April and 21 May, failing which their dividends will be paid in cash.

If the total dividend to which they are entitled does not correspond to an exact multiple of the share value, they may choose to receive the higher number of shares by sending a cheque for the difference with their notification or to receive the lower number of shares and the balance in cash.

The new shares will be delivered on 30 May.

## **RESOLUTION 5**

Approval of the Auditors' special report on related party agreements.

## **RESOLUTION 6**

Election of Frédéric Lavenir as a director for a 4-year term.

## **RESOLUTION 7**

Ratification of the appointment as a director of Anne-Sophie Grave. Ms Grave replaces Antoine Gosset-Grainville who stepped down from the Board on 13 November 2012. Her appointment will expire at the 2016 Annual General Meeting.

## **RESOLUTION 8**

Ratification of the appointment as a director of Jean-Yves Forel. Mr Forel replaces Olivier Klein who stepped down from the Board on 11 December 2012. His appointment will expire at the 2014 Annual General Meeting.

#### **RESOLUTION 9**

Renewal, for a further 18 months, of the authorisation given to the Board of Directors to implement a share buyback programme. Based on the maximum authorised buyback price of €25 per share, if the authorisation were to be used in full, the amount invested in the programme would come to just over €1,609 million.

#### **RESOLUTION 10**

Authorisation to raise up to €50 million in equity capital (excluding premiums), through one or several rights issues.

#### **RESOLUTION 11**

Authorisation to carry out an employee rights issue. The number of shares issued would not exceed 3% of the Company's current share capital and the shares would be offered at a discount of no more than 20%.

#### **RESOLUTION 12**

Standard resolution giving powers to carry out formalities.