

# Registered Shareholder's Guide

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### **In bearer form**

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When your shares are held in bearer form, you entrust their purchase and day-to-day management to a financial intermediary of your choice, who acts as an intermediary between you and the stock market.

Your name does not appear in Sodexo's share register. Only your financial intermediary knows who you are.

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### **In registered form**

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When you hold your shares in registered form, they are registered with Sodexo, which therefore knows who you are and can provide you with more personalized service. You can hold registered shares in two ways:

#### **1/ In pure registered form**

Your shares are registered at Sodexo in your name. This enables Sodexo to contact you directly.

Your shares are registered in a securities account at Société Générale, which handles shareholder services on Sodexo's behalf.

#### **2/ As externally administered registered shares**

Although your shares are registered in Sodexo's share register, they are held by a financial intermediary, which manages your account and will be your only contact.

	PURE REGISTERED SHARES	ADMINISTERED REGISTERED SHARES
<b>Account keeper</b>	Sodexo has appointed Société Générale to serve its shareholders	Your financial intermediary manages your share account
<b>Management fees</b>	No custodial or day-to-day management fees are charged	Fees may vary between financial intermediaries
<b>Brokerage fees</b>	<p><u>Brokerage fees for orders received by mail, fax or telephone:</u></p> <ul style="list-style-type: none"> <li>- orders below €75k: 0.6% of the gross sales price, with a minimum charge of €9</li> <li>- orders from €75k to €150k: 0.5% of the gross sales price</li> <li>- orders above €150k: 0.4% of the gross sales price</li> </ul> <p><u>Brokerage fees for orders placed via Sharinbox<sup>1</sup>:</u></p> <ul style="list-style-type: none"> <li>- orders below €150k: 0.4% of the gross sales price, with a €9 minimum charge</li> <li>- orders above €150k: 0.3% of the gross sales price</li> </ul> <p>Charge for payment by wire transfer to a foreign-domiciled account: €8.32 net of tax</p> <p style="text-align: center;"><i>[Fees valid at 2 March 2015]</i></p>	Fees are subject to your financial intermediary's terms
<b>Shareholder information</b>	Website and call centre	Whatever means of communication are made available by the financial intermediary
<b>Management of securities transactions</b>	Via the Sharinbox website or by mail, as applicable	Through your financial intermediary, which will send a Registered Shareholder Transaction Statement to Société Générale. If the form is complete and in order, the transaction will be immediately recorded in the registered shareholder account. Otherwise about two days will be necessary
<b>Processing of corporate actions (share issues, bonus share grants, etc.)</b>	Handled by Société Générale	Handled by your financial intermediary
<b>Dividends (with enhanced dividend)</b>	Paid immediately and directly No dividend payment fee	Payment through your financial intermediary (may take some time)
<b>Calculation of double-voting rights</b>	By Société Générale	
<b>Shareholder meeting notification</b>	Société Générale will send you all of the documents you need to: <ul style="list-style-type: none"> <li>- attend general shareholder meetings</li> <li>- vote by mail, by proxy or online</li> </ul>	

<sup>1</sup> Société Générale provides a secure website.

## Advantages

- Lower management fees
- A dividend premium is paid to shares that have been held in pure registered form for at least four years
- Double voting rights at shareholder meetings on shares that have been held in pure registered form for at least four years
- Automatic sending of notices to attend ordinary and extraordinary general shareholders meetings two weeks in advance, including all documents necessary to request an admission card or vote by proxy or mail
- Personalised notification of share and bond issues and all other corporate actions. If you decide to subscribe to a securities issue you will be charged no management fees.
- Personal access to Société Générale's website Sharinbox (at [www.sharinbox.societegenerale.com](http://www.sharinbox.societegenerale.com)) and telephone information service Nomilia (at +33 (0)2 51 85 67 89) will enable you to obtain all of the information you will need about buying and selling securities, dividend payment, taxes, etc.

## How to register your shares in pure registered form

- To **transfer** your shares held in bearer form or administered registered form into a pure registered shares account, you have only to fill out the appended "Form for share transfer to a pure registered shares account" and send it to your financial intermediary who will proceed with the transfer (possibly for a fee).

The time required to register your shares in a pure registered shares account depends mainly on how long it takes your financial intermediary to execute your transfer order.

Registration in a pure registered shares account will not be final until your shares are actually transferred. Société Générale will send you confirmation at this time.

- To **open** a pure registered shares account you need to mail or fax a share purchase order to Société Générale, at:

SOCIETE GENERALE SECURITIES SERVICES  
SGSS/SBO/CSS/BOC  
32 RUE DU CHAMP DE TIR  
CS 30812  
44312 NANTES CEDEX 03  
France  
Fax: +33 02 51 85 53 42

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## Management of your shares by Société Générale

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### **1/ Notification of transactions**

Whenever shares enter or leave your registered account (e.g. due to a purchase, sale or conversion to or from bearer form) you will receive a “transaction notice” which will explain the transaction in detail and indicate the balance of shares remaining in your account. As soon as your dividend is payable, Société Générale will send you a cheque-letter for the amount of your dividend or, if you have provided your bank account details, will wire this amount to your bank account.

### **2/ Your account statement**

In January, you will receive an account statement that indicates the number of each category of securities that were in your directly registered account on 31 December.

Upon request, you will be sent an account statement in the second half of May that will help you determine your ISF wealth tax liability, if any.

### **3/ Your taxable income statement**

In April, you will also receive a statement of the amount of taxable income for the previous year to be reported to tax authorities.

# FORM FOR SHARE TRANSFER INTO A PURE REGISTERED SHARES ACCOUNT

Send this document to your financial intermediary

I the undersigned,

LAST NAME : \_\_\_\_\_

MAIDEN NAME : \_\_\_\_\_

FIRST NAME : \_\_\_\_\_

ADDRESS : \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

POSTAL CODE : \_\_\_\_\_

CITY : \_\_\_\_\_

who hold account No: \_\_\_\_\_ with you,

ask you to register, in a "pure registered" account, the SODEXO shares (FR0000121220) I currently own and hold in bearer form (or in an administered registered form), and that you therefore send an order to transfer these \_\_\_\_\_ SODEXO shares to SOCIETE GENERALE Securities Services (Euroclear member No. 42, account 009) at:

SOCIETE GENERALE SECURITIES SERVICES  
SGSS/SBO/CSS/BOC  
32 RUE DU CHAMP DE TIR  
CS 30812  
44312 NANTES CEDEX 03  
France

Executed at: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_

on: \_\_\_\_\_

**Signature:**

# FORM FOR SHARE TRANSFER INTO AN EXTERNALLY ADMINISTERED REGISTERED SHARES ACCOUNT

Send this document to your financial intermediary

I the undersigned,

LAST NAME : \_\_\_\_\_

MAIDEN NAME : \_\_\_\_\_

FIRST NAME : \_\_\_\_\_

ADDRESS : \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

POSTAL CODE : \_\_\_\_\_

CITY : \_\_\_\_\_

who hold account No. \_\_\_\_\_

opened in my name at <sup>(1)</sup>: \_\_\_\_\_

ask you to register, in an “externally administered registered shares account”, the SODEXO shares (FR0000121220) I currently own and hold in bearer form and therefore ask you to have your central securities depository proceed with the conversion of these \_\_\_\_\_<sup>(2)</sup> SODEXO shares.

Executed at: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_

on: \_\_\_\_\_

**Signature:**

<sup>(1)</sup> Name of the financial intermediary holding the securities

<sup>(2)</sup> Number of shares