

# RENAULT

## Combined Ordinary and Extraordinary General Meeting of Shareholders on 29 April 2003

### RESULTS OF VOTES ON RESOLUTIONS

The text of these resolutions is contained in the document entitled "Agenda and Resolutions" (it may also be obtained at [www.renault.com](http://www.renault.com)).

Resolution no.	Content	Vote (% of votes cast)
	<b>ORDINARY GENERAL MEETING</b>	
1	Approval of the consolidated financial statements for the financial year 2002	99.1%
2	Approval of the annual financial statements for the financial year 2002	98.5%
3	Allocation of the results for the financial year 2002	99.3%
4	Special report by the auditors on the agreements referred to in article L.225-38 of the French Code of Commerce	90.5%
5	Renewal of the term of office as a director of Mr Henri Martre	94.2%
6	Appointment of Mr Pierre Alanche as a director representing employees who are shareholders	85.7%
7	Appointment of Mr Philippe Chartier as a director representing employees who are shareholders	0.40%
8	Ratification of the appointment by the Board of Directors of Mr Bruno Bezard as a director and renewal of his term of office	94.4%
9	Ratification of the appointment by the Board of Directors of Mr Marc Ladreit de Lacharrière as a director	98.6%
10	Ratification of the appointment by the Board of Directors of Mrs Dominique de La Garanderie as a director	98.8%
11	Full and final discharge given to BNP Paribas, represented by Mr Michel Pebereau, for its management	94.1%

12	Full and final discharge given to Mr Nicolas Jachiet for his management	94.3%
13	Full and final discharge given to Mr Jean-Marie Bousset for his management	94.2%
14	Full and final discharge given to Mr Jean-Pierre Camescasse for his management	94.2%
15	Full and final discharge given to Mrs Danièle Potvin for her management	94.2%
16	Report by the auditors on the information used to determine the remuneration of non-voting shares	99.1%
17	Setting of the amount of directors' fees	94.7%
18	Authorisation granted to the Board of Directors to buy and sell the company's own shares on the stock exchange	99.5%
19	Authorisation granted to the Board of Directors to issue bonds	99.4%
<b>EXTRAORDINARY GENERAL MEETING</b>		
20	Authorisation granted to the Board of Directors to cancel shares purchased	99.5%
21	Authorisation granted to the Board of Directors to issue securities giving access to the company's capital, with preferential subscription rights	99.2%
22	Authorisation granted to the Board of Directors to issue securities giving access to the company's capital, without preferential subscription rights	89.6%
23	Authorisation granted to the Board of Directors to increase the company's capital in order to make a public offer of exchange	96.6%
24	Overall limit on authorisations granted to the Board of Directors under the 21st, 22nd and 23 <sup>rd</sup> resolutions.	99.5%
25	Authorisation granted to the Board of Directors to increase the company's capital by capitalising reserves or profits, issue or contribution premiums	99.5%

<b>26</b>	Authorisation granted to the Board of Directors to grant stock options to some employees	90.6%
<b>27</b>	Authorisation granted to the Board of Directors to increase the company's capital by issuing shares reserved for employees	96.0%
<b>28</b>	Amendment of the Memorandum and Articles of Association ( <i>statuts</i> ) raising the age limit provided for the Chairman of the Board of Directors to 70 years of age	94.3%
<b>29</b>	Powers for the formalities	99.5%

### **Quorum:**

Total number of shares making up the company's capital:	284,937,118
Number of shares with no voting right:	52,997,629
Number of shares with voting rights used to calculate the quorum:	231,939,489

**Number of shares represented: 102,047,303**

*i.e. 44% of the total number of shares having voting rights.*

As this General Meeting was held as convened for the first time, there was therefore a quorum, both for voting on resolutions by the ordinary (25%) and the extraordinary (33.3%) General Meeting.

### **Additional comments:**

Resolution no.3: The payment on 15 May 2003 of a **dividend** of EUR 1.15 per share (together with a tax credit of EUR 0.575 for individuals) was approved. This dividend is 25% higher than the dividend paid for the financial year 2001.

Resolutions no.6 and 7: These two resolutions relate to the renewal of the term of office of the **director** representing employee **shareholders**. In the election on 19 February 2003, the employee shareholders elected the candidates who were proposed to the vote of this General Meeting. They were the two candidates who won the highest number of votes, Mr Pierre Alanche and Mr Philippe Chartier. The shareholders appointed Mr Pierre Alanche as a director representing the employees who are shareholders.

Resolutions no.9 and 10: The appointment by the Board of Directors of Mrs Dominique de La Garanderie and Mr Marc Ladreit de Lacharrière as directors was ratified. This brings the number of **independent directors**, as defined in the Bouton report, to five.

Resolution no.16: The auditors' report on the **remuneration of non-voting shares** was approved. A coupon of EUR 19.49 (including a variable part of EUR 9.20) will therefore be paid on 24 October 2003.

Resolution no.17: the total amount of **directors' fees** to be divided among the directors was set henceforth as EUR 600,000 per year. As regards the remuneration of its directors, [the amount paid by Renault] is the average amount for CAC 40 companies.

Resolution no.18: The General Meeting authorised the Board of Directors to trade in **the company's own shares**. A notice relating to a share buyback programme was filed with the *Commission des Opérations de Bourse*<sup>1</sup> which approved it under No. 03-229 on 7 April 2003. The main aim of this programme is to purchase shares to cover the stock options granted to employees every year.

Resolution no.27: Renault wishes to encourage **employees to become shareholders**. In this context, a new authorisation was granted to increase the company's capital by up to 4% of said capital for five years, [with this increase being] reserved for employees.

Resolution no.28: The age limit for performing the duties of **Chairman of the Board of directors of Renault** was raised to 70 years of age.

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<sup>1</sup> NdT: *Commission des Opérations de Bourse* or *COB*: French stock market regulatory authority.