

TOTAL S.A.

**ANNUAL COMBINED GENERAL MEETING HELD ON MAY 24, 2016
RESOLUTION VOTING RESULTS**

Number of shares: 2 478 825 507

Number of shares with voting rights: 2 364 858 979

Number of shareholders present physically or by proxy : 34 187

Quorum: 60.36%

Number of voting rights cast*: 1 540 241 891 (OGM**)

Number of voting rights cast*: 1 539 979 302 (EGM**)

**registered shares held for a continuous period of two years carry double voting rights*

*** in accordance with law, voting rights for the Ordinary General Meeting are carried by usufructuaries and voting rights for the extraordinary General Meeting are carried by bare owners.*

RESOLUTIONS	FOR		AGAINST		ABSTENTION	
	Votes	%	Votes	%	Votes	%
Resolutions within the authority of the Ordinary General Meeting						
1st resolution: Approval of parent Company financial statements for the 2015 fiscal year	1 532 211 709	99.48%	6 642 014	0.43%	1 388 168	0.09%
2nd resolution: Approval of consolidated financial statements for the 2015 fiscal year	1 532 235 004	99.48%	6 636 442	0.43%	1 370 445	0.09%
3rd resolution: Allocation of earnings, declaration of dividend, option for the payment of the remaining dividend for the 2015 fiscal year in new shares	1 526 741 916	99.12%	12 151 761	0.79%	1 348 214	0.09%
4th resolution: Option for the payment of interim dividends for the 2016 fiscal year in new shares. Delegation of powers to the Board of Directors	1 527 784 777	99.19%	10 965 406	0.71%	1 491 708	0.10%
5th resolution: Authorization for the Board of Directors to trade in shares of the Company	1 524 681 562	98.99%	13 682 529	0.89%	1 877 800	0.12%

RESOLUTIONS	FOR		AGAINST		ABSTENTION	
6th resolution: Renewal of the appointment of Mr. Gérard Lamarche as a Director	1 145 555 616	74.38%	393 142 038	25.52%	1 544 237	0.10%
7th resolution: Appointment of Ms. Maria Van der Hoeven as a Director	1 532 710 588	99.51%	6 008 733	0.39%	1 522 570	0.10%
8th resolution: Appointment of Mr. Jean Lemierre as a Director	1 531 391 966	99.43%	7 278 664	0.47%	1 571 261	0.10%
9th resolution (approved by the Board of Directors) ¹ : Appointment of a Director representing employee shareholders (candidate: Mrs Renata Perycz)	1 335 198 171	86.69%	203 438 657	13.21%	1 605 063	0.10%
Resolution A (not approved by the Board of Directors) ¹ : Appointment of a Director representing employee shareholders (candidate: Mr. Charles Keller).	96 592 712	6.27%	1 441 754 956	93.61%	1 894 223	0.12%
Resolution B (not approved by the Board) ¹ : Appointment of a Director representing employee shareholders (candidate: Mr. Werner Guyot)	80 085 048	5.20%	1 458 248 996	94.68%	1 907 847	0.12%
10th resolution : Renewal of the appointment of Ernst & Young Audit as statutory auditor	1 511 543 092	98.14%	27 008 698	1.75%	1 690 101	0.11%
11th resolution : Renewal of the appointment of KPMG S.A. as statutory auditor	1 437 204 312	93.31%	68 235 948	4.43%	34 801 631	2.26%
12th resolution : Renewal of the appointment of Auditex as alternate auditor	1 515 822 679	98.41%	22 665 219	1.47%	1 753 993	0.12%
13th resolution : Appointment of Salustro Reydel S.A. as alternate auditor	1 515 085 358	98.37%	23 419 775	1.52%	1 736 758	0.11%

¹ Resolution 9, A and B: only one candidate representing employee shareholders is to be appointed as director. The candidate receiving the highest number of votes, and having at least a majority of the vote cast, is appointed to serve in this capacity.

14th resolution² : Agreement covered by Article L.225-38 of the French Commercial Code concerning Mr. Thierry Desmarest	1 525 597 098	99.07%	12 535 438	0.81%	1 734 731	0.11%
15th resolution³ : Commitments under Article L. 225-42-1 of the French Commercial Code concerning Mr. Patrick Pouyanné	1 494 944 144	97.06%	43 479 291	2.82%	1 728 744	0.12%
16th resolution: Advisory opinion on the elements of compensation due or granted for the 2015 fiscal year to Mr. Thierry Desmarest, Chairman of the Board of Directors until December 18, 2015	1 535 746 402	99.71%	2 843 529	0.18%	1 651 960	0.11%
17th resolution: Advisory opinion on the elements of compensation due or granted for the 2015 fiscal year to Mr. Patrick Pouyanné, Chief Executive Officer until December 18, 2015 and Chairman and Chief Executive Officer since December 19, 2015	1 326 864 816	86.15%	42 858 105	2.78%	170 518 970	11.07%
Resolutions within the authority of the Extraordinary General Meeting						
18th resolution: Delegation of authority to increase share capital while maintaining shareholders' preferential subscription rights	1 428 404 940	92.75%	109 793 215	7.13%	1 781 147	0.12%
19th resolution: Delegation of authority to increase share capital without preferential subscription rights	1 433 461 579	93.08%	104 496 971	6.79%	2 020 752	0.13%
20th resolution : Delegation of authority to increase the share capital (Article L. 411-2 II of the French Monetary and Financial Code) without preferential subscription rights	1 394 978 232	90.58%	142 947 624	9.28%	2 053 446	0.14%

² Mr. Desmarest did not take part in the vote of this resolution (resolution n° 14)

³ Mr. Pouyanné did not take part in the vote of this resolution (resolution n° 15)

21th resolution: Delegation of authority to increase the number of securities to be issued in case of share capital increase without preferential subscription rights	1 397 023 309	90.72%	140 934 208	9.15%	2 021 785	0.13%
22th resolution: Delegation of powers to increase share capital in payment of securities that would be contributed to the Company	1 455 110 504	94.49%	82 713 464	5.37%	2 155 334	0.14%
23th resolution: Delegation of authority to increase share capital reserved to employees who subscribe to a company or Group savings plan (Articles L. 3332-18 and following of the French Labour Code)	1 513 254 580	98.26%	24 903 967	1.62%	1 820 755	0.12%
24th resolution: Authorization to grant restricted shares of the Company to employees of the Group as well as to Executive Directors	1 203 060 856	78.12%	334 991 694	21.75%	1 926 752	0.13%
25th resolution: Authorization to grant share subscription or purchase options to employees of the Group as well as to Executive Directors	1 212 920 762	78.76%	325 094 544	21.11%	1 963 996	0.13%