

CNOVA N.V. EGM 2016 - VOTING RESULTS

Voting results of the extraordinary general meeting of shareholders of Cnova N.V., held on 27 October 2016 (the "EGM"). The issued share capital of Cnova N.V. as at the registration date (29 September 2016) amounted to: 441,297,846 ordinary shares and 412,114,952 special voting shares (853,412,798 in aggregate), of which 384,057 special voting shares were held by Cnova N.V. in treasury. Each issued and outstanding share entitles the holder thereof to one (1) vote. Taking into account the 384,057 special voting shares held by Cnova N.V. in its own share capital at the registration date, 853,028,741 votes could have been cast.

Agenda item (voting items)	Number of (i) shares for which valid votes were cast and (ii) valid votes cast	Percentage of issued capital at registration date	Number of votes cast for	Number of votes cast against	Number of abstentions
2. Reduction of the Company's issued share capital through cancellation of special voting shares in the capital of the Company	819,325,965	96.01%	819,320,821	3,744	1,400
3. Approval pursuant to section 2:107a of the Dutch Civil Code and article 15.11 of the Company's articles of association in relation to the proposed reorganization	819,325,965	96.01%	819,321,169	2,796	2,000
4. Subject to Mr. Estermann's resignation becoming effective, release from liability of Mr. Estermann with respect to the performance of his duties	819,325,965	96.01%	819,319,022	5,443	1,500
5. First amendment to the Company's articles of association	819,325,965	96.01%	819,321,169	2,795	2,001

6. Designation of each member of the Board and each (candidate) civil law notary and lawyer at NautaDutilh N.V. to implement the first amendment to the Company's articles of association	819,325,965	96.01%	819,320,969	2,795	2,201
7. Reallocation of reserves	819,325,965	96.01%	819,320,670	3,695	1,600
8. Distribution from the Company's special distribution reserve	819,325,965	96.01%	819,319,870	3,695	2,400
9. Reduction of the Company's issued share capital through cancellation of all special distribution shares in the capital of the Company	819,325,965	96.01%	819,321,616	2,949	1,400
10. Second amendment to the Company's articles of association	819,325,965	96.01%	819,321,169	2,795	2,001
11. Designation of each member of the Board and each (candidate) civil law notary and lawyer at NautaDutilh N.V. to implement the second amendment to the Company's articles of association	819,325,965	96.01%	819,321,170	2,795	2,000