

Valeo's 2017 Annual Shareholders' Meeting

Paris, March 22, 2017 – Valeo hereby informs its shareholders that its Ordinary and Extraordinary Annual Shareholders' Meeting will be held at 2:30 pm on May 23, 2017, at Pavillon Gabriel, 5, avenue Gabriel, 75008 Paris.

At the General Meeting, the payment of dividends of EUR 1.25 per share with dividend entitlement for the financial year ended December 31, 2016, will be proposed to the shareholders. The ex-dividend date will be May 30, 2017, the record date will be May 31, 2017 and the payment date will be as from June 1, 2017.

The shareholders at the General Meeting will also be invited to vote resolutions renewing the terms of office of directors C. Maury Devine, Mari-Noëlle Jégo-Laveissière and Véronique Weill; it being specified that Gérard Blanc and Sophie Dutordoir, whose terms of office will expire at the close of the next General Meeting, have decided not to seek the renewal of their term of office. The renewal of Mari-Noëlle Jégo-Laveissière and Véronique Weill will allow the Company to comply with the articles of association, which provide for renewal of the members of the Board of Directors by quarter.

The shareholders will be asked to decide on the remuneration of and the remuneration policy for corporate officers in accordance with article 26 of the AFEP-MEDEF Code and article L. 225-37-2 of the French Commercial Code.

The shareholders will also be asked to renew the financial authorisations and delegations granted to the Board of Directors with regards to share buybacks and the issue of shares and/or securities.

Lastly, the shareholders will be invited to amend the articles of association to include provisions on the conditions for appointing directors representing employees.

The prior notice of meeting to be published in the *Bulletin des Annonces Légales Obligatoires* of March 29, 2017, will contain a detailed meeting agenda, draft resolutions, and the primary methods for participating in and voting at the General Meeting.

This prior notice of meeting and the Board of Directors' report on the draft resolutions and legal notices may be consulted at www.valeo.com (under the heading Investors and Shareholders/Shareholders' Meeting) as from March 29, 2017.

The other documents and information for the General Meeting will be available to the shareholders and accessible on the aforementioned website on the terms and within the time frames set out in applicable laws and regulations.

Valeo is an automotive supplier, partner to all automakers worldwide. As a technology company, Valeo proposes innovative products and systems that contribute to the reduction of CO₂ emissions and to the development of intuitive driving. In 2016, the Group generated sales of €16.5 billion and invested over 11% of its original equipment sales in research and development. Valeo has 155 plants, 20 research centers, 38 development centers and 15 distribution platforms, and employs 91,800 people in 32 countries worldwide. Valeo is listed on the Paris stock exchange and is a member of the CAC 40 index.

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