

GSG GROUP
Société Anonyme
40, rue de la Vallée
L-2661 Luxembourg
R.C.S. LUXEMBOURG B 102254
(the “**Company**”)

**VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING
OF THE SHAREHOLDERS OF THE COMPANY
HELD ON 28 MAY 2014**

The Extraordinary General Meeting of the Company was held at the registered office of the Company on **28 May 2014 at 10:00 CET** (the “**General Meeting**”) in front of a notary public.

The General Meeting was convened in accordance with article 70 of the Luxembourg law on commercial companies dated 10 August 1915, as amended from time to time (the “**LCA**”).

Out of 453,921,339 Company shares in circulation, 413,375,679 of the Company shares were presented or duly represented at the General Meeting.

The following resolutions were approved at the General Meeting with following result.

First resolution:

A presentation of the reports of the Board of Directors and of the approved auditors (*réviseurs d’entreprises agréés*) of the Company for the financial year ended 31 December 2013 was made to the General Meeting which took note of such reports.

Second resolution:

After presentation and review of the statutory annual accounts, the reports of the Board of Directors and of the approved auditors (*réviseurs d’entreprises agréés*) of the Company for the financial year ended 31 December 2013, the General Meeting resolves to approve the statutory annual accounts for the financial year ended 31 December 2013.

Resolution was approved with following result:

Votes for:	413,375,679
Abstentions:	0
Votes against:	0

Third resolution:

After presentation and review of the consolidated annual accounts, the reports of the Board of Directors and of the approved auditors (*réviseurs d’entreprises agréés*) of the Company for the financial year ended 31 December 2013, the General Meeting resolves to approve the consolidated annual accounts for the financial year ended 31 December 2013.

Resolution was approved with following result:

Votes for: 413,375,679

Abstentions: 0

Votes against: 0

Fourth resolution:

The General Meeting resolves to allocate the financial results in relation to the financial year ended 31 December 2013 as follows:

The statutory profit for the financial year ended 31 December 2013 amounts to EUR 9,044,224 of which EUR 452,211 shall be allocated to legal reserve and the residual amount of EUR 8,592,013 shall be carried forward. The total results to be carried forward shall be as follows:

Result brought forward as of December 31, 2013	EUR	(218,716,311)
Result of the fiscal year ending December 31, 2013	EUR	9,044,224
Allocation of profit to legal reserve	EUR	(452,211)
Total result to be carried forward to the following fiscal year	EUR	(210,124,298)

Resolution was approved with following result:

Votes for: 413,375,679

Abstentions: 0

Votes against: 0

Fifth resolution:

In accordance with Article 74 of the LCA, the General Meeting resolves to give full discharge to the members of the Board of Directors in respect of the performance of their duties during the financial year ended 31 December 2013.

Resolution was approved with following result:

Votes for: 413,375,679

Abstentions: 0

Votes against: 0

Sixth resolution:

The General Meeting resolves to give full discharge to the auditors of the Company in respect of the performance of their duties during the financial year ended 31 December 2013.

Resolution was approved with following result:

Votes for:	413,375,679
Abstentions:	0
Votes against:	0

Seventh resolution:

The General Meeting resolves to approve, with the effect as of 1 January 2014, the payment of attendance fees to all independent, non-executive directors of the Company in the amount of EUR 3,000 per calendar month as a base fee and empowers the Board of Directors to decide at its sole discretion about the payment of additional fees up to EUR 3,000 per calendar month to independent, non-executive directors of the Company.

Resolution was approved with following result:

Votes for:	413,375,679
Abstentions:	0
Votes against:	0

Eighth resolution:

The General Meeting resolves to amend and restate article 6 of the Company's articles of association, so as to read as follows:

"ARTICLE 6

*The Company is managed by a board of directors (the "**Board of Directors**" or the "**Board**") appointed as a collegiate body by the general meeting of shareholders in accordance with the provisions set out thereafter. The members of the Board of Directors (each a "**Director**" or a "**Board Member**") may but do not need to be shareholders.*

The Board of Directors shall be composed of the number of members determined by the general meeting of the shareholders, and shall amount to at least three (3) members.

The Directors are elected by the general meeting of shareholders for a period of maximum six (6) years. Any Director may be removed with or without cause (ad nutum) by a general meeting of shareholders resolving at the simple majority of the votes cast.

The Directors are eligible for re-election. In the event of a vacancy in the office of a Director because of death, retirement or otherwise, the remaining Directors may proceed to the co-optation of a new Director in replacement of such vacancy."

Resolution was approved with following result:

Votes for:	413,375,679
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Abstentions: 0
Votes against: 0

Ninth resolution:

The General Meeting resolves to appoint Mr. Oliver Schlink to the Board of Directors as of the date of the General Meeting until the Annual General Meeting of 2015 concerning the approval of the annual accounts for the Company for the financial year ending 31 December 2014.

Resolution was approved with following result:

Votes for: 413,375,679
Abstentions: 0
Votes against: 0

Tenth resolution:

The General Meeting resolves to appoint Mr. Philippe Magistretti to the Board of Directors as of the date of the General Meeting until the Annual General Meeting of 2015 concerning the approval of the annual accounts for the Company for the financial year ending 31 December 2014.

Resolution was approved with following result:

Votes for: 304,860,785
Abstentions: 108,514,894
Votes against: 0

Eleventh resolution:

The General Meeting resolves to appoint Mr. Ian Cash to the Board of Directors of the Company until the Annual General Meeting of 2015 concerning the approval of the annual accounts for the Company for the financial year ending 31 December 2014.

Resolution was approved with following result:

Votes for: 336,775,679
Abstentions: 0
Votes against: 76,600,000