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CASINO, GUICHARD-PERRACHON

French *société anonyme* (joint stock company) with a share capital of EUR 169,192,562.22
Registered headquarters located at: 1, Cours Antoine Guichard - 42000 Saint-Etienne, France
Registered in the Saint-Etienne Trade and Companies Registry under number 554 501 171

Ordinary and Extraordinary Shareholders' Meeting Notice

Ladies and gentlemen, shareholders of Casino, Guichard-Perrachon, you are hereby informed that you will be convened to the Ordinary and Extraordinary Shareholders' Meeting to be held on Tuesday, 15 May 2018 at 10:00 at Maison de la Chimie – 28 bis rue Saint-Dominique, France (75007), in order to deliberate on the following agenda:

Board of Directors', Statutory Auditors' and Statutory Appraiser's reports.

Ordinary Shareholders' Meeting Deliberations:

- Approval of the Annual Financial Statements for the Fiscal Year ended 31 December 2017;
- Approval of the Consolidated Financial Statements for the Fiscal Year ended 31 December 2017;
- Allocation of Income for the Fiscal Year and Dividend Determination;
- Related-party Agreement: approval of exceptional compensation as defined in Article L.225-46 of the French Commercial Code for special assignment entrusted to Nathalie Andrieux;
- Approval of fixed, variable and exceptional components of the total compensation and benefits of any kind paid or granted in respect of the 2017 fiscal year to the Chairman and Chief Executive Officer;
- Approval of the principles and criteria for determining, distributing, and allocating the components of the compensation of the Chairman and Chief Executive Officer in respect of the 2018 Fiscal Year;
- Renewal of mandates of Nathalie Andrieux, Sylvia Jay, Catherine Lucet and Finatis as Directors;
- Appointment of Laure Hauseux as Director;
- Appointment of Gérald de Roquemaurel as Non-Voting Director;
- Authorisation for the Company to purchase its own shares.

Extraordinary Shareholders' Meeting Deliberations:

- Authorisation granted to the Board of Directors to make free allocations of existing or newly-issued shares of the Company to employees of the Company and its related companies; full waiver by shareholders of their preferential subscription rights thereto;
- Limitation at 2% of the share capital as of 5 May 2017 of the number of shares that may be granted under the 14th Resolution as well as under the 26th, 27th and 28th Resolutions approved at the General Shareholders' Meeting of 5 May 2017;
- Merger of Allode into the Company - Acknowledgement of completion of the capital increase resulting from the foregoing merger and amendment of Article 6 of the Articles of Association;
- Powers for formalities.

Draft resolutions presented by the Board of Directors

Ordinary Shareholders' Meeting Resolutions

First Resolution - *Approval of the Annual Financial Statements for the Fiscal Year ended 31 December 2017*

The Ordinary Shareholders' Meeting, after reviewing the reports of the Board of Directors and of the Statutory Auditors, approves the Company's Annual Financial Statements for the fiscal year ended 31 December 2017 as presented together with any and all transactions reported therein or that are mentioned in such Reports and which show a profit of EUR394,248,347.80.

The Shareholders' Meeting acknowledges that the financial statements for the past fiscal year take into account expenses not deductible for tax purposes as set forth in Subparagraph 4 of Article 39 of the Code général des impôts (French General Tax Code) amounting to EUR63,621, with the corresponding tax amounting to EUR21,904.

Shareholders' Meeting also duly notes the transfer to Retained Earnings of EUR2,743,567.32, in accordance with the decision made at the Ordinary General Shareholders' meeting of 5 May 2017, in respect of dividends paid for fiscal year 2016 on shares held by the Company on the dividend payment date.

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Second Resolution - Approval of the Consolidated Financial Statements for the Fiscal Year ended 31 December 2017

The Ordinary Shareholders' Meeting, after reviewing the reports of the Board of Directors and of the Statutory Auditors, approves the Consolidated Financial Statements for the fiscal year ended 31 December 2017 as presented together with any and all transactions reported therein or that are mentioned in such Reports and which show a consolidated net profit of EUR320 million.

Third Resolution - Allocation of Income for the Fiscal Year and Dividend Determination

The Ordinary Shareholders' Meeting, after reviewing the reports of the Board of Directors and of the Statutory Auditors, hereby decides to allocate income for the fiscal year ended 31 December 2017 as follows, with no allocation to the legal reserve needing to be made:

FY 2017 Profit		€394,248,347.80
FY 2016 Retained Earnings	(+)	€ 3,258,549,567.45
Distributable Profit	(=)	€ 3,652,797,915.25
Dividend	(-)	€ 345,020,126.88
Allocation to "Retained Earnings"	(=)	€ 3,307,777,788.37

Each share will receive a dividend of EUR 3.12 per share.

The Shareholders' Meeting notes note that:

- the amount of the dividend of EUR3.12 per share approved hereby includes the amount of the EUR1.56 per share advance paid on 11 December 2017,
- accordingly, the outstanding unpaid dividend balance amounts to EUR1.56 to be paid on 22 May 2018.

The amount of the dividend paid to shareholders will constitute income eligible for the 40% discount (set forth in Article 158, 3.2° of the French General Tax Code) for individuals domiciled in France for tax purposes and opting to be taxed in accordance with the progressive index applicable to income tax on all of their income earned on securities and capital gains from sale of securities.

Since the Casino shares held by the Company on the payment date of the dividend balance are not intended to give rise to such payment, the amounts corresponding thereto will be credited to "Retained Earnings".

The Shareholders' Meeting notes that the dividends paid in respect of the last three fiscal years amounted to:

Fiscal Year	Dividend per Share	Paid dividend eligible for 40% deduction	Paid dividend not eligible for 40% deduction
2014	€ 3.12	€ 3.12	-
2015	€ 3.12	€ 3.12	-
2016			-
<i>Advance (paid in 2016)</i>	<i>€1.56</i>	<i>€1.56</i>	
<i>Balance (paid in 2017)</i>	<i>€1.56</i>	<i>€1.56</i>	
Total	€3.12	€3.12	

Fourth Resolution - Related-party agreement: approval of exceptional compensation as defined in Article L.225-46 of the French Commercial Code for special assignment entrusted to Nathalie Andrieux

The Ordinary Shareholders' Meeting, after reviewing the Statutory Auditors' special report on agreements defined in Article L.225-38 of the French Commercial Code, approves the exceptional compensation of Nathalie Andrieux authorised by the Board of Directors during fiscal year 2017 in connection with the project undertaken by her and takes due note of the information relating to the agreements, with and commitments to, related parties previously made and approved by the Shareholders.

Fifth Resolution - Approval of fixed, variable and exceptional components of the total compensation and benefits of any kind paid or granted in respect of the 2017 fiscal year to the Chairman and Chief Executive Officer

The Ordinary Shareholders' Meeting, as provided in Articles L.225-37-2 and L.225-100 of the French Commercial Code, after reviewing the Board of Directors' Report on corporate governance appended to the Management Report, approves the fixed, variable and exceptional components of the total compensation and benefits of any kind paid or granted to the Chairman and Chief Executive Officer in respect of the 2017 fiscal year in connection with his mandate, as detailed in such Report.

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Sixth Resolution - *Approval of the principles and criteria for determining, distributing, and allocating the components of the compensation of the Chairman and Chief Executive Officer in respect of the 2018 Fiscal Year*

The Ordinary Shareholders' Meeting, pursuant to Article L.225-37-2 of the French Commercial Code, after reviewing the Board of Directors' Report on corporate governance appended to the Management Report, approves the principles and criteria for determining, distributing, and allocating the fixed, variable, and exceptional components comprising the aggregate compensation and benefits of all kinds for which the Chairman and Chief Executive Officer is eligible in connection with his mandate, as detailed in such Report.

Seventh Resolution - *Renewal of Nathalie Andrieux's Appointment as Director*

After reviewing the Board of Directors' Report and acknowledging that Nathalie Andrieux's term of office as a Director will expire at the end of this meeting, the Ordinary Shareholders' Meeting decides to renew Nathalie Andrieux's appointment as Director for three years, or until the end of the Ordinary Shareholders' Meeting called in 2021 to approve the financial statements for the fiscal year ending 31 December 2020.

Eighth Resolution - *Renewal of Sylvia Jay's Appointment as Director*

After reviewing the Board of Directors' Report and acknowledging that Sylvia Jay's term of office as a Director will expire at the end of this meeting, the Ordinary Shareholders' Meeting decides to renew Sylvia Jay's appointment as Director for three years, or until the end of the Ordinary Shareholders' Meeting called in 2021 to approve the financial statements for the fiscal year ending 31 December 2020.

Ninth Resolution - *Renewal of Catherine Lucet's Appointment as Director*

After reviewing the Board of Directors' Report and acknowledging that Catherine Lucet's term of office as a Director will expire at the end of this meeting, the Ordinary Shareholders' Meeting decides to renew Catherine Lucet's appointment as Director for three years, or until the end of the Ordinary Shareholders' Meeting called in 2021 to approve the financial statements for the fiscal year ending 31 December 2020.

Tenth Resolution - *Renewal of the Appointment of Finatis as Director*

After reviewing the Board of Directors' Report and acknowledging that the term of office of Finatis as a Director will expire at the end of this meeting, the Ordinary Shareholders' Meeting decides to renew the appointment as a Director of Finatis for a term of one year, or until the end of the Ordinary Shareholders' Meeting called in 2019 to approve the financial statements for the fiscal year ending 31 December 2018.

Eleventh Resolution - *Appointment of Laure Hauseux as Director*

After reviewing the Board of Directors' Report, the Ordinary Shareholders' Meeting decides to appoint Laure Hauseux as a new Director for a term of three years or until the end of the Ordinary Shareholders' Meeting called in 2021 to approve the financial statements for the fiscal year ending 31 December 2020.

Twelfth Resolution - *Appointment of Gérald de Roquemaurel as Non-Voting Director*

After reviewing the Board of Directors' Report, the Ordinary Shareholders' Meeting decides to appoint Gérald de Roquemaurel as a non-voting Director for a term of three years, or until the end of the Ordinary Shareholders' Meeting called in 2021 to approve the financial statements for the fiscal year ending 31 December 2020.

Thirteenth Resolution - *Authorisation for the Company to purchase its own shares*

The Ordinary Shareholders' Meeting, after reviewing the Board of Directors' report, authorises the Board of Directors to purchase, or to order the purchase of, Company shares as provided in Articles L.225-209 et seq. of the French Commercial Code, Articles 241-1 to 241-7 of the General Regulation of the *Autorité des Marchés Financiers* (French financial markets regulator, hereinafter the "AMF"), as well as the European regulation on market abuse (particularly European Regulations No 596/2014 dated 16 April 2014 and No 2273/2003 dated 22 December 2003), in order, in particular:

- to ensure the liquidity of and stimulate the market for Company securities through an independent investment services provider acting independently in the name and on behalf of the Company, under the terms of a liquidity agreement compliant with a Code of Conduct recognised by the AMF;
- to implement any Company stock option plan under Articles L.225-177 et seq. of the French Commercial Code, any savings plan in accordance with Articles L.3332-1 et seq. of the Code du Travail (hereinafter the "French Labour Code"), or any grant of free shares made under Articles L.225-197-1 et seq. of the French Commercial Code, or any other share-based compensation mechanism;

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- to deliver them in connection with the exercise of rights attaching to securities carrying the right, through redemption, conversion, exchange to, or presentation of a coupon or credit note convertible or exchangeable into, shares of the Company or any other manner of awarding or granting shares of the Company;
- to save the shares for later use as payment or consideration in the context of or following any external growth transactions;
- to cancel all or part of these shares in order to optimise earnings per share in the context of a share capital reduction under the conditions provided for by law;
- to implement any future market practice authorised by the AMF and, generally, carry out any transaction compliant with applicable regulations.

These shares may be acquired, sold, transferred, or exchanged by any means and, in particular, on regulated or OTC (over-the-counter) markets, including via block trades. These means include the use of any derivative financial instrument traded on a regulated or OTC market and the implementation of option-based strategies under the conditions authorised by the relevant market regulatory authorities, provided said means do not cause a significant increase in the price volatility of the security. Furthermore, the shares may also be placed on loan, pursuant to Articles L.211-22 et seq. of the Code monétaire et financier (hereinafter the “French Monetary and Financial Code”).

The share purchase price cannot exceed EUR100 (excluding acquisition costs) for each share carrying a par value of EUR 1.53.

This authorisation can only be used in respect of a number of shares no greater than 10% of the Company’s share capital as of the date of this Shareholders’ Meeting or, for example, 9,914,483 shares based on the share capital as of 7 March 2018, after deducting the 1,143,854 own shares held by the Company, corresponding to a maximum amount of EUR991 million, it being understood that, whenever the Company’s shares are purchased in connection with a liquidity agreement, the number of shares retained for calculating the aforementioned 10% threshold will correspond to the number of shares purchased, after deducting the number of shares sold back during the authorisation period under the terms of the liquidity agreement. The number of shares purchased by the Company and intended to be held then later used as payment or consideration in the context of an external growth transaction, cannot exceed 5% of the share capital. The acquisitions made by the Company cannot, under any circumstance whatsoever, ever lead the Company to holding more than 10% of the shares constituting its share capital.

This authorisation is granted to the Board of Directors for eighteen months. It terminates and replaces the authorisation previously granted under the terms of the sixteenth resolution of the Ordinary Shareholders’ Meeting dated 5 May 2017.

In the event of a public tender offer for the shares or securities issued by the Company, the Company may only use this authorisation for the purpose of meeting securities delivery commitments, especially in the context of free share plans or strategic transactions initiated and announced prior to the launch of said public tender offer.

Consequently, full powers are granted to the Board of Directors, with the ability to sub-delegate, to implement this authorisation, place any and all stock market orders, enter into any and all agreements for the purpose of, in particular, keeping an accounting of share purchases and sales, allocate or reallocate the purchased shares in support of various objectives under applicable legal and regulatory conditions, complete any and all reporting to the AMF and perform any other formalities and, generally, do all that is necessary.

Extraordinary Shareholders’ Meeting Resolutions

Fourteenth Resolution - *Authorisation granted to the Board of Directors to make free allocations of existing or newly-issued shares of the Company to employees of the Company and its related companies; full waiver by shareholders of their preferential subscription rights thereto*

The Extraordinary Shareholders' Meeting, after reviewing the Reports of the Board of Directors and of the Statutory Auditors, in accordance with the provisions of Articles L.225-197-1 et seq. of the French Commercial Code :

- authorises the Board of Directors, in accordance with, and on the conditions, set forth in Articles L.225-197-1 to L.225-197-5 of the French Commercial Code to carry out free allocations of existing or newly-issued shares of the Company, on one or more occasions, to employees of the Company or certain categories thereof as well as to employees of companies or economic interest groupings affiliated with the Company on the terms and conditions provided in Article L.225-197-2 of the French Commercial Code, provided, however, that the Company’s corporate executive officers shall not be eligible to receive free allocations of shares;
- decides that the total number of shares that may be granted shall not exceed 2% of the total number of shares representing the Company’s share capital on the date of the 5 May 2017 General Shareholders’ Meeting, taking into consideration if any the grants made under the twenty-sixth, twenty-seventh, and twenty-eighth Resolutions approved at the Extraordinary General Shareholders Meeting of 5 May 2017, but without taking into consideration the adjustments that may be made to preserve the rights of beneficiaries as provided in applicable law and regulations as well as applicable contractual provisions.

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The General Shareholders' Meeting hereby authorises the Board of Directors, alternatively or cumulatively, within the limits of the foregoing paragraph:

- to make allocations of shares from repurchases made by the Company on the terms and conditions provided in Articles L.225-208 and L.225-209 of the French Code of Commerce, and/or
- to make allocations of shares that are newly issued in connection with capital increases; in such case, the General Shareholders' Meeting hereby authorises the Board of Directors to increase the share capital by the maximum nominal amount corresponding to the number of shares granted and hereby takes due note that this authorisation automatically and *ipse iure* operates a waiver in favour of the beneficiaries of the free-share grants by the existing shareholders of their preferential right to subscribe for the new shares to be issued.

The General Shareholders' Meeting decides that the shares will be fully and finally granted to the beneficiaries thereof at the end of an acquisition period the term of which will be fixed by the Board of Directors, provided, however, that such term shall not be less than one year, and the shares shall be held thereby for a term set by the Board of Directors, provided, however, that the aggregate term of the acquisition and holding and lock-up periods shall not be less than two years. The General Shareholders' Meeting, however, hereby authorises the Board of Directors not to impose a holding or lock-up period for the shares involved to the extent that the acquisition period for all or part of one or more grants is at least two years. The Board of Directors shall have the right to determine the acquisition and lock-up periods in accordance with applicable law and regulations in the beneficiaries' country of residence. In addition, the General Shareholders' Meeting hereby resolves that, in the event of disability of a beneficiary corresponding to a classification in the second or third categories set forth in Article L.341-4 of the French Social Security Code or an equivalent case abroad, the shares may be definitively granted to him or her prior to the end of any remaining acquisition period.

The General Shareholders' Meeting decides that final grants of shares to employees may be made subject to satisfying one or several performance conditions that the Board of Directors shall set.

The General Meeting of Shareholders grants full authority to the Board of Directors with the power to sub-delegate such authority on applicable legal terms and conditions, for the purpose of, and within the limits hereinabove set forth :

- determining the beneficiaries, or the category or categories of beneficiaries of share grants, it being reminded that any employee who holds more than a 10% equity stake in the share capital cannot receive shares, and that the grant of free shares cannot lead any one employee to hold more than a 10% equity stake in the share capital of the Company;
- allocating rights to receive shares on one or more occasions and at the times it deems appropriate;
- setting the terms and conditions and criteria for grants of shares such as, yet not limited to, seniority conditions, continued employment conditions for employees and corporate officers during the acquisition period, and any other individual or collective financial or performance condition;
- determining, under applicable statutory conditions and limits, the definitive durations of the acquisition period and, as the case may be, the the lock-up or holding period imposed on the shares;
- registering the free shares granted, as the case may be, in an account held in the name of rights-holder, referencing the lock-up condition and its duration;
- lifting restrictions on the sale of the shares during the holding period in the case of redundancy or retirement, while complying with the minimum holding period required;
- recording, as the case may be, a locked-up reserve assigned to the rights of beneficiaries, corresponding to the aggregate par value of the shares that could potentially be issued through a capital increase, by withholding the necessary amounts from any and all reserves that can be freely used by the Company;
- setting the date, which may be retroactive, on which the new shares issued in connection with the free allocation of shares will bear benefit entitlement (*jouissance*);
- withholding, as the case may be, the necessary amounts from the locked-up reserve to cover the par value of the shares to be issued to beneficiaries;
- in the event of a share capital increase, amending the Articles of Association accordingly and carrying out any necessary formalities;
- make any necessary adjustments, as the case may be, during the acquisition period, to the number of shares freely allotted based on the impact of any potential transactions involving the Company's share capital, in order to protect the rights of beneficiaries, it being specified that any additional shares granted as a result of these adjustments will be considered to have been granted on the same date as the initially granted shares.

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As provided in Articles L.225-197-4 and L.225-197-5 of the French Commercial Code, a special report will be made each year at the Ordinary General Shareholders' Meeting on transactions completed under this authorisation.

The General Shareholders' Meeting sets at twenty-six months the period during which the Board of Directors may use this authorisation. It terminates the authorisation to the same effect granted at the General Shareholders Meeting of 5 May 2017 (Twenty-Eighth Resolution) insofar as it remains unused.

Fifteenth Resolution - *Limitation at 2% of the share capital as of 5 May 2017 of the number of shares that may be granted under the 14th Resolution as well as under the 26th, 27th and 28th Resolutions approved at the General Shareholders' Meeting of 5 May 2017*

The Extraordinary General Shareholders' Meeting, after reviewing the Report of the Board of Directors, sets the total number of shares that may be granted under the twenty-sixth, twenty-seventh, and twenty-eight Resolutions of the Extraordinary General Shareholders' Meeting of 5 May 2017 and under the fourteenth Resolution of this Shareholders' Meeting, at 2% of the aggregate number of shares representing the Company's share capital on the date of the General Shareholders' Meeting of 5 May 2017 without taking into consideration adjustments that may be made to preserve and protect the beneficiaries' rights in accordance with applicable law and regulations and contractual provisions.

Sixteenth Resolution - *Merger of Allode into the Company*

The Extraordinary General Shareholders' Meeting, after reviewing the Reports of the Board of Directors and the Statutory Appraiser as well as the draft private merger agreement, signed in Saint-Étienne on 21 March 2018, of Allode, a French société anonyme the share capital of which is EUR246,554, the registered headquarters of which is located at 1, Cours Antoine Guichard - 42000 Saint-Étienne, identified under number 350 940 813 at the Trade and Companies Registry of Saint-Étienne:

- approves the proposed merger in all respects and the appraisal of the contributions that it contains;
- decides the merger of the Company with Allode, taking due note of the approval of such merger at the General Shareholders' Meeting of Allode's shareholders of 14 May 2018;
- determines that such merger has been completed and that, accordingly, Allode is dissolved prematurely without any need for liquidation;
- approves the exchange ratio of 28 Casino shares for 1 Allode share and the capital increase resulting therefrom.

Casino, Guichard-Perrachon, in consideration of such contribution, will issue 28 shares of EUR1.53, with a merger premium of EUR1, 272.34.

Such new shares shall be issued to Allode's shareholders other than Casino, Guichard-Perrachon, since it may not hold those of its own shares to which the 3,201 shares of the merged company that it owns would have entitled it.

The merger premium will be recorded in a special liability account in the balance sheet of Casino, Guichard-Perrachon and may be given any allocation that the shareholders as a whole may decide.

Seventeenth Resolution - *Acknowledgement of completion of the capital increase resulting from the merger and amendment of Article 6 of the Articles of Association*

The Extraordinary General Shareholders' Meeting, taking due note of the approval of the Sixteenth Resolution, acknowledges that the Company's share capital has increased by EUR42.84 by the issuance of 28 shares of EUR1.53 nominal value and amends Article 6 of the Articles of Association as follows:

Article 6 – Contributions in Kind – Share Capital

The following subparagraphs are hereby added after paragraph I:

“ (...)

II) Under a private agreement, dated 21 March 2018, and a resolution adopted at the Extraordinary Shareholders' Meeting of 15 May 2018, Allode contributed, through a merger, all of its assets in exchange for the assumption of all of its liabilities in consideration the issuance to it of 28 shares of EUR1.53, issued with an aggregate premium of EUR1,272.34.”

Paragraph II shall hereafter read as follows:

« II. The share capital shall be EUR169,192,605.06, divided into 110,583,402 shares of EUR1.53 each nominal value, fully paid.»

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Eighteenth Resolution - Powers for formalities

The General Shareholders' Meeting grants full powers to the bearers of an original excerpt or copy of the minutes of this Shareholders' Meeting to complete all filings, publications and formalities prescribed by law.

A. Shareholders' requests to add items or draft resolutions to the agenda.

Shareholders' requests to add items or draft resolutions to the agenda, provided they meet the conditions set forth in Article R.225-71 of the French Commercial Code, must be received no later than Friday, 20 April 2018 by the Company, in accordance with the provisions of Article R.225-73 of the French Commercial Code and be sent via registered mail with acknowledgement of receipt, to the attention of the Chairman of the Board of Directors, at Casino- Guichard-Perrachon - 1, Cours Antoine Guichard – 42000 Saint-Etienne, France or by email at actionnaires@groupe-casino.fr.

B. Written Questions

Any shareholder can submit written questions to the Board of Directors that will be answered during the Shareholders' Meeting.

These questions, together with an account registration certificate, must be sent, no later than Wednesday, 9 May 2018, to the following address, via registered mail with acknowledgement of receipt, to the attention of the Chairman of the Board of Directors at Casino, Guichard-Perrachon – 1, Cours Antoine Guichard – 42000 Saint-Etienne, or via email at actionnaires@groupe-casino.fr.

In accordance with applicable law, a single answer can be given to several questions that share the same content. The answer to a written question will be considered given once it is uploaded to the Company's website in the section reserved for questions and answers.

C. Formalities for participation in the General Shareholders' Meeting

Any shareholder, regardless of the number of shares he or she holds, can personally attend the Meeting, assign a proxy by delegating his or her powers either to the Chairman of the Shareholders' Meeting or to any other designated natural person or legal entity, shareholder or not, or vote online or by post.

Shareholders who wish to personally attend the General Shareholders' Meeting must request an attendance card by proving he or she is an effectively a shareholder.

In accordance with the provisions of Article R.225-85 of the French Commercial Code, only those shareholders who have already registered their securities in an account in their name or, if they reside abroad, in the name of the financial intermediary registered for their account, no later than on Friday, 11 May 2018 at 0:00 (Paris time).

Registrations in bearer securities accounts are reported in a certificate of participation (*attestation de participation*) delivered by the registered intermediary managing the account, as the case may be, electronically. This certificate of participation must be attached to voting form by post or by proxy or to the application for an attendance card request filled out in the name of the shareholder or on behalf of the shareholder as represented by the registered intermediary. A certificate is also issued to shareholders who wish to attend the General Shareholders' Meeting in person and who have not received an attendance card by Friday, 11 May 2018 at 0:00 (Paris time).

Any shareholder who has already requested his or her attendance card or a certificate of participation under the conditions provided in the last sentence of Paragraph II of Article R.225-85 of the French Commercial Code, or who has already cast his or her vote online or by post, or by proxy, is authorised to sell all or part of his or her shares at any time. However, if the transaction takes place before Friday, 11 May 2018 at 0:00 (Paris time), the Company will subsequently void or amend, as applicable, the attendance card, the certificate of participation, the online or vote by post, or the proxy. To this end, the financial intermediary mentioned in Article L.211-3 of the French Monetary and Financial Code will notify the sale to the Company or its agent and forward the necessary information to them. No transfer of ownership completed after Friday, 11 May 2018 at 0:00 (Paris time), irrespective of the means used for such transfer, will be notified by the financial intermediary mentioned in Article L.211-3 of the French Monetary and Financial Code or taken into consideration by the Company, notwithstanding any conflicting agreement.

Shareholders who have already requested an attendance card or certificate of participation under the conditions provided in the last sentence of Paragraph III of Article R.225-85 of the French Commercial Code, or who have already voted by post, online, or by proxy, can no longer change their General Shareholders' Meeting participation method.

Any proxy can be revoked by following the same procedure as that required appointing the authorised representative.

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Any mail-in, or proxy voting forms received by the Company or BNP Paribas Securities Services after Saturday, 12 May 2018 at 0:00 (Paris time) will not be taken into account.

D. Procedures to follow to attend the General Shareholders' Meeting.

I. Online

The shareholder can indicate his or her choice online via the secure Votaccess platform.

For those shareholders holding their shares in **direct registered form**: access the Votaccess platform by logging onto <https://planetshares.bnpparibas.com>, using the user name and password they already use to access their registered account.

For those shareholders holding their shares in **indirect registered form**: use the mail-in or proxy voting form attached to the meeting brochure on which their user name is printed, at the top right of the page, and log onto <https://planetshares.bnpparibas.com>.

Once on the Planetshares page, they must click on " **Take part in the vote** " to access the Votaccess platform.

For any questions, shareholders can call +33 1 40.14.31.00 (*standard telephone rates apply*), Monday through Friday, from 8:45 a.m. to 6:00 p.m. (Paris time).

For those shareholders holding their shares in **bearer form**: access the Votaccess platform online via the website of the member account managing institution, using the access codes they already use to access their account. Shareholders interested in this service should contact their respective account managing institutions to find out if they offer this service and, if so, whether access is subject to any specific conditions of use.

For a bearer shareholder whose account managing institution is not connected to the Votaccess platform, proxy appointment and cancellation requests can be submitted electronically in accordance with the provisions of Article R. 225-79 of the French Commercial Code. The shareholder must send an email to paris.bp2s.france.cts.mandats@bnpparibas.com, containing the following information: name of the Company (Casino, Guichard-Perrachon), date of the General Shareholders' Meeting (15 May 2018), the first name, last name and address, as well as the bank account information of the person submitting the request, in addition to the first name, last name and address of the appointed or cancelled proxy. Next, the shareholder must request that his or her account managing institution send a confirmation notice to the "General Shareholders' Meetings" service of BNP Paribas Securities Services. In order for proxy appointments or cancellations to be valid, confirmation notices must be received no later than Monday, 14 May 2018 at 3:00 p.m. (Paris time).

The Votaccess platform will be available from Friday, 27 April 2018 to Monday, 14 May 2018 at 3:00 p.m. (Paris time).

II. Via the Voting Form

For those shareholders holding their shares in **direct or indirect registered form**: make their selection by colouring in the right square on the mail-in or proxy voting form attached to the meeting brochure. Duly filled out and signed forms must be received by BNP Paribas Securities Services, using the envelope provided, no later than Saturday, 12 May 2018.

For those shareholders holding their shares in **bearer form**: as from the date they receive the notice of meeting, they can request a mail-in or proxy voting form:

- from their account managing institution,
- on the Company's website at www.groupe-casino.fr, in the "Investors/Shareholders/Shareholders' Meeting/2018 Shareholders' Meeting" section,
- by registered mail with acknowledgement of receipt received no later than six days prior to the date of the General Shareholders' Meeting, and sent to the "General Shareholders' Meetings" service of BNP Paribas Securities Services.

The duly filled out and signed form, together with a statement of participation issued by the account managing institution, must be received no later than Saturday, 12 May 2018 by BNP Paribas Securities Services – CT0 Service Assemblées - Les Grands Moulins de Pantin - 9, rue du Débarcadère - 93761 Pantin Cedex, France.

Any mail-in or proxy voting form submitted without a clear voting selection will result in the Chairman of the Shareholders' Meeting casting a vote in favour of the adoption of draft resolutions approved by the Board of Directors.

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E. Shareholders' Right to Information

All of the documents discussed in articles R.225-89 *et seq.* of the French Commercial Code are available to shareholders at the Company's registered headquarters as from the publication date of the notice of meeting, or at least fifteen days before the General Shareholders' Meeting.

All of the information and documents concerning the General Shareholders' Meeting will be available as from Tuesday, 24 April 2018 on the Company's website at: www.groupe-casino.fr, in the "Investors/Shareholders/Shareholders' Meeting/2018 Shareholders' Meeting" section.

The Board of Directors