

## Treasury shares cancellation

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TOTAL S.A.  
Capital : 6 070 319 860 €  
542 051 180 R.C.S. Nanterre

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**Paris, December 16, 2016** - The Board of Directors of TOTAL S.A. met on December 15, 2016 and decided to proceed, under the conditions set forth at the Combined Shareholders' Meeting of May 11, 2012, with the cancellation of 100,331,268 treasury shares. These shares were previously repurchased off-market by TOTAL S.A. from four of its 100% indirectly owned affiliates.

The repurchase followed by the immediate cancellation of the shares means that affiliates of TOTAL S.A. no longer hold treasury shares as part of a simplification of the Group structures.

This transaction has no impact on the consolidated financial statements of TOTAL S.A., or on the number of fully-diluted weighted-average shares or on earnings per share.

Following the cancellation of the shares, the number of shares of Total S.A. is 2,429,723,768. The number of voting rights which can actually be exercised at the Shareholders' Meeting is 2,574,026,593. The total number of 'theoretical voting rights' attached to the 2,429,723,768 shares is 2,584,615,655. The theoretical voting rights figure includes 10,589,062 treasury shares held by TOTAL S.A. for employee performance share plans, and which do not have actual voting rights attached.

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*This press release contains inside information as per the definition of Article 7 of regulation (UE) 596/2014.*

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