



**The Board of Directors approves resolutions for the
Annual Shareholders' Meeting of May 26, 2017:
Mr Mark Cutifani and Mr Carlos Tavares proposed as new Board Members**

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TOTAL S.A.
Capital : 6 133 930 082,50 €
542 051 180 R.C.S. Nanterre

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Paris, March 16, 2017 - The Board of Directors of TOTAL S.A. met on March 15, 2017 under the chairmanship of Mr. Patrick Pouyanné, Chairman and Chief Executive Officer, and decided to call the Annual Shareholders' Meeting on May 26, 2017.

The notice of the meeting will be published in the *Bulletin des Annonces Légales Obligatoires* (BALO) (Mandatory Legal Notice Bulletin) on March 22, 2017 and will be available on the Company's website.

In particular, upon the proposal of the Governance and Ethics Committee, the Board of Directors decided to propose to the Annual Shareholders' Meeting to renew for a period of three years the terms as Directors of Mrs. Patricia Barbizet and Mrs. Marie-Christine Coisne-Roquette, whose existing terms expire following the Annual Shareholders' Meeting.

The Board noted that Mr. Paul Desmarais Jr and Mrs. Barbara Kux, whose terms also expire following the Annual Shareholders' Meeting, did not wish to renew their terms.

The Board of Directors expressed its gratitude to Mr. Paul Desmarais Jr for his exceptional contribution to the Board during the 15 years in which he served as a Board member.

The Board of Directors also thanked Mrs. Barbara Kux for her active participation as a Board member since May 13, 2011.

The Board of Directors decided to propose to the Annual Shareholders' Meeting of May 26, 2017, the nomination of Mr. Mark Cutifani and Mr. Carlos Tavares as Board members for a period of three years.

Mr. Mark Cutifani, of Australian nationality, Chief Executive of the Anglo American Plc company, will in particular bring to the Board his knowledge of industry and raw-material cyclical economy. Mr. Cutifani having in addition a professional experience in several countries where the Group is developing (Australia, South Africa, Brazil, Canada and the United Kingdom).

Mr. Carlos Tavares, of Portuguese nationality, Chairman of the Managing Board of the company Peugeot S.A., will in particular bring to the Board his knowledge of the industrial world and the inland transport sector, downstream from the oil and gas sector.

The Board of Directors considered that Mr. Mark Cutifani and Mr. Carlos Tavares could be deemed to be independent, following an assessment based on the independence criteria set forth in the AFEP-MEDEF Code.

In addition, the Board of Directors approved the financial resolutions which will be proposed at the Annual Shareholders' Meeting.

Finally, the Board of Directors examined and approved the documents which will be submitted to the Annual Shareholders' Meeting of May 26, 2017, including the Management Report on the Group's situation. This Report of the Board is integrated into the Company's 2016 Registration Document, which will be available on the Company's website. The document includes notably an description of the main risks and uncertainties facing the Group.

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