

### 5.1.2.4 SHARE OWNERSHIP OF SODEXO

In compliance with article L.233-8 II of the French Commercial Code and article 223-16 of the General Regulation of the *Autorité des marchés financiers* (AMF), each month Sodexo communicates to the AMF and publishes – notably on its website [www.sodexo.com](http://www.sodexo.com) – the total number of voting rights and the number of shares comprising the issued capital of Sodexo, if these have changed relative to the previously published information.

### Issued capital as of August 31, 2013

Sodexo had issued capital of 628,528,100 euro divided into 157,132,025 shares with a par value of 4 euro each, all fully paid and of the same class. Of these 157,132,025 shares, 57,086,716 carried double voting rights.

Holders of fully-paid Sodexo shares may elect to hold them either as registered shares or as bearer shares identifiable under the relevant laws and regulations, in particular article L.228-2 of the French Commercial Code.

### Share ownership as of August 31, 2013

	Number of shares	% of share capital	Number of voting rights <sup>(1)</sup>	% of voting rights <sup>(1)</sup>
Bellon SA	59,252,063	37.71	109,053,442	50.91
First Eagle Investment Management <sup>(2)</sup>	5,818,003	3.70	10,696,422	4.99
Employees	1,560,461	0.99	2,482,033	1.16
Treasury shares	5,620,453	3.58	5,620,453	2.62
Public	84,881,045	54.02	86,366,391	40.32
<b>TOTAL</b>	<b>157,132,025</b>	<b>100.00</b>	<b>214,218,741</b>	<b>100.00</b>

(1) The Company bylaws confer double voting rights on shares that have been registered for more than four years. In addition, in compliance with article 223-11 of the General Regulation of the *Autorité des marchés financiers* (AMF), the number of voting rights is calculated on the basis of the total number of shares carrying voting rights, including those not entitled to vote such as shares held by the Company and treasury shares.

(2) Acting on behalf of its managed funds (including First Eagle Funds, Inc.).

The members of the Board of Directors, including the Chief Executive Officer, together held directly less than 0.50% of the Company's share capital.

During Fiscal 2013:

- on June 12, 2013, Bellon SA notified the Company that it had crossed above the legal threshold of 50% of the Company's voting rights on June 11, 2013 following the grant of double voting rights, thus holding 37.71% of the capital representing 50.91% of the voting rights;
- on July 9, 2013, First Eagle Investment Management LLC, acting on behalf of the funds it manages, notified the Company that it had crossed below the legal threshold of 5% of the Company's voting rights. As of July 3, 2013 it held 3.65% of the capital representing 4.96% of the voting rights – this threshold crossing resulted from the increase in the total number of Sodexo voting rights.

The Company is not aware of any other shareholder having increased or decreased its shareholding above any legal or statutory ownership level during Fiscal 2013.

As of the date of this document, Sodexo is not aware of:

- any other shareholder holding 2.50% or more of the capital or voting rights of Sodexo directly or indirectly, individually, or in concert;
- any shareholders' agreement or other agreement which, if implemented, could result in a change of control of Sodexo.