

**TOTAL S.A.**

**ANNUAL COMBINED GENERAL MEETING HELD ON MAY 17, 2013  
RESOLUTION VOTING RESULTS**

Number of shares: 2,376,735,841

Number of shares with voting rights: 2,268,345,182

Number of shareholders present physically or by proxy: 36,953

Quorum: 58,94%

Number of voting rights cast\*: 1,436,406,842 (OGM\*\*)

Number of voting rights cast\*: 1,436,089,846 (EGM\*\*)

*\*registered shares held for a continuous period of two years carry double voting rights*

*\*\* in accordance with law, voting rights for the Ordinary General Meeting are carried by usufructuaries and voting rights for the extraordinary General Meeting are carried by bare owners.*

RESOLUTIONS	FOR		AGAINST		ABSTENTION	
	Votes	%	Votes	%	Votes	%
<b>Resolutions within the authority of the Ordinary General Meeting</b>						
<b>1<sup>st</sup> resolution:</b> Approval of parent Company financial statements	1,423,506,100	99.10	10,415,232	0.73	2,485,510	0.17
<b>2<sup>nd</sup> resolution:</b> Approval of consolidated financial statements	1,433,555,449	99.80	492,131	0.03	2,359,262	0.16
<b>3<sup>rd</sup> resolution:</b> Allocation of earnings, declaration of dividend	1,432,315,252	99.72	1,712,501	0.12	2,379,089	0.17
<b>4<sup>th</sup> resolution:</b> Authorization for the Board of Directors to trade in shares of the Company	1,412,810,354	98.36	21,072,929	1.47	2,523,559	0.18
<b>5<sup>th</sup> resolution:</b> Renewal of the appointment of Mr. Thierry Desmarest as a Director	1,319,885,203	91.89	114,076,565	7.94	2,445,074	0.17
<b>6<sup>th</sup> resolution:</b> Renewal of the appointment of Mr. Gunnar Brock as a Director	1,388,148,780	96.64	45,664,605	3.18	2,593,457	0.18

RESOLUTIONS	FOR		AGAINST		ABSTENTION	
<b>7<sup>th</sup> resolution :</b> Renewal of the appointment of Mr. Gérard Lamarche as a Director	1,310,256,212	91.22	123,543,388	8.60	2,607,242	0.18
<b>8<sup>th</sup> resolution<sup>(1)</sup> (approved by the Board of Directors) :</b> Appointment of a Director representing employee shareholders (candidate : Mr. Charles Keller)	1,378,230,651	95.95	55,548,762	3.87	2,627,429	0.18
<b>9<sup>th</sup> resolution<sup>(1)</sup> (not approved by the Board of Directors) :</b> Appointment of a Director representing employee shareholders (candidate : Mr. Philippe Marchandise)	145,130,704	10.10	1,287,527,474	89.64	3,748,664	0.26
<b>10<sup>th</sup> resolution:</b> Determination of the total amount of Directors' compensation	1,423,366,152	99.09	9,036,865	0.63	4,003,825	0.28
<b>Resolutions within the authority of the Extraordinary General Meeting</b>						
<b>11<sup>th</sup> resolution:</b> Authorization to grant subscription or purchase options for the Company shares	1,037,424,356	72.24	396,016,620	27.58	2,648,870	0.18
<b>12<sup>th</sup> resolution:</b> Delegation of authority to increase share capital reserved to employees adherent of a company investment fund (articles L. 3332-18 and following of the French Labour Code)	1,394,907,061	97.13	37,623,456	2.62	3,559,329	0.25
<b>Resolutions presented in accordance with Article L. 2323-67 of the French Labour Code</b>						
<b><u>Quorum and majority required for Ordinary General Meetings</u></b>						
<b>Resolution A (not approved by the Board of Directors) :</b> Establishment of an independent Ethics Committee	40,068,186	2.79	1,392,692,602	96.96	3,646,054	0.25
<b>Resolution B (not approved by the Board of Directors) :</b> Modifications of the components of the compensation of corporate officers and employees linked to industrial safety indicators	47,392,067	3.30	1,386,116,085	96.50	2,898,690	0.20
<b>Resolution C (not approved by the Board of Directors) :</b> Adhesion of TOTAL to the french standard "AFNOR" concerning Diversity	22,239,546	1.55	1,410,396,819	98.19	3,770,477	0.26

(1) Resolutions 8 and 9 : only one candidate representing employee shareholders is to be appointed as Director. The candidate receiving the highest number of votes, and having at least a majority of the vote cast, is appointed to serve in this capacity.

RESOLUTIONS	FOR		AGAINST		ABSTENTION	
<b>Resolution D (not approved by the Board of Directors) :</b> Including an employee representative on the Compensation Committee, designated by the TOTAL S.A. C.C.E.	44,281,694	3.08	1,389,223,669	96.72	2,901,479	0.20
<u><b>Quorum and majority required for Extraordinary General Meetings</b></u> <b>Resolution E (not approved by the Board of Directors)</b> Expansion of individual share ownership by the adoption of a loyalty dividend	41,279,867	2.87	1,391,085,161	96.87	3,724,818	0.26