

AMENDMENT NO. 1 TO THE VEOLIA EUROPEAN WORKS COUNCIL AGREEMENT OF JUNE 8, 2015

The Company VEOLIA ENVIRONNEMENT SA, a

Public Limited Company with a share capital of EUR 2,827,966,705,
Registered in the Paris Trade and Companies Register under number 403 210 032,
Whose headquarters are located at 21, rue La Boétie, 75008 Paris, France.

Represented by Mr. **Jean-Marie Lambert**, duly authorized for the purposes hereof, in his capacity as Executive Vice-President, Head of Human Resources of the Group

Hereinafter referred to as the **"Company"**

OF THE FIRST PART

AND

The Veolia Environnement European Works Council,

- | | |
|------------------|--|
| GERMANY: | RICHTER Jenny
LAGOSKY Uwe
TOKER Niyazi
STRANGHÖNER Jörg |
| BELGIUM: | KAJJAL Abdelkhalak |
| DENMARK: | SKOVGARD NIELSEN Claus |
| SPAIN: | CORTES Antonio |
| FRANCE: | DEROUBAIX Hervé
SOFER-AYADI Michaëla
BERLOQUIN Sylvie
MARTIN Bruno
CHALIGUI Ali
LANGE Christian |
| HUNGARY: | CSISZAR Janos |
| ITALY: | ALFREDO REDA
OLTOLINA Nicoletta |
| LITHUANIA: | RAMANAUSKAS Tomas |
| NETHERLANDS: | POLL Marco |
| POLAND: | BRINCKEN Maria
MADAJCZAK Marek |
| PORTUGAL: | ROMAOZINHO Alberto |
| CZECH REPUBLIC : | ZDICH Martin
DREVO Marek
BATKO Jaroslav |
| ROMANIA: | IODACHE Stefan |
| UNITED KINGDOM: | TOWERS Jimmy
HINCHLIFFE Michael
ECCLESTON William
DYER Johnny |
| SLOVAKIA: | ZABKA Milos |

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S.O.
R...
M...
H.D.

OF THE SECOND PART

Hereinafter collectively referred to as the **"Parties"**

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PREAMBLE

The Veolia Group set up a European Works Council by agreement of October 10, 2005 in order to allow the creation of a privileged place for information and dialog for the entire Veolia Group.

This Agreement was revised twice, by agreement of October 13, 2010 and then of June 8, 2015, to take into account the Group's development as well as changes resulting from Directive 2009/38/EC of May 6, 2009.

Following the referendum on June 23, 2016, the United Kingdom decided to trigger Article 50 of the Treaty of Lisbon to leave the European Union. However, this country represents a significant portion of the Veolia Group's workforce and business activities in Europe.

The Parties therefore met to allow the Veolia European Works Council to continue to represent Veolia employees in the United Kingdom and to ensure that specific representatives can be appointed in the event that the United Kingdom leaves the European Union.

ACCORDINGLY, THE PARTIES AGREED AS FOLLOWS:**Article 1. AMENDMENT OF ARTICLE 2—SCOPE**

ARTICLE 2 of the Veolia European Works Council Agreement of June 8, 2015 is supplemented by the following provision:

In the event that the United Kingdom ceases to be part of the European Union and does not join the European Economic Area, and in the event Directive 2009/38/EC is no longer applicable to the United Kingdom, the Parties agree that, without prejudice to the terms of any "withdrawal agreement" concluded between the United Kingdom and the European Union, adapting the withdrawal rules of the United Kingdom, the United Kingdom will continue to be fully covered by this Agreement and that the Veolia European Works Council will remain competent for all transnational issues as defined in Article 4.1 of this Agreement, in conjunction with the United Kingdom, employee representatives in the European Works Council from the United Kingdom will continue to benefit from the same rights, prerogatives, and protection as the other members of the Veolia European Works Council as outlined in this Agreement."

The other provisions of the Veolia European Works Council Agreement of June 8, 2015 remain unchanged.

Article 2. FINAL PROVISIONS**2.1. Monitoring, review and termination**

This Amendment is revised or terminated under the same conditions and in accordance with the same procedure as the Veolia European Works Council Agreement of June 8, 2015.

2.2. Interpretation of the Amendment and disputes

In case of divergence of interpretation and of analysis regarding the provisions of this Amendment or its translations, it is agreed that the French version shall prevail.

Furthermore, in the event of a dispute, the French courts shall have sole jurisdiction.



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2.3. Duration of the Amendment

This Amendment Agreement is concluded for an indefinite period from the date of its signature and replaces, as soon as it enters into force, for the specific provisions referred to in Article 1, any prior agreement of the same scope and in particular the Veolia European Works Council Agreement of June 8, 2015, which it revises.

Drawn up in _____, on June 26, 2019

In _____ copies, of which each Party received one after signature, one for each member, translated into their mother tongue, one for Management, and one for the Conseil des Prud'hommes (French Labor Court). This Agreement will also be filed on the French Ministry of Labor's teleprocedure platform.

On behalf of the Veolia European Works Council,

GERMANY:	RICHTER Jenny	
	LAGOSKY Uwe	
	TOKER Niyazi	
	STRANGHÖNER Jörg	
BELGIUM:	KAJAL Abdelkhalak	
	ADAM ULW	
DENMARK:	SKOVGARD NIELSEN Claus	
SPAIN:	CORTES Antonio	
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	SOFER-AYADI Michaëla	
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POLAND: BRINCKEN Maria 
MADAICZAK Marek 

PORTUGAL: ROMAOZINHO Alberto 

CZECH REPUBLIC: ZDICH Martin 
DREVO Marek 
BATKO Jaroslav 

ROMANIA: IORDACHE Stefan 

UNITED KINGDOM: TOWERS Jimmy 
HINCHLIFFE Michael 
ECCLESTON William 
DYER Johnny 

SLOVAKIA: ZABKA Milos 
BARTKOVA Silvia 

On behalf of VEOLIA Group Management, represented by Jean-Marie Lambert, Head of Human Resources of the VEOLIA Group,

