

## France Telecom

Country: France  
 Meeting Type: Mix  
 Meeting Date: 9 April 2004  
 ISIN Code: FR000013308

Item	Description	Issue	TMF Vote	Mgmt Vote
1	Approve Financial Statements and Discharge Directors for Fiscal Year Ended Dec. 2003	A. Annual Accounts, Discharge and Dividends	ABSTAIN	FOR
	<i>Non-compliance with local best practice. In France, there is no legal obligation to discharge directors. French companies increasingly remove these agenda items from shareholder meetings. Not tabling these resolutions is considered best practice according to local ECGS partner.</i>			
2	Accept Consolidated Financial Statements and Statutory Reports for Fiscal Year Ended Dec. 2003	A. Annual Accounts, Discharge and Dividends	FOR	FOR
3	Approve Treatment of Losses and Dividends of EUR 0.25 per Share	A. Annual Accounts, Discharge and Dividends	FOR	FOR
4	Approve Special Auditors' Report Regarding Related-Party Transactions	C. Auditors	FOR	FOR
5	Authorize Repurchase of Up to Ten Percent of Issued Share Capital	D. Share Capital and Shareholder Relations	FOR	FOR
6	Fix Issue Price of Previous Authority to Issue Equity or Equity-Linked Securities without Pre-emptive Rights Submitted to Shareholder Vote at Feb. 25, 2003 EGM to Increase Capital by up to EUR 30 Billion	D. Share Capital and Shareholder Relations	AGAINST	FOR
	<i>Issue of shares without pre-emptive rights above dilution threshold. The resolution is a renewal of the 2003 clearance allowing potential dilution of up to 312% of current capital. No specific project is attached to this approval as a justification for the absence of pre-emptive right..</i>			
7	Amend Article 1, 2, and 7 to Reflect 2003 Legislative Changes, Postal Service and Telecommunication Code, and European Parliament Directives	E. Other	FOR	FOR
8	Amend Articles to Reflect 2003 Legislative Changes; Remove French Government Obligation to Retain Majority Stake in Company and Amend Articles with Respect to Board Composition	E. Other	FOR	FOR
9	Amend Articles to Reflect Potential Change in Control with Respect to Powers of Chairman and Management	E. Other	FOR	FOR

10	Amend Articles of Association to Introduce Liquidation Provision	E. Other	FOR	FOR
11	Authorize Board to Issue Up to 30 Million Shares to Participants of Wanadoo Stock Option Plan in Connection with France Telecom Liquidity Agreement		FOR	FOR
12	Approve Capital Increase Reserved for Employees Participating in Savings-Related Share Purchase Plan	E. Other	ABSTAIN	FOR
	<i>Lack of details disclosed by company to assess merits of the plan.</i>			
13	Authorize Filing of Required Documents/Other Formalities	E. Other	FOR	FOR