



B #:	5474-17
Date:	April 24, 2017
To:	All Participants
Category:	Dividends
From:	International Services
Attention:	Operations, Reorg & Dividend Managers, Partners & Cashiers
Subject:	<u>Tax Relief</u> – Country: FRANCE Veolia CUSIP: 92334N103 <u>Record Date:</u> 04/25/2017 <u>Payable Date:</u> TBA <u>CA Web Instruction Deadline:</u> 05/02//2017 8:00 P.M. ET <u>Documentation Deadline:</u> 05/24/2017 5:00 P.M. ET

Participants can use DTC’s Corporate Actions Web (CA Web) service to certify all or a portion of their position entitled to the applicable withholding tax rate. Participants are urged to consult TaxInfo respectively before certifying their instructions over the CA Web.

Important: Prior to certifying tax withholding instructions, participants are urged to read, understand and comply with the information in the Legal Conditions category found on TaxInfo on the CA Web.

Questions regarding this Important Notice may be directed to GlobeTax 212-747-9100.

Important Legal Information: *The Depository Trust Company (“DTC”) does not represent or warrant the accuracy, adequacy, timeliness, completeness or fitness for any particular purpose of the information contained in this communication, which is based in part on information obtained from third parties and not independently verified by DTC and which is provided as is. The information contained in this communication is not intended to be a substitute for obtaining tax advice from an appropriate professional advisor. In providing this communication, DTC shall not be liable for (1) any loss resulting directly or indirectly from mistakes, errors, omissions, interruptions, delays or defects in such communication, unless caused directly by gross negligence or willful misconduct on the part of DTC, and (2) any special, consequential, exemplary, incidental or punitive damages.*

To ensure compliance with Internal Revenue Service Circular 230, you are hereby notified that: (a) any discussion of federal tax issues contained or referred to herein is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties that may be imposed under the Internal Revenue Code; and (b) as a matter of policy, DTC does not provide tax, legal or accounting advice and accordingly, you should consult your own tax, legal and accounting advisor before engaging in any transaction.

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Non-Confidential


VEOLIA ENVIRONNEMENT has announced a cash dividend and Deutsche Bank acts as the Depository for the Depositary Receipt (“DR”) program.

Participants can use DTC’s Corporate Actions Web (“CA Web”) instructions tab to certify all or a portion of their position entitled to the applicable withholding tax rate. Use of these instruction methods will permit entitlement amounts to be paid through DTC.

As outlined in the Eligibility Matrix below, all qualifying holders will have the opportunity to receive their full treaty benefits on DR pay date. Holders not certified at the favorable or exempt withholding tax rates through CA Web will receive the dividend net of the full French statutory withholding tax rate of **30%** with the possibility to reclaim through the standard long form process.

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DIVIDEND EVENT DETAILS	
COUNTRY OF ISSUANCE	FRANCE
ISSUE	VEOLIA ENVIRONNEMENT
CUSIP#	92334N103
UNDERLYING ISIN	FR0000124141
DEPOSITARY	DEUTSCHE BANK
ADR RECORD DATE	APRIL 25, 2017
ORD PAY DATE	APRIL 26, 2017
ADR PAY DATE	TBA
RATIO (DR to ORD)	1 : 1
ORD RATE	EUR 0.80
STATUTORY WITHHOLDING ATE	30%
	NOT AVAILABLE

PLEASE NOTE:

- U.S. MUTUAL FUNDS THAT WISH TO RECEIVE THE FAVORABLE RATE MUST PROVIDE A COPY OF THEIR [2017 8802](#).
- DUE TO CHANGES MADE BY THE IRS, GROUP TRUST ARRANGEMENTS UNDER REVENUE RULING 81-100 ARE NOT ELIGIBLE FOR TREATY BENEFITS.
- THE RELIEF AT SOURCE PROCESS HAS A MINIMUM SHARE REQUIREMENT

FEES & DEADLINES

FILING METHOD	PAYMENT METHOD	SHARE MINIMUM (DRs)	CUSTODIAL FEE	TAX RELIEF FEE	MINIMUM FEE PER BENEFICIAL OWNER	FINAL SUBMISSION DEADLINE
RELIEF AT SOURCE	VIA DTCC	0.00% RATE - 45 DRs	NO FEE	UP TO \$0.0075 PER DR	\$0	<u>CA WEB INSTRUCTIONS DEADLINE:</u> MAY 2, 2017, 8:00 P.M. EST <u>DOCUMENTATION DEADLINE AT GLOBETAX:</u> MAY 24, 2017; 5:00 P.M. EST
		15.00% RATE - 90 DRs				
LONG FORM	VIA CHECK	NO MINIMUM	35 EUR	UP TO \$0.01 PER DR	\$25.00	NOVEMBER 1, 2019 RECLAIMS RECEIVED POST DEADLINE CANNOT BE ASSURED AND MAY BE SUBJECT TO A 1,000.00 EUR PER BENEFICIARY CUSTODIAL FEE WHETHER OR NOT SUCCESSFUL

ELIGIBILITY MATRIX – RELIEF AT SOURCE

RATE DESCRIPTION	RECLAIM RATE	ELIGIBLE RESIDENTS	DOCUMENTATION REQUIRED	SIGNATURE REQUIRED
UNFAVORABLE - 30%	0%	NON-TREATY COUNTRIES AND ENTITIES NOT MENTIONED AS FAVORABLE OR EXEMPT BELOW	1. N/A	1. N/A
FAVORABLE - 15%	15%	<ul style="list-style-type: none"> • U.S. INDIVIDUALS/IRAs (EXCLUDING ROTH, ROLLOVER, & SEP IRAs) • U.S. CORPORATIONS • U.S. REGULATED INVESTMENT COMPANIES (RICs), REAL ESTATE INVESTMENT TRUSTS (REITs), REAL ESTATE MORTGAGE INVESTMENT CONDUITS (REMICs) • U.S. PENSION FUNDS (QUALIFIED UNDER SECTIONS 401(a), 401(b), 403(b), & 457 ONLY) • U.S. NOT-FOR-PROFIT ORGANIZATIONS (QUALIFIED UNDER SECTION 501(c)(3) ONLY) 	<ol style="list-style-type: none"> 1. APPENDIX B.1 (ESP-GENERATED) 2. APPENDIX B.2 (ESP-GENERATED) 3. APPENDIX C1 OR C2 (ESP-GENERATED) 4. APPENDIX F (ESP-GENERATED) 5. ORIGINAL IRS FORM 6166 (TAX YEAR 2017)* 6. FORM 8802** <ol style="list-style-type: none"> a. SECTION 5 MUST HAVE THE “OTHER” BOX CHECKED OFF AND MUST STATE THE SPECIFIC TAX RETURN FILED (EX: 1120-RIC) b. SECTION 7 OF THE 8802 MUST CONTAIN THE YEAR BEING RECLAIMED (2017) <p>*AN IRS 6166 FORM IS NOT REQUIRED FOR U.S. INDIVIDUALS AND CORPORATIONS, HOWEVER, THE FRENCH TAX AUTHORITIES RESERVE THE RIGHT TO REQUEST ONE</p> <p>**ONLY REQUIRED FOR U.S. RICs, REITs, AND REMICs</p>	<ol style="list-style-type: none"> 1. N/A 2. N/A 3. YES – DTC PARTICIPANT 4. N/A 5. N/A 6. N/A
FAVORABLE - 15%	15%	CANADIAN INDIVIDUALS & CORPORATIONS	<ol style="list-style-type: none"> 1. APPENDIX B.1 (ESP-GENERATED) 2. APPENDIX B.2(ESP-GENERATED) 3. APPENDIX D1 OR D2 (ESP-GENERATED) 4. ORIGINAL 5000 – EN FORM (ESP-GENERATED) 	<ol style="list-style-type: none"> 1. N/A 2. N/A 3. YES – DTC PARTICIPANT 4. YES – DTC PARTICIPANT & CANADIAN REVENUE AGENCY
EXEMPT - 0%	30%	CANADIAN PENSIONS	<ol style="list-style-type: none"> 1. APPENDIX B.1 (ESP-GENERATED) 2. APPENDIX B.3* (ESP-GENERATED) 3. APPENDIX D1 OR D2 (ESP-GENERATED) 4. APPENDIX E1 OR E2(ESP-GENERATED) 5. APPENDIX F (ESP-GENERATED) 6. ORIGINAL 5000 – EN FORM (ESP-GENERATED) 	<ol style="list-style-type: none"> 1. N/A 2. N/A 3. YES – DTC PARTICIPANT 4. YES – BENEFICIARY OR LEGAL REPRESENTATIVE & CANADIAN TAX AUTHORITY 5. N/A 6. YES – DTC PARTICIPANT & CANADIAN REVENUE AGENCY

DESCRIPTION OF VARIOUS DOCUMENTATION	
DOCUMENT NAME	DESCRIPTION
APPENDIX B.1	- DTC Participant Information
APPENDIX B.2	- Summary of all entity types elected
APPENDIX B.3	- Summary of all Canadian pensions elected
IRS FORM 6166	- Issued by the Internal revenue service, stating the name and tax payer identification number of the beneficial owner https://www.irs.gov/individuals/international-taxpayers/form-6166-certification-of-u-s-tax-residency
IRS FORM 8802	- Application for United States residency certification
APPENDIX C1 OR C2 (ANNEX III)	- Signature and stamp (medallion or other) of the DTC participant - Appendix C1 preferred
APPENDIX D1 OR D2 (ANNEX IV)	- Signature and stamp (medallion or other) of the DTC participant - Appendix D1 preferred
APPENDIX E1 OR E2 (ANNEX I OR II)	- An attestation must be filled for each beneficiary - Must be certified by the Canadian Revenue Agency - Appendix E1 preferred
5000-EN FORM	- Submit the “ FOR USE BY THE FRENCH TAX AUTHORITY ” version only; indicated in upper left hand corner of the form - Section III <ul style="list-style-type: none"> o Date, signature & stamp (medallion or other) of the DTC participant - Section IV <ul style="list-style-type: none"> o To be certified by Canadian Revenue Agency - the form can be obtained below: https://www.impots.gouv.fr/portail/files/formulaires/5000-sd/2016/5000-sd_1402.pdf
APPENDIX F	- An ASCII (American Standard Code for Information Interchange) computer disk file or a Microsoft Excel file is required for non-ESP users - Exhibit I lists the formatting rules

CONTACT DETAILS	
PRIMARY CONTACT	EMILIE KOZOL
DOMESTIC PHONE (U.S.)	212-747-9100
DOMESTIC FAX (U.S.)	212-747-0029
INTERNATIONAL PHONE	1-212-747-9100
INTERNATIONAL FAX	1-212-747-0029
EMAIL ADDRESS	EMILIE_KOZOL@GLOBETAX.COM
GROUP EMAIL	FRANCEESP@GLOBETAX.COM
COMPANY	GLOBETAX SERVICES INC.
STREET ADDRESS	ONE NEW YORK PLAZA, 34 TH FLOOR
CITY/STATE/ZIP	NEW YORK, NY 10004
ADDITIONAL CONTACTS	BROOKS ROBINSON

ESP
powered by **GLOBETAX**

Deutsche Bank offers ESP powered by GlobeTax, an electronic withholding tax submission system. This system allows for the secure and simplified transfer of beneficial owner level data from the Participant to GlobeTax and creates applicable documentation on the Participants behalf.

Submit the data online through the web site below, print out the documents on letterhead, sign them, and mail them to GlobeTax, along with the necessary required documents.

These claims should be submitted through the following website. (Requires a one-time registration)

<https://ESP.GlobeTax.com>

Please contact support@globetax.com at 212-747-9100 if you have any questions about this process.

FREQUENTLY ASKED QUESTIONS (FAQs)

AT SOURCE QUESTIONS





Who do I send the relief at source documentation to?	Everything is to be submitted to the depository bank's agent, GlobeTax.
Does the IRS 6166 form have to be for the tax year in which the dividend is paid out and must it be original?	It is highly recommended that the tax year on the 6166 supplied matches the year of the ordinary dividend payment and that the 6166 supplied is an original. If you choose to submit outdated or copies of 6166s, it is recommended that you request a more current one from the IRS at the time the election is made and submit it to the French custodian upon receipt.
What happens if I do not send in the documentation and/or submit a file whose share position totals more than my CA Web elections?	This will result in a chargeback for the amount of shares not supported by the documentation. The favorable or exempt shares elected will be adjusted to your unfavorable position and result in a debit to your DTC participant account. Submitting share amounts exceeding your CA Web elections may result in a chargeback of the total election.
Why are Forms 8802 being requested for U.S. Regulated Investment Companies (RICs), Real Estate Investment Trusts REITs) and Real Estate Mortgage Investment Conduits (REMICs)?	The IRS 6166 form does not differentiate between corporations and Regulated Investment Companies (RICs), Real Estate Investment Trusts REITs) and Real Estate Mortgage Investment Conduits (REMICs). In order for the French Tax Authorities to validate entities, these forms are being requested.
Are Canadian mutual funds eligible for reclaim through the relief at source process?	No. Only through the standard long form process.
Are partnerships/LLCs eligible for reclaim the relief at source process?	No. Only through the standard long form process.
Why would the French Tax Authorities request an IRS 6166 form for individuals or corporations if it is not required?	If they have any doubts regarding the status of the beneficial owner, they are entitled to validate their suspicion by requesting the 6166.
How long does it take to receive payment with the relief at source process?	On DR pay date.
Are U.S. trust accounts eligible for the relief at source process?	No. Only through the standard long form process.
What happens if I do not send in the documentation and/or submit a file whose share position totals more than my CA Web elections?	This will result in a chargeback for the amount of shares not supported by the documentation. The favorable or exempt shares elected will be adjusted to your unfavorable position and result in a debit to your DTC participant account. Submitting share amounts exceeding your CA Web elections will result in a chargeback of the total election

GENERAL QUESTIONS

How long do beneficial owners have to file for reclaim on this dividend?	Generally, two years from the end of the year in which the ordinary dividend was paid, however it may depend on the residency of the beneficial owner.
Is there any way to reclaim the funds I was charged back for?	Yes. The standard long form process. Please refer to the depository contact details section of this notice for assistance.
Is this dividend available on ESP powered by GlobeTax?	Yes, all required documents can be created using ESP powered by GlobeTax but they must still be forwarded to GlobeTax.

<p>Will GlobeTax accept claims filed directly to them by beneficial owners?</p>	<p>GlobeTax only accepts claims filed by the DTC participant who was holding the securities through DTC and only to the extent that DTC has reported these holdings to us as valid record date holdings. Beneficial owners are required to file their claims through the custody chain to the DTC participant of record. All claims not received directly from the DTC participant will be returned to the beneficial owner.</p>
<p>Is the process for tax relief offered by the DR Depository banks an optional process?</p>	<p>Yes, this is a discretionary, optional service, however, in the French market; the custodians will not accept claims from anyone except the DR depository banks in order to ensure validation of the record date positions claimed. Claims such as claims filed under a European Court of Justice (“ECJ”) ruling may be filed directly to the French Tax Authorities with a proper 2777 form issued by the French custodian to Deutsche Bank, these forms also must be secured by Deutsche Bank are subject to a fee of up to \$0.01 per depository share with a minimum fee of \$25 and a custodial fee of up to 50 euros.</p>
<p>LONG FORM PROCESS QUESTIONS</p>	
<p>Where can I obtain information on the standard long form process?</p>	<p>GlobeTax administers the long form process. Please refer to the depository contact details section of this notice for assistance.</p>
<p>When do I need to use Exhibit II (cover letter) at the end of this notice?</p>	<p>Only for the standard long form process & if you are not submitting via ESP.</p>
<p>How long does it take to receive payment on standard long form process?</p>	<p>Generally 6 months to 1 year.</p>

Warning and Disclaimer:
The information and data contained in this Notice is based on information obtained from multiple sources believed to be reliable. However, Deutsche Bank Trust Company Americas and its agents do not warrant or guarantee the accuracy or completeness of, nor undertake to update or amend, this information or data. We and our agents expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon any of this information or data. The information contained in this Notice is subject to change, including in the and subject to discretion of third parties, and/or pre-emption or being superseded by local market rules, and practices or actions taken by non-U.S. agents or tax authorities. Deadlines often differ from statutory deadlines. You should file claims as soon as possible, and at least six months prior to the specified deadline.

<p>FORMS AND ATTACHMENTS <i>*Double click on respective icon to view attachment.</i></p>			
<p>APPENDIX B, C, D, & E <i>**For Non-ESP users ONLY</i></p>	<p>APPENDIX F <i>**For Non-ESP users ONLY</i></p>	<p>EXHIBIT I <i>**For Non-ESP users ONLY</i></p>	<p>EXHIBIT II <i>**For Non-ESP users ONLY</i></p>
 <p>APPENDICES.pdf</p>	 <p>APPENDIX F.xlsx</p>	 <p>EXHIBIT I.pdf</p>	 <p>EXHIBIT II.pdf</p>