



## Agenda

of the Annual General Meeting of Constellium N.V. (the "**Company**") to be held at the offices of Stibbe, Strawinskylaan 2001, 1077 ZZ Amsterdam, the Netherlands on Thursday, June 11, 2015 at 15:00 CET (9:00 AM EDT).

1. Opening Remarks
2. Discussion of the Annual Report 2014
3. Discussion of the Corporate Governance of the Company
4. Remuneration
  - (i) Discussion of the 2014 remuneration
  - (ii) Remuneration of Non-Executive Board Members\*
5. Adoption of the Annual Accounts 2014\*
6. Results 2014
7. Release from liability of Executive Board Member of the Company\*
8. Release from liability of Non-Executive Board Members of the Company\*
9. Authorization of the Board to allow the Company to acquire its own shares\*
10. Board Composition (to be effective June 11, 2015). Re-appointment of the following Non-Executive Board Members of the Company:
  - (i) Mr. Guy Maugis\*
  - (ii) Mr. Matthew H. Nord\*
  - (iii) Mr. Werner P. Paschke\*
  - (iv) Mr. Michiel Brandjes\*
  - (v) Mr. Philippe C.A. Guillemot\*
  - (vi) Mr. Peter F. Hartman\*
  - (vii) Mr. John Ormerod\*
  - (viii) Ms. Lori Walker\*
11. Appointment of PricewaterhouseCoopers as independent auditor of the Company for 2015\*
12. Cancellation of Ordinary Shares Class B\*
13. Amendments to Articles of Association\*
14. Questions and Answers
15. Closing Remarks

Items with \* are voting items