

Information on the situation of the Chairman and members of the Management Board

At its meeting on May 19, 2022, the Supervisory Board, on the recommendation of the Corporate Governance Nominations and Remuneration Committee, decided to renew or appoint the following persons as members of the Management Board for a four-year term starting June 24, 2022, i.e., until June 23, 2026:

- Arnaud de Puyfontaine, Chairman of the Management Board;
- Frédéric Crépin, Member of the Management Board and Vivendi's Group General Counsel;
- François Laroze, Member of the Management Board and Vivendi's Chief Financial Officer;
- Claire Leost, Member of the Management Board and President of Prisma Media;
- Céline Merle-Béral, Member of the Management Board and Vivendi's Chief of HR Strategy and Corporate Culture; and
- Maxime Saada, Member of the Management Board and Chairman of the Management Boards of Canal+ Group and Dailymotion.

The compensation of the Chairman of the Management Board remains unchanged.

The compensation of Claire Leost, Céline Merle-Béral, Frédéric Crépin, François Laroze and Maxime Saada is described in the appendix below. They each have an employment contract relating to their functions within the company. They are not entitled to any severance pay in respect of their corporate office.

As from June 24, 2022, the compensation policy for 2022, as approved by the General Shareholders' Meeting of April 25, 2022 (16th resolution), will apply to the Chairman and members of the Management Board. This policy provides¹ that the policy in force applies with immediate effect to the Chairman and members of the Management Board whose terms of office are renewed or who are newly appointed, and that the compensation of these members is set based on their position and level of responsibility, in accordance with the principles and criteria approved for the year. In addition, this policy provides that under no circumstances may the amount of the average fixed compensation of the Chairman and members of the Management Board whose terms of office are renewed or who are newly appointed exceed the current average fixed compensation of €1,008,571.

¹ Please refer to Section 2.1.2.1. of Chapter 4 of Vivendi's Universal Registration Document for fiscal year 2021, page 185.

Appendix

Arnaud de Puyfontaine (compensation unchanged):

- Vivendi SE fixed compensation €2,000,000
- variable compensation: target of 80% with a maximum of 100%.

Frédéric Crépin:

- Vivendi SE fixed compensation: €850,000
- variable compensation: target of 80% with a maximum of 100%.

François Laroze:

- Vivendi SE fixed compensation: €640,000²
- variable compensation: target of 80% with a maximum of 100%.

Claire Leost:

- Vivendi SE fixed compensation: €140,000³
- variable compensation: target of 80% with a maximum of 100%.

Céline Merle-Béral:

- Vivendi SE fixed compensation: €300,000⁴
- variable compensation: target of 80% with a maximum of 100%.

Maxime Saada:

- Vivendi SE fixed compensation: €75,000⁵
- variable compensation: target of 80% with a maximum of 100%.

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Claire Leost, Céline Merle-Béral, Frédéric Crépin, François Laroze and Maxime Saada are contractually entitled to a severance payment in the event of termination of their employment contract at the company's initiative. These payments are capped at eighteen months' worth of compensation (fixed + target bonus).

Under the terms of their employment contract with the company, they are also eligible to participate in the defined-benefit supplemental pension plan, which was set up on January 1, 2020, pursuant to Article L. 137-11-2 of the French Social Security Code (*Code de la Sécurité sociale*) and is described in the compensation policy for the Chairman and members of the

² François Laroze also receives fixed compensation of €300,000 in his capacity as Chief Financial Officer of Havas.

³ Claire Leost also receives fixed compensation of €360,000 in her capacity as President of Prisma Media.

⁴ Céline Merle-Béral also receives fixed compensation of €80,000 in her capacity as Hava's Global Chief HR Officer.

⁵ Maxime Saada also receives fixed compensation of €1,200,000 in his capacity as Chairman of Canal+ Group's Management Board.

Management Board for 2022, as approved by the General Shareholders' Meeting of April 25, 2022 (16th resolution). Its main terms are as follows⁶:

- a minimum of three years' seniority with the company;
- accrual of benefits on an annual basis of 1.5%⁷; and
- reference compensation used for calculating the pension benefit: fixed and variable compensation received during the year concerned, subject to a dual cap (reference compensation capped at 60 times the French Social Security annual limit and accrued benefits limited to 25% of the reference compensation).

In addition, the Supervisory Board decided to make the increase in the benefit entitlement of the Chairman and members of the Management Board under this supplemental pension plan, for which they are eligible, subject to the following criteria, which will be assessed each year: no increase in benefits will apply if, for the year under consideration, the group's financial results (adjusted net income and cash flow from operations) amount to less than 80% of the budget and if Vivendi SE's stock market performance is less than 80% of the average performance of a composite index (50% CAC 40 and 50% STOXX[®] Europe Media).

The elements of the compensation policy for the Chairman and members of the Management Board for 2022 are described in Section 2.1. of Chapter 4 of Vivendi's Universal Registration Document for fiscal year 2021.

⁶ These terms may change depending on the implementing legislation for Government Order No. 2019-697 dated July 3, 2019 on corporate supplemental pension plans.

⁷ Benefits accrue based on seniority, at an annual rate calculated as follows:

- 0% for the tranche \leq 4 times the Social Security annual limit (€164,544 in 2022);
- 3% for the tranche $>$ 4 times but \leq 8 times the Social Security annual limit (€329,088 in 2022); and
- 1.5% for the tranche $>$ 8 times the Social Security annual limit.

In accordance with applicable law, under no circumstances may the rate exceed 3% of the compensation paid by Vivendi SE.