

VIVENDI SE

A European Company with a Management Board (*Directoire*) and a Supervisory Board (*Conseil de surveillance*), and a share capital of €5,664,549,687.50
Registered office: 42, avenue de Friedland - 75008 PARIS
RCS PARIS 343 134 763

NOTICE OF MEETING

BENEFICIARIES OF TRANSFER RIGHTS GRANTED IN CONNECTION WITH THE SUBSIDIARY LEG OF THE PUBLIC TENDER OFFER INITIATED BY VIVENDI SE ON LAGARDERE SA¹ (THE “TRANSFER RIGHTS”)

As announced by Vivendi SE in its press release of November 20, 2023, pursuant to the provisions of Article L. 228-58 of the French Commercial Code (*Code de commerce*) and Section 2.3.5 of the public tender offer document (*Note d'information*), which was granted Visa no. 22-106 on April 12, 2022, relating to the public tender offer initiated by Vivendi SE on Lagardère SA (the “**Offer Document**”), Vivendi’s Management Board decided to convene a general meeting of beneficiaries of Transfer Rights (the “**General Meeting**”) to be held on December 11, 2023, at 10:00 a.m. 42, avenue de Friedland, 75008 Paris, France, to deliberate on the following agenda and draft resolutions:

- 1. Approval of the extension of the exercise period of the Transfer Rights**
- 2. Powers to carry out formalities**

First resolution (Approval of extension of the exercise period of the Transfer Rights). – The General Meeting, voting in accordance with the applicable quorum and majority requirements:

- approves the extension of the exercise period of the Transfer Rights, currently set to run until December 15, 2023 (inclusive), to June 15, 2025 (inclusive); and
- notes that the other terms and conditions of the Transfer Rights, as described in the Offer Document, remain unchanged.

Second resolution (Powers to carry out formalities). – The General Meeting grants full powers to the bearer of a certified copy or excerpt of the minutes of this General Meeting to accomplish any formalities required by law.

To Vivendi SE’s knowledge, the beneficiaries of Transfer Rights held, as of the date of publication of this notice, a total of 27,768,221 Transfer Rights, enabling them upon exercise to sell up to 27,768,221 Lagardère SA shares, representing, based on the share price of €24.10 per Lagardère SA share corresponding to the exercise of a Transfer Right, a total maximum amount of €669,214.126.10 (excluding taxes).

¹ See notice of compliance (*avis de conformité*) No. 222C0835 published by the French Financial Markets Authority (*Autorité des marchés financiers*) on April 12, 2022.

Conditions for participating in the General Meeting

Each beneficiary of Transfer Rights, irrespective of the number of Transfer Rights held, is entitled to participate in the General Meeting.

Pursuant to Article R. 228-71 of the French Commercial Code (*Code de commerce*), each beneficiary of Transfer Rights is entitled to participate in the General Meeting if his or her Transfer Rights are registered in an account opened in his or her name with a financial intermediary on the date of the General Meeting.

To evidence their right to participate, beneficiaries of Transfer Rights will be required to present a certificate of account registration (*attestation d'inscription en compte*) from a financial intermediary, dated no later than the date of the General Meeting. This certificate must be attached to the signed postal voting or proxy form, as applicable,

To participate in the General Meeting, this certificate of account registration from a financial intermediary must either be sent to Société Générale Securities Services (agobligataire.fr@socgen.com) to obtain an admission card to the meeting or be presented on the day of the meeting by the beneficiary of Transfer Rights who has not received his admission card.

The beneficiaries of Transfer Rights are entitled to assign (in accordance with the terms and conditions set out in Articles 1321 *et seq.* of the French Civil Code and subject to immediate notification by the assigning or assignee beneficiary to Société Générale Securities Services) or to exercise all or part of the Transfer Rights they hold at any time. However, only Transfer Rights that have not been the subject, on the day of the General Meeting, of a notification of assignment or exercise to Societe Generale Securities Services, in its capacity as centralizing agent for the Transfer Rights, will entitle the beneficiaries of the Transfer Rights to participate in the General Meeting.

How to participate in the General Meeting

Each beneficiary of Transfer Rights or his or her Representative (as defined below) has one vote per Transfer Right held or represented by such beneficiary.

Each beneficiary of Transfer Rights has the right to participate in the General Meeting in person, by proxy or by mail.

Beneficiaries of Transfer Rights who are unable to attend the General Meeting in person may choose one of the following options:

1. A beneficiary of Transfer Rights may authorize a person in writing (a "**Representative**") to represent him or her at the General Meeting, subject to the provisions of Articles L. 228-62 and L. 228-63 of the French Commercial Code, which prohibit members of the Management and Supervisory Boards, Statutory Auditors or employees of Vivendi SE from representing a beneficiary of Transfer Rights. The authorization, together with the certificate of account registration, must be received by December 8, 2023, at the latest.
2. A beneficiary of Transfer Rights may give proxy to the Chairman of the General Meeting.
3. If a beneficiary of Transfer Rights would like to vote on the resolutions without attending the General Meeting in person or appointing a Representative to represent them in accordance with paragraph 1. above, they may vote by mail. Postal voting forms, together with the certificate of account registration, must be received by Société Générale Securities Services (agobligataire.fr@socgen.com) by December 8, 2023, at the latest.

The forms for requesting information, proxy and postal voting, and admission cards are available on request from Société Générale Securities Services no later than three days before the date of the meeting, i.e., December 8, 2023.

The beneficiaries of Transfer Rights who sell or exercise their Transfer Rights after having cast their votes remotely or sent a proxy will have the corresponding votes cast remotely or proxies invalidated or modified accordingly. The relevant authorized intermediaries shall report any such assignment or exercise of Transfer Rights to Vivendi SE and Société Générale Securities Services and provide them with all necessary information.

The right of Beneficiaries of Assignment Rights to information

In accordance with applicable laws and regulations, all documents and information that must be communicated or of which the beneficiaries of Transfer Rights may take cognizance in connection with the General Meeting have been posted on Vivendi's website (www.vivendi.com) and will be made available to beneficiaries of Transfer Rights, preferably by appointment, at 42, avenue de Friedland, 75008 Paris, France, or sent upon request addressed to Société Générale Securities Services (agobligataire.fr@socgen.com).

Société Générale Securities Services contact information

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Service des assemblées générales
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