vivendi press release

Paris, February 18, 2015

Vivendi has received an offer from Numericable-SFR and Altice for its stake in Numericable-SFR

Vivendi announced today that it has received a binding offer from Altice and Numericable-SFR on February 17 for the acquisition of its 20% stake in Numericable-SFR at a price of €40 per share, representing a total amount of approximately €3.9 billion.

The transaction would be completed as follows:

- half by Numericable-SFR, as part of a share buyback program submitted to a Numericable-SFR Shareholders' Meeting vote, with payment in cash;
- half by Altice France, with a payment at the latest on April 7th 2016, at an annual interest rate of 3.8% and with a first-demand bank guarantee.

This acquisition would take effect in the days following the Numericable-SFR Shareholders' Meeting, to be convened on April 30th, 2015 at the latest.

This offer would cancel out any previous agreements and any discussions on price adjustments. It would signify for Vivendi the definitive payment of approximately €17 billion (after the financing of the Virgin acquisition for €200 million).

The Vivendi Management Board will examine this offer in the coming days. The Supervisory Board, convening on February 27, will decide on any subsequent action to be taken.

About Vivendi

Vivendi groups together leaders in content and media. Canal+ Group is the French leader in pay-TV, also operating in French-speaking Africa, Poland and Vietnam; its subsidiary Studiocanal is a leading European player in production, acquisition, distribution and international film and TV series sales. Universal Music Group is the world leader in music. Vivendi Village brings together Vivendi Ticketing, Wengo (expert counseling), Watchever (subscription video-on-demand) and the Parisbased concert hall L'Olympia. In addition, Vivendi currently owns GVT a fixed very high-speed broadband, fixed-line telephony and pay-TV services operator in Brazil. <u>www.vivendi.com</u>

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