



Boulogne-Billancourt, March 14, 2014

## INFORMATION CONCERNING THE REMUNERATION OF THE EXECUTIVE DIRECTOR FOR 2013

To take account of AFEP/MEDEF recommendations on the remuneration paid to the executive director, the TF1 Group wishes to clarify the rules for determining the variable remuneration paid to Nonce Paolini, with details on the weightings applied to the criteria and the extent to which the variable remuneration targets were met in 2013.

### Weightings assigned to criteria

The criteria used to determine the variable remuneration paid to Mr Paolini are based on the Group's performances as measured against key economic criteria. One qualitative criterion is also used.

The four criteria are described below:

- ✓ Criterion P1: change in consolidated net profit attributable to the Bouygues group.  
This criterion gives rise to the award of **30% of fixed remuneration** when the target is met and captures the financial performances of the entire Bouygues Group.
- ✓ Criterion P2: change, compared with the business plan, in consolidated net profit attributable to the TF1 Group.  
This criterion gives rise to the award of **35% of fixed remuneration** when the target is met and rewards the director for complying with budget commitments.
- ✓ Criterion P3: year-on-year change in consolidated net profit attributable to the TF1 Group.  
This criterion gives rise to the award of **35% of fixed remuneration** when the target is met and captures growth performances relative to the previous financial year.
- ✓ Criterion P4: this criterion comprises four qualitative sub-criteria that are not published for confidentiality reasons and that give rise to the award of **50% of fixed remuneration** when targets are met.  
From 2014, this P4 criterion will include a criterion relative to Corporate Social Responsibility.

### Achievement of targets

An objective is defined for each criterion.

When the objective is reached, a variable portion corresponding to a percentage of the fixed remuneration is awarded. If the four objectives are reached, the total of the four variable portions is equal to the overall ceiling of 150%, which the variable remuneration of each executive director cannot exceed.

If the objective is exceeded or not reached, the variable portion is adjusted within a bracket on a linear basis: the variable portion cannot exceed a maximum threshold and is reduced to zero below a minimum threshold. It must be reiterated that the four variable portions thus determined cannot under any circumstances exceed the overall ceiling, which is set at 150% of the fixed remuneration for each of the executive directors.

The variable portion of the remuneration awarded to the executive director for 2013 amounts to 111.36% of fixed remuneration. All the above objectives for entitlement to variable remuneration were met, apart from the first criterion (change in consolidated net profit attributable to the Bouygues group).

Remuneration information is published in the 2013 registration document and annual financial report, page 62. The report is available online at [www.groupe-tf1.fr](http://www.groupe-tf1.fr).