

Disclaimer: This amended version dated 1 March, 2019, includes some adjustments regarding the count of votes (9,662 votes). All resolutions remain passed.



ANNUAL GENERAL MEETING OF APRIL 19, 2018

The Annual General Meeting of TF1 shareholders held on April 19, 2018, chaired by Gilles PELISSON, passed all the resolutions submitted to it by the Board of Directors.

A total of 378 shareholders participated in the meeting for Ordinary business, representing 173,399,531 shares and 173,399,531 voting rights
A total of 378 shareholders participated in the meeting for Extraordinary business, representing 173,399,531 shares and 173,399,531 voting rights equivalent to 82,62% of the total voting rights.

Results of voting on the resolutions

Total number of shares	209 880 940	
Number of own shares held	-	
Total number of shares with voting rights	209 880 940	
Number of shareholders present, represented, or voting by post	ordinary business	378
	extraordinary business	378
Number of shares/votes present, represented, or voting by post	ordinary business	173 399 531
	extraordinary business	173 399 531

Resolutions within the competence of the Ordinary General Meeting								
n°	Result	For		Against		Abstention		
		number of votes	%	number of votes	%	number of votes	%	
1	Passed	Approval of the individual financial statements and transactions for the 2017 financial year						
		173 231 753	99,90	167 778	0,10	-	0,00	
2	Passed	Approval of the consolidated financial statements and transactions for the 2017 financial year						
		173 231 753	99,90	167 778	0,10	-	0,00	
3	Passed	Approval of the related party agreements stipulated in Article L. 225-38 of the French Commercial Code (1)						
		56 492 150	69,36	24 956 660	30,64	180	0,00	
4	Passed	Appropriation of profits for the 2017 financial year and setting the amount of the dividend						
		173 398 911	100,00	620	0,00	-	0,00	
5	Passed	Approval of the components of the remuneration and benefits paid or granted to Gilles Pélisson, Chairman and Chief Executive Officer for the 2017 financial year						
		149 806 615	86,39	23 592 826	13,61	90	0,00	
6	Passed	Remuneration policy for the Chairman and Chief Executive Officer: approval of the principles and criteria for determining, distributing and granting components of the remuneration and benefits attributable to Gilles Pélisson						
		149 783 798	86,38	23 615 643	13,62	90	0,00	
7	Passed	Renewal of Laurence DANON-ARNAUD's term of office as Director for three years						
		172 771 581	99,64	627 950	0,36	-	0,00	
8	Passed	Renewal of Martin BOUYGUES' term of office as Director for three years						
		152 362 451	87,87	21 037 080	12,13	-	0,00	
9	Passed	Renewal of BOUYGUES' term of office as Director for three years						
		154 704 961	89,22	18 694 570	10,78	-	0,00	
10	Passed	Acknowledgement of the elections of directors representing the staff						
		173 398 438	100,00	1 093	0,00	-	0,00	
11	Passed	Authorisation granted to the company to buy back its own shares for an 18-month period (subject to a maximum of 10% of the share capital)						
		172 776 637	99,64	622 894	0,36	-	0,00	

(1) The shareholders with an interest, representing 91,950,541 votes, did not take part in this vote.

Resolutions within the competence of the Extraordinary General Meeting								
No	Result	For		Against		Abstention		
		number of votes	%	number of votes	%	number of votes	%	
12	Passed	Authorisation granted to the Board of Directors to reduce the share capital by cancelling treasury shares held by the company (subject to a maximum of 10% of the share capital in each 24-month period)						
		173 398 851	100,00	680	0,00	-	0,00	
13	Passed	Removal of the requirement to appoint alternate auditors – corresponding amendment of article 18 of the articles of association						
		173 398 851	100,00	680	0,00	-	0,00	
14	Passed	Removal of obsolete references contained in the articles of association relating to the staggered terms of office for directors not representing staff and to the first financial year – corresponding amendment of articles 10 and 25 of the articles of association						
		173 398 771	100,00	580	0,00	180	0,00	
15	Passed	Authorisation to carry out the formalities required by law following the Meeting						
		173 398 861	100,00	580	0,00	90	0,00	

Governance

The shareholders, meeting in Annual General Meeting, decided to renew the term of office for a period of three years of Laurence DANON-ARNAUD, Martin BOUYGUES and BOUYGUES.

Composition of the Board of Directors and the Board committee as of April 19, 2019:

Chairman and Chief Executive Officer : Gilles PELISSON

Directors:

- Martin BOUYGUES, Director – Chairman and Chief Executive Officer of BOUYGUES

- Olivier BOUYGUES, Director – Deputy Chief Executive Officer of BOUYGUES
- Fanny CHABIRAND, Director – Employee Representative on the Board - Commercial Assistant, TF1 Works
- Laurence DANON-ARNAUD, Director - independent - Chairwoman of Primerose SAS
- Pascaline de DREUZY - Director - independent – Pediatrician, Strategic Consultant in the field of health
- Catherine DUSSART, Director - independent – Manager of Catherine Dussart Production-CDP
- Janine LANGLOIS-GLANDIER Director - independent – Chairwoman of the FORUM DES MEDIAS MOBILES
- Sophie LEVEAUX TALAMONI Director - Employee Representative on the Board – Artistic Director of Acquisitions
- Olivier ROUSSAT, Director - Deputy Chief Executive Officer of BOUYGUES - Chief Executive Officer of BOUYGUES TELECOM
- BOUYGUES SA, Director - represented by Philippe MARIEN – Deputy Chief Executive Officer of BOUYGUES

Composition of the Audit Committee: Laurence DANON (Chair), Pascaline de DREUZY and Philippe MARIEN (committee members)

Composition of the Ethics and CSR Committee: Janine LANGLOIS-GLANDIER (Chair), Catherine DUSSART and Sophie LEVEAUX TALAMONI (committee members)

Composition of the Compensation Committee: Catherine DUSSART (Chair), Fanny CHABIRAND and Philippe MARIEN (committee members)

Composition of the Director Selection Committee: Martin BOUYGUES (Chair) and Olivier ROUSSAT (committee member)