



Paris, December 20, 2021

**Information published pursuant to Article L. 22-10-30 of the French Commercial Code  
relating to the signing of a related-party agreement**

**Agreement between Vivendi SE and Lagardère SA in order to prepare the regulatory notifications required in connection with the public tender offer for Lagardère SA shares that Vivendi SE intends to file in February 2022**

As announced in its press release issued on December 16, 2021, Vivendi SE now holds 45.1% of Lagardère SA's share capital.

Vivendi SE will request authorization from the European Commission and other relevant competition authorities to acquire control of Lagardère SA during 2022. The approval of ARCOM<sup>1</sup> (*Autorité de régulation de la communication audiovisuelle et numérique*) on the change in the indirect ownership of Lagardère's broadcasting subsidiaries will also be sought by the latter depending on the outcome of Vivendi SE's public tender offer for all the Lagardère SA shares that it does not own, which is expected to be filed in February 2022.

In order to prepare the required regulatory notifications, Vivendi SE and Lagardère SA have agreed to exchange certain information under the terms of a clean team, confidentiality and reciprocal cooperation agreement entered into on December 20, 2021.

Lagardère SA and Vivendi SE have appointed an independent third party, whose costs will be borne exclusively by Vivendi SE, to establish and manage each party's clean team, which will be able to receive the confidential information from the other party that is needed solely for the purpose of preparing the required regulatory notifications. This independent third party will be responsible for the exchange of information under the supervision of the parties' external legal counsels.

**Approval of the Vivendi SE Supervisory Board**

Given that Mr. Arnaud de Puyfontaine is Chairman of the Management Board of Vivendi SE and a director of Lagardère SA, Vivendi SE's Supervisory Board, at its meetings held on

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<sup>1</sup> ARCOM (*Autorité de régulation de la communication audiovisuelle et numérique*), the French regulatory authority for audiovisual and digital communication, will replace the *Conseil Supérieur de l'Audiovisuel* (CSA) and the *Haute autorité pour la diffusion des œuvres et la protection des droits sur internet* (HADOPI) as of January 1, 2022.

September 15 and November 18, 2021, following a review of the matter, authorized the execution of this clean team, confidentiality and cooperation agreement, in accordance with the provisions of Article L.225-86 of the French Commercial Code.

### **Information required by Article R. 22-10-19 of the French Commercial Code**

This agreement allows the parties to prepare the above-mentioned applications for authorization, while limiting their information exchanges to what is strictly necessary, in accordance with applicable regulations and the appropriate safeguards.

The total cost of this agreement, to be calculated based on an average gross hourly rate of €370, will depend on the actual number of hours worked by the independent third party, which cannot be determined at this time.

In accordance with Article R. 22-10-19 of the French Commercial Code, it is noted that this cost is not material in relation to Vivendi SE's latest annual earnings, which amounted to €3,009.4 million as of December 31, 2020.

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