



Combined General Meeting

Annual Ordinary and Extraordinary
Meetings of Lagardère SCA

Tuesday, April 28, 2009 at 10 a.m.

at the Palais des Congrès
2, place de la Porte Maillot - 75017 Paris

Ladies and Gentlemen, Dear Shareholders,

It is my pleasure, on behalf of the Managing Partners of Lagardère SCA, to invite you to the Shareholders' General Meeting on Tuesday, April 28, 2009 at 10 a.m. at the Palais des Congrès, Porte Maillot, Paris (17th arrondissement).

I hope that you will be able to attend the meeting. We will present the growing profits of the Group, which in 2008, continued to successfully implement its strategy. The Lagardère Group is now transparent and the growth and performance reported in 2008 are in line with our objectives. It is also solidly based, with strong positions in its core business.

Your participation in this General Meeting is important to us. This is a special occasion for us to meet and discuss and we hope that many of you will come and share your views.

You can attend this General Meeting in person, or you can vote by mail or proxy. You will find all the information you need in the pages following this letter and in the enclosed General Meeting Document.

We would be grateful if you would please take the time to carefully read the draft resolutions.

Yours sincerely,

Arnaud Lagardère
General Partner of Lagardère SCA

**To participate
in this General
Meeting**

Shareholders must be recorded in the Company's registered accounts three working days before the date of the meeting, i.e. by 0:00 on **Thursday, April 23, 2009.**

How can you participate in the Annual General Meeting?



You wish to attend the Meeting

Simply request an attendance card by completing and signing the form (on page 5 of this document) and sending it to:

ARLIS - 6, rue Laurent-Pichat - 75216 PARIS CEDEX 16
in the prepaid envelope provided.

If you will not attend the Meeting in person

You can participate by selecting one of the following three options:

- * **vote by post,**
- * **ask your spouse to represent you, or give a proxy to another shareholder,**
- * **send an unnamed proxy form to the Company, which is equivalent to giving proxy to the Chairman of the Meeting,**

In all cases, please indicate your selection on the mail-in voting form or proxy form attached to the notice along with the legally required documents and information.

IMPORTANT : Postal votes will be valid only when correctly completed forms reach the Company's head office or securities department at the address printed above, at least three days before the date of the meeting.

How do you fill in your voting form?

1. You would like to vote by post:

Please shade the box labelled « I vote by post » and specify your vote in all the numbered boxes corresponding to the draft resolutions presented or approved by the Managing Partners and included in the General Meeting Document.

- * to vote **FOR** a resolution, **do not write anything in the box.**
- * to vote **AGAINST** or to **ABSTAIN** (*which is the same as voting against*) a draft resolution, **shade the appropriate box.**
- * **indicate your choice in the event where the resolutions are presented by shareholders and are not approved by the Management.**
- * **Please date and sign the box marked «Z» at the bottom of the form.**

2. You would like to appoint the Chairman of the Meeting as your Proxy :

Please simply **date and sign the box marked «Z» at the bottom** of the form.

3. You would like to appoint a proxy

(your spouse or another shareholder - either a person or an entity - who will attend the meeting):

Please shade the box labelled « I hereby appoint » and state the name of the person or entity who will be acting as your proxy (*last name, first name, address*).

Please date and sign the box marked «Z» at the bottom of the form.

4. Remember to indicate your choice in the event where amendments or new resolutions are presented during the session.



You would like to vote by post : shade here and follow the instructions.

You would like to appoint the Chairman of the Meeting as your proxy: write nothing here, but date and sign the bottom of the form (Box marked «Z»).

You would like to appoint a specific person to attend the Meeting as your proxy: shade here and write this person's details (last name, first name, address).

FORMULAIRE DE VOTE PAR CORRESPONDANCE OU PAR PROCURATION MAIL-IN VOTING FORM OR PROXY FORM		IMPORTANT : Avant d'exercer votre choix entre les 3 possibilités offertes, veuillez prendre connaissance des instructions situées au verso. <i>Before selecting one of the three possibilities, please see instructions on reverse side</i>																																																																																																																															
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JE VOTE PAR CORRESPONDANCE // I VOTE BY POST <small>Cf. au verso renvoi (3) - See reverse (3)</small>		JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE <small>(datur et signer au bas du formulaire, sans rien remplir)</small> I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE MEETING <small>date and sign the bottom of the form without completing it</small> <small>Cf. au verso renvoi (2) - See reverse (2)</small>																																																																																																																															
<p>Je vote OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directoire ou la Gérance, à l'EXCEPTION de ceux que je signale en noircissant comme ceci ■ la case correspondante et pour lesquels je vote NON ou je m'abstiens.</p> <p><i>I vote FOR all the draft resolutions approved by the Board of Directors EXCEPT those indicated by a shaded box - like this ■, for which I vote against or I abstain.</i></p>		<p>Sur les projets de résolutions non agréés par le Conseil d'Administration ou le Directoire ou la Gérance je vote en noircissant comme ceci ■ la case correspondant à mon choix.</p> <p><i>On the draft resolutions not approved by the Board of Directors, I cast my vote by shading the box of my choice - like this ■.</i></p>																																																																																																																															
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<p>Si des amendements ou des résolutions nouvelles étaient présentés à (aux) assemblée(s) / In case amendments or new resolutions are proposed during the meeting(s)</p> <p>- Je donne pouvoir au Président de L'A.G. de voter en mon nom. / I appoint the Chairman of the meeting to vote on my behalf. ... <input type="checkbox"/></p> <p>- Je m'abstiens (l'abstention équivaut à un vote contre). / I abstain from voting (is equivalent to a vote against). ... <input type="checkbox"/></p> <p>- Je donne procuration (cf. au verso renvoi (2) à M, M^m ou M^{me}) pour voter en mon nom / I appoint (see reverse (2)) M, M^m or Miss / to vote on my behalf <input type="checkbox"/></p>		<p>Identification de l'actionnaire / Shareholder identification (beneficial owner) Nom, prénom, adresse / Name, first name, address Cf. au verso renvoi (1) / See reverse (1)</p>																																																																																																																															
<p>Pour être prise en considération, toute formule doit parvenir au plus tard : <i>In order to be counted, all form must be returned by the latest</i></p> <p>le Samedi 25 avril 2009 / on Saturday, April 25th, 2009 à / to : ARLIS - 6, rue Laurent-Pichat - 75216 PARIS Cedex 16</p>		<p>Date et Signature / Date and signature</p> <div style="border: 1px solid black; padding: 5px; display: inline-block;"> </div>																																																																																																																															

Vote here in the event where resolutions are presented by shareholders and are not approved by the Management. To vote, shade the appropriate box.

For all choices: date and sign here.

Remember to indicate your choice in the event where amendments or new resolutions are presented during the session. Shade the appropriate box.



For your information

Go to
www.lagardere.com

Investor relations
Individual shareholders

All documents required by law to be provided at general meetings will be available to shareholders, within the legal deadlines, at the head office or at the securities department of Lagardère SCA, ARLIS - 6, rue Laurent-Pichat, Paris 75016.



Attendance card request form



Combined General Meeting of Lagardère SCA

Tuesday, April 28, 2009 at 10 a.m

at the Palais des Congrès
2, place de la Porte Maillot - 75017 Paris

This request must be
returned to ARLIS
in the enclosed
prepaid envelope.

I, the undersigned:

would like to attend this meeting in person and have entered the identification
number printed in the top right-hand corner of the voting form:

Identification number

Signed in (city): on (date): 2009

Signature

Lagardère

Lagardère SCA

A French limited partnership with shares (Société en Commandite par Actions) with a share capital of €799,913,044.60

Head office: 4, rue de Presbourg - Paris 75016

Commercial Register: 320 366 446 RCS Paris - SIRET: 320 366 446 00013



Request for delivery of documents and information



Combined General Meeting of Lagardère SCA

Tuesday, April 28, 2009 at 10 a.m.

at the Palais des Congrès
2, place de la Porte Maillot - 75017 Paris

This request must be
returned to Arlis using
the enclosed
prepaid envelope.

I, the undersigned (Last name and first name):.....

Address:

Identification number printed in the top right-hand corner of the voting form:

request that Lagardère SCA, in accordance with the terms of Article R.225-88 of the French Commercial Code send me the documents and information listed in Articles R.225-81 and R.225-83 of said Code pertaining to the Meeting of April 28, 2009.

Signed in (city): on (date): 2009

Signature

N.B: Pursuant to Article R.225-88 of the French Commercial Code any holder of registered shares may, through the use of a single request form, obtain from the Company the delivery of the documents listed in Articles R.225-81 and R.225-83 of said Code on occasion of each subsequent meeting of shareholders

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