



CHAPTER 1



Agenda

AGENDA

- Report of the Managing Partners (report on the operations of the Company and the Group, and on the Parent Company's financial statements for the year ended 31 December 2008).
- Special report of the Managing Partners on share subscription and purchase options.
- Special report of the Managing Partners on the allocation of free shares.
- Report of the Supervisory Board.
- Report of the President of the Supervisory Board on the membership, the preparation and organization of the Board's work as well as its internal control and risk management procedures.
- Reports of the Statutory Auditors on the annual financial statements, on the consolidated financial statements, on agreements covered by article L.226-10 of the French Commercial Code and on internal control procedures.
- Special reports of the Statutory Auditors on authorizations to engage in financial operations requested at the meeting.
- Approval of the Parent Company's financial statements for the year ended 31 December 2008.
- Approval of the consolidated financial statements for the year ended 31 December 2008.
- Allocation of the Parent Company's net profit; dividend distribution.
- Approval of agreements covered by article L.226-10 of the French Commercial Code.
- Voting of powers to the Managing Partners to handle shares in the Company.
- Voting of powers to the Managing Partners to issue complex securities which do not give access to the Company's capital stock.
- Voting of powers to the Managing Partners to issue common stock and securities with pre-emptive subscription rights giving immediate or future access to the Company's capital stock.
- Voting of powers to the Managing Partners to issue common stock and securities without pre-emptive subscription rights giving immediate or future access to the Company's capital stock.
- Voting of powers to the Managing Partners to increase the amount of issues decided upon in case of surplus demand.
- Voting of powers to the Managing Partners to issue common stock and securities of any kind in consideration of shares tendered within the scope of a public exchange offer or a contribution in kind.
- Overall limit of increases in capital stock and debt securities issued under the four prior authorizations.
- Voting of powers to the Managing Partners to increase share capital through capitalization of reserves or premiums and allocation of free shares to shareholders or an increase in par value of existing shares.
- Voting of powers to the Managing Partners to issue stock reserved for Lagardère Group shareholders within the scope of the Group Savings Plan.
- Voting of powers to the Managing Partners to allocate free shares of the Company to employees and senior managers of the Company and its related companies.
- Voting of powers to the Managing Partners to allocate share subscription and/or purchase options to employees and senior managers of the Company and its related companies.
- Overall limit of the amount of shares that can be subscribed for, acquired and/or allocated to the employees and senior managers of the Company and its related companies under the three prior authorizations.
- Voting of powers to the Managing Partners to reduce share capital through cancellation of shares.
- Authorization to carry out formalities.