



Results

of the Annual Ordinary and Extraordinary General Meeting of Lagardère SCA

Thursday, 4 May 2017

The Annual Ordinary and Extraordinary General Meeting of the Company was held on Thursday, 4 May 2017 at 10:00 a.m. at the Carrousel du Louvre in Paris. The quorum reached by the shareholders present, represented or having voted by mail or online was close to 70% of the shares with voting rights.

After a summary presentation of the operations, the strategy and the results of the Company and the Group, the Managing Partners and the Group's key executives answered all the questions, oral and written, raised by the shareholders.

All the proposed resolutions presented by the Managing Partners were approved including those relating to:

- the approval of the financial statements and the distribution of the dividend set at €1.30 per share, which has an ex-dividend date of 8 May 2017 and will be paid as of 10 May 2017;
- the favourable advisory opinions on the components of remuneration payable or granted to the Managing Partners and the Chairman of the Supervisory Board, in respect of 2016;
- the re-appointment as members of the Supervisory Board of Martine Chêne, Soumia Belaidi Malinbaum, Aline Sylla-Walbaum, François David and Javier Monzón;
- the re-appointment of Ernst & Young et Autres as Statutory Auditor;
- the renewal of all the financial authorisations given to the Managing Partners and
- the harmonisation of article 17 of the Company's Articles of Association.

The ballot results on each resolution were the following:

	Votes For (%)	Votes Against (%)	Abstention (%)
Resolution n° 1 – Approval of the Company's financial statements for the year ended 31 December 2016.	99.72	0.21	0.07
Resolution n° 2 – Approval of the consolidated financial statements for the year ended 31 December 2016.	99.51	0.41	0.07
Resolution n° 3 – Allocation of the Company's results and dividend distribution.	95.22	4.71	0.07
Resolution n° 4 – Issuing of an opinion on the components of remuneration payable or granted to Arnaud Lagardère, Managing Partner, in respect of 2016.	95.90	3.99	0.11
Resolution n° 5 – Issuing of an opinion on the components of remuneration payable or granted to Pierre Leroy and Thierry Funck-Brentano, representatives of the other Managing Partner, in respect of 2016.	75.76	23.93	0.31

Resolution n° 6 – Issuing of an opinion on the components of remuneration payable or granted to Dominique D'Hinnin in respect of 2016.	71.43	23.94	4.63
Resolution n° 7 – Issuing of an opinion on the components of remuneration payable or granted to Xavier de Sarrau, Chairman of the Supervisory Board, in respect of 2016.	95.35	4.55	0.10
Resolution n° 8 – Re-appointment of Martine Chêne as a member of the Supervisory Board for a term of three years.	94.44	0.30	5.26
Resolution n° 9 – Re-appointment of François David as a member of the Supervisory Board for a term of three years.	89.32	10.33	0.35
Resolution n° 10 – Re-appointment of Soumia Belaidi Malinbaum as a member of the Supervisory Board for a term of four years.	95.45	4.44	0.12
Resolution n° 11 – Re-appointment of Javier Monzón as a member of the Supervisory Board for a term of three years.	94.08	5.56	0.36
Resolution n° 12 – Re-appointment of Aline Sylla-Walbaum as a member of the Supervisory Board for a term of four years.	99.75	0.15	0.10
Resolution n° 13 – Re-appointment of Ernst & Young et Autres as Statutory Auditor for a period of six fiscal years.	92.57	7.35	0.08
Resolution n° 14 – Non-renewal of the term of office of Auditex as Substitute Auditor.	99.81	0.09	0.11
Resolution n° 15 – Authorisation to be given to the Managing Partners, for a period of eighteen months, to trade in the Company's shares.	99.80	0.13	0.07
Resolution n° 16 – Authorisation to be given to the Managing Partners, for a period of twenty-six months, to issue debt securities giving immediate or future access to the share capital of the Company's subsidiaries and/or any other entity, subject to a €1.5 billion ceiling on the debt securities issued.	99.79	0.13	0.08
Resolution n° 17 – Authorisation to be given to the Managing Partners, for a period of twenty-six months, to issue – with preferential subscription rights – ordinary shares of the Company and/or securities giving immediate or future access to the Company's share capital and/or carrying immediate or future rights to the allocation of debt securities, subject to ceilings of €265 million for increases in share capital and €1.5 billion for debt securities issued.	95.02	0.57	4.41
Resolution n° 18 – Authorisation to be given to the Managing Partners, for a period of twenty-six months, to issue by means of a public offer – without preferential subscription rights but with a priority right for at least five trading days – ordinary shares of the Company and/or securities giving immediate or future access to the Company's share capital and/or carrying immediate or future rights to the allocation of debt securities, subject to ceilings of €160 million for increases in share capital and €1.5 billion for debt securities issued.	88.01	11.90	0.09
Resolution n° 19 – Authorisation to be given to the Managing Partners, for a period of twenty-six months, to issue by means of a public offer – without preferential subscription rights and without a priority right – ordinary shares of the Company and/or securities giving immediate or future access to the Company's share capital and/or carrying immediate or future rights to the allocation of debt securities, subject to ceilings of €80 million for increases in share capital and €1.5 billion for debt securities issued.	94.12	5.79	0.09
Resolution n° 20 – Authorisation to be given to the Managing Partners, for a period of twenty-six months, to issue by means of a private placement as referred to in section II of article L. 411-2 of the French Monetary and Financial Code (<i>Code monétaire et financier</i>) – without preferential subscription rights – ordinary shares of the Company and/or securities giving immediate or future access to the Company's share capital and/or carrying immediate or future rights to the allocation of debt securities, subject to ceilings of €80 million	93.35	6.56	0.09

	for increases in share capital and €1.5 billion for debt securities issued.			
Resolution n° 21	- Authorisation to be given to the Managing Partners to issue additional securities in the event that an issue is oversubscribed, subject to the ceilings applicable to the original issue.	93.46	6.46	0.09
Resolution n° 22	- Authorisation to be given to the Managing Partners, for a period of twenty-six months, to issue – without preferential subscription rights – ordinary shares of the Company and/or securities giving immediate or future access to the Company's share capital and/or carrying immediate or future rights to the allocation of debt securities, as consideration for securities tendered as part of a public exchange offer or a contribution in kind, subject to ceilings of €80 million for increases in share capital and €1.5 billion for debt securities issued.	94.52	1.07	4.42
Resolution n° 23	- Overall ceilings of €80 million, €300 million and €1.5 billion on the total amounts of capital increases and issues of debt securities resulting from the authorisations in the preceding resolutions.	94.11	1.47	4.42
Resolution n° 24	- Authorisation to be given to the Managing Partners, for a period of twenty-six months, to increase the Company's share capital by capitalising reserves, profit or share premiums and issuing bonus shares or increasing the par value of existing shares, subject to a ceiling of €300 million.	99.82	0.09	0.09
Resolution n° 25	- Authorisation to be given to the Managing Partners, for a period of twenty-six months, to issue – without preferential subscription rights – ordinary shares of the Company and/or securities giving access to the Company's share capital, to employees under corporate savings schemes, provided that such issues do not represent more than 0.5% of the Company's outstanding share capital in any given year.	99.36	0.56	0.08
Resolution n° 26	- Authorisation to be given to the Managing Partners for a period of four years to reduce the share capital by cancelling all or some of the shares purchased by the Company under share buyback programmes.	99.69	0.20	0.11
Resolution n° 27	- Harmonisation of article 17 of the Company's Articles of Association.	99.82	0.08	0.10
Resolution n° 28	- Powers for formalities.	99.71	0.08	0.21

The webcast of this General Meeting is accessible online on the Company's website www.lagardere.com

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It is structured around four business lines: Books and e-Books; Travel Retail; Press, Audiovisual, Digital and Advertising Sales Brokerage; Sports and Entertainment.

Lagardère shares are listed on Euronext Paris.

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