



Combined Annual General Meeting of Bouygues shareholders, Tuesday 29 April 2025

Number of shares making up the share capital: 379,174,202

Number of shares with voting rights: 376,765,122

Ordinary General Meeting			
	Shareholders	Shares	Votes
Shareholders present	95	104,070	176,887
Shareholders represented	216	59,740	60,236
Powers given to the Chairman	2,190	191,643,081	296,731,167
Votes by correspondence	3,483	124,501,302	125,010,839
Total	5,984	316 308 193	421,979,129

Extraordinary General Meeting			
	Shareholders	Shares	Votes
Shareholders present	95	104,070	176,887
Shareholders represented	216	59,740	60,236
Powers given to the Chairman	2,182	191,646,932	296,739,442
Votes by correspondence	3,483	124,501,017	125,010,269
Total	5,976	316,311,759	421,986,834

Quorum	83.95%
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Voting results

Resolution	Type	For		Against		Abstained	Not counted	Adopted/not adopted
		Votes	%	Votes	%	Votes	Votes	
Resolution 1	Approval of the parent company financial statements for the year ended 31 December 2024							
	Ordinary	421,744,927	99.98%	77,220	0.02%	156,982		Adopted
Resolution 2	Approval of the consolidated financial statements for the year ended 31 December 2024							
	Ordinary	421,746,749	99.98%	77,220	0.02%	155,160		Adopted
Resolution 3	Appropriation of 2024 earnings and setting of dividend							
	Ordinary	421,953,203	>99.99%	13,654	<0.01%	12,272		Adopted
Resolution 4	Approval of the regulated agreements specified in Articles L. 225-38 et seq of the Commercial Code							
	Ordinary	172,463,388	62.01%	105,680,241	37.99%	23,836	143,811,664	Adopted
Resolution 5	Approval of the remuneration policy for directors							
	Ordinary	421,164,907	99.82%	746,525	0.18%	67,697		Adopted
Resolution 6	Approval of the remuneration policy for the Chairman of the Board of Directors							
	Ordinary	421,652,276	99.94%	233,537	0.06%	93,316		Adopted
Resolution 7	Approval of the remuneration policy for the Chief Executive Officer and Deputy Chief Executive Officers							
	Ordinary	388,387,766	92.05%	33,522,565	7.95%	68,798		Adopted
Resolution 8	Approval of the information about the remuneration of corporate officers mentioned in paragraph I of Article L. 22-10-9 of the Commercial Code							
	Ordinary	408,019,602	96.70%	13,915,064	3.30%	44,463		Adopted

Resolution	Type	For		Against		Abstained	Not counted	Adopted/not adopted
		Votes	%	Votes	%	Votes	Votes	
Resolution 9	Approval of the components of the total remuneration and benefits of all kinds paid during or awarded in respect of the 2024 financial year to Martin Bouygues, Chairman of the Board of Directors							
	Ordinary	420,659,945	99.70%	1,279,115	0.30%	40,069		Adopted
Resolution 10	Approval of the components of the total remuneration and benefits of all kinds paid during or awarded in respect of the 2024 financial year to Olivier Roussat, Chief Executive Officer							
	Ordinary	399,167,883	95.60%	18,352,256	4.40%	4,458,990		Adopted
Resolution 11	Approval of the components of the total remuneration and benefits of all kinds paid during or awarded in respect of the 2024 financial year to Pascal Grangé, Deputy Chief Executive Officer							
	Ordinary	409,905,203	98.23%	7,369,774	1.77%	4,704,152		Adopted
Resolution 12	Approval of the components of the total remuneration and benefits of all kinds paid during or awarded in respect of the 2024 financial year to Edward Bouygues, Deputy Chief Executive Officer							
	Ordinary	394,694,518	94.58%	22,632,076	5.42%	4,652,535		Adopted
Resolution 13	Renewal of the term of office of Félicie Burelle as a director							
	Ordinary	379,375,727	90.86%	38,147,645	9.14%	4,455,757		Adopted
Resolution 14	Renewal of the term of office of Clara Gaymard as a director							
	Ordinary	402,017,458	95.28%	19,929,005	4.72%	32,666		Adopted
Resolution 15	Renewal of the term of office of Olivier Bouygues as a director							
	Ordinary	389,977,699	92.43%	31,961,298	7.57%	40,132		Adopted
Resolution 16	Renewal of the term of office of SCDM as a director, represented by Cyril Bouygues							
	Ordinary	402,050,287	95.29%	19,891,271	4.71%	37,571		Adopted
Resolution 17	Appointment of Charlotte Bouygues as a director, in replacement of SCDM Participations							
	Ordinary	397,952,561	94.31%	23,990,796	5.69%	35,772		Adopted
Resolution 18	Appointment of Nathalie Bellon-Szabo as a director, in replacement of Rose-Marie Van Lerberghe							
	Ordinary	413,078,017	97.90%	8,858,854	2.10%	42,258		Adopted
Resolution 19	Renewal of the term of office of Raphaëlle Deflesselle as a director							
	Ordinary	407,696,784	96.62%	14,248,628	3.38%	33,717		Adopted
Resolution 20	Appointment of Sylvie Bruneau as a director, in replacement of Michèle Vilain							
	Ordinary	413,133,559	97.91%	8,809,196	2.09%	36,374		Adopted
Resolution 21	Authorisation to the Board of Directors to trade in the company's shares, for a period of eighteen months							
	Ordinary	324,727,439	77.05%	96,741,442	22.95%	510,248		Adopted
Resolution 22	Authorisation to the Board of Directors, for a period of eighteen months, to reduce the share capital by cancelling shares							
	Extraordinary	421,203,761	99.82%	760,823	0.18%	22,250		Adopted

Resolution	Type	For		Against		Abstained	Not counted	Adopted/not adopted
		Votes	%	Votes	%	Votes	Votes	
Resolution 23	Delegation of competence to the Board of Directors, for a period of twenty-six months, to increase the share capital, with pre-emptive rights for existing shareholders maintained, by issuing ordinary shares and all securities that are equity securities giving access to other equity securities in the company or one of its subsidiaries or giving entitlement to the allotment of debt securities or of securities giving access to equity securities to be issued							
	Extraordinary	311,693,458	73.95%	109,773,641	26.05%	519,735		Adopted
Resolution 24	Delegation of competence to the Board of Directors, for a period of twenty-six months, to increase the share capital by incorporating share premium, reserves or earnings, or other amounts into capital							
	Extraordinary	397,822,917	94.39%	23,637,404	5.61%	526,513		Adopted
Resolution 25	Delegation of competence to the Board of Directors, for a period of twenty-six months, to increase the share capital by way of public offerings other than those mentioned in Article L. 411-2 1° of the Monetary and Financial Code, without pre-emptive rights for existing shareholders, by issuing shares and all securities giving immediate and/or future access to shares in the company or one of its subsidiaries							
	Extraordinary	302,674,270	71.73%	119,269,241	28.27%	43,323		Adopted
Resolution 26	Delegation of competence to the Board of Directors, for a period of twenty-six months, to increase the share capital by way of public offerings mentioned in Article L. 411-2 1° of the Monetary and Financial Code, without pre-emptive rights for existing shareholders, by issuing shares and all securities giving immediate and/or future access to shares in the company or one of its subsidiaries							
	Extraordinary	303,039,194	71.85%	118,735,258	28.15%	212,382		Adopted
Resolution 27	Delegation of competence to the Board of Directors, for a period of twenty-six months, to increase the number of securities to be issued in the event of a capital increase, with or without pre-emptive rights for existing shareholders							
	Extraordinary	303,047,982	71.91%	118,395,039	28.09%	543,813		Adopted
Resolution 28	Delegation of powers to the Board of Directors, for a period of twenty-six months, to increase the share capital, without pre-emptive rights for existing shareholders, as consideration for contributions in kind to the company consisting of another company's equity securities or securities giving access to its capital outside of a public exchange offer							
	Extraordinary	304,643,480	72.28%	116,814,408	27.72%	528,946		Adopted
Resolution 29	Delegation of competence to the Board of Directors, for a period of twenty-six months, to increase the share capital, without pre-emptive rights for existing shareholders, as consideration for securities tendered to a public exchange offer initiated by the company							
	Extraordinary	303,005,159	71.81%	118,942,458	28.19%	39,217		Adopted
Resolution 30	Delegation of competence to the Board of Directors, for a period of twenty-six months, to issue shares, without pre-emptive rights for existing shareholders, following the issuance, by a Bouygues subsidiary, of securities giving access to shares in the company							
	Extraordinary	302,820,925	71.80%	118,963,629	28.20%	202,280		Adopted
Resolution 31	Delegation of competence to the Board of Directors, for a period of twenty-six months, to increase the share capital, without pre-emptive rights for existing shareholders, for the benefit of employees or corporate officers of the company or related companies who are members of a company savings scheme							
	Extraordinary	410,774,636	97.36%	11,146,220	2.64%	65,978		Adopted
Resolution 32	Authorisation to the Board of Directors, for a period of twenty-six months, to grant stock subscription or stock purchase options, entailing the waiver by shareholders of their pre-emptive rights, in favour of employees or corporate officers of the company or related companies							
	Extraordinary	343,114,366	81.32%	78,801,612	18.68%	70,856		Adopted
Resolution 33	Authorisation to the Board of Directors, for a period of twenty-six months, to allot existing or new shares free of charge, entailing the waiver by shareholders of their pre-emptive rights, in favour of employees or corporate officers of the company or related companies							
	Extraordinary	401,129,258	95.07%	20,781,708	4.93%	75,868		Adopted

Resolution	Type	For		Against		Abstained	Not counted	Adopted/not adopted
		Votes	%	Votes	%	Votes	Votes	
Resolution 34	Authorisation to the Board of Directors, for a period of twenty-six months, to allot existing or new shares free of charge as a retirement benefit, entailing the waiver by shareholders of their pre-emptive rights, in favour of eligible employees or corporate officers of the company or related companies							
	Extraordinary	413,447,028	97.99%	8,466,964	2.01%	72,842		Adopted
Resolution 35	Delegation of competence to the Board of Directors, for a period of eighteen months, to issue equity warrants during the period of a public offer for the company's shares, up to a limit of 25% of the share capital							
	Extraordinary	303,216,402	71.95%	118,233,849	28.05%	536,583		Adopted
Resolution 36	Amendment to Article 8.2 of the articles of association related to arrangements for disclosing the crossing of the ownership threshold							
	Extraordinary	327,422,024	77.60%	94,521,017	22.40%	43,793		Adopted
Resolution 37	Amendment to Article 13.2 of the articles of association relating to the term of office of directors							
	Extraordinary	421,826,892	99.97%	126,867	0.03%	33,075		Adopted
Resolution 38	Other amendments to the articles of association to reflect the law							
	Extraordinary	421,945,047	>99.99%	21,242	<0.01%	20,545		Adopted
Resolution 39	Powers to accomplish formalities							
	Extraordinary	421,943,930	>99.99%	16,714	<0.01%	26,190		Adopted