



## 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
<b>Total</b>	<b>5,984</b>	<b>316 308 193</b>	<b>421,979,129</b>

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
<b>Total</b>	<b>5,976</b>	<b>316,311,759</b>	<b>421,986,834</b>

<b>Quorum</b>	<b>83.95%</b>
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### Voting results

Resolution	Type	For		Against		Abstained	Not counted	Adopted/not adopted
		Votes	%	Votes	%	Votes	Votes	
<b>Resolution 1</b>	<b>Approval of the parent company financial statements for the year ended 31 December 2024</b>							
	Ordinary	421,744,927	99.98%	77,220	0.02%	156,982		Adopted
<b>Resolution 2</b>	<b>Approval of the consolidated financial statements for the year ended 31 December 2024</b>							
	Ordinary	421,746,749	99.98%	77,220	0.02%	155,160		Adopted
<b>Resolution 3</b>	<b>Appropriation of 2024 earnings and setting of dividend</b>							
	Ordinary	421,953,203	>99.99%	13,654	<0.01%	12,272		Adopted
<b>Resolution 4</b>	<b>Approval of the regulated agreements specified in Articles L. 225-38 et seq of the Commercial Code</b>							
	Ordinary	172,463,388	62.01%	105,680,241	37.99%	23,836	143,811,664	Adopted
<b>Resolution 5</b>	<b>Approval of the remuneration policy for directors</b>							
	Ordinary	421,164,907	99.82%	746,525	0.18%	67,697		Adopted
<b>Resolution 6</b>	<b>Approval of the remuneration policy for the Chairman of the Board of Directors</b>							
	Ordinary	421,652,276	99.94%	233,537	0.06%	93,316		Adopted
<b>Resolution 7</b>	<b>Approval of the remuneration policy for the Chief Executive Officer and Deputy Chief Executive Officers</b>							
	Ordinary	388,387,766	92.05%	33,522,565	7.95%	68,798		Adopted
<b>Resolution 8</b>	<b>Approval of the information about the remuneration of corporate officers mentioned in paragraph I of Article L. 22-10-9 of the Commercial Code</b>							
	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	
<b>Resolution 9</b>	<b>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</b>							
	Ordinary	420,659,945	99.70%	1,279,115	0.30%	40,069		Adopted
<b>Resolution 10</b>	<b>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</b>							
	Ordinary	399,167,883	95.60%	18,352,256	4.40%	4,458,990		Adopted
<b>Resolution 11</b>	<b>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</b>							
	Ordinary	409,905,203	98.23%	7,369,774	1.77%	4,704,152		Adopted
<b>Resolution 12</b>	<b>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</b>							
	Ordinary	394,694,518	94.58%	22,632,076	5.42%	4,652,535		Adopted
<b>Resolution 13</b>	<b>Renewal of the term of office of Félicie Burelle as a director</b>							
	Ordinary	379,375,727	90.86%	38,147,645	9.14%	4,455,757		Adopted
<b>Resolution 14</b>	<b>Renewal of the term of office of Clara Gaymard as a director</b>							
	Ordinary	402,017,458	95.28%	19,929,005	4.72%	32,666		Adopted
<b>Resolution 15</b>	<b>Renewal of the term of office of Olivier Bouygues as a director</b>							
	Ordinary	389,977,699	92.43%	31,961,298	7.57%	40,132		Adopted
<b>Resolution 16</b>	<b>Renewal of the term of office of SCDM as a director, represented by Cyril Bouygues</b>							
	Ordinary	402,050,287	95.29%	19,891,271	4.71%	37,571		Adopted
<b>Resolution 17</b>	<b>Appointment of Charlotte Bouygues as a director, in replacement of SCDM Participations</b>							
	Ordinary	397,952,561	94.31%	23,990,796	5.69%	35,772		Adopted
<b>Resolution 18</b>	<b>Appointment of Nathalie Bellon-Szabo as a director, in replacement of Rose-Marie Van Lerberghe</b>							
	Ordinary	413,078,017	97.90%	8,858,854	2.10%	42,258		Adopted
<b>Resolution 19</b>	<b>Renewal of the term of office of Raphaëlle Deflesselle as a director</b>							
	Ordinary	407,696,784	96.62%	14,248,628	3.38%	33,717		Adopted
<b>Resolution 20</b>	<b>Appointment of Sylvie Bruneau as a director, in replacement of Michèle Vilain</b>							
	Ordinary	413,133,559	97.91%	8,809,196	2.09%	36,374		Adopted
<b>Resolution 21</b>	<b>Authorisation to the Board of Directors to trade in the company's shares, for a period of eighteen months</b>							
	Ordinary	324,727,439	77.05%	96,741,442	22.95%	510,248		Adopted
<b>Resolution 22</b>	<b>Authorisation to the Board of Directors, for a period of eighteen months, to reduce the share capital by cancelling shares</b>							
	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	
<b>Resolution 23</b>	<b>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</b>							
	Extraordinary	311,693,458	73.95%	109,773,641	26.05%	519,735		Adopted
<b>Resolution 24</b>	<b>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</b>							
	Extraordinary	397,822,917	94.39%	23,637,404	5.61%	526,513		Adopted
<b>Resolution 25</b>	<b>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</b>							
	Extraordinary	302,674,270	71.73%	119,269,241	28.27%	43,323		Adopted
<b>Resolution 26</b>	<b>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</b>							
	Extraordinary	303,039,194	71.85%	118,735,258	28.15%	212,382		Adopted
<b>Resolution 27</b>	<b>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</b>							
	Extraordinary	303,047,982	71.91%	118,395,039	28.09%	543,813		Adopted
<b>Resolution 28</b>	<b>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</b>							
	Extraordinary	304,643,480	72.28%	116,814,408	27.72%	528,946		Adopted
<b>Resolution 29</b>	<b>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</b>							
	Extraordinary	303,005,159	71.81%	118,942,458	28.19%	39,217		Adopted
<b>Resolution 30</b>	<b>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</b>							
	Extraordinary	302,820,925	71.80%	118,963,629	28.20%	202,280		Adopted
<b>Resolution 31</b>	<b>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</b>							
	Extraordinary	410,774,636	97.36%	11,146,220	2.64%	65,978		Adopted
<b>Resolution 32</b>	<b>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</b>							
	Extraordinary	343,114,366	81.32%	78,801,612	18.68%	70,856		Adopted
<b>Resolution 33</b>	<b>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</b>							
	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	
<b>Resolution 34</b>	<b>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</b>							
	Extraordinary	413,447,028	97.99%	8,466,964	2.01%	72,842		Adopted
<b>Resolution 35</b>	<b>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</b>							
	Extraordinary	303,216,402	71.95%	118,233,849	28.05%	536,583		Adopted
<b>Resolution 36</b>	<b>Amendment to Article 8.2 of the articles of association related to arrangements for disclosing the crossing of the ownership threshold</b>							
	Extraordinary	327,422,024	77.60%	94,521,017	22.40%	43,793		Adopted
<b>Resolution 37</b>	<b>Amendment to Article 13.2 of the articles of association relating to the term of office of directors</b>							
	Extraordinary	421,826,892	99.97%	126,867	0.03%	33,075		Adopted
<b>Resolution 38</b>	<b>Other amendments to the articles of association to reflect the law</b>							
	Extraordinary	421,945,047	>99.99%	21,242	<0.01%	20,545		Adopted
<b>Resolution 39</b>	<b>Powers to accomplish formalities</b>							
	Extraordinary	421,943,930	>99.99%	16,714	<0.01%	26,190		Adopted