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**PUBLICATION**

# COMBINED AGM OF 23 APRIL 2026

## MINUTES

The Combined Annual General Meeting of Bouygues SA shareholders was held at 3pm (CET) on Thursday 23 April 2026 at Challenger – 1 avenue Eugène Freyssinet, Guyancourt in France.

Shareholders were able to attend the meeting in person or follow the proceedings live via a webcast available in full on the company's website.

The Annual General Meeting was chaired by Martin Bouygues, Chairman of the Board of Directors. Sylvie Bruneau, representing the Group's employee share ownership funds (FCPE PEE), and Cyril Bouygues were appointed as the vote tellers. Didier Casas was appointed Secretary of the Annual General Meeting.

The final quorum was 85.30% of shares with voting rights attached for the Ordinary General Meeting and 85.31% of shares with voting rights attached for the Extraordinary General Meeting.

Martin Bouygues opened the meeting and introduced the agenda. This was followed by several presentations: Olivier Roussat, Chief Executive Officer, began the presentations by providing some information about the Group, including its CSR ambitions, the new set of corporate values shared across the business segments, its people, and health and safety – a priority for the Group.

He also presented the key figures for the 2025 financial year and then gave a review of operations of the business segments.

Over the course of these presentations, several corporate films were shown showcasing the Group, its people and its business activities. An update on the proposed acquisition of SFR was also given.

Edward Bouygues, Deputy Chief Executive Officer, continued the presentations with an overview of the environmental strategy, which is centred on two key commitments: reducing the Group's environmental impact and supporting the green transition of local communities. Clara Gaynard, Chairwoman of the Ethics, CSR and Patronage Committee, gave a report on the committee's work.

Stéphane Stoll, Senior Vice-President and Chief Financial Officer, then presented the financial statements for the 2025 financial year. This presentation was followed by a pre-recorded video address by Benoît Maes, Chairman of the Audit Committee, who gave a report on the committee's work.

The floor was then given to the statutory auditors, who presented their various reports prepared for this meeting.

In a video address, Pascaline de Dreuzy, Chairwoman of the Governance, Selection and Remuneration Committee, then presented the committee's report, which covered (i) governance and (ii) the remuneration of Executive Officers.



The final presentation given by Olivier Roussat focused on the Group's outlook for 2026.

Following the presentations, the Chairman opened the floor to questions from shareholders attending the meeting in person.

Didier Casas then put the 21 proposed resolutions to the vote, after giving a brief presentation of each of them.

All the resolutions were adopted. They related to the following in particular:

- approval of the parent company and consolidated financial statements for the year ended 31 December 2025;
- the payment in cash of a dividend in respect of the year ended 31 December 2025 of €2.10 per share carrying dividend rights, the dividend ex-date being 28 April 2026 and the payment date 30 April 2026;
- approval of the regulated agreements specified in Articles L. 225-38 et seq of the French Commercial Code;
- approval of the remuneration policies for the Chief Executive Officer and Deputy Chief Executive Officers; for the Chairman of the Board of Directors; and for the other directors;
- approval of the remuneration of corporate officers in respect of 2025;
- renewal of the terms of office of two directors: Benoît Maes and Alexandre de Rothschild;
- renewal of certain financial authorisations and delegations of competence.

The final close of the meeting was at 5.40pm (CET).

Detailed results of the vote on the resolutions, presentations of the Annual General Meeting and the recording of the meeting are available on the Bouygues group website ([www.bouygues.com](http://www.bouygues.com)), under: Investors & shareholders > Investing in Bouygues > Annual General Meeting.