

BOUYGUES

An Ordinary Shareholders' Meeting will be held on

Thursday, 7 October 2004 at 10.00 a.m.

at CHALLENGER - 1, avenue Eugène Freyssinet - 78280 GUYANCOURT

to consider **the following agenda:**

- Exceptional payout
- Terms and date of payment
- Powers to carry out formalities

Shareholders or holders of voting right certificates wishing to attend the meeting, be represented at it or vote by mail must comply with the following requirements.

- Holders of registered shares or voting right certificates must be registered by midnight on Monday, 4 October 2004 at the latest.
- Holders of bearer shares must request a certificate of deposit, attesting to the unavailability of the shares through the date of the Meeting, from the authorised intermediary who manages their investment account. The certificate must reach the company at the following address: Bouygues - Service Titres - B.P. 23 - 1, avenue Eugène Freyssinet - Guyancourt - 78184 Saint Quentin en Yvelines Cedex (Tel. +33 1 30 60 35 82 - Fax. +33 1 30 60 38 08) by midnight on Monday, 4 October 2004 at the latest.

Shareholders or holders of voting right certificates wishing to attend the Meeting may request an admission letter as follows.

- Holders of registered shares or voting right certificates should apply to Bouygues at the address given above.
- Holders of bearer shares should apply to the authorised intermediary who manages their investment account.

Shareholders or holders of voting right certificates who do not wish to attend the Meeting in person but wish to be represented or to vote by mail must comply with the following requirements.

- Holders of voting certificates should request a single proxy form/mail ballot from Bouygues at the address given above.
- Holders of registered shares should return the single proxy form/mail ballot enclosed with the notice of meeting to Bouygues at the address given above.
- Holders of bearer shares should ask the authorised intermediary who manages their account for a single proxy form/mail ballot.

Mail ballots must reach Bouygues at the address given above by midnight on Monday, 4 October 2004 at the latest.