



## TABLE SUMMARISING FINANCIAL AUTHORISATIONS AND THEIR USE

AGM OF  
26 APRIL 2018

09/03/2018

As required by paragraph 3 of Article L. 225-37-4 of the Commercial Code, the table below summarises financial authorisations to increase the share capital conferred on the Board of Directors by the Annual General Meeting and currently in force, and the use made of such authorisations during 2017.

Only the authorisations to award stock options and increase share capital for the benefit of employees were used during the 2017 financial year.

Purpose	Maximum nominal amount	Expiry/Duration	Use in 2017
1. Increase share capital with pre-emptive rights for existing shareholders (AGM of 27 April 2017, Resolution 18)	<ul style="list-style-type: none"><li>• Capital increase: €150 million</li><li>• Issue of debt securities: €7 billion</li></ul>	27 June 2019 (26 months)	None
2. Increase share capital by incorporating share premiums, reserves or earnings into capital (AGM of 27 April 2017, Resolution 19)	€4 billion	27 June 2019 (26 months)	None
3. Increase share capital by way of public offering without pre-emptive rights for existing shareholders (AGM of 27 April 2017, Resolution 20)	<ul style="list-style-type: none"><li>• Capital increase: €85 million <sup>a</sup></li><li>• Issue of debt securities: €4 billion <sup>a</sup></li></ul>	27 June 2019 (26 months)	None
4. Increase share capital by way of private placement (AGM of 27 April 2017, Resolution 21)	<ul style="list-style-type: none"><li>• Capital increase: 20% of the share capital over 12 months and €70 million <sup>a</sup></li><li>• Issue of debt securities: €3 billion <sup>a</sup></li></ul>	27 June 2019 (26 months)	None
5. Set the price for immediate or future issues of equity securities by way of public offering or private placement, without pre-emptive rights for existing shareholders (AGM of 27 April 2017, Resolution 22)	10% of the share capital in any 12-month period	27 June 2019 (26 months)	None
6. Increase the number of securities to be issued in the event of a capital increase with or without pre-emptive rights for existing shareholders (AGM of 27 April 2017, Resolution 23)	15% of the initial issue	27 June 2019 (26 months)	None

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Purpose	Maximum nominal amount	Expiry/Duration	Use in 2017
7. Increase share capital as consideration for contributions in kind consisting of another company's equity securities or securities giving access to capital, outside of a public exchange offer (AGM of 27 April 2017, Resolution 24)	10% of the share capital <sup>a</sup> • Issue of debt securities: €1.5 billion <sup>a</sup>	27 June 2019 (26 months)	None
8. Increase share capital as consideration for securities tendered to a public exchange offer initiated by Bouygues (AGM of 27 April 2017, Resolution 25)	• Capital increase: €85 million <sup>a</sup> • Issue of debt securities: €4 billion <sup>a</sup>	27 June 2019 (26 months)	None
9. Issue shares following the issue by a Bouygues subsidiary of securities giving access to shares in Bouygues (AGM of 27 April 2017, Resolution 26)	• Capital increase: €85 million <sup>a</sup>	27 June 2019 (26 months)	None
11. Increase share capital for the benefit of employees or corporate officers who are members of a company savings scheme (AGM of 27 April 2017, Resolution 27)	5% of the share capital	27 June 2019 (26 months)	4,725,897 new shares were issued on 27 December 2017 as part of the Bouygues Confiance n°9 share ownership plan
12. Grant options to acquire new or existing shares (AGM of 27 April 2017, Resolution 28)	2% of the share capital (Executive Officers: 0.25% of the share capital)	27 June 2019 (26 months)	2,570,800 stock options granted to 841 beneficiaries on 1 June 2017
13. Allot existing or new bonus shares (i.e. free shares) (AGM of 21 April 2016, Resolution 21)	5% of the share capital (Executive Officers: 0.1% of the share capital)	21 June 2019 (38 months)	None
14. Issue equity warrants during the period of a public offer (AGM of 27 April 2017, Resolution 29)	• Capital increase: €85 million and 25% of the share capital • The number of warrants is capped at one quarter of the number of existing shares	27 October 2018 (18 months)	None

(a) To be deducted from the overall ceiling referred to in point 1.