



## Combined Annual General Meeting of Thursday 27 April 2023

Number of shares making up the share capital: 374,486,777

Number of shares with voting rights: 372,039,552

Ordinary General Meeting			
	Shareholders	Shares	Votes
Shareholders present	49	102,388,342	146,334,909
Shareholders represented	311	80,460	80,682
Powers given to the Chairman	2,706	82,647,934	155,929,126
Votes by correspondence	4,071	114,426,777	114,872,813
<b>Total</b>	<b>7,137</b>	<b>299,543,513</b>	<b>417,217,530</b>

Extraordinary General Meeting			
	Shareholders	Shares	Votes
Shareholders present	49	102,388,342	146,334,909
Shareholders represented	310	80,430	80,652
Powers given to the Chairman	2,695	82,568,386	155,768,742
Votes by correspondence	4,070	114,426,477	114,872,513
<b>Total</b>	<b>7,124</b>	<b>299,463,635</b>	<b>417,056,816</b>

<b>Quorum</b>	<b>80.51%</b>
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<b>Quorum</b>	<b>80.49%</b>
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### Voting results

Resolution	Type	For		Against		Abstained	Not counted	Adopted/not adopted
		Votes	%	Votes	%	Votes	Votes	
Resolution 1	<b>Approval of the parent company financial statements for the year ended 31 December 2022</b>							
	Ordinary	417,008,547	99.98%	81,562	0.02%	127,421		Adopted
Resolution 2	<b>Approval of the consolidated financial statements for the year ended 31 December 2022</b>							
	Ordinary	417,008,669	99.98%	81,377	0.02%	127,484		Adopted
Resolution 3	<b>Appropriation of 2022 earnings, setting of dividend</b>							
	Ordinary	417,088,394	>99.99%	34,545	<0.01%	94,591		Adopted
Resolution 4	<b>Approval of the regulated agreements specified in Articles L. 225-38 et seq of the Commercial Code</b>							
	Ordinary	168,129,053	63.44%	96,900,724	36.56%	5,898,273	146,289,480	Adopted
Resolution 5	<b>Approval of the remuneration policy for directors</b>							
	Ordinary	416,806,806	99.92%	350,198	0.08%	60,526		Adopted
Resolution 6	<b>Approval of the remuneration policy for the Chairman of the Board of Directors</b>							
	Ordinary	416,913,381	99.94%	254,152	0.06%	49,997		Adopted
Resolution 7	<b>Approval of the remuneration policy for the Chief Executive Officer and Deputy Chief Executive Officers</b>							
	Ordinary	381,068,188	91.35%	36,096,249	8.65%	53,093		Adopted
Resolution 8	<b>Remuneration of corporate officers mentioned in paragraph I of Article L. 22-10-9 of the Commercial Code</b>							
	Ordinary	403,464,891	98.07%	7,920,388	1.93%	5,832,251		Adopted

Resolution	Type	For		Against		Abstained	Not counted	Adopted/not adopted
		Votes	%	Votes	%	Votes	Votes	
Resolution 9	<b>Remuneration and benefits of all kinds paid during or awarded in respect of FY2022 Martin Bouygues, Chairman of the Board</b>							
	Ordinary	416,909,154	99.94%	254,871	0.06%	53,505		Adopted
Resolution 10	<b>Remuneration and benefits of all kinds paid during or awarded in respect of FY2022 to Olivier Roussat, CEO</b>							
	Ordinary	326,823,720	78.34%	90,342,690	21.66%	51,120		Adopted
Resolution 11	<b>Remuneration and benefits of all kinds paid during or awarded in respect of FY2022 Pascal Grangé, Deputy CEO</b>							
	Ordinary	326,816,458	78.34%	90,348,636	21.66%	52,436		Adopted
Resolution 12	<b>Remuneration and benefits of all kinds paid during or awarded in respect of FY2022 Edward Bouygues, Deputy CEO</b>							
	Ordinary	389,586,280	93.39%	27,575,796	6.61%	55,454		Adopted
Resolution 13	<b>Renewal of the term of office of Benoît Maes as a director</b>							
	Ordinary	402,648,869	96.54%	14,444,127	3.46%	124,534		Adopted
Resolution 14	<b>Renewal of the term of office of Alexandre de Rothschild as a director</b>							
	Ordinary	389,569,278	93.49%	27,129,168	6.51%	519,084		Adopted
Resolution 15	<b>Authorisation to the Board of Directors to trade in the company's shares, for a period of eighteen months</b>							
	Ordinary	325,158,046	78.08%	91,283,728	21.92%	775,756		Adopted
Resolution 16	<b>Authorisation to the Board of Directors, for a period of eighteen months, to reduce the share capital by cancelling shares</b>							
	Extraordinary	416,861,841	99.96%	167,154	0.04%	27,821		Adopted
Resolution 17	<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	319,340,153	76.71%	96,941,305	23.29%	775,358		Adopted
Resolution 18	<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>							
	Ordinary	403,945,043	97.04%	12,332,290	2.96%	779,483		Adopted
Resolution 19	<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	305,717,822	73.31%	111,306,577	26.69%	32,417		Adopted
Resolution 20	<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	305,778,468	73.33%	111,221,388	26.67%	56,960		Adopted
Resolution 21	<b>Authorisation to the board of directors, for a period of twenty-six months, to set the price, in accordance with the terms decided by the annual general meeting, for immediate or future issues of equity securities, without pre-emptive rights for existing shareholders</b>							
	Extraordinary	305,754,086	73.45%	110,518,620	26.55%	784,110		Adopted
Resolution 22	<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	305,857,352	73.48%	110,393,328	26.52%	806,136		Adopted

Resolution	Type	For		Against		Abstained	Not counted	Adopted/not adopted
		Votes	%	Votes	%	Votes	Votes	
Resolution 23	<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	314,285,769	75.50%	101,989,046	24.50%	782,001		Adopted
Resolution 24	<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	306,829,817	73.58%	110,191,814	26.42%	35,185		Adopted
Resolution 25	<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	306,387,778	73.47%	110,613,197	26.53%	55,841		Adopted
Resolution 26	<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	391,863,975	93.98%	25,080,144	6.02%	112,697		Adopted
Resolution 27	<b>Authorisation to the Board of Directors, for a period of twenty-six months, to grant stock subscription or stock purchase options to employees or corporate officers of the company or related companies</b>							
	Extraordinary	329,969,287	79.14%	86,974,231	20.86%	113,298		Adopted
Resolution 28	<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	383,364,283	91.95%	33,579,622	8.05%	112,911		Adopted
Resolution 29	<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	407,525,070	97.78%	9,264,077	2.22%	267,669		Adopted
Resolution 30	<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>							
	Ordinary	307,486,003	73.87%	108,789,958	26.13%	780,855		Adopted
Resolution 31	<b>Powers to accomplish formalities</b>							
	Extraordinary	416,934,209	>99.99%	19,478	<0.01%	103,129		Adopted