

Fourteenth resolution: renewal of the term of office of Martin Bouygues as a director

The Annual General Meeting, having satisfied the quorum and majority requirements for ordinary general meetings and having acquainted itself with the Board of Directors' report, hereby renews the term of office of Martin Bouygues as a director for three years, expiring at the end of the Ordinary General Meeting called to approve the financial statements for 2026.



MARTIN BOUYGUES

Chairman of the Board of Directors

Expertise/experience

Martin Bouygues joined the Bouygues group in 1974 as a works supervisor. In 1978, he established Maison Bouygues, specialising in the sale of catalogue homes. In 1987, he was appointed Vice-Chairman of the Bouygues Board of Directors, on which he has served since 1982. In September 1989, he took over from Francis Bouygues as Chairman and CEO of Bouygues. At Martin Bouygues' instigation, the Group pursued its development in construction as well as in media (TF1) and launched Bouygues Telecom in 1996. In 2006, Bouygues acquired an equity interest in Alstom (railway manufacturer) and in 2021 divested most of that equity interest. In February 2021, Martin Bouygues was appointed Chairman of the Bouygues Board of Directors. In 2022, Bouygues became a world leader in energies and services with the acquisition of Equans from Engie. Martin Bouygues is a Commander of the National Order of Merit and an Officer of the Légion d'Honneur.

Principal position outside Bouygues SA

Chairman of SCDM.

Other positions and functions in the Group

In France:

Member of the Board of Directors of the Francis Bouygues Foundation.

Other positions and functions outside the Group

In France:

Member of the supervisory board of Domaine Henri Rebourseau.

Former positions and functions during the last five years

2021:

Chief Executive Officer of Bouygues ^a.

2020:

Director of TF1 ^a.

2019:

Member of the Board of Directors of the Skolkovo Foundation (Russia).

Date of birth:

3 May 1952

Nationality: French

Professional address:

32 avenue Hoche
75008 Paris

First appointment to Board:

21 January 1982

Expiry of term of office: 2024

Shares held: 479,297
(103,525,300 via SCDM and
SCDM Participations)

Attendance rate at

Board meetings:

100%

(a) Listed company.

Fifteenth resolution: renewal of the term of office of Pascaline de Dreuzy as a director

The Annual General Meeting, having satisfied the quorum and majority requirements for ordinary general meetings and having acquainted itself with the Board of Directors' report, hereby renews the term of office of Pascaline de Dreuzy as a director for three years, expiring at the end of the Ordinary General Meeting called to approve the financial statements for 2026.



PASCALINE DE DREUZY

Independent director

Chairwoman of the Selection and Remuneration Committee

Member of the Audit Committee

Expertise/experience

Pascaline de Dreuzy holds an EMBA from HEC and a company director diploma from Sciences Po-IFA, and has completed the financial analysis, corporate valuation and investment decision modules of the Corporate Finance Certificate at ICCF-HEC. She has worked in many different spheres, each of which tackles core human issues. By transposing her experience between sectors, she has created synergies between apparently unconnected fields. She was the Chair and founder of P2D Technology, a company that combines human and digital in preventive medicine for certain illnesses and the remote monitoring of vulnerable patients. She has built bridges between industry and healthcare by identifying new technologies and promoting the use of artificial intelligence. She has provided support and invested in innovative technology start-ups. From 2011 to 2013 she was a doctor-manager at strategy consulting firms (ANAP, Arthur Hunt). She was involved in the corporate world from an early age as a director of one of the family holding companies that controls the PSA group. She is extremely committed to corporate governance: at the end of her term of office on the Board of Institut Français des Administrateurs (French Institute of Directors) she joined the institute's expert groups on ESG, Integrated Reporting, Family Company Governance, the Role of Boards in Climate Issues and Corporate Social Responsibility; she also heads up one of the Institute's training modules. She was awarded a diploma in Corporate Governance and Climate at Université Dauphine-PSL in June 2022.

A doctor at Hôpitaux de Paris from 1986 to 2011, Pascaline de Dreuzy oversaw innovative and pioneering cross-functional projects at the Necker-Enfants Malades hospital group. She has taken part in crisis management seminars with SAMU de Paris (first responders), PGHM de Chamonix (mountain rescue) and GIGN (the French police elite tactical unit). She is a Knight of the Légion d'Honneur.

Principal position outside Bouygues SA

Company director.

Other positions and functions outside the Group

In France:

Director, member of the CSR Committee and of the Investments and Shareholding Committee of Peugeot Invest.

Member of the Expert Committee of the Innovation Investment Fund (life sciences, digital and ecotechnologies) at BPI France.

Director of the Fondation Hugot of the Collège de France and of Fondation Mallet.

Member of Cercle Charles Gide – Protestants pour une économie responsable.

Director of Atelier Simon Marq.

Former positions and functions during the last five years

2023:

Director of Séché Environnement ^a.

2021:

Director of TF1 ^a.

2019:

Director of Samu Social International.

Date of birth:

5 September 1958

Nationality: French

Professional address:

32 avenue Hoche
75008 Paris

First appointment to Board:

22 April 2021

Expiry of term of office: 2024

Shares held: 750

Attendance rate at

Board meetings:

100%

Attendance rate at

Selection and Remuneration

Committee meetings:

100%

Attendance rate at

Audit Committee meetings:

100%

(a) Listed company.