

TF1 held its Combined Annual General Meeting of shareholders on 17 April 2025 at 9.30am (CET), at the registered office, with Chairman and CEO Rodolphe Belmer in the chair.

Shareholders were able to vote by correspondence, by internet, and during the meeting, and submit any questions before and during the meeting.

A total of 2,169 shareholders participated in the meeting for Ordinary business, representing 183,740,249 shares and 183,740,249 voting rights and a total of 2,168 shareholders participated in the meeting for Extraordinary business, representing 183,741,169 shares and 183,741,169 voting rights, equivalent to 87.07% of the total voting rights.

Results of the vote on the resolutions

Total number of shares with voting rights	211,021,535	
Number of votes	211,021,535	
Number of shareholders present, represented, or having voted by correspondence	Ordinary General Meeting	2,169
	Extraordinary General Meeting	2,168
Number of shares/votes by shareholders present, represented, or having voted by correspondence	Ordinary General Meeting	183,740,249
	Extraordinary General Meeting	183,741,169

The shareholders adopted all resolutions proposed by the Board of Directors.

Resolutions within the competence of the Ordinary General Meeting						
N°	Result	For		Against		Abstained
		Number of votes	%	Number of votes	%	Number of votes
1	Carried	Approval of the financial statements for the 2024 financial year				
		183,442,064	99.93%	126,123	0.07%	172,062
2	Carried	Approval of the consolidated financial statements for the 2024 financial year				
		183,443,124	99.93%	126,123	0.07%	171,002
3	Carried	Appropriation of 2024 earnings				
		162,675,441	> 99.99%	7,375	< 0.01%	21,057,433
4	Carried	Approval of regulated agreements referred to in Articles L.225-38 et seq. of the French Commercial Code (1)				
		46,482,212	54.16%	39,344,761	45.84%	55,741
5	Carried	Approval of the components of total remuneration and benefits of any nature paid in or granted for the 2024 financial year to Rodolphe Belmer as Chairman and Chief Executive Officer				
		148,340,108	80.79%	35,279,331	19.21%	120,810
6	Carried	Approval of the information concerning the remuneration of the corporate officers described under I Article L.22-10-9 of the French Commercial Code, paid in or granted for the 2024 financial year				
		168,152,760	91.54%	15,541,682	8.46%	45,807
7	Carried	Setting of the overall annual remuneration for Directors				
		172,890,845	94.12%	10,806,736	5.88%	42,668
8	Carried	Approval of the remuneration policy applicable for Rodolphe Belmer as Chairman and Chief Executive Officer				
		182,225,595	99.20%	1,469,125	0.80%	45,529

9	Carried	Approval of the remuneration policy for Directors				
		172,643,093	93.98%	11,053,052	6.02%	44,104
10	Carried	Reappointment of Rodolphe Belmer as Director for a three-year term				
		165,283,328	89.98%	18,399,459	10.02%	57,462
11	Carried	Reappointment of Marie Pic-Pâris Allavena as Director for a three-year term				
		183,254,957	99.83%	306,023	0.17%	179,269
12	Carried	Reappointment of Orla Noonan as Director for a three-year term				
		167,107,039	90.98%	16,570,086	9.02%	63,124
13	Carried	Reappointment of Olivier Roussat as Director for a three-year term				
		159,030,911	86.63%	24,549,187	13.37%	160,151
14	Carried	Appointment of Coralie Piton as Director for a three-year term, to replace Catherine Dussart, who resigned				
		183,141,384	99.71%	534,493	0.29%	64,372
15	Carried	Expiration of the Statutory Auditor's, Forvis Mazars SA mandate, and appointment of PricewaterhouseCoopers to replace it during six financial years				
		183,517,900	99.91%	157,519	0.09%	64,830
16	Carried	Authorisation to the Board of Directors to trade in the Company's shares, subject to a maximum of 10% of the share capital, for an eighteen-month period				
		170,689,540	93.01%	12,828,562	6.99%	222,147

(1) The shareholders with an interest, representing 97,857,535 votes, did not take part in this vote. Their shares are not taken into account for the calculation of the quorum.

Resolutions within the competence of the Extraordinary General Meeting						
N°	Result	For		Against		Abstained
		Number of votes	%	Number of votes	%	Number of votes
17	Carried	Authorisation granted to the Board of Directors to reduce the share capital by cancelling treasury shares, for an eighteen-month period				
		183,666,457	99.97%	46,754	0.03%	27,958
18	Carried	Delegation of competence to the Board of Directors to increase the share capital with pre-emptive rights for existing shareholders maintained, by issuing ordinary shares and any securities which are capital securities giving access to the company's other capital securities, or granting allocation of debt securities or any securities giving access to capital securities to be issued, for a twenty-six-month period				
		151,364,995	82.39%	32,346,493	17.61%	29,681
19	Carried	Delegation of competence to the Board of Directors to increase the share capital by incorporating share premiums, reserves, earnings or others, for a twenty-six-month period				
		175,971,661	95.80%	7,718,323	4.20%	51,185

20	Carried	Delegation of competence to the Board of Directors to increase the share capital by way of public offerings other than those mentioned in Article L.411-2 of the French Monetary and Financial Code, without pre-emptive rights for existing shareholders, by issuing shares and all securities giving immediate and/or deferred access to shares in the company, for a twenty-six-month period				
			147,662,096	80.38%	36,032,483	19.62%
21	Carried	Delegation of competence to the Board of Directors to increase the share capital by way of public offerings mentioned in Article L.411-2 1° of the French Monetary and Financial Code, without pre-emptive rights for existing shareholders, by issuing shares and all securities giving immediate or deferred access to the shares in the company, for a twenty-six-month period				
			147,661,732	80.39%	36,030,251	19.61%
22	Carried	Authorisation to the Board of Directors to set the price, in accordance with the terms decided by the General Meeting, for immediate or future issues of equity securities, without pre-emptive rights for existing shareholders, for a twenty-six-month period				
			148,233,221	80.70%	35,459,515	19.30%
23	Carried	Delegation of competence to the Board of Directors 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, for a twenty-six-month period				
			147,697,763	80.41%	35,987,215	19.59%
24	Carried	Delegation of powers to the Board of Directors 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, for a twenty-six-month period				
			148,883,575	81.05%	34,806,035	18.95%
25	Carried	Delegation of competence to the Board of Directors to increase the share capital, without pre-emptive rights for existing shareholders, as consideration for securities tendered a public exchange offer initiated by the company, for a twenty-six-month period				
			148,876,849	81.05%	34,816,073	18.95%
26	Carried	Delegation of competence to the Board of Directors 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, for a twenty-six-month period				
			172,351,471	93.82%	11,356,516	6.18%
27	Carried	Authorisation granted to the Board of Directors to grant stock subscription or purchase options to employees or corporate officers of the company or affiliated companies, for a thirty-eight-month period				
			160,090,742	87.15%	23,609,326	12.85%
28	Carried	Authorisation granted to the Board of Directors to carry out awards of performance shares, issued or that may be issued, without shareholders' preferential right of subscription, in favour of employees or corporate officers of the company or affiliated companies, for a thirty-eight-month period				
			175,676,963	95.63%	8,023,729	4.37%
29	Carried	Amendment to Articles 7, 13 and 22 of the Articles of Association				
			183,660,842	> 99.99%	18,191	< 0.01%
30	Carried	Authorisation to carry out formalities				
			183,685,704	> 99.99%	14,466	< 0.01%



COMBINED ANNUAL GENERAL MEETING OF 17 APRIL 2025

Governance

Composition of the Board of Directors and the Board committee as of 17 April 2025 :

Chairman and Chief Executive Officer : Rodolphe BELMER

Directors :

- Olivier BOUYGUES, Director of BOUYGUES
- Coralie PITON, Director - independent
- Sophie LEVEAUX, Director - Representing employees
- Marie-Aude MOREL, Director - Representing employee shareholders
- Orla NOONAN, Director - independent
- Marie PIC-PÂRIS ALLAVENA - Director - independent
- Olivier ROUSSAT, Director - Chief Executive Officer of BOUYGUES
- Yoann SAILLON, Director - Representing employees
- BOUYGUES, Director - represented by Pascal GRANGE
- SCDM, Director - represented by Charlotte BOUYGUES

Censor - Non-Voting Director : Didier CASAS

Composition of the **Audit Committee** : Marie PIC-PÂRIS ALLAVENA (Chair), Orla NOONAN and Pascal GRANGE (committee members).

Composition of the **Ethics, CSR and Patronage Committee** : Coralie PITON (Chair), Didier CASAS, Marie-Aude MOREL and Yoann SAILLON (committee members).

Composition of the **Selection and Remuneration Committee** : Orla NOONAN (Chair), Coralie PITON, Sophie LEVEAUX and Olivier ROUSSAT (committee members).