

## **FURTHER INFORMATION ABOUT THE 2015 REMUNERATION OF THE EXECUTIVE DIRECTOR**

In compliance with Decree no. 2016-182 of February 23, 2016 requiring companies to disclose commitments to their executive directors on departure from office, TF1 hereby discloses information about pension and other lifetime benefit commitments, pursuant to the third sentence of the third paragraph of Article L. 225-102-1 of the French Commercial Code.

In addition, Article 229 of the law of August 6, 2015 on growth requires that vesting of the pension rights of executive directors of listed companies in respect of a given financial year must henceforth be subject to performance conditions. In order for the TF1 group to be able to disclose those performance conditions, the Board of Directors met on February 26, 2016 to approve the arrangements for the vesting of pension rights for a given financial year in terms of the performance conditions attached to Gilles Pélisson's defined-benefit pension scheme.

## **INFORMATION PROVIDED BY THE COMPANY ON PENSION COMMITMENTS OR OTHER LIFETIME BENEFITS PURSUANT TO THE THIRD SENTENCE OF THE THIRD PARAGRAPH OF ARTICLE L. 225-102-1**

Under a policy governed by the French Insurance Code, Bouygues offers the members of its Group Management Committee a supplementary pension scheme, the principal features of which are:

1. Title of the commitment: defined-benefit collective pension scheme.
2. Reference to legal provisions identifying the scheme: Article L. 137-11 of the French Social Security Code.
3. Conditions for joining the scheme and other eligibility conditions: the beneficiary must:
  - be a member of the Bouygues SA Management Committee on the date of retirement;
  - have at least ten years' service with the Bouygues group at the date of retirement;
  - have definitively ended his or her professional career at one of the Group companies (this condition is fulfilled when the employee is part of the workforce at the date of retirement);
  - be at least 65 years old at the date of retirement;
  - fulfil the eligibility criteria for pension benefits under the basic social security pension scheme and the mandatory supplementary schemes (ARRCO and AGIRC).
4. Method of determining the reference salary specified by the scheme and used to calculate the rights of beneficiaries:

The reference salary must be equal to the average gross salary of the employee's three best calendar years at the Bouygues group during his or her period on the Bouygues SA Management Committee, adjusted to reflect changes in the value of pension entitlement points under the AGIRC scheme, on the date the employment contract is terminated. The reference gross salary is that used to calculate social security contributions in accordance with Article L. 242-1 of the French Social Security Code.

5. Pattern of vesting of rights: annual rate; beneficiaries of the supplementary pension scheme receive an additional retirement benefit set at 0.92% of the reference salary per year in the scheme, determined as explained above.
  6. Existence of a ceiling, and the amount and terms and conditions for determining that ceiling: rights may not exceed a ceiling set at eight times the annual social security ceiling (equivalent to a ceiling of €308,928 in 2016).
  7. Terms and conditions for funding the benefit: outsourced to an insurance company, to which a contribution is paid each year.
  8. Amount of the annual annuity at the end of the reporting period:  
  
Nonce Paolini will receive a supplementary pension of €186,700 a year.
  9. Tax and social security charges levied on the scheme: the contributions paid into the scheme by the company are not subject to employers' social security charges or to the CSG or CRDS levies. However, the company is required to pay a levy set at 24% of those contributions.
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## **SUPPLEMENTARY PENSION SCHEME**

Subject to certain conditions, Gilles Pélisson will be entitled to benefit from a supplementary pension scheme on his retirement. The features of this scheme are in line with those described above.

## **PERFORMANCE CONDITIONS**

Article 229 of the law of August 6, 2015 on growth requires that vesting of the pension rights of executive directors of listed companies in respect of a given financial year must now be subject to performance conditions.

Acting on the recommendation of the Remuneration Committee, the Board meeting of February 26, 2016 set those performance conditions, which will be submitted for shareholder approval at the Annual General Meeting of April 14, 2016, as part of the vote on the 12th resolution covering the regulated commitments (as stipulated in Article L. 225-42-1 of the French Commercial Code) in favour of Gilles Pélisson.

Because Gilles Pélisson has only just taken office, vesting of his annual supplementary pension rights will be subject to conditions relating to performances within his control. Those conditions relate to the attainment of targets for consolidated net profit relative to the plan:

- for the 2016 financial year: based on the 2016 plan;
- for the 2017 financial year: based on the 2016 and 2017 plans;
- for the 2018 financial year: based on the 2016, 2017 and 2018 plans.

Depending on the extent to which the consolidated net profit targets are met, the supplementary pension rights will be in a range from a minimum of 0% to a maximum of 0.92% + 0.46% of the reference salary.