



Combined Ordinary and Extraordinary General Meeting held on April 21, 2011: Ballot Results

Number of outstanding shares: 1,237,644,838
 Number of shares with voting rights: 1,236,001,775
 Number of shareholders present or represented: 15,049

Number of votes recorded: 651,020,465
 Quorum: 52.67 %

| Resolutions | Pour | | Contre | | Abstention | |
|---|-------------|-------|------------|------|------------|------|
| | Votes | % | Votes | % | Votes | % |
| <i>As an Ordinary Shareholders' Meeting</i> | | | | | | |
| 1st resolution : Approval of the Statutory Reports and Financial Statements for the fiscal year 2010 | 649,550,604 | 99.76 | 1,276,431 | 0.20 | 239,460 | 0.04 |
| 2nd resolution : Approval of the Reports and Consolidated Financial Statements for the fiscal year 2010 | 649,540,877 | 99.76 | 1,274,479 | 0.20 | 251,139 | 0.04 |
| 3rd resolution : Approval of the Statutory Auditors' Special Report on regulated related-party agreements and commitments entered into during the fiscal year 2010 | 617,707,546 | 95.20 | 30,980,670 | 4.77 | 226,207 | 0.03 |
| 4th resolution Approbation of fiscal year 2008 net income, declaration of the dividend and payment date | 645,882,184 | 99.20 | 4,983,385 | 0.77 | 200,926 | 0.03 |
| 5th resolution : Renewal of the term of office of Mr. Jean-Yves Charlier, as a member of the Supervisory Board | 642,772,462 | 98.73 | 8,033,256 | 1.23 | 260,777 | 0.04 |
| 6th resolution : Renewal of the term of office of Mr. Henri Lachmann, as a member of the Supervisory Board | 586,216,092 | 90.04 | 64,537,276 | 9.91 | 313,127 | 0.05 |
| 7th resolution : Renewal of the term of office of Mr. Pierre Rodocanachi, as a member of the Supervisory Board | 641,416,878 | 98.51 | 9,413,367 | 1.45 | 236,250 | 0.04 |
| 8th resolution : Appointment of KPMG SA as primary Statutory Auditor | 630,834,246 | 96.89 | 19,989,447 | 3.07 | 242,802 | 0.04 |



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| 9th resolution : Appointment of KPMG AUDIT IS SAS as alternate Statutory Auditor | 633,513,074 | 97.30 | 17,313,957 | 2.66 | 239,464 | 0.04 |
| 10th resolution : Authorization given to the Management Board to purchase the Company's own shares | 645,986,236 | 99.22 | 4,613,799 | 0.71 | 466,460 | 0.07 |
| <i>As an Extraordinary Shareholders' Meeting</i> | | | | | | |
| 11th resolution : Authorization to the Management Board to reduce the share capital of the Company by the cancellation of shares | 644,665,120 | 99.03 | 5,877,417 | 0.90 | 477,928 | 0.07 |
| 12th resolution : Authorization to the Management Board to grand stock options of the Company | 573,374,493 | 88.07 | 77,122,858 | 11.85 | 523,114 | 0.08 |
| 13th resolution : Authorization to the Management Board to grant existing performance shares or performance shares to be issued | 550,451,761 | 84.56 | 99,950,712 | 15.35 | 617,992 | 0.09 |
| 14th resolution : Delegation of authority to the Management Board to increase the share capital of the Company by issuing ordinary shares, or any securities giving rights to the share capital, with preferential subscription rights for shareholders | 624,632,104 | 95.95 | 25,904,933 | 3.98 | 483,428 | 0.07 |
| 15th resolution : Delegation of authority to the Management Board to increase the share capital of the Company by issuing ordinary shares, or any securities giving rights to the share capital, without preferential subscription rights for shareholders | 556,992,924 | 85.55 | 93,520,108 | 14.37 | 507,433 | 0.08 |



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| 16th resolution : Authorization to the Management Board to increase the number of shares to be issued in the event of an over-allotment of shares in a share capital increase with or without preferential subscription rights for shareholders, within the limit of 15% of the initial issue and upper limits set forth in the fourteenth and fifteenth resolutions | 576,726,929 | 88.59 | 73,742,352 | 11.33 | 551,184 | 0.08 |
| 17th resolution: Delegation of authority to the Management Board to increase the share capital of the Company, within the upper limit of 10 % of the share capital and the uppers limits set forth in the fourteenth and fifteenth resolutions, in consideration for contributions in kind to the Company consisting of equity securities or securities giving rights to the share capital of third-party companies, other than in the event of a public exchange offer | 607,612,024 | 93.33 | 42,882,487 | 6.59 | 525,954 | 0.08 |
| 18th resolution: Delegation of authority to be given to the Management Board to increase the share capital of the Company for the benefit of employees and retired employees who are members of the group savings plan | 646,291,053 | 99.27 | 4,140,784 | 0.64 | 588,628 | 0.09 |
| 19th resolution: Delegation of authority to be given to the Management Board to increase the share capital of the Company for the benefit of employees of foreign subsidiaries of Vivendi who are members of the group's savings plan, and to provide for any equivalent mechanism | 646,262,558 | 99.27 | 4,153,480 | 0.64 | 604,427 | 0.09 |
| 20th resolution: Delegation of authority to the Management Board to increase the share capital of the Company by incorporating premiums, reserves, income or other items | 647,331,965 | 99.43 | 3,170,467 | 0.49 | 518,033 | 0.08 |



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| 21st resolution : Amendment of article 10 of the Company's by-laws : "Organisation of the Supervisory Board", by introducing a new item 6: Non-voting Directors (Censeurs) | 540,256,079 | 82.99 | 110,238,612 | 16.93 | 525,774 | 0.08 |
| 22th resolution : Authorization to perform legal formalities | 649,369,070 | 99.75 | 1,135,967 | 0.17 | 515,428 | 0.08 |