Third Supplement dated 8 September 2017 to the Base Prospectus dated 22 March 2017

VIVENDI

(Established as a *société anonyme à directoire et conseil de surveillance* in the Republic of France)

EURO 3,000,000,000

EURO MEDIUM TERM NOTE PROGRAMME

This third supplement (the "**Third Supplement**") is supplemental to and must be read in conjunction with the base prospectus dated 22 March 2017, which was granted visa n°17-104 on 22 March 2017 by the *Autorité des marchés financiers* (the "**AMF**"), as supplemented by a first supplement which was granted visa n°17-180 on 27 April 2017 by the AMF (the "**First Supplement**") and a second supplement which was granted visa n°17-202 on 17 May 2017 (the "**Second Supplement**") (the base prospectus as supplemented by its First Supplement, Second Supplement and Third Supplement, the "**Base Prospectus**"), prepared by Vivendi ("**Vivendi**" or the "**Issuer**") with respect to its Euro 3,000,000,000 Euro Medium-Term Note Programme (the "**Programme**"). Unless otherwise defined, terms defined in the Base Prospectus have the same meaning when used in this Third Supplement.

This Third Supplement has been prepared pursuant to article 16.1 of the Directive 2003/71/EC of 4 November 2003 (as amended) on the prospectus to be published when securities are offered to the public or admitted to trading (the "**Prospectus Directive**") and Article 212-25 of the AMF's General Regulations (*Règlement Général*) for the purposes of incorporating some recent information about the Issuer. As a result, the impacted sections of the Base Prospectus are "Documents Incorporated by Reference", "Recent Developments" and "General Information".

Application has been made for approval of this Third Supplement to the AMF in France in its capacity as competent authority pursuant to Article 212-2 of its General Regulations which implements the Prospectus Directive.

Copies of this Third Supplement are available for viewing on the website of the AMF (www.amf-france.org), on the Issuer's website (www.vivendi.com) and copies of such documents may be obtained, during normal business hours, free of charge from the office of Vivendi, 42, avenue de Friedland, 75008 Paris, France and at the specified offices of the Fiscal Agent and each of the Paying Agents.

Save as disclosed in this Third Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Base Prospectus.

To the extent that there is any inconsistency between (a) any statement in this Third Supplement or any statement incorporated by reference into this Third Supplement and (b) any statement in, or incorporated by reference in the Base Prospectus, the statements referred to in (a) above will prevail.

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DOCUMENTS INCORPORATED BY REFERENCE

The section entitled "Documents Incorporated by Reference" of the Base Prospectus is hereby deleted in its entirety and replaced by the following:

"In accordance with article 11 of the Prospectus Directive, this Base Prospectus shall be read and construed in conjunction with:

- the sections referred to in the table below of the French language version of the 2017 half-year financial report (*rapport financier et états financiers condensés non audités du 1er semester clos le 30 juin 2017*) of the Issuer, including the unaudited financial statements of the Issuer for the firt half-year ended 30 June 2017 and the related notes thereto and the associated audit report (the "**2017 Half-Year Financial Report**");
- the sections referred to in the table below of the French language version of the 2017 first quarter financial report (*rapport financier et états financiers condensés non audités du 1er trimestre clos le 31 mars 2017*) of the Issuer, including the unaudited financial statements of the Issuer for the three months ended 31 March 2017 and the related notes thereto (the "**2017 First Quarter Financial Report**");
- the sections referred to in the table below of the French language version of the 2016 registration document (*document de référence 2016*) of the Issuer, including the audited annual and consolidated financial statements of the Issuer as at, and for the year ended 31 December 2016, the related notes thereto and the associated audit reports (the "**2016 Registration Document**") which was filed with the AMF on 14 March 2017 under registration number D.17-0170; and
- the sections referred to in the table below of the French language version of the 2015 registration document (*document de référence 2015*) of the Issuer, including the audited annual and consolidated financial statements of the Issuer as at, and for the year ended 31 December 2015, the related notes thereto and the associated audit reports (the "**2015 Registration Document**") which was filed with the AMF on 15 March 2016 under registration number D16-0135;

which are identified in the cross reference table below. Such sections are incorporated in, and shall be deemed to form part of this Base Prospectus.

Any statement contained in a document or part of a document which is incorporated by reference herein shall be modified or superseded for the purpose of this Base Prospectus to the extent that a statement contained herein modifies or supersedes such earlier statement (whether expressly, by implication or otherwise). Any statement so modified or superseded shall not, except as so modified or superseded, be part of this Base Prospectus.

The 2017 Half-Year Financial Report, the 2017 First Quarter Financial Report, the 2016 Registration Document and the 2015 Registration Document are available for viewing on the website of the Issuer (www.vivendi.com) and the 2016 Registration Document and the 2015 Registration Document are also available for viewing on the website of the AMF (www.amf-france.org). Free English translations of the 2017 Half-Year Financial Report, the 2017 First Quarter Financial Report, the 2016 Registration Document and the 2015 Registration Document are also available for viewing on the website of the Issuer (www.vivendi.com). These documents are free translations of the corresponding French language documents and are furnished for information purposes only and are not incorporated by reference in this Prospectus. The only binding versions are the French language versions.

For the purpose of the Prospectus Directive, information can be found in the documents incorporated by reference in this Base Prospectus in accordance with the following cross-reference table:

Information incorporated by reference ***(Annexe IX of the European Regulation (EC) 809/2004 of 29 April 2004, as amended)***	**2015 Registration Document** (***page numbers***)	**2016 Registration Document** (***page numbers***)	**2017 First Quarter Financial Report** (***page numbers***)	**2017 Half-Year Financial Report** (***page numbers***)
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Information incorporated by reference ***(Annexe IX of the European Regulation (EC) 809/2004 of 29 April 2004, as amended)***	**2015 Registration Document** **(*page numbers*)**	**2016 Registration Document** **(*page numbers*)**	**2017 First Quarter Financial Report** **(*page numbers*)**	**2017 Half-Year Financial Report** **(*page numbers*)**
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- Accounting policies and explanatory notes	204 to 279	220 to 299	-	-
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- Accounting policies and explanatory notes	-	-	29 to 50	35 to 74
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- Balance sheet	284 to 285	304 to 305	-	-
- Income statement	283	303	-	-
- Accounting policies and	287 to 317	307 to 335	-	-

Information incorporated by reference ***(Annexe IX of the European Regulation (EC) 809/2004 of 29 April 2004, as amended)***	**2015 Registration Document** (***page numbers***)	**2016 Registration Document** (***page numbers***)	**2017 First Quarter Financial Report** (***page numbers***)	**2017 Half-Year Financial Report** (***page numbers***)
explanatory notes				
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14. Documents on display	-	108	-	-

RECENT DEVELOPMENTS

The section entitled "Recent Developments" of the Base Prospectus is hereby completed and include the following:

Administrative, management and supervisory bodies:

On 31 August 2017, Vivendi's Supervisory Board appointed as members of Vivendi's Management Board, Gilles Alix, Chief Executive Officer of Bolloré Group, and Cédric de Bailliencourt, Vice-Chairman and Chief Financial Officer of Bolloré Group.

Gilles Alix has served as Chief Executive Officer of Bolloré Group since 2006.

Mr. Alix began his career as an auditor at BEFEC in 1982. He joined the Bolloré Group in 1987 as Chief Financial Officer for the Plastic Films Division based in Brittany. His duties were subsequently expanded to cover all of the group's industrial divisions before he was appointed Group Director of Management Control.

Since 1997, Mr. Alix has held various management positions within the group's Transportation and logistics business, including at SAGA and DELMAS, two companies he chaired from 1999 to 2006.

Cédric de Bailliencourt is a graduate of the *Institut d'Etudes Politiques de Bordeaux* and holds a postgraduate degree (DESS) in Social and Political Communications from Paris University I Sorbonne. Mr. de Bailliencourt has served as Chief Financial Officer of Bolloré Group since 2008. He is also Vice-Chairman of Bolloré and, since 2002, Vice Chairman and Chief Executive Officer of Financière de l'Odet. He joined Bolloré Group in 1996 as Director of Shareholdings.

Mr. de Bailliencourt is a member of the Supervisory Board of Vallourec, a Director of the *Musée national de la Marine* and a permanent representative of Compagnie du Cambodge on the Supervisory Board of Hottinguer Bank.

To the company's knowledge, there are no actual or potential conflicts of interest between the duties of any member of the Management Board and of the Supervisory Board towards Vivendi and their private interests and or other duties.

31 August 2017 press release

Vivendi: 2017 Half-Year Results

- **Revenues: increase of 7.8% (+4.8% at constant currency and perimeter)**
- **Operating results: after a decline in the 1st quarter, strong recovery in the 2nd quarter. Continuation of UMG's outstanding results and beginning of the recovery of Canal+ France which confirms its improving outlook for 2017**
- **Strengthening of the Management Board from 5 to 7 members with the appointment of Gilles Alix and Cédric de Bailliencourt**

Key figures	**H1 2017**	% Change YoY	% Change YoY at constant currency and perimeter[1]	**Q1 2017**	% Change YoY	% Change YoY at constant currency and perimeter[1]	**Q2 2017**	% Change YoY	% Change YoY at constant currency and perimeter[1]
Revenues	**€5,437 M**	**+7.8%**	**+4.8 %**	**€2,663 M**	**+6.9%**	**+3.4%**	**€2,774 M**	**+8.7%**	**+6.2%**
EBITA[2,3]	€352 M	-9.2%	-11.0%	€149 M	-29.9%	-34.0%	**€203 M**	**+16.0%**	**+17.1%**
UMG	*€286 M*	*+61.6%*	*+58.4%*	*€134 M*	*+71.3%*	*+65.7%*	*€152 M*	*+53.8%*	*+52.5%*
Canal+ Group	*€171 M*	*-40.5%*	*-41.9%*	*€57 M*	*-66.3%*	*-67.5%*	*€114 M*	*-3.8%*	*-5.5%*
Adjusted net income[2,3]	**€320 M**	**+12.0%**							

This press release contains unaudited consolidated results established under IFRS, which were approved by Vivendi's Management Board on August 28, 2017, reviewed by the Vivendi Audit Committee on August 29, 2017, and by Vivendi's Supervisory Board on August 31, 2017. All footnotes can be found on page 7 of this press release.

Vivendi's Supervisory Board met today under the chairmanship of Vincent Bolloré and reviewed **the Group's Condensed Financial Statements for the half-year ended June 30, 2017**, which were approved by the Management Board on August 28, 2017.

For the first half of 2017, **revenues** amounted to €5.437 billion (+7.8% and +4.8% at constant currency and perimeter), confirming the upward trend started in the first quarter of 2017. The increase was mainly due to Universal Music Group's growth (+14.0%) while Canal+ Group's situation is improving slightly. Canal+ Group's revenues declined by 2.4% during the first half of 2017 compared to the same period in 2016, while revenues were down 5.5% for second half 2016. This positive trend was reinforced in the second quarter of 2017 (-1.3% compared to the second quarter of 2016, vs. -3.5% for the first quarter of 2017 compared to the first quarter of 2016).

EBITA amounted to €352 million, down 9.2% (-11.0% at constant currency and perimeter). The trend was reversed in the second quarter of 2017, with an EBITA of €203 million, up 16.0% (+17.1% at constant currency and perimeter). This positive change was primarily due to Universal Music Group's growth. Canal+ Group's situation is improving (EBITA was down 5.5% for the second quarter of 2017 compared to the same period in 2016, while it had declined by 67.5% for the first quarter of 2017 compared to the same period in 2016; EBITA doubled in the second quarter of 2017 compared to the first quarter of 2017).

EBIT[4] amounted to €362 million, down 31.5% for first half 2017, impacted by an unfavorable accounting comparison with the first half of 2016, which period reflected the reversal of reserve (representing a net profit of €240 million) related to the settlement of the Liberty Media litigation in the U.S. in February 2016. Vivendi's share of Telecom Italia's net earnings represented an income of €44 million for the first half of 2017 (€23 million for the first half of 2016). Vivendi's EBIT for the second quarter of 2017 alone amounted to €177 million, up 22.7%.

Earnings attributable to Vivendi SA shareowners (IFRS) amounted to a profit of €176 million, down 80.7%. This decrease primarily resulted from the favorable impact of certain non-recurring items during the first half of 2016 including the reversal of reserve related to the Liberty Media litigation and the net capital gain on the sale of Vivendi's remaining interest in Activision Blizzard in January 2016 (€576 million, before taxes). Earnings attributable to Vivendi SA shareowners for the second quarter of 2017 alone grew by 50.0% to €75 million.

Adjusted net income, which is not affected by these non-recurring items, amounted to a profit of €320 million, up 12.0%.

As of June 30, 2017, Vivendi's **Net Cash Position** amounted to €500 million, compared to €473 million as of March 31, 2017, and €1,068 million as of December 31, 2016. Taking into account the €2,324 million payment (including the financial transaction tax) to Bolloré Group for the purchase of its 59.2% interest in Havas on July 3, 2017, at a price of €9.25 per share, Vivendi's proforma financial net debt would approximately amount to €1.8 billion.

Vivendi confirms its previously-announced 2017 outlook. Revenues should increase by more than 5% (excluding Havas) and, thanks to the measures taken in 2016, EBITA should increase by around 25% (excluding Havas). In particular, for the full-year 2017, Canal+ Group confirms that its EBITA target of approximately €350 million, compared to €240 million in 2016.

Havas takeover

On July 3, 2017, Vivendi acquired the 59.2% interest in Havas held by the Bolloré Group.

This strategic transaction comes as Vivendi, after having consolidated its foundations, enters a new phase in its development. It allows it to accelerate the building of a leading world-class content, media and communications group and gives Vivendi a unique positioning in an environment in which content, distribution and communications are converging. It provides a new dimension to the Group to compete against powerful global players.

This acquisition was made at a price consistent with industry multiples and should be accretive to Vivendi's net earnings per share. Havas has been fully consolidated in Vivendi's financial statements since July 3, 2017. The integration is expected to have a positive impact on the Group's earnings for the second half of 2017.

In accordance with market regulations, Vivendi will launch a simplified tender offer in the coming weeks for the remaining interest in Havas, without seeking a delisting of Havas shares. On August 29, 2017, Vivendi filed a draft offer document relating to the tender offer with the French *Autorité des marchés financiers* (the "AMF").

Management and coordination activities at Telecom Italia

Vivendi, as the largest shareholder of the Italian operator, intends to promote a long-term strategy of developing the convergence between telecommunications and content.

Vivendi confirmed that it considers that it does not exercise any *de facto* control of Telecom Italia under Article 93 of the Consolidated Law on Finance and Article 2359 of the Italian Civil Code given that Vivendi's interest in Telecom Italia is not sufficient to allow it to exercise, on a stable basis, a dominant influence at Telecom Italia shareholders' meetings. All empirical data unequivocally reveal that Vivendi is not in a position to control Telecom Italia ordinary shareholders' meetings.

The commencement of the exercise by Vivendi of "management and coordination activities" of Telecom Italia, within the meaning of Article 2497-*bis* of the Italian Civil Code, was acknowledged by Telecom Italia's Board of Directors with reference to the factual and specific circumstances referred to in its press release issued on August 4, 2017.

Regarding the existence of a position of control pursuant to international accounting principles for consolidated financial statements, Vivendi confirms that, at present, it does not have the power to govern Telecom Italia's financial and operating policies, according to IFRS 10.

Appointments

At a meeting held today, Vivendi's Supervisory Board appointed as members of Vivendi's Management Board, Gilles Alix, Chief Executive Officer of Bolloré Group, and Cédric de Bailliencourt, Vice-Chairman and Chief Financial Officer of Bolloré Group.

Comments on Business Key Financials

Universal Music Group: double-digit revenues growth and strong increase of operational results

Universal Music Group's (UMG) revenues amounted to €2,666 million, up 14.0% at constant currency and perimeter compared to the first half of 2016 (+15.2% on an actual basis), driven by growth across all divisions.

Recorded music revenues grew by 15.6% at constant currency and perimeter as growth in subscription and streaming revenues (+45.1%) more than offset the continued decline in both download and physical sales.

Music publishing revenues grew by 9.2% at constant currency and perimeter also driven by growth in subscription and streaming revenues, as well as growth in synchronization and performance revenues. Merchandising and other revenues were up 2.2% at constant currency and perimeter, driven by stronger retail sales.

Recorded music best sellers for the first half of 2017 included new releases from Drake and Kendrick Lamar, the 50^{th} Anniversary edition of Sgt. Pepper's Lonely Hearts Club Band by The Beatles, carryover sales from The Weeknd and soundtrack releases from the movies *Moana* and *La La Land*.

Luis Fonsi's "Despacito", featuring Daddy Yankee and Justin Bieber, has become the most-streamed song of all time with over five billion streams across all streaming platforms. The song is the first non-English U.S. No. 1 in more than two decades and in the U.K., it has become the longest-running foreign language No. 1 in history.

UMG's income from operations amounted to €311 million, up 40.8% at constant currency and perimeter compared to the first half of 2016 (+43.3% on an actual basis) as a result of higher revenues.

UMG's EBITA amounted to €286 million, up 58.4% at constant currency and perimeter compared to the first half of 2016 (+61.6% on an actual basis). EBITA included lower restructuring charges compared to the first half of 2016.

Similar trends in sales and operating results from the first half of the year have continued into the summer.

In April 2017, UMG and Spotify announced a new, multi-year global license agreement. The deal advances their partnership to ensure that streaming realizes its full transformational potential for artists, labels and fans by delivering a comprehensive range of music experiences, providing more flexibility for new releases, and collaborating on innovative marketing campaigns across Spotify's platform. It also provides UMG with unprecedented access to data.

In May 2017, UMG announced a strategic licensing agreement with Tencent Music Entertainment Group, a leading digital music distribution platform in China, providing vast multi-platform distribution and marketing opportunities across China. UMG and Tencent will also develop Abbey Road Studios China, a recording studio inspired by the legendary London studio.

Canal+ Group: tangible signs of improvement in revenues and EBITA seen in the second quarter

Canal+ Group's revenues amounted to €2,568 million, down 2.7% compared to the first half of 2016. At constant currency and perimeter, Canal+ Group's situation slightly improved (a 2.4% decrease in the first half of 2017, compared to a 5.5% decrease in the second half of 2016).

At the end of June 2017, Canal+ Group's individual subscriber base reached 14.0 million, up 2.8 million year-on-year, thanks to growth in international operations and the wholesale agreements with Orange and Free.

Revenues from international pay-TV operations grew by 6.2% compared to the first half of 2016 (+6.6% at constant currency and perimeter), driven by a net increase in the subscriber base of 309,000 year-on-year.

Revenues from pay-TV operations in mainland France were down 5.3% compared to the first half of 2016, due to a reduction of the free-to-air window on the Canal+ channel and a drop in subscriber revenue due to a decrease in the individual subscriber base, partially offset by revenues generated from partnerships with internet service providers.

Advertising revenues from free-to-air channels in mainland France decreased year-on-year, notably due to loss of revenues at C8 resulting from the sanction imposed by the French Broadcasting Authority (*Conseil Supérieur de l'Audiovisuel*), on June 7, 2017, and despite a greater attraction toward the channel.

Studiocanal's revenues were down compared to the first half of 2016, due to a better performing film line-up in 2016.

Canal+ Group's income from operations amounted to €186 million, compared to €297 million for the first half of 2016.

EBITA amounted to €171 million, compared to €288 million for the first half of 2016.

Canal+ Group recorded a strong performance for the second quarter of 2017 with an EBITA of €114 million (-5.5% compared to the second quarter of 2016), a doubling compared to the EBITA of €57 million recorded in the first quarter of 2017 (-67.5% compared to the first quarter of 2016).

Following in the footsteps of Orange and Free, on August 21, 2017, Canal+ France announced a partnership with Bouygues Telecom which will offer its subscribers an entry-level family-oriented package including popular theme channels and unlimited access to video-on-demand with Canalplay.

In August 2017, Canal+ doubled the number of recruitments (compared to August 2016) with the resumption of the French Ligue 1 football championship.

For the full year, Canal+ Group confirms its EBITA target of approximately €350 million, compared to €240 million in 2016.

Gameloft: six new games and strong performance of the back catalog

Gameloft’s revenues amounted to €130 million. The breakdown of revenues by geographical market is as follows: 33% in the EMEA region (Europe, the Middle East and Africa), 28% in Asia Pacific, 27% in North America, and 12% in Latin America.

Gameloft is benefiting in particular from the strong performance of its back catalog, thanks to changes implemented in the teams responsible for game updates and to an improvement in the effectiveness of the customer acquisition policy since the beginning of the year. Flagship games such as *Dragon Mania Legends, Disney Magic Kingdoms, March of Empires, Modern Combat 5 : Blackout, Asphalt 8 : Airborne and Sniper Fury* experienced strong sales growth.

Gameloft announced that its game, *Asphalt 8 : Airborne*, has exceeded the threshold of 300 million downloads, becoming one of the most downloaded games in the history of mobile video games.

Gameloft’s performance was also driven by its mobile advertising agency Gameloft Advertising Solutions, whose sales increased to €17 million, representing 13.1% of total revenues during the first half of 2017.

Gameloft released six new games on smartphone during the first half of 2017: *Gangstar New Orleans, N.O.V.A. Legacy, City Mania, Blitz Brigade Rival Tactics, Iron Blade* and *Asphalt Street Storm Racing* which registered 43 million downloads as of June 30, 2017.

Thanks to an increase in revenues and a slight decrease in operating costs, Gameloft’s income from operations reached €2 million for the first half of 2017. EBITA amounted to a loss of €1 million.

During the first half of 2017, Gameloft's daily active users (DAU) reached an average of 16 million and the number of monthly active users (MAU) reached an average of 134 million.

Vivendi Village: strong dynamic of Vivendi Ticketing and accelerated deployment of CanalOlympia venues

Vivendi Village’s revenues amounted to €56 million for the first half of 2017, a 3.9% increase compared to the first half of 2016 (+7.9% at constant currency and +3.3% at constant currency and perimeter). Over the same period, Vivendi Village’s income from operations amounted to a loss of €7 million (-€8 million for the first half of 2016) and EBITA amounted to a loss of €9 million (-€4 million for the first half of 2016) due to investment costs.

Benefitting from the flexible organization of small structures, Vivendi Village is ground to experimentation and the launch of new projects for the Group. For example, since its creation in 2016, Olympia Production has produced or coproduced more than 600 shows with a dozen artists in France, including headliners such as Slimane and M Pokora.

In Africa, CanalOlympia accelerated the deployment of its network, opening its sixth movie and entertainment venue in Senegal in May 2017, with two more to be inaugurated (in Togo and Benin) in September.

Vivendi Ticketing continues its dynamic performance with revenues of €27 million for the first half of 2017 (+16.5% at constant currency and perimeter) and a strong growth in income from operations.

New Initiatives: Dailymotion’s overhaul

New Initiatives, which groups together projects being launched or developed including Dailymotion, Vivendi Content and GVA (Group Vivendi Africa), had revenues and income from operations amounting to €23 million and a loss of €38 million for the first half of 2017, respectively. Dailymotion’s revenues amounted to €22 million, down 40.7% compared to the first half of 2016.

Dailymotion, the leading French website in terms of traffic with 300 million unique users per month globally, launched a new interface on mobile and desktop in July 2017 with a premium content offer focused on four main themes (news, sports, music, and entertainment) that meets the expectations of 18 to 49 year-olds, its new prime target audience. This new content offer is made possible by partnerships concluded with hundreds of media groups and first-class global brands.

Dailymotion has been wholly-owned by Vivendi since July 26, 2017 following the exercise by Orange of the put option on its remaining 10% interest in Dailymotion.

Studio+, an innovative premium short-form series offer, now has 800,000 subscribers with the prospect for very strong growth in the subscriber base by the end of the year.

For additional information, please refer to the "Financial Report and unaudited Condensed Financial Statements for the half year ended June 30, 2017" released online today on Vivendi's website (www.vivendi.com).

Notes

1. Constant perimeter reflects the impacts of the acquisition of Thema America by Canal+ Group (April 7, 2016), Gameloft (June 29, 2016) and Paddington Bear which has been integrated into Vivendi Village (June 30, 2016).

2. Non GAAP measures.

3. Reconciliations of EBIT to EBITA and to income from operations, as well as a reconciliation of earnings attributable to Vivendi SA shareowners to adjusted net income, are presented in Appendix I.

4. Vivendi made changes in the presentation of its Consolidated Statement of Earnings as from January 1, 2017: please refer to Appendix IV to this press release for a detailed description of these changes in presentation and the reconciliations to the previously published financial data.

[…]

Important Disclaimers

Cautionary Note Regarding Forward-Looking Statements. This press release contains forward-looking statements with respect to the financial condition, results of operations, business, strategy, plans and outlook of Vivendi, including the impact of certain transactions, the payment of dividends and distributions, as well as share repurchases. Although Vivendi believes that such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance. Actual results may differ materially from the forward-looking statements as a result of a number of risks and uncertainties, many of which are outside our control, including, but not limited to, the risks related to antitrust and other regulatory approvals as well as any other approvals which may be required in connection with certain transactions and the risks described in the documents of the Group filed by Vivendi with the Autorité des marchés financiers (the French securities regulator), which are also available in English on Vivendi's website (www.vivendi.com). Investors and security holders may obtain a free copy of documents filed by Vivendi with the Autorité des marchés financiers at www.amf-france.org, or directly from Vivendi. In addition, Havas's specific risk factors are described in its 2016 Annual Report available on the Havas website (www.havas.com). Accordingly, we caution readers against relying on such forward looking statements. These forward-looking statements are made as of the date of this press release. Vivendi disclaims any intention or obligation to provide, update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Unsponsored ADRs. Vivendi does not sponsor any American Depositary Receipt (ADR) facility in respect of its shares. Any ADR facility currently in existence is "unsponsored" and has no ties whatsoever to Vivendi. Vivendi disclaims any liability in respect of any such facility.

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APPENDIX I
VIVENDI
STATEMENT OF EARNINGS
(IFRS, unaudited)

Second quarter

	Three months ended June 30, 2017	Three months ended June 30, 2016	% Change
REVENUES	**2,774**	**2,553**	**+ 8.7%**
Cost of revenues	(1,706)	(1,578)	
Selling, general and administrative expenses excluding amortization of intangible assets acquired through business combinations	(820)	(763)	
Income from operations*	**248**	**212**	**+ 16.5%**
Restructuring charges	(34)	(27)	
Other operating charges and income	(11)	(11)	
Adjusted earnings before interest and income taxes (EBITA)*	**203**	**174**	**+ 16.0%**
Amortization and depreciation of intangible assets acquired through business combinations	(40)	(55)	
Reversal of reserves related to Securities Class Action and Liberty Media litigations in the United States	-	-	
Income from equity affiliates	14	25	
EARNINGS BEFORE INTEREST AND INCOME TAXES (EBIT)	**177**	**144**	**+ 22.7%**
Interest	(10)	(9)	
Income from investments	13	21	
Other financial charges and income	(29)	(28)	
	(26)	***(16)***	
Earnings before provision for income taxes	**151**	**128**	**+ 17.8%**
Provision for income taxes	(66)	(70)	
Earnings from continuing operations	**85**	**58**	**+ 45.3%**
Earnings from discontinued operations	-	(1)	
Earnings	**85**	**57**	**+ 46.4%**
Non-controlling interests	(10)	(8)	
EARNINGS ATTRIBUTABLE TO VIVENDI SA SHAREOWNERS	**75**	**49**	**+ 50.0%**
Earnings attributable to Vivendi SA shareowners per share - basic (in euros)	0.06	0.04	
Earnings attributable to Vivendi SA shareowners per share - diluted (in euros)	0.06	0.04	
Adjusted net income*	**165**	**187**	**- 11.9%**
Adjusted net income per share - basic (in euros)*	0.13	0.15	
Adjusted net income per share - diluted (in euros)*	0.13	0.15	

In millions of euros, except per share amounts.

* Non-GAAP measures.

NOTA: Vivendi made changes in presentation of its Consolidated Statement of Earnings as from January 1, 2017. Please refer to Appendix IV for a detailed description of these changes in presentation and the reconciliations to previously published financial data. Taking into account these reclassifications, EBIT for the second quarter of 2016 amounted to €144 million (compared to €94 million as published in 2016) and EBIT for the first half of 2016 amounted to €529 million (compared to €1,062 million as published in 2016).

"Income from operations", "adjusted earnings before interest and income taxes (EBITA)" and "adjusted net income", all non-GAAP measures, should be considered in addition to, and not as a substitute for, other GAAP measures of operating and financial performance. Vivendi considers these to be relevant indicators of the group's operating and financial performance. Vivendi Management uses income from operations, EBITA and adjusted net income for reporting, management and planning purposes because they exclude most non-recurring and non-operating items from the measurement of the business segments' performances.

For any additional information, please refer to the "2017 Half-Year Financial Report", which will be released online later on Vivendi's website (www.vivendi.com).

APPENDIX I

(Cont'd)

VIVENDI

STATEMENT OF EARNINGS

(IFRS, unaudited)

Half-Year

	Six months ended June 30, 2017	Six months ended June 30, 2016	% Change
REVENUES	**5,437**	**5,044**	**+ 7.8%**
Cost of revenues	(3,398)	(3,088)	
Selling, general and administrative expenses excluding amortization of intangible assets acquired through business combinations	(1,638)	(1,516)	
Income from operations*	**401**	**440**	**- 9.0%**
Restructuring charges	(38)	(48)	
Other operating charges and income	(11)	(5)	
Adjusted earnings before interest and income taxes (EBITA)*	**352**	**387**	**- 9.2%**
Amortization and depreciation of intangible assets acquired through business combinations	(65)	(110)	
Reversal of reserves related to Securities Class Action and Liberty Media litigations in the United States	27	240	
Income from equity affiliates	48	12	
EARNINGS BEFORE INTEREST AND INCOME TAXES (EBIT)	**362**	**529**	**- 31.5%**
Interest	(25)	(17)	
Income from investments	15	22	
Other financial charges and income	(35)	535	
	(45)	***540***	
Earnings before provision for income taxes	**317**	**1,069**	**- 70.4%**
Provision for income taxes	(124)	(135)	
Earnings from continuing operations	**193**	**934**	**- 79.4%**
Earnings from discontinued operations	-	(2)	
Earnings	**193**	**932**	**- 79.4%**
Non-controlling interests	(17)	(21)	
EARNINGS ATTRIBUTABLE TO VIVENDI SA SHAREOWNERS	**176**	**911**	**- 80.7%**
Earnings attributable to Vivendi SA shareowners per share - basic (in euros)	0.14	0.71	
Earnings attributable to Vivendi SA shareowners per share - diluted (in euros)	0.14	0.71	
Adjusted net income*	**320**	**286**	**+ 12.0%**
Adjusted net income per share - basic (in euros)*	0.26	0.22	
Adjusted net income per share - diluted (in euros)*	0.25	0.22	

In millions of euros, except per share amounts.

* Non-GAAP measures.

APPENDIX I

(Cont'd)

VIVENDI

STATEMENT OF EARNINGS

(IFRS, unaudited)

Reconciliation of earnings attributable to Vivendi SA shareowners to adjusted net income

(in millions of euros)	Three months ended June 30, 2017	Three months ended June 30, 2016	Six months ended June 30, 2017	Six months ended June 30, 2016
Earnings attributable to Vivendi SA shareowners (a)	**75**	**49**	**176**	**911**
Adjustments				
Amortization and depreciation of intangible assets acquired through business combinations	40	55	65	110
Amortization of intangible assets related to equity affiliates	15	26	30	26
Reversal of reserves related to Securities Class Action and Liberty Media litigations in the United States (a)	-	-	(27)	(240)
Other financial charges and income	29	28	35	(535)
Earnings from discontinued operations (a)	-	1	-	2
Provision for income taxes on adjustments	8	30	45	17
Non-controlling interests on adjustments	(2)	(2)	(4)	(5)
Adjusted net income	**165**	**187**	**320**	**286**

a. As reported in the Consolidated Statement of Earnings.

Adjusted Statement of Earnings

(in millions of euros)	Three months ended June 30, 2017	Three months ended June 30, 2016	Six months ended June 30, 2017	Six months ended June 30, 2016
Revenues	**2,774**	**2,553**	**5,437**	**5,044**
Income from operations	**248**	**212**	**401**	**440**
EBITA	**203**	**174**	**352**	**387**
Income from equity affiliates	29	51	78	38
Interest	(10)	(9)	(25)	(17)
Income from investments	13	21	15	22
Adjusted earnings from continuing operations before provision for income taxes	235	237	420	430
Provision for income taxes	(58)	(40)	(79)	(118)
Adjusted net income before non-controlling interests	177	197	341	312
Non-controlling interests	(12)	(10)	(21)	(26)
Adjusted net income	**165**	**187**	**320**	**286**

APPENDIX II
VIVENDI
REVENUES, INCOME FROM OPERATIONS AND EBITA
BY BUSINESS SEGMENT
(IFRS, unaudited)

Second quarter

	Three months ended June 30,				
(in millions of euros)	2017	2016	% Change	% Change at constant currency	% Change at constant currency and perimeter (a)
Revenues					
Universal Music Group	1,382	1,196	+15.5%	+15.2%	+15.2%
Canal+ Group	1,290	1,311	-1.6%	-1.3%	-1.3%
Gameloft	62	-	na	na	na
Vivendi Village	30	29	+4.1%	+9.3%	+3.1%
New Initiatives	13	28			
Elimination of intersegment transactions	(3)	(11)			
Total Vivendi	**2,774**	**2,553**	**+8.7%**	**+8.7%**	**+6.2%**
Income from operations					
Universal Music Group	170	115	+48.4%	+47.6%	+47.6%
Canal+ Group	135	133	+1.9%	+0.4%	+0.4%
Gameloft	(2)	-	na	na	na
Vivendi Village	(3)	(4)			
New Initiatives	(22)	(8)			
Corporate	(30)	(24)			
Total Vivendi	**248**	**212**	**+16.5%**	**+17.1%**	**+16.9%**
EBITA					
Universal Music Group	152	98	+53.8%	+52.5%	+52.5%
Canal+ Group	114	119	-3.8%	-5.5%	-5.5%
Gameloft	(4)	-	na	na	na
Vivendi Village	(5)	(4)			
New Initiatives	(22)	(14)			
Corporate	(32)	(25)			
Total Vivendi	**203**	**174**	**+16.0%**	**+16.4%**	**+17.1%**

na: not applicable.

a. Constant perimeter reflects the impacts of the acquisitions of Gameloft (June 29, 2016) and Paddington Bear (June 30, 2016) integrated into Vivendi Village.

APPENDIX II

(Cont'd)

VIVENDI

REVENUES, INCOME FROM OPERATIONS AND EBITA

BY BUSINESS SEGMENT

(IFRS, unaudited)

Half-Year

	Six months ended June 30,				
(in millions of euros)	2017	2016	% Change	% Change at constant currency	% Change at constant currency and perimeter (a)
Revenues					
Universal Music Group	2,666	2,315	+15.2%	+14.0%	+14.0%
Canal+ Group	2,568	2,639	-2.7%	-2.3%	-2.4%
Gameloft	130	-	na	na	na
Vivendi Village	56	54	+3.9%	+7.9%	+3.3%
New Initiatives	23	58			
Elimination of intersegment	(6)	(22)			
Total Vivendi	**5,437**	**5,044**	**+7.8%**	**+7.5%**	**+4.8%**
Income from operations					
Universal Music Group	311	217	+43.3%	+40.8%	+40.8%
Canal+ Group	186	297	-37.3%	-38.8%	-38.6%
Gameloft	2	-	na	na	na
Vivendi Village	(7)	(8)			
New Initiatives	(38)	(17)			
Corporate	(53)	(49)			
Total Vivendi	**401**	**440**	**-9.0%**	**-10.6%**	**-11.1%**
EBITA					
Universal Music Group	286	177	+61.6%	+58.4%	+58.4%
Canal+ Group	171	288	-40.5%	-42.0%	-41.9%
Gameloft	(1)	-	na	na	na
Vivendi Village	(9)	(4)			
New Initiatives	(38)	(24)			
Corporate	(57)	(50)			
Total Vivendi	**352**	**387**	**-9.2%**	**-11.0%**	**-11.0%**

na: not applicable.

- Constant perimeter reflects the impacts of the acquisitions of Thema America (April 7, 2016) by Canal+ Group, Gameloft (June 29, 2016) and Paddington Bear (June 30, 2016) integrated into Vivendi Village.

APPENDIX III
VIVENDI
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
(IFRS, unaudited)

(in millions of euros)	June 30, 2017 (unaudited)	December 31, 2016
ASSETS		
Goodwill	10,469	10,987
Non-current content assets	2,129	2,169
Other intangible assets	391	310
Property, plant and equipment	613	671
Investments in equity affiliates	4,483	4,416
Non-current financial assets	4,227	3,900
Deferred tax assets	673	752
Non-current assets	**22,985**	**23,205**
Inventories	128	123
Current tax receivables	315	536
Current content assets	822	1,054
Trade accounts receivable and other	2,127	2,273
Current financial assets	507	1,102
Cash and cash equivalents	3,766	4,072
Current assets	**7,665**	**9,160**
TOTAL ASSETS	**30,650**	**32,365**
EQUITY AND LIABILITIES		
Share capital	7,080	7,079
Additional paid-in capital	4,240	4,238
Treasury shares	(670)	(473)
Retained earnings and other	7,976	8,539
Vivendi SA shareowners' equity	**18,626**	**19,383**
Non-controlling interests	230	229
Total equity	**18,856**	**19,612**
Non-current provisions	1,889	1,785
Long-term borrowings and other financial liabilities	2,942	2,977
Deferred tax liabilities	701	726
Other non-current liabilities	96	126
Non-current liabilities	**5,628**	**5,614**
Current provisions	327	356
Short-term borrowings and other financial liabilities	810	1,104
Trade accounts payable and other	4,984	5,614
Current tax payables	45	65
Current liabilities	**6,166**	**7,139**
Total liabilities	**11,794**	**12,753**
TOTAL EQUITY AND LIABILITIES	**30,650**	**32,365**

APPENDIX IV
VIVENDI
CHANGES IN PRESENTATION OF THE CONSOLIDATED STATEMENT OF EARNINGS
(IFRS, unaudited)

To ensure the consistency of the presentation of the Consolidated Statement of Earnings with the one prepared by Bolloré Group, which decided to fully consolidate Vivendi in its Consolidated Financial Statements as from April 26, 2017, Vivendi made the following changes in presentation of its Consolidated Statement of Earnings as from January 1, 2017:

- income from equity affiliates is reclassified to "Earnings Before Interest and Income Taxes" (EBIT), given that the companies over which Vivendi exercises a significant influence engage in operations that are similar in nature to the group's operations. For the first half of 2016, this reclassification applies to a €12 million income; and
- the impacts related to financial investment operations, which were previously reported in "other operating charges and income" in EBIT, are reclassified to "other financial charges and income". They include capital gains or losses on the divestiture or depreciation of equity affiliates and other financial investments. For the first half of 2016, the reclassification applies to a net income of €545 million.

Moreover, the impacts related to transactions with shareowners (except when directly recognized in equity), in particular the €240 million reversal of reserve recorded as of March 31, 2016 related to the Liberty Media litigation in the United States, are maintained in EBIT.

In accordance with IAS 1, Vivendi has applied these changes in presentation to all periods previously published:

	2016					
(in millions of euros)	Three months ended June 30,	Six months ended June 30,	Three months ended Sept. 30,	Nine months ended Sept. 30,	Three months ended Dec. 31,	Year ended Dec. 31,
Earnings before interest and income taxes (EBIT) (as previously published)	**94**	**1,062**	**216**	**1,278**	**(84)**	**1,194**
Reclassification						
+ Income from equity affiliates	+ 25	+ 12	+ 76	+ 88	+ 81	+ 169
- Other income	- 77	- 657	-	- 657	- 4	- 661
- Other charges	+ 102	+ 112	+ 3	+ 115	+ 70	+ 185
Earnings before interest and income taxes (EBIT) (new definition)	**144**	**529**	**295**	**824**	**63**	**887**

29 August 2017 press release

Vivendi files a simplified tender offer and a draft offer document

On 29 August 2017, Vivendi has filed with the *Autorité des marchés financiers* (AMF) a draft offer document related to the simplified tender offer for the shares of Havas. The draft offer document and a regulated press release related to the simplified tender offer for the shares of Havas are available for viewing on the website of the Issuer (www.vivendi.com) (in French version only).

7 August 2017 press release

In a letter submitted through the *Autorité des Marchés Financiers* (AMF), the Consob requested that Vivendi issue a press release regarding its stake in Telecom Italia. In response to this request, Vivendi states the following:

Vivendi confirms that it considers that it does not exercise any *de facto* control over Telecom Italia under Article 93 of the Consolidated Law on Finance and Article 2359 of the Italian Civil Code given that its participation in Telecom Italia is not sufficient enough to allow it to exercise, on a stable basis, a dominant influence at Telecom Italia shareholders' meetings. In this respect, all empirical data – including attendance at the ordinary shareholders' meetings of Telecom Italia held between June 22, 2015 through May 4, 2017, the shareholdings held by the various investors and the results of the voting on resolutions – unequivocally reveal that Vivendi is not in a position to control Telecom Italia ordinary shareholders' meetings.

The commencement of the exercise of Telecom Italia's management and coordination activities, as provided by Article 2497-*bis* of the Italian Civil Code, was recognized by Telecom Italia's Board of Directors with reference to the factual and specific circumstances referred to in its press release issued on August 4, 2017. It shall not be construed, based on applicable Italian law principles, as evidence of a de facto control position within the meaning of Article 2359 of the Italian Civil Code.

The rules governing management and coordination are aimed at giving public disclosure and assessing the rights and responsibilities arising from the factual exercise by a shareholder of an entrepreneurial and leadership activity at a managerial level, while the rules on de facto control pursuant to Article 2359 of the Italian Civil Code are applicable only in the case of a stable position of control at shareholders' meetings, which is not the case here.

Regarding the existence of a position of control pursuant to international accounting principles for consolidated financial statements, Vivendi confirmed in its last financial report (Q1 2017 released on May 11, 2017) that it does not "*have the power to govern Telecom Italia's financial and operating policies, according to IFRS 10*". The French and Italian markets will be duly informed should Vivendi come to a different conclusion, which is not expected at this stage, in connection with Vivendi's consolidated financial statements to be published for the first half of 2017.

3 July 2017 press release

Vivendi acquires the Bolloré Group's makority stake in Havas

Pursuant to the agreement executed on June 6, 2017, and following the approval by the relevant competition authorities, today Vivendi acquired the 59.2% stake in Havas held by the Bolloré Group, at a price of €9.25 per share. In accordance with market regulations, Vivendi will launch a simplified tender offer on the remaining Havas shares, which offer is not aimed at a delisting of the Havas shares.

Important Disclaimers

This press release is for information purposes only and does not constitute an offer and should not be construed as constituting any form of solicitation for the purchase or sale of securities in any jurisdiction, including in France. Vivendi does not intend to open the public tender offer described above, directly or indirectly, in the United States or to persons who are in the United States. Accordingly, no copy of this press release or any other document relating to the public tender offer may be published, distributed or released directly or indirectly in the United States in any manner whatsoever. The dissemination, publication or distribution of this press release is prohibited in any country where such dissemination, publication or distribution would constitute a violation of applicable law or regulation or would subject Vivendi to any legal requirements.

Cautionary Note Regarding Forward Looking Statements.

This press release contains forward-looking statements with respect to the offers to purchase Havas shares by Vivendi as described herein. Although Vivendi believes that such forward-looking statements are based on reasonable assumptions, such statements do not guarantee the completion of the offers to purchase or the terms of such offers. Actual results may differ materially from the forward-looking statements as a result of a number of risks and uncertainties, many of which are outside our control, including but not limited to the risks related to antitrust and other regulatory approvals as well as any other approvals which may be required in connection with certain transactions and the risks described in the documents Vivendi files with the Autorité des Marchés Financiers (French securities regulator), which are also available in English on Vivendi's website (www.Vivendi.com). Investors and security holders may obtain a free copy of documents filed by Vivendi with the Autorité des Marchés Financiers at www.amf-france.org, or directly from Vivendi. Accordingly, we caution you against relying on forward looking statements. These forward-looking statements are made as of the date of this press release and Vivendi disclaims any intention or obligation to provide, update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Unsponsored ADRs. Vivendi does not sponsor an American Depositary Receipt (ADR) facility in respect of its shares. Any ADR facility currently in existence is "unsponsored" and has no ties whatsoever to Vivendi. Vivendi disclaims any liability in respect of any such facility.

GENERAL INFORMATION

The section entitled "General Information" of the Base Prospectus is amended as follows:

1. The paragraph (10) is deleted in its entirety and replaced by the following:

   "Save as disclosed in this Base Prospectus, as supplemented, there have been no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) during a period of twelve (12) months prior to the date of the Third Prospectus which, to the Issuer's knowledge, may have, or have had in the recent past, significant effects on the Issuer and/or Group's financial position or profitability."

2. The paragraph (11) is deleted in its entirety and replaced by the following:

   "Save as disclosed in this Base Prospectus, as supplemented, there has been no significant change in the financial or trading position of the Issuer or the Group since 30 June 2017."

PERSON RESPONSIBLE FOR THE INFORMATION GIVEN IN THIS THIRD SUPPLEMENT

The Issuer, having taken all reasonable measures to ensure that such is the case, confirms that the information contained in this Third Supplement is, to the best of its knowledge, in accordance with the facts and that it contains no omission likely to affect its import.

VIVENDI
42, avenue de Friedland
75008 Paris

duly represented by

Hervé Philippe
Membre du Directoire and *Directeur financier*

on 8 September 2017

AMF | AUTORITÉ DES MARCHÉS FINANCIERS

In accordance with articles L.412-1 and L.621-8 of the French *code monétaire et financier* and with the general regulations (*réglement général*) of the *Autorité des marchés financiers* (AMF), in particular articles 212-31 to 212-33, the AMF has granted to this Third Supplement its visa n°17-464 on 8 September 2017. This Third Supplement was prepared by the Issuer and its signatories assume responsibility for it. In accordance with article L.621-8-1-I of the French *code monétaire et financier*, the visa was granted following an examination by the AMF of "whether the document is complete and understandable, and whether the information it contains is consistent". It does not imply an approval by the AMF of the opportunity of the transactions contemplated hereby nor that the AMF has verified the accounting and financial data set out herein. This visa has been granted subject to the publication of final terms in accordance with article 212-32 of the AMF's general regulations, setting out the terms and conditions of the securities to be issued.