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BOUYGUES SUCCESSFULLY COMPLETES SALE OF ALSTOM SHARES

PRESS RELEASE

PARIS

10/03/2021



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Bouygues S.A. (“**Bouygues**”) announces the successful sale of 12,000,000 shares in Alstom S.A. (“**Alstom**”), representing 3.23% of Alstom share capital, at a price of 41.65 euros per share (i.e., a total amount of 499.8 million euros) in an accelerated bookbuilt offering to qualified investors (the “**Offering**”).

Following the Offering, Bouygues will retain 3.12% of Alstom share capital.

Bouygues has agreed to enter into a lock-up with respect to its remaining Alstom shares for a period of 60 days from the settlement date of the Offering, subject to customary exceptions.

BNP PARIBAS and J.P. Morgan acted as Joint Global Coordinators and Joint Bookrunners, and BofA Securities, Crédit Agricole CIB and Société Générale, acted as Joint Bookrunners of the Offering.

Rothschild & Co and Perella Weinberg Partners acted as financial advisers to Bouygues.

Alstom shares are listed on the regulated market of Euronext in Paris (ISIN code: FR0010220475).

DISCLAIMER

- This transaction was considered by Bouygues SA, before its disclosure, as inside information within the meaning of the applicable regulations (article 7.1 of (EU) Regulation 596/2014, April 16, 2014).
- Responsible for notification: Arnauld van Eeckhout, General Counsel.

This press release is for information purposes only and does not constitute an offer to sell or a solicitation of an offer to buy or subscribe any securities and does not constitute a public offer other than the offering to qualified investors in any jurisdiction, including France.

The sale of the Alstom shares does not constitute a public offer other than the offering to qualified investors only, including in France.



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No communication and no information in respect of the sale by Bouygues of Alstom shares may be distributed to the public in any jurisdiction where a registration or approval is required. No steps have been or will be taken in any jurisdiction where such steps would be required. The offer or sale of the Alstom shares on behalf of Bouygues may be subject to specific legal or regulatory restrictions in certain jurisdictions. Bouygues, its shareholders and its affiliates take no responsibility for any violation of any such restrictions by any person.

This press release is an advertisement and not a prospectus within the meaning of Regulation (EU) 2017/1129 of the European Parliament and of the Council of June 14, 2017 (the "Prospectus Regulation").

This press release and the information contained herein do not, and shall not, constitute an offer to sell or to subscribe, nor a solicitation to offer to purchase or to subscribe securities in any jurisdiction.

In France, the offer and sale of the Alstom shares will be carried out through an offer to the benefit of qualified investors, as defined in Article 2(1)(e) of the Prospectus Regulation and in accordance with article L.411-2, 1° of the French Monetary and Financial Code and other applicable laws and regulations. The offering will not be open to the public in France.

With respect to the member states of the European Economic Area (the "Member States"), other than France, no action has been or will be taken in order to permit a public offer of the securities which would require the publication of a prospectus in one of such Member States. In Member States, this press release and any offer if made subsequently are directed exclusively at persons who are "qualified investors" and acting for their own account within the meaning of the Prospectus Regulation.

In the United Kingdom, this press release is not an invitation nor an inducement to engage in investment activity for the purpose of Section 21 of the Financial Services and Markets Act 2000, as amended (FSMA). This press release is directed only at (i) persons outside the United Kingdom, (ii) investment professionals falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the Order), (iii) persons referred to in Article 49(2) (a) to (d) of the Order (high net worth entities, non-registered associations, etc.) and (iv) other persons to whom this document may be lawfully communicated (all persons listed in (i), (ii), (iii) and (iv) above being referred to as Relevant Persons). The securities of Alstom described herein are available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be engaged in only with Relevant Persons. Any person who is not a Relevant Person must not act or rely on this document or any of its contents.

This press release does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. Securities may not be offered or sold in the United States unless they are registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or exempt from registration thereunder. The Alstom shares have not been and are not being registered under the Securities Act and neither Bouygues, nor any of its shareholders or its affiliates intend to register any portion of the proposed offering in the United States or to conduct a public offering of securities in the United States. This press release is being issued pursuant to and in accordance with Rule 135c under the Securities Act.

Any investment decision to buy Alstom shares must be made solely on the basis of publicly available information regarding Alstom. Such information is not the responsibility of Bouygues and has not been independently verified by Bouygues.



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ABOUT BOUYGUES

Bouygues is a diversified services group operating in over 80 countries with 129,000 employees all working to make life better every day. Its business activities in **construction** (Bouygues Construction, Bouygues Immobilier, Colas); **media** (TF1) and **telecoms** (Bouygues Telecom) are able to drive growth since they all satisfy constantly changing and essential needs.

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