



Ordinary General Meeting

of Lagardère SCA

Tuesday, April 27, 2010 at 10 a.m.

at the Palais des Congrès
2, place de la Porte Maillot - 75017 Paris

Ladies and Gentlemen, Dear Shareholders,

It is my pleasure, on behalf of the Managing Partners of Lagardère SCA, to invite you to the Shareholders' General Meeting on **Tuesday, April 27, 2010 at 10 a.m.** at the Palais des Congrès, Porte Maillot, Paris (17th arrondissement).

I hope that you will be able to attend the meeting. We will present the growing profits of the Group, which in 2009, continued to successfully implement its strategy. The Lagardère Group is now transparent and solidly based, with strong positions in its core business.

Your participation in this General Meeting is important to us. This is a special occasion for us to meet and discuss and we hope that many of you will come and share your views.

You can attend this General Meeting in person, or you can vote by mail or proxy. You will find all the information you need in the pages following this letter and in the enclosed General Meeting Document.

We would be grateful if you would please take the time to carefully read the draft resolutions.

Yours sincerely,



Arnaud Lagardère

Managing and General Partner of Lagardère SCA

To participate in this Meeting

Shareholders must be recorded in the Company's registered accounts three working days before the date of the meeting, i.e. by 0:00 on Thursday, April 22, 2010.



HOW CAN YOU PARTICIPATE IN THE ANNUAL GENERAL MEETING?

You wish to attend the Meeting

Simply request an attendance card by completing and signing the form (on page 5 of this document) and sending it to:

ARLIS - 6, rue Laurent-Pichat - 75216 PARIS CEDEX 16
in the prepaid envelope provided.

If you will not attend the Meeting in person

You can participate by selecting one of the following three options:

- vote by post,
- ask your spouse to represent you, or give a proxy to another shareholder,
- send an unnamed proxy form to the Company, which is equivalent to giving proxy to the Chairman of the Meeting,

In all cases, please indicate your selection on the mail-in voting form or proxy form attached to the notice along with the legally required documents and information.

- **IMPORTANT:** Postal votes will be valid only when correctly completed forms reach the Company's head office or securities department at the address printed above, at least three days before the date of the meeting.

How do you fill in your voting form?

1. You would like to vote by post:

Please tick the box labelled "I vote by post" and specify your vote in all the numbered boxes corresponding to the draft resolutions presented or approved by the Managing Partners and included in the General Meeting Document.

- to vote **FOR** a resolution, **do not write anything in the box.**
- to vote **AGAINST** or to **ABSTAIN** (*which is the same as voting against*) a draft resolution, **shade the appropriate box.**
- indicate your choice in the event where the resolutions are presented by shareholders and are not approved by the Management.
- Please date and sign the **box marked "Z"** at the bottom of the form.

2. You would like to appoint the Chairman of the Meeting as your Proxy:

- Please simply **date and sign the box marked "Z"** at the **bottom** of the form.

3. You would like to appoint a proxy

(your spouse or another shareholder - either a person or an entity - who will attend the meeting):

- Please tick the box labelled "I hereby appoint" and state the name of the person or entity who will be acting as your proxy (*last name, first name, address*).
- Please **date and sign the box marked "Z"** at the **bottom** of the form.

- 4. **Remember to indicate your choice in the event where amendments or new resolutions are presented during the session.**




1. You would like to vote by post: tick here and follow the instructions.

2. You would like to appoint the Chairman of the Meeting as your proxy: write nothing here, but date and sign the bottom of the form (Box marked "Z").

3. You would like to appoint a specific person to attend the Meeting as your proxy: tick here and write this person's details (last name, first name, address).

FORMULAIRE DE VOTE PAR CORRESPONDANCE OU PAR PROCURATION
MAIL-IN VOTING FORM OR PROXY FORM



Société en commandite par actions
 au capital de 799 913 044,60 euros
 Siège Social :
 4, rue de Presbourg - 75116 PARIS
 320 366 446 RCS PARIS

Assemblée Générale Ordinaire
 du Mardi 27 avril 2010 à 10h00
 au Palais des Congrès
 2, Place de la Porte Maillot - 75017 PARIS

Ordinary General Meeting
 on Tuesday April 27th 2010 at 10:00 am
 at Palais des Congrès
 2, Place de la Porte Maillot - 75017 PARIS

IMPORTANT : Avant d'exercer votre choix entre les 3 possibilités offertes, veuillez prendre connaissance des instructions situées au verso.
Before selecting one of the three possibilities, please see instructions on reverse side

JE VOTE PAR CORRESPONDANCE // I VOTE BY POST
Cf. au verso renvoi (3) - See reverse (3)

Je vote OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration, la Gérance ou le Conseil de Surveillance, à l'EXCEPTION de ceux que je signale en noirissant comme ceci n: la case correspondante et pour lesquels je vote NON ou je m'abstiens.

I vote FOR all the draft resolutions approved by the Board of Directors EXCEPT those indicated by a shaded box - like this n:, for which I vote against or I abstain.

1	2	3	4	5	6	7	8	9	Qui/ Yes	Non/No Abst/Abs	Qui/ Yes	Non/No Abst/Abs
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	A	<input type="checkbox"/>	F	<input type="checkbox"/>
10	11	12	13	14	15	16	17	18	B	<input type="checkbox"/>	G	<input type="checkbox"/>
19	20	21	22	23	24	25	26	27	C	<input type="checkbox"/>	H	<input type="checkbox"/>
28	29	30	31	32	33	34	35	36	D	<input type="checkbox"/>	J	<input type="checkbox"/>
37	38	39	40	41	42	43	44	45	E	<input type="checkbox"/>	K	<input type="checkbox"/>

Sur les projets de résolutions non agréés par le Conseil d'Administration, la Gérance ou le Conseil de Surveillance je vote en noirissant comme ceci n: la case correspondant à mon choix.
On the draft resolutions not approved by the Board of Directors, I cast my vote by shading the box of my choice - like this n:.

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE
(dater et signer au bas du formulaire, sans rien remplir)

I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE MEETING

date and sign the bottom of the form without completing it

Cf. au verso renvoi (2) - See reverse (2)

JE DONNE POUVOIR A : soit le conjoint, soit un autre actionnaire - cf. renvoi (2) au verso pour me représenter à [aux] assemblée(s).

I HEREBY APPOINT (you may give you PROXY either to your spouse or to another shareholder - see reverse (2) to represent me at the above mentioned meeting(s).

M, M^m ou M^m / M, M^m or Miss
 Adresse / Address

Identification de l'actionnaire / Shareholder identification (beneficial owner)
 Nom, prénom, adresse / Name, first name, address
 Cf. au verso renvoi (1) / See reverse (1)

S'il des amendements ou des résolutions nouvelles étaient présentés à [aux] assemblée(s) / If case amendments or new resolutions are proposed during the meeting(s)

- Je donne pouvoir au Président de L.A.G. de voter en mon nom. // I appoint the Chairman of the meeting to vote on my behalf. ...

- Je m'abstiens (l'abstention équivaut à un vote contre). // I abstain from voting (is equivalent to a vote against). ...

- Je donne procuration (cf. au verso renvoi (2) à M, M^m ou M^m pour voter en mon nom // I appoint (see reverse (2)) M, M^m or Miss / to vote on my behalf ...

Pour être prise en considération, toute formule doit parvenir au plus tard :
 In order to be counted, all form must be returned by the latest

le Samedi 24 avril 2010 / on Saturday, April 24th, 2010
 à / to : ARLIS - 6, rue Laurent-Pichat - 75216 PARIS Cedex 16

Date et Signature / Date and signature

Z

For all choices: date and sign here.

1. Vote here in the event where resolutions are presented by shareholders and are not approved by the Management.
 To vote, tick the appropriate box.

4. Remember to indicate your choice in the event where amendments or new resolutions are presented during the session.
 Tick the appropriate box.



FOR YOUR INFORMATION

GO TO

www.lagardere.com

Investor relations

Individual shareholders

All documents which must be provided at general meetings to shareholders have been put on our website and/or are available from Lagardère SCA's Administrative Division at

121 avenue de Malakoff in the 16th arrondissement, Paris



**ATTENDANCE CARD
REQUEST FORM**

Ordinary
General Meeting
of Lagardère SCA

This request must be returned to ARLIS in the enclosed prepaid envelope.

Tuesday, April 27, 2010 at 10 a.m

at the Palais des Congrès
2, place de la Porte Maillot - 75017 Paris

I, the undersigned (Last name and first name):

would like to attend this meeting in person and have entered the identification number printed in the top right-hand corner of the voting form:

Identification number

Signed in (city): on (date): 2010

Signature



Lagardère SCA

A French limited partnership with shares (Société en Commandite par Actions) with a share capital of €799,913,044.60
Head office: 4, rue de Presbourg - Paris 75016
Commercial Register: 320 366 446 RCS Paris - SIRET: 320 366 446 00013





**REQUEST FOR DELIVERY OF DOCUMENTS
AND INFORMATION**

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General Meeting

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Tuesday, April 27, 2010 at 10 a.m.

at the Palais des Congrès
2, place de la Porte Maillot - 75017 Paris

**This request must
be returned to Arlis
using the enclosed
prepaid envelope.**

I, the undersigned (Last name and first name):

Address:

.....

Identification number printed in the top right-hand corner of the voting form:

request that Lagardère SCA, in accordance with the terms of Article R.225-88
of the French Commercial Code send me the documents and information listed
in Articles R.225-81 and R.225-83 of said Code pertaining to the Meeting of April 27, 2010

Signed in (city): on (date): 2010

Signature

N.B.: Pursuant to Article R.225-88
of the French Commercial Code any
holder of registered shares may, through
the use of a single request form, obtain
from the Company the delivery of
the documents listed in Articles R.225-81
and R.225-83 of said Code on occasion
of each subsequent meeting of shareholders.



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