

Deadline For
Submission:
June 12, 2007

Vivendi SEC Settlement Fund Administration
P.O. Box 9000 #6371
Merrick, NY 11566-9000
U.S.A.



1(800) 295-3152 (in the U.S. and Canada)
00 800 747 37473 (outside the U.S. and Canada)
Email: Questions@vivendisecsettlement.com

PROOF OF CLAIM

STATEMENT OF CLAIM:

Claim Number:

Control Number:

WRITE ANY NAME AND ADDRESS CORRECTIONS BELOW, OR IF THERE IS NO PREPRINTED DATA TO THE LEFT, YOU MUST PROVIDE YOUR FULL NAME AND ADDRESS HERE:

Name:

Address:

City/State:

Zip Code:

Country:

IF THE ABOVE AREA IS BLANK, YOU MUST ENTER YOUR FULL NAME AND ADDRESS HERE →

You must fill in the last four digits of your Social Security Number/Taxpayer ID Number (U.S. Citizens only):

Daytime Telephone Number:

Evening Telephone Number:

Email Address:

Identity of Claimant (Check one):

- Individual
 - Estate
 - Joint Owners
 - Corporation
 - IRA
 - Other _____ (specify)
- (names, if any)

IF YOU PURCHASED VIVENDI UNIVERSAL, S.A. ORDINARY SHARES AND/OR AMERICAN DEPOSITORY RECEIPTS/SHARES (ADR/ADSs) DURING THE PERIOD FROM DECEMBER 1, 2000 THROUGH JULY 2, 2002 (THE "SETTLEMENT PERIOD"), YOU MAY BE ENTITLED TO SHARE IN THE PROCEEDS OF A SETTLEMENT IN THE APPROXIMATE AMOUNT OF \$51 MILLION (EXCLUDED FROM THE SETTLEMENT ARE VIVENDI DIRECTORS, OFFICERS AND EMPLOYEES, AND CERTAIN DEFENDANTS DESCRIBED IN THE NOTICE).

TO BE ELIGIBLE FOR ANY SETTLEMENT BENEFITS, YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM AND MAIL IT BY FIRST CLASS MAIL, POSTMARKED NO LATER THAN JUNE 12, 2007 TO THE FOLLOWING ADDRESS:

Vivendi SEC Settlement Fund Administration
P.O. Box 9000 #6371
Merrick, NY 11566-9000
U.S.A.
Email: Questions@vivendisecsettlement.com

IF YOU WOULD LIKE TO FILE YOUR CLAIM ONLINE, VISIT OUR WEBSITE AT WWW.VIVENDISECSETTLEMENT.COM AND FOLLOW THE INSTRUCTIONS ON SCREEN.



YOUR FAILURE TO SUBMIT YOUR CLAIM BY MAIL OR ELECTRONICALLY ON OR BEFORE JUNE 12, 2007 WILL SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOU FROM RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS LITIGATION. DO NOT MAIL OR DELIVER YOUR CLAIM TO THE COURT OR TO ANY OF THE PARTIES OR THEIR COUNSEL AS ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO THE CLAIMS ADMINISTRATOR.

1. I purchased Vivendi ordinary shares and/or ADRs/ADSs during the settlement period. (DO NOT SUBMIT THIS PROOF OF CLAIM IF YOU DID NOT PURCHASE VIVENDI ORDINARY SHARES AND/OR ADRs/ADSs DURING THIS PERIOD.)

2. By submitting this Proof of Claim, I state that I believe in good faith that I am a Claimant as defined herein and in the Distribution Plan Notice (the "Notice"), or am acting for such person; that I am not a Defendant in the Action; that I have read and understand the Notice; and that I believe that I am entitled to receive a share of the Net Settlement Fund. (If you are acting in a representative capacity on behalf of the Claimant {e.g., as an executor, administrator, trustee, or other representative}, you must submit evidence of your current authority to act on behalf of that Claimant. Such evidence would include, for example, letters testamentary, letters of administration, or a copy of the trust documents.)

3. I have set forth, where requested below, all relevant information with respect to each purchase of Vivendi ordinary shares and/or ADRs/ADSs during the Settlement Period, and each sale, if any, of such securities. I have indicated each purchase and sale price in the appropriate currency. I agree to furnish additional information to the Claims Administrator to support this claim if requested to do so.

4. I have enclosed photocopies of the stockbroker's confirmation slips, stockbroker's statements or other documents evidencing each purchase, sale or retention of Vivendi ordinary shares and/or ADRs/ADSs listed below in support of my claim. (IF ANY SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER BECAUSE THESE DOCUMENTS ARE NECESSARY TO PROVE AND PROCESS YOUR CLAIM.)

5. I understand that the information contained in this Proof of Claim is subject to such verification as the Distribution Agent may request or as the Court may direct, and I agree to cooperate in any such verification. (The information requested herein is designed to provide the minimum amount of information necessary to process most simple claims. The Distribution Agent may request additional information as required to efficiently and reliably calculate your Recognized Claim. In some cases, the Distribution Agent may condition acceptance of the claim based upon the production of additional information.)

6. NOTICE REGARDING INSTITUTIONAL ELECTRONIC FILES: Certain Claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All Claimants MUST submit a manually signed paper Proof of Claim form listing all their transactions whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1(800) 295-3152 in the United States and Canada or 00 800 747 37473 outside the United States and Canada or visit www.vivendisecsettlement.com to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the Claimant a written acknowledgement of receipt and acceptance of electronically submitted data.

7. Web-based Electronic Filing: Claimants have the option to file their Claim online at www.vivendisecsettlement.com. If you wish to file your claim electronically, you must complete it no later than June 12, 2007.

If you would like to file your Claim online, visit our website at www.vivendisecsettlement.com and follow the instructions on screen.



SCHEDULE OF TRANSACTIONS IN VIVENDI ORDINARY SHARES

Separately list each of your purchases of Vivendi ordinary shares below. Photocopy this page if more space is needed. **If you are a U.S. citizen or resident, be sure to include your name and last four digits of your Social Security number or Tax ID number on any additional sheets.** The date of purchase or sale is the "trade" or "contract" date, and not the "settlement" or "payment" date.

8. **BEGINNING HOLDINGS:** Number of Vivendi **Ordinary Shares** held at the close of trading on **November 30, 2000** (If none, write 0), (Must be documented):

9. **PURCHASES:** Purchases of Vivendi **Ordinary Shares** during the period from **December 1, 2000** through **July 2, 2002**, inclusive. (Must be documented).

Date(s) of Purchase (List Chronologically) (Month/Day/Year)	Number of Vivendi Ordinary Shares Purchased	Purchase Price Per Share of Vivendi Ordinary Shares	Aggregate Cost (including commissions, taxes, and fees)	Please indicate Currency Used For Transaction
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

10. **SALES:** Number of Vivendi **Ordinary Shares** sold during the period from **December 1, 2000** through **July 2, 2002**, inclusive. (Must be documented):

Date(s) of Sale (List Chronologically) (Month/Day/Year)	Number of Vivendi Ordinary Shares Sold	Sale Price Per Share of Vivendi Ordinary Shares	Amount Received (net of commissions, taxes, and fees)	Please indicate Currency Used For Transaction
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

11. **UNSOLD HOLDINGS:** Number of Vivendi **Ordinary Shares** owned at the close of trading on **July 2, 2002** (Must be documented):

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS, PHOTOCOPY THIS PAGE.

If you would like to file your Claim online, visit our website at www.vivendisecsettlement.com and follow the instructions on screen.



SCHEDULE OF TRANSACTIONS IN VIVENDI ADRs/ADSs

Separately list each of your purchases of Vivendi ADRs/ADSs below. Photocopy this page if more space is needed. **If you are a U.S. citizen or resident, be sure to include your name and last four digits of your Social Security number or Tax ID number on any additional sheets.** The date of purchase or sale is the "trade" or "contract" date, and not the "settlement" or "payment" date.

12. **BEGINNING HOLDINGS:** Number of Vivendi **ADR/ADSs** held at the close of trading on **November 30, 2000** (If none, write 0), (Must be documented):

13. **PURCHASES:** Purchases of Vivendi **ADR/ADSs** during the period from **December 1, 2000** through **July 2, 2002**, inclusive. (Must be documented).

Date(s) of Purchase (List Chronologically) (Month/Day/Year)	Number of Vivendi ADR/ADSs Purchased	Purchase Price Per Vivendi ADR/ADSs	Aggregate Cost (including commissions, taxes, and fees)	Please indicate Currency Used For Transaction
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

14. **SALES:** Number of Vivendi **ADR/ADSs** sold during the period from **December 1, 2000** through **July 2, 2002**, inclusive. (Must be documented):

Date(s) of Sale (List Chronologically) (Month/Day/Year)	Number of Vivendi ADR/ADSs Sold	Sale Price Per Vivendi ADR/ADSs	Amount Received (net of commissions, taxes, and fees)	Please indicate Currency Used For Transaction
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

15. **UNSOLD HOLDINGS:** Number of Vivendi **ADR/ADSs** owned at the close of trading **July 2, 2002** (Must be documented):

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS, PHOTOCOPY THIS PAGE.

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16. **CERTIFICATION**

UNDER PENALTIES OF PERJURY UNDER THE LAWS OF THE UNITED STATES OF AMERICA, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED ON THIS FORM IS TRUE, CORRECT AND COMPLETE.¹

Signature of Claimant/Authorized Representative

Country

Date

Signature of Claimant (If this claim is being made on behalf of Joint Claimants, then each must sign)

(Signature)

(Signature)

(Capacity of person(s) signing, e.g. beneficial purchaser(s),. executor, administrator, trustee, etc.)

¹Penalty for presenting fraudulent claim: Fine up to \$250,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 1621.

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**ACCURATE CLAIM PROCESSING TAKES TIME.
THANK YOU FOR YOUR PATIENCE.**

REMINDER CHECKLIST

1. Please sign the Certification Section of the Proof of Claim.
2. If this claim is made on behalf of joint claimants, then both must sign.
3. Please remember to attach supporting documents.
4. **DO NOT SEND ORIGINALS OF ANY SUPPORTING DOCUMENTS.**
5. Keep a copy of your Proof of Claim and all documentation submitted for your records.
6. The Claims Administrator will acknowledge receipt of your Proof of Claim by mail within 60 days. Your claim is not deemed fully filed until you receive an acknowledgement postcard.
7. If you move, please send us your new address.
8. **Do not use highlighter on the Proof of Claim form or supporting documentation.**

THIS PROOF OF CLAIM MUST BE POSTMARKED OR FILED ELECTRONICALLY NO LATER THAN
JUNE 12, 2007. IF MAILED, IT MUST BE MAILED TO:

Vivendi SEC Settlement Fund Administration
P.O. Box 9000 #6371
Merrick, NY 11566-9000
U.S.A.
Email: Questions@vivendisecsettlement.com

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