

EXHIBIT 1

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE VIVENDI UNIVERSAL, S.A.
SECURITIES LITIGATION

C.A. No. 02 Civ. 5571 (PAE)

~~PROPOSED~~ PRELIMINARY APPROVAL, NOTICE,
AND HEARING ORDER

Upon the motion of Class Plaintiffs, with the consent of Defendant Vivendi, S.A., the Stipulation and Agreement of Settlement of Claims of Reliance Claimants ("the Settlement"), the presentation of counsel and the record of prior proceedings herein,

IT IS HEREBY ORDERED:

1. The terms of the Settlement, including the cash consideration of approximately \$26.4 million to the Reliance Claimants, are preliminarily approved as fair, adequate and reasonable to the ninety-six class members who are Reliance Claimants. Their otherwise eligible claims were dismissed by the Court upon motions for summary judgment, on the ground that defendant Vivendi had rebutted the presumption of reliance as to them. Those claims have no value unless the Reliance Claimants are able to reverse the judgments on appeal and to establish on remand their entitlement to the presumption of reliance.
2. The form and method of Notice provided by class counsel is approved.
3. Pursuant to Federal Rules of Civil Procedure 23(e), the Claims Administrator, Garden City Group, LLC, shall send the Notice to the Reliance Claimants only, on an expedited basis, by email on or before April 14, 2017, to claimants at the email address previously

provided by such claimants to the Claims Administrator, and by first class mail on or before April 15, 2017, to the last known address provided by the claimant to the Claims Administrator.

4. The Claims Administrator shall also post the Notice, along with the Stipulation and Agreement, on the existing Vivendi Securities Class Action website.

5. The Court finds that class members other than Reliance Claimants need not be given notice of the Settlement because the Settlement affects only Reliance Claimants.

(a) Class members who filed claims and were determined to be eligible for damages are covered by the Court's Rule 54(b) Judgment of December 22, 2014 (Dkt. 1230) and Partial Final Judgment of July 14, 2016 (Dkt. 1300) ("the Judgments"); the present Settlement does not alter or adversely affect their claims or their rights under the Judgments in their favor. They will receive the entire amount of damages and interest to which they are entitled by those Judgments and related orders of this Court.

(b) Class members who failed to file proofs of claim or whose proofs of claim were determined to be ineligible have been dismissed pursuant to the Court's Partial Final Judgment dated July 14, 2016 (Dkt. 1300), and the time to file appeal of such dismissal has passed.

6. Any Reliance Claimant who objects to the proposed Settlement must submit that objection by mail, email or telecopy to be received no later than April 28, 2017. Any such objections shall be sent to counsel for the Class, counsel for Vivendi and to the Claims Administrator at the addresses provided in the Notice, so as to arrive on or before April 28, 2017.

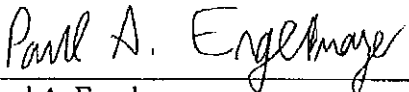
7. A hearing shall be held on May 9, 2017, at 5 p.m., on Class Plaintiffs' motion for final approval of the Settlement. Class Plaintiffs shall file and the Claims Administrator shall post the motion for approval and supporting papers on the Website on or

before April 22, 2017. Any Reliance Claimant intending to appear at the hearing shall so state in writing in his or her objection. Any such objector may but need not be represented by separate counsel at the hearing. If no such statements of intention to appear at the hearing are received, the Court may decide the motion on the papers without holding a hearing and may enter an order and judgment at any time after the deadline for receiving objections.

8. The Court will hold a telephone status conference with counsel for Class Plaintiffs and Vivendi at ~~10:00 a.m. on April 12, 2017.~~ upon a letter-request from counsel.

SO ORDERED:

April 12, 2017



Paul A. Engelmayer
United States District Judge