

Convening of Atos SE's shareholders gathered in classes of affected parties to vote on the accelerated safeguard plan

Madam, Sir, dear Shareholders,

By judgment of 23 July 2024, the Nanterre Specialized Commercial Court decided to open accelerated safeguard proceedings for the benefit of Atos SE (the "Company") and notably appointed, as judicial administrators, SELARL FHBX, represented by Maître Hélène Bourbouloux, and SELARL AJRS, represented by Maître Thibaut Martinat.

As a reminder, the Company's draft accelerated safeguard plan provides, inter alia, for a change in the shareholders' stake in the Company's share capital and the restructuring of the Company's financial debt.

As a result, all the classes of affected parties, concerned shareholders and creditors, are called upon to comment on the draft accelerated safeguard plan submitted to them.

Shareholders are thus informed of their convening to a meeting of affected parties on:

**Friday 27 September 2024 at 2 pm
at the Company's registered office
River Ouest - in the auditorium
80 quai Voltaire, 95870 Bezons**

Shareholders will be asked to vote on a single resolution, namely the approval of the accelerated safeguard plan of Atos SE. They will be able to vote **by post, by proxy, electronically or in person** at the meeting on 27 September 2024.

The specific voting and participation procedures are described in the internal rules of the classes of affected parties, as well as in the meeting notice serving as the convening notice published in the *Bulletin of Legal Announcements* (BALO) and in a legal gazette on September 6, 2024.

All documents that must be made available to shareholders in accordance with applicable laws and regulations are available on Atos SE's website, www.atos.net, under the heading **Investors, "Financial Restructuring"**, in particular :

- the draft accelerated safeguard plan, prepared by Atos SE with the assistance of the judicial administrators, on the basis of which all classes of affected parties will vote;
- the report of the Board of Directors;
- the reports of the statutory auditors and independent experts;
- the technical features of the contemplated transactions on the capital outlined in the draft accelerated safeguard plan which will be submitted to the Specialized Commercial Court of Nanterre for examination.

1. Convening

Agenda

The shareholders of the Company are convened in class of affected parties on Friday 27 September 2024 at 2pm at the Company's registered office - River Ouest - in the auditorium - 80 quai Voltaire, 95870 Bezons, to vote on the following agenda:

1. Approval of the Company's draft accelerated safeguard plan

Draft resolution

The shareholders of the Company, voting under the majority conditions required by Article L. 626-30-2 of the French Commercial Code, having reviewed the Company's draft accelerated safeguard plan, approve said draft accelerated safeguard plan.

Explanatory memorandum

*The shareholders of the Company are in class of affected parties by the Company's Board of Directors and the judicial administrators appointed by the judgment dated 23 July 2024 of the Nanterre Specialized Commercial Court, which decided to open accelerated safeguard proceedings in favor of the Company, in order to vote on a single resolution to approve the Company's draft accelerated safeguard plan (the "**Draft Accelerated Safeguard Plan**").*

*The approval of the Draft Accelerated Safeguard Plan by the class of shareholders of the Company, convened in class of affected parties, would be deemed approval by the class of shareholders of all of the resolutions included in Appendix 16 of the Draft Accelerated Safeguard Plan (together, the "**Resolutions**"), delegating powers to the Company's Board of Directors for the purpose of carrying out the capital increases and various transactions involving the Company's share capital described and implemented in the context of the Accelerated Safeguard Plan.*

In the absence of approval of the Company's Draft Accelerated Safeguard Plan by the class of shareholders by a two-third majority of the votes held by the members having cast a vote, it is provided that an inter-class direct enforcement could be implemented with regard to the class of shareholders in accordance with Article L.626-32 of the French Commercial Code if the conditions are met, in which case the judgment approving the Accelerated Safeguard Plan by the Nanterre Specialized Commercial Court to which it would be requested to annex all of the Resolutions, would be deemed approval of the changes to the Company's capital structure and/or shareholder rights and/or the Company's articles of association provided for in the Draft Accelerated Safeguard Plan and would entail delegation of powers to the Company's Board of Directors to implement the corresponding capital increases and transactions on the capital under the conditions described in each of the Resolutions.

*The shareholders are invited to review the Draft Accelerated Safeguard Plan and the Board of Directors' report describing, inter alia, the Resolutions, on the Company's website: <https://atos.net/en/investors/restructuration-financière> and to regularly consult the heading **Investors, "Financial Restructuring"**.*

2. Brief description of the company's situation

The Company's situation during the financial year ended 31 December 2023, and since the beginning of the current financial year, is described in the 2023 Universal Registration Document filed with the Financial Markets Authority on 24 May 2024 under number D24-0429 and in the half-yearly financial report as of 30 June 2024 available on the Company's website (<https://atos.net/en/investors/financial-information/financial-reports>).

The Company published on 29 April 2024 its business plan for the period 2024-2027 as part of its financial restructuring process (<https://atos.net/en/investors/financial-information/financial-reports>) and on 2 September 2024, an update of its financial forecasts for the period 2024-2027 to reflect the results of the first half of 2024, the current commercial trends in the Group's key regions and the expected impact on the Group's free cash flow (https://atos.net/en/2024/press-release_2024_09_02/market-update-september-2-2024).

Shareholders are invited to review these documents.

3. Conditions for attending the Meeting

The specific voting and participation procedures are described in the notice of meeting attached hereto.

4. Request for documents and information

In accordance with article R.225-88 of the French Commercial Code, shareholders may request the documents and information referred to in articles R.225-81 and R.225-83 of the French Commercial Code by completing the request for documents and information form attached hereto.

ATOS SE

European company with share capital of 112,136,778 euros
Head office: River Ouest - 80 quai Voltaire - 95870 Bezons
323 623 603 RCS Pontoise
(the "**Company**" or "**Atos SE**")

Notice of Meeting

By judgment of 23 July 2024, the Nanterre Specialised Commercial Court decided to open accelerated safeguard proceedings for the Company and appointed:

- SELARL FHBX, represented by Maître H  l  ne Bourbouloux, whose registered office is at 176, avenue Charles de Gaulle, Neuilly-sur-Seine (92200); and
- SELARL AJRS, represented by Maître Thibaut Martinat, whose registered office is at 3, avenue de Madrid, Neuilly-sur-Seine (92200),

in their capacity as judicial administrators of the Company with supervisory role (the "**Judicial Administrators**").

The Company's draft accelerated safeguard plan provides for a change in the rights of the Company's shareholders and the restructuring of the Company's financial debt.

By notice dated 26 July 2024, published in *Bulletin des Annonces L  gales Obligatoires* ("**BALO**"), bulletin no. 90, case no. 2403378 and in the legal gazette *Les Echos*, pursuant to article R. 626-55 of the French Commercial Code, the Judicial Administrators have notified the holders of the claims and rights referred to in the notice that they are parties affected by the Company's draft accelerated safeguard plan and that they are therefore members of a class, pursuant to Article L. 626-30 of the French Commercial Code.

In a notice dated 9 August 2024, published in the BALO, bulletin no. 96, case no. 2403640, pursuant to article R. 626-58 of the French Commercial Code, the Judicial Administrators notified the Company's shareholders of the methods used for assigning the parties to different classes and calculating the voting rights, within the class of which they are members, the criteria used to determine the composition of the classes of affected parties and the list of affected parties.

In accordance with Articles L. 626-30-2 and R. 626-62 of the French Commercial Code, shareholders are hereby convened to a meeting of affected parties on:

**Friday 27 September 2024 at 2pm
at the Company's registered office
River Ouest - at the auditorium
80 quai Voltaire, 95870 Bezons**

to consider the following agenda:

Agenda

1. Approval of the Company's draft accelerated safeguard plan

Draft resolution

The shareholders of the Company, voting under the majority conditions required by Article L. 626-30-2 of the French Commercial Code, having reviewed the Company's draft accelerated safeguard plan, approve said draft accelerated safeguard plan.

1) Process for assigning the parties to different classes, criteria used to determine the composition of the classes of affected parts and list of classes of affected parties.

In accordance with the provisions of Article L. 626-30, III of the French Commercial Code, the Judicial Administrators have divided the affected parties into classes representing a sufficiently large community of economic interests, on the basis of verifiable objective criteria, in compliance with the following conditions:

- creditors with security interests in the debtor's assets, for their secured claims, and other creditors are divided into separate classes;
- the division into classes complies with the subordination agreements entered into prior to the commencement of the proceedings and brought to the attention of the Judicial Administrators; and
- holders of capital form one or more classes.

The receivables affected by the Company's draft accelerated safeguard plan referred to in the notice of 26 July 2024 are all financial receivables. None of these affected receivables benefit from any liens or security interests and the Judicial Administrators have not been informed of any subordination agreement.

In order to ensure the financing of the Atos group during the interim period until the implementation of the envisaged financial restructuring of the Company, certain of the Company's financial creditors have agreed to provide the Atos group with interim financing totalling 750 million euros (the "**Interim Financing**") supplemented by a loan of 50 million euros granted by the French State through the *Fonds pour le Développement Economique et Social* (FDES). This financing is not affected by the Company's accelerated safeguard procedure.

In consideration for the granting of these Interim Financing Facilities, Atos SE has however undertaken not to capitalize or waive a proportion of the existing receivables - to be affected by the draft accelerated safeguard plan of the Company - of the bondholders and banks having subscribed to these financing facilities and to reinstall, as part of its financial restructuring, this proportion of affected receivables in the form of new senior debt instruments, in the following proportions: (i) 35% of the amounts subscribed under the Interim Financing initially made available for a total amount of 175 million euros (the "**Interim Financing 1**"); (ii) 50% of the amounts subscribed under the Interim Financing made available in July 2024 for a total amount of 225 million euros (the "**Interim Financing 1 bis**"); (iii) 35% of the amounts subscribed in the context of the Interim Financing made available after the opening of the Company's accelerated safeguard procedure, for a total amount of 350 million euros (the "**Interim Financing 2**").

In order to constitute the classes of affected parties, in accordance with the aforementioned provisions of Article L. 626-30, III, of the French Commercial Code, the Judicial Administrators have taken into account the existence of distinct communities of economic interest between, on the one hand, the creditors who participated in the Interim Financing, on the one hand, the creditors who participated in the Interim Financing, in respect of the portion of their receivables benefiting from a commitment to differentiated treatment made by the Company before the

opening of the accelerated safeguard procedure to enable the implementation of its financial restructuring and, on the other hand, the Company's financial creditors in respect of their allocated receivables which do not benefit from this commitment .

In addition, pursuant to article L. 626-30, III, 3°, Atos SE shareholders have been grouped together in a separate class.

In this respect, the list of classes of affected parts specifying the criteria used for its composition is shown below:

	Classes of affected parties	Members of the class	Formation criteria
1	Class of unsecured financial receivables n°1	Financial creditors (bondholders and bank creditors) who participated in the Interim Financing, for the portion of their affected receivables benefiting from a commitment to differentiated treatment given by the Company before the opening of the accelerated safeguard procedure to enable the implementation of its financial restructuring.	Participation in Interim Financing entitling the Company to a commitment not to capitalise or waive these receivables and to reinstall them in the form of new senior debt instruments
2	Class of unsecured financial receivables No. 2	Financial creditors (bondholders and bank creditors), in respect of their assigned claims that do not fall within the class of unsecured financial claims no. 1	Financial debt not covered by any specific commitment on the part of the Company and to be partially capitalised under the Company's draft plan
3	Capital holder class	Shareholders	Shareholders

The Company's shareholders were informed by a notice published in the BALO on 9 August 2024, bulletin no. 96, case no. 2403640, that they are members of affected party class no. 3 (capital holder class).

2) Methods for calculating the votes exercisable by the shareholder class

In accordance with Article L. 626-30-2 of the French Commercial Code, the shareholders' meeting shall be decided by a two-thirds (2/3) majority of the votes cast by the shareholders present or represented by proxy at the meeting.

Shareholders' voting rights are determined according to the same procedures as those applicable to Extraordinary General Meetings of the Company's shareholders.

3) Preliminary formalities to be carried out in order to participate in the vote of the class of shareholders

All shareholders are members of the capital holder class, regardless of the number of shares they hold.

Pursuant to Article R. 22-10-28 of the French Commercial Code, the right to take part in the vote of the shareholder class is evidenced by the registration of the shares in the name of the shareholder or of the intermediary registered on the shareholder's behalf pursuant to paragraph 7° of Article L. 228-1 of the French Commercial Code, on the second business day preceding the date of the meeting of the shareholder class, **i.e. Wednesday 25 September 2024 at midnight, Paris time**, either in the registered share accounts held for the Company by Société Générale, or in the bearer share accounts held by an intermediary referred to in Article L. 211-3 of the French Monetary and Financial Code.

The registration of shares in bearer share accounts held by an intermediary referred to in Article L. 211-3 of the French Monetary and Financial Code must be evidenced by a certificate of share ownership (*attestation de participation*) issued by the intermediary (where applicable by electronic means) and attached to the postal voting form or proxy form, or to the request for an admission card drawn up in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary. This form or request for an admission card must be sent to Société Générale Securities Services.

A certificate must also be issued by the authorized intermediary to any shareholder wishing to attend the meeting in person and who has not received an admission card by the second business day preceding the date of the meeting, i.e. Wednesday 25 September 2024 at midnight, Paris time.

In accordance with Article R. 22-10-28, III of the French Commercial Code, a shareholder who has already requested an admission card or certificate of share ownership, cast a postal vote or sent a proxy may no longer choose another means of participating in the shareholder class.

Any power of attorney may be revoked in the same way as for the appointment of the proxy.

Sale of shares

In accordance with Article R. 22-10-28, IV of the French Commercial Code, shareholders who have already requested an admission card or a certificate of share ownership, voted on resolutions remotely or sent in a proxy form may sell all or some of their shares at any time. However, if the transaction is completed before midnight (Paris time) on Wednesday 25 September 2024, the Company will invalidate or amend, as appropriate, the admission card, the certificate of share ownership, the postal vote or the proxy. To this end, the intermediary referred to in Article L. 211-3 of the French Monetary and Financial Code shall notify the Company or its agent of the transfer and provide it with the necessary information. The intermediary referred to in article L. 211- 3 of the French Monetary and Financial Code shall not notify the Company of any transfer of ownership made after midnight (Paris time) on Wednesday 25 September 2024, regardless of the means used, or be taken into consideration by the Company, notwithstanding any agreement to the contrary.

4) Methods of participating in the vote of the class of holders of capital

Shareholders may choose one of the following three methods of participation (*submitting instructions by Internet or by post*):

- a. request an admission card to attend the shareholder class meeting in person (this request should be made as soon as possible to enable you to receive the card in a timely manner);
- b. vote on the single resolution remotely,
- c. give a proxy to a third party, whether or not a shareholder (spouse or any other named individual or legal entity).

5) Practical arrangements for participation in voting by the class of shareholders

To be taken into account, all instructions must be given :

- on the internet, via the Votaccess platform, which will be open from Thursday 12 September 2024 at 9:00 a.m., Paris time, until **Thursday 26 September 2024 at 3:00 p.m.**, Paris time; or
- via the single voting form, which must be received by Société Générale - Département Titres et Bourse - Service des Assemblées - SGSS/SBO/CIS/ISS/GMS - 32 rue du Champ de Tir - CS 30812 - 44308 Nantes Cedex 3, no later than **11:59 p.m.** (Paris time) on **Tuesday 24 September 2024**.

a) Attend the class meeting of shareholders in person

Shareholders wishing to attend the Meeting of the class of shareholders in person may request an admission card under the following conditions:

(i) *for registered shareholders :*

- return the voting form enclosed with the notice of meeting using the T envelope provided, tick the box "I WISH TO ATTEND THIS MEETING" and date and sign the bottom of the form; or
- log on to the website www.sharinbox.societegenerale.com using their usual access code (shown on the single voting form or in the e-mail if they have chosen this method of notification) or their login e-mail (if the Sharinbox by SG Market account has been activated), followed by the password already in their possession; or
- go directly to the special ticket office on the day of the meeting with an identity document.

(ii) *for bearer shareholders :*

- ask the authorised intermediary who manages your securities account to send you an admission card; or
- by internet: connect to the portal of your financial intermediary using your usual login and password to access the Votaccess site. They should then click on the icon that will appear on the line corresponding to Atos SE shares. It should be noted that only holders of bearer shares whose account-holding institution has subscribed to the Votaccess system will be able to access it; or
- present themselves on the day of the meeting directly at the desk specially set aside for this purpose, in possession of an identity document and a certificate of share ownership issued by their financial intermediary at midnight, Paris time, on Wednesday 25 September 2024.

Shareholders who are unable to attend the meeting may: (i) vote or appoint a proxy by internet; (ii) vote or appoint a proxy by post.

b) Voting or appointing a proxy online

Internet voting

In accordance with the provisions of Article R. 225-61 of the French Commercial Code, Atos SE is making available to its shareholders a secure website dedicated to internet voting prior to the meeting, during the period mentioned below and under the following conditions:

- (i) *for registered shareholders:* registered shareholders should log on to the secure website www.sharinbox.societegenerale.com using the login details they have been given. They should

then click on "Reply" in the "General Meetings" section of the home page and then click on "Participate". The shareholder will then be automatically redirected to the voting site. If you have lost or forgotten your password, you can go to the home page and click on "Forgot your password?"

- (ii) *for bearer shareholders*: bearer shareholders must log on to their financial intermediary's portal using their usual login details to access the secure Votaccess website and vote. They should then click on the icon that will appear on the line corresponding to Atos SE shares. It should be noted that only holders of bearer shares whose account-holding institution has subscribed to the Votaccess system will be able to access it.

The Sharinbox and Votaccess secure websites will be open from Thursday 12 September 2024 at 9:00 a.m., Paris time, **until Thursday 26 September 2024 at 3:00 p.m., Paris time**. In order to avoid any possible saturation of the site, shareholders are advised not to wait until this final date to connect to the site.

Give your proxy to the Chairman of the meeting or to any other person by Internet

In accordance with the provisions of Articles R. 225-79 and R. 22-10-24 of the French Commercial Code, shareholders may notify the appointment of a proxy (the Chairman of the meeting or any other person) or the revocation of a proxy by electronic means by logging on to the www.sharinbox.societegenerale.com website for registered shareholders and, for bearer shareholders, on the website of their financial intermediary using their usual login details to access the Votaccess website, in accordance with the procedures described above.

Notification of the appointment of the Chairman of the meeting as proxy, sent via one of these secure sites, must be received no later than 3:00 p.m. (Paris time) on Thursday 26 September 2024.

If the account-holding institution has not joined the Votaccess system, the form for appointing or revoking a proxy may be sent electronically under the conditions set out in point c) below.

- c) *Vote or give proxy by post*

Vote by post or give your proxy to the Chairman of the meeting

Registered shareholders should return the voting form enclosed with the notice of meeting using the T envelope provided, ticking the appropriate box, dating and signing at the bottom of the form, to Société Générale - Département Titres et Bourse - Service des Assemblées - SGSS/SBO/CIS/ISS/GMS - 32 rue du Champ de Tir - CS 30812 - 44308 Nantes Cedex 3.

Holder of bearer shares should obtain the voting form from the Company's website or from the authorised financial intermediary that manages their securities account. They must return the voting form to the authorised financial intermediary who manages their securities account, who will then return the form to Société Générale Securities Services.

Postal votes and proxies given to the Chairman of the meeting will only be taken into account if the duly completed and signed forms (accompanied by proof of share ownership) are received by Société Générale Securities Services **no later than 11:59pm Paris time on Tuesday 24 September 2024**.

Appointment or revocation of a third-party proxy by post or e-mail

Shareholders may notify the appointment of a third party proxy (any person other than the Chairman of the meeting) or the revocation by post using the voting form sent either directly to registered shareholders (using the T envelope enclosed with the notice of meeting) or, in the case of bearer

shareholders, by the holder of the securities account to Société Générale - Département Titres et Bourse - Service des Assemblées - SGSS/SBO/CIS/ISS/GMS - 32 rue du Champ de Tir - CS 30812 - 44308 Nantes Cedex 3.

In accordance with the provisions of Article R. 22-10-24 of the French Commercial Code, the form for appointing or revoking a proxy may also be sent electronically in the following manner:

- (i) *Registered shareholders* must send an e-mail attachment, bearing an electronic signature obtained by them from an authorised third-party certifier under the legal and regulatory conditions in force, to the following e-mail address assemblees.generales@sgss.socgen.com a scanned copy of the signed proxy voting form, specifying their surname, first name, address and Société Générale identifier for pure registered shareholders (information available at the top left of their account statement) or their identifier with their financial intermediary for administered registered shareholders, as well as the surname, first name and address of the appointed or revoked proxy.
- (ii) *Bearer shareholders* must send an e-mail attachment bearing an electronic signature, obtained by them from an authorised third-party certifier in accordance with the legal and regulatory conditions in force, to the following e-mail address assemblees.generales@sgss.socgen.com a scanned copy of the signed proxy voting form, specifying their surname, first name, address and identifier with their financial intermediary, as well as the surname, first name and address of the proxy appointed or revoked, together with a scanned copy of a certificate of share ownership drawn up by the authorised intermediary holding their account, then ask their financial intermediary who manages their securities account to send written confirmation (by post or e-mail) to Société Générale - Département Titres et Bourse - Service des Assemblées - SGSS/SBO/CIS/ISS/GMS - 32 rue du Champ de Tir - CS 30812 - 44308 Nantes Cedex 3.

Only notifications of appointment or revocation of mandates duly signed, completed and received **no later than 11:59 pm Paris time on Tuesday 24 September 2024** will be taken into account.

Furthermore, only notifications of the appointment or revocation of mandates to third parties may be sent to the following e-mail address: assemblees.generales@sgss.socgen.com. Any other request or notification relating to another subject will not be taken into account or processed.

It should be noted that for any proxy given by a shareholder without indicating a proxy, the Chairman of the meeting will vote in favour of the adoption of the draft resolutions presented and approved by the Judicial Administrators and against the adoption of all other draft resolutions. For bearer shareholders, the form must be accompanied by the certificate of share ownership issued by the authorised intermediary.

6) Request for inclusion of items or draft resolutions on the agenda

In accordance with Article R. 626-62 of the French Commercial Code, notwithstanding Article R. 225-72 of said Code, shareholders' requests for items or draft resolutions to be included on the agenda must be sent to the debtor's registered office at least fifteen days before the date of the meeting of the class of shareholders, **i.e. no later than Thursday 12 September 2024**:

- by e-mail to investors@atos.net and atos@fhbx.eu; or
- by registered letter with acknowledgement of receipt, to the Company's registered office, for the attention of the Chairman and CEO of Atos SE, River Ouest, 80 Quai Voltaire - 95877 Bezons Cedex.

In accordance with Article R. 225-71, paragraphs 7 and 8 of the French Commercial Code, requests for items to be included on the agenda must state the reasons on which they are based, and requests

for the inclusion of draft resolutions must be accompanied by the text of the draft resolutions and, where appropriate, a brief explanatory statement.

Pursuant to Article L. 626-30-2 of the French Commercial Code, holders of shares entitled to vote in affected classes may only propose the inclusion on the agenda of items or draft resolutions relating to the adoption or rejection of the Company's draft accelerated safeguard plan. No other resolution may be included on the agenda.

The request must be accompanied by a certificate of registration, either in registered share accounts or in bearer share accounts, proving, on the date of the request, the possession or representation of the required fraction of the capital. Consideration of the item or resolution is subject to the submission, by the authors of the request, of a new certificate proving the registration of the shares in the same accounts on the second business day preceding the date of the meeting of the class of shareholders, **i.e. no later than Wednesday 25 September 2024 at midnight, Paris time.**

The text of the draft resolutions submitted by shareholders and the list of items added to the agenda at their request will be posted without delay on the Company's website www.atos.net, in the Investors, Financial Restructuring section.

7) Written questions

Shareholders may ask questions in writing, which the Judicial Administrators and/or the Company (after consulting its Board of Directors) will answer during the meeting.

These written questions, accompanied by a certificate of registration, either in the registered share accounts held by the Company or in the bearer share accounts held by an intermediary, must be sent no later than the fourth business day preceding the date of the meeting of the class of shareholders (in accordance with Article R. 225-84 of the French Commercial Code), **i.e. by Monday 23 September 2024 at the latest:**

- by e-mail to investors@atos.net and atos@fmbx.eu; or
- by registered letter with acknowledgement of receipt, to the Company's registered office, for the attention of the Chairman and CEO of Atos SE, River Ouest, 80 Quai Voltaire - 95877 Bezons Cedex.

In accordance with current legislation, these questions may be answered together if they have the same content or relate to the same subject. The answer to a written question will be deemed to have been given if it appears, no later than at the end of the meeting of the class of shareholders, on the Company's website www.atos.net, under the heading Investors, Financial restructuring.

8) Information and documents made available to shareholders

In accordance with Article R. 626-62 of the French Commercial Code, the documents to be made available to shareholders will be available at the Company's registered office ten days prior to the date of the meeting of the class of shareholders.

In accordance with article L. 626-30-2 of the French Commercial Code, the Company's draft Safeguard Plan is made available to shareholders on the Company's website www.atos.net, in the Investors, Financial Restructuring section, between twenty and thirty days before the vote by the class of shareholders.

In addition, all the documents and information required under article R. 22-10-23 of the French Commercial Code are now available on the Company's website www.atos.net under the heading Investors, Financial restructuring.

In accordance with Article 28 of the Company's Articles of Association, the Board of Directors has decided to allow shareholders to attend the meeting of the shareholder class remotely by authorizing the public broadcasting of the meeting of the shareholder class via the Internet. During the meeting, shareholders will be able to connect to an interactive platform where they can ask questions during the meeting. Details of how to access these means of telecommunication will be posted on the website dedicated to the meeting of the shareholder class, at the address indicated in the previous paragraph.

The questions asked will be processed and grouped by a moderation cell. The Judicial Administrators and/or the Company will do their best to answer as many questions as possible in the time allotted, prioritizing the questions during the session.

9) Electronic communication with Judicial Administrators

All electronic communications must be sent by e-mail to investors@atos.net and to atos@fhb.eu.

In accordance with article R. 626-55 of the French Commercial Code, the use of these electronic communication methods constitutes consent to electronic transmission.

The Board of Directors and the Judicial Administrators:

- SELARL FHBX (Maître Hélène Bourbouloux)
- SELARL AJRS (Maître Thibaut Martinat)

REQUEST FOR DOCUMENTS AND INFORMATION

Form to be returned to :

Département Titres et Bourse Service des
Assemblées SGSS/SBO/CIS/ISS/GMS

32 rue du Champ de Tir CS 30812

44308 Nantes Cedex 3

VOTE OF THE SHAREHOLDERS AS A CLASS OF AFFECTED PARTIES ON THE DRAFT ACCELERATED SAFEGUARD PLAN

MEETING OF 27 SEPTEMBER 2024

I, the undersigned

Surname and first name:

.....

Residing at :

.....
.....

Postcode:

City:

Country:

Holder of:.....share(s) in Atos SE in the form :

▶ registered shares

▶ bearer shares, registered in the account of (Insert the name of the authorised intermediary who manages your securities account):

acknowledge that I have received the documents relating to the above-mentioned meeting of the shareholders' class and referred to in article R. 225-81 of the French Commercial Code, and request that I be sent the documents and information relating to the class vote of shareholders as a class of affected parties, scheduled for Friday 27 September 2024, as referred to in article R. 225-83 of the French Commercial Code.

Signed at ____ on ____ 2024

Signature

In accordance with Article R.225-88 of the French Commercial Code, any shareholder holding registered shares may, from the date of the convening of the meeting and up to and including the 5th day before the meeting, ask the Company to send them the documents and information referred to in Articles R.225-81 and R.225-83 of the French Commercial Code.

The same right is available to any shareholder owning bearer shares, who provides proof of this status by sending a certificate of registration in the securities accounts of an authorized intermediary.

Holders of registered shares may make a single request to the Company to send them these documents and information, which will be prepared for each subsequent shareholders' meeting.

Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side
Quelle que soit l'option choisie, noircir comme ceci ■ la ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this ■, date and sign at the bottom of the form

JE DÉSIRES ASSISTER À CETTE RÉUNION et demande une carte d'admission : dater et signer au bas du formulaire // I WISH TO ATTEND THE MEETING and request an admission card: date and sign at the bottom of the form



ATOS SE

Société européenne au capital de 112 136 778 €
Siège social : River Ouest - 80 Quai Voltaire
95870 BEZONS - FRANCE
323 623 603 RCS Pontoise

REUNION DE LA CLASSE DES ACTIONNAIRES

en vue du vote sur le projet de plan de sauvegarde accélérée
du 27 septembre 2024 à 14h00

MEETING OF THE SHAREHOLDERS' CLASS

to vote on the draft accelerated safeguard plan
of September 27th, 2024 at 2:00 p.m.

River Ouest - Auditorium

80 Quai Voltaire - 95870 BEZONS - FRANCE

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY

Identifiant - Account
Nominatif Registered
Porteur Bearer
Vote simple Single vote
Vote double Double vote
Nombre de parts Number of shares
Nombre de voix - Number of voting rights

JE VOTE PAR CORRESPONDANCE // I VOTE BY POST

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

Je vote **OUI** à tous les projets de résolutions présentés ou agréés par les Administrateurs judiciaires, à l'EXCEPTION de ceux que je signale en noircissant comme ceci ■ l'une des cases "Non" ou "Abstention". // I vote **YES** all the draft resolutions approved by the court appointed officers, EXCEPT those indicated by a shaded box, like this ■, for which I vote No or I abstain.

1
Non / No
Abs.

Sur les projets de résolutions non agréés, je vote en noircissant la case correspondant à mon choix.
On the draft resolutions not approved, I cast my vote by shading the box of my choice.

A Oui / Yes
Non / No
Abs.
B
C Oui / Yes
Non / No
Abs.
D
E Oui / Yes
Non / No
Abs.
F
G Oui / Yes
Non / No
Abs.
H
I Oui / Yes
Non / No
Abs.
J
K

Si des amendements ou des résolutions nouvelles étaient présentés au cours de la réunion, je vote NON sauf si je signale un autre choix en noircissant la case correspondante / In case amendments or new resolutions are proposed during the meeting, I vote NO unless I indicate another choice by shading the corresponding box:

- Je donne pouvoir au Président de la réunion. // I appoint the Chairman of the meeting.....
- Je m'abstiens. // I abstain from voting.....
- Je donne procuration (cf. au verso renvoi (4)) à M., Mme ou Mlle, Raison Sociale pour voter en mon nom.....
// I appoint [see reverse (4)] Mr., Mrs or Miss, Corporate Name to vote on my behalf.....

Pour être pris en considération, tout formulaire doit parvenir au plus tard :
To be considered, this completed form must be returned no later than:

sur 1^{ère} convocation / on 1st notification

24 septembre 2024

sur 2^{ème} convocation / on 2nd notification

à la banque / to the bank

JE DONNE POUVOIR AU PRÉSIDENT

DE LA RÉUNION
Cf. au verso (3)

I HEREBY GIVE MY PROXY TO THE
CHAIRMAN OF THE MEETING

See reverse (3)

JE DONNE POUVOIR À : Cf. au verso (4)
pour me représenter à la réunion

I HEREBY APPOINT: See reverse (4)

to represent me at the above mentioned Meeting

M. Mme ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name
Adresse / Address

ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.

CAUTION: As for bearer shares, the present instructions will be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf au verso (1)
Surname, first name, address of the shareholder (Changes regarding this information have to be notified to relevant institution, no changes can be made using this proxy form). See reverse (1)

Date & Signature

CONDITIONS D'UTILISATION DU FORMULAIRE

<p>(1) GENERALITES : Il s'agit d'un formulaire unique prévu par l'article R. 225-76 du Code de Commerce.</p> <p>QUELLE QUI SONT L'OPTION CHOISIE :</p> <p>Le signataire est prêt d'inscrire très exactement, dans la zone réservée à cet effet, ses nom (en majuscules), prénom usuel et adresse (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées qu'à l'aide de ce formulaire).</p> <p>Si les personnes morales, le signataire doit renseigner ses nom, prénom et qualité.</p> <p>Le vœux des résolutions figure dans le dossier de convocation joint au présent formulaire (article R. 225-81 du Code de Commerce). Ne pas utiliser à la fois « le vote par correspondance » et « le donne pouvoir » (article R. 225-81 paragraphe 8 du Code de Commerce). La version française de ce document fait loi.</p>	<p>(3) POUVOIR AU PRÉSIDENT DE LA RÉUNION</p> <p>Pour toute procuration d'un actionnaire sans indication de mandataire, le président de la réunion émet un vote favorable à l'adoption de projets de résolutions présentés ou agréés par les administrateurs judiciaires, et un vote défavorable à l'adoption de tous les autres projets de résolution. Pour émettre tout autre vote, l'actionnaire doit faire choix d'un mandataire qui accepte de voter dans le sens indiqué par le mandant.</p>	<p>Cette information porte notamment sur le fait que le mandataire ou, le cas échéant, la personne pour le compte de laquelle il agit :</p> <ol style="list-style-type: none"> 1° est contrôlé, au sens de l'article L. 233-3, la société dont l'assemblée est appelée à se réunir ; 2° est membre de l'organe de gestion, d'administration ou de surveillance de cette société ou d'une personne qui la contrôle au sens de l'article L. 233-3 ; 3° est employé par cette société ou par une personne qui la contrôle au sens de l'article L. 233-3 ; 4° est contrôlé ou exerce l'une des fonctions mentionnées au 2° ou au 3° dans une personne ou une entité contrôlée par une personne qui contrôle la société, au sens de l'article L. 233-3. <p>Cette information est également délivrée lorsqu'il existe un lien familial entre le mandataire ou, le cas échéant, la personne pour le compte de laquelle il agit, et une personne physique placée dans l'une des situations énumérées aux 1° à 4°.</p> <p>Lorsqu'un cours de mandat survient l'un des faits mentionnés aux alinéas précédents, le mandataire en informe sans délai son mandant. A défaut par ce dernier de confirmation express du mandat, celui-ci est caduc.</p> <p>La caducité du mandat est notifiée sans délai par le mandataire à la société.</p> <p>Les conditions d'application du présent article sont précisées par décret en Conseil d'Etat."</p>
<p>(2) VOTE PAR CORRESPONDANCE</p> <p>Article L. 225-107 du Code de Commerce (extra) : "Tout actionnaire peut voter par correspondance, au moyen d'un formulaire dont les mentions sont fixées par décret en Conseil d'Etat. Les dispositions relatives aux statuts sont applicables, sous réserve que les conditions de vote soient satisfaites." - soit de voter "Non", - soit de voter "Abstention" en notifiant individuellement les cas correspondants.</p> <p>Le formulairer est soumis à un contrôle de la part de l'administration et de la justice. Le formulaire est soumis à un contrôle de la part de l'administration et de la justice. Le formulaire est soumis à un contrôle de la part de l'administration et de la justice.</p> <p>La majorité requise pour l'adoption des décisions est déterminée en fonction des voix exprimées par les actionnaires présents ou représentés. Les voix exprimées ne comprennent pas celles attachées aux actions pour lesquelles l'actionnaire n'a pas pris part au vote. S'est abstenus ou n'a pas voté, l'article L. 225-96 et L. 225-98 du Code de Commerce et, s'agissant des sociétés ayant adopté le statut de la société européenne, et articles 57 et 58 du Règlement du Conseil (CE) N°157/2001 relatif au statut de la société européenne).</p> <p>Si vous votez par correspondance, vous devez obligatoirement indiquer la case "le vote par correspondance" au recto.</p> <p>1. - I - I vous est demandé pour chaque résolution en notifiant individuellement les cas correspondants : - soit de voter "Oui" (votre équipe par défaut pour les projets de résolutions présentés ou agréés, en l'absence d'un autre choix), - soit de voter "Non", - soit de voter "Abstention" en notifiant individuellement les cas correspondants.</p> <p>2. - Pour le cas où des amendements aux résolutions présentées ou des résolutions nouvelles seraient déposés au cours de la réunion, il vous est demandé d'opter entre voter votre vote exprimé par défaut en l'absence d'un autre choix, pouvoir au président de la réunion, abstention ou pouvoir à personne dénommée en notifiant la case correspondant à votre choix.</p>	<p>(4) POUVOIR A UNE PERSONNE DÉNOMMÉE (PERSONNE PHYSIQUE OU MORALE)</p> <p>Article L. 225-106 du Code de Commerce (extra) : "1. - Un actionnaire peut se faire représenter par un autre actionnaire, par son conjoint ou par le partenaire avec lequel il a conclu un pacte civil de solidarité. II. - Le mandat ainsi que, le cas échéant, sa révocation sont écrits et communiqués à la société. Les conditions d'application du présent article sont précisées par décret en Conseil d'Etat. III. - Avant chaque réunion de l'assemblée générale des actionnaires, le président du conseil d'administration ou le directeur, selon le cas, peut organiser la consultation des actionnaires mentionnés à l'article L. 225-102 afin de leur permettre de désigner un ou plusieurs mandataires pour les représenter à l'assemblée générale conformément aux dispositions du présent article. IV. - La consultation est obligatoire lorsque les statuts n'ont été modifiés en application de l'article L. 225-73 ou de l'article L. 225-71. Faisable également en l'absence de mandat, le conseil d'administration ou le conseil de surveillance, selon le cas, un ou des salariés actionnaires ou membres sites conseil de surveillance des fonds communs de placement d'entreprises détenants des actions de la société. Cette consultation est également obligatoire lorsque l'assemblée générale extraordinaire doit se prononcer sur une modification des statuts en application de l'article L. 225-23 ou de l'article L. 225-71. Les clauses contraires aux dispositions des alinéas précédents sont réputées non écrites."</p>	<p>Article L. 225-104 du Code de Commerce :</p> <p>"Outre les personnes mentionnées au 1 de l'article L. 225-106, un actionnaire peut se faire représenter par toute autre personne physique ou morale de son choix lorsque les actions de la société sont admises aux négociations sur un marché réglementé ou sur un système multilatéral de négociation soumis aux dispositions du 1 de l'article L. 433-3 du code monétaire et financier dans les conditions prévues par le règlement général de l'Autorité des marchés financiers, figurant sur une liste arrêtée par l'Autorité dans des conditions fixées par son règlement général, à condition dans cette seconde hypothèse, que les statuts le prévoient. Les clauses contraires aux dispositions du présent alinéa sont réputées non écrites."</p>
<p>(1) GENERAL INFORMATION: This is the sole form pursuant to article R. 225-76 du Code de Commerce</p> <p>WHICHER OPTION IS USED:</p> <p>The signatory should write his/her exact name and address in capital letters in the space provided e.g. a legal guardian: (Change regarding this information have to be notified to relevant institution, no change can be made using this proxy form). If the signatory is a legal entity, the signatory should indicate his/her full name and the capacity in which he is entitled to sign on the legal entity's behalf. If the proxy is not the shareholder (e.g. a legal guardian), please specify your full name and the capacity in which you are signing the proxy.</p> <p>The text of the resolutions is in the notification of the meeting which is sent with this proxy (article R. 225-81 du Code de Commerce). Please do not use item "I vote by post" and "I hereby appoint" (article R. 225-81 du Code de Commerce). The French version of this document governs. The English translation is for convenience only.</p>	<p>(3) PROXY TO THE CHAIRMAN OF THE GENERAL MEETING</p> <p>In case of any power of representation given by a shareholder without naming a proxy, the chairman of the meeting shall issue a vote in favor of adopting a draft resolutions submitted or approved by the court-appointed officers and a vote against adopting any other draft resolutions. To issue any other vote, the shareholder must appoint a proxy who agrees to vote in the manner indicated by his principal.</p>	<p>Article L. 225-106 du Code de Commerce (extra): "1. - A shareholder may be represented by another shareholder, by his or her spouse, or by his or her partner who he or she has entered into a civil union with. II. - The proxy as well as its dismissal, as the case may be, must be written and made known to the company. A Council of Etat decree specifies the implementation of the present paragraph. III. - Before every general meeting, the chairman of the board of directors or the management board, as the case may be, may organise a consultation with the shareholders mentioned in article L. 225-102 to enable them to appoint one or more proxies to represent them at the meeting in accordance with the provisions of this article. Such a consultation shall be obligatory where, following the amendment of the memorandum and articles of association pursuant to article L. 225-23 or article L. 225-71, the ordinary general meeting is required to appoint to the board of directors or to the supervisory board, as the case may be, one or more shareholder employees or members of the supervisory board of the company investment funds that holds company shares. Such a consultation shall also be obligatory where a special shareholders meeting is required to take a decision on an amendment to the memorandum and articles of association pursuant to article L. 225-23 or article L. 225-71. Any clauses that conflict with the provisions of the preceding sub-paragraphs shall be deemed non-existent."</p>
<p>(2) POSTAL VOTING FORM</p> <p>Article L. 225-107 du Code de Commerce (extra): "Any shareholder may vote by post, using a form from the wording of which shall be fixed by a decree approved by the Council of Etat. Any provisions to the contrary contained in the memorandum and articles of association shall be deemed non-existent." The forms giving no voting direction or indicating abstention shall not be considered as votes cast."</p> <p>The majority required for the adoption of the decisions shall be determined on the basis of the votes cast by the shareholders present or represented. The votes cast shall not include votes attaching to shares in respect of which the shareholder has not taken part in the vote or has abstained or has returned a blank or spoilt ballot paper (articles L. 225-96 and L. 225-98 du Code de Commerce and, for the companies which have adopted the statute of European company, articles 57 and 58 of the Council Regulation (EC) n° 2157/2001 on the statute for a European company). If you wish to use the postal voting form, you have to shade the box on the front of the document: "I vote by post".</p> <p>1. - In such event, please comply for each resolution the following instructions by shading boxes of your choice: - either vote "yes" (in absence of choice, vote expressed by default for the approved draft resolutions), - or vote "No", - or vote "Abstention" by shading boxes of your choice.</p> <p>2. - In case of amendments or new resolutions during the meeting, you are requested to choose between vote "No" (vote expressed by default in absence of choice), proxy to the chairman of the meeting, "Abstention" or proxy to a mentioned person individual or legal entity by shading the appropriate box.</p>	<p>(4) PROXY TO A MENTIONED PERSON (INDIVIDUAL OR LEGAL ENTITY)</p> <p>Article L. 225-106 du Code de Commerce (extra): "1. - A shareholder may be represented by another shareholder, by his or her spouse, or by his or her partner who he or she has entered into a civil union with. II. - The proxy as well as its dismissal, as the case may be, must be written and made known to the company. A Council of Etat decree specifies the implementation of the present paragraph. III. - Before every general meeting, the chairman of the board of directors or the management board, as the case may be, may organise a consultation with the shareholders mentioned in article L. 225-102 to enable them to appoint one or more proxies to represent them at the meeting in accordance with the provisions of this article. Such a consultation shall be obligatory where, following the amendment of the memorandum and articles of association pursuant to article L. 225-23 or article L. 225-71, the ordinary general meeting is required to appoint to the board of directors or to the supervisory board, as the case may be, one or more shareholder employees or members of the supervisory board of the company investment funds that holds company shares. Such a consultation shall also be obligatory where a special shareholders meeting is required to take a decision on an amendment to the memorandum and articles of association pursuant to article L. 225-23 or article L. 225-71. Any clauses that conflict with the provisions of the preceding sub-paragraphs shall be deemed non-existent."</p>	<p>Article L. 225-104 du Code de Commerce :</p> <p>"In addition to the persons mentioned in 1 of article L. 225-106, a shareholder may be represented by any other natural or legal person of his choice where the shares of the company are admitted to trading on a regulated market or on a multilateral trading facility subject to the provisions of Article L. 433-3 of the French Monetary and Financial Code under the conditions provided for in the General Regulations of the Autorité des marchés financiers, appearing on a list drawn up by the latter, under conditions laid down in its General Regulations, provided that in this second case, as provided for in the articles of association. Clauses contrary to the provisions of the preceding paragraph shall be deemed unwritten."</p>
<p>Personal data included in this form are necessary for the execution of your voting instructions.</p>	<p>Article L. 22-10-40 du Code de Commerce:</p> <p>"When, in the events envisaged by the first paragraph of the article L. 22-10-39, the shareholder is represented by a person other than his or her spouse or his or her partner who he or she has entered into a civil union with, he or she is informed by the proxy of any event enabling him or her to measure the risk that the latter pursue an interest other than his or hers."</p>	<p>Article L. 22-10-42 du Code de Commerce:</p> <p>"The commercial court of which the company's head office falls under can, at the request of the constituent and for a duration which cannot exceed three years, deprive the proxy of the right to take part in this capacity to any general meeting of the relevant company in the event of non-compliance with mandatory information envisaged from the third to seventh paragraphs of article L. 22-10-40 or with the provisions of article L. 22-10-41. The court can decide the publication of this decision at the expense of the proxy. The court can impose the same sanctions towards the proxy on request of the company in the event of non-compliance of the provisions of the article L. 22-10-41."</p>

FORM TERMS AND CONDITIONS

Les informations à caractère personnel recueillies dans le cadre du présent document sont nécessaires à l'exécution de vos instructions de vote. Vous disposez d'un certain nombre de droits concernant vos données (accès, rectification, etc.). Ces droits peuvent être exercés auprès de votre teneur de compte aux coordonnées indiquées par ce dernier.

Personal data included in this form are necessary for the execution of your voting instructions. You have certain minimum rights regarding your data (access, correction,...). These rights may be exercised using the contact details provided by your custodian.