

INFORMATION ON THE DECISIONS OF THE BOARD OF DIRECTORS' MEETINGS OF APRIL 2, 2024 AND APRIL 18, 2024

The Board of Directors of Atos SE, at its meetings of April 2, 2024 and April 18, 2024, decided, on the recommendation of the Remuneration Committee:

- the compensation components of the executive corporate officers of Atos SE for the 2023 financial year; and
- all components of the compensation policy applicable to the Chief Executive Officer for 2024.

I. Information relating to the 2023 ex-post compensation of executive corporate officers

The determination of the executive corporate officers' compensation set out below, approved by the Board of Directors at its meeting of April 2, 2024, complies with the 2023 compensation policies approved by the Annual General Meeting of June 28, 2023 under the 16th resolution for the Chief Executive Officers and the 17th resolution for the Deputy Chief Executive Officer.

1. Determination of Mr. Nourdine Bihmane's compensation, Chief Executive Officer until October 3, 2023, in respect of the 2023 financial year

The performance objectives for the variable component as defined in Mr. Nourdine Bihmane's compensation policy have been achieved at 56.49%¹.

As a result, Nourdine Bihmane's variable compensation amounts to €256,791.

The fixed portion of his compensation, calculated *pro rata temporis*, amounted to €454,545 in 2023. Mr. Nourdine Bihmane also received a gross impatriation allowance of €225,000 for 2023. Consequently, the total gross fixed and variable compensation due to Mr. Nourdine Bihmane for 2023 amounts to €936,336².

Payment of the variable compensation due to Mr. Nourdine Bihmane will be subject to approval by the Annual General Meeting called to approve the financial statements for the year ending December 31, 2023, in accordance with Article L. 22-10-34, II of the French Commercial Code.

2. Determination of Mr. Philippe Oliva's compensation, Deputy Chief Executive Officer until October 3, 2023, in respect of the 2023 financial year

The performance objectives for the variable component as defined in Mr. Philippe Oliva's compensation policy have been achieved at 56.49%³.

As a result, Philippe Oliva's variable compensation amounts to €256,791.

The fixed portion of his compensation, calculated *pro rata temporis*, amounted to €454,545 in 2023. Consequently, the total gross fixed and variable compensation due to Mr. Philippe Oliva in respect of 2023 amounts to €711,336⁴.

Payment of the variable compensation due to Mr. Philippe Oliva will be subject to approval by the Annual General Meeting called to approve the financial statements for the year ending December 31, 2023, in accordance with Article L. 22-10-34, II of the French Commercial Code.

¹ Details of variable compensation will be provided in the 2023 Universal Registration Document.

² Excluding benefits in kind.

³ Details of variable compensation will be provided in the 2023 Universal Registration Document.

⁴ Excluding benefits in kind.

3. Determination of Mr. Yves Bernaert's compensation, Chief Executive Officer from October 3, 2023, in respect of the 2023 financial year

As a reminder, following the appointment of Mr. Yves Bernaert as Chief Executive Officer, with effect from October 3, 2023, the Board of Directors of Atos SE, meeting on October 3, 2023 and November 16, 2023 had decided, on the proposal of the Remuneration Committee, the main terms and conditions of Mr. Yves Bernaert's compensation in respect of his duties as Chief Executive Officer, these being in line with the compensation policy approved by the Annual General Meeting of June 28, 2023.

The performance objectives for the variable component as defined in Mr. Yves Bernaert's compensation policy have been achieved at 56.49%⁵.

As a result, Mr. Yves Bernaert's variable compensation amounts to €82,173.

The fixed portion of his compensation, calculated *pro rata temporis*, amounted to €145,455 in 2023. Consequently, the total gross fixed and variable compensation due to Mr. Yves Bernaert in respect of 2023 amounts to €227,628⁶.

Payment of the variable compensation due to Mr. Yves Bernaert will be subject to approval by the Annual General Meeting called to approve the financial statements for the year ending December 31, 2023, in accordance with Article L. 22-10-34, II of the French Commercial Code.

II. Information relating to the 2024 ex-ante compensation of executive corporate officers

1. Compensation of Mr. Yves Bernaert, Chief Executive Officer until January 14, 2024, in respect of the 2024 financial year

Mr. Yves Bernaert having resigned on January 14, 2024, the Board of Directors has decided to maintain for Mr. Yves Bernaert until January 14, 2024 the compensation policy for the Chief Executive Officer as approved by the Annual General Meeting of June 28, 2023.

In accordance with the compensation policy approved by the Annual General Meeting of June 28, 2023, Mr. Yves Bernaert will receive a gross fixed annual compensation of €600,000 for the period from January 1 to January 14, 2024. For 2024, this compensation will be paid *pro rata temporis*, i.e., €21,739.

The Board of Directors has decided that no variable compensation will be due in 2024.

Consequently, for 2024, the total compensation of Mr. Yves Bernaert as Chief Executive Officer will be €21,739⁷.

2. Compensation of Mr. Paul Saleh, Chief Executive Officer since January 14, 2024, in respect of the 2024 financial year

Following the appointment of Mr. Paul Saleh as Chief Executive Officer, the Board of Directors of Atos SE, meeting on January 14, 2024 and April 18, 2024, decided, on the proposal of the Remuneration Committee, on the main terms and conditions of Mr. Paul Saleh's compensation in respect of his duties as Chief Executive Officer with effect from January 14, 2024, in respect of the 2024 financial year.

⁵ Details of variable compensation will be provided in the 2023 Universal Registration Document.

⁶ Excluding benefits in kind.

⁷ Excluding benefits in kind.

Fixed compensation

Taking into account Mr. Paul Saleh's international experience and recognized skills in the information technology sector, his financial expertise required to meet the Group's strategic needs, and the exceptional conditions and circumstances of his recruitment and appointment as Chief Executive Officer, the Board of Directors, on the recommendation of the Remuneration Committee, wishes to propose to the Annual General Meeting called to approve the financial statements for the year ending December 31, 2023, in accordance with Article L. 22-10-8 of the French Commercial Code, to set Mr. Paul Saleh's gross fixed annual compensation from the date of the Annual General Meeting at €1,200,000 for the 2024 financial year, in respect of his office as Chief Executive Officer. For 2024, this compensation will be paid *prorata temporis*.

It is specified that for the period from January 14, 2024, the date of his appointment, to the date of the Annual General Meeting called to approve the financial statements for the year ending December 31, 2023, Mr. Paul Saleh will receive a gross fixed annual compensation of €600,000, paid *prorata temporis*, in accordance with the compensation policy approved by the Annual General Meeting of June 28, 2023.

Variable compensation

The Board of Directors, on the recommendation of the Remuneration Committee, has set the variable annual portion of Mr. Paul Saleh's compensation as Chief Executive Officer at 100% of the fixed portion of his compensation to be presented to the Annual General Meeting (i.e., €1,200,000 gross), assuming 100% achievement of targets. This portion may increase to a maximum of 150% of this amount (i.e., €1,800,000 gross) if targets are exceeded, with no guaranteed floor.

It will comprise three performance conditions deemed relevant and demanding by the Board of Directors in view of the current context and the financial and strategic challenges facing the Group.

These criteria account for 50, 25% and 25% respectively, and will be described in the 2023 Universal Registration Document:

- The conclusion of an agreement with shareholders and creditors on the Company's refinancing and debt reduction plan, consistent with its corporate interests, enabling the deployment of the strategic plan as validated by the Board of Directors on April 8, 2024 and amended, as the case may be, during the year;
- Retention of the top 50 customers;
- Retention of key employees.

In the current context, where the aim is to ensure the long-term viability of the Company, in the interests of employees, customers and shareholders, the Board of Directors is proposing to retain two extra-financial and quantifiable indicators this year, linked on the one hand to customers (retention of the top 50 customers), and on the other to the Group's human capital policy (retention of key employees), two essential stakeholders in the implementation and success of a strategy aimed at ensuring the Group's long-term viability.

The amount of variable compensation for the 2024 financial year will be determined by the Board of Directors in the first quarter of the 2025 financial year. The allocation of annual

variable compensation will be the subject of a specific communication at the end of the 2024 financial year. It will also be detailed in the 2024 Universal Registration Document.

Variable compensation actually awarded for the 2024 financial year will be paid *prorata temporis*.

Payment of this compensation will be subject to approval by the Annual General Meeting called to approve the financial statements for the year ending December 31, 2024, in accordance with Article L. 22-10-34, II of the French Commercial Code.

Multi-year variable compensation

The Chief Executive Officer is entitled to conditional long-term variable compensation.

This compensation would enable the Chief Executive Officer to be rewarded for his exceptional commitment, if the Group's long-term viability is assured.

On the recommendation of the Remuneration Committee, the Board of Directors has decided to propose a two-year long-term compensation package to the Annual General Meeting, in view of the circumstances and subject to the following cumulative conditions:

- A condition of continuous presence on December 31, 2025, as corporate officer; and
- A condition linked to implementing a strategy that maintains an attractive business mix for employees, customers, financial creditors and shareholders, ensuring the Group's sustainability, the terms and conditions of which will be more precisely determined by the Board of Directors and described in the Universal Registration Document.

This compensation will be paid in cash and may not exceed €1,000,000 gross.

Payment of this compensation will be subject to the approval of the Annual General Meeting called to approve the financial statements for the year ending December 31, 2025, in accordance with Article L. 22-10-34, II of the French Commercial Code.

Employment contract

In accordance with the recommendations of the Afep-Medef code, it is specified that Mr. Paul Saleh has terminated his employment contract.

Severance payment

The Chief Executive Officer will not receive any severance payment.

Non-compete indemnity

The Chief Executive Officer will not benefit from any non-compete indemnity.

Exceptional compensation

The Chief Executive Officer will not benefit from any exceptional compensation.

Other compensation components

Retirement supplement under the supplementary pension scheme

The Chief Executive Officer does not benefit from a supplementary pension scheme.

Compensation for a mandate as Director

If appointed to the Board of Directors of Atos SE, the Chief Executive Officer will not receive any compensation in this capacity.

Benefits in kind

The Chief Executive Officer's travel expenses will be paid by the Company.

The Chief Executive Officer is covered by the health insurance scheme applicable within Atos SE.

In addition, the Chief Executive Officer will be reimbursed for expenses relating to his international mobility.

This compensation policy will be detailed in the 2023 Universal Registration Document and submitted to shareholders for approval at the Annual General Meeting called to approve the financial statements for the year ending December 31, 2023, in accordance with article L. 22- 10-8 of the French Commercial Code.