

ATOS SE

European company with a share capital of €17,903,597.96 euros
Registered office: River Ouest – 80 Quai Voltaire – 95870 Bezons
323 623 603 RCS Pontoise

NOTICE OF MEETING

The shareholders of the company Atos SE (the “**Company**”) are informed that they will meet on first call in a Combined General Meeting (ordinary and extraordinary):

**on Friday January 31, 2025 at 10 a.m. CET
at the registered office of the Company
River Ouest – in the auditorium
80 quai Voltaire – 95870 Bezons**

in order to deliberate on the following agenda and draft resolutions:

Agenda

Ordinary items

1. Approval of the Company statutory financial statements for the financial year ending December 31, 2023
2. Approval of the consolidated financial statements for the financial year ending December 31, 2023
3. Allocation of the net income for the financial year ending December 31, 2023
4. Ratification of the appointment of a Director: Ms. Françoise MERCADAL-DELASALLES
5. Ratification of the appointment of a Director: Mr. Jean-Jacques MORIN
6. Ratification of the appointment of a Director: Ms. Sujatha CHANDRASEKARAN
7. Ratification of the appointment of a Director: Ms. Monika MAURER
8. Ratification of the appointment of a Director: Mr. Alain CROZIER
9. Ratification of the appointment of a Director: Mr. Philippe SALLE
10. Renewal of Ms. Sujatha CHANDRASEKARAN’s term of office as Director
11. Appointment of Ms. Joanna DZIUBAK as Director
12. Appointment of Ms. Hildegard MÜLLER as Director
13. Appointment of Forvis Mazars as Sustainability Auditors in charge of certifying sustainability information
14. Decision to entrust Forvis Mazars with an additional regularization assignment relating to the certification of sustainability information for the 2024 financial year
15. Special report of the Auditors regarding the agreements and undertakings referred to in articles L. 225-38 et seq. of the French Commercial Code
16. Approval of the compensation components paid or granted for the period from January 1, 2023 to October 14, 2023 to Mr. Bertrand MEUNIER, Chairman of the Board of Directors
17. Approval of the compensation components paid or granted for the period from October 14, 2023 to December 31, 2023 to Mr. Jean-Pierre MUSTIER, Chairman of the Board of Directors
18. Approval of the compensation components paid or granted for the period from January 1, 2023 to October 3, 2023 to Mr. Nourdine BIHMANE, Chief Executive Officer
19. Approval of the compensation components paid or granted for the period from January 1, 2023 to October 3, 2023 to Mr. Philippe OLIVA, Deputy Chief Executive Officer

20. Approval of the compensation components paid or granted for the period from October 3, 2023 to December 31, 2023 to Mr. Yves BERNAERT, Chief Executive Officer
21. Approval of the compensation components paid or granted for the period from January 1, 2024 to January 14, 2024 to Mr. Yves BERNAERT, Chief Executive Officer
22. Approval of the information relating to the compensation of the company officers referred to in article L. 22-10-9 I of the French Commercial Code
23. Determination of the total annual compensation of the Directors
24. Approval of the compensation policy applicable to Directors for 2024
25. Approval of the compensation policy applicable to the Chairman of the Board of Directors for 2024
26. Approval of the compensation policy applicable to the Chief Executive Officer for 2024
27. Approval of the compensation policy applicable to the Chairman and Chief Executive Officer for 2025
28. Authorization to be granted to the Board of Directors for the purpose of purchasing, holding or transferring shares in the Company

Extraordinary items

29. Delegation of powers to be granted to the Board of Directors to carry out a reverse split of the Company's shares.
30. Delegation of authority to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital and/ or securities carrying a right to the allocation of debt while maintaining preferential subscription rights
31. Delegation of authority to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through public offerings other than those referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code, without preferential subscription rights
32. Delegation of authority to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through a public offering referred to in article L. 411-2, 1° of the French Monetary and Financial Code, without preferential subscription rights
33. Delegation of powers to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital as consideration for contributions in kind of equity securities or securities giving access to share capital, without preferential subscription rights
34. Delegation of powers to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital and/or securities giving right to the allocation of debt instruments, without preferential subscription rights in favor of one or more specifically designated persons
35. Delegation of authority to be granted to the Board of Directors to increase the number of securities to be issued in connection with a share capital increase with or without preferential subscription rights
36. Delegation of authority to be granted to the Board of Directors to decide the increase of the share capital through the capitalization of premiums, reserves, profits or other items
37. Delegation of authority to be granted to the Board of Directors to increase the share capital of the Company without preferential subscription rights in favor of members of a Company saving plan
38. Delegation of authority to be granted to the Board of Directors to increase the share capital of the Company by issuing shares reserved for certain categories of persons without preferential

subscription rights in favor of such persons in connection with the implementation of employee shareholding plans

39. Authorization to be granted to the Board of Directors to grant free shares to employees and executive officers of the Company and/or its affiliated companies
40. Amendments to the Articles of Association
41. Powers

Draft resolutions

Ordinary items

First resolution (*Approval of the Company statutory financial statements for the financial year ending December 31, 2023*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the management report of the Board of Directors and the report of the statutory auditors on the Company’s statutory financial statements for the 2023 financial year, approved, as presented, the Company’s statutory financial statements for the year ending December 31, 2023, including the balance sheet, income statement and the notes to the financial statements, together with the transactions reflected in those financial statements and summarized in those reports.

Pursuant to article 223 quater of the French General Tax Code, the General Meeting approves the non-deductible expenses and charges for tax purposes, referred to in article 39(4) of the said Code, which amount to €1,797 for the financial year 2023. It should be noted that no tax was paid in respect of these expenses and charges.

Second resolution (*Approval of the consolidated financial statements for the financial year ending December 31, 2023*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the management report of the Board of Directors and the report of the statutory auditors on the consolidated financial statements for the 2023 financial year, approved, as presented, the consolidated financial statements for the year ending December 31, 2023, including the balance sheet, income statement and the notes to the financial statements, together with the transactions reflected in those financial statements and summarized in those reports.

Third resolution (*Allocation of the net income for the financial year ending December 31, 2023*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the management report of the Board of Directors, notes that the financial year ending December 31, 2023, shows a loss of €5,032,627,416.93.

The General Meeting decides to allocate this entire loss to the “Retained earnings” account, which will be decreased from €0 to €-5,032,627,416.93.

Following this allocation, the amount of the Company’s equity would be equal to €83,577,373.01.

In accordance with applicable legal provisions, the General Meeting noted that the following dividends were paid in the three financial years preceding the 2023 financial year:

Financial year	Number of remunerated shares ⁽¹⁾	Dividend per share (in €)	Total (in €)
2022 ⁽²⁾	N/A	N/A	N/A
2021 ⁽³⁾	N/A	N/A	N/A
2020	109,214,290	0.90 ⁽⁴⁾	98,292,861.00

⁽¹⁾ Number of shares having carried entitlement to dividend, net of treasury shares on the ex-dividend date.

⁽²⁾ At its meeting on February 28, 2023, the Board of Directors of Atos decided not to propose the payment of a dividend in view of the losses for the year 2022.

⁽³⁾ At its meeting on February 28, 2022, the Board of Directors of Atos decided not to propose the payment of a dividend in view of the losses for the year 2021.

⁽⁴⁾ The dividend was eligible to a 40% tax deduction.

Fourth resolution (*Ratification of the appointment of a Director: Ms. Françoise MERCADAL-DELASALLES*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors’ report, decides to ratify the appointment, made on a provisional basis by the Board of Directors at its meeting of January 2, 2024, of Ms. Françoise MERCADAL-DELASALLES, as Director of the Company, to replace Ms. Valérie BERNIS, who resigned, for the remainder of her predecessor’s term of office, i.e. until the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2024.

Fifth resolution (*Ratification of the appointment of a Director: Mr. Jean-Jacques MORIN*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors’ report, decides to ratify the appointment, made on a provisional basis by the Board of Directors at its meeting of January 2, 2024, of Mr. Jean-Jacques MORIN, as Director of the Company, to replace Mr. Vernon SANKEY, who resigned, for the remainder of his predecessor’s term of office, i.e. until the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2024.

Sixth resolution (*Ratification of the appointment of a Director: Ms. Sujatha CHANDRASEKARAN*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors’ report, decides to ratify the appointment, made on a provisional basis by the Board of Directors at its meeting of January 14, 2024, of Ms. Sujatha CHANDRASEKARAN, as Director of the Company, to replace Ms. Aminata NIANE, who resigned, for the remainder of her predecessor’s term of office, i.e. until the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2023.

Seventh resolution (*Ratification of the appointment of a Director: Ms. Monika MAURER*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors’ report, decides to ratify the appointment, made on a provisional basis by the Board of Directors at its meeting of January 14, 2024, of Ms. Monika MAURER, as Director of the Company, to replace Mr. Bertrand MEUNIER, who resigned, for the remainder of her predecessor’s term of office, i.e. until the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2023.

Eighth resolution (*Ratification of the appointment of a Director: Mr. Alain CROZIER*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors’ report, decides to ratify the appointment, made on a provisional basis by the Board of Directors at its meeting of April 2, 2024, of Mr. Alain CROZIER, as Director of the Company, to replace Mr. Carlo d’ASARO BIONDO, who resigned, for the remainder of his predecessor’s term of office, i.e. until the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2023.

Ninth resolution (*Ratification of the appointment of a Director: Mr. Philippe SALLE*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors’ report, decides to ratify the appointment, made on a provisional basis by the Board of Directors at its meeting of October 14, 2024, of Mr. Philippe SALLE, as Director of the Company, to replace Mr. David LAYANI, who resigned, for the remainder of his predecessor’s term of office, i.e. until the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2025.

Tenth resolution (*Renewal of Ms. Sujatha CHANDRASEKARAN’s term of office as Director*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings,

having reviewed the Board of Directors' report, noting that the director's term of office of Ms. Sujatha CHANDRASEKARAN will expire at the end of this meeting, decides, upon proposal of the Board of Directors, to renew her term of office for a term that will expire at the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2026.

Eleventh resolution (*Appointment of Ms. Joanna DZIUBAK as Director*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors' report, decides, upon proposal of the Board of Directors, to appoint Ms. Joanna DZIUBAK as Director for a term that will expire at the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2026.

Twelfth resolution (*Appointment of Ms. Hildegard MÜLLER as Director*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors' report, decides, upon proposal of the Board of Directors, to appoint Ms. Hildegard MÜLLER as Director for a term that will expire at the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2026.

Thirteenth resolution (*Appointment of Forvis Mazars as Sustainability Auditor in charge of certifying sustainability information*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors' report, resolves, in accordance with Articles L. 821-40 et seq. of the French Commercial Code, to appoint Forvis Mazars, a *société anonyme* with registered offices at Tour Exaltis, 61 rue Henri Regnault, 92400 Courbevoie, registered with the Nanterre Trade and Companies Registry under number 784 824 153, as Sustainability Auditor in charge of certifying sustainability information. This appointment is for a term of six years, expiring at the end of the General Meeting called to approve the financial statements for the fiscal year ending December 31, 2030.

Fourteenth resolution (*Decision to entrust Forvis Mazars with an additional regularization assignment relating to the certification of sustainability information for the 2024 financial year*) - The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors' report, resolves, in accordance with Article L. 821-5 of the French Commercial Code, to entrust Forvis Mazars, a *société anonyme* with registered offices at Tour Exaltis, 61 rue Henri Regnault, 92400 Courbevoie, registered in the Nanterre Trade and Companies Register under number 784 824 153, with an additional regularization assignment relating to the certification of sustainability information for the fiscal year ending December 31, 2024.

Fifteenth resolution (*Special report of the auditors regarding the agreements and undertakings referred to in articles L. 225-38 et seq. of the French Commercial Code*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings notes that the Statutory Auditors' special report on agreements and commitments governed by article L. 225-38 et seq. of the French Commercial Code, the Statutory Auditors' special report, as required by the applicable laws and regulations, which does not mention any new agreements or commitments authorized by the Board of Directors during the 2023 financial year, nor any agreements entered into or commitments made in prior years, the effects of which would have continued during the 2023 financial year.

Sixteenth resolution (*Approval of the compensation components paid or granted for the period from January 1, 2023 to October 14, 2023 to Mr. Bertrand MEUNIER, Chairman of the Board of Directors*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, approves, pursuant to article L. 22-10-34 II of the French Commercial Code, the fixed, variable, long-term and exceptional elements making up the total compensation and benefits of all kind paid or awarded in respect of the financial year ending December 31, 2023 to Mr. Bertrand MEUNIER, Chairman of the Board of Directors for the period from January 1, 2023 to October 14, 2023, as presented in the Company's report on corporate governance referred to in article L. 225-37 of the French Commercial Code, mentioned in the 2023 Universal Registration Document, Section 4.3.

Seventeenth resolution (*Approval of the compensation components paid or granted for the period from October 14, 2023 to December 31, 2023 to Mr. Jean-Pierre MUSTIER, Chairman of the Board of Directors*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, approves, pursuant to article L. 22-10-34 II of the French Commercial Code, the fixed, variable, long-term and exceptional elements making up the total compensation and benefits of all kind paid or awarded in respect of the financial year ending December 31, 2023 to Mr. Jean-Pierre MUSTIER, Chairman of the Board of Directors for the period from October 14, 2023 to December 31, 2023, as presented in the Company’s report on corporate governance referred to in article L. 225-37 of the French Commercial Code, mentioned in the 2023 Universal Registration Document, Section 4.3, and it being specified that Mr. Jean-Pierre Mustier has informed the Company of his wish not to be paid and not to receive this amount, which will be donated to the Company’s CSR program in India, which finances the schooling of underprivileged children.

Eighteenth resolution (*Approval of the compensation components paid or granted for the period from January 1, 2023 to October 3, 2023 to Mr. Nouridine BIHMANE, Chief Executive Officer*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, approves, pursuant to article L. 22-10-34 II of the French Commercial Code, the fixed, variable, long-term and exceptional elements making up the total compensation and benefits of all kind paid or awarded in respect of the financial year ending December 31, 2023 to Mr. Nouridine BIHMANE, Chief Executive Officer for the period from January 1, 2023 to October 3, 2023, as presented in the Company’s report on corporate governance referred to in article L. 225-37 of the French Commercial Code, mentioned in the 2023 Universal Registration Document, Section 4.3.

Nineteenth resolution (*Approval of the compensation components paid or granted for the period from January 1, 2023 to October 3, 2023 to Mr. Philippe OLIVA, Deputy Chief Executive Officer*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, approves, pursuant to article L. 22-10-34 II of the French Commercial Code, the fixed, variable, long-term and exceptional elements making up the total compensation and benefits of all kind paid or awarded in respect of the financial year ending December 31, 2023 to Mr. Philippe OLIVA, Deputy Chief Executive Officer for the period from January 1, 2023 to October 3, 2023, as presented in the Company’s report on corporate governance referred to in article L. 225-37 of the French Commercial Code, mentioned in the 2023 Universal Registration Document, Section 4.3.

Twentieth resolution (*Approval of the compensation components paid or granted for the period from October 3, 2023 to December 31, 2023 to Mr. Yves BERNAERT, Chief Executive Officer*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, approves, pursuant to article L. 22-10-34 II of the French Commercial Code, the fixed, variable, long-term and exceptional elements making up the total compensation and benefits of all kind paid or awarded in respect of the financial year ending December 31, 2023 to Mr. Yves BERNAERT, Chief Executive Officer for the period from October 3, 2023 to December 31, 2023, as presented in the Company’s report on corporate governance referred to in article L. 225-37 of the French Commercial Code, mentioned in the 2023 Universal Registration Document, Section 4.3.

Twenty-first resolution (*Approval of the compensation components paid or granted for the period from January 1, 2024 to January 14, 2024 to Mr. Yves BERNAERT, Chief Executive Officer*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, approves, pursuant to article L. 22-10-34 II of the French Commercial Code, the fixed, variable, long-term and exceptional elements making up the total compensation and benefits of all kind paid or awarded in respect of the 2024 financial year to Mr. Yves BERNAERT, Chief Executive Officer for the period from January 1, 2024 to January 14, 2024, as presented in the Company’s report on corporate governance referred to in article L. 225-37 of the French Commercial Code, mentioned in the 2023 Universal Registration Document, Section 4.3.

Twenty-second resolution (*Approval of the information relating to the compensation of the corporate officers referred to in article L. 22-10-9 I of the French Commercial Code*) – The General Meeting,

ruling under the quorum and majority requirements for ordinary general meetings, approves, pursuant to article L. 22-10-34 I of the French Commercial Code, the information referred to in article L. 22-10-9 I of the abovementioned Code which is included in the Company's report on corporate governance referred to in article L. 225-37 of the French Commercial Code, mentioned in the 2023 Universal Registration Document, Section 4.3.

Twenty-third resolution (*Determination of the total annual compensation of the Directors*) – The General Meeting, ruling under the quorum and majority requirements for Ordinary General Meetings, having reviewed the Board of Directors' report and on the recommendation of the Board of Directors, decides, exceptionally, to set the total annual compensation of the Directors at €1,400,000, for the 2024 financial year and until otherwise decided by the General Meeting, in view of the exceptional commitment of the Directors in the context of the restructuring and the number of meetings held during the year (121 meetings as of December 21, 2024).

For information, the Board of Directors, on the recommendation of the Remuneration Committee, has decided to propose to the General Meeting called to approve the financial statements for the year ended December 31, 2024, that this envelope be reduced to €1,000,000 for the 2025 financial year and subsequent years, until such time as the General Meeting decides otherwise.

Twenty-fourth resolution (*Approval of the compensation policy applicable to Directors for 2024*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the report on corporate governance referred to in article L. 225-37 of the French Commercial Code, approves, pursuant to article L. 22-10-8 II of the French Commercial Code, the compensation policy applicable to Directors for 2024, mentioned in the 2023 Universal Registration Document, Section 4.3 and in the Board of Directors' report on the resolutions included in the convening brochure to this General Meeting.

Twenty-fifth resolution (*Approval of the compensation policy applicable to the Chairman of the Board of Directors for 2024*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the report on corporate governance referred to in article L. 225-37 of the French Commercial Code, approves, pursuant to article L. 22-10-8 II of the French Commercial Code, the compensation policy applicable to the Chairman of the Board of Directors for 2024, mentioned in the 2023 Universal Registration Document, Section 4.3 and the first amendment to the 2023 Universal Registration Document, Section 4.5.

Twenty-sixth resolution (*Approval of the compensation policy applicable to the Chief Executive Officer for 2024*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the report on corporate governance referred to in article L. 225-37 of the French Commercial Code, approves, pursuant to article L. 22-10-8 II of the French Commercial Code, the compensation policy applicable to the Chief Executive Officer for 2024, mentioned in the 2023 Universal Registration Document, Section 4.3 and the first amendment to the 2023 Universal Registration Document, Section 4.5.

Twenty-seventh resolution (*Approval of the compensation policy applicable to the Chairman and Chief Executive Officer for 2025*) – The General Meeting, ruling under the quorum and majority requirements for Ordinary General Meetings, having reviewed the report of the Board of Directors, approves, pursuant to article L. 22-10-8 II of the French Commercial Code, the compensation policy applicable to the Chairman and Chief Executive Officer for 2025, mentioned in the Board of Directors' report on the resolutions included in the convening brochure to this General Meeting.

Twenty-eighth resolution (*Authorization to be granted to the Board of Directors for the purpose of purchasing, holding or transferring shares in the Company*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors' report, authorizes, in accordance with the provisions of articles L. 22-10-62 *et seq.* and articles L. 225-210 *et seq.* of the French Commercial Code, articles 241-1 *et seq.* of the General

Regulation of the French Financial Market Authority (“AMF”), Regulation (EU) no 596/2014 of the European Parliament and Council of April 16, 2014 on market abuse, Delegated Regulation (EU) no 2016/1052 of March 8, 2016 of the European Commission and the market practices admitted by AMF, the Board of Directors, with option of sub-delegation in accordance with the conditions set out in the relevant laws and regulations, to purchase Company’s shares in the context of the implementation of a share buyback program.

These purchases could be carried out:

- to ensure liquidity and an active market of the Company’s shares through an investment services provider acting independently in the context of a liquidity contract, in accordance with the market practice accepted by the AMF;
- to attribute or sell these shares to the executive officers and Directors or to the employees of the Company and/or to the current or future affiliated companies, under the conditions and according to the terms set or accepted by applicable legal and regulatory provisions in particular in connection with (i) profit-sharing plans, (ii) the share purchase option regime laid down under articles L. 22-10-56 *et seq.* and L. 225-177 *et seq.* of the French Commercial Code, and (iii) free awards of shares in particular under the framework set by articles L. 22-10-59, L. 22-10-60 and L. 225-197-1 *et seq.* of the French Commercial Code and (iv) French or foreign law shareholding plans, in particular in the context of a company savings plan, as well as to carry out all hedging operations relating to these operations, under the terms and conditions set by market authorities and at such times as the board of directors or the person acting upon its delegation so decides;
- to remit the shares acquired upon the exercise of the rights attached to securities giving the right, whether immediate or deferred, by reimbursement, conversion, exchange, presentation of a warrant or any other way, to the attribution of shares of the Company, as well as to carry out all hedging operations relating to the issuance of such securities, under the conditions set by market authorities and at such times as the Board of Directors or the person acting upon its delegation so decides; or
- to keep them and subsequently use them in payment or exchange or other in the context of potential external growth operations; or
- to cancel them in whole or in part through a reduction of the share capital authorized by the General Meeting pursuant to the 19th resolution approved by the General Meeting of June 28, 2023, or
- to implement any market practice that may be permitted by the AMF and, more generally, with a view to carrying out any other transaction that complies with the regulations in force.

This authorization shall be used at any time except during public offers on the shares of the Company.

This authorization is also intended to allow the Company to trade in own shares for any other purpose in compliance with applicable regulation or which would subsequently enjoy a legitimacy presumption under the relevant legal and regulatory provisions or that may subsequently be admitted as market practice by the AMF. In such case, the Company shall inform its shareholders by press release.

The purchase of shares shall not exceed, at any time, a maximum number of shares representing 10% of the share capital of the Company, at any time, this percentage being applied to a share capital figure adjusted to reflect transactions affecting the share capital subsequent to the present General Meeting, it being specified that where the shares are repurchased in the context of a liquidity contract, the number of shares taken into account in calculating the 10% limit will be the number of shares purchased minus the number of shares resold during the period of the authorization. It is also specified that the number of shares acquired in order to be held and subsequently remitted in payment or exchange as part of a

merger, demerger or contribution may not exceed 5% of the Company's share capital at that date, and that the Company may not directly or indirectly hold more than 10% of its share capital.

Acquisitions, sales and transfers or exchange of shares may be made by any means, subject to the limits authorized by the laws and regulations in force, on one or several occasions, on a regulated market or via a multilateral trading facility or a systematic internalizer or over the counter, including by public tender offering or by block purchases or sales (with no limit on the portion of the share repurchase program), and where required, by derivative financial instrument (traded on a regulated market or a multilateral trading facility via a systematic internalizer or over the counter) or by warrants or securities giving access to Company shares, or the implementation of optional strategies such as purchases or sales of purchase or sale options, or by the issuance of securities giving access to the Company's capital by conversion, exchange, redemption, exercise of a warrant or any other means to Company shares held by this latter party, and when the Board of Directors or the person acting on the Board of Directors' authority, under conditions laid down in the law, decides in compliance with the relevant legal and regulatory provisions.

The maximum purchase price shall not exceed €50 per share (excluding fees).

The Board of Directors shall adjust the aforementioned maximum purchase price in the event of incorporation of premiums, reserves or profits, giving rise either to an increase of the nominal value of the shares, or the creation and the free allocation of shares, and in case of division of the nominal value of the share or share consolidation or any other transaction on equity, so as to take account of the impact of such transactions on the value of the shares.

The maximum amount of the funds assigned to the buy-back program shall thus be €895,179,898,215 as calculated on the basis of the share capital as December 18, 2024, this maximum amount may be adjusted to take in account the amount of the capital on the day of the General Meeting.

The General Meeting also grants full powers to the Board of Directors, with powers to sub-delegate within the limits of the law, to submit orders on the stock exchange or outside it, to allocate or reallocate the shares acquired (including under previous share buyback program authorizations) to the various objectives pursued under the applicable legal or regulatory conditions, to draw up all agreements, notably in view of the maintenance of registers of purchases and sales of shares, to draw up all documents, carry out all formalities, effect all declarations and notices to all bodies, and in particular to the AMF, for operations carried out by way of application of this resolution, to set the conditions and procedures according to which the preservation of the rights of holders of securities giving access to the share capital of the Company are guaranteed, if necessary, and those of the beneficiaries of subscription or purchase options or of Company free share awards, in compliance with the legal and regulatory provisions, and as applicable, the contractual provisions providing for other adjustment cases, and in general, to take all necessary measures. The General Meeting also grants full powers to the Board of Directors, if the law or the AMF extend or complete the objectives enjoying a legitimacy presumption for share buy-back programs, to make public, in compliance with relevant legal and regulatory provision, any changes of the program related to the amended objectives.

This authorization is given for a duration of eighteen (18) months, starting from the day of this General Meeting, and cancels with effect from this day any unused portion of any previous authorization having the same purpose.

Extraordinary items

Twenty-ninth resolution (*Delegation of powers to be granted to the Board of Directors to carry out a reverse split of the Company's shares*) – The General Meeting, ruling under the quorum and majority requirements for Extraordinary General Meetings, having reviewed the Board of Directors' report:

1. delegates to the Board of Directors, with powers to subdelegate within the law, the authority to decide on one or more reverse splits of the Company's share capital;
2. resolves that the number of shares comprising the Company's share capital as it existed immediately prior to the relevant reverse split (the "**Old Shares**") may not exceed 10,000 times the number of new shares comprising the Company's share capital resulting from the reverse split (the "**New Shares**");
3. formally notes that, in accordance with the provisions of article 6 of decree no. 48-1683 of October 30, 1948, shareholders who own fewer than the number of Old Shares required to effect the reverse stock-split will be required to purchase or sell the Old Shares necessary to effect the reverse stock-split within thirty (30) days of the start of the reverse stock-split;
4. formally notes that, in accordance with the provisions of article 6 of decree no. 48-1683 of October 30, 1948 and article R.228-12 of the French Commercial Code, at the end of the exchange period, any New Shares that could not be allocated individually and corresponding to fractional rights will be sold, and that the proceeds of this sale will be allocated in proportion to the fractional rights of each rights holder;
5. for a period of twelve months from the date of this General Meeting, give full powers to the Board of Directors, with the option of sub-delegation, to implement this resolution, and in particular:
 - set the terms and conditions of the reverse stock-split, taking into account in particular the number of shares and the amount of the Company's share capital at the time the reverse stock-split is decided;
 - set the start date of the reverse split, which will take place at the earliest on expiry of a period of fifteen (15) days from the date of publication of the notice of reverse split to be published by the Company in the *Bulletin des Annonces Légales Obligatoires*;
 - set the exchange period during which shareholders may consolidate their Old Shares, up to a maximum of thirty (30) days from the date of commencement of the reverse stock-split operations set by the notice of reverse stock-split published by the Company in the *Bulletin des Annonces Légales Obligatoires* referred to above;
 - publish all notices and carry out all legal and regulatory formalities;
 - suspend, for a period not exceeding three (3) months, the exercise of any securities giving access to the share capital in order to facilitate the reverse stock-split;
 - record and determine the exact number of Old Shares with a par value of 0.0001 euros to be consolidated and the exact number of New Shares likely to result from the reverse stock-split;
 - record the definitive completion of the reverse stock-split and amend the Company's bylaws accordingly;
 - determine and proceed, where applicable, as a consequence of the reverse stock-split, with the adjustment of the rights of beneficiaries of free shares, issued or to be issued, and with the corresponding information for said beneficiaries, in accordance with applicable legal and regulatory provisions and contractual stipulations;
 - determine and make any adjustments (including adjustments in cash) to the rights of holders of securities giving access to the Company's capital as a result of the reverse stock-split, in accordance with applicable laws and regulations and contractual provisions;
 - adjust the number of shares that may be issued in connection with the use of authorizations and delegations of authority or powers granted to the Board of Directors by previous shareholders' General Meetings and by this General Meeting;
 - more generally, to do whatever may be useful or necessary to carry out the reverse stock-split under the conditions set out in this resolution and in accordance with applicable regulations.

Thirtieth resolution (*Delegation of authority to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital and/ or securities carrying a right to the allocation of debt while maintaining preferential subscription rights*) – The General Meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the Board of Directors’ report and the statutory auditors’ special report, and pursuant to the provisions of articles L. 225-129 *et seq.*, in particular article L. 225-129-2, L. 225-132 to L. 225-134 of the French Commercial Code, of Article L. 22-10-49 and the provisions of article L. 228-91 *et seq.* of said Code:

1. delegates to the Board of Directors, with the right to sub-delegate under the conditions provided by the legal and regulatory provisions, its authority to increase the Company’s share capital on one or more occasions, in France and/or abroad, in such proportions and at such times as it shall see fit, by issuance, maintaining the preferential subscription right, of (i) shares (excluding preferred shares) or (ii) securities governed by articles L. 228-91 *et seq.* of the French Commercial Code giving access, immediately or in the future, to the Company’s share capital or the share capital of any other company in which the Company holds, either directly or indirectly, more than one-half of the share capital (a “**Subsidiary**”), including securities carrying a right to the allocation of debt, for consideration or for free, provided that such shares and securities may be subscribed for, in whole or in part, in cash, by set-off of receivables or by the capitalization of reserves, profits or premiums, and that the securities (other than shares) can be labelled in euros or in any other currency, or in any monetary unit established by reference to a basket of currency;
2. resolves to set as follows:
 - a) the maximum amounts of the capital increases authorized if the Board of Directors uses this delegation of authority shall be as follows:
 - the maximum nominal amount of the capital increases that may be carried out immediately or in the future pursuant to this delegation of authority shall be 40% of the share capital on the day of this General Meeting, it being specified that the nominal amount of share capital increases carried out under the 31st, 32nd, 33rd, 34th, 35th, 37th, and 38th resolutions of this General Meeting shall be deducted from this amount;
 - said upper limit shall, if necessary, be increased by the nominal amount of shares that may be issued in addition in the event of further financial transactions, in order to preserve the rights of holders of negotiable securities giving access to the share capital or other rights giving access to the share capital;
 - it is specified that the upper limit provided for in the 36th resolution of this General Meeting is separate and that the amount of the capital increases carried out pursuant to this resolution will not count towards the total upper limit referred to above;
 - b) the maximum amounts on issuances of debt securities authorized in the event that the Board of Directors makes use of this delegation of authority:
 - the maximum aggregate nominal amount of debt securities that may be issued immediately or in the future under this authorization may not exceed a maximum principal amount of 1,000,000,000 euros (or the equivalent of this amount in the event of an issue in a foreign currency or in a unit of account determined by reference to several currencies);
 - this said limit applies to all issuance of debt securities that may be carried out pursuant to the delegations granted under the 31st and 32nd resolutions submitted to this General Meeting.;
 - for the purposes of calculating the said limit set in paragraph (b) above, the equivalent value in euros of the principal amount of debt securities issued in foreign currencies will be assessed on the date of the decision to issue them.

3. resolves that the Board of Directors may not take the decision to use the delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the Company unless it obtains prior authorization from the General Meeting; this restriction shall remain in effect until the end of the offer period;
4. if the Board of Directors uses this delegation of authority:
 - resolves that shareholders will have a preferential right to subscribe for the issue or issues on an irreducible basis in proportion to the number of shares then owned by them;
 - decides that the Board of Directors has the power to introduce a reducible subscription right;
 - officially notes that this delegation of authority automatically involves the express waiver by shareholders, in favor of the holders of securities giving access to the capital of the Company, which will be issued pursuant to this resolution, of their preferential subscription rights in respect of shares into which such securities are convertible, whether immediately or in the future;
 - decides that in accordance with article L. 225-134 of the French Commercial Code, if irreducible, and, if applicable, reducible subscriptions do not absorb the entirety of the issue, the Board of Directors may exercise one or more of the following options under the conditions provided by law and in such order as it shall determine:
 - to limit the issue to the amount of the subscriptions, provided that, for any equity security, said amount equals at least three quarters of the amount of the issue decided upon,
 - in its discretion, to distribute all or part of the shares or securities, the issue of which has been decided upon but that have not been subscribed,
 - to offer all or part of the shares or securities which have not been subscribed for, to the public in France or abroad,
 - resolves that warrants to subscribe for the Company's shares may also be issued by way of free allocations to the owners of existing shares, provided that the Board of Directors shall have the option to decide that allocation rights in respect of fractional shares shall not be tradable nor transferable and that the corresponding securities shall be sold;
5. resolves that the Board of Directors, with the power to sub-delegate as provided by legal and regulatory provisions, will have all necessary powers to implement this delegation of authority, in particular in order to:
 - decide the issuance of shares and/or securities;
 - decide on the amount of the capital increase and the issue price, as well as determine the amount of the premium, if applicable;
 - determine the dates and terms of the capital increase, and the nature and characteristics of the securities to be created; decide, in addition, in the case of bonds or other debt securities (including the securities conferring a right to the allocation of debt securities referred to in article L. 228-91 of the French Commercial Code), whether they will be subordinated or not (and, if so, their level of subordination, in accordance with the provisions of article L. 228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interest or zero or indexed coupon), and provide, if necessary, for compulsory or optional cases of suspension or non-payment of interest, provide for their term (fixed or perpetual),

- the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including providing them with guarantees or security interests) and redemption (including repayment by the delivery of assets of the Company); if necessary, these securities may be coupled with warrants conferring a right to the allocation, acquisition or subscription of bonds or other securities representing debt, or may provide for the Company to have the option to issue debt securities (whether of a similar nature or otherwise) by way of payment of interest payment of which has been suspended by the Company, or alternatively could take the form of complex bonds as defined by the market authorities (for example, by reason of the terms of redemption or remuneration or other rights such as indexation, possibility of options); and amend the terms referred to above during the term of the securities concerned, in compliance with the applicable formalities;
- determine the manner of payment for the shares or securities giving access to the share capital to be issued immediately or in the future;
 - if necessary, determine the terms of exercise of the rights (rights to conversion, exchange and redemption, including by the delivery of assets of the Company such as treasury shares or securities already issued by the Company, as the case may be) attached to the shares or securities giving access to the share capital to be issued and, in particular, determine, even retroactively, the effective date from which the new shares will carry entitlement to dividends, together with any other terms and conditions for completion of the capital increase;
 - set the terms and conditions under which the Company will have, if necessary, at any time or during fixed periods, the right to purchase or exchange on the stock exchange securities issued or to be issued, immediately or in the future, in order to cancel them or not, in accordance with the law;
 - provide for the suspension of the exercise of the rights attached to the issued securities as permitted by relevant laws and regulations;
 - at its sole initiative, charge the costs of the capital increase to the amount of the associated premiums and deduct from said amount the sums necessary to fund the statutory reserve;
 - determine and make any necessary adjustments to take into account the impact of transactions on the Company's capital, especially in the event of a change in the par value of the shares, increase in share capital by capitalization of reserves, free allocation of shares or equity securities, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting equity or share capital (including in case of a takeover bid and/or in the event of a change of control), and define, in accordance with legislative and regulatory provisions, the terms and conditions on which the rights of holders of securities giving access to the share capital (including through cash adjustments) will be protected, if necessary;
 - formally records completion of each capital increase and amend the Articles of Association accordingly;
 - in general, enter into any agreement, in particular to ensure successful completion of the planned issuances, and take any measures and carry out any formalities relevant for the issuance, listing and financial servicing of the securities issued pursuant to this delegation of authority, together with the exercise of the rights attached thereto;
6. sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this General Meeting; delegation of authority which cancels and replaces, with effect from the date hereof, the previous delegation of authority

granted for the same purpose, granted by the General Meeting dated May 18, 2022 in its twenty-third resolution.

Thirty-first resolution (*Delegation of authority to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through public offerings other than those referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code, without preferential subscription rights*) – The General Meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the Board of Directors’ report and the statutory auditors’ special report, and in accordance with the provisions of articles L. 225-129 *et seq.* of the French Commercial Code, and in particular articles L. 225-129-2, L. 225-135, L. 225-136 and L. 22-10-49, L. 22-10-54 of said Code and the provisions of articles L. 228-91 *et seq.* of said Code:

1. delegates to the Board of Directors, with the power to sub-delegate under the conditions prescribed by legal and regulatory provisions, its authority to increase the Company’s share capital on one or more occasions, in such proportions and at such times as it shall see fit, in France and/or abroad, through public offerings other than those referred to 1° of Article L. 411-2 of the French Monetary and Financial Code, by way of issuance, without preferential subscription rights, of (i) shares (excluding preferred shares) or (ii) securities governed by articles L. 228-91 *et seq.* of the French Commercial Code giving access, immediately or in the future, to the Company’s share capital or to the share capital of a company in which the Company holds, either directly or indirectly, more than one half of the share capital (a “**Subsidiary**”), including securities carrying a right to the allocation of debt, issued for consideration or for free, provided that such shares and securities may be subscribed for, in whole or in part, in cash, by the set-off of receivables, or by the capitalization of reserves, profits or premiums, that the securities (other than shares) can be labelled in euros or in any other currency, or in any monetary unit established by reference to a basket of currency, and that these shares or securities giving access to the capital may, in particular, be issued for the purpose of paying for securities contributed to the Company in the context of a securities exchange takeover bid implemented by the Company in France and/or abroad in accordance with local rules (for example, in the context of a “reverse merger”) in relation to securities satisfying the conditions set out in article L. 22-10-54 of the French Commercial Code;
2. delegates to the Board of Directors, with the power to sub-delegate as permitted by legal and regulatory provisions, its authority to decide to issue shares or securities giving access to the Company’s share capital to be issued following the issue, by one of its Subsidiaries, of securities giving access to the Company’s share capital, provided that this resolution automatically entails an unconditional waiver, in favor of the future holders of securities that may be issued by Subsidiaries, by existing shareholders of their preferential subscription rights with respect to shares or securities giving access to the share capital of the Company to which any such future securities may give access;
3. resolves to set as follows:
 - a) the limit the amounts of the capital increases authorized in the event that this delegation of authority is used by the Board of Directors as follows:
 - the maximum nominal amount of the capital increases that may be carried out pursuant to this delegation, whether immediately or in the future, shall be 10% of the share capital on the date of this General Meeting, it being specified (i) that said amount will count towards the limit stipulated by paragraph 2 of the 30th resolution of this General Meeting or, if applicable, towards any limit that may be stipulated by any resolution of the same nature that may follow said resolution during the period of validity of this delegation of authority, and (ii) that the nominal amount of the share capital increases without preferential

subscription rights that may be carried out pursuant to the 32nd, 33rd, 34th, 35th, 37th, and 38th resolutions of this General Meeting shall be deducted from this amount;

- if necessary, said cap shall be increased by the nominal amount of any additional shares issued in the event of further financial transactions in order to preserve the rights of holders of securities giving access to the Company's share capital or other rights giving access to the Company's share capital;

b) the limits of the amounts on issuances of debt securities authorized in the event that the Board of Directors makes use of this delegation of authority:

- the maximum aggregate nominal amount of debt securities that may be issued immediately or in the future under this authorization may not exceed a maximum principal amount of 1,000,000,000 euros (or the equivalent of this amount in the event of an issue in a foreign currency or in a unit of account determined by reference to several currencies);
 - this said limit applies to all issuance of debt securities that may be carried out pursuant to the delegations granted under the 30th and 32nd resolutions submitted to this General Meeting;
 - for the purposes of calculating the said limit set in paragraph (b) above, the equivalent value in euros of the principal amount of debt securities issued in foreign currencies will be assessed on the date of the decision to issue them.
4. resolves that the Board of Directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the Company unless it obtains prior authorization from the General Meeting; this restriction shall remain in effect until the end of the offer period;
 5. resolves to cancel the preferential subscription rights of shareholders in respect of the shares and/or securities to be issued pursuant to this resolution, while nevertheless giving the Board of Directors the option, pursuant to article L. 22-10-51, of the French Commercial Code, to grant shareholders, for such period and on such terms as it shall determine in accordance with the applicable legal and regulatory provisions, and in respect of all or part of an issue, a priority subscription period not giving rise to the creation of tradeable rights, and which must be exercised in proportion to the number of shares owned by each shareholder and may potentially be supplemented by a reducible subscription, provided that the securities not subscribed for in said manner will be the subject of a public offering other than those referred to 1^o of Article L. 411-2 of the French Monetary and Financial Code, in France and/or abroad;
 6. officially notes that if subscriptions, including those of shareholders, if applicable, do not absorb the entirety of the issue, the Board may limit the amount of the operation to the amount of the subscriptions received, on the condition that said amount is at least three quarters of the issue decided upon;
 7. officially notes that this delegation of authority automatically entails an express waiver by the shareholders, in favor of the holders of the securities giving access to the Company's capital that will be issued under this resolution, of their preferential subscription rights to the shares to which these securities will entitle them immediately or in the future;
 8. decides to delegate, pursuant to article L. 22-10-52 of the French Commercial Code, to the Board of Directors the powers to set at its discretion the issue price of the shares issued directly, and that the issue price of the securities giving access to the share capital and the number of shares into which each security is convertible, redeemable, or otherwise transformable shall be such that the amount received immediately by the Company plus any amount to be received

subsequently by the Company will be, for each share issued as a consequence of the issuance of such securities, at least equal to the price freely set by the Board of Directors;

9. acknowledges that the provisions of paragraph 8 shall not apply to the cases referred to in article L. 22-10-54 of the French Commercial Code.
10. resolves that the Board of Directors, with the power to sub-delegate as permitted by legal and regulatory provisions, will have all necessary powers to implement this delegation of authority, in particular in order to:
 - decide the issuance of shares and/or securities;
 - decide the amount of the capital increase and the issue price, as well as determine the amount of the premium, if applicable;
 - determine the dates and terms of the capital increase, and the nature and characteristics of the securities to be created; decide, in addition, in the case of bonds or other debt securities (including the securities conferring a right to the allocation of debt securities referred to in article L. 228-91 of the French Commercial Code), whether they will be subordinated or not (and, if so, their level of subordination, in accordance with the provisions of article L. 228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interest or zero or indexed coupon), and provide, if necessary, for compulsory or optional cases of suspension or non-payment of interest, provide for their term (fixed or perpetual), the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including providing them with guarantees or security interests) and redemption (including repayment by the delivery of assets of the Company); if necessary, these securities may be coupled with warrants conferring a right to the allocation, acquisition or subscription of bonds or other securities representing debt, or may provide for the Company to have the option to issue debt securities (whether of a similar nature or otherwise) by way of payment of interest payment of which has been suspended by the Company, or alternatively could take the form of complex bonds as defined by the market authorities (for example, by reason of the terms of redemption or remuneration or other rights such as indexation, possibility of options); and amend the terms referred to above during the term of the securities concerned, in compliance with the applicable formalities;
 - determine the manner of payment for the shares or securities giving access to the share capital to be issued immediately or in the future;
 - if necessary, determine the terms of exercise of the rights (rights to conversion, exchange and redemption, including by the delivery of assets of the Company such as treasury shares or securities already issued by the Company, as the case may be) attached to the shares or securities giving access to the share capital to be issued and, in particular, determine, even retroactively, the effective date from which the new shares will carry entitlement to dividends, together with any other terms and conditions for completion of the capital increase;
 - set the terms and conditions under which the Company will have, if necessary, at any time or during fixed periods, the right to purchase or exchange on the stock exchange securities issued or to be issued, immediately or in the future, in order to cancel them or not, in accordance with the law;
 - provide for the ability, if necessary, to suspend the exercise of the rights attached to these securities in accordance with the legal and regulatory provisions;

- in the event of an issuance of securities for the purpose of paying for shares contributed in the context of a public exchange offer (*offre publique d'échange* (OPE)), draw up a list of securities to be contributed on the exchange, set the conditions for the issuance, the exchange ratio as well as the amount of any additional payment in cash (*soulte*), if any, the terms for setting the price provided for in paragraph 8 of this resolution not being applicable, and determine the terms and conditions of an issuance for an OPE, an alternative purchase or exchange offer, a single offer to buy or trade securities in consideration for a payment in securities or cash, a principal public tender offer (*offre publique d'achat* (OPA)) or public exchange offer accompanied by a subsidiary public exchange offer or public tender offer, or any other form of public offer with an exchange component complying with the law and regulations applicable to such a public offer;
 - on its sole initiative, charge the costs of the capital increases to the amount of the associated premiums and deduct from said amount the sums necessary to fund the statutory reserve;
 - determine and make any necessary adjustments to take into account the impact of transactions on the Company's capital, especially in the event of a change in the par value of the shares, increase in share capital by capitalization of reserves, free allocation of shares or equity securities, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting equity or share capital (including in case of a takeover bid and/or in the event of a change of control), and define, in accordance with the legislative and regulatory provisions, the terms and conditions on which the rights of holders of securities convertible into Company shares (including through cash adjustments) will be protected, if necessary;
 - formally record completion of each capital increase and amend the Articles of Association accordingly;
 - in general, enter into any agreement, in particular to complete the contemplated issues successfully, and take any measures and complete any formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this delegation of authority, together with the exercise of the rights attached thereto;
11. sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this General Meeting; delegation which cancels, and replaces, with effect from the date hereof, the previous delegation of authority granted for the same purpose, granted by the General Meeting dated May 18, 2022 in its twenty-fourth resolution.

Thirty-second resolution (*Delegation of authority to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through a public offering referred to in article L. 411-2, 1° of the French Monetary and Financial Code, without preferential subscription rights*) – The General Meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the Board of Directors' report and the statutory auditors' special report, and in accordance with articles L. 225-129 *et seq.* of the French Commercial Code, in particular articles L. 225-129-2, L. 225-135, and L. 225-136 of said Code, with articles L. 22-10-49, L. 22-10-51 *et seq.* of the French Commercial Code, with articles L. 228-91 *et seq.* of said Code and with article L. 411-2, 1° of the French Monetary and Financial Code:

1. delegates to the Board of Directors, with the power to sub-delegate subject to applicable legal and regulatory provisions, its authority to decide to increase the Company's share capital, on one or more occasions, in the proportions and at the times it sees fit, in France and/or abroad, through a public offering covered by article L. 411-2, 1° of the French Monetary and Financial Code, by issuing, without preferential subscription rights, of (i) shares (other than preferred

shares) or (ii) securities governed by articles L. 228-91 *et seq.* of the French Commercial Code giving access, immediately or in the future, to the Company's share capital or to the share capital of a company in which the Company holds, either directly or indirectly, more than one half of the share capital ("Subsidiary"), including securities carrying a right to the allocation of debt, issued for consideration or for free, provided that the shares and other securities may be subscribed for, in whole or in part, in cash, by the set-off of receivables, or by the capitalization of reserves, profits or premiums, and that the securities (other than shares) can be labelled in euros or in any other currency, or in any monetary unit established by reference to a basket of currency;

2. delegates to the Board of Directors, with the power to sub-delegate as permitted by legal and regulatory provisions, its authority to decide to issue shares or securities giving access to the Company's share capital to be issued following the issue, by one of its Subsidiaries, of securities giving access to the Company's share capital, provided that this resolution automatically entails an unconditional waiver, in favor of the future holders of securities that may be issued by Subsidiaries, by existing shareholders of their preferential subscription rights with respect shares or securities giving access to the share capital of the Company to which any such future securities may give access;
3. resolves to set as follows:
 - a) the limits the amounts of the capital increases authorized in the event that this delegation of authority is used by the Board of Directors as follows:
 - the maximum nominal value of the capital increases that may, be carried out, immediately or in the future, pursuant to this delegation of authority shall be 10% of the share capital on the day of this General Meeting, it being specified (i) that this amount will be deducted from the aggregate cap stipulated in paragraph 2 of the 30th resolution of this General Meeting, or, if applicable, towards any limit that may be stipulated by any resolution of the same nature that may follow said resolution during the period of validity of this delegation of authority and (ii) the nominal amount of the share capital increases with preferential subscription right that may be carried out pursuant to the 31st, 33rd, 34th, 35th, 37th and 38th resolutions of this General Meeting shall be deducted from this amount;
 - in any event, equity securities issued under this delegation shall not exceed the limits provided for in the regulations applicable on the date of the issue; and
 - if necessary, said cap shall be increased by the nominal amount of any additional shares issued in the event of further financial transactions in order to preserve the rights of holders of securities giving access to the Company's share capital or other rights giving access to the Company's share capital;
 - b) the limits of the amounts on issuances of debt securities authorized in the event that the Board of Directors makes use of this delegation of authority:
 - the maximum aggregate nominal amount of debt securities that may be issued immediately or in the future under this authorization may not exceed a maximum principal amount of 1,000,000,000 euros (or the equivalent of this amount in the event of an issue in a foreign currency or in a unit of account determined by reference to several currencies);
 - this said limit applies to all issuance of debt securities that may be carried out pursuant to the delegations granted under the 30th and 31st resolutions submitted to this General Meeting;

- for the purposes of calculating the said limit set in paragraph (b) above, the equivalent value in euros of the principal amount of debt securities issued in foreign currencies will be assessed on the date of the decision to issue them.
4. resolves that the Board of Directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the Company unless it obtains prior authorization from the General Meeting; this restriction shall remain in effect until the end of the offer period;
 5. resolves to cancel the preferential subscription rights of shareholders in respect of the shares and/or securities to be issued pursuant to this resolution;
 6. officially notes that if the subscriptions do not absorb the entire capital increase, the Board of Directors may limit the capital increase to the amount of subscriptions received, provided that said amount reaches at least three-quarters of the capital increase decided upon;
 7. officially notes that this delegation of authority automatically entails an express waiver, in favor of the holders of securities giving access to the share capital, which will be issued pursuant to this resolution, by the Shareholders of their preferential subscription rights in respect of the shares to which said securities will entitle their holders, either immediately or in the future;
 8. decides to delegate, pursuant to article L. 22-10-52 of the French Commercial Code, to the Board of Directors the powers to set at its discretion the issue price of the shares issued directly, and that the issue price of the securities giving access to the share capital and the number of shares into which each security is convertible, redeemable, or otherwise transformable shall be such that the amount received immediately by the Company plus any amount to be received subsequently by the Company will be, for each share issued as a consequence of the issuance of such securities, at least equal to the price freely set by the Board of Directors;
 9. resolves that the Board of Directors shall have all powers, with the power to sub-delegate as permitted by legal and regulatory provisions, to implement this delegation of authority, in particular in order to:
 - decide the issuance of shares and/or securities;
 - decide the amount of the capital increase and the issue price, as well as determine the amount of the premium, if applicable;
 - determine the dates and terms of the capital increase, and the nature and characteristics of the securities to be created; decide, in addition, in the case of bonds or other debt securities (including the securities conferring a right to the allocation of debt securities referred to in article L. 228-91 of the French Commercial Code), whether they will be subordinated or not (and, if so, their level of subordination, in accordance with the provisions of article L. 228-97 of the French Commercial Code), set their interest rate (in particular fixed or variable interest or zero or indexed coupon), and provide, if necessary, for compulsory or optional cases of suspension or non-payment of interest, provide for their term (fixed or perpetual), the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including providing them with guarantees or security interests) and redemption (including repayment by the delivery of assets of the Company); if necessary, these securities may be coupled with warrants conferring a right to the allocation, acquisition or subscription of bonds or other securities representing debt, or may provide for the Company to have the option to issue debt securities (whether of a similar nature or otherwise) by way of payment of interest payment of which has been suspended by the Company, or alternatively could take the form of complex bonds as defined by the market authorities (for example, by reason of the terms of redemption or remuneration or other

rights such as indexation, possibility of options); and amend the terms referred to above during the term of the securities concerned, in compliance with the applicable formalities;

- determine the manner of payment for the shares or securities giving access to the share capital to be issued immediately or in the future;
- if necessary, determine the terms of exercise of the rights (rights to conversion, exchange and redemption, including by the delivery of assets of the Company such as treasury shares or securities already issued by the Company, as the case may be) attached to the shares or securities giving access to the share capital to be issued and, in particular, determine, even retroactively, the effective date from which the new shares will carry entitlement to dividends, together with any other terms and conditions for completion of the capital increase;
- set the terms and conditions under which the Company will have, if necessary, at any time or during fixed periods, the right to purchase or exchange on the stock exchange securities issued or to be issued, immediately or in the future, in order to cancel them or not, in accordance with the law;
- provide for the ability, if necessary, to suspend the exercise of the rights attached to these securities in accordance with the legal and regulatory provisions;
- on its sole initiative, charge the costs of the capital increases to the amount of the associated premiums and deduct from said amount the sums necessary to fund the statutory reserve;
- determine and make any necessary adjustments to take into account the impact of transactions on the Company's capital, especially in the event of a change in the par value of the shares, increase in share capital by capitalization of reserves, free allocation of shares or equity securities, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting equity or share capital (including in case of a takeover bid and/or in the event of a change of control), and define, in accordance with the legislative and regulatory provisions, the terms and conditions on which the rights of holders of securities convertible into Company shares (including through cash adjustments) will be protected, if necessary;
- formally record completion of each capital increase and amend the Articles of Association accordingly;
- in general, enter into any agreement, in particular to complete the contemplated issues successfully, and take any measures and complete any formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this delegation of authority, together with the exercise of the rights attached thereto;

- 10.** sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this General Meeting; delegation which cancels and replaces, with effect from the date hereof, the previous delegation granted for the same purpose, granted by the General Meeting dated May 18, 2022 in its twenty-fifth resolution.

Thirty-third resolution (*Delegation of powers to be granted to the Board of Directors to issue shares or securities giving access to the share capital as consideration for contributions in kind of equity securities or securities giving access to share capital, without preferential subscription rights*) – The General Meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the Board of Directors' report and the statutory auditors' special report, and in accordance with the provisions of articles L. 225-129 *et seq.* of the French Commercial Code, and in

particular those of articles L. 125-147 and L. 22-10-49, L. 22-10-53 of said Code and the provisions of articles L. 228-91 *et seq.* of said Code:

1. delegates all powers to the Board of Directors, with power of sub-delegation under the conditions prescribed by legal and regulatory provisions, to increase the share capital on one or more occasions, to pay for contributions in kind made to the Company and consisting of equity securities or securities giving access to the share capital, when the provisions of article L. 22-10-54 of the French Commercial Code are not applicable, by issuing, on one or more occasions, shares of the Company (excluding preferred shares) or securities giving access to the share capital of the Company governed by articles L. 228-91 *et seq.* of the French Commercial Code (whether new or existing shares),
2. decides that the maximum nominal amount of the capital increases that may be carried out whether immediately or in the future pursuant to this delegation is 10% of the share capital on the day of this General Meeting, it being specified that (i) this amount will be deducted from the amount of the aggregate cap stipulated in paragraph 2 of the 30th resolution of this General Meeting or, where applicable, from the amount of the aggregate cap that may be provided under a resolution of the same nature which could replace said resolution during the validity period of this delegation, (ii) said maximum nominal amount, if necessary, be increased by the nominal amount of additional shares that may to be issued in addition in the event of further financial transactions, in order to preserve the rights of holders of securities giving access to the share capital or other rights giving access to the share capital and (iii) the nominal amount of the share capital increases without preferential subscription rights that may be carried out under the 31st, 32nd, 34th, 35th, 37th and 38th resolutions of this General Meeting, will be deducted from such amount;
3. resolves that the Board of Directors, with the power to sub-delegate as permitted by legal and regulatory provisions, will have all necessary powers to implement this delegation of authority, in particular in order to:
 - decide the issuance of shares and/or securities giving access to the capital in remuneration for the contributions in kind;
 - determine the list of the contributed securities, deliberate on the report of the contribution appraiser, and approve the valuation of the contributions, determine the conditions of the issue of the securities to pay for the contributions, and if necessary the amount of any additional cash payments (*soulte*) to be paid, approve the grant of special benefits, and, if the contributors consent, reduce the valuation of the contributions or the remuneration of the special benefits;
 - determine the characteristics of the securities issued to pay for the contributions and determine the terms upon which, if necessary, the rights of holders of securities giving access to the share capital will be preserved;
 - on its sole initiative, charge the costs of the capital increases to the amount of the associated premiums and deduct from such amount the sums necessary to fund the statutory reserve;
 - formally note completion of each capital increase and amend the Articles of Association accordingly;
 - in general, take any measures and complete any formalities necessary for the issue, listing, if applicable and financial servicing of the securities issued pursuant to this authorization, together with the exercise of the rights attached thereto;

4. officially acknowledges, where necessary, of the absence of preferential subscription right to the shares or securities issued and that this delegation entails the waiver by the shareholders of their preferential subscription rights to the shares to which the securities which would be issued on the basis of this delegation may give entitlement;
5. decides that the Board of Directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the Company unless it obtains prior authorization from the General Meeting; this restriction shall remain in effect until the end of the offer period;
6. sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this General Meeting; authorization which cancels and replaces, with effect from the date hereof, the previous authorization granted for the same purpose, granted by the General Meeting dated May 18, 2022 in its twenty-sixth resolution.

Thirty-fourth resolution (*Delegation of powers to be granted to the Board of Directors to decide the issue of shares and/or securities giving access to share capital and/or securities giving right to the allocation of debt instruments, without preferential subscription rights in favor of one or more specifically designated persons*) - The General Meeting, ruling under the quorum and majority requirements for Extraordinary General Meetings, having reviewed the Board of Directors' report and the statutory auditors' special report, in accordance with articles L. 225-129 et seq. of the French Commercial Code, and in particular articles L. 225-129-2 and L.22-10-52-1 et seq. of said Code and the provisions of articles L. 228-91 et seq. of said Code:

1. delegates full powers to the Board of Directors to issue, on one or more occasions, in the proportions and at the times it sees fit, in France and/or abroad, with pre-emptive rights waived in favor of one or more specifically designated persons, (i) shares in the Company (excluding preferred shares) or (ii) securities governed by articles L. 228-91 et seq. of the French Commercial Code giving immediate or future access to the capital of the Company or of a company in which the Company directly or indirectly owns more than half the capital (a "Subsidiary"). including equity securities giving entitlement to the allotment of debt securities, whether for valuable consideration or free of charge, it being specified that the shares and other securities may be subscribed for in whole or in part either in cash, or by offsetting receivables, or by capitalizing reserves, profits or additional paid-in capital, and that the securities (other than shares) may be denominated in euros or in any other currency or monetary unit established by reference to several currencies;
2. resolves that the maximum aggregate par value of capital increases carried out under this authorization shall be 10% of the share capital on the date of this General Meeting, it being specified (i) that said amount will count towards the limit stipulated by paragraph 2 of the 30th resolution of this General Meeting or, if applicable, towards any limit that may be stipulated by any resolution of the same nature that may follow said resolution during the period of validity of this delegation of authority, (ii) that the nominal amount of the share capital increases without preferential subscription rights that may be carried out pursuant to the 31st, 32nd, 33rd, 35th, 37th and 38th resolutions of this General Meeting shall be deducted from this amount and that (iii) to this cap shall be added, where applicable, the nominal amount of any additional shares to be issued, in the event of new financial transactions, to preserve the rights of holders of securities giving access to the Company's capital or other rights giving access to the Company's capital;
3. resolves, in accordance with the provisions of Article L. 22-10-52-1 of the French Commercial Code, that the issue price of shares issued under this authorization will be set by the Board of Directors in accordance with the regulatory provisions applicable on the date this authorization is used;

4. resolves to waive shareholders' pre-emptive rights to subscribe for the shares and/or securities to be issued under this resolution, in favor of one or more persons designated by name, and to delegate the appointment of such persons to the Board of Directors;
5. notes that if subscriptions do not absorb the entire issue, the Board may limit the amount of the transaction to the amount of subscriptions received, provided that the latter reaches at least three-quarters of the issue decided;
6. resolves that, without the prior authorization of the General Meeting, the Board of Directors may not make use of this authorization from the date of filing by a third party of a proposed public offer for the Company's shares until the end of the offer period;
7. resolves that the Board of Directors will have full powers to implement this authorization, and in particular to:
 - determine the terms and conditions of the issue(s);
 - designate the person or persons for whom the issue is reserved;
 - determine the number of shares to be allotted to each beneficiary;
 - decide on the amount to be issued, the issue price and the amount of any premium that may be requested on issue;
 - determine the dates and terms of issue, and the nature, form and characteristics of the securities to be created, which may take the form of subordinated or unsubordinated securities, with or without a fixed term;
 - determine the method of payment for the shares and/or securities issued or to be issued;
 - set, if applicable, the terms and conditions for exercising the rights attached to the securities issued or to be issued and, in particular, determine the date, which may be retroactive, from which the new shares will carry dividend rights, as well as all other terms and conditions of the issue;
 - suspend the exercise of rights attached to securities issued for a maximum period of three months;
 - at its sole discretion, charge the costs of capital increases against the related premiums, and deduct from this amount the sums required to increase the legal reserve to one-tenth of the new capital after each increase;
 - record the completion of each capital increase and amend the bylaws accordingly;
 - make any adjustments required in accordance with the law, and set the terms on which any rights of holders of securities giving future access to the capital will be preserved;
 - generally, enter into any and all agreements, take any and all measures and carry out any and all formalities required in connection with the issue and servicing of the securities issued under this authorization and the exercise of the rights attached thereto, and generally do whatever is necessary in this regard;
8. sets the period of validity of this authorization at eighteen months from the date of this General Meeting;
9. formally notes that the Board of Directors will report to the next Ordinary Shareholders' Meeting, in accordance with the law and regulations, on the use made of the authorization granted under this resolution.

Thirty-fifth resolution (*Delegation of authority to be granted to the Board of Directors to increase the number of securities to be issued in connection with a share capital increase with or without preferential subscription rights*) – The General Meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the Board of Directors' report and the statutory auditors' special report, in accordance with article L. 225-135-1 of the French Commercial Code:

1. delegates to the Board of Directors, with the power to sub-delegate under the provisions prescribed by legal and regulatory provisions, its authority to increase the number of securities

to be issued in the event of a capital increase of the Company with or without preferential subscription rights, , within the periods and subject to the limits provided by the regulations applicable on the date of the issue (currently, within thirty days of the closing of the subscription subject to a maximum of 15% of the initial issue and at the same price as the initial issuance price), in particular in view of granting an over-allotment option in accordance with market practices;

2. resolves that the nominal amount of the capital increases that may be carried out pursuant to this resolution will count towards the amount of the upper limit provided for in the resolution under which the initial issue is decided and towards the amount of the total upper limit stipulated by paragraph 2 of the 30th resolution of this General Meeting and, in the event of a capital increase without preferential subscription rights, towards the amount of the upper limit stipulated by paragraph 3 of the 31st resolution of this General Meeting, or, where applicable, towards the upper limits stipulated by resolutions of the same nature that might succeed said resolutions during the period of validity of this delegation of authority.
3. resolves that the Board of Directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the Company unless it obtains prior authorization from the General Meeting; this restriction shall remain in effect until the end of the offer period;
4. sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this General Meeting; authorization which cancels and replaces, with effect from the date hereof, the previous authorization granted for the same purpose, granted by the General Meeting dated May 18, 2022 in its twenty-seventh resolution.

Thirty-sixth resolution (*Delegation of authority to be granted to the Board of Directors to decide the increase of the share capital through the capitalization of premiums, reserves, profits or other items*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors’ report and in accordance with articles L. 225-129 *et seq.* of the French Commercial Code, and in particular article L. 225-129-2 and articles L. 225-130 and L. 22-10-50 of the French Commercial Code:

1. delegates to the Board of Directors, with the power to sub-delegate under the conditions prescribed by legal and regulatory provisions, its authority to increase the Company’s share capital on one or more occasions in such proportions and at such times as it sees fit, through the capitalization of premiums, reserves, profits or otherwise as permitted by applicable law and the Articles of Association, by way of the issue of new equity securities, an increase in the nominal value of existing equity securities or the use of both these methods. The maximum nominal amount of the capital increases that may be carried out in this way may not exceed 10% of the share capital to which will be added, if necessary, the nominal amount of any additional shares to be issued, in the event of new financial transactions, to preserve the rights of holders of securities giving access to the share capital or other rights giving access to the capital;
2. in the event that the Board of Directors uses this delegation of authority, grants the Board, with the power to sub-delegate under the conditions prescribed by legal and regulatory provisions, all necessary powers to implement this delegation of authority, in particular in order to:
 - determine the amount and nature of the sums to be capitalized, determine the number of new equity securities to be issued and/or the amount by which the nominal value of the existing equity securities comprising the share capital will be increased, set the effective date, even retroactively, from which the new equity securities will carry entitlement to dividends or the date on which the increase in the nominal value of the existing equity securities will take effect;

- decide, in the event of free distributions of equity securities that rights to fractional securities will not be tradeable nor transferable and that the relevant capital securities will be sold under the conditions prescribed by the applicable law and regulation; the sums arising from the sale will be allocated to the holders of the rights under the conditions prescribed by the applicable law and regulation;
 - make any necessary adjustments to take into account the impact of transactions affecting the capital of the Company, in particular a change in the par value of the Company's shares, increase in share capital by capitalization of reserves, free allocation of shares or equity securities, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting equity or share capital (including in the event of a takeover bid and/or in the event of a change of control), and determine the procedures for safeguarding the rights of holders of securities giving access to the share capital (including through cash adjustments);
 - formally note the completion of each capital increase and amend the Articles of Association accordingly;
 - in general, enter into any agreement, in particular to ensure successful completion of the planned issuances, and take any measures and carry out any formalities relevant for the issuance, listing and financial servicing of the securities issued pursuant to this delegation, together with the exercise of the rights attached thereto;
3. resolves that the Board of Directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the Company unless it obtains prior authorization from the General Meeting; this restriction shall remain in effect until the end of the offer period;
 4. sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this General Meeting; delegation which cancels and replaces, with effect from the date hereof, the previous delegation granted for the same purpose, granted by the General Meeting dated May 18, 2022 in its twenty-eight resolution.

Thirty-seventh resolution (*Delegation of authority to be granted to the Board of Directors to increase the share capital of the Company without preferential subscription rights in favor of members of a Company saving plan*) – The General Meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the Board of Directors' report and the statutory auditors' special report and ruling pursuant to articles L. 225-129, L. 225-129-2, L. 225-129-6, L. 225-138, L. 225-138-1 and L. 228-91 *et seq.* of the French Commercial Code and article L. 3332-18 *et seq.* of the French Labor code:

1. delegates to the Board of Directors, with the possibility of sub-delegation within the conditions set forth in the regulatory and legal provisions, its authority to decide, under the proportions and the periods that it shall determine, in France and/or abroad, the issuance, without preferential subscription rights, of ordinary shares of the Company or securities giving access, immediately or in future, by any means, to ordinary shares of the Company existing or to be issued, reserved to the members of a company or group savings plan (or any other qualifying plan pursuant to the legal and regulatory provisions) of the Company or affiliated companies under the meaning of article L. 225-180 of the French Commercial code and article L. 3344-1 of the French Labor code;
2. decides that the maximum nominal amount of the immediate or future capital increases of the Company that are likely to be carried out under the present delegation shall not exceed 2% of the share capital on the day of this General Meeting, provided that this amount shall be deducted

from the amount of the aggregate upper limit provided for in paragraph 2 of the 30th resolution of this Meeting, and to which shall be added, as the case may be, the nominal amount of the additional shares to be issued, in case of new financial transactions, to preserve the rights of the holders of securities or the holders of other rights that give access to the share capital of the Company;

3. decides that this delegation entails the removal of the preferential subscription right of the shareholders to the shares and other equity securities and securities, which may be issued pursuant to this resolution, as well as to the ordinary shares which the securities issued on the basis of this delegation may provide entitlement to, in favor of the beneficiaries mentioned in para. 1 of this resolution;
4. decides that the subscription price of the securities issued by virtue of this delegation and any discount thereto shall be set by the Board of Directors or its proxy and will be determined by reference to an average of Atos SE share prices quoted on the regulated market of Euronext Paris over the twenty trading sessions preceding the day of Board of Directors' or its delegatee's decision setting the opening date of the subscription period, under the conditions laid down in article L. 3332-19 of the French Labor Code, it being specified that the discount may not exceed the maximum discount provided for by law on the date of the Board of Directors' decision (i.e. currently 30%, or 40% when the lock-up period provided for by the plan is ten years or more, in accordance with the provisions of Article L. 3332-19 of the French Labor Code), it being specified that the Board of Directors may reduce or eliminate this discount if it deems this appropriate, in particular in order to meet the requirements of applicable local laws;
5. decides that pursuant to article L. 3332-21 of the French Labor Code, the Board of Directors may provide for the attribution in favor of the beneficiaries mentioned in para. 1 of this resolution, of free shares or other securities giving access to the share capital of the Company, as Company contribution, or as a substitution for all or in part of the discount referred to in paragraph 4 above, subject to the consideration that their pecuniary counter value, evaluated at the subscription price, does not have for effect to exceed the applicable legal and regulatory limits;
6. authorizes the Board of Directors, under the conditions of this delegation, to sell shares to members of a company or group savings plan (or assimilated plan) as provided for by article L. 3332-24 of the French Labor Code, it being specified that transfers of shares carried out with a discount in favor of members of one or more company savings plans referred to in this resolution, shall be deducted, up to the nominal amount of the shares thus transferred, from the amount referred to in paragraph 2 above;
7. decides that the characteristics of the other securities that give access to the Company's share capital shall be set by the Board of Directors, under the conditions set forth by the applicable legal and regulatory provisions;
8. grants all powers to the Board of Directors, with the right of sub-delegation to any person authorized by the applicable legal and regulatory provisions, for the purpose of implementing this delegation, and in particular:
 - to decide that the issuances may be carried out directly to the advantage of the beneficiaries or through a company mutual fund (FCPE),
 - to set, where necessary, a perimeter of the companies concerned by the offer which is narrower than the companies eligible for the plans in question,
 - to set the procedures for participation in these issuances,

- to set the conditions and procedures for these issuances, and notably the starting and closing dates for subscriptions, the dates of entitlement to dividends (including retroactive ones), the procedures for payment in full and the subscription price of the equity securities or securities giving access to the share capital of the Company,
 - to determine, if necessary, the amounts of the sums to be incorporated into the share capital within the limit set above, the entry/entries among the shareholders' equity from which they shall be drawn, as well as the conditions for the attribution of the shares or other securities in question,
 - at its sole initiative, to attribute the expenses of any issue to the amount of the premiums relating to the same and to withhold from this amount the sums necessary to raise the legal reserve to one tenth of the new share capital after each increase, and;
 - in general, to take all useful measures, conclude all agreements (notably with a view to ensuring the successful completion of the issuance), request all authorizations, carry out all formalities and do what is necessary to ensure the successful conclusion of the planned issuances or to postpone the same, and notably to record the capital increase(s) resulting from every issuance carried out by using this delegation, correspondingly, to amend the Articles of Association of the Company, to request the listing on the market of Euronext Paris of all securities issued by virtue of this delegation and to ensure the financial service for the shares in question and the exercise of the associated rights.
9. sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this General Meeting; delegation which cancels and replaces, with effect from the date hereof, the previous delegation granted for the same purpose, granted by the General Meeting dated June 28, 2023 in its twentieth resolution.

Thirty-eighth resolution (*Delegation of authority to be granted to the Board of Directors to increase the share capital of the Company by issuing shares reserved for certain categories of persons without preferential subscription rights in favor of such persons in connection with the implementation of employee shareholding plans*) – The General Meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the Board of Directors' report and the statutory auditors' special report and ruling pursuant to articles L. 225-129-2, L. 225-138 and L. 228-91 *et seq.* of the French Commercial Code:

1. delegates to the Board of Directors, with the option of sub-delegation under the conditions set by legal and regulatory provisions, its authority to decide to increase the share capital, without preferential subscription rights, on one or more occasions, in France or abroad, in the proportions and at the times it deems appropriate, either in euros or in any other currency or monetary unit established by reference to several currencies, by issuing shares (excluding preference shares) and/or securities governed by articles L. 228-92 paragraph 1, L. 228-93 paragraphs 1 and 3 or L. 228-94 paragraph 2 of the French Commercial Code giving immediate or future access to the Company's shares, the subscription of which may be carried out either in cash or by the set-off of receivables, reserved for the following category of beneficiaries: (i) employees and corporate officers of companies related to the Company under the terms of article L. 225-180 of the French Commercial Code and article L. 3341-1 of the French Labor Code and having their registered offices outside of France; (ii) Alternative Investment Funds (AIF) or UCITS or other entities, with or without legal personality, with shareholding structures invested in the Company's securities whose unit holders or shareholders are persons mentioned in (i); (iii) any banking institution or subsidiary of such an institution acting at the Company's request to set up a shareholding or savings plan (whether or not including a shareholding component in Company securities) for the benefit of the persons mentioned in (i), insofar as the subscription made by the authorized persons mentioned in (ii) and (iii) hereabove would be necessary or desirable to allow to employees or executive officers mentioned in (i) hereabove

to benefit from employees shareholding or saving plans equivalent or similar in terms of economic benefits applicable to other employees of Atos Group; it being specified that this resolution may be used to implement leveraged formulas;

2. resolves to set the following limits on the amounts of the authorized capital increases if the Board of Directors uses this delegation of authority:
 - the maximum nominal amount of the capital increases that may be carried out pursuant to this delegation is set at 0.2% of the share capital on the date of this General Meeting, or the equivalent in any other currency or monetary unit established by reference to several currencies, it being specified that this amount will be deducted from the overall cap provided for in paragraph 2 of the 30th resolution of this Meeting;
 - to this cap shall be added, where applicable, the nominal amount of the shares to be issued in order to preserve, in accordance with the legal and regulatory provisions and, where applicable, the contractual provisions providing for other cases of adjustment, the rights of the holders of securities giving access to the capital or other rights giving access to the capital;
3. decides to cancel the shareholders' preferential subscription right to the shares in favor of the aforementioned category of beneficiaries;
4. decides that the issue price of the new shares or securities giving access to the share capital shall be determined by the Board of Directors in relation to the Company's share price on the regulated market of Euronext Paris on the day of the decision setting the opening date of the subscription period for the beneficiaries indicated above, or on any other date set by this decision, or in relation to an average of the Company's share price on the regulated market of Euronext Paris over the twenty trading days preceding the selected date (notably, price being possibly determined in the same conditions as those laid down in articles L. 3332-18 *et seq.* of the French Labor Code), and may include a maximum discount as provided for by law on the date of the Board of Directors' decision (i.e. currently 30%, or 40% when the lock-up period provided for by the plan is ten years or more, in accordance with the provisions of Article L. 3332-19 of the French Labor Code). This discount may be adjusted downward at the discretion of the Board of Directors, in particular to take into account the legal, accounting, tax and social security regimes applicable locally. Alternatively, the issue price of the new shares shall be equal to the issue price of the shares issued in connection with the capital increase that would be carried out for the benefit of the members of a company savings plan pursuant to the 37th resolution of this Meeting; for the specific purposes of an offer made to beneficiaries referred to in (ii) of paragraph 1 residing in the United Kingdom within the framework of a Share Incentive Plan, the Board of Directors may also decide that the subscription price of the new shares or securities giving access to the Company's shares to be issued under this plan shall be equal to the lower of (i) the share price or an average share price on the regulated market of Euronext Paris at the beginning of the reference period used to determine the subscription price under this plan and (ii) the market price or an average market price at the end of the period, with the reference dates and periods determined in accordance with applicable local regulations. This price shall be set without any discount to the price used;
5. resolves that the Board of Directors, with the option of sub-delegation under the conditions set by legal and regulatory provisions, shall have full powers to implement this delegation, and in particular to:
 - determine the conditions that the beneficiaries of the capital increases must meet, notably the seniority conditions;

- determine the number, date and subscription price of the shares and securities giving access to the capital to be issued pursuant to this resolution, as well as the other terms and conditions of the issue, including the date from which the shares issued pursuant to this resolution will be entitled to dividends, even retroactively;
 - provide for the possibility of suspending the exercise of the rights attached to the shares or securities giving access to the share capital in accordance with the legal and regulatory provisions;
 - determine the list of beneficiaries within the aforementioned category and the number of shares to be issued to each of them as well as, where applicable, the list of employees and corporate officers who are beneficiaries of the savings and/or shareholding schemes concerned;
 - set the terms and conditions according to which the Company will have the option to purchase or exchange on the stock market, at any time or during specified periods, the securities giving access to the capital with a view to cancelling them or not, taking into account the provisions of the law;
 - determine and make any adjustments to take into account the impact of transactions on the Company's share capital or shareholders' equity, in particular in the event of a change in the nominal value of the share, a capital increase by capitalization of reserves, profits or premiums, a free allocation of shares, a stock split or reverse stock split, the distribution of dividends, reserves or premiums or any other assets, capital redemption, or any other transaction affecting the capital or shareholders' equity (including in the event of a public offer and/or change of control), and set any other terms and conditions to ensure, where applicable, the preservation of the rights of holders of securities giving access to the capital or other rights giving access to the capital (including by way of cash adjustments);
 - at its sole initiative, charge the costs of the capital increases against the amount of the related premiums and deduct from this amount the sums necessary to fund the legal reserve;
 - record the completion of each capital increase and make the corresponding amendments to the Articles of Association;
 - in general, enter into any and all agreements, in particular in order to successfully complete the planned issues, take all measures and carry out all formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this resolution and for the exercise of the rights attached thereto;
6. sets the period of validity of the delegation of authority granted pursuant to this resolution at eighteen (18) months from the date of this General Meeting; delegation which cancels and replaces, with effect from the date hereof, the previous delegation granted for the same purpose, granted by the General Meeting dated June 28, 2023 in its twentieth resolution.

Thirty-ninth resolution (*Authorization to be granted to the Board of Directors to grant free shares to employees and executive officers of the Company and/or its affiliated companies*) – The General Meeting, ruling under the quorum and majority requirements for Extraordinary General Meetings, having reviewed the Board of Directors' report and the Statutory Auditors' special report, authorizes the Board of Directors, with the power of sub-delegation as provided for in the applicable legal and regulatory provisions, pursuant to articles L. 22-10-59 et seq. and L. 225-197-1 et seq. of the French Commercial Code, to grant, on one or more occasions and according to its own decisions, existing free shares or newly-issued free shares, up to a maximum of 20,243,243,244 shares (i.e., for information

purposes, around 11.31% of the share capital as of December 18, 2024), it being specified that this maximum amount (i) would be automatically adjusted in the event of a reverse stock-split and (ii) does not take into account the number of shares to be issued, as the case may be, for the adjustments made in accordance with legal and regulatory provisions applicable or, as the case may be, any contractual provisions providing for other cases of adjustment, to preserve the potential rights of the holders of securities or other rights giving access to the share capital. Within the aforementioned maximum amount, the total number of shares granted to the Company executive officers in accordance with this authorization shall not represent more than 4,256,756,757 shares (i.e., for information purposes, around 2.38% of the share capital as of December 18, 2024), subject to any adjustments as described above.

The beneficiaries of the grants authorized under this resolution must be employees or executive officers of the Company and/or of companies or economic interest groups linked with it under the meaning of article L. 225-197-2 of the French Commercial Code, in France or outside of France, as determined by the Board of Directors in accordance with articles L. 22-10-59 et seq. and L. 225-197-1 et seq. of the French Commercial Code. The vesting of shares at the end of the vesting period shall be subject or not to performance conditions set by the Board of Directors. As an exception, the vesting of shares granted to the Company executive officers will mandatorily be subject the performance conditions.

The General Meeting determines the minimum vesting period pursuant to which the shares are granted one (1) year, noting that the combined duration of the vesting and holding periods cannot be less than two years starting from the date of their allocation by the Board of Directors.

As far as the Company executive officers are concerned, the Board of Directors shall be able, under terms and conditions set by law, either to impose inalienability clauses on vested free shares until the term of the beneficiary's mandate or determine a minimum number of vested free shares to keep under the registered form until the term of their mandate.

The General Meeting gives all powers to the Board of Directors to set a vesting period longer than the period mentioned above and/or a holding period.

In case of disability of the beneficiary falling within the second or third categories of article L. 341-4 of the French Social Security Code or equivalent abroad, the vesting of the shares shall occur immediately, the shares becoming immediately freely transferable.

In case of death of the beneficiary, his heirs may request the vesting of the shares within six (6) months from the death, the shares becoming immediately freely transferable.

The General Meeting notes that this authorization automatically implies that the shareholders waive their preferential subscription rights in favor of the beneficiaries of the shares to be issued pursuant to this resolution.

The General Meeting notes that in case new free shares are granted, this authorization will entail progressively as these shares vest, share capital increase through incorporation of reserves, benefits or premiums in favor of the beneficiaries of these shares and an express waiver by the shareholders of their preferential subscription rights to the advantage of the beneficiaries of the shares to be issued by virtue of this authorization.

The General Meeting delegates all powers to the Board of Directors with the possibility of sub delegation within the conditions prescribed by applicable legal and regulatory provisions, to implement this authorization, within the limits and conditions here above specified, in order notably to:

- determine the category(ies) of beneficiaries of the grant(s) and determine the identity of the beneficiaries;

- determine the vesting period and, if applicable, the holding period, and, as the case may be, modify these periods for any circumstance for which this resolution or the applicable regulation would allow such modification;
- determine the conditions and performance criteria for the grant(s);
- decide on the amount of the grant(s), the dates and modalities of each, the date, even retroactive, when the issued shares shall give enjoyments rights;
- proceed, as the case may be, during the vesting period, to the adjustments of the number of free shares granted as necessary to preserve the rights of the beneficiaries depending on potential operations on the share capital or equity of the Company, it being specified that the shares granted pursuant to these adjustments shall be deemed to have been granted on the same day as the shares initially granted;
- set off, as applicable, in case of issuance of new shares, on reserves, benefits, or premiums, the amounts required for the full payment of these shares;
- on its own decision, after each increase, to attribute the costs of the capital increase to the relating premiums and deduct the necessary amounts to increase the legal reserve to one tenth of the new share capital;
- more generally, to take all measures to perform the capital increase within the conditions set forth by legal and regulatory provisions, conclude all agreements (notably with a view to ensuring the successful completion of the issue), request all authorizations, carry out all formalities and do what is necessary to ensure the successful conclusion of the planned issuances or to postpone the same, and notably to acknowledge the capital increase(s) resulting from every issuance carried out by using this authorization, correspondingly, to amend the Articles of Association of the Company, to request the listing on the regulated market of Euronext Paris of all securities issued by virtue of this authorization and to ensure the financial service for the shares in question and the exercise of the associated rights.

The General Meeting decides that this authorization shall be valid for a term of thirty-eight (38) months starting from this General Meeting; and officially notes the fact that his delegation cancels with effect from this day any unused portion, if any, of any previous delegation having the same purpose.

Fortieth resolution (*Amendments to the Articles of Association*) – The General Meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the Board of Directors’ report, resolves to amend:

a/ Article 2 of the Company’s Articles of Association in order to update the Company’s purpose, as follows:

Article 2 - PURPOSE	Article 2 - PURPOSE
<i>Current wording</i>	<i>New wording</i>
<p>The Company’s purpose in France and elsewhere is as follows:</p> <ul style="list-style-type: none"> - the processing of information, systems engineering, studies, advice and assistance notably in the finance and banking sectors; - the research into, study, realisation and sale of products or services which help in promoting or developing the automation and broadcasting of information and notably: the design, application and implementation of software, computer, on-line and office automation systems; - it can also operate, either by itself or using any other method, without any exception, or create any 	<p>The Company’s purpose in France and elsewhere is as follows:</p> <ul style="list-style-type: none"> - the processing of information, systems engineering, studies, IT advice and assistance <u>notably in the finance and banking sectors;</u> - the research into, study, realisation and sale of products or services which help in promoting or developing the automation and broadcasting of information and notably: the design, application and implementation of software, computer, on-line and office automation systems; - it can also operate, either by itself or using any other method, without any exception, or create any

<p>company, make all contributions to existing companies, merge or create alliances therewith, subscribe to, purchase or resell all shares and ownership rights, take all interests in a partnership and grant all loans, credits and advances;</p> <p>- and more generally any commercial, industrial, civil, real-estate, movable property or financial transactions, either directly or indirectly related to one of the above-mentioned purposes.</p> <p>The “raison d’être” of the Company is as follows:</p> <p><i>“Atos’s mission is to help design the future of the information technology space. Its services and competences are underpinned by excellence in the advance of scientific and technological knowledge and research and in its commitment to learning and education. Across the world Atos enables its customers and all who live and work in the industry, to grow and prosper in a safe, secure and sustainable environment.”</i></p>	<p>company, make all contributions to existing companies, merge or create alliances therewith, subscribe to, purchase or resell all shares and ownership rights, take all interests in a partnership and grant all loans, credits and advances;</p> <p>- and more generally any commercial, industrial, civil, real-estate, movable property or financial transactions, either directly or indirectly related to one of the above-mentioned purposes.</p> <p>The “raison d’être” of the Company is as follows:</p> <p><i>“Atos’s mission is to help design the future of the information technology space. Its services and competences are underpinned by excellence in the advance of scientific and technological knowledge and research and in its commitment to learning and education. Across the world Atos enables its customers and all who live and work in the industry, to grow and prosper in a safe, secure and sustainable environment”</i></p>
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b/ Article 15 of Articles of Association to extend the period for acquisition of shares from three to six months as follows:

Article 15 – SHARES OF THE DIRECTORS	Article 15 – SHARES OF THE DIRECTORS
<i>Current wording</i>	<i>New wording</i>
<p>Each Director must own at least five hundred (500) shares throughout his entire term.</p> <p>If on the day of his appointment a Director does not own the required number of shares or if, during his term, he ceases to own this number, he is considered to have automatically resigned if he does not acquire the necessary shares within a period of three months.</p>	<p>Each Director must own at least five hundred (500) shares throughout his entire term.</p> <p>If on the day of his appointment a Director does not own the required number of shares or if, during his term, he ceases to own this number, he is considered to have automatically resigned if he does not acquire the necessary shares within a period of three six months, or any other period provided for by law or regulations.</p>

c/Article 16.2 of the Company’s Articles of Association, in order to provide for the consequences of a downward crossing of the threshold making the appointment of a director representing employee shareholders mandatory, by adding a final paragraph to said article, as follows:

Article 16 - DIRECTORS REPRESENTING THE EMPLOYEES AND THE EMPLOYEE SHAREHOLDERS	Article 16 - DIRECTORS REPRESENTING THE EMPLOYEES AND THE EMPLOYEE SHAREHOLDERS
16.2 - Director representing the employee shareholders	16.2 - Director representing the employee shareholders
<i>Current wording</i>	<i>New wording</i>
(...)	<p>(...)</p> <p><u>In the event that, during the term of office, the report presented annually by the Board of Directors at the General Meeting pursuant to Article L. 225-102 of the French Commercial Code establishes that the shares held under this article represent less than 3%</u></p>

	<u>of the Company’s share capital, the term of office of the Board Member representing employee shareholders shall end at the end of the Ordinary General Meeting during which the Board of Directors’ report acknowledging this fact is presented.</u>
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d/ Article 18 of the Company’s Articles of Association, to provide for the possibility of the Board of Directors making its decisions by written consultation of the Directors, including by electronic means, in accordance with the new provisions of Law no. 2024-537 of June 13, 2024, aimed at increasing business financing and the attractiveness of France, as follows:

Article 18 - CONVENING AND DELIBERATIONS OF THE BOARD OF DIRECTORS	Article 18 - CONVENING AND DELIBERATIONS OF THE BOARD OF DIRECTORS
<i>Current wording</i>	<i>New wording</i>
<p>The Board of Directors meets as often as required in the interest of the Company and at least every three months, being convened by its chairman and whenever he deems it appropriate, at the place indicated in the convening notice.</p> <p>When the Board of Directors has not met for more than two months, at least one third of the members of the Board of Directors may request that the chairman convenes a meeting with a determined agenda. The chief executive officer may also request that the chairman convenes the Board of Directors with a determined agenda. The chairman is then bound by these requests.</p> <p>Convening can be made by all written means at least five days in advance. This period of five days can be reduced if one third of the Directors agree on a shorter notice period.</p> <p>The Board of Directors cannot make valid decisions unless at least half of its members are present. Decisions are made by the majority of the members present or represented. In case of a tie, the chairman of the meeting has a casting vote.</p> <p>Subject to legal and regulatory provisions, the meetings of the Board of Directors may take place by means of videoconferencing or telecommunication in the conditions set forth in the internal regulations adopted by the Board of Directors.</p> <p>The deliberations of the Board of Directors are recorded in minutes prepared in compliance with the law.</p> <p>The decisions regarding specific duties of the Board of Directors referred to in Article L. 225-37 of the French Commercial Code can be made through written consultation of the Directors.</p>	<p>The Board of Directors meets as often as required in the interest of the Company and at least every three months, being convened by its chairman and whenever he deems it appropriate, at the place indicated in the convening notice.</p> <p>When the Board of Directors has not met for more than two months, at least one third of the members of the Board of Directors may request that the chairman convenes a meeting with a determined agenda. The chief executive officer may also request that the chairman convenes the Board of Directors with a determined agenda. The chairman is then bound by these requests.</p> <p>Convening can be made by all written means at least five days in advance. This period of five days can be reduced if one third of the Directors agree on a shorter notice period.</p> <p>The Board of Directors cannot make valid decisions unless at least half of its members are present. Decisions are made by the majority of the members present or represented. In case of a tie, the chairman of the meeting has a casting vote.</p> <p>Subject to legal and regulatory provisions, the meetings of the Board of Directors may take place by means of videoconferencing or telecommunication in the conditions set forth in the internal regulations adopted by the Board of Directors.</p> <p>The deliberations of the Board of Directors are recorded in minutes prepared in compliance with the law.</p> <p>The decisions <u>of the Board of Directors regarding specific duties of the Board of Directors referred to in Article L. 225-37 of the French Commercial Code</u> can be made through written consultation of the Directors, <u>including by electronic means, in accordance with the legal and regulatory provisions</u></p>

	<p><u>in force and, where applicable, under the conditions set forth in the internal rules adopted by the Board of Directors.</u></p> <p><u>Written consultation is initiated by the chairman of the Board. The chairman of the Board or, at his request, the Secretary, sends to each Director, by any written means, including electronically: (i) the text of the draft resolution(s), (ii) any document or information necessary for them to reach a decision, (iii) the deadline for responding, determined by the chairman according to the decision to be made, the urgency or the time required for reflection; and (iv) the technical terms of participation.</u></p> <p><u>Any director may, within three working days of the consultation being sent out, object to this method of deliberation. In the event of opposition, the chairman immediately informs the other directors and convenes a Board meeting.</u></p> <p><u>Directors cast their votes by any written means, including electronically. Directors may ask any questions or make any comments.</u></p> <p><u>If no reply is received within the allotted time, the director is deemed not to have taken part in the deliberations, unless the chairman grants an extension. The quorum and majority rules are those applicable to decisions taken at Board meetings.</u></p> <p><u>The results of the consultation, consolidated by the Board secretary, are communicated to all directors. Decisions taken by written consultation are recorded in minutes drawn up under the same conditions as deliberations adopted at a Board meeting.</u></p>
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Forty-first resolution (Powers) – The General Meeting grants all powers to the holder of an original, copy or excerpt from the minutes of this General Meeting to make any submissions, publications, declarations and formalities which may be necessary.

Participation in the General Meeting.

Any Shareholder, regardless of the number of shares owned, may participate in this General Meeting:

- either by attending in person; or
- by voting remotely, by mail or by internet; or
- by being represented by giving a proxy by mail or by internet to the Chairman of the Meeting, to his/her spouse or partner with whom a civil solidarity pact has been concluded, to another Shareholder, or to any person (natural or legal) of his/her choice in accordance with the conditions prescribed in Article L. 22-10-39 of the French Commercial Code, or without naming a proxy holder. It is specified that for any proxy given by a Shareholder without naming

a proxy holder, the Chairman of the General Meeting will vote in favor of the adoption of the draft resolutions presented or approved by the Board of Directors and against the adoption of all other draft resolutions.

Conditions to participate in this General Meeting:

- the owners of registered shares must give evidence of such capacity by the registration of the shares under the registered form on the second business day preceding the General Meeting, i.e., Wednesday January 29, 2025, at 00:00 a.m. Paris time;
- the owners of bearer shares must give evidence of their identity and capacity as Shareholders by the second business day preceding the General Meeting, i.e., Wednesday January 29, 2025, at 00:00 a.m. Paris time, by sending 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 – France, or to the registered office of the Company – Atos SE Legal and Compliance Department, River Ouest, 80 Quai Voltaire – 95877 Bezons Cedex, France, a certificate justifying their ownership of the shares (“*attestation de participation*”) delivered by the authorized intermediary holding their account. It is specified that the date of delivery of the certificate must be between the second business day preceding the General Meeting and the day of the Meeting.

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

- 1) for registered Shareholders:
 - return the voting form enclosed with the convening notice using the prepaid envelope provided, tick box A, date and sign at the bottom of the form;
 - by logging on to the www.sharinbox.societegenerale.com website using their usual access code (found on the voting form enclosed with the invitation brochure or in the e-mail if they have chosen this method of convocation) or their login e-mail (if the Sharinbox by SG Market account has been activated), followed by the password already in their possession;
 - present themselves directly on the day of the General Meeting to the appropriate booth with their identification document.
- 2) for bearer Shareholders:
 - ask the authorized intermediary who manages their securities account to send them an admission card;
 - by internet: by connecting to the portal of their financial intermediary using their usual identifiers to access the Votaccess site. They will then have to click on the icon that will appear on the line corresponding to Atos SE shares. It is specified 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 directly on the day of the General Meeting to the appropriate booth with their identification document and a certificate of participation issued by their financial intermediary on Wednesday January 29, 2025 at 00:00 a.m. Paris time.

Shareholders who are unable to attend the General Meeting may:

- vote or give proxy by internet;
- vote or give proxy by mail.

1) Voting or giving proxy by internet

Voting by Internet

In accordance with the provisions of article R. 225-61 of the French Commercial Code, Atos SE provides its Shareholders with a secure website dedicated to voting by internet prior to the General Meeting, during the period mentioned below and under the following conditions:

- Registered Shareholders:

Registered Shareholders should log on to the website www.sharinbox.societegenerale.com using the login details previously provided. They will then have to click on “Reply” in the “Shareholders’ Meetings” section of the homepage, and click on “Participate”. The shareholder will then be automatically redirected to the voting site. If the shareholder has lost or forgotten his/her password, he/she can go to the homepage and click on “Forgot your password?”.

- Bearer Shareholders:

Bearer Shareholders will have to connect to their financial intermediary’s portal using their usual login and password to access the secure Votaccess website and vote. They will then have to click on the icon that will appear on the line corresponding to Atos SE shares. It is specified that only holders of bearer shares whose account holder institution has adhered to the Votaccess system will be able to access it.

The secure website will be open no later than the fifteenth day prior to the General Meeting, i.e., Thursday January 16, 2025 until Thursday January 30, 2025 at 3:00 p.m. (Paris time). In order to avoid any possible overloading of the dedicated websites, Shareholders are recommended not to wait for this last date to connect to the website.

Giving 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 or the revocation of a proxy (the Chairman of the Meeting or any other person) electronically by logging on to the www.sharinbox.societegenerale.com website for registered Shareholders and, for bearer Shareholders, to the website of their financial intermediary using their usual login and password to access the Votaccess website, in accordance with the procedures described above. Notification of the appointment of the Chairman of the Meeting as proxyholder sent via one of these secure sites must be received no later than Thursday January 30, 2025 at 3:00 p.m. (Paris time).

If the account-holding institution has not adhered to the Votaccess system, the form for the appointment or revocation of a proxy can be sent electronically under the conditions provided for in point 2) below.

2) Voting or giving proxy by mail

Voting by mail or giving a proxy to the Chairman of the Meeting

A convening notice including a form for voting by mail or by proxy or requesting an admission card will be sent automatically to all registered Shareholders. Holders of bearer shares should contact the authorized intermediary holding their account to obtain this voting form, no later than six days before the Meeting. This form will be given or sent to them, together with the documents required by law.

Votes by mail and proxies given to the Chairman of the Meeting will only be taken into account if they are duly completed and signed (and accompanied by proof of ownership of the shares), and if they are received by Tuesday January 28, 2025 at the latest, using the prepaid envelope enclosed with the convening notice, or at 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 – France.

Appointment or revocation of a third party proxy by mail 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 of their proxy by mail using the voting form sent either directly to registered Shareholders (using the prepaid envelope enclosed with the convening notice) or, for 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 – France.

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:

- Registered Shareholders must send an e-mail attachment, bearing an electronic signature, obtained by them from an authorized 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 corner 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.
- Bearer Shareholders must send an e-mail attachment with an electronic signature, obtained by them from an authorized 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 identifier with their financial intermediary, as well as the surname, first name and address of the appointed or revoked proxy, together with a scanned copy of a certificate of participation issued by the authorized intermediary holding their account then ask their financial intermediary who manages their securities account to send written confirmation (by mail 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 – France, or by e-mail.

Only notifications of appointment or revocation of mandates that are duly signed, completed and received by Thursday January 30, 2025 at 3 p.m. at the latest will be taken into account. Moreover, only notifications of 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 any other purpose will not be taken into account or processed.

It is specified that for any proxy given by a Shareholder without indication of a proxy, the Chairman of the General Meeting will issue a vote in accordance with the recommendations of the Board of Directors. For bearer Shareholders, the form must be accompanied by the certificate of participation issued by the authorized intermediary.

3) Changes in the method of participation and transfer of shares

In accordance with the provisions of article R. 22-10-28, III of the French Commercial Code, when a Shareholder has already cast a postal vote, sent a proxy or requested an admission card or a certificate of participation to attend the General Meeting, he or she may not choose another method of participation.

A Shareholder who has chosen his mode of participation in the Meeting may subsequently sell all or part of his shares. In this case:

- if the transfer occurs before midnight (Paris time) on the second business day preceding the Meeting, the Company must invalidate or amend the absentee ballot, the proxy, the admission

card or the certificate of participation, and the authorized intermediary must, in the case of bearer shares, notify the Company or its agent of the sale and provide the necessary information;

- if the transfer takes place after midnight (Paris time) on the second business day preceding the Meeting, it need not be notified by the authorized intermediary or taken into account by the Company, notwithstanding any agreement to the contrary.

Requests for the inclusion of items on the agenda or draft resolutions:

One or more shareholders representing at least the fraction of the capital provided for by the applicable legal and regulatory provisions may request, at least twenty-five days before the date of the General Meeting, the inclusion of items on the agenda or draft resolutions under the conditions provided for in Articles L. 225-105, R. 225-71, R. 225-73 and R. 22-10-22 of the French Commercial Code.

Requests for the inclusion of items on the agenda, with reasons, or for the inclusion of draft resolutions by Shareholders who meet the conditions provided for in Article R. 225-71 of the French Commercial Code must, in accordance with the provisions of the law, be received at the company's registered office, by registered letter with return receipt requested, for the attention of the Chairman of the Board of Directors, or electronically at the following address: assemblee.generale@atos.net, no later than the twenty-fifth day prior to the General Meeting, i.e., Monday January 6, 2025.

The request must be accompanied by:

- the item to be placed on the agenda and the reasons for it; or
- the text of the draft resolutions, which may be accompanied by a brief explanatory statement; and
- a certificate of registration in an account which justifies the possession or representation by the authors of the request of the fraction of the capital required by article R. 225-71 of the Commercial Code.

The consideration by the General Meeting of the items on the agenda or of the draft resolutions submitted by the shareholders is subject to the transmission by the authors of a new certificate proving the registration of the shares in the account under the same conditions on the second business day preceding the General Meeting at midnight, Paris time.

The list of items added to the agenda and the text of the draft resolutions submitted by Shareholders under the above conditions will be published without delay on the Company's website <https://atos.net/en/investors/annual-general-meeting>, in accordance with Article R. 22-10-23 of the French Commercial Code. For each item on the agenda, the Company may also publish a comment by the Board of Directors.

Documents made available to Shareholders:

In accordance with the law, all documents that must be made available to Shareholders in connection with this General Meeting will be made available to Shareholders within the legal deadlines at the Company's registered office: River Ouest, 80 Quai Voltaire – 95870 Bezons. In addition, the documents and information referred to in Article R. 22-10-23 of the French Commercial Code will be published on the Company's website <https://atos.net/fr/investisseurs/assemblee-actionnaires>, for presentation at the Meeting, no later than the twenty-first day prior to the General Meeting, i.e., Friday January 10, 2025, in accordance with the applicable legal and regulatory provisions.

Filing of written questions:

Written questions referred to in the third paragraph of Article L. 225-108 of the French Commercial Code may be sent, no later than the fourth business day preceding the date of the General Meeting, i.e. Monday, January 27, 2025:

- to the Company's registered office, by registered letter with acknowledgement of receipt addressed to the Chairman of the Board of Directors of Atos SE, River Ouest, 80 Quai Voltaire – 95877 Bezons Cedex;
- or to the following e-mail address: assemblee.generale@atos.net.

In order to be taken into account and, if applicable, to give rise to a reply during the General Meeting, these must be accompanied by a certificate of registration, either in the registered share accounts or in the bearer share accounts held by an authorized intermediary, in accordance with the provisions of article R. 225-84 of the French Commercial Code.

In accordance with legal and regulatory provisions, the answer to a written question is deemed to have been given if it appears on the Company's website <https://atos.net/en/investors/annual-general-meeting>.

Live and recorded broadcast of the General Meeting:

To enable all shareholders to attend, the General Meeting will be broadcast live on the Company's website <https://atos.net/en/investors/annual-general-meeting>, in accordance with legal and regulatory requirements.

A replay of the meeting will be available on the Company's website <https://atos.net/en/investors/annual-general-meeting>.