

This document is an English-language translation, for information purposes only, of the notice of meeting (“avis de reunion”) for Amundi’s Ordinary and Extraordinary General Meeting of Shareholders convened on May 10, 2021. In the event of any differences between this English-language translation and the French version of the notice of meeting, the French version shall prevail.

AMUNDI

Public limited company (*société anonyme*)

With a share capital of €506,464,882.50

Registered office: 91-93, Boulevard Pasteur, 75015 PARIS

Paris Trade and Companies Register No. 314 222 902

Ordinary and extraordinary general meeting of shareholders

Notice of meeting

The Shareholders of the company AMUNDI are informed that an Ordinary and Extraordinary General Meeting of the Company will be held on May 10, 2021, at 9:30 a.m., at 91-93, Boulevard Pasteur, 75015 PARIS, in order to deliberate on the agenda and the draft resolutions presented below.

WARNING

In the current health context of the covid-19 epidemic, and in accordance with *Ordonnance* No. 2020-321 of March 25, 2020 adapting the rules for meetings and deliberations of the meetings and governing bodies of legal persons and entities without legal personality under private law due to the covid-19 epidemic (as amended), it was decided to hold the General Meeting without the physical presence of shareholders and other persons entitled to attend.

Nevertheless, in order to best preserve the rights of the shareholders, they will keep the possibility to attend and participate in the Shareholders' Meeting remotely and in live, by means of videoconference via the LUMI TECHNOLOGIES platform. In particular, Shareholders will be able to vote remotely and in live on the draft resolutions presented below and ask questions during the discussion period opened by the Chairman of the General Meeting.

Alternatively, shareholders may participate in the General Meeting by giving a proxy to the person of their choice or to the Chairman of the General Meeting, in accordance with the legal and regulatory requirements, or by voting by mail via the paper voting form or the dematerialised voting form via the VOTACCESS platform; in each case in the form and within the time limits set out at the end of this notice.

Shareholders are invited to regularly consult the section dedicated to the 2021 General Meeting on the Company's website <https://legroupe.amundi.com/Actionnaires/Assemblees-Generales>, which will be regularly updated to specify the final arrangements for participation in the General Meeting in the light of health and/or legal requirements or their lifting, which may allow the General Meeting to be held in the physical presence of shareholders.

Agenda

Competence of the ordinary General Meeting

- Approval of the Company’s financial statements for the 2020 fiscal year
- Approval of the consolidated financial statements for the 2020 fiscal year
- Appropriation of net income for the fiscal year and payment of the dividend
- Approval of the agreements governed by the provisions of Articles L. 225-38 et seq. of the French Commercial Code
- Approval of the information referred to in Article L. 22-10-9 I of the French Commercial Code included in the corporate governance report
- Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind paid during the 2020 fiscal year, or granted for the 2020 fiscal year, to Mr. Yves Perrier, Chief Executive Officer
- Approval of the compensation policy applicable to Directors for the 2021 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
- Approval of the compensation policy applicable to the Chief Executive Officer, for the period from January 1, 2021 to May 10, 2021 inclusive, pursuant to Article L. 22-10-8 II of the French Commercial Code
- Approval of the compensation policy applicable to the Chief Executive Officer, for the period from May 11, 2021 to December 31, 2021 inclusive, pursuant to Article L. 22-10-8 II of the French Commercial Code
- Approval of the compensation policy applicable to the Chairman of the Board of Directors, for the period from January 1, 2021 to May 10, 2021 inclusive, pursuant to Article L. 22-10-8 II of the French Commercial Code
- Approval of the compensation policy applicable to the Chairman of the Board of Directors, for the period from May 11, 2021 to December 31, 2021 inclusive, pursuant to Article L. 22-10-8 II of the French Commercial Code
- Consultation on the overall amount of compensation paid during the previous fiscal year to the senior managers, within the meaning of Article L. 511-13 of French Monetary and Financial Code and the categories of employees identified according to Article L. 511-71 of the French Monetary and Financial Code
- Approval of the appointment of Michèle Guibert as Director
- Renewal of Michèle Guibert’s term as Director
- Renewal of William Kadouch-Chassaing’s term as Director
- Renewal of Michel Mathieu’s term as Director
- Non-renewal of Henri Buecher’s term as Director
- Appointment of Patrice Gentié as a new Director
- Non-renewal of ERNST & YOUNG et AUTRES as Co-principal Statutory Auditor
- Appointment of MAZARS as new Co-principal Statutory Auditor
- Non-renewal of PICARLE et Associés as Deputy Statutory Auditor
- Authorization to the Board of Directors to trade in the Company’s own shares

Competence of the extraordinary General Meeting

- Delegation of competence to the Board of Directors to increase the share capital of the Company or of another company through the issuance of shares and/or securities granting access, immediately or in the future, to the Company's share capital, with preferential subscription rights
- Option to issue shares and/or securities granting access, immediately or in the future, to shares to be issued by the Company in consideration for contributions in kind consisting of shares or securities granting access to share capital
- Delegation of competence to the Board of Directors to increase the share capital of the Company or of another company through the issuance of shares and/or securities granting access, immediately or in the future, to the Company's share capital reserved for participants in Company savings plans without preferential subscription rights
- Authorization to the Board of Directors to grant performance shares (outstanding or newly issued) to some or all Group employees and corporate officers
- Authorization to the Board of Directors to reduce the share capital through the cancellation of treasury shares
- Amendment of Article 19 of the Articles of Association
- Amendment of the Articles of association in order to take note of the renumbering of the French Commercial Code resulting from Ordinance No. 2020-1142 of September 16, 2020 creating, within the French Commercial Code, a chapter relating to companies whose securities are admitted to trading on a regulated market or on a multilateral trading facility
- Powers to carry out formalities

Draft resolutions presented by the Board of Directors to the Ordinary and Extraordinary General Meeting of Monday May 10, 2021.

Draft resolutions submitted to the Ordinary General Meeting of Shareholders

First resolution (Approval of the unconsolidated financial statements for the 2020 fiscal year)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the reports of the Board of Directors and the reports of the Statutory Auditors, approves the unconsolidated financial statements for the 2020 fiscal year as presented, including the balance sheet, the income statement and the notes to the financial statements, as well as the transactions reflected in these financial statements and summarized in these reports.

Second resolution (Approval of the consolidated financial statements for the 2020 fiscal year)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the reports of the Board of Directors and the reports of the Statutory Auditors, approves the consolidated financial statements for the 2020 fiscal year as presented, including the balance sheet, the income statement and the notes to the financial statements, as well as the transactions reflected in these financial statements and summarized in these reports.

Third resolution (Appropriation of net income for the fiscal year and payment of the dividend)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having acknowledged that the financial statements

for the fiscal year ended December 31, 2020 and approved by this General Meeting of Shareholders show a profit of € **323,976,141.09**:

- duly notes that the balance of the profit for the 2020 fiscal year, plus retained earnings for previous fiscal years, has increased the amount of distributable earnings to € **1,983,965,225.11**;
- resolves to appropriate distributable earnings as follows:

to dividends ⁽¹⁾	€ 587,499,263.70
to retained earnings	€ 1,396,465,961.41

(1) The total amount distributed, as indicated above, is based on the number of shares entitled to dividends as of December 31, 2020, i.e., 202,585,953 shares, and may vary if the number of shares entitled to dividends changes between January 1, 2021 and the ex-date, depending in particular on the number of treasury shares, the final allocation of free shares (if the beneficiary is entitled to dividends in accordance with the provisions of the relevant plans)

The dividend is set at € 2.90 per share for each of the 202,585,953 shares entitled to dividends.

Shares will be designated ex-dividend on May 13, 2021 and paid out as from May 17, 2021. It should be noted that, at the time of payment of such dividends, if the Company holds a portion of its own shares, the dividends not paid on those shares will be allocated to retained earnings.

Pursuant to Article 243 *bis* of the French General Tax Code, this dividend is eligible to the 40% deduction provided for by Article 158, section 3, sub-section 2 of the French General Tax Code. It is reminded that for dividends received as from January 1, 2018, this deduction is in any event only likely to apply when the taxpayer has opted for taxation of income from movable property according to the income tax scale instead of the single flat-rate levy.

In accordance with applicable laws, the General Meeting of Shareholders notes that the following dividends were paid in the three fiscal years preceding the 2020 fiscal year:

Fiscal year	Dividend per share (in euros)	Amount per share eligible for the tax deduction pursuant to Article 158, section 3, sub-section 2 of the French General Tax Code (in euros)	Amount per share not eligible for the tax deduction (in euros)	Total dividend (in million euros)
2017	2.50	2.50	0	503
2018	2.90	2.90	0	585
2019	0	0	0	0

Fourth resolution (Approval of the agreements governed by the provisions of Articles L. 225-38 et seq. of the French Commercial Code)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the special report of the Statutory Auditors on agreements governed by the provisions of Articles L. 225-38 and L. 225-40 to L. 225-42 of the French Commercial Code, duly notes that, pursuant to the said special report, the Statutory Auditors were not informed of any new agreements authorized by the Board of Directors during the fiscal year ended December 31, 2020 and approves all the provisions of this report.

Fifth resolution (Approval of the information referred to in Article L. 22-10-9 I of the French Commercial Code included in the corporate governance report)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the corporate governance report, pursuant to Article L. 22-10-34 I of the French Commercial Code, approves the information referred to in Article L. 22-10-9 I of the French Commercial Code, as presented in the corporate governance report included in Chapter 2 of the Company's 2020 universal registration document.

Sixth resolution (Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind paid during the 2020 fiscal year, or granted for the 2020 fiscal year, to Mr. Yves Perrier, Chief Executive Officer)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors on corporate governance, pursuant to Article L. 22-10-34 II of the French Commercial Code, approves the fixed, variable and exceptional items comprising the total compensation and benefits of any kind paid during the 2020 fiscal year, or granted for the same fiscal year, to Mr. Yves Perrier, Chief Executive Officer, as presented in the corporate governance report included in Chapter 2 of the Company's 2020 universal registration document.

Seventh resolution (Approval of the compensation policy applicable to Directors for the 2021 fiscal year, pursuant to Article L.22-10-8 II of the French Commercial Code)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors and the corporate governance report describing the compensation policy applicable to Directors, pursuant to Article L. 22-10-8 II of the French Commercial Code, approves the compensation policy applicable to Directors for the 2021 fiscal year, determined by the Board of Directors and as presented in the corporate governance report included in Chapter 2 of the Company's 2020 universal registration document.

Eight resolution (Approval of the compensation policy applicable to the Chief Executive Officer, for the period from January 1, 2021 to May 10, 2021 inclusive, pursuant to Article L.22-10-8 II of the French Commercial Code)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors

and the corporate governance report describing the compensation policy applicable to the Chief Executive Officer, pursuant to Article L. 22-10-8 II of the French Commercial Code, approves the compensation policy applicable to the Chief Executive Officer for the period from January 1, 2021 to May 10, 2021 inclusive, determined by the Board of Directors and as presented in the corporate governance report included in Chapter 2 of the Company's 2020 universal registration document.

Ninth resolution (Approval of the compensation policy applicable to the Chief Executive Officer, for the period from May 11, 2021 to December 31, 2021 inclusive, pursuant to Article L.22-10-8 II of the French Commercial Code)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors and the corporate governance report describing the compensation policy applicable to Chief Executive Officer, pursuant to Article L. 22-10-8 II of the French Commercial Code, approves the compensation policy applicable to the Chief Executive Officer for the period from May 11, 2021 to December 31, 2021 inclusive, determined by the Board of Directors and as presented in the corporate governance report included in Chapter 2 of the Company's 2020 universal registration document.

Tenth resolution (Approval of the compensation policy applicable to the Chairman of the Board of Directors, for the period from January 1, 2021 to May 10, 2021 inclusive, pursuant to Article L.22-10-8 II of the French Commercial Code)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors and the corporate governance report describing the compensation policy applicable to the Chairman of the Board of Directors, pursuant to Article L. 22-10-8 II of the French Commercial Code, approves the compensation policy applicable to the Chairman of the Board of Directors for the period from January 1, 2021 to May 10, 2021 inclusive, determined by the Board of Directors and as presented in the corporate governance report included in Chapter 2 of the Company's 2020 universal registration document.

Eleventh resolution (Approval of the compensation policy applicable to the Chairman of the Board of Directors, for the period from May 11, 2021 to December 31, 2021 inclusive, pursuant to Article L.22-10-8 II of the French Commercial Code)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors and the corporate governance report describing the compensation policy applicable to Directors, pursuant to Article L. 22-10-8 II of the French Commercial Code, approves the compensation policy applicable to the Chairman of the Board of Directors for the period from May 11, 2021 to December 31, 2021 inclusive, determined by the Board of Directors and as presented in the corporate governance report included in Chapter 2 of the Company's 2020 universal registration document.

Twelfth resolution (Consultation on the overall amount of compensation paid during the previous fiscal year to the senior managers, within the meaning of Article L. 511-13 of French Monetary and Financial Code and

the categories of employees identified according to Article L. 511-71 of the French Monetary and Financial Code)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors and pursuant to Article L. 511-73 of the French Monetary and Financial Code, issues a favorable opinion on the overall amount of compensation of any kind, paid during the previous fiscal year, which amounted to € 4,920,859, to senior managers, within the meaning of Article L. 511-13 of the French Monetary and Financial Code, and to categories of employees identified according to Article L. 511-71 of the French Monetary and Financial Code, including risk takers, employees in oversight positions, as well as employees who, with respect to overall income, are in the same wage bracket, whose professional activities have a material impact on the risk profile of the Company or the group.

Thirteenth resolution (Approval of the appointment of Michèle Guibert as Director)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, approves the appointment by the Board of Directors of Michèle Guibert as a Director of the Company, to replace Renée Talamona, who resigned, for the remainder of her term of office, *i.e.*, until the end of this General Meeting.

Fourteenth resolution (Renewal of Michèle Guibert's term as Director)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having noted that Michèle Guibert's as Director is set to expire at the end of this meeting, resolves to renew this term for a three-year period, set to expire at the end of the General Meeting of Shareholders of the Company convened to approve the financial statements for the fiscal year ending December 31, 2023.

Fifteenth resolution (Renewal of William Kadouch-Chassaing's term as Director)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having noted that William Kadouch-Chassaing's term as Director is set to expire at the end of this meeting, resolves to renew this term for an additional three-year period, set to expire at the end of the General Meeting of Shareholders of the Company convened to approve the financial statements for the fiscal year ending December 31, 2023.

Sixteenth resolution (Renewal of Michel Mathieu's term as Director)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having noted that Michel Mathieu's term as Director is set to expire at the end of this meeting, resolves to renew this term for a three-year period, set to expire at the end of the General Meeting of Shareholders of the Company convened to approve the financial statements for the fiscal year ending December 31, 2023.

Seventeenth resolution (Non-renewal of Henri Buecher's term as Director)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors, notes that the term of Mr Henri Buecher as a Director expires today.

Eighteenth resolution (Appointment of Patrice Gentié as a new Director)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors, decides to appoint Mr. Patrice Gentié as Director of the Company, for a three-year period, set to expire at the end of the General Meeting of Shareholders of the Company convened to approve the financial statements for the fiscal year ending December 31, 2023.

Nineteenth resolution (Non-renewal of ERNST & YOUNG et AUTRES as Co-principal Statutory Auditor)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors, notes that the term of Ernst & Young et AUTRES as as Co-principal Statutory Auditor expires today.

Twentieth resolution (Appointment of MAZARS as Co-principal Statutory Auditor)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors, appoints Mazars as Co-principal Statutory Auditor for a six-year period, set to expire at the end of the General Meeting of Shareholders of the Company convened to approve the financial statements for the fiscal year ending December 31, 2026.

Twenty-first resolution (Non-renewal of PICARLE et Associés as Deputy Statutory Auditor)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors, noting that the term of PICARLE et Associés as Deputy Statutory Auditor is set to expire at the end of this meeting, resolves not to renew this term in accordance with the applicable laws and regulations.

Twenty-second resolution (Authorization to the Board of Directors to trade in the Company's own shares)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings of shareholders, having reviewed the report of the Board of Directors, authorizes the Board of Directors, which may subdelegate such authority as provided for by law, and in accordance with the provisions of Articles L. 22-10-62 *et seq.* of the French Commercial Code, to purchase or to arrange for the purchase of the Company's shares inter alia for the following purposes:

- granting or selling shares to employees under the French statutory profit-sharing scheme or the implementation of any entity or group (or similar) savings plan in accordance with the conditions provided for by law, in particular Articles L. 3332-1 *et seq.* of the French Labor Code; or
- granting performance shares pursuant to Articles L. 225-197-1 *et seq.* and L. 22-10-59 and L. 22-10-60 *et* of the French Commercial Code; or

- in general, complying with obligations in respect of stock option plans or other allocations of shares to employees or corporate officers of the issuer or an affiliated entity; or
- delivering shares upon the exercise of rights attached to securities granting access to the share capital through redemption, conversion, exchange, presentation of a warrant, or any other means; or
- cancelling some or all of the shares so purchased; or
- the market-making of Amundi's shares by an investment services provider pursuant to a liquidity agreement that complies with the market practice recognized by the French Autorité des marchés financiers.

This program is also intended to enable the implementation of any market practices admitted by the French Autorité des marchés financiers, and, more generally, the performance of any transaction that complies with applicable regulations. In such event, the Company will notify its shareholders by press release.

Purchases of the Company's own shares may relate to a number of shares such that, at the date of each purchase, the total number of shares purchased by the Company since the beginning of the buyback program (including shares subject to said buyback), does not exceed 10% of the shares that make up the Company's share capital at that time (taking into account transactions affecting the share capital subsequent to this General Meeting), i.e., for information purposes, as of December 31, 2020, a buyback limit of 20,258,595 shares, it being specified that (i) the number of shares purchased to be held and delivered at a later date in connection with a merger, spin-off or contribution may not exceed 5% of the Company's share capital; and (ii) when the shares are purchased to increase liquidity under the conditions defined by the general regulations of the French Autorité des marchés financiers, the number of shares taken into account to calculate the aforementioned 10% limit is the number of shares purchased minus the number of shares resold during the term of the authorization. In accordance with the law, the number of shares held on a given date may not exceed 10% of the Company's share capital on that date.

Shares may be bought, sold, or transferred at any time (other than during a tender offer for the Company's shares), within the limits authorized under applicable laws and regulations and by any means, on regulated markets or multilateral trading facilities, through systematic internalizers or over the counter, including through block trades, by tender offer or public exchange offer, or through the use of options or other derivative financial instruments traded on regulated markets, multilateral trading facilities, through systematic internalizers or over-the-counter, or by delivery of shares following the issuance of securities granting access to the Company's share capital through conversion, exchange, redemption or exercise of a warrant, either directly or indirectly through an investment services provider, or by any other means (without limiting the share of the buyback program that may be carried out by any of these means).

The maximum price for which the shares may be purchased pursuant to this resolution will be € 120 per share (or the equivalent of that amount in any other currency or monetary unit established by reference to several currencies at the same date). In the event of a change in the nominal value of the shares, a share capital increase through the capitalization of reserves, an allocation of performance shares to shareholders, a stock split or reverse stock split, a distribution of reserves or of any other assets, an amortization of capital or any other transactions affecting the share capital or the shareholders' equity, the General Meeting of Shareholders delegates to the Board of Directors the power to adjust the aforementioned maximum purchase price in order to take into account the impact of such transactions on the value of the shares.

The total amount allocated to the share buyback program authorized hereunder may not exceed € 1 billion.

Full powers are granted to the Board of Directors, which may subdelegate such authority as provided for by law, to decide on and implement this authorization and if necessary to specify the conditions and determine the terms hereof, to implement the share buyback program, and *inter alia* to place stock market orders, to enter into any agreement, allocate or reallocate the purchased shares to different objectives in accordance with applicable laws and regulations, to establish the terms and conditions pursuant to which, if applicable, the rights of the holders of securities or options granting access to share capital or other rights granting access to share capital will be protected, in accordance with applicable legal and regulatory or, as the case may be, contractual provisions requiring other adjustments, to submit any statements or filings to the French *Autorité des marchés financiers* or any other competent authority, and to accomplish all other formalities and generally do all that is necessary.

This authorization is granted for a maximum period of 18 months with effect from the date of this General Meeting of Shareholders.

It cancels from the date of this General Meeting of Shareholders any unused portion of any previous authorization granted to the Board of Directors to trade in the Company's own shares.

Draft resolutions submitted to the Extraordinary General Meeting of Shareholders

Twenty-third resolution (Delegation of competence to the Board of Directors to increase the share capital of the Company or of another company through the issuance of shares and/or securities granting access, immediately or in the future, to the Company's share capital, with preferential subscription rights)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings of shareholders, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and pursuant to the provisions of Articles L. 225-129 *et seq.* of the French Commercial Code, and in particular Articles L. 225-129, L. 225-129-2, L. 225-132 to L. 225-134 and L. 228-91 *et seq.* of the French Commercial Code:

1. delegates to the Board of Directors, which may subdelegate such authority as provided for by law, its authority to decide to increase the share capital with 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 in reference to several currencies, with or without premium, against payment or free of charge, through the issuance (i) of shares in the Company (excluding preference shares), and/or (ii) 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 granting access immediately or in the future, at any time or at an established date, through subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to the share capital of the Company or of any other company (including equity securities giving right to the allocation of debt securities), it being specified that the shares may be paid-up in cash, or through the set-off of debts, or through the capitalization of reserves, profits or premiums;

2. resolves to set the following limits on the amounts of authorized capital increases in the event the Board of Directors uses this delegation of competence:

- the maximum nominal amount of capital increases that may be carried out immediately or in the future, pursuant to this delegation, is set at 10% of the Company's share capital as at the

date of this General Meeting of Shareholders, it being specified that the total maximum nominal amount of capital increases that may be carried out pursuant to this delegation and of those granted pursuant to the 24th, 25th and 26th resolutions of this General Meeting of Shareholders is set at 10% of the Company's share capital as at the date of this General Meeting of Shareholders;

- these limits will be increased, where applicable, by the nominal amount of shares to be issued in order to maintain, in accordance with legal and regulatory provisions and, where applicable, with contractual stipulations providing for other cases of adjustment, the rights of holders of securities granting access to the share capital or other rights granting access to the share capital;

3. resolves to set the following limits on the amounts of debt securities authorized in the event of the issuance of debt securities granting access immediately or in the future to the share capital of the Company or of other companies:

- the maximum nominal amount of debt securities that may be issued immediately or in the future pursuant to this delegation is set at € 3.5 billion or the equivalent of this amount in any other currency or monetary unit established in reference to several currencies at the date of issuance;
- where applicable, any redemption premium above par value will be added to this amount;
- this amount is independent of the amount of debt securities that may be issued pursuant to other resolutions submitted to this General Meeting of Shareholders as well as debt security issues that may be decided or authorized by the Board of Directors in accordance with Articles L. 228-36-A, L. 228-40, L. 228-92 (paragraph 3), L. 228-93 (paragraph 6) and L. 228-94 (paragraph 3) of the French Commercial Code;

4. in the event this delegation of competence is used by the Board of Directors:

- resolves that the issue(s) will be reserved in priority to shareholders that will be able to subscribe in full, in proportion to the number of shares held at the date of issuance;
- acknowledges that the Board of Directors will be entitled to establish a reducible subscription right (*à titre réductible*);
- acknowledges that this delegation of competence automatically entails, in favor of the holders of securities issued granting access to the share capital of the Company, the waiving by the shareholders of their preferential subscription rights to the shares to which such securities would give right immediately or in the future;
- acknowledges that, in accordance with Article L. 225-134 of the French Commercial Code, in the event the subscriptions carried out on an irreducible basis and, where applicable, on a reducible basis, failed to absorb the capital increase in its entirety, the Board may use one and/or another of the following options, under the conditions provided for by law and in the order determined by the Board:
 - freely distributing some or all of the shares or, in the case of securities granting access to the share capital, the securities whose issuance has been decided but which have not yet been subscribed for;
 - offering, on the French or foreign market, some or all of the shares to the public or, in the case of securities granting access to the share capital, the securities which have not been subscribed for;
 - in general, limiting the capital increase to the amount of subscriptions, provided that, for the issuance of shares or securities for which the primary security is a share, said amount reaches, after the two aforementioned options have been used as the case may be, three-fourths of the decided amount of the capital increase;

- resolves that issues of warrants for Company shares may also be carried out through a free allotment to the holders of outstanding shares, it being specified that any allotment rights relating to fractions of shares and the corresponding securities will be sold under the conditions provided for by the applicable laws and regulations;

5. resolves that the Board of Directors will have all powers, and may subdelegate such powers as provided for by law, to implement this delegation of competence, in particular for the purpose of:

- resolving to issue shares and/or securities granting access immediately or in the future to the share capital of the Company or of another company;
- setting the amount of issue, the price of issue and the amount of the premium that may be requested upon issuance or, where applicable, the amount of reserves, profits or premiums that may be capitalized;
- determining the dates and conditions of issuance, as well as the type, number and features of shares and/or securities to be created;
- for securities issues, deciding whether or not said securities will be subordinated (and, where applicable, their ranking, pursuant to the provisions of Article L. 228-97 of the French Commercial Code), setting their interest rate (in particular, fixed-rate, variable-rate, zero-coupon or indexed) and providing, where applicable, for mandatory or optional cases of suspension or non-payment of interest, providing for their duration (defined or undefined period), the option to reduce or increase the nominal value of the securities and the other terms and conditions of issuance (including the provision of guarantees or security interests) and amortization (including redemption through the delivery of Company assets); where applicable, said securities may entitle the Company to issue debt securities (or equivalents) as payment of interest where the Company has suspended payment or may take the form of complex bonds, within the meaning assigned by the stock market authorities (for example, due to their conditions of redemption or remuneration, or other rights such as indexing or options); modifying the aforementioned conditions, during the lifespan of the securities in question, in accordance with the applicable formalities;
- determining the conditions applicable to the paying-up of shares;
- establishing, where applicable, the conditions governing the exercise of rights (conversion, exchange, redemption, including through the delivery of Company assets such as treasury stock or securities already issued by the Company) attached to shares or securities granting access to the share capital and, in particular, setting the date (which may be retroactive) from which the new shares will bear rights, as well as any other terms and conditions governing the completion of the capital increase;
- establishing the conditions under which the Company will be entitled, where applicable, to purchase or exchange securities granting access to the share capital on the market, at any time or during specific periods, for the purpose of cancelling the securities or not, in accordance with legal provisions;
- providing for the option of suspending the exercise of the rights attached to shares or securities granting access to the share capital, in compliance with applicable legal and regulatory provisions;
- at its sole initiative, offsetting the costs of the capital increase against the amount of the associated premiums and deducting the necessary amounts to constitute the legal reserve from this amount;
- determining and making any adjustments intended to account for the impact of transactions in the share capital or shareholders' equity of the Company, particularly in the event of a change in the nominal amount of the shares, a capital increase through the capitalization of reserves, profits or premiums, the free allocation of shares to the shareholders, a stock split or reverse stock split, the

payment of dividends, reserves, premiums or any other assets, the amortization of share capital, or any other transaction in the share capital or shareholders' equity of the Company (including in case of tender offer and/or change of control), and establishing in accordance with the legal and regulatory provisions and, where applicable, with the contractual stipulations providing for other methods of preservation, any other conditions aimed at protecting, where applicable, the rights of the holders of securities granting access to the share capital or other rights granting access to the share capital (including through cash adjustments);

- formally acknowledging the completion of each capital increase and amending the Articles of Association accordingly;
- in general, entering into any agreement, particularly for the purpose of completing future capital increases, taking any measures and carrying out any formalities necessary for the issuance, listing and financial servicing of securities issued pursuant to this delegation, and the exercise of rights attached thereto;

6. acknowledges that, in the event the Board of Directors uses the delegation of competence granted in this resolution, the Board of Directors will report to the following Ordinary Meeting of Shareholders, in accordance with applicable laws and regulations, on the use of authorizations granted in this resolution;

7. resolves that the Board of Directors may not, without the prior authorization of the General Meeting of Shareholders, use this delegation of competence once a tender offer for the Company's shares has been submitted by a third party and until the end of the offering period;

8. acknowledges that this delegation cancels, from the date of this General Meeting of Shareholders, any unused portion of any previous delegation having the same purpose, *i.e.*, any delegation granting the authority to increase the share capital of the Company or of another company through the issuance of shares and/or securities granting access immediately or in the future to the share capital, with preferential subscription rights;

9. sets the period of validity of the delegation of competence granted by this resolution at twenty-six months, as from the date of this General Meeting of Shareholders.

Twenty-fourth resolution (Option to issue shares and/or securities granting access, immediately or in the future, to shares to be issued by the Company in consideration for contributions in kind consisting of shares or securities granting access to share capital)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings of shareholders, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and pursuant to the provisions of Articles L. 225-129, L. 225-129-2, L. 225-147 L. 22-10-53 and L. 228-91 *et seq.* of the French Commercial Code:

1. authorizes the Board of Directors, which may subdelegate this authorization under the conditions set by law, to carry out one or more capital increases through the issuance (i) of shares in the Company (excluding preference shares) and/or (ii) 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 granting access immediately or in the future, at any time or at a fixed date, through subscription, conversion, exchange, redemption, presentation of a warrant or by any other means, to the share capital of the Company or of other companies (including equity securities giving right to the allocation of debt securities), as consideration for contributions in kind to the Company consisting of shares or securities granting access to the share capital, where the provisions of Article L. 22-10-54 of the French Commercial Code are not applicable;

2. resolves to set the following limits on the amounts of authorized capital increases in the event the Board of Directors uses this authorization:

- the maximum nominal amount of capital increases that may be carried out pursuant to this authorization is set at 10% of the share capital outstanding at the date of this General Meeting of Shareholders, it being specified that this amount will be deducted from the limit provided for in paragraph 2 of the 23rd resolution and if necessary from the limits provided for by any resolution of the same kind that may supersede such resolution during the period of validity of this authorization;
- in any event, issues of shares and securities granting access to the share capital carried out pursuant to this authorization will not exceed the limits provided for in the regulations applicable at the date of issuance (to date, 10% of the share capital); and
- these limits will be increased, where applicable, by the nominal amount of shares to be issued in order to maintain, in accordance with legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment, the rights of holders of securities granting access to the share capital or other rights granting access to the share capital;

3. resolves to set the following limits on the amounts of debt securities authorized in the event of the issuance of debt securities granting access immediately or in the future to the share capital of the Company or of other companies:

- the maximum nominal amount of debt securities that may be issued immediately or in the future pursuant to this authorization is set at € 1.5 billion or the equivalent of this amount in any other currency or monetary unit established in reference to several currencies at the date of issuance;
- where applicable, any redemption premium above par value will be added to this amount;
- this amount is independent of the amount of debt securities that may be issued pursuant to other resolutions submitted to this General Meeting of Shareholders as well as debt security issues that may be decided or authorized by the Board of Directors in accordance with Articles L. 228-36-A, L. 228-40, L. 228-92 (paragraph 3), L. 228-93 (paragraph 6) and L. 228-94 (paragraph 3) of the French Commercial Code;

4. resolves that the Board of Directors will have all powers, and may subdelegate said powers as provided for by law, to implement this authorization, in particular for the purpose of:

- resolving to issue shares and/or securities granting access immediately or in the future, to the share capital of the Company or of another company;
- drawing up the list of equity instruments and securities granting access to share capital transferred to the Company, approving the valuation of the contributions in kind, setting the terms for the issuance of shares and/or securities provided in consideration for the contributions in kind and, where applicable, the amount of any additional consideration to be paid, approving the allocation of specific benefits, and reducing the valuation of contributions or the consideration granted for specific benefits with the approval of the parties making the contribution in kind;
- determining the dates and conditions of the issuance and the type, number and features of the shares and/or securities provided in consideration for tenders and modifying said conditions and features in accordance with applicable formalities, during the lifespan of said securities;
- at its sole initiative, offsetting the costs of the capital increase against the amount of the associated premiums and deducting the necessary amounts to constitute the legal reserve from this amount;
- determining the terms and conditions under which the Company may, where applicable, purchase or exchange on the stock market, at any time or during specified periods, securities granting access to the share capital, for the purpose of cancellation or otherwise, subject to the applicable legal provisions;

- provide for the possibility of suspending the exercise of rights attached to shares or securities giving access to the capital in accordance with the applicable legal and regulatory provisions;
- determining and making any adjustments intended to account for the impact of transactions in the share capital or shareholders' equity of the Company, particularly in the event of a change in the nominal amount of the shares, a capital increase through the capitalization of reserves, profits or premiums, the free allocation of shares to the shareholders, a stock split or reverse stock split, the payment of dividends, reserves, premiums or any other assets, the amortization of share capital, or any other transaction in the share capital or shareholders' equity of the Company (including in case of tender offer and/or change of control), and establishing in accordance with legal and regulatory provisions and where applicable, with the contractual stipulations providing for other methods of preservation any other conditions aimed at protecting, where applicable, the rights of the holders of securities granting access to the share capital or other rights granting access to the share capital (including through cash adjustments);
- formally acknowledging the completion of each capital increase and amending the Articles of Association accordingly;
- in general, entering into any agreement, in particular to ensure the successful completion of the contemplated issues, taking any measures and carrying out any formalities necessary for the issuance, listing and financial servicing of securities issued pursuant to this authorization, and the exercise of rights attached thereto;

5. resolves that the Board of Directors may not, without the prior authorization of the General Meeting of Shareholders, use this authorization once a tender offer for the Company's shares has been submitted by a third party and until the end of the offering period;

6. acknowledges that, should the Board of Directors use the delegation granted to it in this resolution, the report of the Contribution Auditor, if one is issued in accordance with Articles L. 225-147 and L. 22-10-53 of the French Commercial Code, will be brought to its attention at the next general meeting;

7. acknowledges that this authorization cancels, from the date of this General Meeting of Shareholders, any unused portion of any previous authorization having the same purpose, *i.e.*, any authorization related to the issuance of shares or securities granting access immediately or in the future to shares to be issued by the Company as consideration for contributions in kind consisting of shares or securities granting access to the share capital;

8. sets the period of validity of the authorization granted by this resolution at twenty-six months, as from the date of this General Meeting of Shareholders.

Twenty-fifth resolution (Delegation of competence to the Board of Directors to increase the share capital of the Company or of another company through the issuance of shares and/or securities granting access, immediately or in the future, to the Company's share capital reserved for participants in Company savings plans without preferential subscription rights)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings of shareholders, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and pursuant to Articles L. 225-129-2, L. 225-129-6, L. 225-138-1 and L. 228-91 *et seq.* of the French Commercial Code and Articles L. 3332-18 to L.3332-24 of the French Labor Code:

1. delegates to the Board of Directors its authority to decide to increase the share capital without preferential subscription rights, on one or more occasions, in the proportion and at the times it deems appropriate, either in euros or in any other currency or monetary unit established by reference to several currencies, with or without premium, in return for payment or free of charge, in France or abroad, by issuing shares in the Company as well as other equity securities granting access to the share capital of the Company reserved for employees, eligible corporate officers and retired employees of the Company and of affiliated companies, within the meaning of the provisions of Article L. 225-180 of the French Commercial Code and L. 3344-1 of the French Labor Code, adhering to the company or group savings plans;

2. resolves to set the following limits on the amounts of authorized capital increases in the event the Board of Directors uses this delegation of competence:

- the total maximal nominal amount of capital increases that may be carried out pursuant to this delegation may not exceed 1% of the share capital at the date of the Board of Directors' decision, it being specified that this amount will count towards the overall limit provided for in paragraph 2 of the 23rd resolution submitted to this General Meeting and if necessary from the limits provided for by any resolutions of the same kind that may supersede the said resolutions during the period of validity of this authorization;
- these limits will be increased, where applicable, by the nominal amount of shares to be issued in order to maintain, in accordance with legal and regulatory provisions and, where applicable, with contractual stipulations providing for other cases of adjustment, the rights of holders of securities granting access to the share capital or other rights granting access to the share capital;

3. resolves to eliminate the preferential subscription rights of shareholders to securities to be issued pursuant to this resolution in favor of the members of the company or Group savings plans referred to in paragraph 1 above;

4. resolves that the Board of Directors may plan, in accordance with Article L. 3332-21 of the French Labor Code, to allocate free shares or other securities granting access to the share capital of the Company, either outstanding or to be issued, under the conditions and limits established in Article L. 3332-21, with the capital increase carried out where applicable through the capitalization of reserves;

5. resolves that the subscription price will be regulated in accordance with the provisions of Articles L. 3332-18 *et seq.* of the French Labor Code, in effect on the date of the decision taken by the Board of Directors.

6. resolves that the Board of Directors, will have all powers, and may subdelegate said powers as provided for by law, to implement this delegation of competence, in particular for the purpose of:

- deciding the issuance of shares and/or securities granting access, immediately or in the future, to the Company's share capital or of other companies;
- deciding the amount of the issuance, the issuance price as well as the amount of the premium that may be requested upon issuance or, if applicable, the amount of the reserves, profits or premiums that may be incorporated into the capital;
- determining the dates and conditions of the issuance and the type, number and features of the shares and/or securities to be issued;
- setting in accordance with the legal conditions, the list of companies whose beneficiaries, as indicated above, will be able to subscribe to the shares or securities giving access to the capital thus issued and, where applicable, benefit from the shares or securities giving access to the capital allocated free of charge;

- deciding that subscriptions may be made directly by the beneficiaries, members of a company or group savings plan (or similar plan), or through company mutual funds or other structures or entities permitted by the applicable legal or regulatory provisions;
- establishing the conditions, in particular the length of service, to be met by the beneficiaries of the capital increases;
- in the event of the issue of debt securities, to determine all the characteristics and terms of these securities (in particular their fixed or indefinite duration, their subordinated or unsubordinated nature and their remuneration) and to amend, during the life of these securities, the terms and characteristics referred to above, in compliance with the applicable procedures;
- establishing, where applicable, the conditions governing the exercise of rights (conversion, exchange, redemption, including through the delivery of Company assets such as treasury stock or securities already issued by the Company) attached to shares or securities granting access to the share capital and, in particular, setting the date (which may be retroactive) from which the new shares will bear rights, as well as any other terms and conditions governing the completion of the capital increase;
- establishing the conditions under which the Company will be entitled, where applicable, to purchase or exchange securities granting access to the share capital on the market, at any time or during specific periods, for the purpose of cancelling the securities or not, in accordance with legal provisions;
- providing for the option of suspending the exercise of the rights attached to shares or securities granting access to the share capital, in compliance with applicable legal and regulatory provisions;
- setting the terms and conditions of the issues to be carried out pursuant to this delegation, and in particular the amount of the issue and to determine in particular the issue price, dates, deadlines, terms and conditions of subscription, payment, delivery and entitlement to dividends of the securities (the date of which may be retroactive), the rules of reduction applicable in the event of oversubscription; as well as the other terms and conditions of the issues, within the limits of the laws and regulations in force;
- determining and making all adjustments to take into account the impact of transactions on the Company's capital or equity, in particular in the event of a change in the par value of the share, a capital increase by capitalisation of reserves, profits or premiums, a free allocation of shares to the shareholders, a stock split or reverse stock split, the distribution of dividends, reserves or premiums or any other assets, or the amortisation of capital, or any other transaction affecting the capital or shareholders' equity (including in the event of a public offer and/or a change of control), and to set, in accordance with legal and regulatory provisions and, where applicable, contractual stipulations providing for other methods of preservation, any terms and conditions to ensure the preservation of the rights of holders of securities or other rights giving access to the capital (including by means of adjustments in cash);
- in the event of a free allocation of shares or securities giving access to the capital, determining the nature, the number of shares or securities giving access to the capital to be issued, as well as their terms and characteristics, the number to be allocated to each beneficiary, and set the dates, deadlines, terms and conditions of allocation of these shares or securities giving access to the capital within the applicable legal and regulatory limits and, in particular, choosing either to substitute the allocation of these shares or securities giving access to the capital in whole or in part for the discounts authorised by the applicable legal and regulatory provisions, or to deduct the

equivalent value of these shares or securities from the total amount of the employer's contribution, or to combine these two possibilities;

- in the event of an issue of new shares, charging, where applicable, the sums necessary to pay up the said shares to the reserves, profits or issue premiums;
- formally acknowledging the completion of the capital increases and making the corresponding amendments to the Articles of Association;
- at its sole initiative, charging the costs of the capital increases to the amount of the premiums relating thereto and deduct from this amount the sums necessary to fund the legal reserve;
- generally, entering into any agreement, in particular to successfully complete the planned issues, take all measures and carry out all formalities useful for the issue, listing and financial servicing of the securities issued pursuant to this delegation, as well as for the exercise of the rights attached thereto or resulting from the capital increases carried out;

7. acknowledges that this delegation cancels, from the date of this General Meeting of Shareholders, any unused portion of any previous delegation having the same purpose, *i.e.*, any delegation granting the authority to increase the share capital of the Company through the issuance of shares and/or securities granting access immediately or in the future to the share capital, without preferential subscription rights, reserved for members of savings plans;

8. sets the period of validity of the delegation of competence granted by this resolution at twenty-six months, as from the date of this General Meeting of Shareholders.

Twenty-sixth resolution (Authorization to the Board of Directors to grant performance shares (outstanding or newly issued) to some or all Group employees and corporate officers)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings of shareholders, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, and pursuant to Articles L. 225-197-1 *et seq.* and L. 22-10-59 and L. 22-10-60 of the French Commercial Code:

1. authorizes the Board of Directors, which may subdelegate this authorization as permitted by law, to carry out one or more allocations of performances shares, outstanding or to be issued (excluding preference shares), in favor of beneficiaries or categories of beneficiaries determined by the Board from among the members of staff of the Company or of affiliated companies or groups, under the conditions provided for in Article L. 225-197-2 of the French Commercial Code and the corporate officers of the Company or of affiliated companies or groups and meeting the conditions referred to in Article L. 225-197-1, II, and L. 22-10-59 of the French Commercial Code, under the conditions defined hereafter;

2. resolves that the performance shares outstanding or to be issued that will be allocated pursuant to this authorization may not represent more than 2% of the share capital at the date of the Board of Directors' decision; it being specified that the maximum nominal amount of capital increases that may be conducted immediately or in the future pursuant to this authorization will be deducted from the overall limit provided for in paragraph 2 of the 23rd resolution submitted to this General Meeting of Shareholders or, where applicable, from any overall limit provided for by any resolution of the same kind that may supersede this resolution during the period of validity of this authorization; To these limits shall be added, where applicable, the number of shares to be issued pursuant to adjustments to be made in order to preserve the rights of the beneficiaries, in accordance with the legal and regulatory provisions and, where applicable, the stipulations of the plans providing for other methods of preservation;

3. resolves that for each fiscal year, the total number of shares outstanding or to be issued, allocated pursuant to this authorization to executive corporate officers of the Company may not represent more than 5% of the performance shares allocated during said fiscal year pursuant to this authorization;

4. resolves that:

- the free allocation of shares to their beneficiaries will become final at the end of a vesting period that may not be shorter than three years. However, by way of derogation to the above, the minimum vesting period may be set at one year for the purposes of the compensation of the employees whose professional activities have a material impact on the risk profile within the meaning of the CRD V regulation, so as to allow the implementation of the deferral rules applicable to such employees;
- the permanently vested shares will be subject, at the end of the aforementioned vesting period, to a holding period that may not be shorter than the period required by the legal provisions applicable at the date of the decision to allocate the shares (*i.e.*, to date, the difference between a two-year term and the length of the vesting period to be determined by the Board of Directors); however, this mandatory holding period may be eliminated by the Board of Directors for allocated performance shares whose vesting period has been determined to be at least two years;
- it being specified that the final vesting of allocated performance shares and the option of freely transferring said shares will take place prior to the expiry of the vesting period or, where applicable, the mandatory holding period, should the beneficiaries prove to be invalid due to their classification in the second or third category provided for in Article L. 341-4 of the French Social Security Code, or in an equivalent case outside France;

5. resolves that the final allocation of performance shares allocated in favor of members of staff of the group or corporate officers of the Company will be subject in particular and in full to the achievement of performance conditions set by the Board of Directors;

6. grants all powers to the Board of Directors to implement this authorization, in particular for the purpose of:

- determining if the allocated performance shares are shares to be issued and/or outstanding shares and, where applicable, amending its choice prior to the final allocation of shares;
- determining the identity of the beneficiaries, or of the category(ies) of beneficiaries, of the share allocation from among the members of staff and corporate officers of the Company or of the aforementioned companies or groups, and the number of shares allocated to each beneficiary or category of beneficiaries;
- establishing the conditions and, where applicable, the criteria for the allocation of shares, including in particular the minimum vesting period and the required holding period for each beneficiary, under the conditions provided for above, it being specified that, for performance shares granted to corporate officers, the Board of Directors shall either (a) resolve that the performance shares granted may not be transferred by the interested parties prior to the end of their office, or (b) set the quantity of allocation shares that they are required to hold in registered form until the end of their office;
- providing for the option to temporarily suspend allocation rights;
- duly recording the final allocation dates and the dates from which the shares will be freely transferable, in accordance with legal restrictions;

- registering the allocation performance shares to a registered account in the account-holder's name, indicating their non-transferability and the period of non-transferability, and waiving the non-transferability of shares for any circumstance permitted by applicable regulations;

7. resolves that the Board of Directors, which may subdelegate such powers in accordance with the law, will also be granted all powers to deduct, where applicable, in the event of new share issues, the sums necessary for the paying-up of said shares from reserves, profits or issue premiums, to duly record the completion of capital increases carried out in accordance with this authorization, to amend the Articles of Association accordingly, and in general to complete any necessary acts and formalities;

8. resolves that the Company may, where applicable, make adjustments to the number of allocated performance shares necessary to protect the rights of beneficiaries, depending on any transactions in the share capital or shareholders' equity of the Company, including in the event of a change in the nominal value of the share, a capital increase through the capitalization of reserves, the allocation of performance shares, the issuance of new equity securities with preferential subscription rights reserved for the shareholders, a stock split or reverse stock split, the distribution of reserves, issue premiums or any other assets, the amortization of capital, a change in the distribution of profits through the creation of preference shares or any other transaction in the share capital or shareholders' equity (including in case of tender offer and/or change of control). It is hereby stipulated that the shares allocated in accordance with these adjustments will be deemed as having been allocated the same day as the initially allocated shares;

9. recognizes that, in the event new performance shares are allocated, this authorization will prevail, as said shares are permanently allocated over time, over capital increases through the capitalization of reserves, profits or issue premiums in favor of the beneficiaries of said shares and the associated waiver by the shareholders of their preferential subscription rights to said shares in favor of the beneficiaries of said shares;

10. acknowledges that, in the event the Board uses this authorization, it will notify each Ordinary General Meeting of Shareholders of the transactions carried out pursuant to the provisions set forth in Articles L. 225-197-1 to L. 225-197-3 of the French Commercial Code, in accordance with the conditions provided for in Article L. 225-197-4 of this same Code;

11. acknowledges that this authorization cancels, from the date of this General Meeting of Shareholders, any unused portion of any previous authorization having the same purpose, *i.e.*, any authorization granting the authority to allocate performances shares (outstanding or to be issued) in favor of some or all members of staff and corporate officers of the group;

12. sets the period of validity of the authorization granted by this resolution at thirty-eight months, as from the date of this General Meeting of Shareholders.

Twenty-seventh resolution (Authorization to the Board of Directors to reduce the share capital through the cancellation of treasury shares)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to Extraordinary General Meetings of Shareholders, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, authorizes the Board of Directors to reduce the share capital, on one or more occasions, by cancelling any quantity of treasury shares deemed appropriate, within the limits authorized by law, in accordance with the provisions of Articles L. 225-209-2 *et seq.* and L. 22-10-62 of the French Commercial Code.

At each cancellation date, the maximum number of shares cancelled by the Company during the twenty-six month period preceding such cancellation, including the shares subject to such cancellation, may not exceed 10% of the shares comprising the share capital of the Company at such date, *i.e.*, for information purposes, at December 31, 2020, a limit of 20,258,595 shares; it being stipulated that this limit applies to an amount of share capital that will, where applicable, be adjusted to account for transactions affecting the share capital subsequent to this General Meeting of Shareholders.

The General Meeting of Shareholders grants all powers to the Board of Directors, which may subdelegate said powers, to conduct the cancellation(s) and capital reduction(s) that may be conducted pursuant to this authorization, to deduct the difference between the purchase price of the cancelled shares and the nominal value from the premiums and available reserves of its choice, to allocate the fraction of the legal reserve available as a result of the capital decrease, to amend the Articles of Association accordingly and to complete all necessary formalities.

This authorization is granted for a period of twenty-six months from the date of this General Meeting of Shareholders and cancels, from this date, any unused portion of any previous authorization having the same purpose, *i.e.*, any authorization related to capital decreases through the cancellation of treasury stock.

Twenty-eighth resolution (Amendment of Article 19 of the Articles of Association)

The General Meeting, voting under the quorum and majority conditions required for extraordinary general meetings of shareholders, having taken note of the report of the Board of Directors, resolves to amend Article 19 of the Company's Articles of Association, which now reads as follows:

“General Meetings are convened and deliberate in accordance with conditions set down by law.

Meetings are held either at the registered office or at any other place specified in the notice of meeting.

Any shareholder, regardless of the number of shares held, may attend General Meetings in accordance with the conditions set down by the law and these Articles of Association, on presentation of proof of identity and of the registration of shares in its name or the name of an intermediary registered on its behalf by midnight Paris time on the day falling two business days before the General Meeting:

- for holders of registered shares, in the registered share account held by the Company,

- for holders of bearer shares, in the bearer share account held by the authorised intermediary, the registration or posting of the shares being proved by a participation certificate issued by the latter, if need be by electronic means.

A shareholder ~~not attending a General Meeting either personally or through a representative~~, may **attend the meeting in person, by videoconference or by telecommunication means**. He may also attend the meeting by **proxy** or choose between the two following possibilities:

- remote voting **before the General Meeting**;

Or

- Sending **before the General Meeting** a blank proxy form to the Company without specifying a proxy's name, in accordance with the conditions set down by applicable law and regulations.

If the shareholder has requested an admission card or a shareholding certificate or, as appropriate, decided on remote voting or sent a proxy, the shareholder no longer has the right to choose to participate in the General Meeting in any other manner. The shareholder may however transfer all or some of his/her shares at any time.

If the transfer of ownership takes place before midnight Paris time on the day falling two business days before the General Meeting, the Company will invalidate or modify, as appropriate, the remote vote, the proxy, the admission card or shareholding certificate. For this purpose, the authorised intermediary account holder notifies the Company or its representative of the transfer of ownership and provides the necessary information.

Any transfer made after midnight Paris time of the second business day preceding the General Meeting is neither notified by the authorised intermediary nor taken into account by the Company.

Shareholders not having their tax domicile in France may be registered and be represented at General Meetings by any intermediary registered on their behalf holding a general securities management mandate, provided that the intermediary has declared its status as an intermediary holding securities on behalf of a third party to the Company or to the financial intermediary holding the account at the time of opening the account, in accordance with the law and regulations.

In accordance with a Board of Directors' decision set out in the notice of meeting, shareholders may participate in General Meetings by video-conference or any other electronic means of communication, including the Internet, in accordance with applicable law and regulations. The Board of Directors determines the rules for participation and postal votes, by ensuring that the procedures and technologies used have the technical characteristics allowing for the continuous and simultaneous retransmission of debates and votes cast. **These shareholders are then deemed to be present at the meeting for the calculation of the quorum and majority and may vote and participate in the meeting.**

Any shareholder may also vote remotely prior to the general meeting. Shareholders who use the form posted on-line by the meeting convenor, for this purpose and within the required time limits, are treated as present or represented shareholders. The on-line form may be completed and signed on the site by any method determined by the Board of Directors **and complying with the legal requirements in force** which satisfies the conditions set down in the first sentence of the second paragraph of article 1316-4 of the French Civil Code (Code civil), ~~which may inter alia include a user identification and a password.~~

Any proxy or vote cast before the meeting by electronic means, together with the acknowledgement of receipt, shall be deemed non-revocable and enforceable on all; in the case of a transfer of ownership occurring before midnight Paris time on the day falling two business days before the meeting, the Company will, as appropriate, invalidate or modify the proxy or vote cast before this date and time.

General Meetings are chaired by the Chairman of the Board of Directors or, in his/her absence, by the Deputy Chairman or by a director especially delegated for this purpose by the Board. Failing this, the General Meeting will elect its own chairman.

Minutes are prepared of General Meetings and copies are certified and issued in accordance with the law."

Twenty-ninth resolution (Amendment of the Articles of association in order to take note of the renumbering of the French Commercial Code resulting from Ordinance No. 2020-1142 of September 16, 2020 creating, within the French Commercial Code, a chapter relating to companies whose securities are admitted to trading on a regulated market or on a multilateral trading facility)

The General Meeting, voting under the quorum and majority conditions required for extraordinary general meetings of shareholders, having taken note of the report of the Board of Directors:

1. resolves to amend, in the Articles of association, all textual references that have become obsolete following the entry into force of Ordinance No. 2020-1142 of September 16, 2020 creating within the French Commercial Code, a chapter relating to companies whose securities are admitted to trading on a regulated market or on a multilateral trading facility. The update of the Articles of association consists in particular of the insertion of new textual references;
2. resolves accordingly:
 - to replace, in the second paragraph of Article 9 of the Articles of Association, the words "*article L. 225-123 of the French Commercial Code*" by the words "*Articles L. 225-123 and L. 22-10-46 of the French Commercial Code*"; and
 - to replace, in the first paragraph of Article 11 of the Articles of Association, the words "*Articles L. 225-27 et seq. of the French Commercial Code*" with the words "*Articles L. 225-27 et seq. and L. 22-10-6 and L. 22-10-7 of the Commercial Code*"; and
3. grants the Board of Directors, which may subdelegate such authority as provided for by law, all powers to carry out all formalities and make all filings to implement the aforementioned amendments to the Articles of Association.

Thirtieth resolution (Powers to carry out formalities)

The General Meeting of Shareholders, deliberating in accordance with the quorum and majority requirements applicable to Extraordinary General Meetings of Shareholders, hereby grants full powers to the bearer of an original, copy or excerpt of the minutes of these deliberations to complete any legal filing or publication formalities relating to or resulting from the decisions taken in the aforementioned resolutions.

1. formalities to be accomplished in order to participating in the General Meeting

Reminder: in the current health context of the covid-19 epidemic, and in accordance with *Ordonnance* No. 2020-321 of March 25, 2020 adapting the rules for meetings and deliberations of the governing bodies of legal persons and entities without legal personality under private law due to the covid-19 epidemic (as amended), it was decided to hold the General Meeting without the physical presence of the shareholders and other persons entitled to attend.

Under these conditions, any shareholder is entitled to participate in the General Meeting of Shareholders regardless of the number of shares held under the legal and regulatory conditions in force:

- either **by attending in person via video conference**,
- or **by voting remotely**,
- or **by being represented at the Meeting**: by giving a proxy to the Chairman of the Meeting, to his spouse or partner with whom a civil solidarity pact has been concluded, to another shareholder, or to any person (natural or legal) of his or her choice under the conditions prescribed in Article L. 225-106 of the French Commercial Code or, alternatively, without indicating a proxy, it being specified that for any proxy given by a shareholder without indicating a proxy, the Chairman of the Meeting shall vote in favour of the adoption of the draft resolutions presented or approved by the Board of Directors and against the adoption of all other draft resolutions.

Pursuant to Article R. 22-10-28 of the French Commercial Code, any shareholder is entitled to participate in the General Meeting by proving that the shares are registered in their name or in the name of the registered intermediary on their behalf (as set out in Article L. 228-1 of the French Commercial Code), two business days before the date of the General Meeting, *i.e.*, on **May 6, 2021 at midnight**, Paris time, either with the Company's share registrar for registered shares, or in the bearer share accounts of an authorized intermediary.

For **holders of registered shares** (pure or administered), registration in the Company's share registrar two business days before the meeting, *i.e.*, on **May 6, 2021 at midnight**, Paris time, is sufficient for them to participate in the General Meeting of Shareholders.

For **holders of bearer shares**, registration of the shares in the bearer share accounts of an authorized intermediary must be proven by a share ownership certificate delivered by the intermediary under the terms provided for in Article R. 22-10-28 of the French Commercial Code, and must be appended to the proxy and remote voting form, including for shareholders indicating their wish to take part in the General Meeting by videoconference in said form.

A shareholder who has already cast a remote vote, sent a proxy or expressed a wish to participate by videoconference may sell all or part of his or her shares at any time. However, if the transfer occurs before the second business day preceding the General Meeting, *i.e.*, **May 6, 2021, at 0:00 a.m.**, Paris time, the Company shall invalidate or modify the remote vote or the proxy, as the case may be, and shall terminate access to the VOTACCESS platform and to the LUMI TECHNOLOGIES platform, as applicable. To this end, the authorised intermediary holding the account shall notify the Company or its authorised agent of the transfer and send it the necessary information. No transfer or other transaction carried out after May 6, 2021, at 0:00 a.m. Paris time, regardless of the means used, will be notified by the authorised intermediary or taken into consideration by the Company, notwithstanding any agreement to the contrary (Article R. 22-10-28 of the French Commercial Code).

2. Methods of participating in the General Meeting

A. Participating in the General Meeting by video conference

Shareholders wishing to participate personally in the General Meeting by videoconference should proceed in one of the following ways within the specified time limits:

i. By post

For **registered shareholders** (pure or administered): each registered shareholder automatically receives the single form, attached to the notice of meeting, which must be completed, specifying that the shareholder wishes to participate in the General Meeting by videoconference, as well as the reply coupon indicating the shareholder's mobile phone number and the e-mail address that the shareholder wishes to use for this purpose, then return them signed using the T envelope attached to the notice of meeting or by post to CACEIS Corporate Trust, Service Assemblées Générales - 14, rue Rouget de Lisle, 92862 Issy-les-Moulineaux Cedex 9.

For **bearer shareholders**: ask the authorised intermediary who manages their securities account to send a certificate of participation to CACEIS Corporate Trust, specifying that they wish to participate in the

General Meeting by videoconference, as well as their mobile phone number and the e-mail address they wish to use for this purpose.

The forms and the elements necessary for participation in the General Meeting by videoconference must be received by CACEIS Corporate Trust, duly completed and signed, at the latest three days before the Meeting, i.e. on **7 May 2021, failing which** they will not be taken into account.

ii. By Internet

- For **registered shareholders** (pure or administered) :

Registered shareholders who wish to participate in the General Meeting by videoconference must, in order to access the dedicated and secure VOTACCESS website, connect to the OLIS Shareholder website at the following address: <https://www.nomi.olisnet.com>.

“Pure” registered shareholders should log on to the OLIS Shareholder website using the login details on the single form sent with the notice of meeting brochure and the password they usually use to consult their account.

“Administered” registered shareholders should log on to the OLIS Shareholder website using the login details on the single form sent with the notice of meeting and follow the on-screen instructions on the OLIS Shareholder website.

Once connected, pure or administered registered shareholders should follow the on-screen instructions on the OLIS Shareholder website to access the VOTACCESS website where they can indicate their participation in the General Meeting by videoconference.

For any connection problems, shareholders are invited to contact CACEIS Corporate Trust, Investor Relations Department, by telephone on +33 (0)1 57 78 34 44 from Monday to Friday from 8:30 a.m. to 5:30 p.m. (Paris time) or by e-mail at the following address: ct-contact@caceis.com.

- For **bearer shareholders** :

It is the responsibility of bearer shareholders who wish to participate in the General Meeting by videoconference to find out from their account-holding institution whether or not it is connected to the Meeting’s dedicated, secure VOTACCESS website and, if so, whether this access is subject to special conditions of use.

If the shareholder's account-holding institution is connected to the VOTACCESS website, the shareholder must identify himself on the Internet portal of his account-holding institution with his usual access codes. The shareholder must then follow the instructions on the screen on the Internet portal of his account-holding institution in order to access the VOTACCESS website where he can indicate his participation in the General Meeting by videoconference.

On the VOTACCESS platform, registered or bearer shareholders must request an admission card and fill in the fields in the "Participate in the virtual meeting" tab in order to communicate their mobile phone number including the country code and the e-mail address they wish to use for this purpose.

The VOTACCESS website will be open from April 19, 2021 at 9:00 a.m. until the day before the General Meeting, i.e., **May 9, 2021 at 3:00 p.m.**, Paris time. In order to avoid any possible congestion of the VOTACCESS website, shareholders are advised not to wait until the day before the Meeting to enter their instructions.

It is the shareholder's responsibility to ensure that all information required to participate in the General Meeting by videoconference (including the mobile phone number and e-mail address provided) is valid, complete and unencrypted. If this is not the case, the shareholder will be contacted by CACEIS Corporate Trust to the extent possible, but there can be no guarantee that the shareholder will be able to participate in the General Meeting by videoconference.

Shareholders who will not have transmitted their request under the above mentioned conditions, before May 7, 2021, for the paper form, or before May 9, 2021, at 3 p.m., Paris time, on the Votaccess

platform, will not be able to participate in the General Meeting by video conference.

Shareholders who have thus expressed their wish to participate in the General Meeting remotely and live by videoconference will receive, at the latest two hours before the start of the Meeting, an e-mail containing their identifier and an SMS containing the corresponding password, to connect to the LUMI TECHNOLOGIES platform via which they will be able to participate in the General Meeting.

On the date of the General Meeting, these shareholders will be able to connect on the Internet to the LUMI TECHNOLOGIES platform from 9:30 a.m. (Paris time), at the following address: <https://web.lumiagm.com/111113270> (meeting number **111 113 270**) using the login and password thus received. By following the instructions given to them on the screen on the LUMI TECHNOLOGIES platform, they will be able to attend the live broadcast of the General Meeting, ask their questions, if they wish, during the discussion session which will be opened by the Chairman of the General Meeting, and express their vote on the resolutions presented to the General Meeting.

B. To vote by proxy or by post

Shareholders wishing to vote remotely or by post prior to the General Meeting should do one of the following within the specified timeframe:

i. By post

- For **registered shareholders** (pure and administered): complete the single form, attached to the notice of meeting received automatically by each registered shareholder, specifying that they wish to be represented or to vote by mail, then return the signed form using the T envelope attached to the notice of meeting or by mail to CACEIS Corporate Trust, Service Assemblées Générales - 14, rue Rouget de Lisle, 92862 Issy-les-Moulineaux Cedex 9.

- For holders of **bearer shares**: (i) request the single form from the financial intermediary who manages their shares, as from the date of the General Meeting, (ii) complete the form, specifying the wish to be represented or to vote by mail, and then (iii) return it signed, together with a certificate of participation issued by the financial intermediary, by mail to CACEIS Corporate Trust, Service Assemblées Générales - 14, rue Rouget de Lisle, 92862 Issy-les-Moulineaux Cedex 9.

Single forms must be received by CACEIS Corporate Trust duly completed and signed no later than three days before the meeting, *i.e.*, **May 7, 2021**, failing which they will not be taken into account. Proxy voting forms with the indication of proxies must be received by CACEIS Corporate Trust duly completed and signed at the latest four days before the Meeting, *i.e.*, on **May 6, 2021**, failing which they cannot be taken into account.

ii. By Internet

- For **registered shareholders** (pure or administered) :

Registered shareholders who wish to vote by Internet, or to appoint or revoke a proxy online, prior to the Meeting, must connect to the OLIS Shareholder website at <https://www.nomi.olisnet.com> in order to access the dedicated secure VOTACCESS website.

“Pure” registered shareholders should log on to the OLIS Shareholder website using the login details on the single form sent with the notice of meeting brochure and the password they usually use to consult their account.

“Administered” registered shareholders should log on to the OLIS Shareholder website using the login details on the single form sent with the notice of meeting and follow the on-screen instructions on the OLIS Shareholder website.

Once connected, pure or administered registered shareholders will have to follow the on-screen instructions on the OLIS Shareholder site in order to access the VOTACCESS site where they can vote, or appoint or revoke a proxy.

For any connection problems, shareholders are invited to contact CACEIS Corporate Trust, Investor Relations Department, by telephone on +33 (0)1 57 78 34 44 from Monday to Friday from 8:30 a.m. to 5:30 p.m. (Paris time) or by e-mail at the following address: ct-contact@caceis.com.

- For **bearer shareholders** :

It is the responsibility of bearer shareholders who wish to vote by Internet, or appoint or revoke a proxy online, before the Meeting, to find out from their account-holding institution whether or not it is connected to the Meeting's dedicated secure VOTACCESS website and, if so, whether this access is subject to any special conditions of use.

If the shareholder's account-holding institution is connected to the VOTACCESS site, the shareholder must identify himself or herself on the Internet portal of his or her account-holding institution with his or her usual access codes. They must then follow the on-screen instructions on the Internet portal of their account-holding institution in order to access the VOTACCESS site where they can vote or appoint or revoke a proxy.

The VOTACCESS website will be open from April 19, 2021 at 9:00 a.m. until the day before the General Meeting, *i.e.*, **May 9, 2021 at 3:00 p.m.**, Paris time. In order to avoid any possible congestion of the VOTACCESS website, shareholders are advised not to wait until the day before the Meeting to enter their instructions.

The proxy and/or postal voting form will also be made available to shareholders on the issuer's website <https://legroupe.amundi.com/Actionnaires/Assemblees-Generales>.

In accordance with the provisions of Article R. 22-10-24 of the French Commercial Code, notification of the appointment and revocation of a proxy may also be made by electronic means, as follows:

- for **registered shareholders** (pure or administered): by sending an e-mail to the following address ct-mandataires-assemblees@caceis.com specifying their surname, first name, address and CACEIS Corporate Trust identifier for pure registered shareholders (information available at the top left of their securities account statement) or their identifier with their financial intermediary for administered registered shareholders, as well as the surname and first name of the appointed or revoked proxy;
- for **bearer shareholders**: by sending an e-mail to the following address ct-mandataires-assemblees@caceis.com specifying their full name, address and bank references as well as the name and surname of the appointed or revoked proxy, together with the certificate of participation issued by the intermediary.

Only duly signed notifications of appointment or revocation of mandates, completed and received no later than four days before the date of the General Meeting, *i.e.*, **May 6, 2021**, for the appointments or revocations of mandates expressed, may be sent to the above-mentioned e-mail address; any other request or notification relating to another subject may not be taken into account and/or processed.

C. Processing of mandates (proxy voting instructions)

As the General Meeting is held without the physical presence of the shareholders, two solutions are available to proxies for the exercise of their mandate(s):

- i. Either they vote prior to the General Meeting: They must then send their instructions for the exercise of their mandates to CACEIS Corporate Trust electronically at the following address: ct-mandataires-assemblees@caceis.com, via the single participation form in the form of a postal vote, no later than the fourth day preceding the date of the Meeting, *i.e.*, **May 6, 2021**. The form must mention their quality of proxy.
- ii. Or they wish to attend the General Meeting by videoconference: they must send a request to CACEIS Corporate Trust electronically at the following address: ct-mandataires-assemblees@caceis.com to participate in the Meeting via the exercise of their mandate(s) no later than the fourth day preceding the date of the Meeting, *i.e.*, **May 6, 2021**. They must provide their mobile phone number and the e-mail address they wish to use for this purpose.

D. Procedure for changing the mode of participation

In accordance with Article 7 of Decree No. 2020-418 of April 10, 2020 (as amended), a shareholder who has already cast a postal vote, sent a proxy or expressed a wish to participate by videoconference, may choose another method of participation in the General Meeting, provided that the instruction to do so reaches the Company within a timeframe that is compatible with the provisions of the first paragraph of Article R. 225-77 and Article R. 225-80 of the French Commercial Code. Notwithstanding the second sentence of Article R. 225-80 of the French Commercial Code, previous instructions received will be revoked.

To this end, registered shareholders who wish to change their mode of participation are requested to send their new voting instruction by returning the single form, duly completed and signed, by e-mail to the following address: ct-mandataires-assemblees@caceis.com. The form must indicate the shareholder's identifier, name, first name and address, the words "*New instruction - cancels and replaces*", and be dated and signed. Registered shareholders should attach a copy of their identity document and, if applicable, a power of attorney from the legal entity they represent.

Bearer shareholders are requested to contact their financial intermediary, who will send the new instruction to CACEIS Corporate Trust, together with a certificate of participation proving their status as shareholder.

3. Submission of written questions

Shareholders may submit written questions to the Company in accordance with Article R. 225-84 of the French Commercial Code. These questions should be addressed to the Chairman of the Board of Directors at the following address: **Amundi - Written questions to the AGM - BSC/COA/LIF - 90 boulevard Pasteur - CS21564 - 75730 Paris cedex 15**, by registered post with acknowledgement of receipt or by email at the following email address: questions-ecrites-ag@amundi.com, no later than four days prior to the fourth business day before the date of General Meeting, *i.e.*, **May 6, 2021**. In order to be considered, these questions must be accompanied by a certificate of registration.

4. Requests to include items or draft resolutions in the agenda of the meeting

One or more shareholders representing at least the percentage of capital provided for in the applicable legal and regulatory provisions may request the inclusion of items or draft resolutions in the agenda under the terms provided for in Articles L. 225-105, L. 225-120 and R. 225-71 to R. 225-73 of the French Commercial Code.

Requests to include items (which must state the reasons for such inclusion) or draft resolutions in the agenda must be sent to the registered office, at the following address: **Amundi - Resolutions to the AGM - BSC/COA/LIF - 90, boulevard Pasteur - CS21564 - 75730 Paris cedex 15**, by registered mail with acknowledgement of receipt, and must be received no later than twenty-five days before the General Meeting is held. These requests must be accompanied by:

- the item to be included in the agenda as well as the reasons for such inclusion; or
- the text of draft resolutions, which may be accompanied by a brief explanation of the reasons for them and, if applicable, information provided for under paragraph 5 of Article R. 225-83 of the French Commercial Code; and
- a certificate of registration proving that the authors of the request own or represent the percentage of share capital required by Article R. 225-71 of the French Commercial Code.

In addition, shareholders are reminded that items or draft resolutions on the agenda shall only be considered at the General Meeting of Shareholders if the authors send a new certificate proving the registration of their shares in the same accounts on the second business day preceding the General Meeting at 0:00 a.m., Paris time, *i.e.*, on 6 May 2021 at 0:00 a.m., Paris time.

The list of items and draft resolutions added to the agenda will be published forthwith on the Company's website, <https://legroupe.amundi.com/Actionnaires/Assemblees-Generales>, in accordance with Article R. 22-10-23 of the French Commercial Code.

5. Documents made available to shareholders

In accordance with legal and regulatory requirements, all of the documents that must be provided at the General Meeting will be made available to shareholders, within the applicable time frame, at Amundi's registered office or sent upon request sent to CACEIS Corporate Trust.

In addition, the documents to be presented at the General Meeting as well as the other information and documents provided for in Article R. 22-10-23 of the French Commercial Code will be available on the Company's website, <https://legroupe.amundi.com/Actionnaires/Assemblees-Generales>, no later than **19 April 2021** (*i.e.*, 21 days before the General Meeting).

In accordance with the provisions of *Ordonnance* No. 2020-321 of 25 March 2020, the communication of information or a document will be validly made by electronic message, provided that the shareholder indicates in his request the electronic address to which it can be made. Shareholders are thus encouraged to provide their e-mail address when making any request.

This notice will be followed by a convening notice listing any changes made to the agenda in response to requests to include draft resolutions submitted by shareholders and/or the Economic and Social Committee.

The Board of Directors