

✓ **First and second resolutions: Approval of the 2024 financial statements**

Summary: The aims of the first and second resolutions are, respectively, to approve the financial statements and to approve the consolidated financial statements for 2024.

First resolution (Approval of the Company's financial statements for the 2024 fiscal year)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the reports of the Board of Directors and the reports of the Statutory Auditors, approves the financial statements for the 2024 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.

Pursuant to Article 223 *quater* of the French General Tax Code, the general meeting approves the total amount of expenses and charges referred to in Article 39, 4 of the French General Tax Code that are not deductible from taxable income, which amounts to the sum of 9,278 euros for the fiscal year ended December 31, 2024, as well as the amount of corporation tax borne by the Company as a result of the non-deductibility, i.e. 2,397 euros.

Second resolution (Approval of the consolidated financial statements for the 2024 fiscal year)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the reports of the Board of Directors and the reports of the Statutory Auditors, approves the consolidated financial statements for the 2024 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**

Summary: This resolution informs you that the profit for the 2024 fiscal year which amounts to € 728,185,780.98 plus retained earnings from the previous years, brings distributable earnings to € 2,664,065,565.52.

For the 2024 fiscal year, the proposal is to pay out a dividend of € 4.25 per share and allocate the rest to retained earnings.

The dividend will be paid from June 12, 2025.

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

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having acknowledged that the financial statements for the fiscal year ended December 31, 2024 and approved by this general meeting show a profit of € 728,185,780.98:

- duly notes that the balance of the profit for the 2024 fiscal year, plus retained earnings for previous fiscal years, has increased the amount of distributable earnings to € 2,664,065,565.52;

- resolves to allocate distributable earnings as follows:

to dividends ⁽¹⁾	€ 873,031,863.50
to retained earnings	€ 1,791,033,702.02

(1) The total amount distributed, as indicated above, is based on the total number of shares as of December 31, 2024, i.e., 205,419,262 shares, and will be adjusted according to the number of shares entitled to dividends on the dividend detachment date. It is specified that the amount of the balance allocated to retained earnings will be adjusted accordingly.

The dividend is set at € 4.25 per share.

The dividend coupon will be detached on June 10, 2025 and paid out as from June 12, 2025. 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, when paid to individual shareholders domiciled in France for tax purposes, 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 (*prélèvement forfaitaire unique*).

In accordance with applicable laws, the general meeting notes that the following dividends were paid in the three fiscal years preceding the 2024 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)
2021	4.10	4.10	0	833
2022	4.10	4.10	0	836
2023	4.10	4.10	0	839

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

Summary: The special report of the Statutory Auditors on the agreements referred to in Articles L. 225-38 et seq. of the French Commercial Code, which is submitted to the approval of the general meeting, does not mention any new agreement authorized and entered into during the 2024 fiscal year.

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

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, 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, notes that, under the terms of the special report of the Statutory Auditors, they have not been advised of any new agreement authorized by the Board of Directors during the fiscal year ending December 31, 2024 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**

Summary: Under this resolution, you are requested to approve the information mentioned in Article L. 22-10-9 I of the French Commercial Code and stated in Chapter 2 of the Universal Registration Document. This information relates in particular to:

- the compensations paid during the 2024 fiscal year or allocated for the same fiscal year to the Chairman of the Board of Directors, the Chief Executive Officer, the Deputy Chief Executive Officer and the members of the Board of Directors;
- the fairness ratios comparing the total compensation granted to each corporate officers for the 2020 to 2024 financial years with the average and median compensation granted to employees of the French companies in the group. Thus, for the last fiscal year, the France ratio calculated on the average compensation stands at 18.6 for the Chief Executive Officer and 8.9 for the Deputy Chief Executive Officer .
- the comparative evolution of the total compensation granted to corporate officers with the average and median total compensation of employees of the French companies in the group and the group's performance (measured by the adjusted Net income Group share) between 2020 and 2024.

In addition, since 2018, Amundi has communicated a "World" ratio calculated on the basis of aggregates representative of its worldwide scope. This calculation is based on financial data (salaries and wages, average workforce) compared to the compensation awarded to the Chief Executive Officer and to the Deputy Chief Executive Officer. It stands at 14.3 for Valérie Baudson and 6.8 for Nicolas Calcoen for 2024.

The detailed report is included in Chapter 2 of the Company's 2024 Universal Registration Document.

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, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and 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 2024 universal registration document.

- ✓ **Sixth to eighth resolutions: Approval of the fixed, variable and exceptional items, comprising the total compensation and benefits of any kind, paid during the 2024 fiscal year, or granted for the same fiscal year to Mr. Philippe Brassac, Chairman of the Board of Directors, to Mrs. Valérie Baudson, Chief Executive Officer, as well as to Mr. Nicolas Calcoen, Deputy Chief Executive Officer, pursuant to Article L. 22-10-34 II of the French Commercial Code**

Summary: You are requested, under the sixth to eighth resolutions, pursuant to Article L. 22-10-34 II of the French Commercial Code, to approve the fixed, variable and exceptional portions, comprising the total compensation and benefits of any kind, paid during the 2024 fiscal year, or granted for the same fiscal year to Mr. Philippe Brassac, Chairman of the Board of Directors, to Mrs. Valérie Baudson, Chief Executive Officer, as well as to Mr. Nicolas Calcoen, Deputy Chief Executive Officer, as presented in the report on corporate governance in section 2.4.3 of the 2024 Universal Registration Document. The report shows in particular that:

- the remuneration paid to Mr. Philippe Brassac, Chairman of the Board of Directors, amounts to € 0, as Mr. Philippe Brassac has waived the right to receive any remuneration or benefits to which he may be entitled in his capacity as Chairman of the Board of Directors and member of the Board of Directors. These elements are presented in section 2.4.3.2 of the 2024 Universal Registration Document;

- the compensation granted or paid to Mrs. Valérie Baudson, Chief Executive Officer, amounts to € 2,419,732, comprising a fixed compensation of € 880,000, benefits in kind valued at € 43,732 and variable compensation of € 1,496,000. The theoretical variable compensation set by the Board of Directors on the basis of an overall target achievement rate of 123.9%, would amount to €1,635,480. Pursuant to the 2024 compensation policy, which provides that annual variable compensation is capped at 170% of the fixed compensation, the Board has limited this amount to €1,496,000. Details of these components, their breakdown, the indexation and deferral arrangements for variable compensation are set out in section 2.4.3.3 of the Universal 2024 Registration Document;

- the compensation granted or paid to Mr. Nicolas Calcoen, Deputy Chief Executive Officer amounts to € 1,176,477, comprising a fixed compensation of € 420,000, benefits in kind valued at € 42,477 and a variable compensation of € 714,000. The theoretical variable compensation set by the Board of Directors on the basis of an overall target achievement rate of 123.9%, would amount to €780,570. Pursuant to the 2024 compensation policy, which provides that annual variable compensation is capped at 170% of the fixed compensation, the Board has limited this amount to €714,000. Details of these components, their breakdown, the indexation and deferral arrangements for variable compensation are set out in section 2.4.3.3 of the Universal 2024 Registration Document.

Details of these elements are set out in Section 2.4.3 of the 2024 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 2024 fiscal year, or granted for the same fiscal year, to Mr. Philippe Brassac, Chairman of the Board of Directors)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and the corporate governance report, 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 2024 fiscal year, or granted for the same fiscal year, to Mr. Philippe Brassac, Chairman of the Board of Directors, as presented in the corporate governance report and set out in section 2.4.3.2 of the Company's 2024 universal registration document.

Seventh resolution (Approval of the fixed, variable and exceptional items, comprising the total compensation and benefits of any kind, paid during the 2024 fiscal year, or granted for the same fiscal year, to Mrs. Valérie Baudson, Chief Executive Officer)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and the corporate governance report, 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 2024 fiscal year, or granted for the same fiscal year, to Mrs. Valérie Baudson, Chief Executive Officer, as presented in the corporate governance report and set out in section 2.4.3.3 of the Company's 2024 universal registration document.

Eighth resolution (Approval of the fixed, variable and exceptional items, comprising the total compensation and benefits of any kind, paid during the 2024 fiscal year, or granted for the same fiscal year, to Mr. Nicolas Calcoen, Deputy Chief Executive Officer)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and the corporate governance report, 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 2024 fiscal year, or granted for the same fiscal year, to Mr. Nicolas Calcoen, Deputy Chief Executive Officer, as presented in the corporate governance report and set out in section 2.4.3.3 of the Company's 2024 universal registration document.

- ✓ **Ninth to twelfth resolutions: Approval of the compensation policy applicable to Directors, the Chairman of the Board of Directors, the Chief Executive Officer and the Deputy Chief Executive Officer for the 2025 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code**

Summary: You are requested, under the ninth to twelfth resolutions, pursuant to Article L. 22-10-8 II of the French Commercial Code, to approve the compensation policy applicable to members of the Board of Directors, the Chairman of the Board of Directors, the Chief Executive Officer and the Deputy Chief Executive Officer for the 2025 fiscal year, as presented in the corporate governance report and included in section 2.4.4 of the 2024 Universal Registration Document. It shows in particular that:

-The compensation of the members of the Board of Directors is essentially based on their attendance at the various meetings of the Board and its Committees. It is recalled that the maximum annual amount of the package allocated to them was set at € 700,000 at the general meeting of September 30, 2015 and has not been modified since. For 2025, the Board of Directors, on the advice of its Remuneration Committee, proposes the following allocation rule, unchanged compared to 2024:

- € 3,650 per director per attendance at Board meetings,

- € 2,300 per director per attendance at Committee meetings, up to an annual limit of €15,000 per Committee,

- an annual lump sum of € 15,500 allocated to the Chairman of the Audit Committee and to the Chairman of the Risk Committee, and an annual lump sum of € 10,500 allocated to the Chairman of the Remuneration Committee, the Chairman of the Strategic and CSR Committee and the Chairman of the Nomination Committee.

-The compensation of the Chairman of the Board of Directors, unchanged compared to 2024, corresponds to a fixed annual amount of € 350,000. This corporate officer may also benefit from a company car and the health insurance scheme in force for Amundi employees. He also receives compensation for his position as director. It should be noted, however, that both Mr. Philippe Brassac and Mr. Olivier Gavalda, who will succeed him subject to the adoption of the sixteenth resolution, have waived their rights to receive any remuneration or benefits to which they may be entitled in their capacity as Chairman of the Board, as well as any remuneration due in respect of their duties as a director.

- The Board of Directors proposes to increase the fixed compensation of the Chief Executive Officer and the Deputy Chief Executive Officer for the 2025 fiscal year, particularly in view of the significant gap between their compensation and the compensation of their main peers and the solid level of performance leading to significant growth of financial results over the last two years. Details of the factors taken into account by the Board of Directors in making this proposal are set out in section 2.4.4.4 of the 2024 Universal Registration Document. It is specified that the other elements of the compensation policy, including those relating to variable remuneration, remain unchanged from 2024.

-Thus, the compensation of the Chief Executive Officer is composed of a fixed compensation amounting to € 1,000,000, a target variable compensation representing 150% of the fixed compensation, *i.e.* € 1,500,000, allocated for one third in the form of performance shares (€ 500,000) and for two thirds in cash, partly deferred and indexed (€ 1,000,000). It is specified that 70% of this total variable compensation will be determined on economic criteria and 30% on non-economic criteria. All these criteria relate to 82.5% of the Amundi scope and 17.5% of the Crédit Agricole S.A. scope. In the event of outperformance, the overall variable compensation may reach a maximum of 170% of the fixed compensation, *i.e.* € 1,700,000, including a maximum of € 500,000 in the form of performance shares. The variable compensation will be paid in accordance with CRD V regulations.

-The compensation of the Deputy Chief Executive Officer is composed of a fixed compensation of € 500,000, a target variable compensation representing 150% of the fixed compensation, *i.e.* € 750,000, allocated for one third in the form of performance shares (€ 250,000) and for two thirds in cash, partly deferred and indexed (€ 500,000). It is specified that 70% of this total variable compensation will be determined on economic criteria and 30% on non-economic criteria. All these criteria relate to 82.5% of the Amundi scope and 17.5% of the Crédit Agricole S.A. scope. In the event of outperformance, the overall variable compensation may reach a maximum of 170% of the fixed compensation, *i.e.* € 850,000, including a maximum of € 250,000 in the form of performance shares. The variable compensation will be paid in accordance with CRD V regulations.

All elements of this 2025 compensation policy are detailed in section 2.4.4 of the 2024 Universal Registration Document.

Ninth resolution (Approval of the compensation policy applicable to Directors for the 2025 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and the corporate governance report describing the compensation policy applicable to corporate officers, pursuant to Article L. 22-10-8 II of the French Commercial Code, approves the compensation policy applicable to Directors for the 2025 fiscal year, determined by the Board of Directors and as presented in the corporate governance report included in section 2.4.4.2 of the Company's 2024 universal registration document.

Tenth resolution (Approval of the compensation policy applicable to the Chairman of the Board of Directors for the 2025 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and the corporate governance report describing the compensation policy applicable to the corporate officers, 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 2025 fiscal year, determined by the Board of Directors and as presented in the corporate governance report included in section 2.4.4.3 of the Company's 2024 universal registration document.

Eleventh resolution (Approval of the compensation policy applicable to the Chief Executive Officer for the 2025 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and the corporate governance report describing the compensation policy applicable to corporate officers, 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 2025 fiscal year, determined by the Board of Directors and as presented in the corporate governance report included in section 2.4.4.4 of the Company's 2024 universal registration document.

Twelfth resolution (Approval of the compensation policy applicable to the Deputy Chief Executive Officer for the 2025 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and the corporate governance report describing the compensation policy applicable to the corporate officers, pursuant to Article L. 22-10-8 II of the French Commercial Code, approves the compensation policy applicable to the Deputy Chief Executive Officer for the 2025 fiscal year, determined by the Board of Directors and as presented in the corporate governance report included in section 2.4.4.4 of the Company's 2024 universal registration document.

- ✓ **Thirteenth resolution: Consultation on the overall amount of compensation paid during the previous fiscal year to the categories of employees whose professional activities have a material impact on the risk profile of the Company or the group, within the meaning of Article L. 511-71 of the French Monetary and Financial Code**

Summary: Under this thirteenth resolution, you are requested, in accordance with Article L. 511-73 of the French Monetary and Financial Code, to issue an advisory opinion on the overall amount of compensations of all kinds, which stands at € 3,143,637 paid to the categories of identified staff whose professional activities have a material impact on the risk profile of Amundi SA or the sub-group formed by Amundi SA and its subsidiaries within the meaning of Article L. 511-71 of the said code.

Information relating to the allocation of this overall amount and the persons involved appears in Chapter 2 of the Company's 2024 Universal Registration Document.

In 2024, four of the group's employees, including Amundi's Chief Executive Officer and Deputy Chief Executive Officer, fell into the above-mentioned categories. In 2024, this "identified staff" received a fixed compensation, determined on the basis of their skills and level of responsibility, and a variable compensation focusing on their individual contribution to group performance.

For the "identified staff" whose variable compensation is greater than a materiality threshold defined by the Amundi group pursuant to regulations, at least 50% of the compensation allocated in 2024 for the 2023 performance is deferred and conditional on the achievement of performance and presence targets.

In accordance with CRD V regulations, the members of the Board of Directors also fell into these categories of staff and received a compensation based on their attendance at meetings of the Board and its committees, in accordance with the compensation policy for the 2024 fiscal year approved by the general meeting of May 24, 2024.

The total compensation paid in 2024 to these categories of staff was € 3,143,637. It is broken down as follows:

- Fixed compensation: € 1,996,050 (including € 434,450 of compensation paid to members of the Board of Directors);
- Non-deferred variable compensation: € 513,120;
- Deferred variable compensation from previous years : € 548,258;
- Other compensations: € 86,209 (benefits in kind).

The entire compensation policy covering these compensations, as well as the annual report on the compensation policy and practices for CRD V identified staff, can be consulted in the Company's 2024 Universal Registration Document.

Thirteenth resolution (Consultation on the overall amount of compensation paid during the previous fiscal year to the categories of employees whose professional activities have a material impact on the risk profile of the Company or the group, within the meaning of Article L. 511-71 of the French Monetary and Financial Code)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, 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 € 3,143,637 to the categories of employees whose professional activities have a material impact on the risk profile of Amundi SA or the sub-group formed by Amundi SA and its subsidiaries, within the meaning of Article L. 511-71 of the French Monetary and Financial Code.

✓ **Fourteenth to seventeenth resolutions: Composition of the Board of Directors**

Summary: You are requested, under the fourteenth to seventeenth resolutions, to approve the changes in the composition of the Board of Directors.

First, it is proposed that you renew the terms as Directors of Mrs. Bénédicte Chrétien and Mrs. Virginie Cayatte for a new period of three (3) years, which will expire at the end of the general meeting convened to approve the financial statements for the fiscal year ending December 31, 2027.

It is specified that Mrs. Virginie Cayatte has undertaken to resign for the remainder of her term before it expires, and at the latest in November 2027, date on which she will no longer meet the independence criteria set out in the AFEP-MEDEF Code.

You are also reminded that the term as Director of Mr. Philippe Brassac expires at the end of this general meeting. It is therefore proposed that you appoint Mr. Olivier Gavalda as his successor as Director, for a period of three (3) years, which will also expire at the end of the general meeting convened to approve the financial statements for the year ending December 31, 2027.

You are finally reminded that the term as Director of Mr. Robert Leblanc expires at the end of this general meeting. It is therefore proposed that you appoint Mr. Jean-Christophe Mieszala as his successor as Director, for a period of three (3) years, which will also expire at the end of the general meeting convened to approve the financial statements for the fiscal year ending December 31, 2027.

The biography of the Directors whose appointment or renewal is proposed, together with their other functions and mandates, are presented in the brochure for the general meeting.

Fourteenth resolution (Renewal of Mrs. Bénédicte Chrétien's term as Director)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors, having noted that Mrs. Bénédicte Chrétien'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 the Company convened to approve the financial statements for the fiscal year ending December 31, 2027.

Fifteenth resolution (Renewal of Mrs. Virginie Cayatte's term as Director)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors, having noted that Mrs. Virginie Cayatte'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 the Company convened to approve the financial statements for the fiscal year ending December 31, 2027.

Sixteenth resolution (Appointment of Mr. Olivier Gavalda as Director)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors resolves to appoint as Director, Mr. Olivier Gavalda for a three-year period, set to expire at the end of the general meeting of the Company convened to approve the financial statements for the fiscal year ending December 31, 2027.

Seventeenth resolution (Appointment of Mr. Jean-Christophe Mieszala as director)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors resolves to appoint as Director, Mr. Jean-Christophe Mieszala, for a three-year period, set to expire at the end of the general meeting of the Company convened to approve the financial statements for the fiscal year ending December 31, 2027.

- ✓ **Eighteenth resolution: Appointment of Deloitte & Associés as the new Co-principal Statutory Auditor**

Summary: You are reminded that the term as Co-principal Statutory Auditor certifying the financial statements of PricewaterhouseCoopers Audit expires at the end of this general meeting. In the eighteenth resolution, it is therefore proposed that you appoint Deloitte & Associés as Co-principal Statutory Auditor certifying the financial statements, for a period of six fiscal years, which will expire at the end of the general meeting convened to approve the financial statements for the fiscal year ending December 31, 2030.

It is specified that the Board of Directors decided to act on the recommendation of its Audit Committee, which followed up on the responses to the call for tenders, analysed the strenghts and weaknesses of the shortlisted candidates and recommended the Deloitte & Associés firm.

Eighteenth resolution (Appointment of Deloitte & Associés as the new Co-principal Statutory Auditor certifying the financial statements)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors, appoints Deloitte & Associés as Co-principal Statutory Auditor certifying the financial statements for a period of six (6) fiscal years, which will expire at the end of the general meeting convened to approve the financial statements for the fiscal year ending December 31, 2030.

- ✓ **Nineteenth resolution: Consultation on the progress report regarding the implementation of the Company's Climate Strategy**

Summary: In the nineteenth resolution, you are asked to vote on the progress made by the Company in implementing its Climate Strategy. It is reminded that this strategy received 97.7% of votes in favor at the 2022 general meeting, and the progress made in implementing it received 96.73% of votes in favor in 2024.

Details are given in section 3.8.1 of the 2024 Universal Registration Document. This progress report is presented in the form of a table summarizing all the commitments of its Climate Strategy as adopted in 2022, with, for each commitment, a reminder of the target, its deadline, the state of achievement at the end of 2024 and the progress status¹.

¹ In the event of disapproval of this resolution, the Board of Directors will discuss with the shareholders the reasons, if any, that led them not to support the resolution and will inform them of the results of this process and the measures envisaged to take them into account.

Nineteenth resolution (Consultation on the progress report regarding the implementation of the Company's Climate Strategy)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, having reviewed the report of the Board of Directors and the progress report on the implementation of the Climate Strategy, as presented in section 3.8.1 of the Company's 2024 Universal Registration Document, gives a favorable opinion on the latter.

✓ **Twentieth resolution: Authorization to the Board of Directors to trade in the Company's shares**

Summary: In the twentieth resolution, you are asked to renew for a further period of 18 months, the authorization given to the Board of Directors to buy back the Company's own shares or have the Company buy back its own shares.

Main characteristics:

- Securities concerned: shares;
- Maximum percentage of capital repurchases authorized: 10% of the total number of shares making up the share capital on the date these purchases are made, *i.e.*, for information purposes, a maximum of 20,541,926 shares as at December 31, 2024;
- The Company may not at any time hold more than 10% of the shares comprising its share capital. The number of shares acquired with a view to their retention and subsequent delivery in connection with a merger, demerger or contribution may not exceed 5% of the share capital;
- Maximum overall amount of the program: 1.5 billion euros;
- Maximum unit purchase price: 120 euros.

Shares may be purchased in order to carry out, in particular, the following transactions:

- 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 Labour Code; or
- granting performance shares pursuant to the provisions of Articles L. 225-197-1 *et seq.* and L. 22-10-59 and L. 22-10-60 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
- holding them and subsequently use them in payment or exchange in connection with acquisitions, mergers, spin-off or contribution; 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*.

A description of the program is available in chapter 4 of the 2024 Universal Registration Document.

Twentieth resolution (Authorization to the Board of Directors to trade in the Company's shares)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, 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. 225-210 *et seq.* and 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 Labour Code; or
- granting performance shares pursuant to the provisions of Articles L. 225-197-1 *et seq.* and L. 22-10-59 and L. 22-10-60 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 Company or an affiliated entity; or
- holding them and subsequently use them in payment or exchange in connection with acquisitions, mergers, spin-off or contribution; 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 practice 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 the date of this general meeting) *i.e.*, for information purposes, as of December 31, 2024, a buyback limit of 20,541,926 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 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 purchased, 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 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 € 1.5 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 granting access to the share capital or other rights granting access to the 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 period of eighteen (18) months with effect from the date of this general meeting.

It cancels from the date of this general meeting 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

✓ Twenty-first to twenty-eighth resolutions: financial authorizations

Summary: The twenty-first to twenty-eighth resolutions are all intended to confer on the Board of Directors certain decisions relating to the increase of the share capital of the Company. The purpose of these financial authorizations is to give the Board of Directors flexibility in its choice of possible issues and to adapt, when the time comes, the nature of the financial instruments to be issued in line with the Company's needs and the situation of and opportunities offered by the French and international financial markets.

These resolutions can be divided into two main categories: those resulting in capital increases with preferential subscription rights and those resulting in capital increases without preferential subscription rights.

Each capital increase in cash gives shareholders a "preferential subscription rights", which is detachable and negotiable for the duration of the subscription period: each shareholder has the right to subscribe, for a period of at least 5 trading days from the opening of the subscription period, for a number of new shares proportional to his or her stake in the capital.

For some of these resolutions, the Board of Directors is asking you to give it the power to cancel this preferential subscription rights. Depending on market conditions and the type of securities being issued, it may be preferable, or even necessary, to waive preferential subscription rights in order to place securities on the best possible terms, particularly when speed is essential to the success of the transactions or in order to raise a larger amount of capital.

It is specified that the authorizations requested are in line with market practice. Indeed, they are limited both in terms of validity period and issue limits. First, each authorization is given for a limited period only. In addition, the Board of Directors will only be able to exercise the option to increase the share capital within the limits of strictly defined ceilings, beyond which the Board of Directors will no longer be able to increase the share capital without calling a new general meeting of shareholders. This mainly concerns an overall ceiling of 50% of the share capital at the date of this meeting (i.e. a ceiling common to all capital increases by the issue of shares and/or securities granting access to the share capital), and a sub-ceiling of 10% of the share capital at the date of this meeting common to capital increases by the issue of shares and/or securities granting access to the share capital without preferential subscription rights.

In addition, the twenty-first to twenty-eighth resolutions may not be used by the Board of Directors from the time a third party makes a tender offer for the Company's shares until the end of the offer period (unless previously authorized by the general meeting).

Under these financial authorizations, in addition to the possibility of issuing shares (excluding preferred shares), it is possible, where applicable, to issue any type of 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 (including equity securities giving right to the allocation of debt securities) of the Company or any other company (including those in which the Company directly or indirectly owns more than half of the share capital).

If the Board of Directors were to make use of a delegation of competence granted by the general meeting, it would, where applicable and in accordance with the law and regulations, at the time of its decision, draw up an additional report describing the definitive conditions of the operation and describing its impact on the situation of holders of equity securities or securities granting access to the share capital, in particular as regards their share of equity. This report and, where applicable, the one of the Statutory Auditors would be made available to holders of equity securities or securities granting access to the share capital and then communicated to them at the nearest subsequent general meeting.

Details of the purposes and conditions of the issue of shares and/or securities granting access to the share capital are set out below in the report on each of the twenty-first to twenty-eighth resolutions.

Finally, it is reminded that the financial delegations granted by the general meeting of May 12, 2023 under the twenty-second and twenty-third resolutions have not been used.

- ✓ **Twenty-first 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**

Summary: The twenty-first resolution requests you to delegate to the Board of Directors the power to decide to increase the share capital, with preferential subscription rights, through one or more capital increases, by issuing Company shares (excluding preferred shares) and/or securities granting immediate or future access to the Company's share capital.

The maximum amount of the capital increases that may be carried out under this delegation of competence, whether immediately or in the future, would be set at 50% of the existing share capital at the time of this general meeting, it being specified that the overall maximum nominal amount of capital increases that may be carried out under this delegation of competence and those granted under

the twenty-second to twenty-eighth resolutions of this general meeting would be set at 50% of the existing share capital at the time of this general meeting.

The maximum nominal amount of debt securities that may be issued immediately or in the future under this delegation of competence would be set at € 3.5 billion.

The Board of Directors would have all the powers, with the option of sub-delegation under the conditions laid down by law, to implement this delegation of competence, for the purpose, in particular, of fixing the issue price and the amount of the premium that could, if necessary, be claimed on the issue.

The Board of Directors may not, except with prior authorization by the general meeting, make use of this delegation of competence from the filing by a third party of a public offer for the Company's securities and until the end of the offer period.

The delegation of competence would be valid for twenty-six months from the day of this general meeting.

Twenty-first 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, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings, 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 competence 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 Company's shares (excluding preferred 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 those that directly or indirectly own more than half of the Company's share capital and those in which the Company directly or indirectly owns more than half of the share capital (including equity securities giving right to the allocation of debt securities), it being specified that the shares may be paid-up in cash, through the set-off of debts, and/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 50% of the Company's share capital as at the date of this general meeting, 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 twenty-second to twenty-eighth resolutions of this general meeting is set at 50% of the Company's existing share capital as at the date of this general meeting;

- to these ceilings shall be added, where applicable, the nominal amount of the shares to be issued to preserve, in accordance with the legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment, the rights of the 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 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;
 - 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 of Directors 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 allocate 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 quarters 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 debt 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;
- whether or not 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 general meeting, 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, 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. sets the period of validity of the delegation of competence granted by this resolution at twenty-six (26) months, as from the day of this general meeting;
 9. acknowledges that this delegation cancels, from the date of this general meeting, 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.
- ✓ **Twenty-second 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, without preferential subscription rights, by way of public offer other than the public offers referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code**

Summary: The twenty-second resolution requests you to delegate to the Board of Directors the power to decide to increase the share capital, without preferential subscription rights, through one or more capital increases, by public offer, by issuing Company shares (excluding preferred shares) and/or securities granting immediate or future access to the Company's share capital.

This resolution would optimise the Company's access to capital and allow it to benefit from better market conditions, as this method of financing is faster and simpler than a capital increase through a public offering.

It is thus proposed to you to grant the Board of Directors all powers, with the ability to subdelegate said powers as provided for by law, to implement this delegation of competence, in particular for the purpose of setting the price of issue and the amount of the premium that may be requested upon issuance.

The maximum nominal amount of capital increases that may be carried out under this delegation would be set at 10% of the existing share capital at the time of this general meeting, it being specified that this amount would be deducted from the overall ceiling provided for in paragraph 2 of the twenty-first resolution. To these ceilings would be added, where applicable, the nominal amount of shares to be issued in order to preserve, in accordance with legal and regulatory provisions and, where applicable, 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.

The maximum nominal amount of debt securities that may be issued immediately or in the future under this delegation of competence would be set at € 1.5 billion.

The issue price of shares issued directly would be freely determined by the Board of Directors, provided that it is at least equal to the weighted average of the prices of the last three trading sessions preceding the start of the public offering, possibly reduced by a maximum discount of 10%. This limit corresponds

to the one that was applicable in principle before the entry into force of Law No. 2024-537 of June 13, 2024, aimed at increasing corporate financing and France's attractiveness. The issue price of securities granting access to the share capital will be such that the sum immediately received by the Company, plus where applicable, any sum that may be subsequently received by the Company either, for each share issued as a result of the issuance of said securities, at least equal to the minimum subscription price defined above.

The Board of Directors may not, without prior authorization by the general meeting, 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.

The delegation of competence would be valid for a period of twenty-six months from the day of this general meeting.

Twenty-second 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, without preferential subscription rights, by way of public offer other than the public offers referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to extraordinary meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, 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. 225-135, L. 225-136 and to the provisions of Articles L. 22-10-51, L. 22-10-52, L. 22-10-54 and L. 228-91 et seq. of the French Commercial Code:

1. delegates to the Board of Directors, with the option of sub-delegation under the conditions laid down by law, its competence to decide to increase the share capital without preferential subscription rights, by public offer other than the public offers referred to in 1° of Article L. 411-2 of the French Monetary and Financial Code, 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 Company's shares (excluding preferred 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, through the set-off of debts, and/or through the capitalization of reserves, profits or premiums. In particular, these securities may be issued as compensation for securities contributed to the Company during a public exchange offer conducted in France or abroad in accordance with local rules (for example, as part of an Anglo-Saxon reverse merger or scheme of arrangement) for securities meeting the conditions set out in Article L. 22-10-54 of the French Commercial Code;
2. hereby delegates to the Board of Directors, with the option of sub-delegation under the conditions laid down by law, its competence to decide to issue shares or securities granting direct or indirect access to the share capital of the Company to be issued following the issuance, by companies of which the Company directly or indirectly owns more than half of the share capital or by companies which directly or indirectly own more than half of its share capital, of securities granting access to the share capital of the Company;

This decision automatically entails, in favor of the holders of securities that may be issued by companies belonging to the Company's group, the waving by the shareholders of the Company of

their preferential subscription rights to the shares or securities granting access to the share capital of the Company to which such securities give access;

3. 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 pursuant to this delegation, is set at 10% of the Company's share capital as at the date of this general meeting, it being specified that this amount will be deducted from the overall ceiling provided for in paragraph 2 of the twenty-first resolution of this general meeting or, as the case may be, from the limits provided for by any resolution of the same kind that may supersede such resolution during the period of validity of this delegation;
 - to these ceilings shall be added, where applicable, the nominal amount of the shares to be issued to preserve, in accordance with the legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment, the rights of the holders of securities granting access to the share capital or other rights granting access to the share capital;
4. 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 € 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 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;
5. resolves to cancel the preferential subscription rights of the shareholders to covered by this resolution, though leaving the Board of Directors the option, in accordance with Article L.22-10-51 of the French Commercial Code, to grant the shareholders, for a period and on terms to be set by the Board in accordance with applicable legal and regulatory provisions, and for all or part of any issuance that may be carried out, a priority subscription period that shall not give rise to transferable rights and which must be exercised in proportion to the number of shares held by each shareholder and which may where applicable be supplemented by an application to subscribe for shares on a pro-rated basis, it being specified that securities not thus subscribed might be offered to the public in France or abroad;
6. resolves that if the subscriptions, including where applicable those carried out by the shareholders, failed to absorb the issuance in its entirety, the Board of Directors may limit the amount of the transaction to the amount of subscriptions received, provided that, in the case of the issuance of shares or securities whose primary security is a share, said amount reaches three-fourths of the amount of the issuance decided;
7. acknowledges that this delegation automatically entails, in favor of the holders of securities issued granting access to the share capital of the Company, the express waiving by the shareholders of their preferential subscription rights to the shares to which such securities would give right immediately or in the future;

8. delegates to the Board of Directors with the option of sub-delegation under the conditions laid down by law in accordance with Article L. 22-10-52 paragraph 1 of the French Commercial Code, its competence to set the issue price within the following limits:
 - the issue price of the shares shall be at least equal to the weighted average of the last three trading sessions preceding the start of the public offering, less a discount of up to 10% where applicable;
 - the issue price of securities granting access to the share capital shall be such that the sum immediately received by the Company, plus where applicable, any sum that may be subsequently received by the Company either, for each share issued as a result of the issuance of these securities, at least equal to the minimum subscription price defined in the previous paragraph.
9. acknowledges that, in the event that the Board of Directors were to make use of the delegation provided for in the previous paragraph, it would draw up an additional report, certified by the Statutory Auditors, describing the final terms of the transaction and providing information for assessing the actual impact on the shareholder's situation;
10. 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 debt 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;
 - for securities issued as consideration for securities tendered during a public exchange offer, establishing the list of securities to be offered in the exchange, setting the terms of issuance, the exchange rate and, where applicable, the amount of any cash consideration to be paid, without the conditions governing the determination of the price provided for in paragraph 8 of this resolution applying, and determining the terms of issuance in the context of either of a public exchange offer, an alternative tender or exchange offer, or a single offer for the purchase or exchange of securities against payment in securities and cash, or a tender offer or public exchange offer combined with a subsidiary tender offer or public exchange offer, or any other form of tender offer in accordance with the laws and regulations applicable to such tender offer;
 - whether or not offsetting the costs of the capital increases 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 allocation of performance shares, 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 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;
11. resolves that the Board of Directors may not, without the prior authorization of the general meeting, 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;
 12. 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 general meeting, in accordance with applicable laws and regulations, on the use of authorizations granted in this resolution;
 13. sets the period of validity of the delegation of competence granted by this resolution at twenty-six (26) months, as from the day of this general meeting.

- ✓ **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, without preferential subscription rights, by way of public offer pursuant to 1° of Article L. 411-2 of the French Monetary and Financial Code**

Summary: The twenty-third resolution requests you to delegate to the Board of Directors the power to decide to increase the share capital, without preferential subscription rights, through one or more capital increases, as part of private placements covered by Article L.411-2, 1° of the French Monetary and Financial Code, by issuing (i) Company shares (excluding preferred 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 Commercial Code, granting immediate or future access to the Company's share capital.

This resolution would optimise the Company's access to capital and allow it to benefit from better market conditions, as this method of financing is faster and simpler than a capital increase through a public offering.

It is thus proposed to you to grant the Board of Directors all powers, with the ability to subdelegate said powers as provided for by law, to implement this delegation of competence, in particular for the purpose of setting the price of issue and the amount of the premium that may be requested upon issuance.

The maximum nominal amount of capital increases that may be carried out under this delegation would be set at 10% of the existing share capital at the time of this general meeting, it being specified that this amount shall be deducted from the sub-ceiling provided for in paragraph 3 of the twenty-second resolution and from the overall ceiling provided for in paragraph 2 of the twenty-first resolution. To these ceilings would be added, where applicable, the nominal amount of shares to be issued in order to preserve, in accordance with legal and regulatory provisions and, where applicable, 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.

The maximum nominal amount of debt securities that may be issued immediately or in the future under this delegation of competence would be set at € 1.5 billion.

The issue price of shares issued directly would be freely determined by the Board of Directors, provided that it is at least equal to the weighted average of the prices of the last three trading sessions preceding the start of the public offering, possibly reduced by a maximum discount of 10%. This limit corresponds to the one that was applicable in principle before the entry into force of Law No. 2024-537 of June 13, 2024, aimed at increasing corporate financing and France's attractiveness. The issue price of securities granting access to the share capital will be such that the sum immediately received by the Company, plus where applicable, any sum that may be subsequently received by the Company either, for each share issued as a result of the issuance of said securities, at least equal to the minimum subscription price defined above.

The Board of Directors may not, without prior authorization by the general meeting, 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.

The delegation of competence would be valid for a period of twenty-six months from the day of this general meeting.

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, without preferential subscription rights, by way of public offer pursuant to 1° of Article L. 411-2 of the French Monetary and Financial Code)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to extraordinary meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, 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. 225-135 to L. 225-136 and to the provisions of Article L. 22-10-51, L. 22-10-52 et L. 228-91 et seq. of the French Commercial Code and to Article L. 411-2, 1° of the French Monetary and Financial Code:

1. delegates to the Board of Directors, with the option of sub-delegation under the conditions laid down by law, its competence to decide to increase the share capital without preferential subscription rights, by means of public offer pursuant to Article L. 411-2, 1° of the French Monetary and Financial Code, 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 Company's shares (excluding preferred 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, through the set-off of debts, and/or through the capitalization of reserves, profits or premiums;
2. hereby delegates to the Board of Directors, with the option of sub-delegation under the conditions laid down by law, its competence to decide to issue shares or securities granting direct or indirect access to the share capital of the Company to be issued following the issuance, by companies of which the Company directly or indirectly owns more than half of the share capital or by companies which directly or indirectly own more than half of its share capital, of securities granting access to the share capital of the Company;
This decision automatically entails, in favor of the holders of securities that may be issued by companies belonging to the Company's group, the waving by the shareholders of the Company of their preferential subscription rights to the shares or securities granting access to the share capital of the Company to which such securities give access;
3. 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 pursuant to this delegation, is set at 10% of the Company's share capital as at the date of this general meeting, it being specified that this amount will be deducted from the ceiling provided for in paragraph 3 of the twenty-second resolution and from the overall ceiling provided for in paragraph 2 of the twenty-first resolution or, as the case may be, from the limits provided for by any resolution of the same kind that may supersede such resolution during the period of validity of this delegation;
 - in any event, issues of equity securities carried out under this authorization shall not exceed the limits provided for by the regulations applicable on the date of issue (to date, 30% of the share capital per year); and
 - to these ceilings shall be added, where applicable, the nominal amount of the shares to be issued to preserve, in accordance with the legal and regulatory provisions and, where

applicable, the contractual stipulations providing for other cases of adjustment, the rights of the holders of securities granting access to the share capital or other rights granting access to the share capital;

4. 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 € 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 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;
5. resolves to cancel the shareholders' preferential subscription rights to the securities covered by this resolution;
6. resolves that if the subscriptions, including where applicable those carried out by the shareholders, failed to absorb the issuance in its entirety, the Board of Directors may limit the amount of the transaction to the amount of subscriptions received, provided that, in the case of the issuance of shares or securities whose primary security is a share, said amount reaches three-fourths of the amount of the issuance decided;
7. acknowledges that this delegation automatically entails, in favor of the holders of securities issued granting access to the share capital of the Company, the express waiving by the shareholders of their preferential subscription rights to the shares to which such securities would give right;
8. delegates to the Board of Directors with the option of sub-delegation under the conditions laid down by law in accordance with Article L. 22-10-52 paragraph 1 of the French Commercial Code, its competence to set the issue price within the following limits:
 - the issue price of the shares shall be at least equal to the weighted average of the last three trading sessions preceding the start of the public offering, less a discount of up to 10% where applicable;
 - the issue price of securities granting access to the share capital shall be such that the sum immediately received by the Company, plus where applicable, any sum that may be subsequently received by the Company either, for each share issued as a result of the issuance of these securities, at least equal to the minimum subscription price defined in the previous paragraph.
9. acknowledges that, in the event that the Board of Directors were to make use of the authorization provided for in the previous paragraph, it would draw up an additional report, certified by the Statutory Auditors, describing the final terms of the transaction and providing information for assessing the actual impact on the shareholder's situation;
10. 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 debt 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;
 - whether or not offsetting the costs of the capital increases 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 allocation of performance shares, 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 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;
11. resolves that the Board of Directors may not, without the prior authorization of the general meeting, 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;

12. 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 general meeting, in accordance with applicable laws and regulations, on the use of authorizations granted in this resolution;
 13. sets the period of validity of the delegation of competence granted by this resolution at twenty-six (26) months, as from the day of this general meeting.
- ✓ **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**

Summary: In the twenty-fourth resolution, it is proposed that you authorize the Board of Directors to carry out a capital increase, on one or more occasions, by issuing Company's shares (excluding preferred shares) and/or granting access, immediately or in the future, to the capital of the Company or of other companies in order to remunerate contributions in kind granted to the Company and consisting of shares or securities granting access to capital.

This resolution would allow the Company to proceed with possible external growth operations.

The maximum nominal amount of the capital increases that may be carried out pursuant to this authorization shall be set at 10% of the existing capital on the date of this general meeting, it being specified that this amount shall be deducted from the sub-ceiling provided for in paragraph 3 of the twenty-second resolution and from the overall ceiling provided for in paragraph 2 of the twenty-first resolution.

The maximum nominal amount of debt securities that may be issued immediately or in the future pursuant to this authorization shall be set at € 1.5 billion.

The Board of Directors may not, without prior authorization by the general meeting, 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.

The validity of the authorization would be set at twenty-six months from the day of this general meeting.

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, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings, 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 Company's shares (excluding preferred 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 those that directly or indirectly own more than half of the Company's share capital and those in which the Company directly or indirectly owns more than half of the share capital (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, it being specified that this amount will be deducted from the sub-ceiling provided for in paragraph 3 of the twenty-second resolution and from the overall ceiling provided for in paragraph 2 of the twenty-first resolution or, as the case may be, 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, 20% 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 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 special 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;
 - whether or not 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 granting access to the share 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, 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. sets the period of validity of the authorization granted by this resolution at twenty-six (26) months, as from the day of this general meeting;
 7. 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;
 8. acknowledges that this authorization cancels, from the date of this general meeting, 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.

✓ **Twenty-fifth resolution: Delegation of competence to the Board of Directors to increase the share capital through the capitalization of premiums, reserves, profits or other items**

Summary: In the twenty-fifth resolution, it is proposed that you delegate to the Board of Directors the power to carry out one or more capital increases, through the capitalization of premiums, reserves, profits or any other sums whose capitalization is permitted by law and by the Articles of Association, by issuing new equity securities, increasing the nominal amount of outstanding equity securities or jointly using these two processes.

The maximum nominal amount of capital increases that may be carried out by virtue of this delegation of competence may not exceed 20% of the share capital outstanding at the date of this general meeting, it being specified that this amount will be deducted from the amount of the overall ceiling

provided for in paragraph 2 of the twenty-first resolution. 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 or other rights granting access to the share capital.

The Board of Directors may not, without the prior authorization of the general meeting, 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.

The period of validity of the delegation of competence will be set at twenty-six months as from the day of this general meeting.

Twenty-fifth resolution (Delegation of competence to the Board of Directors to increase the share capital through the capitalization of premiums, reserves, profits or other items)

The general meeting, 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 Articles L. 225-129-2, L. 225-130 and L. 22-10-50 of the French Commercial Code:

1. delegates to the Board of Directors which may subdelegate this authorization under the conditions set by law, its authority to decide to carry out one or more capital increases, in the proportions and at the times it deems appropriate, through the capitalization of premiums, reserves, profits or any other sums whose capitalization is permitted by law and by the Articles of Association, by issuing new equity securities, increasing the nominal amount of outstanding equity securities or jointly using these two processes;
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 by virtue of this delegation of competence may not exceed 20% of the share capital, outstanding at the date of this general meeting, it being specified that this amount will be deducted from the amount of the overall ceiling, provided for in paragraph 2 of the twenty-first resolution or, where applicable, 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;
 - 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. in the event the Board of Directors uses this delegation of competence, delegates to the Board all powers, with the option of subdelegate said powers as provided for by law, to implement this delegation of competence, in particular for the purpose of:
 - establishing the amount and type of sums to be capitalized, setting the number of new equity securities to be issued and/or the amount by which the nominal value of outstanding shares will be increased, setting the date, which may be retroactive, from which the new shares will bear rights or the date at which the increase in the nominal value of shares will take effect;
 - resolving, in the event of the free allocation of equity securities, that any rights relating to fractions of shares will neither be negotiable nor transferable, and that the corresponding equity securities will be sold in accordance with the conditions determined by the Board of Directors, it being specified that the sale and the allocation of the sale proceeds must be performed within the time period set by Article R. 225-130 of the French Commercial Code;

- deciding, in the event of a free allocation of equity securities, that the shares to be allocated under this delegation on the basis of existing shares carrying double voting rights, will benefit from this right as soon as they are issued;
 - establishing any 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);
 - duly recording the completion of each capital increase and amending the Articles of Association accordingly;
 - in general, entering into any agreement, taking any measures and carrying out any formalities necessary for the issuance, listing and financial servicing of securities issued by virtue of this delegation of competence, and the exercise of rights attached thereto;
4. resolves that the Board of Directors may not, without the prior authorization of the general meeting, 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;
 5. sets the period of validity of the delegation of competence granted by this resolution at twenty-six months, as from the day of this general meeting.

✓ **Twenty-sixth resolution: Delegation of competence to the Board of Directors to increase the number of shares to be issued in a capital increase, with or without preferential subscription rights**

Summary: It is proposed to you, for the 23rd resolution, to delegate to the Board of Directors the power to increase the number of securities to be issued in the event of a capital increase, with or without preferential subscription rights, at the same price as the price used for the initial issue, within the periods and limits provided for by regulations applicable at the date of issue (to date, within thirty days of the end of subscription, and within the limit of 15% of the initial issue), particularly with a view to granting an overallocation option in accordance with market practices.

This resolution would thus enable a capital increase to be reopened at the same price as the transaction initially planned in the event of oversubscription ("greenshoe" clause).

It is noted that the nominal amount of capital increases decided by this resolution will be deducted from the limit stipulated in the resolution by virtue of which the initial issuance is decided and from the overall ceiling provided for in paragraph 2 of the twenty-first resolution.

The Board of Directors may not, without the prior authorization of the general meeting, 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.

The period of validity of the delegation of competence will be set at twenty-six months as from the day of this general meeting.

Twenty-sixth resolution (Delegation of competence to the Board of Directors to increase the number of shares to be issued in a capital increase, with or without preferential subscription rights)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, pursuant to Articles L. 225-129-2 and L. 225-135-1 of the French Commercial Code:

1. delegates to the Board of Directors, which may subdelegate this authorization under the conditions set by law, the authority to decide to increase the number of securities to be issued in the event of a capital increase, with or without preferential subscription rights, at the same price as the price used for the initial issuance, within the periods and limits provided for by regulations applicable at the date

of issuance (to date, within thirty days of the end of subscription, and within the limit of 15% of the initial issuance), particularly with a view to granting an overallotment option in accordance with market practices;

2. resolves that the nominal amount of capital increases decided by this resolution will be deducted from the limit stipulated in the resolution by virtue of which the initial issuance is decided and from the overall ceiling provided for in paragraph 2 of the twenty-first resolution or, where applicable, from the limits provided for in any resolutions of the same kind that may supersede the said resolutions during the period of validity of this delegation of competence;
3. resolves that the Board of Directors may not, without the prior authorization of the general meeting, 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 offer period;
4. sets the period of validity of the delegation of competence granted by this resolution at twenty-six months, as from the day of this general meeting.

- ✓ **Twenty-seventh resolution: Delegation of competence to the Board of Directors to increase the share capital of the Company through the issuance of shares and/or securities granting access, immediately or in the future, to share capital reserved for participants in Company savings plans, without preferential subscription rights**

Summary: In the twenty-seventh resolution, it is proposed that you delegate to the Board of Directors the competence to decide to increase the share capital by issuing shares in the Company as well as other equity securities granting access to the Company's share capital reserved for eligible employees and retired employees of the Company who are members of company or group savings plans.

This resolution would allow the Company to share the creation of value with the employee and retired subscribers through the development of employee share ownership and implies, by definition, the cancellation of preferential subscription rights.

The total nominal amount of the capital increase that may be carried out by virtue of this delegation may not exceed 1% of the share capital on the date of the Board of Directors' decision, it being specified that this amount shall be deducted from the overall ceiling provided for in paragraph 2 of the twenty-first resolution.

The subscription price shall be regulated in accordance with the provisions of Articles L. 3332-18 et seq. of the French Labour Code in force on the date of the decision taken by the Board of Directors, and shall be at least equal to 70% of the Reference Price (as defined in the resolution) or 60% of the Reference Price when the lock-up period provided for by the plan is greater than or equal to ten years (it being specified that the levels of discounts mentioned in this paragraph may be modified in the event of changes in the regulations in force).

The period of validity of the delegation of competence would be set at twenty-six months from the day of this general meeting.

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

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings, 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 Labour Code:

1. delegates to the Board of Directors, with the option of sub-delegation under the conditions set by law, its competence to decide to increase the share capital without preferential subscription rights, on one or more occasions, in France or abroad, 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 a premium, in return for payment or free of charge, through the issue of (i) Company's shares (excluding preferred 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 on a fixed date, by subscription, conversion, exchange, reimbursement, presentation of a warrant or in any other way, to the Company's share capital (including equity securities granting access to the allocation of debt securities), reserved for members of one or more employee savings plans (or any other plan to whose members articles L. 3332-1 et seq. of the French Labour Code or any similar law or regulation would allow a capital increase to be reserved under equivalent conditions) set up within a French or foreign company or group of companies included in the scope of consolidation or combination of the Company's accounts pursuant to Article L. 3344-1 of the French Labour Code; it being specified that this resolution may be used for the purposes of implementing leverage formulas;
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 be deducted from the overall ceiling provided for in paragraph 2 of the twenty-first resolution submitted to this general meeting and, as the case may be, 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. resolve that the issue price of the new shares or securities granting access to the share capital shall be determined under the conditions provided for in Articles L. 3332-18 et seq. of the Labour Code and shall be at least equal to 70% of the Reference Price (as this term is defined below) or 60% of the Reference Price when the lock-up period provided for by the plan pursuant to Articles L. 3332-25 and L. 3332-26 of the Labour Code is greater than or equal to ten years (it being specified that the discount levels mentioned in this paragraph may be modified in the event of changes in the regulations in force); for the purposes of this paragraph, the Reference Price means the weighted average of the prices quoted for the Company's shares on the regulated market of Euronext Paris during the twenty trading sessions preceding the date of the decision setting the opening date of the subscription for members of a company or group savings plan (or similar plan);
4. authorizes the Board of Directors to grant, free of charge, to the beneficiaries indicated above, in addition to the shares or securities granting access to the share capital, shares or securities granting access to the share capital to be issued or already issued, as a substitute for all or part of the discount to the Reference Price and/or as a top-up, it being understood that the advantage resulting from this grant may not exceed the applicable legal or regulatory limits pursuant to Articles L. 3332-10 et seq. of the Labour Code;
5. resolves to suppress 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 above. In the event of a free allocation to the beneficiaries indicated above of shares or securities granting access to the share capital, the said shareholders also waive any right to the said shares or

securities granting access to the share capital, including to the part of the reserves, profits or premiums incorporated into the capital, by reason of the free allocation of the said securities made on the basis of this resolution;

6. authorizes the Board of Directors, under the conditions of this delegation, to sell shares to members of a company or group savings plan (or similar plan) as provided for in Article L.3332-24 of the French Labour Code, it being specified that sales of shares made at a discount in favor of members of one or more employee savings plans referred to in this resolution shall be deducted up to the nominal amount of the shares thus sold from the ceilings referred to in paragraph 2 above;
7. 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 granting access to the share capital thus issued and, where applicable, benefit from the shares or securities granting access to the share 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 Company's capital or 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 granting access to the share capital (including by means of adjustments in cash);
 - in the event of a free allocation of shares or securities granting access to the share capital, determining the nature, the number of shares or securities granting access to the share 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 granting access to the share capital within the applicable legal and regulatory limits and, in particular, choosing either to substitute the allocation of these shares or securities granting access to the share capital in whole or in part for the discounts to the Reference Price above-mentioned, 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;
 - whether or not 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;
8. sets the period of validity of the delegation of competence granted by this resolution at twenty-six (26) months, as from the day of this general meeting;
9. acknowledges that this delegation cancels, from the date of this general meeting, 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.

- ✓ **Twenty-eighth resolution: Authorization to the Board of Directors to grant performance shares (outstanding or newly issued) to some or all group employees and corporate officers**

Summary: The twenty-eighth resolution requests you to authorize the Board of Directors to carry out one or more allocations of performance shares, either existing or to be issued (excluding preferred shares), in favor of the beneficiaries or categories of beneficiaries determined by the Board from among the members of staff or corporate officers of the Companies or of the affiliated companies or groups.

As a reminder, share allocation plans have already been implemented under previous authorizations to the general meeting. Given the retention objective of such compensation tools, a minimum vesting period of three years will apply to all plans implemented under this authorization. However, as an exception, the minimum vesting period may be set at one year for the compensation of staff whose professional activities have a significant impact on the risk profile, within the meaning of the CRD V regulation, in order to allow the variable compensation deferral rules applicable to this category of staff to be implemented.

Aligning interests with shareholders will result in the establishment of performance conditions based on economic aggregates and non-financial criteria reflecting Amundi's commitments to responsible investment and CSR.

This resolution allows to set up an incentive system for certain Company executives as a complement to the savings plan that may be established by the Company pursuant to the previous resolution and implies, by definition, the cancellation of the preferential subscription rights.

The allocations of existing or future performance shares under this authorization may not represent more than 2% of the share capital at the time of the Board's decision, it being specified that the maximum nominal amount of the capital increases that may be carried out under this authorization, whether immediately or in the future, will be deducted from the overall ceiling provided for in paragraph 2 of the twenty-first resolution submitted to the current general meeting.

In addition, each year, the total number of shares possibly allocated to the Company's corporate officers may not exceed 0.1% of the share capital on the date of this meeting.

The authorization would be valid for thirty-eight months from the day of this general meeting.

This authorization cancels, as of the date of the general meeting, any unused portion of any previous authorization having the same purpose (and thus the twenty-fifth resolution adopted by the general meeting of May 12, 2023)

Twenty-eighth 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, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings, 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 preferred shares), in favor of beneficiaries or categories of beneficiaries determined by the Board 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 ceiling provided for in paragraph 2 of the twenty-first resolution submitted to this general meeting or, where applicable, 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. 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, in respect of their functions, may not represent more than 0.1% of the share capital on the date of this meeting;
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;
 - 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 preferred 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 year the ordinary general meeting 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. sets at thirty-eight months, as from the date of this general meeting, the period of validity of the authorization granted by this resolution;
 12. acknowledges that this authorization cancels, from the date of this general meeting, 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 or some of them.

- ✓ **Twenty-ninth resolution: Authorization to the Board of Directors to reduce the share capital through the cancellation of treasury shares**

Summary: The twenty-ninth resolution is correlated to the twentieth resolution presented above, which authorizes the Board of Directors to purchase shares in the Company, in particular for the purpose of cancelling some or all of the redeemed shares, and asks you to authorize the Board of Directors to reduce the share capital, through one or more capital decreases, by cancelling any quantity of treasury shares at its discretion, within the limits allowed by law, it being specified that the maximum number of shares cancelled by the Company during the twenty-four month period preceding the cancellation, including the shares subject to said cancellation, may not exceed 10% of the shares comprising the Company's share capital at the time of the cancellation.

This authorization would be valid for twenty-six months from the day of this general meeting.

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

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings, 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, in such proportions and at such times as it may determine, by cancelling any quantity of treasury shares deemed appropriate, within the limits authorized by law, in accordance with the provisions of Articles L. 22-10-62 et seq. and L. 225-210 et seq. of the French Commercial Code.

At each cancellation date, the maximum number of shares cancelled by the Company during the twenty-four 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, 2024, a limit of 20,541,926 shares; it being specified 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.

The general meeting 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 (26) months from the date of this general meeting 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.

- ✓ **Thirtieth resolution: Amendment to paragraph 4 of Article 14 of the Articles of Association, relating to the deliberations of the Board of Directors - written consultation**

Summary: The thirtieth resolution requests you to amend paragraph 4 of Article 14 of the Articles of Association to take into account Law no. 2024-537 of June 13, 2024, which extends the option of the Board of Directors to use written consultation, including by electronic means, subject to the Directors' right to object, in accordance with paragraph 3 of Article L. 225-37 of the French Commercial Code.

Thirtieth resolution (Amendment to paragraph 4 of Article 14 of the Articles of Association, relating to the deliberations of the Board of Directors - written consultation)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings, having reviewed the report of the Board of Directors, resolves to amend the fourth paragraph of Article 14 of the Company's Articles of Association as follows:

"Decisions of the Board of Directors may also be taken by written consultation of the directors, including by electronic means, provided that none of them objects. The Chairman of the Board of Directors (or any other person authorized to convene the Board of Directors) invites the directors to give their opinion in writing on a draft decision(s) that he sends them. Directors must give their opinion within 3 days of the draft decision(s) being sent to them, unless a shorter period is set by the author of the written consultation (in case of emergency and/or with regard to the decisions to be taken). If one or more director(s) do not respond within this period and unless this period is extended by the author of the written consultation, the said director(s) shall be deemed not to have participated in the consultation. If one of the directors objects to the decision being taken by means of a written consultation, he/she must inform the author of the consultation of his/her objection in writing, which may be electronic. This objection must be received within 2 days from the sending of the consultation."

The rest of the article remains unchanged.

- ✓ **Thirty-first resolution: Powers to carry out formalities**

Summary: This last resolution is a standard resolution that enables all the legal formalities of filing and publication required by law to be carried out after the general meeting.

Thirty-first resolution (Powers to carry out formalities)

The general meeting, deliberating in accordance with the quorum and majority requirements applicable to extraordinary general meetings, hereby grants full powers to the bearer of an original, copy or extract 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.