

## 1.2.6 Summary table of authorisations relating to share capital

Table summarising the currently valid delegations granted to the Board of Directors by the AGM, and their use during 2019.

Type of authorisation	Purpose of authorisation	Validity of authorisation	Upper limits	Use during 2019
Purchases of shares/ buybacks	<u>Purchase or arrange for the purchase of the Company's shares</u>	<b>AGM of 16/05/2019</b> 16 <sup>th</sup> resolution <b>For a period of:</b> 18 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/11/2020	<b>Upper limits of purchases/ buybacks:</b> 10% of the shares comprising the share capital <b>Maximum purchase price:</b> €100 <b>Maximum aggregate amount allocated to the buyback programme:</b> €1 billion	see section listed below <b>1.2.7</b>
Capital increase	Increase the share capital through the issuance of shares and/or securities giving immediate or future access to share capital, <u>with preferential subscription rights</u>	<b>AGM of 16/05/2019</b> 17 <sup>th</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Nominal upper limit for capital increases:</b> 50% of the existing share capital on the date of the AGM of 16/05/2019. <b>Nominal upper limit for the issuance of debt securities:</b> €3.5 billion	None
	Increase the share capital through the issuance of shares and/or securities giving immediate or future access to share capital, <u>without preferential subscription rights, by way of public offer<sup>(1)</sup></u>	<b>AGM of 16/05/2019</b> 18 <sup>th</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Nominal upper limit for capital increases:</b> 10% of the existing share capital on the date of the AGM of 16/05/2019 <sup>(1)</sup> . <b>Nominal upper limit for the issuance of debt securities:</b> €1.5 billion	None
	Increase the share capital through the issuance of shares and/or securities giving immediate or future access to share capital, <u>without preferential subscription rights, pursuant to Article L. 411-2 II of the French Monetary and Financial Code<sup>(2)</sup></u>	<b>AGM of 16/05/2019</b> 19 <sup>th</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Nominal upper limit for capital increases:</b> 10% of the existing share capital on the date of the AGM of 16/05/2019 <sup>(1)(2)</sup> . <b>Nominal upper limit for the issuance of debt securities:</b> €1.5 billion	None
	<u>Issuance of shares and/or securities giving immediate or future access to shares to be issued by the Company in consideration for contributions in kind consisting of shares or securities giving access to share capital</u>	<b>AGM of 16/05/2019</b> 20 <sup>th</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Nominal upper limit for capital increases:</b> 10% of the existing share capital on the date of the AGM of 16/05/2019 <sup>(1)(2)</sup> . <b>Upper limit on the number of shares and securities giving access to share capital to be issued:</b> 10% of the share capital <b>Nominal upper limit for the issuance of debt securities:</b> €1.5 billion	None

(1) The maximum aggregate nominal amount of capital increases that may be carried out pursuant to this delegation is deducted from the overall limit on capital increases provided for in paragraph 2 of the 17<sup>th</sup> resolution of the AGM of 16 May 2019 (set at 50% of the existing share capital on the date of the AGM of 16 May 2019).

(2) The maximum aggregate nominal amount of capital increases that may be carried out pursuant to this delegation is deducted from the nominal limit on capital increases without preferential subscription rights, provided for in paragraph 3 of the 18<sup>th</sup> resolution of the AGM of 16 May 2019 (set at 10% of the existing share capital on the date of the AGM of 16 May 2019).

(3) The Annual General Meeting of 12 May 2020 will be requested to take note, with the 19<sup>th</sup> resolution, that the 18<sup>th</sup> and 19<sup>th</sup> resolutions adopted by the AGM of 16 May 2019 shall be interpreted as being applicable to offers to the public other than those referred to in Article L. 411-2 of the French Monetary and Financial Code, and to offers to the public referred to in Article L. 411-2 1° of the French Monetary and Financial Code, respectively.

Type of authorisation	Purpose of authorisation	Validity of authorisation	Upper limits	Use during 2019
	<u>Determining the issue price, in connection with a share capital increase through the issuance of equity securities without preferential subscription rights</u>	<b>AGM of 16/05/2019</b> 21 <sup>st</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Nominal upper limit for capital increases:</b> 10% of the share capital per 12-month period <sup>(1)(2)</sup> .	None
	<u>Increase the share capital through the capitalisation of premiums, reserves, profits or any other sums</u>	<b>AGM of 16/05/2019</b> 22 <sup>nd</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Nominal upper limit for capital increases:</b> 20% of the existing share capital on the date of the AGM of 16/05/2019 <sup>(1)</sup>	None
	<u>Increase the number of shares to be issued in the event of a capital increase, with or without preferential subscription rights</u>	<b>AGM of 16/05/2019</b> 23 <sup>rd</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Upper limit of the number of shares to be issued:</b> Limits stipulated by applicable regulations as of the date of issuance (currently 15% of the initial issue); limit deductible from the limit stipulated in the resolution setting the amount of the initial issuance <sup>(1)</sup>	None
<b>Operations in favour of employees, personnel and/or Company officers</b>	Carry out capital increases reserved for participants in Company savings plans without preferential subscription rights	<b>AGM of 16/05/2019</b> 24 <sup>th</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Nominal total upper limit for capital increases:</b> 1% of the share capital as of the date of the Board of Directors' decision <sup>(1)</sup>	<b>Used by the Board of Directors during its meeting of 30/07/2019 (number of shares issued: 458,951)</b>
	Grant performance shares (outstanding or to be issued) to some or all Group employees and corporate officers	<b>AGM of 16/05/2019</b> 25 <sup>th</sup> resolution <b>For a period of:</b> 38 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2022	<b>Total upper limit on the number of performance shares, existing or to be issued, granted:</b> 2% of the share capital as of the date of the Board of Directors' decision <sup>(1)</sup> <b>Total upper limit on the number of performance shares, existing or to be issued, granted to senior executives and company officers:</b> 10% of the performance shares granted during said financial year pursuant to this authorisation	<b>Used by the Board of Directors during its meeting of 12 December 2019 (number of shares granted: 64,390)</b>
<b>Cancellation of shares</b>	Decrease the share capital through the cancellation of treasury shares	<b>AGM of 16/05/2019</b> 26 <sup>th</sup> resolution <b>For a period of:</b> 26 months <b>Entry into force:</b> 16/05/2019 <b>Expiry date:</b> 15/07/2021	<b>Upper limit on total number of shares to be cancelled:</b> 10% of the share capital per 24-month period	None

(1) The maximum aggregate nominal amount of capital increases that may be carried out pursuant to this delegation is deducted from the overall limit on capital increases provided for in paragraph 2 of the 17<sup>th</sup> resolution of the AGM of 16 May 2019 (set at 50% of the existing share capital on the date of the AGM of 16 May 2019).

(2) The maximum aggregate nominal amount of capital increases that may be carried out pursuant to this delegation is deducted from the nominal limit on capital increases without preferential subscription rights, stipulated in paragraph 3 of the 18<sup>th</sup> resolution of the AGM of 16 May 2019 (set at 10% of the existing share capital on the date of the AGM of 16 May 2019).