

This document is an English-language translation, for information purposes only, of the notice of meeting (“avis de réunion”) for Amundi’s Ordinary General Meeting of Shareholders convened on May 18, 2022. In the event of any differences between this English-language translation and the French version of the notice of meeting, the French version shall prevail.

## **AMUNDI**

**Public limited company (*société anonyme*)**

**With a share capital of € 507,686,627.50**

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

**Paris Trade and Companies Register No. 314 222 902**

### **Ordinary general meeting of shareholders**

#### **Notice of meeting**

The Shareholders of the company AMUNDI are informed that an Ordinary General Meeting of the Company will be held on Wednesday, May 18, 2022, at 09:30 a.m., at 91-93, Boulevard Pasteur, 75015 PARIS, in order to deliberate on the agenda and the draft resolutions presented below.

#### **WARNING**

The Company draws the attention of shareholders to the fact that the Company’s Ordinary General Meeting will be held exclusively in person this year. Shareholders may nevertheless participate in the Ordinary General Meeting by giving a proxy to the person of their choice or to the Chairman of the Shareholders' Meeting, in accordance with the legal and regulatory conditions, or by voting by mail via the paper voting form or the dematerialized voting form via the VOTACCESS platform; in each case in the manner and within the time limits indicated at the end of this notice.

In the current health context of the covid-19 epidemic, the Company also draws the attention of its shareholders to the fact that the methods of organization of the Ordinary General Meeting of the Company could be adapted according to the evolution of the health situation and the legal and regulatory provisions. We invite you to regularly consult the section dedicated to the 2022 General Meeting on the Company's website <https://about.amundi.com/general-meetings>

#### **Agenda**

1. Approval of the Company’s financial statements for the 2021 fiscal year
2. Approval of the consolidated financial statements for the 2021 fiscal year
3. Appropriation of net income for the fiscal year and payment of the dividend
4. Approval of the suspension of the employment agreement between Valérie Baudson and Amundi Asset Management, in accordance with Articles L. 225-38 *et seq.* of the French Commercial Code
5. Approval of the partnership agreement between Amundi and Crédit Agricole S.A., in accordance with Articles L. 225-38 *et seq.* of the French Commercial Code

6. Approval of the information referred to in Article L. 22-10-9 I of the French Commercial Code included in the corporate governance report
7. Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind paid during the 2021 fiscal year, or granted for the same fiscal year, to Mr. Yves Perrier, Chief Executive Officer from January 1, 2021 to May 10, 2021
8. Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind paid during the 2021 fiscal year, or granted for the same fiscal year, to Mr. Yves Perrier, Chairman of the Board of Directors as from May 11, 2021 inclusive
9. Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind paid during the 2021 fiscal year, or granted for the same fiscal year, to Mrs. Valérie Baudson, Chief Executive Officer as from May 11, 2021 inclusive
10. Approval of the compensation policy applicable to Directors for the 2022 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
11. Approval of the compensation policy applicable to the Chairman of the Board of Directors for the 2022 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
12. Approval of the compensation policy applicable to the Chief Executive Officer for the 2022 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
13. Approval of the compensation policy applicable to the Deputy Chief Executive Officer for the 2022 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
14. 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
15. Approval of the appointment of Christine Gandon as Director
16. Renewal of Yves Perrier's term as Director
17. Renewal of Xavier Musca's term as Director
18. Renewal of Virginie Cayatte's term as Director
19. Renewal of Robert Leblanc's term as Director
20. Authorization to the Board of Directors to trade in the Company's shares
21. Consultation on the Company's Climate Strategy
22. Powers to carry out formalities

The full text of the draft resolutions to be submitted to the vote of the General Meeting was published in the notice of meeting in the Bulletin des Annonces Légales Obligatoires (BALO) of April 13, 2022 (Bulletin No. 44-Announcement No. 2200892).

## Formalities to be accomplished prior to participating in the General Meeting of Shareholders

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Any shareholder is entitled to participate in the General Meeting of Shareholders in accordance with applicable legal and regulatory provisions, regardless of the number of shares held, either by:

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

In accordance with Article R. 22-10-28 of the French Commercial Code, any shareholder of a company is entitled to participate in a general meeting of its shareholders provided that the shares are registered in their name or in the name of the registered intermediary on their behalf (pursuant to paragraph 7 of Article L. 228-1 of the French Commercial Code), two business days before the date of the meeting, *i.e.*, **May 16, 2022 at midnight**, Paris time, either with the Company's share registrar for registered shares, or in the bearer share accounts of an authorized intermediary.

For **registered shareholders** (pure or administered), registration in the Company's share registrar two business days before the meeting, *i.e.*, **May 16, 2022 at midnight**, Paris time, is sufficient to enable them to participate in the General Meeting of Shareholders.

For **bearer shareholders**, registration of the shares in the bearer share accounts of an authorized intermediary must be evidenced by a share ownership certificate issued by the intermediary under the terms provided for in Article R. 22-10-28 of the French Commercial Code, and must be appended to the form for postal votes, proxy votes or the admission card prepared in the shareholder's name or on behalf of the shareholder represented by the registered intermediary.

A share ownership certificate enabling the shareholder to prove his or her status as a shareholder two business days before the meeting must also be issued by their financial intermediary to any shareholder wishing to attend the Meeting in person and who has not received his or her admission card two business days before the meeting, *i.e.*, May 16, 2022 at midnight, Paris time.

### 1. Methods of participating in the General Meeting of Shareholders

#### A. Attending the General Meeting of Shareholders in person

Shareholders wishing to participate personally in the General Meeting of Shareholders may request an admission card in one of the following ways within the specified time limits:

##### i. By mail

For **registered shareholders** (pure or administered) : each registered shareholder automatically receives the single form, attached to the notice of meeting, which must be completed, specifying that the shareholder wishes to participate in the General Meeting and to obtain an admission card, then return it signed using the T envelope attached to the notice of meeting to CACEIS Corporate Trust, Immeuble FLORES – 1<sup>er</sup> étage, Service Assemblées Générales – 12 place des Etats-Unis – CS 40083 – 92549 Montrouge Cedex, or go directly to the special counter on the day of the General Meeting of Shareholders with proof of their identity.

For **bearer shareholders**: each bearer shareholder must ask the authorized intermediary who manages their

securities account to send them an admission card.

ii. By Internet

Shareholders wishing to participate personally in the General Meeting of Shareholders may also request an admission card by electronic means pursuant to the procedures described below.

**Registered shareholders** (pure or administered) who wish to personally participate in the General Meeting of Shareholders and to obtain an admission card electronically should, in order to access the dedicated and secure VOTACCESS website, log on to the OLIS Shareholder website at the following address: <https://www.nomi.olisnet.com>.

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

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

Once logged in, pure or administered registered shareholders should follow the on-screen instructions on the OLIS Shareholder website to access the VOTACCESS website where they can request their admission card.

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

**Bearer shareholders** who wish to personally attend the General Meeting of Shareholders should contact their account-holding institution to find out whether or not it is connected to the dedicated, secure VOTACCESS website and, if so, whether this access is subject to any special conditions of use.

If the shareholder's account-holding institution is connected to the VOTACCESS website, the shareholder must identify himself on the Internet portal of his account-holding institution with his usual access codes. The shareholder must then follow the on-screen instructions on the Internet portal of his account-holding institution in order to access the VOTACCESS site where he can request his admission card.

The **VOTACCESS website** will be open as from **April 27, 2022 at 10:00 a.m.** The ability to request an admission card via the Internet before the General Meeting of Shareholders will end on the day before the General Meeting of Shareholders, *i.e.*, on **May 17, 2022, at 3 p.m.** Paris time. In order to avoid any possible congestion of the VOTACCESS website, shareholders are advised not to wait until the day before the Meeting to enter their instructions.

**B. Voting by proxy or by post**

Shareholders wishing to vote by post or by proxy prior to the General Meeting of Shareholders should do one of the following within the specified time limits:

i. By post

For **registered shareholders** (pure and administered): complete the single form, attached to the notice of meeting received automatically by each registered shareholder, specifying that they wish to be represented or to vote by mail, then return the signed form using the T envelope attached to the notice of meeting or by mail to CACEIS Corporate Trust, Immeuble FLORES – 1<sup>er</sup> étage, Service Assemblées Générales – 12 place des Etats-Unis – CS 40083 – 92549 Montrouge Cedex.

For holders of **bearer shares**: (i) request the single form from the financial intermediary who manages their shares, as from the date of the General Meeting of Shareholders, (ii) complete the form, specifying the wish to be represented or to vote by mail, and then (iii) return it signed, together with a certificate of participation issued by the financial intermediary, by mail to CACEIS Corporate Trust, Immeuble FLORES – 1<sup>er</sup> étage, Service Assemblées Générales – 12 place des Etats-Unis – CS 40083 – 92549 Montrouge Cedex.

Single forms must be received by CACEIS Corporate Trust, duly completed and signed, no later than three days before the meeting, *i.e.*, **May 15, 2022**, failing which they will not be taken into account.

ii. By Internet

**Registered shareholders** (pure or administered) who wish to vote by Internet, or to appoint or revoke a proxy online, prior to the Meeting, should, in order to access the dedicated and secure VOTACCESS website, log on to the OLIS Shareholder website at the following address: <https://www.nomi.olisnet.com>

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

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

Once logged in, pure or administered registered shareholders should follow the on-screen instructions on the OLIS Shareholder website in order to access the VOTACCESS website where they will be able to vote, or appoint or revoke a proxy.

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

**Bearer shareholders** wishing to vote by Internet, or to appoint or revoke a proxy online, should contact their account-holding institution before the Meeting to find out whether or not it is connected to the dedicated, secure VOTACCESS website and, if so, whether this access is subject to any special conditions of use.

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

The **VOTACCESS website** will be open from **April 27, 2022 at 10:00 a.m.** until the day before the General Meeting of Shareholders, *i.e.*, **May 17, 2022 at 3:00 p.m.**, Paris time. In order to avoid any possible congestion of the VOTACCESS website, shareholders are advised not to wait until the day before the Meeting to enter their instructions.

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

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

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

Only duly signed electronic notifications of appointment or revocation of proxies, completed and received no later than the day before the General Meeting of Shareholders, *i.e.*, **May 17, 2022, at 3:00 p.m.**, Paris time, may be taken into account. Moreover, only notifications of appointment or revocation of proxies may be sent

to the above-mentioned e-mail address, and any other request or notification relating to another subject may not be taken into account and/or processed.

### **C. Change of the method of participation and transfer of shares**

In accordance with Article R. 22-10-28 of the French Commercial Code, a shareholder who has already cast a remote vote, sent a proxy or requested an admission card or a certificate of participation may no longer choose another method of participation in the Meeting.

A shareholder who has already cast a remote vote, sent a proxy or requested an admission card or a certificate of participation may nevertheless transfer all or part of his or her shares at any time. However, if the transfer occurs before the second business day preceding the General Meeting, *i.e.*, **May 16, 2022**, at **midnight** Paris time, the Company shall invalidate or modify the remote vote, the proxy, the admission card or the certificate of participation, as the case may be, and shall terminate access to the VOTACCESS platform. To this end, the authorized intermediary holding the account shall notify the Company or its agent of the transfer and send it the necessary information. No transfer or other transaction carried out after May 16, 2022, at midnight Paris time, regardless of the means used, will be notified by the authorized intermediary or taken into consideration by the Company, notwithstanding any agreement to the contrary (Article R. 22-10-28 of the French Commercial Code).

## **2. Submission of written questions**

Shareholders may submit written questions to the Company in accordance with Article R. 225-84 of the French Commercial Code. These questions should be addressed to the Chairman of the Board of Directors at the following address **Amundi – Questions écrites à l'AG - BSC/COA/LIF – 91-93 boulevard Pasteur - CS21564 - 75730 Paris cedex 15**, by registered post with acknowledgement of receipt (or by electronic telecommunication to the following email address: [questions-ecrites-ag@amundi.com](mailto:questions-ecrites-ag@amundi.com)), no later than four business days before the General Meeting of Shareholders, *i.e.*, **May 12, 2022**. In order to be considered, these questions must be accompanied by a certificate of registration.

## **3. Documents made available to shareholders**

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

In addition, the documents to be presented at the General Meeting of Shareholders as well as the other information and documents provided for in Article R. 22-10-23 of the French Commercial Code will be available on the Company's website, <https://about.amundi.com/general-meetings>, since **April 22, 2022** (*i.e.*, more than 21 days before the General Meeting of Shareholders).