

2025 ORDINARY AND EXTRAORDINARY GENERAL MEETING

NOTICE OF MEETING

📍 Tuesday 27 May 2025 at 2:30pm – 54 rue de Varenne – 75007 Paris

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Editos

Dear shareholder,

I am pleased to invite you to Amundi's Annual General Ordinary and Extraordinary Meeting which will be held on Tuesday, May 27, 2025 at 2:30 p.m., at 54 rue de Varenne - 75007 Paris

In 2024, once again, Amundi contributed significantly to Crédit Agricole's operational efficiency in 2024 by delivering a year of excellence both in terms of results and activity, mirroring that of the Group as a whole.

Amundi significantly broadened its client base while strengthening its position among historical networks by offering innovative solutions tailored to prevailing market volatility. In 2024, Amundi once again demonstrated the relevance of its twofold business model based both on its ties to the Group and the latter's Banque Universelle de Proximité (universal client-focused banking model) business, and on its ability to grow independently. In 2024, Amundi consolidated its status as the European leader in asset management and confirmed its position in the top 10 worldwide.⁽¹⁾ Amundi is making progress in all of the most buoyant savings markets. This advancement spans client base, expertise (fixed income, passive management, etc.), services (e.g. Amundi Technology) and geographies.

Amundi had a particularly excellent year in Asia, with strong growth of inflows and assets under management; it also strengthened its presence in the US market through a new partnership. Amundi contributed actively to Crédit Agricole group's international development thanks to its diversified expertise and creation of new offerings.

All this was accomplished with the operational efficiency Amundi has demonstrated time and again. This year once again marked a new level: net income⁽²⁾ rose by more than +9%, a testament to the quality of management services Amundi provided. Costs remained under wraps, leading to a further reduction of the cost/income ratio,⁽²⁾ which stood at 52.5%, showing improvement versus 2023 and the best in the industry. Net profit⁽²⁾ rose by +13%.

In light of these factors, the Board of Directors has proposed a dividend of €4.25 per share to the Annual General Meeting, an increase relative to that paid on 2023 results. This dividend corresponds to a payout ratio of 67% of net income, Group share.⁽³⁾

At the end of the Annual General Meeting, and subject to your approval of his appointment, Olivier Gavalda, who will have become Chief Executive Officer of Crédit Agricole S.A., will succeed me as Chairman of the Board of Directors. I am fully convinced that, with the support of Olivier Gavalda and the Crédit Agricole Group, Amundi will continue to evolve successfully over the long term, adapt to the major transformations of our society and remain the trusted partner for all its clients. In this brochure, you will find all the information about this meeting as well as the practical procedures for you to participate. Please believe, Ladies and Gentlemen shareholders, in the assurance of my distinguished consideration.

PHILIPPE BRASSAC
Chairman of the board



In 2024, Amundi consolidated its status as the European leader in asset management and confirmed its position in the top 10 worldwide.⁽¹⁾ The firm contributed actively to Crédit Agricole group's international development thanks to its diversified expertise and the creation of new offerings.

(1) Source: IPE "Top 500 Asset Managers" published in June 2024, based on assets under management as at 31/12/2023.

(2) Adjusted data.

(3) Calculated on the basis of accounting net income, Group share

Amundi has turned in yet another record year for 2024. Net inflows doubled compared with 2023, bringing total assets under management to more than €2.2 trillion, their highest levels ever. Net income also rose sharply by +13% to €1.4 billion,⁽²⁾ demonstrating the Group's ability to sustainably generate profitable growth. Indeed, Amundi's cost/income ratio (2) further improved, falling below 53%.

This excellent operating performance confirms the relevance of those strategic priorities set out in the Ambitions 2025 plan. Across financial ratios, asset levels and extra-financial commitments, several of these have already been achieved a year ahead of schedule.

Close to its clients and attentive to their needs, Amundi is well positioned on the megatrends of the savings industry. Here, the Group occupies a major position, and one that grows stronger every year.

In 2024, the Group increased its presence among third-party distributors (+27% in assets under management), a segment that now accounts for 57% of its Retail clients. Assets under management in Asia, where savings markets are expanding significantly, accelerated their growth (+17%) to €469 billion. Amundi also confirmed its leading position in the ETF segment, passing the €250 billion mark in assets under management (+30% year-on-year) thanks to another steep increase of inflows.

The Group consolidated its leadership in fixed income strategies as well, with almost €1.2 trillion in assets under management. With Amundi Technology, it has also succeeded in building a comprehensive technology platform that has become a decisive factor for many clients, and whose revenues also accelerated this year (+34%).

Meanwhile, three external growth transactions further enhanced Amundi's expertise: the acquisition of private asset multi-management specialist Alpha Associates, the partnership with US asset manager Victory Capital, and the acquisition of the wealth tech firm aixigo. These new additions will boost the Group's development in key segments and create value for its clients and shareholders.

On the strength of its increasingly diversified business model, its solid financial structure and the reservoir of trust the Group has built, Amundi steps forward with the same determination that has governed its path so far, to serve the interests of its clients and pursue profitable and sustainable growth.

VALÉRIE BAUDSON
Chief Executive Officer



“2024 witnessed the accelerated diversification of Amundi's growth drivers. Multiple objectives set out in the Ambitions 2025 plan have already been achieved, a year ahead of schedule, across topics as diverse as financial ratios, asset levels or extra-financial commitments.”

(1) Source: IPE "Top 500 Asset Managers" published in June 2024, based on assets under management as at 31/12/2023.

(2) Adjusted data.

(3) Calculated on the basis of accounting net income, Group share

Overview of the company situation in 2024

I. 2024 period highlights

In 2024, Amundi achieved historically high results, net inflows doubled compared to 2023 and were at the highest level since 2021, assets under management reached a record level, and the Group made significant progress in its strategic plan Ambitions 2025.

- Adjusted net income^{1,2}, at €1.4 billion, showed strong growth: +13% compared to 2023, thanks to revenue growth (+9%) and an improvement in the cost income² ratio to 52.5%; earnings per share² reached €6.75.
- Net inflows for 2024 exceeded +€55 billion, including +€34 billion in medium-long term assets excluding joint ventures, with a strong contribution from Third-Party Distributors, ETFs, active management, and particularly fixed income strategies, and Asia.
- Assets under management reached a new record of €2,240 billion as of 31 December, 2024, an increase of +10% year-on-year.
- Amundi Technology continued its strong organic growth and made its first acquisition, aixigo, the European leader in *Wealth Tech*.
- The objectives of the Ambitions 2025 plan were achieved one year ahead for Third-Party Distribution and passive management (in assets), with an average annual growth rate of net income at +6.1% from 2021-24, exceeding the +5% trajectory set by this plan, and the cost income ratio is already at the target set for 2025.
- Three external growth operations were signed in 2024, accelerating Amundi's development in the relevant sectors, aligning with the strategic and financial objectives of the Ambitions 2025 plan, and creating significant value for clients, shareholders, and employees of the Group.
- Finally, the financial situation has been further strengthened, allowing for the proposal at the General Assembly on 27 May 2025, of a dividend of €4.25 per share, representing a payout ratio of 67% and a yield of over 6%³.

Accelerating diversification on industry mega-trends

In 2024, the strategic priorities of the Ambitions 2025 Plan contributed significantly to the growth of activity and results. These are aimed at placing Amundi in an ideal position with regard to the sector growth drivers.

- **Third-Party Distribution** posted strong growth in assets under management, up +27% year-on-year to €401 billion at end-December and reaching the Ambitions 2025 target a year early; Third-Party Distribution now accounts for 57% of Retail assets under management; annual net inflows of +€32 billion hit an all-time high, diversified across all regions and asset classes: +€5 billion in active management, +€18 billion in ETFs and +€9 billion in treasury products; 12 new partnerships with digital players were signed in 2024 (BourseDirect, Scalable, Moneyfarm, etc.), bringing the number of partnerships in this segment to 45 in Europe and Asia;
- **Asia** saw its assets under management increase by 17% year-on-year to €469bn, thanks to +€28bn in inflows in 2024, which were positive in the nine countries in which Amundi has a presence; the Indian joint venture SBI MF continued to grow (AuM of €292bn, +23% yoy with +€20.6bn in net inflows), as did direct distribution excluding JVs (AuM of €103bn, +16% yoy, with 2024 net inflows of +€5bn); 2024 was marked by the success of the partnership with Standard Chartered and the launch of a range of "CIO Signature Funds", whose assets under management reached \$2 billion and are managed on behalf of the bank's clients in 11 countries in Asia, the Middle East and Africa; lastly, the contribution

¹ Net income Group share

² Adjusted data: excluding amortisation of intangible assets (after tax), amortisation related to aixigo PPA (after tax) and integration costs (after tax)

³ Calculation made on the basis of the closing price of 31 January 2025, €68 per share.

to net income of the Asian JVs, at €123 million, went up by +20.9%, with a significant increase at the Indian JV (+31.5% to €104m);

- **ETFs** reached €268 billion in assets under management at end-December, up +30% year-on-year, driven by record inflows over the year of +€27.8 billion, diversified by client segment and between equity and fixed income products; growth was driven by the success of the US and global equity ranges, particularly the S&P 500 ETF, innovative products such as the Amundi MSCI US Mega Cap and ex Mega Cap, and the Amundi Prime All Country World UCITS ETF, with inflows of more than +€2 billion in nine months;
- **the Fixed Income expertise** reached €1.19 trillion in assets via a very wide range of solutions, which we adapted to the changes in long-term rates over the year; these solutions represented inflows of +€57.5bn in 2024; Amundi remains, as in 2023, the European leader for target-maturity funds and fixed income ETFs, and this success extended in 2024 to short-term bond solutions, securitisation, euro credit and strategies with stable duration;
- revenues from **technology solutions and services** rose sharply by +33.8% compared with 2023, to €80m; in Q4, Amundi Technology completed the acquisition of the European Wealth Tech leader, aixigo, to round out the ALTO Wealth and Distribution platform with a modular offering recognised in the industry.

Objectives of the plan Ambitions 2025 achieved one year ahead of schedule

Investments in these strategic priorities set in 2022 as part of the Ambitions 2025 Plan enabled Amundi to achieve a number of major business objectives in 2024 and meet some of its financial objectives ahead of schedule:

- the AuM targets had been met or were close to being met by the end of 2024, a year early, for **Third-Party Distributors** (€401bn vs. the €400bn target), **passive management** (€418bn vs. €420bn) and even **Asia** (€469bn, +6% from the €500bn target);
- the 2024 **cost-to-income ratio**², at 52.5%, is already at the 2025 target (less than 53%);
- 2024 **net income**², at €1,382 million, reflects an average annual growth rate (CAGR) of +6.1% compared with the Plan's 2021 reference net income, above the target of +5%; even restated for the slight positive market effect between 2021 and 2024, it remains above the target, at +5.5%;
- for 2024, **the proposed dividend of €4.25 per share** corresponds to a 67% payout ratio, above the minimum target of the Medium-Term Plan (65%), as in 2022 and 2023;
- **the average dividend payout ratio for 2022-2024**, at 72%, corresponds to a payout surplus of +€0.24 billion over the period, plus three M&A transactions that also absorbed the capital generated over the period in the amount of +€0.5 billion; the remaining capital surplus available for acquisitions at the end of 2024 was greater than €1 billion;
- Amundi completed **three external growth transactions**: the acquisition of private asset multi-management specialist Alpha Associates, finalised in April 2024, the partnership with US asset manager Victory Capital, signed in July and expected to be finalised towards the end of the first quarter of 2025, and finally, the acquisition of Wealth Tech firm aixigo, finalised in November 2024; these three transactions are fully in line with the objectives of Ambitions 2025, both in terms of strategic and financial objectives; by 2027, they will generate combined earnings per share accretion² of around +5% and a combined return on investment of around 12%;
- finally, **the non-financial and climate commitments of the ESG Ambitions 2025 Plan** have been achieved or are on track to be achieved:
 - o the share of **ETFs** (in number) meeting the ESG criteria of the SFDR regulation reached 37% by the end of 2024, compared with a target of 40% by the end of 2025;

- the **number of companies with which we have engaged in shareholder dialogue on their climate transition plans** has increased by +1,478 since 2021, compared with a target of +1,000 for 2021-25;
- **greenhouse gas emissions** per employee fell by -62% compared with 2018 on scopes 1, 2 and 3, compared with a target of -30%.

II. Net inflows doubled and assets under management set a new record in 2024

Assets under management by Amundi as of 31 December 2024, reached €2,240 billion, up +10.0%, or +€203 billion year-on-year, thanks to positive net inflows of +€55 billion over the year, a positive market and currency effect of +€140 billion, and the integration of Alpha Associates on 2 April (+€8 billion).

In 2024, Amundi generated a high level of net inflows of **+€55.4 billion**; inflows were positive in Retail, Institutionals and JVs, strongly driven by Third-Party Distributors (+€31.9 billion) and JVs (+€19.3 billion). Excluding JVs, MLT assets⁴ recorded a very high level of inflows (+€34.0 billion), driven by ETFs (+€27.8 billion); inflows were very positive in active management (+€7.6 billion). Treasury products, which had experienced a very high level of inflows in 2023 (+€19.3 billion), were almost at breakeven in 2024, at -€1.8 billion.

By client segments:

- **Retail** recorded good net inflows (+€26.6 billion) thanks to Third-Party Distributors; net inflows were also positive for the French Networks (+€1.1 billion) thanks to treasury products; the International Networks recorded net outflows (-€6.5 billion), particularly in Europe where the good sales performance of structured products and target maturity bond funds was once again offset by outflows from riskier products (multi-asset and equity);
- **the Institutional segment** (+€5.6 billion) recorded the exit of a major mandate with a European insurer in the third quarter (for -€11.6 billion), which generated low revenues; excluding this exit, net inflows into medium-/long-term assets were strong, at +€33.7 billion, and positive in all segments, while net inflows into treasury products (-€16.5 billion) were negative in all segments except for corporates (+€1.7 billion) and employee savings (+€0.9 billion); the sharp net outflows recorded in the Other institutional segments can be explained at least in part by the switch to short-term bond strategies; in this segment the very good performance of Employee Savings was noteworthy, with net inflows of +€3.1 billion in 2024;
- the buoyant activity of the **JVs** over the year (+€23.3 billion) was again explained in 2024 by the performance of India (SBI MF, +€20.6 billion) and, to a lesser extent, Korea (NH Amundi, +€1.9 billion, especially in medium-/long-term assets), while the JV in China was slightly positive (ABC-CA, +€0.3 billion, of which -€1.8 billion on the Channel business run-off activity); the other JVs (Morocco, Armenia) also posted positive net inflows (+€0.5 billion combined).

III. Record annual results, highest net income since 2021

In 2024, **adjusted net income**² was **€1,382 million, up +13.0%**.

This strong growth reflects the high level of activity:

- **adjusted net revenues**² increased by **+9.2%** compared to 2023, to €3,497 million, mainly driven by management revenues; net management fees increased by +8.3%, in line with the growth in average assets under management; the increase in performance fees is explained by a very good management performance, particularly for active fixed income strategies; Amundi Technology's revenues were also up strongly (+33.8% to €80 million), thanks to the acquisition in Q4 of aixigo (+€5 million) and the sharp rise in revenues thanks to the acquisition of eight clients in 2024;

⁴ Medium/Long-Term assets.

- **margins** on net management fees were stable compared to 2023, at **17.7 basis points**, with the positive effects of market appreciation and the client mix of flows offsetting the unfavourable effect of the product mix;
- **adjusted operating expenses**² increased by +7.7% to €1,837 million, i.e. less than revenues, generating positive jaws; nearly half of the increase can be explained by the first consolidation of Alpha Associates and aixigo, investments in growth areas (technology, ETFs, third-party distribution, Asia, etc.) and the increase in provisions for variable remuneration;
- the **adjusted cost-to-income ratio**² was 52.5%, compared with 53.2% in 2023, still at its best-in-class level and already at the 2025 target of below 53%.

Adjusted gross operating income² (GOI) came to €1,660 million, up **+10.8%** compared with 2023.

Income from equity-accounted companies, which reflects Amundi's share of the net income of minority JVs in India (SBI MF), China (ABC-CA), South Korea (NH-Amundi) and Morocco (Wafa Gestion), accentuated this growth. The contribution of the JVs to net income, at €123 million, grew faster than GOI, at **+20.9%** compared to 2023, mainly driven by India, whose contribution exceeded €100 million for the first time (€104m), up +31.5% versus 2023.

Adjusted net earnings per share² reached €6.75 in 2024.

Accounting data in 2024

Net income, Group share totalled €1,305 million, including non-cash expenses related to the acquisitions of Alpha Associates and aixigo, particularly the amortisation of intangible assets related to distribution agreements and client contracts, i.e. a total of -€67 million after tax in 2024.

Integration costs relating to Alpha Associates and the partnership with Victory Capital, expected to be finalised in the first quarter of 2025, were recognised in 2024 for a total of -€10 million after tax. Moreover, amortisation on adjustments to the value of intangible assets after the integration of aixigo was also recognised in operating expenses for -€1 million after tax.

Accounting net earnings per share for 2024 was €6.37.

IV. [A solid financial structure and a dividend of €4.25 per share](#)

Tangible net equity⁵ amounted to €4.5bn at 31 December 2024, up +€0.2bn or +4.5% compared to the end of 2023. This increase is in particular the result of the accounting net income for the year 2024 (+€1.4bn⁶) the payment of dividends (-€0.8bn) for the 2023 financial year and the recognition of goodwill and intangible assets in respect of the two acquisitions finalised in 2024, Alpha Associates and aixigo (-€0.5bn).

On 5 September 2024, FitchRatings confirmed Amundi's long-term rating at A+ with a stable outlook, the best in the sector.

The Board of Directors will propose to the Annual General Meeting on 27 May 2025, a dividend of **€4.25 per share, in cash**, an increase compared to the dividend paid for the 2023 financial year.

This dividend corresponds to a payout ratio of 67% of net income Group share, and a yield of more than 6% based on the share price as of 31 January 2025 (closing price of €68).

⁵ Shareholders' net equity less goodwill and intangible assets

⁶ Excluding the amortisation of intangible assets

The ex-dividend date will be Tuesday 10 June 2025 and will be paid as of Thursday 12 June 2025.

Since the listing in November 2015, the TSR⁷ (total shareholder return) has been +126%, i.e. +9.2% per year on average.

V. Income statement

(in € millions)	2024	2023	% var. 24/23
Net revenue - Adjusted	3,497	3,204	+9.2%
Net asset management revenues	3,329	3,063	+8.7%
<i>o/w net management fees</i>	<i>3,184</i>	<i>2,940</i>	<i>+8.3%</i>
<i>o/w performance fees</i>	<i>145</i>	<i>123</i>	<i>+17.3%</i>
Technology	80	60	+33.8%
Financial income & other net income	88	80	+9.7%
Operating expenses - Adjusted	(1,837)	(1,706)	+7.7%
Cost income ratio (in %) - Adjusted	52.5%	53.2%	(0.7pp)
Gross operating income - Adjusted	1,660	1,498	+10.8%
Cost of risk and others	(10)	(8)	+28.7%
Share of net income of equity accounted companies	123	102	+20.9%
Income before tax - Adjusted	1,774	1,592	+11.4%
Corporate tax - Adjusted	(394)	(374)	+5.5%
Non-controlling interests	3	5	(43.5%)
Net income Group share - Adjusted	1,382	1,224	+13.0%
Amortisation of intangible assets (net of tax)	(67)	(59)	+13.2%
Integration costs and PPA amortisation (net of tax)	(11)	0	NS
Net income group share - Stated	1,305	1,165	+12.0%
Earnings per share (in €)	6.37	5.70	+11.7%
Earnings per share - Adjusted (in €)	6.75	5.99	+12.6%
<i>(2) Excluding amortisation of intangible assets (after tax), amortisation related to aixigo PPA (after tax) and integration costs (after tax)</i>			

⁷ The TSR (Total Shareholder Return) includes the total return for a shareholder: increase in the share price + dividends paid from 2016 to 2024 + Preferential Subscription Rights detached in May 2017. Calculation made on the basis of the closing price of 31 January 2025, €68 per share.

VI. 2024 Results of Amundi (parent company)

Given the structure of the Amundi Group, individual financial statements reflect only certain financial aspects of the Group's parent company. Their evolution is only very partially linked to the evolution of the asset management activities of the entities held by the Group.

In 2024, revenues of Amundi (parent company) amounted to €752 million compared to €1,198 million in 2023, a decrease of -€446 million.

It mainly consists of:

- revenues from equity investments for +€728 million in respect of dividends received from Amundi's subsidiaries;
- net income from trading, investment and similar portfolios for +€194 million;
- net interest income for -€167 million.

General operating expenses amounted to €55 million in 2024.

Given these elements, gross operating income was €697 million in 2024, down €454 million compared to the financial year 2023. This was mainly due to a fall in dividends from Group subsidiaries (-€599 million), a lower net interest income of €36 million and a rise in the trading marked-to-market valuations, investment and similar portfolios of €189 million.

Current income before tax amounted to €697 million.

As part of the tax consolidation agreement, Amundi recorded a net income from income tax of €32 million.

In total, Amundi's net income was a profit of €728 million in 2024, versus a profit of €1,184 million in 2023.

BOARD OF DIRECTORS

At 31/12/2024



PHILIPPE BRASSAC
Chairman since 2023
Chief Executive Officer
of Crédit Agricole S.A.



VIRGINIE CAYATTE
Independent Director
since 2015



BÉNÉDICTE CHRÉTIEN
Director since 2023
Head of Human Resources,
Crédit Agricole S.A. Group



LAURENCE DANON-ARNAUD
Independent Director
since 2015



PATRICE GENTIE
Director since 2021
Chairman of the Aquitaine
Regional Bank of Crédit Agricole



GÉRALD GRÉGOIRE
Director since 2024
Deputy General Manager
of Crédit Agricole S.A..



CHRISTINE GRILLET
Director since 2023
Chair of the Franche-Comté
Regional Bank of Crédit Agricole



MICHÈLE GUIBERT
Director since 2020
Chief Executive Officer
of the Côtes d'Armor Regional
Bank of Crédit Agricole



ROBERT LEBLANC
Independent Director
since 2015



HÉLÈNE MOLINARI
Independent Director
since 2015



CHRISTIAN ROUCHON
Director since 2009
Chief Executive Officer
of the Languedoc Regional Bank
of Crédit Agricole



NATHALIE WRIGHT
Independent Director
since 2022



JOSEPH OUEDRAOGO
Director elected
by the employees since 2022
Head of Investment Risk business
team, Amundi Asset Management



NICOLAS MAURÉ
Non-voting member
since 2023
Chairman of the Toulouse 31
Regional Bank of Crédit Agricole

MAIN CHANGES

There were few changes in 2024. For the record, Gérald Grégoire, Deputy General Manager of Crédit Agricole S.A., in charge of the Customer and Development division, succeeded Michel Mathieu, who retired.

In addition, at its last meeting of the year, the Board decided to strengthen its Audit Committee's sustainability skills by appointing Nathalie Wright as the fourth member of the Committee, for her expertise in this area.

12+1

Directors⁽¹⁾

41.7%

Independent Directors⁽²⁾

58.4 years

Average age

1

Non-voting member

4.8 years

Average time spent on the Board

58%

Women⁽²⁾

42%

Men⁽²⁾

MATRIX OF BOARD MEMBERS' COMPETENCIES

	Governance and compensation	Accounting and financial reporting	Social and environmental issues	Risk management, compliance, internal audit	Asset management and financial markets	Strategic planning	Sales/ Marketing	Information technology and security	Legal requirements and regulatory framework
	92.85%	92.85%	85.71%	85.71%	64.28%	78.57%	71.42%	64.28%	64.28%
Philippe Brassac	●	●	●	●	●	●	●	●	●
Virginie Cayatte	●	●	●	●	●	●		●	●
Bénédicte Chrétien	●	●	●	●	●	●	●		●
Laurence Danon-Arnaud	●	●	●			●	●		
Patrice Gentié	●	●	●	●		●	●	●	
Gérald Grégoire	●	●		●		●	●		●
Christine Grillet	●	●		●					●
Michèle Guilbert	●	●	●	●	●	●	●	●	●
Robert Leblanc	●	●	●	●	●	●	●	●	●
Hélène Molinari	●		●		●	●	●		
Joseph Ouedraogo		●	●	●	●			●	
Christian Rouchon	●	●	●	●	●	●	●	●	●
Nathalie Wright	●	●	●	●		●	●	●	
Nicolas Mauré	●	●	●	●	●	●		●	●

As in 2023, the majority of Board members considered that they had made progress in the area of social and environmental matters during the year. With regard to each of the ESG themes covered by this expertise:

- competence in environmental matters progressed further in 2024. The Directors have continued to develop their expertise on climate matters during 2024, in line with the commitments they made as part of the Say on Climate initiative. At the end of the year, they took part in a training session on climate change, advances and prospects, which complemented the discussions on Responsible investment

matters at Board meetings. They also devoted part of their strategy seminar to the major themes of Responsible investment, and in particular to the development of more specific areas of investment on climate and nature/ biodiversity;

- competence in social matters remain essential, in particular since the arrival of Bénédicte Chrétien, who brings a specific perspective to this subject;
- expertise in governance continues to be strong, particularly as it is culturally prevalent in the banking sector.

(1) Twelve directors are appointed by the Annual General Meeting and one is elected under the employee representation scheme.

(2) Not including the employee-elected director. In the absence of regulatory constraints, non-voting directors are not included in the calculations.

Summary table as at 31 December 2024

						Term of office		
	Age	Sex	Nationality	Number of offices in listed companies	Number of shares held	Start of 1 st term	End of current term	Years of presence on the Board
CHAIR OF THE BOARD OF DIRECTORS								
Philippe Brassac	65	M	French	2	200	2022	2025 AGM	2
DIRECTORS								
Bénédicte Chrétien	55	F	French	2	200	2023	2025 AGM	1
Patrice Gentié	61	M	French	1	200	2021	2027 AGM	3
Gérald Grégoire	50	M	French	1	200	2024	2027 AGM	Eleven months ⁽¹⁾
Christine Grillet	58	F	French	1	200	2023	2026 AGM	1
Michèle Guibert	57	F	French	1	200	2020	2027 AGM	4
Christian Rouchon	64	M	French	1	200	2009	2026 AGM	15
INDEPENDENT DIRECTORS								
Virginie Cayatte	54	F	French	1	250	2015	2025 AGM	9
Laurence Danon-Arnaud	68	F	French	3	480	2015	2026 AGM	9
Robert Leblanc	67	M	French	1	200	2015	2025 AGM	9
Hélène Molinari	61	F	French	2	200	2015	2026 AGM	9
Nathalie Wright	60	F	French	2	200	2022	2027 AGM	2
DIRECTOR ELECTED BY THE EMPLOYEES								
Joseph Ouedraogo	50	M	French	1	862.1899 Amundi Actionnariat employee savings fund ⁽²⁾	2022	Election before GM 2025 ⁽³⁾	2
NON-VOTING MEMBER								
Nicolas Mauré	48	M	French	1	N/A ⁽²⁾	2023	Board of Directors 2026	1

(1) Gérald Grégoire was co-opted at the Board of Directors' meeting of 6 February 2024.

(2) The Director elected by the employees and the non-voting member are not required to hold shares of the Company.

(3) Joseph Ouedraogo has been reappointed as director chosen by the employees for a period of 3 years, during elections that took place in March 2025.

Individual presentation of directors

whose renewal or appointment is submitted for your approval



VIRGINIE CAYATTE

INDEPENDENT DIRECTOR

MEMBER OF THE AUDIT COMMITTEE AND THE STRATEGY AND CSR COMMITTEE

Biography

Virginie Cayatte began her career in 1995 as an **analyst** in the **Mergers & Acquisitions** team of the AXA group and then became head of the Asset Management Financing team. From 2002 to 2003, she worked as assistant to the head of the "Savings and Financial Markets" office in charge of regulation relating to management and employee savings, accounting and corporate governance, within the Senior Management of the Treasury then as **head of the "Savings and Financial Markets"** office in charge of the regulation of financial markets and their stakeholders in 2003 until 2005. From 2006 to 2007, she was **Secretary General of the Finance and Innovation Competitiveness division**. In 2007, Virginie Cayatte joined AXA IM as Corporate Finance and Strategy Director, then Chief Financial Officer in 2010. She became Director of AXA IM IF and left the Group at the end of 2014.

From January 2015, Virginie Cayatte held the position of **Chief Financial Officer** in charge of Finance, Real Estate and Purchasing at Solocal Group, which she left at the end of 2017.

In 2018, she joined the **Adisseo** group, majority-owned by the **Chinese group BlueStar SinoChem**, where she held the position of Chief Financial Officer.

Beyond her expertise in the financial and strategic fields, she also brings her knowledge of the Chinese market to the Amundi Board of Directors.

Date of first appointment:
12/11/2015

Expiry of term: Ordinary General Meeting called to approve the financial statements for the year ended 31/12/2024

Age: 54 years old

Nationality: French

Number of shares held: 250

Main areas of expertise



Governance
and compensation



Accounting
and financial
information



Social and
environmental issues



Risk management,
compliance, internal
audit



Asset management
and financial
markets



Strategic planning



Information
technology
and security



Legal
requirements
and regulatory
framework

Other offices and functions in progress as at 31/12/2024

In other listed companies

Since 2023:

- Chief Financial Officer of BlueStar Adisseo Company Ltd*

In other unlisted companies

Since 2018:

- Financial Director of Adisseo
- Director of Adisseo Animal Nutrition Private Limited*
- Director of Adisseo Asia Pacific Pte Ltd*
- Director of Adisseo Life Science (Shanghai) Co., Ltd*
- Director and Vice-President of Adisseo USA Inc.*
- Member of the Executive Committee of the Drakkar Group S.A branch.*
- Supervisor of Nutriad Holding BV*

Since 2019:

- Director of Adisseo España SA*
- Director of Adisseo Venture*

Since 2021:

- Director Of Nutriad International*

Since 2022:

- Director of BlueStar Adisseo Nanjing Co., Ltd*

Since 2023:

- Director of BlueStar Adisseo Nutrition Group Limited*
- Director of Calysta INC.*
- Director of Drakkar Group S.A.*
- Director of Sinochem BlueStar Adisseo Animal Nutrition Technology (Quanzhou) Co., Ltd*

Since 2024:

- Director of Adisseo España SAS

Offices held and expired in the last five years (2020 to 2024)

In other unlisted companies

From 2018 to 2022:

- Supervisor of BlueStar Adisseo Nanjing Co., Ltd*

From 2019 to 2023:

- Member of the Supervisory Committee of Adisseo Eurasia SARL*

In other structures (excluding asset management structures)

From 2019 to 2023:

- Member of the Management Committee of Association Sportive du Bois de Boulogne

* Company incorporated under foreign law.



BÉNÉDICTE CHRÉTIEN

DIRECTOR

MEMBER OF THE APPOINTMENTS COMMITTEE AND THE COMPENSATION COMMITTEE

Biography

Bénédicte Chrétien holds a Master's degree in Human Resources from the University of Paris.

Bénédicte Chrétien began her career at AXA in 1992, within the Human Resources department dedicated to the business lines of IT in insurance. In 1995, she joined the **Human Resources team of AXA Investment Managers**, the asset management entity of the AXA group. In 1998, she participated in the creation of the private management division within AXA Investment Managers, assuming **sales responsibilities**. In 2001, Bénédicte Chrétien became Project Manager alongside the Chief Executive Officer of AXA Investment Managers, more particularly in charge of **acquisitions and restructuring**. In 2003, she returned to Human Resources and three years later was appointed Operational Human Resources Director of AXA Investment Managers where she supported the globalisation of the structure in the **United States, Europe and Asia**. In 2010, Bénédicte Chrétien became Global Human Resources Director of AXA Investment Managers, a member of the Executive Committee and a director of AXA Investment Managers Paris. In 2013, she took up the position of **Global Human Resources Director of the Edmond de Rothschild Group**, based in Geneva and a member of the Executive Committee. In 2014, Bénédicte Chrétien became **Director of International Human Resources of Crédit Agricole S.A.**

Bénédicte Chrétien has been **Group Human Resources Director of Crédit Agricole S.A.** since 14 March 2016. She is a member of the Executive Committee of Crédit Agricole S.A.

In addition to her long-standing expertise in asset management, she brings her expertise in the field of human resources, which are particularly useful to the work of the Appointments Committee and the Compensation Committee.

Main areas of expertise



Governance
and compensation



Accounting and
financial
information



Social and
environmental
issues



Risk
management,
compliance,
internal audit



Asset management
and financial
markets



Strategic
planning



Sales / Marketing



Legal
requirements
and regulatory
framework

Other offices and functions in progress as at 31/12/2024

In other listed companies

Since 2024:

- Director of Pluxee N.V.*

In Crédit Agricole group companies

Since 2016:

- Head of Group Human Resources and member of the Executive Committee of Crédit Agricole S.A.
- Director of the Crédit Agricole Mutuel Training Institute (IFCAM)
- Director of DIFCAM

Since 2018:

- Director of CA Indosuez (formerly CA Indosuez Wealth Group)

In other structures (excluding asset management structures)

Since 2015:

- Director of the Fondation OPEJ - Baron Edmond de Rothschild

Since 2019:

- Director of the Hôpital Fondation Adolphe de Rothschild

Offices held and expired in the last five years (2020 to 2024)

In Crédit Agricole group companies

From 2021 to 2022:

- Director of Credito Valtellinese S.p.A*

From 2019 to 2023:

- Director of Caceis Bank
- Director of Caceis

* Company incorporated under foreign law.



OLIVIER GAVALDA

PROPOSED AS A DIRECTOR, CHAIRMAN OF THE BOARD OF DIRECTORS, FUTURE MEMBER OF THE STRATEGIC AND CSR COMMITTEE

Biography

Olivier Gavalda spent his entire career at Crédit Agricole.

He joined the Midi Regional Bank in 1988 where he served successively as **Organisation Project Manager, Branch Manager, Training Manager and finally Marketing Manager**. In 1998, he joined the Paris & Île-de-France **Regional Bank as Regional Manager**. In 2002, he was appointed **Deputy General Manager of the Sud Rhône-Alpes Regional Bank** in charge of development and human resources. On 1 January 2007, he was appointed **Chief Executive Officer of the Champagne Bourgogne Regional Bank**. In March 2010, Olivier Gavalda was appointed **Head of Crédit Agricole S.A.'s Regional Banks division**. In 2015 he was appointed **Deputy General Manager in charge of Crédit Agricole S.A.'s Development, Customer and Innovation division**. In 2016, he was appointed **Chief Executive Officer of the Paris & Île-de-France Regional Bank**.

Olivier Gavalda holds a **master's degree in econometrics and a post-graduate diploma in computer science and organisation from the Conservatoire national des arts et métiers**. Since November 2022 Olivier Gavalda has served as **Deputy Chief Executive Officer of Crédit Agricole S.A.** in charge of Universal Banking.

Date of first appointment:

27/05/2025

Expiry of term:

Ordinary General Meeting called to approve the financial statements for the year ended 31/12/2027

Age: 61 years old

Nationality: French

Number of shares held: 200

Main areas of expertise



Governance and compensation



Accounting and financial information



Social and environmental issues



Risk management, compliance, internal audit



Asset Management and financial markets



Strategic planning



Sales / Marketing



Legal requirements and regulatory framework

Other offices and functions in progress as at 31/12/2024

In other listed companies

Since 2024:

- Director of Worldline

In Crédit Agricole group companies

Since 2024:

- Director of CA Santé et Territoires
- Director of CA Transitions et Énergies (CATE)

Since 2023:

- Chairman of IDIA

Since 2022:

- Deputy Chief Executive Officer of Crédit Agricole S.A
- Chairman of the Board and Chairman of the Appointments Committee of Crédit Agricole Personnel Mobility Finance CAPMF (CACF)
- Vice-Chairman, Director of CA Italia *
- Director : IFCAM
- Director of CA Assurances
- Director, permanent representative of Crédit Agricole S.A. : Pacifica and CA Assurances Retraite
- Vice-Chairman, Director and Permanent Representative of Crédit Agricole S.A. de Predica

Offices held and expired in the last five years (2020 to 2024)

In Crédit Agricole group companies

From 2022 to 2024:

- President of CA Transitions et Énergies (CATE)

From 2022 to 2024:

- Director of Edokial

From 2020 to 2022:

- Chairman of the Board of Crédit Agricole Group Infrastructure Platform (CA-GIP)
- Chairman of Crédit Agricole Technologies et Services (CA-TS)

From 2019 to 2022:

- Member of the Audit Committee of Crédit Agricole CIB (CA-CIB)

From 2018 to 2022:

- Director of Crédit Agricole Corporate & Investment Bank (CA-CIB)

- Member of the Bureau Fédéral: FNCA
- Director SAS Rue la Boétie

From 2017 to 2020:

- Director of Crédit Agricole Capital Investissement
- Director of CAMCA

From 2016 to 2022:

- Chief Executive Officer of the Caisse régionale de Crédit Agricole de Paris and in Île-de-France

From 2011 to 2022:

- Chairman of Crédit Agricole Serbia*

From 2016 to 2020:

- Director of Crédit Agricole Payment Services

* Company incorporated under foreign law.



JEAN-CHRISTOPHE MIESZALA

PROPOSED AS A (INDEPENDENT) DIRECTOR FUTURE MEMBER OF THE STRATEGY AND CSR COMMITTEE, THE REMUNERATION COMMITTEE AND THE NOMINATION COMMITTEE

Biography

Jean-Christophe Mieszala served as a French civil servant and worked at the World Bank, until he joined **McKinsey & Company** in 1994.

After several years in the United States, he moved to France and was elected Partner in France in 2000, then Senior Partner in 2006. He served as **Managing Partner France** (chief executive officer) from 2010 to 2017, then **Global Chief Risk Officer** from 2018 to 2024. He was also a **member of McKinsey's Global Board of Directors** from 2018. He left McKinsey in September 2024.

In addition to his consulting activity for companies for nearly 30 years, he has been making regular contributions to various think tanks (WEF, Institut de l'Entreprise, MGI, etc.) and market initiatives concerning the French financial system and the French industrial ecosystem.

Jean-Christophe Mieszala is a member of the Advisory Committee of the Banque de France, a board member of Ecole des Mines ParisTech and of Allianz France.

Former student of the Ecole Polytechnique (class of 1985), Jean-Christophe Mieszala trained at the Corps des Mines (French civil service) until 1991 and obtained his MBA with honors from INSEAD in 1994.

He will bring to the Board of Directors his excellent **knowledge of the financial sector**, his **expertise in the strategic field** as well as his **international skills**, particularly in the United States.

Date of first appointment:
27/05/2027

Expiry of term: Ordinary General Meeting called to approve the financial statements for the year ended 31/12/2027

Age: 59 years old

Nationality: French

Number of shares held: 250

Main areas of expertise



Governance and compensation



Accounting and financial information



Social and environmental issues



Risk management, compliance, internal audit



Asset management and financial markets



Strategic planning



Information technology and security



Legal requirements and regulatory framework

Other offices and functions in progress as at 31/12/2024

In other unlisted companies

Since 2024:

- Director of Allianz France SA

In other structures

Since 2016:

- Director of Mines Paris – PSL

Since 2009:

- Member of the Advisory Committee of the Banque de France

Offices held and expired in the last five years (2020 to 2024)

In other unlisted companies

From 2018 to 2024:

- Member of the Supervisory Board of ORPHOZ SAS
- Director of McKinsey & Company*

In other structures (excluding asset management structures)

From 2014 to 2022:

- Director of the Alumni Association of the École Polytechnique

* Company incorporated under foreign law.

Amundi Say-on-climate status at end 2024

Amundi Say-on-Climate status at end 2024

✓ : Achieved → : In line with the objective ★ : Objective of the ESG Ambition 2025 Plan

Target/ ex-post measurement Maturity					Achieved at 31/12/2024	Progress status
1. Integration of climate issues into the conduct of business						
A. Putting climate at the centre of governance, aligning and empowering						
<u>Role of the Board of Directors</u>	"Concerned with developing their skills in this area, every year since 2020 members of the Board have received training on topics related to climate issue."	Number of hours devoted by the Board of Directors to climate issues	No. of hours	Annual	4h25	✓
		Average attendance rate at sessions on Climate and Responsible Investment	>80%	Annual	95.8%	✓
<u>Employee Alignment System, through a new compensation policy</u>	"The implementation of the climate strategy can only be achieved by raising awareness among all Amundi's stakeholders and by aligning the employee compensation policy with Amundi's ESG and climate strategy. This decision is currently being rolled out."	Existence of a compensation plan for the CEO indexed to ESG and CSR objectives	100%	Annual	100%	✓ ★
		Existence of a compensation plan for 200 senior executives indexed to ESG and CSR objectives	100%	Annual	100%	✓ ★
		% of employees with ESG objectives in the group in question sales representatives and portfolio managers	100%	Annual	99.6%(1)	✓ ★
B. Setting objectives for reducing direct emissions						
<u>Alignment of the CSR policy with Net Zero 2050 targets</u>	"A 30% reduction in its CO ₂ emissions from energy consumption (scopes 1 and 2) and from business travel (scope 3) per FTE, by 2025 in comparison with the 2018 reference year."	Reduction in energy-related GHG emissions (scope 1 + 2) per FTE vs 2018 ^{(2) (3)}	-30%	2025	-73%	→ ★
	Elements relating to climate change and aiming to reduce the carbon footprint generated by purchasing (scope 3) will be included in the purchasing policy from 2022. And suppliers will be engaged in an approach to evaluate their CO ₂ emissions, with a view to setting decarbonisation objectives."	Reduction in business travel related GHG emissions (scope 3) per FTE vs 2018 ^{(2) (3)}	-30%	2025	-57%	→ ★
		Integration of the carbon footprint reduction objective into the Purchasing policy	Target to be defined in 2023	2023	100% (Target= reduction >35%)	✓
C. Deploying the resources necessary to achieve the objectives						
<u>Deployment of resources dedicated to our ESG and climate commitments</u>	"As such Amundi has almost doubled the size of its ESG team in the past three years, reaching 40 employees, and its target is to increase it by a further 40% in 2022."	40% increase in the number of employees in the ESG – Responsible Investment team	100%	2022	100%	✓
<u>Continuous training of employees</u>	"From 2022 onwards, a climate and ESG training programme created with Amundi experts and covering all staff will be implemented, with modules tailored to different levels of expertise, to ensure that over time every employee receives appropriate ESG and climate training."	Percentage of employees trained in Responsible Investment ⁽⁴⁾	100%	2023	100%	✓
	"In addition, ensuring that senior executives and members of Q committees have the necessary climate knowledge is essential to enabling the robust, high-quality implementation of a climate strategy. Amundi is thus developing a specific training programme for this audience."	Number of training hours dedicated to Climate issues provided to the SLT (Senior Leadership Team)	No. of hours	Annual	4h15	✓

			Target/ ex- post measu- rement	Maturity	Achieved at 31/12/2024	Progress status
<u>Contribution to industry efforts</u>	"Amundi is actively involved in marketplace initiatives that are essential to improving market standards."	Activity report on collective commitments	Activity report	Annual	100% ⁽⁵⁾	✓
	"Furthermore, Amundi is committed to helping its clients as they align their investment portfolios. To this end, Amundi is making available its research and education documents relating to the climate challenge and the terms of Net Zero trajectories."	Activity report on Climate-related research published by Amundi on the Amundi Research Center website	Activity report	Annual	100% ⁽⁵⁾	✓
	"It is gradually offering its institutional clients the opportunity to manage their portfolio with a view to alignment."	Number of institutional clients ⁽⁶⁾ canvassed on Net Zero challenges	Number of clients	Annual	964	→
	"Lastly, to better contribute to the empowerment of its clients on climate issues, and as part of its Ambition 2025 Plan, Amundi announced the launch of Alto Sustainability, a technological analysis and decision-making solution for investors on environmental and societal issues."	ALTO* Sustainability marketed and number of modules offered	No. of modules marketed	Modules marketed	ESG module marketed; Climate module defined	→ ★
D. Implementing this strategy in a fully transparent manner						
<u>Voting and Responsible Investment policies</u>	<i>"The way in which Amundi integrates the climate challenge and ESG issues within its investment policy, as well as within its use of voting rights, is explained in various documents (...)."</i>	Voting policy			100%	✓
		Responsible Investment policy			100%	✓
<u>The Stewardship Report</u>	<i>"This report, which meets the standards of the UK Stewardship Code as well as similar codes (...), provides an annual summary of actions implemented in the delegation of management for third parties in order to fully enhance our clients' interests. The Engagement Report and Voting Report, both published annually, summarise the campaigns conducted by Amundi in its shareholder dialogue, and the use of its voting rights."</i>	Stewardship report approved by the FRC			100% ⁽⁵⁾	✓
		Voting Report			100% ⁽⁵⁾	✓
		Engagement Report	Publications	Annual 2024	100% ⁽⁵⁾	✓
<u>The Climate Report – TCFD</u>	<i>"This annual report, which meets the requirements of the TCFD (...), describes the governance structure in place to address climate issues, risk management and initiatives to support transitions to a low-carbon economy."</i>	Climate and Sustainability Report			100% ⁽⁵⁾	✓
2. Integrating climate change into its management for third parties						
A. Systematically incorporating the assessment of transition into actively managed open ended funds						
<u>Incorporating 100% of the assessment of transition into actively managed open-ended funds⁽⁷⁾</u>	<i>"Amundi is thus working on the implementation of a rating methodology in order to assess, via a best-in-class approach, the transition efforts of issuers in relation to a Net Zero scenario, specifically through the effort made to decarbonise their business and develop their green activities. By 2025, the stated objective of the portfolios in question will be to have a better environmental transition profile than their benchmark investment universe."</i>	Implementation of the environmental transition assessment in the investment process	100%	2025	Currently carried out ⁽⁸⁾	→ ★

Amundi Say-on-Climate status at end 2024

			Target/ ex- post measu- rement	Maturity	Achieved at 31/12/2024	Progress status
B. Developing Net Zero 2050 transition funds on major asset classes						
<u>Active management Net Zero range on the main asset classes</u>	"By 2025, Amundi will also offer open-ended funds for the transition to the Net Zero 2050 objective for all major asset classes (...)."	Number of asset classes offering a Net Zero transition investment product	6	2025	4	→ ★
C. Contributing to the energy transition financing effort						
<u>Supporting the energy transition financing effort</u>	"In 2022, Amundi will continue its efforts to develop solutions aimed at investing in businesses or financing projects that make a positive environmental contribution."	Report of activities on green solutions, climate	Activity report	Annual	100% ⁽⁵⁾	✓
3. Integration of climate issues into business initiatives						
<u>Divestment from unconventional hydrocarbons > 30%</u>	"Amundi is committed to publishing its exclusion policy for the oil and gas sectors, following the announcement of its intention to divest from companies with more than 30% exposure to unconventional hydrocarbons by the end of 2022."	Published policy & eligible scope divested ⁽⁹⁾	100%	2022	100%	✓ ★
A. Establishing an active dialogue to speed up and further urge the transformation of models						
<u>Climate Commitment extended to over 1,000 companies</u>	"As part of its Ambition 2025 Plan, Amundi will begin a cycle of engagement with 1,000 additional businesses by 2025."	Additional number of committed companies on climate ⁽¹⁰⁾	+1,000	2025	1,478	✓ ★
B. Promoting a socially acceptable energy transition						
<u>Activity report on the "Fair Transition"</u>	"The social dimension of the energy transition remains an important focus for Amundi, which will continue to invest resources in terms of both research and commitment."	Report on engagement on the "Just Transition" dimension	Activity report	Annual	Integrated into the engagement report	✓

(1) Based on collaborators belonging to an entity using MyDev, inc. KBI, BOC, US

(2) Measurement carried out on entities with more than 100 FTE, in intensity. CASA has defined targets in terms of absolute value as part of committing to a SBTi (Science Based Target initiative) approach, excluding refrigerants

(3) Updated bi-annually

(4) Training Scope: Amundi training catalogue, individual or collective training, industry certifications, and webinars conducted within the framework of the Investment Academy; data monitored by DRH Formation

(5) Publication in year (N) of reports on data (N-1)

(6) Existing clients and prospects

(7) Scope of actively managed open-ended funds, where a transitional rating methodology is applicable

(8) When a rating methodology is possible

(9) Scope of application defined by Amundi's Responsible Investment policy – Non-conventional extraction: oil sands, shale oil and gas

(10) For informational purposes: 547 climate-related commitments from a scope of 464 companies at the end of 2021

Summary table of authorisations relating to share capital

Table summarising the currently valid delegations granted to the Board of Directors by the General Shareholders' Meeting, and their use during the 2024 financial year.

Type of authorisation	Purpose of authorisation	Validity of authorisation	Upper limits	Use during the 2024 financial year
Share buybacks	Purchase or arrange the purchase of Company shares	AGM of 12/05/2023 21 st resolution For a period of: 18 months Entry into force: 12/05/2023 Maturity date: 11/11/2024 AGM of 24/05/2024 25 th resolution For a period of: 18 months Entry into force: 24/05/2024 Maturity date: 23/11/2025	Limit for purchases/buybacks: 10% of the shares making up the share capital Maximum purchase price: €120 Maximum aggregate amount allocated to the buyback programme: €1bn	see section outlined below
Capital increase	Increasing the share capital through issuance of shares and / or securities giving immediate or future access to the capital to be issued by the Company while maintaining the pre-emptive right of subscription	AGM of 12/05/2023 22 nd resolution For a period of: 26 months Entry into force: 12/05/2023 Maturity date: 11/07/2025	Maximum nominal upper limit for capital increases: 10% of the capital existing on the date of the General Shareholders' Meeting of 12/05/2023 Maximum nominal upper limit for the issue of debt securities: €3.5bn	None
	Issue shares and / or securities giving immediate or future access to shares to be issued by the Company as consideration for contributions in kind consisting of equity securities or securities giving access to share capital (without pre-emptive subscription rights)	AGM of 12/05/2023 23 th resolution For a period of: 26 months Entry into force: 12/05/2023 Maturity date: 11/07/2025	Maximum nominal upper limit for capital increases: 10% of the capital existing on the date of the General Shareholders' Meeting of 12/05/2023 ⁽²⁾ Maximum nominal upper limit for the issue of debt securities: €1.5bn	None
Operations in favour of employees, personnel and/or Corporate officers	Increase capital by issuing shares and / or securities giving access to the capital immediately or in the future for participants in a company savings plan without shareholders' pre-emptive subscription rights	AGM of 12/05/2023 24 nd resolution For a period of: 26 months Entry into force: 12/05/2023 Maturity date: 11/07/2025	Total nominal upper limit for capital increases: 1% of share capital on the day of the decision of the Board of Directors ⁽²⁾	Use by the Board of Directors during its meeting of 6 February 2024 (771,628 shares issued)
	Allocation of existing or newly issued performance shares to some or all Group employees and corporate officers	AGM of 12/05/2023 25 th resolution For a period of: 38 months Entry into force: 12/05/2023 Maturity date: 11/07/2026	Total upper limit on the number of performance shares, existing or to be issued, granted: 2% of share capital on the day of the decision of the Board of Directors ⁽²⁾ Total upper limit on the number of performance shares, existing or to be issued, granted to executive corporate officers: 0.1% of share capital on the date of the General Shareholders' Meeting of 12/05/2023	Use by the Board of Directors during its meeting of 25 April 2024 (327,410 shares granted, including 10,390 to senior executives under the CRDV)
Cancellation of shares	Decrease the share capital through the cancellation of treasury shares	AGM of 12/05/2023 26 nd resolution For a period of: 26 months Entry into force: 12/05/2023 Maturity date: 11/07/2025	Upper limit on the total number of shares to be cancelled: 10% of the share capital per 24-month period	None

(1) This is an overall upper limit for the capital increases that may be carried out by virtue of this delegation and those granted by the 23rd, 24th and 25th resolutions of the General Shareholders' Meeting of 12 May 2023.

(2) The overall maximum nominal amount of the capital increases likely to be carried out under this delegation is deducted from the amount of the overall upper limit of capital increases provided for in paragraph 2 of the 22nd resolution of the General Shareholders' Meeting of 12 May 2023 (set at 10% of the share capital existing on the date of the General Shareholders' Meeting of 12 May 2023).

Agenda

Within the competence of the Ordinary General Meeting

1. Approval of the Company's financial statements for the 2024 fiscal year
2. Approval of the consolidated financial statements for the 2024 fiscal year
3. Appropriation of net income for the fiscal year and payment of the dividend
4. Approval of the agreements governed by the provisions Articles L. 225-38 et seq. of the French Commercial Code
5. Approval of the information referred to in Article L. 22-10-9 I of the French Commercial Code included in the corporate governance report
6. 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
7. 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
8. 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
9. 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
10. 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
11. 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
12. 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
13. 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
14. Renewal of Mrs. Bénédicte Chrétien's term as Director
15. Renewal of Mrs. Virginie Cayatte's term as Director
16. Appointment of Mr. Olivier Gavalda as Director
17. Appointment of Mr. Jean-Christophe Mieszala as director
18. Appointment of Deloitte & Associés as the new Co-principal Statutory Auditor certifying the financial statements
19. Consultation on the progress report regarding the implementation of the Company's Climate Strategy
20. Authorization to the Board of Directors to trade in the Company's shares

Within the competence of the Extraordinary General Meeting

21. 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
22. 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
23. 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
24. 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
25. Delegation of competence to the Board of Directors to increase the share capital through the capitalization of premiums, reserves, profits or other items
26. 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
27. 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
28. Authorization to the Board of Directors to grant performance shares (outstanding or newly issued) to some or all Group employees and corporate officers
29. Authorization to the Board of Directors to reduce the share capital through the cancellation of treasury shares
30. Amendment to paragraph 4 of Article 14 of the Articles of Association, relating to the deliberations of the Board of Directors - written consultation
31. Powers to carry out formalities

Presentation of draft resolutions

Draft resolutions submitted to the Ordinary General Meeting

✓ **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.

Procedure for participating in the General Meeting of Shareholders

1. Formalities to be carried out prior to participating in the General Meeting of Shareholders

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

- **attending in person,**
- **voting by correspondence,**
- **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 (*pacte civil de solidarité*) has been concluded, to another shareholder, or to any person (natural or legal) of his or her choice under the conditions prescribed by 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 is entitled to participate in the General Meeting provided that the shares held are registered in its name or in the name of the registered intermediary on its 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.*, on **May 23, 2025 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 23, 2025 at midnight**, Paris time, is sufficient to enable them to participate in the General Meeting.

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 remote 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 23, 2025 at midnight, Paris time.

2. Ways of participating in the General Meeting of Shareholders

A. Attending the General Meeting in person

Shareholders wishing to participate personally in the General Meeting 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 (*formulaire unique*), 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 **Uptevia, Service Assemblées Générales – Cœur Défense, 90-110 Esplanade du Général de Gaulle – 92931 Paris la Défense Cedex**, or go directly to the special counter on the day of the General Meeting 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 may also request an admission card by electronic means pursuant to the conditions set forth below.

“Pure” registered shareholders who wish to personally participate in the General Meeting and to obtain an admission card electronically should, in order to access the dedicated and secure VOTACCESS Meeting website, log on to the OLIS Shareholder website at the following address: <https://www.investors.uptevia.com>.

“Pure” registered shareholders should log on <https://www.investors.uptevia.com> website using the login details and the password they usually use to consult their account.

“Administered” registered shareholders who wish to personally participate in the General Meeting and to obtain an admission card electronically should, in order to access the dedicated and secure VOTACCESS Meeting website, log on to the OLIS Shareholder website at the following address: <https://www.voteag.com/>.

“Administered” registered shareholders should log on <https://www.voteag.com/> website using the temporary login details provided on the single voting form (*formulaire unique de vote*) or on the electronic notice of meeting. Once on the website’s homepage, they should follow the on-screen directions in order to access the VOTACCESS website and request an admission card.

For any connection problems, shareholders are invited to contact Uptevia, Investor Relations Department, by phone at 0 800 007 535 from France, or at +33 (0)1 49 37 82 36 from abroad, from Monday to Friday from 8:30 a.m. to 5:30 p.m. (Paris time).

Bearer shareholders who wish to personally attend the General Meeting 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 **May 12, 2025 at 12:00 p.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 26, 2025, 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 correspondence

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

i. By correspondence

For **registered shareholders** (pure and administered): complete the single form (*formulaire unique*), attached to the notice of meeting received automatically by each registered shareholder, specifying that they wish to be represented or to vote by correspondence, then return the signed form using the T envelope attached to the notice of meeting or by mail to Uptevia, Service Assemblées Générales – Cœur Défense, 90-110 Esplanade du Général de Gaulle – 92931 Paris la Défense Cedex.

For holders of **bearer shares**: (i) request the single form (*formulaire unique*) from the financial intermediary who manages their shares, as from the date of the notice of the General Meeting, (ii) complete the form, specifying the wish to be represented or to vote by correspondence, and then (iii) return it signed, together with a certificate of participation issued by the financial intermediary, by mail to Uptevia, Service Assemblées Générales – Cœur Défense, 90-110 Esplanade du Général de Gaulle – 92931 Paris la Défense Cedex.

Single forms (*formulaires uniques*) must be received by Uptevia, duly completed and signed, no later than three days before the Meeting, *i.e.*, **May 24, 2025**, failing which they will not be taken into account.

ii. By Internet

“Pure” registered shareholders who wish to vote by Internet, or to appoint or revoke a proxy online, prior to the General Meeting, should, in order to access the dedicated and secure VOTACCESS website, log on at the following address: <https://www.investors.uptevia.com>.

“Pure” registered shareholders should log on <https://www.investors.uptevia.com> website using the login details and the password they usually use to consult their account.

“Administered” registered shareholders who wish to vote by Internet, or to appoint or revoke a proxy online, prior to the General Meeting, should, in order to access the dedicated and secure VOTACCESS website, log on at the following address: <https://www.voteag.com>.

“Administered” registered shareholders should log on <https://www.voteag.com> website using the temporary login details provided on the single voting form (*formulaire unique de vote*) or on the electronic notice of meeting. Once on the website’s homepage, they should follow the on-screen directions in order to access the VOTACCESS website and vote, or appoint or revoke a proxy.

For any connection problems, shareholders are invited to contact Uptevia, Investor Relations Department, by phone at 0 800 007 535 from France, or at +33 (0)1 49 37 82 36 from abroad, from Monday to Friday from 8:30 a.m. to 5:30 p.m. (Paris time).

Bearer shareholders wishing to vote by Internet, or to appoint or revoke a proxy online, should contact their account-holding institution before the General 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 **May 12, 2025 at 12:00 p.m.** until the day before the General Meeting of Shareholders, *i.e.*, **May 26, 2025 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 correspondence 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@uptevia.com specifying their surname, first name, address and Uptevia 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@uptevia.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, *i.e.*, **May 26, 2025, 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, the shareholder who has already cast its vote by correspondence, sent a proxy or requested an admission card or a certificate of participation may no longer choose another method of participation in the General Meeting.

A shareholder who has already cast its vote by correspondence, 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 23, 2025, at midnight** Paris time, the Company shall invalidate or modify, as applicable, the vote by correspondence, the proxy, the admission card or the certificate of participation, 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 to the latter the necessary information. No transfer or other transaction carried out after May 23, 2025, 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).

3. *Submission of written questions*

Shareholders may submit written questions to the Company in accordance with Article R. 225-84 of the French Commercial Code. These questions should be sent to the Chairman of the Board of Directors at the following address **Amundi – Questions écrites à l'AG – SFC/AFR/CGO/LIF – 91-93 boulevard Pasteur - CS21564 – 75730 Paris cedex 15**, by registered mail with acknowledgement of receipt (or by email to the following email address: questions-ecrites-ag@amundi.com), no later than four business days before the General Meeting of Shareholders, *i.e.*, **May 21, 2025**. In order to be considered, these questions must be accompanied by a certificate of registration.

4. Requests for the inclusion of items or draft resolutions to the agenda of the General Meeting

One or more shareholders representing at least the portion of the share capital provided for by the applicable laws and regulations may request that items or draft resolutions be included on the agenda, in accordance with the conditions provided for in Articles L. 225-105, L. 22-10-44, R. 225-71 to R. 225-73 and R. 22-10-22 of the French Commercial Code.

Requests for the inclusion of items (which must be substantiated) or draft resolutions on the agenda must be sent to the Company's registered office at the following address **Amundi - Résolutions à l'AG - SFC/AFR/CGO/LIF - 91-93, boulevard Pasteur - CS21564 - 75730 Paris cedex 15** by registered letter with acknowledgement of receipt, and must be received no later than twenty-five days before the General Meeting (and may not be sent more than twenty days after the date of this notice of meeting). Such requests must be accompanied by :

- the item to be included on the agenda with its justification; or
- the text of the draft resolutions, which may be accompanied by a brief explanatory memorandum and, where applicable, the information specified in Article R. 225-83, 5° of the French Commercial Code; and
- a certificate of account registration attesting the holding or the representation by the authors of the request of the portion of share capital required pursuant to Article R. 225-71 of the French Commercial Code.

It is further reminded that the examination by the General Meeting of the items or draft resolutions on the agenda is subject to the submission by the authors of a new certificate proving the registration of their shares in the same accounts by the second business day before meeting, *i.e.*, May 23, 2025 at midnight, Paris time.

The list of items and the text of draft resolutions added to the agenda will be published without delay on the Company's website, <https://about.amundi.com/general-meetings>, in accordance with Article R. 22-10-23 of the French Commercial Code.

5. Documents made available to shareholders and broadcasting

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

In addition, the documents to be presented at the General Meeting as well as the other information and documents provided for in Article R. 22-10-23 of the French Commercial Code will be available on the Company's website, <https://about.amundi.com/general-meetings>, no later than **May 6, 2025** (*i.e.*, 21 days before the General Meeting of Shareholders).

This notice will be followed by a notice of meeting which will include any potential modifications to the agenda resulting from requests for the inclusion of draft resolutions submitted by shareholders and/or the social and economic committee.

Finally, in accordance with Articles L. 22-10-38-1 and R. 22-10-29-1 of the French Commercial Code, unless technical reasons make it impossible or seriously disrupt the broadcast of the General Meeting, the entire meeting will be subject to a live audiovisual broadcast on the aforementioned Company's website.

Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side
Quelle que soit l'option choisie, noircir comme ceci ■ la ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this ■, date and sign at the bottom of the form

☐ JE DÉSIRE ASSISTER À CETTE ASSEMBLÉE et demande une carte d'admission : dater et signer au bas du formulaire // I WISH TO ATTEND THE SHAREHOLDER'S MEETING and request an admission card: date and sign at the bottom of the form

AMUNDI

Société anonyme au capital de 513 548 155 euros
Siège social : 91-93, Boulevard Pasteur - 75015 PARIS
314 222 902 RCS PARIS

To vote by mail :
Tick this box and follow instruction

Assemblée Générale Ordinaire et Extraordinaire
du 27 Mai 2025 à 14h30

Ordinary and Extraordinary General Meeting
On May 27th, 2025 at 2:30 pm

54 rue de Varenne, 75007 PARIS

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY

Identifiant - Account		
Nombre d'actions Number of shares	Nominatif Registered	Vote simple Single vote
	Porteur Bearer	Vote double Double vote
Nombre de voix - Number of voting rights		

To transfer your vote to the person of your choice, who will attend the meeting and represent you :
Tick this box and provide the details of your representative

<input type="checkbox"/> JE VOTE PAR CORRESPONDANCE // I VOTE BY POST Cf. au verso (2) - See reverse (2)										Sur les projets de résolutions non agréés, je vote en noircissant la case correspondant à mon choix. On the draft resolutions not approved, I cast my vote by shading the box of my choice.	
Je vote OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directoire ou la Gérance, à l'EXCEPTION de ceux que je signale en noircissant comme ceci ■ l'une des cases "Non" ou "Abstention", // I vote YES all the draft resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box, like this ■, for which I vote No or I abstain.											
1	2	3	4	5	6	7	8	9	10	A	B
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>
11	12	13	14	15	16	17	18	19	20	C	D
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>
21	22	23	24	25	26	27	28	29	30	E	F
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>
31	32	33	34	35	36	37	38	39	40	G	H
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	Non / No	<input type="checkbox"/>
41	42	43	44	45	46					Abs.	<input type="checkbox"/>
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>						K
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>						<input type="checkbox"/>

Return the form so that it is received in our services before this date

Si des amendements ou des résolutions nouvelles étaient présentés en assemblée, je vote **NON** sauf si je signale un autre choix en noircissant la case correspondante :
In case amendments or new resolutions are proposed during the meeting, I vote **NO** unless I indicate another choice by shading the corresponding box:

- Je donne pouvoir au Président de l'assemblée générale. / I appoint the Chairman of the general meeting..... ☐

- Je m'abstiens. / I abstain from voting ☐

- Je donne procuration [cf. au verso renvoi (4)] à M., Mme ou Mlle, Raison Sociale pour voter en mon nom ☐

I appoint [see reverse (4)] Mr, Mrs or Miss, Corporate Name to vote on my behalf..... ☐

<input type="checkbox"/> JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE Cf. au verso (3) I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING See reverse (3)	<input type="checkbox"/> JE DONNE POUVOIR À : Cf. au verso (4) pour me représenter à l'Assemblée I HEREBY APPOINT: See reverse (4) to represent me at the above mentioned Meeting M. Mme ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name Adresse / Address
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ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.
CAUTION: As for bearer shares, the present instructions will be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf au verso (1)
Surname, first name, address of the shareholder (Changes regarding this information have to be notified to relevant institution, no changes can be made using this proxy form). See reverse (1)

To transfer your vote to the chairman of the Board :
Tick this box

Date & Signature

Whatever your choice, you date and sign here

Pour être pris en considération, tout formulaire doit parvenir au plus tard :
To be considered, this completed form must be returned no later than:

sur 1^{ère} convocation / on 1st notification sur 2^{ème} convocation / on 2nd notification

à la banque / to the bank 24/05/2025
à la société / to the company

CONDITIONS D'UTILISATION DU FORMULAIRE

<p>(1) GENERALITES : Il s'agit d'un formulaire unique prévu par l'article R. 225-76 du Code de Commerce. QUELLE QUE SOIT L'OPTION CHOISIE :</p> <p>Le signataire est prié d'inscrire très exactement, dans la zone réservée à cet effet, ses nom (en majuscules), prénom usuel et adresse (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire).</p> <p>Pour les personnes morales, le signataire doit renseigner ses nom, prénom et qualité.</p> <p>Si le signataire n'est pas l'actionnaire (exemple : Administrateur légal, Tuteur, etc.) il doit mentionner ses nom, prénom et la qualité en laquelle il signe le formulaire de vote.</p> <p>Le formulaire adressé pour une assemblée vaut pour les assemblées successives convoquées avec le même ordre du jour (article R. 225-77 alinéa 3 du Code de Commerce).</p> <p>Le texte des résolutions figure dans le dossier de convocation joint au présent formulaire (article R. 225-81 du Code de Commerce). Ne pas utiliser à la fois « Je vote par correspondance » et « Je donne pouvoir » (article R. 225-81, paragraphe 8 du Code de Commerce).</p> <p>Une guide méthodologique de traitement des assemblées générales, incluant une grille de lecture de ce formulaire de vote par correspondance est disponible sur le site de l'AFTI : www.afti.asso.fr</p> <p>La version française de ce document fait foi.</p>	<p>(3) POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE <u>Article L. 225-106 du Code de Commerce (extraît) :</u></p> <p>"Pour toute procuration d'un actionnaire sans indication de mandataire, le président de l'assemblée générale émet un vote favorable à l'adoption de projets de résolutions présentés ou agréés par le conseil d'administration ou le directoire, selon le cas, et un vote défavorable à l'adoption de tous les autres projets de résolution. Pour émettre tout autre vote, l'actionnaire doit faire choix d'un mandataire qui accepte de voter dans le sens indiqué par le mandant".</p>	<p>Cette information porte notamment sur le fait que le mandataire ou, le cas échéant, la personne pour le compte de laquelle il agit :</p> <p>1° Contrôle, au sens de l'article L. 233-3, la société dont l'assemblée est appelée à se réunir ;</p> <p>2° Est membre de l'organe de gestion, d'administration ou de surveillance de cette société ou d'une personne qui la contrôle au sens de l'article L. 233-3 ;</p> <p>3° Est employé par cette société ou par une personne qui la contrôle au sens de l'article L. 233-3 ;</p> <p>4° Est contrôlé ou exerce l'une des fonctions mentionnées au 2° ou au 3° dans une personne ou une entité contrôlée par une personne qui contrôle la société, au sens de l'article L. 233-3.</p>
<p>(2) VOTE PAR CORRESPONDANCE <u>Article L. 225-107 du Code de Commerce (extraît) :</u></p> <p>"Tout actionnaire peut voter par correspondance, au moyen d'un formulaire dont les mentions sont fixées par décret en Conseil d'Etat. Les dispositions contraires des statuts sont réputées non écrites.</p> <p>Pour le calcul du quorum, il n'est tenu compte que des formulaires qui ont été reçus par la société avant la réunion de l'assemblée, dans les conditions de délais fixées par décret en Conseil d'Etat. Les formulaires ne donnant aucun sens de vote ou exprimant une abstention ne sont pas considérés comme des votes exprimés".</p> <p>La majorité requise pour l'adoption des décisions est déterminée en fonction des voix exprimées par les actionnaires présents ou représentés. Les voix exprimées ne comprennent pas celles attachées aux actions pour lesquelles l'actionnaire n'a pas pris part au vote, s'est abstenu ou a voté blanc ou nul. (articles L. 225-96 et L. 225-98 du Code de Commerce et, s'agissant des sociétés ayant adopté le statut de la société européenne, et articles 57 et 58 du Règlement du Conseil (CE) N°1257/2001 relatif au statut de la société européenne).</p> <p>Si vous votez par correspondance : vous devez obligatoirement noircir la case "Je vote par correspondance" au recto.</p> <p>1 - il vous est demandé pour chaque résolution en noircissant individuellement les cases correspondantes :</p> <p>- soit de voter "Oui" (vote exprimé par défaut pour les projets de résolutions présentés ou agréés, en l'absence d'un autre choix);</p> <p>- soit de voter "Non";</p> <p>- soit de vous "Abstenir" en noircissant individuellement les cases correspondantes.</p> <p>2 - Pour le cas où des amendements aux résolutions présentées ou des résolutions nouvelles seraient déposées lors de l'assemblée, il vous est demandé d'opter entre vote contre (vote exprimé par défaut en l'absence d'un autre choix), pouvoir au président de l'assemblée générale, abstention ou pouvoir à personne dénommée en noircissant la case correspondant à votre choix.</p>	<p>(4) POUVOIR À UNE PERSONNE DÉNOMMÉE (PERSONNE PHYSIQUE OU MORALE) <u>Article L. 225-106 du Code de Commerce (extraît) :</u></p> <p>"I - Un actionnaire peut se faire représenter par un autre actionnaire, par son conjoint ou par le partenaire avec lequel il a conclu un pacte civil de solidarité.</p> <p>II - Le mandat ainsi que, le cas échéant, sa révocation sont écrits et communiqués à la société. Les conditions d'application du présent alinéa sont précisées par décret en Conseil d'Etat.</p> <p>III - Avant chaque réunion de l'assemblée générale des actionnaires, le président du conseil d'administration ou le directoire, selon le cas, peut organiser la consultation des actionnaires mentionnés à l'article L. 225-102 afin de leur permettre de désigner un ou plusieurs mandataires pour les représenter à l'assemblée générale conformément aux dispositions du présent article.</p> <p>Cette consultation est obligatoire lorsque, les statuts ayant été modifiés en application de l'article L. 225-23 ou de l'article L. 225-71, l'assemblée générale ordinaire doit nommer au conseil d'administration ou au conseil de surveillance, selon le cas, un ou des salariés actionnaires ou membres des conseils de surveillance des fonds communs de placement d'entreprise détenant des actions de la société. Cette consultation est également obligatoire lorsque l'assemblée générale extraordinaire doit se prononcer sur une modification des statuts en application de l'article L. 225-23 ou de l'article L. 225-71.</p> <p>Les clauses contraires aux dispositions des alinéas précédents sont réputées non écrites."</p>	<p>Cette information est également délivrée lorsqu'il existe un lien familial entre le mandataire ou, le cas échéant, la personne pour le compte de laquelle il agit, et une personne physique placée dans l'une des situations énumérées aux 1° à 4°.</p> <p>Lorsqu'en cours de mandat, survient l'un des faits mentionnés aux alinéas précédents, le mandataire en informe sans délai son mandant. A défaut par ce dernier de confirmation expresse du mandat, celui-ci est caduc.</p> <p>La caducité du mandat est notifiée sans délai par le mandataire à la société.</p> <p>Les conditions d'application du présent article sont précisées par décret en Conseil d'Etat."</p>
	<p><u>Article L. 22-10-39 du Code de Commerce :</u></p> <p>"Outre les personnes mentionnées au I de l'article L. 225-106, un actionnaire peut se faire représenter par toute autre personne physique ou morale de son choix lorsque les actions de la société sont admises aux négociations sur un marché réglementé ou sur un système multilatéral de négociation soumis aux dispositions du II de l'article L. 433-3 du code monétaire et financier dans les conditions prévues par le règlement général de l'Autorité des marchés financiers, figurant sur une liste arrêtée par l'autorité dans des conditions fixées par son règlement général, à condition dans cette seconde hypothèse, que les statuts le prévoient.</p> <p>Les clauses contraires aux dispositions du précédent alinéa sont réputées non écrites."</p>	<p><u>Article L. 22-10-41 du Code de commerce :</u></p> <p>"Toute personne qui procède à une sollicitation active de mandats, en proposant directement ou indirectement à un ou plusieurs actionnaires, sous quelque forme et par quelque moyen que ce soit, de recevoir procuration pour les représenter à l'assemblée d'une société mentionnée au premier alinéa de l'article L. 22-10-39, rend publique sa politique de vote.</p> <p>Elle peut également rendre publiques ses intentions de vote sur les projets de résolution présentés à l'assemblée. Elle exerce alors, pour toute procuration reçue sans instructions de vote, un vote conforme aux intentions de vote ainsi rendues publiques. Les conditions d'application du présent article sont précisées par décret en Conseil d'Etat."</p>
	<p><u>Article L. 22-10-40 du Code de Commerce :</u></p> <p>"Lorsque, dans les cas prévus au premier alinéa du I de l'article L. 22-10-39, l'actionnaire se fait représenter par une personne autre que son conjoint ou le partenaire avec lequel il a conclu un pacte civil de solidarité, il est informé par son mandataire de tout fait lui permettant de mesurer le risque que ce dernier poursuive un intérêt autre que le sien.</p>	<p><u>Article L. 22-10-42 du Code de commerce :</u></p> <p>"Le tribunal de commerce dans le ressort duquel la société a son siège social peut, à la demande du mandant et pour une durée qui ne saurait excéder trois ans, priver le mandataire du droit de participer en cette qualité à toute assemblée de la société concernée en cas de non-respect de l'obligation d'information prévue aux troisième à septième alinéas de l'article L. 22-10-40 ou des dispositions de l'article L. 22-10-41. Le tribunal peut décider la publication de cette décision aux frais du mandataire. Le tribunal peut prononcer les mêmes sanctions à l'égard du mandataire sur demande de la société en cas de non-respect des dispositions de l'article L. 22-10-41."</p>
Les informations à caractère personnel recueillies dans le cadre du présent document sont nécessaires à l'exécution de vos instructions de vote. Vous disposez d'un certain nombre de droits concernant vos données (accès, rectification, etc.). Ces droits peuvent être exercés auprès de votre teneur de compte aux coordonnées indiquées par ce dernier.		

FORM TERMS AND CONDITIONS

<p>(1) GENERAL INFORMATION: This is the sole form pursuant to article R. 225-76 du Code de Commerce WHICHEVER OPTION IS USED:</p> <p>The signatory should write his/her exact name and address in capital letters in the space provided e.g. a legal guardian: (Change regarding this information have to be notified to relevant institution, no change can be made using this proxy form).</p> <p>If the signatory is a legal entity, the signatory should indicate his/her full name and the capacity in which he is entitled to sign on the legal entity's behalf.</p> <p>If the signatory is not the shareholder (e.g. a legal guardian), please specify your full name and the capacity in which you are signing the proxy.</p> <p>The form sent for one meeting will be valid for all meetings subsequently convened with the same agenda (art. R. 225-77 alinéa 3 du Code de Commerce).</p> <p>The text of the resolutions is in the notification of the meeting which is sent with this proxy (article R. 225-81 du Code de Commerce). Please do not use both "I vote by post" and "I hereby appoint" (article R. 225-81 du Code de Commerce).</p> <p>A guide relating to the general meetings processing, including an interpretation grid of this proxy form, is available on the AFTI website at: www.afti.asso.fr</p> <p>The French version of this document governs; The English translation is for convenience only.</p>	<p>(3) PROXY TO THE CHAIRMAN OF THE GENERAL MEETING <u>Article L. 225-106 du Code de Commerce (extract):</u></p> <p>"In case of any power of representation given by a shareholder without naming a proxy, the chairman of the general meeting shall issue a vote in favor of adopting a draft resolutions submitted or approved by the Board of Directors or the Management Board, as the case may be, and a vote against adopting any other draft resolutions. To issue any other vote, the shareholder must appoint a proxy who agrees to vote in the manner indicated by his principal."</p>	<p>This information relates in particular to the event that the proxy or, as the case may be, the person on behalf of whom it acts:</p> <p>1° Controls, within the meaning of article L. 233-3, the company whose general meeting has to meet;</p> <p>2° Is member of the management board, administration or supervisory board of the company or a person which controls it within the meaning of the article L. 233-3;</p> <p>3° Is employed by the company or a person which controls it within the meaning of article L. 233-3;</p> <p>4° Is controlled or carries out one of the functions mentioned with the 2° or the 3° in a person or an entity controlled by a person who controls the company, within the meaning of the article L. 233-3.</p>
<p>(2) POSTAL VOTING FORM <u>Article L. 225-107 du Code de Commerce (extract):</u></p> <p>"Any shareholder may vote by post, using a form the wording of which shall be fixed by a decree approved by the Conseil d'Etat. Any provisions to the contrary contained in the memorandum and articles of association shall be deemed non-existent.</p> <p>When calculating the quorum, only forms received by the company before the meeting shall be taken into account, on conditions to be laid down by a decree approved by the Conseil d'Etat. The forms giving no voting direction or indicating abstention shall not be considered as votes cast."</p> <p>The majority required for the adoption of the general meeting's decisions shall be determined on the basis of the votes cast by the shareholders present or represented. The votes cast shall not include votes attaching to shares in respect of which the shareholder has not taken part in the vote or has abstained or has returned a blank or spoilt ballot paper (articles L. 225-96 and L. 225-98 du Code de Commerce and, for the companies which have adopted the statute of European company, articles 57 and 58 of the Council Regulation (EC) N°1257/2001 on the statute for a European company).</p> <p>If you wish to use the postal voting form, you have to shade the box on the front of the document: "I vote by post".</p> <p>1 - In such event, please comply for each resolution the following instructions by shading boxes of your choice:</p> <p>- either vote "Yes" (in absence of choice, vote expressed by default for the approved draft resolutions),</p> <p>- or vote "No",</p> <p>- or vote "Abstention" by shading boxes of your choice.</p> <p>2 - In case of amendments or new resolutions during the general meeting, you are requested to choose between vote "No" (vote expressed by default in absence of choice), proxy to the chairman of the general meeting, "Abstention" or proxy to a mentioned person individual or legal entity by shading the appropriate box.</p>	<p>(4) PROXY TO A MENTIONED PERSON (INDIVIDUAL OR LEGAL ENTITY) <u>Article L. 225-106 du Code de Commerce (extract):</u></p> <p>"I - A shareholder may be represented by another shareholder, by his or her spouse, or by his or her partner who he or she has entered into a civil union with.</p> <p>II - The proxy as well as its dismissal, as the case may be, must be written and made known to the company. A Conseil d'Etat decree specifies the implementation of the present paragraph.</p> <p>III - Before every general meeting, the chairman of the board of directors or the management board, as the case may be, may organise a consultation with the shareholders mentioned in article L. 225-102 to enable them to appoint one or more proxies to represent them at the meeting in accordance with the provisions of this Article.</p> <p>Such a consultation shall be obligatory where, following the amendment of the memorandum and articles of association pursuant to article L. 225-23 or article L. 225-71, the ordinary general meeting is required to appoint to the board of directors or the supervisory board, as the case may be, one or more shareholder employees or members of the supervisory board of the company investment funds that holds company's shares. Such a consultation shall also be obligatory where a special shareholders' meeting is required to take a decision on an amendment to the memorandum and articles of association pursuant to article L. 225-23 or article L. 225-71.</p> <p>Any clauses that conflict with the provisions of the preceding sub-paragraphs shall be deemed non-existent."</p>	<p>This information is also delivered when a family tie exists between the proxy or, as the case may be, the person on behalf of whom it acts, and a natural person placed in one of the situations enumerated from 1° to 4° above.</p> <p>When during the proxy, one of the events mentioned in the preceding subparagraphs occurs, the proxy informs without delay his constituent. Failing by the latter to confirm explicitly the proxy, this one is null and void.</p> <p>The termination of the proxy is notified without delay by the proxy to the company.</p> <p>The conditions of application of this article are determined by a Conseil d'Etat decree."</p>
	<p><u>Article L. 22-10-39 du Code de commerce:</u></p> <p>"In addition to the persons mentioned in I of article L. 225-106, a shareholder may be represented by any other natural or legal person of his choice where the shares of the company are admitted to trading on a regulated market or on a multilateral trading facility subject to the provisions of Article L. 433-3 of the French Monetary and Financial Code under the conditions provided for in the General Regulations of the Autorité des marchés financiers, appearing on a list drawn up by the latter under conditions laid down in its General Regulations, provided that in this second case, as provided for in the articles of association.</p> <p>Clauses contrary to the provisions of the preceding paragraph shall be deemed unwritten."</p>	<p><u>Article L. 22-10-41 du Code de commerce:</u></p> <p>"The commercial court of which the company's head office falls under can, at the request of the constituent and for a duration which cannot exceed three years, deprive the proxy of the right to take part in this capacity to any general meeting of the relevant company in the event of non-compliance with mandatory information envisaged from the third to seventh paragraphs of article L. 22-10-40 or with the provisions of article L. 22-10-41. The court can decide the publication of this decision at the expenses of the proxy.</p> <p>The court can impose the same sanctions towards the proxy on request of the company in the event of non-compliance of the provisions of the article L. 22-10-41."</p>
Personal data included in this form are necessary for the execution of your voting instructions. You have certain minimum rights regarding your data (access, correction...). These rights may be exercised using the contact details provided by your custodian.		

AMUNDI

A limited company (*société anonyme*) with share capital of € 513 515 148
Registered office: 91-93, Boulevard Pasteur - 75015 PARIS
Paris Trade and Companies Register No. 314 222 902

DOCUMENT AND INFORMATION REQUEST FORM

(Art. R225-88 of the French Commercial Code)

I, the undersigned,

SURNAME.....

First Name

Address.....

.....

Email address.....

Holder of SHARE(S) in AMUNDI

request a copy of the documents and information concerning the **Ordinary and Extraordinary General Meeting of Shareholders of May 27, 2025**, as provided for by Article R. 225-83 of the French Commercial Code on commercial companies in the following format:

☐ digital files sent to the email address provided above

☐ paper

..... (Town), (Date)

Signature

NB: Holders of **directly registered shares** may, with a single request, have the company send them the documents and information referred to in Articles R. 225-81 and R. 225-83 of the French Commercial Code for each subsequent meeting of shareholders.

Amundi,
your trusted partner
working every day
in your interest and for society

Amundi
CRÉDIT AGRICOLE GROUP

Trust must be earned