

ORDINARY GENERAL MEETING

Notice of meeting



Friday 24 May 2024
At 10 am
91-93 boulevard Pasteur
75015 PARIS

2024

Trust
must be earned

Amundi
CRÉDIT AGRICOLE GROUP

Summary

Chair's message	4
Overview of the company situation in 2023	5
Board of Directors at 31 December 2023	12
Presentation of the Board members whose ratifications are submitted to the General Shareholder's Meeting	15
Presentation of the Board members whose reappointments are submitted to the General Shareholder's Meeting	18
Overview of the compensation elements subject to your approval	22
Amundi Say-on-Climate status at end 2023	24
Agenda of the Ordinary General meeting	27
Presentation of resolutions submitted to your approval	28
General meeting participation guide	43
How to fill in your voting form ?	48
Document and information request form	49

Chair's message

Dear shareholder,

I am pleased to invite you to Amundi's Annual General Ordinary General Meeting which will be held on Friday 24 May 2024 at 10.00 am in our offices at 91-93 Boulevard Pasteur 75015 Paris.

In 2023, against the backdrop of an environment made murky by a concatenation of crises – monetary normalisation, geopolitical upheavals, climate change –, Amundi successfully continued its growth momentum by capitalising on the fundamentals.

Firstly, by remaining true to the Crédit Agricole group's *raison d'être*: "Working every day in the interest of our clients and society". Amundi has been agile in adapting to offer innovative solutions that meet the new needs arising from volatile markets and technological developments, notably with products for clients seeking security for their savings. It has also continued to forge ahead, placing its expertise at the service of social utility and transitions that offer long-term opportunities.

Secondly, by building on its business model, which is based on two key drivers. The first is a historical link with the Crédit Agricole group and its *Banque Universelle de Proximité*, or universal client-focused banking model, which enables the distribution of savings solutions across all our networks as part of a comprehensive, coordinated approach to our clients' needs. The second driving force is Amundi's simultaneous ability to grow on its own by expanding its geographical footprint internationally through partnerships with new distributors, joint ventures and acquisitions.

And lastly, by remaining attentive to operational and budgetary efficiency, allowing to stabilise volume-adjusted costs while continuing to invest, particularly in technology.

2023 was also a year of brisk business momentum for Amundi, which once again cleared the symbolic threshold of 2 trillion euros in assets under management despite a sluggish asset management market, with strong financial results (+3.9% ⁽¹⁾ compared with 2022).

These various factors have led the Board of Directors to propose a dividend of 4.10 euros per share to the Annual General Meeting, unchanged from the dividend paid in respect of the 2022 financial year. This dividend corresponds to a pay-out ratio of 72% net income, Group share⁽²⁾.

I have full confidence that Amundi will continue its successful long-term development trajectory, keeping pace with the major changes in our society and serving as a trusted partner for all our clients.

This brochure contains all the information about the Meeting and instructions for participating in it.

Yours faithfully



"Thanks to its strong Crédit Agricole group roots, unique business model and rigorous management, Amundi has continued to grow both commercially and financially despite a sluggish asset management market."

PHILIPPE BRASSAC

Chair

(1) Adjusted data, excludes amortisation of intangible assets and Lyxor integration costs in 2022.

(2) The dividend pay-out ratio is calculated on the basis of adjusted net profit attributable to equity holders of the parent (€1,165m), including the amortisation of intangible assets (contracts relating to the acquisition of Lyxor and distribution contracts relating to previous transactions).

Overview of the company situation in 2023

While the asset management business in Europe was penalised throughout the year by uncertain markets, risk aversion and high interest rates, Amundi continued to achieve sustainable and profitable growth in 2023. Its diversified business model has once again set it apart.

Amundi recorded high levels of net inflows (+26 billion euros), demonstrating its considerable ability to provide clients with highly effective solutions, irrespective of market conditions. The Group consolidated its leadership in mature bond funds, structured funds and treasury products. Assets under management rose by 7% to 2,037 billion euros, confirming Amundi's status as the leading European asset manager and its eighth place worldwide⁽³⁾. This business momentum took place alongside continued robust operating performance, with adjusted net profit up almost 4% to more than 1.2 billion euros. The cost/income ratio ⁽⁴⁾ remained close to 53%.

Amundi also continued to roll out its Ambitions 2025 strategic plan, strengthening its growth drivers. Assets under management in Asia continued to

rise, reaching 399 billion euros. Amundi also strengthened its position as a leading provider of services and technology, with the ramp-up of Amundi Technology. Passive management continued to expand, following the integration of Lyxor, and recorded strong inflows (+17 billion euros). Lastly, turning to real assets in Europe, the acquisition of Alpha Associates has made Amundi a European leader for multi-management in infrastructure, private debt and private equity.

Committed from the outset to more sustainable finance, Amundi also persisted on its responsible investment initiatives. The Group strengthened its range of Net Zero funds and has become one of the world's top three companies with regards to voting on environmental and social issues⁽⁵⁾.

With its diversified profile, long-term growth drivers and high level of profitability, Amundi is stepping into the future with confidence and a renewed determination to work every day in the interest of its clients and society.



“In 2023, Amundi recorded high levels of net inflows, demonstrating its considerable ability to provide clients with highly effective solutions, irrespective of market conditions. Its diversified business model has once again proven its efficiency.”

VALÉRIE BAUDSON
Chief Executive Officer

⁽³⁾ Source: IPE "Top 500 Asset Managers" published in June 2023, based on assets under management as at 31/12/2022.

⁽⁴⁾ Adjusted data, excludes amortisation of intangible assets and Lyxor integration costs in 2022.

⁽⁵⁾ Voting Matters 2023 report by the British non-profit ShareAction: Amundi was ranked third among the 69 leading global asset managers, with a score of 98%. ShareAction evaluated 257 shareholder resolutions in 2023.



I. Period highlights

In 2023, Amundi achieved excellent performance in both business and results, and demonstrated flexibility in its adaptation:

- **Assets under management exceeded €2 trillion** at the end of 2023, and **net inflows were positive** for the entire year;
- this was buoyed up by key Group areas of expertise tailored to market conditions – Treasury products, active bond management, structured products;
- new products tailor-made for preserving capital drew a great deal of interest, from maturity bond funds to structured products with fixed income underlyings;
- investment management teams performed well in 2023: 73% of the Group's assets under management in open-ended funds posted a five-year performance in the first or second quartile for their category, according to Morningstar, particularly in equity strategies and Treasury products, with 270 funds achieving a four or five-star rating from Morningstar, and 83% of assets under management in active funds outperforming their respective benchmarks;
- constantly striving for operating efficiency has made it possible to keep costs under control and to maintain one of the best cost-to-income ratios in the industry;
- finally, the financial position was further strengthened, allowing to propose a dividend of €4.10 per share to the General Shareholders' Meeting of Shareholders, representing a yield of 6.6%.

Amundi continues its development:


During this first full financial year following the announcement of its Ambitions 2025 Strategic plan, several development initiatives were launched to leverage clear growth drivers:

- **the acquisition of Alpha Associates** will help strengthen Amundi's expertise in real assets; this specialist in multi-management of private assets (debt, infrastructure, and private equity), based in Switzerland and very well established with over 100 institutional clients, will contribute €8.5 billion in assets¹ at end 2023, which has grown by an average of +15% per year for the last five years. Together with the corresponding Amundi business, this will create a European leader in this sector, with expertise provided to a broad range of institutional Amundi clients worldwide, and adapted to specifically meet the needs of Retail clients. Consequently, revenue synergies are expected to reach over €20 million within five years. The return on investment is expected to reach over 13% in three years, including €10m in synergies that year and taking into account the payment of the price in instalments over five years pending revenue growth conditions over this period;
- **in Asia**, assets under management rose to €399 billion, with net inflows of +€21 billion excluding China, thanks to continued strong growth in India, early signs of stabilisation in China's JVs and strong activity by the JV in Korea (+€4.4 billion);
- **passive management** continued to expand following the integration of Lyxor, with strong net inflows into ETFs in 2023 (+€13.0 billion), with assets under management reaching €207 billion at end-2023; Amundi launched an innovative ETF in eurozone sovereign debt², including a large proportion of green bonds, which has raised +€2 billion since its launch in June;
- **in Technology & Services:**
 - o **Amundi Technology** had 57 clients at end-2023, an increase of +10 in one year, including +7 outside France, such as the Dutch pension fund Rail&OV, HSBC Securities Services Asia and a Swiss private bank; its revenue growth remained healthy at +24% compared to 2022,
 - o **Fund Channel** (B2B fund distribution platform) has reached €400 billion in assets under distribution, and has signed two partnerships to extend its range of services to distributors, one with CACEIS to offer fund transaction execution, and the other with Airfund, including the acquisition of a minority stake in this private asset distribution platform;
- **in responsible investment:**
 - o Amundi achieved several major successes, particularly with its Green Bond funds, where it leads the market³

¹ 40% in private equity, 35% in private debt and 25% in infrastructures; for more detail about this transaction please refer to the press release and the analyst presentation published on 7 February 2024 and available on our website www.about.amundi.com

² ETF Euro Government Tilted Green Bond, replicating the Bloomberg Euro Treasury Green Bond Tilted index and including a minimum of 30% Of sovereign green bonds; The ETF is classified as Article 8 according to the EU SFDR regulation.

³ No. 1 in assets and year-to-date net inflows in Europe and worldwide, active and passive management, at end-November, source Broadridge.

- 
- as of year-end, **the range of funds aligned with a Net Zero trajectory** boasts 40 funds in five asset classes, with the aim of reaching a full range in 2025, in both active and passive management,
 - **the share of ETFs tracking responsible investment indices** reached 33% of the range, versus 27% at end-2022 and on course for the target of 40% by 2025,
 - **in terms of engagement and voting policy**, Amundi has initiated an ongoing dialogue on climate issues, with 966 new companies, very close to the objective of 1,000 new companies set out in the 2025 ESG Ambitions,
 - Amundi is **among the global Top 3** for its voting policy on environmental and social issues⁴.

II. High net inflows

Assets under management by Amundi as at 31 December 2023 totalled €2,037 billion, up 7.0% or €133 billion compared with the previous year, thanks to a positive market effect of +€127 billion and positive net inflows of +€26 billion over the year and despite a negative structure effect linked to the disposal of Lyxor Inc (-€20 billion).


In 2023, Amundi generated strong net inflows of +€25.8 billion, positive in Retail, Institutionals and JV, strongly driven by the latter (+€7.0 billion) and by Treasury excluding JV (+€19.3 billion). MLT assets excluding JVs remained essentially flat (-€0.5 billion), demonstrating the same contrast as seen on the European open-ended funds market between passive and active management :

- passive management brought in +€16.6 billion over the course of the year, of which +€13.0 billion in ETFs, driven by commercial synergies from the integration of Lyxor, the development of the fixed income range (+€5.5 billion, or 42% of net inflows), and the expansion of the ETF range in responsible investment;
- active management experienced net outflows (-€21.3 billion), a clear indicator of client risk aversion and their preference for Treasury products or lower risk passive management products: net outflows are primarily in multi-assets and equities, whereas bond strategies accrued +€9.3 billion, and even +€19.1 billion excluding the net outflows from CA & SG Insurers, related to withdrawals on euro-denominated contracts;
- structured products, a key area of Amundi expertise that perfectly suits the context of risk aversion, accumulated +€5.6 billion, primarily in partner networks;
- finally, real and alternative assets (-€1.3 billion) withstood net outflows in property, which remained modest (-€2.1 billion), thanks to successful net inflows in private debt and multi-management.

By client segment :

- **Retail excluding Amundi BOC WM** posted excellent net inflows (+€10.5 billion), both for **French networks** (+€5.7 billion), thanks to structured and treasury products, and for **Third-party distributors** (+€4.6 billion) thanks to passive management and again treasury products; **International networks** remained stable (+€0.1 billion), with very good commercial performance for structured products and target maturity bond funds being offset by withdrawals from higher-risk products (multi-assets and equities), in a context of fierce competition from the issuance of government bonds aimed at individuals, particularly in Italy;
- the activity of **Amundi BOC WM** (China, -€3.7 billion) was affected, particularly in early 2023, by the maturities of the last maturity funds that were sold upon the launch of this subsidiary in 2021;
- **institutionals** (+€12.0 billion) experienced a good level of activity in all sub-segments – **institutionals & sovereigns** +€12.9 billion, **Corporates** +€2.7 billion, **Employee savings plans** +€1.9 billion – with the exception of **CA & SG insurers** (-€5.4 billion), which still experienced withdrawals of traditional life insurance policies by their clients; excluding this sub-segment, net inflows (+€17.4 billion) were concentrated in treasury products, passive management, active bond strategies and private debt;
- solid activity for the **JVs** (+€7.0 billion) came from India (SBI MF, +€12.2 billion) and South Korea (NH Amundi, +4.4 billion), whereas the net outflows in China (ABC-CA, -€10.0 billion, of which -€2.0 billion in the Channel Business in run-off) were primarily posted in the first half, with

⁴ Voting Matters 2023 report by the UK charity ShareAction; Amundi was 3rd among the 69 main investment managers worldwide, with a score of 98%. ShareAction evaluated 257 shareholder resolutions in 2023.



the second half taking a slightly positive turn thanks to the stabilisation of the Chinese mutual fund market.

III. High level of profitability

Adjusted net income for 2023 was €1,224 million, up +3.9% compared with 2022. This good and growing profitability originates from operating performance:

- **adjusted net revenues** rose by +2.1% compared with 2022, to €3,204 million, thanks to a turnaround in **net financial income** (€80 million vs. -€48 million in 2022), mainly as a result of the high yields offered by short-term rates in Europe in 2023 – rates which were negative in 2022; **Amundi Technology's revenues** also registered strong growth (+23.6% to €60 million), thanks to the acquisition of +10 new clients in 2023 and the rise in license revenues; however, **net management fees** fell slightly, registering a slightly more marked decline than average assets excluding JV, to -0.9% vs. -0.3% respectively; margins on assets held up well (17.7bp over 2023 as a whole vs. 17.8bp in 2022 and 17.5bp in 2021), despite a significant unfavourable product mix effect from the second half of the year, linked to net inflows concentrated in less risky assets; on the other hand, **performance fees** were down much more sharply, at -27.8% (€123 million vs. €171 million), reflecting the prudent investment policy in risky assets and the implementation of the ESMA guidelines, which extend the reference periods for calculating outperformance;
- **adjusted operating expenses** remained under control, at €1,706m, an increase of +2.1% compared to 2022, identical to revenue growth despite the inflationary context: investments in development were largely absorbed by productivity gains and synergies unlocked by the integration of Lyxor, which have now been almost entirely achieved and will take full effect in 2024 at €60 million. The adjusted **cost-to-income ratio** was 53.2%, compared with 53.3% in 2022, still at the best level and close to the 2025 target of 53%.

Adjusted gross operating income came to €1,498 million, up +2.2% on 2022.

The contribution to net income from equity-accounted companies, which reflects Amundi's share in the net income of the JVs in which it has non-controlling interests in India (SBI MF), China (ABC-CA), South Korea (NH-Amundi), and Morocco (Wafa Gestion), accentuate this growth, since their contribution, €102 million, saw strong growth, by +15.7% compared to 2022, mainly driven by the JV in India, whose contribution amounted to €79 million, up +37% versus 2022.

Adjusted net Earnings per Share reached €6.00 in 2023.

Accounting data

Net income, Group share stood at €1,165 million, taking into account the amortisation of intangible assets (client contracts related to the acquisition of Lyxor and distribution agreements pertaining to prior transactions), that being -€59 million after tax for the 2023 year. No integration costs pertaining to Lyxor were recognised during the financial year, versus -€57 million after tax in 2022.

Net Earnings per Share reached €5.71.

IV. A solid financial structure and strong dividend growth

The financial structure remains solid at the end of 2023: tangible equity amounts to €4.3 billion, compared to €3,9 billion at the end of 2022, and the CET1 ratio is 21.7%, well above regulatory requirements.

For the record, in September 2023, the rating agency Fitch renewed the A+ rating with a stable outlook, the best in the sector.

The Board of Directors has decided to propose a cash dividend of €4.10 per share to the Annual General Shareholders' Meeting to be held on 24 May 2024, a stable level compared to the dividend per share for the 2022 financial year. This dividend corresponds to a payout ratio of 72% of net income Group share.

V. Income statement

(in € millions)	2023	2022	Δ 2023/2022
Net revenues – Adjusted(1)	3,204	3,137	+2.2%
Net asset management revenues	3,063	3,136	(2.3%)
o/w net management fees	2,940	2,965	(0.9%)
o/w performance fees	123	171	(27.8%)
Technology	60	48	+23.6%
Net financial income and other net income	80	(48)	NR
General operating expenses(1)	(1,706)	(1,671)	+2.1%
Gross operating income – Adjusted(1)	1,498	1,466	+2.2%
Adjusted cost/income ratio	53.2%	53.3%	(0.0 pt)
Cost of risk & Other	(8)	(8)	(6.9%)
Equity-accounted companies	102	88	+15.7%
Income before tax – Adjusted(1)	1,592	1,546	+3.0%
Adjusted income tax(1)	(374)	(368)	+1.7%
Minority interests	5	0	NR
ADJUSTED net income, Group share(1)	1,224	1,178	+3.9%
Amortisation of intangible assets after tax	(59)	(59)	-
Integration costs, net of tax	0	(46)	NR
Net income (Group share)	1,165	1,074	+8.5%
Accounting net earnings per share (EPS) (in €)	5.71	5.28	+8.2%
Adjusted EPS(1) (in euros)	6.00	5.79	+3.6%
(1) Adjusted data: excluding amortisation of intangible assets and Lyxor integration costs in 2022			



VI. ANALYSIS OF THE 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 2023, the net banking income for Amundi (parent company) was €1,198 million, compared to €968 million in 2022, an increase of €230 million.

It mainly consists of:

- securities income for €1,327 million in respect of dividends received from Amundi subsidiaries;
- the net interest income for –€131 million;
- net income from trading, investment and similar portfolios for +€5 million.

General operating expenses amounted to €46 million in 2023.

Given these elements, gross operating income was €1,151 million in 2023, up +€252 million compared to the financial year 2022. This was mainly due to an increase in dividends from equity investments in Group subsidiaries (by +€413 million), a lower net interest income of -€116 million and a decline in the market value of the trading, investment and similar portfolios of -€58 million.

Pre-tax income on ordinary activities was €1,151 million.

As part of the tax consolidation agreement, Amundi recorded net income tax profit of +€33 million.

In total, Amundi's net income was a profit of €1,184 million in 2023, compared with a profit of €930 million in 2022.

Board of Directors at 31 December 2023

12 + 1
DIRECTORS⁽²⁾

1
NON-VOTING
MEMBER

41.7%
INDEPENDENT
DIRECTORS⁽³⁾

58% WOMEN⁽³⁾
42% MEN⁽³⁾



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 GENTIÉ
Director since 2021
Chair of the Aquitaine Regional
Bank of Crédit Agricole



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



MICHEL MATHIEU⁽¹⁾
Director since 2016
Chief Executive Officer of LCL
Deputy General Manager
of Crédit Agricole S.A.



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
Chair of the Toulouse 31
Regional Bank of Crédit Agricole

Yves Perrier has been Honorary Chair of the Board since May 2023.

(1) Michel Mathieu resigned on 1 January 2024.

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

(3) Not including the employee-elected director. In the absence of separate data, this and pending directors are not included in the calculations

Presentation of the Board of Directors : Summary table

Summary table as at 31 December 2023

	Age	Sex	Nationality	Number of mandates in listed companies	Number of shares held	Duration of mandate		
						Start of 1 st mandate	End of current mandate	Years of presence on the Board
CHAIRMAN OF THE BOARD OF DIRECTORS FROM 12/05/2023								
Philippe Brassac	64	M	French	2	200	2022	GM 2025 ⁽¹⁾	1
DIRECTORS								
Bénédicte Chrétien	54	F	French	2	200	2023	AGM 2025	8 months ⁽²⁾
Patrice Gentié	60	M	French	1	200	2021	2024 AGM	2
Christine Grillet	57	F	French	1	200	2023	2026 AGM	Two months ⁽³⁾
Michèle Guibert	56	F	French	1	200	2020	2024 AGM	3
Michel Mathieu	65	M	French	1	200	2016	2024 AGM	7
Christian Rouchon	63	M	French	1	200	2009	2026 AGM	14
INDEPENDENT DIRECTORS								
Virginie Cayatte	53	F	French	1	250	2015	AGM 2025	8
Laurence Danon-Arnaud	67	F	French	4	480	2015	2026 AGM	8
Robert Leblanc	66	M	French	1	200	20,015	AGM 2025	8
Hélène Molinari	60	F	French	2	200	2015	2026 AGM	8
Nathalie Wright	59	F	French	2	200	2022	2024 AGM	1
DIRECTOR ELECTED BY THE EMPLOYEES								
Joseph Ouedraogo	49	M	French	1	764.6458 Amundi Shareholders' FCP mutual fund ⁽⁵⁾	2022	Election before GM 2025	1
NON-VOTING MEMBER								
Nicolas Mauré	47	M	French	1	N/A ⁽⁵⁾	2023	Board of Directors 2026	Six months ⁽⁴⁾

(1) In 2023, Philippe Brassac succeeded Yves Perrier as Chairman at the end of the General Meeting of 12 May 2023.

(2) Bénédicte Chrétien was selected during the Board of Directors' meeting of 12 May 2023.

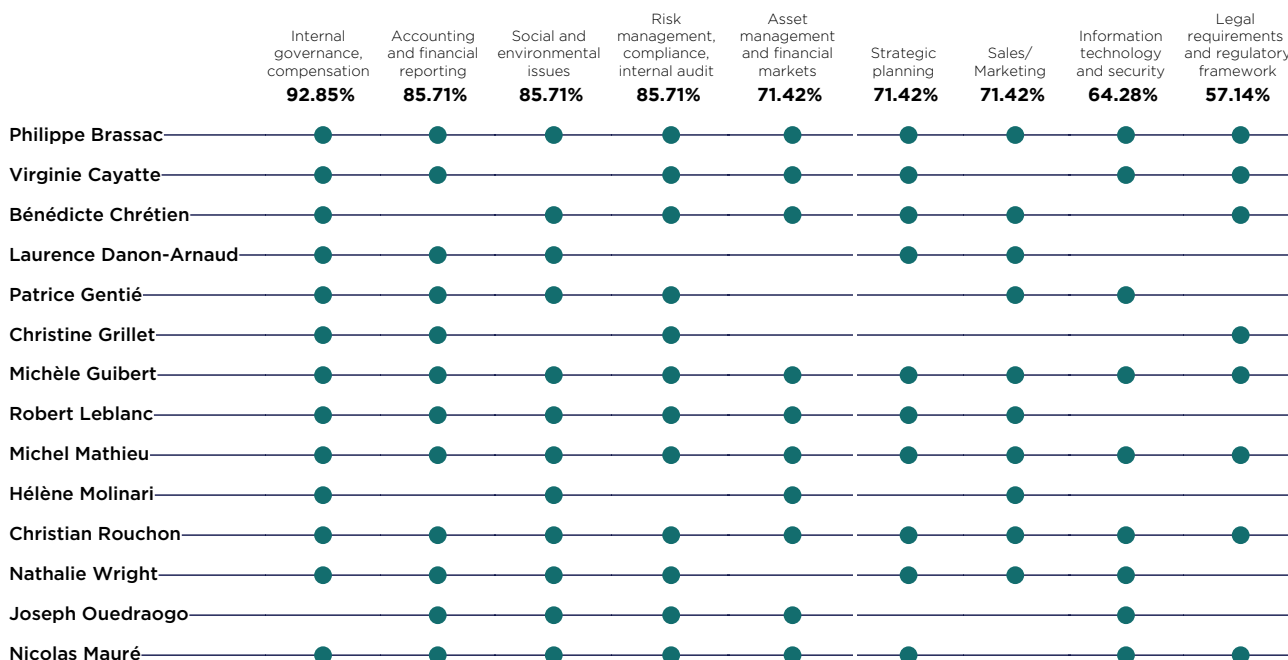
(3) Christine Grillet was selected during the Board of Directors' meeting of 26 October 2023.

(4) Nicolas Mauré was appointed non-voting member at the Board of Directors' meeting of 27 July 2023.

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



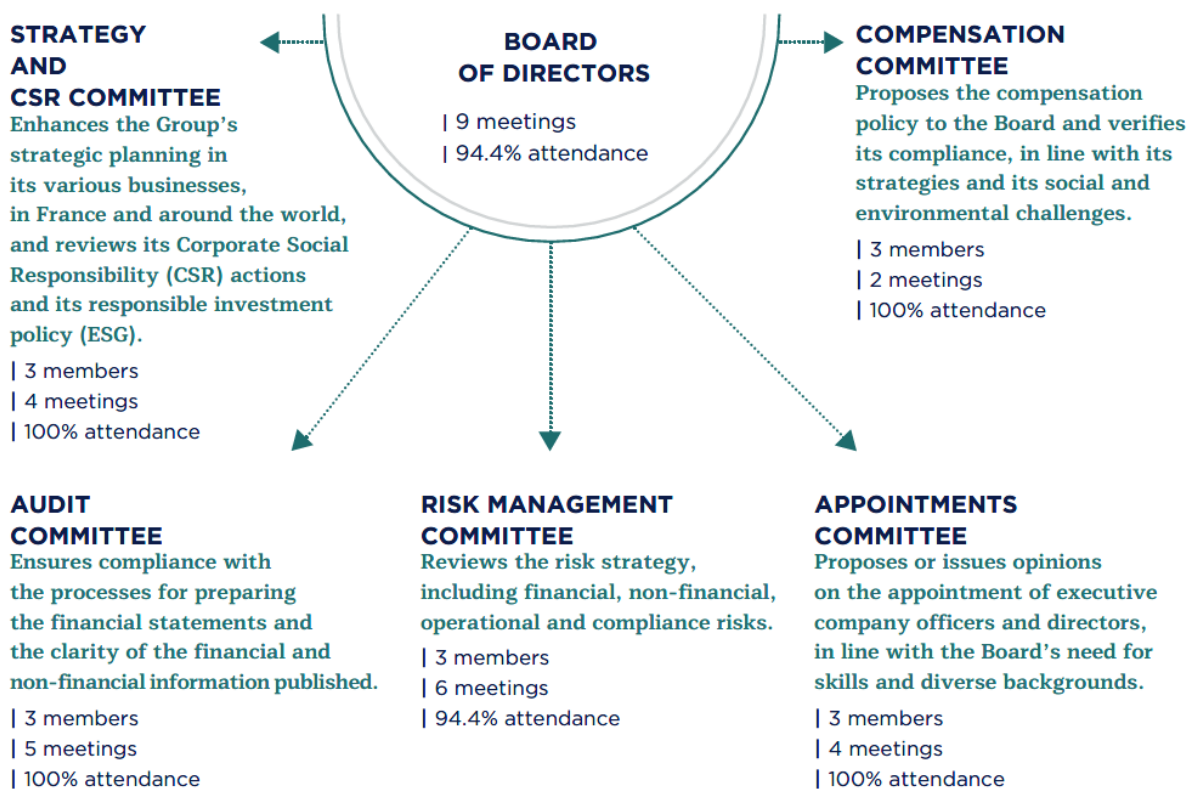
Diversity of backgrounds and expertise in line with Amundi's challenges



The Board's main work in 2023

In line with its 2025 Medium-Term Plan, communicated in June 2022, the Board of Directors focused on monitoring progress on the various strategic priorities it has defined. The Board centred its efforts on responsible investment, the development of active and

passive management activities and the progress made by Amundi Technology, while also reviewing external growth and partnership opportunities. More details in section 2.1.2 of chapter 2 of this document.



The committees work well together, notably due to the fact they have some directors in common. This good coordination was illustrated in 2023 by a joint committee held by the Audit and Risk Management Committees to review the budget and risk framework for 2024.

Presentation of the Board Members whose ratifications are submitted to the General Shareholders' Meeting



Bénédicte Chrétien

DIRECTOR CO-OPTED BY THE BOARD OF DIRECTORS' MEETING OF 12 MAY 2023
Member of the Appointment 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 **commercial 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.

Date of first appointment: 12/05/2023

Expiry of the mandate:
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:
200

Main areas of expertise



Internal governance and compensation



Sales / Marketing



Legal requirements and regulatory framework



Asset management and financial markets



Social and environmental issues



Strategic planning



Risk management, compliance, internal audit

Other mandates and functions in progress as at 31/12/2023

In Crédit Agricole group companies

Since 2016:

- Member of the Executive Committee and of the Executive Management 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 structures)

Since 2015:

- Director of the Fondation OPEJ - Baron Edmond de Rothschild

Since 2019:

- Director of the Hôpital Fondation Adolphe de Rothschild

Mandates exercised and expired in the last five years (2019 to 2023)

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



Christine Grillet

DIRECTOR CO-OPTED BY THE BOARD OF DIRECTORS' MEETING OF
26 OCTOBER 2023

Biography

Christine Grillet is a farmer, based in Bonlieu (a town in the Jura department). She is also a director of Cerfrance Alliance Comtoise, the 1st associative network of consulting and accounting expertise in France, serving farmers, the handicraft sector, trade and self-employed professions.

She has also been involved with Crédit Agricole for years. In 2015, she was appointed director of the local branch of Crédit Agricole - Caisse locale de la région des Lacs and was then elected as its President.

Christine Grillet has also been **President of the Franche-Comté Regional Bank** since April 2018.

Beyond **her skills in consulting and accounting**, she contributes her excellent **knowledge of the Crédit Agricole group**. Her local and regional roots are also a source of complementary diversity for the Board.

Date of first appointment: 26/10/2023

Expiry of the mandate:
Ordinary General Meeting called to approve the financial statements for the year ended 31/12/2025

Age: 57 years old

Nationality: French

Number of shares held:
200

Main areas of expertise



Internal governance and compensation



Risk management, compliance, internal audit



Legal requirements and regulatory framework



Accounting and financial information

Other mandates and functions in progress as at 31/12/2023

In Crédit Agricole group companies

Since 2015:

- Director of the local branch Caisse Locale de Franche-Comté
- President of the local branch Caisse Locale de la Région des Lacs

Since 2018:

- President of the Franche-Comté Regional Bank
- Member of the Agri/Agro Committee of the Fédération Nationale du Crédit Agricole (FNCA) [National Federation of Crédit Agricole]
- Vice-President of the Markets, Clients and Innovation Committee of the FNCA

Since 2019:

- President of SAS Crédit Agricole Logement et Territoirs
- Permanent representative of Crédit Agricole Logement et Territoirs, Director of the Arcade-Vyv Group
- Director of Crédit Agricole Immobilier

Since 2020:

- Member of the Supervisory Board of CAMCA Courtage
- Director of CAMCA Mutuelle

Since 2021:

- Director of Crédit Agricole Immobilier
- Director of the Federal Board of the FNCA
- Director of BForBank
- Director of SAS Rue La Boétie

Since 2022:

- Member of the Office of the Association of Presidents of the FNCA
- Director of Franche-Comté Crédit Agricole Immobilier

Since 2023:

- President of the Housing Committee of the FNCA

In other structures (excluding asset structures)

Since 1995:

- Co-manager of the collective farming grouping GAEC Reconnu des Mouraines

Since 2020:

- Director of CER France Alliance Comtoise

Mandates exercised and expired in the last five years (2019 to 2023)



Gérald GRÉGOIRE

DIRECTOR CO-OPTED BY THE BOARD OF DIRECTORS AT THEIR MEETING OF 6 FEBRUARY 2024

Brief biography

Gérald Grégoire is a graduate of the Ecole Supérieure de Commerce in Montpellier.

He began his career at Crédit Agricole du Midi, where he held sales positions in the professional and corporate client segments. He joined Crédit Agricole S.A. in 2002, where he worked in the Group's General Inspection department. In 2010, he was appointed Head of Professional Clients, part of Crédit Agricole's Regional Banks division. In 2012, he became Deputy Chief Executive Officer of Crédit Agricole FriulAdria, Italy, in charge of support functions. In 2017, he was appointed Deputy Chief Executive Officer of Crédit Agricole de l'Anjou et du Maine, in charge of developing Corporate and banking/insurance services as well as the finance, risk, and property functions. In 2020, he became Chief Executive Officer of Crédit Agricole Alsace Vosges. In 2023, he was appointed Deputy Chief Executive Officer of Crédit Agricole SA in charge of the Client and Development division.

In addition to a solid commercial background, at 49, Gérald Grégoire brings with him both the client insight gained at the Regional Banks, and international experience, particularly in Italy.

Date of first appointment:
06/02/2024

Term expires: Ordinary General Shareholder's Meeting called to approve the financial statements for the year ended 31/12/2023 *

Age : 49 Y-years old

Nationality: French

Number of shares held:
200

Main areas of expertise



Sales / Marketing



Legal requirements and regulatory framework



Strategic planning



Risk management, compliance, internal audit



Accounting and financial information

Other mandates and functions in progress as at 31/12/2023

In Crédit Agricole Group companies

Since 2023:

- Chairman of Uni-Médias SAS
- Member of the Management Board of Fireca Portages de projets
- Director of Fireca Innovations et Participations
- Director of BforBank
- Director of Crédit Agricole Immobilier
- Director of Crédit Agricole Services Immobiliers
- Non-voting member of Crédit Agricole Assurances and Pacifica
- Director of Prédica and Crédit Agricole Assurance Retraite
- Permanent guest on the Board of Directors of Crédit Agricole E-Développement and Nexecur (Crédit Agricole Protection Services)

Since 2021 :

- Director of Adicam

Mandates exercised and expired In the last five years (2019 to 2023)

In Crédit Agricole Group companies

From 2020 to 2023:

- Director of SAS Rue Boétie
- Director of CAMCA Mutuelle and CAMCA Courtage
- Director of CA Pleinchamps
- Director of Cofilmo
- Director of CA Titres
- Director of CA Nextbank
- Member of the Audit and Risk Committee of BforBank
- Member of the Management Board of Un-Médias
- Member of the Supervisory Board of CA Titres

* It should be noted that Gérald Grégoire was co-opted at the meeting of the Board of Directors on 6 February 2024 to complete the term of office of Michel Mathieu, due to expire at the 2024 General Shareholder's Meeting

Presentation of the Board Members whose reappointments are submitted to the General Shareholders' Meeting ¹



Patrice GENTIÉ

DIRECTOR

Biography

Patrice Gentié began his career in 1985 as an oenologist in the Plaimont Group, then in 1986 he joined the family vine nursery business, which he still manages.

He joined Crédit Agricole group in 1998 by becoming a director of the Crédit Agricole de Sainte Livrade Local Bank, then a director of the Crédit Agricole Lot-et-Garonne Regional Bank from 1999 to 2001. In 2004, he was elected Chairman of his local Caisse, and then became a director of the Regional Bank d'Aquitaine in 2007. In parallel, he was Secretary General of the French Federation of Vine Nurseries from 2006 to 2016, and administrator of the French Institute of Vine and Wine from 2012 to 2018.

He was elected Deputy Vice-President of the **Crédit Agricole d'Aquitaine Regional Bank** from 2011 to 2019, and became its **President** in 2019.

Beyond his actions to support **territorial socio-economic development** of the Aquitaine region, Patrice Gentié has personally developed his skills in the **IT field**.

Date of first appointment: 10/05/2021

Expiry of the mandate: Ordinary General Shareholders' Meeting called to approve the financial statements for the year ended 31/12/2023

Age: 60 years

Nationality: French

Number of shares held: 200

Main areas of expertise



Accounting and financial information



Information technology and security



Sales / Marketing



Social and environmental issues



Risk management, compliance, internal audit



Internal governance, compensation

Other mandates and functions in progress as at 31/12/2023

In Crédit Agricole group companies

Since 1998:

- Director of Caisse Locale de Saint Livrade

Since 2004:

- Chairman of Caisse Locale de Saint Livrade

Since 2007:

- Director of Regional Bank d'Aquitaine

Since 2017:

- Permanent representative of Regional Bank d'Aquitaine, Director of CER France 47

Since 2019:

- Chairman of Regional Bank d'Aquitaine
- Permanent representative of Regional Bank d'Aquitaine, member of the Supervisory Board of CA Grands Crus
- Permanent representative of the Aquitaine Regional Bank, Director of Grand Sud-Ouest Capital and GSO Financement
- Director of GSO Financement

Since 2020:

- Permanent representative of Regional Bank d'Aquitaine, Director of Grands Crus Investissement
- Director of Foncaris

Since 2021:

- Permanent representative of Regional Bank d'Aquitaine, Director of Agri Sud-Ouest Innovation
- Chairman of Foncaris

Since 2022:

- Director of Agrica Gestion

Mandates exercised and expired in the last five years (2019 to 2023)

In Crédit Agricole group companies

From 2011 to 2019:

- Deputy Vice-Chairman of Regional Bank of Crédit Agricole d'Aquitaine

(1) Gérald Grégoire, whose presentation appears on page 17 of this brochure, is also the subject of a resolution concerning the renewal of his term of office.

Other mandates and functions in progress as at 31/12/2023

In other structures (excluding asset structures)

Since 1994:

- Treasurer of Atavit 47

Since 1995:

- Treasurer of Escola Occitana d'estiu

Since 1996:

- Member of the FranceAgriMer Wood and Seedling Committee

Since 1998:

- Director of CER France 47

Since 2000:

- Manager of Pépinières Viticoles Gentié
- Vice-Chairman of CER France 47

Since 2003:

- Director of the French Federation of Wine Nurseries

Since 2005:

- Deputy Chairman of the Gironde Sud-Ouest Union of Vine Nurseries
- Manager of Pépinières Viticoles Gentié SCA

Since 2006:

- Chairman of the Le Guide group

Since 2010:

- Chairman of the Le Guide civil society

Since 2021:

- Director of CCPMA Prévoyance

Mandates exercised and expired in the last five years (2019 to 2023)

In other structures (excluding asset structures)

From 2012 to 2018:

- Director of the French Institute of Vine and Wine

From 2000 to 2019:

- Member of the Permanent Technical Committee on Selection (CTPS) Vine section

From 1987 to 2021:

- Director of CUMA La Vendangeuse Villeneuvevoise

From 2005 to 2021:

- Vice-Chairman of Les Archers du Castel



Michèle GUIBERT

DIRECTOR
Member of the Risk Management Committee

Biography

Having graduated from the Institut Technique de Banque and completed a Masters degree in Applied Mathematics and IT, Michèle Guibert began her career at Regional Bank de Crédit Agricole du Morbihan, where she held posts in **management control, management and then marketing**. She then joined Regional Bank de Crédit Agricole du Val de France, where she worked as Specialist Distribution Manager, which included **wealth management**, before becoming **Head of Distribution**. She also held this position at the Crédit Agricole Atlantique Vendée Regional Bank, which she joined in 2005, and was appointed **Director of Development and Client Relations** in 2009, including responsibility for the *retail markets*. In 2012, she became Deputy CEO of Regional Bank de Crédit Agricole Toulouse 31. At the beginning of 2017, she joined Crédit Agricole S.A. where she held the position of **Client Relations and Innovation Director** within the DCI division and Managing Director of FIRECA. Since May 2019, she has worked at **Regional Bank des Côtes d'Armor**, where she holds the position of **Chief Executive Officer**.

Her career allows her to bring her expertise in the **commercial/retail marketing** fields as well as **digital innovation**.

Date of first appointment: 30/07/2020

Expiry of the mandate:
Ordinary General Meeting called to approve the financial statements for the year ended 31/12/2023

Age: 56 years old

Nationality: French

Number of shares held:
200

Main areas of expertise



Risk management, compliance, internal audit



Strategic planning



Sales / Marketing



Internal governance and compensation



Legal requirements and regulatory framework



Accounting and financial information



Social and environmental issues



Information technology and security



Asset management and financial markets

Other mandates and functions in progress as at 31/12/2023

In Crédit Agricole group companies

Since 2019:

- Chief Executive Officer of Regional Bank du Crédit Agricole des Côtes d'Armor
- Chairman of the Village by CA, Côtes d'Armor
- Member of the Association Nationale des Cadres de Direction DG [French National Association of Executive Directors] (ANCD) at the FNCAa
- Member of the Committee on Agriculture and Agri-Food at the FNCA
- Member of the Supervisory Board of Square Habitat Bretagne
- Director of Crédit Agricole Protection Sécurité (CAPS-NEXECUR)
- Director of UNEXO
- Director of the Institut de Formation du Crédit Agricole Mutuel (IFCAM)
- Director of CA Indosuez Wealth Management Group

Since 2020:

- Member and rapporteur of the Social Commitment and Cooperative Identity Committee (formerly Mutual Life and Identity Committee) at the FNCA

Since 2021:

- Director of COFILMO
- Co-Chairman of the Animal Production Sector Committee of Crédit Agricole S.A.
- Member of the Orchestration & Flow Management Strategy Committee of the FNCA

Since 2022:

- Member of the Finance and Risk Management Committee of the FNCA
- Secretary General of Crédit Agricole in Brittany
- Member of the Commission of the Social Project Group Committee of the FNCA

Since 2023:

- Director of Foncaris
- Member of the Supervisory Committee of Fonds CA Transitions

In other structures (excluding asset structures)

Since 2019:

- Chairman of Côtes d'Armor Business Oscars
- Member of the Côtes d'Armor Tourism Trophies

Since 2020:

- Director of the Syndicat National des Cadres de Direction (SNCD)

Mandates exercised and expired in the last five years (2019 to 2023)

In Crédit Agricole group companies

From 2017 to 2019:

- Head of Customer Relations at Crédit Agricole SA
- CEO of the Crédit Agricole Investment and Research Fund (FIRECA)

From 2019 to 2022:

- Member of the FNCA Transformation and Performance Committee

From 2020 to 2022:

- Deputy Secretary General of Crédit Agricole in Brittany
- Member and Deputy Rapporteur of the FNCA Quality and Operations Transformation Committee

From 2019 to 2023:

- Member of the Transformation and Performance Commission at the FNCA



Nathalie Wright

INDEPENDENT DIRECTOR
Member of the Risk Management Committee

Biography

With a Master's degree in economics, and degrees from IEA Paris and INSEAD, Nathalie Wright began her career in 1987 at Digital and then at Newbridge Networks, where she held a number of managerial positions in finance, marketing and operations. From 1999, she held various management positions at Verizon before joining AT&T in 2005 as Chief Executive Officer for France, Southern Europe and the Middle East. In 2009, she joined Microsoft France as Public Sector Director and, from 2011, as Chief Executive Officer in charge of the Large Companies and Strategic Partnerships Division. In 2017 she was appointed VP Software and a member of the Executive Committee of IBM France before joining **Rexel** in 2018 as Group Digital and IT Transformation Director, and a member of the Executive Committee. From January 2022 to October 2023, she held the position of **Group Digital, IT and Sustainable Development Director**.

A member of the Board of Directors of Women in Leadership since 2014, Nathalie Wright is also a member of the ChapterZero Association.

Co-opted in December 2022, she was chosen by the Board to strengthen the Board of Directors' skills in the **Digital** and **IT** fields, and for her expertise in **climate** and **carbon emissions**.

Date of first appointment: 09/12/2022

Expiry of the mandate: Ordinary General Meeting called to approve the financial statements for the year ended 31/12/2023

Age: 59 years old

Nationality: French

Number of shares held: 200

Main areas of expertise



Information technology and security



Social and environmental issues



Sales / Marketing



Accounting and financial information



Internal governance and compensation



Risk management, compliance, internal audit



Strategic planning

Other mandates and functions in progress as at 31/12/2023

In other listed companies

Since 2017:

- Member of the Strategic and CSR Committee at Quadiant

In other unlisted companies

Since 2016:

- Member of the Supervisory Board, Chairman of the Innovation and Sustainable Development Committee, member of the Risk and Security Committee of the Keolis Group

In other structures (excluding asset structures)

Since 2014:

- Member of the Board of Directors of WIL - Women In Leadership

Since 2022:

- Member of the ChapterZero Association

Mandates exercised and expired in the last five years (2019 to 2023)

In other listed companies

From 2019 to 2021:

- Chief Executive Officer in the Nordic region of the Rexel Group

From 2018 to 2022:

- Head of Group Digital and IT Transformation, member of the Executive Committee of the Rexel Group

From 2022 to 2023:

Digital, IT and Sustainable Development Director of the Rexel Group, member of the Executive Committee of the Rexel Group

In other structures (excluding asset structures)

From 2022 to 2023:

- Member of the "Entreprendre pour Apprendre" Federation

OVERVIEW OF THE COMPENSATION ELEMENTS SUBJECT TO YOUR APPROVAL

Compensation awarded in respect of 2023 to the Company Officers⁽¹⁾

Chairmen of the Board of Directors

Yves Perrier, until 12 May 2023 ⁽²⁾	Philippe Brassac, from 12 May 2023
<p>€129k</p> <p>FIXED</p> <hr/> <p>NO VARIABLE COMPENSATION</p> <hr/>	<p>WAIVER TO RECEIVE ANY COMPENSATION</p> <hr/>

Executive Company Officers

Chief Executive Officer, Valérie Baudson			Terms of payment of the variable compensation	
<p>€880k</p> <p>FIXED</p> <hr/>	<p>€1,463k</p> <p>VARIABLE</p> <hr/>	<p>€2,343k</p> <p>TOTAL</p> <hr/>		<p>20% Not deferred, Cash</p>
<p>Deputy Chief Executive Officer, Nicolas Calcoen</p>				<p>20% One-year deferred payment, Indexed cash</p>
<p>€420k</p> <p>FIXED</p> <hr/>	<p>€698k</p> <p>VARIABLE</p> <hr/>	<p>€1,118k</p> <p>TOTAL</p> <hr/>		<p>60% Deferred over five years, Under continued employment and performance conditions, Amundi Shares and cash, One-year holding period for shares</p>

Variable compensation granted and paid in 2023 to the Executive Company Officers

Due to CRD V deferred compensation pattern, there is a gap between variable compensation granted in respect of 2023 and the one paid in 2023

	Variable compensation granted in respect of 2023	Variable compensation paid in 2023*
Chief Executive Officer	1 463 K€	711 K€
Deputy Chief Executive Officer	698 K€	293 K€

* Compensation paid in respect of both the office and previous position as employees

External comparability of the Chief Executive Officer's compensation

Panel of eight European asset managers listed with assets under management < €1,000 billion	-64% OF THE MEDIAN
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Equity ratios⁽³⁾

Chief Executive Officer	15.2 WORLDWIDE	19.0 FRANCE	54 SBF 120 ⁽⁴⁾
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(1) Detailed information on the compensation granted to the Company Officers in respect of 2023 is given in section 2.4.3 of the 2023 Universal Registration Document.

(2) Yves Perrier was Chair of the Board of Directors until 12 May 2023. He received a fixed compensation of €350,000 pro rata temporis.

(3) Compensation awarded to the Chief Executive Officer in relation to the average compensation of employees. Details are given in section 2.4.3.4.2 of the 2023 Universal Registration Document.

(4) Study by Willis Towers Watson of June 2023, Compensation of Executive Officers and evolution

2024 Compensation policy for Company Officers⁽¹⁾ Unchanged compared to 2023

Chair of the Board of Directors

Chairman of the Board of Directors, Philippe Brassac

€350k
FIXED

NO VARIABLE
COMPENSATION

WAIVER TO RECEIVE
ANY COMPENSATION

Executive Company Officers

Chief Executive Officer,
Valérie Baudson

€880k

FIXED

Deputy Chief Executive Officer,
Nicolas Calcoen

€420k

FIXED

Executive Company
Officers

Target 150% of fixed compensation*
Maximum 170% of fixed compensation**

VARIABLE COMPENSATION AWARDABLE
IN RESPECT OF 2024

* i.e. €1,320k for Valérie Baudson and €630k for Nicolas Calcoen.

** i.e. €1,496k for Valérie Baudson and €714k for Nicolas Calcoen.

Criteria determining 2024 variable compensation

Economic criteria



60%

60%

AMUNDI SCOPE

- 9.0% Net Banking Income (NBI)
- 12.0% Adjusted cost-to-income ratio (CIR)
- 30.0% Adjusted Net Income Group Share (NIGS)
- 9.0% Adjusted net inflows

10%

CRÉDIT AGRICOLE S.A. SCOPE

- 3.33% Cost-to-income ratio (CIR)
- 3.33% Net Income Group Share (NIGS)
- 3.33% Return on Tangible Equity (RoTE)

Non-economic criteria



22.5%

22.5%

AMUNDI SCOPE

- 10.0% Strategic Projects
- 12.5% Implement ESG projects

7.5%

CRÉDIT AGRICOLE GROUP SCOPE

- 3.75% Societal CSR
- 3.75% Environmental CSR



7.5%

20%
CSR and
ESG
criteria

⁽¹⁾ Detailed information on the 2024 compensation policies for the Company Officers is given in section 2.4.4 of the 2024 Universal Registration Document.

Amundi Say-on-Climate status at end 2023

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

You will find all the notes in this table on page 163.

			Target/ ex-post measure- ment	Maturity	Achieved at 31/12/2023	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>	<i>"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."</i>	<ul style="list-style-type: none"> Number of hours devoted by the Board of Directors to climate issues 	No. of hours	Annual	5.5	✓
		<ul style="list-style-type: none"> Average attendance rate at sessions on Climate and Responsible Investment 	> 80%	Annual	93%	✓
<u>Employee Alignment System, through a new compensation policy</u>	<i>"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."</i>	<ul style="list-style-type: none"> Existence of a compensation plan for the CEO indexed to ESG and CSR objectives 	100%	Annual	100%	✓ ★
		<ul style="list-style-type: none"> Existence of a compensation plan for 200 senior executives indexed to ESG and CSR objectives 	100%	Annual	100%	✓ ★
		<ul style="list-style-type: none"> % of employees with ESG objectives in the group in question sales representatives and portfolio managers 	100%	Annual	99% ⁽¹⁾	✓ ★
B. Setting objectives for reducing direct emissions						
<u>Alignment of the CSR policy with Net Zero 2050 targets</u>	<i>"A 30% reduction in its CO₂ 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."</i>	<ul style="list-style-type: none"> Reduction in energy-related GHG emissions (scope 1 + 2) per FTE vs 2018⁽²⁾⁽³⁾ 	-30%	2025	- 68%	→ ★
	<i>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 CO₂ emissions, with a view to setting decarbonisation objectives."</i>	<ul style="list-style-type: none"> Reduction in business travel-related GHG emissions (scope 3) per FTE vs 2018⁽²⁾⁽³⁾ 	-30%	2025	-52%	→ ★
		<ul style="list-style-type: none"> Integration of the carbon footprint reduction objective into the Purchasing policy 	Objective to be defined in 2023	2025	Objective validated	→
C. Deploying the resources necessary to achieve the objectives						
<u>Deployment of resources dedicated to our ESG and climate commitments</u>	<i>"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."</i>	<ul style="list-style-type: none"> 40% increase in the number of employees in the ESG - Responsible Investment team 	100%	2022	100%	✓
<u>Continuous training of employees</u>	<i>"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."</i>	<ul style="list-style-type: none"> Percentage of employees trained in responsible investment⁽⁴⁾ 	100%	2023	100%	✓

			Target/ ex-post measurement	Maturity	Achieved at 31/12/2023	Progress status
	<i>"In addition, ensuring that senior executives and members of key 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."</i>	<ul style="list-style-type: none"> Number of training hours dedicated to Climate issues provided to the SLT (Senior Leadership Team) 	No. of hours	Annual	4.7	✓
<u>Contribution to industry efforts</u>	<i>"Amundi is actively involved in marketplace initiatives that are essential to improving market standards."</i>	<ul style="list-style-type: none"> Activity report on collective commitments 	Activity report	Annual	Scheduled for Q1 2024 ⁽⁵⁾	→
	<i>"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."</i>	<ul style="list-style-type: none"> Activity report on Climate-related research published by Amundi on the Amundi Research Center website 	Activity report	Annual	Scheduled for Q1 2024 ⁽⁵⁾	→
	<i>"It is gradually offering its institutional clients the opportunity to manage their portfolio with a view to alignment."</i>	<ul style="list-style-type: none"> Number of institutional clients⁽⁶⁾ canvassed on Net Zero challenges 	Number of clients	Annual	607	→
	<i>"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."</i>	<ul style="list-style-type: none"> ALTO* Sustainability marketed and number of modules offered 	No. of modules marketed	Modules marketed	1 st ESG module defined and marketed	→ ★
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>	<ul style="list-style-type: none"> Voting policy Responsible investment policy 			100%	✓
					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>	<ul style="list-style-type: none"> Stewardship report approved by the FRC Voting Report Engagement Report 	Publications	Annual 2024	Scheduled for Q4 2024	→
					Scheduled for Q1 2024 ⁽⁵⁾	→
					Scheduled for Q1 2024 ⁽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>	<ul style="list-style-type: none"> Climate and Sustainability Report 			Scheduled for Q2 2024 ⁽⁵⁾	→



			Target/ ex-post measure- ment	Maturity	Achieved at 31/12/2023	Progress status
2. Integrating climate change into its management for third parties						
A. Systematically incorporating the assessment of transition into actively managed open ended funds						
Incorporating 100% of the assessment of transition into actively managed open-ended funds ⁽⁷⁾	<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>	<ul style="list-style-type: none"> Implementation of the environmental transition assessment in the investment process 	100%	2025	Defined methodology, Implemented from 2024 onwards	→ ★
B. Developing Net Zero 2050 transition funds on major asset classes						
Active management Net Zero range on the main asset classes	<i>"By 2025, Amundi will also offer open-ended funds for the transition to the Net Zero 2050 objective for all major asset classes (...)."</i>	<ul style="list-style-type: none"> Number of asset classes offering a Net Zero transition investment product 	6	2025	5	→ ★
C. Contributing to the energy transition financing effort						
Supporting the energy transition financing effort	<i>"In 2022, Amundi will continue its efforts to develop solutions aimed at investing in businesses or financing projects that make a positive environmental contribution."</i>	<ul style="list-style-type: none"> Report of activities on green solutions, climate 	Activity report	Annual	Scheduled for Q1 2024 ⁽⁵⁾	→
3. Integration of climate issues into business initiatives						
Divestment from unconventional hydrocarbons > 30%	<i>"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."</i>	<ul style="list-style-type: none"> Published policy & eligible scope divested⁽⁸⁾ 	100%	2022	100%	✓ ★
A. Establishing an active dialogue to speed up and further urge the transformation of models						
Climate Commitment extended to over 1,000 companies	<i>"As part of its Ambition 2025 Plan, Amundi will begin a cycle of engagement with 1,000 additional businesses by 2025."</i>	<ul style="list-style-type: none"> Additional number of committed companies on climate⁽⁹⁾ 	+1,000	2025	+966	→ ★
B. Promoting a socially acceptable energy transition						
Activity report on the "Fair Transition"	<i>"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."</i>	<ul style="list-style-type: none"> Report on engagement on the "Just Transition" dimension 	Activity report	Annual	Integrated into the engagement report	→

(1) Based on employees present during evaluation campaign.

(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) In 2024, these reports were published based on 2023 data.

(6) Existing clients and prospects.

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

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

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

Agenda of the Ordinary General meeting

1. Approval of the Company's financial statements for the 2023 fiscal year
2. Approval of the consolidated financial statements for the 2023 fiscal year
3. Appropriation of net income for the fiscal year and payment of the dividend
4. Approval of the agreement relating to the VAT group concluded between the Company and Crédit Agricole SA, in accordance with 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 2023 fiscal year, or granted for the same fiscal year, to Mr. Yves Perrier, Chairman of the Board of Directors from January 1st to May 12, 2023
7. Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind, paid during the 2023 fiscal year, or granted for the same fiscal year, to Mr. Philippe Brassac, Chairman of the Board of Directors as from May 12, 2023
8. Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind, paid during the 2023 fiscal year, or granted for the same fiscal year, to Mrs. Valérie Baudson, Chief Executive Officer
9. Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind, paid during the 2023 fiscal year, or granted for the same fiscal year, to Mr. Nicolas Calcoen, Deputy Chief Executive Officer
10. Approval of the compensation policy applicable to Directors for the 2024 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
11. Approval of the compensation policy applicable to the Chairman of the Board of Directors for the 2024 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
12. Approval of the compensation policy applicable to the Chief Executive Officer for the 2024 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
13. Approval of the compensation policy applicable to the Deputy Chief Executive Officer for the 2024 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code
14. Consultation on the overall amount of compensation paid during the previous fiscal year to the categories of employees whose professional activities have a material impact on the risk profile of the Company or the Group, within the meaning of Article L. 511-71 of the French Monetary and Financial Code
15. Ratification of the appointment of Mrs. Bénédicte Chrétien as Director
16. Ratification of the appointment of Mrs. Christine Grillet as Director
17. Ratification of the appointment of Mr. Gérald Grégoire as Director
18. Renewal of Mrs. Nathalie Wright's term as Director
19. Renewal of Mrs. Michèle Guibert's term as Director
20. Renewal of Mr. Patrice Gentié's term as Director
21. Renewal of Mr. Gérald Grégoire's term as Director
22. Appointment of MAZARS as statutory auditor certifying sustainability information
23. Appointment of PRICEWATERHOUSECOOPERS AUDIT as statutory auditor certifying sustainability information
24. Consultation on the progress report regarding the implementation of the Company's Climate Strategy
25. Authorization to the Board of Directors to trade in the Company's shares
26. Powers to carry out formalities

Presentation of resolutions submitted to your approval

✓ **First and second resolutions: Approval of the 2023 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 2023.

First resolution (Approval of the Company's financial statements for the 2023 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 2023 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 9,279 euros for the fiscal year ended December 31, 2023, 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 2023 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 2023 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 2023 fiscal year which amounts to € 1,183,859,900.21 plus retained earnings from the previous years, brings distributable earnings to € 2,771,304,361.74.

For the 2023 fiscal year, the proposal is to pay out a dividend of € 4.10 per share and allocate the rest to retained earnings.

The dividend will be paid from June 5, 2024.

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, 2023 and approved by this General Meeting show a profit of € 1,183,859,900.21:

- duly notes that the balance of the profit for the 2023 fiscal year, plus retained earnings for previous fiscal years, has increased the amount of distributable earnings to € 2,771,304,361.74;
- resolves to allocate distributable earnings as follows:

to dividends ⁽¹⁾	€ 839,055,299.10
to retained earnings	€ 1,932,249,062.34

(1) The total amount distributed, as indicated above, is based on the number of shares entitled to dividends as of December 31, 2023, i.e., 204,647,634 shares, and may vary if the number of shares entitled to dividends changes between January 1, 2024 and the dividend detachment date, depending in particular on the number of treasury shares, as well as the final allocation of free shares (if the beneficiary is entitled to dividends in accordance with the provisions of the relevant plans)

The dividend is set at € 4.10 per share for each of the 204,647,634 shares entitled to dividends.

The dividend coupon will be detached on June 3, 2024 and paid out as from June 5, 2024. 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 2023 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)
2020	2.90	2.90	0	587
2021	4.10	4.10	0	833
2022	4.10	4.10	0	836

- ✓ **Fourth resolution: Approval of the agreement relating to the VAT group concluded between the Company and Crédit Agricole SA, in accordance with Articles L. 225-38 et seq. of the French Commercial Code**

Summary: The special report of the statutory auditors on the agreements and commitments referred to in Articles L. 225-38 et seq. of the French Commercial Code mentions a single agreement authorized and entered into during the 2023 fiscal year.

This is an agreement relating to the VAT group set up by Crédit Agricole for an initial period of 3 years (2023-2025) and to which 296 entities of the group have joined, including your Company and several of its subsidiaries. The purpose of the agreement is to establish a principle of fairness between the members of the Crédit Agricole VAT group, which should result in the implementation of a compensation mechanism and, where appropriate, the sharing of residual VAT savings between the members.

The Board of Directors points out that membership of the VAT group allows the Amundi group to perpetuate the VAT savings, which it retains, and from which it benefited in its own right as a result of the pooling of resources that it had previously set up (and which, in accordance with EU law, can no longer produce any effect since January 1, 2023).

In addition, the Board of Directors noted that the agreement neutralises, for each member entity, the effects of belonging to the VAT group (gains or losses other than the positive impacts of Amundi's former pooling of resources) and also has the advantage, for Amundi, of benefiting from a share of the residual net gain that may be realised by the VAT group each year.

In application of the procedure for related-party agreements, this agreement is submitted, under the fourth resolution, to the approval of the General Meeting, which also rules on the special report of the statutory auditors.

- ✓ **Fourth resolution (Approval of the agreement relating to the VAT group concluded between the Company and Crédit Agricole SA, in accordance with 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, approves all the provisions of this report as well as the single agreement referred to, relating to the VAT group concluded between the Company and Crédit Agricole SA, authorized by the Board of Directors and concluded during the fiscal year ending December 31, 2023.

- ✓ **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 2023 Universal Registration Document. This information relates in particular to:

- the compensations paid during the 2023 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 equity ratios comparing the total compensation granted to each corporate officers for the 2019 to 2023 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 2.8 for the Chairman of the Board of Directors, 19.0 for the Chief Executive Officer and 9.0 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 Net income, Group share) between 2019 and 2023.

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 15.2 for Valérie Baudson and 7.2 for Nicolas Calcoen for 2023.

The detailed report is included in Chapter 2 of the Company’s 2023 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 2023 universal registration document.

- ✓ **Sixth to ninth resolutions: Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind, paid during the 2023 fiscal year, or granted for the same fiscal year, to Mr. Yves Perrier, Chairman of the Board of Directors from January 1st to May 12, 2023, to Mr. Philippe Brassac, Chairman of the Board of Directors as from May 12, 2023, to Mrs. Valérie Baudson, Chief Executive Officer, as well as to Mr. Nicolas Calcoen, Deputy Chief Executive Officer**

Summary: You are requested, under the sixth to ninth 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 2023 fiscal year, or granted for the same fiscal year to Mr. Yves Perrier, Chairman of the Board of Directors from January 1st to May 12, 2023, to Mr. Philippe Brassac, Chairman of the Board of Directors as from May 12, 2023, 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 2023 Universal Registration Document. The report shows in particular that:

- the compensation paid to Mr. Yves Perrier, Chairman of the Board of Directors from January 1st to May 12, 2023 amounts to € 131,305, comprising a fixed compensation of € 129,348 and benefits in kind valued at € 1,957. These elements are presented in section 2.4.3.2 of the 2023 Universal Registration Document;

- the remuneration paid to Mr. Philippe Brassac, Chairman of the Board of Directors as from May 12, 2023, 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 2023 Universal Registration Document;

- the compensation granted or paid to Mrs. Valérie Baudson, Chief Executive Officer, amounts to € 2,384,399, comprising a fixed compensation of € 880,000, benefits in kind valued at € 41,839 and variable compensation of € 1,462,560. This amount was set by the Board of Directors on the basis of an overall target achievement level of 110.8%. 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 2023 Registration Document;

- the compensation granted or paid to Mr. Nicolas Calcoen, Deputy Chief Executive Officer amounts to € 1,149,557, comprising a fixed compensation of € 420,000, benefits in kind valued at € 31,517 and a variable compensation of € 698,040. This amount was set by the Board of Directors on the basis of an overall target achievement level of 110.8%. 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 2023 Registration Document.

Details of these elements are set out in Section 2.4.3 of the 2023 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 2023 fiscal year, or granted for the same fiscal year, to Mr. Yves Perrier, Chairman of the Board of Directors from January 1st to May 12, 2023)

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 2023 fiscal year, or granted for the same fiscal year, to Mr. Yves Perrier, Chairman of the Board of Directors from January 1st to May 12, 2023, as presented in the corporate governance report and set out in section 2.4.3.2 of the Company's 2023 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 2023 fiscal year, or granted for the same fiscal year, to Mr. Philippe Brassac, Chairman of the Board of Directors as from May 12, 2023)

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 2023 fiscal year, or granted for the same fiscal year, to Mr. Philippe Brassac, Chairman of the Board of Directors as from May 12, 2023, as presented in the corporate governance report and set out in section 2.4.3.2 of the Company's 2023 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 2023 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 2023 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 2023 universal registration document.

Ninth resolution (Approval of the fixed, variable and exceptional items comprising the total compensation and benefits of any kind, paid during the 2023 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 2023 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 2023 universal registration document.

- ✓ **Tenth to thirteenth 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 2024 fiscal year, pursuant to Article L. 22-10-8 II of the French Commercial Code**

Summary: You are requested, under the tenth to thirteenth 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 2024 fiscal year, as presented in the corporate governance report and included in section 2.4.4 of the 2023 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 2024, the Board of Directors, on the advice of its Remuneration Committee, proposes the following allocation rule, unchanged compared to 2023:

- € 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 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 Mr. Philippe Brassac has again waived his right to receive any remuneration or benefits to which he may be entitled in his capacity as Chairman of the Board, as well as any remuneration due in respect of his duties as a director.

-The compensation of the Chief Executive Officer is composed of a fixed compensation amounting to € 880,000, a target variable compensation representing 150% of the fixed compensation, *i.e.* € 1,320,000, allocated for one third in the form of performance shares (€ 440,000) and for two thirds in cash, partly deferred and indexed (€ 880,000). It is specified that 70% of this total variable compensation will be determined on economic criteria and 30% on non-economic criteria. 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.* € 1,496,000, including a maximum of € 440,000 in the form of performance shares. The deferral and indexation rules comply with CRD V regulations.

-The compensation of the Deputy Chief Executive Officer is composed of a fixed compensation of € 420,000, a target variable compensation representing 150% of the fixed compensation, *i.e.* € 630,000, allocated for one third in the form of performance shares (€ 210,000) and for two thirds in cash, partly deferred and indexed (€ 420,000). It is specified that 70% of this total variable compensation will be determined on economic criteria and 30% on non-economic criteria. 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.* € 714,000, including a maximum of € 210,000 in the form of performance shares. The deferral and indexation rules comply with CRD V regulations.

All elements of this 2024 compensation policy are detailed in section 2.4.4 of the 2023 Universal Registration Document.

Tenth resolution (Approval of the compensation policy applicable to Directors for the 2024 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 2024 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 2023 universal registration document.

Eleventh resolution (Approval of the compensation policy applicable to the Chairman of the Board of Directors for the 2024 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 2024 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 2023 universal registration document.

Twelfth resolution (Approval of the compensation policy applicable to the Chief Executive Officer for the 2024 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 2024 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 2023 universal registration document.

Thirteenth resolution (Approval of the compensation policy applicable to the Deputy Chief Executive Officer for the 2024 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 2024 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 2023 universal registration document.

- ✓ **Fourteenth 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 fourteenth 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 € 2,828,517 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 2023 Universal Registration Document.

In 2023, 4 of the Group's employees, including Amundi's Chief Executive Officer and Deputy Chief Executive Officer, fell into the above-mentioned categories. In accordance with CRD V regulations, the members of the Board of Directors also fell into these categories of staff. In 2023, 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 this "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 2023 for the 2022 performance is deferred and conditional on the achievement of performance and presence targets.

The total compensation paid in 2023 to these categories of staff was € 2,828,517. It is broken down as follows:

- Fixed compensation (including compensation paid to Directors): € 2,116,448**
- Non-deferred variable compensation: € 401,704**
- Deferred variable compensation from previous years : € 235,052**
- Other compensations: € 75,313 (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 2023 Universal Registration Document.

Fourteenth 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 € 2,828,517 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.

✓ **Fifteenth to seventeenth resolutions: Ratification of the appointments of Mrs. Bénédicte Chrétien and Christine Grillet, and Mr. Gérald Grégoire as Directors**

Summary: You are requested, under the fifteenth to seventeenth resolutions, to ratify the appointments of Mrs. Bénédicte Chrétien and Christine Grillet and Mr. Gérald Grégoire as Directors of the Company to replace, respectively, Mr. Yves Perrier, Mrs. Christine Gandon and Mr. Michel Mathieu, who have resigned, for the remaining duration of their term of office, *i.e.* until the end of the General Meeting convened to approve the financial statements for the fiscal year ending December 31, 2024, the General Meeting convened to approve the financial statements for the year ended December 31, 2025 and the General Meeting convened to approve the financial statements for the year ended December 31, 2023, respectively.

Their biographies and other functions and mandates are presented in the General Meeting brochure.

Fifteenth resolution (Ratification of the appointment of Mrs. Bénédicte Chrétien as Director)

The General Meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, ratifies the appointment by the Board of Directors of Mrs. Bénédicte Chrétien as Director of the Company, to replace Mr. Yves Perrier, who resigned, for the remainder of her term of office, *i.e.*, until the end of the General Meeting convened to approve the financial statements for the fiscal year ending December 31, 2024.

Sixteenth resolution (Ratification of the appointment of Mrs. Christine Grillet as Director)

The General Meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, ratifies the appointment by the Board of Directors of Mrs. Christine Grillet as Director of the Company, to replace Mrs. Christine Gandon, who resigned, for the remainder of her term of office, *i.e.*, until the end of the General Meeting convened to approve the financial statements for the fiscal year ending December 31, 2025.

Seventeenth resolution (Ratification of the appointment of Mr. Gérald Grégoire as Director)

The General Meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary general meetings, ratifies the appointment by the Board of Directors of Mr. Gérald Grégoire as Director of the Company, to replace Mr. Michel Mathieu, who resigned, for the remainder of her

term of office, *i.e.*, until the end of the General Meeting convened to approve the financial statements for the fiscal year ending December 31, 2023.

✓ **Eighteenth to twenty-first resolutions: Renewal of the terms of Mrs. Nathalie Wright and Michèle Guibert and Messrs. Patrice Gentié and Gérald Grégoire as Directors**

Summary: The eighteenth to twenty-first resolutions ask you to reappoint Mrs. Nathalie Wright and Mrs. Michèle Guibert and Mr. Patrice Gentié and Mr. Gérald Grégoire as Directors for another term of three (3) years, which will expire at the end of the General Meeting of the Company convened to approve the financial statements for the fiscal year ending December 31, 2026.

Their biographies and other positions and corporate offices are presented in the brochure for the General Meeting.

Eighteenth resolution (Renewal of Mrs. Nathalie Wright'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. Nathalie Wright'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, 2026.

Nineteenth resolution (Renewal of Mrs. Michèle Guibert'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. Michèle Guibert'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, 2026.

Twentieth resolution (Renewal of Mr. Patrice Gentié'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 Mr. Patrice Gentié'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, 2026.

Twenty-first resolution (Renewal of Mr. Gérald Grégoire'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 Mr. Gérald Grégoire'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, 2026.

✓ **Twenty-second et twenty-third resolutions: Appointment of statutory auditors to certify sustainability information**

Summary: As part of the recent transposition into French law of Directive (EU) no. 2022/2464 on the publication of corporate sustainability reporting (CSRD), your Company, as a public-interest entity, will be required to carry out its first sustainability reporting in 2025, based on the 2024 fiscal year. In order to give this reporting a high degree of reliability, in accordance with the new applicable rules, it is planned that this sustainability information will be audited and certified.

In order to carry out this task, it is proposed, on the recommendation of the Audit Committee, that you:

- appoint MAZARS SA as statutory auditor certifying the sustainability information, for the remainder of its term of office as statutory auditor responsible for certifying the accounts, which expires at the end of the ordinary general meeting convened to approve the financial statement for the 2026 fiscal year (22nd resolution);
- appoint PRICEWATERHOUSECOOPERS AUDIT as statutory auditor certifying the sustainability information, for a period of three years, i.e. until the end of the ordinary general meeting convened to approve the financial statements for the 2026 fiscal year (23rd resolution).

Twenty-second resolution (Appointment of MAZARS as statutory auditor certifying sustainability information)

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 MAZARS SA (784 824 153 RCS Paris) as statutory auditor certifying the sustainability information, for the remainder of its term of office as statutory auditor responsible for certifying the accounts, which will expire at the end of the General Meeting of the Company's convened to approve the financial statements for the fiscal year ending December 31, 2026.

Twenty-third resolution (Appointment of PRICEWATERHOUSECOOPERS AUDIT as statutory auditor certifying sustainability information)

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 PRICEWATERHOUSECOOPERS AUDIT (672 006 483 RCS Nanterre) as statutory auditor certifying the sustainability information, for a three-year period, *i.e.*, until the end of the General Meeting convened to approve the financial statements for the fiscal year ending December 31, 2026.

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

Summary: In the twenty-fourth 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 favour at the 2022 AGM, and the progress made in implementing it received 98.26% of votes in favour in 2023.

Details are given in section 3.2.7.1 of the 2023 Universal Registration Document. This progress report is presented in the form of a table summarising 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 2023 and the progress status¹.

Twenty-fourth 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 3.2.7.1 of the Company's 2023 Universal Registration Document, gives a favourable opinion on the latter.

Twenty-fifth resolution: Authorization to the Board of Directors to trade in the Company's shares

Summary: In the twenty-fifth resolution, you are asked to renew for a further period of 18 months, the authorisation 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 authorised: 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 20,464,763 shares as at December 31, 2023;
- 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 programme: 1 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 Labor 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
- 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

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.

- 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 programme is available in chapter 4 of the Universal Registration Document.


Twenty-fifth 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 sub-delegate 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 Labor 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
- 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, 2023, a buyback limit of 20,464,763 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 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.

✓ **Twenty-sixth 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.



Twenty-sixth resolution (Powers to carry out formalities)

The General Meeting, deliberating in accordance with the quorum and majority requirements applicable to ordinary 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.



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 to 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 22, 2024 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 22, 2024 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 22, 2024 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.

Registered shareholders (pure or administered) 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.investor.uptevia.com>.

“Pure” registered shareholders should log on <https://www.investor.uptevia.com> website using the login details on the single form (*formulaire unique*) sent with the notice of meeting brochure and the password they usually use to consult their account.

“Administered” registered shareholders should log on <https://www.investor.uptevia.com> website using the login details on the single form (*formulaire unique*) sent with the notice of meeting brochure and follow the on-screen instructions on the website.

Once logged in, pure or administered registered shareholders should follow the on-screen instructions on <https://www.investor.uptevia.com> website to access the VOTACCESS website where they can request their admission card.

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

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 3, 2024 at 10:00 a.m.** The ability to request an admission card via the Internet before the General Meeting of Shareholders will end on the day before the General Meeting of Shareholders, *i.e.*, on **May 23, 2024, 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 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 21, 2024**, failing which they will not be taken into account.

ii. By Internet

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

“Pure” registered shareholders should log on <https://www.investor.uptevia.com> website using the login details on the single form (*formulaire unique*) sent with the notice of meeting brochure and the password they usually use to consult their account.

“Administered” registered shareholders should log on <https://www.investor.uptevia.com> website using the login details on the single form (*formulaire unique*) sent with the notice of meeting and follow the on-screen instructions.

Once logged in, pure or administered registered shareholders should follow the on-screen instructions on <https://www.investor.uptevia.com> website in order to access the VOTACCESS website where they will be able to vote, or appoint or revoke a proxy.

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

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 3, 2024 at 10:00 a.m.** until the day before the General Meeting of Shareholders, *i.e.*, **May 23, 2024 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 23, 2024**, 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 22, 2024**, 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 22, 2024, 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 17, 2024**. In order to be considered, these questions must be accompanied by a certificate of registration.

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

One or more shareholders representing at least the percentage of the share capital provided for by the applicable legal and regulatory provisions may request the inclusion of items or draft resolutions in the agenda under the terms provided for in Articles L. 225-105, L. 22-10-44 and R. 225-71 to R. 225-73 and R. 22-10-22 of the French Commercial Code.

Requests to include items (which must be substantiated) or draft resolutions in the agenda must be sent to the 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 mail with acknowledgement of receipt, and must be received no later than twenty-five days before the



General Meeting is held (and no later than twenty days after the date of this notice of meeting). These requests must be accompanied by:

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

In addition, shareholders are reminded that items or draft resolutions on the agenda shall only be submitted at the General Meeting if the authors send a new certificate proving the registration of their shares in the same accounts by midnight, Paris time, two business days before the General Meeting, *i.e.*, May 22, 2024.

The list of items and draft resolutions added to the agenda will be published forthwith 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

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 3, 2024** (*i.e.*, 21 days before the General Meeting of Shareholders).

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

The Board of Directors

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 511 619 085 euros
 Siège social : 91-93, Boulevard Pasteur - 75015 PARIS
 314 222 902 RCS PARIS

You wish to assist at the meeting and receive your admission card: tick the box

Assemblée Générale Ordinaire
 du 24 Mai 2024 à 10h00

Ordinary General Meeting
 On May 24th, 2024 at 10:00 am

91-93 boulevard Pasteur
 75015 Paris

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

Identifiant - Account

Nombre d'actions / Number of shares

Nominatif Registered

Porteur Bearer

Vote simple / Single vote

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

To vote by mail: Tick this box and follow instruction

JE VOTE PAR CORRESPONDANCE // I VOTE BY POST
 Cf. au verso (2) - See reverse (2)

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.

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.

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"/>	<input type="checkbox"/>	Oui / Yes <input type="checkbox"/>	<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"/>	<input type="checkbox"/>	Non / No <input type="checkbox"/>	<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"/>	<input type="checkbox"/>	Oui / Yes <input type="checkbox"/>	<input type="checkbox"/>
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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"/>	<input type="checkbox"/>	Oui / Yes <input type="checkbox"/>	<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"/>	<input type="checkbox"/>	Non / No <input type="checkbox"/>	<input type="checkbox"/>
41	42	43	44	45	46	47	48	49	50	I	J
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"/>	<input type="checkbox"/>	Oui / Yes <input type="checkbox"/>	<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"/>	<input type="checkbox"/>	Non / No <input type="checkbox"/>	<input type="checkbox"/>
51	52	53	54	55	56	57	58	59	60	K	L
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"/>	<input type="checkbox"/>	Oui / Yes <input type="checkbox"/>	<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"/>	<input type="checkbox"/>	Non / No <input type="checkbox"/>	<input type="checkbox"/>

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

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)

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

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

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.....

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 21/05/2024
 à la société / to the company

Notice of the 2024 Shareholders meeting

« Si le formulaire est renvoyé daté et signé mais qu'aucun choix n'est coché (carte d'admission / vote par correspondance / pouvoir au président / pouvoir à mandataire), cela vaut automatiquement pouvoir au Président de l'assemblée générale »
 'If the form is returned dated and signed but no choice is checked (admission card / postal vote / power of attorney to the President / power of attorney to a representative), this automatically applies as a proxy to the Chairman of the General Meeting'

AMUNDI

A limited company (*société anonyme*) with share capital of € 511 619 085
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 General Meeting of Shareholders of May 24, 2024**, 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,
a trusted partner
working every day in the interest
of its clients and society**



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