Sopra Steria Group
A French Société Anonyme (limited company)
with share capital of €20,547,701
Registered Office: PAE Les Glaisins, Annecy-le-Vieux,
FR-74940 ANNECY
Head office: 6 Avenue Kleber FR-75116 Paris
326 820 065 RCS Annecy -
FR0000050809 Code ISIN

MINUTES OF THE COMBINED GENERAL MEETING OF 21ST MAY 2025

In the year two thousand and twenty-five, on the twenty-one of May, at two thirty in the afternoon, the Company's shareholders met in a Combined General Meeting at the Pavillon Dauphine, Place du Maréchal de Lattre de Tassigny, FR-75116 Paris, as duly convened by the Board of Directors, in accordance with legal and regulatory provisions.

The said notice of meeting was given by the Board of Directors by (i) a notice of meeting inserted in the Bulletin des *Annonces Légales Obligatoires* ("BALO") No. 33 of March 17, 2025, by (ii) a notice of meeting inserted in the BALO No. 53 on May 02, 2025, by a notice of meeting inserted in the *Journal d'annonces légales Eco Savoie Mont Blanc* No. 18 dated May 02, 2025 and (iv) by letter sent to all directors holding registered shares dated May 02, 2025.

An attendance sheet was drawn up and signed upon entering the meeting by all the shareholders present and by the proxies of the represented shareholders, and to which the powers of attorney of the represented shareholders were attached.

The General Meeting proceeds to form its bureau.

Mr Pierre Pasquier chairs the meeting in his capacity as Chairman of the Board of Directors.

Mr. Eric Pasquier representing Sopra-GMT and Mrs. Karen Heitzmann representing the Sopra Steria Actions Corporate Mutual Fund (FCPE) are the two shareholders with the highest number of votes. In this respect, they have been appointed as scrutineers.

Mr. Christophe Bastelica, Secretary of the Board of Directors of the Company, was appointed by the bureau as Secretary.

The attendance sheet, certified as true and fair by the members of the bureau, shows that the shareholders present, represented or having voted by mail held 16,543,837 shares, carrying 21,982,592 voting rights, out of a total of 20,547,701 shares with voting rights.

The Statutory Auditors, Aca Nexia, represented by Mrs. Sandrine Gimat and KPMG, represented by Mr. Xavier Niffle and Mr. Eric Lefebvre were duly convened and are present.

The Sustainability Auditors, Aca Nexia, represented by Mrs. Sandrine Gimat and De Saint Front firm, represented by Mrs. Pauline de Saint Front, were duly convened and are present too.

Also present is Mr. Cyril Malargé, in his capacity as Chief Executive Officer.

The quorum (i.e. more than one quarter of the total number of shares with voting rights) was met; as such, the Meeting was duly constituted and could validly conduct business.

The Chairman submitted the following documents to the officers of the Meeting, making them available to shareholders:

- The attendance sheet for the General Meeting,
- The Company's updated Articles of Association,
- The powers of attorney of the shareholders represented by proxies as well as the forms for voting by post,
- A copy of the notice of meeting sent to the Statutory Auditors, to the Sustainability Auditors and the representative of the Social and Economic Committee,
- The notice of meeting and the notice of convocation inserted and published respectively in the BALO n°33 of March 17, 2025 and n°53 of May 02, 2025,
- A copy of the notice of meeting inserted in the *Journal d'annonces légales Eco Savoie Mont Blanc* n° 18 dated May 02, 2025,
- The annual and consolidated financial statements for the year ended December 31, 2024,
- The table of financial results for the last five years,
- The reports of the Board of Directors to the General Meeting,
- The reports of the Statutory Auditors,
- The text of the resolutions proposed to the vote of the General Meeting,
- and the other documents required by law.

Next, the Chairman informed the Meeting that this Meeting had been convened in accordance with the provisions of the French Commercial Code and that all the documents and information provided for by the law and regulations, had been made available to the shareholders at the company's registered office and at the place of the administrative management of the Company from the time the Meeting was convened.

The Chairman then informs the General Meeting that the Company has not received any requests for the inclusion of items on the agenda or draft resolutions or any written questions.

He reminded the meeting that the General Meeting was called to deliberate on the following agenda:

Requiring the approval of the Ordinary General Meeting

1. Approval of the parent company financial statements for financial year 2024;
2. Granting of final discharge to the Board of Directors;
3. Approval of the consolidated financial statements for financial year 2024;
4. Appropriation of earnings for financial year 2024 and setting of the dividend;
5. Approval of agreements relating to the provisions of Article L. 225-38 of the French Commercial Code;
6. Approval of disclosures relating to the compensation of company officers mentioned in Section I of Article L. 22-10-9 of the French Commercial Code, in accordance with Section I of Article L. 22-10-34 of the French Commercial Code;
7. Approval of the fixed, variable and exceptional items of compensation making up the total compensation and benefits of any kind paid during the financial year ended 31 December 2024 or allotted in respect of that period to Pierre Pasquier, Chairman of the Board of Directors;

8. Approval of the fixed, variable and exceptional items of compensation making up the total compensation and benefits of any kind paid during the financial year ended 31 December 2024 or allotted in respect of that period to Cyril Malargé, Chief Executive Officer;
9. Approval of the compensation policy for the Chairman of the Board of Directors;
10. Approval of the compensation policy for the Chief Executive Officer;
11. Approval of the compensation policy for Directors for their service;
12. Decision setting the total annual amount of compensation awarded to Directors for their service at €700,000;
13. Reappointment of Sonia Criseo as a Director for a term of office of four years;
14. Reappointment of Yves de Talhouët as a Director for a term of office of four years;
15. Reappointment of Rémy Weber as a Director for a term of office of four years;
16. Appointment of Charlotte Dennery as a Director for a term of office of two years;
17. Appointment of Astrid Anciaux as a Director representing employee shareholders for a term of office of four years;
18. Authorisation to be granted to the Board of Directors to trade in the Company's shares up to a maximum of 10% of the share capital;

Requiring the approval of the Extraordinary General Meeting

19. Authorisation to be granted to the Board of Directors to allot existing or new free shares to employees and/or company officers of the Company and/or affiliated companies, subject to an upper limit of 1.1% of the share capital, entailing the waiver by the shareholders of their pre-emptive subscription right;
20. Delegation of authority to be granted to the Board of Directors to increase the share capital, without pre-emptive subscription rights for existing shareholders, via issues to persons employed by the Company or by an affiliated company, subject to enrolment in a company savings plan, up to a maximum of 2% of the share capital;
21. Amendment to Article 16 of the Articles of Association concerning the counting, for the purpose of calculating the quorum and the majority, of Directors who participate in Board meetings by means of telecommunication to remove the restriction regarding the approval of the financial statements and writing of reports of the Board of Directors;

Requiring the approval of the Ordinary General Meeting

22. Powers granted to carry out formalities.

The Chairman then proposes not to read exhaustively the Management Reports and other special reports prepared by the Board of Directors, the entirety of which appears in the Company's 2024 universal registration document and made available to shareholders.
The floor is then given to Mr. Cyril Malargé, Managing Director of the Company, to present the essential elements of the management report concerning the activity of Sopra Steria Group in 2024.
The President then gives the floor to Sandrine Gimat of Aca Nexia and Xavier Niffle and Eric Lefebvre of KPMG, to read out their reports. They report that the consolidated and parent company financial statements were certified without reservation or observation. Pauline de Saint-Front presents the sustainability report.

The Chairman opens the discussion and answers questions from shareholders.

It is recalled that resolutions falling within the competence of the Ordinary General Meeting require a quorum of one fifth of the shares having voting rights and a majority of the votes available to the shareholders present or represented, while those falling within the Extraordinary General Meeting require a quorum of one quarter of the shares having voting rights and a two-thirds majority of the votes available to the shareholders present or represented.

As no one requested the floor, the following resolutions were put to the vote in succession:

Requiring the approval of the Ordinary General Meeting

Resolution 1
(Approval of the parent company financial statements for financial year 2024)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, and having reviewed the Board of Directors' reports and the Statutory Auditors' report, approve the parent company financial statements for the financial year ended 31 December 2024 as they were presented, which show a net profit of €176,642,331.67.

The shareholders at the General Meeting also approve the transactions reflected in these financial statements and/or summarised in the reports. The shareholders at the General Meeting also approve the amount of expenses not deductible for corporate income tax purposes, as defined in Article 39-4 of the French General Tax Code, which amounted to €919,310, and the corresponding tax expense of €237,412.

This resolution was adopted by 21,944,189 votes FOR, 1,651 votes AGAINST and 36,477 ABSTENTIONS.

Resolution 2
(Granting of final discharge to the Board of Directors)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, and having reviewed the Board of Directors' reports and the 2024 parent company financial statements, discharge the Board of Directors with regard to its management for the 2024 financial year.

This resolution was adopted by 17,261,477 votes FOR, 4,664,046 votes AGAINST and 56,947 ABSTENTIONS.

Resolution 3
(Approval of the consolidated financial statements for financial year 2024)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, and having reviewed the Board of Directors' reports and the Statutory Auditors' report, approve the consolidated financial statements for the financial year ended 31 December 2024, which show a consolidated net profit (attributable to the Group) of €250,958,068, as well as the transactions reflected in these consolidated financial statements and/or summarised in the reports.

This resolution was adopted by 21,943,417 votes FOR, 2,490 votes AGAINST and 36,474 ABSTENTIONS.

Resolution 4
(Appropriation of earnings for financial year 2024 and setting of the dividend)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, and having reviewed the Board of Directors' reports and the Statutory Auditors' report, note that the net profit available for distribution, determined as follows, stands at:

Profit for the year	€176,642,331.67
Transfer to the legal reserve	€—
Prior unappropriated retained earnings	€851,647.50
DISTRIBUTABLE PROFIT	€177,493,979.17

and resolve, after acknowledging the consolidated net profit attributable to the Group amounting to €250,958,068, to appropriate this profit as follows:

Dividends (based on a dividend per share of €4.65)	€95,546,809.65
Discretionary reserves	€81,947,169.52
Retained earnings	€—
TOTAL	€177,493,979.17

It should be noted that individuals resident in France for tax purposes are subject to a single flat-rate tax of 30% on this dividend, unless they opt to have this income taxed at the progressive income tax rate. In the latter case, the entire amount thus distributed will be eligible for the 40% tax rebate resulting from the provisions of Article 158, 3. 2° of the French General Tax Code.
Since the legal reserve already stands at 10% of the share capital, no allocation to it is proposed.
The ex-dividend date is 3 June 2025 and the dividend will be payable from 5 June 2025.
In the event of a change in the number of shares with dividend rights, the total amount of the dividend will be adjusted and the amount allocated to the discretionary reserves will be determined on the basis of the total dividend amount actually distributed.

Dividends paid in respect of the past three financial years were as follows:

	2021	2022	2023
Dividend per share	€3.20	€4.30	€4.65
Number of dividend-bearing shares	20,527,488	20,511,261	20,364,551
Dividends paid*	€65,687,961.60	€88,175,683.90	€94,695,162.15

** Amount not including the portion of the dividend corresponding to treasury shares not paid out.*

This resolution was adopted by 21,979,011 votes FOR, 2,766 votes AGAINST and 593 ABSTENTIONS.

Resolution 5
(Approval of agreements relating to the provisions of Article L. 225-38 of the French Commercial Code)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, and having reviewed the Statutory Auditors' special report on the agreements relating to the provisions of Article L. 225-38 of the French Commercial Code, approve these agreements concluded during the financial year ended 31 December 2024 as well as this report in all their provisions.

This resolution was adopted by 13,210,820 votes FOR, 247,027 votes AGAINST and 1,402 ABSTENTIONS.

Resolution 6
(Approval of disclosures relating to the compensation of company officers mentioned in Section I of Article L. 22-10-9 of the French Commercial Code, in accordance with Article L. 22-10-34, I of the French Commercial Code)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, in accordance with Article L. 22-10-34, I of the French Commercial Code, and after having reviewed the report on corporate governance prepared by the Board of Directors, approve the disclosures stated in Section I of Article L. 22-10-9 of the French Commercial Code and as presented in the report.

This resolution was adopted by 21,634,221 votes FOR, 346,456 votes AGAINST and 1,777 ABSTENTIONS.

Resolution 7

(Approval of the fixed, variable and exceptional items of compensation making up the total compensation and benefits of any kind paid during financial year 2024 or allotted in respect of that period to Pierre Pasquier, Chairman of the Board of Directors)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, in accordance with Article L. 22-10-34, II of the French Commercial Code, and after having reviewed the report on corporate governance prepared by the Board of Directors, approve the fixed, variable and exceptional items of compensation making up the total compensation and benefits of any kind paid during the financial year ended 31 December 2024 or allotted in respect of that period to Pierre Pasquier in his capacity as Chairman of the Board of Directors, and as presented in the report.

This resolution was adopted by 21,653,053 votes FOR, 327,096 votes AGAINST and 2,292 ABSTENTIONS.

Resolution 8

(Approval of the fixed, variable and exceptional items of compensation making up the total compensation and benefits of any kind paid during financial year 2024 or allotted in respect of that period to Cyril Malargé, Chief Executive Officer)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, in accordance with Article L. 22-10-34, II of the French Commercial Code, and after having reviewed the report on corporate governance prepared by the Board of Directors, approve the fixed, variable and exceptional items of compensation making up the total compensation and benefits of any kind paid during the financial year ended 31 December 2024 or allotted in respect of that period to Cyril Malargé in his capacity as Chief Executive Officer, and as presented in the report.

This resolution was adopted by 20,938,900 votes FOR, 1,038,263 votes AGAINST and 5,278 ABSTENTIONS.

Resolution 9

(Approval of the compensation policy for the Chairman of the Board of Directors)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, in accordance with Article L. 22-10-8, II of the French Commercial Code, and after having reviewed the report on corporate governance prepared by the Board of Directors, approve the compensation policy for the Chairman of the Board of Directors for his service and as presented in the report.

This resolution was adopted by 20,673,540 votes FOR, 818,956 votes AGAINST and 489,975 ABSTENTIONS.

Resolution 10

(Approval of the compensation policy for the Chief Executive Officer)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, in accordance with Article L. 22-10-8, II of the French Commercial Code, and after having

reviewed the report on corporate governance prepared by the Board of Directors, approve the compensation policy for the Chief Executive Officer for his service and as presented in the report.

This resolution was adopted by 20,264,170 votes FOR, 1,225,443 votes AGAINST and 492,834 ABSTENTIONS.

Resolution 11

(Approval of the compensation policy for Directors for their service)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, in accordance with Article L. 22-10-8, II of the French Commercial Code, and after having reviewed the report on corporate governance prepared by the Board of Directors, approve the compensation policy for Directors for their service and as presented in the report.

This resolution was adopted by 21,960,063 votes FOR, 17,098 votes AGAINST and 2,963 ABSTENTIONS.

Resolution 12

(Decision setting the total annual amount of compensation awarded to Directors for their service at €700,000)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, resolve, pursuant to Article L. 225-45 of the French Commercial Code, to set the total annual amount of compensation awarded to Directors for their service, to be allocated by the Board, at €700,000.

This resolution was adopted by 21,961,137 votes FOR, 16,578 votes AGAINST and 2,409 ABSTENTIONS.

Resolution 13

(Reappointment of Sonia Criseo as a Director for a term of office of four years)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, note that the directorship of Sonia Criseo will end at the close of this General Meeting and resolve, on the recommendation of the Board of Directors, to renew her directorship for a term of office of four years ending at the close of the General Meeting to be called to approve the financial statements for the year ending 31 December 2028.

This resolution was adopted by 21,826,164 votes FOR, 151,718 votes AGAINST and 2,175 ABSTENTIONS.

Resolution 14

(Reappointment of Yves de Talhouët as a Director for a term of office of four years)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, note that the directorship of Yves de Talhouët will end at the close of this General Meeting and resolve, on the recommendation of the Board of Directors, to renew his directorship for a term of office of four years ending at the close of the General Meeting to be called to approve the financial statements for the year ending 31 December 2028.

This resolution was adopted by 21,529,597 votes FOR, 448,525 votes AGAINST and 1,908 ABSTENTIONS.

Resolution 15

(Reappointment of Rémy Weber as a Director for a term of office of four years)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, note that the directorship of Rémy Weber will end at the close of this General Meeting and resolve, on the recommendation of the Board of Directors, to renew his directorship for a term of office of four years ending at the close of the General Meeting to be called to approve the financial statements for the year ending 31 December 2028.

This resolution was adopted by 21,545,093 votes FOR, 433,099 votes AGAINST and 1,910 ABSTENTIONS.

Resolution 16

(Appointment of Charlotte Dennery as a Director for a term of office of two years)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, decide, on the recommendation of the Board of Directors, and as provided for in Article 14 of the Company's Articles of Association, to appoint Charlotte Dennery as a new Director for a term of office of two years ending at the close of the General Meeting to be called to approve the financial statements for the financial year ending 31 December 2026.

This resolution was adopted by 21,936,406 votes FOR, 44,079 votes AGAINST and 1,986 ABSTENTIONS.

Resolution 17

(Appointment of Astrid Anciaux as a Director representing employee shareholders for a term of office of four years)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, note that the directorship of Astrid Anciaux, a Director representing employee shareholders, will end at the close of this General Meeting and resolve, on the recommendation of the Board of Directors, and as provided for in Article 14 of the Company's Articles of Association, to appoint Astrid Anciaux as a Director representing employee shareholders for a term of office of four years ending at the close of the General Meeting to be called to approve the financial statements for the year ending 31 December 2028.

This resolution was adopted by 21,959,057 votes FOR, 21,715 votes AGAINST and 1,567 ABSTENTIONS.

Resolution 18

(Authorisation to be granted to the Board of Directors to trade in the Company's shares up to a maximum of 10% of the share capital)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, and having reviewed the Board of Directors' report, in accordance with the provisions of Articles L. 22-10-62 et seq. of the French Commercial Code:

1. authorise the Board of Directors, except during a public tender offer for the Company's shares, to buy back shares in the Company or arrange to have shares in the Company bought back, on one or more occasions, up to a maximum of 10% of the total number of shares making up the Company's share capital at the time of the buyback;

2. approve the authorised transactions with the following limits: resolve that the funds set aside for share buybacks may not exceed, for guidance purposes and based on the share capital at 31 December 2024, €616,431,000, corresponding to 2,054,770 ordinary shares, with this maximum amount potentially being adjusted to take into account the amount of the share capital on the day of the General Meeting or subsequent transactions;

3. in the event that the Board makes use of this authorisation:

3.1. resolve that shares may be bought back for the following purposes:

3.1.1. to obtain market-making services from an investment services provider acting independently under the terms of a liquidity agreement entered into in compliance with the AMF's accepted market practice,

3.1.2. to award, sell or transfer shares in the Company to employees and/or company officers of the Group, in order to cover share purchase option plans and/or free share plans (or similar plans) as well as any allotments of shares under a company or Group savings plan (or similar plan) in connection with a profit-sharing mechanism, and/or any other forms of share allotment to the Group's employees and/or company officers,

3.1.3. to retain the shares bought back (subject to an upper limit of 5% of the number of shares making up the share capital at the time of the buyback), in order to exchange them or tender them as consideration at a later date for a merger, spin-off or contribution of assets and, more generally, for external growth transactions,

3.1.4. to deliver the shares bought back, upon the exercise of rights attaching to securities giving access to the Company's share capital through redemption, conversion, exchange, tender of warrants or any other means, as well as to execute any transaction covering the Company's obligations relating to those securities,

3.1.5. to retire shares bought back by reducing the share capital, pursuant to Resolution 21 submitted for approval at the General Meeting of 21 May 2024,

3.1.6. to implement any market practice accepted by the AMF; and in general, to perform any operation that complies with regulations in force,

3.2. resolve that shares may be bought back by any means, such as on the stock market or over the counter, including block purchases or through the use of derivatives, at any time, subject to compliance with regulations in force;

4. resolve that the maximum price per share paid for shares bought back be set at €300, it being specified that in the event of any share capital transactions, including in particular capitalisation of reserves, free share awards and/or stock splits or reverse stock splits, this price will be adjusted proportionately;

5. grant all powers to the Board of Directors, including the ability to subdelegate these powers, in order to implement this authorisation, to determine the terms and conditions of share buybacks, to make the necessary adjustments, to place any stock market orders, to enter into any and all agreements, to carry out all formalities and file all declarations with the AMF, and generally to take any and all other actions required;

6. set the duration of this authorisation for a period of 18 months with effect from the date of this General Meeting and acknowledge that this authorisation supersedes, in relation to the unused portion, any previous authorisation having the same purpose.

This resolution was adopted by 21,929,998 votes FOR, 30,128 votes AGAINST and 19,997 ABSTENTIONS.

Requiring the approval of the Extraordinary General Meeting

Resolution 19

(Authorisation to be granted to the Board of Directors to allot existing or new free shares to employees and/or company officers of the Company and affiliated companies, subject to an upper limit of 1.1% of the share capital, entailing the waiver by the shareholders of their pre-emptive subscription right)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Extraordinary General Meetings, and having reviewed the Board of Directors' report and the Statutory Auditors' special report, in accordance with the provisions of Articles L. 225-197-1, L. 225-197-2 et seq., L. 22-10-49, L. 22-10-59, L. 22-10-60 and L. 22-10-62 of the French Commercial Code and Article L. 341-4 of the French Social Security Code:

1. authorise the Board of Directors to carry out one or more bonus issues, at its discretion, either of existing shares in the Company or of shares to be issued in the future, for the benefit of eligible employees and company officers (as defined in Articles L. 225-197-1 II-1 and L. 22-10-59 of the French Commercial Code) of the Company and any affiliated companies under the conditions laid down in Article L. 225-197-2 of the French Commercial Code, or for the benefit of certain categories of such individuals;

2. establish as follows the limits of the issues thus authorised:

2.1. this authorisation may not give access to a total number of shares representing more than 1.1% of the Company's share capital (as assessed on the date on which the Board of Directors decides to make the award),

2.2. it being specified that this will be supplemented by any additional number of shares to be issued to protect the rights of holders of securities or other rights giving access to the share capital of the Company, in accordance with legal and regulatory provisions and any contractual clauses providing for other adjustments;

3. in the event that the Board makes use of this authorisation:

3.1. resolve that the number of shares that may be granted to the Company's executive company officers may not represent more than 5% of the limit of 1.1% set in the paragraph above,

3.2. resolve that:

3.2.1. shares will vest to their recipients at the end of a vesting period whose duration shall be set by the Board of Directors; this duration may not, however, be less than three years with effect from the date of the decision to allot the shares in question,

3.2.2. and recipients must, if the Board of Directors deems it useful or necessary, retain the shares in question for the periods freely set by the Board;

4. resolve that, where the recipient is disabled and falls into the second or third categories set out in Article L. 341-4 of the French Social Security Code, the shares in question shall vest to that recipient before the remaining term of the vesting period has ended, and shall be immediately transferable;

5. formally note that, with regard to shares to be issued in the future:

5.1. this authorisation shall result, at the end of the vesting period, in a capital increase by way of capitalisation of reserves, earnings, issue premiums or other amounts that may be capitalised for the benefit of the recipients of those shares, as well as the corresponding waiver by shareholders of their rights to that portion of reserves, earnings, premiums or other amounts thus capitalised,

5.2. and this authorisation shall automatically entail the waiver by shareholders, for the benefit of the recipients of the aforementioned shares, of their pre-emptive subscription rights. The corresponding capital increase shall be deemed to have been completed when the shares vest to the recipients;

6. accordingly, grant all powers to the Board of Directors, within the limits set out above, to put this resolution into effect, and in particular to:

6.1. determine the identity of the recipients of shares to be allotted and the number of shares to be allotted to each,

6.2. decide on the holding requirements that may apply by law in regard to eligible company officers, in accordance with the last paragraph of Article L. 225-197-1 II and with Article L. 22-10-59 of the French Commercial Code,

6.3. set the dates and terms governing the allotment of the shares in question, including in particular the period at the end of which the shares will vest as well as, where applicable, the required holding period,

6.4. determine the conditions related to the performance of the Company, the Group or any of its entities that would apply to the allocation of shares to the Company's executive company officers and, where applicable, those that would apply to the allocation of shares to employees as well as the criteria according to which such shares would be granted, with the stipulation that any shares granted without performance conditions may not be granted to the Company's Chief Executive Officer and may not exceed 10% of the amount of awards authorised by the General Meeting,

6.5. determine whether the shares allotted free of charge are shares to be issued or existing shares, and:

6.5.1. where new shares are issued, check that there are sufficient reserves and, upon each allotment, transfer to a reserve not available for distribution the amounts needed to pay up the new shares to be issued, increase the share capital by capitalising reserves, earnings, premiums or other amounts that may be capitalised, determine the type and amount of any reserves, earnings or premiums to be capitalised in consideration of the aforementioned shares, certify the completion of increases in the share capital, determine the vesting date of newly issued shares (which may be retrospective), amend the Articles of Association accordingly,

6.5.2. where existing shares are allotted, acquire the necessary shares under the conditions laid down in law, and take any and all action required to successfully complete the transactions,

6.6. allow the option, where applicable, during the vesting period, to adjust the number of bonus shares allotted in accordance with any transactions affecting the Company's equity, so as to protect the rights of recipients; any shares allotted pursuant to such adjustments shall, however, be deemed to have been allotted on the same date as the initially allotted shares,

6.7. more generally, with the option to subdelegate these powers under the conditions laid down by law and by the Company's Articles of Association, take any steps and complete any formalities required for the issuance, listing and management of securities issued under the terms of this authorisation and for the exercise of any associated rights and to make all appropriate arrangements and enter into any agreement required to complete the envisaged share allotments;

7. set the duration of this authorisation for a period of 38 months with effect from the date of this General Meeting and acknowledge that this authorisation supersedes, in relation to the unused portion, any previous authorisation having the same purpose

This resolution was adopted by 20,667,078 votes FOR, 818,402 votes AGAINST and 488,892 ABSTENTIONS.

Resolution 20

(Delegation of authority to be granted to the Board of Directors to increase the share capital, without pre-emptive subscription rights for existing shareholders, via issues to persons employed by the Company or by an affiliated company, subject to enrolment in a company savings plan, up to a maximum of 2% of the share capital)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Extraordinary General Meetings, and having reviewed the Board of Directors' report and the Statutory Auditors' special report, in accordance with the provisions of Articles L. 3332-18 to L. 3332-24 of the French Labour Code as well as the provisions of the French Commercial Code, in particular its Articles L. 225-129-2, L. 22-10-49, L. 225-129-6, L. 225-138-1, L. 228-91 et seq.:

1. delegate authority to the Board of Directors to decide on the issuance, on one or more occasions, of:

1.1. ordinary shares, or

1.2. equity securities giving access to other equity securities issued by the Company,

reserved for members of a company savings plan offered by the Company or by any French or foreign company or group affiliated with the Company, within the meaning of Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French Labour Code (the "Recipients");

2. establish as follows the limits of the issues thus authorised:

2.1. resolve that this delegation of authority may not give access to a total number of shares representing more than 2% of the Company's share capital (as assessed at the date when the Board of Directors makes use of this delegation of authority),

2.2. it being specified that this will be supplemented by any additional number of shares to be issued to protect the rights of holders of securities or other rights giving access to the share capital of the Company, in accordance with legal and regulatory provisions and any contractual clauses providing for other adjustments;

3. in the event that the Board makes use of this delegation of authority:

3.1. resolve to disapply, for the benefit of the Recipients, the pre-emptive right of existing shareholders to subscribe for the ordinary shares or other securities that may be issued under this delegation of powers,

3.2. resolve that if the subscriptions obtained do not absorb the entirety of an issue of securities, the capital increase will be limited to the amount of subscriptions received;

4. resolve that the subscription price of securities issued under this resolution may not be:

4.1. higher than the average of the listed share price over the 20 trading days preceding the date of the decision setting the opening date of the subscription period decided by the Board of Directors,

4.2. or lower than this average less the maximum discount required by the laws and regulations in force at the date of the Board of Directors' decision, with the stipulation that the Board of Directors may adjust or remove this discount if it deems necessary in order to take into account, in particular, locally applicable legal, accounting, tax and workforce-related systems;

5. resolve that the Board of Directors may provide for the allotment of shares or of other securities giving access to the Company's share capital, whether to be issued or already issued, to the Recipients free of charge, in lieu of all or a portion of the employer contribution and/or the discount mentioned above, within the limits set forth in Articles L. 3332-11 and L. 3332-21 of the French Labour Code, it being specified that the maximum aggregate nominal amount of capital increases that may be carried out in line with these allotments will count towards the limit of 2% of the Company's share capital referred to above;

6. formally note that, with regard to shares to be issued in lieu of some or all of the employer contribution and/or the discount, the Board of Directors may decide to increase the share capital accordingly by capitalising reserves, earnings, issue premiums or other amounts that may be capitalised for the benefit of the Recipients, thus entailing:

6.1. the corresponding waiver by the shareholders of that portion of reserves, earnings, premiums or other amounts thus capitalised, and

6.2. the automatic waiver by the shareholders of their pre-emptive subscription right. The corresponding capital increase shall be deemed to have been completed when the shares vest to the Recipients;

7. grant full powers to the Board of Directors, with the ability to sub-delegate these powers, to implement this delegation of authority as provided by law, and in particular to complete all legal formalities and execute all legal instruments to record the capital increases carried out pursuant to this authorisation, amend the Articles of Association accordingly and, more generally, take whatever action is required;

8. set the duration of this delegation of powers for a period of 26 months with effect from the date of this General Meeting and acknowledge that this delegation of powers supersedes, in relation to the unused portion, any previous delegation of powers having the same purpose.

This resolution was adopted by 21,657,818 votes FOR, 315,098 votes AGAINST and 1,480 ABSTENTIONS.

Resolution 21

(Amendment to Article 16 of the Articles of Association concerning the counting, for the purpose of calculating the quorum and the majority, of Directors who participate in Board meetings by means of telecommunication to remove the restriction regarding approving the financial statements and writing of reports of the Board of Directors)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Extraordinary General Meetings, and having reviewed the Board of Directors' report, resolve to allow Directors to participate in all decisions of the Board of Directors by a means of telecommunications, with no restriction as to the nature of the decision and consequently to suspend the tenth Paragraph of Article 16, "Organisation of the Board of Directors" of the Articles of Association, which shall now read as follows:

"The Board of Directors shall meet as often as required by the Company's interests, pursuant to a notice of meeting given by its Chairman. The Chief Executive Officer or, if the Board has not met for at least two months, at least one third of the Directors, may request the Chairman to convene a Board of Directors' meeting to deliberate on a specific agenda. The Chairman shall be required to comply with such request.

Notices of meetings may be issued by any means, including orally, in principle at least twenty-four hours in advance.

Meetings shall be held at the registered office or at any other place specified in the notice of meeting.

In exceptional cases, the Board of Directors may adopt, by means of a written consultation, certain decisions provided for by the regulations in force.

The Board can only validly conduct business in the presence of at least half the Directors. Decisions shall be adopted by a majority vote of the members present or represented.

In the event of a tie, the Chairman of the Board of Directors shall have the casting vote. If the Chairman of the Board of Directors is not present, the meeting Chairman shall have no casting vote in the event of a tie.

An attendance sheet is signed by the Directors taking part in the Board meeting, either in person or by proxy.

Internal rules and regulations shall be defined for the Board of Directors.

These internal rules and regulations may include a provision whereby Directors who participate in the Board meeting by videoconference or any other means of telecommunication that enables them to be identified and effectively participate, as required by law, shall be considered to be present for the purpose of calculating the quorum and majority.

The decisions of the Board of Directors shall be recorded in minutes prepared in accordance with legal provisions in force and signed by the Chairman of the meeting and at least one Director. If the Chairman of the meeting is unable to act, the minutes shall be signed by at least two Directors.

Copies or extracts of these minutes shall be certified by the Chairman of the Board of Directors, the Chief Executive Officer, a Director temporarily appointed to act as Chairman or an agent authorised for such purpose."

This resolution was adopted by 21,962,587 votes FOR, 9,579 votes AGAINST and 2,169 ABSTENTIONS.

Requiring the approval of the Ordinary General Meeting

Resolution 22

(Powers granted to carry out formalities)

The shareholders at the General Meeting, having fulfilled the quorum and majority requirements for Ordinary General Meetings, give all powers to the bearer of an original or copy of the minutes of this Meeting to carry out all legally required formalities.

This resolution was adopted by 21,978,694 votes FOR, 365 votes AGAINST and 1,045 ABSTENTIONS.

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As we have covered all items on the agenda and there are no further requests to speak, the Chairman hereby declares this meeting closed.
These minutes were drawn up and, after they had been read, were signed by the Chairman, the scrutineers and the secretary.

There being no further business to conduct and no one requesting the floor, the Chairman declares the meeting closed.
These minutes have been drawn up and certified as a true copy by the Chairman of the Board of Directors.

Paris, May 21, 2025,

Certified true copy of the original
by the Chairman of the Board of Directors,
Mr Pierre Pasquier