

Constellium SE
Societas Europaea with a share capital of 2,936,397.68 euros
Registered office: Washington Plaza, 40-44 rue Washington, 75008 Paris, France
831 763 743 R.C.S. Paris
(the “Company”)

ANNUAL GENERAL MEETING, ORDINARY AND EXTRAORDINARY, OF 15 MAY 2025
(the “Shareholders’ Meeting”)

Report of the Board of Directors

Proposed resolutions and explanatory statements

Each resolution is preceded by an introductory paragraph explaining the reasons for each proposed resolution. All these explanatory paragraphs constitute the report of the Board of Directors to the Shareholders’ Meeting.

AGENDA

ORDINARY PART OF THE MEETING:

1. Appointment of Mr. Bradley Soultz as a director for a term of three years
2. Re-appointment of Mr. Emmanuel Blot as a director for a term of three years
3. Re-appointment of Ms. Martha Brooks as a director for a term of three years
4. Re-appointment of Ms. Lori Walker as a director for a term of three years
5. Approval of the statutory financial statements and transactions for the fiscal year ended 31 December 2024
6. Approval of the consolidated financial statements and transactions for the fiscal year ended 31 December 2024
7. Discharge (*quitus*) of the directors, the Chief Executive Officer, and the Statutory Auditors of the Company in respect of the performance of their duties for the fiscal year ended 31 December 2024
8. Allocation of the results of the Company for the fiscal year ended 31 December 2024
9. Re-appointment of PricewaterhouseCoopers Audit and appointment of RSM France as the Statutory Auditors
10. Appointment of PricewaterhouseCoopers Audit as a Statutory Auditor in charge of certifying the consolidated sustainability information
11. Authorization to be given to the Board of Directors for the repurchase by the Company of its own shares in accordance with article L. 225-209-2 of the French Commercial Code

EXTRAORDINARY PART OF THE MEETING:

12. Authorization to be given to the Board of Directors to reduce the Company’s share capital by cancelling shares acquired pursuant to the authorization for the Company to repurchase its own shares in accordance with the provisions of article L. 225-209-2 of the French Commercial Code
13. Authorization to be given to the Board of Directors to reduce the Company’s share capital by cancelling the shares acquired by the Company pursuant to the provisions of article L. 225-208 of the French Commercial Code
14. Delegation of competence to the Board of Directors to increase the Company’s share capital by issuance of ordinary shares or other securities, with preferential subscription rights, up to 1,468,198.84 euros (representing 50% of the share capital), for a 26 month-period

15. Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of ordinary shares or other securities, without preferential subscription rights, by way of a public offering other than within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, up to 880,919 euros (representing 30% of the share capital), for a 26 month-period
16. Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of ordinary shares or other securities, without preferential subscription rights, by way of an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, up to 587,279.54 euros (representing 20% of the share capital), for a 26 month-period
17. Delegation of competence to the Board of Directors to increase the number of shares issued in case of a capital increase, without preferential subscription rights, by way of a public offering other than within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, in accordance with article L. 225-135-1 of the French Commercial Code, by up to 15%, for a 26 month-period
18. Delegation of competence to the Board of Directors to increase the number of shares issued in case of a capital increase, without preferential subscription rights, by way of an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, in accordance with article L. 225-135-1 of the French Commercial Code, by up to 15%, for a 26 month-period
19. Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of new shares of the Company to participants to an employee savings plan without preferential subscription rights, up to 29,363.98 euros (representing 1% of the share capital), for a 26 month-period
20. Amendment of article 13 of the articles of association
21. Amendment of article 20 of the articles of association
22. Powers to carry out formalities

ORDINARY PART OF THE MEETING

RESOLUTION / PROPOSAL 1

Appointment of Mr. Bradley Soultz as a director for a term of three years

It is proposed to the Shareholders' Meeting to appoint Mr. Bradley Soultz as a director, for a three year term, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2027, with his mandate expiring at the end of such shareholders' meeting.

The Board of Directors recommends the appointment of Mr. Bradley Soultz in view of his extensive global management experience and expertise in the aluminum industry.

Detailed information on Mr. Bradley Soultz is set forth in **Annex A** to this report.

FIRST RESOLUTION

Appointment of Mr. Bradley Soultz as a director for a term of three years

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, having examined the report of the Board of Directors,

decides to appoint Mr. Bradley Soultz as a director for a term of three years, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2027.

RESOLUTION / PROPOSAL 2

Re-appointment of Mr. Emmanuel Blot as a director for a term of three years

It is proposed to the Shareholders' Meeting to re-appoint Mr. Emmanuel Blot as a director, for a three-year term, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2027, with his mandate expiring at the end of such shareholders' meeting.

The Board of Directors recommends the re-appointment of Mr. Emmanuel Blot in view of his significant experience in finance and financial markets. Pursuant to an amended and restated shareholders' agreement dated 29 May 2013 between the Company and Bpifrance Participations (f/k/a Fonds Stratégique d'Investissement), Mr. Emmanuel Blot was designated as a nominee by Bpifrance Participations.

Detailed information on Mr. Emmanuel Blot is set forth in **Annex B** to this report.

SECOND RESOLUTION

Re-appointment of Mr. Emmanuel Blot as a director for a term of three years

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, having examined the report of the Board of Directors,

decides to re-appoint Mr. Emmanuel Blot as a director for a term of three years, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2027.

RESOLUTION / PROPOSAL 3

Re-appointment of Ms. Martha Brooks as a director for a term of three years

It is proposed to the Shareholders' Meeting to re-appoint Ms. Martha Brooks as a director, for a three-year term, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2027, with her mandate expiring at the end of such shareholders' meeting.

The Board of Directors recommends the re-appointment of Ms. Martha Brooks in view of her extensive knowledge of the aluminium industry and transportation sector.

Detailed information on Ms. Martha Brooks is set forth in **Annex C** to this report.

THIRD RESOLUTION

Re-appointment of Ms. Martha Brooks as a director for a term of three years

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, having examined the report of the Board of Directors,

decides to re-appoint Ms. Martha Brooks as a director for a term of three years, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2027.

RESOLUTION / PROPOSAL 4

Re-appointment of Ms. Lori Walker as a director for a term of three years

It is proposed to the Shareholders' Meeting to re-appoint Ms. Lori Walker as a director, for a three-year term, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2027, with her mandate expiring at the end of such shareholders' meeting.

The Board of Directors recommends the re-appointment of Ms. Lori Walker in view of her extensive experience with financial reporting, risk management, and as audit committee financial expert.

Detailed information on Ms. Lori Walker is set forth in **Annex D** to this report.

FOURTH RESOLUTION

Re-appointment of Ms. Lori Walker as a director for a term of three years

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, having examined the report of the Board of Directors,

decides to re-appoint Ms. Lori Walker as a director for a term of three years, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2027.

RESOLUTIONS / PROPOSALS 5 AND 6

Approval of the financial statements (statutory and consolidated) for the fiscal year ended 31 December 2024

The proposed 5th and 6th resolutions submit to shareholders for approval:

- (i) the statutory financial statements of the Company for the fiscal year ended 31 December 2024 prepared in accordance with French accounting principles (French GAAP) and presented in euros, and
- (ii) the consolidated financial statements of the Company for the fiscal year ended 31 December 2024 prepared in accordance with International Financial Reporting Standards ("IFRS"), as endorsed by the European Union (EU), and presented in U.S. dollars.

The statutory and consolidated financial statements for the fiscal year ended 31 December 2024 have been commented in the management report prepared by the Board of Directors and in the reports of the Statutory Auditors of the Company, PricewaterhouseCoopers Audit and RSM Paris, which are made available to the shareholders before the Shareholders' Meeting.

The statutory and consolidated financial statements for the fiscal year ended 31 December 2024 record, respectively, a net loss of the Company of 39,778,517.48 euros and a net income of the group of 74,000,000 U.S. dollars.

FIFTH RESOLUTION

Approval of the statutory financial statements and transactions for the fiscal year ended 31 December 2024

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, having examined the reports of the Board of Directors and the report of the Statutory Auditors on the statutory financial statements,

approves in their entirety the statutory financial statements of the Company for the fiscal year ended 31 December 2024, which include notably the balance sheet, the income statement, and the notes, as drawn up and presented, as well as the transactions documented in these financial statements and mentioned in these reports. The Shareholders' Meeting approves the net loss of the fiscal year ended 31 December 2024 of the Company, which is of 39,778,517.48 euros.

SIXTH RESOLUTION

Approval of the consolidated financial statements and transactions for the fiscal year ended 31 December 2024

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, having examined the reports of the Board of Directors and the report of the Statutory Auditors on the consolidated financial statements,

approves in their entirety the consolidated financial statements of the Company for the fiscal year ended 31 December 2024, which include notably the consolidated income statement, the consolidated statement of financial position and the notes, as drawn up and presented, as well as the transactions documented in these financial statements and mentioned in these reports.

RESOLUTION / PROPOSAL 7

Discharge (*quitus*) of the directors, the Chief Executive Officer, and the Statutory Auditors of the Company in respect of the performance of their duties for the fiscal year ended 31 December 2024

It is proposed that the Shareholders' Meeting discharges the directors, the Chief Executive Officer, and the Statutory Auditors for the performance of their respective duties in the fiscal year ended 31 December 2024.

SEVENTH RESOLUTION

Discharge (*quitus*) of the directors, the Chief Executive Officer, and the Statutory Auditors of the Company in respect of the performance of their duties for the fiscal year ended 31 December 2024

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, **discharges** the directors, the Chief Executive Officer, and the Statutory Auditors for the performance of their duties for the fiscal year ended 31 December 2024.

RESOLUTION / PROPOSAL 8

Allocation of the results of the Company for the fiscal year ended 31 December 2024

According to the statutory financial statements of the Company for the fiscal year ended 31 December 2024, the result of that fiscal year of the Company is a net loss of 39,778,517.48 euros. The Board of Directors recommends that this net loss of 39,778,517.48 euros be allocated to the accumulated retained earnings (the balance of which was of 74,949,116.80 euros as of 31 December 2024).

The Board of Directors hereby reminds those present at the Shareholders' Meeting that no dividend was paid out in respect of any of the fiscal years ended 31 December 2021, 2022, and 2023.

EIGHTH RESOLUTION

Allocation of the results of the Company for the fiscal year ended 31 December 2024

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, having examined the reports of the Board of Directors and the report of the Statutory Auditors on the statutory financial statements,

notes that the result for the fiscal year ended 31 December 2024 of the Company is a net loss of 39,778,517.48 euros,

decides, following the recommendation of the Board of Directors, to allocate this net loss of 39,778,517.48 euros to the accumulated retained earnings,

acknowledges that, pursuant to article 243 bis of the French Tax Code, the Company has not distributed any dividend in respect of any of the fiscal years ended 31 December 2021, 2022, and 2023.

RESOLUTION / PROPOSAL 9

Re-appointment of PricewaterhouseCoopers Audit and appointment of RSM France as the Statutory Auditors

The statutory (French GAAP) financial statements of the Company and the consolidated (IFRS) financial statements of the Company are audited by two Statutory Auditors. The current term (of six fiscal years) of the Statutory Auditors, PricewaterhouseCoopers Audit and RSM Paris, expires at the end of this Shareholders' Meeting.

For organizational reasons, RSM requested that the new mandate be exercised not by RSM Paris, but by another entity of the RSM network, RSM France.

Upon recommendation of the audit committee followed by the Board of Directors, it is proposed to the Shareholders' Meeting to re-appoint PricewaterhouseCoopers Audit and appoint RSM France as the Statutory Auditors for a term of six fiscal years, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2030.

NINTH RESOLUTION

Re-appointment of PricewaterhouseCoopers Audit and appointment of RSM France as Statutory Auditors

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders' meetings, having examined the report of the Board of Directors,

decides to re-appoint PricewaterhouseCoopers Audit, a simplified joint-stock company, having its registered office at 63 rue de Villiers 92200 Neuilly-sur-Seine, France, registered with the trade and companies register of Nanterre under number 672 006 483, as the Statutory Auditor for a term of six fiscal years, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2030,

decides to appoint RSM France, a simplified joint-stock company, having its registered address at 26 rue Cambacérès, 75008 Paris, France, registered with the trade and companies register of Paris under number 800 709 891, as the Statutory Auditor for a term of six fiscal years, i.e. until the end of the shareholders' meeting convened to approve the financial statements for the fiscal year ending 31 December 2030, it being specified that RSM France being appointed to replace RSM Paris whose mandate as a Statutory Auditor expires at the end of this Annual General Meeting.

RESOLUTION / PROPOSAL 10

Appointment of PricewaterhouseCoopers Audit as a Statutory Auditor in charge of certifying the consolidated sustainability information

Following transposition into the French Commercial Code of the provisions of Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) No 537/2014 and Directives 2004/109/EC, 2006/43/EC and 2013/34/EU as regards corporate sustainability reporting (the “CSRD”), the Shareholders’ Meeting is invited to appoint an auditor in charge of certification of the consolidated sustainability information that the Company is required to publish, for the first time, in 2026 for the fiscal year 2025.

Upon recommendation of the audit committee followed by the Board of Directors, it is proposed to the Shareholders’ Meeting to appoint, for the purposes of certification of the consolidated sustainability information, one of the Statutory Auditors, PricewaterhouseCoopers Audit, for a term of three fiscal years, i.e. until the end of the shareholders’ meeting convened to approve the financial statements for the fiscal year ending 31 December 2027.

At the time this report was about to be finalized, we were informed that the European Commission had published an “Omnibus” package of proposals destined to simplify European regulations on sustainability reporting, sustainability due diligence and green taxonomy. We do not know if and to which extent these proposals will be adopted by the European and French authorities. Should they be adopted, and depending on the format of adoption, the Company's sustainability reporting obligations resulting from the CSRD could be deferred, modified or eliminated.

Notwithstanding this evolving context, the Board of Directors recommends voting for this proposed resolution for the Company to be able to comply with its current legal obligations.

TENTH RESOLUTION

Appointment of PricewaterhouseCoopers Audit as a Statutory Auditor in charge of certifying the consolidated sustainability information

The Shareholders’ Meeting, deliberating in accordance with the quorum and majority conditions required at ordinary shareholders’ meetings, having examined the report of the Board of Directors,

decides to appoint PricewaterhouseCoopers Audit, a simplified joint-stock company, having its registered office at 63 rue de Villiers 92200 Neuilly-sur-Seine, France, registered with the trade and companies register of Nanterre under number 672 006 483, as a Statutory Auditor in charge of certifying the consolidated sustainability information, for a term of three fiscal years, i.e. until the end of the shareholders’ meeting convened to approve the financial statements for the fiscal year ending 31 December 2027.

OVERVIEW - RESOLUTIONS / PROPOSALS 11 to 13

By submitting to the Shareholders’ Meeting proposals 11 to 13, the Board of Directors is seeking the annual renewal of the authorizations required for the purposes of the share repurchase program announced by the Company on 21 February 2024 and any other share repurchase program that may be authorized by the Board of Directors from time to time in the future.

The Company is asking for the shareholders’ authorization in proposal 11 to be able to repurchase its shares under the conditions set forth in article L. 225-209-2 of the French Commercial Code, it being understood that the Company can also repurchase its shares in accordance with article L. 225-208 of the French Commercial Code without the need for the shareholders’ authorization.

The authorizations in proposals 12 and 13 would allow the Company to cancel the shares that it has repurchased.

RESOLUTION / PROPOSAL 11

Authorization to be given to the Board of Directors for the repurchase by the Company of its own shares in accordance with article L. 225-209-2 of the French Commercial Code

This resolution would authorize the Board of Directors to repurchase the Company's shares, under the conditions set forth in article L. 225-209-2 of the French Commercial Code.

The Company wishes to be able to use the shares repurchased pursuant to this authorization primarily to satisfy its obligations under equity incentive plans for the employees and corporate officers of the Company and its subsidiaries (such as RSUs and PSUs), as described in the description of the Company's equity incentive plan set forth in Exhibit 4.1 "*Description of Securities Registered under Section 12 of the Securities Exchange Act of 1934*" filed by the Company with its Form 10-K/A on or around 15 April 2025, and/or as consideration for potential business acquisitions, but also for any other purpose that may be permitted from time to time by French law.

Under the Company's equity incentive plan, the Board of Directors wishes to have an option to deliver to employees and corporate officers, upon vesting, the repurchased shares of the Company instead of issuing new shares, which would limit future dilution for the Company's shareholders.

In addition, external growth and, in particular, acquisitions, are potential areas of development for the Company. The Board of Directors wishes to have the flexibility to repurchase outstanding shares in order to be able to use such shares as consideration for potential acquisitions, rather than issuing new shares.

The shareholders are also asked to approve the use of this authorization for any other purpose that would be permitted by law on the date on which the Board of Directors will use the authorization.

Share repurchases pursuant to this authorization cannot exceed 10% of the share capital, and share repurchases pursuant to this authorization for future use as consideration for potential external growth, merger, spin-off or contribution transaction cannot exceed 5% of the share capital. In any case, pursuant to French law, the Company cannot own, at any given time, more than 10% of the total of its own shares.

Any shares repurchased by the Company will not have voting rights nor rights to a dividend, for as long as they remain held by the Company.

Any share repurchases pursuant to this resolution shall be carried out within the price range of \$6.76 to \$31.50 per share (excluding fees and commissions), as determined by an independent expert (as required by article L. 225-209-2 of the French Commercial Code) and approved by the shareholders pursuant to this resolution. The aggregate cap on share repurchases pursuant to this resolution is \$462,482,622 (excluding fees and commissions).

This authorization will be implemented under the conditions of article L. 225-209-2 of the French Commercial Code.

It will succeed to the authorization set forth in the 8th resolution of the shareholders' meeting held on 2 May 2024 (which expired on 1 May 2025) and will be effective for a period of twelve (12) months from this Shareholders' Meeting.

If a third-party files a public offer for the shares of the Company, the Board of Directors shall not, during the offer period, decide to implement this authorization without prior authorization of the shareholders' meeting.

The special report of the statutory auditors on this proposed resolution and the report prepared by an independent expert referred to above shall be made available to the shareholders entitled to vote at the Shareholders' Meeting in accordance with articles L. 225-115, R. 225-83, R. 225-89 and R.225-160-3 of the French Commercial Code.

ELEVENTH RESOLUTION

Authorization to be given to the Board of Directors for the repurchase by the Company of its own shares in accordance with article L. 225-209-2 of the French Commercial Code

The Shareholders' Meeting, acting under the conditions of quorum and majority required for ordinary shareholders' meetings, having reviewed the Board of Directors' report, the report of the independent expert designated in accordance with articles L. 225-209-2 and R. 225-160-1 of the French Commercial Code and the statutory auditors' special report, in accordance with article L. 225-209-2 of the French Commercial Code,

1. **Authorizes** the Board of Directors to purchase shares of the Company under the conditions set forth in article L. 225-209-2 of the French Commercial Code,
2. **Decides** that these shares may be purchased on one or more occasions, in the open market and/or through privately negotiated transactions,
3. **Resolves** that, if a third-party files a public offer for the shares of the Company, the Board of Directors shall not, during the offer period, decide to implement this authorization without prior authorization of the shareholders' meeting,
4. **Decides** that the authorization may be used, and the shares so purchased may be allocated:
 - within two years from their repurchase date, as payment or in exchange for assets acquired by the Company in connection with a potential acquisition, merger, demerger, or contribution-in-kind transaction,
 - within one year from their repurchase date, to beneficiaries of free share plans, stock option plans, profit sharing plans or other share allocations to employees and corporate officers of the Company and of its affiliates,
 - within the applicable legal time period, to any further purpose as may be authorized by the laws and regulations applicable at the time this authorization shall be used by the Board of Directors,
5. **Acknowledges** that the maximum number of shares that may be purchased pursuant to this authorization shall not, at any time, exceed 10% of the share capital of the Company, provided that, if the shares are intended to be used as payment or in exchange for assets acquired by the Company in connection with a potential acquisition, merger, demerger or contribution-in-kind transaction, the maximum number of shares that may be purchased, pursuant to this authorization, for that purpose shall not, at any time, exceed 5% of the share capital of the Company,
6. **Decides** that the Board of Directors shall be authorized, within the timeframes set forth above, to use the repurchased shares for any other purpose set forth above and, as the case may be, to reallocate the repurchased shares to any other purpose set forth above,
7. **Acknowledges** that the repurchased shares not used for one of the above-mentioned purposes and within the above-mentioned timeframes will be automatically cancelled,
8. **Decides** that all or part of the repurchased shares, subject to the adoption of the 12th resolution below, can be cancelled under the terms and conditions set forth in that 12th resolution,
9. **Decides** to set the minimum purchase price per share (excluding fees and commissions) at \$6.76, or the euro equivalent on the date on which this authorization is used, and the maximum purchase price per share (excluding fees and commissions) at \$31.50, or the euro equivalent on the date on which this authorization is used, in accordance with the report by the independent expert established pursuant to article L. 225-209-2 of the French Commercial Code, with an overall cap of \$462,482,622 (excluding fees and commissions); subject to adjustments as necessary to reflect any relevant capital transactions (e.g. incorporation of reserves and free allocation of shares, stock splits or reverse stock splits) that might occur during the term of this authorization,
10. **Decides** that, within the limits referred to in paragraph 9 above, the purchase price per share under this authorization shall be set by the Board of Directors,
11. **Resolves** that the Board of Directors shall have all powers, with the option to sub-delegate powers under the conditions provided by law, to implement this authorization, in particular by placing stock market orders, entering into all types of agreements as permitted by law, carrying out any formalities, procedures and filings with any competent authority or body, and, in general, doing whatever is necessary for the purposes of implementing this authorization,
12. **Resolves** that this authorization shall be granted for a period of twelve (12) months from the date of this Shareholders' Meeting.

EXTRAORDINARY PART OF THE MEETING

RESOLUTION / PROPOSAL 12

Authorization to be given to the Board of Directors to reduce the Company's share capital by cancelling shares acquired pursuant to the authorization for the Company to repurchase its own shares in accordance with the provisions of article L. 225-209-2 of the French Commercial Code

The shareholders are asked to grant all powers to the Board of Directors for the purpose of canceling, on one or more occasions, all or part of the Company's shares acquired as a result of the share repurchases authorized by the shareholders in accordance with the provisions of article L. 225-209-2 of the French Commercial Code pursuant to the proposed 11th resolution or to any prior resolution. The shares to be canceled pursuant to this authorization shall not exceed 10% of the share capital per twenty-four-month periods.

This authorization will be granted for a period of twenty-four (24) months from this Shareholders' Meeting. It will cancel and replace the authorization set forth in the 9th resolution of the shareholders' meeting held on 2 May 2024.

TWELFTH RESOLUTION

Authorization to be given to the Board of Directors to reduce the Company's share capital by cancelling shares acquired pursuant to the authorization for the Company to repurchase its own shares in accordance with the provisions of article L. 225-209-2 of the French Commercial Code

The Shareholders' Meeting, acting under the conditions of quorum and majority required for extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the statutory auditors' special report,

1. **Authorizes** the Board of Directors, in accordance with article L. 225-209-2 of the French Commercial Code, to cancel, on one or more occasions, all or part of the shares repurchased by the Company and to reduce the share capital accordingly, such cancellations and capital reductions not to exceed 10% of the share capital of the Company per twenty-four-month periods,
2. **Resolves** that the Board of Directors shall have all powers, with the option to sub-delegate powers under the conditions provided by law, to decide and implement a capital reduction in accordance with this resolution and, notably:
 - to set the final amount, terms, and conditions of the capital reduction,
 - to charge any potential excess of the purchase price of the shares over their par value on any available reserve or premium account and, as the case may be, retained earnings account,
 - to carry out all acts, formalities, or declarations necessary to finalize the capital reductions that could be made pursuant to this authorization, to amend the Company's articles of association accordingly and, in general, to do whatever is necessary or useful for the implementation of this authorization,
3. **Resolves** that this authorization shall be granted for a period of twenty-four (24) months from the date of this Shareholders' Meeting,
4. **Resolves** that this authorization cancels and replaces, to the extent necessary, all prior authorizations having the same purpose and in particular the authorization set forth in the 9th resolution of the shareholders' meeting held on 2 May 2024.

RESOLUTION / PROPOSAL 13

Authorization to be given to the Board of Directors to reduce the Company's share capital by cancelling the shares acquired by the Company pursuant to the provisions of article L. 225-208 of the French Commercial Code

In addition to the share repurchases pursuant to the shareholders' authorization in accordance with article L. 225-209-2 of the French Commercial Code, the Company may acquire its own shares, without shareholders' authorization, in accordance with article L. 225-208 of the French Commercial Code, with a view to allocating, within one year of their repurchase, those shares to employees and corporate officers of the Company and of its affiliates under free share plans, stock option plans or other share allocations), as described in the description of the Company's equity incentive plan set forth in Exhibit 4.1 "*Description of Securities Registered under Section 12 of the Securities Exchange Act of 1934*" filed by the Company with its Form 10-K/A on or around 15 April 2025. In any case, pursuant to French law, the Company cannot own, at any given time, more than 10% of the total

of its own shares. Any shares repurchased by the Company will not have voting rights nor rights to a dividend, for as long as they remain held by the Company.

The shareholders are asked to grant all powers to the Board of Directors for the purpose of carrying out a share capital reduction not motivated by losses, on one or more occasions, up to a maximum amount of 293,639.76 euros, which represents 10% of the share capital as of the date of this report, by way of cancellation of a maximum of 14,681,988 Company's shares with a par value of €0.02 per share, acquired by the Company in accordance with article L. 225-208 of the French Commercial Code.

This authorization will notably allow the Company to cancel those of the shares repurchased in accordance with article L. 225-208 of the French Commercial Code which had not been allocated to a plan and those which had been allocated to a plan but turned out to be in excess of number of shares required for delivery at the time of vesting of a plan.

This authorization will be granted for a period of twenty-four (24) months from this Shareholders' Meeting. It will cancel and replace the authorization set forth in the 10th resolution of the shareholders' meeting held on 2 May 2024.

THIRTEENTH RESOLUTION

Authorization to be given to the Board of Directors to reduce the Company's share capital by cancelling the shares acquired by the Company pursuant to the provisions of article L. 225-208 of the French Commercial Code

The Shareholders' Meeting, acting under the conditions of quorum and majority required for extraordinary shareholders' meetings, having reviewed the Board of Directors' report and the statutory auditors' special report, acting in accordance with articles L. 225-204 and L. 225-205 of the French Commercial Code,

1. **Authorizes** the Board of Directors to carry out a share capital reduction not motivated by losses, on one or more occasions, up to a maximum amount of 293,639.76 euros by way of cancellation of a maximum of 14,681,988 Company's shares with a par value €0.02 per share, acquired by the Company pursuant to article L. 225-208 of the French Commercial Code,
2. **Resolves** that the Board of Directors shall have all powers, with the option to sub-delegate powers under the conditions provided by law, to decide and implement a capital reduction in accordance with this resolution and, notably:
 - to set the final amount, terms, and conditions of the capital reduction,
 - in the event of the opposition of one or more creditors of the Company within the timeframe for opposition from creditors as provided by law, take any appropriate measure, set up any security or execute any court decision ordering the lodging of guarantees or the reimbursement of debts,
 - to charge any potential excess of the purchase price of the shares over their par value on any available reserve or premium account and, as the case may be, retained earnings account,
 - to carry out all acts, formalities, or declarations necessary to finalize the capital reductions that could be made pursuant to this authorization, to amend the Company's articles of association accordingly and, in general, to do whatever is necessary or useful for the implementation of this authorization, including proceeding with any adjustment to the terms of any rights or securities giving access to the Company's share capital,
3. **Resolves** that this authorization shall be granted for a period of twenty-four (24) months from the date of this Shareholders' Meeting,
4. **Resolves** that this authorization cancels and replaces, to the extent necessary, all prior authorizations having the same purpose and in particular the authorization set forth in the 10th resolution of the shareholders' meeting held on 2 May 2024.

OVERVIEW - RESOLUTIONS / PROPOSALS 14 to 19

The Board of Directors proposes to the Shareholders' Meeting to renew, by adopting the proposed 14th to 19th resolutions, the delegations of competence granted to the Board of Directors by the shareholders' meetings held on 8 June 2023 and 2 May 2024 which are set to expire in August 2025.

Indeed, under French law, the issuance of new shares must be decided or authorized by the shareholders' meeting. Shareholders' meetings of French issuers generally decide to delegate to the board of directors the competence to decide such issuance of new shares in order to give to the board of directors the flexibility to issue new shares without having to convene a shareholders' meeting.

When the shareholders' meeting delegates to the board of directors the competence to decide several capital increases, it must set a global maximum amount for all capital increases which can be decided by the board of directors pursuant to any such delegations. The Board of Directors therefore proposes to this Shareholders' Meeting that all capital increases of the Company delegated under resolutions in proposals 14 to 19 be subject to a global limit of 1,468,198.84 euros (i.e., 50% of the Company's share capital) (the "**Overall Cap**").

RESOLUTION / PROPOSAL 14

Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of ordinary shares or other securities, with preferential subscription rights, up to 1,468,198.84 euros (representing 50% of the share capital), for a 26 month-period

This delegation would authorize the Board of Directors to issue new shares or other equity related securities to existing shareholders of the Company.

The Board of Directors therefore proposes to the Shareholders' Meeting to renew the delegation of competence given to the Board of Directors to decide the issuance of ordinary Company shares or other equity related securities, with preferential subscription rights in favor of existing shareholders, in France or abroad, in euros, in other currencies or monetary unit, for payment or free of charge. The capital increase(s) under this delegation will be carried out in favor of the Company's shareholders.

The aggregate nominal amount of all shares or other equity related securities which can be issued under such delegation (together with all other issuances made under the proposed 15th to 19th resolutions) may not exceed the Overall Cap.

The maximum nominal amount of debt securities, that may be issued, immediately and/or at maturity, by virtue of this delegation, may not exceed 2,000,000,000 euros (or the counter-value of this amount, if the issuance is made in another currency).

The sum owed or to be owed to the Company for each of the shares issued under this delegation shall be equal to or greater than the nominal value of the share on the issuance date of said securities.

The Board of Directors may not use this delegation during a public offering period if a tender offer is launched on the Company without prior authorization from the shareholders' meeting.

This delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting and shall cancel and replace the delegation set forth in the 8th resolution of the shareholders' meeting held on 8 June 2023.

FOURTEENTH RESOLUTION

Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of ordinary shares or other securities, with preferential subscription rights, up to 1,468,198.84 euros (representing 50% of the share capital), for a 26 month-period

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at extraordinary shareholders' meetings, having examined the report of the Board of Directors and the special report of the Statutory Auditors, pursuant to articles L. 225-129 et seq. of the French Commercial Code, particularly its articles L. 225-129 to L. 225-129-6, L. 225-132, L. 225-133, L. 225-134, L. 228-91, and L. 228-92:

1. **Delegates** to the Board of Directors its competence to decide the issuance, in one or more increments, in the proportions and at the times it deems appropriate, in France or abroad, in euros, in foreign currencies, or in any

monetary unit established by reference to several currencies, for payment or free of charge, (i) of ordinary Company shares and (ii) of securities giving access by all means, immediately and/or at maturity, to equity securities to be issued by the Company, said shares conferring the same rights as the existing shares subject to their entitlement date,

2. **Resolves** that the securities thus issued may consist of debt securities, be associated with the issuance of such securities or may permit their issuance as interim securities,

3. **Resolves** that any issuance of preferred shares or securities giving access to preferred shares shall be expressly prohibited,

4. **Resolves** that, if a third party files a public offer on the Company's shares, the Board of Directors shall not, during the offering period, decide to implement this delegation without prior authorization from the shareholders' meeting,

5. **Resolves** that the shareholders shall have, in proportion to the amount of their shares, an irrevocable preferential subscription rights to ordinary shares or securities that are issued, if any, by virtue of this delegation,

6. **Confers** on the Board of Directors the option of granting shareholders a subscription rights, subject to reduction, to a number of shares or securities greater than they could subscribe for pursuant to their irrevocable entitlement, in proportion with the rights they have and, whatever the case, within the limit of their request,

7. **Acknowledges**, to the extent necessary, that, by operation of the law, this delegation waives, in favor of the holder of securities giving access to the capital which may be issued pursuant to this delegation, the shareholders' preferential subscription rights to the ordinary shares to which these securities will entitle such holders,

8. **Resolves** that the overall maximum nominal amount of the capital increases that may be carried out by virtue of this delegation and, as applicable, by virtue of the 15th to 19th resolutions of this Shareholders' Meeting may not exceed 1,468,198.84 euros, with the understanding that this amount does not account for the adjustments that may be made pursuant to applicable laws and regulations, and, as applicable, the contractual stipulations providing for other cases of adjustment to preserve the rights of holders of securities or other rights giving access to the capital (hereinafter the "Overall Cap"),

9. **Resolves** that the maximum nominal amount of debt securities, that may be issued, immediately and/or at maturity, by virtue of this delegation, may not exceed 2,000,000,000 euros (or the counter-value of this amount, if the issuance is made in another currency), with the understanding that:

- any redemption premium above par shall be added to this amount;

- this amount shall not be applicable to any debt securities whose issuance is approved or authorized by the Board of Directors in accordance with article L. 228-40 of the French Commercial Code,

10. **Resolves** that, if the subscriptions made irrevocably and, as applicable, subject to reduction, have not absorbed the entirety of such issuance, the Board of Directors may use, under the conditions set forth by law and in the order that it determines, either of the options provided in article L. 225-134 of the French Commercial Code, namely:

- to limit the issuance to the amount of subscriptions, on the condition that these amount to three-quarters or more of the initially approved issuance;

- freely allocate some or all of the unsubscribed shares among the persons of its choosing; and

- offer the public some or all of the unsubscribed shares on the French or international market,

11. **Resolves** that issuances of ordinary Company share warrants may be carried out by subscription offering, but also by a free allotment to the owners of the existing shares,

12. **Resolves** that in the event of a free allotment of share warrants, the Board of Directors shall have the option of deciding that fractional share allotment rights will not be tradable and that the corresponding shares will be sold,

13. **Resolves** that the sum owed or to be owed to the Company for each of the shares issued under this delegation shall be equal to or greater than the nominal value of the share on the issuance date of said securities,

14. **Resolves** that the Board of Directors shall have all powers, with the option of subdelegation under the conditions provided by law, to implement this delegation, under the conditions set forth by law and the Company's articles of association,
15. **Resolves** that this delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting,
16. **Resolves** that this delegation cancels and replaces, to the extent necessary, all prior delegations having the same purpose and in particular the delegation set forth in the 8th resolution of the shareholders' meeting held on 8 June 2023.

RESOLUTION / PROPOSAL 15

Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of ordinary shares or other securities, without preferential subscription rights, by way of a public offering other than within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, up to 880,919 euros (representing 30% of the share capital), for a 26 month-period

This delegation would authorize the Board of Directors to issue new shares or other equity related securities through a public offering other than those referred to in the proposed 16th resolution, allowing the Company to raise capital in the financial markets.

The Board of Directors therefore proposes to the Shareholders' Meeting to renew the delegation of competence to the Board of Directors to decide upon the issuance of ordinary Company shares or other equity related securities, without shareholders preferential subscription rights, by means of a public offering other than within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, in France or abroad, in euros, in other currencies or monetary unit, for payment or free of charge.

The aggregate nominal amount of all shares or other equity related securities which can be issued under such delegation may not exceed an amount of 880,919 euros (representing 30% of the share capital), and will be charged against the Overall Cap (i.e. 1,468,198.84 euros) along with the other delegations for increase of the share capital proposed to this Shareholders Meeting (proposed 14th to 19th resolutions). The Company considers that this is in line with market practices in the U.S., the market in which the shares of the Company are listed.

The maximum nominal amount of debt securities that may be issued immediately and/or at maturity, by virtue of this delegation, may not exceed 2,000,000,000 euros (or the counter-value of this amount if the issuance is made in another currency).

The issuance price of the shares that may be issued by virtue of this delegation shall be set by the Board of Directors and shall be equal to or greater than the closing price of a Company's share on the New York Stock Exchange (NYSE) in the United States of America on the day of pricing of the issue, minus a maximum discount, if any, of 10%, after correction, if any, of this amount to account for the difference in entitlement date.

The Board of Directors may not use this delegation during a public offering period if a tender offer is launched on the Company without prior authorization from the shareholders' meeting.

This delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting and shall cancel and replace the delegation set forth in the 11th resolution of the shareholders' meeting held on 2 May 2024.

FIFTEENTH RESOLUTION

Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of ordinary shares or other securities, without preferential subscription rights, by way of a public offering other than within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, up to 880,919 euros (representing 30% of the share capital), for a 26 month-period

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at extraordinary shareholders' meetings, having examined the report of the Board of Directors and the special report of the Statutory Auditors, pursuant to articles L. 225-129 et seq. of the French Commercial Code, particularly its articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-135-1, L. 225-136, L. 228-91, and L. 228-92:

1. **Delegates** to the Board of Directors its competence to approve the issuance, by means of a public offering other than an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code in one or more increments, in the proportions and at the times it sees fit, in France or abroad, in euros, in foreign currencies, or in any monetary unit established by reference to several currencies, (i) of ordinary Company shares and (ii) of securities giving access by all means, immediately and/or at maturity, to the Company's equity securities to be issued, said shares conferring the same rights as the existing shares subject to their entitlement date,
2. **Resolves** that the securities thus issued may consist of debt securities, be associated with the issuance of such securities, or may permit their issuance as interim securities,
3. **Resolves** that any issuance of preferred shares or securities giving access to preferred shares is expressly prohibited,
4. **Resolves** that, if a third-party files a public offer on the Company's shares, the Board of Directors may not, during the offering period, decide to implement this delegation without prior authorization from the shareholders' meeting,
5. **Resolves** to suppress the shareholders' preferential subscription rights to any ordinary shares or securities issued by virtue of this delegation,
6. **Acknowledges**, to the extent necessary, that, by operation of the law, this delegation waives, in favor of the holder of securities giving access to the capital which may be issued pursuant to this delegation, the shareholders' preferential subscription rights to the ordinary shares to which these securities will entitle such holders,
7. **Resolves** that the maximum amount of capital increases that may be carried out, immediately and/or at maturity, by virtue of this delegation may not exceed 880,919 euros, with the understanding that (i) this amount does not account for the adjustments that may be made pursuant to applicable laws and regulations, and, as applicable, the contractual stipulations providing for other cases of adjustment to preserve the rights of holders of securities or other rights giving access to the capital and that (ii) this amount shall be charged against the Overall Cap,
8. **Resolves** that the maximum nominal amount of debt securities that may be issued immediately and/or at maturity, by virtue of this delegation, may not exceed 2,000,000,000 euros (or the counter-value of this amount if the issuance is made in another currency), with the understanding that:
 - any redemption premium above par shall be added to this amount;
 - this amount shall not be applicable to debt securities of which the issuance would be approved or authorized by the Board of Directors in accordance with article L. 228-40 of the French Commercial Code.
9. **Resolved** that:
 - the issuance price of the shares that may be issued by virtue of this delegation shall be set by the Board of Directors and shall be equal to or greater than the closing price of a Company's share on the New York Stock Exchange (NYSE) in the United States of America on the day of pricing of the issue, minus a maximum discount, if any, of 10%, after correction, if any, of this amount to account for the difference in entitlement date;
 - the issuance price of securities giving access to the capital, as applicable, issued by virtue of this delegation shall be such that the sum immediately collected by the Company, plus the sum that may be collected by it upon the exercise or conversion of said securities, shall be, for each ordinary share issued as a result of the issuance of these securities, equal to or greater than the aforementioned minimum amount,
10. **Resolves** that the Board of Directors shall have all powers, with the option of subdelegation under the conditions provided by law, to implement this delegation, under the conditions set forth by law and the Company's articles of association,
11. **Resolves** that this delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting,
12. **Resolves** that this delegation cancels and replaces, to the extent necessary, all prior delegations having the same purpose and in particular the delegation set forth in the 11th resolution of the shareholders' meeting held on 2 May 2024.

RESOLUTION / PROPOSAL 16

Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of ordinary shares or other securities, without preferential subscription rights, by way of an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, up to 587,279.54 euros (representing 20% of the share capital), for a 26 month-period

This delegation would authorize the Board of Directors to issue new shares or other equity related securities to qualified investors or to a limited number of investors (as defined in article L. 411-2 1° of the French Monetary and Financial Code,) without shareholders' preferential subscription rights. This delegation will allow the Company the flexibility to raise capital quickly and to carry out an offering to institutional or certain other investors through an undocumented offering (private placement).

The Board of Directors therefore proposes to the Shareholders' Meeting to renew the delegation of competence given to the Board of Directors to decide the issuance of ordinary Company shares or other equity related securities, without shareholders' preferential subscription rights, by means of an offering made to a restricted number of investors or to qualified investors, in France or abroad, in euros, in other currencies or monetary unit, for payment or free of charge.

The aggregate nominal amount of all shares or other equity related securities which can be issued under such delegation may not exceed 20% of the Company's capital and will be charged against the Overall Cap. The Company considers that this is in line with market practices in the U.S., the market in which the shares of the Company are listed. It should be noted that a legal limit on the issuance of equity securities carried out by an offering made to a restricted number of investors or to qualified investors within the meaning of article L. 411-2 1° of the French Monetary and Financial Code has been increased from 20% of the share capital per year to 30% of the share capital per year. Notwithstanding this change, the Company is proposing to retain a limit of 20%.

The maximum nominal amount of debt securities that may be issued, immediately and/or at maturity, by virtue of this delegation, shall not exceed 2,000,000,000 euros (or the counter-value of this amount, if the issuance is made in another currency).

The issuance price of the shares that may be issued by virtue of this delegation shall be set by the Board of Directors and shall be equal to or greater than the closing price of a Company's share on the New York Stock Exchange (NYSE) in the United States of America on the day of pricing of the issue, minus a maximum discount, if any, of 10%, after correction, if any, of this amount to account for the difference in entitlement date.

The Board of Directors may not use this delegation during a public offering period if a tender offer is launched on the Company without prior authorization from the shareholders' meeting.

This delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting and shall cancel and replace the delegation set forth in the 10th resolution of the shareholders' meeting held on 8 June 2023.

SIXTEENTH RESOLUTION

Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of ordinary shares or other securities, without preferential subscription rights, by way of an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, up to 587,279.54 euros (representing 20% of the share capital), for a 26 month-period

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at extraordinary shareholders' meetings, having examined the report of the Board of Directors and the special report of the Statutory Auditors, pursuant to articles L. 225-129 et seq. of the French Commercial Code, particularly its articles L. 225-129-2, L. 225-135, L. 225-135-1, L. 225-136, L. 228-91, and L. 228-92:

1. **Delegates** to the Board of Directors its competence to approve the issuance, in the context of an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, in one or more increments, in the proportions and at the times it sees fit, in France or abroad, in euros, in foreign currencies, or in any monetary unit established by reference to several currencies, (i) of ordinary Company shares and (ii) of securities giving access by all means, immediately and/or at maturity, to the Company's equity securities to be issued, said shares conferring the same rights as the old shares subject to their entitlement date,
2. **Resolves** that the securities thus issued may consist of debt securities, be associated with the issuance of such securities or may permit their issuance as interim securities,

3. **Resolves** that any issuance of preferred shares or securities giving access to preferred shares shall be expressly prohibited,
4. **Resolves** that, if a third party files a public offer on the Company's shares, the Board of Directors may not, during the offering period, decide to implement this delegation without prior authorization from the shareholders' meeting,
5. **Resolves** to suppress the shareholders' preferential subscription rights to any ordinary shares or securities issued by virtue of this delegation,
6. **Acknowledges**, to the extent necessary, that, by operation of the law, this delegation waives, in favor of the holder of securities giving access to the capital which may be issued pursuant to this delegation, the shareholders' preferential subscription rights to the ordinary shares to which these securities will entitle such holders,
7. **Resolves** that the nominal amount of the capital increases that may be carried out, immediately and/or at maturity, by virtue of this delegation, may not exceed 587,279.54 euros (representing, at the date of this Shareholders' Meeting, 20% of the share capital), nor, under any circumstances, exceed the limits set forth by the regulations applicable at the issuance date (as a guideline, at the date of this Shareholders' Meeting, the issuance of equity securities carried out by an offering made to a restricted number of investors or to qualified investors within the meaning of article L. 411-2 1° of the French Monetary and Financial Code is limited to 30% of the Company's capital per year, such capital to be appraised at the date of the decision of the Board of Directors to use this delegation), with the understanding that (i) this amount does not account for the adjustments that may be made pursuant to applicable laws and regulations, and, as applicable, the contractual stipulations providing for other cases of adjustment to preserve the rights of the holders of securities or other rights giving access to the capital, and (ii) this amount shall be charged against the Overall Cap,
8. **Resolves** that the maximum nominal amount of debt securities that may be issued, immediately and/or at maturity, by virtue of this delegation, shall not exceed 2,000,000,000 euros (or the counter-value of this amount, if the issuance is made in another currency), with the understanding that:
- any issuance premium above par shall be added to this amount;
 - this amount shall not be applicable to any debt securities whose issuance is approved or authorized by the Board of Directors in accordance with article L. 228-40 of the French Commercial Code,
9. **Resolves** that:
- the issuance price of the shares that may be issued by virtue of this delegation shall be set by the Board of Directors and shall be equal to or greater than the closing price of a Company's share on the New York Stock Exchange (NYSE) in the United States of America on the day of pricing of the issue, minus a maximum discount, if any, of 10%, after correction, if any, of this amount to account for the difference in entitlement date;
 - the issuance price of securities giving access to the capital, as applicable, issued by virtue of this delegation shall be such that the sum immediately collected by the Company, plus the sum that may be collected by it upon the exercise or conversion of said securities, shall be, for each ordinary share issued as a result of the issuance of these securities, equal to or greater than the aforementioned minimum amount,
10. **Resolves** that the Board of Directors shall have all powers, with the option of subdelegation under the conditions provided by law, to implement this delegation, under the conditions set forth by law and the Company's articles of association,
11. **Resolves** that this delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting,
12. **Resolves** that this delegation cancels and replaces, to the extent necessary, all prior delegations having the same purpose and in particular the delegation set forth in the 10th resolution of the shareholders' meeting held on 8 June 2023.

RESOLUTIONS / PROPOSALS 17 AND 18

The purpose of the delegations set forth in proposals 17 and 18 is to give the Board of Directors the flexibility to increase the size of an offering (such as a public offering or a private placement), e.g. if demand justifies it or to grant an over-allotment option.

The Board of Directors recommends to the Shareholders' Meeting to renew the delegation of competence to the Board of Directors to decide to increase the number of shares or other securities to be issued:

- in case of a capital increase, without preferential subscription rights, by way of a public offering other than within the meaning of article L. 411-2 1° of the French Monetary and Financial Code (proposal 15 of this Shareholders' Meeting),
 - in case a capital increase, without preferential subscription rights, by way of an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code (proposal 16 of this Shareholders' Meeting),
- in each case, within thirty (30) days from the close of its subscription, at the same price as the one applied for the initial issuance and within the limit of 15% of the initial issuance.

The aggregate nominal amount of all shares or equity securities which can be issued under each of the delegations set forth in the proposed 17th and 18th resolutions will be charged against the corresponding cap of the proposed 15th and 16th resolutions of this Shareholders' Meeting, respectively, and will also be charged against the Overall Cap (i.e. 1,468,198.84 euros).

The Board of Directors may not use these delegations during a public offering period if a tender offer is launched on the Company without prior authorization from the shareholders' meeting.

Each of the delegations set forth in proposals 17 and 18 shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting and shall cancel and replace the delegations granted by, respectively, the 12th and 13th resolutions of the shareholders' meeting held on 2 May 2024.

SEVENTEENTH RESOLUTION

Delegation of competence to the Board of Directors to increase the number of shares issued in case of a capital increase, without preferential subscription rights, by way of a public offering other than within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, in accordance with article L. 225-135-1 of the French Commercial Code, by up to 15%, for a 26 month-period

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at extraordinary shareholders' meetings, having examined the report of the Board of Directors, pursuant to articles L. 225-129 et seq. of the French Commercial Code, particularly its articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-135-1, L. 228-91, and L. 228-92:

1. **Delegates** to the Board of Directors its competence to increase the number of shares or securities to be issued in case of a capital increase, without preferential subscription rights, by way of a public offering other than within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, made pursuant to the 15th resolution of this Shareholders' Meeting, within thirty (30) days from the close of its subscription, at the same price as the one applied for the initial issuance and within the limit of 15% of the initial issuance, said shares conferring the same rights as the existing shares subject to their entitlement date,
2. **Resolves** that if a third-party files a public offer on the Company's shares, the Board of Directors may not, during the offering period, decide to implement this delegation without prior authorization from the shareholders' meeting,
3. **Resolves** that the maximum nominal amount of the capital increases that may be carried out by virtue of this delegation shall be charged against the corresponding cap of the 15th resolution of this Shareholders' Meeting and against the Overall Cap,
4. **Resolves** that this delegation may be used in all cases provided by law, including in cases of oversubscription in the context of capital increases without preferential subscription rights by virtue of the 15th resolution of this Shareholders' Meeting,
5. **Resolves** that this delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting,
6. **Resolves** that this delegation cancels and replaces, to the extent necessary, all prior delegations having the same purpose and in particular the delegation set forth in the 12th resolution of the shareholders' meeting held on 2 May 2024.

EIGHTEENTH RESOLUTION

Delegation of competence to the Board of Directors to increase the number of shares issued in case of a capital increase, without preferential subscription rights, by way of an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, in accordance with article L. 225-135-1 of the French Commercial Code, by up to 15%, for a 26 month-period

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at extraordinary shareholders' meetings, having examined the report of the Board of Directors, pursuant to articles L. 225-129 et seq. of the French Commercial Code, particularly its articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-135-1, L. 228-91, and L. 228-92:

1. **Delegates** to the Board of Directors its competence to increase the number of shares or securities to be issued in case of a capital increase, without preferential subscription rights, by way of an offering within the meaning of article L. 411-2 1° of the French Monetary and Financial Code, made pursuant to the 16th resolution of this Shareholders' Meeting, within thirty (30) days from the close of its subscription, at the same price as the one applied for the initial issuance and within the limit of 15% of the initial issuance, said shares conferring the same rights as the existing shares subject to their entitlement date,
2. **Resolves** that if a third-party files a public offer on the Company's shares, the Board of Directors may not, during the offering period, decide to implement this delegation without prior authorization from the shareholders' meeting,
3. **Resolves** that the maximum nominal amount of the capital increases that may be carried out by virtue of this delegation shall be charged against the corresponding cap of the 16th resolution of this Shareholders' Meeting,
4. **Resolves** that this delegation may be used in all cases provided by law, including in cases of oversubscription in the context of capital increases without preferential subscription rights by virtue of the 16th resolution of this Shareholders' Meeting,
5. **Resolves** that this delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting,
6. **Resolves** that this delegation cancels and replaces, to the extent necessary, all prior delegations having the same purpose and in particular the delegation set forth in the 13th resolution of the shareholders' meeting held on 2 May 2024.

RESOLUTION / PROPOSAL 19

Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of new shares of the Company to participants to an employee savings plan without preferential subscription rights, up to 29,363.98 euros (representing 1% of the share capital), for a 26 month-period

French law requires that upon any shareholder vote on a capital increase, the Company must also submit for approval of the shareholders' meeting a proposal to allow the board of directors to issue shares to employees under an employee savings plan whether it intends to make such an issuance or not. The Company has no current plans or intention to make such an issuance. However, in accordance with French law, the Company submits this proposal for approval.

The Board of Directors therefore puts to a vote, in accordance with French law, a delegation to the Board of Directors of the competence to decide the issuance, without shareholders' preferential subscription right, of shares reserved for such employees and corporate officers under an employee savings plan.

The aggregate nominal amount of all shares or equity securities which can be issued under this delegation may not exceed 1% of the Company's share capital and will be charged against the Overall Cap (i.e. 1,468,198.84 euros).

The issuance price of the shares that may be issued by virtue of this delegation shall be set in accordance with French law and may include a 30% discount.

This delegation, if approved, shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting and shall cancel and replace the delegation set forth in the 14th resolution of the shareholders' meeting held on 2 May 2024.

NINETEENTH RESOLUTION

Delegation of competence to the Board of Directors to increase the Company's share capital by issuance of new shares of the Company to participants to an employee savings plan without preferential subscription rights, up to 29,363.98 euros (representing 1% of the share capital), for a 26 month-period

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at extraordinary shareholders' meetings, after having considered the report of the Board of Directors and the special report of the Statutory Auditors, pursuant to articles L. 225-129 et seq. and L. 225-138-1 of the French Commercial Code, and to articles L. 3332-1 et seq. of the French Labor Code:

1. **Delegates** to the Board of Directors its competence to approve the issuance, in one or more increments, in the proportions and at the times it may deem appropriate, of ordinary Company shares reserved for employees, corporate officers and eligible former employees, enrolled in an employee savings plan ("*plan d'épargne entreprise*") of the Company, and, as applicable, French or foreign companies associated with it under the conditions of article L. 225-180 of the French Commercial Code and article L. 3344-1 of the French Labor Code,
2. **Resolves** that any issuance of preferred shares or securities giving access to preferred shares shall be expressly prohibited,
3. **Resolves** that the maximum nominal amount of capital increases that may be carried out, immediately and/or at maturity, by virtue of this delegation may not exceed 29,363.98 euros, with the understanding that (i) this amount does not take into account the adjustments that may be made in accordance with applicable laws and regulations, and, as appropriate, the contractual stipulations providing for other cases of adjustment to preserve the rights of holders of securities or other rights giving access to the capital, and that (ii) this amount shall be charged against the Overall Cap,
4. **Resolves** that the issuance price of the shares shall be set under the conditions set out in articles L. 3332-18 to L. 3332-23 of the French Labor Code, and that it may include a 30% discount from the reference value of the share set in application of the aforementioned provisions,
5. **Resolves** to waive in favor of the members of an employee savings plan the preferential subscription rights of the shareholders to the Company's ordinary shares issued by virtue of this delegation,
6. **Resolves** that pursuant to article L. 3332-21 of the French Labor Code, the Board of Directors may consider the free allocation, to the recipients stated hereinabove, of shares yet to be issued or already issued, in respect of the matching contribution that could be paid under the employee savings plan regulation(s), and/or in respect of the discount, provided that their monetary countervalue, valued at the subscription price, does not result in exceeding the limits set out in articles L. 3332-11 and L. 3332-19 of the French Labor Code,
7. **Resolves** that the Board of Directors shall have all powers, with the option of subdelegating under the conditions provided by law and under the conditions specified hereinabove, to implement this delegation,
8. **Resolves** that this delegation shall be granted for a period of twenty-six (26) months from the date of this Shareholders' Meeting,
9. **Resolves** that this delegation cancels and replaces, to the extent necessary, all prior delegations having the same purpose and in particular the delegation set forth in the 14th resolution of the shareholders' meeting held on 2 May 2024.

RESOLUTION / PROPOSAL 20

Amendment of article 13 of the articles of association

Following the enactment on September 14, 2024 of law n° 2024-537 of June 13, 2024, a resolution is proposed to the Shareholders' Meeting to amend article 13 of the articles of association, with regard to the procedures of consultation of the Board of Directors, in order to allow the Company to benefit from the flexibility offered by the new provisions of article L.225-37 of the French Commercial Code which allow that all decisions of the Board of Directors be taken via a written consultation, in accordance with the terms set by the articles of association, or in a meeting held by telecommunication means and introduce the possibility for Directors to vote remotely.

TWENTIETH RESOLUTION

Amendment of article 13 of the articles of association

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at extraordinary shareholders' meetings, after having considered the report of the Board of Directors,

decides to amend article 13 of the articles of association to allow the Company to benefit from the flexibility offered by the new provisions of article L.225-37 of the French Commercial Code, in its new wording resulting from law n° 2024-537 of 13 June 2024, which allow that all decisions of the Board of Directors be taken via a written consultation, in accordance with the terms set by the articles of association, or in a meeting held by telecommunication means, and introduce the possibility for Directors to vote remotely,

decides accordingly to make the following amendments:

Previous wording of the articles of association	New wording of the articles of association
<p><i>“ARTICLE 13 - MEETING OF THE BOARD OF DIRECTORS</i></p> <p><i>[...]</i></p> <p><i>For the Board's deliberations to be valid, more than half of the Board members must be present or represented.</i></p>	<p><i>“ARTICLE 13 - MEETING OF THE BOARD OF DIRECTORS</i></p> <p><i>[...]</i></p> <p><i>For the Board's deliberations to be valid, more than half of the Board members must be present or represented or have voted remotely or, as the case may be, have participated to a written consultation.</i></p>
<p><i>The Board of Directors' decisions shall be taken by a majority vote; if the votes are tied, the Chairman's vote shall be decisive.</i></p>	<p><i>The Board of Directors' decisions (including by way of a written consultation) shall be taken by a majority vote; if the votes are tied, the Chairman's vote shall be decisive.</i></p>
<p><i>[Absent from the current version of the articles of association – Added wording]</i></p>	<p><i>For the calculation of the quorum and majority, directors participating to a meeting by telecommunication means that allows them to be identified and guarantees their effective participation are considered present, under the terms and conditions provided for by the applicable laws.</i></p>
<p><i>[Absent from the current version of the articles of association – Added wording]</i></p>	<p><i>At the initiative of the convening person, directors may also vote remotely in accordance with the conditions provided for by applicable law.</i></p>

Previous wording of the articles of association	New wording of the articles of association
Decisions that are within the competence of the Board of Directors may also be taken by written consultation of the directors under the conditions and within the limits set down by French Law. These decisions currently include those provided for by the French Commercial Code in Article L. 225 24 (co-optation of directors), the last paragraph of Article L. 225 35 (authorization of security interests, endorsements and guarantees), the second paragraph of Article L. 225 36 (amendment of the articles of association to comply with legal and regulatory provisions) and I of Article L. 225 103 (convening of shareholders' meetings) and the decisions to transfer the registered office within the same department.	<i>At the initiative of the convening person, decisions of the Board of Directors may also be taken by written consultation of the directors, including by electronic means, under the conditions and within the limits set forth by French Law and the terms of the notice. Directors are invited, at the request of the convening person, to resolve on the matter(s) submitted to them, within the time limit specified in the request. The convening person shall send to each director the text of the proposed resolutions as well as the documents necessary for the information of the directors. The directors must cast their vote or abstain within the time limit indicated in the consultation, which may not be less than three (3) business days from receipt of the consultation documents (or less if so provided in the consultation). Within the same time limit, each director will have the opportunity to explain his or her position, as the case may be.</i>
[Absent from the current version of the articles of association – Added wording]	<i>Any director may object to the use of a written consultation within two (2) business days from receipt of the consultation documents (or less if so provided in the consultation). In case of an objection within said time limit, the convening person shall immediately inform the other directors and may convene a Board meeting to resolve on the relevant decision(s).</i>
[Absent from the current version of the articles of association – Added wording]	<i>The consultation shall be closed in advance once all members have cast their votes. Any director who has not sent his/her response to the convening person within the applicable timeframe will be deemed absent and not having participated to the decision.</i>
In addition to the relevant provisions of these Articles of Association, the Board of Directors may adopt rules of procedure in order to organize its decision-making process and working method, including the rules in case of a conflict of interest. These rules of procedure may stipulate, specifically, that the directors attending the Board meeting via videoconference and telecommunications methods shall be considered to be in attendance, in accordance with regulations in force. [...]"	<i>In addition to the relevant provisions of these Articles of Association, the Board of Directors may adopt rules of procedure in order to organize its decision-making process and working method, including the rules in case of a conflict of interest. [...]"</i>

RESOLUTION / PROPOSAL 21

Amendment of article 20 of the articles of association

It is proposed to the Shareholders' Meeting to amend the references made in article 20 of the articles of association to the date determining the right of shareholders to participate to the shareholders' meetings, as such date is defined by French law, in order to conform these references to the latest developments in the applicable regulations.

TWENTY-FIRST RESOLUTION

Amendment of article 20 of the articles of association

The Shareholders' Meeting, deliberating in accordance with the quorum and majority conditions required at extraordinary shareholders' meetings, after having considered the report of the Board of Directors,

decides to amend article 20 of the articles of association in order to conform the references made in this article to the date determining the right of shareholders to participate to the shareholders' meetings, as such date is defined by French law, to the latest developments in the applicable regulations,

decides accordingly to make the following amendments:

Previous wording of the articles of association	New wording of the articles of association
<p>“ARTICLE 20 [...] 4. Committee – Attendance sheet – minutes [...] This attendance sheet may be regularised by the general meeting committee following the company's acceptance of the information transmitted by the registrar of the U.S. Register on the disposals made, before the second (2nd) business day preceding the meeting at zero hour, Paris time, as applicable, by shareholders who have already cast their vote before that date. Indeed, the company is obligated to invalidate or amend votes cast by shareholders who have thus disposed of their shares, pursuant to Articles R. 225-85 and R. 225-86 of the French Commercial Code. Consequently, in view of the transmission deadlines for this information, the attendance sheet prepared at the general meeting shall be a draft document until it is regularised. The outcome of voting on the resolutions shall be final after the information thus transmitted is taken into account. [...]"</p>	<p>“ARTICLE 20 [...] 4. Committee – Attendance sheet – minutes [...] In the event that, given the time of transmission of information relating to the participation of shareholders registered on the U.S. Register as of the record date provided by French law, the company receives this information after the shareholders meeting has been held, the attendance sheet prepared at the time of the general meeting shall be an interim document until a final attendance sheet is regularised. The latter will then be drawn up by the general meeting committee after the aforementioned information has been taken into account. Votes cast by shareholders who have disposed of their shares before the record date provided for by French law will be invalidated or modified, whichever is appropriate. [...]"</p>

RESOLUTION / PROPOSAL 22

Powers to carry out formalities

The Board of Directors proposes to confer all powers to the Board of Directors, the Chairman of the Board of Directors, the Chief Executive Officer, the Group General Counsel, each with the power to sub-delegate, or the bearer of an original, copy or extract of the minutes of the Shareholders' Meeting to carry out all legal or administrative formalities, and all filings and publication formalities provided for by the legislation in force following the adoption of the resolutions of this Shareholders' Meeting.

TWENTY-SECOND RESOLUTION

Powers to carry out formalities

The Shareholders' Meeting confers all powers to the Board of Directors, the Chairman of the Board of Directors, the Chief Executive Officer, the Group General Counsel, each with the power to sub-delegate, to the bearer of an original, copy or extract of the minutes of this Shareholders' Meeting to carry out all legal or administrative formalities, and all filings and publication formalities provided for by the legislation in force following the adoption of the foregoing resolutions.

ANNEX A
FIRST RESOLUTION/PROPOSAL: Appointment of Mr. Bradley Soultz
as a director for a term of three years

Information of Mr. Bradley Soultz pursuant to article R. 225-83 of the French Commercial Code

Mr. Bradley Soultz serves as CEO of WillScot and was the President and CEO of WillScot before the merger with Mobile Mini. Prior to becoming WillScot's President and CEO in November of 2017, he served as President and CEO of Williams Scotsman International Inc. (WSII) beginning in January 2014, where he was responsible for the strategic and operational aspects of the North American business and played a key role in preparing the company for its reemergence as a public company. Before joining WSII, Mr. Soultz served as the Chief Commercial and Strategy Officer of Novelis Inc. and held various leadership roles at both Novelis and Cummins Inc. (NYSE: CMI) in Europe and North America. An American citizen, Mr. Soultz holds a Bachelor of Science degree in Engineering from Purdue University.

Age: 55

Directorships or positions currently held in other companies:

Public company:

- WillScot Holdings Corp. 2017 to present, Director / President and CEO then CEO

Other directorships or positions held during the last five years: None known

Other positions held within the Company: None

Shareholding in the Company: 10,000

Nationality: American

Independence: it has been determined that Mr. Bradley Soultz is independent under the NYSE Independence Requirements. Under French law, there are no director independence requirements for French companies of which the shares are not listed on a EU regulated market.

ANNEX B
SECOND RESOLUTION/PROPOSAL: Re-appointment of Mr. Emmanuel Blot
as a director for a term of three years

Information of Mr. Emmanuel Blot pursuant to article R. 225-83 of the French Commercial Code

Mr. Emmanuel Blot has served as a non-executive director since June 2022. Mr. Blot joined Bpifrance Investissement in 2012 and is currently Investment Director and Head of the Listed Investments Practice – (Large Cap). In his current position at Bpifrance Investissement, Mr. Blot has led several investment processes in listed companies and has followed many investments, including Constellium SE, which he has been monitoring for ten years. He was previously a sell-side equity analyst at Kepler Cheuvreux (2007-2008), Bryan, Garnier & Co (2009-2010) and at Oddo BHF (2010-2012) covering first Aerospace & Defense stocks then the Capital Goods sector. Since May 2022, Mr. Blot has served as a non-executive director on the Board of Mersen SA, as a permanent representative of Bpifrance Participations, and, since 2024, as director responsible for its Corporate Social Responsibility ("CSR"). Since 2024, Mr. Blot also serves as a non-executive director on the Board of VusionGroup and chairman of its Nomination and Remuneration Committee, and as a non-executive director (as a representative of Bpifrance Investissement) on the Board of Quadient. A French citizen, Mr. Blot graduated from ESSEC Business School in Paris in 2009.

Age: 39

Directorships or positions currently held in other companies:

Public companies:

- Mersen (SA) 2022 to present, Non-Executive Director (as permanent representative of Bpifrance Participations); 2024 to present, Director responsible for Corporate Social Responsibility (CSR)
- VusionGroup (SA) 2024 to present, Non-Executive Director, Chairman of the Nomination and Remuneration Committee
- Quadient (SA) 2024 to present, Non-Executive Director (as a representative of Bpifrance Investissement)

Private company:

- Bpifrance Investissement 2012 to present, Investment Director and Head of the Listed Investments Practice (Large Cap)

Other directorships or positions held during the last five years: None known

Other positions held within the Company: None

Shareholding in the Company: Nil

Nationality: French

Independence: it has been determined that Mr. Emmanuel Blot is independent under the NYSE Independence Requirements. Under French law, there are no director independence requirements for French companies of which the shares are not listed on a EU regulated market.

ANNEX C

THIRD RESOLUTION/PROPOSAL: Re-appointment of Ms. Martha Brooks as a director for a term of three years

Information of Ms. Martha Brooks pursuant to article R. 225-83 of the French Commercial Code

Ms. Martha Brooks has served as a non-executive director since June 2016. Ms. Brooks was until her retirement in May 2009, President and Chief Operating Officer of Novelis Inc, where she held senior positions since 2005. From 2002 to 2005, she served as Corporate Senior Vice President and President and Chief Executive Officer of Alcan Rolled Products, Americas and Asia. Before she joined Alcan, Ms. Brooks served 16 years with Cummins, the global leader in diesel engine and power generation from 1986 to 2002, ultimately running its truck and bus engine business. She is currently a director at The Volvo Group (AB Volvo) where she serves as a member of the Audit Committee; director of CARE USA, and director and Chair of the Development Committee at RMI. Ms. Brooks served as a director of Jabil Circuit Inc., and a director of CARE Enterprises Inc., a for-profit subsidiary of CARE USA, where she served as board Co-Chair until 2021. From June 2020 until June 2022, she served as the Chair of the Women Corporate Directors' Compensation and Human Capital Committee Peer Group, which devised and led programming for 250 director members. She has previously served as a director of Bombardier Inc., Harley Davidson and International Paper. An American citizen, Ms. Brooks holds a BA in Economics and Political Science and a Master's in Public and Private Management from Yale University.

Age: 65

Directorships or positions currently held in other companies:

Public company:

- The Volvo Group (AB Volvo) 2021 to present, Director and member of the Audit Committee

Private company:

- CARE USA Director; until 2021, Board Co-Chair

Other directorships or positions held during the last five years:

Public company:

- Jabil Circuit Inc. until 2022, Member of the Board and member of the Nominating and Governance Committee

Private company:

- CARE Enterprises Inc. until 2024, Director

Other positions held within the Company: None

Shareholding in the Company: 211,741

Nationality: American

Independence: it has been determined that Ms. Martha Brooks is independent under the NYSE Independence Requirements. Under French law, there are no director independence requirements for French companies of which the shares are not listed on a EU regulated market.

ANNEX D

FOURTH RESOLUTION/PROPOSAL: Re-appointment of Ms. Lori Walker as a director for a term of three years

Information of Ms. Lori Walker pursuant to article R. 225-83 of the French Commercial Code

Ms. Lori Walker has served as a non-executive director since June 2014. Ms. Walker previously served as Chief Financial Officer and Senior Vice President of The Valspar Corporation from 2008 to 2013, where she led the Finance, IT and Communications teams. Prior to that position, Ms. Walker served as Valspar's Vice President, Controller and Treasurer from 2004 to 2008, and as Vice President and Controller from 2001 to 2004. Prior to joining Valspar, Ms. Walker held a number of roles with progressively increasing responsibility at Honeywell Inc. during a 20-year tenure, with her last position there serving as director of Global Financial Risk Management. Ms. Walker currently serves as the Audit Committee Chair of Compass Minerals International, Inc. and is a member of its Environmental, Health, Safety and Sustainability Committee and formerly on the Nominating & Governance Committee. In addition, Ms. Walker became Chair of the Audit Committee for Hayward Industries in March 2021. She serves as the Audit Committee Chair of Southwire Company, LLC, a private company, and is also a member of its Human Resources Committee. Ms. Walker is an American citizen and holds a Bachelor of Science in Finance from Arizona State University and attended the Executive Institute Program and the Director's College at Stanford University.

Age: 67

Directorships or positions currently held in other companies:

Public companies:

- Compass Minerals International, Inc. 2015 to present, Director and Member of the Audit Committee; 2016 to present, Chair of the Audit Committee; 2015 to 2024, member of the Nominating and Governance Committee; 2024 to present, member of Environmental, Health, Safety and Sustainability Committee
- Hayward Industries 2021 to present, Director and Chair of the Audit Committee

Private company:

- Southwire Company, LLC 2014 to present, Director, Audit Committee Chair, Member of the Human Resources Committee

Other directorships or positions held during the last five years: None known

Other positions held within the Company: None

Shareholding in the Company: 35,044

Nationality: American

Independence: it has been determined that Ms. Lori Walker is independent under the NYSE Independence Requirements. Under French law, there are no director independence requirements for French companies of which the shares are not listed on a EU regulated market.