

8.1 Agenda

AGENDA POINT NOT PRESENTED TO SHAREHOLDER VOTE

Information on developments with Eurazeo's climate strategy.

RESOLUTIONS BEFORE THE ORDINARY SHAREHOLDERS' MEETING

1st resolution: Approval of the Company financial statements for the year ended December 31, 2025.

2nd resolution: Allocation of net income and dividend distribution.

3rd resolution: Approval of the consolidated financial statements for the year ended December 31, 2025.

4th resolution: Approval of agreements and commitments governed by Article L. 225-86 of the French Commercial Code.

5th resolution: Approval of an agreement governed by Article L. 225-86 of the French Commercial Code between the Company and some Company shareholders (2026 David-Weill Agreement).

6th resolution: Renewal of the term of office of Mathilde Lemoine as a member of the Supervisory Board.

7th resolution: Renewal of the term of office of Serge Schoen as a member of the Supervisory Board.

8th resolution: Appointment of Flavie Richardson as a non-voting member.

9th resolution: Approval of the 2026 compensation policy for Supervisory Board members.

10th resolution: Approval of the 2026 compensation policy for Executive Board members.

11th resolution: Approval of information relating to corporate officer compensation mentioned in Section I of Article L. 22-10-9 of the French Commercial Code, as presented in the corporate governance report.

12th resolution: Approval of compensation and benefits paid or awarded in respect of fiscal year 2025 to Jean-Charles Decaux, Chairman of the Supervisory Board.

13th resolution: Approval of compensation and benefits paid or awarded in respect of fiscal year 2025 to William Kadouch-Chassaing, member of the Executive Board.

14th resolution: Approval of compensation and benefits paid or awarded in respect of fiscal year 2025 to Christophe Bavière, member of the Executive Board.

15th resolution: Approval of compensation and benefits paid or awarded in respect of fiscal year 2025 to Sophie Flak, member of the Executive Board.

16th resolution: Approval of compensation and benefits paid or awarded in respect of fiscal year 2025 to Olivier Millet, member of the Executive Board, until March 17, 2025.

17th resolution: Authorization of a share buyback program by the Company for its own shares.

18th resolution: Appointment of KPMG S.A. as principal Statutory Auditor.

RESOLUTIONS BEFORE THE EXTRAORDINARY SHAREHOLDERS' MEETING

19th resolution: Delegation of authority to the Executive Board to increase share capital by capitalizing reserves, profits or share, merger or contribution premiums.

20th resolution: Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with retention of preferential subscription rights (can be used outside takeover bid periods).

21st resolution: Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of preferential subscription rights, by way of a public offering other than an offering referred to in Article L. 411-2 Section 1 of the French Monetary and Financial Code or in connection with a takeover bid comprising a share exchange offer (can be used outside takeover bid periods).

22nd resolution: Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of preferential subscription rights by way of a public offering referred to in Article L. 411-2 Section 1 of the French Monetary and Financial Code (can be used outside takeover bid periods).

23rd resolution: Authorization granted to the Executive Board to increase the number of shares, securities or other instruments to be issued in the event of over-subscription.

24th resolution: Delegation of powers to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of preferential subscription rights, in consideration for contributions in kind granted to the Company (can be used outside takeover bid periods).

25th resolution: Delegation of authority to the Executive Board to issue ordinary shares and/or securities granting access to share capital reserved for members of a company savings plan (*plan d'épargne entreprise*), with cancellation of shareholder preferential subscription rights in their favor.

26th resolution: Overall ceiling on the amount of shares and securities issued under the 20th to 24th resolutions.

27th resolution: Amendment of Article 23 (Shareholders' Meeting) of the Bylaws in application of Decree no. 2026-94 of February 13, 2026 on modernizing the way commercial companies communicate with their shareholders.

RESOLUTION BEFORE THE ORDINARY SHAREHOLDERS' MEETING

28th resolution: Powers to carry out formalities.

8.2 Draft resolutions proposed to the Shareholders' Meeting

RESOLUTIONS BEFORE THE ORDINARY SHAREHOLDERS' MEETING

→ Approval of the financial statements, allocation of net income and dividend distribution (1st, 2nd and 3rd resolutions)

After reviewing the Executive Board's Management Report, the Supervisory Board's observations and the Statutory Auditors' reports on the Company and consolidated financial statements, the 1st, 2nd, and 3rd resolutions ask shareholders to approve:

- (I) the Company and consolidated financial statements for the year ended December 31, 2025;
- (II) payment of an **ordinary dividend of €2.92** per share, an increase of +10%;
- (III) payment of a **10% increased dividend i.e. €3.21 per share**. The loyalty dividend will replace the ordinary dividend exclusively for shares that have been deposited in a

registered account since December 31, 2023 at the latest and that will remain in registered form continuously until the dividend payment date. The number of shares eligible for this increased dividend may not exceed, for the same shareholder, 0.5% of the share capital as of December 31, 2025 pursuant to the provisions of Article L. 232-14 of the French Commercial Code.

The dividends (ordinary or increased as appropriate) shall have an ex-dividend date of May 18, 2026 and a payment date of May 20, 2026.

1ST RESOLUTION: APPROVAL OF THE COMPANY FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2025

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, having reviewed the Executive Board's report, the Supervisory Board's observations, the Statutory Auditors' report as well as the Company financial statements for the year ended December 31, 2025, approves the Company financial statements for the year ended December 31, 2025 as presented to the Shareholders' Meeting, as well as the transactions reflected therein and summarized in these reports.

The Shareholders' Meeting approves net income for the fiscal year of €45,482,844.96. Pursuant to Article 223 *quater* of the French General Tax Code, the Shareholders' Meeting approves non-deductible expenses (Article 39-4 of the French General Tax Code) of €82,229.77, which will not give rise to payment of income tax.

2ND RESOLUTION: ALLOCATION OF NET INCOME AND DIVIDEND DISTRIBUTION

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, having reviewed the Executive Board's report, the Supervisory Board's observations and the Statutory Auditors' report, and after having noted that net income for the year is €45,482,844.96, resolves to allocate net income as follows based on 69,165,760 shares outstanding as of December 31, 2025:

■ Retained earnings brought forward	€385,245,678.00
■ Net income for the year	€45,482,844.96
GIVING A TOTAL OF	€430,728,522.96
■ To the Legal reserve	-
■ Amount granted to shareholders in respect of the dividend (including the increased dividend)	€204,799,040.74
To Retained earnings	€225,929,482.22
GIVING A TOTAL OF	€430,728,522.96

The Shareholders' Meeting therefore sets the ordinary dividend at €2.92 per share, with an increased dividend of €3.21 per share. The increased dividend shall be granted in place of the ordinary dividend exclusively to shares held in registered form since at least December 31, 2023 and that continue to be held in this form and without interruption up to the dividend payment date, it being specified that the number of securities eligible for the increased dividend may not exceed, for the same shareholder, 0.5% of the share capital.

The dividends (ordinary and increased) shall have an ex-dividend date of May 18, 2026 and a payment date of May 20, 2026.

If the Company holds treasury shares at the time of payment of the dividend, the dividend amount corresponding to these shares would be automatically allocated to "Retained earnings".

This distribution is fully eligible for the 40% tax rebate provided for in Article 158-3-2 of the French General Tax Code for individual shareholders who are tax-resident in France, provided they have elected, on a global basis, to be taxed under the progressive income tax scale pursuant to Article 200 A, 2 of the French General Tax Code.

Dividends paid to individual shareholders who are tax-resident in France are, in principle and at the time of payment, subject to a non-final income tax deduction at a rate of 12.8%, as well as to social contributions at a rate of 18.6% on the gross amount, as an advance payment of income tax. This deduction can be offset against the 12.8% flat tax (*prélèvement forfaitaire unique*) which constitutes a final tax pursuant to Article 200 A, 1 of the French General Tax Code. The dividend is included in the taxpayer's reference taxable income for the year of receipt, which serves as the basis for calculating the exceptional contribution on high income provided for in Article 223 *sexies* of the French General Tax Code and the differential contribution applicable to certain high-income taxpayers provided for in Article 224 of the French General Tax Code.

However, an individual shareholder who is tax-resident in France may expressly and irrevocably elect, before the filing deadline for their tax return and on a global basis in respect of all income referred to in Article 200 A, 1 of the French General Tax Code, to have income within the scope of the flat tax taxed under the progressive income tax scale, in accordance with Article 200 A, 2 of the French General Tax Code. In that case, the dividend is eligible for the aforementioned 40% tax rebate provided for in Article 200 A, 2 of the French General Tax Code. The 12.8% non-final tax deduction is offset against the income tax due for the year in which the dividend

is received and, if it exceeds the tax due, the excess is refundable. Social contributions at a rate of 18.6% on the gross dividend are in all cases payable.

Furthermore, pursuant to Article 117 *quater* (I-1) of the French General Tax Code, taxpayers whose household reference taxable income for the second year preceding the year of payment does not exceed a specified threshold may, upon request and subject to the conditions set out in Article 242 *quater* of the French General Tax Code, be exempted from the 12.8% non-final tax deduction.

In accordance with Article 243 *bis* of the French General Tax Code, the Shareholders' Meeting hereby notes that dividends per share for the previous three fiscal years were as follows:

(In euros)	Year ended 12/31/2022	Year ended 12/31/2023	Year ended 12/31/2024
Dividend ⁽¹⁾	€2.20	€2.42	€2.65

(1) The dividend corresponds to all income distributed for the fiscal year and is fully eligible for the 40% rebate provided for in Article 158.3 2° of the French General Tax Code, under the legal limits and conditions.

The Shareholders' Meeting grants full powers to the Executive Board to determine, notably with respect to the number of treasury shares held by the Company and the number of shares canceled prior to the dividend payment date and, where applicable, the number of new shares issued before this date and bearing dividend rights as of January 1, 2026, the total dividend distribution and, accordingly, the amount of distributable earnings to be allocated to "Other reserves".

3RD RESOLUTION: APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2025

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, having reviewed the Executive Board's report, the Supervisory Board's observations, the Statutory Auditors' report as well as the consolidated financial statements for the year ended December 31, 2025, approves the consolidated financial statements for the year ended December 31, 2025 as presented to the Shareholders' Meeting, as well as the transactions reflected therein and summarized in these reports.

→ Approval of regulated agreements and commitments (4th and 5th resolutions)

- In the 4th and 5th resolution, shareholders are asked to approve the regulated agreements governed by Articles L. 225-86 *et seq.* of the French Commercial Code, which were authorized by the Supervisory Board and entered into by the Company in 2025;
- The agreements referred to in the 4th resolution encompass the agreements involving members of the Executive Board, who will be excluded from the vote on this resolution in the amount of their shareholding;
- They primarily concern the contractual documents to be entered into with members of the Executive Board and

members of the investment team structuring their respective investments in funds open to investment partners. Two co-investment plans were authorized during 2025. The Supervisory Board meeting of June 19, 2025 authorized, at the recommendation of the CAG Committee and in accordance with the provisions of Article 5.2 of the Internal Rules, the proposed allocations to Executive Board members and the contractual documentation, as part of the implementation of the LightQuest co-investment plans;

- These investments by members of the Executive Board and the investment teams will be performed in accordance with the fund rules. Carried interest shares issued by these funds vest progressively to members of the Executive Board and the investment teams. In accordance with market practice and prevailing regulations, the members of the Executive Board and the investment teams hold a separate class of shares conferring different rights (compared to ordinary shares) to capital gains. For several years now, Eurazeo has allowed members of its Executive Board and the investment team to invest alongside third-party investors in funds managed by the Eurazeo group. It is specified that investments in the funds by members of the Executive Board and members of the investment team carry a risk that all or part of the investment will be lost;
- Detailed information on investments by members of the Executive Board and the investment teams is presented in Section 5.14, "Participation by Eurazeo teams in Group investments", of the 2025 Universal Registration Document. The purpose of these agreements, their financial terms and conditions and their interest to the Group are presented in Sections 5.9, "Regulated agreements," and 8.6 of the 2025 Universal Registration Document;
- Shareholders should note that the Statutory Auditors' Special Report presented in Chapter 8, Section 8.6 of the 2025 Universal Registration Document details the new agreements as well as all agreements and commitments entered into and authorized during previous years, that remained in effect during the year ended December 31, 2025. These agreements and commitments were reviewed by the Supervisory Board in accordance with Article L. 225-88-1 of the French Commercial Code.

The agreement referred to in the 5th resolution concerns the 2026 David-Weill Agreement

- The Supervisory Board meeting of March 10, 2026 authorized Eurazeo to enter into an agreement to act in concert with Béatrice Stern, Natalie Merveilleux du Vignaux, Agathe

Mordacq, Cécile David-Weill and her children, and Quatre Sœurs LLC and Palmes CPM SA (the "Parties"), which together hold more than 10% of Eurazeo's share capital and voting rights (the "2026 David-Weill Agreement"). The agreement notably governs certain governance (voting) arrangements and transfer mechanisms (price/terms and procedures), and sets thresholds and reference price ranges for notifications and transfers;

- The David-Weill 2026 Agreement primarily provides for (i) a consultation commitment ahead of each shareholders' meeting so that the voting rights attached to the securities held by the Parties are exercised in a coordinated manner, (ii) a cap on acquisitions, including a prior-information obligation (five trading days' notice) in the event of an increase in holdings and an undertaking not to cause the concert to cross the 30% threshold of the share capital and/or voting rights; and (iii) provisions governing the transfer of securities (right of first refusal in favor of the other Parties, with an alternative tag-along right, and, where applicable, a right of first negotiation in favor of Eurazeo). The 2026 David-Weill Agreement was entered into for a period of four years commencing April 6, 2026, with the possibility of early termination under certain conditions. It will replace the agreement entered into on December 12, 2022 between the same Parties on its expiry on April 6, 2026 (Decision and Information no. 226C0297). The parties to the 2022 David-Weill Agreement (Decision and Information no. 222C2674) notified Eurazeo on December 16, 2025 of their decision not to tacitly renew the 2022 David-Weill Agreement on its expiry;
- The conclusion of the 2026 David-Weill Agreement reaffirms the Company's family shareholding base and confirms the David-Weill family's continued commitment to Eurazeo, supporting the stability of its shareholding structure. This new agreement is in line with the 2022 agreement, while introducing adjustments to modernize its operation and facilitate the management of shares by the Parties;
- Detailed information on this agreement is presented in Chapter 7.1.2 of the 2025 Universal Registration Document.

4TH RESOLUTION: APPROVAL OF AGREEMENTS AND COMMITMENTS GOVERNED BY ARTICLE L. 225-86 OF THE FRENCH COMMERCIAL CODE

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, having reviewed the Statutory Auditors' Special Report on regulated agreements and commitments governed by Article L. 225-86 of the French Commercial Code, approves the new agreements presented in this report and also duly notes the information on agreements entered into and authorized in prior years and that continued to be implemented during the year, which are disclosed in this report and were reviewed by the Supervisory Board in accordance with Article L. 225-88-1 of the French Commercial Code.

5TH RESOLUTION: APPROVAL OF AN AGREEMENT GOVERNED BY ARTICLE L. 225-86 OF THE FRENCH COMMERCIAL CODE BETWEEN THE COMPANY AND SOME COMPANY SHAREHOLDERS (2026 DAVID-WEILL AGREEMENT)

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meeting, having reviewed the Statutory Auditors' Special Report on an agreement governed by Article L. 225-86 of the French Commercial Code, approves the agreement presented in this report and not yet approved by the Shareholders' Meeting.

→ Composition of the Supervisory Board (6th, 7th and 8th resolution)

- As of December 31, 2025, the Supervisory Board has 11 members. The Supervisory Board has four female members, accounting for **44.4%** of the Retained Number (excluding the two employee representatives) and five independent members, **55.5%** of this total. The Company therefore complies with prevailing regulations, with more than 40% of female Board members and more than 50% of independent Board members.
- Given the proposed renewal of the two terms of office expiring at the end of the Shareholders' Meeting of May 6, 2026, if the two proposed resolutions relating to the composition of the Supervisory Board were adopted by the Shareholders' Meeting, the composition, independence and diversity of the Supervisory Board would remain unchanged.

Renewal of the term of office of Mathilde Lemoine as a member of the Supervisory Board (6th resolution)

- The 6th resolution asks shareholders to renew Mathilde Lemoine's term of office as a member of the Supervisory Board for a period of four years. This term of office will expire at the end of the Shareholders' Meeting held in 2030 to approve the financial statements for the year ending December 31, 2029;
- Mathilde Lemoine has been a member of the Eurazeo Supervisory Board since April 28, 2022 and is a member of the CSR Committee. Her attendance rate at Board and Committee meetings in 2025 was as follows: 100% (Supervisory Board) and 100% (CSR Committee).

Independence and multiple directorships

- Mathilde Lemoine is considered to be independent as she satisfies all the independence criteria set out in the AFEP-MEDEF Code and also complies with legal obligations and AFEP-MEDEF Code recommendations setting limits on the number of offices held;
- Detailed information concerning Mathilde Lemoine is presented in Section 5.2, "Offices and positions held by the Supervisory Board as of December 31, 2025", of the 2025 Universal Registration Document.

Renewal of the term of office of Serge Schoen as a member of the Supervisory Board (7th resolution)

- The 7th resolution asks shareholders to renew Serge Schoen's term of office as a member of the Supervisory Board for a period of four years. This term of office will expire at the end of the Shareholders' Meeting held in 2030 to approve the financial statements for the year ending December 31, 2029;
- Serge Schoen has been a member of the Eurazeo Supervisory Board since April 28, 2022 and is Chairman of the CAG Committee and a member of the Finance Committee. His attendance rate at Board and Committee meetings in 2025 was as follows: 100% (Supervisory Board), 100% (CAG Committee) and 83.33% (Finance Committee).

Independence and multiple directorships

- Serge Schoen is considered to be independent as he satisfies all the independence criteria set out in the AFEP-MEDEF Code and also complies with legal obligations and AFEP-MEDEF Code recommendations setting limits on the number of offices held;
- Detailed information on Serge Schoen is presented in Section 5.2, "Offices and positions held by the Supervisory Board as of December 31, 2025", of the 2025 Universal Registration Document.

Appointment of Flavie Richardson as a non-voting member

- The Supervisory Board meeting of December 11, 2025 took note of Jean-Pierre Richardson's decision not to seek the renewal of his duties as a non-voting member. The 8th resolution asks shareholders to appoint Flavie Richardson as a non-voting member for a period of four years in accordance with Article 16 of the Bylaws. Her term of office will expire at the end of the Shareholders' Meeting held in 2030 to approve the financial statements for the year ending December 31, 2029.

6TH RESOLUTION: RENEWAL OF THE TERM OF OFFICE OF MATHILDE LEMOINE AS A MEMBER OF THE SUPERVISORY BOARD

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings and having reviewed the Executive Board's report, renews the term of office of Mathilde Lemoine as a member of the Company's Supervisory Board for a period of four years. This term of office will expire at the end of the Shareholders' Meeting held in 2030 to approve the financial statements for the year ending December 31, 2029.

7TH RESOLUTION: RENEWAL OF THE TERM OF OFFICE OF SERGE SCHOEN AS A MEMBER OF THE SUPERVISORY BOARD

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings and having reviewed the Executive Board's report, renews the term of office of Serge Schoen as a member of the Company's Supervisory Board for a period of four years. This term of office will expire at the end of the Shareholders' Meeting held in 2030 to approve the financial statements for the year ending December 31, 2029.

8TH RESOLUTION: APPOINTMENT OF FLAVIE RICHARDSON AS A NON-VOTING MEMBER

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings and having reviewed the Executive Board's report, appoints Flavie Richardson as a non-voting member for a period of four years. This term of office will expire at the end of the Shareholders' Meeting held in 2030 to approve the financial statements for the year ending December 31, 2029.

→ Approval of the 2026 corporate officer compensation policy (9th and 10th resolutions)

Pursuant to Article L. 22-10-26 of the French Commercial Code, the Supervisory Board submits to the approval of the Shareholders' Meeting the compensation policy for members of the Supervisory Board and Executive Board.

On March 10, 2026, at the recommendation of the CAG Committee, the Supervisory Board adopted the compensation policy for Executive Board and Supervisory Board members that will be presented for vote at the Shareholders' Meeting of May 6, 2026.

The 9th resolution asks shareholders to approve the **2026 compensation policy for Supervisory Board members**. The principles governing the Supervisory Board's 2025 compensation policy are retained unchanged.

The 10th resolution asks shareholders to approve the **2026 compensation policy for Executive Board members**.

The Supervisory Board sets the compensation policy for members of Eurazeo's Executive Board on the basis of recommendations made by the CAG Committee, taking account of the principles set out in the AFEP-MEDEF Code: comprehensiveness, balance between compensation components, comparability, consistency, understandability of the rules and proportionality. The compensation of Eurazeo's current

Executive Board members comprises fixed compensation, annual variable compensation, long-term compensation, and other benefits incidental to their duties.

At the recommendation of the CAG Committee, the Supervisory Board meeting of March 10, 2026 adjusted the Executive Board compensation policy in the following areas: (i) the introduction of two economic criteria for long-term compensation, relating to the increase in the FRE margin rate and the growth in third-party assets under management; (ii) the review of the respective weightings of the four criteria in line with changes in the business model; and (iii) an adjustment to the grant amount for each member. The other components of the compensation policy are unchanged.

Information is presented in the corporate governance report prepared in accordance with the aforementioned Article and presented in Chapter 5, Section 5.8.1, "2026 Corporate Officer Compensation Policy", of the 2025 Universal Registration Document.

Pursuant to Article L. 22-10-34 of the French Commercial Code, the amounts resulting from the application of these principles and criteria will be submitted for shareholder approval at the Shareholders' Meeting called to approve the financial statements for the year ended December 31, 2026.

9TH RESOLUTION: APPROVAL OF THE 2026 COMPENSATION POLICY FOR SUPERVISORY BOARD MEMBERS

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings and having reviewed the corporate governance report, approves in accordance with Article L. 22-10-26 of the French Commercial Code the compensation policy for members of the Supervisory Board, as presented to the Shareholders' Meeting in the aforementioned report (Chapter 5, Section 5.8.1.2, "Compensation Policy for Supervisory Board members", of the 2025 Universal Registration Document).

10TH RESOLUTION: APPROVAL OF THE 2026 COMPENSATION POLICY FOR EXECUTIVE BOARD MEMBERS

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings and having reviewed the corporate governance report, approves in accordance with Article L. 22-10-26 of the French Commercial Code the compensation policy for members of the Executive Board, as presented to the Shareholders' Meeting in the aforementioned report (Chapter 5, Section 5.8.1.3, "Compensation Policy for Executive Board members", of the 2025 Universal Registration Document).

→ **Approval of the compensation report presented in the corporate governance report (11th resolution) and compensation and benefits paid or awarded in respect of fiscal year 2025 to each executive corporate officer (12th, 13th, 14th, 15th and 16th resolutions)**

Pursuant to the provisions of Article L. 22-10-34 Section I of the French Commercial Code, the Supervisory Board submits a draft resolution (11th) for approval by the Shareholders' Meeting regarding the information relating to corporate officer compensation for 2025 mentioned in Article L. 22-10-9 Section I of the French Commercial Code ("Report on compensation").

Pursuant to Article L. 22-12-34 Section II of the French Commercial Code, the 12th, 13th, 14th, and 15th resolutions ask shareholders to approve the total compensation and benefits of all kinds paid or awarded in respect of fiscal year 2025 to:

- Jean-Charles Decaux, Chairman of the Supervisory Board;
- William Kadouch-Chassaing, member of the Executive Board;
- Christophe Bavière, member of the Executive Board;
- Sophie Flak, member of the Executive Board;

Pursuant to Article L. 22-10-34 II of the French Commercial Code, the 16th resolution asks shareholders to approve the total compensation and benefits of all kinds paid or awarded in respect of fiscal year 2025 to Olivier Millet, a member of the Executive Board until March 17, 2025.

Shareholders are therefore asked to approve the following:

Components of compensation and benefits paid or awarded in respect of fiscal year 2025 to Jean-Charles Decaux, Chairman of the Supervisory Board

The 12th resolution asks shareholders to approve the components of compensation paid or awarded in respect of fiscal year 2025 to Jean-Charles Decaux, Chairman of the Supervisory Board, as presented in Chapter 5, Section 5.8.5, "Components of compensation and benefits paid or awarded in

respect of fiscal year 2025 to the Chairman of the Supervisory Board and each member of the Executive Board, submitted to the approval of shareholders", of the 2025 Universal Registration Document.

Components of compensation and benefits paid or awarded in respect of fiscal year 2025 to William Kadouch-Chassaing, Christophe Bavière and Sophie Flak, members of the Executive Board

The 13th, 14th, and 15th resolutions ask shareholders to approve the components of compensation paid or awarded in respect of fiscal year 2025 to William Kadouch-Chassaing, Christophe Bavière and Sophie Flak, members of the Executive Board, as presented in Chapter 5, Section 5.8.5 "Components of compensation and benefits paid or awarded in respect of fiscal year 2025 to the Chairman of the Supervisory Board and each member of the Executive Board, submitted to the approval of shareholders", of the 2025 Universal Registration Document.

Components of compensation and benefits paid or awarded in respect of fiscal year 2025 to Olivier Millet, member of the Executive Board Member until March 17, 2025

The 16th resolution asks shareholders to approve the components of compensation paid or awarded in respect of fiscal year 2025 to Olivier Millet, member of the Executive Board until March 17, 2025, as presented in Chapter 5, Section 5.8.5, "Components of compensation and benefits paid or awarded in respect of fiscal year 2025 to the Chairman of the Supervisory Board and each member of the Executive Board, submitted to the approval of shareholders" of the 2025 Universal Registration Document.

11TH RESOLUTION: APPROVAL OF INFORMATION RELATING TO CORPORATE OFFICER COMPENSATION MENTIONED IN SECTION I OF ARTICLE L. 22-10-9 OF THE FRENCH COMMERCIAL CODE, AS PRESENTED IN THE CORPORATE GOVERNANCE REPORT

Pursuant to Article L. 22-10-34 I of the French Commercial Code, the Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, approves the information mentioned in Section I of Article L. 22-10-9 of the French Commercial Code as presented in the Company's corporate governance report.

12TH RESOLUTION: APPROVAL OF COMPENSATION AND BENEFITS PAID OR AWARDED IN RESPECT OF FISCAL YEAR 2025 TO JEAN-CHARLES DECAUX, CHAIRMAN OF THE SUPERVISORY BOARD

Pursuant to Article L. 22-10-34 II of the French Commercial Code, the Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, approves the fixed, variable and exceptional components of total compensation and benefits of all kinds paid or awarded in respect of the fiscal year ended December 31, 2025 to Jean-Charles Decaux, Chairman of the Supervisory Board, as presented in the Company's corporate governance report.

13TH RESOLUTION: APPROVAL OF COMPENSATION AND BENEFITS PAID OR AWARDED IN RESPECT OF FISCAL YEAR 2025 TO WILLIAM KADOUCH-CHASSAING, MEMBER OF THE EXECUTIVE BOARD

Pursuant to Article L. 22-10-34 II of the French Commercial Code, the Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, approves the fixed, variable and exceptional components of total compensation and benefits of all kinds paid or awarded in respect of the fiscal year ended December 31, 2025 to William Kadouch-Chassaing, member of the Executive Board, as presented in the Company's corporate governance report.

14TH RESOLUTION: APPROVAL OF COMPENSATION AND BENEFITS PAID OR AWARDED IN RESPECT OF FISCAL YEAR 2025 TO CHRISTOPHE BAVIÈRE, MEMBER OF THE EXECUTIVE BOARD

Pursuant to Article L. 22-10-34 II of the French Commercial Code, the Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, approves the fixed, variable and exceptional components of total compensation and benefits of all kinds paid or awarded in respect of the fiscal year ended December 31, 2025 to Christophe Bavière, member of the Executive Board, as presented in the Company's corporate governance report.

15TH RESOLUTION: APPROVAL OF COMPENSATION AND BENEFITS PAID OR AWARDED IN RESPECT OF FISCAL YEAR 2025 TO SOPHIE FLAK, MEMBER OF THE EXECUTIVE BOARD

Pursuant to Article L. 22-10-34 II of the French Commercial Code, the Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, approves the fixed, variable and exceptional components of total compensation and benefits of all kinds paid or awarded in respect of the fiscal year ended December 31, 2025 to Sophie Flak, member of the Executive Board, as presented in the Company's corporate governance report.

16TH RESOLUTION: APPROVAL OF COMPENSATION AND BENEFITS PAID OR AWARDED IN RESPECT OF FISCAL YEAR 2025 TO OLIVIER MILLET, MEMBER OF THE EXECUTIVE BOARD UNTIL MARCH 17, 2025

Pursuant to Article L. 22-10-34 II of the French Commercial Code, the Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, approves the fixed, variable and exceptional components of total compensation and benefits of all kinds paid or awarded in respect of the fiscal year ended December 31, 2025 to Olivier Millet, member of the Executive Board, as presented in the Company's corporate governance report.

→ Authorization of a share buyback program by the Company for its own shares (17th resolution)

The authorization granted by the Shareholders' Meeting of May 7, 2025 to the Executive Board to carry out transactions in the Company's shares expires on November 7, 2026. The 17th resolution asks shareholders to authorize the Executive Board once again, for a period of 18 months, to carry out transactions in the Company's shares subject to a maximum purchase price per share of €150. This authorization would enable the Executive Board to purchase shares with a view to:

1. canceling shares;
2. market-making in the Company's shares under a liquidity contract in accordance with market practices accepted by the French Financial Markets Authority (AMF);
3. granting or allocating shares to employees and corporate officers of the Company and/or of current or future affiliates as allowed by law, particularly with respect to exercising share purchase options, granting free shares or profit sharing;
4. remitting or exchanging shares when the rights attached to debt instruments that entitle holders to receive Eurazeo shares are exercised;
5. undertaking any other transaction approved or recognized by regulations or the French Financial Markets Authority (AMF) and any goals consistent with prevailing regulations.

The Company may also use this authorization with a view to retaining or using shares in exchange or as payment for potential future acquisitions.

These transactions may not be performed during a takeover bid period. During such a period, these transactions may only be performed to allow the Company to satisfy prior commitments to grant or allocate shares to employees or corporate officers of the Company as set out in point 3 above, particularly with respect to the exercise of share purchase options or the grant of free shares or profit sharing or if the buyback transactions are performed under a prevailing independent share purchase mandate.

It is recalled that the Company directly owned 4,074,861 shares as of December 31, 2025, representing 5.89% of its share capital. In accordance with prevailing laws and regulations, these shares do not confer dividend or voting rights. Of these 4,074,861 shares, 135,267 shares were purchased under the liquidity contract, 2,331,773 shares are allocated for cancellation and 1,607,821 shares are allocated for grant to holders of share purchase options or as free shares to employees or corporate officers of the Company and/or its subsidiaries.

The authorization granted to the Executive Board for the buyback program limits purchases to 10% of the share capital on the date of such purchases, as calculated in accordance with applicable laws and regulations (5% for external growth transactions), provided, however, that the total number of the Company's own shares held by it following such purchases does not exceed 10% of the share capital. On the basis of the Company's share capital as of December 31, 2025, that ceiling would be 6,916,576 shares.

17TH RESOLUTION: AUTHORIZATION OF A SHARE BUYBACK PROGRAM BY THE COMPANY FOR ITS OWN SHARES

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, having reviewed the Executive Board's report and pursuant to Article L. 22-10-62 of the French Commercial Code and the Market Abuse Regulation (Regulation no. 596/2014/EU):

- terminates, with immediate effect, the unused portion of the authorization granted to the Executive Board to purchase shares of the Company pursuant to the 15th resolution of the Combined Shareholders' Meeting of May 7, 2025;
- authorizes the Executive Board to carry out transactions in Company shares up to an amount representing 10% of the share capital on the date of such purchases, as calculated in accordance with applicable laws and regulations, provided, however, that the total number of Company shares held by it following such purchases does not exceed 10% of the share capital.

The maximum purchase price per share is set at €150 (excluding acquisition costs), that is a total maximum amount allocated to the share buyback program of €1,037,486,400, based on a total of 69,165,760 shares outstanding as of December 31, 2025. It should be noted, however, that in the event of changes in the share capital resulting, in particular, from the capitalization of reserves and the granting of bonus shares, stock splits or reverse splits, the above-mentioned price will be revised accordingly.

Shares may be bought, sold or transferred by any means, in one or more transactions, particularly on the market or over the counter, including through block trades, public offerings, the use of derivatives or of warrants or other securities granting access to share capital, or by creating option mechanisms, as permitted by the financial market authorities and in accordance with applicable regulations.

The Company may use this authorization for the following purposes, in compliance with the above-mentioned statutes and financial market practices authorized by the French Financial Markets Authority (AMF):

1. canceling shares, in accordance with the authorization granted to the Executive Board at the Extraordinary Shareholders' Meeting;
2. market-making in the Company's shares under a liquidity contract in accordance with market practices accepted by the French Financial Markets Authority (AMF);
3. granting or allocating shares to employees and corporate officers of the Company and/or of current or future affiliates as allowed by law, particularly with respect to exercising share purchase options, granting free shares or profit sharing;
4. remitting or exchanging shares when the rights attached to debt instruments (or other securities) that entitle holders to receive Eurazeo shares are exercised;
5. undertaking any other transaction approved or recognized by regulations or the French Financial Markets Authority (AMF) and any goals consistent with prevailing regulations.

The Company may also use this authorization with a view to retaining or using shares in exchange or as payment for potential future acquisitions. In accordance with Article L. 22-10-62 of the French Commercial Code, the number of shares purchased by the Company with a view to holding and subsequently presenting them in payment or exchange in connection with an acquisition, cannot exceed 5% of the Company's share capital.

This authorization is granted for a period of 18 months commencing this Shareholders' Meeting.

Company shares may be purchased, sold or transferred at any time, subject to applicable laws and regulations, except during a takeover bid period. During such a period, these transactions may only be performed to allow the Company to satisfy prior commitments to grant or allocate shares to employees or corporate officers of the Company as set out in point 3 above, particularly with respect to the exercise of share purchase options or the grant of free shares or profit sharing or if the buyback transactions are performed under a prevailing independent share purchase mandate.

As required by applicable regulations, the Company will report purchases, disposals and transfers to the French Financial Markets Authority (AMF) and generally complete all formalities or filing requirements.

As required by applicable regulations, the Company will report transactions performed pursuant to this authorization to Shareholders' Meetings.

The Shareholders' Meeting grants full powers to the Executive Board, which may delegate such power, to implement this authorization and set the terms and conditions thereof, in particular, to adjust the above purchase price in the event of changes in shareholders' equity, share capital or the par value of shares, to place any orders on the stock market, enter into agreements, perform any reallocations, complete all filing requirements and formalities and generally do all that is necessary.

→ Appointment of KPMG S.A. as principal Statutory Auditor (18th resolution)

The Supervisory Board meeting of March 5, 2025 decided to propose to the Shareholders' Meeting, at the recommendation of the Audit Committee, the appointment of KPMG S.A. as principal Statutory Auditor to replace PricewaterhouseCoopers Audit, whose term of office expires at the end of the Shareholders' Meeting of May 6, 2026. The 18th resolution therefore asks shareholders to appoint KPMG S.A. as principal Statutory Auditor for a period of six years, that is until the end of the Ordinary

Shareholders' Meeting to be held in 2032 to approve the financial statements for the year ending December 31, 2031.

KPMG S.A. has already indicated that it would accept this appointment in the event of a favorable vote on the resolution, and that it was not affected by any incompatibility or prohibition that could prevent the exercise of such duties.

18TH RESOLUTION: APPOINTMENT OF KPMG S.A. AS PRINCIPAL STATUTORY AUDITOR

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings and having reviewed the Executive Board's report, appoints KPMG S.A., a statutory audit company registered with the H2A under number 4100045756 and registered with the Nanterre Trade and Companies Register under number 775 726 417, and whose registered office is located at 2, avenue Gambetta, 92400 Courbevoie, as principle Statutory Auditor for a period of six years, that is until the end of the Ordinary Shareholders' Meeting to be held in 2032 to approve the financial statements for the year ending December 31, 2031.

RESOLUTIONS BEFORE THE EXTRAORDINARY SHAREHOLDERS' MEETING

→ Delegation of authority to the Executive Board to increase share capital by capitalizing reserves, profits or share, merger or contribution premiums (19th resolution)

In the 19th resolution, shareholders are asked to renew, for a period of 26 months, the delegation of authority granted to the Executive Board to increase share capital by capitalizing all or part of reserves, profits or share, merger or contribution premiums, by granting bonus shares, increasing the par value of existing shares or a combination thereof.

The maximum par value amount of share issues that may be decided pursuant to this delegation would be €2,000,000,000, *i.e.* unchanged on the amount authorized by the Shareholders' Meeting of May 7, 2024. This ceiling is distinct and separate from the overall ceiling set in the 26th resolution.

At the date of this Universal Registration Document, no issues had been performed pursuant to the preceding delegation authorized by the Shareholders' Meeting of May 7, 2024 in its 22nd resolution.

The new delegation presented to you would supersede the unused portion of the authorization granted by the 22nd resolution of the Shareholders' Meeting of May 7, 2024, which will expire on July 6, 2026.

19TH RESOLUTION: DELEGATION OF AUTHORITY TO THE EXECUTIVE BOARD TO INCREASE SHARE CAPITAL BY CAPITALIZING RESERVES, PROFITS OR SHARE, MERGER OR CONTRIBUTION PREMIUMS

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Ordinary Shareholders' Meetings, having reviewed the Executive Board's report and pursuant to Articles L. 225-129 to L. 225-129-6, L. 225-130, L. 22-10-49 and L. 22-10-50 of the French Commercial Code:

1. delegates authority to the Executive Board to increase share capital, in one or more transactions, in the proportions and at the times it deems fit, by capitalizing, successively or simultaneously, all or part of reserves, profits or share, merger or contribution premiums that may be capitalized, by issuing new ordinary shares or increasing the par value of existing shares or a combination thereof;
2. resolves that the maximum par value amount of shares issues that may be decided by the Executive Board, immediately or in the future, pursuant to this delegation of authority may not exceed €2,000,000,000, it being stipulated that this ceiling (i) is distinct and separate from the ceiling set in the 26th resolution, and (ii) does not take account of the par value amount of ordinary shares of the Company to be issued, where applicable, to preserve the rights of holders of securities granting access to share capital issued under this delegation, in accordance with legal and regulatory provisions and, where applicable, relevant contractual provisions;
3. resolves that this delegation of authority, which supersedes, as of this day, the unused portion of the authorization granted by the 22nd resolution of the Combined Shareholders' Meeting of May 7, 2024, will be valid for a period of 26 months commencing this Shareholders' Meeting;
4. resolves that the Executive Board will have full powers and may delegate such powers to its Chairman or one of its members as permitted by law and the Bylaws, to implement this delegation of authority and, in particular:
 - set the amount and the nature of the amounts to be capitalized,
 - set the number of shares to be issued and/or the amount by which the par value of outstanding shares will be increased,
 - determine the date, which may be retroactive, from which the new shares will rank for dividends and/or the date on which the increase in the par value will take effect,
 - decide, pursuant to the provisions of Articles L. 225-130 and L. 22-10-50 of the French Commercial Code that fractional shares will not be negotiable or transferable, and that the corresponding shares will be sold. The amounts from the sale will be allocated to holders of rights no later than thirty days after the date on which the whole number of shares attributable to them is registered in their account,
 - offset against one or more available reserve accounts the costs, fees and expenses related to the share capital increase carried out and, where applicable, deduct from one or more available reserve accounts the amounts required to bring the legal reserve to one-tenth of the share capital after each share capital increase,
 - perform, where applicable, all adjustments to take account of the impact of the transaction on the Company's share capital and set the conditions for preserving the rights of holders of securities granting access to share capital, in accordance with applicable laws and regulations, and, where applicable, relevant contractual provisions,
 - take all measures and carry out all formalities useful or necessary to ensure the successful completion of the share capital increase, and
 - formally record the resulting share capital increase(s), amend the Bylaws accordingly and complete all related actions and formalities, and generally do all that is necessary.

→ **The Supervisory Board asks shareholders to renew the financial delegations approved by the Shareholders' Meeting of May 7, 2024 for a period of 26 months, while maintaining the scope of share capital increases under the following limits and conditions:**

- Authorizations to increase the share capital, with or without preferential subscription rights, by up to 50% and 10% of the share capital, respectively, which is €210,955,578.27 as of December 31, 2025; **the general ceiling for share capital increases with preferential subscription rights is decreased from a maximum par value amount of €115 million to €105 million, i.e. 49.77% of the share capital** as of December 31, 2025; the maximum par value amount of share capital increases with cancellation of preferential subscription rights of €21 million, i.e. 10% of share capital as of December 31, 2025, will be deducted from this general ceiling;
- the ceiling for issues of debt securities is unchanged, i.e. a total nominal amount of €1 billion;
- Law no. 2024-537 of June 13, 2024 (the "Attractiveness Law"), having eliminated the statutory minimum issue price, the specific resolution relating to the setting of the issue price is no longer required and the authority to set the price is now incorporated directly into Resolutions 21 and 22 (issues with cancellation of preferential subscription rights). The Executive Board now has the discretion to set the issue price under the authority granted by the Shareholders' Meeting, within the following limits: a minimum issue price as defined in Resolutions 21 and 22, potentially less a maximum discount of 10%;
- retention of the principle of supervisory body neutrality during takeover bids targeting the Company's securities; the Executive Board may not, unless previously authorized by Shareholders' Meeting, use the delegations of authority provided by the relevant resolutions during a takeover bid targeting Eurazeo securities, i.e. from the filing of a bid by a third-party until the end of the offer period.

Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with retention of shareholder preferential subscription rights (can be used outside takeover bid periods) (20th resolution)

In order to continue its growth strategy and ensure access to resources adapted to changes in its assets, the Executive Board presents a number of resolutions asking shareholders to grant delegations of authority enabling it to perform securities issues authorized by prevailing legislation. This delegation of authority to the Executive Board offers the possibility to develop and strengthen the Company's financial structure and equity.

The 20th resolution concerns the issue, with retention of preferential subscription rights, of shares and/or securities granting access, directly or indirectly, to share capital of your Company.

The par value amount of any share capital increase performed pursuant to this delegation would be capped at €105 million or 49.77% of the share capital, with such par value amounts deducted from the general ceiling set in the 26th resolution presented to this Shareholders' Meeting. The nominal amount of any debt securities issued pursuant to this delegation would be capped at €1 billion, unchanged on the amount authorized by the Shareholders' Meeting of May 7, 2024, with such nominal amounts deducted from the general ceiling set in the 26th resolution presented to this Shareholders' Meeting.

This delegation of authority could not be used during the period of a takeover bid for the Company's shares.

At the date of this Universal Registration Document, no issues had been performed pursuant to the preceding delegation authorized by the Shareholders' Meeting of May 7, 2024 in its 23rd resolution.

This delegation would be granted for a period of 26 months and would supersede the authorization granted by the resolution adopted by the Shareholders' Meeting of May 7, 2024, which will expire on July 6, 2026.

20TH RESOLUTION: DELEGATION OF AUTHORITY TO THE EXECUTIVE BOARD TO ISSUE SHARES AND/OR SECURITIES GRANTING ACCESS, IMMEDIATELY OR IN THE FUTURE, TO SHARE CAPITAL, WITH RETENTION OF SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS (CAN BE USED OUTSIDE TAKEOVER BID PERIODS)

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Extraordinary Shareholders' Meetings, having reviewed the Executive Board's report and the Statutory Auditors' Special Report and duly noted that the share capital is fully paid-up, and pursuant to Articles L. 225-129 *et seq.* of the French Commercial Code and particularly Articles L. 225-129-2, L. 225-132 to L. 225-134, L. 228-91 *et seq.* and L. 22-10-49 of the same Code:

1. delegates authority to the Executive Board to increase the share capital, in one or more transactions, in the proportions and at the times it deems fit, by issuing, in France or elsewhere, in euros or foreign currency, (i) ordinary shares of the Company and/or (ii) securities that are equity instruments of the Company granting access by all means, immediately or in the future, to other equity instruments and/or rights to the allocation of debt instruments of the Company and/or (iii) securities that are debt instruments granting access or potentially granting access by all means, immediately and/or in the future, to equity instruments of the Company existing or to be issued; these shares and securities may be subscribed for cash or by offset against liquid, due and payable debts; the issue of instruments or securities granting access to preference shares is prohibited;
2. resolves that the maximum par value amount of immediate or future share capital increases pursuant to this delegation of authority may not exceed €105 million; this amount will, however, be increased by the par value amount of any ordinary shares of the Company to be issued to preserve the rights of holders of securities granting access to share capital, in accordance with legal and regulatory provisions and, where applicable, relevant contractual provisions; the par value amount of any share capital increase carried out under this delegation of authority will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;
3. resolves that the maximum nominal amount of issues of debt securities granting access to share capital, that may be carried out pursuant to this delegation of authority, may not exceed a nominal amount of €1 billion, or the equivalent thereof in the case of issues in foreign currencies. The nominal amount of issues of debt securities granting access to share capital that may be carried out in accordance with this delegation of authority will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;
4. resolves that the Executive Board may not, subject to the prior authorization of the Shareholders' Meeting, implement this authorization following the registration by a third party of a takeover bid targeting the Company's shares and this until the end of the bid period;
5. resolves that this delegation of authority, which supersedes, as of this day, the authorization granted by the 23rd resolution of the Combined Shareholders' Meeting of May 7, 2024, will be valid for a period of 26 months commencing this Shareholders' Meeting;
6. in the event that the Executive Board makes use of this delegation of authority:
 - resolves that the issue(s) will be reserved in preference for shareholders exercising their preferential subscription rights to subscribe for shares to which they are entitled, as provided for by law,
 - grants the Executive Board the possibility to grant shareholders the right to purchase shares not subscribed by other shareholders, on a *pro-rata* basis to their preferential subscription rights and up to a maximum of the number of shares requested,
 - resolves that should subscriptions as of right and, where applicable, additional subscriptions, not absorb the entire issue, the Executive Board may, in accordance with the law and in the order it deems fit, use one and/or other of the powers provided for in Article L. 225-134 of the French Commercial Code, in particular:
 - limit the amount of the relevant issue to the amount of subscriptions, provided this represents at least three-quarters of the issue initially decided,
 - freely distribute all or part of the unsubscribed securities among persons of its choice,
 - offer to the public, on French or international markets, all or part of the remaining unsubscribed shares,
 - resolves that any warrants issued for shares of the Company may be offered either under the above terms or granted for nil consideration to owners of existing shares,
 - notes and resolves, where applicable, that this delegation of authority automatically entails the waiver by shareholders of their preferential subscription rights to the securities to which securities issued entitle their holders, in favor of the holders of such securities;

7. resolves that the Executive Board will have full powers and may delegate such powers to its Chairman and/or one of its members as permitted by law and the Bylaws, to implement this delegation of authority and, in particular:
- determine the terms and conditions of share capital increases and/or issues,
 - decide the number of shares and/or securities to be issued, their issue price and the amount of any premium that may be payable at the time of the issue and, in particular, for issues of securities that are debt instruments, their interest rate, their maturity, their fixed or variable redemption price, with or without a premium, and the redemption methods,
 - determine the dates and the conditions of issue, the nature and form of the securities to be issued that may be subordinated or unsubordinated securities and may or may not have a specific maturity date, and in particular, for issues of securities that are debt instruments, their interest rate, their maturity, their fixed or variable redemption price, with or without a premium, and the redemption methods,
 - decide how ordinary shares and/or securities issued are to be paid up,
 - set, where applicable, how the rights to existing or future securities are to be exercised, including determining the date, which may be retroactive, from which the new shares will rank for dividends, as well as all the terms and conditions of the issue(s),
 - set the conditions under which the Company may, where applicable, purchase or trade securities issued or to be issued, at any time or during specific periods,
 - provide for the potential suspension for up to three months of the rights attached to these securities issued or to be issued, in accordance with legal and regulatory provisions,
 - perform, where applicable, all adjustments to take account of the impact of the transaction on the Company's share capital and set the conditions for preserving the rights of holders of securities granting access to share capital, in accordance with applicable laws and regulations, and, where applicable, relevant contractual provisions,
 - at its sole discretion, offset the costs, fees and expenses of the share capital increases against the amount of the related premium, and where applicable, deduct from this amount the amounts required to bring the legal reserve to one-tenth of the new share capital after each share capital increase,
 - set the conditions under which the Company will be able to purchase warrants, at any time or during specific periods, for the purpose of canceling them, in the event of securities being issued with a right to receive equity instruments in exchange for the exercise of warrants, and
 - generally enter into all agreements, particularly to ensure the successful completion of the planned transaction(s), take all measures and complete all formalities required for the servicing of the securities issued under this delegation of authority and for the exercise of the rights attached to such securities, formally record the resulting share capital increases, amend the Bylaws accordingly and generally do all that is necessary.

→ **Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of shareholder preferential subscription rights, by way of a public offering other than an offering referred to in Article L. 411-2 Section 1 of the French Monetary and Financial Code or in connection with a takeover bid launched by the Company comprising a share exchange offer (can be used outside takeover bid periods) (21st resolution)**

In the 21st resolution, shareholders are asked, having reviewed the Executive Board's report and the Statutory Auditors' Special Report, to renew the delegation of authority granted to the Executive Board to decide a share capital increase, by public offering (other than an offering referred to in Article L. 411-2 Section 1 of the French Monetary and Financial Code), with cancellation of preferential subscription rights, by issuing ordinary shares and/or securities granting access, immediately or in the future, to equity instruments and/or debt instruments of the Company. These shares or securities may be subscribed in cash or by offset against liquid, due and payable debts, or by the contribution to the Company of securities in connection with a takeover bid comprising a share exchange offer launched by the Company (or a transaction with a similar economic effect). The Executive Board considers the renewal of this authorization necessary, as it would in particular enable your Company to maintain its capacity to acquire investments in companies listed on a regulated market (or equivalent market) and finance these

acquisitions by presenting Eurazeo shares. **The par value amount of any share capital increase performed pursuant to this delegation would be capped at €21 million**, with such par value amounts deducted from the general ceiling set in the 26th resolution presented to this Shareholders' Meeting.

The nominal amount of any debt securities issued pursuant to this delegation would be capped at €1 billion, unchanged on the previous authorization, with such nominal amounts deducted from the general ceiling set in the 26th resolution presented to this Shareholders' Meeting. This delegation of authority may not be used during a takeover bid period. No issues were performed pursuant to the preceding delegation authorized by the Shareholders' Meeting of May 7, 2024 in its 24th resolution. This delegation would be granted for a period of 26 months and would supersede the authorization granted by the resolution adopted by the Shareholders' Meeting of May 7, 2024, which will expire on July 7, 2026.

21ST RESOLUTION: DELEGATION OF AUTHORITY TO THE EXECUTIVE BOARD TO ISSUE SHARES AND/OR SECURITIES GRANTING ACCESS, IMMEDIATELY OR IN THE FUTURE, TO SHARE CAPITAL, WITH CANCELLATION OF SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS, BY WAY OF A PUBLIC OFFERING OTHER THAN AN OFFERING REFERRED TO IN ARTICLE L. 411-2 SECTION 1 OF THE FRENCH MONETARY AND FINANCIAL CODE OR IN CONNECTION WITH A TAKEOVER BID LAUNCHED BY THE COMPANY COMPRISING A SHARE EXCHANGE OFFER (CAN BE USED OUTSIDE TAKEOVER BID PERIODS)

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Extraordinary Shareholders' Meetings, having reviewed the Executive Board's report and the Statutory Auditors' Special Report and duly noted that the share capital is fully paid-up, and pursuant to Articles L. 225-129 *et seq.* of the French Commercial Code and particularly Articles L. 225-129-2, L. 225-135 to L. 225-136, L. 22-10-51, L. 22-10-52, L. 22-10-54 and Articles L. 228-91 *et seq.* of the same Code:

1. delegates authority to the Executive Board to increase share capital, by public offering (other than an offering referred to in Article L. 411-2 Section 1 of the French Monetary and Financial Code), in one or more transactions, in the proportions and at the times it deems fit, by issuing, in France or elsewhere, in euros or foreign currency, with cancellation of shareholder preferential subscription rights, (i) ordinary shares of the Company and/or (ii) securities that are equity instruments of the Company granting access by all means, immediately or in the future, to other equity instruments and/or rights to the allocation of debt instruments of the Company and/or (iii) securities that are debt instruments granting access or potentially granting access by all means, immediately and/or in the future, to equity instruments of the Company existing or to be issued; these shares and securities may be subscribed for cash, by offset against liquid, due and payable debts, or by the contribution to the Company of securities meeting the conditions set out in Article L. 22-10-54 of the French Commercial Code in connection with a takeover bid comprising a share exchange offer launched by the Company (or any other transaction with a similar economic effect); the issue of instruments or securities granting access to preference shares is prohibited;
2. resolves that the maximum par value amount of immediate or future share capital increases under this delegation of authority will not exceed €21 million; this amount will, however, be increased by the par value amount of any ordinary shares of the Company to be issued to preserve the rights of holders of securities granting access to share capital, in accordance with legal and regulatory provisions and, where applicable, relevant contractual provisions, including where shares are issued in consideration for securities tendered to the Company in connection with a takeover bid comprising a share exchange offer meeting the conditions set out in Article L. 22-10-54 of the French Commercial Code; the par value amount of any share capital increase carried out under this delegation of authority will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;
3. resolves that the maximum nominal amount of issues of debt securities granting access to share capital, that may be carried out pursuant to this delegation of authority, may not exceed a nominal amount of €1 billion, or the equivalent thereof in the case of issues in foreign currencies. The nominal amount of issues of debt securities granting access to share capital that may be carried out in accordance with this delegation of authority will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;
4. resolves that the Executive Board may not, subject to the prior authorization of the Shareholders' Meeting, implement this authorization following the registration by a third party of a takeover bid targeting the Company's shares and this until the end of the bid period.
5. resolves that this delegation of authority, which supersedes, as of this day, the authorization granted by the 24th resolution of the Combined Shareholders' Meeting of May 7, 2024, will be valid for a period of 26 months commencing this Shareholders' Meeting;
6. resolves to cancel shareholder preferential subscription rights to the shares and securities issued under this delegation of authority. It should be noted that the Executive Board may grant shareholders a priority right to subscribe for some or all of the shares issued, subject to the time limits and terms and conditions that it may set in accordance with Articles L. 225-135 and L. 22-10-51 of French Commercial Code. This priority subscription right will not give rise to the allocation of transferable rights, but may be exercised for securities to which shareholders hold rights or for those for which rights have not been exercised;
7. notes and resolves, where applicable, that this delegation of authority automatically entails the waiver by shareholders of their preferential subscription rights to the securities to which securities issued entitle their holders, in favor of the holders of such securities;
8. delegates to the Executive Board, with the power to sub-delegate as permitted by law, in accordance with Article L.22-10-52, paragraph 1 of the French Commercial Code, its authority to freely set the issue price within the following limits:
 - the issue price of shares issued directly shall at least equal, at the Management Board's discretion, (i) the weighted average of share prices over the three trading days on the Euronext Paris regulated market preceding the start of the public offering within the meaning of Regulation (EU) no. 2017/1129 of June 14, 2017, potentially less a discount of 10%, or (ii) the volume-weighted average price of the Eurazeo share on the Euronext Paris regulated market, as recorded during the trading session at the time the issue price is set, or (ii) the volume-weighted average price of the Eurazeo share on the Euronext Paris regulated market during the last trading session preceding the setting of the issue price, in both cases potentially less a maximum discount of 10%; it being specified that this average price will, if necessary, be adjusted for differences in dividend ranking dates,

- the issue price of securities granting access to share capital will be such that the amount immediately received by the Company, plus any future amounts likely to be received by the Company for each share issued as a result of the issue of those other securities, will be no less than the minimum subscription price defined in the above paragraph;
9. resolves that should subscriptions not absorb the entire issue, the Executive Board may, in the order that it deems fit, use one and/or other of the powers below:
- limit the amount of the relevant issue to the amount of subscriptions, provided this represents at least three-quarters of the issue initially decided,
 - freely distribute all or part of the unsubscribed securities among persons of its choice,
 - offer to the public, on French or international markets, all or part of the remaining unsubscribed shares;
10. expressly authorizes the Executive Board to make use of all or part of this delegation of authority, to provide consideration for securities tendered to the Company in connection with a takeover bid comprising a share exchange offer launched by the Company for securities issued by any company meeting the conditions set out in Article L. 22-10-54 of the French Commercial Code, and within the conditions set forth in this resolution (excluding obligations relating to the issue price set in paragraph 8 above);
11. resolves that the Executive Board will have full powers and may delegate such powers to its Chairman or one of its members as permitted by law and the Bylaws, to implement this delegation of authority and, in particular:
- determine the terms and conditions of share capital increases and/or issues, decide the number of shares and/or securities to be issued, their issue price and the amount of any premium that may be payable at the time of the issue,
 - determine the dates and the conditions of issue, the nature and form of the securities to be issued that may be subordinated or unsubordinated securities and may or may not have a specific maturity date, and in particular, for issues of securities that are debt instruments, their interest rate, their maturity, their fixed or variable redemption price, with or without a premium, and the redemption methods,
 - decide how ordinary shares and/or securities issued are to be paid up,
 - set, where applicable, how the rights to existing or future securities are to be exercised, including determining the date, which may be retroactive, from which the new shares will rank for dividends, as well as all the terms and conditions of the issue(s),
 - set the conditions under which the Company may, where applicable, purchase or trade securities issued or to be issued, at any time or during specific periods,
 - provide for the potential suspension for up to three months of the rights attached to these securities issued or to be issued, in accordance with legal and regulatory provisions,
 - more specifically, in the event of securities issued to provide consideration for securities tendered in connection with a takeover bid comprising a share exchange offer launched by the Company:
 - establish the list of securities tendered to the share exchange,
 - set the terms and conditions of the issue, the exchange ratio and, if necessary, the amount of the balance in cash to be paid,
 - determine the terms and conditions of issues in the event of either a share exchange offer or a primary takeover bid for cash or shares, combined with either a secondary takeover bid for cash or shares, or an alternative takeover bid for cash or shares,
 - perform, where applicable, all adjustments to take account of the impact of the transaction on the Company's share capital and set the conditions for preserving the rights of holders of securities granting access to share capital, in accordance with applicable laws and regulations, and, where applicable, relevant contractual provisions,
 - at its sole discretion, offset the costs, fees and expenses of the share capital increases against the amount of the related premium, and where applicable, deduct from this amount the amounts required to bring the legal reserve to one-tenth of the new share capital after each share capital increase,
 - generally enter into all agreements, particularly to ensure the successful completion of the planned transaction(s), take all measures and complete all formalities required for the servicing of the securities issued under this delegation of authority and for the exercise of the rights attached to such securities, formally record the resulting share capital increases, amend the Bylaws accordingly and generally do all that is necessary.

→ **Delegation of authority to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of shareholder preferential subscription rights in connection with a public offering referred to in Article L. 411-2 Section 1 of the French Monetary and Financial Code (can be used outside takeover bid periods) (22nd resolution)**

In the 22nd resolution, shareholders are asked to renew, for a period of 26 months, the authorization granted to the Executive Board to increase share capital, in connection with an offering referred to in Section 1° of Article L. 411-2 of the French Monetary and Financial Code by **up to 10% of the Company's share capital** (as of the date of the transaction) per 12-month period, without preferential subscription rights, by issuing ordinary shares and/or securities granting access, immediately or in the future, to equity instruments and/or debit instruments of the Company.

This authorization would provide the Executive Board with rapid and flexible access to the financial resources necessary to the Company's development, by way of a private placement.

The nominal amount of any debt securities issued pursuant to this delegation would be capped at **€1 billion**, unchanged on the previous authorization, with such nominal amounts deducted from the general ceiling set in the 26th resolution presented to this Shareholders' Meeting. This delegation of authority could not be used during the period of a takeover bid for the Company's shares. No issues were performed pursuant to the preceding delegation authorized by the Shareholders' Meeting of May 7, 2024 in its 25th resolution.

This new delegation would supersede the authorization granted by the resolution adopted by the Shareholders' Meeting of May 7, 2024, which will expire on July 6, 2026.

22ND RESOLUTION: DELEGATION OF AUTHORITY TO THE EXECUTIVE BOARD TO ISSUE SHARES AND/OR SECURITIES GRANTING ACCESS, IMMEDIATELY OR IN THE FUTURE, TO SHARE CAPITAL, WITH CANCELLATION OF SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS BY WAY OF A PUBLIC OFFERING REFERRED TO IN ARTICLE L. 411-2 SECTION 1 OF THE FRENCH MONETARY AND FINANCIAL CODE (CAN BE USED OUTSIDE TAKEOVER BID PERIODS)

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Extraordinary Shareholders' Meetings, having reviewed the Executive Board's report and the Statutory Auditors' Special Report and duly noted that the share capital is fully paid-up, and pursuant to Articles L. 225-129 *et seq.* of the French Commercial Code and particularly Articles L. 225-129-2, L. 225-135, L. 225-136, L. 22-10-52, Articles L. 228-91 *et seq.* and Article L. 411-2 of the same Code:

1. delegates authority to the Executive Board to increase share capital, in connection with an offering referred to in Section I of Article L. 411-2 of the French Monetary and Financial Code by up to 10% of the Company's share capital (as of the date of the transaction) per 12-month period, in one or more transactions, in the proportions and at the times that it deems fit, by issuing, in France or elsewhere, in euros or foreign currency, with cancellation of shareholder preferential rights, (i) ordinary shares of the Company, and/or (ii) securities that are equity instruments of the Company granting access by all means, immediately or in the future, to other equity instruments and/or rights to the allocation of debt instruments of the Company, and/or (iii) securities that are debt instruments granting access or potentially granting access by all means, immediately and/or in the future, to equity instruments of the Company existing or to be issued; these shares and securities may be subscribed for

cash or by offset against liquid, due and payable debts; the issue of instruments or securities granting access to preference shares is prohibited. The par value amount of any share capital increase carried out under this delegation of authority will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;

2. resolves that the maximum nominal amount of issues of debt securities granting access to share capital, that may be carried out pursuant to this delegation of authority, may not exceed a nominal amount of €1 billion, or the equivalent thereof in the case of issues in foreign currencies. The nominal amount of issues of debt securities granting access to share capital that may be carried out in accordance with this delegation of authority will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;
3. resolves that the Executive Board may not, subject to the prior authorization of the Shareholders' Meeting, implement this authorization following the registration by a third party of a takeover bid targeting the Company's shares and this until the end of the bid period;
4. resolves that this delegation of authority, which supersedes, as of this day, the authorization granted by the 25th resolution of the Combined Shareholders' Meeting of May 7, 2024, will be valid for a period of 26 months commencing this Shareholders' Meeting;
5. resolves to cancel shareholder preferential subscription rights to the shares and securities issued under this delegation of authority;
6. notes and resolves, where applicable, that this delegation of authority automatically entails the waiver by shareholders of their preferential subscription rights to the securities to which securities issued entitle their holders, in favor of the holders of such securities;

7. delegates to the Executive Board, with the power to sub-delegate as permitted by law, in accordance with Article L.22-10-52, paragraph 1 of the French Commercial Code, its authority to freely set the issue price within the following limits:
 - the issue price of shares issued directly shall at least equal, at the Management Board's discretion, (i) the weighted average of share prices over the three trading days on the Euronext Paris regulated market preceding the start of the public offering within the meaning of Regulation (EU) no. 2017/1129 of June 14, 2017, potentially less a discount of 10%, or (ii) the volume-weighted average price of the Eurazeo share on the Euronext Paris regulated market, as recorded during the trading session at the time the issue price is set, or (ii) the volume-weighted average price of the Eurazeo share on the Euronext Paris regulated market during the last trading session preceding the setting of the issue price, in both cases potentially less a maximum discount of 10%; it being specified that this average price will, if necessary, be adjusted for differences in dividend ranking dates;
 - the issue price of securities granting access to share capital will be such that the amount immediately received by the Company, plus any future amounts likely to be received by the Company for each share issued as a result of the issue of those other securities, will be no less than the minimum subscription price defined in the above paragraph;
8. resolves that should subscriptions not absorb the entire issue, the Executive Board may, in the order that it deems fit, use one and/or other of the powers below:
 - limit the amount of the relevant issue to the amount of subscriptions, provided this represents at least three-quarters of the issue initially decided,
 - freely distribute all or part of the unsubscribed securities among persons of its choice,
 - offer to the public, on French or international markets, all or part of the remaining unsubscribed shares;
9. resolves that the Executive Board will have full powers and may delegate such powers to its Chairman or one of its members as permitted by law and the Bylaws, to implement this delegation of authority and, in particular:
 - determine the terms and conditions of share capital increases and/or issues,
 - decide the number of shares and/or securities to be issued, their issue price and the amount of any premium that may be payable at the time of the issue,
 - determine the dates and the conditions of issue, the nature and form of the securities to be issued that may be subordinated or unsubordinated securities and may or may not have a specific maturity date, and in particular, for issues of securities that are debt instruments, their interest rate, their maturity, their fixed or variable redemption price, with or without a premium, and the redemption methods,
 - decide how ordinary shares and/or securities issued are to be paid up,
 - set, where applicable, how the rights to existing or future securities are to be exercised, including determining the date, which may be retroactive, from which the new shares will rank for dividends, as well as all the terms and conditions of the issue(s),
 - set the conditions under which the Company may, where applicable, purchase or trade securities issued or to be issued, at any time or during specific periods,
 - provide for the potential suspension for up to three months of the rights attached to these securities issued or to be issued, in accordance with legal and regulatory provisions,
 - perform, where applicable, all adjustments to take account of the impact of the transaction on the Company's share capital and set the conditions for preserving the rights of holders of securities granting access to share capital, in accordance with applicable laws and regulations, and, where applicable, relevant contractual provisions,
 - at its sole discretion, offset the costs, fees and expenses of the share capital increases against the amount of the related premium, and where applicable, deduct from this amount the amounts required to bring the legal reserve to one-tenth of the new share capital after each share capital increase,
 - generally enter into all agreements, particularly to ensure the successful completion of the planned transaction(s), take all measures and complete all formalities required for the servicing of the securities issued under this delegation of authority and for the exercise of the rights attached to such securities, formally record the resulting share capital increases, amend the Bylaws accordingly and generally do all that is necessary.

→ **Authorization to the Executive Board to increase the number of shares, securities or other instruments to be issued in the event of over-subscription (23rd resolution)**

In the 23rd resolution, shareholders are asked to authorize the Executive Board, for a period of 26 months and in the event of the over-subscription of a share capital increase performed with or without preferential subscription rights, to increase the number of securities to be issued at the same price as the price used for the initial issue, up to the limits and within the time period set by applicable regulations.

In the event of an issue of securities, this authorization would enable a supplementary issue to be performed within 30 days of

the end of the subscription period, **up to a maximum of 15% of the initial issue** (known as the "green shoe" option), subject to the overall ceiling set in the 26th resolution to avoid a reduction in subscriptions in the event of excess demand.

This delegation of authority could not be used during the period of a takeover bid for the Company's shares. It would supersede the authorization granted by the 27th resolution of the Shareholders' Meeting of May 7, 2024, which will expire on July 6, 2026.

23RD RESOLUTION: AUTHORIZATION TO THE EXECUTIVE BOARD TO INCREASE THE NUMBER OF SHARES, SECURITIES OR OTHER INSTRUMENTS TO BE ISSUED IN THE EVENT OF OVER-SUBSCRIPTION

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Extraordinary Shareholders' Meetings, having reviewed the Executive Board's report and the Statutory Auditors' Special Report and pursuant to Article L. 225-135-1 and R. 225-118 of the French Commercial Code:

- authorizes the Executive Board, for a period of 26 months commencing this Shareholders' Meeting, to increase the number of shares and/or securities to be issued in the event of an increase in the Company's share capital with or without preferential subscription rights, within the deadlines and up to the limits set by applicable regulations on the day of the issue (i.e. at the time of this Shareholders' Meeting, within 30 days from the end of the subscription period and up to a maximum of 15% of the initial issue) and at the same price as the price used for the initial issue;

- resolves that the par value amount of any share capital increase carried out pursuant to this authorization will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;
- resolves that this delegation of authority supersedes, as of this day, the authorization granted by the 27th resolution of the Combined Shareholders' Meeting of May 7, 2024;
- resolves that the Executive Board may not, subject to the prior authorization of the Shareholders' Meeting, implement this authorization following the registration by a third party of a takeover bid targeting the Company's shares and this until the end of the bid period.

→ **Delegation of powers to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital, with cancellation of preferential subscription rights, in consideration for contributions in kind granted to the Company (can be used outside takeover bid periods) (24th resolution)**

In the 24th resolution, shareholders are asked to renew the delegation of powers granted to the Executive Board to issue shares and/or securities granting access, immediately or in the future, to share capital of the Company, in consideration for contributions in kind granted to your Company, consisting of equity securities or securities granting access to share capital.

This delegation would in particular enable Eurazeo to receive contributions in the context of its investment activity, while associating the contributors with Eurazeo's share capital. This possibility would be granted to the Executive Board for a period of 26 months and would be limited to 10% of the Company's share capital, with the amount of any increases deducted from

the general ceiling set in the 26th resolution. Shares or securities granting access to the Company's share capital would be issued without shareholder preferential subscription rights. This delegation of authority could not be used during the period of a takeover bid for the Company's shares.

No shares were issued in consideration for contributions in kind pursuant to the preceding delegation authorized by the Shareholders' Meeting of May 7, 2024 in its 28th resolution.

This delegation would supersede the unused portion of the authorization granted by the 28th resolution of the Shareholders' Meeting of May 7, 2024, which will expire on July 6, 2026.

24TH RESOLUTION: DELEGATION OF POWERS TO THE EXECUTIVE BOARD TO ISSUE SHARES AND/OR SECURITIES GRANTING ACCESS, IMMEDIATELY OR IN THE FUTURE, TO SHARE CAPITAL, WITH CANCELLATION OF PREFERENTIAL SUBSCRIPTION RIGHTS, IN CONSIDERATION FOR CONTRIBUTIONS IN KIND GRANTED TO THE COMPANY (CAN BE USED OUTSIDE TAKEOVER BID PERIODS)

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Extraordinary Shareholders' Meetings, having reviewed the Executive Board's report and the Statutory Auditors' Special Report and pursuant to the provisions of the French Commercial Code and particularly Articles L. 225-129, L. 225-129-2, L. 225-147, L. 22-10-53 and L. 228-91 *et seq.*:

- delegates powers to the Executive Board to issue (i) ordinary shares of the Company and/or (ii) securities that are equity instruments of the Company granting access by all means, immediately or in the future, to other equity instruments and/or rights to the allocation of debt instruments of the Company and/or (iii) securities that are debt instruments granting access or potentially granting access by all means, immediately and/or in the future, to equity instruments of the Company existing or to be issued, for up to 10% of the share capital at the time of the issue, in consideration for contributions in kind granted to the Company, consisting of shares or securities granting access to share capital, when the provisions of Article L. 225-10-54 of the French Commercial Code do not apply; the par value amount of any share capital increase carried out under this delegation of authority will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;
- resolves, if necessary, to cancel shareholder preferential subscription rights to the shares and/or securities granting access to share capital issued under this delegation of authority in favor of holders of equity securities or securities granting access to share capital contributed in kind;
- resolves that the maximum nominal amount of issues of debt securities granting access to share capital, that may be carried out pursuant to this delegation of authority, may not exceed a nominal amount of €1 billion, or the equivalent thereof in the case of issues in foreign currencies. The nominal amount of issues of debt securities granting access to share capital that may be carried out in accordance with this delegation of authority will be deducted from the ceiling set in the 26th resolution of this Shareholders' Meeting;
- resolves that the Executive Board may not, subject to the prior authorization of the Shareholders' Meeting, implement this authorization following the registration by a third party of a takeover bid targeting the Company's shares and this until the end of the bid period;
- notes that this delegation of authority automatically entails the waiver by shareholders of their preferential subscription rights to Company shares to which securities issued under this delegation of authority entitle their holders, in favor of holders of securities granting access to share capital issued under this resolution;
- specifies that, in accordance with the law, the Executive Board will approve the report of the Reporting Auditor(s), referred to in Articles L. 225-147 and L. 22-10-53 of the French Commercial Code;
- resolves that this delegation of authority, which supersedes, as of this day, the authorization granted by the 28th resolution of the Combined Shareholders' Meeting of May 7, 2024, will be valid for a period of 26 months commencing this Shareholders' Meeting;
- resolves that the Executive Board will have full powers to set the terms, conditions and procedures of the transaction within the limits of applicable law and regulations, approve appraisals of the contributions, record their completion and offset all costs, fees and expenses against the premium account, the balance of which will be allocated by the Executive Board at its discretion or by the Ordinary Shareholders' Meeting, as well as to increase share capital and amend the Bylaws accordingly and generally take all necessary measures, enter into all agreements and carry out any actions or formalities required for the successful completion of the planned issue.

→ **Delegation of authority to the Executive Board to issue ordinary shares and/or securities granting access to share capital reserved for members of a company savings plan (*plan d'épargne entreprise*), with cancellation of shareholder preferential subscription rights in their favor (25th resolution)**

The 25th resolution asks shareholders to renew the authorization granted to the Executive Board to issue ordinary shares and/or securities reserved for members of a company savings plan pursuant to the provisions of Articles L. 225-129 *et seq.* and L. 225-138-1 of the French Commercial Code, and Articles L. 3332-18 *et seq.* of the French Labor Code, up to a maximum par value amount of €2,000,000, unchanged compared with the amount authorized by the Shareholders' Meeting of May 7, 2025. The subscription price of shares issued under this delegation of authority would be set by the Executive Board in accordance with the provisions of Article L. 3332-19 of the French Labor Code.

In the case of the free grant of shares or securities granting access to share capital to members of a company savings plan, Company shareholders would waive all rights to such shares and securities, including the share of profits, reserves or additional paid-in capital capitalized, due to the free grant of said securities pursuant to this delegation.

The Executive Board may sell shares to members of a company savings plan. These discounted sales of shares to members of a company savings plan will be deducted from the following ceiling in the par value amount of the shares sold.

The Executive Board would have full powers to perform the above issues in accordance with the terms and conditions it determines pursuant to the law and may delegate such powers as permitted by law.

Where this delegation is used, the additional legal reports would be prepared and presented to the following Shareholders' Meeting.

This delegation would be granted for a period of 26 months and would supersede the unused portion of the authorization granted by the 20th resolution adopted by the Shareholders' Meeting of May 7, 2025, which will expire on July 6, 2027.

25TH RESOLUTION: DELEGATION OF AUTHORITY TO THE EXECUTIVE BOARD TO ISSUE ORDINARY SHARES AND/OR SECURITIES GRANTING ACCESS TO SHARE CAPITAL RESERVED FOR MEMBERS OF A COMPANY SAVINGS PLAN (PLAN D'ÉPARGNE ENTREPRISE), WITH CANCELLATION OF SHAREHOLDER PREFERENTIAL SUBSCRIPTION RIGHTS IN THEIR FAVOR

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Extraordinary Shareholders' Meetings, having reviewed the Executive Board's report and the Statutory Auditors' Special Report and pursuant to Articles L. 225-129, L. 225-129-2, L. 225-129-6, L. 228-91, L. 228-92, L. 225-138-1 and II and L. 225-138-1 of the French Commercial Code and Articles L. 3332-18 *et seq.* of the French Labor Code:

1. delegates authority to the Executive Board to increase the Company's share capital up to an aggregate par value amount of €2,000,000, in one or more transactions, by issuing ordinary shares and/or securities granting access, immediately or in the future, to share capital reserved for employees of the Company and/or its affiliates, within the meaning of Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French Labor Code, subscribing to such shares either directly or through the intermediary of one or more employee savings mutual funds (FCPE), provided that such employees are members of a company savings plan;
2. authorizes the Executive Board to grant free ordinary shares and/or securities granting access to share capital of the Company, as part of these share capital increases, with the understanding that the benefit resulting from the granting of free shares represented by the additional contribution and/or discount will not exceed the limits provided for under Article L. 3332-21 of the French Labor Code;
3. resolves to cancel shareholder preferential subscription rights to the ordinary shares and/or securities granting access to share capital issued pursuant to this resolution in favor of these employees, as well as to waive all rights to shares and securities granting access to share capital that may be granted for no consideration pursuant to this resolution;
4. resolves that the subscription price of shares and/or securities granting access to share capital of the Company issued under this delegation of authority will be set by the Executive Board in accordance with the provisions of Article L. 3332-19 of the French Labor Code;

5. grants full powers to the Executive Board, which may delegate such powers as provided for by law, to establish the conditions and procedures for implementing share capital increases decided pursuant to this resolution, and in particular:
 - determine the companies whose employees will be entitled to subscribe for shares,
 - set the number of ordinary shares and/or securities to be issued and the date from which they will rank for dividends,
 - set the terms and conditions of the ordinary share and/or securities issue, in compliance with the law, and the period of time given to employees to exercise their rights,
 - set the time period and procedure for paying up the ordinary shares; this time period may not exceed three years,
 - offset the cost of the share capital increase(s) against the amount of the corresponding premiums,
 - perform, where applicable, all adjustments to take account of the impact of the transaction on the Company's share capital and set the conditions for preserving the rights of holders of securities granting access to share capital, in accordance with applicable laws and regulations, and, where applicable, relevant contractual provisions,
 - formally record the resulting share capital increase(s) up to the amount of shares subscribed and amend the Bylaws accordingly,
 - carry out all transactions and formalities required to complete the share capital increase(s).

This delegation of authority, which supersedes, as of this day, the authorization granted by the 20th resolution of the Combined Shareholders' Meeting of May 7, 2025, will be valid for a period of 26 months commencing this Shareholders' Meeting.

→ Overall ceiling on the amount of shares and securities issued under the 20th to 24th resolutions (26th resolution)

In the 26th resolution, shareholders are asked to set overall ceilings on issues that may be decided pursuant to the 20th to 24th resolutions of this Shareholders' Meeting. **The maximum aggregate par value amount of shares issued** either directly or indirectly upon the exercise of rights attached to debt or other instruments would be **€105 million, i.e. 49.77% of the share capital, it being noted that the maximum aggregate par**

value amount of shares issued either directly or indirectly upon the exercise of rights attached to debt or other instruments, **without preferential subscription rights, would be €21 million, i.e. 9.95% of the share capital** and the maximum aggregate nominal amount of issues of debt securities would be €1 billion.

26TH RESOLUTION: OVERALL CEILING ON THE AMOUNT OF SHARES AND SECURITIES ISSUED UNDER THE 20TH TO 24TH RESOLUTIONS

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Extraordinary Shareholders' Meetings, having reviewed the Executive Board's report and the Statutory Auditors' Special Report, resolves to set, in addition to the individual ceilings specified in the 20th through 24th resolutions, overall ceilings on issues that may be decided under such resolutions as follows:

1. the maximum aggregate par value amount of shares issued either directly or indirectly upon the exercise of rights attached to debt or other instruments will not exceed €105 million, it being noted that the maximum aggregate par value amount of shares issued either directly or indirectly upon the exercise of rights attached to debt or other instruments, without preferential subscription rights, may not exceed €21 million. These amounts may be increased by the par value of any ordinary shares of the Company to be issued to preserve the rights of holders of securities granting access to share capital, in

accordance with legal and regulatory provisions, and, where applicable, relevant contractual provisions, it being specified that this ceiling will not apply to share capital increases resulting from shares subscribed by employee members of a company savings plan, in accordance with the 25th resolution of this Shareholders' Meeting; and

2. the maximum aggregate nominal amount of issues of debt securities that may be decided is €1 billion, it being specified that this amount is distinct and separate from issues of debt securities that would be decided or authorized by the Executive Board in accordance with Article L. 228-40 of the French Commercial Code.

This delegation of authority is granted for a period of 26 months commencing this Shareholders' Meeting.

→ **Amendment of Article 23 (Shareholders' Meeting) of the Bylaws in application of Decree no. 2026-94 of February 13, 2026 on modernizing the way commercial companies communicate with their shareholders.**

The 27th resolution asks shareholders to amend Article 23 (Shareholders' Meetings) of the Company's Bylaws to update it following the entry into effect of Decree no. 2026-94 of February 13, 2026, which modifies the record date for participation at Shareholders' Meetings, now set at five business days preceding the date of the meeting.

27TH RESOLUTION: AMENDMENT OF ARTICLE 23 (SHAREHOLDERS' MEETING) OF THE BYLAWS IN APPLICATION OF DECREE NO. 2026-94 OF FEBRUARY 13, 2026 ON MODERNIZING THE WAY COMMERCIAL COMPANIES COMMUNICATE WITH THEIR SHAREHOLDERS

The Shareholders' Meeting, voting in accordance with quorum and majority rules for Extraordinary Shareholders' Meetings, having reviewed the Executive Board's report and in application of Decree no. 2026-94 of February 13, 2026 on modernizing the way commercial companies communicate with their shareholders, resolves to amend the provisions of Article 23 (*Shareholders' Meetings*) of the Company's Bylaws.

Article 23 – Shareholders' Meetings

Paragraph 4 of point 1 of Article 23 of the Bylaws shall read as follows:

Former wording

Evidence of the right to participate at the Company's Shareholders' Meetings shall consist in the accounting registration of the shares in the name of the shareholder or financial broker acting on his/her behalf (as provided for by law) no later than 0:00 a.m. (Paris time) two business days prior to the meeting:

- *in the case of registered shareholders: in the registered share books of the Company,*
- *in the case of holders of bearer shares: in the bearer share books kept by the authorized broker, as provided for by applicable regulations.*

New wording

Evidence of the right to participate at the Company's Shareholders' Meetings shall consist in the accounting registration of the shares under the conditions provided by law.

RESOLUTION BEFORE THE ORDINARY SHAREHOLDERS' MEETING

→ **Powers (28th resolution)**

The 28th resolution is the standard resolution that enables the completion of the legal formalities required by prevailing regulations after the Shareholders' Meeting.

28TH RESOLUTION: POWERS TO CARRY OUT FORMALITIES

The Shareholders' Meeting grants full powers to the Chairman of the Executive Board or his representative(s), and bearers of these minutes or of a copy or extract thereof, for the purpose of all necessary filings, registrations and formalities.