

Convening Notice Combined General Meeting 2026

Convening Notice

On Friday May 22, 2026 at 10:00 a.m.

Auditorium – River Ouest
80 quai Voltaire
95870 Bezons

ATOS
GROUP Accelerating
intelligence





“The year 2025 marked a pivotal milestone for our Group. We entered a new chapter defined by discipline, strategic clarity and profound transformation. Thanks to the strong commitment and resilience of our employees, and the trust of our clients, partners and shareholders, we made tangible progress and reached key achievements that validate the strategic direction we have set.”

Philippe Salle

Chairman and chief executive officer, Atos Group

Dear Shareholders,

On behalf of the board of directors of Atos SE, it is with pleasure that I invite you to the annual general meeting of the company, which will be held on Friday, May 22, 2026, at 10:00 a.m. (Paris time) at our company's headquarters in Bezons.

The year 2025 marked a pivotal milestone for our Group. We entered a new chapter defined by discipline, strategic clarity and profound transformation. Thanks to the strong commitment and resilience of our employees, and the trust of our clients and shareholders, we made tangible progress and reached key achievements that validate the strategic direction we have set.

Since the launch of our Genesis strategic and transformation plan at Capital Markets Day last May, execution has already delivered clear results: we exceeded our cash and profitability targets for the year, achieved the €8 billion revenue milestone, and saw accelerated order intake in the fourth quarter, confirming the strength of our fundamentals. We also streamlined the Group's structure to enhance the clarity of our business model, establishing two complementary areas: digital services under the Atos brand, and products and systems under the Eviden brand.

In 2025, Atos strengthened its commercial momentum with numerous strategic contract wins, demonstrating renewed client confidence. These included a major cybersecurity contract with the European Commission, the deployment of a private 5G mobile network at the Port of Ploče in Croatia, and the modernization of the end-user computing environment for the UK's Department for Environment, Food and Rural Affairs (DEFRA). Atos also reaffirmed its role as a key technology partner for UEFA and CONMEBOL. In addition, Eviden was selected to develop a national AI Factory in Serbia and to modernize communications for the Spanish Air and Space Force on behalf of NATO.

In a world increasingly shaped by artificial intelligence, heightened cybersecurity requirements and digital sovereignty, we see a significant opportunity to expand our role as a trusted, mission-critical technology partner. Our AI-first operating model powered by four newly launched Atos Sovereign Agentic Studios, the rapid expansion of our Data & AI workforce and the launch of our new consulting brand, Atos Amplify, positions us to support clients in adopting AI at scale, securely and responsibly.

Atos Group enters 2026 deeply transformed – more focused and better equipped to create long-term value. Our ambition is clear: to become a global AI-powered technology partner shaping secure, end-to-end digital journeys for our clients. We will continue to execute our strategy with discipline, to fully restore competitiveness and pursue a path of sustainable, profitable growth.

This meeting will allow us to present the Group's activity report for the year 2025 and to vote on the approval of the 2025 financial statements. It will also be an opportunity to submit proposals for the renewal of members of the board of directors, with the aim of ensuring continuity and strengthening our governance.

This brochure contains all the necessary information to enable you to vote on the draft resolutions submitted by your board of directors, as well as the practical details for participating in the meeting. We are pleased to once again welcome you to the company's headquarters in Bezons. The general meeting will also be broadcast live on the company's website to allow all shareholders to attend.

As we look forward to welcoming you soon, I would like to thank you for your confidence in the Group and for the attention to the proposed resolutions.

Philippe Salle



Table of Contents

1	Agenda	3	5	Report of the board of directors on the resolutions	23
2	The Atos Group	5	6	Draft resolutions	55
3	Governance structure	11	7	Additional information on candidates to the board	75
4	How to participate to the general meeting?	15	8	Overview of current financial authorizations	79



Agenda

1

Ordinary items

- 1) Approval of the company statutory financial statements for the financial year ending December 31, 2025
- 2) Approval of the consolidated financial statements for the financial year ending December 31, 2025
- 3) Allocation of the net income for the financial year ending December 31, 2025
- 4) Renewal of Mr. Philippe Salle's term of office as director
- 5) Renewal of Mr. Laurent Collet-Billon's term of office as director
- 6) Appointment of BDO PARIS as statutory auditor
- 7) Special report of the auditors regarding the agreements referred to in articles L. 225-38 et seq. of the French commercial code
- 8) Approval of the compensation components paid or granted for the period from February 1, 2025 to December 31, 2025 to Mr. Philippe Salle, chairman and chief executive officer
- 9) Approval of the information relating to the compensation of the company officers referred to in article L. 22-10-9 I of the French commercial code
- 10) Approval of the compensation policy applicable to directors for 2026
- 11) Approval of the compensation policy applicable to the chairman and chief executive officer for 2026
- 12) Authorization to be granted to the board of directors for the purpose of purchasing, holding or transferring shares in the company

Extraordinary items

- 13) Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/ or securities carrying a right to the allocation of debt while maintaining preferential subscription rights
- 14) Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through public offerings other than those referred to in 1° of article L. 411-2 of the French monetary and financial code, without preferential subscription rights
- 15) Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through a public offering referred to in article L. 411-2, 1° of the French monetary and financial code, without preferential subscription rights
- 16) Delegation of powers to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital as consideration for contributions in kind of equity securities or securities giving access to share capital, without preferential subscription rights
- 17) Delegation of powers to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities giving right to the allocation of debt instruments, without preferential subscription rights in favor of one or more specifically designated persons
- 18) Delegation of authority to be granted to the board of directors to increase the number of securities to be issued in connection with a share capital increase with preferential subscription rights maintained or cancelled
- 19) Delegation of authority to be granted to the board of directors to decide the increase of the share capital through the capitalization of premiums, reserves, profits or other items
- 20) Delegation of authority to be granted to the board of directors to increase the share capital of the company without preferential subscription rights in favor of members of a company saving plan
- 21) Delegation of authority to be granted to the board of directors to increase the share capital of the company by issuing shares reserved for certain categories of persons without preferential subscription rights in favor of such persons in connection with the implementation of employee shareholding plans
- 22) Change of the company's corporate name and corresponding amendment to article 3 of the Articles of Association
- 23) Amendment of article 28 of the Articles of Association relating to provisions common to general meetings in order to bring it into compliance with the applicable provisions
- 24) Powers

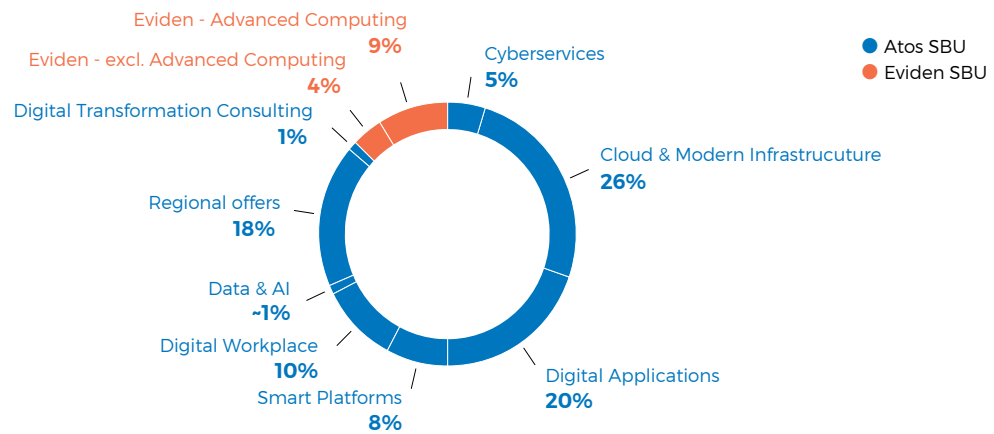


The Atos Group

2

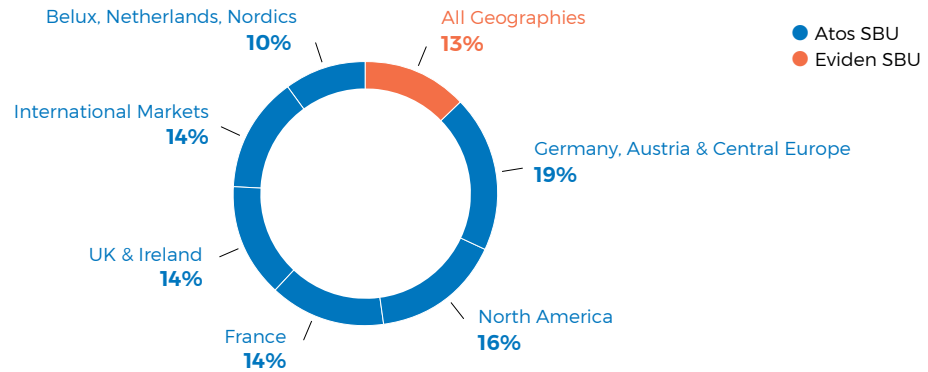
Financial performance

● Breakdown of revenue by Business Lines ⁽¹⁾



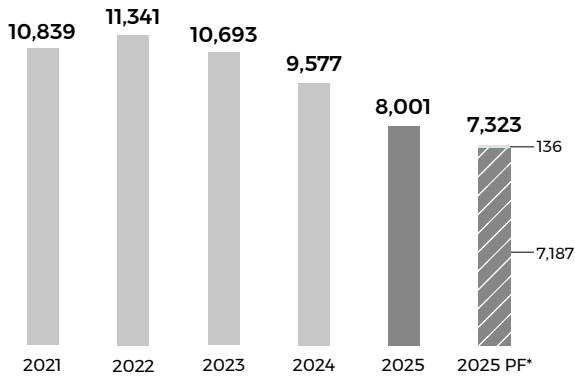
1) Covers Data & AI external revenues explicitly identified within the scope of the new business line implemented in July 2025, excluding Data & AI services embedded in offerings of other business lines. Total external revenue for Data & AI activities estimated at above 2%. Covers Digital Transformation consulting external revenues explicitly identified within the scope of the entity, excluding consulting services embedded in offerings of other business lines.

Breakdown of revenue by geographies



5-year financial performance

Revenue (1) (in € million)

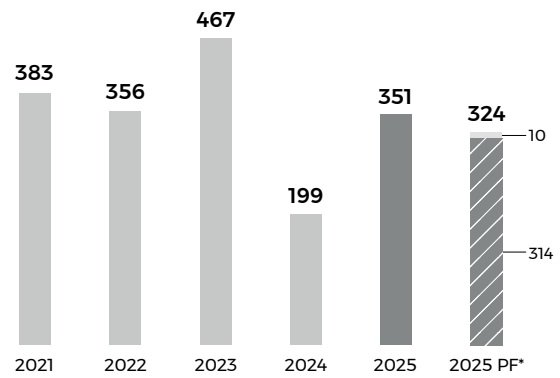


▨ 2025 baseline** after Advanced Computing activities, South America operations and Ideal divestures (€7,187m)
 ■ Impact** of South America operations and Ideal divestures only (€136m)

* 2025 PF stands for Pro Forma revenues, defined as our reported revenues reflecting the pro forma effect of the Advanced Computing Business Disposal as if it had been consummated on January 1, 2025. For more information see Note 1 to the 2025 consolidated financial statements in section 6.1 of the 2025 Universal Registration Document available on the atosgroup.com website.

** Preliminary estimations.

Operating margin (2) (in € million)



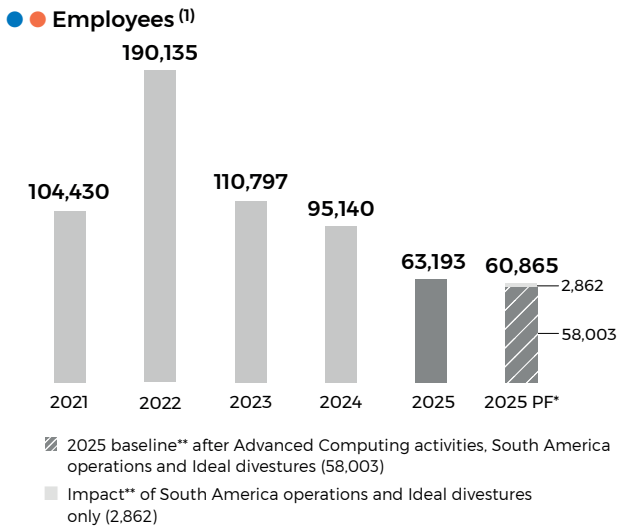
▨ 2025 baseline** after Advanced Computing activities, South America operations and Ideal divestures (€314m)
 ■ Impact** of South America operations and Ideal divestures only (€10m)

* 2025 PF stands for Pro Forma operating margin, defined as our reported operating margin reflecting the pro forma effect of the Advanced Computing Business Disposal as if it had been consummated on January 1, 2025. For more information see Note 1 to the 2025 consolidated financial statements in section 6.1 of the 2025 Universal Registration Document available on the atosgroup.com website.

** Preliminary estimations.

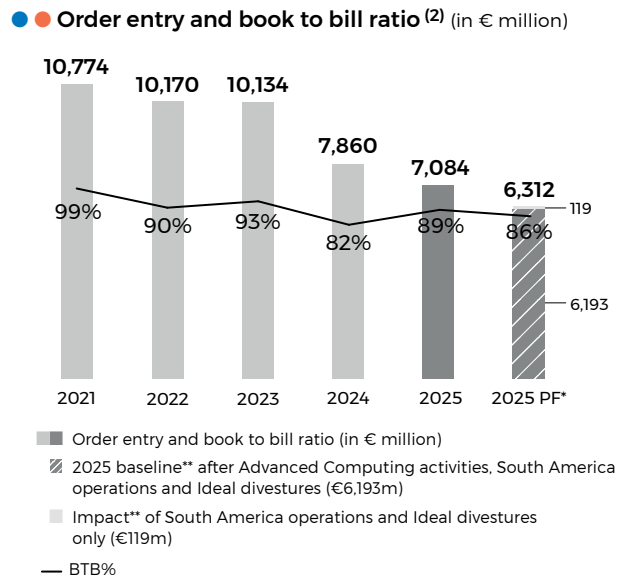
1) Historical revenues published

2) Historical operating margins published



* 2025 PF stands for Pro Forma headcount, defined as our reported headcount reflecting the pro forma effect of the Advanced Computing Business Disposal as if it had been consummated on January 1, 2025. For more information see Note 1 to the 2025 consolidated financial statements in section 6.1 of the 2025 Universal Registration Document available on the atosgroup.com website.

** Preliminary estimations.



* 2025 PF stands for Pro Forma order entry and book-to-bill, defined as our reported order entry and book-to-bill ratio reflecting the pro forma effect of the Advanced Computing Business Disposal as if it had been consummated on January 1, 2025. For more information see Note 1 to the 2025 consolidated financial statements in section 6.1 of the 2025 Universal Registration Document available on the atosgroup.com website.

** Preliminary estimations.

Comments on 2025 performances

Revenue and Operating margin

Group revenue was €8,001 million, or €8,030 million at September 30 currency, down -13.8% organically compared with FY 2024.

Group operating margin was €351 million representing 4.4% of revenue, up 253 basis points organically compared with 2024.

Net Income

Other Operating Income (OOI)

Other operating income and expenses amounted to -€1,179 million for full-year 2025, compared to -€2,858 million for full-year 2024. It mostly included restructuring and other non-recurring charges in relation to the Genesis transformation plan, as well as litigation and some onerous contracts provisions and asset impairment in the context of the disposal of Advanced Computing activities.

Financial income

Net financial expense was -€437 million for full-year 2025, compared to €3,121 million for full year 2024, reflecting the new debt structure of the Group and the fair value adjustment of the net debt.

Tax

Tax charge stood at -€139 million for full-year 2025, compared to -€214 million for full-year 2024. It included a net change in deferred tax assets of -€60 million.

Net result Group share

As a result of the above net result Group share was a loss of -€1,404 million for full-year 2025, compared to a win of €248 million for full-year 2024.

1) Historical headcount published

2) Historical order entry and book to bill ratio published

Commercial activity

Order entry reached €7,084 billion in FY 2025 bringing book to bill ratio to 89% for the year.

At the end of December 2025, the Group's full backlog reached €10.7 billion representing 1.3 years of revenue. The full qualified pipeline amounted to €4.2 billion at the end of December 2025.

Renewal rate reached 92% in FY 2025, compared to 89% in FY 2024.

Net change in cash

Net change in cash ⁽¹⁾ for the period stood at -€326 million euros for the period, in line with the previously communicated target of "better than -€350 million", and reflecting the following items:

- Operating margin before depreciation and amortization (OMDA) of €883 million
- Capex of -€170 million, or 2.1% of revenues
- Leases paid for -€278 million
- Change in working capital requirement (excluding WCA) of €33 million, mostly driven by lower activity in 2025
- Cash restructuring of -€445 million, mostly in relation to the Genesis transformation plan
- Tax paid of -€31 million
- Net cash cost of debt of -€160 million, including €34 million of financial income
- Other items for -€157 million, which included litigation and onerous contracts

Net Debt and Debt Covenants

At December 31, 2025, net debt was €1,843 million (€945 million including IFRS 9 debt fair value adjustment), compared to €1,238 million as of December 31, 2024 (€275 million including IFRS 9 debt fair value adjustment), and mainly consisted of:

- Cash and cash equivalents for €1,265 million
- Borrowings for €3,064 million (nominal value, excluding PIK) or €2,285 million including IFRS 9 fair value adjustment and PIK. The Group is considering the possibility of repurchasing bond debt on the market. It will evaluate any such transaction in the future in light of existing market conditions.

The credit documentation requires the Group to maintain:

- A minimum liquidity level of €650 million, to be verified at the end of each financial quarter starting March 31, 2025
- A maximum level of financial leverage ("Total Net Leverage Ratio Covenant"), applicable from 30 June 2027, as from each half-year end, which is defined as the ratio of financial indebtedness (mainly excluding IFRS 16 impacts and IFRS 9 debt fair value treatment) to pre-IFRS 16 OMDA; the ceilings thus applicable will be determined no later than 30 June 2026 with reference to a flexibility of 30% in relation to the Business Plan adopted by the Group at that time; these ceilings will in any event remain between 3.5x and 4.0x

As of December 31, 2025, the Group's financial leverage ratio (as defined in the glossary) was 3.17x.

Human resources

The total headcount was 63,193 at the end of December 2025, a decrease of -19.1% compared with the end of December 2024 essentially as a result of the execution of the Genesis headcount reduction program.

During the year, the Group hired 6,041 staff (of which 92.4% were direct employees), while attrition rate in FY 2025 was at 15.3% vs 15.6% in 2024.

1) Net change in cash before debt repayment, and calculated before the estimated impacts of i/ exchange rate fluctuation, ii/ M&A and iii/ change in unsolicited payments received in advance of the invoice payment due date during the year

Comment on the first quarter 2026 performance

Please refer to the press release dated April 21, 2026.

2

Revenue

Group reported revenue reached €1,739 million in Q1 2026, or €1,640 million at the go-forward perimeter ⁽¹⁾ reflecting a c. -11% organic decline compared to Q1 2025.

The Atos Strategic Business Unit – SBU – generated reported revenue of €1,593 million, or €1,561 million at the go-forward perimeter ⁽¹⁾ down -11.4% organically compared to Q1 2025.

The Eviden SBU reported revenue was €146 million in Q1 2026, or €69 million at go-forward perimeter ⁽¹⁾, down -2.9% compared to Q1 2025, mainly due to the absence of Vision AI activity since the start of the Iran conflict, partially offset by growing demand in the US and Europe.

Commercial activity

Since 2025, the Group has carried out a comprehensive reset of its commercial organization to improve efficiency, increase accountability, and strengthen go-to-market performance. First benefits were already visible, particularly in productivity and pipeline quality.

Order entry reached €1.5 billion in Q1 2026, with Data & AI and Cybersecurity business lines up year-on-year. By region, North America and International Markets were growing year-on-year, reflecting improvement in commercial momentum.

The **book-to-bill** ratio stood at 87% in Q1 2026, up c. 4 points vs strong Q1 2025.

- Atos SBU Q1 2026 book-to-bill was 89%, up 4 pts compared to the same period last year.

- Eviden SBU ⁽²⁾ book-to-bill was 62% in Q1 2026, down 15 pts from the same period last year due to weak demand in the public sector in France and in the Middle East.

The renewal rate reached 94% in Q1 2026, compared to 91% in Q1 2025.

The full backlog at the end of March 2026 was €9.5 billion, representing 1.4 years of revenue. The **qualified pipeline** increased by c. €900 million in the quarter.

Liquidity position ⁽³⁾

Net change in cash ⁽⁴⁾ for the quarter is estimated at c. €-47 million, reflecting usual business seasonality, as well as accelerated implementation of restructuring plans (c. €-71 million cash restructuring costs) and negative operational cash outflow of Advanced Computing that was still consolidated in Q1, without any usage of account receivable factoring or specific optimization on trade payables. This is before the estimated impacts of (i) exchange rate fluctuation for -€2 million, (ii) M&A for €257 million, (iii) change in unsolicited payments received in advance of the invoice payment due date during the year for €-115 million and (iv) debt repayment for €-62 million (corresponding to bonds purchase on the open market).

As of March 31, 2026, Atos Group liquidity is estimated at €1,736 million, compared to €1,705 million as of December 31, 2025 and more than €1 billion above the minimum €650 million level required by credit documentation. It was comprised of:

In € million	March 31, 2026 (Estimated)	December 31, 2025 (Actuals)	Var.
Cash & cash equivalents	1,296	1,265	+31
<i>of which payments received from customers in advance of invoice payment due dates</i>	161	440	-175
Undrawn revolving credit facility	440	440	-
TOTAL LIQUIDITY³	1,736	1,705	+31

1) Group's baseline for establishing future ambition: for all years, excluding the estimated impact of Advanced Computing activities, South America operations and Ideal GRP divestitures.

2) Excluding Advanced Computing activities.

3) Liquidity is defined as the sum of (i) the consolidated cash and cash-equivalent position of the Group and (ii) the amounts available under any undrawn committed facilities (including committed overdrafts). Consolidated cash and cash-equivalent includes trapped cash and unpooled cash and excludes cash held in escrow accounts in order to provide cash collateral.

4) Net change in cash before debt repayment, and calculated before the estimated impacts of (i) exchange rate fluctuation, (ii) M&A and (iii) change in unsolicited payments received in advance of the invoice payment due date during the year.



Governance structure

3

Composition of the board of directors



9 directors



1 lead independent director



1 director representing employees



1 censor



87.5% ⁽¹⁾ independent directors



50% of women ⁽²⁾



61 years average age



6 different nationalities

The board of directors defines the strategy of Atos Group and oversees its implementation. The board of directors endeavours to promote long-term value creation by the company by considering the social and environmental aspects of its activity.

1) In accordance with article 10.3 of the AFEP-MEDEF code, the director representing employees is not taken into account in determining the percentage of independent members. Furthermore, the censor is not taken into account when calculating the percentage of independent members.

2) In accordance with the law, the director representing employees is not taken into account in determining the parity ratio on the board of directors. Furthermore, the censor is not taken into account when calculating the parity ratio.

● ● Composition of the committees

The audit committee

• Independent chair	Jean-Jacques Morin (chairman)
• 4 members	Sujatha (Suja) Chandrasekaran
• 100% independent directors	Laurent Collet-Billon Joanna Dziubak

The nomination and governance committee

• Independent chair	Laurent Collet-Billon (chairman)
• 4 members	Surojit Chatterjee
• 100%* independent directors	Joanna Dziubak
• 1 director representing employees	Farès Louis

The remuneration committee

• Independent chair	Sujatha (Suja) Chandrasekaran (chairwoman)
• 4 members	Farès Louis
• 100%* independent directors	Françoise Mercadal-Delasalles
• 1 director representing employees	Hildegard Müller

The CSR committee

• Independent chair	Françoise Mercadal-Delasalles (chairwoman)
• 4 members	Farès Louis
• 100%* independent directors	Jean-Jacques Morin
• 1 director representing employees	Hildegard Müller

* In accordance with article 10.3 of the AFEP-MEDEF code, the director representing employees is not taken into account in determining the percentage of independent members.

Board of Directors



● ● **Philippe Salle**

Chairman and chief executive officer of Atos SE



● ● **Laurent Collet-Billon**

Lead independent director

- Chair of the nomination and governance committee
- Member of the audit committee



● ● **Sujatha (Suja) Chandrasekaran**

Independent director

- Chair of the remuneration committee
- Member of the audit committee



● ● **Surojit Chatterjee**

Independent director

- Member of the nomination and governance committee



● ● **Joanna Dziubak**

Independent director

- Member of the nomination and governance committee
- Member of the audit committee



● ● **Farès Louis**

Employee director

- Member of the nomination and governance committee
- Member of the remuneration committee
- Member the CSR committee



● ● **Françoise Mercadal-Delasalles**

Independent director

- Chair of the CSR committee
- Member of the remuneration committee



● ● **Jean-Jacques Morin**

Independent director

- Chair of the audit committee
- Member the CSR committee



● ● **Hildegard Müller**

Independent director

- Member of the remuneration committee
- Member of the CSR committee



● ● **Mandy Metten**

Censor



How to participate to the general meeting?

4

Any shareholder, regardless of the number of shares owned, may participate in the general meeting either:

- by attending in person;
- by voting remotely, by mail or by internet;
- by being represented by giving a proxy, by mail or by internet, to the chairman of the meeting, to his/her spouse or partner with whom a civil solidarity pact has been concluded, to another shareholder, or to any

person (natural or legal) of his/her choice, in accordance with the conditions prescribed in article L. 22-10-39 of the French commercial code, or without naming a proxy holder. It is specified that for any proxy given by a shareholder without naming a proxy holder, the chairman of the general meeting will vote in favor of the adoption of the draft resolutions presented or approved by the board of directors and against the adoption of all other draft resolutions.

Conditions to participate to this meeting

To participate in this general meeting:

- The **owners of registered shares** must give evidence of such capacity by the registration of the shares under the registered form, on the fifth business day preceding the general meeting, i.e., Friday, May 15, 2026, at midnight Paris time;
- The **owners of bearer shares** must give evidence of their identity and capacity as shareholders by the fifth business day preceding the general meeting, i.e. Friday, May 15, 2026, at midnight Paris time, by

sending the following to Société Générale - Securities and Stock Market Department - Meetings Service - SGSS/SBO/CIS/ISS/GMS - 32 rue du Champ de Tir - CS 30812 - 44308 Nantes Cedex 3, or to the registered office of the company - Atos SE, Direction Juridique, Tour Aurore, 18 place des Reflets, 92400 Courbevoie, France, a certificate justifying their ownership of the shares ("*attestation de participation*") delivered by the authorized intermediary holding their account. It is specified that the date of delivery of the certificate must be between the fifth business day preceding the general meeting and the day of the meeting.

A. Procedure to participate to the general meeting

You wish to attend the general meeting personally

You must ask for an admission card under the following conditions:

If you are the owner of registered shares, please:

- send the voting form attached to the notice of meeting in the prepaid envelope enclosed (**tick the A box**, date and sign at the bottom of the form); or
- log onto the dedicated secure website <https://www.sharinbox.societegenerale.com>, using your usual access code (shown on the voting form enclosed with the notice of meeting or in the e-mail if you have chosen this method of convocation) or your login e-mail (if the Sharinbox by SG Market account has been activated), then the password already in your possession; or
- present yourself directly on the day of the general meeting to the appropriate booth with proof of identity.

If you are the owner of bearer shares, please:

- request from the authorized intermediary who manages your securities account that an admission card be addressed to you; or

- log onto the web portal of the authorized intermediary who manages your securities account using your usual login information to access the Votaccess website and vote. You should then click on the icon which will appear on the line corresponding to Atos SE shares. It is specified that may only access the Votaccess system the owner of bearer shares whose accountholder has adhered to the system; or
- present yourself directly on the day of the general meeting to the appropriate booth with proof of identity and a certificate justifying your ownership of the shares ("*attestation de participation*") issued by your financial intermediary on Friday, May 15, 2026, at 00:00 a.m., Paris time.

If you have not received your admission card on the third day preceding the general meeting, you are invited to request any information on the processing of your admission card, by **contacting the Société Générale's dedicated operators from Monday to Friday, between 8:30 am and 6:00 pm** Paris time from France and from the other countries at **+33 (0)8 25 315 315** (cost: €0.15/min including VAT).

You cannot attend the general meeting

You have the possibility to vote or give proxy by internet or vote or give proxy by postal mail.

A. Vote or give proxy by internet

Vote by internet

Pursuant to the provisions of article R. 225-61 of the French commercial code, Atos SE provides its shareholders with a secure website dedicated to internet voting prior to the general meeting, during the below mentioned period, and under the following conditions:

Owners of registered shares

You should log onto the secure <https://www.sharinbox.societegenerale.com> website using your usual previously communicated login information. You must then click on "Reply" in the "General meetings" box on the home page, and then click on "Participate". You will then be automatically redirected to the voting site. If you have lost or forgotten your password, go to the home page and click on "Forgot your password?".

Owners of bearer shares

You should log onto the web portal of the authorized intermediary who manages your securities account using your usual login information to access the Votaccess website and vote. You should then click on the icon which will appear on the line corresponding to Atos SE shares. It is specified that may only access the Votaccess system the

owner of bearer shares whose accountholder has adhered to the system.

*The secure Votaccess website will be open at the latest on the fifteenth day prior to the meeting, i.e. **Thursday, May 7, 2026 until Thursday, May 21, 2026 at 3:00 p.m.** (Paris time). To avoid any possible saturation of the site, shareholders are advised not to wait until this final date to connect to the site.*

To give proxy online to the chairman of the meeting or any other person of your choice

In accordance with articles R. 225-79 and R. 22-10-24 of the French commercial code, you may give proxy (to the chairman of the meeting or any other person of your choice) or withdraw a proxy electronically by logging onto the <https://www.sharinbox.societegenerale.com> website if you hold registered shares, or onto the website of your bank or broker if you hold bearer shares, with your usual login information, in order to connect to the Votaccess site as described above. Notification of the appointment of the chairman of the meeting as proxy, sent via one of these secure sites, must be received no later than Thursday, May 21, 2026 at 3:00 p.m. (Paris time).

If the account-holding institution has not adhered to the Votaccess system, the form for the appointment or revocation of a proxy can be sent electronically under the conditions provided for in point B) below.

B. Voting or giving proxy by mail

Voting by mail or giving a proxy to the chairman of the meeting

A convening notice including a form for voting by mail or by proxy or requesting an admission card will be sent automatically to all registered shareholders. Holders of bearer shares should contact the authorized intermediary holding their account to obtain this voting form, no later than six days before the meeting. This form will be given or sent to them, together with the documents required by law.

Votes by mail and proxies given to the chairman of the meeting will only be taken into account if they are duly completed and signed (and accompanied by proof of ownership of the shares), and if they are received by Tuesday, May 19, 2026 at the latest, using the prepaid envelope enclosed with the convening notice, or at Société Générale - Département Titres et Bourse - Service des Assemblées - SGSS/SBO/CIS/ISS/GMS - 32 rue du Champ de Tir - CS 30812 - 44308 Nantes Cedex 3 - France.

Appointment or revocation of a third party proxy (by mail or e-mail)

Shareholders may notify the appointment of a third-party proxy (any person other than the chairman of the meeting) or the revocation of their proxy by mail using the voting form sent either directly to registered shareholders (using the prepaid envelope enclosed with the convening notice) or, for bearer shareholders, by the holder of the securities account to Société Générale - Département Titres et Bourse - Service des Assemblées - SGSS/SBO/CIS/ISS/GMS - 32 rue du Champ de Tir - CS 30812 - 44308 Nantes Cedex 3 - France.

In accordance with the provisions of article R. 22-10-24 of the French commercial code, the form for appointing or revoking a proxy may also be sent electronically in the following manner:

Registered shareholders

You must send an e-mail attachment, bearing an electronic signature, obtained by you from an authorized third party certifier under the legal and regulatory conditions in force, to the following e-mail address assemblees.generales@sgss.socgen.com a scanned copy of the signed proxy voting form specifying your surname, first name, address and Société Générale identifier for pure registered shareholders (information available at the top left corner of their account statement) or your identifier with your financial intermediary for administered registered shareholders, as well as the surname, first name and address of the appointed or revoked proxy.

Bearer shareholders

You must send an e-mail attachment with an electronic signature, obtained by you from an authorized third party certifier under the legal and regulatory conditions in force, to the following e-mail address assemblees.generales@sgss.socgen.com a scanned copy of the signed proxy voting form, specifying your surname, first name, address and identifier with their financial intermediary, as well as the surname, first name and address of the appointed or revoked proxy, together with a scanned copy of a certificate of participation issued by the authorized intermediary holding your account then ask your financial intermediary who manages their securities account to send written confirmation (by mail or e-mail) to Société Générale - Département Titres et Bourse - Service des Assemblées - SGSS/SBO/CIS/ISS/GMS - 32 rue du Champ de Tir - CS 30812 - 44308 Nantes Cedex 3 - France or by e-mail.

Only notifications of appointment or revocation of proxies that are duly signed, completed and received by Thursday, May 21, 2026, at 3:00 p.m. (Paris time) at the latest will be taken into account. Moreover, only notifications of appointment or revocation of proxies to third parties may be sent to the following e-mail address: assemblees.generales@sgss.socgen.com, any other request or notification relating to any other purpose will not be taken into account or processed.

It is specified that for any proxy given by a shareholder without indication of a proxy, the chairman of the general meeting will issue a vote in accordance with the recommendations of the board of directors. For bearer shareholders, the form must be accompanied by the certificate of participation issued by the authorized intermediary.

4 How to participate to the general meeting?

Procedure to participate to the general meeting

How to fill in your voting form?

You will attend the General Meeting personally:

- Tick the **A** box; and
- Date and sign the **H** box.

You will not attend the General Meeting personally:

You would like to vote by postal mail:

- Tick the **B** box and follow the instructions; and
- Date and sign the **H** box.
- **C** box: This box must be filled to vote for resolutions which were to be presented by shareholders and which the Board of Directors does not agree on. To vote, you should shade the box corresponding to your choice.
- **D** box: This box must be filled in case amendments or new resolutions were to be presented during the Meeting. Should you not wish to vote NO (vote by default), you should shade the box corresponding to your choice: give proxy to the Chairman to vote in your name; abstain from voting⁽¹⁾, or give proxy to vote in your name by specifying the name of the proxy holder.

You would like to give proxy to the Chairman:

- Tick the **E** box; and
- Date and sign the **H** box.

It is specified that for any proxy granted by a shareholder without the name of the proxy holder, the Chairman of the General Meeting shall issue a vote in favour of adopting any draft resolutions submitted or approved by the Board of Directors, and a vote against adopting any other draft resolutions.

You would like to be represented by a proxy holder (individual or legal entity), by another shareholder, or by your spouse or partner with whom a civil solidarity pact was concluded:

- Tick the **F** box and fill in the information of your proxy; and
- Date and sign the **H** box.

E

You would like to give proxy to the Chairman of the General Meeting: tick here, date and sign

B

You would like to vote by mail: tick here and follow the instructions

C

Resolutions not agreed by the Board: if applicable

D

Resolutions proposed during the meeting: Fill out this box

H

Date and sign here

G

Fill out here: your name, surname and address or please check them if they are already filled out

(1) As the Company is subject to the legal regime of European Companies, the majority required for the adoption of decisions at the meeting is calculated according to the votes cast. In this respect, the votes cast do not include those attached to shares for which the shareholder has not taken part in the vote or has abstained or voted blank or invalid.

A
To attend the General Meeting personally:
 Tick here

F
You wish to give proxy to a third party:
 tick here and fill out this person's information

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

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

ATOS GROUP

Société européenne au capital de 19 750 179 €
 Siège social : River Ouest - 80 Quai Voltaire 95870 BEZONS - FRANCE
 323 623 603 RCS Polynésie

Décret n°2026-94 du 13 février 2026: retrouvez la documentation sur le site <https://atos.net/fr/investisseurs/assemblee-actionnaires>
 Decree No. 2026-94 of 13 February 2026: find the documentation on the website <https://atos.net/en/investors/annual-general-meeting>

ASSEMBLEE GENERALE MIXTE
 du 22 mai 2026 à 10h00
 au siège social: River Ouest - 80 Quai Voltaire
 95870 BEZONS - FRANCE

COMBINED GENERAL MEETING
 of May 22, 2026 at 10:00 a.m.
 at headquarters: River Ouest - 80 Quai Voltaire
 95870 BEZONS - FRANCE

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

Identifiant - Account: _____

Nombre de votes - Number of votes: _____

Vote simple / Single vote: _____

Vote double / Double vote: _____

Nominatif / Registered: _____

Porteur / Bearer: _____

JE VOTE PAR CORRESPONDANCE / I VOTE BY POST										Sur les projets de résolutions non agréés, je vote en noircissant la case correspondant à mon choix. / On the draft resolutions not approved, I cast my vote by shading the box of my choice.	
Cf. au verso (2) - See reverse (2)										A	B
1	2	3	4	5	6	7	8	9	10	Oui / Yes <input type="checkbox"/>	Non / No <input type="checkbox"/>
Non / No <input type="checkbox"/>										Non / No <input type="checkbox"/>	
Abs. <input type="checkbox"/>										Abs. <input type="checkbox"/>	
11	12	13	14	15	16	17	18	19	20	Oui / Yes <input type="checkbox"/>	Oui / Yes <input type="checkbox"/>
Non / No <input type="checkbox"/>										Non / No <input type="checkbox"/>	
Abs. <input type="checkbox"/>										Abs. <input type="checkbox"/>	
21	22	23	24	25	26	27	28	29	30	Oui / Yes <input type="checkbox"/>	Oui / Yes <input type="checkbox"/>
Non / No <input type="checkbox"/>										Non / No <input type="checkbox"/>	
Abs. <input type="checkbox"/>										Abs. <input type="checkbox"/>	
31	32	33	34	35	36	37	38	39	40	Oui / Yes <input type="checkbox"/>	Oui / Yes <input type="checkbox"/>
Non / No <input type="checkbox"/>										Non / No <input type="checkbox"/>	
Abs. <input type="checkbox"/>										Abs. <input type="checkbox"/>	
41	42	43	44	45	46	47	48	49	50	Oui / Yes <input type="checkbox"/>	Oui / Yes <input type="checkbox"/>
Non / No <input type="checkbox"/>										Non / No <input type="checkbox"/>	
Abs. <input type="checkbox"/>										Abs. <input type="checkbox"/>	

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

- Je donne pouvoir au Président de l'Assemblée Générale / I appoint the Chairman of the general meeting: _____

- Je m'abstiens / I abstain from voting: _____

- Je donne procuration (cf. au verso renvoi (4)) à M. ou Mme, Raison Sociale pour voter en mon nom / I appoint [see reverse (4)] Mr or Mrs, Corporate Name to vote on my behalf: _____

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

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

à la banque / to the bank 19 mai 2026

Date & Signature: _____

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE
 Cf. au verso (3)

I HEREBY GIVE PROXY TO THE CHAIRMAN OF THE GENERAL MEETING
 See reverse (3)

JE DONNE POUVOIR À : Cf. au verso (4) pour me représenter à l'Assemblée / **I HEREBY APPOINT:** See reverse (4) to represent me at the above mentioned Meeting

M. ou Mme, Raison Sociale / Mr or Mrs, Corporate Name

Adresse / Address: _____

ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.
CAUTION: As for bearer shares, the present instructions must be valid only if they are directly returned to your bank.

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

Changes in the method of participation

In accordance with the provisions of article R. 22-10-28 III and IV of the French Commercial Code, when a Shareholder has already cast a vote by mail or by internet, sent a proxy or requested an admission card or a certificate of participation to attend the meeting, he or she may not choose another method of participation. It is however specified that the shareholder who has voted remotely will no longer be able to vote directly at the general meeting or to be represented by proxy, but will be able to attend.

4 How to participate to the general meeting?

You wish to transfer your shares prior to the general meeting

B. You wish to transfer your shares prior to the general meeting, after having voted remotely, sent a proxy or requested an admission card or a certification of participation

Pursuant to article R. 22-10-28, III of the French commercial code, when the shareholder has already cast his/her vote remotely, sent a proxy or requested an admission card or a certificate of participation to attend the general meeting, he/she may no longer select another means of participation.

A shareholder who has selected his/her means of participation to the general meeting may nevertheless sell part or all his/her shares afterwards. In such case:

- if the sale occurs before the fifth business day prior to the meeting at 0:00 Paris time, the company shall

invalidate or change accordingly the vote expressed, the proxy given, the admission card or the certification of participation and, for such purpose, in the case of bearer shares, your bank or broker must notify the sale to the company or its proxy and provide the necessary information;

- if the sale occurs after the fifth business day prior to the meeting at 0:00 Paris time, the sale does not have to be notified by your bank or broker or considered by the company, notwithstanding anything to the contrary, and you will therefore be able to participate in the general meeting under the conditions of your choice.

C. You wish to send a written question

Pursuant to paragraph 3 of article L. 225-108 of the French commercial code, written questions may be sent, at the latest on the fourth business day prior to the date of the general meeting, i.e. on Monday, May 18, 2026:

- by registered letter with acknowledgement of receipt addressed to the chairman of the board of directors of Atos SE, at the following address: Tour Aurore, 18 Place des reflets, 92400 Courbevoie, France;
- or to the following email address: assemblee.generale@atosgroup.com

In order to be taken into account and to lead, as the case may be, to an answer during the meeting, a certificate of registration, either in the registered shares records or in the records of bearer shares held by a bank or broker, must accompany the written question, pursuant to article R. 225-84 of the French commercial code.

In accordance with legal and regulatory provisions, the answer to a written question is deemed to have been given if it appears on the company's website (<https://www.atosgroup.com/en/investors/general-meetings>).

D. You wish to access the company's documents

Pursuant to the new provisions of article R. 225-88 of the French commercial code, the documents and information referred to in articles R. 225-81 and R. 225-83 of the French commercial code are published on the company's website

(<https://www.atosgroup.com/en/investors/general-meetings>) and made available to its shareholders. Requests sent to the company for the delivery of such documents will not be honored.

E. Live and recorded broadcast

To enable all shareholders to attend, the general meeting will be broadcast live on the company's website <https://www.atosgroup.com/en/investors/general-meetings>, in accordance with legal and regulatory requirements.

A replay of the meeting will be available on the company's website <https://www.atosgroup.com/en/investors/general-meetings>.

F. How do you come to the general meeting?

The annual general meeting of May 22, 2026, shall start at 10:00 a.m. sharp. Accordingly, you are requested:

- to come in early to the reception desk and signing desk, with the admission card for the signature of the attendance list;
- not to enter the meeting room without the presentations and the voting material, which you will be given upon signing of the attendance list.



By public transportation

Public transportation schedules may be subject to change, especially in case of strikes. We recommend that you consult the dedicated websites of the SNCF and the RATP.

- **Tramway T2** – From Paris Porte de Versailles to Pont de Bezons via La Défense Grande Arche (From 5:30 am to 1 am the next day). It is important to note that in case of problem on the Tramway T2, you may use the bus lines RATP 272, 367, 262.
- **RATP lines**
 - RATP Bus 262. From Maisons-Laffitte (RER A) / Pont de Bezons;
 - RATP Bus 272 RATP Bus 367. Argenteuil station / Sartrouville Gare de Rueil station (RER A) / Pont de Bezons via Nanterre Université.



Taking the A86 by car

- **From Paris**, take the direction of Colombes, Saint-Denis, Cergy-Pontoise.
- **From Cergy-Pontoise**, take the direction of Nanterre, La Défense, Paris-Porte Maillot.

Take the exit 2A or 2 Colombes, Petit-Colombes, La Garenne-Colombes, Bezons.

At the crossing with Charles de Gaulle boulevard, take the Bezons bridge.

After the bridge, take the road along the Seine towards River Ouest, take exit River Ouest on the left, or Jean Jaurès street on the right after McDonald's.

The parking is open for your convenience.



Report of the board of directors on the resolutions

5

The resolutions submitted for your approval are subject to the powers of the ordinary general meeting (resolutions 1st to 12th) and to the powers of the extraordinary general meeting (resolutions 13th to 24th).

Ordinary items

1. Resolutions regarding the financial statements and the allocation of net income

Approval of the company statutory and consolidated financial statements for the financial year ending December 31, 2025

(1st and 2nd resolutions)

We request you to approve the company statutory and consolidated financial statements for the year ended December 31, 2025. The management report for the 2025 financial year is included in the company's 2025 universal registration document filed with AMF on

March 10, 2025 and is available on the company's website (<https://www.atosgroup.com/sites/default/files/uploads/2026-03-10/atos-2025-urd-en.pdf>) and the AMF website (<https://www.amf-france.org/en>).

Allocation of net income for the year ending December 31, 2025

(3rd resolution)

The financial year ending December 31, 2025 resulted in a net profit of €1,679,867,355.75. It is proposed that the entire profit be allocated to the "Retained Earnings" account, which would increase from -€9,214,232,185.17 to -€7,534,364,829.42.

Following this allocation, the company's equity would increase to €748,799,391.67.

The Group aims to strengthen its financial position over the next few years, and no dividend payments are expected before 2028. At its meeting on March 5, 2026, the board of directors of Atos SE decided not to propose a dividend payment at the next annual general meeting.

5 Report of the board of directors on the resolutions

Ordinary items

No dividend was paid in the three financial years preceding the 2025 financial year:

Exercise	Number of remunerated shares ¹	Dividend per share (in €)	Total (in €)
2024 ²	N/A	N/A	N/A
2023 ³	N/A	N/A	N/A
2022 ⁴	N/A	N/A	N/A

1. Number of shares entitled to dividend, after deduction of treasury shares held at the time of detachment of the dividend.
2. At its meeting on March 27, 2025, the board of directors of Atos decided not to propose the payment of a dividend in view of the losses for the financial year 2024.
3. At its meeting on May 16, 2024, the board of directors of Atos decided not to propose the payment of a dividend in view of the losses for the financial year 2023.
4. At its meeting on February 28, 2023, the board of directors of Atos decided not to propose the payment of a dividend in view of the losses for the financial year 2022.

2. Resolutions regarding the composition of the board of directors.

Renewal of directors' mandates

(4th and 5th resolutions)

● ● A stable and committed board of directors supporting the execution of the Group's strategy

The board of directors of Atos SE remains committed to high standards of governance and ensures that an effective and balanced governance framework is maintained to support the execution of the Group's strategy.

Since the appointment of Philippe Salle as chairman of the board of directors on October 14, 2024, and subsequently as chairman and chief executive officer on February 1, 2025, the board of directors has operated under a unified governance model, supported by robust checks and balances. In this respect, the board continues to comprise a very large majority of independent directors. In addition, the lead independent director is responsible for ensuring that the board of directors adheres to the highest standards of corporate governance and that shareholders' concerns in this regard are duly taken into account.

In a context marked by the implementation of the strategic plan launched in 2025, the board of directors has continued its work with a high level of engagement and stability in its composition, enabling it to effectively support the Group's transformation.

The board of directors of Atos currently comprises nine directors, including one employee director, as well as one censor. The composition of the board has remained broadly stable over the past financial year, reflecting continuity in its governance and functioning. A new lead independent director was appointed on June 13, 2025, in the person of Laurent Collet-Billon, who also became chairman of the nomination and governance committee on that occasion. In addition, the composition of certain committees has been strengthened.

In view of the directors' terms of office expiring at this general meeting, the nomination and governance committee has worked diligently, in accordance with the board's diversity policy, to further strengthen the board of directors' expertise. Accordingly, at this annual general meeting, the board of directors, upon the recommendation of the nomination and governance committee, proposes that shareholders renew the terms of office of Philippe Salle and Laurent Collet-Billon as directors, which expire at this general meeting.

It should also be noted that:

- the term of office of Mandy Metten as a censor will expire at the end of this general meeting. Its renewal is not proposed in order to align with best governance practices and taking into account that this mandate was intended to ensure a transition following the end of her term as employee representative director⁽¹⁾;
- the term of office of Farès Louis as employee director will also expire at the close of this general meeting. In accordance with article L. 225-27-1 of the French commercial code and article 16.1 of the company's Articles of Association, the trade union that received the highest number of votes in the first round of the most recent professional elections within Atos SE and its subsidiaries has appointed Christian Jil as the new employee director. This appointment will take effect as from the general meeting of May 22, 2026, for a term of three years.

Subject to the approval of the proposed renewals by the annual general meeting, the board of directors will comprise nine members (including one employee director), of whom 87.5%⁽²⁾ will be independent, with 50%⁽³⁾ women and six nationalities represented.

1) Mandy Metten served as an employee representative director from February 28, 2024 to January 31, 2025. On that date, the board of directors noted that the number of directors whose number and method of appointment are provided for in articles L.225-17 and L.225-18 of the French commercial code had become equal to eight and that Mandy Metten's term of office had therefore come to an end. At that meeting, the board of directors decided to appoint Mandy Metten as a censor, an appointment ratified by the general meeting of June 13, 2025, for a term of one year from that date.

2) In accordance with article 10.3 of the AFEP-MEDEF code, the director representing employees is not taken into account in determining the percentage of independent members.

3) In accordance with the law, the director representing employees is not taken into account in determining the parity ratio on the board of directors.

Composition of the board of directors

The current composition of the board of directors is as follows:

		PERSONAL INFORMATION			EXPERIENCE			POSITION ON THE BOARD			
		Age*	Gender	Nationality	Number of shares*	Number of other mandates in listed companies ⁽¹⁾	Independence	Date of first appointment ⁽²⁾	End of term of office	Seniority on board*	COMMITTEES AND OTHER POSITIONS ⁽³⁾
Chairman and chief executive officer	Philippe SALLE	60	M	French	303,743	1	NO	10/14/2024	AGM 2026	1	N/A
Directors (L225-17 CCom)	Laurent COLLET-BILLON	75	M	French	1,250	1	YES	06/28/2023	AGM 2026	2	LD ⁽⁴⁾ , N&G★, C●
	Sujatha (Suja) CHANDRASEKARAN	58	F	American, Australian, Indian	1,000	3	YES	01/14/2024	AGM 2027	2	Rem★, C●
	Surojit CHATTERJEE	51	M	American	500	0	YES	06/13/2025	AGM 2028	0	N&G
	Joanna DZIUBAK	53	F	British, French	600	0	YES	01/31/2025	AGM 2027	1	N&G, C●
	Françoise MERCADAL-DELASALLES	63	F	French	500	2	YES	01/02/2024	AGM 2028	2	CSR★, Rem
	Jean-Jacques MORIN	65	M	French	999	1	YES	01/02/2024	AGM 2028	2	C★★, CSR
	Hildegard MÜLLER	58	F	German	501	0	YES	01/31/2025	AGM 2027	1	Rem, CSR
Employee director (L225-27-1 CCom)	Farès LOUIS	63	M	French	0 ⁽⁵⁾	0	NO	04/25/2019	AGM 2026	6	Rem, N&G, CSR
Censor	Mandy METTEN	46	F	Dutch	0 ⁽⁵⁾	0	N/A	01/02/2024	AGM 2026	2	N/A

- Other mandates exercised in listed companies (outside the Atos Group). Mandates exercised in listed companies belonging to the same Group account for one single mandate.
 - Date of first appointment on the board of directors of Atos.
 - N&G: nomination and governance committee, Rem: remuneration committee, C: audit committee, CSR: CSR committee, LD: lead director.
 - Laurent Collet-Billon also served as vice-chair of the board of directors from October 14, 2023 to March 5, 2026. On that date, the board of directors, noting that the vice-chair position is a minority practice among French listed companies and reflected a specific governance context in 2023-2024, decided, with immediate effect, not to maintain this position and to retain only the role of lead independent director.
 - The minimum shareholding requirement of 500 shares, as set out in the company's Articles of Association and the board internal rules, does not apply to employee directors and censors.
- ★ Chair of the committee.
- Jean-Jacques Morin, Laurent Collet-Billon, Sujatha (Suja) Chandrasekaran and Joanna Dziubak have sufficient financial and accounting skills by virtue of their educational and career backgrounds for the purpose of their membership in the audit committee.

* Information provided as of April 1, 2026.

5 Report of the board of directors on the resolutions

Ordinary items

If the general meeting approves the proposed resolutions, the composition of the board of directors as of May 22, 2026, would be as follows, it being specified that the board of directors, on the recommendation of the nomination and governance committee, will be required to reconstitute certain committees at the close of the annual general meeting:

		PERSONAL INFORMATION			EXPERIENCE			POSITION ON THE BOARD		
		Age*	Gender	Nationality	Number of shares**	Number of other mandates in listed companies ⁽¹⁾	Independence	Date of first appointment ⁽²⁾	End of term of office	Seniority on board*
Chairman and chief executive officer	Philippe SALLE	61	M	French	303,743	1	NO	10/14/2024	AGM 2029	1
Directors (L225-17 CCom)	Laurent COLLET-BILLON	75	M	French	1,250	1	YES	06/28/2023	AGM 2029	2
	Sujatha (Suja) CHANDRASEKARAN	59	F	American, Australian, Indian	1,000	3	YES	01/14/2024	AGM 2027	2
	Surojit CHATTERJEE	51	M	American	500	0	YES	06/13/2025	AGM 2028	0
	Joanna DZIUBAK	53	F	British, French	600	0	YES	01/31/2025	AGM 2027	1
	Françoise MERCADAL-DELASALLES	63	F	French	500	2	YES	01/02/2024	AGM 2028	2
	Jean-Jacques MORIN	65	M	French	999	1	YES	01/02/2024	AGM 2028	2
	Hildegard MÜLLER	58	F	German	501	0	YES	01/31/2025	AGM 2027	1
Employee director (L225-27-1 CCom)	Christian JIL⁽³⁾	61	M	French	0 ⁽⁴⁾	0	NO	05/22/2026	AGM 2029	0

1. Other mandates exercised in listed companies (outside the Atos Group). Mandates exercised in listed companies belonging to the same Group account for one single mandate.

2. Date of first appointment on the board of directors of Atos.

3. In accordance with article L. 225-27-1 of the French commercial code and article 16.1 of the company's Articles of Association, the trade union organization that obtained the highest number of votes in the first round of the last professional elections within Atos SE and its subsidiaries has appointed Christian Jil as the new director representing the employees. This term of office will take effect from the general meeting of May 22, 2026, for a period of three years.

4. The minimum shareholding requirement of 500 shares, as set out in the company's Articles of Association and the board internal rules, does not apply to employee directors.

* Information provided as of May 22, 2026.

** Information provided as of April 1, 2026.

Proposals for the renewal of directors

(4th and 5th resolutions)

In view of the directors' terms of office expiring at this general meeting, the board of directors, upon the recommendation of the nomination and governance committee, reviewed its overall balance in light of its diversity policy and skills matrix, as well as the desirable developments in its composition.

It is recalled that, pursuant to the provisions of the company's accelerated safeguard plan, as reflected in the board's internal rules, the board of directors of the company must comprise eight members, in addition to the member representing employees appointed in accordance with the applicable legal provisions, and that the very large majority of the members of the board of directors must be independent directors.

Upon the proposal of the nomination and governance committee, the board of directors, at its meeting of March 5, 2026, unanimously decided to propose to your general meeting the renewal of the terms of office of Philippe Salle and Laurent Collet-Billon as directors, which expire at the close of this general meeting.

Subject to the renewal of Philippe Salle's term of office as director, the board of directors also decided to maintain the combination of the roles of chairman of the board of directors and chief executive officer held by Philippe Salle and to renew him in these positions. In addition, the board of directors decided to maintain Laurent Collet-Billon in his role as lead independent director, should the general meeting decide to renew his term of office as director.

The renewal of these terms of office would ensure continuity in the company's governance and would also acknowledge the commitment, experience and valuable contribution of these two directors to the work of the board and to the development of the Group. The specific reasons that led the board of directors, upon the recommendation of the nomination and governance committee, to propose the renewal of Philippe Salle and Laurent Collet-Billon are set out in greater detail below.

In accordance with the recommendations of the AFEP-MEDEF code and article 14 of the Articles of Association of Atos SE, the term of office of directors appointed by the general meeting of the company is three years, or a shorter term in order to allow staggered renewal of directorships.

5 Report of the board of directors on the resolutions

Ordinary items

Resolution no.	Concerned Individual	Motivation of the board of directors	Term of office
4	Philippe Salle (Renewal)	<p>Philippe Salle has served as a director since October 14, 2024 ⁽¹⁾. He served as chairman of the board of directors of Atos SE from October 14, 2024 to January 31, 2025, and has held the position of chairman and chief executive officer of the company since February 1, 2025.</p> <p>The board proposes to renew Philippe Salle's term of office for a period of three years, i.e., until the end of the general meeting called to approve the financial statements for the financial year ending December 31, 2028.</p> <p>With extensive experience as a corporate executive, including in listed companies, Philippe Salle brings to the board of directors key strategic and operational expertise that is essential to supporting the implementation and success of the Group's strategic plan.</p> <p>The proposal to renew Philippe Salle's term of office is based in particular on the following factors:</p> <ul style="list-style-type: none">• his experience as a corporate executive, including in listed companies, and his understanding of the strategic, operational and financial challenges facing the Group;• the desire to ensure continuity and stability in governance in order to continue implementing the strategic plan and the transformation undertaken by the Group;• the implementation of the Genesis strategic plan, launched under his leadership in a particularly demanding environment, the initial results of which have met, and even exceeded, the targets set for the first year;• the consistency of the governance model adopted, based on strong and stable leadership within a framework ensuring a proper balance of powers, notably through the presence of a lead independent director and a board largely composed of independent directors;• the confidence placed in him by the board of directors, in particular based on the quality of his contributions to the board's work and by his 100% attendance at meetings. <p>Philippe Salle's skills and expertise are detailed in his biography on section "Additional information on candidates to the board of directors" of the meeting brochure.</p> <p>At its meeting of December 17, 2025, the board of directors reviewed Philippe Salle's situation in light of the independence criteria defined by the AFEP-MEDEF code and concluded that he cannot be considered independent due to his role as chairman and chief executive officer.</p>	Expiring at the 2029 AGM

1) On October 14, 2024, the board of directors decided to co-opt Philippe Salle as a new director. The General Meeting of January 31, 2025 approved the ratification of his provisional appointment with 94.18% of the votes cast.

Resolution no.	Concerned Individual	Motivation of the board of directors	Term of office
5	Laurent Collet-Billon (Renewal)	<p>Laurent Collet-Billon has served as a director since June 28, 2023 ⁽¹⁾, and as lead independent director since June 13, 2025.</p> <p>Laurent Collet-Billon also served as vice-chair of the board of directors from October 14, 2023 to March 5, 2026. On that date, the board of directors, noting that the vice-chair position is a minority practice among French listed companies and reflected a specific governance context in 2023–2024, decided, with immediate effect, not to maintain this position and to retain only the role of lead independent director.</p> <p>Laurent Collet-Billon's independence was reviewed and confirmed by the board of directors at its meeting of December 17, 2025.</p> <p>The board proposes to renew Laurent Collet-Billon's term of office for a period of three years, i.e., until the close of the general meeting called to approve the financial statements for the financial year ending December 31, 2028.</p> <p>A General Engineer of Armament of exceptional class, Laurent Collet-Billon has extensive and widely recognized experience, notably as former delegate general for armaments .</p> <p>The proposal to renew Laurent Collet-Billon's term of office is based in particular on the following factors:</p> <ul style="list-style-type: none"> • his recognized experience in the defence, security and digital sectors, notably acquired while heading the French <i>Direction Générale de l'Armement (DGA)</i>, which brings to the board of directors a particularly relevant strategic perspective for the Group's activities; • his in-depth knowledge of the group, gained since his appointment as director on June 28, 2023 and throughout the restructuring and transformation phases experienced by the company; • the continuation of his role as lead independent director, a position he has held since June 13, 2025 and which contributes to ensuring balanced governance and the proper functioning of oversight mechanisms within the board. <p>Laurent Collet-Billon's are detailed in his biography on section "Additional information on candidates to the board of directors" of the meeting brochure.</p>	Expiring at the 2029 AGM

1) The general meeting held on June 28, 2023, approved his appointment with 80.72% of the votes cast.

3. Resolution relating to the appointment of a statutory auditor

Appointment of BDO PARIS as statutory auditor

(6th resolution)

Under the terms of this resolution, you are asked to appoint BDO PARIS, a *société par actions simplifiée* with registered offices at 43-47 avenue de la Grande Armée, 75116 Paris, registered with the Paris Trade and Companies Registry under number 480 307 131, as statutory auditor in charge of certifying the company's financial statements.

It is reminded that Grant Thornton's term of office expires at the end of the annual general meeting called to approve the financial statements for the year ending December 31, 2025 and was no longer renewable given the rules limiting the term of office of the Statutory Auditors.

Therefore, the board of directors proposes, on the recommendation of the audit committee, to appoint BDO PARIS for a period of six years, i.e., until the annual general meeting called to approve the financial statements for the year ending December 31, 2031, in view of its knowledge of the Group's activities and organization, its teams' expertise and its audit approach.

The firm BDO PARIS has indicated that it agrees in advance to its term of appointment, provided it is approved by the annual general meeting, and that it is not subject to any prohibitive measures, nor is it disqualified for any reason.

4. Resolution on the statutory auditors' special report on regulated agreements

Statutory auditors' special report on agreements referred to in articles L. 225-38 et seq. of the French commercial code

(7th resolution)

The board of directors takes note of the statutory auditors' special report provided for by the legal and regulatory provisions in force, which does not mention any new agreement or commitment authorized by the board of

directors during the 2025 financial year or any agreement entered into or commitment made during previous financial years, the effects of which would have continued during the 2025 financial year.

5. Resolutions relating to the remuneration of corporate officers in respect of the 2025 financial year

Sections 4.3.2 and 4.3.3 of the 2025 Universal Registration Document form an integral part of the company's corporate governance report and present the information referred to in paragraph I of article L. 22-10-9 of the French commercial code on the remuneration of corporate officers in respect of the 2024 financial year. Pursuant to article L. 22-10-34 I of the French commercial code, you are asked to approve this information in the 9th resolution submitted to your general meeting.

Pursuant to article L. 22-10-34 II of the French commercial code, you are asked to approve the fixed, variable, long-term and exceptional components of the total remuneration and benefits in kind paid during the financial year ended December 31, 2025, or awarded for that same financial year, to **Philippe Salle, chairman and chief executive officer, for the period from February 1, 2025 to December 31, 2025**, under the 8th resolution (see section 4.3.2.4 of the 2025 universal registration document).

It is specified that:

- with respect to **Philippe Salle, chairman of the board of directors from January 1, 2025 to January 31, 2025**, no resolution is subject to a vote of this general meeting, as Philippe Salle informed the board of directors that he does not wish to receive any remuneration, either for his role as chairman of the board or as a director (see section 4.3.2.2 of the 2025 universal registration document); and
- with respect to **Jean-Pierre Mustier, chief executive officer for the period from January 1, 2025 to January 31, 2025**, no resolution is subject to a vote of this general meeting, as Jean-Pierre Mustier informed the board of directors that he does not wish to receive any remuneration for his role as chief executive officer in 2025 (see section 4.3.2.3 of the 2025 universal registration document).

Summary of information relating to the remuneration of corporate officers referred to in I of article L. 22-10-9 of the French commercial code

(9th resolution)

In addition to the information provided under the 8th resolution, the individual remuneration received by members of the board of directors (fixed and variable components combined) in return for their directorship for the 2024 and 2025 financial years.

(in €) ¹	2025 fiscal year	2024 fiscal year
Valérie Bernis	N/A	1 899.82
Sujatha (Suja) Chandrasekaran	118,912.91	98,132.44
Surojit Chatterjee	31,954.76	N/A
Laurent Collet-Billon	210,945.12	268,531.60
Alain Crozier	4,737.04	77,868.73
Joanna Dziubak	100,102.04	N/A
Katrina Hopkins ²	10,659.91	109,415.50
David Layani	N/A	.. ³
Helen Lee Bouygues	N/A	40,180.83
Farès Louis ⁴	113,445.65	25,483.50
Monika Maurer	7,926.28	99,245.14
Françoise Mercadal-Delasalles	103,877.94	111,971.26
Mandy Metten	38,614.08	97,421.04
Jean-Jacques Morin	109,800.81	136,079.76
Hildegard Müller	89,167.52	N/A
Jean-Pierre Mustier	.. ⁵	.. ⁵
Aminata Niane	N/A	81.07
Philippe Salle	.. ⁷	.. ⁶
Vernon Sankey	N/A	81.07
Astrid Stange	1,547.81	145,021.90
Elizabeth Tinkham	58,304.96	152,069
Total	999,996.80	1,363,482.68

N/A: Not applicable.

1. Gross before taxes.

2. Katrina Hopkins, director representing the employee shareholders between, May 18, 2022 and January 31, 2025, is employed by the Group.

3. David Layani has waived his right to receive any director's compensation with respect to the 2024 year.

4. In 2023, Farès Louis has waived his right to receive compensation for his mandate as employee director. In respect of the 2024 fiscal year, Farès Louis also waived his right to receive any directors' compensation, except when board meetings were held on a weekend, a public holiday or during his vacations, for which meetings he received the variable portion of his remuneration as director. In 2025, Farès Louis requested to receive his full remuneration as a director.

5. Jean-Pierre Mustier has declined to receive any directors' compensation for the years 2024 and 2025.

6. Philippe Salle has declined to receive any directors' compensation for the year 2024.

7. Philippe Salle has declined to receive any directors' compensation for the period from January 1 to January 31, 2025, during which he served as chairman of the board of directors. As of February 1, 2025, Philippe Salle, in his capacity as chairman and chief executive officer, did not receive any compensation for his directorship in accordance with the compensation policy applicable to the chairman and chief executive officer for 2025.

In accordance with article 22.1 of the AFEP-MEDEF code, the variable portion of directors' compensation represents the majority (i.e., 75%) of the total amount of directors' compensation in 2025.

In 2025, the members of the board of directors did not receive any other compensation from Atos SE or its subsidiaries, except for Farès Louis (employee director) and Mandy Metten (director and employee of the Group). They each received a compensation in 2025 in connection with their employment contract within the Group.

It is specified that, as the board of directors fully complies with the gender balance requirements set out in the first paragraph of article L. 225-18-1 of the French commercial code, the payment of the compensation allocated to the directors has not been suspended.

The elements of compensation awarded or paid to members of the board of directors in 2025 are consistent with the provisions adopted by the board of directors, on the recommendation of the remuneration committee, constituting the compensation policies for directors as voted by the annual general meeting held on January 31, 2025 and June 13, 2025.

The company has not deviated from the compensation policies implementation process, as approved by shareholders during the abovementioned annual general meetings. The company has not departed from the implementation of the compensation policies.

Summary of the components of the total remuneration and benefits in kind paid during the year ended December 31, 2025 or awarded in respect of the same year to Philippe Salle, chairman and chief executive officer from February 1, 2025, to December 31, 2025

(8th resolution)

Philippe Salle was appointed chief executive officer effective February 1, 2025.

The compensation policy applicable to him for the 2025 financial year was approved by the annual general meeting held on January 31, 2025, under the 27th resolution, adopted by 92.49% of the votes cast.

Fixed compensation

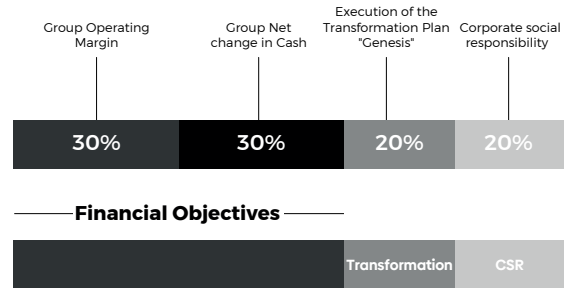
The fixed remuneration of Philippe Salle was paid prorata temporis from February 1, 2025, until December 31, 2025, i.e., a gross amount of €1,100,000 in respect of the 2025 fiscal year.

Variable compensation

Philippe Salle's target variable compensation is based on objectives, whose target is €1,200,000 for the full year, with a maximum payment limited to 150% of the target annual variable compensation in case of outperformance (i.e., a maximum annual variable compensation of €1,800,000) and no minimum payment.

The target variable remuneration for the chairman and chief executive officer, calculated pro rata temporis, was set at €1,100,000 for a target annual variable remuneration of €1,200,000 for the year 2025, taking into account the start of his term on February 1, 2025.

As a reminder, the nature and weighting of each of the indicators composing the 2025 variable compensation for the chairman and chief executive officer is as follows:



The detailed structure of the objectives and their level of achievement, as well as the resulting variable compensation amount, were validated during the meeting on March 5, 2026 by the board of directors, on the recommendation of the remuneration committee and the audit committee which met in a joint session on March 4, 2026, and are detailed below.

In accordance with the applicable criteria, the variable compensation of the chairman and chief executive officer amounts to €1,275,010 for the 2025 financial year, representing 115.91% of his target variable compensation. However, in order to take into account the context of the Group's recovery and transformation, the chairman and chief executive officer decided to voluntarily waive part of this variable compensation, so that the amount actually paid is capped at 100% of his annual target variable compensation, i.e. €1,100,000 for the 2025 financial year (calculated pro rata temporis).

● ● Overall performance

Year 2025

Indicators	Weight	Achievement rate in%	Weighted achievement rate in% ¹	Payment	Assessment - comments
Evolution of the Group operating margin	30%	82.2%	24.66%	€271,260	<u>2025 operating margin: €351 million.</u> A more detailed analysis of this criterion is provided below in the section entitled " <i>Financial criteria (operating margin and net change in cash)</i> ".
Group net change in cash	30%	112.5%	33.75%	€371,250	<u>2025 net change in cash: €(326) million.</u> A more detailed analysis of this criterion is provided below in the section entitled " <i>Financial criteria (operating margin and net change in cash)</i> ".
Execution of the transformation plan "Genesis"	20%	150%	30%	€330,000	The level of performance was assessed by the board of directors on March 5, 2026, upon the recommendation of the remuneration committee and the audit committee, and the achievement of this criterion is described in greater detail below in the section entitled " <i>Execution of the transformation plan "Genesis"</i> ".
Corporate social responsibility objectives	20%	137.5%	27.50%	€302,500	The level of performance was assessed by the board of directors on March 5, 2026, upon the recommendation of the remuneration committee and the CSR committee, and further details on the achievement of this criterion are provided below in the section entitled " <i>Corporate social responsibility</i> ".
Payment as a % of the target variable remuneration	100%		115.91%	€1,275,010	
Payment after taking into account the voluntary waiver of part of the target variable compensation			100%	€1,100,000	In order to take into account the context of the Group's recovery and transformation, the chairman and chief executive officer decided to voluntarily waive part of this variable compensation, so that the amount actually paid is capped at 100% of his annual target variable compensation, i.e., €1,100,000 for the 2025 financial year (calculated pro rata temporis).

1. After application of the elasticity curves capped at 150% for each indicator.

● ● Performance for each indicator

Financial criteria (operating margin and net change in cash)

The 2025 performance targets relating to the evolution of the Group's operating margin and the Group's net change in cash, the achievement of which corresponds to an achievement rate of 100%, are not disclosed for confidentiality reasons. Naturally, these quantifiable financial targets were aligned with the targets communicated to the market on May 14, 2025 during the Capital Markets Day and subsequently confirmed in the half-year financial communication on August 1, 2025 and the quarterly financial communication on October 20, 2025.

With respect to fiscal year 2025:

- Group operating margin reached €351 million - or 4.4% of revenue, doubling year-on-year, above the previously communicated target of "above €340 million (representing more than 4% of revenue)". Accordingly, the achievement percentage for this criterion was 82.2%, resulting in a payment of €271,260.
- Net change in cash ⁽¹⁾ was limited to -€326 million despite faster than expected execution of the restructuring program, in line with the previously communicated target of "better than -€350 million". Accordingly, the achievement percentage for this criterion was 112.5%, resulting in a payment of €371,250.

Execution of the transformation plan "Genesis"

The strategic and transformation plan "Genesis" over four years should allow Atos to capitalize on its strengths and return to a profitable and sustainable growth. This plan is based on 7 key pillars: Growth - Human Resources - Countries review - Portfolio review - Gross Margin - Cost review - Cash. For each pillar, specific objectives have been defined with targeted results for 2025. On the recommendation of the remuneration committee, the

board of directors approved the objectives related to the Genesis plan for 2025 on March 6, 2025.

On March 5, 2026, based on the recommendation of the remuneration committee and the audit committee, which met in joint session on March 4, 2026, the board of directors assessed each of the objectives defined for the plan's pillars in order to determine the overall level of achievement in the implementation of the "Genesis" transformation plan for the 2025 financial year. While the detailed specific targets defined remain confidential, it is noted that the implementation of the Genesis strategic and transformation plan in 2025 is ahead of schedule, with 88% ⁽²⁾ of the three-year savings target completed with initiatives implemented during the year, including:

- Countries review: To sharpen the geographical focus, the Group exited or terminated commercial operations in ten countries and disposal processes led or will lead to the exit of seven more.
- Contract portfolio review: The Group reduced its exposure to low margin contracts (i.e., contracts with a project margin below 5%) to c.€16 million negative impact on operating margin compared to c. €122 million in 2024.
- Delivery and general and administrative (G&A) optimization: The billability rate improved from 76% to 79% and the G&A cost base was reduced by 26% compared to 2024. Overall, over three quarters of the three-year restructuring envelope of 700 million euros was incurred during the year. The total headcount was 63,193 at the end of the period.

Accordingly, following a review of the objectives achieved across each of the seven pillars, the board of directors concluded that the achievement rate amounted to 150% for the criterion relating to the execution of the Genesis transformation plan, highlighting the successful rollout of the plan during the financial year.

1) Net change in cash before debt repayment, and calculated before the estimated impacts of i/ exchange rate fluctuation, ii/ M&A and iii/ change in unsolicited payments received in advance of the invoice payment due date during the year.

2) Including 2025 in-year savings and carry-over savings to materialise in 2026.

Corporate social responsibility

Indicators	Weight	Achievement rate in %	Weighted achievement rate in %	Payment	Assessment - comments
					The target objective, corresponding to 100% achievement of the criterion, was to reduce total carbon emissions (including Scope 1, 2 and 3) by 50% by 2025 compared with the 2019 baseline level. A floor had been set at a 45% reduction in emissions, corresponding to a 50% payout for this criterion, while a cap had been set at a 55% reduction in emissions, entitling to a 150% payout relative to the target.
Group's climate objectives, i.e., reduction in all carbon emissions (scopes 1, 2 and 3) by 2025 compared with the 2019 baseline	10%	150%	15%	€165,000	<p>By the end of 2025, Atos Group had achieved a 58% reduction in its carbon emissions compared with 2019 (1,376 MtCO₂e at year-end 2025 versus 3,303 MtCO₂e at year-end 2019). Accordingly, Atos Group achieved its short-term SBTi (Science Based Targets initiative) objective, which aimed to reduce its 2025 emissions by 50% compared with 2019.</p> <p>Accordingly, the achievement rate for this criterion was assessed at 150% relative to the target by the board of directors at its meeting held on March 5, 2026, upon the recommendation of the remuneration committee and the CSR committee.</p> <p>For further details, please refer to the 2025 Universal Registration Document, in particular section 5.2, 'Environment', of the sustainability report.</p>
					The target objective, corresponding to 100% achievement of the criterion, was an 88% retention rate of key people. A floor had been set at an 84% retention rate, corresponding to a 50% payout for this criterion, while a cap had been set at a 92% retention rate, entitling to a 150% payout relative to the target.
Retention of key people	10%	125%	12.5%	€137,500	<p>In 2025, despite "the high attrition" the market was facing and the ongoing transformational processes in the Group, Atos Group managed to retain 90% of its key people. This is enhanced by the stability that the program which the Group continued to have in 2025 and the lack of big fluctuations of the people in its scope. In 2025, women constituted 30% of Atos Group's key resources.</p> <p>Accordingly, the achievement rate for this criterion was assessed at 125% relative to the target by the board of directors at its meeting held on March 5, 2026, upon the recommendation of the remuneration committee and the CSR committee.</p> <p>For further details, please refer to the 2025 Universal Registration Document, in particular section 5.3.5.1, 'Talent attraction and retention', of the sustainability report.</p>
Global rate - Corporate social responsibility	20%	137.5%	27.5%	€302,500	

The payment of the variable compensation due for the year 2025 is subject to a favorable vote during the annual general meeting approving the financial statements for 2025 in accordance with article L. 22-10-34, II of the French commercial code.

Multiannual variable compensation

The board of directors decided, during its meeting held on March 6, 2025 and upon the recommendation of the remuneration committee, to allocate under the 2025-2028 performance share plan, 4,256,750,000 shares in favor of the chairman and chief executive officer (i.e., 425,675 shares after the reverse stock split carried out on April 24, 2025).

This grant was decided in accordance with the approval given by the annual general meeting of January 31, 2025 under the 27th resolution (compensation policy applicable to the chairman and chief executive officer), within the

framework of the authorization given by this same annual general meeting under the 39th resolution.

All the shares acquired under this arrangement are required to be held through December 31, 2030 and cannot be sold until such release date. In addition, the chairman and chief executive officer must hold, in the nominative form, 30% of the shares thus acquired throughout the duration of his duties. The chairman and chief executive officer will not be able to conclude any financial hedging instruments over the equity instruments during the duration of his duties.

This grant represents 22.8% of the total number of performance shares allocated and 2.19% of the share capital on December 31, 2025.

The annualized multi-year variable compensation in shares ⁽¹⁾ corresponds to 136% of the maximum total gross compensation of the chairman and chief executive officer

1) Annualized grant, representing a total value of €4,075,728. The value of the performance shares is determined, on the grant date, pursuant to IFRS 2 standard, and recognized in the consolidated financial statements. This value corresponds to a historical value on the grant date calculated for accounting purposes. This value does not represent a current market value nor the actual value that may be received by the beneficiary upon vesting provided that the performance shares finally vest (see section "Multi-year variable compensation in shares for 2025" in the 2024 Universal Registration Document for further details).

5 Report of the board of directors on the resolutions

Ordinary items

(i.e., €3 million), so that it does not represent a disproportionate share thereof.

As a reminder, the final acquisition is subject a performance condition linked to the increase of Atos SE's share price over a four-year period and to a condition of continuous presence of the beneficiary as executive corporate officer, except in the event of retirement, death or disability at each vesting date (as defined below).

The vesting of the performance shares shall only become final upon the satisfaction of a performance indicator linked to the increase in the Atos SE share price in relation to the subscription price of the capital increase with maintenance of preferential subscription rights as implemented as part of the Atos accelerated safeguard plan, i.e., €37 (as adjusted following the reverse stock split carried out on April 24, 2025). The increase in the share price is calculated based on the volume-weighted average of the previous 3 months.

The grant of the shares to their beneficiaries shall become final:

- on December 31, 2026, for the first instalment representing 33.33% of the allocation, rounded down to the nearest whole number;
- on December 31, 2027, for the second instalment representing 33.33% of the allocation, rounded up to the nearest whole number ⁽¹⁾; and
- on December 31, 2028, for the third instalment representing 33.34% of the allocation ⁽²⁾.

To acquire 100% of the total performance shares on December 31, 2028, the share price on that date (calculated by taking the volume-weighted average of the prices of the last 3 months) must be at least equal to four times the initial share price of €37 (the "Initial Share Price").

- On each vesting date in 2026, 2027 and 2028, if the share price calculated on the basis of the volume-weighted average for the previous 3 months:
 - is less than twice the Initial Share Price, no shares will vest;
 - is twice the Initial Share Price, 68% of the shares in this instalment will be acquired;

- is three times the Initial Share Price, 80% of the shares in this instalment will be acquired;
- is four times (or more) the Initial Share Price, 100% of the shares in this instalment will be acquired.
- If the share price on a vesting date is two, three or four times the Initial Share Price, the acquired number of shares of that tranche will be determined linearly between 68%, 80% and 100%. Where the share price on a vesting date is between those points, the percentage of vested shares will be determined on a straight-line basis.
- In addition, pursuant to a catch-up mechanism, to the extent the first two tranches of the performance share award do not vest to the maximum extent, the unvested portion of shares may vest at the second and third vesting dates, provided that, for the second vesting date, the share price has increased compared to the first vesting date and the above vesting and performance conditions have been reached at the second vesting date, and, for the third vesting date, the share price has increased compared to the first and/or the second vesting date and the above vesting and performance conditions have been reached at the third vesting date.

The board of directors will decide on the achievement of the performance indicators and the resulting average acquisition rate after consultation of the remuneration committee. The achievement rates of performance indicators and the final acquisition percentage will be disclosed in the Universal Registration Documents for the financial year 2026, 2026 and 2027, made available to the shareholders in connection with the annual general meeting.

The value of the performance shares is determined on the grant date pursuant to IFRS 2 standard, and recognized in the consolidated financial statements. This value corresponds to a historical value on the grant date calculated for accounting purposes. This value does not represent a current market value nor the actual value that may be received by the beneficiary upon vesting provided that the performance shares finally vest.

Philippe Salle will not be awarded other securities compensation plans before December 31, 2028. The allocation of performance shares is therefore capped at the total number of shares allocated on March 6, 2025.

1) Outside the catch-up mechanism as described.

2) Outside the catch-up mechanism as described.

Other compensation elements

Fringe benefits

Philippe Salle benefited from the collective disability and medical benefit plans on the same terms as the French Group employees.

The employer's contribution in respect of the life and disability scheme amounts to €4,552. The employer's contribution in respect of the healthcare plan stands at €5,633.

Philippe Salle did not benefit from any supplementary pension scheme from the company and was personally responsible for building up a pension supplement beyond the mandatory basic and complementary schemes.

Severance payment

Philippe Salle does not benefit from any severance payment.

The chairman and chief executive officer will be entitled to a monthly indemnity equal to one twelfth of his annual

gross compensation (fixed plus on-target variable), calculated on the basis of the last twelve months preceding the termination of his duties, for undertaking, upon a period of up to two years from the end of his office, not to hold or exercise, directly or indirectly, any position as an employee, executive or corporate officer, or any consulting activity on behalf of companies operating in the sector of digital services and products related to information processing and the engineering and security of computer systems, including any related study or research and development activity, in France, Germany, the UK and the US.

No indemnity will be paid once the chairman and chief executive officer claims his pension rights. In any event, no benefit can be paid over the age of 65.

The board of directors may choose to waive the application of the non-compete undertaking

Compensation for a mandate as director

Philippe Salle did not receive any compensation as director in 2025.

The following tables show all amounts allocated or paid to Philippe Salle as chairman and chief executive officer since February 1, 2025:

Elements of compensation to be voted on (in €)	Amounts allocated for 2025 or accounting value	Amounts paid in 2025 or accounting value	Presentation of elements of compensation
Fixed compensation	1,100,000	1,100,000	4.3.2.4
Annual variable compensation ¹	1,100,000	-	4.3.2.4
Performance shares ^{2,3}	16,302,913	-	4.3.2.4
Multi-year variable compensation, exceptional compensation	-	-	4.3.2.4
Director fees	-	-	4.3.2.4
Additional benefits to compensation	10,185	10,185	4.3.2.4

1. In accordance with the applicable criteria, the variable compensation of the chairman and chief executive officer amounts to €1,275,010 for the 2025 financial year, representing 115.91% of his target variable compensation. However, in order to take into account the context of the Group's recovery and transformation, the chairman and chief executive officer decided to voluntarily waive part of this variable compensation, so that the amount actually paid is capped at 100% of his annual target variable compensation, i.e. €1,100,000 for the 2025 financial year (calculated pro rata temporis).
2. The 2025 compensation policy provides that the chairman and chief executive officer will not be awarded other compensation based on shares before December 31, 2028.
3. The value of the performance shares is determined, on the grant date, pursuant to IFRS 2 standard, and recognized in the consolidated financial statements. This value corresponds to a historical value on the grant date calculated for accounting purposes. This value does not represent a current market value nor the actual value that may be received by the beneficiary upon vesting provided that the performance shares finally vest (see section "Multi-year variable compensation in shares for 2025" for further details).

The elements of compensation awarded or paid to Philippe Salle as chairman and chief executive officer in 2025 are consistent with the provisions adopted by the board of directors, on the recommendation of the remuneration committee, constituting the compensation policy for the chief executive officer as voted by the annual general meeting held on January 31, 2025.

The company has not deviated from the compensation policy implementation process, as approved by shareholders during the abovementioned annual general meeting. The company has not departed from the implementation of the compensation policy.

6. Resolution relating to the compensation policy applicable to the company officers for 2026

In accordance with the 10th and 11th resolutions, you are asked, pursuant to article L. 22-10-8 II of the French commercial code, to approve, for each category of corporate officers, the compensation policy applicable to them as determined by the board of directors on the

recommendation of the remuneration committee. These policies are presented in full in the 2025 universal registration document in section 4.3.1, which forms an integral part of the company's corporate governance report, and are summarized below.

Approval of the compensation policy applicable to directors for 2026

(10th resolution)

In the 10th resolution, you are asked to approve the compensation policy applicable to directors for 2026 which is presented in section 4.3.1.2 of the 2025 universal registration document.

For the 2026 financial year, the board of directors, meeting on March 5, 2026, on the recommendation of the remuneration committee, decided to maintain the annual total remuneration envelope for directors at €1,000,000. With regard to the compensation policy for directors for 2026, the board of directors reviewed the rules for allocating compensation to directors.

The rules for allocating compensation to directors proposed for 2026 are as follows:

- for the board of directors:
 - maintaining a fixed annual compensation of €20,000 per director (unchanged from 2025);
 - removal of the specific remuneration attached to the role of vice-chairman, if any (€100,000 in 2025);
 - increase of the additional fixed annual compensation to €40,000 for the lead independent director, if any (instead of €20,000 in 2025), in a manner consistent with the lead director's key role and current market practices regarding the compensation of lead directors;
 - maintaining the directors' variable compensation of €3,500 per meeting attended (unchanged from 2025);
- for the committees, the compensation depends on the attendance to the meetings (unchanged from 2025):
 - chair of the audit committee: variable compensation of €6,000 per meeting attended;

- chairs of the other committees: variable compensation of €5,000 per meeting attended;
- members of the committees (excluding the chairman): variable compensation of €3,000 per meeting attended.

In addition, the censor(s), if any, receive 50% of the amounts relating to the above-mentioned compensation rules (unchanged from 2025).

The following rules remain fully applicable:

- the board may decide that successive meetings held on the same day shall be equivalent to one meeting for the calculation of directors' compensation;
- for the purpose of calculating the directors' compensation, the board may consider the existence of a single meeting, in the event that several meetings held on different days but within a short period of time are related;
- the written resolutions are not remunerated; and
- directors are reimbursed of expenses incurred as part of their mandate, in particular, travel and accommodation.

Directors do not receive any other kind of remuneration than those mentioned above (excluding Philippe Salle in his capacity as chairman and chief executive officer). In particular, no director receives any compensation for any mandate held in group companies other than Atos SE, save for the employee directors or the director representing the employee shareholders. In fact, these persons receive a salary from the relevant company subsidiary by virtue of their employment agreement, which is not related to the performance of their mandate as directors of the company.

Approval of the compensation policy applicable to the chairman and chief executive officer for 2026

(11th resolution)

Under the 11th resolution, you are asked, pursuant to article L. 22-10-8 II of the French commercial code, to approve the compensation policy applicable to the chairman and chief executive officer for 2026, as determined by the board of directors on the recommendation of the remuneration committee. This policy has been published on the company's website (www.atosgroup.com, under the heading "Leadership and Governance") and is presented in full in this report of the board of directors.

Following the appointment of Philippe Salle as chairman and chief executive officer effective February 1, 2025, the board of directors of Atos SE, meeting on October 14, 2024, December 21, 2024, and then on March 6, 2025, approved, on the recommendation of the remuneration committee, the elements of the compensation policy applicable to the chairman and chief executive officer for the 2025 financial year.

1. General principles and mandate of the executive corporate officers

At its meeting on October 14, 2024, the board of directors decided to appoint Philippe Salle as chairman and chief executive officer with effect from February 1, 2025. The chairman and chief executive officer may be removed from office at any time by the board of directors. Philippe Salle has no employment contract with the company or any other Group company.

The compensation policy for corporate officers for 2026 is consistent with the 2025 compensation policy. It aims to support the implementation of the new "Genesis" strategic and transformation plan, to align the long-term interests of executives with those of stakeholders, by:

- offering a transparent, competitive and motivating remuneration package in line with market practices and the company's economic and financial situation;
- establishing a strong link between short-term and long-term performance and remuneration;
- integrating CSR criteria into short-term variable compensation, including a criterion linked to the company's climate objectives, as a direct contribution to the company's corporate social responsibility strategy;

The annual general meeting held on January 31, 2025, approved, in the context of the 27th resolution and in accordance with article L. 22-10-8 II of the French commercial code, the compensation policy applicable to the chairman and chief executive officer for 2025.

On December 17, 2025, the board of directors decided, on the recommendation of the remuneration committee and the CSR committee, which met in joint sessions on December 5 and 17, 2025, to renew the 2025 compensation policy applicable to the chairman and chief executive officer for 2026, subject to the definition of new performance criteria for the 2026 annual variable compensation, as detailed below.

The compensation policy for the chief executive officer applies to the current chief executive officer and to any new executive officer who may be appointed (as chairman and chief executive officer, chief executive officer, or deputy chief executive officer).

- building loyalty and involving employees in the company's long-term performance;
- linking part of the chairman and chief executive officer's compensation to the Group's challenges and strategy.

The structure of total compensation is thus designed according to a "pay-for-performance" approach, favoring a significant variable component associated with annual and multi-year horizons.

It is specified that the chairman and chief executive officer receives long-term compensation in the form of free performance shares in the company, with the number of shares definitively allocated depending on the share price performance over a four-year period ending December 31, 2028. The conditional award was made on March 6, 2025, to the chairman and chief executive officer, who will not receive any further share-based compensation before December 31, 2028. Consequently, the compensation policy applicable to the chairman and chief executive officer in 2026 does not provide for any "new" long-term variable compensation.

5 Report of the board of directors on the resolutions

Ordinary items

In line with the objectives of the compensation policy, the following principles have been adopted by the board of directors, on the recommendation of the remuneration committee:

What we do	What we do not do
<ul style="list-style-type: none">• Preponderance of variable components subject to short- and long-term performance criteria• Transparency and weighting of performance criteria in line with strategic priorities• Predominantly quantifiable criteria and combination of financial and non-financial objectives• Precise, simple and demanding objectives, in line with the company's communication to the market• Cap on variable compensation in the event of outperformance• Balance between cash compensation and compensation in shares¹• Requirement to retain a portion of Atos shares acquired or shares resulting from the exercise of stock options for the entire term of office, defined at the time of each grant of share-based compensation• Prohibition on entering into any financial hedging transactions in respect of the shares allocated, throughout the term of office• Potential non-competition indemnity• Potential indemnity on taking up office	<ul style="list-style-type: none">• No variable compensation when the minimum achievement thresholds by criteria are not reached• No severance pay, i.e., no indemnities or rights due or likely to become due as a result of the termination or change of office of the company's senior executives• No supplementary compensation related to mandates or functions held in Group subsidiaries• No supplementary pension scheme• No combination of a company office and an employment contract

1. See below for the target structure for 2026. A multi-year variable incentive compensation in shares, also subject to a performance condition, has been approved as part of the 2025 compensation policy, with no new allocation before December 31, 2028.

Target compensation structure 2026

The total compensation package for the chairman and chief executive officer proposed by the board is balanced and consists of the following:

- cash compensation, including a fixed portion and a variable portion subject to performance conditions, with a target amount equal to 100% of the fixed portion;
- multi-year variable incentive compensation in shares, also subject to a performance condition (it should be noted that this has already been approved as part of the 2025 compensation policy, with no new allocation before December 31, 2028). The annualized multi-year

variable compensation in shares ⁽¹⁾ corresponds to 136% of the maximum total gross compensation of the chairman and chief executive officer (i.e., €3 million), so that it does not represent a disproportionate share thereof;

- exceptional compensation conditional on the early refinancing of Atos' debt.

The overall compensation of the chairman and chief executive officer remains unchanged from the compensation policy applicable in 2025, subject to the definition of new performance criteria for the 2026 annual variable compensation, as detailed below.

2. Compensation of the chairman and chief executive officer for 2026

Fixed annual compensation for 2026

The fixed compensation of the chairman and chief executive officer for 2026 has been set by the board of directors at €1,200,000, the same amount as that defined in the 2025 compensation policy.

The fixed compensation of the chairman and chief executive officer is intended to recognize the importance and complexity of his responsibilities, and is also correlated with the experience, career path, and specific situation of the chairman and chief executive officer. Applying these principles, taking into account Philippe Salle's extensive experience in similar senior positions, as well as his strategic leadership and operational expertise in several sectors, the board of directors, on the recommendation of the remuneration committee, has

decided to propose once again to the annual general meeting, in accordance with article L. 22-10-8 of the French commercial code, to set Philippe Salle's gross annual fixed remuneration at €1,200,000 for the 2026 financial year, in respect of his mandate as chairman and chief executive officer.

This level of fixed remuneration reflects the exceptional challenges currently facing the Group and the leadership required to navigate this complex environment, particularly in the role of chairman and chief executive officer. This amount, which was set when Philippe Salle was appointed and reflects his recognized expertise in senior management positions, his strategic, operational, and financial skills, and his experience in sectors relevant to Atos, is still considered appropriate today.

1) Annualized grant, representing a total value of €4,075,728. The value of the performance shares is determined, on the grant date, pursuant to IFRS 2 standard, and recognized in the consolidated financial statements. This value corresponds to a historical value on the grant date calculated for accounting purposes. This value does not represent a current market value nor the actual value that may be received by the beneficiary upon vesting provided that the performance shares finally vest (see section "Multi-year variable compensation in shares for 2025" in the 2024 Universal Registration Document for further details).

Annual variable compensation for 2026

General principles of annual variable compensation

The board of directors, on the recommendation of the remuneration committee, decided to set an annual variable compensation which is conditional and aims to encourage the chairman and chief executive officer to reach the annual performance objectives set by the board of directors in close connection with the Group's strategy and challenges as regularly disclosed to the shareholders, in accordance with the following general principles.

The annual variable compensation is based on predefined readable and demanding performance criteria, all quantitative, with financial and non-financial criteria. The target level is set as a percentage of fixed compensation.

In order to monitor the company's performance more closely and establish a proactive way to support its ambition and its strategy, the selection and the weighting of the performance criteria may be reviewed each year as part of the annual compensation policy's review and approval.

For 2026, the objectives related to each of the selected performance criteria and the resulting review are set by the board of directors on an annual basis. For each performance indicator, the board of directors sets:

- a target objective, the achievement of which results in a 100% achievement rate, entitling to the on-target variable compensation linked to this indicator;
- a floor which defines the threshold below which no variable compensation in relation to this indicator is due;
- a cap which defines the threshold above which the variable compensation in relation to this indicator is capped, set at 150% of the on-target amount in the case of outperformance;
- an elasticity curve accelerating the amount of the variable compensation due upwards and downwards to get on track towards achieving the Group's mid-term target.

The underlying objectives are determined by the board of directors in order to ensure a successful achievement of the financial objectives announced to the market. The extra-financial targets set with measurable results are predefined by the board of directors in an objective manner such that assessment of their achievement is undisputable.

In addition, the board of directors may exercise its discretion in determining the executive officers' short-term variable compensation in the event of special circumstances that might justify an upward or downward adjustment of one or more of the objectives or criteria making up his or her compensation, so as to ensure that the results of the application of the criteria described above reflect both the executive officers' performance and that of the Group. This adjustment would be made to the executive officer's annual variable compensation by the board of directors on the recommendation of the remuneration committee, subject to the cap of 150% of the annual variable target compensation applicable in the event of outperformance. It would be reported in detail by the board of directors to the shareholders.

Pursuant to article L. 22-10-34, II of the French commercial code, the payment of the variable compensation to the chairman and chief executive officer due for the 2026 year is subject to the vote of the annual general meeting approving the financial statements for the year ended on December 31, 2026.

Annual variable compensation for 2026

At its meeting on December 17, 2025, the board of directors decided, on the recommendation of the remuneration committee and the CSR committee meeting in joint sessions on December 5 and 17, 2025, to set the annual variable portion of the chairman and chief executive officer's compensation on the basis of targets, with a target set at 100% of the fixed compensation of €1,200,000 (i.e., a target annual variable compensation of €1,200,000) for the full year, with a maximum payment limited to 150% of the target annual variable compensation in the event of outperformance (i.e., a maximum annual variable compensation of €1,800,000) and no minimum payment, so that the maximum amount of his fixed and variable compensation would be €3,000,000 in 2026.

The 150% cap for the annual variable portion remains unchanged from the 2025 policy. It is in line with current market practices, both on the French market and in the technology industry, and reflects the need to achieve exceptional results and performance in order to preserve the company and implement its strategy.

The board of directors of December 17, 2025 has decided that the annual variable remuneration for 2026 will be based on financial and non-financial criteria as follows:

- 30% based on the Group's recurring operating margin;
- 25% based on the Group's net change in cash before debt repaying;
- 25% based on the Group's external revenue;
- 20% based on corporate social responsibility objectives, including:
 - 10% based on a criterion linked to the Group's climate objectives, i.e., a reduction of Atos 2026 Greenhouse Gas emissions (scopes 1, 2 and 3) compared with a 2025 baseline, in line with the Group's transition plan; and
 - 10% based on a criterion relating to the education and employability of all employees in artificial intelligence.

The objectives underlying this variable compensation, as determined annually by the board of directors, are deemed relevant and demanding in view of the current context and the Group's financial and strategic challenges. All the defined criteria are quantifiable.

The targets for the above quantifiable 2026 criteria are not disclosed for confidentiality reasons. The financial targets are determined on the basis of the budget, which is also confidential. These quantifiable financial targets are consistent with the financial outlook communicated to the market on March 6, 2026. Furthermore, the corporate social responsibility targets are aligned with the commitments undertaken by Atos Group, in particular (i) as part of its transition plan and its short-term, long-term and net-zero greenhouse gas reduction targets with respect to climate objectives, and (ii) in line with the Group's ambition to invest in artificial intelligence and skills development to prepare for the future, by certifying its employees in AI.

Achievement rates recorded by the board of directors at the end of the reporting period will be communicated in the universal registration document for fiscal year 2026.

If the chairman and chief executive officer leaves the Group during the year, the amount of the variable part of his remuneration for the year will be calculated pro rata to his time with the Group during the period concerned.

At the beginning of the year, the board of directors, on the recommendation of the remuneration committee, defines the elasticity curves enabling the amount of variable remuneration due to be accelerated upwards or downwards, depending on the level of achievement of each objective.

Payment of this compensation is subject to approval by the annual general meeting of shareholders, in accordance with article L. 22-10-34, II of the French commercial code.

Multi-year variable compensation in securities for 2026

In 2026, the chairman and chief executive officer will not receive any multi-year variable compensation in the form of securities. It should be noted that the compensation policy applicable to the chairman and chief executive officer for 2025 provided for a four-year long-term variable compensation system in the form of free performance shares in the company, with the number of shares definitively awarded depending on the change in the share price over a period ending December 31, 2028.

As such, on March 6, 2025, the chairman and chief executive officer was granted 4,256,750,000 shares (i.e., 425,675 shares after the reverse stock split carried out on April 24, 2025) under the 2025-2028 performance share plan.

As a result, the chairman and chief executive officer will not be awarded any other multi-year variable compensation in securities before December 31, 2028, and the current compensation policy applicable to the chairman and chief executive officer for 2026 does not provide for any long-term multi-year variable compensation.

All elements of the multi-year variable compensation for 2025, including its performance criteria, vesting periods, and holding period, are described in section 4.3.1.3.2 of the 2024 Universal Registration Document (section "Multi-year variable compensation in securities for 2025").

Exceptional compensation

Exceptional compensation was already included in the 2025 compensation policy approved by shareholders at the combined shareholders' meeting on January 31, 2025. Similarly, the board of directors decided, on the recommendation of the remuneration committee, to renew the principle of this exceptional compensation for the chairman and chief executive officer, conditional on the early refinancing of Atos' debt.

The board of directors considered that this exceptional compensation was appropriate and proportionate, given the very special circumstances and challenges posed by

the financing of the Group, following its financial restructuring. The criterion set, relating to the early refinancing of Atos' debt before December 31, 2026 or before December 31, 2027, is highly demanding, based on a precise rationale and event, designed to encourage and reward the strategic realization of an early refinancing, which would contribute to accelerating the Group's financial stability and sustainability.

As such, this approach aims to align the interests of the executive with those of the company and its stakeholders, while reflecting the importance of this refinancing in a context marked by very specific circumstances. It is therefore a strictly conditional remuneration package, commensurate with the unique stakes and responsibilities incumbent on the chairman and chief executive officer.

If Atos SE were to successfully refinance its debt ahead of the initial maturities at the end of 2029 (it being specified that the debt refinanced shall include the 1.5 Lien debt ⁽¹⁾), the chairman and chief executive officer will receive an exceptional compensation as follows:

- if the Atos debt is successfully refinanced (as approved by the board of directors) by the end of the 2026 fiscal year, the chairman and chief executive officer will receive an exceptional compensation equal to three times his gross fixed annual compensation, i.e., €3.6 million; or
- if the Atos debt is successfully refinanced (as approved by the board of directors) by the end of the 2027 fiscal year, the chairman and chief executive officer will receive an exceptional compensation equal to two times his gross fixed annual compensation, i.e., €2.4 million.

Payment of this compensation will be subject to the approval of the annual general meeting, in accordance with article L. 22-10-34, II of the French commercial code.

Severance payment

The chairman and chief executive officer will not benefit from any severance payment.

Non-compete indemnity

The chairman and chief executive officer will be paid a monthly indemnity equal to one twelfth of his annual gross compensation (fixed plus variable), calculated on the basis of the last twelve months preceding the termination of his duties, for undertaking, upon a period of up to two years from the end of his office, not to hold or exercise, directly or indirectly, any position as an employee, executive or corporate officer, or any consulting activity on behalf of companies operating in the sector of digital services and products related to information processing and the engineering and security of computer systems, including any related study or research and development activity, in France, Germany, the UK and the US.

No indemnity will be paid once the chairman and chief executive officer claims his pension rights. In any event, no benefit can be paid over the age of 65.

The board of directors may choose to waive the application of the non-compete undertaking.

1) For more details regarding Atos's debt, please refer to the company's accelerated safeguard plan, available on atosgroup.com, and section 3.3.4 "Financing policy" of the 2025 Universal Registration Document.

Other compensation componentsRetirement supplement under the supplementary pension scheme

The chairman and chief executive officer will not benefit from a supplementary pension scheme.

Compensation for a mandate as director

The chairman and chief executive officer will not receive any compensation in this capacity.

Benefits in kind

The chairman and chief executive officer is covered by the group insurance and health insurance plans applicable to French employees. The chairman and chief executive officer's transportation expenses will be covered by the company.

Employment contract

In accordance with the recommendations of the AFEF-MEDEF code, the chairman and chief executive officer does not have an employment contract.

7. Resolution on the repurchase of company shares**Authorization to be granted to the board of directors to purchase, hold or transfer shares in the company****(12th resolution)**

You are asked to renew the authorization given to the board of directors to buy back shares in the company as part of a share buyback program, for a period of 18 months.

The resolution has the same characteristics as those approved by the general meeting of June 13, 2025, except for the maximum purchase price, namely:

- share buybacks may not be carried out during a public offer period for the company's shares;
- the maximum number of shares that may be acquired would represent 10% of the share capital;
- the maximum purchase price would be €125 (excluding costs) per share, i.e. a theoretical maximum purchase amount of €246,877,237.50 based on the share capital at February 23, 2026;

- share buy-backs may have several purposes, including in particular the implementation of employee share ownership plans and the cancellation of shares.

The authorization granted would be valid for 18 months from the general meeting called to approve the financial statements for the year ending December 31, 2025. This authorization would cancel and replace that granted by the general meeting held on June 13, 2025 in respect of the portion not used by the board of directors.

The objectives, as well as the description of the authorization, are detailed in the text of the resolution.

Extraordinary items

8. Resolutions delegating powers to the board for financial transactions

Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt while maintaining preferential subscription rights

(13th resolution)

We propose that, as previously authorized by the annual general meeting of January 31, 2025, the board of directors be given the power to increase the share capital with pre-emptive subscription rights in order to finance the company's development, either by issuing shares (excluding preference shares) or by issuing securities giving access to the capital of the company or of a company in which it directly or indirectly owns more than half of the capital (a "Subsidiary") or giving entitlement to the allotment of debt securities. This resolution would also allow the issue of securities that are equity securities giving access to the existing share capital of the company or of a Subsidiary or giving entitlement to the allotment of debt securities.

Any capital increase for cash entitles shareholders to a detachable pre-emptive subscription right, which is negotiable for the duration of the fixed trading period: each shareholder has the right to subscribe, for a period of at least five trading days from the opening of the subscription period, for a number of new shares proportional to his stake in the capital.

The maximum nominal amount of capital increases that may be carried out (on one or more occasions, either immediately or in the future, in the case of an issue of securities giving access to the capital) under this resolution would be set at 40% of the share capital as at the date of this annual general meeting.

This cap also represents the overall cap (see article L. 225-129-2 of the French commercial code) for the nominal amount of capital increases that may be carried out under the terms of the 14th, 15th, 16th, 17th, 18th, 20th and 21st resolutions of this annual general meeting.

To these caps shall also be added, where applicable, the nominal amount of any additional shares to be issued in the event of new financial transactions to preserve the rights of holders of securities or other rights giving access to the share capital.

It should be noted that, under this overall cap, the nominal amount of capital increases carried out without pre-emptive rights pursuant to the 14th, 15th, 16th, 17th, 18th, 20th and 21st resolutions of this annual general meeting may not exceed 10% of the share capital as at the date of this annual general meeting.

Under this delegation of authority, as well as under resolutions the 14th, 15th, 16th and 17th of this annual general meeting, it is envisaged that all financial instruments giving access to the capital may be used both to maintain flexibility in carrying out growth or financing transactions and to optimise the company's balance sheet structure.

This resolution and certain other resolutions submitted to this annual general meeting would enable the board to decide to issue securities giving access to the company's capital. The characteristics and details of these securities are described below as part of the presentation of the 14th resolution of this annual general meeting.

It should be noted that the board of directors may not, without the prior authorization of the general meeting, make use of this authorization as from the filing by a third party of a proposed public offer for the company's shares until the end of the offer period.

This authorization would be granted for a period of 26 months and would supersede any unused portion of any previous authorization of the same nature. For information, this delegation, already granted by the annual general meeting of January 31, 2025, has not been used.

Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through public offerings other than those referred under 1° of article L. 411-2 of the French monetary and financial code, without preferential subscription rights

(14th resolution)

This authorization would enable the board of directors to carry out growth or financing transactions, through the issue, without pre-emptive subscription rights, in France and/or abroad, by public offer, shares (excluding preference shares) and/or securities (whether in the form

of shares or debt securities) giving access to the capital of the company or of a company in which it directly or indirectly owns more than half the capital (a "Subsidiary") or giving entitlement to the allotment of debt securities.

As part of this resolution, you are being asked to cancel the pre-emptive right. Depending on market conditions, the nature of the investors involved in the issue and the type of securities being issued, it may be preferable, or even necessary, to waive the pre-emptive right in order to place securities under the best possible conditions, particularly when the speed of transactions is an essential condition for their success, or when issues are made on foreign financial markets. Removal of the pre-emptive rights may make it possible to raise a larger amount of capital because of the more favourable issue conditions.

In return for cancelling the pre-emptive right, the board may introduce a priority right, which may be reducible.

The maximum nominal amount of capital increases without pre-emptive subscription rights that may be carried out immediately or in the future under this authorization would be set at 10% of the share capital as at the date of the general meeting. The nominal amount of the issues carried out under this authorization will be deducted from the overall cap stipulated in paragraph 2 of the 13th resolution of this annual general meeting or, where applicable, from the overall cap stipulated by any similar resolution that may supersede said resolution during the period of validity of this authorization. The nominal amount of any capital increases carried out without pre-emptive subscription rights pursuant to resolutions 15th, 16th, 17th, 18th, 20th and 21st of this annual general meeting shall be deducted from the maximum nominal amount of this resolution.

To these caps shall also be added, where applicable, the nominal amount of any shares to be issued in the event of new financial transactions, to preserve the rights of holders of securities or other rights giving access to the share capital.

Pursuant to article L. 22-10-52, paragraph 1 of the French commercial code, the price would be freely determined by the board of directors, provided that the issue price of the shares is at least equal to the weighted average of the company's share prices on the Euronext Paris market during the last three trading sessions preceding the start of the public offering, possibly reduced by a maximum discount of 10%.

This authorization would allow the issue of shares or securities giving access to the company's capital or entitling holders to the allotment of debt securities as described below.

Certain resolutions submitted to this annual general meeting would enable the board to decide to issue securities giving access to the capital, either by issuing new shares such as bonds convertible into or redeemable for shares, or bonds with share warrants attached, or by delivering existing shares such as "OCEANE" bonds (bonds convertible into shares to be issued or exchangeable for existing shares); These securities may take the form of either debt securities, as in the above examples, or equity securities, such as shares with warrants attached. However, in accordance with the law, equity securities convertible or transformable into debt securities may not be issued.

Securities giving access to the capital which take the form of debt securities (for example, bonds convertible or redeemable in shares, or bonds with share subscription warrants) may give access, either at any time, or during specified periods, or on fixed dates, to the allocation of shares. This allotment could be made by conversion (for example, bonds convertible into shares), redemption (for example, bonds redeemable in shares), exchange (for example, bonds exchangeable into shares) or presentation of a warrant (for example, bonds with share warrants attached) or in any other way, during the term of the loans, whether or not shareholders' preferential subscription rights to the securities thus issued are maintained.

In accordance with the law, the authorizations granted by the general meeting to issue securities giving access to the capital entail the waiver by shareholders of their pre-emptive rights in respect of the shares to which these securities entitle them. If the general meeting were to adopt these resolutions, you would be required by law to waive your preferential subscription rights in respect of any shares issued by the company to redeem any bonds redeemable in shares.

The issue price of the securities giving access to the capital would be set so that, for each share issued by virtue of the securities giving access to the capital, the total amount received by the company in respect of these securities giving access to the capital would be at least equal to the aforementioned minimum price per share (as it stood on the day of issue of the securities giving access to the capital).

This resolution and the 13th, 15th and 17th resolutions submitted to this annual general meeting would enable the board to decide to issue securities giving entitlement to the allotment of debt instruments, such as shares with bond warrants. Where applicable, these securities could be accompanied by warrants giving entitlement to the allocation, acquisition or subscription of bonds or other debt securities. If these resolutions are adopted, the board may determine the nature and characteristics of the securities giving entitlement to the allotment of debt securities to be created. Where applicable, the board of directors may, at the time of issue or during the life of the securities concerned, provide for:

- that these securities will be accompanied by warrants giving the right, either during specified periods or on fixed dates, to the allocation, acquisition or subscription of bonds or other debt securities; or
- that the company will have the option of issuing debt securities in payment of interest whose payment has been suspended by the company; or
- that these securities will take the form of complex bonds as defined by the stock market authorities (for example, because of their redemption or remuneration terms or other rights such as indexation or options); or
- the securities will be redeemed early, including by delivery of company assets or redemption; or
- that the shares will be bought back on the stock market or offered for purchase or exchange by the company.

5 Report of the board of directors on the resolutions

Extraordinary items

Lastly, this resolution would make it possible to issue shares or securities giving access to the capital as consideration for shares in a company meeting the criteria set out in article L. 22-10-54 of the French commercial code as part of a public exchange offer initiated by the company in France and/or abroad in accordance with local rules, in which case the board of directors would be free to set the exchange ratio, with the price rules described above not applying. It should be noted that no priority subscription rights will be granted to shareholders in connection with such issues.

It should be noted that the board of directors may not, without the prior authorization of the general meeting, make use of this authorization as from the filing by a third party of a proposed public offer for the company's shares until the end of the offer period.

This authorization would be valid for a period of 26 months and would supersede any unused portion of any previous authorization of the same nature. For information, the delegation for the same purpose granted by the annual general meeting of January 31, 2025 has not been used.

Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through a public offering referred to in article L. 411-2, 1° of the French monetary and financial code, without preferential subscription rights

(15th resolution)

As part of this resolution, you are being asked to renew, for the benefit of the board, an authorization allowing the company to make public offers giving rise to capital increases or offers of composite securities without pre-emptive subscription rights aimed exclusively at qualified investors or a restricted circle of investors, provided that these investors are acting on their own behalf.

This authorization would optimise access to capital for the company and enable it to benefit from the best market conditions, as this method of financing is quicker and simpler than a capital increase by public offering that is also open to individual investors. You are being asked to waive the pre-emptive right to issue shares (excluding preference shares) and/or securities giving access to the capital of the company or of a company in which the company directly or indirectly owns more than half of the capital ("Subsidiary"), or giving entitlement to the allotment of debt securities, under simplified terms and conditions, by public offering to qualified investors or a restricted circle of investors.

The nominal amount of the capital increases without pre-emptive subscription rights that may be carried out immediately or in the future under this authorization is set at 10% of the share capital as at the date of this annual general meeting. The nominal amount of any issues carried out under this authorization will be deducted from the overall cap stipulated in paragraph 2 of the 13th resolution or, where applicable, from the caps stipulated in any similar resolutions that may supersede said resolutions during the period of validity of this authorization. The nominal amount of capital increases without pre-emptive subscription rights that may be

carried out pursuant to the 14th, 16th, 17th, 18th, 20th and 21st resolutions of this annual general meeting shall be deducted from the maximum nominal amount of this resolution.

In any event, issues of equity securities carried out under this authorization will not exceed the limits provided for by the regulations applicable on the date of issue. In addition, the nominal amount of any shares to be issued in the event of new financial transactions to preserve the rights of holders of securities giving access to the capital or other rights giving access to the capital shall be added to this cap.

As with the two previous resolutions, this authorization would allow the issue of new shares or securities giving access to the company's capital or entitling holders to the allotment of debt securities (see the description of these financial securities in the presentation of the 14th resolution). The issue price of directly issued shares and securities would be set in the same way as for the 14th resolution.

It should be noted that the board of directors may not, without the prior authorization of the general meeting, make use of this authorization as from the filing by a third party of a proposed public offer for the company's shares until the end of the offer period.

This authorization would be valid for a period of 26 months and would supersede any unused portion of any previous authorization of the same nature. For information, the delegation for the same purpose granted by the annual general meeting of January 31, 2025 has not been used.

Delegation of powers to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital as consideration for contributions in kind of equity securities or securities giving access to share capital, without preferential subscription rights

(16th resolution)

You are asked to renew the authorization given to the board of directors to carry out external growth transactions, as part of private exchange offers, financed by shares or securities giving access to the capital issued by the company as consideration for contributions in kind to the company of equity securities or securities giving access to the capital (see the description of these financial securities in the presentation of the 14th resolution). You are therefore being asked to waive pre-emptive subscription rights in order to give the board of directors the flexibility it needs to seize any external growth opportunities that may arise.

The nominal amount of the capital increases without pre-emptive subscription rights that may be carried out immediately or in the future under this authorization is set at 10% of the share capital as at the date of this annual general meeting. The nominal amount of any issues carried out under this authorization will be deducted from the overall cap stipulated in paragraph 2 of the 13th resolution or, where applicable, from the caps stipulated in any similar resolutions that may supersede said resolutions during the period of validity of this authorization. The nominal amount of capital increases

without pre-emptive subscription rights that may be carried out pursuant to the 14th, 15th, 17th, 18th, 20th and 21st resolutions of this annual general meeting shall be deducted from the maximum nominal amount of this resolution.

In particular, this authorization would enable the board to set the terms and conditions of the issue, the exchange ratio and, if applicable, the amount of the balancing payment to be made in cash. The board will vote on the report of the contribution auditors, which will notably cover the value of the contributions.

It should be noted that the board of directors may not, without the prior authorization of the general meeting, make use of this authorization as from the filing by a third party of a proposed public offer for the company's shares until the end of the offer period.

This authorization would be valid for a period of 26 months and would supersede any unused portion of any previous authorization of the same nature. For information, the delegation for the same purpose granted by the annual general meeting of January 31, 2025 has not been used.

5

Delegation of powers to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities giving right to the allocation of debt instruments, without preferential subscription rights in favor of one or more specifically designated persons

(17th resolution)

As a reminder, Law no. 2024-537 of June 13, 2024 introduced the possibility for extraordinary shareholders' meetings, particularly in companies whose shares are admitted to trading on a regulated market, to delegate to the board of directors the right to increase the share capital by up to 30% of the capital per year, and to appoint the beneficiaries of the waiver of pre-emptive subscription rights. This is the reason why this delegation is being submitted to you again, as it was at the annual general meeting of January 31, 2025.

Under the terms of this resolution, the board of directors would have full powers to issue, on one or more occasions, in the proportions and at the times it sees fit, in France and/or abroad, for the benefit of one or more persons designated by name, (i) shares in the company (excluding preferred shares) or (ii) securities governed by articles L. 228-91 et seq. of the French commercial code, giving immediate or future access to the capital of the company or of a company in which the company directly or indirectly owns more than half of the capital ("Subsidiary"), including equity securities giving entitlement to the allotment of debt securities, for valuable consideration or free of charge, it being specified that shares and other securities may be subscribed for in whole or in part either in cash, by offsetting receivables, or by capitalizing reserves, profits or additional paid-in capital, and that

securities (other than shares) may be denominated in euros or in any other currency or monetary unit established by reference to several currencies.

The maximum aggregate par value of capital increases that may be carried out under this authorization is set at 10% of the share capital as at the date of this general meeting, it being specified (i) that this amount will be deducted from the aggregate cap provided for in paragraph 2 of the 13th resolution of this general meeting or, as the case may be, from any aggregate cap provided for by a similar resolution that may supersede said resolution during the period of validity of this authorization, and (ii) that the nominal amount of capital increases without pre-emptive subscription rights that may be carried out under the 14th, 15th, 16th, 18th, 20th and 21st resolutions of this general meeting shall be deducted from this amount.

It is specified that, in accordance with the provisions of articles L. 22-10-52-1 and R. 22-10-32 of the French commercial code, the issue price of the shares issued under this delegation would be at least equal to the closing price of the last trading session preceding the decision of the board of directors to use this delegation, possibly reduced by a maximum discount of 10%.

In connection with this resolution, you are asked to cancel the pre-emptive subscription rights in favor of one or more

5 Report of the board of directors on the resolutions

Extraordinary items

persons designated by name, and to delegate to the board of directors the power to designate such persons.

It is specified that if subscriptions do not absorb the entire issue, the board may limit the amount of the transaction to the amount of subscriptions received, provided that this amount reaches at least three-quarters of the issue decided.

It is also specified that the board of directors may not, without the prior authorization of the shareholders' meeting, make use of this authorization from the date of filing by a third party of a proposed public offer for the company's shares until the end of the offer period.

In particular, this authorization would enable the board to determine the terms and conditions of the issue(s), to

designate the person(s) for whom the issue(s) is/are reserved, to determine the number of shares to be allotted to each of the beneficiaries, and to decide on the amount to be issued, the issue price and the amount of any premium that may be requested on issue.

This authorization would be granted for a period of 18 months and would supersede any unused portion of any previous authorization of the same nature. For information, the delegation for the same purpose granted by the annual general meeting of January 31, 2025 has not been used.

It is specified that the board of directors will report to the next ordinary shareholders' meeting, in accordance with the law and regulations, on the use made of this delegation of authority granted under this resolution.

Delegation of authority to be granted to the board of directors to increase the number of securities to be issued in connection with a share capital increase with preferential subscription rights maintained or cancelled

(18th resolution)

In the event of a capital increase with preferential subscription rights maintained or cancelled, pursuant to a delegation of authority granted by the annual general meeting, and in the event of oversubscription, we propose that you renew the option granted to the board of directors at the annual general meeting of January 31, 2025 to increase the number of shares to be issued at the same price as that of the initial issue, in accordance with the regulatory timeframe (currently 30 days from the close of the subscription period). This over-allotment option may be exercised up to a maximum of 15% of the initial capital increase.

The nominal amount of the capital increases that may be carried out under this resolution will be deducted from the amount of the cap stipulated in the resolution under which the initial issue is decided and from the amount of the overall cap stipulated in paragraph 2 of the 13th resolution of this annual general meeting and, in the

event of a capital increase without pre-emptive subscription rights, on the amount of the cap stipulated in paragraph 3 of the 14th resolution, or, where applicable, on the amount of the caps stipulated by resolutions of the same nature that may supersede said resolutions during the period of validity of this authorization.

It should be noted that the board of directors may not, without the prior authorization of the general meeting, make use of this authorization as from the filing by a third party of a proposed public offer for the company's shares until the end of the offer period.

This authorization would be granted for a period of 26 months and would supersede any unused portion of any previous authorization of the same nature. For information, the delegation for the same purpose granted by the annual general meeting of January 31, 2025 has not been used.

Delegation of authority to be granted to the board of directors to decide the increase of the share capital through the capitalization of premiums, reserves, profits or other items

(19th resolution)

We propose that you renew the authorization given to the board of directors at the annual general meeting of January 31, 2025 to incorporate reserves, additional paid-in capital, profits or other items into the company's share capital, up to a maximum nominal amount that will not exceed 10% of the share capital on the date of this annual general meeting, and for this purpose to carry out capital increases in the form of an increase in the par value of shares and/or the allocation of bonus shares.

It should be noted that the board of directors may not, without the prior authorization of the general meeting, make use of this authorization as from the filing by a third party of a proposed public offer for the company's shares until the end of the offer period.

This authorization would be granted for a period of 26 months and would supersede any unused portion of any previous authorization of the same nature. For information, the delegation for the same purpose granted by the annual general meeting of January 31, 2025 has not been used.

9. Resolutions allowing the implementation of employee share ownership and long-term incentive plans

Delegation of authority to be granted to the board of directors to increase the share capital of the company without preferential subscription rights in favor of members of a company saving plan

(20th resolution)

You are asked to delegate to the board of directors, for a period of 26 months, the power to decide to increase the share capital by issuing, in France and/or abroad, ordinary shares in the company, or securities giving access, immediately or in the future and by any means, to existing or future ordinary shares in the company, reserved for current or former employees, corporate officers of the company or of companies affiliated to it, members of a company or group savings plan (or any other qualifying plan pursuant to legal and regulatory provisions) of the company or of companies affiliated to it within the meaning of article L. 225-180 of the French commercial code and article L. 3344-1 of the French labour code.

The cap on the nominal amount of immediate or future increases in the company's share capital resulting from all the share issues carried out under this authorization may not exceed 2% of the share capital on the date of this annual general meeting, it being specified that this amount will be deducted from the overall cap provided for in paragraph 2 of the 13th resolution of this annual general meeting, and is set without taking account of the nominal amount of any ordinary shares to be issued to preserve the rights of holders of securities or other rights giving access to the company's share capital, of options to subscribe for or purchase shares in the company or of rights to receive free shares in the company.

This authorization would supersede the previous authorization granted by the annual general meeting of January 31, 2025. It is nevertheless specified for all purposes that the implementation and definitive completion of any operation decided by the board of directors by virtue of the delegation granted by the annual general meeting of January 31, 2025 would not be affected by the approval of this resolution.

This authorization entails the waiver of shareholders' pre-emptive rights to subscribe for ordinary shares and securities giving access to the company's capital that may be issued under this resolution, as well as for ordinary shares issued on the basis of this authorization.

It is specified that your board of directors will be able to set the subscription price of the securities issued pursuant to this authorization and that this price will be determined under the conditions provided for in article L. 3332-19 of the French labour code, it being understood that the discount may not exceed the maximum discount provided for by law on the date of the board of directors' decision (i.e. currently 30%, or 40% when the lock-up period provided for by the plan is ten years or more, in accordance with the provisions of article L. 3332-19 of the French labour code), it being specified that the board of directors may reduce or eliminate this discount if it deems this appropriate, in particular in order to meet the requirements of applicable local laws.

It is also specified that your board of directors may, pursuant to article L. 3332-21 of the French labour code, provide for the allocation, free of charge, of shares or other securities giving access to the company's capital, by way of the employer's contribution or, where applicable, the discount, provided that the taking into account of their pecuniary countervalue, valued at the subscription price, does not have the effect of exceeding the applicable legal or regulatory limits.

This authorization would be granted for a period of 26 months and would supersede any unused portion of any previous authorization of the same nature. For information, the delegation for the same purpose granted by the annual general meeting of January 31, 2025 has not been used.

Delegation of authority to be granted to the board of directors to increase the share capital of the company by issuing shares reserved for certain categories of persons without preferential subscription rights in favor of such persons in connection with the implementation of employee shareholding plans

(21st resolution)

Shareholders are invited to delegate to the board of directors, with powers to subdelegate within the law, the authority to issue shares (other than preference shares) and/or securities giving immediate or future access to the capital of the company or of other companies, without pre-emptive subscription rights for existing shareholders, in favour of:

- employees and corporate officers of companies affiliated to the company under the terms of article L. 225-180 of the French commercial code and article L. 3344-1 of the French labour code and having their registered office outside France; and/or
- alternative investment funds (AIFs), UCITS or other entities, with or without legal personality, investing in the company's securities, whose unitholders or shareholders are the persons referred to in paragraph (i); and/or
- any banking institution or subsidiary of such an institution acting at the company's request to set up a shareholding or savings scheme (whether or not including a shareholding component in company shares) for the benefit of the persons referred to in first paragraph.

The purpose of this resolution is to structure a share offering for the Group's employees or to enable them to benefit from alternative share ownership formulas to those covered by the 20th resolution. In particular, it aims to enable employees located in countries where it is not desirable or possible, for local reasons (regulatory or other), to deploy a secure share offering via a company mutual fund (FCPE), to benefit from shareholding formulas that are equivalent or similar, in terms of economic profile, to those available to other Group employees.

The nominal amount of the capital increases that may be carried out under this resolution would be limited to 0.2% of the share capital as at the date of this annual general meeting. This amount would be deducted from the overall cap set in paragraph 2 of the 13th resolution. To these caps shall also be added the nominal amount of any shares to be issued to preserve the rights of holders of securities giving access to the share capital or other rights giving access to the share capital, in accordance with legal and regulatory provisions and, where applicable, any contractual provisions providing for other cases of adjustment.

The subscription price would be determined by the board of directors by reference to the company's share price on the regulated market of Euronext Paris or to an average of the share prices up to twenty trading sessions prior to the date of the decision setting the subscription date (the price may in particular be set under the same conditions as those provided for in articles L. 3332-18 et seq. of the French labour code), and could include a discount that may not exceed the maximum discount provided for by law on the date of the board of directors' decision (i.e. currently 30%, or 40% when the lock-up period provided for by the plan is ten years or more, in accordance with the provisions of article L.3332-19 of the French labour code). Your board of directors may reduce or eliminate this discount if it sees fit, in particular to take account of the legal, accounting, tax and social security regimes applicable in the beneficiaries' country of residence. Special pricing arrangements are also provided for beneficiaries' resident in the United Kingdom.

This authorization would be granted for a period of 18 months and would supersede any unused portion of any previous authorization of the same nature. For information, the delegation for the same purpose granted by the annual general meeting of January 31, 2025 has not been used.

10. Resolutions to amend the Articles of Association

Change of the company's corporate name and corresponding amendment to article 3 of the Articles of Association

(22nd resolution)

You are requested to approve the amendment of article 3 of the Articles of Association relating to the company's corporate name, from "Atos SE" to "Atos Group".

This change aims to align the corporate name with the "Atos Group" brand used since the Capital Markets Day held on May 14, 2025, during which the company announced its new strategic and transformation plan. The

Article 3 - COMPANY'S NAME

Current wording

The Company's name is: "Atos SE". In all acts and other documents issued by the Company, the Company's name will be preceded or followed by the words "European company" or the abbreviation "S.E." and indication of the share capital.

name Atos Group supports the growth strategy by providing a unified visual and strategic identity for institutional, financial and corporate communications, and by strengthening trust, reputation and global alignment. Consequently, it is proposed to update the wording of article 3 of the company's Articles of Association as follows:

Article 3 - COMPANY'S NAME

New wording

The Company's name is: "Atos-SE Atos Group". In all acts and other documents issued by the Company, the Company's name will be preceded or followed by the words "European company" or the abbreviation "S.E." and indication of the share capital.

5

Amendment of article 28 of the articles of association relating to provisions common to general meetings in order to bring it into compliance with the applicable provisions

(23rd resolution)

You are also requested to approve the amendment of article 28 of the company's Articles of Association relating to provisions common to general meetings. This amendment is intended to take into account the new provisions introduced by Decree No. 2026-94 of February 13, 2026 concerning the modernization of communication

methods between certain commercial companies and their shareholders, which notably amended the "record date", i.e., the date on which the registration of shares in the securities accounts is assessed in order to determine shareholder status for the purposes of participating in a meeting or obtaining certain rights.

5 Report of the board of directors on the resolutions

Extraordinary items

Accordingly, it is necessary to update the wording of article 28 of the company's Articles of Association as follows:

Article 28 – COMMON RULES FOR ALL GENERAL MEETINGS

Current wording

The properly constituted General Meeting represents the entire body of shareholders. Its decisions are binding for all, even those who are absent, dissenting or not legally capable.

All shareholders have the right to attend General Meetings and to take part in deliberations, personally or through a proxy, regardless of the number of shares they own, by simply proving their identity.

The General Meetings are composed of all of the shareholders whose shares are paid up for all required payments and for which, in compliance with the provisions of the French Commercial Code, it has been proven that they have the right to take part in General Meetings through the registration (inscription en compte) of the shares, either in the name of the shareholders or, when the shareholders are not residents of France, of the intermediaries registered on their behalf, on the second working day preceding the meeting at 00:00 (Paris time).

The registration (inscription en compte) of the shares within the time period mentioned in the preceding paragraph must be done either in registered share accounts held by the Company, or in bearer share accounts held by the authorized intermediary.

All shareholders may be represented by their spouses, by another shareholder, or by a partner with whom a civil solidarity pact was concluded. They may be represented by any other natural or legal person of their choice. The proxy must present a proof of this delegation.

Shareholders may also send a proxy form to the Company without indicating the name of a proxy. All proxies without indication of the name of the proxy will be considered as a vote in favor of the resolutions submitted or approved by the Board of Directors at the meeting.

All shareholders may vote by mail through a form filled in and sent to the Company in the conditions set by law and regulations. This form must be received by the Company three (3) working days before the date of the meeting, failing which it will not be taken into account.

Article 28 – COMMON RULES FOR ALL GENERAL MEETINGS

New wording

The properly constituted General Meeting represents the entire body of shareholders. Its decisions are binding for all, even those who are absent, dissenting or not legally capable.

All shareholders have the right to attend General Meetings and to take part in deliberations, personally or through a proxy, regardless of the number of shares they own, by simply proving their identity.

The General Meetings are composed of all of the shareholders whose shares are paid up for all required payments and for which, in compliance with the provisions of the French Commercial Code, it has been proven that they have the right to take part in General Meetings through the registration (inscription en compte) of the shares, either in the name of the shareholders or, when the shareholders are not residents of France, of the intermediaries registered on their behalf, on the second fifth working day preceding the meeting at 00:00 (Paris time).

The registration (inscription en compte) of the shares within the time period mentioned in the preceding paragraph must be done either in registered share accounts held by the Company, or in bearer share accounts held by the authorized intermediary.

All shareholders may be represented by their spouses, by another shareholder, or by a partner with whom a civil solidarity pact was concluded. They may be represented by any other natural or legal person of their choice. The proxy must present a proof of this delegation.

Shareholders may also send a proxy form to the Company without indicating the name of a proxy. All proxies without indication of the name of the proxy will be considered as a vote in favor of the resolutions submitted or approved by the Board of Directors at the meeting.

All shareholders may vote by mail through a form filled in and sent to the Company in the conditions set by law and regulations. This form must be received by the Company three (3) working days before the date of the meeting, failing which it will not be taken into account.

Article 28 – COMMON RULES FOR ALL GENERAL MEETINGS

The shareholders can, upon decision by the Board of Directors, participate to the General Meeting by videoconferencing or by means of telecommunication, including Internet, allowing for their identification in the conditions set by the Board of Directors and according to the applicable legal provisions.

This decision is mentioned in the convening notice which is published in accordance with the legal and regulatory provisions.

In order to determine the quorum and the majority, the shareholders participating by means of telecommunication allowing their identification as per applicable legal and regulatory provisions shall be deemed to be present at the General Meeting.

If the Board of Directors has authorized it, the shareholders may use the voting webform available on the website set up by the centralizer of the General Meeting.

Filling in and signing the webform may be done directly on the website by any means in accordance with the conditions defined by applicable law and which may consist in a login and password if approved by the Board of Directors.

The webforms for voting by mail as well as the instructions and proxies granted by electronic means must be validly received by the company before 15:00, Paris time, the day before the General Meeting.

The proxy or vote expressed before the General Meeting by electronic means as defined in the above paragraphs, as well as the acknowledgement of receipt which may be issued shall be deemed to be irrevocable and binding writings towards all. As an exception, in the case where there is a sale of shares prior to the second business day prior to the meeting at 00:00 (Paris time), the Company shall consequently invalidate or modify, as the case may be, the proxy or vote by mail expressed by the shareholder prior to this date and time by electronic means as authorized and approved by the Board of Directors.

In addition, if the Board of Directors so decides at the time of convening the General Meeting, the shareholders may be able to participate in the vote by electronic means in real time during the meeting as per applicable law and regulations.

Article 28 – COMMON RULES FOR ALL GENERAL MEETINGS

The shareholders can, upon decision by the Board of Directors, participate to the General Meeting by videoconferencing or by means of telecommunication, including Internet, allowing for their identification in the conditions set by the Board of Directors and according to the applicable legal provisions.

This decision is mentioned in the convening notice which is published in accordance with the legal and regulatory provisions.

In order to determine the quorum and the majority, the shareholders participating by means of telecommunication allowing their identification as per applicable legal and regulatory provisions shall be deemed to be present at the General Meeting.

If the Board of Directors has authorized it, the shareholders may use the voting webform available on the website set up by the centralizer of the General Meeting.

Filling in and signing the webform may be done directly on the website by any means in accordance with the conditions defined by applicable law and which may consist in a login and password if approved by the Board of Directors.

The webforms for voting by mail as well as the instructions and proxies granted by electronic means must be validly received by the company before 15:00, Paris time, the day before the General Meeting.

The proxy or vote expressed before the General Meeting by electronic means as defined in the above paragraphs, as well as the acknowledgement of receipt which may be issued shall be deemed to be irrevocable and binding writings towards all. As an exception, in the case where there is a sale of shares prior to the ~~second~~ fifth business day prior to the meeting at 00:00 (Paris time), the Company shall consequently invalidate or modify, as the case may be, the proxy or vote by mail expressed by the shareholder prior to this date and time by electronic means as authorized and approved by the Board of Directors.

In addition, if the Board of Directors so decides at the time of convening the General Meeting, the shareholders may be able to participate in the vote by electronic means in real time during the meeting as per applicable law and regulations.

11. Resolution relating to powers

Powers

(24th resolution)

The 24th resolution is the usual resolution that allows for the completion of the publicity and legal formalities required by the regulations in force after the general meeting.



Draft resolutions

6

Ordinary items

First resolution (*Approval of the company statutory financial statements for the financial year ending December 31, 2025*) - The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the management report of the board of directors and the report of the statutory auditors on the company's statutory financial statements for the 2025 financial year, approved, as presented, the company's statutory financial statements for the year ending December 31, 2025, including the balance sheet, income statement and the notes to the financial statements, together with the transactions reflected in those financial statements and summarized in those reports.

Pursuant to article 223 quater of the French general tax code, the general meeting approves the non-deductible expenses and charges for tax purposes, referred to in article 39(4) of the said code, which amount to €0 for the financial year 2025. It should be noted that no tax was paid in respect of these expenses and charges.

Second resolution (*Approval of the consolidated financial statements for the financial year ending December 31, 2025*) - The general meeting, ruling under

the quorum and majority requirements for ordinary general meetings, having reviewed the management report of the board of directors and the report of the statutory auditors on the consolidated financial statements for the 2025 financial year, approved, as presented, the consolidated financial statements for the year ending December 31, 2025, including the balance sheet, income statement and the notes to the financial statements, together with the transactions reflected in those financial statements and summarized in those reports.

Third resolution (*Allocation of the net income for the financial year ending December 31, 2025*) - The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the management report of the board of directors, notes that the financial year ending December 31, 2025, shows a profit of €1,679,867,355.75.

The general meeting decides to allocate this entire profit to the "retained earnings" account, which will be increased from €-9,214,232,185.17 to €-7,534,364,829.42.

Following this allocation, the amount of the company's equity would be equal to €748,799,391.67.

6 Draft resolutions

Ordinary items

In accordance with applicable legal provisions, the general meeting noted that no dividends were paid in the three financial years preceding the 2025 financial year:

Financial year	Number of remunerated shares ¹	Dividend per share (in €)	Total (in €)
2024 ²	N/A	N/A	N/A
2023 ³	N/A	N/A	N/A
2022 ⁴	N/A	N/A	N/A

1. Number of shares having carried entitlement to dividend, net of treasury shares on the ex-dividend date.
2. At its meeting on March 27, 2025, the board of directors of Atos decided not to propose the payment of a dividend in view of the losses for the year 2024.
3. At its meeting on May 16, 2024, the board of directors of Atos decided not to propose the payment of a dividend in view of the losses for the year 2023.
4. At its meeting on February 28, 2023, the board of directors of Atos decided not to propose the payment of a dividend in view of the losses for the year 2022.

Fourth resolution (*Renewal of Mr. Philippe Salle's term of office as director*) – The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report, noting that the director's term of office of Mr. Philippe Salle will expire at the end of this meeting, decides, upon proposal of the board of directors, to renew his term of office for a term that will expire at the end of the general meeting called to approve the financial statements for the fiscal year ending December 31, 2028.

Fifth resolution (*Renewal of Mr. Laurent Collet-Billon's term of office as director*) – The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report, noting that the director's term of office of Mr. Laurent Collet-Billon will expire at the end of this meeting, decides, upon proposal of the board of directors, to renew his term of office for a term that will expire at the end of the general meeting called to approve the financial statements for the fiscal year ending December 31, 2028.

Sixth resolution (*Appointment of BDO PARIS as statutory auditor*) – The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report, decides, upon proposal of the board of directors, to appoint BDO PARIS, a *société par actions simplifiée* with registered offices at 43-47 avenue de la Grande Armée, 75116 Paris, registered with the Paris Trade and Companies Registry under number 480 307 131, as statutory auditor. This appointment is for a term of six years, expiring at the end of the general meeting called to approve the financial statements for the fiscal year ending December 31, 2031.

Seventh resolution (*Special report of the auditors regarding the agreements referred to in articles L. 225-38 et seq. of the French commercial code*) – The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, notes that it has been submitted, with respect to the agreements referred to in articles L.225-38 et seq. of the French commercial code, the special report of the statutory auditors, as required by the applicable laws and regulations, which does not mention any new agreements or commitments authorized by the board of directors

during the 2025 financial year, nor any agreements entered into or commitments made in prior years, the effects of which would have continued during the 2025 financial year.

Eighth resolution (*Approval of the compensation components paid or granted for the period from February 1, 2025 to December 31, 2025 to Mr. Philippe Salle, chairman and chief executive officer*) – The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report, approves, pursuant to article L. 22-10-34 II of the French commercial code, the fixed, variable, long-term and exceptional elements making up the total compensation and benefits of all kind paid or awarded in respect of the financial year ending December 31, 2025 to Mr. Philippe Salle, chairman and chief executive officer for the period from February 1, 2025 to December 31, 2025, as presented in the company's report on corporate governance referred to in article L. 225-37 of the French commercial code, mentioned in the 2025 universal registration document, section 4.3.

Ninth resolution (*Approval of the information relating to the compensation of the company officers referred to in article L. 22-10-9 I of the French commercial code*) – The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report, approves, pursuant to article L. 22-10-34 I of the French commercial code, the information referred to in article L. 22-10-9 I of the abovementioned code which is included in the company's report on corporate governance referred to in article L. 225-37 of the French commercial code, mentioned in the 2025 universal registration document, section 4.3.

Tenth resolution (*Approval of the compensation policy applicable to directors for 2026*) – The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report, approves, pursuant to article L. 22-10-8 II of the French commercial code, the compensation policy applicable to directors for 2026, included in the company's report on corporate governance referred to in article L. 225-37 of the French commercial code, mentioned in the 2025 universal registration document, section 4.3.

Eleventh resolution (*Approval of the compensation policy applicable to the chairman and chief executive officer for 2026*) - The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report, approves, pursuant to article L. 22-10-8 II of the French commercial code, the compensation policy applicable to the chairman and chief executive officer for 2026, included in the company's report on corporate governance referred to in article L. 225-37 of the French commercial code, mentioned in the 2025 universal registration document, section 4.3.

Twelfth resolution (*Authorization to be granted to the board of directors for the purpose of purchasing, holding or transferring shares in the company*) - The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report, authorizes, in accordance with the provisions of articles L. 22-10-62 et seq. and articles L. 225-210 et seq. of the French commercial code, articles 241-1 et seq. of the General Regulation of the French Financial Market Authority ("AMF"), Regulation (EU) no 596/2014 of the European Parliament and Council of April 16, 2014 on market abuse, Delegated Regulation (EU) no 2016/1052 of March 8, 2016 of the European Commission and the market practices admitted by AMF, the board of directors, with option of sub-delegation in accordance with the conditions set out in the relevant laws and regulations, to purchase company's shares in the context of the implementation of a share buyback program.

These purchases could be carried out:

- to ensure liquidity and an active market of the company's shares through an investment services provider acting independently in the context of a liquidity contract, in accordance with the market practice accepted by the AMF;
- to attribute or sell these shares to the executive officers and directors or to the employees of the company and/or to the current or future affiliated companies, under the conditions and according to the terms set or accepted by applicable legal and regulatory provisions in particular in connection with (i) profit-sharing plans, (ii) the share purchase option regime laid down under articles L. 22-10-56 et seq. and L. 225-177 et seq. of the French commercial code, and (iii) free awards of shares in particular under the framework set by articles L. 22-10-59, L. 22-10-60 and L. 225-197-1 et seq. of the French commercial code and (iv) French or foreign law shareholding plans, in particular in the context of a company savings plan, as well as to carry out all hedging operations relating to these operations, under the terms and conditions set by market authorities and at such times as the board of directors or the person acting upon its delegation so decides;
- to remit the shares acquired upon the exercise of the rights attached to securities giving the right, whether immediate or deferred, by reimbursement, conversion, exchange, presentation of a warrant or any other way, to the attribution of shares of the company, as well as to carry out all hedging operations relating to the issuance of such securities, under the conditions set by market authorities and at such times as the board of directors or the person acting upon its delegation so decides or;
- to keep them and subsequently use them in payment or exchange or other in the context of potential external growth operations;

- to cancel them in whole or in part through a reduction of the share capital authorized by the general meeting pursuant to the 16th resolution approved by the general meeting of June 13, 2025; or
- to implement any market practice that may be permitted by the AMF and, more generally, with a view to carrying out any other transaction that complies with the regulations in force.

This authorization shall be used at any time except during public offers on the shares of the company.

This authorization is also intended to allow the company to trade in own shares for any other purpose in compliance with applicable regulation or which would subsequently enjoy a legitimacy presumption under the relevant legal and regulatory provisions or that may subsequently be admitted as market practice by the AMF. In such case, the company shall inform its shareholders by press release.

The purchase of shares shall not exceed, at any time, a maximum number of shares representing 10% of the share capital of the company, at any time, this percentage being applied to a share capital figure adjusted to reflect transactions affecting the share capital subsequent to the present general meeting, it being specified that where the shares are repurchased in the context of a liquidity contract, the number of shares taken into account in calculating the 10% limit will be the number of shares purchased minus the number of shares resold during the period of the authorization. It is also specified that the number of shares acquired in order to be held and subsequently remitted in payment or exchange as part of a merger, demerger or contribution may not exceed 5% of the company's share capital at that date, and that the company may not directly or indirectly hold more than 10% of its share capital.

Acquisitions, sales and transfers or exchange of shares may be made by any means, subject to the limits authorized by the laws and regulations in force, on one or several occasions, on a regulated market or via a multilateral trading facility or a systematic internalizer or over the counter, including by public tender offering or by block purchases or sales (with no limit on the portion of the share repurchase program), and where required, by derivative financial instrument (traded on a regulated market or a multilateral trading facility via a systematic internalizer or over the counter) or by warrants or securities giving access to company shares, or the implementation of optional strategies such as purchases or sales of purchase or sale options, or by the issuance of securities giving access to the company's capital by conversion, exchange, redemption, exercise of a warrant or any other means to company shares held by this latter party, and when the board of directors or the person acting on the board of directors' authority, under conditions laid down in the law, decides in compliance with the relevant legal and regulatory provisions.

The maximum purchase price shall not exceed €125 per share (excluding fees).

The board of directors shall adjust the aforementioned maximum purchase price in the event of incorporation of premiums, reserves or profits, giving rise either to an increase of the nominal value of the shares, or the creation and the free allocation of shares, and in case of division of the nominal value of the share or share consolidation or any other transaction on equity, so as to take account of the impact of such transactions on the value of the shares.

The maximum amount of the funds assigned to the buy-back program shall thus be €246,877,237.50 as calculated on the basis of the share capital as February 23, 2026, this maximum amount may be adjusted to take in account the amount of the capital on the day of the general meeting.

The general meeting also grants full powers to the board of directors, with powers to sub-delegate within the limits of the law, to submit orders on the stock exchange or outside it, to allocate or reallocate the shares acquired (including under previous share buyback program authorizations) to the various objectives pursued under the applicable legal or regulatory conditions, to draw up all agreements, notably in view of the maintenance of registers of purchases and sales of shares, to draw up all documents, carry out all formalities, effect all declarations and notices to all bodies, and in particular to the AMF, for operations carried out by way of application of this resolution, to set the conditions and procedures according

to which the preservation of the rights of holders of securities giving access to the share capital of the company are guaranteed, if necessary, and those of the beneficiaries of subscription or purchase options or of company free share awards, in compliance with the legal and regulatory provisions, and as applicable, the contractual provisions providing for other adjustment cases, and in general, to take all necessary measures. The general meeting also grants full powers to the board of directors, if the law or the AMF extend or complete the objectives enjoying a legitimacy presumption for share buy-back programs, to make public, in compliance with relevant legal and regulatory provision, any changes of the program related to the amended objectives.

This authorization is given for a duration of eighteen (18) months, starting from the day of this general meeting, and cancels with effect from this day any unused portion of any previous authorization having the same purpose.

Extraordinary items

Thirteenth resolution (*Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/ or securities carrying a right to the allocation of debt while maintaining preferential subscription rights*) - The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report and the statutory auditors' special report, and pursuant to the provisions of articles L. 225-129 et seq., in particular article L. 225-129-2, L. 225-132 to L. 225-134 of the French commercial code, of article L. 22-10-49 and the provisions of article L. 228-91 et seq. of said code:

- 1) delegates to the board of directors, with the right to sub-delegate under the conditions provided by the legal and regulatory provisions, its authority to increase the company's share capital on one or more occasions, in France and/or abroad, in such proportions and at such times as it shall see fit, by issuance, maintaining the preferential subscription right, of (i) shares (excluding preferred shares) or (ii) securities governed by articles L. 228-91 et seq. of the French commercial code giving access, immediately or in the future, to the company's share capital or the share capital of any other company in which the company holds, either directly or indirectly, more than one-half of the share capital, including securities carrying a right to the allocation of debt, for consideration or for free, provided that such shares and securities may be subscribed for, in whole or in part, in cash, by set-off of receivables or by the capitalization of reserves, profits or premiums, and that the securities (other than shares) can be labelled in euros or in any other currency, or in any monetary unit established by reference to a basket of currencies;
 - 2) resolves to set as follows:
 - a) the maximum amounts of the capital increases authorized if the board of directors uses this delegation of authority shall be as follows:
 - the maximum nominal amount of the capital increases that may be carried out immediately or in the future pursuant to this delegation of authority shall be 40% of the share capital on the day of this general meeting, it being specified that the nominal amount of share capital increases carried out under the 14th, 15th, 16th, 17th, 18th, 20th, and 21st resolutions of this general meeting shall be deducted from this amount;
 - said upper limit shall, if necessary, be increased by the nominal amount of shares that may to be issued in addition in the event of further financial transactions, in order to preserve the rights of holders of negotiable securities giving access to the share capital or other rights giving access to the share capital;
 - it is specified that the upper limit provided for in the 19th resolution of this general meeting is separate and that the amount of the capital increases carried out pursuant to this resolution will not count towards the total upper limit referred to above;
 - b) the maximum amounts on issuances of debt securities authorized in the event that the board of directors makes use of this delegation of authority:
 - the maximum aggregate nominal amount of debt securities that may be issued immediately or in the future under this authorization may not exceed a maximum principal amount of €1,000,000,000 (or the equivalent of this amount in the event of an issue in a foreign currency or in a unit of account determined by reference to several currencies);
 - this said limit applies to all issuance of debt securities that may be carried out pursuant to the delegations granted under the 14th, 15th and 17th resolutions submitted to this general meeting;
 - for the purposes of calculating the said limit set in paragraph (b) above, the equivalent value in euros of the principal amount of debt securities issued in foreign currencies will be assessed on the date of the decision to issue them.
 - 3) resolves that the board of directors may not take the decision to use the delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the company unless it obtains prior authorization from the general meeting; this restriction shall remain in effect until the end of the offer period;
 - 4) if the board of directors uses this delegation of authority:
 - a) resolves that shareholders will have a preferential right to subscribe for the issue or issues on an irreducible basis in proportion to the number of shares then owned by them;
 - b) decides that the board of directors has the power to introduce a reducible subscription right;
 - c) officially notes that this delegation of authority automatically involves the express waiver by shareholders, in favor of the holders of securities giving access to the capital of the company, which will be issued pursuant to this resolution, of their preferential subscription rights in respect of shares into which such securities are convertible, whether immediately or in the future;
 - d) decides that in accordance with article L. 225-134 of the French commercial code, if irreducible, and, if applicable, reducible subscriptions do not absorb the entirety of the issue, the board of directors may exercise one or more of the following options under the conditions provided by law and in such order as it shall determine:
 - to limit the issue to the amount of the subscriptions, provided that, for any equity security, said amount equals at least three quarters of the amount of the issue decided upon,

- in its discretion, to distribute all or part of the shares or securities, the issue of which has been decided upon but that have not been subscribed,
 - to offer all or part of the shares or securities which have not been subscribed for, to the public in France or abroad,
 - resolves that warrants to subscribe for the company's shares may also be issued by way of free allocations to the owners of existing shares, provided that the board of directors shall have the option to decide that allocation rights in respect of fractional shares shall not be tradable nor transferable and that the corresponding securities shall be sold;
- 5) resolves that the board of directors, with the power to sub-delegate as provided by legal and regulatory provisions, will have all necessary powers to implement this delegation of authority, in particular in order to:
- a) decide the issuance of shares and/or securities;
 - b) decide on the amount of the capital increase and the issue price, as well as determine the amount of the premium, if applicable;
 - c) determine the dates and terms of the capital increase, and the nature and characteristics of the securities to be created; decide, in addition, in the case of bonds or other debt securities (including the securities conferring a right to the allocation of debt securities referred to in article L. 228-91 of the French commercial code), whether they will be subordinated or not (and, if so, their level of subordination, in accordance with the provisions of article L. 228-97 of the French commercial code), set their interest rate (in particular fixed or variable interest or zero or indexed coupon), and provide, if necessary, for compulsory or optional cases of suspension or non-payment of interest, provide for their term (fixed or perpetual), the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including providing them with guarantees or security interests) and redemption (including repayment by the delivery of assets of the company); if necessary, these securities may be coupled with warrants conferring a right to the allocation, acquisition or subscription of bonds or other securities representing debt, or may provide for the company to have the option to issue debt securities (whether of a similar nature or otherwise) by way of payment of interest payment of which has been suspended by the company, or alternatively could take the form of complex bonds as defined by the market authorities (for example, by reason of the terms of redemption or remuneration or other rights such as indexation, possibility of options); and amend the terms referred to above during the term of the securities concerned, in compliance with the applicable formalities;
 - d) determine the manner of payment for the shares or securities giving access to the share capital to be issued immediately or in the future;
 - e) if necessary, determine the terms of exercise of the rights (rights to conversion, exchange and redemption, including by the delivery of assets of the company such as treasury shares or securities already issued by the company, as the case may be) attached to the shares or securities giving access to the share capital to be issued and, in particular, determine, even retroactively, the effective date from which the new shares will carry entitlement to dividends, together with any other terms and conditions for completion of the capital increase;
 - f) set the terms and conditions under which the company will have, if necessary, at any time or during fixed periods, the right to purchase or exchange on the stock exchange securities issued or to be issued, immediately or in the future, in order to cancel them or not, in accordance with the law;
 - g) provide for the suspension of the exercise of the rights attached to the issued securities as permitted by relevant laws and regulations;
 - h) at its sole initiative, charge the costs of the capital increase to the amount of the associated premiums and deduct from said amount the sums necessary to fund the statutory reserve;
 - i) determine and make any necessary adjustments to take into account the impact of transactions on the company's capital, especially in the event of a change in the par value of the shares, increase in share capital by capitalization of reserves, free allocation of shares or equity securities, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting equity or share capital (including in case of a takeover bid and/or in the event of a change of control), and define, in accordance with legislative and regulatory provisions, the terms and conditions on which the rights of holders of securities giving access to the share capital (including through cash adjustments) will be protected, if necessary;
 - j) formally records completion of each capital increase and amend the Articles of Association accordingly;
 - k) in general, enter into any agreement, in particular to ensure successful completion of the planned issuances, and take any measures and carry out any formalities relevant for the issuance, listing and financial servicing of the securities issued pursuant to this delegation of authority, together with the exercise of the rights attached thereto;
- 6) sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this general meeting; delegation of authority which cancels and replaces, with effect from the date hereof, the previous delegation of authority granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirtieth resolution.

Fourteenth resolution (*Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through public offerings other than those referred to in 1° of article L. 411-2 of the French monetary and financial code, without preferential subscription rights*) –The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report and the statutory auditors' special report, and in accordance with the provisions of articles L. 225-129 et seq. of the French commercial code, and in particular articles L. 225-129-2, L. 225-135, L. 225-136 and L. 22-10-49, L. 22-10-51 and seq. of said code and the provisions of articles L. 228-91 et seq. of said code:

- 1) delegates to the board of directors, with the power to sub-delegate under the conditions prescribed by legal and regulatory provisions, its authority to increase the company's share capital on one or more occasions, in such proportions and at such times as it shall see fit, in France and/or abroad, through public offerings other than those referred to 1° of article L. 411-2 of the French monetary and financial code, by way of issuance, without preferential subscription rights, of (i) shares (excluding preferred shares) or (ii) securities governed by articles L. 228-91 et seq. of the French commercial code giving access, immediately or in the future, to the company's share capital or to the share capital of a company in which the company holds, either directly or indirectly, more than one half of the share capital, including securities carrying a right to the allocation of debt, issued for consideration or for free, provided that such shares and securities may be subscribed for, in whole or in part, in cash, by the set-off of receivables, or by the capitalization of reserves, profits or premiums, that the securities (other than shares) can be labelled in euros or in any other currency, or in any monetary unit established by reference to a basket of currency, and that these shares or securities giving access to the capital may, in particular, be issued for the purpose of paying for securities contributed to the company in the context of a securities exchange takeover bid implemented by the company in France and/or abroad in accordance with local rules (for example, in the context of a "reverse merger") in relation to securities satisfying the conditions set out in article L. 22-10-54 of the French commercial code;
- 2) delegates to the board of directors, with the power to sub-delegate as permitted by legal and regulatory provisions, its authority to decide to issue shares or securities giving access to the company's share capital to be issued following the issue, by one of its subsidiaries, of securities giving access to the company's share capital, provided that this resolution automatically entails an unconditional waiver, in favor of the future holders of securities that may be issued by subsidiaries, by existing shareholders of their preferential subscription rights with respect to shares or securities giving access to the share capital of the company to which any such future securities may give access;
- 3) resolves to set as follows:
 - a) the limit of the amounts of the capital increases authorized in the event that this delegation of authority is used by the board of directors as follows:
 - the maximum nominal amount of the capital increases that may be carried out pursuant to this delegation, whether immediately or in the future, shall be 10% of the share capital on the date of this general meeting, it being specified (i) that said amount will count towards the limit stipulated by paragraph 2 of the 13th resolution of this general meeting or, if applicable, towards any limit that may be stipulated by any resolution of the same nature that may follow said resolution during the period of validity of this delegation of authority, and (ii) that the nominal amount of the share capital increases without preferential subscription rights that may be carried out pursuant to the 15th, 16th, 17th, 18th, 20th and 21st resolutions of this general meeting shall be deducted from this amount;
 - b) the limits of the amounts on issuances of debt securities authorized in the event that the board of directors makes use of this delegation of authority:
 - the maximum aggregate nominal amount of debt securities that may be issued immediately or in the future under this authorization may not exceed a maximum principal amount of €1,000,000,000 (or the equivalent of this amount in the event of an issue in a foreign currency or in a unit of account determined by reference to several currencies);
 - this said limit applies to all issuance of debt securities that may be carried out pursuant to the delegations granted under the 13th, 15th and 17th resolutions submitted to this general meeting;
 - for the purposes of calculating the said limit set in paragraph (b) above, the equivalent value in euros of the principal amount of debt securities issued in foreign currencies will be assessed on the date of the decision to issue them.
- 4) resolves that the board of directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the company unless it obtains prior authorization from the general meeting; this restriction shall remain in effect until the end of the offer period;

- 5) resolves to cancel the preferential subscription rights of shareholders in respect of the shares and/or securities to be issued pursuant to this resolution, while nevertheless giving the board of directors the option, pursuant to article L. 22-10-51, of the French commercial code, to grant shareholders, for such period and on such terms as it shall determine in accordance with the applicable legal and regulatory provisions, and in respect of all or part of an issue, a priority subscription period not giving rise to the creation of tradeable rights, and which must be exercised in proportion to the number of shares owned by each shareholder and may potentially be supplemented by a reducible subscription, provided that the securities not subscribed for in said manner will be the subject of a public offering other than those referred to 1° of article L. 411-2 of the French monetary and financial code, in France and/or abroad;
- 6) officially notes that if subscriptions, including those of shareholders, if applicable, do not absorb the entirety of the issue, the board may limit the amount of the operation to the amount of the subscriptions received, on the condition that said amount is at least three quarters of the issue decided upon;
- 7) officially notes that this delegation of authority automatically entails an express waiver by the shareholders, in favor of the holders of the securities giving access to the company's capital that will be issued under this resolution, of their preferential subscription rights to the shares to which these securities will entitle them immediately or in the future;
- 8) delegates to the board of directors, with the power to sub-delegate under the conditions provided by law and pursuant to article L. 22-10-52, paragraph 1, of the French commercial code, the authority to freely set the issue price within the following limits:
- the issue price of the shares shall be at least equal to the weighted average of the trading prices of the company's shares on the Euronext Paris market during the last three trading sessions preceding the opening of the public offering, less a maximum discount of 10%;
 - the issue price of the securities giving access to the share capital and the number of shares into which each security is convertible, redeemable, or otherwise transformable shall be such that the amount received immediately by the company plus any amount to be received subsequently by the company will be, for each share issued as a consequence of the issuance of such securities, at least equal to the minimum subscription price as defined in the preceding paragraph;
- 9) acknowledges that the provisions of paragraph 8 shall not apply to the cases referred to in article L. 22-10-54 of the French commercial code;
- 10) resolves that the board of directors, with the power to sub-delegate as permitted by legal and regulatory provisions, will have all necessary powers to implement this delegation of authority, in particular in order to:
- decide the issuance of shares and/or securities;
 - decide the amount of the capital increase and the issue price, as well as determine the amount of the premium, if applicable;
 - determine the dates and terms of the capital increase, and the nature and characteristics of the securities to be created; decide, in addition, in the case of bonds or other debt securities (including the securities conferring a right to the allocation of debt securities referred to in article L. 228-91 of the French commercial code), whether they will be subordinated or not (and, if so, their level of subordination, in accordance with the provisions of article L. 228-97 of the French commercial code), set their interest rate (in particular fixed or variable interest or zero or indexed coupon), and provide, if necessary, for compulsory or optional cases of suspension or non-payment of interest, provide for their term (fixed or perpetual), the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including providing them with guarantees or security interests) and redemption (including repayment by the delivery of assets of the company); if necessary, these securities may be coupled with warrants conferring a right to the allocation, acquisition or subscription of bonds or other securities representing debt, or may provide for the company to have the option to issue debt securities (whether of a similar nature or otherwise) by way of payment of interest payment of which has been suspended by the company, or alternatively could take the form of complex bonds as defined by the market authorities (for example, by reason of the terms of redemption or remuneration or other rights such as indexation, possibility of options); and amend the terms referred to above during the term of the securities concerned, in compliance with the applicable formalities;
 - determine the manner of payment for the shares or securities giving access to the share capital to be issued immediately or in the future;
 - if necessary, determine the terms of exercise of the rights (rights to conversion, exchange and redemption, including by the delivery of assets of the company such as treasury shares or securities already issued by the company, as the case may be) attached to the shares or securities giving access to the share capital to be issued and, in particular, determine, even retroactively, the effective date from which the new shares will carry entitlement to dividends, together with any other terms and conditions for completion of the capital increase;
 - set the terms and conditions under which the company will have, if necessary, at any time or during fixed periods, the right to purchase or exchange on the stock exchange securities issued or to be issued, immediately or in the future, in order to cancel them or not, in accordance with the law;

- g) provide for the ability, if necessary, to suspend the exercise of the rights attached to these securities in accordance with the legal and regulatory provisions;
- h) in the event of an issuance of securities for the purpose of paying for shares contributed in the context of a public exchange offer (offre publique d'échange (OPE)), draw up a list of securities to be contributed on the exchange, set the conditions for the issuance, the exchange ratio as well as the amount of any additional payment in cash (soulte), if any, the terms for setting the price provided for in paragraph 8 of this resolution not being applicable, and determine the terms and conditions of an issuance for an OPE, an alternative purchase or exchange offer, a single offer to buy or trade securities in consideration for a payment in securities or cash, a principal public tender offer (offre publique d'achat (OPA)) or public exchange offer accompanied by a subsidiary public exchange offer or public tender offer, or any other form of public offer with an exchange component complying with the law and regulations applicable to such a public offer;
- i) on its sole initiative, charge the costs of the capital increases to the amount of the associated premiums and deduct from said amount the sums necessary to fund the statutory reserve;
- j) determine and make any necessary adjustments to take into account the impact of transactions on the company's capital, especially in the event of a change in the par value of the shares, increase in share capital by capitalization of reserves, free allocation of shares or equity securities, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting equity or share capital (including in case of a takeover bid and/or in the event of a change of control), and define, in accordance with the legislative and regulatory provisions, the terms and conditions on which the rights of holders of securities convertible into company shares (including through cash adjustments) will be protected, if necessary;
- k) formally record completion of each capital increase and amend the Articles of Association accordingly;
- l) in general, enter into any agreement, in particular to complete the contemplated issues successfully, and take any measures and complete any formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this delegation of authority, together with the exercise of the rights attached thereto;
- 11) sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this general meeting; delegation which cancels, and replaces, with effect from the date hereof, the previous delegation of authority granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirty-first resolution.

Fifteenth resolution (*Delegation of authority to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities carrying a right to the allocation of debt through a public offering referred to in article L. 411-2, 1° of the French monetary and financial code, without preferential subscription rights*) - The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report and the statutory auditors' special report, and in accordance with articles L. 225-129 et seq. of the French commercial code, in particular articles L. 225-129-2, L. 225-135, and L. 225-136 of said code, with articles L. 22-10-49, L. 22-10-51 et seq. of the French commercial code, with articles L. 228-91 et seq. of said code and with article L. 411-2, 1° of the French monetary and financial code:

- 1) delegates to the board of directors, with the power to sub-delegate subject to applicable legal and regulatory provisions, its authority to decide to increase the company's share capital, on one or more occasions, in the proportions and at the times it sees fit, in France and/or abroad, through a public offering covered by article L. 411-2, 1° of the French monetary and financial code, by issuing, without preferential subscription rights, of (i) shares (other than preferred shares) or (ii) securities governed by articles L. 228-91 et seq. of the French commercial code giving access, immediately or in the future, to the company's share capital or to the share capital of a company in which the company holds, either directly or indirectly, more than one half of the share capital, including securities carrying a right to the allocation of debt, issued for consideration or for free, provided that the shares and other securities may be subscribed for, in whole or in part, in cash, by the set-off of receivables, or by the capitalization of reserves, profits or premiums, and that the securities (other than shares) can be labelled in euros or in any other currency, or in any monetary unit established by reference to a basket of currency;
- 2) delegates to the board of directors, with the power to sub-delegate as permitted by legal and regulatory provisions, its authority to decide to issue shares or securities giving access to the company's share capital to be issued following the issue, by one of its subsidiaries, of securities giving access to the company's share capital, provided that this resolution automatically entails an unconditional waiver, in favor of the future holders of securities that may be issued by subsidiaries, by existing shareholders of their preferential subscription rights with respect shares or securities giving access to the share capital of the company to which any such future securities may give access;

- 3) resolves to set as follows:
- a) the limits the amounts of the capital increases authorized in the event that this delegation of authority is used by the board of directors as follows:
 - the maximum nominal value of the capital increases that may, be carried out, immediately or in the future, pursuant to this delegation of authority shall be 10% of the share capital on the day of this general meeting, it being specified (i) that this amount will be deducted from the aggregate cap stipulated in paragraph 2 of the 13th resolution of this general meeting, or, if applicable, towards any limit that may be stipulated by any resolution of the same nature that may follow said resolution during the period of validity of this delegation of authority and (ii) the nominal amount of the share capital increases without preferential subscription right that may be carried out pursuant to the 14th, 16th, 17th, 18th, 20th and 21st resolutions of this general meeting shall be deducted from this amount;
 - in any event, equity securities issued under this delegation shall not exceed the limits provided for in the regulations applicable on the date of the issue; and
 - if necessary, said cap shall be increased by the nominal amount of any additional shares issued in the event of further financial transactions in order to preserve the rights of holders of securities giving access to the company's share capital or other rights giving access to the company's share capital;
 - b) the limits of the amounts on issuances of debt securities authorized in the event that the board of directors makes use of this delegation of authority:
 - the maximum aggregate nominal amount of debt securities that may be issued immediately or in the future under this authorization may not exceed a maximum principal amount of €1,000,000,000 (or the equivalent of this amount in the event of an issue in a foreign currency or in a unit of account determined by reference to several currencies);
 - this said limit applies to all issuance of debt securities that may be carried out pursuant to the delegations granted under the 13th, 14th and 17th resolutions submitted to this general meeting;
 - for the purposes of calculating the said limit set in paragraph (b) above, the equivalent value in euros of the principal amount of debt securities issued in foreign currencies will be assessed on the date of the decision to issue them.
- 4) resolves that the board of directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the company unless it obtains prior authorization from the general meeting; this restriction shall remain in effect until the end of the offer period;
- 5) resolves to cancel the preferential subscription rights of shareholders in respect of the shares and/or securities to be issued pursuant to this resolution;
- 6) officially notes that if the subscriptions do not absorb the entire capital increase, the board of directors may limit the capital increase to the amount of subscriptions received, provided that said amount reaches at least three-quarters of the capital increase decided upon;
- 7) officially notes that this delegation of authority automatically entails an express waiver, in favor of the holders of securities giving access to the share capital, which will be issued pursuant to this resolution, by the shareholders of their preferential subscription rights in respect of the shares to which said securities will entitle their holders, either immediately or in the future;
- 8) delegates to the board of directors, with the power to sub-delegate under the conditions provided by law and pursuant to article L. 22-10-52, paragraph 1, of the French commercial code, the authority to freely set the issue price within the following limits:
 - a) the issue price of the shares shall be at least equal to the weighted average of the trading prices of the company's shares on the Euronext Paris market during the last three trading sessions preceding the opening of the public offering, less a maximum discount of 10%;
 - b) the issue price of the securities giving access to the share capital and the number of shares into which each security is convertible, redeemable, or otherwise transformable shall be such that the amount received immediately by the company plus any amount to be received subsequently by the company will be, for each share issued as a consequence of the issuance of such securities, at least equal to the minimum subscription price as defined in the preceding paragraph;
- 9) resolves that the board of directors shall have all powers, with the power to sub-delegate as permitted by legal and regulatory provisions, to implement this delegation of authority, in particular in order to:
 - a) decide the issuance of shares and/or securities;
 - b) decide the amount of the capital increase and the issue price, as well as determine the amount of the premium, if applicable;

- c) determine the dates and terms of the capital increase, and the nature and characteristics of the securities to be created; decide, in addition, in the case of bonds or other debt securities (including the securities conferring a right to the allocation of debt securities referred to in article L. 228-91 of the French commercial code), whether they will be subordinated or not (and, if so, their level of subordination, in accordance with the provisions of article L. 228-97 of the French commercial code), set their interest rate (in particular fixed or variable interest or zero or indexed coupon), and provide, if necessary, for compulsory or optional cases of suspension or non-payment of interest, provide for their term (fixed or perpetual), the possibility of reducing or increasing the nominal value of the securities and the other terms of issue (including providing them with guarantees or security interests) and redemption (including repayment by the delivery of assets of the company); if necessary, these securities may be coupled with warrants conferring a right to the allocation, acquisition or subscription of bonds or other securities representing debt, or may provide for the company to have the option to issue debt securities (whether of a similar nature or otherwise) by way of payment of interest payment of which has been suspended by the company, or alternatively could take the form of complex bonds as defined by the market authorities (for example, by reason of the terms of redemption or remuneration or other rights such as indexation, possibility of options); and amend the terms referred to above during the term of the securities concerned, in compliance with the applicable formalities;
- d) determine the manner of payment for the shares or securities giving access to the share capital to be issued immediately or in the future;
- e) if necessary, determine the terms of exercise of the rights (rights to conversion, exchange and redemption, including by the delivery of assets of the company such as treasury shares or securities already issued by the company, as the case may be) attached to the shares or securities giving access to the share capital to be issued and, in particular, determine, even retroactively, the effective date from which the new shares will carry entitlement to dividends, together with any other terms and conditions for completion of the capital increase;
- f) set the terms and conditions under which the company will have, if necessary, at any time or during fixed periods, the right to purchase or exchange on the stock exchange securities issued or to be issued, immediately or in the future, in order to cancel them or not, in accordance with the law;
- g) provide for the ability, if necessary, to suspend the exercise of the rights attached to these securities in accordance with the legal and regulatory provisions;
- h) on its sole initiative, charge the costs of the capital increases to the amount of the associated premiums and deduct from said amount the sums necessary to fund the statutory reserve;
- i) determine and make any necessary adjustments to take into account the impact of transactions on the company's capital, especially in the event of a change in the par value of the shares, increase in share capital by capitalization of reserves, free allocation of shares or equity securities, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting equity or share capital (including in case of a takeover bid and/or in the event of a change of control), and define, in accordance with the legislative and regulatory provisions, the terms and conditions on which the rights of holders of securities convertible into company shares (including through cash adjustments) will be protected, if necessary;
- j) formally record completion of each capital increase and amend the Articles of Association accordingly;
- k) in general, enter into any agreement, in particular to complete the contemplated issues successfully, and take any measures and complete any formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this delegation of authority, together with the exercise of the rights attached thereto;
- 10) sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this general meeting; delegation which cancels, and replaces, with effect from the date hereof, the previous delegation of authority granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirty-second resolution.

Sixteenth resolution (*Delegation of powers to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital as consideration for contributions in kind of equity securities or securities giving access to share capital, without preferential subscription rights*) – The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report and the statutory auditors' special report, and in accordance with the provisions of articles L. 225-129 et seq. of the French commercial code, and in particular those of articles L. 225-147 and L. 22-10-49, L. 22-10-53 of said code and the provisions of articles L. 228-91 et seq. of said code:

- 1) delegates all powers to the board of directors, with power of sub-delegation under the conditions prescribed by legal and regulatory provisions, to increase the share capital on one or more occasions, to pay for contributions in kind made to the company and consisting of equity securities or securities giving access to the share capital, when the provisions of article L. 22-10-54 of the French commercial code are not applicable, by issuing, on one or more occasions, shares of the company (excluding preferred shares) or securities giving access to the share capital of the company governed by articles L. 228-91 et seq. of the French commercial code (whether new or existing shares),
 - a) decide the issuance of shares and/or securities giving access to the capital in remuneration for the contributions in kind;
 - b) determine the list of the contributed securities, deliberate on the report of the contribution appraiser, and approve the valuation of the contributions, determine the conditions of the issue of the securities to pay for the contributions, and if necessary the amount of any additional cash payments (*soulte*) to be paid, approve the grant of special benefits, and, if the contributors consent, reduce the valuation of the contributions or the remuneration of the special benefits;
 - c) determine the characteristics of the securities issued to pay for the contributions and determine the terms upon which, if necessary, the rights of holders of securities giving access to the share capital will be preserved;
 - d) on its sole initiative, charge the costs of the capital increases to the amount of the associated premiums and deduct from such amount the sums necessary to fund the statutory reserve;
 - e) formally note completion of each capital increase and amend the Articles of Association accordingly;
 - f) in general, take any measures and complete any formalities necessary for the issue, listing, if applicable and financial servicing of the securities issued pursuant to this authorization, together with the exercise of the rights attached thereto;
- 2) decides that the maximum nominal amount of the capital increases that may be carried out whether immediately or in the future pursuant to this delegation is 10% of the share capital on the day of this general meeting, it being specified that (i) this amount will be deducted from the amount of the aggregate cap stipulated in paragraph 2 of the 13th resolution of this general meeting or, where applicable, from the amount of the aggregate cap that may be provided under a resolution of the same nature which could replace said resolution during the validity period of this delegation, (ii) said maximum nominal amount, if necessary, be increased by the nominal amount of additional shares that may be issued in addition in the event of further financial transactions, in order to preserve the rights of holders of securities giving access to the share capital or other rights giving access to the share capital and (iii) the nominal amount of the share capital increases without preferential subscription rights that may be carried out under the 14th, 15th, 17th, 18th, 20th and 21st resolutions of this general meeting, will be deducted from such amount;
- 3) resolves that the board of directors, with the power to sub-delegate as permitted by legal and regulatory provisions, will have all necessary powers to implement this delegation of authority, in particular in order to:
 - 4) officially acknowledges, where necessary, of the absence of preferential subscription right to the shares or securities issued and that this delegation entails the waiver by the shareholders of their preferential subscription rights to the shares to which the securities which would be issued on the basis of this delegation may give entitlement;
 - 5) decides that the board of directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the company unless it obtains prior authorization from the general meeting; this restriction shall remain in effect until the end of the offer period;
 - 6) sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this general meeting; authorization which cancels and replaces, with effect from the date hereof, the previous authorization granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirty-third resolution.

Seventeenth resolution (*Delegation of powers to be granted to the board of directors to decide the issue of shares and/or securities giving access to share capital and/or securities giving right to the allocation of debt instruments, without preferential subscription rights in favor of one or more specifically designated persons*) - The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report and the statutory auditors' special report, in accordance with articles L. 225-129 et seq. of the French commercial code, and in particular articles L. 225-129-2 and L.22-10-52-1 et seq. of said code and the provisions of articles L. 228-91 et seq. of said code:

- 1) delegates full powers to the board of directors to issue, on one or more occasions, in the proportions and at the times it sees fit, in France and/or abroad, with pre-emptive rights waived in favor of one or more specifically designated persons, (i) shares in the company (excluding preferred shares) or (ii) securities governed by articles L. 228-91 et seq. of the French commercial code giving immediate or future access to the capital of the company or of a company in which the company directly or indirectly owns more than half the capital, including equity securities giving entitlement to the allotment of debt securities, whether for valuable consideration or free of charge, it being specified that the shares and other securities may be subscribed for in whole or in part either in cash, or by offsetting receivables, or by capitalizing reserves, profits or additional paid-in capital, and that the securities (other than shares) may be denominated in euros or in any other currency or monetary unit established by reference to several currencies;
 - 2) resolves to set the following limits:
 - a) on the amount of capital increases authorized in the event the board of directors uses this delegation of authority:
 - the maximum aggregate par value of capital increases that may be carried out immediately or in the future pursuant to this delegation shall be set at 10% of the share capital on the date of this general meeting, it being specified that (i) said amount will count towards the overall cap stipulated by paragraph 2 of the 13th resolution of this general meeting or, if applicable, towards the overall cap that may be stipulated by any resolution of the same nature that may follow said resolution during the period of validity of this delegation, (ii) the nominal amount of share capital increases without preferential subscription rights that may be carried out pursuant to the 14th, 15th, 16th, 18th, 20th and 21st resolutions of this general meeting shall be deducted from this amount;
 - in any event, equity securities issued under this delegation shall not exceed the limits provided for in the regulations applicable on the date of the issue; and
 - if necessary, said cap shall be increased by the nominal amount of any additional shares issued in the event of further financial transactions in order to preserve the rights of holders of securities giving access to the company's share capital or other rights giving access to the company's share capital;
 - b) on the amount of debt securities issuances authorized in the event the board of directors uses this delegation of authority:
 - the maximum aggregate nominal amount of debt securities that may be issued immediately or in the future under this authorization may not exceed a maximum principal amount of €1,000,000,000 (or the equivalent of this amount in the event of an issue in a foreign currency or in a unit of account determined by reference to several currencies);
 - this said limit applies to all issuance of debt securities that may be carried out pursuant to the delegations granted under the 13th, 14th and 15th resolutions submitted to this general meeting;
 - for the purposes of calculating the said limit set in paragraph (b) above, the equivalent value in euros of the principal amount of debt securities issued in foreign currencies will be assessed on the date of the decision to issue them.
- 2) resolves, in accordance with the provisions of articles L. 22-10-52-1 and R. 22-10-32 of the French commercial code, that the issue price of the shares issued under this delegation shall be at least equal to the closing price of the last trading session preceding the decision of the board of directors to use this delegation, less a maximum discount of 10%;
- 3) resolves to waive shareholders' pre-emptive rights to subscribe for the shares and/or securities to be issued under this resolution, in favor of one or more persons designated by name, and to delegate the appointment of such persons to the board of directors;
- 4) notes that if subscriptions do not absorb the entire issue, the board may limit the amount of the transaction to the amount of subscriptions received, provided that the latter reaches at least three-quarters of the issue decided;
- 5) resolves that, without the prior authorization of the general meeting, the board of directors may not make use of this authorization from the date of filing by a third party of a proposed public offer for the company's shares until the end of the offer period;

- 7) resolves that the board of directors will have full powers to implement this authorization, and in particular to:
- a) determine the terms and conditions of the issue(s);
 - b) designate the person or persons for whom the issue is reserved;
 - c) determine the number of shares to be allotted to each beneficiary;
 - d) decide on the amount to be issued, the issue price and the amount of any premium that may be requested on issue;
 - e) determine the dates and terms of issue, and the nature, form and characteristics of the securities to be created, which may take the form of subordinated or unsubordinated securities, with or without a fixed term;
 - f) determine the method of payment for the shares and/or securities issued or to be issued;
 - g) set, if applicable, the terms and conditions for exercising the rights attached to the securities issued or to be issued and, in particular, determine the date, which may be retroactive, from which the new shares will carry dividend rights, as well as all other terms and conditions of the issue;
 - h) suspend the exercise of rights attached to securities issued for a maximum period of three months;
 - i) at its sole discretion, charge the costs of capital increases against the related premiums, and deduct from this amount the sums required to increase the legal reserve to one-tenth of the new capital after each increase;
 - j) record the completion of each capital increase and amend the bylaws accordingly;
 - k) make any adjustments required in accordance with the law, and set the terms on which any rights of holders of securities giving future access to the capital will be preserved;
 - l) generally, enter into any and all agreements, take any and all measures and carry out any and all formalities required in connection with the issue and servicing of the securities issued under this authorization and the exercise of the rights attached thereto, and generally do whatever is necessary in this regard;
- 8) sets the period of validity of the delegation of authority granted pursuant to this resolution at eighteen (18) months from the date of this general meeting; authorization which cancels and replaces, with effect from the date hereof, the previous authorization granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirty-fourth resolution;
- 9) formally notes that the board of directors will report to the next ordinary shareholders' meeting, in accordance with the law and regulations, on the use made of the authorization granted under this resolution.

Eighteenth resolution (*Delegation of authority to be granted to the board of directors to increase the number of securities to be issued in connection with a share capital increase with preferential subscription rights maintained or cancelled*) – The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report and the statutory auditors' special report, in accordance with article L. 225-135-1 of the French commercial code:

- 1) delegates to the board of directors, with the power to sub-delegate under the provisions prescribed by legal and regulatory provisions, its authority to increase the number of securities to be issued in the event of a capital increase of the company with preferential subscription rights maintained or cancelled, within the periods and subject to the limits provided by the regulations applicable on the date of the issue (currently, within thirty days of the closing of the subscription subject to a maximum of 15% of the initial issue and at the same price as the initial issuance price), in particular in view of granting an over-allotment option in accordance with market practices;
- 2) resolves that the nominal amount of the capital increases that may be carried out pursuant to this resolution will count towards the amount of the upper limit provided for in the resolution under which the initial issue is decided and towards the amount of the total upper limit stipulated by paragraph 2 of the 13th resolution of this general meeting and, in the event of a capital increase without preferential subscription rights, towards the amount of the upper limit stipulated by paragraph 3 of the 14th resolution of this general meeting, or, where applicable, towards the upper limits stipulated by resolutions of the same nature that might succeed said resolutions during the period of validity of this delegation of authority;
- 3) resolves that the board of directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the company unless it obtains prior authorization from the general meeting; this restriction shall remain in effect until the end of the offer period;
- 4) sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this general meeting; authorization which cancels and replaces, with effect from the date hereof, the previous authorization granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirty-fifth resolution.

Nineteenth resolution (*Delegation of authority to be granted to the board of directors to decide the increase of the share capital through the capitalization of premiums, reserves, profits or other items*) – The general meeting, ruling under the quorum and majority requirements for ordinary general meetings, having reviewed the board of directors' report and in accordance with articles L. 225-129 et seq. of the French commercial code, and in particular article L. 225-129-2 and articles L. 225-130 and L. 22-10-50 of the French commercial code:

- 1) delegates to the board of directors, with the power to sub-delegate under the conditions prescribed by legal and regulatory provisions, its authority to increase the company's share capital on one or more occasions in such proportions and at such times as it sees fit, through the capitalization of premiums, reserves, profits or otherwise as permitted by applicable law and the Articles of Association, by way of the issue of new equity securities, an increase in the nominal value of existing equity securities or the use of both these methods. The maximum nominal amount of the capital increases that may be carried out in this way may not exceed 10% of the share capital to which will be added, if necessary, the nominal amount of any additional shares to be issued, in the event of new financial transactions, to preserve the rights of holders of securities giving access to the share capital or other rights giving access to the capital;
- 2) in the event that the board of directors uses this delegation of authority, grants the board, with the power to sub-delegate under the conditions prescribed by legal and regulatory provisions, all necessary powers to implement this delegation of authority, in particular in order to:
 - a) determine the amount and nature of the sums to be capitalized, determine the number of new equity securities to be issued and/or the amount by which the nominal value of the existing equity securities comprising the share capital will be increased, set the effective date, even retroactively, from which the new equity securities will carry entitlement to dividends or the date on which the increase in the nominal value of the existing equity securities will take effect;
 - b) decide, in the event of free distributions of equity securities that rights to fractional securities will not be tradeable nor transferable and that the relevant capital securities will be sold under the conditions prescribed by the applicable law and regulation; the sums arising from the sale will be allocated to the holders of the rights under the conditions prescribed by the applicable law and regulation;
 - c) make any necessary adjustments to take into account the impact of transactions affecting the capital of the company, in particular a change in the par value of the company's shares, increase in share capital by capitalization of reserves, free allocation of shares or equity securities, stock split or reverse stock split, distribution of dividends, reserves or premiums or of any other assets, redemption of capital or any other transaction affecting equity or share capital (including in the event of a takeover bid and/or in the event of a change of control), and determine the procedures for safeguarding the rights of holders of securities giving access to the share capital (including through cash adjustments);
 - d) formally note the completion of each capital increase and amend the Articles of Association accordingly;
 - e) in general, enter into any agreement, in particular to ensure successful completion of the planned issuances, and take any measures and carry out any formalities relevant for the issuance, listing and financial servicing of the securities issued pursuant to this delegation, together with the exercise of the rights attached thereto;
- 3) resolves that the board of directors may not take the decision to use this delegation of authority as from the date at which a third-party files a proposal for a public offer for the shares of the company unless it obtains prior authorization from the general meeting; this restriction shall remain in effect until the end of the offer period;
- 4) sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this general meeting; delegation which cancels and replaces, with effect from the date hereof, the previous delegation granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirty-sixth resolution.

Twentieth resolution (*Delegation of authority to be granted to the board of directors to increase the share capital of the company without preferential subscription rights in favor of members of a company saving plan*) – The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report and the statutory auditors' special report and ruling pursuant to articles L. 225-129, L. 225-129-2, L. 225-129-6, L. 225-138, L. 225-138-1 and L. 228-91 et seq. of the French commercial code and article L. 3332-18 et seq. of the French labor code:

- 1) delegates to the board of directors, with the possibility of sub-delegation within the conditions set forth in the regulatory and legal provisions, its authority to decide, under the proportions and the periods that it shall determine, in France and/or abroad, the issuance, without preferential subscription rights, of ordinary shares of the company or securities giving access, immediately or in future, by any means, to ordinary shares of the company existing or to be issued, reserved to the members of a company or group savings plan (or any other qualifying plan pursuant to the legal and regulatory provisions) of the company or affiliated companies under the meaning of article L. 225-180 of the French commercial code and article L. 3344-1 of the French labor code;
- 2) decides that the maximum nominal amount of the immediate or future capital increases of the company that are likely to be carried out under the present delegation shall not exceed 2% of the share capital on the day of this general meeting, provided that this amount shall be deducted from the amount of the aggregate upper limit provided for in paragraph 2 of the 13th resolution of this meeting, and to which shall be added, as the case may be, the nominal amount of the additional shares to be issued, in case of new financial transactions, to preserve the rights of the holders of securities or the holders of other rights that give access to the share capital of the company;
- 3) decides that this delegation entails the removal of the preferential subscription right of the shareholders to the shares and other equity securities and securities, which may be issued pursuant to this resolution, as well as to the ordinary shares which the securities issued on the basis of this delegation may provide entitlement to, in favor of the beneficiaries mentioned in para. 1 of this resolution;
- 4) decides that the subscription price of the securities issued by virtue of this delegation and any discount thereto shall be set by the board of directors or its proxy and will be determined by reference to an average of Atos SE share prices quoted on the regulated market of Euronext Paris over the twenty trading sessions preceding the day of board of directors' or its delegatee's decision setting the opening date of the subscription period, under the conditions laid down in article L. 3332-19 of the French labor code, it being specified that the discount may not exceed the maximum discount provided for by law on the date of the board of directors' decision (i.e. currently 30%, or 40% when the lock-up period provided for by the plan is ten years or more, in accordance with the provisions of article L. 3332-19 of the French labor code), it being specified that the board of directors may reduce or eliminate this discount if it deems this appropriate, in particular in order to meet the requirements of applicable local laws;
- 5) decides that pursuant to article L. 3332-21 of the French labor code, the board of directors may provide for the attribution in favor of the beneficiaries mentioned in para. 1 of this resolution, of free shares or other securities giving access to the share capital of the company, as company contribution, or as a substitution for all or in part of the discount referred to in paragraph 4 above, subject to the consideration that their pecuniary counter value, evaluated at the subscription price, does not have for effect to exceed the applicable legal and regulatory limits;
- 6) authorizes the board of directors, under the conditions of this delegation, to sell shares to members of a company or group savings plan (or assimilated plan) as provided for by article L. 3332-24 of the French labor code, it being specified that transfers of shares carried out with a discount in favor of members of one or more company savings plans referred to in this resolution, shall be deducted, up to the nominal amount of the shares thus transferred, from the amount referred to in paragraph 2 above;
- 7) decides that the characteristics of the other securities that give access to the company's share capital shall be set by the board of directors, under the conditions set forth by the applicable legal and regulatory provisions;
- 8) grants all powers to the board of directors, with the right of sub-delegation to any person authorized by the applicable legal and regulatory provisions, for the purpose of implementing this delegation, and in particular:
 - a) to decide that the issuances may be carried out directly to the advantage of the beneficiaries or through a company mutual fund (FCPE),
 - b) to set, where necessary, a perimeter of the companies concerned by the offer which is narrower than the companies eligible for the plans in question,
 - c) to set the procedures for participation in these issuances,
 - d) to set the conditions and procedures for these issuances, and notably the starting and closing dates for subscriptions, the dates of entitlement to dividends (including retroactive ones), the procedures for payment in full and the subscription price of the equity securities or securities giving access to the share capital of the company,
 - e) to determine, if necessary, the amounts of the sums to be incorporated into the share capital within the limit set above, the entry/entries among the shareholders' equity from which they shall be drawn, as well as the conditions for the attribution of the shares or other securities in question,
 - f) at its sole initiative, to attribute the expenses of any issue to the amount of the premiums relating to the same and to withhold from this amount the sums necessary to raise the legal reserve to one tenth of the new share capital after each increase, and;

- g) in general, to take all useful measures, conclude all agreements (notably with a view to ensuring the successful completion of the issuance), request all authorizations, carry out all formalities and do what is necessary to ensure the successful conclusion of the planned issuances or to postpone the same, and notably to record the capital increase(s) resulting from every issuance carried out by using this delegation, correspondingly, to amend the Articles of Association of the company, to request the listing on the market of Euronext Paris of all securities issued by virtue of this delegation and to ensure the financial service for the shares in question and the exercise of the associated rights;
- 9) sets the period of validity of the delegation of authority granted pursuant to this resolution at twenty-six (26) months from the date of this general meeting; delegation which cancels and replaces, with effect from the date hereof, the previous delegation granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirty-seventh resolution.

Twenty-first resolution (*Delegation of authority to be granted to the board of directors to increase the share capital of the company by issuing shares reserved for certain categories of persons without preferential subscription rights in favor of such persons in connection with the implementation of employee shareholding plans*) –The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report and the statutory auditors' special report and ruling pursuant to articles L. 225-129-2, L. 225-138 and L. 228-91 et seq. of the French commercial code:

- 1) delegates to the board of directors, with the option of sub-delegation under the conditions set by legal and regulatory provisions, its authority to decide to increase the share capital, without preferential subscription rights, on one or more occasions, in France or abroad, in the proportions and at the times it deems appropriate, either in euros or in any other currency or monetary unit established by reference to several currencies, by issuing shares (excluding preference shares) and/or securities governed by articles L. 228-92 paragraph 1, L. 228-93 paragraphs 1 and 3 or L. 228-94 paragraph 2 of the French commercial code giving immediate or future access to the company's shares, the subscription of which may be carried out either in cash or by the set-off of receivables, reserved for the following category of beneficiaries: (i) employees and corporate officers of companies related to the company under the terms of article L. 225-180 of the French commercial code and article L. 3341-1 of the French labor code and having their registered offices outside of France; (ii) Alternative Investment Funds (AIF) or UCITS or other entities, with or without legal personality, with shareholding structures invested in the company's securities whose unit holders or shareholders are persons mentioned in (i); (iii) any banking institution or subsidiary of such an institution acting at the company's request to set up a shareholding or savings plan (whether or not including a shareholding component in company securities) for the benefit of the persons mentioned in (i), insofar as the subscription made by the authorized persons mentioned in (ii) and (iii) hereabove would be necessary or desirable to allow to employees or executive officers mentioned in (i) hereabove to benefit from employees shareholding or saving plans equivalent or similar in terms of economic benefits applicable to other employees of Atos Group; it being specified that this resolution may be used to implement leveraged formulas;
- 2) resolves to set the following limits on the amounts of the authorized capital increases if the board of directors uses this delegation of authority:
- a) the maximum nominal amount of the capital increases that may be carried out pursuant to this delegation is set at 0.2% of the share capital on the date of this general meeting, or the equivalent in any other currency or monetary unit established by reference to several currencies, it being specified that this amount will be deducted from the overall cap provided for in paragraph 2 of the 13th resolution of this meeting
- b) to this cap shall be added, where applicable, the nominal amount of the shares to be issued in order to preserve, in accordance with the legal and regulatory provisions and, where applicable, the contractual provisions providing for other cases of adjustment, the rights of the holders of securities giving access to the capital or other rights giving access to the capital;
- 3) decides to cancel the shareholders' preferential subscription right to the shares in favor of the aforementioned category of beneficiaries;
- 4) decides that the issue price of the new shares or securities giving access to the share capital shall be determined by the board of directors in relation to the company's share price on the regulated market of Euronext Paris on the day of the decision setting the opening date of the subscription period for the beneficiaries indicated above, or on any other date set by this decision, or in relation to an average of the company's share price on the regulated market of Euronext Paris over the twenty trading days preceding the selected date (notably, price being possibly determined in the same conditions as those laid down in articles L. 3332-18 et seq. of the French labor code), and may include a maximum discount as provided for by law on the date of the board of directors' decision (i.e. currently 30%, or 40% when the lock-up period provided for by the plan is ten years or more, in accordance with the provisions of article L. 3332-19 of the French labor code). This discount may be adjusted downward at the discretion of the board of directors, in particular to take into account the legal, accounting, tax and social security regimes applicable locally. Alternatively, the issue price of the new shares shall be equal to the issue price of the shares issued in connection with the capital increase that would be carried out for the benefit of the members of a company savings plan pursuant to the 20th resolution of this meeting; for the specific purposes of an offer made to beneficiaries referred to in (ii) of paragraph 1 residing in the United Kingdom within the framework of a Share Incentive Plan, the board of directors may also decide that the subscription price of the new shares or securities giving access to the company's shares to be issued under this plan shall be equal to the lower of (i) the share price or an average share price on the regulated market of Euronext Paris at the beginning of the

6 Draft resolutions

Extraordinary items

reference period used to determine the subscription price under this plan and (ii) the market price or an average market price at the end of the period, with the reference dates and periods determined in accordance with applicable local regulations. This price shall be set without any discount to the price used;

- 5) resolves that the board of directors, with the option of sub-delegation under the conditions set by legal and regulatory provisions, shall have full powers to implement this delegation, and in particular to:
- a) determine the conditions that the beneficiaries of the capital increases must meet, notably the seniority conditions;
 - b) determine the number, date and subscription price of the shares and securities giving access to the capital to be issued pursuant to this resolution, as well as the other terms and conditions of the issue, including the date from which the shares issued pursuant to this resolution will be entitled to dividends, even retroactively;
 - c) provide for the possibility of suspending the exercise of the rights attached to the shares or securities giving access to the share capital in accordance with the legal and regulatory provisions;
 - d) determine the list of beneficiaries within the aforementioned category and the number of shares to be issued to each of them as well as, where applicable, the list of employees and corporate officers who are beneficiaries of the savings and/or shareholding schemes concerned;
 - e) set the terms and conditions according to which the company will have the option to purchase or exchange on the stock market, at any time or during specified periods, the securities giving access to the capital with a view to cancelling them or not, taking into account the provisions of the law;
- f) determine and make any adjustments to take into account the impact of transactions on the company's share capital or shareholders' equity, in particular in the event of a change in the nominal value of the share, a capital increase by capitalization of reserves, profits or premiums, a free allocation of shares, a stock split or reverse stock split, the distribution of dividends, reserves or premiums or any other assets, capital redemption, or any other transaction affecting the capital or shareholders' equity (including in the event of a public offer and/or change of control), and set any other terms and conditions to ensure, where applicable, the preservation of the rights of holders of securities giving access to the capital or other rights giving access to the capital (including by way of cash adjustments);
- g) at its sole initiative, charge the costs of the capital increases against the amount of the related premiums and deduct from this amount the sums necessary to fund the legal reserve;
- h) record the completion of each capital increase and make the corresponding amendments to the Articles of Association;
- i) in general, enter into any and all agreements, in particular in order to successfully complete the planned issues, take all measures and carry out all formalities necessary for the issue, listing and financial servicing of the securities issued pursuant to this resolution and for the exercise of the rights attached thereto;
- 6) sets the period of validity of the delegation of authority granted pursuant to this resolution at eighteen (18) months from the date of this general meeting; delegation which cancels and replaces, with effect from the date hereof, the previous delegation granted for the same purpose, granted by the general meeting dated January 31, 2025 in its thirty-eighth resolution.

Twenty-second resolution (*Change of the company's corporate name and corresponding amendment to article 3 of the Articles of Association*) – The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report, resolves to amend article 3 of the company's Articles of Association in order to change the company's corporate name, as follows:

Article 3 – COMPANY'S NAME

Current wording

The Company's name is: "Atos SE". In all acts and other documents issued by the Company, the Company's name will be preceded or followed by the words "European company" or the abbreviation "S.E." and indication of the share capital.

Article 3 – COMPANY'S NAME

New wording

The Company's name is: "Atos-SE Atos Group". In all acts and other documents issued by the Company, the Company's name will be preceded or followed by the words "European company" or the abbreviation "S.E." and indication of the share capital.

Twenty-third resolution (*Amendment of article 28 of the Articles of Association relating to provisions common to general meetings in order to bring it into compliance with the applicable provisions*) – The general meeting, ruling under the quorum and majority requirements for extraordinary general meetings, having reviewed the board of directors' report, resolves to amend article 28 of the company's Articles of Association, relating to the common provisions applicable to general meetings, in order to bring it into compliance with the provisions introduced by Decree No. 2026-94 of February 13, 2026 concerning the modernization of communication methods between certain commercial companies and their shareholders, as follows:

Article 28 – COMMON RULES FOR ALL GENERAL MEETINGS

Current wording

The properly constituted General Meeting represents the entire body of shareholders. Its decisions are binding for all, even those who are absent, dissenting or not legally capable.

All shareholders have the right to attend General Meetings and to take part in deliberations, personally or through a proxy, regardless of the number of shares they own, by simply proving their identity.

The General Meetings are composed of all of the shareholders whose shares are paid up for all required payments and for which, in compliance with the provisions of the French Commercial Code, it has been proven that they have the right to take part in General Meetings through the registration (inscription en compte) of the shares, either in the name of the shareholders or, when the shareholders are not residents of France, of the intermediaries registered on their behalf, on the second working day preceding the meeting at 00:00 (Paris time).

The registration (inscription en compte) of the shares within the time period mentioned in the preceding paragraph must be done either in registered share accounts held by the Company, or in bearer share accounts held by the authorized intermediary.

All shareholders may be represented by their spouses, by another shareholder, or by a partner with whom a civil solidarity pact was concluded. They may be represented by any other natural or legal person of their choice. The proxy must present a proof of this delegation.

Shareholders may also send a proxy form to the Company without indicating the name of a proxy. All proxies without indication of the name of the proxy will be considered as a vote in favor of the resolutions submitted or approved by the Board of Directors at the meeting.

All shareholders may vote by mail through a form filled in and sent to the Company in the conditions set by law and regulations. This form must be received by the Company three (3) working days before the date of the meeting, failing which it will not be taken into account.

Article 28 – COMMON RULES FOR ALL GENERAL MEETINGS

New wording

The properly constituted General Meeting represents the entire body of shareholders. Its decisions are binding for all, even those who are absent, dissenting or not legally capable.

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The General Meetings are composed of all of the shareholders whose shares are paid up for all required payments and for which, in compliance with the provisions of the French Commercial Code, it has been proven that they have the right to take part in General Meetings through the registration (inscription en compte) of the shares, either in the name of the shareholders or, when the shareholders are not residents of France, of the intermediaries registered on their behalf, on the ~~second~~ fifth working day preceding the meeting at 00:00 (Paris time).

The registration (inscription en compte) of the shares within the time period mentioned in the preceding paragraph must be done either in registered share accounts held by the Company, or in bearer share accounts held by the authorized intermediary.

All shareholders may be represented by their spouses, by another shareholder, or by a partner with whom a civil solidarity pact was concluded. They may be represented by any other natural or legal person of their choice. The proxy must present a proof of this delegation.

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Article 28 – COMMON RULES FOR ALL GENERAL MEETINGS

The shareholders can, upon decision by the Board of Directors, participate to the General Meeting by videoconferencing or by means of telecommunication, including Internet, allowing for their identification in the conditions set by the Board of Directors and according to the applicable legal provisions.

This decision is mentioned in the convening notice which is published in accordance with the legal and regulatory provisions.

In order to determine the quorum and the majority, the shareholders participating by means of telecommunication allowing their identification as per applicable legal and regulatory provisions shall be deemed to be present at the General Meeting.

If the Board of Directors has authorized it, the shareholders may use the voting webform available on the website set up by the centralizer of the General Meeting.

Filling in and signing the webform may be done directly on the website by any means in accordance with the conditions defined by applicable law and which may consist in a login and password if approved by the Board of Directors.

The webforms for voting by mail as well as the instructions and proxies granted by electronic means must be validly received by the company before 15:00, Paris time, the day before the General Meeting.

The proxy or vote expressed before the General Meeting by electronic means as defined in the above paragraphs, as well as the acknowledgement of receipt which may be issued shall be deemed to be irrevocable and binding writings towards all. As an exception, in the case where there is a sale of shares prior to the second business day prior to the meeting at 00:00 (Paris time), the Company shall consequently invalidate or modify, as the case may be, the proxy or vote by mail expressed by the shareholder prior to this date and time by electronic means as authorized and approved by the Board of Directors.

In addition, if the Board of Directors so decides at the time of convening the General Meeting, the shareholders may be able to participate in the vote by electronic means in real time during the meeting as per applicable law and regulations.

Article 28 – COMMON RULES FOR ALL GENERAL MEETINGS

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In addition, if the Board of Directors so decides at the time of convening the General Meeting, the shareholders may be able to participate in the vote by electronic means in real time during the meeting as per applicable law and regulations.

Twenty-fourth resolution (Powers) - The general meeting grants all powers to the holder of an original, copy or excerpt from the minutes of this general meeting to make any submissions, publications, declarations and formalities which may be necessary.



Additional information on candidates to the board

7



● ● Philippe SALLE

BIOGRAPHY - PROFESSIONAL EXPERIENCE

Chairman and chief executive officer of Atos SE

Philippe Salle began his career with Total in Indonesia in 1988. He then joined Accenture in 1990 where he was promoted to senior consultant. He joined McKinsey in 1995 and became senior manager in 1998. He joined the Vedior group in 1999 (now Randstad, a company listed on Euronext Amsterdam) and became chairman and CEO of Vedior France in 2002. He became a member of the executive board in 2003 and was appointed Head of Southern Europe in 2006. In 2007, he joined the Geoservices group (sold to Schlumberger in 2010), a technology company in the oil sector and under LBO, first as deputy CEO and then as chairman and CEO. In June 2011, Philippe Salle was appointed chairman and CEO of Altran Group (a company listed on Euronext Paris), an engineering consultancy and world leader in innovation. In April 2015, Philippe Salle was appointed chairman and chief executive officer of the Elior Group (a company listed on Euronext Paris), a world leader in catering and services. Between December 2017, Philippe Salle served as chief executive officer of Emeria (a company under LBO), the world's leading provider of real estate services and technologies.

Philippe Salle chaired the board of directors of Viridien (formerly CGG) from April 26, 2018, to April 30, 2025. He currently serves as vice-chairman, lead independent director, and chairman of the sustainability committee. He has also been a member of the board of directors of Banque Transatlantique since 2010.

Philippe Salle is a graduate of the Ecole des Mines de Paris and holds an MBA from the Kellogg Graduate School of Management, Northwestern University (Chicago, USA). He is a Chevalier de l'ordre national du Mérite, Chevalier de la Légion d'honneur and Commandeur de l'ordre du Mérite de la République italienne.

Philippe Salle has been a director since October 14, 2024. He served as chairman of the board of directors of Atos SE from October 14, 2024, to January 31, 2025, and has been chairman and chief executive officer of Atos SE since February 1, 2025.

Chairman and chief executive officer of Atos SE

Professional address:

Tour Aurore, 18 place des Reflets

92400 Courbevoie, France

Number of shares:

303,743

Date of birth:

May 17, 1965

Nationality:

French

Date of first appointment:

October 14, 2024

Term expires on:

annual general meeting ruling on the accounts of the 2025 financial year

DIRECTORSHIPS AND OTHER POSITIONS IN FRENCH AND FOREIGN COMPANIES

Other directorships and positions

Within the Atos Group

None

Outside the Atos Group

- Vice chairman of the board of directors, lead independent director, and chairman of the sustainability committee of Viridien (SA)* (France)
- Member of the board of directors of CIC Banque Transatlantique (SA) (France)
- Director of Emeria (SAS) (France)
- Chairman of Finellas (SAS) (France)

Other positions held during the last five years

Within the Atos Group

None

Outside the Atos Group

- Chairman of the board of directors of Viridien (SA)* (France)
- Permanent representative of Emeria, chairman of Emeria Europe
- Chairman of the supervisory boards of Efficity and Efficity International (SAS) (France)
- Director of Tech-Way (SAS) (France)
- Director of Emeria Res Newco Limited (UK)
- Director of Emeria Res UK Limited (United Kingdom)
- Director of Diot Siaci (France)
- Chairman of Emeria Holding (France)
- Chairman of the supervisory board of Foncia Saturne (France)
- Director of the Mister Temp group (France)
- Chairman of the board of directors of Emeria Switzerland (Switzerland)
- Director of Emeria Benelux (Belgium)
- Chairman of Hodpar (SAS) (France)
- Managing director of Hodlux SARL (Luxembourg)
- Chairman of Hodlon Limited (UK)

* Listed company.



● ● Laurent COLLET-BILLON*

BIOGRAPHY - PROFESSIONAL EXPERIENCE

Ingénieur général de l'armement de classe exceptionnelle and former Delegate General for Armaments

Laurent Collet-Billon began his career at the Direction Générale de l'Armement (DGA) in 1974. In 1987, he became technical advisor to the Minister of Defense. Upon his return to the DGA, he led nuclear and space programs. He then headed the department responsible for IT and intelligence programs. In May 2001, he became deputy Delegate General for Armaments, holding the position of number two at DGA. Laurent Collet-Billon was advisor to the chairman and CEO of Alcatel-Lucent from 2006 to 2008. From 2008 to 2017, Laurent Collet-Billon was head of the DGA, responsible for equipping the French armed forces, defense research and development, international cooperation and defense exports, and defense industrial policy, with a global budget of €15 billion per year. He now works as a consultant, notably through La Place Stratégique, an incubator dedicated to promising sovereign technology businesses, which he co-founded in 2020.

Laurent Collet-Billon was a member of the Thales board of directors from 2004 to 2006 and from 2014 to 2017. He was also an auditor at the Centre des Hautes Études de l'Armement (CHEAr). Laurent Collet-Billon is a Grand Officier of the Légion d'honneur (Legion of Honor). He is also Officier of the Ordre national du Mérite (French National Order of Merit).

Laurent Collet-Billon is a graduate engineer from the Ecole Nationale Supérieure de l'Aéronautique et de l'Espace. He has followed a training in economics and business management at Sup de Co Paris.

Laurent Collet-Billon has been a director of Atos SE since June 28, 2023 and the lead independent director since June 13, 2025. He also served as vice-chairman of the board from October 14, 2023 to March 5, 2026.

DIRECTORSHIPS AND OTHER POSITIONS IN FRENCH AND FOREIGN COMPANIES

Other directorships and positions

Within the Atos Group

None

Outside the Atos Group

- Member of the board of directors of Europlasma SA** (France)
- Member of the board of directors of Forges de Tarbes (France)
- Member of the board of directors of EURENCO (exSNPE, Société nationale des poudres et explosifs) (France)
- CoCEO and member of the board of Fly R (France)
- Cochairman of La Place Stratégique
- Senior Advisor to the Eiréné fund (Weinberg Capital Partners) (France)
- Chairman of LCB Conseil SASU (France)

Other positions held during the last five years

Within the Atos Group

None

Outside the Atos Group

None

Lead independent director
Chair of the nomination and governance committee

Member of the audit committee

Professional address:
Tour Aurore, 18 place des Reflets

92400 Courbevoie, France

Number of shares:
1,250

Date of birth:
July 1, 1950

Nationality:
French

Date of first appointment:
June 28, 2023

Term expires on:
annual general meeting ruling on the accounts of the 2025 financial year

* Independent director.

** Listed company.



Overview of current financial authorizations

8

Current authorizations to issue shares and other securities

Pursuant to the resolutions adopted by the annual general meetings held on January 31, 2025 and June 13, 2025, the following authorizations to modify the share capital and to issue shares and other securities granted by the general meeting to the board of directors are in force:

Authorization	Common and Individual Caps	Cap in Nominal Value (€) (if applicable)	Use of the Authorizations (nominal value in €)	Unused Balance (nominal value in €)	Authorization Expiration Date
AGM June 13, 2025 16 th resolution Share capital decrease	<ul style="list-style-type: none"> 10% of the share capital adjusted at the date of the decrease 	-	0	10% of the share capital adjusted at the date of the decrease	08/13/2027 (26 months)
AGM June 13, 2025 15 th resolution Authorization to buyback the company shares	<ul style="list-style-type: none"> 10% of the share capital adjusted at any moment 	-	0	100%	12/13/2026 (18 months)
AGM January 31, 2025 30 th resolution Share capital increase with preferential subscription right	<ul style="list-style-type: none"> 40% of the share capital on the date of the AGM (the "Global Cap") €1 billion for debt securities 	7,161,439	0	7,161,439	03/31/2027 (26 months)
AGM January 31, 2025 31 st resolution Share capital increase without preferential subscription right by public offering other than those mentioned in article L. 411-2 of the French monetary and financial code	<ul style="list-style-type: none"> Included in the Global Cap 10% of share capital (the "Sub-Cap") €1 billion for debt securities 	1,790,360	0	1,790,360	03/31/2027 (26 months)
AGM January 31, 2025 32 nd resolution Share capital increase without preferential subscription right by public offering mentioned in article L. 411-2, 1° of the French monetary and financial code	<ul style="list-style-type: none"> Included in the Global Cap and the Sub-Cap €1 billion for debt securities 	1,790,360	0	1,790,360	03/31/2027 (26 months)
AGM January 31, 2025 33 rd resolution Share capital increase without preferential subscription right in order to remunerate contributions in kind	<ul style="list-style-type: none"> Included in the Global Cap and the Sub-Cap 	1,790,360	0	1,790,360	03/31/2027 (26 months)

Overview of current financial authorizations

Current authorizations to issue shares and other securities

Authorization	Common and Individual Caps	Cap in Nominal Value (€) (if applicable)	Use of the Authorizations (nominal value in €)	Unused Balance (nominal value in €)	Authorization Expiration Date
AGM January 31, 2025 34 th resolution Share capital increase without preferential subscription right for the benefit of one or more named persons	<ul style="list-style-type: none"> Included in the Global Cap and the Sub-Cap 	1,790,360	0	1,790,360	07/31/2026 (18 months)
AGM January 31, 2025 35 th resolution Increase in the number of securities in case of share capital increase with or without preferential subscription right	<ul style="list-style-type: none"> 15% max. of the initial issue Included in the Global Cap and the Sub-Cap 	-	0	-	03/31/2027 (26 months)
AGM January 31, 2025 36 th resolution Share capital increase through incorporation of premiums, reserves, benefits or other	<ul style="list-style-type: none"> 10% of the share capital 	1,790,360	0	1,790,360	03/31/2027 (26 months)
AGM January 31, 2025 37 th resolution Capital increase reserved to employees	<ul style="list-style-type: none"> 2% of the share capital Included in the Global Cap and the Sub-Cap 	358,072	0	358,072	03/31/2027 (26 months)
AGM January 31, 2025 38 th resolution Capital increase reserved to operations reserved to employees in certain countries through equivalent and complementary framework	<ul style="list-style-type: none"> 0.2% of the share capital Included in the Global Cap and the Sub-Cap 	35,807	0	35,807	07/31/2026 (18 months)
AGM January 31, 2025 39 th resolution Authorization to allot free shares to employees and executive officers	<ul style="list-style-type: none"> Cap of 2,024,324 shares¹ Sub-cap of 425,675 shares¹ for executive officers 	<ul style="list-style-type: none"> Cap of €2,024,324 Sub-Cap of €425,675 	<ul style="list-style-type: none"> 1,865,675 used in the cap² 425,675 used in the sub-cap³ 	<ul style="list-style-type: none"> €158,649 in the cap €0 in the sub-cap 	03/31/2028 (38 months)

1. Taking into account the reverse stock split carried out on April 24, 2025

2. Share grants in 2025: 4,256,750,000 shares were granted on March 6, 2025 (i.e., 425,675 shares after the reverse stock split), 1,412,000 shares were granted on September 25, 2025, and 28,000 shares were granted on December 17, 2025.

3. A grant of 4,256,750,000 shares was made on March 6, 2025 to the chairman and CEO (i.e., 425,675 shares after the reverse stock split).

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ATOS
GROUP

Accelerating
intelligence