

CASINO, GUICHARD-PERRACHON

A French *société anonyme* (joint stock company) with share capital of €373,040,807.35

Registered office: 1, cours Antoine Guichard, 42000 Saint-Étienne, France

Registered in the *Saint-Étienne Trade and Companies Registry*

under number 554 501 171

Notice of Meeting – Ordinary and Extraordinary Annual General Meeting

The shareholders of Casino, Guichard-Perrachon are hereby informed that they will shortly be called to the Company's Ordinary and Extraordinary Annual General Meeting to take place on Tuesday 11 June 2024 at 10:00 am CEST, at the Maison de la Mutualité, 24 rue Saint-Victor, 75005 Paris, France, to deliberate upon the following agenda:

Reports of the Board of Directors and the Statutory Auditors

Resolutions of the Ordinary General Meeting:

- Approval of the parent company financial statements for the year ended 31 December 2023 (1st resolution);
- Approval of the consolidated financial statements for the year ended 31 December 2023 (2nd resolution);
- Allocation of profit for the financial year (3rd resolution);
- Approval of a related-party agreement in accordance with the provisions of Article L. 225-38 *et seq.* of the French Commercial Code (4th resolution);
- Approval of a related-party agreement in accordance with the provisions of Article L. 225-38 *et seq.* of the French Commercial Code (5th resolution);
- Approval of related-party agreements in accordance with the provisions of Article L. 225-38 *et seq.* of the French Commercial Code (6th resolution);
- Approval of the information referred to in Article L. 22-10-9 I of the French Commercial Code relating to the compensation of corporate officers paid in or granted for financial year 2023 (7th resolution);
- Approval of the total compensation and benefits of any kind paid to Jean-Charles Naouri in financial year 2023 or granted to him in respect of that financial year in consideration of his positions as Chairman and Chief Executive Officer (8th resolution);
- Amendment to the compensation policy for non-executive Directors in respect of financial year 2023 (9th resolution);
- Approval of the compensation policy for Jean-Charles Naouri in respect of financial year 2024 in consideration of his positions as Chairman and Chief Executive Officer (10th resolution);
- Approval of the compensation policy for non-executive Directors in respect of financial year 2024 in consideration of their positions until the date of completion of the financial restructuring (11th resolution);
- Ratification of the temporary appointment of Par-Bel 2 as a Director (12th resolution);
- Ratification of the temporary appointment of Philippe Palazzi, Laurent Pietraszewski, Pascal Clouzard, Branislav Miškovič, Athina Onassis and Elisabeth Sandager as Directors (13th to 18th resolutions);
- Re-election of Nathalie Andrieux and Elisabeth Sandager as Directors (19th and 20th resolutions);
- Ratification of the temporary appointment of Thomas Doerane, Thomas Piquemal and Martin Plavec as Non-Voting Directors (21st to 23rd resolutions);
- Approval of the compensation policy for the Chief Executive Officer in respect of financial year 2024 in consideration of his position (24th resolution);
- Approval of the compensation policy for the Chairman of the Board of Directors in respect of financial year 2024 in consideration of his position (25th resolution);
- Approval of the compensation policy for Directors in respect of financial year 2024 in consideration of their position from the date of completion of the financial restructuring (26th resolution);
- Compensation for Non-Voting Directors (27th resolution);
- Appointment of KPMG SA as Statutory Auditor responsible for certifying sustainability information (28th resolution);
- Authorisation for the Company to buy back its own shares (29th resolution).

Resolutions of the Extraordinary General Meeting:

- Delegation of competence granted to the Board of Directors for the purpose of issuing Company shares or securities granting access to the shares of the Company or one of its subsidiaries, with pre-emptive subscription rights for existing shareholders (30th resolution);
- Delegation of competence granted to the Board of Directors for the purpose of issuing Company shares or securities granting access to the shares of the Company or one of its subsidiaries, without pre-emptive subscription rights for existing shareholders, via a public offering (31st resolution);

- Delegation of competence granted to the Board of Directors for the purpose of increasing the share capital by issuing shares and/or securities granting immediate and/or deferred access to shares, without pre-emptive subscription rights for existing shareholders, via an offering as referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code (32nd resolution);
- Authorisation granted to the Board of Directors, in the event of issues without pre-emptive subscription rights carried out via a public offering or an offering as referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code, for the purpose of setting the issue price pursuant to the terms and conditions determined by the Annual General Meeting (33rd resolution);
- Delegation of competence granted to the Board of Directors for the purpose of increasing the number of securities to be issued in the event of a capital increase carried out with or without pre-emptive subscription rights (34th resolution);
- Delegation of competence granted to the Board of Directors for the purpose of increasing the share capital by capitalising reserves, profits, premiums or any other sums for which capitalisation is authorised (35th resolution);
- Delegation of competence granted to the Board of Directors for the purpose of issuing shares or securities granting access to the share capital without pre-emptive subscription rights, in the event of a public exchange offer launched by the Company (36th resolution);
- Delegation of powers granted to the Board of Directors, within the limit of 10% of the Company's share capital, to issue shares or securities granting access to the share capital as consideration for contributions in kind granted to the Company and comprising shares or securities granting access to shares (37th resolution);
- Aggregate ceiling applicable to the financial authorisations granted to the Board of Directors (38th resolution);
- Delegation of competence granted to the Board of Directors for the purpose of increasing the share capital, without pre-emptive subscription rights for existing shareholders, or selling the Company's own shares for the benefit of members of a company savings plan (*plan d'épargne d'entreprise*) (39th resolution);
- Authorisation granted to the Board of Directors to make free allocations of existing or newly issued shares of the Company to employees and/or executive corporate officers of the Company and its related companies; full waiver by shareholders of their pre-emptive subscription rights thereto (40th resolution);
- Authorisation granted to the Board of Directors for the purpose of reducing the share capital via the cancellation of treasury shares (41st resolution);
- Powers for formalities (42nd resolution).

Draft resolutions presented by the Board of Directors

Resolutions of the Ordinary General Meeting:

First resolution – Approval of the parent company financial statements for the year ended 31 December 2023

The Ordinary General Meeting, having reviewed the reports of the Board of Directors and of the Statutory Auditors, approves the parent company financial statements for the financial year ended 31 December 2023 as presented, together with any and all transactions reported therein or that are mentioned in such reports, and which show a net loss of €10,021,490,911.50.

The Annual General Meeting notes that the financial statements for the past financial year take into account expenses not deductible for tax purposes as set forth in sub-paragraph 4 of Article 39 of the French General Tax Code (*Code général des impôts*) amounting to €27,705 with the corresponding tax amounting to €7,155.

Second resolution – Approval of the consolidated financial statements for the year ended 31 December 2023

The Ordinary General Meeting, having reviewed the reports of the Board of Directors and of the Statutory Auditors, approves the consolidated financial statements for the financial year ended 31 December 2023 as presented, together with any and all transactions reported therein or that are mentioned in such reports, and which show a consolidated net loss of €7,128 million.

Third resolution – Allocation of profit for the financial year

The Ordinary General Meeting, having reviewed the Board of Directors' report, decides to allocate profit for the financial year ended 31 December 2023 as follows, with no allocation to the legal reserve needing to be made:

2023 loss		(€10,021,490,911.50)
Retained earnings	(+)	€3,449,712,545.78
Allocation to “Retained earnings”	(=)	(€6,571,778,365.72)

The shareholders note that no dividend has been paid for the past three years.

Fourth resolution – Approval of a related-party agreement in accordance with the provisions of Article L. 225-38 et seq. of the French Commercial Code

The Annual General Meeting, voting in accordance with the quorum and majority rules governing ordinary shareholders' meetings, having reviewed the Statutory Auditors' special report on related-party agreements, approves the agreement mentioned therein, previously authorised and concluded in 2023, concerning a shareholders' agreement between Casino, Guichard-Perrachon (the "Company"), Segisor, Geant International B.V., Helico Participações Ltda on the one hand, and Companhia Brasileira de Distribuição and Gpa 2 Empreendimentos E Participações Ltda on the other, subsidiaries of the Company at the time the agreement was signed (together, "GPA"), in connection with the spin-off of Almacenes Éxito S.A. ("Éxito").

Fifth resolution – Approval of a related-party agreement in accordance with the provisions of Article L. 225-38 et seq. of the French Commercial Code

The Annual General Meeting, voting in accordance with the quorum and majority rules governing ordinary shareholders' meetings, having reviewed the Statutory Auditors' special report on related-party agreements, approves the agreement mentioned therein, previously authorised and concluded in 2023, concerning a pre-agreement (the "Pre-Agreement") signed by Casino, Guichard-Perrachon (the "Company") and certain of its subsidiaries, with Cama Commercial Group, Corp., a company controlled by the Calleja group, (the "Buyer") for Casino Group's sale of its entire stake in Almacenes Éxito S.A. ("Éxito"), as part of a public tender offer to be launched by the Buyer Cama Commercial Group, Corp. in Colombia and the United States to acquire all of the outstanding shares of Éxito.

Sixth resolution – Approval of related-party agreements in accordance with the provisions of Article L. 225-38 et seq. of the French Commercial Code

The Annual General Meeting, voting in accordance with the quorum and majority rules governing ordinary shareholders' meetings, having reviewed the Statutory Auditors' special report on related-party agreements, approves the agreements mentioned therein, previously authorised and concluded in 2023, concerning an acquisition agreement and a pledge agreement with Companhia Brasileira de Distribuição ("GPA"), then a Brazilian subsidiary of Casino, relating to the acquisition by the Company of all the shares of the Luxembourg holding company Companhia Brasileira de Distribuição Luxembourg Holding S.à r.l., itself owning the Dutch company Companhia Brasileira de Distribuição Netherlands Holding B.V., which owns 34.0% of the capital of Cnova N.V., and to the establishment of a pledge to guarantee payment of the balance of the acquisition price.

Seventh resolution – Approval of the information referred to in Article L. 22-10-9 I of the French Commercial Code relating to the compensation of corporate officers paid in or granted for financial year 2023

The Ordinary General Meeting, pursuant to Article L. 22-10-34 I of the French Commercial Code, having reviewed the Board of Directors' report on corporate governance, which includes information relating to the compensation paid to corporate officers of the Company in 2023 or granted to them in respect of that year, in consideration of their position, appended to the management report, approves the information referred to in paragraph I of Article L. 22-10-9 of the French Commercial Code as presented to the Meeting in the abovementioned report.

Eighth resolution – Approval of the total compensation and benefits of any kind paid to Jean-Charles Naouri in financial year 2023 or granted to him in respect of that financial year in consideration of his positions as Chairman and Chief Executive Officer

The Ordinary General Meeting, pursuant to Article L. 22-10-34 II of the French Commercial Code, having reviewed the Board of Directors' report on corporate governance appended to the management report, approves the fixed, variable and exceptional components of the compensation and benefits of any kind paid to Jean-Charles Naouri in financial year 2023 or granted to him in respect of the 2023 financial year, in consideration of his positions as Chairman and Chief Executive Officer, as detailed in such report.

Ninth resolution – Amendment to the compensation policy for non-executive Directors in respect of financial year 2023

The Ordinary General Meeting, pursuant to Article L. 225-37-2 of the French Commercial Code, after reviewing the Board of Directors' report on corporate governance appended to the management report, approves the amendment to the 2023 compensation policy, with a view to compensating the members of the Ad Hoc Committee, as detailed in such report.

Tenth resolution – Approval of the compensation policy for Jean-Charles Naouri in respect of financial year 2024 in consideration of his positions as Chairman and Chief Executive Officer

The Ordinary General Meeting, pursuant to Article L. 22-10-8 of the French Commercial Code, having reviewed the Board of Directors' report on corporate governance setting out the compensation policy for corporate officers of the Company, appended to the management report, approves the 2024 compensation policy for Jean-Charles Naouri, in consideration of his terms as Chairman and Chief Executive Officer, as detailed in such report.

Eleventh resolution – Approval of the compensation policy for non-executive Directors in respect of financial year 2024 in consideration of their positions until the date of completion of the financial restructuring

The Ordinary General Meeting, pursuant to Article L. 22-10-8 of the French Commercial Code, having reviewed the Board of Directors' report on corporate governance setting out the compensation policy for corporate officers of the Company, appended to the management report, approves the 2024 compensation policy for non-executive Directors in consideration of their positions until the date of completion of the financial restructuring, as detailed in such report.

Twelfth resolution – Ratification of the temporary appointment of Par-Bel 2 as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Par-Bel 2, temporarily appointed by the Board of Directors at its meeting of 5 December 2023, to replace Matignon Diderot, for the remainder of its predecessor's term of office, it being specified that the Board of Directors took note of its resignation on 27 March 2024.

Thirteenth resolution – Ratification of the temporary appointment of Philippe Palazzi as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Philippe Palazzi, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, to replace Jean-Charles Naouri, for the remainder of his predecessor's term of office, expiring at the close of the Ordinary General Meeting called in 2025 to approve the financial statements for the year ended 31 December 2024.

Fourteenth resolution – Ratification of the temporary appointment of Laurent Pietraszewski as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Laurent Pietraszewski, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, to replace F. Marc de Lacharrière (Fimalac), for the remainder of his predecessor's term of office, expiring at the close of the Ordinary General Meeting called in 2026 to approve the financial statements for the year ended 31 December 2025.

Fifteenth resolution – Ratification of the temporary appointment of Pascal Clouzard as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Pascal Clouzard, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, to replace Christiane Féral-Schuhl, for the remainder of his predecessor's term of office, expiring at the close of the Ordinary General Meeting called in 2026 to approve the financial statements for the year ended 31 December 2025.

Sixteenth resolution – Ratification of the temporary appointment of Branislav Miškovič as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Branislav Miškovič, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, to replace Foncière Euris, for the remainder of his predecessor's term of office, expiring at the close of the Ordinary General Meeting called in 2026 to approve the financial statements for the year ended 31 December 2025.

Seventeenth resolution – Ratification of the temporary appointment of Athina Onassis as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Athina Onassis, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, to replace Carpinienne de Participations, for the remainder of her predecessor's term of office, expiring at the close of the Ordinary General Meeting called in 2025 to approve the financial statements for the year ended 31 December 2024.

Eighteenth resolution – Ratification of the temporary appointment of Elisabeth Sandager as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Elisabeth Sandager, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, to replace Maud Bailly, for the remainder of her predecessor's term of office, expiring at the close of the Ordinary General Meeting called in 2024 to approve the financial statements for the year ended 31 December 2023.

Nineteenth resolution – Re-election of Nathalie Andrieux as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report and noting that Nathalie Andrieux's term as Director will expire at the close of this Meeting, resolves to re-elect Nathalie Andrieux for a further three-year term expiring at the close of the Ordinary General Meeting called in 2027 to approve the financial statements for the financial year ending 31 December 2026.

Twentieth resolution – Re-election of Elisabeth Sandager as a Director

The Ordinary General Meeting, having reviewed the Board of Directors' report and noting that Elisabeth Sandager's term as Director will expire at the close of this Meeting, resolves to re-elect Elisabeth Sandager for a further three-year term expiring at the close of the Ordinary General Meeting called in 2027 to approve the financial statements for the financial year ending 31 December 2026.

Twenty-first resolution – Ratification of the temporary appointment of Thomas Doerane as a Non-Voting Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Thomas Doerane, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, for a three-year term expiring at the close of the Ordinary General Meeting called in 2027 to approve the financial statements for the year ended 31 December 2026.

Twenty-second resolution – Ratification of the temporary appointment of Thomas Piquemal as a Non-Voting Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Thomas Piquemal, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, for a three-year term expiring at the close of the Ordinary General Meeting called in 2027 to approve the financial statements for the year ended 31 December 2026.

Twenty-third resolution – Ratification of the temporary appointment of Martin Plavec as a Non-Voting Director

The Ordinary General Meeting, having reviewed the Board of Directors' report, ratifies the temporary appointment of Martin Plavec, temporarily appointed by the Board of Directors at its meeting of 27 March 2024, for a three-year term expiring at the close of the Ordinary General Meeting called in 2027 to approve the financial statements for the year ended 31 December 2026.

Twenty-fourth resolution – Approval of the compensation policy for the Chief Executive Officer in respect of financial year 2024 in consideration of his position

The Ordinary General Meeting, pursuant to Article L. 22-10-8 of the French Commercial Code, having reviewed the Board of Directors' report on the components of the compensation policy of Philippe Palazzi, in consideration of his position as Chief Executive Officer in respect of financial year 2024, as presented in the Appendix (see pages 55 to 58 of the Notice of Meeting), approves the 2024 compensation policy applicable to Philippe Palazzi, in consideration of his position as Chief Executive Officer, as detailed in such report.

Twenty-fifth resolution – Approval of the compensation policy for the Chairman of the Board of Directors in respect of financial year 2024 in consideration of his position

The Ordinary General Meeting, pursuant to Article L. 22-10-8 of the French Commercial Code, having reviewed the Board of Directors' report on the components of the compensation policy of Laurent Pietraszewski, in consideration of his position as Chairman of the Board of Directors in respect of financial year 2024, as presented in the Appendix (see page 59 of the Notice of Meeting), approves the 2024 compensation policy applicable to Laurent Pietraszewski, in consideration of his position, as detailed in such report.

Twenty-sixth resolution – Approval of the compensation policy for Directors in respect of financial year 2024 in consideration of their position from the date of completion of the financial restructuring

The Ordinary General Meeting, pursuant to Article L. 22-10-8 of the French Commercial Code, having reviewed the Board of Directors' report on the compensation policy for Directors of the Company, in respect of financial year 2024, presented in the Appendix (see page 60 of the Notice of Meeting), approves the 2024 compensation policy for Directors, in consideration of their position, as detailed in such report.

Twenty-seventh resolution – Compensation for Non-Voting Directors

The Ordinary General Meeting, having reviewed the Board of Directors' report, grants all powers to the Board of Directors to set the fees payable to non-voting directors, which will be deducted from the total annual amount of compensation awarded to the Board of Directors.

Twenty-eighth resolution – Appointment of KPMG SA as Statutory Auditor responsible for certifying sustainability information

The Ordinary General Meeting, having reviewed the Board of Directors' report, resolves, pursuant to Articles L. 821-40 *et seq.* of the French Commercial Code, to appoint KPMG SA, with registered office at Tour Egho, 2 avenue Gambetta, 92066 Paris La Défense Cedex, registered with the Nanterre Trade and Companies Registry under number 775 726 417, as Statutory Auditor responsible for certifying the consolidated sustainability information, for the remainder of its engagement to audit the financial statements expiring at the close of the Annual General Meeting called in 2028 to approve the financial statements for the year ended 31 December 2027, it being specified that KPMG SA will be represented by a natural person who meets the requirements for certifying sustainability information in accordance with the conditions set forth in Article L. 821-18 of the French Commercial Code.

Twenty-ninth resolution – Authorisation for the Company to buy back its own shares

The Ordinary General Meeting, having reviewed the Board of Directors' report, authorises the Board of Directors to buy back, or to order the buyback of, Company shares in accordance with Articles L. 22-10-62 *et seq.* of the French Commercial Code, Articles 241-1 to 241-7 of the General Regulations of the *Autorité des Marchés Financiers* (AMF) and European Union regulations on market abuse (particularly Regulation [EU] No. 596/2014 of 16 April 2014), notably in order to:

- ensure the liquidity of and make a market for the Company's shares through an investment services provider acting independently in the name and on behalf of the Company, under the terms of a liquidity contract that complies with a Code of Conduct recognised by the AMF;
- implement any Company stock option plan under Articles L. 22-10-56 *et seq.* of the French Commercial Code, any savings plan in accordance with Articles L. 3332-1 *et seq.* of the French Labour Code (*Code du travail*), or any grant of free shares made under Articles L. 22-10-59, L. 22-10-60 and L. 225-197-1 of the French Commercial Code, or any other share-based compensation mechanism;
- deliver shares in connection with the exercise of rights attached to securities redeemable, convertible or exchangeable for shares or exercisable for shares on presentation of a warrant or a debt security convertible or exchangeable for shares, or otherwise;
- hold shares for later use as payment or consideration in the context of or following any external growth transactions;
- cancel all or some of these shares in order to optimise earnings per share through a share capital reduction under the conditions provided for by law;
- implement any future market practice authorised by the AMF and, generally, carry out any transaction that complies with the applicable regulations.

These shares may be acquired, sold, transferred, or exchanged by any method and, in particular, on regulated markets or over the counter, including via block trades. These methods include the use of any derivative financial instrument traded on a regulated or OTC market and the implementation of option-based strategies under the conditions authorised by the relevant financial markets regulator, provided said methods do not cause a significant increase in the price volatility of the shares. The shares may also be loaned, in accordance with Articles L. 211-22 *et seq.* of the French Monetary and Financial Code. The share buyback price may not exceed €8.00 (excluding transaction costs) for each share with a par value of €0.01 (this price takes into account reverse stock splits and share capital reductions).

This authorisation may only be used in respect of a number of shares no greater than 10% of the Company's share capital as of the date this authorisation is used, it being specified that whenever the Company's shares are purchased in connection with a liquidity agreement, the number of shares used to calculate the aforementioned 10% limit will correspond to the number of shares purchased less the number of shares sold during the authorisation period under the terms of the liquidity agreement. However, the number of shares purchased by the Company and intended to be held and subsequently used as payment or consideration in the context of an external growth transaction, may not exceed 5% of the share capital. The acquisitions made by the Company shall not at any time or under any circumstance result in the Company holding more than 10% of the shares constituting the share capital.

This authorisation is granted to the Board of Directors for 18 months. It supersedes the unused portion of the authorisation previously granted by the 16th resolution of the Ordinary General Meeting of 10 May 2023.

In the event of a public tender offer for the shares or other securities issued by the Company, the Company may only use this authorisation for the purpose of meeting securities delivery commitments, notably in the context of free share plans, or strategic transactions, initiated and announced prior to the launch of said public tender offer.

Consequently, full powers are granted to the Board of Directors, with the ability to sub-delegate, to implement this authorisation, place any and all stock market orders, enter into any and all agreements for the purpose of, in particular, keeping account of share purchases and sales, allocate or reallocate the purchased shares in support of various objectives under applicable legal and regulatory conditions, complete any and all reporting to the AMF and perform any other formalities and, generally, do all that is necessary.

Resolutions of the Extraordinary General Meeting:

Thirtieth resolution – Delegation of competence granted to the Board of Directors for the purpose of issuing Company shares or securities granting access to the shares of the Company or one of its subsidiaries, with pre-emptive subscription rights for existing shareholders

The Extraordinary General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' report and noting that the share capital is fully paid-up, in the context of Articles L. 225-127, L. 225-129, L. 225-129-2, L. 225-130, L. 225-132, L. 225-134, L. 25-10-49, L. 25-10-50, L. 228-91, L. 228-92, L. 228-93, L. 228-94 *et seq.* of the French Commercial Code:

- delegates its competence to the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, for the purpose of deciding to issue, in one or several transactions, in the amounts and at the times it shall determine, both in France and abroad, Company shares or any other securities granting, by any means, immediate or deferred access to shares of the Company, including, at the discretion of the Company, rights to new or existing Company shares, or a combination of both, or of existing shares of any other company in which it directly or indirectly holds an equity interest, with pre-emptive subscription rights for existing shareholders. The subscription may be paid up in cash or by capitalising debt;
- resolves that the securities thus issued granting the right to new or existing shares of the Company or existing shares of another company in which it directly or indirectly holds an equity interest may consist of debt securities or be associated with the issuance of debt securities or allow their issuance as intermediate securities. They may, in particular, take the form of subordinated or unsubordinated fixed term or perpetual debt securities, and be issued in euros or an equivalent value in foreign currency or composite monetary units.

Warrants to subscribe for new shares of the Company may be offered for subscription or allocated without consideration to holders of existing shares, in which case the Board of Directors may decide that rights to fractional securities will not be negotiable and that the corresponding securities will be sold and the sums generated from the sale allocated to the rights-holders no later than within thirty days following the day the whole number of securities to which they are entitled is registered on their account.

The aggregate par value of Company shares that may be issued, immediately and/or in the future, by virtue of this delegation, shall not exceed 50% of the share capital following the share capital reduction set to take place after the Meeting (the "Post-Reduction Share Capital"), plus, as the case may be, the par value of any additional shares to be issued in order to protect, in accordance with legal and regulatory provisions and any contractual stipulations providing for other cases of adjustment, the rights of holders of securities granting future access to shares of the Company.

The aggregate par value of debt securities that may be issued by virtue of this delegation shall not exceed two billion euros (€2 billion) or its equivalent value in foreign currency or in any account unit established by reference to several currencies.

In the event of a subscription offering, the Board of Directors may, in accordance with the law, introduce, if it deems it appropriate, a subscription right for additional securities by virtue of which the shares or securities with rights to shares that have not been subscribed by shareholders exercising their pre-emptive rights shall be offered to shareholders who applied for a larger number of securities than the number to which they were entitled, proportionally to the subscription rights that they hold and, in all cases, no higher than the amount of their requests.

If the total issue is not taken up by shareholders exercising their pre-emptive rights and, as the case may be, their rights to additional securities, the Board may take any of the following actions, under the conditions set forth by law and in the order it shall determine:

- limit the issue to the amount of subscriptions received, provided that at least three-quarters of the decided issue has been taken up;
- freely distribute all or some of the unsubscribed securities;
- offer all or some of the unsubscribed securities to the public, on the French or international market.

This delegation implies *ipso jure*, for issues of securities with rights to shares of the Company, the waiver by shareholders of their pre-emptive right to subscribe for the shares to be issued on exercise of the rights attached to the securities, in favour of the holders of such issued securities.

Within the limits set by the Annual General Meeting and in accordance with the law, the Board of Directors has full powers, with the ability to sub-delegate, (i) to decide to use this delegation, (ii) to set the conditions, type and characteristics of the planned issue(s), such as the issue price, with or without a premium, the date, even retroactive, from which the new shares will have dividend rights and, as the case may be, the conditions applicable to the repurchase or the exchange of the securities to be issued and whether to cancel them or not, (iii) to determine the payment method for the shares or securities with immediate or deferred rights to shares, (iv) to acknowledge the completion of the subsequent share capital increases, (v) to deduct the issue costs from the premium, (vi) to amend the Articles of Association, and (vii) to request, as the case may be, that the shares and other securities thus issued be admitted to trading on a regulated market.

The Board of Directors may in particular:

- set, in the event of the immediate issue of debt securities, the amount, duration, issuance currency, any subordination clause, the fixed, variable, zero coupon, indexed or other interest rate terms and payment date, the conditions for capitalising the interest, the repayment terms and fixed or variable redemption price, with or without a premium, the method of repaying the debt depending on market conditions, as well as the conditions under which they will give rights to the shares of the Company and the other issuance terms (including any guarantees or collateral);
- amend, during the life of the securities concerned, the terms of the securities issued or to be issued in compliance with the applicable formalities;
- take any and all measures to protect the holders of rights and securities carrying future rights to new shares of the Company in accordance with the legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment;
- suspend, if necessary, the exercise of the rights attached to these securities during a fixed period in accordance with the legal and regulatory provisions;
- enter into any and all agreements, with any and all credit institutions, take any and all measures and carry out any and all formalities to ensure the completion and successful conclusion of any issue carried out using the powers conferred in this delegation;
- deduct, as applicable, the capital increase costs from the amount of the related premiums and if it considers it appropriate, deduct from the premiums the sums required to raise the legal reserve to one-tenth of the new capital after each issuance.

This delegation of competence is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted under the terms of the 17th resolution of the Annual General Meeting of 10 May 2023.

The Board of Directors may not, unless previously authorised by the shareholders in General Meeting, use this delegation as from the date a third party files a tender offer for the Company's shares and until the end of the tender offer period.

Thirty-first resolution – Delegation of competence granted to the Board of Directors for the purpose of issuing Company shares or securities granting access to the shares of the Company or one of its subsidiaries, without pre-emptive subscription rights for existing shareholders, via a public offering

The Extraordinary General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' report, and in accordance with the provisions of the French Commercial Code, particularly Articles L. 225-129 to L. 225-129-6, L. 225-134, L. 225-135, L. 225-136, L. 22-10-49, L. 22-10-51, L. 22-10-52, L. 25-10-54, and L. 228-91 *et seq.* of said Code:

- delegates its competence to the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, for the purpose of deciding to issue, in one or several transactions, in the amounts and at the times it shall determine, both in France and abroad, via offerings other than those referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code, Company shares or any other securities governed by Articles L. 228-91 *et seq.* of the French Commercial Code that grant access by any means immediately or in the future to shares of the Company, including, at the discretion of the Company, rights to new or existing Company shares, or a combination of both, or existing shares of any other company in which it directly or indirectly holds an equity interest. The subscription may be paid up in cash or by capitalising debt;
- resolves that the securities thus issued granting the right to new or existing shares of the Company or existing shares of another company in which it directly or indirectly holds an equity interest may consist of debt securities or be associated with the issuance of debt securities or allow their issuance as intermediate securities. They may, in particular, take the form of subordinated or unsubordinated, fixed term or perpetual debt securities, and be issued in euros or an equivalent value in foreign currency or composite monetary units.

The aggregate par value of Company shares that may be issued, immediately and/or in the future, by virtue of this delegation, shall not exceed 10% of the Post-Reduction Share Capital, plus, as the case may be, the par value of any additional shares to be issued in order to protect, in accordance with legal and regulatory provisions and any contractual stipulations providing for other cases of adjustment, the rights of holders of securities granting future access to shares of the Company.

The aggregate par value of debt securities that may be issued by virtue of this delegation shall not exceed two billion euros (€2 billion) or its equivalent value in foreign currency or in any account unit established by reference to several currencies.

The Annual General Meeting resolves to cancel shareholders' pre-emptive rights to subscribe to the shares issued pursuant to this delegation. However, the Annual General Meeting delegates the necessary powers to the Board of Directors to introduce, if considered useful with respect to all or part of an issue, a priority subscription period for shareholders to subscribe to the issue proportionally to their interest in the Company's capital and/or to any securities not taken up by other shareholders, and to determine the terms and conditions of exercise of this priority in accordance with applicable legal and regulatory provisions.

The Annual General Meeting resolves that if the total issue is not taken up by shareholders and the public, the Board may take any of the following actions in the order of its choice:

- limit the issue to the amount of subscriptions received, provided that at least three-quarters of the decided issue has been taken up;
- freely distribute all or some of the unsubscribed securities;
- offer all or some of the unsubscribed securities to the public, on the French or international market.

This delegation implies *ipso jure*, for issues of securities with rights to shares of the Company, the waiver by shareholders of their pre-emptive right to subscribe for the shares to be issued on exercise of the rights attached to the securities, in favour of the holders of such issued securities.

For issues carried out without pre-emptive subscription rights, the issue price of the securities will be set such that the Company receives, for each share issued by the Company, an amount at least equal to the minimum provided for in the applicable regulations as of the issue date, i.e., currently an amount equal to the weighted average of the prices quoted for the Company's share on Euronext Paris during the last three trading days preceding the pricing date, less a potential discount of no more than 10%.

The issue price of securities giving access to the share capital of the Company and the number of shares to which these securities will give entitlement shall be fixed by the Board of Directors in such a way that the sum of the amounts received by the Company immediately and, if applicable in the future, for each share issued as a result of the issuance of these securities is at least equal to the issue price defined in the previous paragraph.

Within the limits set by the Annual General Meeting and in accordance with the law, the Board of Directors shall have full powers, with the ability to sub-delegate, (i) to resolve to use this delegation, (ii) to set the conditions, type and characteristics of the planned issue(s), such as the issue price of the shares or other securities, with or without a premium, (iii) to determine the payment method for the shares or securities with immediate or deferred rights to shares and the conditions applicable to the repurchase or the exchange of the securities to be issued and whether to cancel them or not, (iv) to acknowledge the completion of the subsequent share capital increases, (v) to deduct the issue costs from the premium, (vi) to amend the Articles of Association, and (vii) to request, as the case may be, that the shares and other securities thus issued be admitted to trading on a regulated market.

The Board of Directors may in particular:

- set, in the event of the immediate issue of debt securities, the amount, duration, issuance currency, any subordination clause, the fixed, variable, zero coupon, indexed or other interest rate terms and payment date, the conditions for capitalising the interest, the repayment terms and fixed or variable redemption price, with or without a premium, the method of repaying the debt depending on market conditions, as well as the conditions under which they will give rights to the shares of the Company and the other issuance terms (including any guarantees or collateral);
- amend, during the life of the securities concerned, the terms of the securities issued or to be issued in compliance with the applicable formalities;
- take any and all measures to protect the holders of rights and securities carrying future rights to new shares of the Company in accordance with the legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment;
- suspend, if necessary, the exercise of the rights attached to these securities during a fixed period in accordance with the legal and regulatory provisions;
- enter into any and all agreements, with any and all credit institutions, take any and all measures and carry out any and all formalities to ensure the completion and successful conclusion of any issue carried out using the powers conferred in this delegation;
- deduct, as applicable, the capital increase costs from the amount of the related premiums and if it considers it appropriate, deduct from the premiums the sums required to raise the legal reserve to one-tenth of the new capital after each issuance.

This delegation of competence is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted under the terms of the 18th resolution of the Annual General Meeting of 10 May 2023.

The Board of Directors may not, unless previously authorised by the shareholders in General Meeting, use this delegation as from the date a third party files a tender offer for the Company's shares and until the end of the tender offer period.

Thirty-second resolution – Delegation of competence granted to the Board of Directors for the purpose of increasing the share capital by issuing shares and/or securities granting immediate and/or deferred access to shares, without pre-emptive subscription rights for existing shareholders, via an offering as referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code

The Extraordinary General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' report, pursuant to Articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-136, L. 22-10-49, L. 22-10-51, L. 22-10-52 and L. 228-91 *et seq.* of the French Commercial Code:

- delegates its competence to the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, for the purpose of deciding to issue, in one or several transactions, in the amounts and at the times it shall determine, both in France and abroad, via any of the offerings described in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code, Company shares or any other securities granting access by any means immediately or in the future to shares of the Company, including, at the discretion of the Company, rights to new or existing Company shares, or a combination of both, or existing shares of any other company in which it directly or indirectly holds an equity interest. The subscription may be paid up in cash or by capitalising debt;
- resolves that the securities thus issued granting the right to new or existing shares of the Company or existing shares of another company in which it directly or indirectly holds an equity interest may consist of debt securities or be associated with the issuance of debt securities or allow their issuance as intermediate securities. They may, in particular, take the form of subordinated or unsubordinated, fixed term or perpetual debt securities, and be issued in euros or an equivalent value in foreign currency or composite monetary units.

The aggregate par value of Company shares that may be issued, immediately and/or in the future, by virtue of this delegation, shall not exceed 10% of the Post-Reduction Share Capital, plus, as the case may be, the par value of any additional shares to be issued in order to protect, in accordance with legal and regulatory provisions and any contractual stipulations providing for other cases of adjustment, the rights of holders of securities granting future access to shares of the Company.

The aggregate par value of debt securities that may be issued by virtue of this delegation shall not exceed two billion euros (€2 billion) or its equivalent value in foreign currency or in any account unit established by reference to several currencies.

The Annual General Meeting resolves to cancel the shareholders' pre-emptive subscription rights to the shares and securities granting access to the shares of the Company, in favour of the persons referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code.

This delegation implies *ipso jure*, to the benefit of holders of securities issued and giving access to the share capital of the Company, the waiver by shareholders of their pre-emptive subscription right to the capital securities of the Company to which the said securities may give right.

The Annual General Meeting decides that if the issue is not fully subscribed, the Board may limit the issue to the subscriptions received, provided that at least three-quarters of the decided issue has been taken up.

For issues carried out without pre-emptive subscription rights, the issue price of the securities will be set such that the Company receives, for each share issued by the Company, an amount at least equal to the minimum provided for in the applicable regulations as of the issue date, i.e., currently an amount equal to the weighted average of the prices quoted for the Company's share on Euronext Paris during the last three trading days preceding the pricing date, less a potential discount of no more than 10%.

The issue price of securities giving access to the share capital of the Company and the number of shares to which these securities will give entitlement shall be fixed by the Board of Directors in such a way that the sum of the amounts received by the Company immediately and, if applicable in the future, for each share issued as a result of the issuance of these securities is at least equal to the issue price defined in the previous paragraph.

Within the limits set by the Annual General Meeting and in accordance with the law, the Board of Directors shall have full powers, with the ability to sub-delegate, (i) to use this delegation, (ii) to set the conditions, type and characteristics of the planned issue(s), such as the issue price of the shares or other securities, with or without a premium, (iii) to determine the payment method for the shares or securities with immediate or deferred rights to shares and the conditions applicable to the repurchase or the exchange of the securities to be issued and whether to cancel them or not, (iv) to acknowledge the completion of the subsequent share capital increases, (v) to deduct the issue costs from the premium, (vi) to amend the Articles of Association, and (vii) to request, as the case may be, that the shares and other securities thus issued be admitted to trading on a regulated market.

The Board of Directors may in particular:

- set, in the event of the immediate issue of debt securities, the amount, duration, issuance currency, any subordination clause, the fixed, variable, zero coupon, indexed or other interest rate terms and payment date, the conditions for capitalising the interest, the repayment terms and fixed or variable redemption price, with or without a premium, the method of repaying the debt depending on market conditions, as well as the conditions under which they will give rights to the shares of the Company and the other issuance terms (including any guarantees or collateral);
- amend, during the life of the securities concerned, the terms of the securities issued or to be issued in compliance with the applicable formalities;

- take any and all measures to protect the holders of rights and securities carrying future rights to new shares of the Company in accordance with the legal and regulatory provisions and, where applicable, the contractual stipulations providing for other cases of adjustment;
- suspend, if necessary, the exercise of the rights attached to these securities during a fixed period in accordance with the legal and regulatory provisions;
- enter into any and all agreements, with any and all credit institutions, take any and all measures and carry out any and all formalities to ensure the completion and successful conclusion of any issue carried out using the powers conferred in this delegation;
- deduct, as applicable, the capital increase costs from the amount of the related premiums and if it considers it appropriate, deduct from the premiums the sums required to raise the legal reserve to one-tenth of the new capital after each issuance.

This delegation of competence is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted under the terms of the 19th resolution of the Annual General Meeting of 10 May 2023.

The Board of Directors may not, unless previously authorised by the shareholders in General Meeting, use this delegation as from the date a third party files a tender offer for the Company's shares and until the end of the tender offer period.

Thirty-third resolution – Authorisation granted to the Board of Directors, in the event of issues without pre-emptive subscription rights carried out via a public offering or an offering as referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code, for the purpose of setting the issue price pursuant to the terms and conditions determined by the Annual General Meeting

The Extraordinary General Meeting, having reviewed the reports of the Board of Directors and of the Statutory Auditors, authorises the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, in the context of Article L. 22-10-52 of the French Commercial Code, for issues carried out pursuant to the 18th and 19th resolutions of this General Meeting, to set the issue price pursuant to the following conditions as an exception to the provisions of sub-paragraph 2 of Article L. 225-136-1 of the French Commercial Code:

- the issue price shall be at least equal to the weighted average of the market prices quoted for the Company's share during the last ten trading days preceding the pricing date, less a potential discount of no more than 10%;
- the issue price of securities granting access to the share capital of the Company and the number of shares to which these securities will give entitlement shall be fixed in such a way that the sum of the amounts received by the Company immediately and, if applicable, in the future for each share issued as a result of the issuance of these securities is at least equal to the issue price defined in the previous paragraph.

The aggregate par value of share capital increases carried out pursuant to this resolution may not exceed 10% of the share capital per year. This ceiling shall be assessed on the date on which the Board of Directors sets the issue price.

This delegation of competence is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted under the terms of the 20th resolution of the Annual General Meeting of 10 May 2023.

The Board of Directors may not, unless previously authorised by the shareholders in General Meeting, use this authorisation as from the date a third party files a tender offer for the Company's shares and until the end of the tender offer period.

Thirty-fourth resolution – Delegation of competence granted to the Board of Directors for the purpose of increasing the number of securities to be issued in the event of a capital increase carried out with or without pre-emptive subscription rights

The Extraordinary General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' report, delegates its competence to the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, in accordance with the provisions of Articles L. 225-135-1 and L. 22-10-49 of the French Commercial Code, for any issue carried out pursuant to the 30th to 33rd resolutions of this Annual General Meeting, for the purpose of issuing a greater number of shares or securities than initially set, within the time frame and limits provided for in the regulations applicable as of the issue date (i.e., currently, within 30 days of the close of the subscription period, and up to the equivalent of 15% of the initial issue at the same price as for the initial issue), subject to compliance with the ceiling set in the resolution pursuant to which the issue was decided and the aggregate ceiling set in the 38th resolution.

This delegation of competence is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted under the terms of the 21st resolution of the Annual General Meeting of 10 May 2023.

The Board of Directors may not, unless previously authorised by the shareholders in General Meeting, use this delegation as from the date a third party files a tender offer for the Company's shares and until the end of the tender offer period.

Thirty-fifth resolution – Delegation of competence granted to the Board of Directors for the purpose of increasing the share capital by capitalising reserves, profits, premiums or any other sums for which capitalisation is authorised

The Annual General Meeting, voting in accordance with the quorum and majority rules governing ordinary shareholders' meetings, having reviewed the Board of Directors' report, in accordance with Articles L. 225-129, L. 22-10-49, L. 225-130 and L. 22-10-50 of the French Commercial Code, delegates its competence to the Board of Directors, with the ability to

sub-delegate under the conditions set forth by law, for the purpose of deciding to increase the share capital, in one or several transactions, at the times and according to the terms and conditions it shall determine, by capitalising reserves, profits, premiums, or any other capitalisable items and issuing and allocating new free shares credited as fully paid or raising the par value of existing shares, or using a combination of these two methods.

The aggregate par value of the share capital increase resulting from the use of this resolution shall not exceed 50% of the Post-Reduction Share Capital, not including the amount necessary to protect the rights of holders of securities with rights to capital securities in accordance with the law.

The Annual General Meeting grants all powers to the Board of Directors, with the ability to sub-delegate, for the purpose of implementing this resolution and, in particular, to:

- define all the terms and conditions of the authorised transactions and, in particular, to set the amount and type of reserves and share premiums to be capitalised, to set the number of new shares to be issued or the amount of the increase in the par value of existing shares comprising the share capital, and to set the date, retroactive or not, from which the new shares will have dividend rights or the date on which the par value increase takes effect;
- take all the necessary steps to protect the rights of holders of securities carrying rights to shares of the Company on the day of the capital increase;
- define the conditions for using fractional shares and, in particular, decide that rights to fractional shares will not be negotiable or transferable and that the corresponding shares shall be sold and the sums generated from the sale allocated to the rights-holders within the period specified in the applicable regulations, i.e., currently no later than thirty days after the date on which the whole number of shares to which they are entitled is recorded in their account;
- acknowledge the completion of the share capital increase resulting from the issue of shares, amend the Articles of Association accordingly, request the admission of the securities on a regulated market, and carry out any and all required publication formalities;
- generally, take any and all measures and complete any and all formalities required to ensure the successful completion of each share capital increase.

This delegation of competence is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted under the terms of the 22nd resolution of the Annual General Meeting of 10 May 2023.

The Board of Directors may not, unless previously authorised by the shareholders in General Meeting, use this delegation as from the date a third party files a tender offer for the Company's shares and until the end of the tender offer period.

Thirty-sixth resolution – Delegation of competence granted to the Board of Directors for the purpose of issuing shares or securities granting access to the share capital without pre-emptive subscription rights, in the event of a public exchange offer launched by the Company

The Extraordinary General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' report, and voting in accordance with Articles L. 225-129 to L. 225-129-6, L. 22-10-49, L. 22-10-54 and L. 228-91 *et seq.* of the French Commercial Code, delegates its competence to the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, for the purpose of deciding on the issue of Company shares and/or any securities granting immediate or future access to the share capital of the Company, as consideration for securities tendered in the context of a mixed or alternative public exchange offer launched by the Company in France or abroad and targeting the securities of a company whose shares are admitted to trading on one of the regulated markets described in Article L. 22-10-54 of the French Commercial Code.

Insofar as necessary, the Annual General Meeting decides to waive shareholders' pre-emptive subscription rights to these shares or securities.

The aggregate par value of Company shares that may be issued, immediately and/or in the future, by virtue of this delegation, shall not exceed 10% of the Post-Reduction Share Capital, plus, as the case may be, the par value of any additional shares to be issued in order to protect, in accordance with legal and regulatory provisions and any contractual stipulations providing for other cases of adjustment, the rights of holders of securities granting future access to shares of the Company.

The aggregate par value of debt securities that may be issued by virtue of this delegation shall not exceed two billion euros (€2 billion) or its equivalent value in foreign currency or in any account unit established by reference to several currencies.

This delegation implies *ipso jure*, to the benefit of holders of securities issued and giving access to the share capital of the Company, the waiver by shareholders of their pre-emptive subscription right to the capital securities of the Company to which the said securities may give right.

The Board of Directors shall have full powers, with the ability to sub-delegate, to implement this delegation of competence and, in particular, (i) to set the exchange ratio and any cash payment, (ii) to acknowledge the number of securities tendered to the offer, (iii) to determine the dates, the issue terms, including the price, the cum rights date and payment method, and the type and characteristics of the securities to be issued, (iv) to suspend or cancel the rights attached to the securities to be issued, in the cases and within the limits set forth in regulatory and contractual provisions, (v) to record on the liabilities side of the balance sheet the contribution premium against which any and all costs and taxes incurred in connection with the transaction will be charged, (vi) to acknowledge the completion of the share capital increases, amend the Articles of Association accordingly, complete any formalities and declarations, request any authorisations necessary to ensure the success of the transactions authorised under this delegation and, generally, do all that is necessary.

This delegation of competence is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted under the terms of the 23rd resolution of the Annual General Meeting of 10 May 2023.

The Board of Directors may not, unless previously authorised by the shareholders in General Meeting, use this delegation as from the date a third party files a tender offer for the Company's shares and until the end of the tender offer period.

Thirty-seventh resolution – Delegation of powers granted to the Board of Directors, within the limit of 10% of the Company's share capital, to issue shares or securities granting access to the share capital as consideration for contributions in kind granted to the Company and comprising shares or securities granting access to shares

The Extraordinary General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' report, and voting in accordance with the provisions of Articles L. 225-129 *et seq.*, L. 225-147, L. 22-10-49 and L. 22-10-53 of the French Commercial Code, delegates all necessary powers to the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, in order to decide to issue, in an amount not to exceed 10% of the Company's share capital as determined on the day the Board of Directors approves the issue and on the basis of the report of the Capital Contributions Auditor (*commissaire aux apports*) referred to in the first and second paragraphs of the above-mentioned Article L. 225-147, shares or securities granting access by any means immediately or in the future to shares of the Company, as consideration for contributions in kind granted to the Company and comprised of shares or securities granting access to shares, where the provisions of Article L. 22-10-54 of the French Commercial Code are not applicable, and decides, as necessary, to waive the pre-emptive rights of shareholders to subscribe to the shares or securities to be issued in the context of this delegation in favour of the holders of the contributed securities.

This delegation implies *ipso jure*, to the benefit of holders of securities issued and giving access to the share capital of the Company, the waiver by shareholders of their pre-emptive subscription right to the capital securities of the Company to which the said securities may give right.

The Board of Directors shall have full powers, with the ability to sub-delegate, to implement this resolution, to set all of the terms and conditions of the authorised transactions, and particularly (i) to decide, based on the report of the Capital Contributions Auditor referred to in the first and second paragraphs of the above-mentioned Article L. 225-147, the value to be attributed to the contributions and the grant of special benefits and their value (including to reduce, with the contributors' agreement, the valuation of the contributions or the consideration to be paid for the special benefits), (ii) to set the terms and conditions, the type and characteristics of the shares and other securities to be issued, (iii) to deduct any necessary amounts from the share premiums and, in particular, all the expenses incurred in connection with the share capital increase, (iv) to acknowledge the completion of the share capital increases carried out pursuant to this delegation, amend the Articles of Association accordingly, complete any formalities and declarations, request any authorisations necessary to ensure the success of these contributions and, generally, do all that is necessary.

This delegation of competence is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted under the terms of the 24th resolution of the Annual General Meeting of 10 May 2023.

The Board of Directors may not, unless previously authorised by the shareholders in General Meeting, use this delegation as from the date a third party files a tender offer for the Company's shares and until the end of the tender offer period.

Thirty-eighth resolution – Aggregate ceiling applicable to the financial authorisations granted to the Board of Directors

The Extraordinary General Meeting, having reviewed the Board of Directors' report, and subject to adoption of the 30th to 37th resolutions, decides that:

- the total nominal amount of debt security issues that may be carried out using these delegations shall not exceed two billion euros (€2 billion) or its equivalent value in foreign currency or in composite monetary units;
- the aggregate par value of share capital increases that may be carried out, immediately and/or in the future, by virtue of these resolutions, shall not exceed 50% of the Post-Reduction Share Capital, it being specified that the aggregate amount of share capital increases that may be carried out immediately and/or in the future without pre-emptive subscription rights pursuant to the 31st, 32nd, 33rd, 34th, 36th and 37th resolutions shall not exceed 10% of the share capital after reduction, not including, for each of these amounts, the par value of any additional shares to be issued in order to protect the rights of holders of securities granting access to the share capital of the Company.

The Annual General Meeting duly notes that this aggregate ceiling does not include the par value of the shares that may be issued to employees who are members of a company savings plan pursuant to the 39th resolution.

Thirty-ninth resolution – Delegation of competence granted to the Board of Directors for the purpose of increasing the share capital, without pre-emptive subscription rights for existing shareholders, or selling the Company's own shares for the benefit of members of a company savings plan (*plan d'épargne d'entreprise*)

The Extraordinary General Meeting, having reviewed the Board of Directors' report and the Statutory Auditors' report, and voting in the context of Articles L. 3332-1 *et seq.* of the French Labour Code and Article L. 225-138-1 of the French Commercial Code, delegates its competence to the Board of Directors, under the conditions set forth by law, with the ability to sub-delegate, pursuant to the terms of Articles L. 225-129-2 and L. 225-129-6 of the French Commercial Code, for the purpose of increasing the share capital of the Company at its own discretion, in one or several transactions, by issuing shares or securities granting access to the share capital of the Company reserved for members of a company savings plan offered by Casino, Guichard-Perrachon and its related companies, within the meaning of Articles L. 225-180 of the French

Commercial Code and L. 3344-1 of the French Labour Code, and under the conditions set forth in Articles L. 3332-18 *et seq.* of the French Labour Code.

The total number of shares that may be issued under this authorisation shall not exceed 2% of the aggregate number of shares comprising the Post-Reduction Share Capital, plus, where applicable, any additional shares to be issued in order to protect the rights of beneficiaries in accordance with applicable legal and regulatory provisions. This ceiling is separate from the ceiling described in the 33rd resolution and shall not be deducted from the aggregate ceiling set in the 38th resolution.

The subscription price of the shares, set in accordance with the provisions of Article L. 3332-19 of the French Labour Code, shall not include a discount of more than 30%, or 40% if the plan's lock-up period is ten years or more, on the average of the market prices of the Company's share during the last 20 trading days preceding the date of the decision setting the opening day for subscriptions, and shall not exceed this average price. The Annual General Meeting expressly authorises the Board of Directors to decide, if appropriate, to reduce or cancel the aforementioned discount in order to take into account, in particular, any legal, regulatory and tax provisions that may apply under foreign law.

The Annual General Meeting further resolves that the Board of Directors may decide to make free allocation of shares or other securities granting access to shares of the Company. The total benefit resulting from the award, any employer matching contribution and the discount on the subscription price, shall not exceed the legal or regulatory limits.

The Annual General Meeting expressly decides to waive, in favour of the beneficiaries of any issues decided pursuant to this authorisation, the pre-emptive subscription right of shareholders to subscribe to the shares or other securities giving access to the share capital to be issued directly, as well as to any Company shares to be issued in the future on exercise of the securities issued pursuant to this authorisation. In the event of a free allocation of shares or securities with rights to shares, said shareholders also waive any rights to said shares or securities and to the portion of reserves, profits or share premiums that is capitalised.

The Annual General Meeting authorises the Board of Directors to sell shares bought back by the Company in accordance with the provisions of Articles L. 225-206 *et seq.* of the French Commercial Code, in one or several transactions and at its sole discretion, within the limit of 2% of the Company's share capital, to members of a company savings plan of the Company and the companies related to it, within the meaning of Article L. 233-16 of the French Commercial Code, under the conditions stipulated in Articles L. 3332-18 *et seq.* of the French Labour Code.

The Annual General Meeting authorises the Board of Directors, in accordance with and under the conditions set forth in Article L. 22-10-51 of the French Commercial Code, to issue, within the aforementioned limit, a number of shares that is greater than the number initially set, at the same price as that set for the initial issue.

The Annual General Meeting grants full powers to the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, to implement this authorisation and to carry out this or these issue(s) within the limits set above, on the dates, within the time frames and according to the terms and conditions it will set in accordance with the statutory and legal stipulations and, in particular, to:

- determine whether the issues may be carried out for the direct benefit of beneficiaries or through collective investment vehicles, and set the scope of the share capital increase reserved for members of a savings plan;
- set the amounts of the share capital increases, the issue terms and conditions, the characteristics of the shares and, if applicable, of the other equity securities, the dates and the duration of the subscription period, the terms and conditions and amount of time granted to subscribers to pay for their securities, the seniority conditions to be met by subscribers of new shares;
- at its sole discretion, after each capital increase, deduct the capital increase costs from the amount of the related premiums and deduct from the premiums the sums required to raise the legal reserve to one-tenth of the new share capital;
- acknowledge the amount of the share capital increases based on the number of shares effectively subscribed and amend the Articles of Association to reflect the direct or deferred share capital increases;
- generally, enter into any agreements, take any and all measures, and complete any and all formalities useful to the issue, the listing, and the servicing of securities issued under this authorisation.

The authorisation is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous delegation of its type granted by the Company's shareholder class, meeting as members of a class of affected parties on 11 January 2024, in the 14th resolution in the Appendix to the Accelerated Safeguard Plan.

Fortieth resolution – Authorisation granted to the Board of Directors to make free allocations of existing or newly issued shares of the Company to employees and/or executive corporate officers of the Company and its related companies; full waiver by shareholders of their pre-emptive subscription rights thereto

The Extraordinary General Meeting, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, in accordance with Articles L. 225-197-1 *et seq.*, L. 22-10-59 and L. 22-10-60 of the French Commercial Code:

- authorises the Board of Directors, in accordance with, and on the conditions set forth in Articles L. 225-197-1 to L. 225-197-5 of the French Commercial Code, with the ability to sub-delegate under the conditions set forth by law, to carry out free allocations of existing or newly issued shares of the Company, on one or more occasions, to executive corporate officers and employees of the Company or certain categories thereof, as well as to employees of companies or economic interest groupings affiliated with the Company on the terms and conditions provided in Article L. 225-197-2 of the French Commercial Code;

- resolves that the total number of shares that may be allocated under this authorisation may not exceed 1% of the Post-Reduction Share Capital, but without taking into account any adjustments that may be made to preserve the rights of beneficiaries in accordance with applicable laws, regulations and contractual provisions, it being specified that the maximum nominal amount of the capital increases that may be carried out under this authorisation is independent of any other authorisation granted by this Annual General Meeting or that may be in force during the period of validity of this authorisation and will not be deducted from any other overall ceiling for capital increases;
- resolves that the total number of free shares granted under this authorisation to the Company's executive corporate officers alone may not exceed 0.5% of the Post-Reduction Share Capital (subject to any adjustments mentioned in the preceding paragraph).

The Annual General Meeting authorises the Board of Directors to carry out, alternatively or cumulatively, within the limit set out in the foregoing paragraph: to make allocations of shares from repurchases made by the Company on the terms and conditions provided in Articles L. 225-208 and L. 225-209 of the French Commercial Code; and/or to make allocations of shares that are newly issued in connection with capital increases; in such a case, the Annual General Meeting hereby authorises the Board of Directors to increase the share capital by the maximum nominal amount corresponding to the number of shares granted and hereby takes due note that this authorisation automatically and *ipso jure* operates a waiver in favour of the beneficiaries of the free share grants by the existing shareholders of their pre-emptive right to subscribe for the new shares to be issued and of the portion of reserves, profits or share premiums that is capitalised if new shares are issued.

The Annual General Meeting decides that the shares will be definitively delivered to the beneficiaries thereof at the end of a vesting period, the term of which will be set by the Board of Directors, provided that such term shall not be less than one year, and the shares shall be held thereby for a term set by the Board of Directors, it being specified that the aggregate term of the vesting and lock-up periods shall not be less than two years. The Annual General Meeting, however, hereby authorises the Board of Directors not to impose a lock-up period for the shares involved to the extent that the vesting period for all or part of one or more grants is at least two years. The Board of Directors shall have the right to determine the vesting and lock-up periods pursuant to applicable law and regulations in the beneficiaries' country of residence. In addition, the Annual General Meeting authorises the Board of Directors to decide that, in the event that the beneficiary suffers a disability classifiable in the second or third category set forth in Article L. 341-4 of the French Social Security Code, or their respective equivalents in other countries, the shares may be ultimately delivered to him or her prior to the end of the vesting period.

The Annual General Meeting decides that the vesting of shares granted to employees and corporate officers may be made subject to one or several performance conditions that the Board of Directors shall set.

The Annual General Meeting grants full authority to the Board of Directors with the power to sub-delegate such authority on applicable legal and regulatory terms and conditions, to implement this authorisation, in particular for the purpose of, and within the limits hereinabove set forth:

- determining whether the shares awarded are to be newly issued or existing shares and, where necessary, changing its decision before the shares vest;
- drawing up the list of grantees, or the category or categories of grantees under the share grant plan amongst employees and executive corporate officers of the Company or of aforementioned related companies or groups, and the number of shares granted to each of them, to the exclusion of employees and corporate officers that hold more than 10% of the share capital or would hold more than 10% of the share capital as a result of the share grants;
- allocating rights to receive shares on one or more occasions and at the times it deems appropriate and providing for the temporary suspension of allocation rights;
- setting the terms and conditions and, where necessary, the criteria for granting the shares, such as, yet not limited to, service requirements concerning continued employment conditions for employees and corporate officers during the vesting period, and any other individual or collective financial or performance condition on which the vesting of the shares is contingent;
- determining, under the applicable statutory conditions and limits, the duration of the vesting period and, if applicable, the lock-up period;
- registering the free shares granted, as the case may be, in an account held in the name of the rights-holder, referencing the lock-up condition and its duration;
- lifting restrictions on the sale of the shares during the lock-up period in the event of redundancy or retirement, while complying with the minimum lock-up period required;
- recording, as the case may be, a locked-up reserve assigned to the rights of beneficiaries, corresponding to the aggregate par value of the shares that could potentially be issued through a capital increase, by withholding the necessary amounts from the reserves, profits or share premiums that can be freely used by the Company;
- recording the actual vesting dates and the dates from which the shares may be freely sold, taking into account any legal restrictions, and in particular setting for this purpose the retrospective or prospective cum rights date of the new shares issued in respect of the share grants;
- withholding, as the case may be, the necessary amounts from the locked-up reserve to cover the par value of the shares to be issued to beneficiaries;
- at its sole discretion and if it deems appropriate, deducting the expenses, duties and fees incurred in connection with the issues from the amount of the share premiums and deducting from the premiums the sums required to raise the legal reserve to one-tenth of the capital after each issuance;
- in the event of a share capital increase, amending the Articles of Association accordingly and carrying out any necessary formalities;

- making any adjustments, during the vesting period, to the number of free shares awarded as a result of transactions affecting the Company's capital or equity, in order to protect the rights of beneficiaries; in particular in the event of a change in the par value of the share, a capital increase by capitalising reserves, free share plans, the issue of new equity securities with pre-emptive subscription rights, a stock split or reverse stock split, or the distribution of reserves, share premiums or any other assets, amortisation of capital, modification of the distribution of profits through the creation of preferred shares or any other transaction affecting shareholders' equity, it is specified that any shares granted as a result of these adjustments will be considered to have been granted on the same date as the initially granted shares;
- more generally, signing all agreements, including with the beneficiaries of free share grants, drawing up all documents, recording the capital increases resulting from the actual share grants, amending the Articles of Association accordingly, completing all formalities and declarations with all relevant authorities.

In accordance with Articles L. 225-197-4 and L. 225-197-5 of the French Commercial Code, a special report will be made each year at the Ordinary General Meeting on transactions completed under this authorisation.

The authorisation is granted for 38 months as from the date of this Annual General Meeting and, where necessary, supersedes any unused portion of the previous delegation of its type and, in particular, the authorisation of its type granted under the terms of the 27th resolution of the Annual General Meeting of 10 May 2023.

Forty-first resolution – Authorisation granted to the Board of Directors for the purpose of reducing the share capital via the cancellation of treasury shares

The Extraordinary General Meeting, after reviewing the Board of Directors' report and the Statutory Auditors' report, authorises the Board of Directors, in accordance with the provisions of Article L. 22-10-62 of the French Commercial Code, to reduce the share capital, in one or several transactions, by cancelling shares bought back by the Company under an authorisation granted by the Ordinary General Meeting, within a limit per 24-month period of 10% of the share capital, as determined as of the cancellation date (i.e., as adjusted to take account of corporate actions carried out since this resolution took effect).

The Annual General Meeting grants all powers to the Board of Directors, with the ability to sub-delegate under the conditions set forth by law, for the purpose of completing this or these share capital reductions within the limits set above and, in particular, to acknowledge the completion of each reduction and deduct the difference between the purchase price of the shares and their par value from the reserve or the premium account of its choice, amend the Articles of Association accordingly, and complete any and all formalities.

The authorisation is granted for 26 months as from the date of this Annual General Meeting and supersedes any unused portion of the previous authorisation of its type granted under the terms of the 15th resolution of the Annual General Meeting of 10 May 2022.

Forty-second resolution – Powers for formalities

The Annual General Meeting grants full powers to the bearers of an original, excerpt or copy of the minutes of this General Meeting to complete all filings, publications and formalities prescribed by law.

A. Shareholder requests to include items or proposed resolutions on the Agenda

Requests made by shareholders to include items or proposed resolutions on the Agenda fulfilling the conditions set out in Article R. 225-71 of the French Commercial Code (*Code de commerce*) must reach the Company no later than 25 calendar days prior to the General Meeting, i.e., by midnight CEST on Friday 17 May 2024, and may not be sent more than 20 calendar days after the publication date of the Notice of Meeting, in accordance with Articles R. 225-73 and R. 22-10-22 of the French Commercial Code. Such requests should be sent by email to actionnaires@groupe-casino.fr, or by registered letter with acknowledgement of receipt addressed to the Chairman of the Board of Directors of Casino, Guichard-Perrachon – Direction Juridique Droit des Sociétés – 1, cours Antoine Guichard – 42000 Saint-Étienne, France. They must be accompanied by a certificate attesting to the possession or representation of the required share capital in either registered share accounts or bearer share accounts at the date of the request.

Requests to include items on the agenda must be explained (Article R. 225-71, paragraph 7 of the French Commercial Code). Requests to table draft resolutions must be accompanied by the text of the proposed draft resolutions, which may be supported by a brief explanatory statement (Article R. 225-71, paragraph 8 of the French Commercial Code).

Review of the item or resolution will be subject to transmission by the requester of a new certificate proving registration of the shares in the same accounts as at 0:00 am CEST on the second business day prior to the General Meeting, i.e., at 0:00 am CEST on Friday 7 June 2024.

B. Written questions

In accordance with Article R. 225-84 of the French Commercial Code, all shareholders have the right to submit written questions to the Company's Board of Directors prior to the General Meeting.

Questions, along with a certificate attesting to the existence of shares in either registered share accounts or bearer share accounts, must be sent no later than the fourth business day prior to the General Meeting, i.e., by midnight CEST on Wednesday 5 June 2024, by email to actionnaires@groupe-casino.fr, or by registered letter with acknowledgement of

receipt addressed to the Chairman of the Board of Directors of Casino, Guichard-Perrachon – Direction Juridique Droit des Sociétés – 1, cours Antoine Guichard – 42000 Saint-Étienne, France.

In accordance with the applicable law, a single answer may be given to questions that cover the same subject matter or content. Answers to written questions shall be deemed to have been given when posted on the Company's website www.groupe-casino.fr/en in a questions and answers section.

C. Procedures prior to participating in the General Meeting

In accordance with the provisions of Article R. 22-10-28 of the French Commercial Code, the right to participate in the Annual General Meeting is subject to the registration of the shares in the name of the shareholder or the intermediary registered on the shareholder's behalf pursuant to Article L. 228-1 paragraph 7 of the French Commercial Code, by the second business day prior to the General Meeting, i.e. no later than 0:00 am CEST on Friday 7 June 2024:

- either in the registered share accounts held for the Company by Uptevia,
- or in the bearer share accounts held by an intermediary mentioned in Article L. 211-3 of the French Monetary and Financial Code, which delivers a certificate of share ownership (*attestation de participation*) in this respect (by electronic means where applicable).

Any shareholder, regardless of the number of shares held, may request an admission card to attend the Meeting in person, vote on resolutions remotely, give a proxy to the Chairman of the Meeting or give a proxy to a third party (a spouse or any other named individual or a legal entity, whether or not a shareholder). The shareholder's instructions must be transmitted before the Meeting (Article R. 225-77 of the French Commercial Code). Proxies not given within the prescribed time limits will not be accepted on the day of the Meeting.

Pursuant to Article R. 22-10-28 paragraph 2 of the French Commercial Code, a certificate of share ownership will be issued to bearer shareholders wishing to participate in the Meeting in person who have not received their admission card by 0:00 am CEST on Friday 7 June 2024. Admission card requests should be made as soon as possible to ensure that you receive your card in good time.

In accordance with Article R. 22-10-28, III of the French Commercial Code, a shareholder who has already requested an admission card, voted on resolutions remotely or given a proxy may not select another method of participating in the Meeting.

Any proxy may be revoked in the same way as required for appointing a proxy.

In accordance with Article R. 22-10-28, IV of the French Commercial Code, a shareholder who has already requested an admission card, voted on resolutions remotely or given a proxy may sell all or some of their shares at any time. However, if the transaction is completed before 0:00 am CEST on Friday 7 June 2024, the Company will void or amend, as the case may be, the admission card, the certificate of share ownership, the vote cast remotely or the proxy. For this purpose, the intermediary mentioned in Article L. 211-3 of the French Monetary and Financial Code will notify the sale to the Company or its agent and forward the necessary information to it. If the transfer of ownership is completed after 0:00 am CEST on Friday 7 June 2024, regardless of the method used, it shall not be notified by the intermediary mentioned in Article L. 211-3 of the French Monetary and Financial Code nor taken into consideration by the Company, notwithstanding any agreement to the contrary.

D. Procedures for participating in the General Meeting

I. Online

In order to be taken into account, all instructions must be given via the Votaccess platform, which will be open from Friday 24 May 2024 **until Monday 10 June 2024, 3:00 p.m. CEST** (*the day before the Meeting*).

Shareholders are advised not to wait until this final deadline to submit their instructions. This will help to avoid excess traffic on the Votaccess platform and make allowance for any time that may be required to receive login passwords.

Registered shareholders must first log in to Planetshares: <https://planetshares.uptevia.pro/fr>

- Shareholders with direct registered shares are to connect with the login details and password which they already use to access their registered securities account.
- Shareholders with administered registered shares are to use the login details indicated on the top right of the postal or proxy voting form sent with the Notice of Meeting brochure.

Once on the Planetshares webpage, shareholders can click on "**Take part in the vote**" to access the Votaccess platform, where they can request an admission card, vote on the resolutions, give a proxy to the Chairman of the Meeting or give or revoke a third-party proxy.

In addition to the assistance available on the Planetshares webpage, there is also a dedicated helpline: +33 (0)1 40 14 31 00 (*standard rate charges*), open Monday through Friday from 8:45 am to 6:00 pm.

Shareholders with bearer shares whose account-keeping institutions have subscribed to the Votaccess platform and offer their clients the service for this General Meeting first need to log in to the web portal of their account-keeping institution by entering the access codes that they already use to view their account. They can then access the Votaccess platform where they can request an admission card, vote on the resolutions, give a proxy to the Chairman of the Meeting or give or revoke a third-party proxy.

For those bearer shareholders whose account-keeping institution has not subscribed to Votaccess, requests to give or revoke a proxy can nevertheless be submitted by email (*Article R. 22-10-24 of the French Commercial Code*). The financial intermediary is required to send an email to **paris_france_CTS_mandats@uptevia.pro.fr** with the following information no later than 3:00 pm CEST on Monday 10 June 2024: the name of the Company (*Casino, Guichard-Perrachon*); the date of the General Meeting (*11 June 2024*); the shareholder's first name, last name, address and securities account details; the first name, last name and address of the proxy; and the certificate of share ownership.

Only notices of appointments or revocations of proxies may be sent to the aforementioned email address. Any other request or notification concerning any other matter will not be taken into account or processed.

In application of the above, proxies not given within the aforementioned time frame will not be accepted on the day of the Meeting.

II. By post, using the paper form

To be taken into account, all instructions must be given on the postal or proxy voting form, which must reach **Uptevia**
– Assemblées générales – 90-110, esplanade du Général de Gaulle – 92931 Paris La Défense Cedex, France,
no later than midnight CEST on Friday 7 June 2024.

Shareholders with registered shares (in direct or administered form) can indicate their choice by filling in the appropriate box on the postal or proxy voting form sent with the Notice of Meeting brochure. The completed, dated and signed form must be sent using the return envelope.

Shareholders with bearer shares can indicate their choice by filling in the appropriate box on the postal or proxy voting form. The duly completed, dated and signed form must be transmitted to the account-keeping institution so that it can send the form, together with the certificate of share ownership it has issued, to Uptevia.

The postal or proxy voting form is available:

- on the Company's website www.groupe-casino.fr/en, in the *Investors/Shareholders/Shareholders' meeting* section;
- from the financial intermediary that manages the securities account;
- or on request by letter addressed to Uptevia – Assemblées générales – 90-110, Esplanade du Général de Gaulle – 92931 Paris La Défense Cedex, France and received no later than six calendar days before the date of the Meeting, i.e., no later than midnight CEST on Wednesday 5 June 2024.

In application of the above, proxies not given within the aforementioned time frame will not be accepted on the day of the Meeting.

Note that for any proxy forms that are returned without the name of the proxy, the Chairman of the Meeting will vote in favour of any resolutions presented or approved by the Board of Directors and against all other resolutions (*Article L. 225-106 III, paragraph 5 of the French Commercial Code*). Voting forms that are returned dated and signed but without any specific indications are automatically treated as proxies given to the Chairman of the Meeting.

E. Provisions on securities lending

In accordance with Article L. 22-10-48 of the French Commercial Code, any person holding, either alone or with other persons, as a result of one or more temporary sale transactions concerning the Company's shares or of any transaction entitling or obliging that person to resell or return shares to the seller, a number of shares representing more than 0.5% of the voting rights must disclose to the Company (**actionnaires@groupe-casino.fr**) and to France's securities regulator (*Autorité des marchés financiers* – AMF) (**declarationpretsemprunts@amf-france.org**) the total number of shares held on a temporary basis no later than the second business day preceding the Meeting, i.e., by 0:00 am CEST on Friday 7 June 2024, if the contract providing for such transaction is still in force at that date.

In addition to the number of shares purchased under such a transaction, the disclosure must contain the name of the seller, the date and term of the contract pertaining to the transaction and, as applicable, any voting instructions agreed upon.

The Company will publish this information under the conditions and according to the terms provided by the AMF's General Regulations.

In accordance with Article L. 22-10-48 of the French Commercial Code, if no disclosure is made to the Company and the AMF under the abovementioned conditions, the shares purchased under such a transaction will be stripped of their voting rights for the Meeting in question and for any further Meetings held until the shares have been resold or returned.

F. Shareholders' right to information

All documents referred to in Articles R. 225-89 *et seq.* of the French Commercial Code will be kept and made available to shareholders at the Company's registered office from the date of publication of the Notice of Meeting, at least 15 days before the General Meeting.

In addition, all of the information and documents relating to the General Meeting set out in Article R. 22-10-23 of the French Commercial Code will be available on the Company's website www.groupe-casino.fr/en, in the *Investors/Shareholders/Shareholders' meeting* section, no later than 21 calendar days prior to the General Meeting, i.e., by Tuesday 21 May 2024.

It is also possible to receive these documents by email or post, under the provisions of Article R. 225-88 of the French Commercial Code, by completing and returning to Uptevia the form for requesting documents and information downloadable from the Company's website in the aforementioned section, and also available in the Notice of Meeting brochure.

The Board of Directors