

APPENDIX 2 - Management Report on financial statements for the year ended December 31, 2023

Management Report of the Board of Directors of March 20, 2024 to the Annual General Meeting scheduled on May 29, 2024 of Legrand SA (the “Company”)

1. Situation and business

1.1 Situation of the Company during the past financial year, business and results of the Company, each subsidiaries and the companies it controls, by business segment

Net sales amounted to €75.5 million as of December 31, 2023, compared with €30.5 million as of December 31, 2022. It represents services provided within the Group.

Other operating income amounted to €2.1 million as of December 31, 2023, compared with €1.2 million as of December 31, 2022.

Operating expenses amounted to €101.0 million as of December 31, 2023, compared with €24.7 million as of December 31, 2022.

As of December 31, 2023, operating loss was €23.4 million, compared with operating profit of €7.0 million as of December 31, 2022.

Financial results for financial year 2023 amounts to €794.6 million, compared with €482.4 million as of December 31, 2022. This change is mainly the result of an increase in dividends received.

Non-recurring items resulted in a loss of €5.2 million on a net basis as of December 31, 2023, compared with a loss of €7.2 million as of December 31, 2022.

Tax income amounted to €35.7 million as of December 31, 2023, representing the net amount of the tax savings generated by the tax consolidation group, compared with €23.1 million as of December 31, 2022.

Net income amounted to €801.5 million as of December 31, 2023, compared with €505.0 million as of December 31, 2022.

1.2 Analysis of changes in the business, results and financial position of the Company and the Group

Information on the Company's and Group's business is presented in chapter 5 of this Universal Registration Document.

The Company's debt position is summarized in the table below. The Company's external debt is higher in 2023 than in 2022.

<i>(in millions of euros)</i>	December 31, 2023	December 31, 2022
EXTERNAL DEBT		
Debt		
Bonds	4,000.0	3,700.0
Bank borrowings	0.0	0.0
Credit Facility	0.0	0.0
TOTAL EXTERNAL DEBT	4,000.0	3,700.0
Accrued interest	29.2	15.1
Interest expense		
Bonds	48.1	38.0
Bank borrowings	0.0	0.0
Credit Facility	0.0	0.0
TOTAL INTEREST EXPENSE ON EXTERNAL DEBT	48.1	38.0
%	1.2%	1.0%
INTRA-GROUP DEBT		
Debt		
Advance fromt Legrand France SA	0.0	0.0
Interest expense		
Advance fromt Legrand France SA	0.0	0.0
%		
TOTAL DEBT	4,029.2	3,715.1
Equity	2,320.6	2,263.0
DEBT-TO-EQUITY RATIO	174%	164%

1.3 Appropriation of earnings and determination of dividend

We propose that the Company's earnings of €801,740,732.21 in respect of the financial year ended December 31, 2023 to be appropriated as follows:

- the legal reserve is more than 10% higher than the share capital and that no allocation to the legal reserve is therefore required;
- the legal reserve would be reduced by €1,114,581.60. This amount would be allocated to the "Other reserves";
- the "Unavailable reserves for treasury shares" would be reduced to €6,973,888.68. The amount of the reduction, i.e. €4,752,845.28, would be allocated to "Other reserves";
- after having noted that the "Retained earnings" amounts to €123,562,478.51, it is noted that the amount of distributable income would amount €930,900,637.60;
- the Board of Directors proposes (i) to pay to shareholders as a dividend €2.09 per share, and (ii) to allocate the balance of distributable profit to the item "Retained earnings".

On the basis of the number of shares making up the share capital at December 31, 2023 and after deduction of treasury shares held at that date, the appropriation of distributable income would be as follows: (i) €547,930,731.26 to dividends and (ii) €382,969,906.34 to "Retained earnings".

In this respect, it is also specified that following the capital reduction of February 14, 2024, the Company's share capital comprises 262,245,733 shares.

In the event of a variation in the number of shares entitling holders to a dividend at the dividend payment date, by comparison with the number of shares making up the share capital at December 31, 2023, and minus the number of treasury shares held at December 31, 2023, the total amount of dividends will be adjusted accordingly.

No dividends would be due on any shares held by the Company itself or canceled before the payment date.

As regards the tax treatment of the dividend, the dividend paid to individual shareholders residing in France is subject to flat-rate income tax of 12.8% in accordance with Article 200 A, 1 of the French General Tax Code. However, upon express, irrevocable overall election by the shareholder, the dividend may be taxed at the sliding-scale income tax rate and eligible for the 40% tax relief provided for in 2° of 3 of Article 158 of the French General Tax Code, applicable under certain conditions. The dividend is subject to a withholding tax deducted at source (other than exceptions), as provided for in Article 117 *quater* of the French General Tax Code, which is then set off against income tax due on income received in 2023. In any event, the dividend will also be subject to social security levies totaling 17.2%.

The tax-related items of information presented here are those applicable at the time of drafting this report. As a general rule, shareholders are invited to consult their usual advisers as to applicable taxation arrangements.

1.4 Internal control and risk management procedures relating to the preparation and processing of financial and accounting information

Main characteristics of internal control and risk management procedures implemented by the Company on financial information are described in chapter 3 of this Universal Registration Document.

1.5 Description of the main risks and uncertainties faced by the Company

Risks and related Group policies are presented in chapter 3 of this Universal Registration Document.

1.6 The Company's objectives and policy concerning hedging in each main category of transactions for which hedge accounting is used, and about its exposure to price, credit, liquidity and treasury risks

All of this information is presented in chapter 8 of this Universal Registration Document.

Management of these risks is described in note 5.1.2 to the consolidated financial statements, which appear in chapter 8 of this Universal Registration Document.

1.7 Description and management of financial risks linked to the effects of climate change

Information on financial risks related to climate change effects and the presentation of measures taken by the Company to mitigate those risks by implementing a low-carbon strategy in all its business components are provided in chapter 4 of this Universal Registration Document and in note 5.2 to the consolidated financial statements in chapter 8 of this Universal Registration Document.

1.8 Significant events between the reporting date and the date of preparation of the Management Report

None.

1.9 Forecast changes in the Company's position

All of this information is presented in chapter 2 of this Universal Registration Document.

Readers are invited to refer to chapter 5.13 of this Universal Registration Document for more information about the Group's outlook.

1.10 Existing branches

None.

1.11 Research and Development activities

None.

1.12 Due dates of accounts payable and customer receivables

In accordance with Article L. 441-14 of the French Commercial Code, the table below presents the balance of invoices received but not paid at the end of the financial year:

Days overdue relative to invoice due date (in thousands of euros)	0 day	1 day or more	Total (1 day or more)
Total invoices exc. VAT at December 31, 2023	71,932	0	0
% of total ex-VAT purchases in 2023	87.2%	0%	0%
Total invoices incl. VAT at December 31, 2022	1,099	0	0
% of total ex-VAT purchases in 2022	18.1%	0%	0%

The increase in debt is due to the increase in debt owed to Group subsidiaries, in particular as a result of the invoicing of services provided by Legrand France and Legrand SNC to Legrand SA in December 2023. These debts will be cleared post-closing in 2024.

In accordance with Article L. 441-14 of the French Commercial Code, the table below presents the balance of invoices raised but not paid at the end of the financial year:

Days overdue relative to invoice due date (in thousands of euros)	0 day	1 day or more	Total (1 day or more)
Total invoices exc. VAT at December 31, 2023	60,055	0	0
% of (ex-VAT revenue + re-invoicing of LTI) of 2023 financial year	52.9%	0%	0%
Total invoices incl. VAT at December 31, 2022	9,774	0	0
% of ex-VAT revenue in 2022	32.0%	0%	0%

The increase in customer receivables is due to the increase in receivables from Group subsidiaries, in particular as a result of the invoicing of management services and free shares in December 2023. These receivables will be cleared post-closing in 2024.

1.13 Significant shareholdings or controlling interests acquired during the financial year in companies whose registered office is in France

None.

2. Information relating to the Company's corporate social and environmental responsibility

Duty of care plan

The duty of care plan and the report on its implementation are presented in chapter 4 of this Universal Registration Document.

3. Corporate governance

In accordance with paragraph 6 of Article L. 225-37 of the French Commercial Code, this section of the Management Report presents the information required in respect of the report on corporate governance.

3.1 Appointments and positions by each company officer in any company during the financial year (also including information on each company officer's nationality, age and main role)

This information is given in section 6.1.1.1 of this Universal Registration Document.

3.2 Start and end dates of each director's term of office

This information is given in section 6.1.1.1 of this Universal Registration Document.

3.3 Agreements entered into (directly or through an intermediary) between (i) a director, company officer or shareholder holding more than 10% of voting rights and (ii) a Company subsidiary (excluding standard agreements)

No member of the Company's Board of Directors or company officer is engaged in any business relationships with any Company subsidiary.

No Company shareholder holds more than 10% of its voting rights.

3.4 Report on work of the Board of Directors and its committees

This information is provided in sections 6.1.1.3 and 6.1.3.3 of this Universal Registration Document.

3.5 Membership of the Board of Directors and its committees

This information is provided in sections 6.1.1.1 and 6.1.3.1 of this Universal Registration Document.

3.6 Procedure for the selection of directors and report on its application

This information is provided in section 6.1.1.1 of this Universal Registration Document.

3.7 Preparation and organization of the work of the Board of Directors and its committees

This information is provided in sections 6.1.1.2, 6.1.1.3, 6.1.3.2 and 6.1.3.3 of this Universal Registration Document.

3.8 Number of meetings of the Board of Directors and of its committees, and director attendance rates

This information is provided in sections 6.1.1.3 and 6.1.3.3 of this Universal Registration Document.

3.9 Evaluation of the Board of Directors

This information is provided in section 6.1.1.2 of this Universal Registration Document.

3.10 Independence of directors

This information is provided in section 6.1.1.1 of this Universal Registration Document.

3.11 Description of the diversity policy applicable to members of the Board of Directors and the Company's Executive Committee

This information is provided in sections 6.1.1.1, 6.1.3.1 and 6.1.4.5 of this Universal Registration Document.

3.12 Limits that the Board of Directors imposes on the powers of the Chief Executive Officer

This information is provided in section 6.1.4 of this Universal Registration Document.

3.13 Procedure for assessing agreements relating to ordinary transactions and formed on an arm's-length basis

Information relating to the procedure on the qualification of agreements mentioned in Article L. 22-10-12 of the French Commercial Code is provided in the section on the "Internal charter" in section 6.1.1.2 of this Universal Registration Document.

3.14 Reference to a Code of Corporate Governance

The Company refers to the principles of corporate governance for listed companies set out in the Afep-Medef Code of Corporate Governance, which can be consulted on Medef's website at: www.medef.com. The Company considers that its practices comply with all recommendations of that Code.

3.15 Formalities regarding shareholders' participation in General Meetings

Conditions for participation in the Company's General Meetings are outlined in article 12 ("General Meetings") of the Company's Articles of Association (available on the www.legrandgroup.com/en website) and in section 9.3.5 of this Universal Registration Document.

3.16 Summary of extant authorization granted by shareholders to the Board of Directors to increase the share capital and use made of such authorization during the year

This information is provided in section 9.2.1.1 of this Universal Registration Document.

3.17 Factors that may be relevant in the event of a takeover bid

Ownership structure	Legrand's ownership structure is presented in section 7.1.1 of this Universal Registration Document.	
Restrictions contained in the Articles of Association on the exercise of voting rights and on transfers of shares or clauses in agreements disclosed to the Company pursuant to article L. 233-11 of the French Commercial Code	None.	
Direct and indirect interests in the Company's capital of which the Company is aware in accordance with articles L. 233-7 and L. 233-12 of the French Commercial Code	Changes in the ownership of Legrand Securities during 2022 are presented in section 7.1.1.2 of this Universal Registration Document.	
Owners of any securities conferring special rights of control and description of those securities	None.	01
Control procedures provided for in any employee share-ownership plan where employees do not exercise rights of control themselves	In accordance with the regulations of the "Actions Legrand" company mutual fund, the voting rights attached to the Company's shares are exercised by the fund's Supervisory Board.	02
Shareholders' agreements of which the Company is aware and that may entail restrictions on the transfer of shares and on the exercise of voting rights	None.	
Appointment and replacement of members of the Board of Directors and amendment of the Company's Articles of Association	<p>In accordance with its Articles of Association, the Company is managed by a Board of Directors made up of a minimum of three members and a maximum of eighteen members, except as provided by law in the event of a merger.</p> <p>Except as provided by law, each Director must hold (in registered form) at least 500 shares of the Company throughout his/her term as Director.</p> <p>In the course of his/her term of office, the internal rules of the Board of Directors recommend that each director gradually acquire a number of shares equivalent to one full year of his/her share of directors' fees. For calculation purposes it is assumed that the director takes part, over one financial year, in all meetings of the Board and the committee(s) to which he/she belongs, and the unit value of Legrand Securities is equal to the average of Legrand share price over the previous financial year.</p> <p>Directors have a three-year term of office It expires at the end of the Ordinary General Meeting of Shareholders convened to consider the financial statements for the previous financial year and held in the year in which their term of office expires. Directors may be reappointed for consecutive terms.</p> <p>When statutory conditions are met, the Board of Directors may appoint members to the Board on a temporary basis for the remaining term of office of their predecessor. By law, temporary appointments shall be subject to ratification by the next Ordinary General Meeting of Shareholders.</p> <p>No individual one over the age of 70 may be appointed as a member of the Board of Directors if such appointment means that more than a third of Board members will be over that age. If, during their term of office, members of the Board of Directors over the age of 70 make up more than one third of the Board, the oldest member of the Board of Directors will be deemed to have resigned at the end of the Ordinary General Meeting of Shareholders convened to consider the financial statements for the previous financial year and held during the year in which the age limit is reached.</p> <p>Where the Company's Articles of Association do not specifically provide otherwise, their amendment shall be subject to the applicable statutory provisions.</p> <p>When the legal conditions are met, the Board of Directors may appoint provisional members of the Board for the remaining term of office of their predecessor. As provided by law, provisional appointments are subject to ratification at the first shareholders' meeting after the appointment is made.</p> <p>No individual over the age of 70 may be appointed to the Board of Directors if his/her appointment results in more than one-third of members of the Board of Directors having exceeded such age. If, during their term of office, the number of members of the Board of Directors over the age of 70 exceeds one-third of their total number, the oldest member will be deemed to have resigned at the</p>	03 04 05 06 07 08 09 T A

Powers of the Board of Directors, in particular concerning shares' issuance and repurchase	<p>end of the Ordinary General Meeting of shareholders called to consider the accounts for the previous financial year and held during the year in which the age limit is reached.</p> <p>Where the Company's Articles of Association do not specifically provide otherwise, amendments to the articles are subject to the provisions of applicable law.</p>
Agreements entered into by the Company that would be amended or would lapse in the event of a change of control of the Company, except (unless disclosure is required by law) where disclosure would seriously harm its interests	<p>This information is presented in sections 9.2.1.1 and 9.2.2.1 of this Universal Registration Document.</p> <p>The Company can only repurchase its own shares outside periods of public offerings involving the Company's shares.</p> <p>The following agreements may be amended or may lapse if control of the Company changes:</p> <ul style="list-style-type: none"> ■ agreement for the issuance of bonds on the US market by the Legrand France subsidiary in an amount of \$291.3 million, in the event of a change in control due to a hostile takeover; ■ the loan contract in an amount of €900 million entered into with financial institutions on October 20, 2011 and amended on July 25, 2014, on December 20, 2019 and on September 20, 2022; ■ the bond issue completed on December 9, 2015 in a total nominal amount of €300 million; ■ the bond issue completed on June 29, 2017 in a total nominal amount of €1 billion; ■ the bond issue completed on March 6, 2018 in a total nominal amount of €400 million; ■ the bond issue completed on June 17, 2019 in a total nominal amount of €400 million; ■ the bond issue completed on May 12, 2020 in a total nominal amount of €600 million; ■ the bond issue completed on October 6, 2021 in a total nominal amount of €600 million; ■ the bond issue completed on May 23, 2023 in a total nominal amount of €700 million.
Agreements providing for payment of compensation to employees or members of the Board of Directors in the event of resignation, dismissal without real and serious cause, or termination of employment due to a takeover bid	None with respect to the company officers and members of the Board of Directors.

3.18 Description of the compensation policy for company officers

In accordance with article L. 22-10-8 of the French Commercial Code, information required under article R. 22-10-14 of the French Commercial Code is presented in section 6.2.2 of this Universal Registration Document.

3.19 Total compensation and benefits of any kind paid or awarded to each company officer during the financial year

In accordance with article L. 22-10-9 of the French Commercial Code, this information is presented in section 6.2.3 of this Universal Registration Document.

3.20 Presentation of the compensation of company officers compared with the mean compensation on a full-time-equivalent basis of the Company's employees and the change in that ratio over the last five financial years

This information is presented in section 6.2.3.3 of this Universal Registration Document.

3.21 Presentation of the compensation of company officers compared with the median compensation on a full-time-equivalent basis of the company's employees and the change in that ratio over the last five financial years

This information is presented in section 6.2.3.3 of this Universal Registration Document.

3.22 Any kinds of commitment made by the Company to its company officers concerning compensation, allowances or benefits payable or likely to be payable as a result of, or subsequent to, taking up, changing or leaving their offices

This information is mentioned in the "D- Other elements of the compensation policy" part of section 6.2.2.2, and section 6.2.3.2 of this Universal Registration Document.

3.23 Lock-in requirements for stock options and bonus shares awarded to executives

This information is provided in chapter 7 and section 6.2.2.2 of this Universal Registration Document.

4. Ownership structure and capital

4.1 Ownership structure and changes during the financial year

The shareholding structure of the Company and information about the crossing of thresholds and treasury shares is presented in section 7.1 of this Universal Registration

Document. For more information on shareholders and share ownership thresholds, please consult sections 7.1.1.2 to 7.1.4 of this Universal Registration Document.

4.2 Amount of dividends distributed with respect to the past three years, amount of income eligible for the 40% allowance and amount non-eligible for that allowance

In accordance with the provisions of Article 243 bis of the French General Tax Code, we inform you of the dividends paid over the past three years.

Dividends distributed in respect of the 2020, 2021 and 2022 financial years were as follows:

Financial year	Number of shares entitled to dividends	Earnings distributed per share		
		Dividend per share	Eligible for the 40% income tax allowance provided for in Article 158(3)(2) of the French General Tax Code	Not eligible for the 40% income tax allowance provided for in Article 158(3)(2) of the French General Tax Code
2020	266,157,780 shares with a par value of €4 each	€1.42	€1.42	€0.00
2021	266,267,686 shares with a par value of €4 each	€1.65	€1.65	€0.00
2022	265,260,992 shares with a par value of €4 each	€1.90	€1.90	€0.00

4.3 Information on acquisitions and disposals by the Company of its own shares

The Company appointed a financial institution to implement a liquidity agreement for its shares on the Euronext™ Paris market. This agreement is compliant with the AMF decision on June 22, 2021 on the renewal of liquidity agreements relating to equities securities as an accepted market practice.

During the 2023 financial year, the Company purchased a total of 1,659,052 shares at a total cost of €143,180,955 and sold 1,743,476 shares for a total of €150,288,141 under the liquidity agreement.

With respect to the liquidity agreement, the average purchase price was €86.30 per share and the average sale price was €86.20 per share. There were no trading costs associated with these transactions.

At December 31, 2023, the balance on the liquidity agreement stood at 26,806 shares.

Outside the scope of the liquidity contract, the Company repurchased 5,087,013 shares during the 2023 financial year, for a value of €445,110,456 at an average purchase price of €87.50, including 515,000 shares for allocation to employees, and 4,572,013 shares for cancellation. 2,786,454 shares were cancelled in 2023. Trading costs amounted to €1,337,389.

The Company transferred 502,172 shares to employees under performance share plans.

At December 31, 2023, the Company held 1,863,478 shares with a nominal value of €4 each, *i.e.* a total of €7,453,912 representing 0.7% of its share capital. Valued at cost at the time of purchase, these shares amounted to €166,973,825.

Aside from the liquidity agreement, the Company held 51,113 shares at December 31, 2023, with a total purchase cost of €4,435,956 and nominal value of €204,452.

4.4 Transactions in securities by company officers and similar persons

Transactions reported by the company officers, key executives and similar persons to the French Financial Markets Authority from March 15, 2023 until March 20, 2024 year were as follows:

Person reporting	Type of transaction	Description of the financial instrument	Count of transactions	Total amount of transactions (in euros)
Antoine Burel	Sale	Shares	1	303,536.79
Antoine Burel	Sale	Shares	1	94,631.20
Angeles Garcia-Poveda	Acquisition	Shares	1	25,800
Olivier Bazil	Direct line donation of full ownership	Shares	2	0
Olivier Bazil	Direct line donation of bare ownership	Shares	5	0
Marine Bazil	Direct line donation of full ownership	Shares	2	0
Marine Bazil	Direct line donation of bare ownership	Shares	5	0
Clare Scherrer	Acquisition	Shares	1	89,499.40
Patrick Koller	Acquisition	Shares	1	88,780
Franck Lemery	Sale	Shares	1	413,094.60
Jean-Marc Chéry	Acquisition	Shares	1	23,001.93
Antoine Burel	Sale	Shares	1	982,145.59
Valerie Chort	Acquisition	Shares	1	48,960

4.5 Information on adjustments to conversion terms or terms relating to the subscription or exercise of securities giving access to the capital

None.

4.6 Information on adjustments to the number and/or price of shares corresponding to stock options and performance shares

Information on the Company's stock option plans and performance share plans is presented in sections 7.2 and 7.3 of this Universal Registration Document.

In accordance with Articles L. 225-184 and L. 225-197-4 of the French Commercial Code, special reports on this subject will be presented to the General Meeting on May 29, 2024.

4.7 Statement of employee share ownership at year-end and portion of the share capital represented by shares held by employees under the employee share ownership program and by current and former employees through a company mutual fund

The total number of shares held by employees and similar persons is 8,478,727, representing 3.21% of the share capital, including 748,684 shares held in the "Actions Legrand" investment fund, a sub-fund of the Group's employee share ownership plan. These shares represented 0.28% of the Company's share capital.

At December 31, 2023, Group employees held a total of 2,582,284 shares within the meaning of article L. 225-102 of the French Commercial Code, representing 0.98% of the Company's share capital and voting rights.

4.8 Names, business and results of controlled companies and percentage of the share capital held

For subsidiaries and equity interests, an organizational chart and a presentation of their business and results are provided in sections 9.1.7 and 9.1.8 of this Universal Registration

Document, and in note 10.6 to the parent company financial statements.

4.9 Share disposals to regularize cross-shareholdings

None.

5. Other legal, financial and tax information concerning the Company

5.1 Expenditures on luxuries

None.

5.2 Add-backs of excessive general expenditure or general expenditure that does not feature in the special statement

Non-deductible expenses for financial year 2023, excluding items carried over from prior years, came to €77,445, including €10,777 related to the tax on company's vehicles

(*Taxe sur les Véhicules de Tourisme et Société*) and €66,668 related to vehicle lease payments and depreciation, with the corresponding tax in an amount of €20,004.

5.3 Table of the Company's results over the past five years

In accordance with Article R. 225-102 of the French Commercial Code, we inform you of the Company's earnings over the past five years. For the sake of clarity, this information is presented in the table below:

(in thousands of euros except for numbers of shares, earnings per share and numbers of employees)

	2019	2020	2021	2022	2023
Capital at end of year					
Share capital	1,069,105	1,069,791	1,069,791	1,067,271	1,056,125
Number of ordinary shares	267,276,128	267,447,746	267,447,746	266,817,746	264,031,292
Total number of shares in issue	267,276,128	267,447,746	267,447,746	266,817,746	264,031,292
of which shares held in treasury*	313,406	125,407	678,176	149,515	1,863,478
Comprehensive income from operations					
Ex-VAT revenue	24,725	21,970	35,768	30,539	75,472
Income before tax, employee profit-sharing, depreciation, amortization and provisions	417,336	414,896	419,869	480,553	764,854
Income tax benefit/(expense)	13,944	15,707	15,540	23,049	35,744
Employee profit-sharing	(109)	(99)	(290)	(318)	(286)
Income after tax, employee profit-sharing, depreciation, amortization and provisions	431,363	427,487	430,135	504,957	801,471
Dividends paid	357,063	357,419	377,944	439,342	503,996
Income from operations per share (in euros)					
Income after tax and employee profit-sharing, but before depreciation, amortization and provisions	1.61	1.61	1.63	1.89	3.05
Income after tax, employee profit-sharing, depreciation, amortization and provisions	1.61	1.60	1.61	1.89	3.04
Dividend paid per ordinary share	1.34	1.34	1.42	1.65	1.90
Employee data					
Average number of employees	43	44	45	44	52
Total payroll	7,109	5,884	8,256	8,037	9,299
Total benefits (social security, other social benefits, etc.)	2,703	3,632	4,950	4,569	4,403

* Treasury shares do not carry any dividend entitlement or voting rights.

5.4 Loans referred to in Article L. 511-6(3bis) of the French Monetary and Financial Code (i.e. loans of less than three years granted by the Company to very small, small and medium-sized businesses with which it has economic links that justify such loans)

None.

5.5 Collateral, sureties and guarantees given and other security provided

At its meeting on February 8, 2023, the Board of Directors, acting in accordance with Article R. 225-28 of the French Commercial Code, authorized the Chief Executive Officer to grant collateral, sureties and other guarantees in the name of and on behalf of the Company, up to a limit of €100,000,000.

However, this limit does not apply to collateral, sureties or guarantees granted to tax or customs authorities, which are not subject to any limit. This authorization was granted for a term of one year.

5.6 Injunctions or fines for anti-competitive practices

None.

Readers are invited to refer to chapter 8.5 of this Universal Registration Document for more information about the legal and arbitration proceedings.

5.7 Information on facilities categorized as upper tier under the Seveso Directive

The Company does not have any facilities that qualify as “upper-tier Seveso” sites, according to the terms of article L. 515-36 of the French Environment Code.

On March 20, 2024

The Board of Directors