

Statutory auditors' reports on the share capital transactions set forth in the resolutions submitted to the Extraordinary Shareholders' Meeting of May 24, 2022

This is a free translation into English of the report issued in French language and is provided solely for the convenience of English-speaking readers. This report should be read in conjunction and construed in accordance with French law and professional auditing standards applicable in France.

Shareholders,

In our capacity as Statutory Auditors of your Company and in accordance with the procedures set forth in the French Commercial Code (Code de commerce), we hereby report to you on the share capital transactions on which you are being asked to vote.

1. Report on the issue of shares and/or different marketable securities with retention and/or cancelation of preferential subscription rights (18th, 19th, 20th, 21st, 22nd, 23rd, 24th and 25th resolutions)

In accordance with the procedures set forth in Articles L. 228-92 and L. 225-135 *et seq.*, and also Article L. 22-10-52 of the French Commercial Code, we hereby report to you on the proposed delegations of authority to the Board of Directors to issue shares and/or marketable securities, transactions on which you are being asked to vote.

Based on its report, your Board of Directors proposes that:

- you confer on it, with the option to sub-delegate such authority, for a period of 26 months, as from this Shareholders' Meeting, the authority to decide on the following transactions and to set the final terms and conditions of these issues and proposes that, if necessary, you cancel your preferential subscription rights:
 - issue with preferential subscription rights (18th resolution), (i) shares of the Company or (ii) marketable securities governed by Articles L. 228-92 paragraph 1, L. 228-93 paragraphs 1 and 3 or L. 228-94 paragraph 2 of the French Commercial Code, conferring entitlement, immediately or in the future, to shares of the Company or other companies depending on the case (including equity securities with rights to debt securities);
 - issue without preferential subscription rights through a public offering other than an offer to the public governed by Article L.411-2 1° of the French Monetary and Financial Code (Code monétaire et financier) (19th resolution), (i) of shares of the Company or (ii) marketable securities governed by Articles L. 228-92 paragraph 1, L. 228-93 paragraphs 1 and 3 or L. 228-94 paragraph 2 of the French Commercial Code, conferring entitlement, immediately or in the future, to shares of the Company or other companies depending on the case (including equity securities with rights to debt securities);
 - issue without preferential subscription rights through an offer to the public governed by Article L.411-2 1° of the French Monetary and Financial Code and within the limit of 20% of the share capital of the Company per year (20th resolution), (i) of shares of the Company or (ii) marketable securities governed by Articles L. 228-92 paragraph 1, L. 228-93 paragraphs 1 and 3 or L. 228-94 paragraph 2 of the French Commercial Code, conferring entitlement, immediately or in the future, to shares of the Company or other companies depending on the case (including equity securities with rights to debt securities);
 - issue, in payment for contributions of equity securities or securities with rights to shares and within the limit of 10% of the share capital of the Company (23rd resolution), (i) of shares of the Company or (ii) marketable securities governed by Articles L. 228-92 paragraph 1, L. 228-93 paragraphs 1 and 3 or L. 228-94 paragraph 2 of the French Commercial Code conferring entitlement, immediately or in the future, to shares of the Company or other companies case (including equity securities with rights to debt securities);
 - issue, in consideration of shares contributed through a public exchange offering initiated by the Company in France or through a transaction having the same purpose abroad, in accordance with local rules, on the securities fulfilling the conditions set out in Article L.22-10-54 of the French Commercial Code (24th resolution), (i) shares of the Company or (ii) marketable securities governed by Articles L. 228-92 paragraph 1, L. 228-93 paragraphs 1 and 3 or L. 228-94 paragraph 2 of the French Commercial Code conferring entitlement, immediately or in the future, to shares of the Company or other companies case (including equity securities with rights to debt securities);
 - issue, without preferential subscription rights, of new shares of the Company conferring entitlement to marketable securities issued by one or more companies in which the Company owns directly or indirectly more than half of the share capital (25th resolution);
- to authorize it, with the option to sub-delegate such authority, pursuant to the 21st resolution, for a period of 26 months as from this Shareholders' Meeting, and as part of the implementation of the delegations referred to in the 19th and/or 20th resolutions, to set the issue price within the annual legal limit of 10% of the shares making up the Company's capital at that date.

It should be noted should a third party file a public offering on the shares of the Company, the Board of Directors shall not use these delegations during the offering period without the prior authorization of the Shareholders' Meeting.

The global nominal amount by which the Share capital may be increased through the immediate or deferred issuance of shares shall not, according to paragraph 2 of the 18th resolution, exceed €1.831.427 pursuant to delegation granted in the 18th, 19th, 20th, 21st, 22nd, 23rd, 24th, 25th, 26th and 27th resolutions submitted to this Shareholders' Meeting, the 10th resolution of the Shareholders' Meeting of September 7, 2021, and the 26th and 27th resolutions of the Shareholders' Meeting of April 6, 2020, it being specified that the nominal amount by which the Share capital may be increased through the immediate or deferred issuance of shares shall not exceed:

- €1.831.427 pursuant to delegation granted in the 18th resolution;
- €457.857 pursuant to delegation granted in the 19th resolution submitted to this Shareholders' Meeting, the 10th resolution of the Shareholders' Meeting of September 7, 2021, and the 26th and 27th resolutions of the Shareholders' Meeting of April 6, 2020, this amount also constitute a ceiling which will be set off against the immediate or deferred Shares capital increase carried out pursuant to the 20th, 23rd, 24th and 25th resolutions will be set off;
- €457.857 pursuant to delegation granted in each of 20th, 23rd, 24th and 25th resolutions.

The overall nominal amount of debt securities to be issued, in accordance with paragraph 3 of the 18th resolution, shall not exceed €1.5 billion pursuant to the 18th to 24th resolutions, it being specified that this amount also constitutes the individual ceiling for the 18th, 19th, 20th, 23rd and 24th resolutions.

These ceilings include the additional number of marketable securities to be created in connection with the implementation of the delegations referred to in the 18th, 19th and 20th resolutions, under the conditions set forth in Article L. 225-135-1 of the French Commercial Code, should you adopt the 22nd resolution.

It is the Management Board's responsibility to prepare a report in accordance with Articles R. 225-113 *et seq.* of the French Commercial Code. Our role is to express an opinion on the fairness of the quantified data extracted from the financial statements, on the proposed cancellation of preferential subscription rights and on certain other information pertaining to these transactions, as presented in this report

We performed the procedures that we considered necessary in accordance with the professional guidelines of the French National Institute of Statutory Auditors (Compagnie Nationale des Commissaires aux Comptes) applicable to this engagement. Such procedures consisted in verifying the contents of the Management Board's report relating to these transactions and the conditions in which the issue price of the equity securities to be issued was determined.

Subject to the subsequent review of the terms and conditions of the issues that may be decided, we have no comments on the conditions, as given in the Management Board's report, under which the issue price of the equity securities to be issued was determined pursuant to the 19th, 20th, 21st and 25th resolutions.

In addition, as this report does not specify the conditions in which the issue price of the equity securities to be issued in connection with the implementation of the 18th, 23rd and 24th resolutions was determined, we cannot express an opinion on the components used to calculate the issue price.

As the final terms and conditions under which the shares shall be issued have not been determined, we express no opinion on them or on the proposed cancellation of preferential subscription rights which is made to you in the 19th, 20th, and 25th resolutions.

In accordance with Article R. 225-116 of the French Commercial Code, we shall issue a supplementary report, where necessary, when these delegations are utilized by your Management Board, should it issue marketable securities that are equity securities conferring entitlement to other equity securities or rights to debt securities, should it issue marketable securities conferring entitlement to equity securities to be issued or should it issue shares with cancellation of preferential subscription rights.

2. Report on the issue of shares and/or different marketable securities of the Company reserved for members of company savings plans (27th resolution)

In accordance with the procedures set forth in Articles L. 228-92 and L. 225-135 *et seq.* of the French Commercial Code, we hereby report to you on the proposed delegation of authority to the Board of Directors to decide on, with the option to sub-delegate such authority, capital increases, on one or more occasions, by the issue (i) of shares of the Company and/or (ii) marketable securities governed by Articles L. 228-92 paragraph 1, L. 228-93 paragraphs 1 and 3 or L. 228-94 paragraph 2 of the French Commercial Code conferring entitlement, immediately or in the future, to shares of the Company or other companies (including equity securities with rights to debt securities), reserved for members of one or more employee stock ownership plans (or any other plan whose members can participate in a restricted share issue on equivalent terms pursuant to Articles L.3332-1 *et seq.* of the French Labor Code or any similar law or regulation) set up by any French or foreign company or group of companies included in the Company's consolidated or combined financial statements in application of Article L.3344-1 of the French Labor Code (Code du travail), a transaction on which you are being asked to vote.

These issues are submitted to you for your approval pursuant to Articles L. 225-129-6 of the French Commercial Code and L. 3332-18 *et seq.* of the French Labour Code.

The maximum nominal amount of capital increases carried out immediately or in the future under this delegation of authority may not exceed 2% of the share capital as of the date on which the decision is made by the Management Board, it being specified that this amount will be deducted from the overall ceiling of €1.831.427 set forth in paragraph 2 of the 18th resolution submitted to this Shareholders' Meeting

Your Board of Directors recommends that, based on its report, you confer on it, for a period of 26 months, as from the date of this Shareholders' Meeting, the authority to decide one or more issues and cancel your preferential subscription rights to ordinary shares and marketable securities to be issued. If applicable, it shall be responsible for determining the final issue terms and conditions of this transaction.

It is the Management Board's responsibility to prepare a report in accordance with Articles R. 225-113 *et seq.* of the French Commercial Code. Our role is to express an opinion on the fairness of the quantified data derived from the financial statements, on the proposed cancelation of preferential subscription rights and on certain other information pertaining to the issue, as presented in this report.

We performed the procedures that we considered necessary in accordance with the professional guidelines of the French National Institute of Statutory Auditors (Compagnie Nationale des Commissaires aux Comptes) applicable to this engagement. Such procedures consisted in verifying the contents of the Management Board's report relating to this transaction and the conditions in which the issue price of the equity securities to be issued was determined.

Subject to the subsequent review of the terms and conditions of the capital increase that may be decided, we have no comments on the conditions, as presented in the Management Board's report, under which the issue price of the equity securities to be issued was determined.

As the final terms and conditions of the capital increase have not been determined, we express no opinion on them or on the proposed cancelation of preferential subscription rights on which you are being asked to vote.

In accordance with Article R. 225-116 of the French Commercial Code, we shall issue a supplementary report, where necessary, when this delegation is utilized by your Management Board, should it issue ordinary shares, should it issue marketable securities that are equity securities conferring entitlement to other equity securities or rights to debt securities or should it issue marketable securities conferring entitlement to equity securities to be issued.

3. Report the Share capital decrease (28th resolution)

In accordance with the procedures set forth in Article L. 22-10-62 of the French Commercial Code in the event of a capital decrease through cancelation of shares purchased, we hereby report to you on our assessment of the reasons for and terms and conditions of the proposed capital decrease.

Your Board of Directors recommends that you confer on it, for a period of 26 months as from the date of this Shareholders' Meeting, the authority to cancel, on one or more occasions, within a maximum of 10% of its share capital, by 24-month periods, the shares purchased by the Company pursuant to the authorization to purchase its own shares as part of the provisions of the aforementioned article.

We performed the procedures that we considered necessary in accordance with the professional guidelines of the French National Institute of Statutory Auditors (Compagnie Nationale des Commissaires aux Comptes) applicable to this engagement. Our procedures consisted, in particular, in verifying the fairness of the reasons for and the terms and conditions of the proposed decrease in share capital, and ensuring that it does not interfere with the equal treatment of shareholders.

We have no comments on the reasons for and the terms and conditions of the proposed decrease in share capital.

Paris-La-Défense, April 14, 2022

The Statutory Auditors

KPMG S.A.
Alexandra Saastamoinen

Deloitte & Associés
Véronique Laurent