

Instructions for participating in the General meeting

As the General Meeting will be held exceptionally in closed session, shareholders will not be able to attend in person. No admission cards will be issued. Shareholders are therefore invited to opt for one of the following two ways of taking part in the General Meeting, both described below:

- by voting remotely; or
- by appointing the Chairman of the General Meeting or another person as their proxy.

Shareholders may choose to vote or appoint a proxy by electronic means (online) or by post, but in either case this must be done PRIOR TO the General Meeting.

As the General Meeting is being held in closed session, without shareholders or other persons with the right to attend being physically present, it should be noted that attendees will not be able to put forward new resolutions and/or amend the proposed resolutions during the General Meeting.

Shareholders are asked not to wait until the last days before the deadline to make their choice.

Lastly, shareholders will be able to ask questions during the General Meeting by following the instructions set out in section 7 "How to take part in discussions and ask questions during the General Meeting" of this chapter.

1. Proof of right to participate in the General Meeting

Every shareholder has the right to participate in the General Meeting, regardless of the number of shares held.

In accordance with Article R. 22-10-38 of the French Commercial Code, the only shareholders allowed to take part in the General Meeting or to be represented by proxy are those able to prove their status as shareholders by showing that their shares are held in accounts in their name or in the name of their authorised financial intermediary no later than the second business day preceding the General Meeting, namely by 0.00am. (Paris time) on 24 May 2021:

- for holders of registered shares: in securities accounts for holders of registered shares maintained by the Company;
- for bearer shares, by showing that the shares are held in securities accounts kept by the financial intermediary authorised for this purpose by the shareholder.

As regards bearer shares, this status is verified by means of a certificate of investment issued by the financial intermediary responsible for managing the shareholder's securities account. This certificate, drawn up in the name of the shareholder or on the shareholder's behalf if the latter is not a resident of France, so that the status of the shares as being held in a securities account can be verified, is to be sent to the Company as an attachment to the remote voting or proxy appointment form.

It should be noted that double voting rights are allocated to all fully paid-up shares that are proved to have been registered in the name of the same holder for at least two years up to that time.

In view of the exceptional context surrounding the public health crisis, the current circumstances and their possible consequences on delivery times by post, it is **strongly recommended that you opt for electronic submission**, as described below.

2. Taking part in the General Meeting by voting remotely or by appointing a proxy

Every shareholder may choose to participate in the General Meeting either: by voting remotely online or by post; or by appointing a proxy online or by post, as explained below.

Shareholders are encouraged to give priority to the use of the online Votaccess platform. By using this electronic system, shareholders can easily and quickly submit their voting instructions and, in the case of registered shareholders, appoint or revoke a proxy, as set out in the following sections. Please do not leave the Votaccess platform without consulting the "Take part in discussions" section.

2.1 VOTING REMOTELY ONLINE OR BY POST

ONLINE VOTING PROCEDURES

Any shareholder whose shares are in registered form (having opted for the e-notice service) or whose shares are in bearer form (provided the financial institution that holds the shareholder's securities account has signed up to the Votaccess system and offers this service to the shareholder) may submit voting instructions online prior to the General Meeting as follows:

- holders of directly registered (*nominatif pur*) or intermediary-registered (*nominatif administré*) shares will need to access the website at <https://www.actionnaire.cic-marketsolutions.eu> and follow the on-screen instructions:
 - holders of directly registered shares may log in using their existing user ID and password,
 - holders of intermediary-registered shares will receive a letter with their login details and password,
 - shareholders having lost or forgotten their username and/or password may call +33 (0)1 53 48 80 10 to obtain assistance;
- holders of bearer shares will need to visit the website of the financial institution holding their securities account, using their usual access details, then log in to the Votaccess service by following the on-screen instructions. In addition, holders of bearer shares are encouraged to contact the institution that holds their securities account beforehand to find out whether access to the Votaccess service is subject to any specific terms and conditions of use.

The secure Votaccess platform will be open from Friday, 7 May 2021 to Tuesday, 25 May 2021 at 3pm. (Paris time). To prevent the Votaccess platform from being overloaded, shareholders are kindly requested not to wait until the day before the General Meeting to vote.

PROCEDURES FOR VOTING BY POST

- Holders of registered shares must return the postal voting form (enclosed with the notice of meeting) to CIC – Service Assemblées – 6, avenue de Provence, 75009 Paris – France;
- Holders of bearer shares must: 1) request the financial institution that manages their account to send them the postal voting form; 2) return the completed and signed form with their voting instructions to the abovementioned financial institution; 3) this financial institution will then send the form directly to CIC – Service Assemblées – 6, avenue de Provence, 75009 Paris – France, together with a certificate of investment;
- In order to be taken into account, all voting forms must be received by CIC no later than 3 business days prior to the General Meeting, i.e. by Saturday, 22 May 2021 at 0.00 am. (Paris time).

2.2. PROXY GIVEN ONLINE OR BY POST

Any shareholder may appoint the Chairman of the General Meeting or a third party of their choice as their proxy, or revoke proxy appointments, online or by post under the following conditions:

PROXY GIVEN ONLINE

All shareholders may submit their proxy online before the General Meeting subject to the following conditions:

- for holders of directly registered or intermediary-registered shares: by connecting to the Votaccess secure platform, accessible via the website <https://www.actionnaire.cic-marketsolutions.eu>, where they will need to follow the on-screen instructions:
 - holders of directly registered shares may log in using their existing user ID and password,
 - holders of intermediary-registered shares will receive a letter with their login details and password,
 - shareholders having lost or forgotten their username and/or password may call +33 (0)1 53 48 80 10 to obtain assistance;
- holders of bearer shares who belong to a financial institution that has joined the Votaccess system and offers them this facility for this General Meeting may do so by logging on to their financial institution's website using their usual access codes, then accessing their financial institution's "Stock Exchange" page and finally the Votaccess service;

Access to the Votaccess platform via the web portal of the financial institution holding the shareholder's securities account may be subject to specific conditions of use defined by the financial institution. Consequently, holders of bearer shares who are interested in this service are kindly requested to contact the financial institution holding their securities account to take note of these conditions of use;

- holders of bearer shares whose financial institution has not joined the Votaccess system can send an email to the following email address: serviceproxy@cic.fr. The message must specify the Company's name (Sopra Steria Group SA), the date of the General Meeting (Wednesday, 26 May 2021), the proxy giver's full name, address and bank details, as well as the full name and address of the proxy named. Holders of bearer shares must also get in touch with the financial intermediary responsible for the management of their securities account requesting that a certificate of investment be sent to the CIC to prove their status as a shareholder.

PROXY GIVEN BY POST

- Holders of registered shares must use the postal voting form (enclosed with the notice of meeting) and return it, duly completed, to CIC – Service Assemblées – 6, avenue de Provence, 75009 Paris – France;
- Holders of bearer shares will need to: 1) request the financial institution that manages their securities account to send them the postal voting form; 2) return the completed form to the abovementioned financial institution; 3) this institution will then send the form directly to CIC – Service Assemblées – 6, avenue de Provence, 75009 Paris – France.

TIME LIMITS APPLICABLE TO PROXIES SUBMITTED ONLINE OR BY POST AND TO THEIR RESCISSION

Powers granted to the Chairman

All holders of registered and bearer shares must send their postal voting forms giving proxy to the Chairman by post to the CIC, which must receive them no later than Saturday, 22 May 2021.

The proxy given to the Chairman online must be registered on the Votaccess platform no later than Tuesday, 25 May 2021 at 3.00 pm. (Paris time).

Powers granted to a third party

By exception, in accordance with Article 6 of Decree 2020-418 of 10 April 2020, requests to appoint or revoke proxies may be received up to four days prior to the General Meeting, i.e. no later than 0.00 am. (Paris time) on Sunday, 23 May 2021.

Proxy holders must send their voting preferences to the CIC by email to serviceproxy@cic.fr, or by using the postal voting form by the same deadline, up until four days prior to the date of the General Meeting, i.e. no later than Sunday, 23 May 2021 at 0.00 am. (Paris time).

Changing means of participation

Pursuant to Article R. 2-10-28 of the French Commercial Code, once a shareholder has voted by post or appointed a proxy, he/she may not opt for any other means of taking part in the General Meeting.

In the event that the format of the General Meeting is changed before the third business day prior to the date of the General Meeting, i.e. by Saturday, 22 May 2021 at 0.00am. (Paris time), as an exception to Article R. 22-10-28 III of the French Commercial Code and in accordance with Article 7 of Decree 2020-418 of 10 April 2020 (extended by Decree 2020-1614 of 18 December 2020), it is specified that a shareholder who has already cast their vote by post, or appointed a proxy, may choose another means of participation in the General Meeting provided that his/her instruction to this effect reaches the Company in accordance with the provisions of the first paragraph of Article R. 225-77 and Article R. 225-80 of the French Commercial Code (as amended by Decree 2020-418 of 10 April 2020).

3. Sales of shares by shareholders prior to the General Meeting

Any shareholder who has already submitted their combined proxy and remote voting form may sell all or a portion of their shares up to the date of the General Meeting.

However, only sales completed before the second business day prior to the General Meeting, i.e. Monday, 24 May 2021 at 0.00am. (Paris time), will be taken into consideration. Only in such cases, the authorised financial intermediary holding the account is required to notify the CIC of the sale and provide the information necessary to cancel the vote or to change the number of shares and votes corresponding to the vote.

No share transfers completed after the second business day preceding the General Meeting, i.e. Monday, 24 May 2021 at 0.00 am. (Paris time), irrespective of the means employed, are to be taken into consideration, notwithstanding any agreement to the contrary.

4. Procedures for requesting the inclusion of items of business or proposed resolutions on the agenda

Requests for the inclusion of items of business or proposed resolutions on the agenda (by shareholders fulfilling the legal requirements) must be received at Sopra Steria Group's registered office, in accordance with the conditions set forth in Article R. 225-73 of the French Commercial Code, sent by registered letter with proof of receipt, or by email to assembleegenerale@soprasteria.com, no later than the 20th day after the date of publication of the notice of meeting, i.e. no later than 27 April 2021. The reasons for their submission must be clearly stated and they must be accompanied by a deposit certificate for a securities account in the name of the shareholder (*attestation d'inscription en compte*).

The examination by the General Meeting of items of business or proposed resolutions submitted under the conditions indicated above is subject to the submission by the authors of the request of newly issued deposit certificates for their securities under the same accounts by the second business day preceding the General Meeting, i.e. Monday, 24 May 2021 at 0.00am. (Paris time).

Any such items of business or proposed resolutions will be included on the agenda of the General Meeting and brought to the attention of the shareholders in accordance with the conditions specified above, and will be published on the Company's website, <https://www.soprasteria.com/investors>, in accordance with Article R. 22-10-23 of the French Commercial Code.

5. Procedure for exercising the right to submit written questions

All shareholders have the right to submit written questions. To be acceptable, these written questions must be sent to the Company's registered office by registered letter with proof of receipt sent to the Chairman of the Board of Directors or by email to: assembleegenerale@soprasteria.com.

As an exception to the first paragraph of Article R. 225-84 of the French Commercial Code and in accordance with Article 8 of Decree 2020-1614 of 18 December 2020 as extended by Decree 2021-255 of 9 March 2021, all questions must be received for consideration before the end of the second business day prior to the date of the General Meeting, i.e. before Monday, 24 May at 00.00 am. (Paris time). In order to be considered, written questions

must be accompanied by a deposit certificate for a securities account in the name of the shareholder (*attestation d'inscription en compte*).

In light of the public health crisis, shareholders are kindly encouraged – as mentioned above – to communicate by email via the following address: assembleegenerale@soprasteria.com

All written questions submitted by shareholders and the answers provided will be posted on the Company's website <https://www.soprasteria.com/investors>, as soon as possible after the General Meeting and no later than the end of the fifth business day after the Meeting, i.e. no later than 1 June 2021, in a section dedicated to General Meeting questions and answers. In accordance with the laws in force, a single answer may be provided in response to multiple written questions that share the same content.

Prior notice of the Combined General Meeting was published in the Bulletin des Annonces Légales Obligatoires dated 7 April 2021.

The official notice will be published in the Bulletin des Annonces Légales Obligatoires and in the "Eco des Pays de Savoie" newspaper on 7 May 2021.

6. Documents and information made available to the shareholders

Pursuant to applicable legal and regulatory provisions, all documents that must be made available to shareholders in connection with General Meetings will be accessible at the Company's registered office, located at PAE Les Glaisins, Annecy-le-Vieux, 74940 Annecy, France, within the time period required by law and, for the types of documents mentioned in Article R. 22-10-23 of the French Commercial Code, on the Company's website at the following address: <https://www.soprasteria.com/investors>

Prior notice of the Combined General Meeting was published in the Bulletin des Annonces Légales Obligatoires dated 7 April 2021. The official notice will be published in the Bulletin des Annonces Légales Obligatoires and in the Eco des Pays de Savoie newspaper on 7 May 2021.

7. How to take part in Discussions and ask questions during the General Meeting

To take part in discussions and ask questions during the General Meeting, shareholders must have submitted the reply form according to the instructions below:

The reply form must be received by 3 p.m. (Paris time) on Tuesday, 25 May 2021.

VIA THE VOTACCESS PLATFORM

1. On the Votaccess platform, click on the "Take part in discussions" section and follow the instructions. You will be asked to provide a phone number and email address so that we can contact you.
2. You will receive an email with a phone number and instructions on how to ask questions during the General Meeting.

BY POST

Holders of registered shares

1. Fill in the "Take part in discussions and ask questions during the General Meeting" reply form enclosed with the meeting brochure, providing your full name, address, email address and phone number.
2. Return the completed reply form, either by post to CIC – Service Assemblées – 6 avenue de Provence – 75009 Paris (France), or by email to agsoprasteria2021@cic.fr

2021 COMBINED GENERAL MEETING OF SOPRA STERIA

Instructions for participating in the General meeting

 Holders of bearer shares

1. Fill in the "Take part in discussions and ask questions during the General Meeting" reply form enclosed with the meeting brochure, providing your full name, address, bank name, email address and phone number.
2. Return the completed form, either by post to CIC – Service Assemblées – 6 avenue de Provence – 75009 Paris (France), or by email to agsoprasteria2021@cic.fr

All fields must be filled in and legible in order for us to contact you.

Note: The meeting brochure is available on the Sopra Steria website, and the reply form to take part in discussions and ask questions during the General Meeting can be filled out online at the following address: <https://www.soprasteria.com/investors/investors-relations-shareholders/shareholders-meetings>

The General Meeting will be live streamed on the Company's website. Once the question and answer session begins, you may call in your question by dialling the number and entering the personal identification code sent to you by email, as mentioned above. An operator will advise you on how to proceed.

REPLY FORM TO TAKE PART IN DISCUSSIONS AND ASK QUESTIONS DURING THE GENERAL MEETING

COMBINED GENERAL MEETING OF SOPRA STERIA SHAREHOLDERS

WEDNESDAY, 26 MAY 2021 AT 2:30

Form to be sent to:
CIC – Service Assemblées
Or by postal mail:
6, avenue de Provence 75009
Or by email at:
agsoprasteria2021@cic.fr

PLEASE NOTE: ALL FIELDS MUST BE FILLED IN AND LEGIBLE IN ORDER FOR US TO CONTACT YOU.

Mrs Mr

Last name:

First (and middle) name:

Full address:

Postcode: City:

Email address: Phone number:

Holder of⁽¹⁾:

Registered shares

Bearer shares

If you are a holder of bearer shares, please provide the name of your bank:

.....

Signed in (city): on (date):2021

Signature



(1) Tick the appropriate box

Instructions for filling out the voting form

In view of the public health crisis, you are kindly requested to check only boxes B (i vote by post), C (i hereby give my proxy to chairman of the general meeting) or D (i hereby appoint [as my proxy])

- To vote by post: fill in box B [Vote by post]. Each numbered box corresponds to a proposed resolution presented by the Board of Directors and included in the notice of meeting. Then complete as follows:
 - to vote "FOR", leave the boxes empty,
 - to vote "AGAINST" on any of these proposed resolutions, fill in the individual boxes corresponding to the resolutions,
 - to vote "ABSTAIN" on any of these proposed resolutions, fill in the individual boxes corresponding to the resolutions;
- To appoint the Chairman as your proxy: fill in box C [I hereby give my proxy to the Chairman of the General Meeting];
- To appoint a different proxy: fill in box D [I hereby appoint...] and complete the required information.

REMINDER: EXCEPTIONALLY, THE COMBINED GENERAL MEETING WILL BE HELD IN CLOSED SESSION. IT WILL THEREFORE NOT BE POSSIBLE TO FOLLOW UP ON REQUESTS FOR ADMISSION CARDS. PLEASE DO NOT TICK BOX A.

The form must be filled in, signed, dated and sent back as indicated above.

To appoint the Chairman as your proxy: fill in box C "I hereby give my proxy to the Chairman of the General Meeting".

To vote by post: fill in box B "I vote by post" and follow the voting instructions for the resolutions below.

Regardless of your choice, sign and date the box below.

Verify your first and last name and address.

To grant proxy power to a designated person: fill in box D "I hereby appoint" and provide accurate contact details for the person designated.