

# 2021 Combined General Meeting of Shareholders

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PARIS, 26 MAY 2021 AT 2:30PM

The world is how we shape it

sopra  steria

# Disclaimer

- *This presentation contains forward-looking information subject to certain risks and uncertainties that may affect the Group's future growth and financial results. Readers are reminded that licence agreements, which often represent investments for clients, are signed in greater numbers in the second half of the year, with varying impacts on end-of-year performance. Actual outcomes and results may differ from those described in this document due to operational risks and uncertainties. More detailed information on the potential risks that may affect the Group's financial results can be found in the 2020 Universal Registration Document filed with the Autorité des Marchés Financiers (AMF) on 18 March 2021 (see pages 35 to 42 in particular). Sopra Steria does not undertake any obligation to update the forward-looking information contained in this document beyond what is required by current laws and regulations. The distribution of this document in certain countries may be subject to the laws and regulations in force. Persons physically present in countries where this document is released, published or distributed should inquire as to any applicable restrictions and should comply with those restrictions.*

# Opening remarks – 2021 Combined General Meeting

- **General Meeting held in closed session and live streamed**
- **Live Q&A session for shareholders who have pre-registered on the Group's website**
- **Meeting recorded, available on the Group's website**

# Meeting schedule

01

**Agenda for the General Meeting**

02

**Board of Directors' reports – Presentation of the 2020 accounts and operating position**

03

**Statutory Auditors' reports**

04

**Q&A session**

05

**Results of votes on proposed resolutions**

06

**Closing remarks to the General Meeting**

# Agenda (1/3)

Notice published in the “Bulletin des Annonces Légales Obligatoires” on 7 May 2021

## — Requiring the approval of the Ordinary General Meeting

- └ **1.** Approval of the individual financial statements for the financial year ended 31 December 2020; approval of non-deductible expenses;
- └ **2.** Approval of the consolidated financial statements for the financial year ended 31 December 2020;
- └ **3.** Appropriation of earnings for the year ended 31 December 2020 and setting of the dividend;
- └ **4.** Approval of disclosures as presented in the Report on corporate governance pursuant to Article L. 22-10-34 I of the French Commercial Code;
- └ **5.** Approval of the fixed, variable and exceptional items of compensation making up the total compensation and benefits of any kind paid during the year ended 31 December 2020 or allotted in respect of that period to Mr Pierre Pasquier, Chairman of the Board of Directors, in accordance with Article L. 22-10-34 II of the French Commercial Code;
- └ **6.** Approval of the fixed, variable and exceptional items of the total compensation and benefits of any kind paid during the financial year ended 31 December 2020 or allotted in respect of that period to Mr Vincent Paris, Chief Executive Officer, in accordance with Article L. 22-10-34 II of the French Commercial Code;

# Agenda (2/3)

Notice published in the “Bulletin des Annonces Légales Obligatoires” on 7 May 2021

## — Requiring the approval of the Ordinary General Meeting

- └ **7.** Approval of the compensation policy for the Chairman of the Board of Directors, as presented in the Report on corporate governance pursuant to Article L. 22-10-8 of the French Commercial Code;
- └ **8.** Approval of the compensation policy for the Chief Executive Officer, as presented in the Report on corporate governance pursuant to Article L. 22-10-8 of the French Commercial Code;
- └ **9.** Approval of the compensation policy for the Directors, as presented in the Report on corporate governance pursuant to Article L. 22-10-8 of the French Commercial Code;
- └ **10.** Decision setting the total amount of compensation awarded to Directors for their service, as referred to in Article L. 225-45 of the French Commercial Code, at €500,000;
- └ **11.** Appointment of Astrid Anciaux as Director representing employee shareholders for a term of office of four years;
- └ **12.** Authorisation granted to the Board of Directors, for a period of 18 months, to allow the Company to buy back its own shares pursuant to Article L. 22-10-62 of the French Commercial Code;

# Agenda (3/3)

Notice published in the “Bulletin des Annonces Légales Obligatoires” on 7 May 2021

## — Requiring the approval of the Extraordinary General Meeting

- └ **13.** Authorisation granted to the Board of Directors, for a period of 38 months, to allot free shares to employees and company officers of the Company and its Group, up to a maximum of 1% of the share capital, entailing the waiver by the shareholders of their pre-emptive subscription right;
- └ **14.** Delegation of authority to the Board of Directors, for a period of 26 months, to decide to increase the Company’s share capital, without pre-emptive subscription rights for existing shareholders, via issues to persons employed by the Company or by a company of the Group, subject to enrolment in a company savings plan, up to a maximum of 2% of the share capital;

## — Requiring the approval of the Ordinary General Meeting

- └ **15.** Powers granted to carry out all legal formalities.

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# 2020 Full-year results

# Sopra Steria profile at 31/12/2020

A European leader in digital transformation

Among the top 5 European digital services companies

Among the top 10 operating in Europe

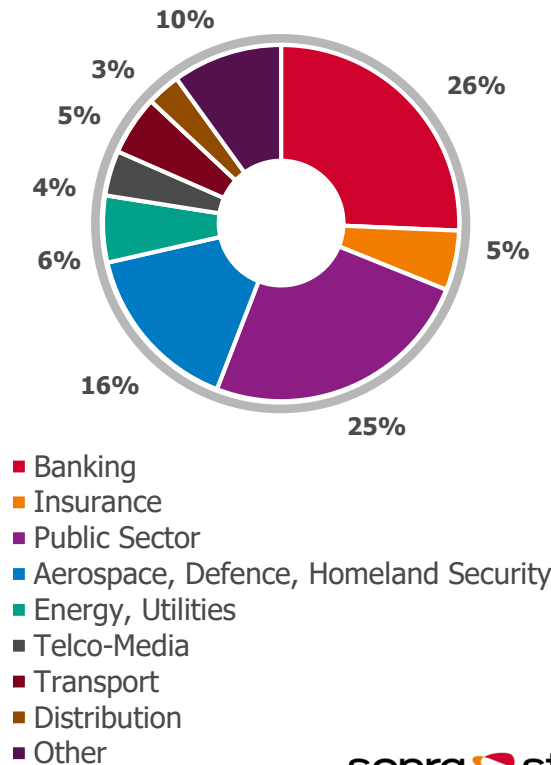
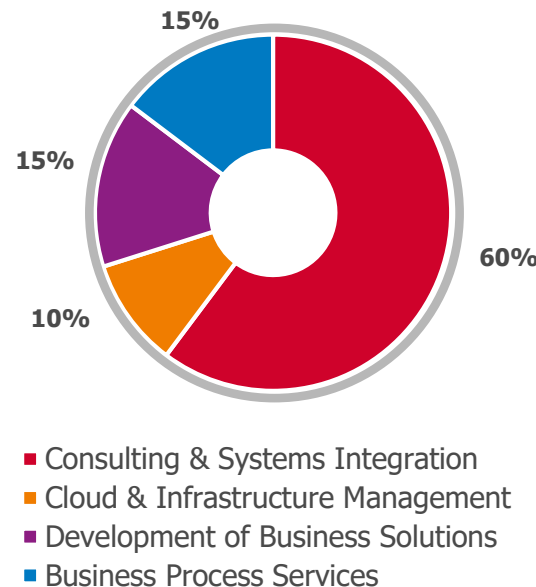
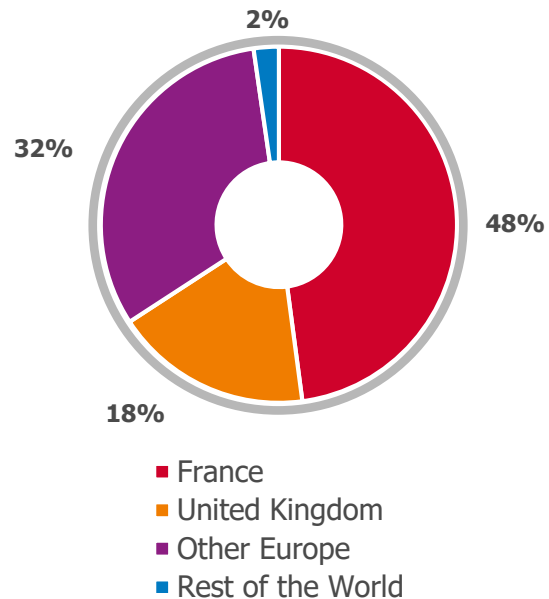
2020 revenue  
€4.3bn

46,000  
employees

Operations in  
25 countries

End-to-end  
approach

Revenue to 31/12/2020



# Financial year 2020 marked by the Covid-19 pandemic

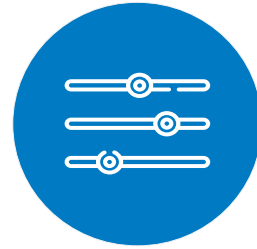


## End-2019: Positive trends

**2019 operating margin on business activity: 8%**

**2020 projections: growth in revenue and margin**

**Trajectory aligned with medium-term targets**



## 2020: Crisis management

**Top priority placed on health and human resources**

**Increased internal communications**

**Agile management**

**Developing specific solutions**

**Protecting margins and assets**



## 2020 overview: Resilience

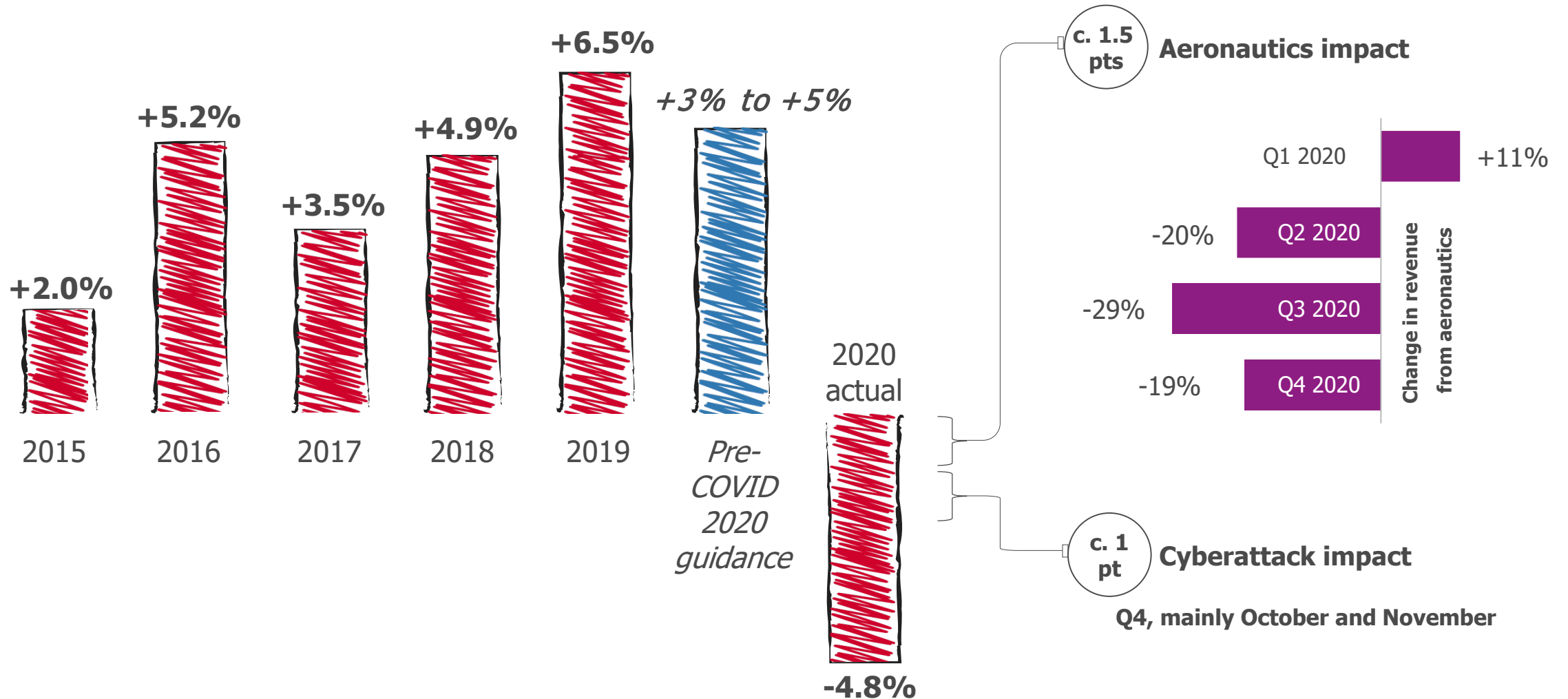
**Negative organic growth in revenue limited to 4.8%**

**Decline in operating margin limited to 1 pt**

**Robust cash flow and reduction in net financial debt**

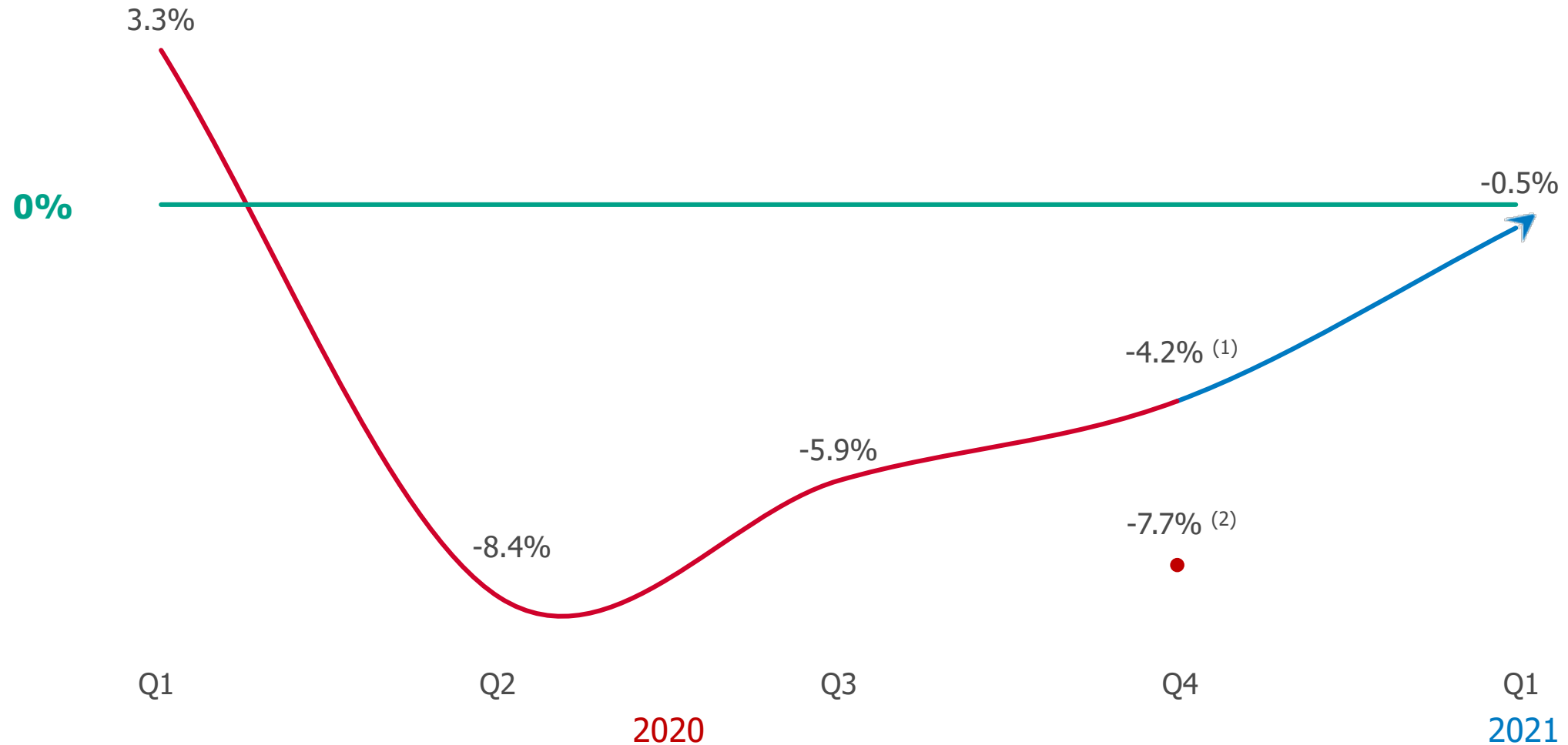
# 2020 negative organic growth limited to 4.8%

Specific impact linked to the weighting of aerospace and the cyberattack: c. 2.5 pts of growth



# Quarterly breakdown of 2020 organic growth

Gradually improved after bottoming out in Q2



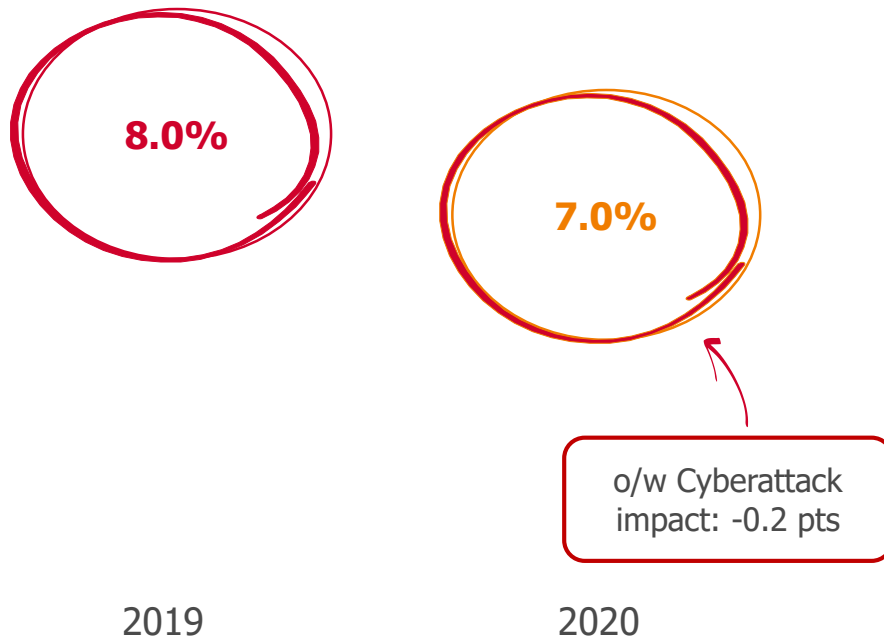
(1) Q4 restated to exclude the effects of the cyberattack.

(2) Q4 reported.

# Resilient operating margin

Declined only 1 pt, including 0.2 pts as a result of the cyberattack

## Operating margin on business activity (%)



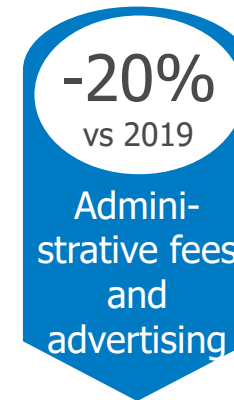
### ► Prices stable overall

Continued to rise slightly in consulting

### ► Sharp fall in consultant downtime between April and December

Situation normalised in Q4 2020

### ► Cost adjustments



# France

Financial year 2020 affected by the impact of the pandemic and the cyberattack

France	2020		2019	
	(€m)	(% of Rev.)	(€m)	(% of Rev.)
Revenue	1,655.6		1,813.1	
<i>Organic growth (%)</i>	<i>- 10.2%</i>			
Operating profit on business activity	111.9	6.8%	175.5	9.7%
Profit from recurring operations	104.8	6.3%	167.2	9.2%
Operating profit	84.9	5.1%	156.9	8.7%

- **Sharp decline in revenue explained by sector and business line exposure**
  - └ The aeronautics sector (20% of revenue) contracted between 20% and 30% starting in Q2
  - └ Revenue from consulting and product lifecycle management down 15% and 18%, respectively
- **Public sector proved resilient (strong growth in defence & government and a slight decline in the social sector)**
- **Creation of a French leader in digital services for insurance and social security**(acquisition of Sodifrance)
- **2021 off to a good start**
  - └ Consultant downtime back to normal; recruitment has resumed; order book robust
  - └ Revenue and margins expected to return to growth after a still challenging first quarter

# United Kingdom

Performance boosted by our two public-sector joint ventures

United Kingdom	2020		2019	
	(€m)	(% of Rev.)	(€m)	(% of Rev.)
Revenue	699.8		771.5	
<i>Organic growth (%)</i>	<i>+ 1.9%</i>			
Operating profit on business activity	56.0	8.0%	56.1	7.3%
Profit from recurring operations	44.1	6.3%	43.8	5.7%
Operating profit	27.7	4.0%	42.3	5.5%

- **Two joint ventures specialising in business process services for the public sector (NHS SBS and SSCL): organic growth averaged 16.0%**
- **Defence & security and government sectors proved fairly resilient**
- **Private sector still under pressure**
  - └ Promising new business wins in the banking sector



# Other Europe

Performance improved across virtually all geographies

	2020		2019	
	(€m)	(% of Rev.)	(€m)	(% of Rev.)
Other Europe				
Revenue	1,249.0		1,152.9	
<i>Organic growth (%)</i>	<i>+ 2.3%</i>			
Operating profit on business activity	101.0	8.1%	77.4	6.7%
Profit from recurring operations	96.5	7.7%	73.0	6.3%
Operating profit	82.4	6.6%	66.1	5.7%

- **Buoyant growth in Scandinavia and Belgium**
- **Moderate decline in other countries**
- **Operating margin on business activity improved in just about every country in the reporting unit**
- **Sopra Financial Technology (runs Sparda banks' IT system in Germany)**
  - └ Organic revenue growth of 16.9% at €204.9 million
  - └ Operating margin on business activity dilutive during the platform construction phase

# Sopra Banking Software

Gradual improvement in operating position

	2020		2019	
	(€m)	(% of Rev.)	(€m)	(% of Rev.)
Sopra Banking Software				
Revenue	421.6		438.9	
<i>Organic growth (%)</i>	<i>- 9.1%</i>			
Operating profit on business activity	10.5	2.5%	4.9	1.1%
Profit from recurring operations	-4.1	-1.0%	-8.9	-2.0%
Operating profit	-10.6	-2.5%	-18.0	-4.1%

- **Licence sales proved resilient; services business declined, particularly during the lockdown in H1; business picked up in H2** (down 7.3%, vs a 10.9% decline in H1)
- **Held course on the product development roadmap**
  - └ Sopra Banking Platform and acquisition of Fidor Solutions to speed up development of the digital layer (DBEP)
  - └ Sopra Financing Platform
- **Project margins began to show an improvement**
- **Targeting a gradual return to a double-digit operating margin on business activity**

# Other Solutions

A year impacted by project postponements

Other Solutions	2020		2019	
	(€m)	(% of Rev.)	(€m)	(% of Rev.)
Revenue	236.9		257.5	
<i>Organic growth (%)</i>	<i>- 8.9%</i>			
Operating profit on business activity	20.8	8.8%	40.3	15.7%
Profit from recurring operations	19.9	8.4%	39.1	15.2%
Operating profit	17.9	7.5%	35.9	14.0%

- **Licence sales declined and some project launches were postponed**
- **Profitability improved significantly in H2 (12.7%, vs 5.0% in H1)**
- **Source Solde fully implemented for France's armed forces**
  - └ 250,000 members of the French army, air and space force and navy as well as the armed forces health service

# Income statement

Financial year 2020

	2020 (€m)	2020 (% of Rev.)	2019 (€m)	2019 (% of Rev.)
Revenue	4,262.9		4,434.0	
<i>Organic growth</i>	<i>-4.8%</i>			
Operating profit on business activity	300.2	7.0%	354.3	8.0%
Share-based payment expenses	- 4.2		- 11.1	
Amortisation of allocated intangible assets	- 34.8		- 28.9	
Profit from recurring operations	261.2	6.1%	314.2	7.1%
Other operating income and expenses	- 58.9		- 31.0	
Operating profit	202.3	4.7%	283.2	6.4%
Cost of net financial debt	- 9.9		- 9.9	
Other financial income and expenses	- 15.4		- 14.7	
Tax expense	- 60.4		- 87.3	
Share of net profit from equity-accounted companies	2.3		1.8	
Net profit	118.9		173.1	
<i>of which attributable to Group</i>	<i>106.8</i>	<i>2.5%</i>	<i>160.3</i>	<i>3.6%</i>
<i>of which minority interests</i>	<i>12.2</i>		<i>12.7</i>	

# Simplified balance sheet

	31/12/2020 (€m)	31/12/2019 (€m)
Goodwill	1,843.2	1,813.9
Allocated intangible assets	161.5	181.5
Other fixed assets	241.1	267.9
Right-of-use assets	290.3	320.4
Equity-accounted investments	193.4	195.0
<b>Fixed assets</b>	<b>2,729.6</b>	<b>2,778.8</b>
Net deferred tax	113.4	98.1
Trade accounts receivable (net)	954.6	1,074.3
Other assets and liabilities	- 1,112.8	- 1,256.1
<b>Working capital requirement (WCR)</b>	<b>- 158.2</b>	<b>- 181.8</b>
<b>Assets + WCR</b>	<b>2,684.8</b>	<b>2,695.1</b>
Equity	1,445.4	1,422.2
Provisions for post-employment benefits	380.1	339.7
Provisions for contingencies and losses	116.0	77.0
Lease liabilities	317.5	342.1
Net financial debt	425.6	513.9
<b>Capital invested</b>	<b>2,684.8</b>	<b>2,695.1</b>

## Outlook for 2021

# Continued improvement in business activity in early 2021

## Q1 2021 revenue

	Revenue			
	Q1 2021 (€m)	Q1 2020 Restated* (€m)	Organic growth (%)	Total growth (%)
France	460.2	491.3	- 6.3%	- 0.9%
United Kingdom	208.9	178.8	+ 16.8%	+ 15.2%
Other Europe	331.2	328.7	+ 0.8%	+ 1.3%
Sopra Banking Software	101.4	111.2	- 8.8%	- 4.1%
Other Solutions	63.5	61.5	+ 3.2%	+ 3.2%
<b>Total</b>	<b>1,165.2</b>	<b>1,171.5</b>	<b>- 0.5%</b>	<b>+ 2.2%</b>

\* Revenue at 2021 scope and exchange rates

- **Revenue came to €1,165.2 million, up 2.2%**
- **At constant scope and exchange rates, revenue contracted slightly (0.5%)**
  - └ Base of comparison with Q1 2020 (3.3% organic growth) highly unfavourable
  - └ Brisk market that improved with respect to previous quarters
  - └ Downtime lower than in Q1 2020
  - └ Hiring resumed since the beginning of the year and subcontracting relaunched
  - └ Recovery in organic revenue growth expected starting in Q2 2021

# Recap of guidance for 2021

- Overall environment improved with respect to the last 3 quarters of 2020
- Low visibility and situation in certain verticals is still highly challenging
- Recap of targets set at 26 February 2021:
  - └ Organic revenue growth of between 3% and 5%
  - └ Operating margin on business activity of between 7.5% and 8.0%
  - └ Free cash flow of around €150 million



# Our corporate project

Independent and creating value for stakeholders

## Expanding

- Organic growth
- External growth

## Independent

- Reference shareholder
- Employee shareholding
- Performance

## European

...in services and worldwide in software

## Added value

- End-to-end approach
- A powerful consulting business
- Focus: Vertical integration

## Unique

- Software development
- Contribution to Europe's digital sovereignty challenges
- Entrepreneurial culture and close relationships with clients

# Overview of the corporate responsibility strategy

# Long-standing focus on sustainability

## Corporate responsibility approach anchored in the Group's history and identity

**Fundamental values** that encourage in particular open-mindedness, curiosity and respect for others

Commitment to the **UN Global Compact since 2004** (and since 2017 in the "Global Compact Advanced" category)

Community outreach programme spearheaded for the past **20 years** by the Sopra Steria-Institut de France Foundation

Environmental programme launched nearly **10 years ago**: carbon-neutral **since 2015** for all our sites, business travel and data centres

## Specific organisation and governance structure

- Nomination, Governance, Ethics and Corporate Responsibility **Committee**
- **Corporate Responsibility Advisory Board**
  - └ Five leading figures and experts from civil society provide an outside perspective on corporate responsibility-related issues
- **Corporate Responsibility Department**
  - └ Led by the CR&SD Director, who is also a member of the Executive Committee
  - └ Reports to Executive Management
  - └ In charge of initiatives in four areas: Environment, Workforce, Market, Community
- **Corporate Responsibility team at each of the Group's entities**

# Our mission

“Together, building a positive future by making digital work for people”

A contribution that aims to be:



**Purposeful**

What we offer is rooted in our ability to anticipate, understand and translate the challenges posed by digital technology so as to better assess their impacts on our clients' sustainability goals and on everyday life.



**Sustainable**

We see our actions – whether in running our businesses or helping our clients with their digital transformation – as part of a long-term approach.



**Human-centred**

Our activities are focused on implementing projects that foster digital inclusion, equal opportunity and social openness.

# Our contribution<sup>(1)</sup> to the United Nations' 17 SDGs

7 commitments aligned with the business model



(1) Direct or indirect

SDGs = Sustainable Development Goals

# Commitment to net-zero emissions by 2028 (1/2)

Plan to reduce our greenhouse gas (GHG) emissions

## Direct activities

Sites  
Business travel  
Data centres

Energy management  
Mobility policy  
Digitisation

**-74%** per employee  
(baseline: 2015)  
(vs -36% in 2019)

**-85%** per employee  
by 2040  
(baseline: 2015)



Supply chain  
Commuting  
Waste

Suppliers' charter  
Responsible purchasing policy  
Supplier assessment

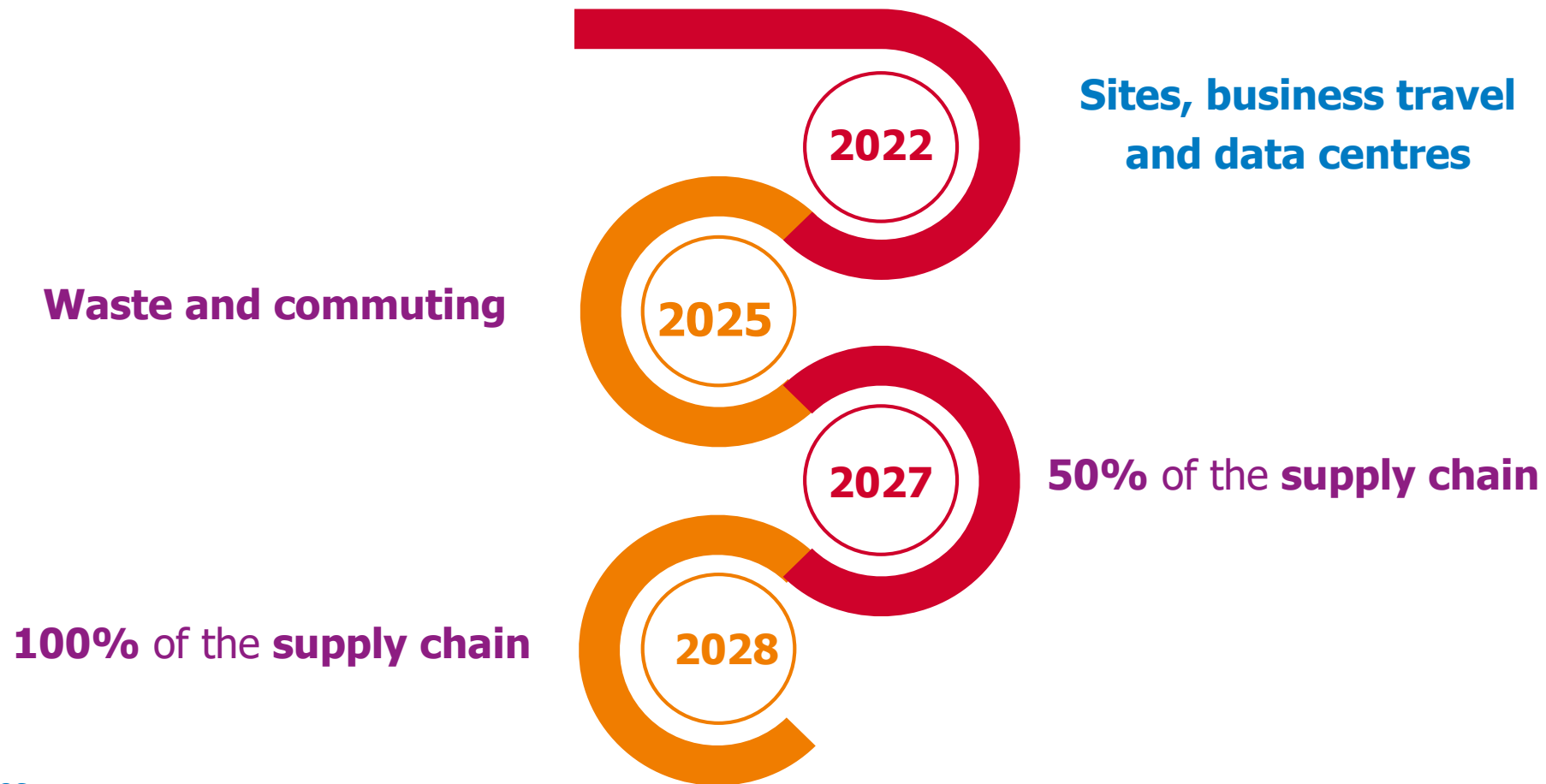
**35%** of the Group's purchases assessed by EcoVadis

Adoption by 2025 of a GHG-reduction target for **2/3** of our highest-emitting suppliers

## Indirect activities

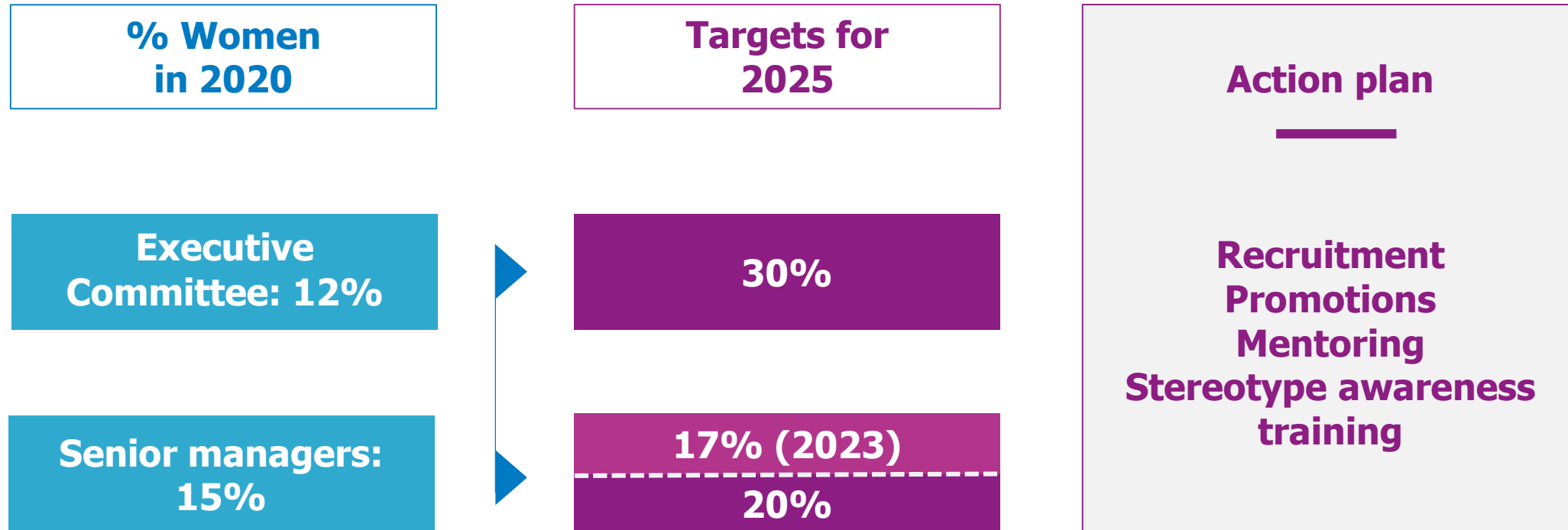
# Commitment to net-zero emissions by 2028 (2/2)

Our trajectory toward achieving net-zero emissions by 2028



# Senior management positions: a proactive policy

The Group's target is for women to make up 30% of the Executive Committee by 2025





# Responsible digital technology

Gradually integrating sustainability into our value proposition

- Sopra Steria sponsors the “Digital, Governance and Sovereignty” academic chair at Sciences Po
- Sopra Steria Next launched Exploratoire, a “do tank” for responsible digital technology
- Sopra Steria Next signed up to the Digital Responsibility Charter



## Digital sobriety & sustainable IT

- Measuring the environmental impact of our clients' systems
- Developing systems that meet our clients' sustainability goals
- Sustainable design

## Digital sovereignty

- GAIA-X: taking part in the project to create a European data infrastructure
- Founding member of France's Campus Cyber (cybersecurity training programme)

## Digital ethics

- Inform and guide our clients on digital ethics matters

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# Auditors' reports

- **Statutory Auditors' report on the consolidated and individual financial statements**
- **Statutory Auditors' special report on regulated agreements and commitments**

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# 2021 Combined General Meeting

## Q&A session

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# Quorum and majority rules

## — Ordinary General Meeting

- └ The resolutions submitted for the approval of the Ordinary General Meeting require **a quorum of at least one fifth of the total voting shares** and **a majority of the votes** of the shareholders present or represented by proxy holders.

## — Extraordinary General Meeting

- └ The resolutions submitted for the approval of the Extraordinary General Meeting require **a quorum representing at least one quarter of the total voting shares** and **a majority of two thirds of the votes** of the shareholders present or represented by proxy holders.



*All the resolutions proposed by the Board of Directors are presented on pages 85 and following of the 2021 Convening Notice.*

# Shareholder attendance

		<b>Share</b>	<b>Vote</b>
Total number of shares		20,547,701	
Number of shares with voting rights		20,538,355	26,682,644
Quorum required OGM	1/5	4,107,671	
Quorum required EGM	1/4	5,134,589	
<hr/>			
Number of shareholders in attendance or being represented (1,203)	81.07%	16,649,532	
Number of votes in attendance or represented	82.50%		22,013,360
Simple majority	1/2		11,006,680
Reinforced majority	2/3		14,675,574



# Resolutions 1 to 3

**Approval of financial statements ,  
Setting of the dividend**

# Resolution 1

Requiring the approval of the Ordinary General Meeting – Simple majority

- **APPROVAL OF THE INDIVIDUAL FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020; APPROVAL OF NON-DEDUCTIBLE EXPENSES.**

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	<i>expressed votes</i>	
In favor	21,988,842	<b>99.97%</b>
Against	6,293	
Abstention	18,225	

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***Adopted Resolution***

# Resolution 2

Requiring the approval of the Ordinary General Meeting – Simple majority

— **APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020.**

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	<i>expressed votes</i>	
In favor	21,989,220	<b>99.97%</b>
Against	6,175	
Abstention	17,965	

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***Adopted Resolution***

# Resolution 3

Requiring the approval of the Ordinary General Meeting – Simple majority

— **APPROPRIATION OF EARNINGS FOR THE YEAR ENDED 31 DECEMBER 2020 AND SETTING OF THE DIVIDEND.**

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	<i>expressed votes</i>	
In favor	22,012,862	<b>99.99%</b>
Against	349	
Abstention	149	

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***Adopted Resolution***

# Resolutions 4 to 10

**Consultation of shareholders  
on the compensation of company  
officers**

# Resolution 4

Requiring the approval of the Ordinary General Meeting – Simple majority

- **APPROVAL OF DISCLOSURES AS PRESENTED IN THE REPORT ON CORPORATE GOVERNANCE PURSUANT TO ARTICLE L. 22-10-34 I OF THE FRENCH COMMERCIAL CODE.**

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	<i>expressed votes</i>	
In favor	21,924,246	<b>99.60%</b>
Against	87,580	
Abstention	1,534	

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***Adopted Resolution***

# Resolution 5

Requiring the approval of the Ordinary General Meeting – Simple majority

- **APPROVAL OF THE FIXED, VARIABLE AND EXCEPTIONAL ITEMS OF COMPENSATION MAKING UP THE TOTAL COMPENSATION AND BENEFITS OF ANY KIND PAID DURING THE YEAR ENDED 31 DECEMBER 2020 OR ALLOTTED IN RESPECT OF THAT PERIOD TO MR PIERRE PASQUIER, CHAIRMAN OF THE BOARD OF DIRECTORS, IN ACCORDANCE WITH ARTICLE L. 22-10-34 II OF THE FRENCH COMMERCIAL CODE.**

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	<i>expressed votes</i>	
In favor	21,571,572	<b>98.00%</b>
Against	439,404	
Abstention	2,384	

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***Adopted Resolution***

# Resolution 6

Requiring the approval of the Ordinary General Meeting – Simple majority

- **APPROVAL OF THE FIXED, VARIABLE AND EXCEPTIONAL ITEMS OF THE TOTAL COMPENSATION AND BENEFITS OF ANY KIND PAID DURING THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 OR ALLOTTED IN RESPECT OF THAT PERIOD TO MR VINCENT PARIS, CHIEF EXECUTIVE OFFICER, IN ACCORDANCE WITH ARTICLE L. 22-10-34 II OF THE FRENCH COMMERCIAL CODE.**

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	<i>expressed votes</i>	
In favor	21,085,595	<b>95.79%</b>
Against	925,281	
Abstention	2,484	

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**Adopted Resolution**



# Resolution 7

Requiring the approval of the Ordinary General Meeting – Simple majority

- **APPROVAL OF THE COMPENSATION POLICY FOR THE CHAIRMAN OF THE BOARD OF DIRECTORS, AS PRESENTED IN THE REPORT ON CORPORATE GOVERNANCE PURSUANT TO ARTICLE L. 22-10-8 OF THE FRENCH COMMERCIAL CODE.**

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	<i>expressed votes</i>	
In favor	21,403,311	<b>97.23%</b>
Against	608,019	
Abstention	2,030	

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***Adopted Resolution***

# Resolution 8

Requiring the approval of the Ordinary General Meeting – Simple majority

- **APPROVAL OF THE COMPENSATION POLICY FOR THE CHIEF EXECUTIVE OFFICER, AS PRESENTED IN THE REPORT ON CORPORATE GOVERNANCE PURSUANT TO ARTICLE L. 22-10-8 OF THE FRENCH COMMERCIAL CODE.**

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	<i>expressed votes</i>	
In favor	20,967,397	<b>95.25%</b>
Against	1,043,960	
Abstention	2,003	

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***Adopted Resolution***

# Resolution 9

Requiring the approval of the Ordinary General Meeting – Simple majority

- **APPROVAL OF THE COMPENSATION POLICY FOR THE DIRECTORS, AS PRESENTED IN THE REPORT ON CORPORATE GOVERNANCE PURSUANT TO ARTICLE L. 22-10-8 OF THE FRENCH COMMERCIAL CODE.**

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	<i>expressed votes</i>	
In favor	22,008,269	<b>99.98%</b>
Against	3,298	
Abstention	1,793	

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***Adopted Resolution***

# Resolution 10

Requiring the approval of the Ordinary General Meeting – Simple majority

- **DECISION SETTING THE TOTAL AMOUNT OF COMPENSATION AWARDED TO DIRECTORS FOR THEIR SERVICE, AS REFERRED TO IN ARTICLE L. 225-45 OF THE FRENCH COMMERCIAL CODE, AT €500,000.**

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	<i>expressed votes</i>	
In favor	21,992,131	<b>99.98%</b>
Against	3,972	
Abstention	17,257	

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***Adopted Resolution***

# Resolution 11

## Appointment of Director representing employee shareholders

# Resolution 11

Requiring the approval of the Ordinary General Meeting – Simple majority

- **APPOINTMENT OF ASTRID ANCIAUX AS DIRECTOR REPRESENTING EMPLOYEE SHAREHOLDERS FOR A TERM OF OFFICE OF FOUR YEARS.**

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	<i>expressed votes</i>	
In favor	21,886,118	<b>99.61%</b>
Against	85,009	
Abstention	42,233	

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***Adopted Resolution***

# Resolution 12

**Authorization for the company to  
buy back its own shares**

# Resolution 12

Requiring the approval of the Ordinary General Meeting – Simple majority

- **AUTHORISATION GRANTED TO THE BOARD OF DIRECTORS, FOR A PERIOD OF 18 MONTHS, TO ALLOW THE COMPANY TO BUY BACK ITS OWN SHARES PURSUANT TO ARTICLE L. 22-10-62 OF THE FRENCH COMMERCIAL CODE.**

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	<i>expressed votes</i>	
In favor	21,986,594	<b>99.95%</b>
Against	10,581	
Abstention	16,185	

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***Adopted Resolution***



# Resolutions 13 to 14

## Involvement of management and employees in the capital

# Resolution 13

Requiring the approval of the Extraordinary General Meeting – Reinforced majority

- **Authorisation granted to the Board of Directors, for a period of 38 months, to allot free shares to employees and company officers of the Company and its Group, up to a maximum of 1% of the share capital, entailing the waiver by the shareholders of their pre-emptive subscription right.**

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	<i>expressed votes</i>	
In favor	20,988,049	<b>95.34%</b>
Against	1,024,599	
Abstention	712	

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***Adopted Resolution***

# Resolution 14

Requiring the approval of the Extraordinary General Meeting – Reinforced majority

- **DELEGATION OF AUTHORITY TO THE BOARD OF DIRECTORS, FOR A PERIOD OF 26 MONTHS, TO DECIDE TO INCREASE THE COMPANY'S SHARE CAPITAL, WITHOUT PRE-EMPTIVE SUBSCRIPTION RIGHTS FOR EXISTING SHAREHOLDERS, VIA ISSUES TO PERSONS EMPLOYED BY THE COMPANY OR BY A COMPANY OF THE GROUP, SUBJECT TO ENROLMENT IN A COMPANY SAVINGS PLAN, UP TO A MAXIMUM OF 2% OF THE SHARE CAPITAL.**

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	<i>expressed votes</i>	
In favor	21,427,697	<b>97.34%</b>
Against	585,242	
Abstention	421	

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***Adopted Resolution***

# Resolution 15

## Powers for formalities

# Resolution 15

Requiring the approval of the Ordinary General Meeting – Simple majority

— **POWERS GRANTED TO CARRY OUT ALL LEGAL FORMALITIES.**

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	<i>expressed votes</i>	
In favor	22,012,100	<b>99.99%</b>
Against	870	
Abstention	390	

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***Adopted Resolution***

# Meeting schedule

- 01** Agenda for the General Meeting
- 02** Board of Directors' reports – Presentation of the 2020 accounts and operating position
- 03** Statutory Auditors' reports
- 04** Q&A session
- 05** Results of votes on proposed resolutions
- 06** Closing remarks to the General Meeting

# Closing remarks – 2021 Combined General Meeting

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A video recording will soon be available on the Company's website

# Annexes



# Alternative performance measures

- **Restated revenue**: Revenue for the prior year, expressed on the basis of the scope and exchange rates for the current year.
- **Organic revenue growth**: Increase in revenue between the period under review and restated revenue for the same period in the prior financial year.
- **EBITDA**: This measure, as defined in the Universal Registration Document, is equal to consolidated operating profit on business activity after adding back depreciation, amortisation and provisions included in operating profit on business activity.
- **Operating profit on business activity**: This measure, as defined in the Universal Registration Document, is equal to profit from recurring operations adjusted to exclude the share-based payment expense for stock options and free shares and charges to amortisation of allocated intangible assets.
- **Profit from recurring operations**: This measure is equal to operating profit before other operating income and expenses, which includes any particularly significant items of operating income and expense that are unusual, abnormal, infrequent or not foreseeable, presented separately in order to give a clearer picture of performance based on ordinary activities.
- **Basic recurring earnings per share**: This measure is equal to basic earnings per share before other operating income and expenses net of tax.
- **Free cash flow**: Free cash flow is defined as the net cash from operating activities; less investments (net of disposals) in property, plant and equipment, and intangible assets; less lease payments; less net interest paid; and less additional contributions in respect of retirement benefit obligations to address any deficits in defined-benefit pension plans.
- **Downtime**: Number of days between two contracts (excluding training, sick leave, other leave and pre-sale) divided by the total number of business days