

Technology for
IMPACT



Annual General Meeting
7th May 2025

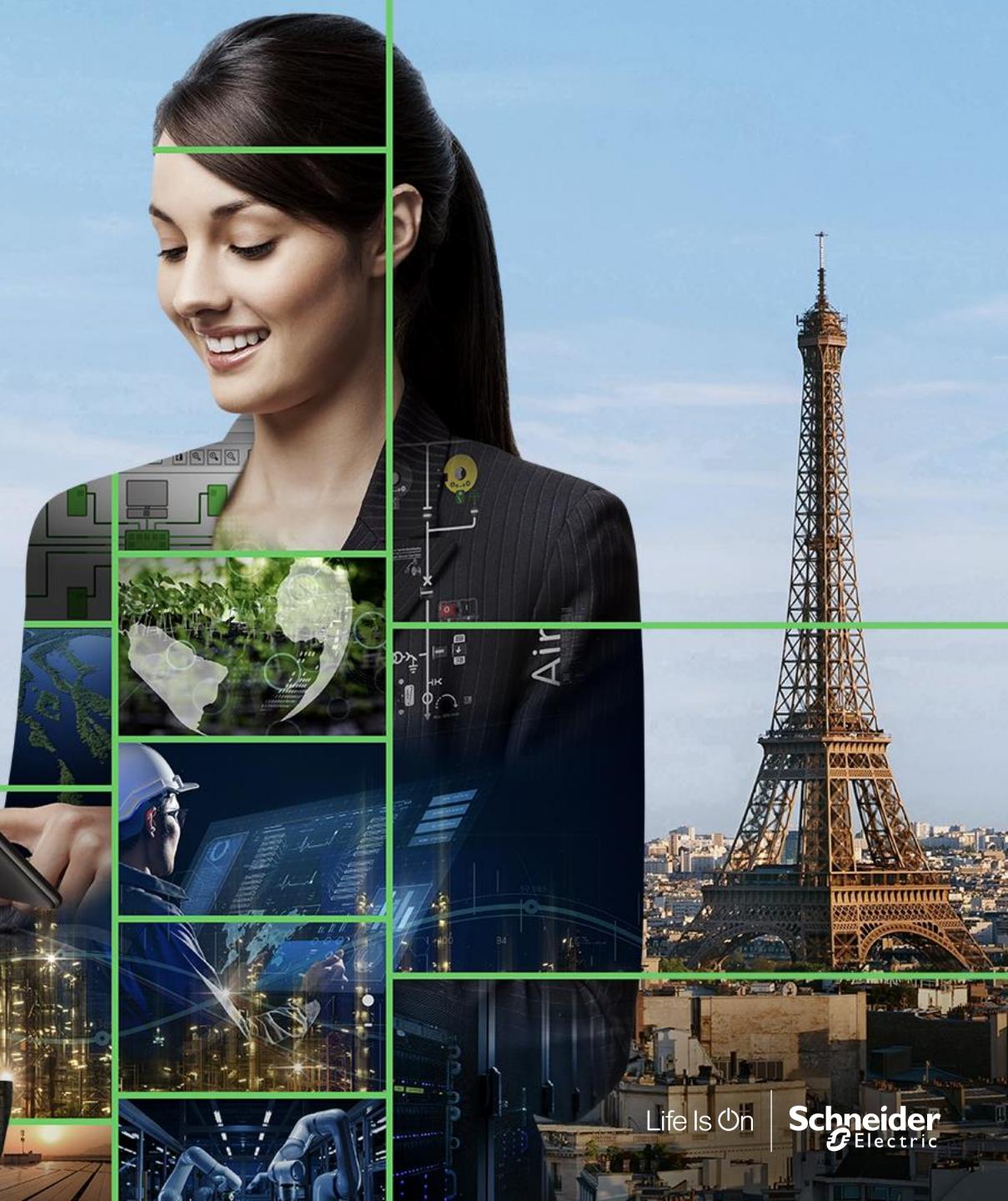
Life Is On

Schneider
Electric



Introduction

Jean-Pascal Tricoire
Chairman



Disclaimer

All forward-looking statements are Schneider Electric management's present expectations of future events and are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. For a detailed description of these factors and uncertainties, please refer to the section "Risk Factors" in our Universal Registration Document (which is available on www.se.com). Schneider Electric undertakes no obligation to publicly update or revise any of these forward-looking statements.

This presentation includes information pertaining to our markets and our competitive positions therein. Such information is based on market data and our actual revenues in those markets for the relevant periods. We obtained this market information from various third-party sources (industry publications, surveys and forecasts) and our own internal estimates. We have not independently verified these third-party sources and cannot guarantee their accuracy or completeness and our internal surveys and estimates have not been verified by independent experts or other independent sources.

Simplified agenda

Industry Perspective

Mr Jean-Pascal Tricoire

Technology for Impact

Mr Olivier Blum

Finance

Ms Hilary Maxson

Governance

Mr Jean-Pascal Tricoire

Compensation

Mr Fred Kindle

Statutory Auditors' Report

Ms Séverine Scheer

Agenda

Ordinary Shareholder's Meeting

FY2024 Financial statements

1. Approval of statutory financial statements for the 2024 fiscal year
2. Approval of consolidated financial statements for the 2024 fiscal year
3. Appropriation of profit for the fiscal year and setting the dividend
4. Approval of regulated agreements governed by Article L. 225-38 et seq. of the French Commercial Code

Say on pay ex-post

5. Approval of the information on the Directors' and the Corporate Officers' compensation paid or granted for the fiscal year ending December 31, 2024 mentioned in Article L. 22-10-9 of the French Commercial Code
6. Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Olivier Blum in his capacity as Chief Executive Officer (from November 1 to December 31, 2024)
7. Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Peter Herweck in his capacity as Chief Executive Officer (from January 1 to November 1, 2024)
8. Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman of the Board of Directors

Say on pay ex-ante

9. Approval of the compensation policy for the Chief Executive Officer
10. Approval of the compensation policy for the Chairman of the Board of Directors
11. Approval of the Directors' compensation policy

Renewal / Appointment of Directors

12. Renewal of the term of office of Mr. Jean-Pascal Tricoire
13. Renewal of the term of office of Mrs. Anna Ohlsson-Leijon
14. Ratification of the co-optation of Mrs. Clotilde Delbos as a Director
15. Appointment of Mrs. Xiaohong (Laura) Ding as Director representing the employee shareholders

Resolution A-E (not supported by the Board of Directors): Appointment of the Director representing the employee shareholders

- Mr. Alban de Beaulaincourt (A)
- Mr. François Durif (B)
- Mr. Venkat Garimella (C)
- Mr. Gérard Le Gouefflec (D)
- Mrs. Amandine Petitdemange (E)

Share buy-back

16. Authorization granted to the Board of Directors to buy back Company shares

Agenda

Extraordinary Shareholder's Meeting

Capital increases with or without preferential subscription right

17. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company with shareholders' preferential subscription right
18. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right through a public offering other than those referred to in Article L. 411-2 1° of the French Monetary and Financial Code
19. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right through an offering in accordance with Article L. 411-2 1° of the French Monetary and Financial Code
20. Delegation of authority to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without shareholders' preferential subscription right

21. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right in consideration for contributions in kind to the Company
22. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right reserved for a category of persons
23. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right reserved for one or more named person
24. Delegation of authority to the Board of Directors to increase the capital by capitalizing additional paid-in capital, reserves, earnings, or other

Long Term Incentive Plan

25. Authorization granted to the Board of Directors to freely allocate shares to the employees or to a category of employees and / or the Corporate Officers of the Company or of companies affiliated therewith as part of the Long-Term Incentive Plan up to a limit of 2% of the share capital

Capital increases reserved for employees

26. Delegation of authority to the Board of Directors to undertake capital increases reserved for participants in a company savings plan without shareholders' preferential subscription right
27. Delegation of authority to the Board of Directors to undertake capital increases reserved for employees of certain non-French subsidiaries of the Group, directly or via entities acting to offer those employees benefits comparable to those offered to participants in a company savings plan without shareholders' preferential subscription right

Cancellation of shares

28. Authorization to the Board of Directors to cancel shares of the Company bought back by the Company under the share buyback programs

Amendment of Articles of Association

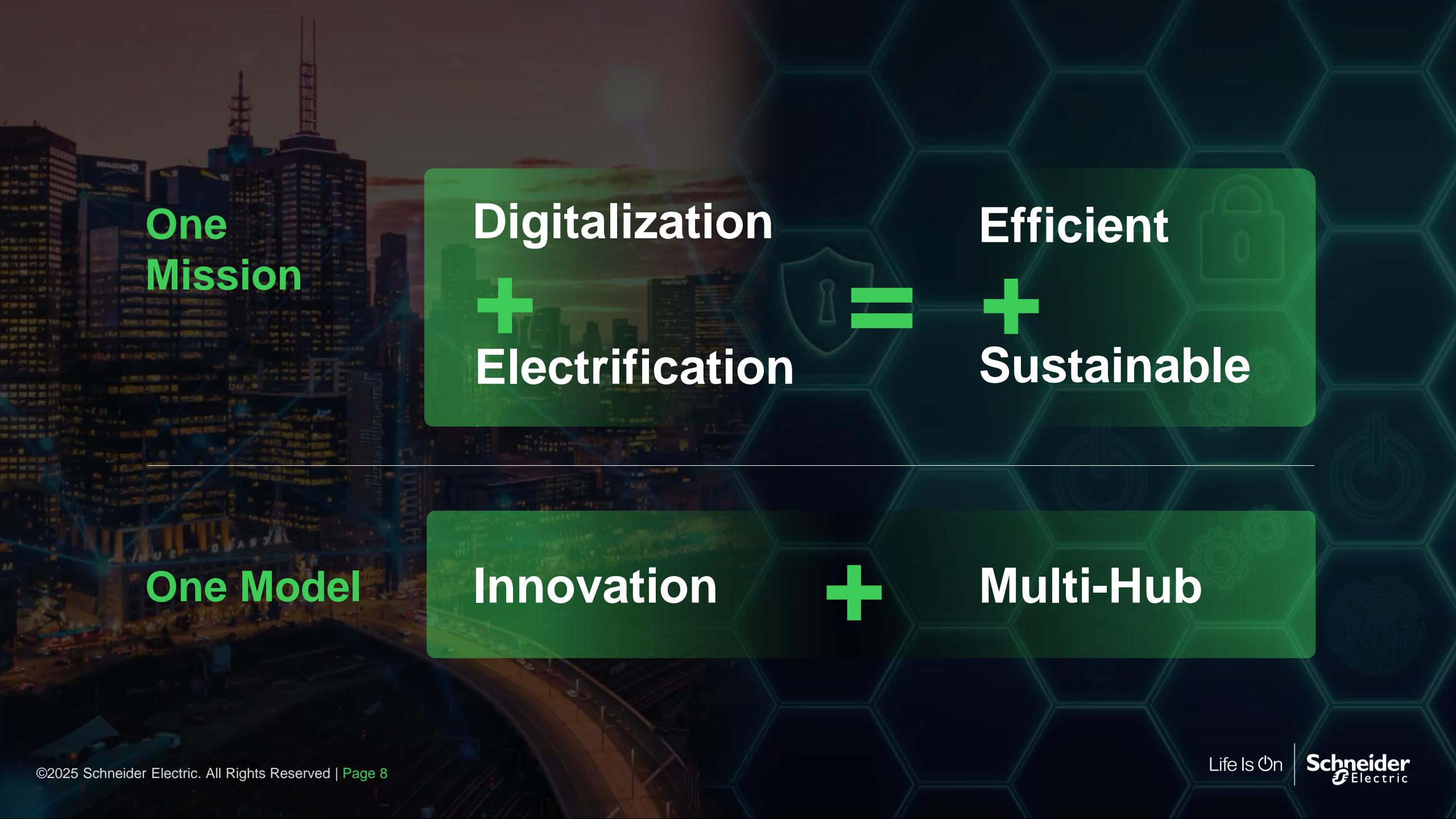
29. Amendment of Article 11.3 of the Articles of Association relating to procedures for replacing the Director representing employee shareholders
30. Amendment of Article 14.3 of the Articles of Association relating to procedures for the deliberation of the Board of Directors
31. Powers for formalities

Industry Perspective

Jean-Pascal Tricoire

Chairman





**One
Mission**

One Model

Digitalization
+
Electrification

Efficient
+
Sustainable

Innovation

Multi-Hub

The Energy Trilemma

Sustainability

-45% GHG emissions needed by 2030 to meet 1.5°C trajectory
+9% emissions by 2030 based on Current National Plans of 195 Parties

Source: UNFCCC, OPEC, IEA, Eurostat, European Commission



Affordability

9.3%

100%

€604Bn

EU Population unable to keep home adequately warm in 2022

new energy demand from emerging markets

EU energy import bill in 2022, vs. **€163Bn** in 2020

Access

44%

World population is energy poor

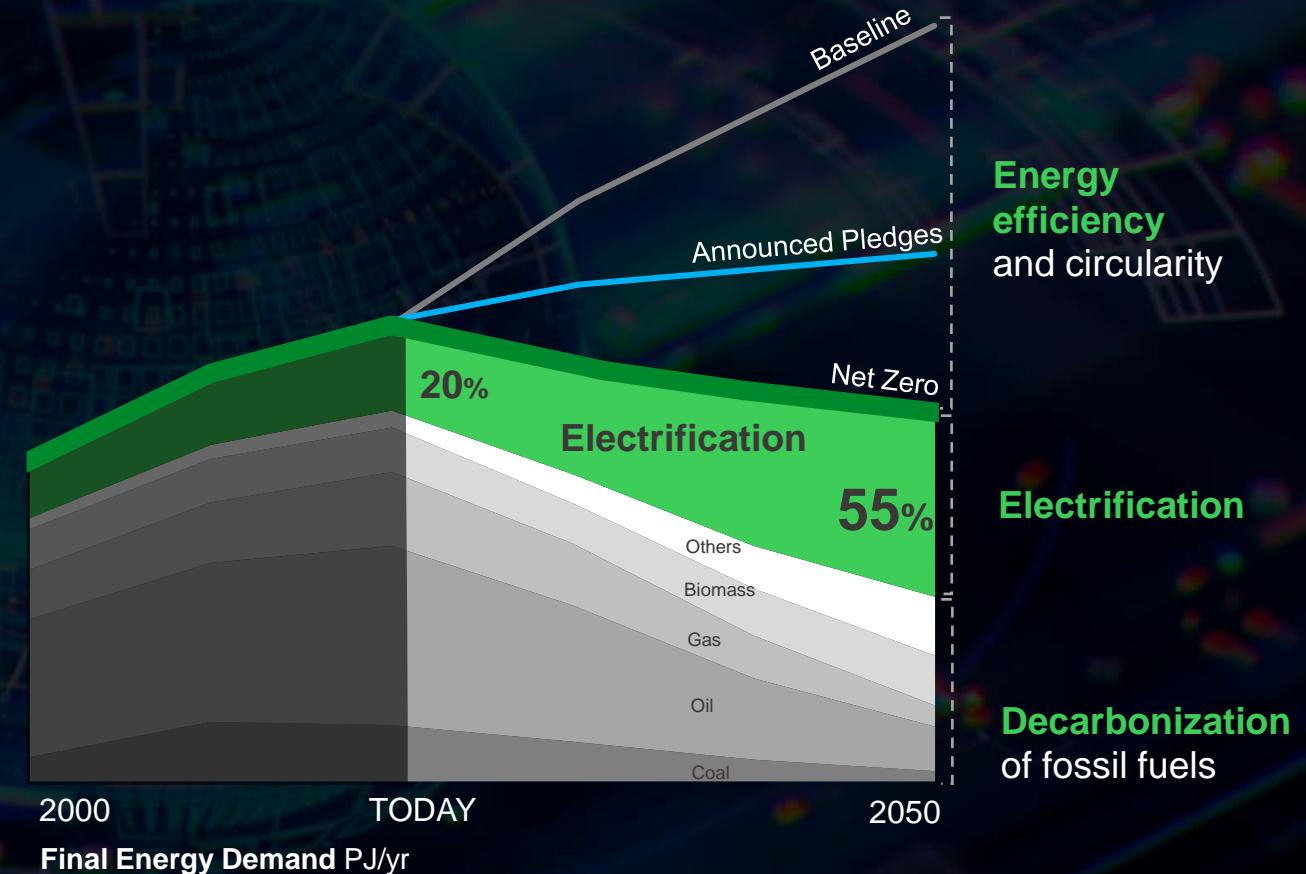
1 in 4

Households in the US experienced at least one power outage in 2023

More energy, less emissions by 2050

+3 Billion People
New Energy Access

+5 Billion
Reliable Access



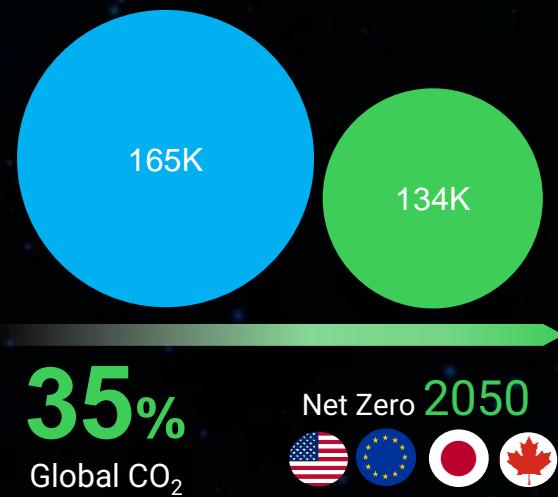
Sources: IEA Net Zero Scenario (2024), IEA APS (2024), Schneider Electric Sustainability Research Institute

Dynamics differ across time periods

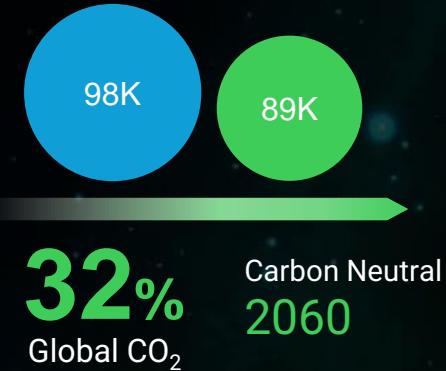


2020 → 2050 Energy Consumption (PJ/yr)

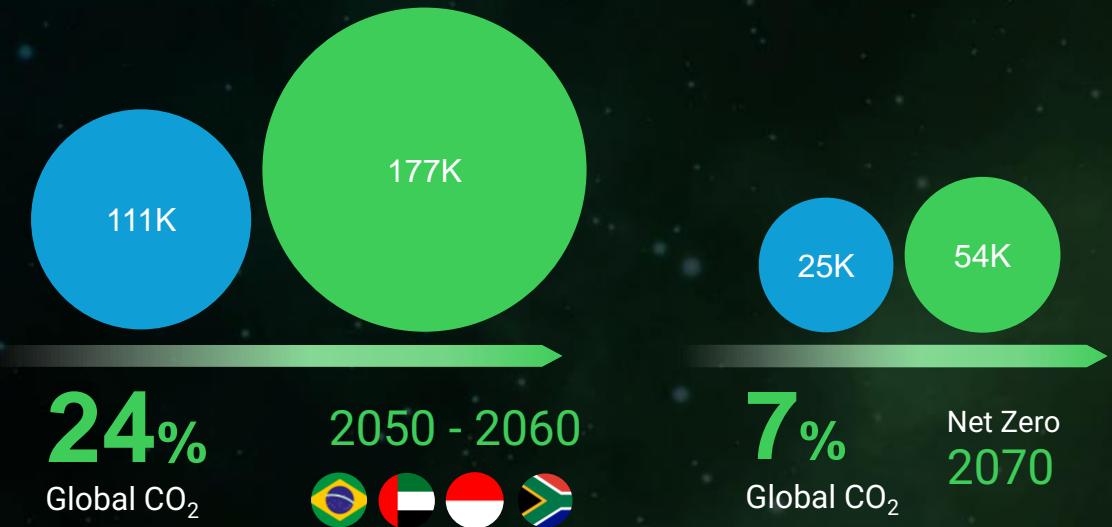
Mature Economies



China



New Economies



India



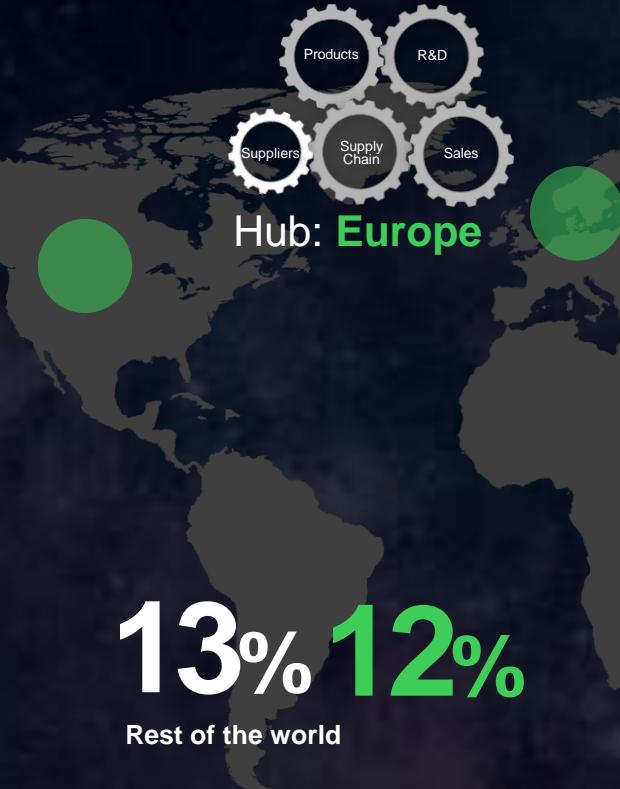
Source: Announced Pledge Scenario, IEA, 2021

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Life Is On

Schneider
Electric

Multi-hub operating model decentralized for people empowerment



24% 25%

Western Europe

Western Europe

Hub: China



27% 37%

Asia Pacific



2024 Figures

Technology ready to scale

70% of carbon emissions can be tackled
with existing technologies

DIGITAL



For efficiency & circularity

- IoT
- Big Data
- AI
- Metaverse + Digital Twin
- Software
- Data Centers

ELECTRIC

For decarbonization

- Renewable energies +Storage
- Data centers+ Tech
- EV charging
- Heat Pumps
- Microgrids
- Smart Grids

SUSTAINABLE

Smart & Green

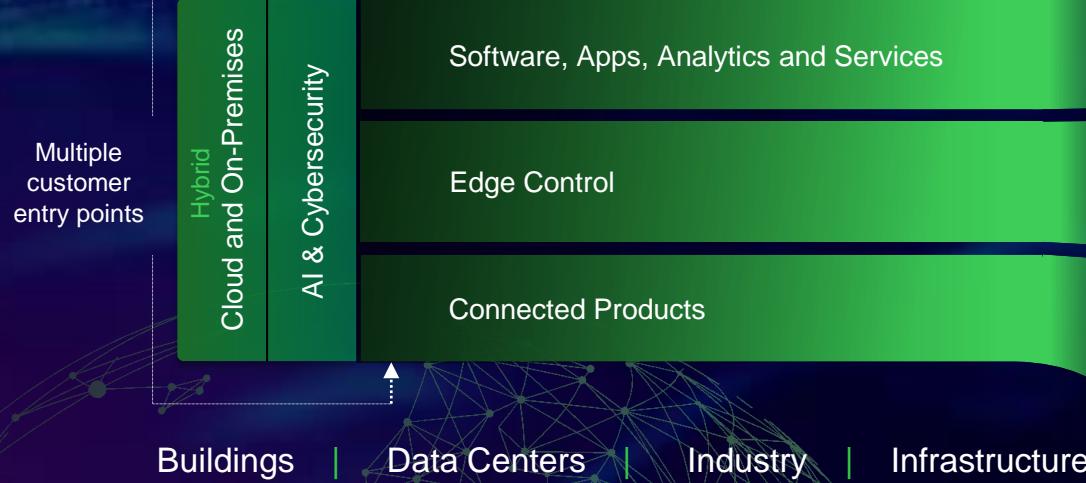
- Homes
- Buildings
- IT
- Industry
- Cities

An integrated architecture for enhanced value for our customers across end-markets



IoT & Data | Software for complete Digital Twin

— Design — Build — Operate & Maintain —



Software &
Advisory

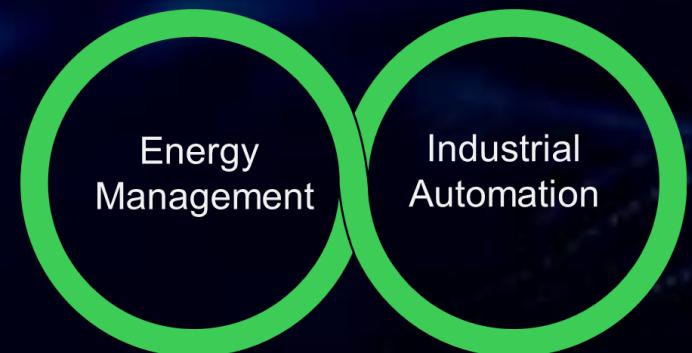
Digital Services

Field
Services

Automation
& Control

Connected
Products

Non-connected
Products



AI is vital for Efficiency across all industries

REDUCE

Energy Demand
Carbon emissions

OPTIMIZE

Energy System
Smart Grid
Adoption of renewables

EMPOWER

Operators & C Suite

Safety
Reliability
Simulation
Zero Code

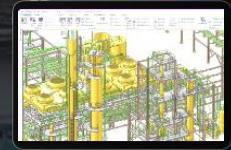
Industry Increase agility, improve productivity, limit environmental impact

1

Get your Data Right:
IoT for data & Automation

2

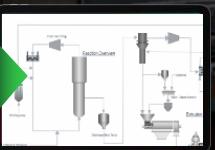
**AI, Software & Digital Twin
for Efficiency & Productivity**
Lifecycle optimization with
real-world simulations



Design



Build



Operate & Maintain

3

Electrified processes
Boilers, Process, Machine Drives

4

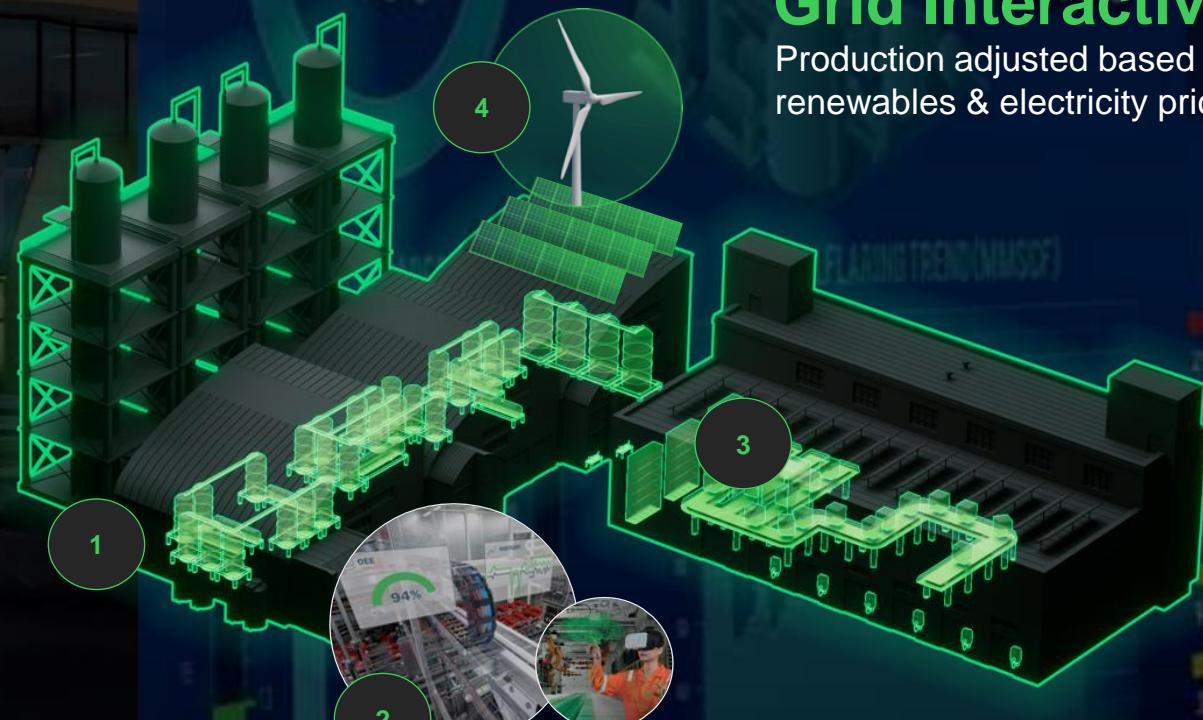
Clean electricity
Onsite renewables, microgrids & PPAs

25%

Fossil Fuel Demand
Reduction

50%

Electrification Increase
by 2030, to **45%** Total



Source: Schneider Electric Sustainability Research Institute

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Life Is On

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Sustainable, efficient Buildings

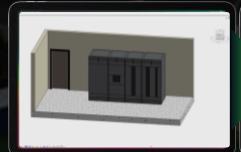
1

Get your Data right: IoT everywhere & Data

2

AI, Software & Digital Twin for Efficiency

Lifecycle optimization with real-world simulations



Design



Build



Operate & Maintain

3

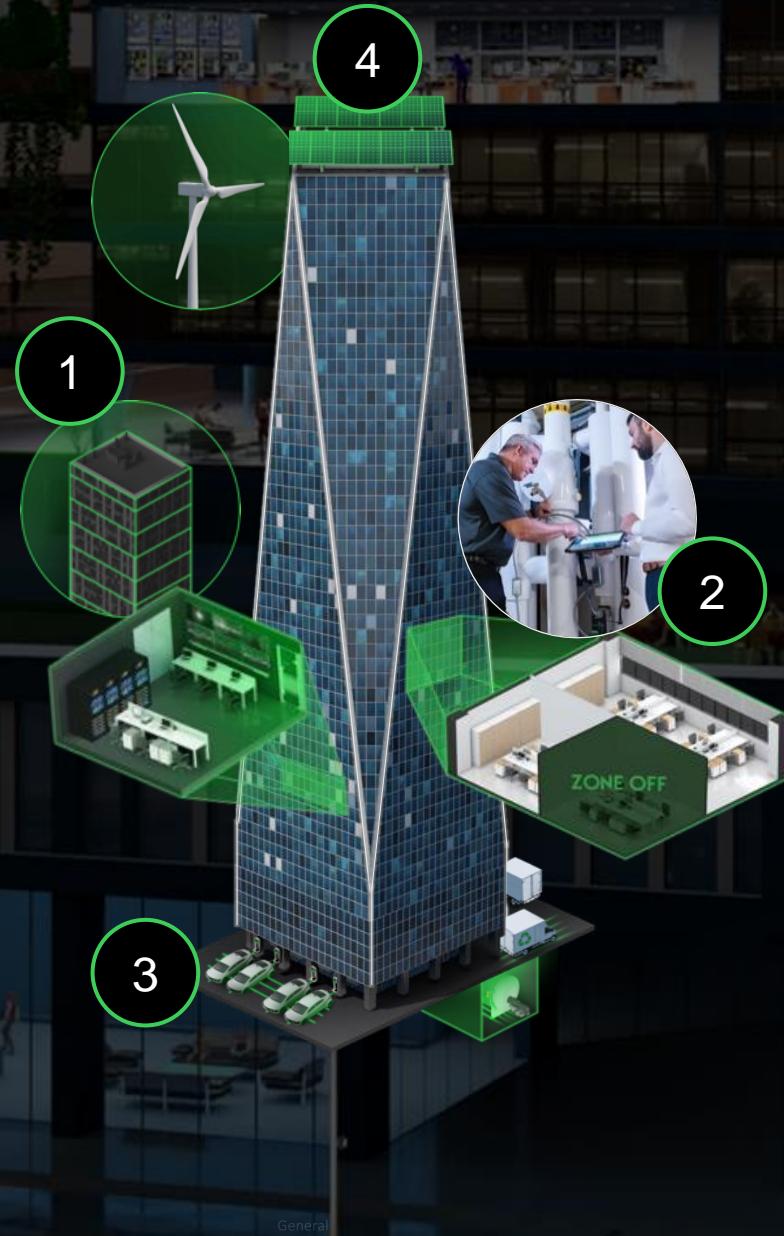
Electrified buildings operations & transport

EV infrastructure & heat pumps

4

Clean electricity

Onsite renewables, microgrids & PPAs



Source: Schneider Electric Sustainability Research Institute

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Impact

÷2

CO₂ emissions + energy bills

Payback

<10 yrs

New & Retrofit
Commercial buildings

Life Is On

Schneider
Electric

Beginning of a major revolution

Sectors in 2050

BUILDINGS

10x

Heat pumps

20x

Distributed solar

85x

Net Zero Retrofits

20x

Net Zero New Builds



2x
Electric

3.5x
Hydrogen

INDUSTRY
4x
Circularity

TRANSPORT

20x
EV cars

150x
EV chargers

+30%
Rail activity

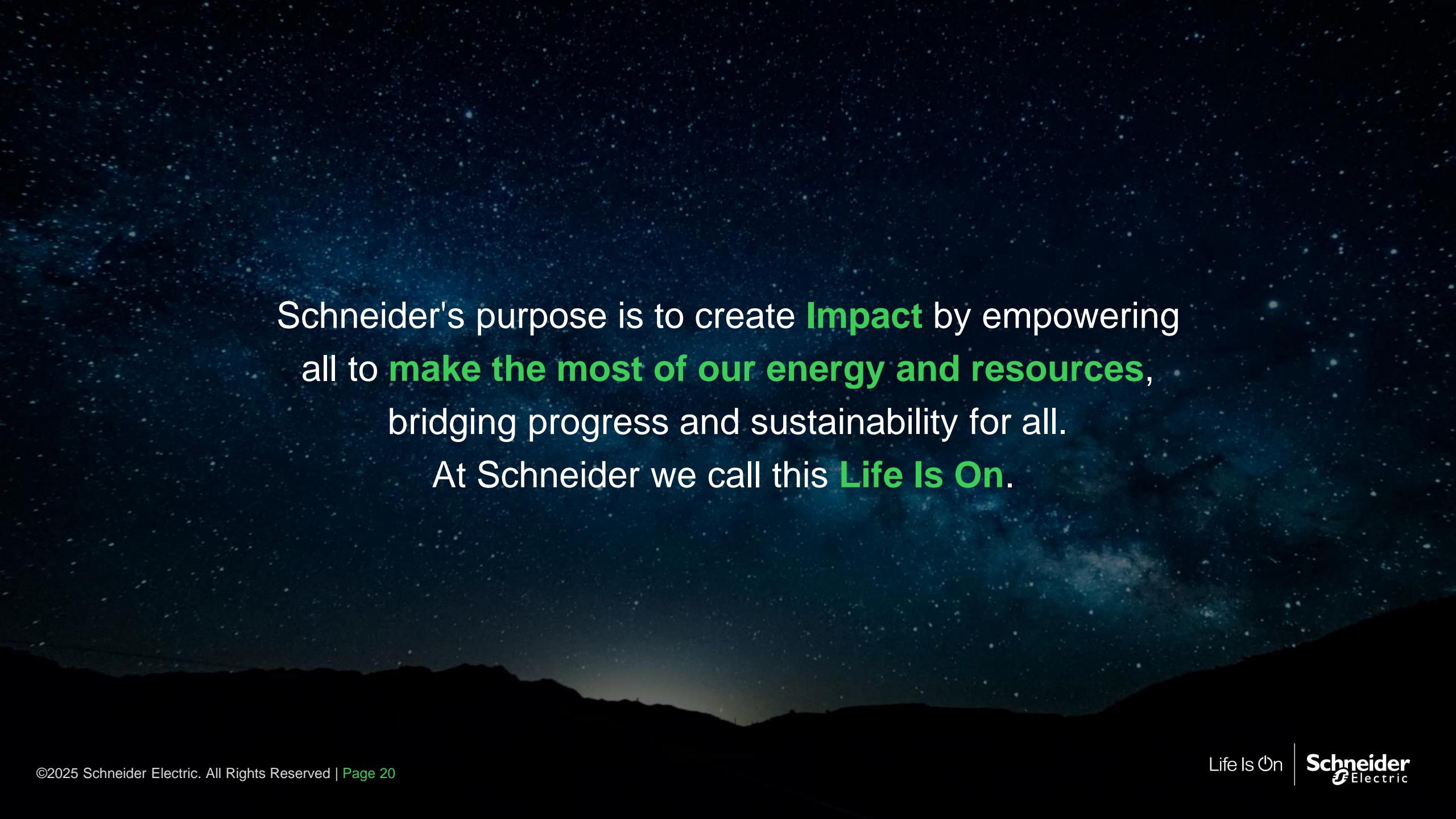
Source: IEA 2023 (NZE Scenario)

Technology for Impact

Olivier Blum

Chief Executive Officer





Schneider's purpose is to create **Impact** by empowering all to **make the most of our energy and resources**, bridging progress and sustainability for all.

At Schneider we call this **Life Is On**.

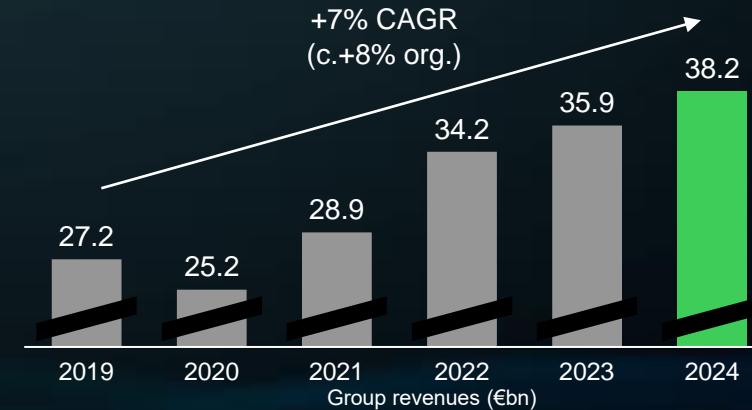
Making
IMPACT

as the #1 most sustainable company



2024 had record annual revenues driven by strong organic growth, with both businesses stronger in H2

GROUP



BY BUSINESS

Energy Management

H1 → **H2**

+9.4%
org. growth

+13.5%
org. growth

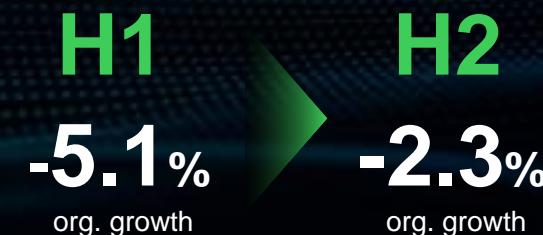


Industrial Automation

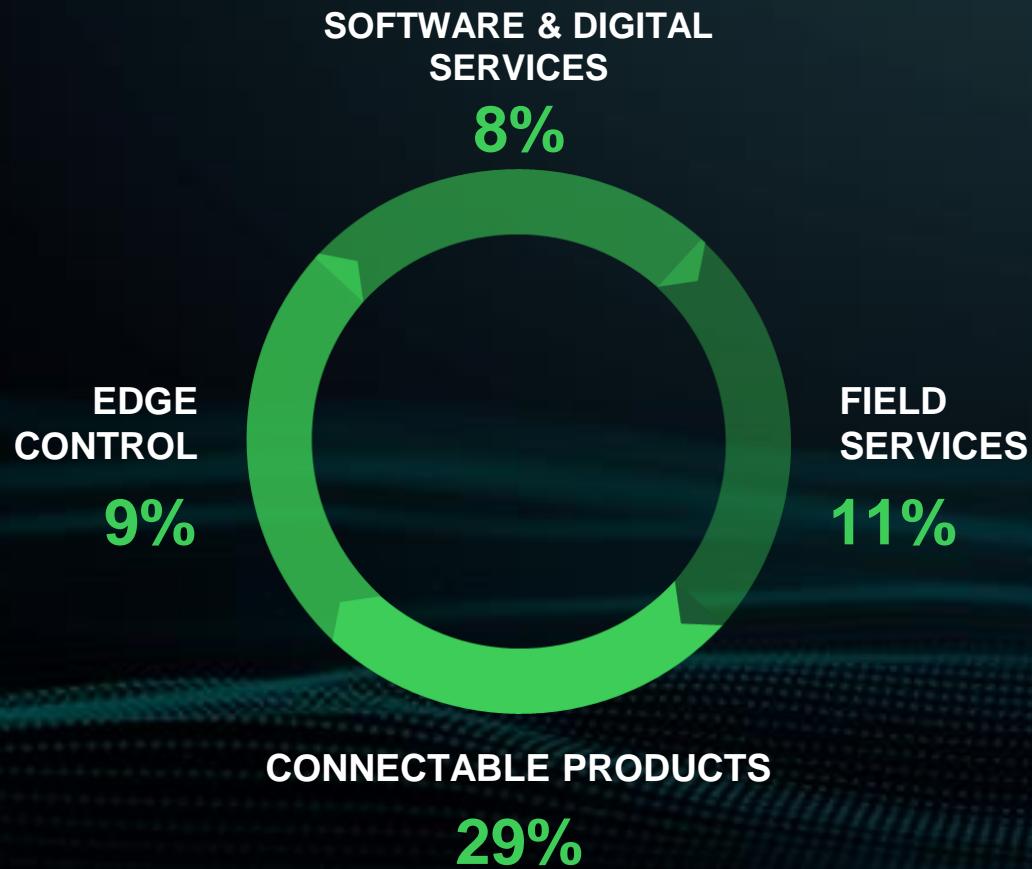
H1 → **H2**

-5.1%
org. growth

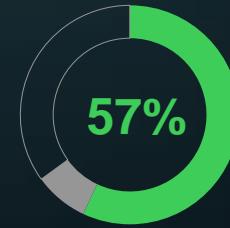
-2.3%
org. growth



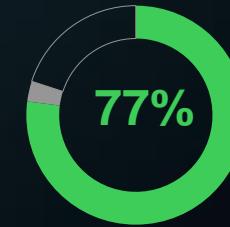
Digital flywheel progresses to 57% of 2024 FY Group revenues



Moving towards 60% to 65% of Group revenues by 2027



Recurring revenue in Agnostic Software¹ to increase to c.80% by 2027



Legend:
■ % of Group revenues
■ 60% to 65% by 2027 ambition

Legend:
■ % of agnostic software revenues
■ c.80% by 2027 ambition

Key achievements of 2024:

- Innovation driving double-digit growth in Connectable Products
- Edge control impacted by weakness of OEM and Discrete automation market, while Energy Management offers grew strongly
- Double-digit growth in Field Services supported by increasing installed-based
- Solid recurring revenues in agnostic Software¹

Balanced exposure across four end-markets

Data Centers & Networks

- Cloud and Service providers
- Enterprise IT
- On- Premise Enterprise Datacenter
- Commercial & Industrial

Buildings

- Office & public buildings
- Healthcare
- Hotels
- Residential
- Commercial buildings
- Retails chains

Industry

- Energies & Chemicals
- Consumer Packaged
- Metals, Mining & Minerals
- Machine sol. / OEMs
- EV & Battery manufacturing

Infrastructure

- Grid
- Transportation
- Water Wastewater

24%

Full year 2024 Orders

Key Drivers

Artificial Intelligence

30%

Efficiency & Decarbonization

33%

Reshoring & mega-projects

13%

Big government funding



Our mission is to be the trusted partner in
Sustainability and Efficiency.

Pursuing differentiated strategy for the benefit of all stakeholders



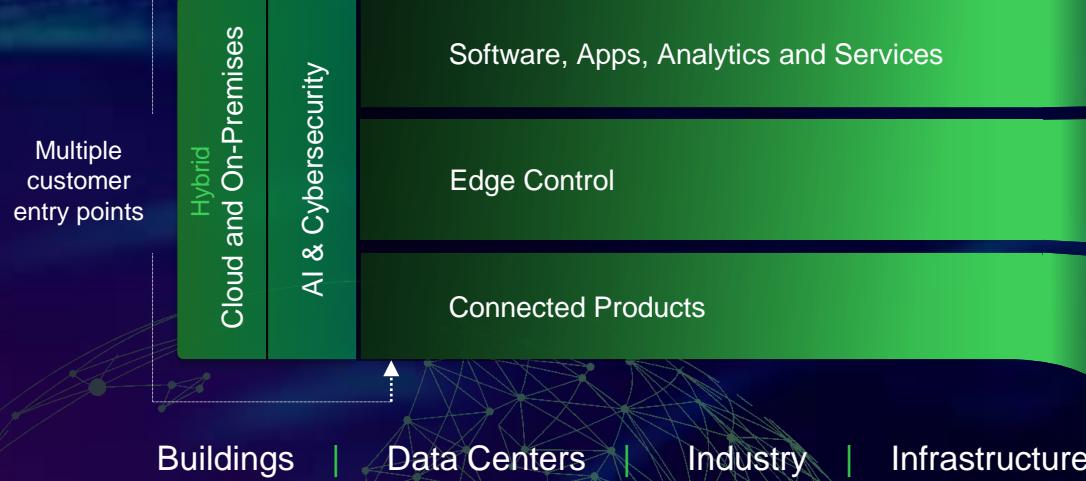
Technology leader
Customer centric
People care

An integrated architecture for enhanced value for our customers across end-markets



IoT & Data | Software for complete Digital Twin

— Design — Build — Operate & Maintain —



Software &
Advisory

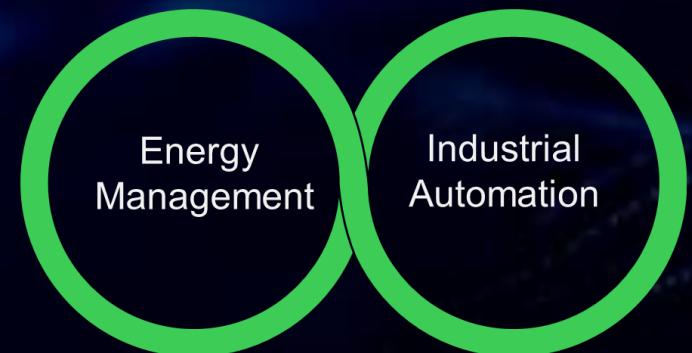
Digital Services

Field
Services

Automation
& Control

Connected
Products

Non-connected
Products



Capgemini Energy Command Center India



Achieve global Net Zero goals

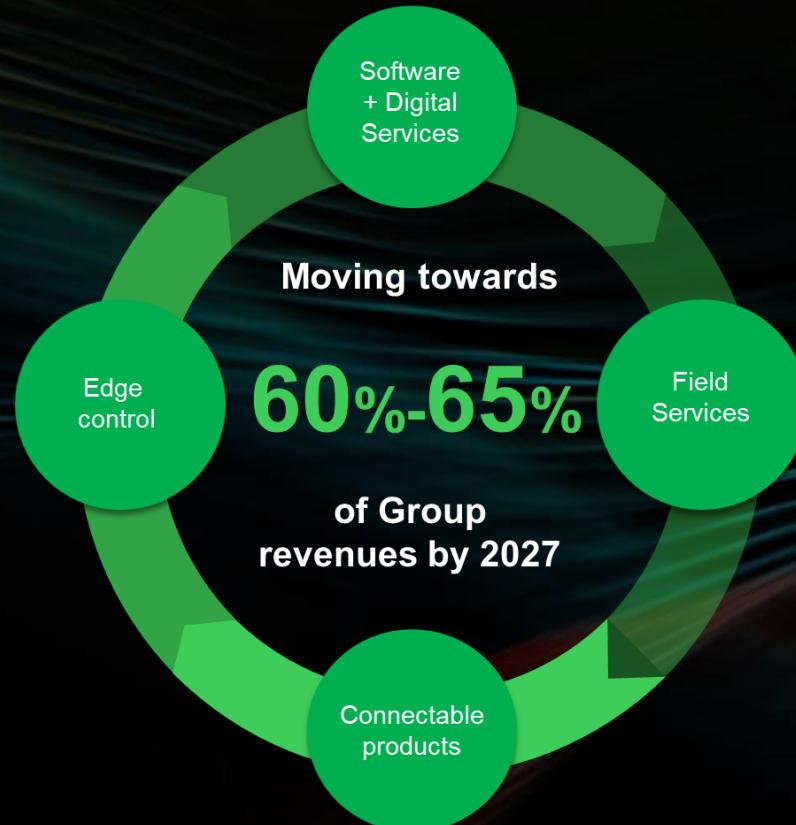
Report on energy consumption and CO2 emissions
Generate energy efficiency
Full operational control

Our solution

Energy Command Centre enabled by EcoStruxure™ for integrated monitoring and control
Full implementation of Schneider Electric hardware and software
+ EcoCare Service Plan

30% reduction in energy usage across 23 campuses

We pursue our strategic ambition to provide more value to our customers with our Digital portfolio, translating in strong growth in Digital Flywheel and Recurring Revenues



- ① All business models contributing to Digital Flywheel expansion
- ② Recurring revenue in Agnostic Software to increase to c.80% by 2027 (70% in FY23)
- ③ Recurring revenue in Services to keep increasing

Accelerating the pace of innovation through our future-ready R&D program



Strategy

Alignment with Strategic priorities
→ Digital, Services & Sustainability

Customer-centric value proposition



Execution

Focus and speed
Design to Cost
Rigor of performance management



Innovation

Resilience
Global vs. local
Digitization
New Energy Landscape

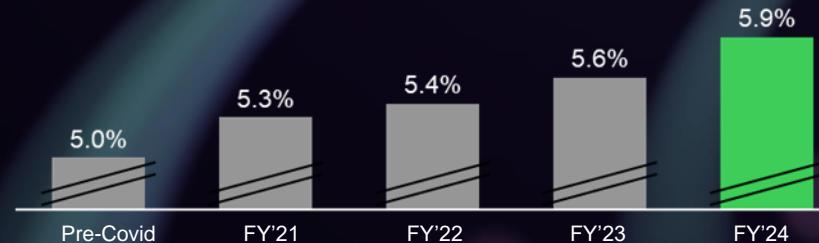


Platforming

Offer simplification
Faster time to market
Local adaptation

Increase in R&D intensity¹
set to continue

(1) R&D cash spend as a proportion of Group revenue



Differentiated multi-hub approach enables agility to react faster to macro and geopolitical developments and innovate closer to customers



**Moving towards
~90% sourcing and
manufacturing
within regional hubs**

Mitigation actions:

Agility

Teams in place and ready to take actions if necessary

Resilience

Through "power of 2"

Pricing power

Agile commercial actions to counter impact of fast-evolving geopolitical developments

1. Non-import proportion of 2023 Cost Of Goods Sold

Strongly committed to Talent development and Employee engagement

IMPACT

A culture led & skills first organization enabling

Training & development

100%

employees have access to online training platform in 2025

97%

of employees trained on Cybersecurity and Ethics

77%

of employees received Digital upskilling

~70%

leaders participated in the Upward Feedback campaign

Engagement

73%

2024 Employee Engagement

88%

Annual engagement campaign participation rate

Shareholding

Top 5

employee's shareholding within top holding of shares register

61%

of employees participating in Shareholding plan in 47 countries

28

WESOP subscriptions offered
*as of 2024

Diverse leadership showing our multi-Hub strategy in action



Olivier Blum
Chief Executive Officer

7
nationalities

41%
women
Strategy in action



ExCom split by locations

Business



Frédéric Godemel
Energy Management



Barbara Frei
Industrial Automation



Caspar Herzberg
One Software
Chief Executive Officer AVEVA

Operations



Aamir
Paul
North America



Gwenaelle
Avice-Huet
Europe



Laurent
Bataille
France



Manish Pant
International



Zheng Yin
China & East
Asia

Global Functions



Hilary Maxson
Chief Financial
Officer



Charise Le
Chief Human
Resources Officer



Chris Leong
Chief Sustainability
Officer



Hervé Coureil
Chief Governance Officer
& Secretary General



Mourad Tamoud
EVP Global Supply
Chain



Nadège Petit
Chief Innovation
Officer



Peter
Weckesser
Chief Digital Officer



Jing Ren
EVP Strategy, Brand
and Communications



Our Sustainability program exceeded target in 2024

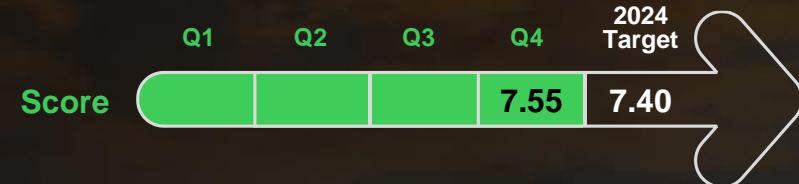
2021-2025

SCHNEIDER

SUSTAINABILITY
IMPACT

CLIMATE

679M¹



SSI #2 - Help our customers save and avoid 800 million tonnes of CO₂ emissions

Schneider Electric's solutions and services helped customers save and avoid more than 127 million tonnes of CO₂ emissions in 2024 alone.

RESOURCES

78%

SSI #5 - 100% of our primary and secondary packaging is free from single-use plastic and uses recycled cardboard

In 2024, our sustainable packaging program made significant progress, achieving a 15% increase from 2023, and now using 93% of recycled cardboard.

GENERATIONS²

824K+

SSI #11 – Train 1 million people in energy management

Schneider Electric, recognized by the World Economic Forum as a DEI Lighthouse for its commitment to empowering young people, is dedicated to equipping them with essential skills through initiatives like the DESFERS program, which promotes Technical and Vocational Education in energy and supports women in rural areas of West Africa.

1. Cumulated since 2018 2. Cumulated since 2009

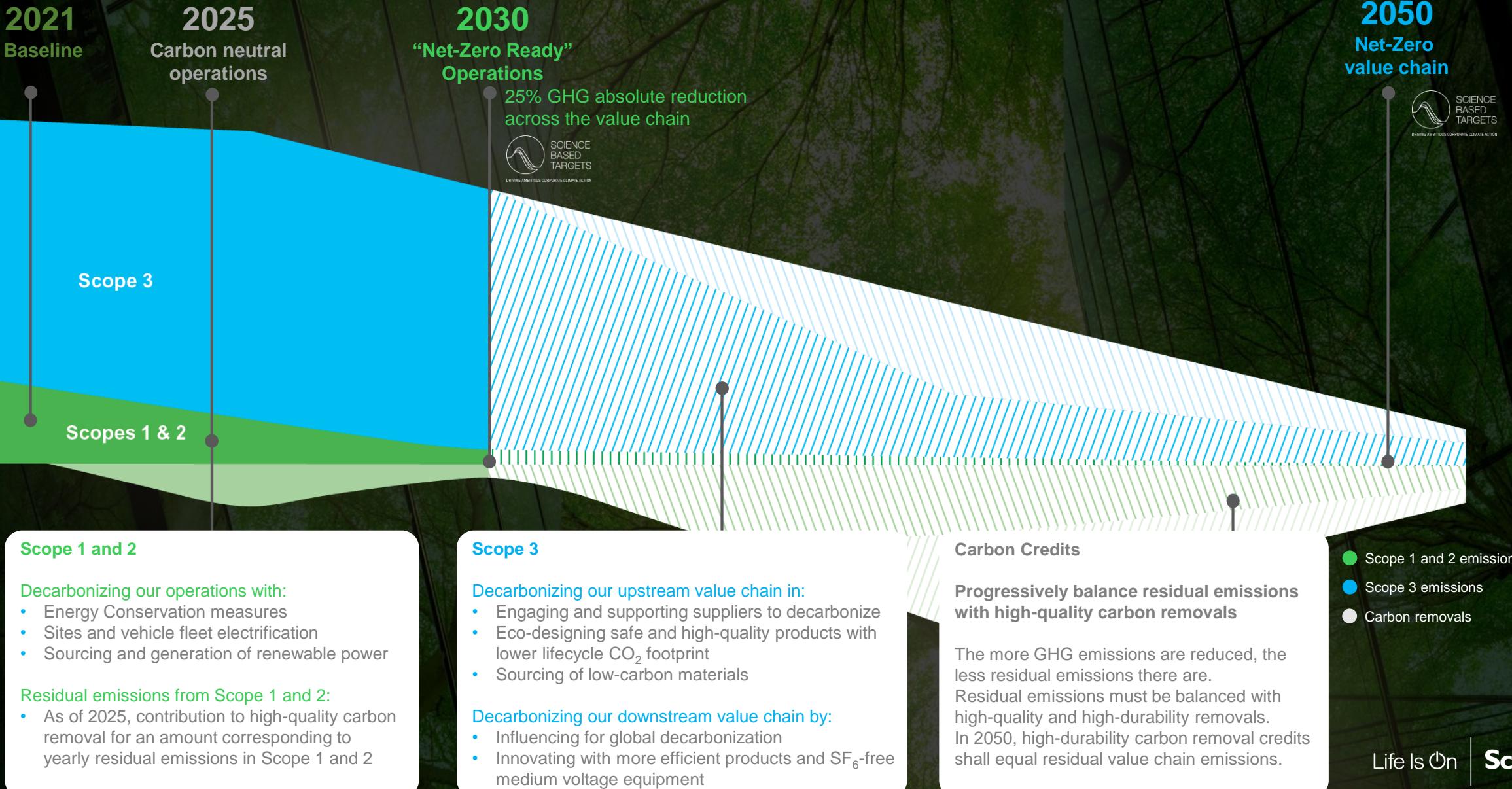


Climate champion **for the 14th consecutive year**



A platinum medal **for the 5th consecutive year**

Climate: Roadmap to Net Zero



COMMUNITIES

60M
people

access to green
Electricity

1 M
people

trained in energy
management

CUSTOMERS

126Mt
of CO₂ in 2024

saved and avoided,
delivered through our
solutions

**EcoDesign
& Circularity**

Scope 3 Downstream

EMPLOYEES

**Carbon
neutral**

in our operations

SUPPLIERS

÷2
emissions

of highest emitting
1,000 suppliers

INVESTORS

75%
impact revenue

**Mobilizing all stakeholders
to achieve our Net Zero ambition by 2025**

99%

carbon footprint
in Scope 3

Commit to
ZERO

2025

2030

2040

2050



SCIENCE
BASED
TARGETS



Finance

Hilary Maxson

Chief Financial Officer



Financial highlights – Strong performance in FY 2024

A strong start towards the ‘Next Frontier’

Revenues

€38.2bn, +8% org.

Record revenues in FY24 driven by strong growth in Systems and Services business models

Gross Margin

42.6%, +80bps org.

Strong gross margin driven by industrial productivity and pricing in Systems

Adj. EBITA Margin

18.6%, +90bps org.

Improved SFC leverage as % of sales organically, while investing to support future growth

Net Income (Group share)

€4.3bn, +7%

Strong underlying growth delivers adj. Net Income of €4.7bn, up +15%; Net Income includes impairment of investment in an associate

Free Cash Flow

€4.2bn, 99% conversion¹

Strong FCF in excess of €4bn for a 2nd consecutive year, conversion benefits from non-cash impairment

ROCE

14.8%, +130bps

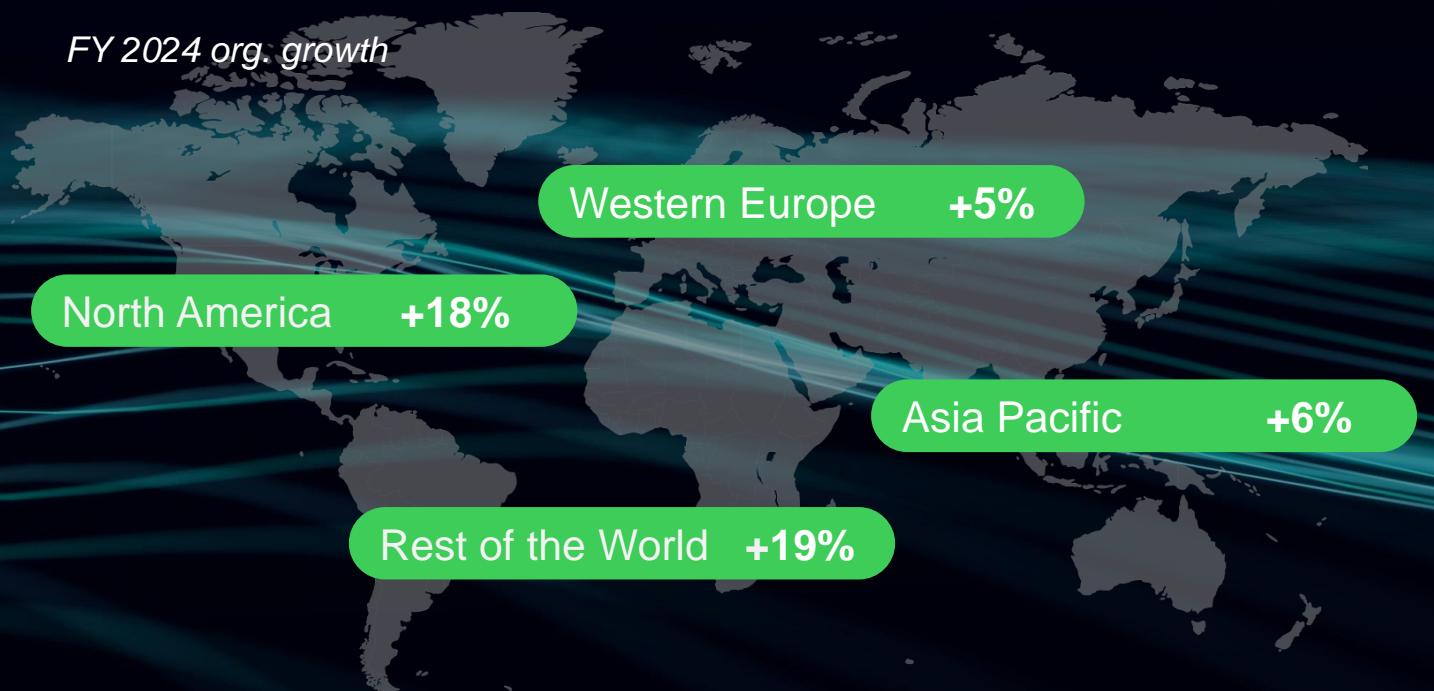
Improved profitability supported by volume, productivity and mix, combined with lower net debt

1. Conversion of FCF / Net Income (Group share)

Energy Management - strong growth across all four regions

Energy Management
€31bn +12%
FY24 revenues org. growth

Split of FY 2024 revenue by geography:

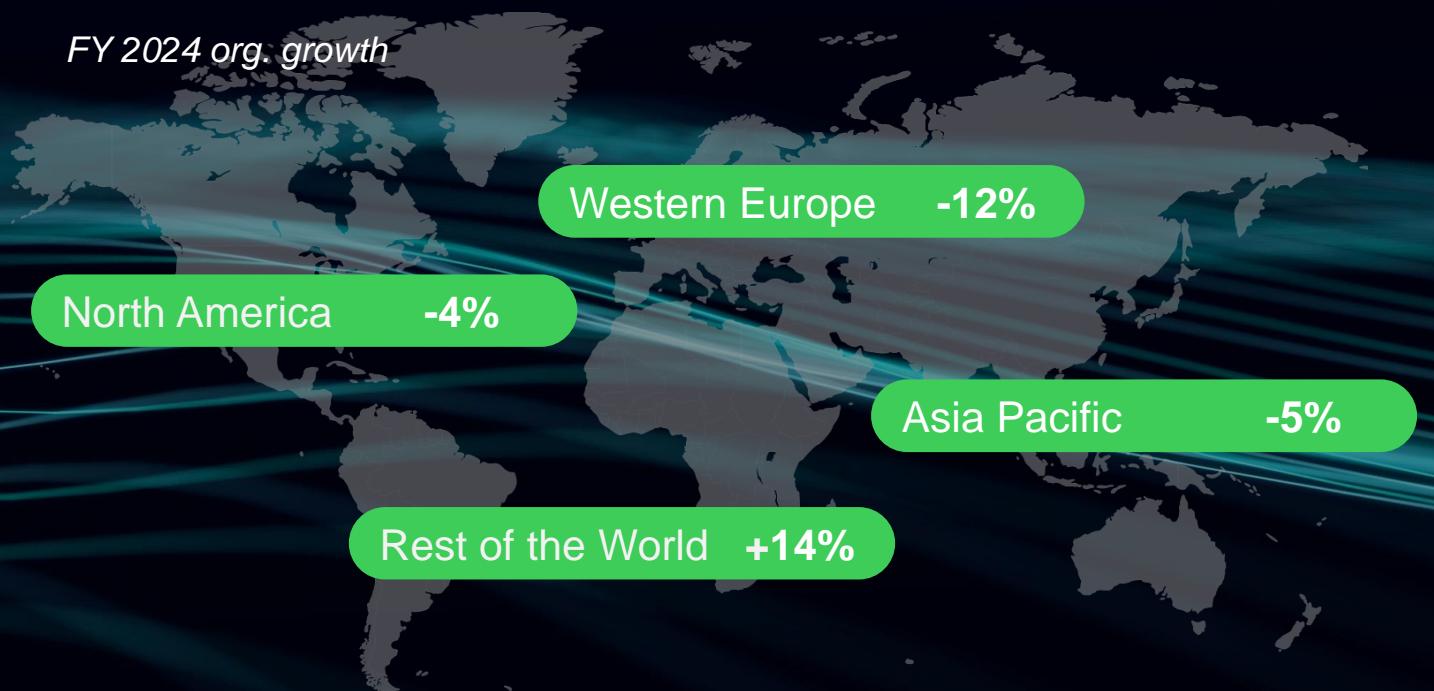


Industrial Automation - Discrete automation not yet returned to growth overall

Industrial Automation
€7bn
FY24 revenues

-4%
org. growth

Split of FY 2024
revenue by geography:



Strong Sales growth in 2024 led by Systems, Software & Services

Products

50% of full year 2024 revenues

Products growth driven by innovation with a focus on connectable products

Good growth in Energy Management in many segments and end-markets

Discrete automation not yet returned to growth overall. Positive evolution in Q4 in specific offers

+2%

Full year 2024 organic growth

Systems

31% of full year 2024 revenues

Energy Management strong growth driven by Data Center and Infrastructure markets

Delays in customer investment impacting growth in Process & Hybrid markets. Growth in Discrete automation remained negative

+19%

Full year 2024 organic growth

Software & Services

19% of full year 2024 revenues

Focused on Software transition to subscription

Leveraging growing installed-base

Increased recurring revenues

+9%

Full year 2024 organic growth

Focused execution drives strong growth in Q1

GROUP

Q1'25 revenues

€9bn

Q1 org. growth

+7%

BY BUSINESS

Energy Management

Q1'25 revenues

€7bn

Q1 org. growth

+10%

Industrial Automation

Q1'25 revenues

€2bn

Q1 org. growth

-1%

Expected trends in 2025

Amid an environment of heightened uncertainty, the Group currently expects:

- Continued market demand to drive growth, with contribution from across end-markets (Data Center & Networks, Buildings, Industry and Infrastructure), despite weakness in Residential
- Continued strong demand for Systems offers, led by the Data Center and Infrastructure end-markets
- A demand recovery in Discrete automation, with sales growth weighted towards H2
- Further progress on subscription transition in Software; strong growth in Services
- Commercial and supply chain actions to counter the impacts of tariffs; leverage multi-hub setup to ensure agile and responsible management of profitability, capital investments and cash flow
- All four regions to contribute to growth, led by U.S., India, Middle East & Africa

2025 Target reaffirmed

On April 28 2025, the Group reaffirmed its 2025 financial target as follows:

2025 Adjusted EBITA growth of between **+10% and +15% organic**

The target would be achieved through a combination of organic revenue growth and margin improvement, currently expected to be:

- Revenue growth of **+7% to +10% organic**
- Adjusted EBITA margin up **+50bps to +80bps organic**

This implies Adjusted EBITA margin of **around 18.7% to 19.0%** (including scope based on transactions completed to-date and FX based on current estimation).

Capital allocation priorities are clear with strong link to shareholder value creation

1 Strong Investment Grade Credit Ratings

- Rated A/A-1 with S&P Global and A3 with Moody's
- Upgraded in 2024

Shareholder
value
creation

2 Continued focus on Progressive Dividends

- 15 years of progressive dividend⁽¹⁾ including through Covid-19

4 Portfolio evolution / Share Buyback

- M&A not a prerequisite for achievement of medium-term targets
- Will remain agile and opportunistic towards M&A in growth markets

3 Funding Organic Growth

- Capacity investment
- Step-up in R&D intensity

1. Subject to shareholder approval on May 7, 2025.

Active and transparent engagement with our shareholder

Our Shareholder's Advisory Committee:

- Continuous engagement with Schneider Electric
- Dedicated in-person meetings
- Strong emphasis on the feedbacks received from individual shareholders



Our Universal Registration Document

- 2023 document recognized as #1 best URD by Labrador Transparency Awards



Find more information or contact **Schneider Electric** through:

Toll-free number – **0 805 651 650** Toll-Free Service (+33)

E-mail – actionnaires@se.com

website – [Investor Relations website](#)

Join the Advisory Committee – online application form

Governance

Jean-Pascal Tricoire
Chairman of the Board of Directors



Agenda

Ordinary Shareholders' Meeting

FY2024 Financial statements

1. Approval of statutory financial statements for the 2024 fiscal year
2. Approval of consolidated financial statements for the 2024 fiscal year
3. Appropriation of profit for the fiscal year and setting the dividend
4. Approval of regulated agreements governed by Article L. 225-38 et seq. of the French Commercial Code

Say on pay ex-post

5. Approval of the information on the Directors' and the Corporate Officers' compensation paid or granted for the fiscal year ending December 31, 2024 mentioned in Article L. 22-10-9 of the French Commercial Code
6. Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Olivier Blum in his capacity as Chief Executive Officer (from November 1 to December 31, 2024)
7. Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Peter Herweck in his capacity as Chief Executive Officer (from January 1 to November 1, 2024)
8. Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman of the Board of Directors

Say on pay ex-ante

9. Approval of the compensation policy for the Chief Executive Officer
10. Approval of the compensation policy for the Chairman of the Board of Directors
11. Approval of the Directors' compensation policy

Renewal / Appointment of Directors

12. Renewal of the term of office of Mr. Jean-Pascal Tricoire
13. Renewal of the term of office of Mrs. Anna Ohlsson-Leijon
14. Ratification of the co-optation of Mrs. Clotilde Delbos as a Director
15. Appointment of Mrs. Xiaohong (Laura) Ding as Director representing the employee shareholders

Resolutions A-E (not supported by the Board of Directors): Appointment of the Director representing the employee shareholders

- Mr. Alban de Beaulaincourt (A)
- Mr. François Durif (B)
- Mr. Venkat Garimella (C)
- Mr. Gérard Le Gouefflec (D)
- Mrs. Amandine Petitdemange (E)

Share buy-back

16. Authorization granted to the Board of Directors to buy back Company shares

Agenda

Extraordinary Shareholders' Meeting

Capital increases with or without preferential subscription right

17. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company with shareholders' preferential subscription right
18. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right through a public offering other than those referred to in Article L. 411-2 1° of the French Monetary and Financial Code
19. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right through an offering in accordance with Article L. 411-2 1° of the French Monetary and Financial Code
20. Delegation of authority to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without shareholders' preferential subscription right

21. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right in consideration for contributions in kind to the Company
22. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right reserved for a category of persons
23. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right reserved for one or more named person
24. Delegation of authority to the Board of Directors to increase the capital by capitalizing additional paid-in capital, reserves, earnings, or other

Long Term Incentive Plan

25. Authorization granted to the Board of Directors to freely allocate shares to the employees or to a category of employees and / or the Corporate Officers of the Company or of companies affiliated therewith as part of the Long-Term Incentive Plan up to a limit of 2% of the share capital

Capital increases reserved for employees

26. Delegation of authority to the Board of Directors to undertake capital increases reserved for participants in a company savings plan without shareholders' preferential subscription right
27. Delegation of authority to the Board of Directors to undertake capital increases reserved for employees of certain non-French subsidiaries of the Group, directly or via entities acting to offer those employees benefits comparable to those offered to participants in a company savings plan without shareholders' preferential subscription right

Cancellation of shares

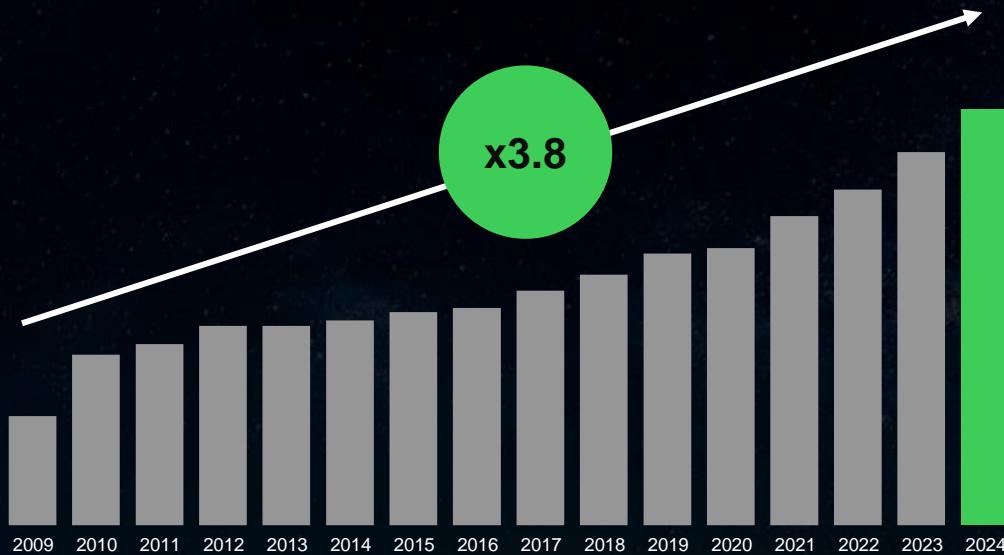
28. Authorization to the Board of Directors to cancel shares of the Company bought back by the Company under the share buyback programs

Amendments of Articles of Association

29. Amendment of Article 11.3 of the Articles of Association relating to procedures for replacing the Director representing employee shareholders
30. Amendment of Article 14.3 of the Articles of Association relating to procedures for the deliberation of the Board of Directors
31. Powers for formalities

TSR & Progressive dividend: Resolution n. 3

Progressive Dividend¹ for 15th year in a row



€3.90¹ Dividend per share
+11% vs. 2023

Medium targets, announced at CMD: The Next Frontier

Financial targets	The Next Frontier of organic growth Well positioned on structurally growing markets and will outperform market growth +7% to +10% CAGR organic growth, 2023-2027 ²
Across cycle ambitions	Agile operating model and strong Gross Margin drive further profitability Ambition to grow adj. EBITA margin c.+50bps CAGR organic expansion, 2023-2027 ²
	Organic Sales growth of 5%+ on average Consistently be a Company of 25 ³ Cash conversion ratio ⁴ expected to be around 100% on average

1. Subject to Shareholder approval on May 7, 2025

2. 4-year CAGR

3. Across the economic cycle, sum of organic revenue growth % and adj. EBITA margin %

4. Free cash flow as a proportion of Net Income – Group share

Board Composition - After the 2025 AGM

(if the resolutions recommended by the Board are approved)



Jean-Pascal Tricoire
Chairman of the Board

G I D



Clotilde Delbos
Independent Director

A



Linda Knoll
Independent Director

G H



Anders Runevad
Independent Director

G I



Fred Kindle
Vice-Chairman &
Lead Independent Director

G H



Laura Ding
Director representing the
employee shareholders

A



Jill Lee
Independent Director

A I



Gregory Spierkel
Independent Director

G I D



Nive Bhagat
Independent Director

H D



Rita Félix
Employee Director

H



Anna Ohlsson-Leijon
Independent Director

A H



Lip-Bu Tan
Independent Director

I D



Giulia Chierchia
Independent Director

I



Philippe Knoche
Independent Director

A



Abhay Parasnis
Independent Director

D



Bruno Turchet
Employee Director

I

Committees

Audit & Risks

Chaired by
Jill Lee

Governance, Nominations & Sustainability

Chaired by
Jean-Pascal Tricoire

Human Capital & Remunerations

Chaired by
Linda Knoll

Investment

Chaired by
Gregory Spierkel

Digital

Chaired by
Abhay Parasnis

Committee Chair

(France Unions)

46%

female directors*

92%

independence*

12

different nationalities

Board members whose term of office ends at the 2025 AGM

- Jean-Pascal Tricoire
- Léo Apotheker
- Anna Ohlsson-Leijon
- Clotilde Delbos (*ratification of co-optation*)
- Xiaoyun Ma as Employee Shareholder Director
- Bruno Turchet will be renewed as Employee Director (*France Unions*)

Board Composition - Committees

Board of Directors

Determine the Company strategic directions and ensure their implementation in accordance with the corporate interest and while taking into account social & environmental matters

Examine all matters related to the efficient operation of the business and make decisions about any and all issues concerning the Company

Close financial statements

Appoint / revoke the Corporate Officers and set their compensation

Call AGM

Governance, Nominations & Sustainability

Human Capital & Remunerations

Investment

Digital



**Chaired by
J. Lee**

- Financial statements
- Appointment / renewal of statutory auditors
- Independence of statutory and sustainability auditors
- Sustainability reporting (CSRD)
- Efficiency of internal control, risk management and compliance program



**Chaired by
JP. Tricoire**

- Composition of the Board
- Governance structure
- Succession planning
- Implementation of long-term commitments in terms of Sustainability
- Group sustainability strategy including climate Strategy



**Chaired by
L. Knoll**

- Compensation of the Corporate Officers and Directors
- Employee shareholding scheme
- Social impact of major re-organization projects and major human resource policies
- Risk management related to human resources



**Chaired by
G. Spierkel**

- Investment policy and portfolio
- M&A / divestitures
- Capital deployment strategies
- Reconfiguration or consolidation scenarios happening in the sector



**Chaired by
A. Parasnis**

- Digital matters of the Group
- Group's digital strategy (business model, digital offer, digital M&A)
- Assess digital-related risks
- Evolution of the digital landscape

Board Composition – Renewal / Ratification of co-optation / Appointment of Directors: Resolutions n. 12, 13, 14, 15

Resolution n. 12

Renewal of the term of office of Jean-Pascal Tricoire



Age: 61 years

Nationality: French

Other directorships: Director of Qualcomm, Inc. (USA)

Chairman of the Board of Directors of Schneider Electric SE

Resolution n. 14

Ratification of the co-optation of Clotilde Delbos



Age: 57 years

Nationality: French

Other directorships: Director of Alstom, AXA and Sanofi (France)

Former Deputy CEO and CFO of Renault Group

Resolution n. 13

Renewal of the term of office of Anna Ohlsson-Leijon



Age: 56 years

Nationality: Swedish

Other directorships: Director of Atlas Copco AB (Sweden)

Executive Vice-President of AB Electrolux and CEO of Business Area Europe & APACMEA

Resolution n. 15

Appointment of Laura Ding



Age: 44 years

Nationality: Chinese

Other directorships: None

Senior Vice-President of Industrial Automation China, Schneider Electric China and East Asia Operations

Compensation

Fred Kindle

Vice-Chairman & Lead Independent Director



Compensation paid to the CEO: Say on pay ex-post: Resolutions n. 6, 7

Compensation paid to Olivier Blum, from November 1 to December 31, 2024 (In line with the 2024 compensation policy voted at the 2024 AGM and all amounts prorated from November 1 to December 31, 2024): **Resolution 6**

Fixed **€200,000**

Annual variable **€198,000**

At target pay out		Achievement rate		2024 actual pay-out
As a % of salary	Amount (€)	As a % of target	As a % of salary	Amount (€)
100	1,200,000	99.3	99.3	198,600

Long-term Incentive 2,229 Performance Shares granted in November 2024 - €450,923 at IFRS Value

Pension benefit **€59,790**

Fixed amount	Achievement rate	Variable amount	Total due for 2024
€30,000	99.3%	€29,790	€59,790

Other benefits **€3,335**

Compensation paid to Peter Herweck, from January 1 to November 1, 2024 (All amounts prorated from January 1 to November 1, 2024): **Resolution 7**

Fixed **€1,000,000**

Annual variable **€993,000**

Long-term Incentive 14,877 Performance Shares out of which 4,132 are kept after application of pro rata rule, granted in March 2024 (still subject to Performance Conditions)

P. Herweck **kept his right to a total of 30,000 Performance Shares and lost 18,464 Performance Shares previously granted to him.**

Pension benefit **€298,950**

Other benefits **€39,638**

**Non-compete indemnity
(1-year duration)** **€1,440,000**

Severance indemnity **€3,447,600**

Compensation of the Board members: Resolutions n. 5, 8, 10, 11

Resolution n. 5

**Compensation report – Compensation paid to
Directors for the 2024 fiscal year (Say on pay ex-post)**

€2,668,568

Resolution n. 8

**Compensation paid to Chairman, from January 1 to
December 31, 2024 (Say on pay ex-post)**

Fixed €930,000

Other benefits €59,094

Resolution n. 10

**2025 Compensation policy for the Chairman of the
Board of Directors (Say on pay ex-ante)**

No change in compensation or benefits for 2025

Resolution n. 11

**2025 Compensation policy for the Directors
(Say on pay ex-ante)**

No change except for the precision that Board Members will not receive any fee for written consultation of the Board of Directors

Compensation policy for the CEO - Say on pay ex-ante: Resolution n. 9

CEO Compensation Adjustment

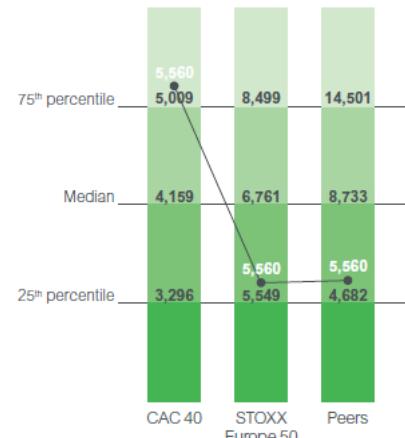
- Increase of the on-target global remuneration opportunity: 11% compared to the 2024 compensation policy

Rationale

- Experience & Skills: successful career within the Group.
- Group Evolution: Growth and changes in the Group since the last salary adjustment in 2023.
- Competitive Positioning: Ensuring compensation is competitive with similar executive profiles.

	Fixed compensation	Targeted annual variable compensation (as % of fixed compensation)	Fixed compensation + Targeted annual variable compensation	LTI granted (as % of fixed compensation)	Fixed compensation + Targeted annual variable compensation + LTI granted
Olivier Blum, CEO	€1,200,000	130%	€2,760,000	233%	€5,560,000

Total compensation package:
Fixed compensation + Targeted annual variable compensation + LTI granted



Annual variable compensation

Performance Criteria

- 35% Group organic sales growth
- 25% Adjusted EBITA organic margin improvement
- 10% Group cash conversion
- 10% Net satisfaction score improvement
- 20% Schneider Sustainability Impact

Long-term incentive plan

Performance Criteria

- 40% Improvement of EPS
- 17.5% Relative TSR **vs. STOXX Europe 50 (new)**
- 17.5% Relative TSR vs. panel of 11 companies
- 12.5% Scope 1 & 2 carbon emissions targets
- 12.5% Scope 3 upstream carbon intensity target

Pension Benefit

- | Category | Value | Description |
|----------|-------|-----------------------------------|
| Fixed | 15% | Fixed compensation |
| Variable | 15% | Actual variable compensation paid |

Summary of the proposed financial authorizations and delegations: n. 17 to 28

Resolution #	Financial Delegations	Duration and expiration	Possibility of use during a takeover period	Maximum nominal amount for equity-linked securities	Maximum ceiling in euros or as % of the share capital
Issuance with shareholders' preferential subscription right					
17 th	Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company with shareholders' preferential subscription right	26 months (July 2027)	No	€7B	€800M (200M shares) i.e. 34.74% of the share capital
24 th	Delegation of authority to the Board of Directors to increase the capital by capitalizing additional paid-in capital, reserves, earnings or other	26 months (July 2027)	Yes		€800M (200M shares) i.e. 34.74% of the share capital
Issuance without shareholders' preferential subscription right					
18 th	Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right through a public offering other than those referred to in Article L. 411-2 1° of the French Monetary and Financial Code	26 months (July 2027)	No	€7B	€224M (56M shares) i.e. 9.73% of the share capital
19 th	Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right through an offering in accordance with Article L. 411-2 1° of the French Monetary and Financial Code (private placement)	26 months (July 2027)	No	€7B	€224M (56M shares) i.e. 9.73% of the share capital
21 st	Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right in consideration for contributions in kind to the Company	26 months (July 2027)	No	€7B	€224M (56M shares) i.e. 9.73% of the share capital
22 nd	Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right reserved for a category of persons	18 months (Nov. 2026)	No	€7B	€224M (56M shares) i.e. 9.73% of the share capital
23 rd	Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right reserved for a named person	18 months (Nov. 2026)	No	€7B	€224M (56M shares) i.e. 9.73% of the share capital

Summary of the proposed financial authorizations and delegations: n. 17 to 28

Resolution #	Financial delegations	Duration and expiration	Possibility of use during a takeover period	Maximum nominal amount for equity-linked securities	Maximum ceiling in euros or as % of the share capital
In the event of an over-subscription					
20 th	Delegation of authority to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without shareholders' preferential subscription right (greenshoe)	26 months (July 2027)	No	€7B	+15% Issuance of shares €800M (200M shares) <i>i.e.</i> 34.74% of the share capital Equity-linked securities €7B
Issuance reserved for employees / Allocation to employees and / or Corporate Officers					
26 th	Delegation of authority to the Board of Directors to undertake capital increases reserved for participants in a company savings plan without shareholders' preferential subscription right	26 months (July 2027)	No	€46M (11.5M shares) <i>i.e.</i> 2.00% of the share capital	€46M (11.5M shares) <i>i.e.</i> 2.00% of the share capital
27 th	Delegation of authority to the Board of Directors to undertake capital increases reserved for employees of certain non-French subsidiaries (outside of a group savings plan) without shareholders' preferential subscription right	18 months (Nov. 2026)	No	€24M (6M shares) <i>i.e.</i> 1.04% of the share capital	€46M (11.5M shares) <i>i.e.</i> 2.00% of the share capital
25 th	Delegation of authority to the Board of Directors to freely allocate shares to the employees or to a category of employees and / or the Corporate Officers of the Company or of companies affiliated therewith as part of the Long-Term Incentive Plan	36 months (May 2028)	-	€46M (11.5M shares) <i>i.e.</i> 2.00% of the share capital	
Cancellation of shares bought back by the Company under the share buyback programs					
28 th	Authorization to the Board of Directors to cancel shares of the Company bought back by the Company under the share buyback programs	24 months (May 2027)	Yes	€224M (56M shares) <i>i.e.</i> 9.73% of the share capital	

Amendments of the Articles of Association: Resolutions n. 29, 30

Resolution n. 29

Amendment of Article 11.3 of the Articles of Association (procedures for replacing the director representing employee shareholders)

In order to provide for specific replacement procedures for employee shareholder representatives in the event of a vacancy in the said director, in compliance with the obligation of gender diversity

Resolution n. 30

Amendment of Article 14.3 of the Articles of Association (Procedures for the deliberation of the Board of Directors)

In order to provide for the use of written consultation of the directors for the taking of any decision of the Board of Directors with the exception of (i) the approval of the statutory and consolidated annual financial statements and (ii) the appointment or dismissal of the Chairperson of the Board of Directors or the Chief Executive Officer

Statutory Auditors' Reports to the Combined Shareholders' Meeting

Séverine Scheer

PricewaterhouseCoopers



Statutory Auditors' Reports

Ordinary Shareholders' Meeting

- 1. Report on the financial statements**
- 2. Report on the consolidated financial statements**
- 3. Special report on related party agreements**

Extraordinary Shareholders' Meeting

- 4. Five special reports on share capital transactions**

Sustainability Statements

- 5. Report on the certification of sustainability information**

1. Report on the financial statements (1st resolution)

2. Report on the consolidated financial statements (2nd resolution)

Report on the financial statements

- Available on **page 591** of the Universal Registration Document.
- In our opinion, the **financial statements** give a **true and fair view** of the assets and liabilities and of the financial position of the Company at December 31, 2024 and of the results of its operations for the year then ended in accordance with French accounting principles.

Report on the consolidated financial statements

- Available on **page 562** of the Universal Registration Document.
- In our opinion, the **consolidated financial statements** give a **true and fair view** of the assets and liabilities and of the financial position of the Group at December 31, 2024 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

3. Special report on related party agreements (4th resolution)

- Available on **page 449** of the Universal Registration Document.
- No new agreement authorized during the year is submitted to the Shareholders' Meeting for approval.
- No agreements previously approved by the Shareholders' Meeting remained in force during the year.

4. Special reports on share capital transactions - Issuance of shares and various securities with and/or without preferential subscription rights (17, 18, 19, 20, 21, 22 and 23rd resolutions)

Page 655
of the
URD

17, 18, 19, 20, 21, 22 and 23rd resolutions

Proposal to delegate to the Board of Directors, with the right of subdelegation, **for a 26-months period**, the competence to decide on whether to proceed with the following operations and to determine the final conditions of these issues and proposes, where applicable, **to cancel your preferential subscription rights**.

- Issuance, **without cancellation of preferential subscription rights** (17th resolution)
- Issuance, **with cancellation of preferential subscription rights** through a public offering other than those referred to in Article L. 411-2-1° of the French Monetary and Financial Code (18th resolution)
- issuance, **with cancellation of preferential subscription rights** through a public offering referred to in Article L. 411-2-1° of the French Monetary and Financial Code, **subject to the legal limit of 30% of the share capital per year** (19th resolution)
- Issuance of ordinary shares or securities with a view to remunerating contributions in kind granted to the Company and consisting of equity securities or securities giving access to the Company's share capital (21st resolution), **up to a legal limit of 20% of the capital**.

Proposal to delegate to the Board of Directors, with the right of subdelegation, the competence to decide to increase the number of securities to be issued at the same price as that used for the initial issuance (17th, 18th, and 19th resolutions) within the deadlines and limits specified in the applicable regulations as of the date of the issuance (20th resolution).

Proposal to delegate to the Board of Directors, with the right of subdelegation, for a **18-months period**, the competence to decide on the issue of ordinary shares or securities giving access to the Company's share capital with cancellation of preferential subscription rights in favour of:

- **a category of beneficiaries** (22nd resolution)
- **persons designated by name** (23rd resolution), with the delegation on the designation of these persons, **within the limit of 30% of the share capital per year**.

4. Special reports on share capital transactions - Issuance of shares and various securities with and/or without preferential subscription rights (17, 18, 19, 20, 21, 22 and 23rd resolutions)

Page 655
of the
URD

17, 18, 19, 20, 21, 22 and 23rd resolutions – Follow-up

- The report of the Board of Directors does not include a justification of the methods used to determine the issue price of the equity securities to be issued under the 22nd resolution, as required by the applicable laws and regulations. Consequently, we are unable to report on the methods used for calculating the issue price.
- Since the methods used to determine the issue price of the equity securities to be issued in accordance with the 17th and 21st resolutions are not specified in that report, we cannot report on the choice of constituent elements used to determine the issue price.
- Since the final conditions in which the issues would be performed have not yet been determined, we cannot report on these conditions and, consequently, on the proposed cancellation of preferential subscription rights for the 18th, 19th, 22nd and 23rd resolutions.
- We will prepare an additional report in the event that the Board of Directors uses these delegations of authority.

4. Special reports on share capital transactions – The granting of free shares existing or to be issued (25th resolution)

Page 658
of the
URD

25th resolution

Proposal of authorization granted to your Board of Directors **to freely allocate shares to the employees or to a category of employees and/or the Corporate Officers** of the Company or of companies affiliated therewith as part of **the Long-Term Incentive Plan up to a limit of 2% of the share capital.**

- We have no comments to make on the information set out in the Board of Director's report on the proposed authorization to grant free shares.

4. Special reports on share capital transactions – Capital increase (26th and 27th resolutions)

Page 659 of the URD	<p>26th resolution</p> <p>Proposal to delegate to the Board of Directors, for a 26-months period, the competence to decide to issue shares or securities giving access to the Company's share capital without shareholders' preferential subscription rights, reserved for participants in a Company Savings Plan of the Company and of the French or non-French companies affiliated with it.</p>
Page 660 of the URD	<p>27th resolution</p> <p>Proposal to delegate to the Board of Directors, for an 18-months period, the competence to decide to issue ordinary shares or securities giving access to the Company's share capital without shareholders' preferential subscription rights, reserved for a category of beneficiaries.</p>

- Subject to a subsequent examination of the conditions for the issues that would be decided, we have no matters to report as to the methods used to determine the issue price of the equity securities to be issued provided in the board of director's report.
- Since the final conditions of the issues have not yet been determined, we cannot report on these conditions and, consequently, on the proposed cancellation of preferential subscription rights.
- We will prepare an additional report in the event that the Board of Directors uses these delegations of authority.

4. Special reports on share capital transactions – Reduction of capital (28th resolution)

Page 661
of the
URD

28th resolution

Proposal to delegate to the Board of Directors, for a 24-months period from the date of the Annual Shareholders' Meeting, the competence to cancel, up to 10% of company capital on the date of the transaction, per 24-months period, the shares purchased under the implementation of an authorization of purchase by your company of its own shares.

- We have no comment to make on the causes for and the terms and conditions of the proposed capital reduction.

5. Report on the certification of sustainability information

Disclosures verified based on French law and the H2A guidelines on “Limited assurance engagement on the certification of sustainability information and verification of disclosures requirements under Article 8 of Regulation (EU) 2020/852”

Available on **page 330** of the Universal Registration Document.

Objectives	Emphasis of matter	Elements that received particular attention	Conclusion
Compliance of the double materiality process with the ESRS	No emphasis of matter	<ul style="list-style-type: none">- Identification of stakeholders- Identification of impacts, risks and opportunities,- Assessment of impact materiality and financial materiality.	
Compliance of the sustainability information with the ESRS	Emphasis of matter which draws your attention to the information provided in section 2.2.1.3 “Basis for preparation” in the CSRD Report, which notably describes the challenges on data collection faced by the Group regarding specifically Scope 3 greenhouse gas emissions information, substances of concern and very high concern and scope matters.	<ul style="list-style-type: none">- Evaluation of greenhouse gas emissions,- Transition plan for climate change mitigation.	Absence of material errors, omissions or inconsistencies.
Compliance with Taxonomy reporting requirements	No emphasis of matter	<ul style="list-style-type: none">- Alignment of eligible activities.	

Questions- Answers Session



Vote on resolutions

Ségolène Simonin-du Boullay

Secretary to the Board of Directors



1st resolution

Approval of statutory financial statements for
the 2024 fiscal year

Result: The resolution is adopted

2nd resolution

Approval of consolidated financial statements
for the 2024 fiscal year

Result: The resolution is adopted

3rd resolution

Appropriation of profit for the fiscal year and
setting the dividend

Result: The resolution is adopted

4th resolution

Approval of regulated agreements governed by Article L. 225-38 *et seq.* of the French Commercial Code

Result: The resolution is adopted

5th resolution

Approval of the information on the Directors' and the Corporate Officers' compensation paid or granted for the fiscal year ending December 31, 2024 mentioned in Article L. 22-10-9 of the French Commercial Code

Result: The resolution is adopted

6th resolution

Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Olivier Blum in his capacity as Chief Executive Officer (from November 1 to December 31, 2024)

Result: The resolution is adopted

7th resolution

Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Peter Herweck in his capacity as Chief Executive Officer (from January 1 to November 1, 2024)

Result: The resolution is adopted

8th resolution

Approval of the components of the total compensation and benefits of all types paid during the 2024 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman of the Board of Directors

Result: The resolution is adopted

9th resolution

Approval of the compensation policy for the
Chief Executive Officer

Result: The resolution is adopted

10th resolution

Approval of the compensation policy for the
Chairman of the Board of Directors

Result: The resolution is adopted

11th resolution

Approval of the Directors' compensation policy

Result: The resolution is adopted

12th resolution

Renewal of the term of office of
Mr. Jean-Pascal Tricoire

Result: The resolution is adopted

13th resolution

Renewal of the term of office of
Mrs. Anna Ohlsson-Leijon

Result: The resolution is adopted

14th resolution

Ratification of the co-optation of
Mrs. Clotilde Delbos as a Director

Result: The resolution is adopted

15th resolution

Appointment of Mrs. Xiaohong (Laura) Ding as
Director representing the employee
shareholders

Result: The resolution is adopted

Resolution A

Appointment of Mr. Alban de Beaulaincourt as
Director representing the employee
shareholders

Result: The resolution is rejected

Resolution B

Appointment of Mr. François Durif as Director
representing the employee shareholders

Result: The resolution is rejected

Resolution C

Appointment of Mr. Venkat Garimella as
Director representing the employee
shareholders

Result: The resolution is rejected

Resolution D

Appointment of Mr. Gérard Le Gouefflec as
Director representing the employee
shareholders

Result: The resolution is rejected

Resolution E

Appointment of Mrs. Amandine Petitdemange
as Director representing the employee
shareholders

Result: The resolution is rejected

16th resolution

Authorization granted to the Board of Directors
to buy back Company shares

Result: The resolution is adopted

17th resolution

Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company with shareholders' preferential subscription right

Result: The resolution is adopted

18th resolution

Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right through a public offering other than those referred to in Article L. 411-2 1° of the French Monetary and Financial Code

Result: The resolution is adopted

19th resolution

Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right through an offering in accordance with Article L. 411-2 1° of the French Monetary and Financial Code

Result: The resolution is adopted

20th resolution

Delegation of authority to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without shareholders' preferential subscription right

Result: The resolution is adopted

21st resolution

Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right in consideration for contributions in kind to the Company

Result: The resolution is adopted

22nd resolution

Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right reserved for a category of persons

Result: The resolution is adopted

23rd resolution

Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders' preferential subscription right reserved for one or more named person

Result: The resolution is adopted

24th resolution

Delegation of authority to the Board of Directors to increase the capital by capitalizing additional paid-in capital, reserves, earnings, or other

Result: The resolution is adopted

25th resolution

Authorization granted to the Board of Directors to freely allocate shares to the employees or to a category of employees and / or the Corporate Officers of the Company or of companies affiliated therewith as part of the Long-Term Incentive Plan up to a limit of 2% of the share capital

Result: The resolution is adopted

26th resolution

Delegation of authority to the Board of Directors to undertake capital increases reserved for participants in a company savings plan without shareholders' preferential subscription right

Result: The resolution is adopted

27th resolution

Delegation of authority to the Board of Directors to undertake capital increases reserved for employees of certain non-French subsidiaries of the Group, directly or *via* entities acting to offer those employees benefits comparable to those offered to participants in a company savings plan without shareholders' preferential subscription right

Result: The resolution is adopted

28th resolution

Authorization to the Board of Directors to cancel shares of the Company bought back by the Company under the share buyback programs

Result: The resolution is adopted

29th resolution

Amendment of Article 11.3 of the Articles of Association relating to the procedures for replacing the director representing employee shareholders

Result: The resolution is adopted

30th resolution

Amendment of Article 14.3 of the Articles of Association relating to the procedures for the deliberation of the Board of Directors

Result: The resolution is adopted

31st resolution

Powers for formalities

Result: The resolution is adopted

Thank you for your participation

Schneider Electric's next Annual Shareholders' Meeting will take place on May 7, 2026



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