

ALSTOM

COMBINED SHAREHOLDERS' MEETING – 11 JULY 2023

Results of the vote of the resolutions and summary minutes of the Shareholders' Meeting

The Combined Shareholders' Meeting was held at 28 avenue George V (« Châteaufort' Le 28 George V ») 75008 Paris, on 11 July 2023 at 2:00 pm under the chairmanship of Mr Henri Poupart-Lafarge.

This Meeting gathered shareholders holding 270,485,615 shares, *i.e.* 70.83% of the total number of shares, and 270,485,615 voting rights.

Total number of shares	381,855,265
Total number of voting rights	381,855,265
Number of attending, voting by proxy or by mail shareholders	Ordinary part: 7 058 Extraordinary part: 7 058
Number of shares held by shareholders attending, voting by proxy or by mail	Ordinary part: 270,485,615 Extraordinary part: 270,485,615
Number of voting rights held by shareholders attending, voting by proxy or by mail	Ordinary part: 270,485,615 Extraordinary part: 270,485,615

During this Meeting, Mr Henri Poupart-Lafarge reported on the main events of the fiscal year 2022/23, and the strategy.

Then, Mme Nathalie Bouvier, Chief Strategy Officer, presented more specifically the Group climate strategy.

Mr Bernard Delpit, Chief Financial Officer, then commented on the Group's financial results for the fiscal year 2022/23.

Mr Yann Delabrière, Lead Independent Director, reported the activity of the Nominations and Remuneration Committee he chairs as well as the resolutions concerning the Board members' mandates, the remuneration policies of executive and non-executive corporate officers and the components of the remuneration of Mr Henri Poupart-Lafarge for fiscal year 2022/23.

Ms Sylvie Rucar, Ms Sylvie Kandé de Beaupuy and Mr Frank Mastiaux on their side presented the activity reports of the Committees they chair, respectively the Audit Committee, the Ethics and Compliance Committee and the Integration Committee.

Lastly, the statutory auditors presented their reports.

At the end of these presentations, some exchanges took place with the shareholders.

Ms Emmanuelle Petrovic then presented the resolutions and submitted them to shareholders' vote.

The result of the vote on each resolution is detailed below:

Detail of votes per resolution

Resolutions within the competence of the Ordinary Shareholders Meeting							
N°	Results	For		Against		Abstention * (For information)	
		Number of votes	%	Number of votes	%	Number of votes	%
1	Approval of the annual statements for the fiscal year ended 31 March 2023						
	Adopted	268,378,837	99.99%	8.778	0.01%	2 098 000	0.78%
2	Approval of the consolidated financial statements for the fiscal year ended 31 March 2023						
	Adopted	268,393,172	99.99%	9.354	0,01%	2,083,089	0.77%
3	Allocation of the result for the past fiscal year and determination of the dividend, option to pay the dividend in cash or in shares						
	Adopted	266,540,561	98.55%	3,923,785	1.45%	21,269	0,01%
4	Special report of the Statutory Auditors on related party agreements Acknowledgement of the absence of new agreements						
	Adopted	270,408,744	99.98%	50,764	0.02%	26,107	0.01%
5	Renewal of Ms. Sylvie Kandé de Beaupuy as Board member						
	Adopted	270,251,919	99.96%	119,801	0.04%	113,895	0.04%
6	Renewal of Mr. Henri Poupart-Lafarge as Board member						
	Adopted	216,533,617	84.18%	40,683,849	15.82%	13,268,149	4.91%
7	Renewal of Ms. Sylvie Rucar as Board member						
	Adopted	262,479,086	97.82%	5,861,296	2.18%	2,145,233	0.79%
8	Ratification of the co-option of Mr. Jay Walder as Board member						
	Adopted	267,088,181	98.75%	3,369,517	1.25%	27,917	0.01%
9	Appointment of Bpifrance Investissement as Board member						
	Adopted	269,124,899	99.51%	1,316,898	0.49%	43,818	0.02%
10	Approval of the compensation policy applicable to the Chairman and Chief Executive Officer						
	Adopted	256,961,461	96.82%	8,451,835	3.18%	5,072,319	1.88%
11	Approval of the compensation policy applicable to members of the Board of Directors						
	Adopted	268,791,902	99.39%	1,646,058	0.61%	47,655	0.02%
12	Approval of the information referred to in article L.22-10-9 of the French Commercial Code						
	Adopted	263,974,519	97.66%	6,314,570	2.34%	196,526	0.07%
13	Approval of the fixed, variable, and exceptional elements making up the total remuneration and the benefits of any kind paid during the previous fiscal year or awarded in respect of the same year to Mr. Henri Poupart-Lafarge, Chairman and CEO						
	Adopted	250,806,525	94.50%	14,600,444	5.50%	5,078,646	1.88%
14	Authorization to the Board of Directors : Share buyback program						
	Adopted	265,967,907	98.66%	3,603,256	1.34%	914,452	0.34%

* The percentage of abstention is calculated on the basis of all votes cast (for, against and abstention). This information is given for indicative purposes only because abstentions are considered to be non-expressed votes ("voix non exprimées").

Resolutions within the competence of the Extraordinary Shareholders Meeting							
N°	Results	For		Against		Abstention * (For information)	
		Number of votes	%	Number of votes	%	Number of votes	%
15	Authorization to the Board of Directors: reduction of the share capital by cancellation of treasury shares						
	Adopted	265,280,047	98.08%	5,180,847	1.92%	24,721	0.01%
16	Delegation to the Board of Directors: increase of the Company's share capital by incorporation of reserves, profits and/or premiums						
	Adopted	270,184,924	99.90%	274,213	0.10%	26,478	0.01%
17	Delegation to the Board of Directors: issue of ordinary shares and/or securities giving access to the share capital with preferential subscription rights						
	Adopted	261,719,552	96.77%	8,739,719	3.23%	26,344	0.01%
18	Delegation to the Board of Directors : share capital increase through issue of shares and/or securities granting access to the share capital with cancellation of preferential subscription rights by way of a public offer (excluding the offers referred to in Article L. 411-2 1 of the French Monetary and Financial Code)						
	Adopted	245,625,016	90.82%	24,828,190	9.18%	32,409	0.01%
19	Delegation to the Board of Directors: issue of ordinary shares and/or securities granting access to the Company's share capital, with cancellation of preferential subscription rights, as consideration for securities in the context of a public exchange offer						
	Adopted	268,379,754	99.24%	2,065,530	0.76%	40,331	0.01%
20	Delegation to the Board of Directors: share capital increase through issue of shares and/or securities giving access to the share capital with cancellation of preferential subscription rights, by means of an offer referred to in paragraph 1 of Article L. 411-2 of the French Monetary and Financial Code						
	Adopted	238,485,234	88.18%	31,966,369	11.82%	34,012	0.01%
21	Delegation to the Board of Directors: increase of the share capital by way of the issue of ordinary shares and/or securities granting access to the share capital with preferential subscription rights cancelled in favor of members of a company or a group savings plan						
	Adopted	264,799,293	97.91%	5,655,639	2.09%	30,683	0.01%
22	Delegation to the Board of Directors: share capital increase reserved for a category of beneficiaries with cancellation of preferential subscription rights						
	Adopted	264,789,087	97.91%	5,646,555	2.09%	49,973	0.02%
23	Authorization to the Board of Directors: setting of the issue price in the event of a share issue with cancellation of preferential subscription rights, within the limit of 10% of the share capital per year						
	Adopted	238,529,136	88.20%	31,911,488	11.80%	44,991	0.02%
24	Authorization to the Board of Directors : increase of the issue amount						
	Adopted	232,036,244	86.12%	37,399,008	13.88%	1,050,363	0.39%
25	Delegation to the Board of Directors : increase of the share capital by issue of ordinary shares and/or securities giving access to the share capital within the limit of 10% of the share capital as compensation for contributions in kind						
	Adopted	266,219,985	98.43%	4,234,562	1.57%	31,068	0.01%

26	Delegation to the Board of Directors : issue of shares of the Company subsequent to the issue by the Company's subsidiaries of securities granting access to the Company's share capital with cancellation of preferential subscription rights						
	Adopted	239,059,150	88.39%	31,390,893	11.61%	35,572	0.01%
27	Authorization to the Board of Directors : grant of free existing shares or shares to be issued with preferential subscription rights cancelled						
	Adopted	248,676,379	91.95%	21,779,536	8.05%	29,700	0.01%

Resolutions within the competence of the Ordinary Shareholders Meeting							
N°	Results	For		Against		Abstention * (For information)	
		Number of votes	%	Number of votes		Number of votes	%
28	Powers to carry out legal formalities						
	Adopted	270,405,805	99.98%	50,996	0.02%	28,814	0.01%

* The percentage of abstention is calculated on the basis of all votes cast (for, against and abstention). This information is given for indicative purposes only because abstentions are considered to be non-expressed votes ("*voix non exprimées*").

Shareholders' Information

All documents and information to be published pursuant to Article R.225-73-1 of the French Commercial Code were made available to shareholders within applicable timeframe/deadlines on the website www.alstom.com.

The Universal Registration Document was distributed at the Meeting to attending shareholders who requested it. It has also been made available on the Company's website (www.alstom.com) since 6 June 2023, *i.e.* 35 days prior to the Shareholders' Meeting, and on the AMF's website (www.amf-france.org). Copies are available at the Company Headquarters, 48 rue Albert Dhalenne, 93400 Saint-Ouen-sur-Seine (France). Shareholders can also obtain a copy by sending a letter to the Investor Relations' team at the same address.