

COMBINED GENERAL MEETING OF SHAREHOLDERS 2025

May 22, 2025 at 3:00 p.m.
at the registered office:
10, rue Marcel Dassault
78140 Velizy-Villacoublay



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1. DASSAULT SYSTÈMES' VISION, STRATEGY AND PERFORMANCE

Bernard Charlès, Executive Chairman
Pascal Daloz, Chief Executive Officer

At the beginning of 2024, we revealed the "Generative Economy" as our new horizon for 2040 – resulting from the coming together of the Experience Economy and the Circular Economy. To foster more sustainable experiences and lifestyles, our aim is to help our customers go beyond the mechanistic thinking that dominated industry and the economy during the last century. Tomorrow's game-changers will be those who take inspiration from the living world to generate rather than consume, giving back to the planet as much as we take from it – what we call the "eco bill" – as they develop innovative solutions to improve the lives of consumers, patients and citizens.

This vision proved relevant in 2024, resonating strongly with our customers. Last year saw a series of major strategic partnerships, recognizing and endorsing the strengths of our **3DEXPERIENCE** platform in the three sectors we serve, namely Manufacturing Industries, Life Sciences & Healthcare, and Infrastructure & Cities.

Our **3DEXPERIENCE** platform is now employed by top-tier players that include Airbus, Lockheed Martin, Mahindra & Mahindra, Volkswagen, Jaguar Land Rover, Renault Group, BMW, Volvo, Bayer, Sanofi, CSADI, and BIAD. They are leveraging its scientific value, AI capabilities and cloud-enabled flexibility to transform their organizations, business models and product portfolios. With our Industry Solutions, Processes and Roles, they can elevate their value proposition, as well as the knowledge and know-how of their teams.

Similarly, 19 of the world's 20 largest pharmaceutical companies have selected our **MEDIDATA** platform to optimize data use, allowing them to fast-track the development of groundbreaking treatments.

Meanwhile, players in the Infrastructure & Cities sector have chosen Dassault Systèmes solutions to pursue disruptive approaches, especially in construction and energy.

As a result, and in constant currencies, our software revenue in 2024 grew by 6%, fueled by a 14% increase in 3DEXPERIENCE revenue. At the same time, we strengthened our investment capabilities and profitability, achieving a non-IFRS operating margin of 31.9% and non-IFRS diluted earnings per share (EPS) up by 9% compared to 2023.

Today, the world's most advanced players in the Manufacturing Industries and Infrastructure & Cities sectors - making airplanes, vehicles, machinery, robots, or high-tech and Medtech equipment - use our virtual twins to deliver the quality, performance and safety of their products and services, and to comply with standards and regulations.

Dassault Systèmes has developed the same approach in the Life Sciences & Healthcare sector, pioneering development of virtual twins of the living world – from cells to organs to patients.

These achievements are part of our vision for the Generative Economy – and they paved the way for the introduction of our "3D UNIV+RSES" strategy at the beginning of 2025.

For our customers, this strategic move will bring significant benefits comparable to those ushered in with the **3DEXPERIENCE** platform in 2012. This approach is a continuation of the industrial transformations powered by Dassault Systèmes for the past 40 years and more. Because this is what Dassault Systèmes does - creating representations of the world that offer customers new ways of designing and manufacturing: 3D design, digital mock-up (DMU), product data management (PDM), product lifecycle management (PLM), virtual twin experience, and virtual twin of the living world.

3D UNIV+RSES are the seventh generation of representations of the world introduced by Dassault Systèmes. They will sit at the heart of the Generative Economy - an economy that revolves around knowledge, where an organization's virtual assets of knowledge and know-how form its primary competitive advantage - serving as a powerful currency.

With its 3D UNIV+RSES strategy, Dassault Systèmes pledges to become the most trusted partner for generating and protecting the intellectual property of all its customers.

From now on, thanks to 3D UNIV+RSES, customers can create the "virtual twin of everything for everyone". These new, highly secure spaces for representing the world will enable customers to fully leverage their extensive 3D design, virtual twin and PLM data assets. By combining modeling, simulation, real-world data and AI-generated content, 3D UNIV+RSES make it possible to tap into the vast capabilities of virtual-plus-real (V+R) experiences.

3D UNIV+RSES offer the most powerful environments for training our industrial AI engines as well as for protecting our customers' intellectual property. Developed with the 3DEXPERIENCE platform, 3D UNIV+RSES embed generative AI technologies at the core of intellectual property lifecycle management (IPLM). In lockstep with the widespread adoption of AI, this disruptive innovation will enable

customers in all sectors to fully take advantage of AI at every stage in their product and services lifecycle, making them more sustainable and ultimately improving the lives of consumers, patients and citizens.

The rollout of 3D UNIV+RSES expands Dassault Systèmes' portfolio with two new categories of solutions: Virtual Companions and Virtual Twin Experiences.

This rich array of AI-powered solutions will help customers develop both individual and collective learning possibilities, and innovate to drive progress.

We thank all our employees for their hard work and creative thinking. And we thank our customers for their ongoing trust. We are ready to work hand-in-hand with them to elevate their knowledge and know-how, and build the workforce of the future.

Welcome to the "new New World"!

2. THE COMPANY'S PERFORMANCES

2.1 Key data

A Global Company



25,000
employees



370,000+
customers ranging from entrepreneurs to multinationals, in 12 industries



Headcount breakdown:
41% Europe
27% Americas
32% Asia



184
sites



13
brands

An Innovative Company



+2%
growth in R&D headcount

41%
share of employees in R&D



839
protected innovations



Within the **3DEXPERIENCE** Lab:
2,350
mentors involved

80
innovative projects with high environmental and societal impact supported worldwide since 2015

A Growing & High-Performance Company

+5%* **€6.21bn***
total revenue



+14%*
3DEXPERIENCE software revenue growth



+10%*
software revenue growth from subscription



+7%*
Cloud software revenue growth



31.9%*
operating margin

+9%*
diluted EPS growth

* Non-IFRS, growth rates in constant currencies. See chapters 1.7 et 3.1 for IFRS figures.

A Sustainable & Responsible Company



#4
ranking in the software sector S&P Global CSA; and also member of the Dow Jones Sustainability World Index



AAA
rated "Leader" in the software sector MSCI rating



69.8%
eligible revenue to the EU Taxonomy

35.0%
aligned revenue with EU Taxonomy



5
women among 13 members of the Executive team

2.2 Profile and Purpose of Dassault Systèmes

The purpose of Dassault Systèmes is to provide business and people with 3DEXPERIENCE universes to imagine sustainable innovations capable of harmonizing product, nature and life.



Dassault Systèmes, a global leading player in sustainable innovation, provides organizations and individuals with 3D UNIV+RSES – combinations of virtual twin experiences – based on a unique collaborative and secure software platform. 3D UNIV+RSES allow customers to create innovate products, services and experiences that contribute to the “Generative Economy” for a more sustainable world.

In three main sectors of the economy (Manufacturing Industries, Life Sciences & Healthcare, Infrastructure & Cities), Dassault Systèmes is developing **3D UNIV+RSES** that push the boundaries of innovation, learning and production.

This new representation of the real world, based on scientific laws and mathematical models and which combines virtual modeling with simulation, real-world data and artificial intelligence (AI), empowers organizations to imagine, design and deploy disruptive concepts and processes.

Dassault Systèmes helps customers address the major global challenges that have emerged over the past decade:

- How to make cities great places to live and work?
- How to care for the entire planet and for each individual?
- How to conduct clinical trials to roll out a vaccine in less than a year?
- How to design the entire product lifecycle?
- How to make sustainable purchasing choices?
- How to prepare the workforce of the future for the jobs of the future?
- How to develop new paradigms in scientific observation and reasoning?

Dassault Systèmes is opening up a new horizon as part of the emerging Generative Economy. The result of the coming together of the experience economy and the circular economy, the Generative Economy is based on the premise of taking inspiration from the living world to develop knowledge and know-how – to generate rather than consume.

2012: The Experience Economy and virtual twin experiences

As early as 2012, Dassault Systèmes declared that “the product is no longer enough” to build a sustainable economy, and opened up the Experience Economy, centered on product usage.

That same year, Dassault Systèmes launched **3DEXPERIENCE**, a platform that provides organizations with real-time overview of their business and ecosystem. The **3DEXPERIENCE** platform connects people, ideas, data, and solutions in a unified environment, allowing organizations of all sizes to innovate, produce, and sell in entirely new ways.

Dassault Systèmes’ solutions transform the way products are designed, simulated, produced, marketed and supported, leveraging the virtual world to improve the real world. The Company has helped manufacturers disrupt how products are designed and manufactured – with 3D design, 3D digital mock-up (3D DMU), 3D PLM, and now with **3DEXPERIENCE**.

2020: From things to life

Asserting that industry had to shift “from things to life”, in 2020, Dassault Systèmes extended virtual twin experiences to living organisms – including human beings.

Today, as the global economy enters a new era, the Company is pushing this approach further. The Experience Economy and the Circular Economy are converging into the Generative Economy and Dassault Systèmes aims to catalyze this transformation. It is about learning from life: understanding and mimicking the metamorphic magic of life. Learning from life opens up an entirely new perspective on sustainable innovation.

2024: The Generative Economy and 3D UNIV+RSES

At the beginning of 2024, Dassault Systèmes revealed the Generative Economy as its new horizon for 2040 – resulting from the coming together of the Experience Economy and the Circular Economy. To foster more sustainable experiences and lifestyles, the Company’s aim is to help customers shift away from the mechanistic thinking that dominated industry and the economy during the last century. Tomorrow’s game-changers will be those who take inspiration from the living world to generate rather than consume, giving back to the planet as much as they take from it – what Dassault Systèmes calls the “eco bill” – as they develop innovative solutions to improve the lives of

consumers, patients and citizens. The Generative Economy is a knowledge economy based on virtual assets. As knowledge and know-how become organizations' primary competitive advantages, their virtual assets – a significant repository of intellectual property – account for the greater part of their value.

February 2025: Dassault Systèmes introduces 3D UNIV+RSES

With its 3D UNIV+RSES, Dassault Systèmes pledges to become the most trusted partner for harnessing and protecting customers' intellectual property.

3D UNIV+RSES are the seventh generation of solutions for representing the world introduced by Dassault Systèmes, following on from 3D design, 3D product data management (3D PDM), 3D DMU, PLM, virtual twins of the living world, and virtual twin experiences. 3D UNIV+RSES will sit at the heart of the Generative Economy – an economy that revolves around knowledge.

It is important to remember that virtual worlds were created to drive sustainable development. The purpose of the first 3D representations was to replace physical prototyping, saving raw materials, energy and resources. PLM solutions pioneered by Dassault Systèmes in the early 1990s helped foster a circular, more balanced approach within industry. Dassault Systèmes' ambition is to be the catalyst and enabler of both the 21st century Industry Renaissance and the Generative Economy. Combining the real and the virtual ushers in new ways of inventing, learning, producing, and doing business. Achieving a more sustainable future is only possible by leveraging the virtual world.

From now on, thanks to 3D UNIV+RSES, Dassault Systèmes' customers can create the "virtual twin of everything for everyone". These new, highly secure spaces for representing the world will enable them to fully leverage their extensive 3D design, virtual twin and PLM data assets. By combining modeling, simulation, real-world data and AI-generated content, 3D UNIV+RSES enable organizations to tap into the vast capabilities of virtual-plus-real (V+R) experiences.

3D UNIV+RSES offer the most powerful environments for training our industrial AI engines, as well as for protecting customers' intellectual property. Developed with the 3DEXPERIENCE platform, 3D UNIV+RSES embed generative AI technologies at the core of IPLM. In lockstep with the widespread adoption of AI, this disruptive innovation will enable customers in all sectors to fully take advantage of the AI revolution at every stage in their product and services lifecycle, making them more sustainable and ultimately improving the lives of consumers, patients and citizens.

Dassault Systèmes believes that virtual worlds extend and improve the real world. This is encapsulated in the Company's tagline, "Virtual Worlds for Real Life".

Dassault Systèmes is a European science-based, innovation-driven company with a deeply entrepreneurial spirit and focused on the long-term. Its 25,000 workforce across 184 sites worldwide all share this same mindset. This also translates into a high level of market confidence and trust among Dassault Systèmes' 370,000-plus customers.

Dassault Systèmes built its strategy around three words: "Human Industry Experiences".

"Human" reflects the Company's focus on people, drawing on their imagination, knowledge and know-how to make a lasting contribution for the benefit of all. "Industry" means that Dassault Systèmes wants to offer customers what they value most – sustainable outcomes. "Experiences" refers to the commitment to helping organizations and individuals thrive in today's new "New World".

To deliver on this strategy, Dassault Systèmes focuses on developing solutions in three main sectors: Manufacturing Industries, Life Sciences & Healthcare and Infrastructure & Cities. After modeling the object in its environment, Dassault Systèmes also wants to model the living.

The Company deploys its strategy through three strategic operational components: Brands, Industries and Geographies.

Brands create great user experiences and build vibrant user communities. Industries develop focused offerings that deliver value to organizations and users in a specific area of industry. The eleven Geographies (GEOs) are the driving force for business growth and for overseeing implementation of the Company's customer engagement model.

Dassault Systèmes offers a rich array of solutions delivered through its 3DEXPERIENCE platform, designed to facilitate the sharing and reuse of knowledge and know-how. In 2025, tying in with the rollout of 3D UNIV+RSES, Dassault Systèmes will round out its portfolio of Solution Experiences, Process Experiences and Roles with the introduction of two new categories of products: Virtual Companions and Virtual Twin Experiences.

The 3DEXPERIENCE platform aims to catalyze and enable innovation by allowing businesses to connect the dots inside and outside their organization - from upstream thinking to design, engineering, manufacturing, sales & marketing, all the way to ownership.

The **3DEXPERIENCE** platform is a game-changer in value creation for organizations because it is the only platform that offers both a system for running their business and a model for transforming it. As a result, businesses can ramp up their operational excellence and, at the same time, develop highly innovative value networks.

Dassault Systèmes' purpose

Established in 2012, Dassault Systèmes' purpose is to **provide business and people with 3DEXPERIENCE universes to imagine sustainable innovations capable of harmonizing product, nature and life.**

This purpose reflects the Company's commitment to contributing positively to society and the environment, and "Harmonizing product, nature and life" is its specific vision of sustainable innovation. This is based on the premise that, in the 21st century, with a global population of nearly eight billion, we cannot continue to produce and consume in the same way we did in the 20th century. A product cannot be sustainable if its impact on the environment and on society has not been thought through. Conversely, product design can be improved by observing and taking inspiration from the living world.

Dassault Systèmes firmly believes that we should think about progress in terms of balance: what are we taking from and giving back to the planet? "Harmonizing product, nature and life" lies at the heart of the industry of the 21st century. It is the primary driver of innovation and the key to both sustainable enterprise in all sectors of the economy and progress in all spheres of society.

For over a decade, Dassault Systèmes has been defined as the **3DEXPERIENCE** Company. It anticipated very early on that the world would shift from a product-based economy to an experience economy that prioritizes product usage over ownership.

The experience economy is not just about "user experience". It is about the overall performance and impact of any service we provide to society – what Dassault Systèmes calls the "eco-balance". Rather than simply producing goods, industry must be seen as a value chain of creation. 21st century industry is a network of creation, production and experience sharing.

In 2012, Dassault Systèmes also boldly claimed that 3DEXPERIENCE universes would become the most powerful sustainable innovation enablers. The platform's overriding success clearly endorses this claim.

First, virtual twin experiences make it possible to represent hypotheses, which are then tested and verified against real-world data, with the aim of optimizing models within a loop process.

The virtual twin experience is a virtual representation of the world achieved by combining modeling, simulation, real-world data, and artificial intelligence. In some ways, the virtual twin experience can be seen as a library and a

The **3DEXPERIENCE** platform is structured into four quadrants encompassing thirteen brands. The **3DEXPERIENCE** portfolio comprises 3D modeling applications, simulation applications, social and collaborative applications, and information intelligence applications.

workshop: it represents existing and potential knowledge and know-how, and it allows us to create use case scenarios which are then checked out against real-world data. With the cloud, all these technologies can be made available to every kind of organization, business and research lab.

Delivered through the **3DEXPERIENCE** platform, virtual twins are crucial to foster a more circular economy, which gives back as much as it takes away. Dassault Systèmes quantifies and demonstrates their impact based on customer use cases in several industries.

Second, virtual twin experiences rely on collaborative experience platforms, which have emerged as the key infrastructure for the 21st century.

Leveraging these platforms, companies like Amazon, Uber and Airbnb have shaken up the retail, transport and hospitality industries with disruptive experiences. Today, other industries are poised to experience something similar with their own platforms, unifying entire research and production ecosystems, rethinking public/private partnerships, and converging supply and demand. Far more than just a technology, virtual platforms offer a holistic approach to innovation and an inspiration for new offerings.

Sustainable innovation is intrinsically holistic, multi-disciplinary, multi-scale, and circular. Tomorrow's game-changers will not be those with the most automated production systems, but those with the best-developed knowledge and know-how assets, whose business environments involve subcontractors as full-fledged partners in value creation. Manufacturers must take a more balanced approach: reducing their negative impact (footprint) and improving their positive impact (handprint) across the entire product lifecycle. This is where platforms really come to the fore – elevating the role of businesses as sustainability leaders, sparking creativeness, and sharing knowledge and know-how.

There is an imperative now for manufacturers to consider the entire lifecycle of their products: where are the materials sourced? Is the production process frugal? What is the impact of the distribution channel? Does the product have a sustainable end-use? Can the materials be reused or repurposed? As we shift toward a more decarbonized and circular economy, we must embrace a system of systems approach – made possible today using virtual twin experiences of value chains, ecosystems, and collaborative platforms.

As it is adopted by new categories of innovators, the **3DEXPERIENCE** platform has become the catalyst and enabler of the Industry Renaissance, the global transformation

underway that ushers in new ways of inventing, learning, producing, and trading.

The platform encompasses a highly complementary and resolutely unique scope of scientific disciplines, including biology, chemistry, materials science, mechanics, electromagnetics, etc.

Through augmented reality and realistic simulation, virtual experiences are revolutionizing our relationship with knowledge. The virtual experience adds knowledge and know-how, while eliminating the gap between experimentation and learning. Through the virtual world, new categories of manufacturers create new categories of experiences for new categories of customers.

Extending the focus from things to life.

Since its inception in 1981, Dassault Systèmes has been instrumental in fostering sustainable innovation for products. At the same time, its ambition to harmonize product, nature and life has led it to develop a new understanding of life and nature. Today, the Company is capable of applying knowledge and know-how acquired in the non-organic world to the organic – living – world.

While the surface of simple objects is represented with 3D design, it takes the 3D DMU to represent not only the surface but also the inside of complex systems. 3D PLM integrates the time dimension. Now, with **3DEXPERIENCE**, we are representing the usage.

In 2020, Dassault Systèmes announced its ambition to create the virtual twin experience of the human body, integrating modeling, simulation, information intelligence, and collaboration. This brings together biosciences, material and information sciences to project the data from an object into a complete living virtual model that can be fully configured and simulated. Industry, researchers, physicians and even patients can visualize, test, understand, and predict what cannot be seen - from the way drugs affect a disease to surgical outcomes – before a patient is treated.

In 2024, Dassault Systèmes led several groundbreaking initiatives for developing virtual twin experiences of the human body across the entire lifecycle of medical technologies, demonstrating its continuous commitment to revolutionizing healthcare and scientific research. These included collaborative research publications and visionary symposia, pioneering medical initiatives with industry and government agencies, and strategic partnerships with educational institutions:

- the Company hosted the 10th Annual Virtual Human Twin Experience Symposium, bringing together the largest vibrant communities in the field, with 500+ professionals from pharmaceutical firms, medical device companies, practitioners, and regulatory bodies to define and experience new medical twin-based practices;
- winner in the Digital Healthcare Acceleration Strategy category of the French government's France 2030 stimulus plan, the "TwinOnco" project was announced publicly on National Digital Health Innovation Day, attended by the Minister for Employment, Labor and Solidarity. The consortium, comprising Dassault Systèmes as lead supplier and Assistance Publique – Hôpitaux de Paris public hospital authority, renowned for its medical and scientific excellence, aims to leverage artificial intelligence and virtual twins to develop best medical practices for cancer patient care;
- in collaboration with the U.S. Food & Drug Administration (FDA), Dassault Systèmes is involved in a groundbreaking project to revolutionize healthcare through the use of virtual twins and generative AI. Dubbed ENRICHMENT, the initiative aims to explore the use of in silico clinical trials (ISCT) to develop medical devices, focusing on potential benefits such as reducing the size and duration of clinical trials;
- lastly, Dassault Systèmes published a new whitepaper illustrating its Life Sciences strategy. It sets out the Company's vision of next-generation precision medicine propelled to new heights thanks to virtual twin experiences – from patients to the entire healthcare system. Dassault Systèmes explains how the combination of multi-scale modeling, simulation and real-world data is poised to revolutionize clinical decision-making, treatment plans, care delivery, and public healthcare management.

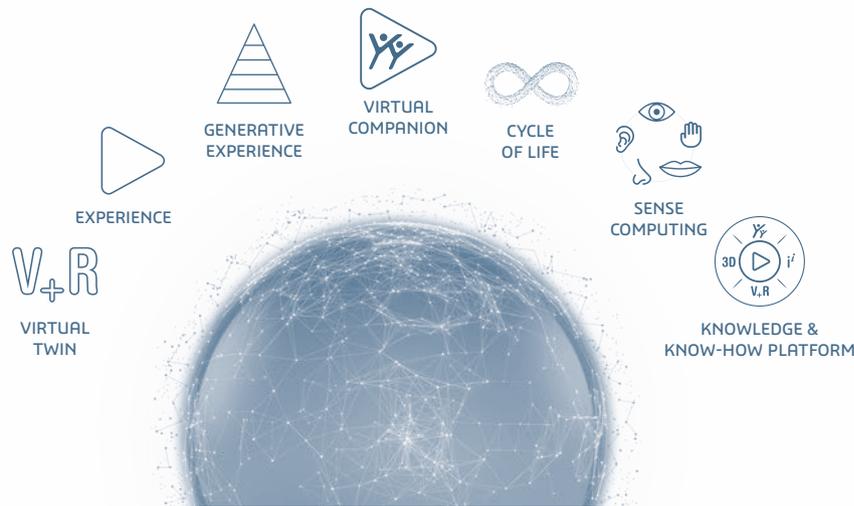
The IFWE Loop – the short- to mid-term lever for delivering this strategy.

For 40 years, Dassault Systèmes has powered a positive spiral of innovation, encompassing everything from design to manufacturing. Today, as its most advanced customers already think in terms of lifecycle and systems of systems, Dassault Systèmes is extending this journey into an infinite loop by seamlessly connecting the virtual and the real with real-world data. In the Generative Economy, we can leverage data science to innovate and improve the user experience. This opens up new possibilities, including bringing objects to life: driven by real-world data, physical objects become augmented objects. Cars can be monitored and optimized in real-time through their virtual counterpart. This will enable "software-defined experiences", shifting the value from physical assets to software, all the while empowering customers to establish direct connections with their end-customers through tailored experiences. Crucially, this software must be cybersecurity ready. Dassault Systèmes is fostering groundbreaking ecosystems and promoting new kinds of public-private partnerships to tackle these challenges.

In addition, it is now possible to generate multiple lives for things – waste is becoming a resource for new products. This is the PLM of the 21st century: Dassault Systèmes invented product lifecycle management back in the 1990's; today, it has made it possible to create the virtual twin of multiple lifecycles for a given thing.

To this aim, the Company will leverage the power of numbers to broaden its value proposition in order to reach even more audiences, extending across all business users, consumers, patients, and citizens. This will substantially expand its addressable market and serve as a catalyst for accelerating top-line growth.

3D UNIV+RSES



These developments paved the way for the launch of Dassault Systèmes' 3D UNIV+RSES strategy at the start of 2025.

An essential component of Dassault Systèmes' corporate purpose going forward, 3D UNIV+RSES will sit at the heart of the Generative Economy – an economy that revolves around knowledge, where an organization's virtual assets of knowledge and know-how form its primary competitive advantage – serving as a powerful currency.

With its 3D UNIV+RSES, Dassault Systèmes pledges to become the most trusted partner for harnessing and protecting customers' intellectual property.

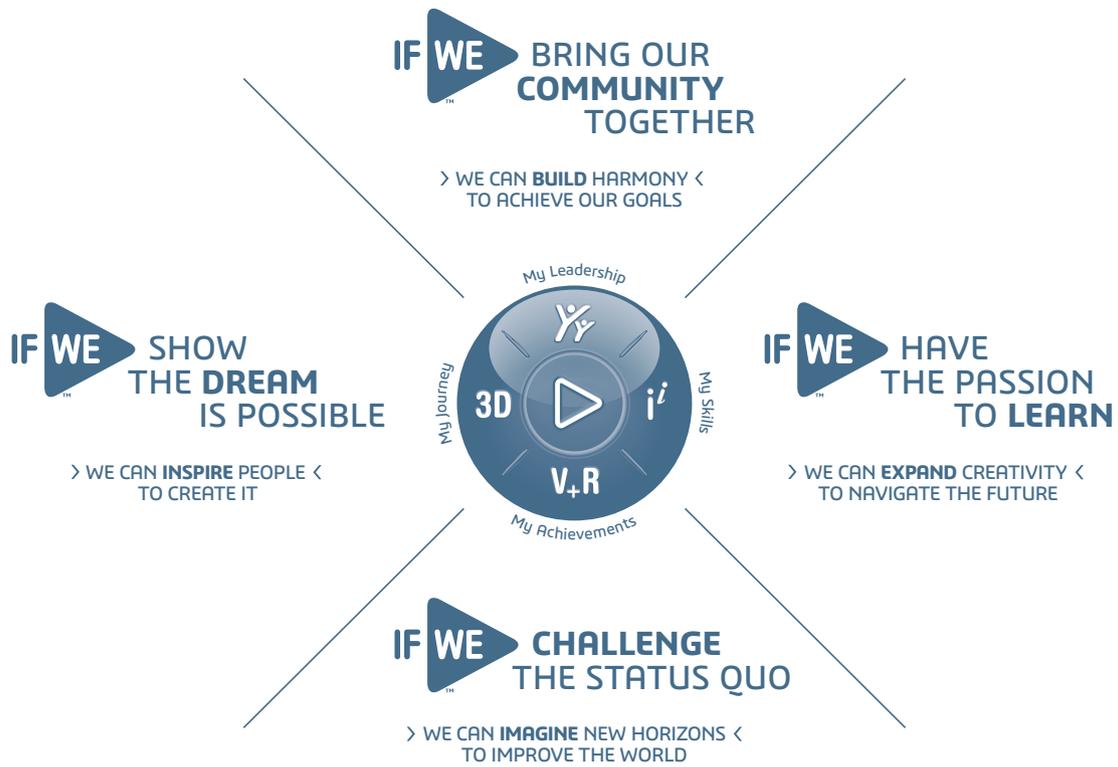
This new UNIV+RSES strategy is underpinned by seven foundations:

- Creating virtual twins of everything for everyone, encompassing an organization's entire ecosystem – not just products and services but processes, programs and business models;
- Experience at the core, providing environments for experimentation that integrate motion, transformation and time;
- Embedded AI technologies to fast-track the creation of game-changing generative experiences;
- In turn, these experiences will empower organizations to develop virtual companions for enhancing individual and collective knowledge and know-how and growing the workforce of the future;
- The virtualization of the entire product and service lifecycle, coupled with the integration of processes from the living world, such as regeneration, wound healing and aging;
- Multi-sensory immersive experiences (sense computing) to help elevate knowledge and know-how;
- The **3DEXPERIENCE** platform, Dassault Systèmes' knowledge platform, as the 3D UNIV+RSES development architecture, offering an unrivalled, powerful learning environment.

A culture of innovation

Dassault Systèmes is a science-based company geared to the future and to progress, with many of its customers pioneers in their field (including robotics, energy and transport). Its values are underpinned by innovation and a shared ambition to make a lasting, positive impact on everyone's lives. Within

the Company, this is known as the IFWE mindset: "IF" refers to the passion to explore new possibilities, and "WE" to the belief that, by connecting people, we can bring about meaningful change.



2.3 Dassault Systèmes' corporate model*

RESOURCES & CAPITAL

INTELLECTUAL CAPITAL

13 technology portfolios serving the full innovation cycle
40+ years accumulated industry knowledge
€1,286M R&D investment (+5%)
839 protected innovations

See chapters 1.4, 1.5, 3.1 & 4.1

HUMAN CAPITAL

25,000 employees
41% working in R&D
5 women among 13 members of the Executive team
26% women among *People managers*

See chapter 2.2.3

SOCIAL CAPITAL

14,000+ people in commercial partners' ecosystem
200+ scientific & research partners
10,000+ people in technology & marketplace partners' ecosystem

See chapters 1.4.1 & 1.5.1

FINANCIAL CAPITAL

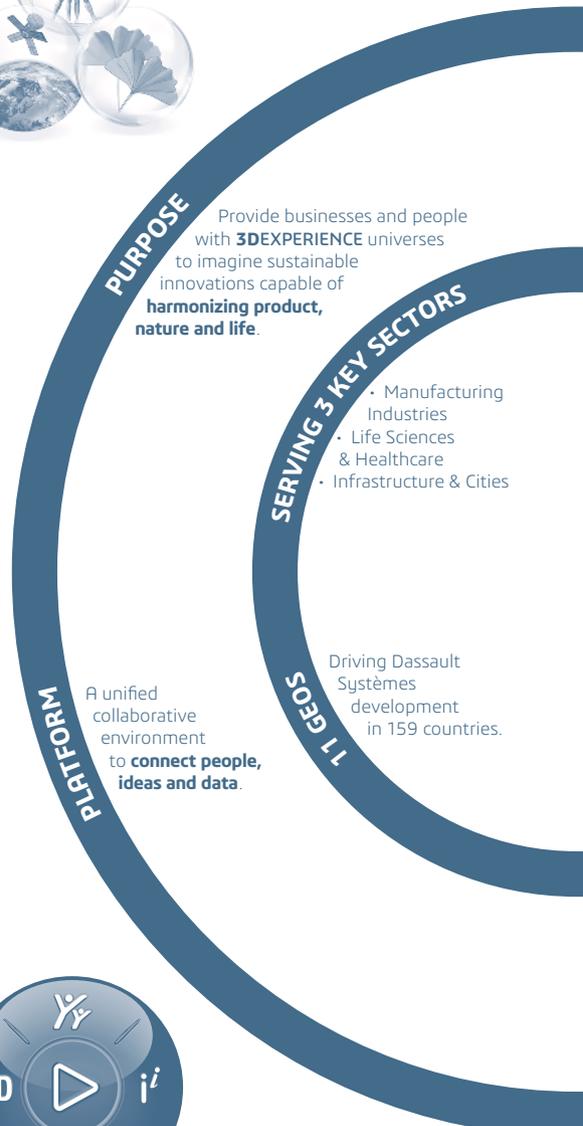
Long term & stable shareholders structure
€1,459M net cash position
A Stable S&P credit rating

See chapters 1.8, 3.1 & 6

NATURAL CAPITAL

91% share of renewable electricity
47.9% share of suppliers (in CO₂ emissions) with a science-based emissions reduction target (50% by 2025)
-45% CO₂ emissions related to business travel and employees' commute compared to 2019

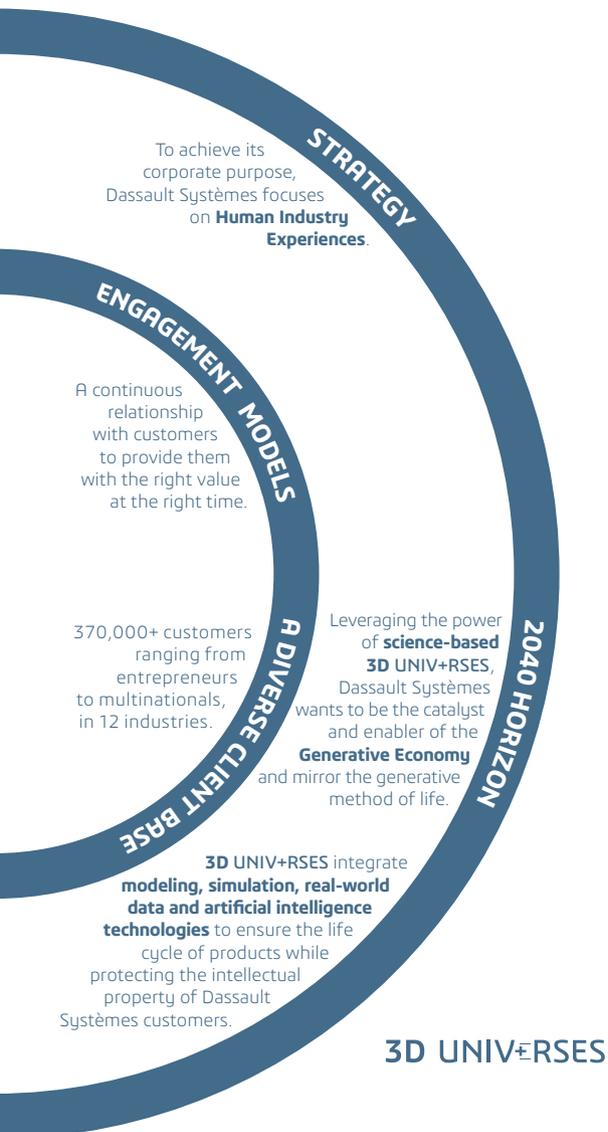
See chapters 2.5 & 2.7



3DEXPERIENCE®

* The Business Model.

BUSINESS MODEL



CREATED & SHARED VALUE

INTELLECTUAL CAPITAL & Customer Relationships

69.8% eligible revenue to EU Taxonomy

25+ years: average length collaboration with our 20 main clients

See chapters 1.4.2 & 2.2.2

HUMAN CAPITAL (Employees)

99% of employees trained

78.4% employees pride and satisfaction rate

98% of employees under permanent contract

1,400+ internship and apprenticeship offers posted

2,600+ job offers filled in 2024, 95% under permanent contract

See chapter 2.2.3

SOCIAL CAPITAL (Society)

€279,9M IFRS income tax expense (18.9% ETR)

51 community interest projects supported by *La Fondation Dassault Systèmes*

10M+ students using **3DEXPERIENCE** Edu solutions

97% employees trained on ethics & compliance

See chapters 2.2 & 3.1

FINANCIAL CAPITAL (Shareholders)

€1.28 non-IFRS EPS (diluted net earnings per share)

Dividend policy: **30%** of IFRS net income

See chapters 1.7 & 3.1

NATURAL CAPITAL (Environment)

-9% total CO₂ emissions compared to 2019

85% of workforce worldwide located in an ISO-certified site for its energy management

83% share of renewable energy supplies

See chapter 2.2

The methodology used to represent the resources Dassault Systèmes deploys and the shared value for society that it creates is the Integrated Reporting Framework proposed by the Value Reporting Foundation (now part of the International Sustainability Standards Board). The Integrated

Reporting Framework presents this stakeholder value creation process according to the five relevant "Capitals" for our sector: Intellectual, Human, Social, Financial, and Natural.

2.4 Financial Summary: five-year historical information

Sustaining Growth over the Long-term

Dassault Systèmes' performance historically relies on a financial model with a strong focus on recurring software revenue, which represented over 80% of the total software revenue during 2024.

Five-year Financial Summary

We have provided below summary income statement and balance sheet information for the last five years. The selected financial data in the table below have been prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted in the European Union, unless otherwise indicated.

A financial review including a comparison of 2023 and 2024 can be found in Chapter 3 "Financial Review and Prospects" of the Universal registration document 2024.

Income statements and dividends

	Year ended December 31,				
	2024	2023	2022	2021	2020
<i>(in millions of euros, except per share data and percentages)</i>					
Total revenue	€6,213.6	€5,951.4	€5,665.3	€4,860.1	€4,452.2
Software revenue	5,613.3	5,360.0	5,144.0	4,402.6	4,012.6
Operating income	1,359.6	1,241.9	1,302.9	1,019.4	669.7
<i>As a percentage of total revenue</i>	21.9%	20.9%	23.0%	21.0%	15.0%
Net income attributable to equity holders of the Company	1,200.2	1,050.9	931.5	773.7	491.0
Diluted net income per share ⁽¹⁾	€0.90	€0.79	€0.70	€0.58	€0.37
Dividend per share ⁽¹⁾	€0.26 ⁽²⁾	€0.23	€0.21	€0.17	€0.11
Dividend per share growth	13.0%	9.5%	23.5%	54.5%	(20.0)%

(1) Figures before 2021 have been restated in order to reflect the five-for-one share split on Dassault Systèmes' share effected on July 7, 2021.

(2) To be proposed for approval at the General Meeting of Shareholders scheduled for May 22, 2025.

Supplemental non-IFRS financial information

The supplemental non-IFRS financial information are subject to inherent limitations. They are not based on any comprehensive set of accounting rules or principles and should not be considered in isolation from or as a substitute for IFRS measurements. The various definitions and methods of which can be found in Note 2 Material accounting policy information of the consolidated accounts of the Universal registration document 2024. In addition, Dassault Systèmes'

non-IFRS supplementary financial data may not be comparable to other data also called "non-IFRS" and used by other companies. Non-IFRS financial information definitions can be found in 3.1.2.3 "Non-IFRS financial information definitions" of the Universal registration document 2024. The reconciliation between this financial information and the IFRS framework can be found in 3.1.4 "IFRS non-IFRS Reconciliation" of the Universal registration document 2024.

<i>(in millions of euros, except per share data and percentages)</i>	Year ended December 31,				
	2024	2023	2022	2021	2020
Total revenue	€6,213.6	€5,951.4	€5,665.5	€4,861.7	€4,464.8
Software revenue	5,613.3	5,360.0	5,114.3	4,404.0	4,024.0
Operating income	1,983.7	1,925.6	1,892.0	1,666.2	1,349.8
<i>As a percentage of total revenue</i>	31.9%	32.4%	33.4%	34.3%	30.2%
Net income attributable to equity holders of the Company	1,705.1	1,597.9	1,512.2	1,265.3	994.7
Diluted net income per share ⁽¹⁾	€1.28	€1.20	€1.13	€0.95	€0.75

(1) Figures before 2021 have been restated in order to reflect the five-for-one share split on Dassault Systèmes' share effected on July 7, 2021.

Balance sheets and net cash provided by operating activities

<i>(in millions of euros)</i>	Year ended December 31,				
	2024	2023	2022	2021	2020
ASSETS					
Cash, cash equivalents and short-term investments	€3,952.6	€3,568.3	€2,769.0	€2,979.5	€2,148.9
Trade accounts receivable, net	2,120.9	1,707.9	1,661.6	1,366.3	1,229.1
Goodwill and intangible assets, net	7,687.1	7,647.0	8,273.6	8,174.9	7,937.3
Other assets	1,785.4	1,699.2	1,556.9	1,698.0	1,648.9
TOTAL ASSETS	€15,545.9	€14,622.5	€14,261.1	€14,218.7	€12,964.2
LIABILITIES					
Contract liabilities	1,663.4	1,479.3	1,536.6	1,304.4	1,169.1
Borrowings	2,493.6	2,990.7	2,996.0	3,869.7	4,190.4
Other liabilities	2,322.4	2,318.3	2,417.8	2,847.3	2,543.4
Parent shareholders' equity	9,066.6	7,834.1	7,310.7	6,197.3	5,061.3
TOTAL LIABILITIES	€15,545.9	€14,622.5	€14,261.1	€14,218.7	€12,964.2

<i>(in millions of euros)</i>	Year ended December 31,				
	2024	2023	2022	2021	2020
Net cash provided by operating activities	€1,659.8	€1,565.2	€1,525.2	€1,613.1	€1,241.3

2.5 Non – Financial Summary

Dassault Systèmes' sustainable development strategy, inspired by its purpose, is built around three pillars:

- maximizing Dassault Systèmes' Handprint;
- committing to environmentally sustainable operations;
- developing an inclusive and ethics culture.

These pillars all include targets for 2025 or 2027.

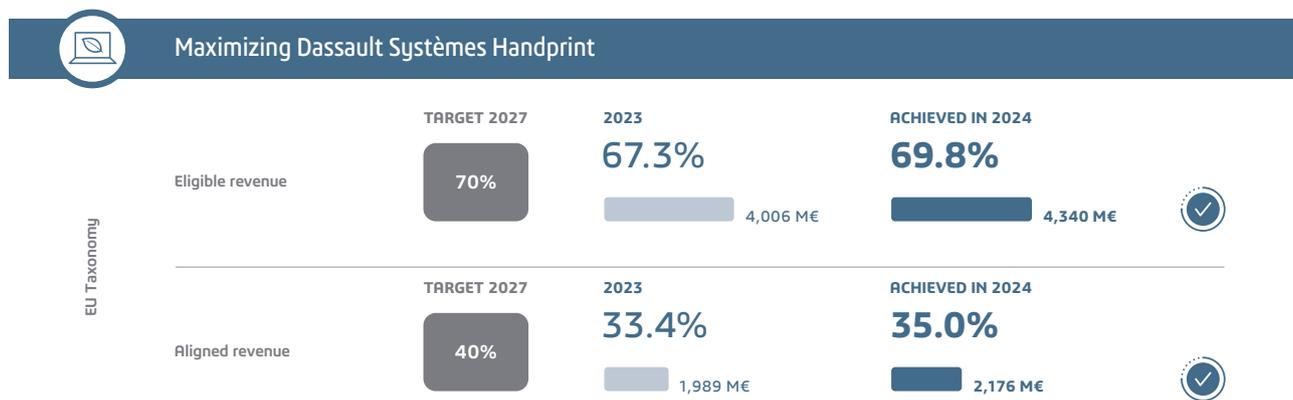
Key metrics

Maximizing Dassault Systèmes' Handprint

The EU Taxonomy of Sustainable Activities regulation, voted in 2020 by the European Parliament, applies to Dassault Systèmes, as a company subject to the CSRD, registered in the European Union and exceeding certain thresholds set by Regulation (EU) 2020/852 supplemented by Delegated Regulation (EU) 2023/2486. Among the text's six environmental objectives, Dassault Systèmes deemed its contribution to be essentially material to the mitigation of climate change and the transition to a circular economy.

Multiple use cases representative of the implementation of the Company's solutions were documented on the relevant engineering, simulation, manufacturing, digitalization and logistics disciplines, as described in paragraph 2.2.2.1.9 "EU Taxonomy Reporting Methodology" of the Universal registration document 2024. For each use case, the contribution of solutions to climate change mitigation and circular economy objectives has been quantified. The reference data and data specific to each use case, as well

as the calculation methods, have been implemented in compliance with the standard methods and examination criteria mentioned in the delegated regulations. The definition of the architecture, governance and method for linking and articulating Dassault Systèmes' portfolio of solutions with the objectives described in the delegated regulations was the subject of work involving many of the Company's organizations, beyond the non-financial communication process. Indeed, the approach by which Dassault Systèmes estimates, links and evaluates the contribution of its solutions' impacts to the EU Taxonomy's environmental objectives is taken into account in the value creation and articulation processes of its solutions portfolio (current and in development), as well as in its value articulation consulting approaches. In 2025, Dassault Systèmes will pursue its efforts and continue to document new use cases representative of the impact of its solutions for the Climate and Circularity objectives in order to meet disclosure requirements for EU Taxonomy alignment.



Committing to environmentally Sustainable Operations

In 2021, Dassault Systèmes joined the Science-Based Targets initiative (SBTi) and aligned itself with a target of limiting global temperature increases to 1.5°C by the end of the century. The trajectory was validated in 2023 by the SBTi and is broken down as follows:

- Scope 1 and 2: 35% reduction in GHG emissions by 2027 compared with 2019;
- Scope 3:
 - business travel and employee's commute: 20% reduction in GHG emissions by 2027 compared with 2019,
 - purchased goods and services and capital goods: 50% of suppliers (measured in terms of carbon emissions) must have defined science-based emission reduction targets.

At the same time, Dassault Systèmes has strengthened its environmental reporting by integrating new sources of impact, including water consumption, and by improving several estimation methodologies, notably through the use of a hybrid method combining spend-based emission factors and actual data provided by certain suppliers for the purchase of goods and services and capital goods. These changes enable a more accurate and exhaustive assessment of environmental impacts, and partly explain the variations observed since 2022. The environmental reporting methodology is detailed in the chapter 2.2 "Sustainability Statement" of the Universal registration document 2024.



Developing an Inclusive and Ethics Culture

Dassault Systèmes' commitment to developing an inclusive and ethics culture is reflected in its desire to:

- achieve a balanced representation of women and men;
- develop its employees' commitment and give meaning to their professional lives;
- ensure that employees have mastered the fundamentals of ethics and compliance.

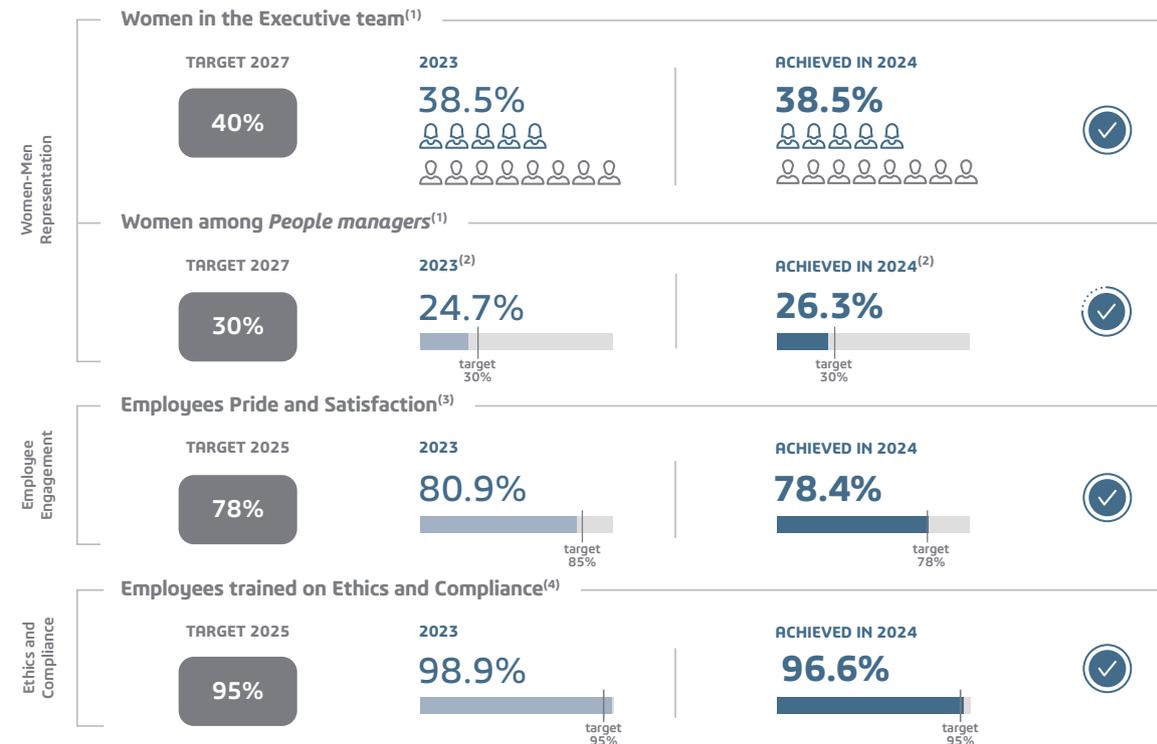
The policies related to this commitment concern the year 2024 and are applicable only in compliance with applicable local and national regulations. They are reviewed annually and can be adjusted, when necessary, with regard to changes in the legal framework around the world, for example in the United States.

The proportion of women on the Executive Committee is 38.5%, stable since 2020. The proportion of women among *People managers* is up 1.6 points on 2023, corresponding to an increase of 12% in the number of women in this role. The pride and satisfaction rate is down 2.5 points on 2023. This decrease follows the reminder sent to all employees by the

general management on the importance of respecting the flexible work policy, defined at the end of 2021, under which employees are authorized to work remotely up to a limit of two days per week. Dassault Systèmes is convinced of the power of collective intelligence; to this end, the frequency and quality of face-to-face interactions between its employees are key to maintaining its ability to explore new frontiers, both today and in the future. Given the essential role of employee engagement in terms of motivation, sense of belonging and loyalty, Dassault Systèmes has set a target rate of pride and satisfaction. Reviewed at the beginning of 2025, this was brought down to 78% to take into account the Company's future transformations and the strict application of the flexible work policy. In line with the Company's recurrence policy, over 96% of employees have taken training in the Code of Business Conduct and the Personal Data Protection.

The Company's policies, actions and performance monitoring metrics are detailed in paragraphs 2.2.3 "Social and Societal Information" and 2.2.4 "Corporate Governance Information" of the Universal registration document 2024.

Developing an inclusive and ethics Culture



(1) Objective only applicable to the extent permissible under local and national laws.
 (2) Calculated on a headcount basis. As a change in methodology compared with previous years' reporting, the 2023 result has been revised applying this new calculation rule.
 (3) Percentage measured by an annual satisfaction survey. Initially set at 85%, this target is revised in 2024 to 78% by 2025.
 (4) Average percentage of permanent employees who completed mandatory trainings on Code of Business Conduct, Personal Data Protection and Anti-Corruption.

Main ratings and awards

Recognized for its transparency and commitment to Environmental, Social and Governance matters, Dassault Systèmes was awarded the following ratings in 2024:



Dassault Systèmes' commitment to sustainability, related actions and achievements, as well as key metrics and their integration into the Company's strategy, are detailed in the sustainability statement in chapter 2 "Environmental, Social, Societal and Governance Responsibility" of the Universal registration document 2024.

N.B: Please note that the agenda, the text of the draft resolutions and the presentation of the resolutions proposed to the General Meeting of May 22, 2025, as adopted by the Board of Directors of March 11, 2025, had been completed and modified by the Board of Directors of April 7, 2025, in order to propose to General Meeting of May 22, 2025 the appointment of a new independent director. This convening brochure includes the agenda, the text of the draft resolutions and the presentation of the resolutions proposed to the General Meeting of May 22, 2025, as adopted by the Board of Directors of March 11, 2025 and April 7, 2025, thus updating the information contained in §7.1 et 7.2 of the Universal registration document 2024.

3. AGENDA

Ordinary General Meeting:

- 1) Approval of the parent company annual financial statements.
 - 2) Approval of the consolidated financial statements.
 - 3) Allocation of profit.
 - 4) Related-party agreements.
 - 5) Compensation policy for corporate officers (*mandataires sociaux*).
 - 6) Compensation elements paid in 2024 or granted for fiscal year 2024 to Mr. Bernard Charlès, Chairman of the Board of Directors.
 - 7) Compensation elements paid in 2024 or granted for fiscal year 2024 to Mr. Pascal Daloz, Chief Executive Officer.
 - 8) Approval of the information contained in the corporate governance report and relating to the compensation of corporate officers (*mandataires sociaux*) (Article L. 22-10-9 of the French Commercial Code).
 - 9) Setting the amount of directors' compensation.
 - 10) Nomination of Ms. Marie-Hélène Habert-Dassault as director.
 - 11) Nomination of Ms. Nathalie Rouvet Lazare as director.
 - 12) Nomination of Ms. Donatella Sciuto as director.
 - 13) Reappointment of Mr. Soumitra Dutta.
 - 14) Authorization to repurchase Dassault Systèmes' shares.
- ### Extraordinary General Meeting:
- 15) Authorization granted to the Board of Directors to reduce the share capital by cancellation of previously repurchased shares in the framework of the share buyback program.
 - 16) Delegation of authority granted to the Board of Directors to increase the share capital by issuing shares or equity securities giving access to other equity securities of the Company or giving entitlement to the allocation of debt securities and to issue marketable securities giving access to the Company's equity securities to be issued, with preferential subscription rights for shareholders.
 - 17) Delegation of authority granted to the Board of Directors to increase the share capital by issuing shares or equity securities giving access to other equity securities of the Company or giving entitlement to the allocation of debt securities and to issue marketable securities giving access to equity securities to be issued, without preferential subscription rights for shareholders and by way of a public offering other than those referred to in Article L. 411-2 1° of the French Monetary and Financial Code.
 - 18) Delegation of authority granted to the Board of Directors to increase the share capital by issuing shares or equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities and to issue marketable securities giving access to equity securities to be issued, without preferential subscription rights for shareholders, under a public offering referred to in Article L. 411-2 1 of the French Monetary and Financial Code.
 - 19) Delegation of authority granted to the Board of Directors to increase the number of securities to be issued in the event of a share capital increase with or without preferential subscription rights.
 - 20) Delegation of authority granted to the Board of Directors to increase the share capital by incorporation of reserves, profits or premiums.
 - 21) Delegation of powers granted to the Board of Directors to increase the share capital by issuing shares or equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities as well as to marketable securities giving access to equity securities to be issued, up to a maximum of 10%, to remunerate contributions in kind of shares.
 - 22) Authorization granted to the Board of Directors to grant Company shares to corporate officers (*mandataires sociaux*) and employees of the Company and its affiliated companies, entailing automatically that shareholders waive their preferential subscription rights.
 - 23) Authorization granted to the Board of Directors to grant share subscription and purchase options to corporate officers and employees of the Company and its affiliated companies entailing that shareholders waive their preferential subscription rights.
 - 24) Authorization of the Board of Directors to increase the share capital for the benefit of members of a corporate savings plan, without preferential subscription rights.
 - 25) Delegation of authorities granted to the Board of Directors to increase the share capital for the benefit of a category of beneficiaries, without preferential subscription rights, under an employee shareholding plan.
 - 26) Amendment to Article 16 of the Company's by-laws governing the deliberations of the Board of Directors.
- ### Ordinary and Extraordinary General Meeting:
- 27) Powers for formalities.

4. PRESENTATION OF THE RESOLUTIONS PROPOSED BY THE BOARD OF DIRECTORS

4.1 Annual Financial Statements and Allocation of Earnings (1st and 3rd resolutions)

It is proposed to approve the annual financial statements of Dassault Systèmes SE (or the “Company” for the purposes of this Chapter 7 “General Meeting”) for the year ended December 31, 2024, prepared on the basis of French accounting principles, as they have been presented in paragraph 4.2 “Parent Company Financial Statements” of the Universal registration document 2024.

Dassault Systèmes SE has paid dividends every year since 1986. The decision to distribute dividends and their amount depends on the profits and the financial position of Dassault

Systèmes SE as well as other factors. Dividends which have been distributed but are not collected by a shareholder revert to the French State at the end of the five-year period following the date of their payment.

Based on the financial statements and the management report of the Board of Directors included in the Universal registration document 2024, a profit of €853,309,050.84⁽¹⁾ was realized for the year ended December 31, 2024, which we propose that you allocate as follows:

– to the legal reserve	€17,583.18
– to a special reserve account ⁽²⁾	€0
– for distribution to the 1,339,674,751 shares forming the share capital at 12/31/2024 of a dividend of (€0.26 x 1,339,674,751) ⁽³⁾	€348,315,435.26
– to retained earnings	€504,976,032.40
which, increased by the retained earnings from previous years of €4,009,671,104.29, brings the amount of retained earnings to	€4,514,647,136.69

(1) This profit, increased by the retained earnings from previous years of €4,009,671,104.29, results in a distributable profit of €4,862,980,155.13.

(2) In compliance with Article 238 bis AB, paragraph 5 of the French General Tax Code.

(3) The aggregate amount of the dividend will be adjusted according to the number of new shares created between January 1, 2025, and the date of this General Meeting, mainly as a result of the exercise of share subscription options, it being specified that the maximum number of shares that may derive from the exercise of options is 20,926,190, representing a maximum additional dividend of €5,440,809.40.

Further new shares created, by the exercise of subscription options, until the date of the annual General Meeting deciding on the allocation of profit related to the preceding year will receive the dividend distributed with respect to that year (see paragraph 5.1.5 “Interests of Executive Management and Employees in the Share Capital of Dassault Systèmes SE” of the Universal registration document 2024).

It is thus proposed that the General Meeting of May 22, 2025, resolve to distribute, in respect of fiscal year 2024, a dividend of €0.26 per share making up the capital on the date of the Meeting, corresponding (i) based on the number of shares making up the share capital at December 31, 2024, to a total amount of €348,315,435.26 and (ii) if applicable, an additional maximum total amount of €5,440,809.40, corresponding to the maximum number of new shares that may be created further to the exercise of share subscription options between January 1, 2025 and the date of the General Meeting (i.e. 20,926,190 shares).

Shares will be traded ex-dividend on May 26, 2025 and the dividend will be paid on May 28, 2025.

On the date of payment, the amount of the dividend corresponding to (i) the treasury shares of Dassault Systèmes SE and (ii) the Dassault Systèmes shares held by SW Securities LLC, a company which is controlled by Dassault Systèmes SE, will be allocated to “retained earnings”, in accordance with the provisions of Article L. 225-210 of the French Commercial Code (*Code de commerce*) and the contractual provisions in force between SW Securities LLC and Dassault Systèmes SE.

In addition, prior to distribution of the dividend, the Board of Directors, or if so authorized, the Chief Executive Officer will determine the number of additional shares issued as a result of the exercise of share subscription options between January 1, 2025 and the date of this General Meeting of May 22, 2025. The amount required for payment of dividends for shares issued during this period will be taken from “retained earnings”.

The amount thus distributed to individual shareholders resident in France for tax purposes will be, where applicable:

- either subject to a flat-rate withholding tax of 30% (12.8% non-discharging flat-rate withholding tax paid

as income tax and 17.2% social security withholding) (Article 117 *quater* of the French Tax Code);

- or, if an individual option is expressly and irrevocably exercised each year across the board for all income from securities, taken into account in determining shareholders’ total income subject to the progressive rate of income tax for the year in which it is received (Article 200 A of the French Tax Code), after application

of an uncapped deduction of 40% (Article 158, 3, 2° of the French Tax Code). Dividends taxed at the progressive rate of income tax are also subject to social security contributions at a rate of 17.2%.

Pursuant to Article 243 bis of the French Tax Code, it is noted that dividends per share paid over the last three years have been as follows:

Year	2023	2022	2021
Dividend ⁽¹⁾ (in euros)	0.23	0.21	0.17
Number of shares eligible for dividends	1,315,927,865	1,315,586,120	1,314,896,795

(1) Dividend 100% eligible for the 40% deduction provided for in Article 158, 3, 2° of the French Tax Code.

In accordance with the provisions of Article 223 *quater* of the French Tax Code, we draw your attention to the aggregate amount of the expenses and charges referred to in

Article 39.4 of the French Tax Code that are non-deductible from taxable income, which amounted to €751,441 and resulted in corporate tax of €194,097.

4.2 Consolidated Financial Statements (2nd resolution)

In addition to the 2024 annual financial statements, it is also proposed to approve Dassault Systèmes SE’s consolidated financial statements for the year ended December 31, 2024, prepared in accordance with IFRS as described in paragraph 4.1.1 “Consolidated Financial Statements” of the Universal registration document 2024.

4.3 Related-Party Agreements (4th resolution)

The following agreements, which were approved in accordance with Articles L. 225-38 *et seq.* of the French Commercial Code, were continued during the year ended December 31, 2024. These are undertakings made by the Company in connection with its “Directors and Corporate Officers Liability Insurance Policy”:

- to reimburse the cost of legal defense of directors in the event of their personal liability being sought and indemnify the directors for the financial implications of such liability and payment of the costs in relation with legal defense related thereto, to the extent they would not be covered by that insurance policy (approved by the Board of Directors’ meeting held on June 28, 1996);
- to assume, under certain conditions, the fees and travel expenses of Directors of Dassault Systèmes SE should they have to prepare their personal defense before a civil,

criminal or administrative court in the United States in connection with an inquiry or investigation conducted against Dassault Systèmes SE (approved by the Board of Directors’ meeting held on September 23, 2003).

These agreements were reviewed by the Board of Directors at its meeting on March 11, 2025, in accordance with the provisions of Article L. 225-40-1 of the French Commercial Code.

The Auditors have prepared a special report pursuant to Articles L. 225-40 and L. 225-40-1 of the French Commercial Code, as set forth in paragraph 4.2.4 “Statutory Auditors’ Report on Related Party Agreements and Commitments” of the of the Universal registration document 2024.

The General Meeting has been requested to acknowledge this report which refers to no new agreements.

4.4 Compensation Elements Paid in 2024 or Granted for Fiscal Year 2024 to Mr. Bernard Charlès and Mr. Pascal Daloz (6th and 7th resolutions)

Pursuant to the provisions of Article L. 22-10-34, II of the French Commercial Code (*Code de commerce*), the General Meeting will be asked to approve the compensation elements paid in 2024 or granted with respect to 2024 to Mr. Bernard Charlès and Mr. Pascal Daloz in their capacity as executive officers (*dirigeants mandataires sociaux*). These compensation elements are summarized in the tables below (see also paragraph 5.1 “The Board’s Corporate Governance

Report” of the Universal registration document 2024). The payment of the Chief Executive Officer’s variable compensation with respect to 2024 is subject to the General Meeting’s approval of their compensation elements for 2024. As the compensation of the Chairman of the Board of Directors is fixed compensation only, this condition is not applicable.

Compensation Elements Paid or Granted in 2024 to Mr. Bernard Charlès, Chairman of the Board of Directors⁽¹⁾

Compensation granted with respect to 2024

Compensation elements	Amount (in euros)	Observations
Fixed compensation⁽²⁾	2,000,000	Gross fixed compensation for 2024 decided by the meeting of the Board of Directors of March 12, 2024, on the recommendation of the Compensation and Nomination Committee. This compensation was paid in 2024.
Annual variable compensation	N/A	Mr. Bernard Charlès receives no annual variable compensation.
Deferred annual variable compensation	N/A	Mr. Bernard Charlès receives no deferred annual variable compensation.
Multi-year variable compensation	N/A	Mr. Bernard Charlès receives no multi-year annual variable compensation.
Compensation allocated to directors in respect of the directorship⁽³⁾	67,000	Gross compensation amount allocated for 2024. This compensation was paid at the beginning of 2025.
Extraordinary compensation	N/A	Mr. Bernard Charlès receives no extraordinary compensation.
Share subscription options and/or performance share awards	N/A	Mr. Bernard Charlès was not granted any share subscription options or performance shares.
Indemnity upon start or termination of function	N/A	Mr. Bernard Charlès receives no indemnity upon start or termination of duties.
Non-compete indemnity	N/A	Mr. Bernard Charlès receives no non-compete indemnity.
Additional retirement plan	N/A	No additional retirement plan was implemented by Dassault Systèmes SE.
Benefits in kind	19,593	These benefits in kind are linked to a mandatory supplemental medical coverage and use of a vehicle made available to Mr. Bernard Charlès by Dassault Systèmes SE.

(1) All compensation paid by Dassault Systèmes SE to Mr. Bernard Charlès is paid by Dassault Systèmes SE, a company incorporated under the laws of France.

(2) See also paragraph 5.1.3.1 “Compensation Policy Applicable to the Chairman of the Board of Directors” of the Universal registration document 2023.

(3) See also paragraph 5.1.3.3 “Directors’ Compensation” of the Universal registration document 2023 regarding the conditions for distributing the annual budget allocated to Directors of Dassault Systèmes SE.

As a reminder:

Compensation granted with respect to 2023 and paid in 2024

Compensation elements	Amount <i>(in euros)</i>	Observations
Annual variable compensation	1,445,000	Variable gross compensation with respect to 2023 actually earned and decided by the Board of Directors of March 12, 2024, upon the proposal of the Compensation and Nomination Committee. This compensation was paid in 2024 following approval by the General Meeting of the compensation elements of Mr. Bernard Charlès for 2023.
Compensation allocated to directors in respect of their directorship	66,562	Gross compensation amount allocated for 2023. This compensation was paid at the beginning of 2024.

Compensation Elements for 2024 for Mr. Pascal Daloz, Chief Executive Officer⁽¹⁾**Compensation granted with respect to 2024**

Compensation elements	Amount (in euros)	Observations
Fixed compensation⁽²⁾	1,000,000	Gross fixed compensation for 2024, as set by the Board of Directors at its meeting of March 12, 2024, on the recommendation of the Compensation and Nomination Committee. This compensation was paid in 2024.
Annual variable compensation⁽²⁾	950,000	Variable gross compensation with respect to 2024 actually earned and decided by the Board of Directors of March 11, 2025, upon the proposal of the Compensation and Nomination Committee. The methods for determining this compensation are set out in Table 2 "Summary of the Compensation of Each Executive Officer" in paragraph 5.1.4. This compensation will be paid in 2025 subject to approval by the General Meeting of May 22, 2025, of the compensation elements of Mr. Pascal Daloz for 2024.
Deferred annual variable compensation	N/A	Mr. Pascal Daloz receives no deferred variable compensation.
Multi-year variable compensation	N/A	Mr. Pascal Daloz receives no multi-year variable compensation.
Compensation allocated to directors in respect of the directorship⁽³⁾	47,000	Gross compensation amount allocated for 2024. This compensation was paid at the beginning of 2025.
Extraordinary compensation	N/A	Mr. Pascal Daloz receives no extraordinary compensation.
Share subscription options and/or performance share awards⁽⁵⁾	13,522,500 ⁽⁴⁾	Mr. Pascal Daloz was granted 450,000 2024-A shares by the Board of Directors at its meeting on May 22, 2024.
Indemnity upon start or termination of function	N/A	Mr. Pascal Daloz will receive, subject to certain conditions, an indemnity upon the termination of his functions, the amount of which will not exceed two years' compensation and will depend on the achievement of performance conditions established for the calculation of his variable compensation ⁽⁵⁾ .
Non-compete indemnity	N/A	Mr. Pascal Daloz receives no non-compete indemnity.
Additional retirement plan	N/A	No additional retirement plan was implemented.
Benefits in kind	334	These benefits in kind are linked to mandatory supplemental medical coverage and the reimbursement of travel expenses.

(1) All compensation paid by Dassault Systèmes SE to Mr. Pascal Daloz is paid by Dassault Systèmes SE, a company incorporated under the laws of France.

(2) See also section 5.1.3.2 "Compensation Policy Applicable to the Chief Executive Officer" of the Universal registration document 2023.

(3) See also paragraph 5.1.3.3 "Directors' Compensation" of the Universal registration document 2023 regarding the conditions for distributing the annual budget allocated to Directors of Dassault Systèmes SE.

(4) Value based on the method chosen for the consolidated financial statements before the spreading of the expense and taking into account the performance criteria.

(5) See also paragraph 5.1.3.2 "Compensation Policy Applicable to the Chief Executive Officer" of the Universal registration document 2023.

As a reminder:

Compensation granted with respect to 2023 and paid in 2024

Compensation elements	Amount (in euros)	Observations
Annual variable compensation	735,000	Variable gross compensation with respect to 2023 actually earned and decided by the Board of Directors of March 12, 2024, upon the proposal of the Compensation and Nomination Committee. This compensation was paid in 2024 following approval by the General Meeting of the compensation elements of Mr. Pascal Daloz for 2023.
Compensation allocated to directors in respect of their directorship	47,000	Gross compensation amount allocated for 2023. This compensation was paid at the beginning of 2024.

4.5 Information Contained in the Corporate Governance Report Relating to the Compensation of Corporate Officers (*Mandataires Sociaux*) (Article L. 22-10-9, I of the French Commercial Code) (8th resolution)

In accordance with the provisions of Article L. 22-10-34, I of the French Commercial Code, the following information is submitted for your approval:

Information referred to in section I of Article L. 22-10-9 of the French Commercial Code

Total compensation and benefits of any kind paid or allocated in 2024 and the relative proportion of fixed and variable compensation	See paragraphs 5.1.4 and 5.1.5 of the Universal registration document 2024
Use of the option of requesting the repayment of variable compensation	N/A
Undertakings made by the Company in connection with the termination or change of office or subsequent to the performance of such office and the estimated amount liable to be paid on that basis	See paragraph 5.1.3.2 of the Universal registration document 2024
Any compensation paid or granted by a company within the scope of consolidation	N/A
Equity ratios	See paragraph 5.1.4 of the Universal registration document 2024
Annual change in compensation, the Company's performance, average compensation on a full-time equivalent basis of the Company's employees (other than management) and equity ratios over the last five or more fiscal years	See paragraph 5.1.4 of the Universal registration document 2024
Explanation of how the total compensation reflects the compensation policy adopted, including how it contributes to the long-term performance of the Company, and how the performance criteria have been applied.	See paragraph 5.1.4 of the Universal registration document 2024
Taking into account the vote of the last Ordinary General Meeting provided for in Article L. 22-10-34, I of the French Commercial Code	N/A
Any deviation from the procedure for implementing the compensation policy and any derogation applied	N/A
Application of the provisions of the second paragraph of Article L. 225-45 of the French Commercial Code (irregular composition of the Board of Directors)	N/A

4.6 Compensation Policy for Corporate Officers (*Mandataires Sociaux*) (5th resolution)

In accordance with the provisions of Articles L. 22-10-8, I and R. 22-10-14 of the French Commercial Code, the corporate governance report (see paragraph 5.1.3 “Compensation Policy for Corporate Officers (*Mandataires Sociaux*) of

the Universal registration document 2024) describes the compensation policy for corporate officers set by the Board of Directors, submitted for your approval in accordance with Article L. 22-10-8, II of the French Commercial Code.

4.7 Setting the Amount of the Directors’ Compensation (9th resolution)

The General Meeting is asked to increase the annual compensation package allocated to the directors, which is currently set at €900,000, to raise it to €1,200,000 for the current fiscal year and subsequent years.

This increase takes into account the growth in the number of directors in the future and changes in the practices of CAC 40 companies in terms of directors’ compensation.

Subject to approval by the General Meeting of May 22, 2025 of the compensation policy for corporate officers and the new package for 2025, the meeting of the Board of Directors thus decided its allocation among the directors would be based on the following principles: €24,000 per

director, an additional €24,000 for the Chairman of the Board, an additional €40,000 for the Chairman of the Audit Committee, an additional €30,000 for the Chairman of the Compensation and Nomination Committee, an additional €15,000 for the Chairman of the Scientific Committee, an additional €30,000 for the lead independent director, and an additional €20,000 for the lead director on sustainable development (these amounts being paid in proportion to the actual term in office during the year); €5,400 per member for physical presence at a Board or Committee meeting or at a meeting of independent directors; and €2,700 per member for every Board, Committee or independent directors’ meeting by conference call or video-conference.

4.8 Reappointment and Appointment of Directors (10th, 11th, 12th and 13th resolutions)

The directorship of Mr. Soumitra Dutta expires at the close of the General Meeting of May 22, 2025.

It is proposed to re-elect him for a four-year term, i.e. until the General Meeting called to approve the financial statements for the year ending December 31, 2028.

Mr. Soumitra Dutta is an independent director, Chairman of the Scientific Committee and a member of the Compensation and Nomination Committee. He offers solid expertise in technologies and innovation. Mr. Soumitra Dutta’s full biography can be found in section 5.1.1.1 “Composition of the Board of Directors” of the Universal registration document 2024.

At its meeting on March 11, 2025, the Board of Directors reviewed the independence of Mr. Soumitra Dutta in light of eight independence criteria set out in the AFEP-MEDEF Code (see paragraph 5.1.1.1 “Composition of the Board of Directors” of the Universal registration document 2024). As each of these criteria was met, the Board concluded that he was independent, acting on the recommendation of the Compensation and Nomination Committee in which Mr. Soumitra Dutta did not take part.

The term of office as director of Ms. Odile Desforges also expires at the end of the General Meeting of May 22, 2025. After three terms of four years each, Ms. Odile Desforges can no longer be considered independent within the meaning of the AFEP-MEDEF Code.

After an opinion from the Compensation and Nomination Committee, the appointment of a new director is proposed; Ms. Nathalie Rouvet Lazare, whose biography is provided below, to replace Ms. Odile Desforges. At its meeting on March 11, 2025, upon the recommendation of the

Compensation and Nomination Committee, the Board of Directors reviewed and ruled in favor of the independence of Ms. Nathalie Rouvet Lazare. She would be appointed a member of the Audit Committee.

Nathalie Rouvet Lazare – Candidate for Director

Age: 62 years

Nationality: French

Business address:

Associés en Gouvernance,
46 rue du Général Foy,
75008 Paris

Main position:

Associate at the consulting firm
Associés en Gouvernance

Term expires:

General Meeting called
to approve the financial
statements for the year ending
December 31, 2028

**Number of Dassault Systèmes
shares owned**

on December 31, 2024:

0

Biography

An HEC graduate (1984) and an IFA/Sciences Po certified corporate director (2011), Nathalie Rouvet Lazare has, in her 35 years of professional experience, gained a profound understanding of corporate strategy and management, the challenges of development and digital transformation, and governance issues.

Her career combines strategy, marketing and communication (Air France, Saatchi & Saatchi Advertising, Publicis, La Poste Group, In Between) and corporate management with Coheris.

Having worked in the corporate governance field since 2010, Nathalie Rouvet Lazare became an Independent Director of Coheris in September 2011 and chaired its Strategy Committee. In 2013, she became Chairman & Chief Executive Officer of the software company listed on Compartment C of Euronext Paris and served as a Director from 2013 to 2019. She led the company's turnaround and then the restructuring of its capital structure, which resulted in a friendly takeover in 2019.

Other offices and positions

Independent Director, Member of the Audit Committee and Chair of the Compensation and Nomination Committee of Hightech Payment Systems (HPS) since Sept. 2021 (a company listed on the Casablanca Stock Exchange)

Other positions were held during the past five years

Director of Middlednext (until 2020)

It is also proposed to appoint as director Ms. Marie-Hélène Habert-Dassault, director of Dassault Systèmes in her own name from 2014 to May 2024, then permanent representative of Groupe Industriel Marcel Dassault from May 2024 to January 8, 2025. Ms. Habert-Dassault's biography is presented below.

Marie-Hélène Habert-Dassault is a member of the Dassault family, which owns Groupe Industriel Marcel Dassault SAS (GIMD), the main shareholder and director of Dassault Systèmes SE. She is also a member of GIMD's Supervisory Board.

Marie-Hélène Habert-Dassault – Candidate for Director

Age: 59 years

Nationality: French

Business address:
Groupe Industriel Marcel
Dassault SAS –
9 Rond-Point des
Champs-Élysées –
Marcel Dassault,
75008 Paris – France

Main position:

Director of Communication
and Patronage, GIMD

Term expires:

General Meeting called
to approve the financial
statements for the year ending
December 31, 2028

**Number of Dassault Systèmes
shares owned
on December 31, 2024:**
2,830

Biography

Marie-Hélène Habert-Dassault has been Director of Communication and Patronage of the Groupe Industriel Marcel Dassault SAS (GIMD) since 1998. She joined GIMD in 1991 as Deputy Director of Communication after having started her career at the DDB advertising agency in London as a media planning consultant. She holds a Master's degree in Business Law and Taxation, a Business Law practitioner diploma (Assas, France, 1988) and a Master's in Strategy and Marketing (Sciences Po, Paris, 1989).

Marie-Hélène Habert-Dassault was a Director of Dassault Systèmes from July 23, 2014, until May 22, 2024, then GIMD representative to the Board of Directors of Dassault Systèmes until January 8, 2025

Other offices and positions

Within the Dassault Group

Member of the Supervisory Board of GIMD; Member of the Supervisory Board of Rond-Point Immobilier SAS; Member of the Board of Directors of Dassault Aviation S.A. (listed company); Director and chairwoman of the Serge Dassault Foundation; Director of Artcurial S.A.

Outside the Dassault Group

Director member of the Strategy Committee and of the HR and CSR Committee of Biomérieux (listed company); Member of the Strategy Committee and President of HDF; General Manager of H Investissements; General Manager of HDH Immo; Director of Siparex Associés; Manager of SCI Duquesne; Director of Fondation Fondamental; and member of the Board of Directors of the Fondation Gustave Roussy since 2023

Other positions were held during the past five years

Director of Dassault Systèmes (until 2024) and GIMD representative to the Board of Directors of Dassault Systèmes (until 2025)

Member of the Supervisory Board of Immobilière Dassault S.A. (until 2024)

Director of Middenext (until 2020)

At its meeting on April 7, 2025, the Board of Directors decided to complete the agenda and the text of the draft resolutions of the General Meeting of May 22, 2025, which had been approved by the Board of Directors of March 11, 2025, in order to propose the appointment of a new independent director, as of the present General

Meeting of May 22, 2025. At the same meeting, upon the recommendation of the Compensation and Nomination Committee, the Board of Directors reviewed and ruled in favor of the independence of Ms. Donatella Sciuto, candidate for director.

Donatella Sciuto – Candidate for Director

Age: 62

Nationality: Italian

Business address:
Politecnico di Milano,
Piazza Leonardo da Vinci 32,
Milano, Italy

Main position:
Rector of Politecnico di Milano

**Number of Dassault Systèmes
shares owned
on December 31, 2024:**
0

Biography

Donatella Sciuto has been Rector of Politecnico di Milano since January 2023, where she is Full Professor of Computer Science and Engineering. She graduated in Electronic Engineering at the same university, received her PhD in Electrical and Computer Engineering at the University of Colorado, Boulder (USA) and a Master's Degree in Business Administration at Bocconi University. She has co-authored over 400 scientific articles and holds 4 international patents. She was named President of the IEEE Council of Electronic Design Automation, an international scientific society based in the United States, and member of the Academia Europaea. She has been appointed IBM Women Leader in Artificial Intelligence and Inspiring Fifty Italy. She collaborates in various Science, Technology, Engineering and Mathematics (STEM) initiatives for girls. She has launched the diversity & inclusion program at Politecnico di Milano, where, as former Executive Vice Rector, she oversaw research strategies and teaching innovation.

Other offices and positions

Independent Director of Fila S.p.A and Avio S.p.A (listed companies).

Member of the Supervisory Board of STMicroelectronics (listed company) until May 2025 and Corriere della Sera Foundation.

Member of the Board of Directors of the Bank of Italy, the Board of the Italian Institute of Technology and the Technical and Scientific Committee of the National Cybersecurity Agency.

Others positions were held during the past five years

Member of the supervisory board of the Human Technopole Foundation (until May 2022)

Member of the board of directors of Rai Way S.p.A. until April 2023 (listed company).

The targets applicable to the Board's composition can be found in paragraph 5.1.1.1 "Composition of the Board of Directors" of the Universal registration document 2024. If the above proposals are approved, the Board of Directors would have 12 members, excluding directors representing employees, including six women and six men (i.e., 50% of women), and 50% of independent directors. These proportions go beyond the legal requirements and recommendations of the AFEP-MEDEF Code⁽¹⁾.

All of the Board's committees would remain wholly composed of independent directors.

Dassault Systèmes has the intention to maintain a ratio of men and women, and independent directors, on the Board of Directors equal to 50%.

(1) As a reminder, the proportion of female representation and independent directors does not include the directors representing employees, in accordance with Article 10.3 of the AFEP-MEDEF Code and Articles L. 225-27-1 and L. 22-10-7 of the French Commercial Code, respectively.

4.9 Authorization to Repurchase Shares of Dassault Systèmes (14th and 15th resolutions)

The authorization to repurchase shares of the Company granted to the Board of Directors at the General Meeting of May 22, 2024 will expire at the General Meeting of May 22, 2025. Within the framework of this authorization, share buybacks were carried out in 2024 (these transactions are described in paragraph 6.2.4 “Share Buyback Programs” of the Universal registration document 2024) and also in early 2025. They were carried out for the purposes of covering the Company’s obligations resulting from share allocations and maintaining an active market and providing liquidity for Dassault Systèmes shares. An active market is maintained by an investment services provider operating under a liquidity agreement between Dassault Systèmes SE and Oddo BHF SCA. This agreement was tacitly renewed for the 2025 fiscal year.

Any share buybacks made between January 1, 2025, and the date of the General Meeting will be described in the Universal registration document for the year ending December 31, 2025.

It is proposed to reauthorize the Board of Directors to repurchase Dassault Systèmes shares, in accordance with Articles L. 22-10-62 *et seq.* of the French Commercial Code, within a limit of 25 million shares, i.e. approximately 1.87% of the share capital as of December 31, 2024, within the limits set by the applicable regulations. The maximum amount of funds dedicated to the repurchase of Dassault Systèmes shares may not exceed €1 billion.

If this proposal is adopted, the authorization shall be valid as from the General Meeting of May 22, 2025 for a period of eighteen months.

This authorization may be used for the following purposes:

- 1) to cancel shares for the purpose of offsetting a capital increase resulting from issues of securities granted under the conditions set out in Articles L. 225-177 to L. 225-184, L. 225-197-1 to L. 225-197-5, L. 22-10-56 or L. 22-10-59 of the French Commercial Code or Articles L. 3332-18 to L. 3332-24 or L. 3344-1 of the French Labour Code or under the conditions set out in equivalent regulations;
- 2) to meet obligations related to stock option allocations or other allocations of shares to employees or Corporate Officers (*mandataires sociaux*) of Dassault Systèmes SE or of an affiliated company;

- 3) to provide shares upon exercise of rights attached to marketable securities giving immediate or future access to the share capital of Dassault Systèmes SE, mainly through redemption, conversion, exchange, presentation of a warrant or any other means;
- 4) to maintain an active market or provide liquidity for Dassault Systèmes shares under a liquidity contract entered into with an investment services provider acting independently in accordance with the French Financial Markets Authority (AMF)’s accepted market practice and with a code of ethics recognized by the AMF;
- 5) to implement any stock-exchange market practice which may be accepted by the regulations or by the French Financial Markets Authority (AMF);
- 6) to subsequently allocate, deliver or hold shares in the context of external growth transactions by Dassault Systèmes SE or an affiliated company, in particular through mergers, demergers, partial demergers or contributions in kind;
- 7) exceptionally, to cancel shares for the purpose of increasing the profitability of shareholders’ equity and earnings per share, under an authorization by the Extraordinary General Meeting permitting shares to be canceled.

The acquisition, sale, transfer or exchange of such shares may be realized by any means allowed on the market (whether or not the market is regulated), on multilateral trade facilities (MTF) or through a systematic internalizer or over-the counter, including the purchase of blocks and through the use of derivative instruments.

The acquisition, sale, transfer or exchange of such shares may be completed at any time in accordance with the applicable legal provisions and regulations except during a public offering period.

The share buyback program is described in the Universal registration document 2024 in paragraph 6.2.4 “Share Buyback Programs”, where all relevant information is presented.

In light of the possible cancellation of the repurchased shares, we propose that you also authorize the Board of Directors to cancel, as applicable, for the same period of eighteen months from the General Meeting of May 22, 2025, all or a portion of the shares which it has repurchased and to reduce the share capital by a corresponding amount, within a limit of 5% of its amount per 24-month period.

4.10 Delegations of Authority and Powers to Increase the Share Capital (16th, 17th, 18th, 19th, 20th and 21st resolutions)

The delegations of authority and powers to increase the share capital granted to the Board of Directors by the General Meeting of May 24, 2023 are due to expire in July 2025. It is therefore proposed that the General Meeting reauthorize the Board of Directors to increase the share capital for a period of 26 months to enable the Board of Directors, at any time, to select among a broad range of marketable securities giving access to the share capital or debt securities of the Company, with or without preferential subscription rights for shareholders, through a public offering, the most appropriate financing for the Group's development, taking into account the market conditions at the time of the contemplated transaction.

It is also proposed to renew the delegation of authority granted to the Board of Directors to increase the share capital by incorporation of reserves, profits or premiums, as well as the delegation of powers to increase the share capital to remunerate contributions in kind of shares.

The resolutions submitted for this purpose will replace those adopted by the General Shareholders' Meeting of May 24, 2023, which the Board of Directors has not used as at the date of the Universal registration document 2024 (see paragraph 5.1.7.2 "Table Summarizing the Current Delegations Granted by the General Meeting of Shareholders in Respect of Capital Increases").

Should you approve these resolutions, the Board of Directors will have the opportunity to:

- carry out capital increases with or without preferential subscription rights for shareholders (in particular by using the option offered by law to launch a public offering only for portfolio managers or qualified investors) up to a maximum nominal amount of €13 million and, for debt securities giving access to the share capital, up to a maximum nominal amount of €1 billion;
- carry out capital increases by incorporation of reserves, profits or premiums up to a maximum nominal amount of €13 million;
- increase the share capital to remunerate contributions of shares in kind up to a limit of 10% of the share capital and the same nominal amount of €13 million.

The Board of Directors would not be able to use these delegations in case of a tender offer on the Company's shares.

The overall cap of €13 million will count toward the overall nominal amount for capital increases that may be carried out and provided for in (i) the 16th to 21st and 24th and 25th resolutions submitted to the General Meeting on May 22, 2025 and (ii) the 17th to 22nd resolutions approved by the General Meeting of May 22, 2024 (delegations for mergers, demergers and partial demergers, see paragraph 7.1.11 of the Universal registration document 2023).

4.11 Financial Authorizations for Issuances Reserved for Employees and Corporate Officers (*Mandataires Sociaux*) (22nd, 23rd, 24th and 25th resolutions)

The compensation policy implemented by Dassault Systèmes must serve the ability to attract, to motivate and to retain key employees and executives with the diversity of talents and the high level of skills required for the Company's various activities, the competition in the labor market for such employees being intense.

The members of the Executive team and key employees of Dassault Systèmes may be granted long-term incentives, notably through allocations of performance shares or options to subscribe to Dassault Systèmes shares.

In 2022 and 2023, Dassault Systèmes' employees also had the opportunity to subscribe to collective employee

shareholding operations launched in 2021 and 2023 (see paragraph 5.1.5. "Interests of Executive Management and Employees in the Share Capital of Dassault Systèmes SE" of the Universal registration document 2024). A new offer for employees, as decided by the Board of Directors at the end of 2024, is currently scheduled for completion in June 2025.

Performance shares

It is proposed to renew the authorization to grant free shares to employees or executive officers of Dassault Systèmes SE, granted to the Board of Directors by the General Meeting of May 24, 2023 and which will expire in 2025.

This new authorization would cancel, as from May 22, 2025 and for the yet unused portion, the authorization granted to the Board of Directors by the General Meeting of May 24, 2023 (20th resolution).

This authorization would be granted for a period of two years.

The total number of free shares granted under this authorization may not exceed 1.5% of the Company's share capital, at the date of the allocation by the Board of Directors.

In accordance with AFEP-MEDEF's Corporate Governance Code for listed companies, and the recommendation from the Compensation and Nomination Committee, it is proposed that the number of shares that may be granted to executive officers (*dirigeants mandataires sociaux*) within the meaning of this Code be limited to 35% of the so authorized overall amount.

The structure of the allocation plans would be identical to the one of the previous plans. All share allocations, including performance share allocations to the Chief Executive Officer, would be subject to a continued employment condition, so that no share may be vested if the continued employment condition is not met, and to a strict performance condition, assessed over a minimum period of three years.

The performance condition would be based on two criteria:

- a rate of growth in net earnings per share set by the Board; and
- a multi-criteria ESG indicator.

For some beneficiaries (excluding executive officers), the performance condition could, if appropriate, alternatively or cumulatively be based on a target specific to their brand.

The Board of Directors will set the minimum level(s) of achievement (usually set at 80%) below which no shares may be acquired by the beneficiaries.

Information relating to the use by the Board of Directors of the authorization granted by the General Meeting of May 24, 2023 can be found in paragraph 5.1.5 "Interests of Executive Management and Employees in the Share Capital of Dassault Systèmes SE" of the Universal registration document 2024.

Share subscription or purchase options

It is proposed to renew the authorization to grant options to subscribe or to purchase shares, granted to the Board of Directors by the General Meeting of May 24, 2023 and which will expire in 2025.

This new authorization would cancel, as from May 22, 2025 and for the yet unused portion, the authorization granted to the Board of Directors by the General Meeting of May 24, 2023 (21st resolution).

This authorization would be granted for a period of two years.

The maximum number of stock options that may be granted by the Board of Directors and not yet exercised may not give the right to subscribe or purchase a number of shares exceeding 3% of the share capital.

No options may be granted to executive officers within the meaning of the AFEP-MEDEF corporate governance code for listed companies.

The structure of the allocation plans would be identical to the one of the previous plans. All allocations of options would be subject to one continued employment condition (no option may be exercised if the continued employment condition is not met), and to a strict performance condition.

The performance condition would be based on two criteria:

- a rate of growth in net earnings per share set by the Board; and
- a multi-criteria ESG indicator.

For some beneficiaries, the performance condition could, if appropriate, alternatively or cumulatively be based on a target specific to their brand.

The performance conditions would be assessed over a minimum period of three years, with tranches exercisable each year.

The Board of Directors will set the minimum level(s) of achievement (usually set at 80%) below which no options may be exercised by the beneficiaries.

The subscription price for the new shares or the purchase price of existing shares by exercising the options would be determined by the Board of Directors on the day on which the Options are granted. No discount would be applied compared to the share's closing price on the Euronext Paris market on the trading day preceding the day of the allocation.

Information relating to the use by the Board of Directors of the authorizations granted by the General Meeting of May 24, 2023 can be found in paragraph 5.1.5 "Interests of Executive Management and Employees in the Share Capital of Dassault Systèmes SE" of the Universal registration document 2024.

Capital increase reserved for employees

In order to enable the implementation of employee shareholding operations, it is proposed to authorize the Board of Directors to increase the share capital reserved for members of a corporate savings plan.

To facilitate the structuring of this offer in the countries outside France, it is also proposed to authorize the Board of Directors to increase the share capital for the benefit of a category of beneficiaries as part of an employee shareholding operation.

The maximum nominal global amount of the capital increases that may be carried out under these authorizations would be €1 million through the issuing of new shares or securities giving access to share capital.

The two new authorizations would terminate and replace the authorizations granted by the General Meeting on May 22, 2024 from September 1, 2025, after completion of the employee shareholding offer launching in 2025.

Information relating to the use by the Board of Directors of the authorizations granted by the General Meeting of May 22, 2024, can be found in paragraph 5.1.7.2 "Table Summarizing the Current Delegations Granted by the General Meeting of Shareholders in Respect of Capital Increases" of the Universal registration document 2024.

4.12 Amendment to Article 16 of the Company's By-Laws Governing the Deliberations of the Board of Directors (26th resolution)

As a result of the change in the provisions of Article L. 225-37 section 3 of the French Commercial Code by Law 2024-537 of June 13, 2024 intended to increase financing of businesses and the attractiveness of France, you are being asked to amend Article 16 of the by-laws in order to simplify

the conditions for decisions made by written consultation within the Board of Directors and the conditions for the participation in Board meetings via telecommunications.

5. TEXT OF THE DRAFT RESOLUTIONS

Ordinary General Meeting

1st resolution

Approval of the parent company annual financial statements

The General Meeting, having reviewed the management report of the Board of Directors and the report of the Statutory Auditors, as well the additional explanations made orally, hereby approves the management report of the Board of Directors and the annual financial statements for the year ended December 31, 2024, as they have been presented.

The General Meeting consequently approves any transactions disclosed in these financial statements or summarized in these reports and, in particular, in accordance with the provisions of Article 223 *quater* of the French Tax Code, the aggregate amount of the expenses and charges referred to in Article 39.4 of the said Code that are non-deductible from taxable income, totaling €751,441 and resulting in corporate tax of €194,097.

2nd resolution

Approval of the consolidated financial statements

The General Meeting having reviewed the report of the Board of Directors with respect to management of Dassault Systèmes included in the management report and the report by the Statutory Auditors related to the consolidated financial statements, in addition to explanations made orally, hereby approves in all respects the management report of the Board of Directors and the consolidated financial statements for the year ended December 31, 2024, as they have been presented.

The General Meeting consequently approves any transactions disclosed by such consolidated financial statements or summarized in such reports.

3rd resolution

Allocation of profit

The General Meeting, on the recommendation of the Board of Directors, hereby resolves to allocate the profit of the year amounting to €853,309,050.84⁽¹⁾ as follows:

– to the legal reserve	€17,583.18
– to a special reserve account ⁽²⁾	€0
– for distribution to the 1,339,674,751 shares forming the share capital at 12/31/2024 of a dividend of (€0.26 x 1,339,674,751) ⁽³⁾	€348,315,435.26
– to retained earnings	€504,976,032.40
which, increased by the retained earnings from previous years of €4,009,671,104.29, brings the amount of retained earnings to	€4,514,647,136.69

(1) This profit, increased by the retained earnings from previous years of €4,009,671,104.29, results in a distributable profit of €4,862,980,155.13.

(2) In compliance with Article 238 bis AB, paragraph 5 of the French General Tax Code.

(3) The aggregate amount of the dividend will be adjusted according to the change in the number of new shares created between January 1, 2025, and the date of this General Meeting, mainly as a result of the exercise of share subscription options, it being specified that the maximum number of shares that may derive from the exercise of options is 20,926,190, representing a maximum additional dividend of €5,440,809.40.

Shares will be traded ex-dividend on May 26, 2025 and the dividend will be paid on May 28, 2025.

On the date of payment, the amount of the dividend corresponding to (i) the treasury shares of Dassault Systèmes SE and (ii) the Dassault Systèmes shares held by SW Securities LLC, a company which is controlled by the Dassault Systèmes SE Group, will be allocated to “retained earnings”, in accordance with the provisions of Article L. 225-210 of the French Commercial Code and the contractual provisions in force between SW Securities LLC and Dassault Systèmes SE.

In addition, prior to distribution of the dividend, the Board of Directors, or if so authorized, the Chief Executive Officer will determine the number of additional shares issued as a result of the exercise of share subscription options between January 1, 2025 and the date of this General Meeting. The amount required for payment of dividends for shares issued during this period will be taken from “retained earnings”.

The amount thus distributed to individual shareholders resident in France for tax purposes will be, where applicable:

- either subject to a flat-rate withholding tax of 30% (12.8% non-discharging flat-rate withholding tax paid

as income tax and 17.2% social security withholding) (Article 117 *quater* of the French Tax Code);

- or, if an individual option is expressly and irrevocably exercised each year across the board for all income from securities, taken into account in determining shareholders' total income subject to the progressive

rate of income tax for the year in which it is received (Article 200 A of the French Tax Code), after application of an uncapped deduction of 40% (Article 158, 3, 2° of the French Tax Code). Dividends taxed at the progressive rate of income tax are also subject to social security contributions at a rate of 17.2%.

Pursuant to Article 243 bis of the French Tax Code, it is noted that dividends per share paid over the last three years have been as follows:

Year	2023	2022	2021
Dividend ⁽¹⁾ (in euros)	0.23	0.21	0.17
Number of shares eligible for dividends	1,315,927,865	1,315,586,120	1,314,896,795

(1) Dividend 100% eligible for the 40% deduction provided for in Article 158, 3, 2° of the French Tax Code.

4th resolution

Related-party agreements

The General Meeting, having reviewed the special report of the Statutory Auditors on the agreements governed by Articles L. 225-38 *et seq.* of the French Commercial Code, acknowledges the report, which does not include any new agreements.

5th resolution

Compensation policy for corporate officers (mandataires sociaux)

The General Meeting, having reviewed the report drawn up in accordance with Articles L. 225-37 and L. 22-10-8 of the French Commercial Code, approves the compensation policy for corporate officers set by the Board of Directors and contained in paragraph 5.1.3 "Compensation Policy for Corporate Officers (*Mandataires Sociaux*)" of Chapter 5 "Corporate Governance" of the Universal registration document for 2024.

6th resolution

Compensation elements paid in 2024 or granted for fiscal year 2024 to Mr. Bernard Charlès, Chairman of the Board of Directors

The General Meeting, having reviewed the report drawn up in accordance with Articles L. 22-10-9 and L. 22-10-34 of the French Commercial Code, approves the compensation elements paid in 2024 or granted with respect to 2024 to Mr. Bernard Charlès, Executive Chairman of the Board of Director, as indicated in paragraph 5.1.4 "Summary of the Compensation and Benefits due to Corporate Officers (*Mandataires Sociaux*)" of Chapter 5 "Corporate Governance" of the Universal registration document for 2024.

7th resolution

Compensation elements paid in 2024 or granted for fiscal year 2024 to Mr. Pascal Daloz

The General Meeting, having reviewed the report drawn up in accordance with Articles L. 22-10-9 and L. 22-10-34 of the French Commercial Code, approves the compensation elements paid in 2024 or granted with respect to 2024 to Mr. Pascal Daloz Chief Executive Officer, as indicated in paragraph 5.1.4 "Summary of the Compensation and Benefits due to Corporate Officers (*Mandataires Sociaux*)" of Chapter 5 "Corporate Governance" of the Universal registration document for 2024.

8th resolution

Approval of the information contained in the corporate governance report and relating to the compensation of corporate officers (mandataires sociaux) (Article L. 22-10-9 of the French Commercial Code)

The General Meeting, having reviewed the report drawn up in accordance with Articles L. 22-10-9 and L. 22-10-34 of the French Commercial Code, approves the information contained in the corporate governance report regarding the compensation of corporate officers (*mandataires sociaux*) mentioned in Article L. 22-10-9, I of the French Commercial Code and contained in paragraphs 5.1.3.2 "Compensation Policy Applicable to the Chief Executive Officer", 5.1.4 "Summary of the Compensation and Benefits due to Corporate Officers (*Mandataires Sociaux*)" and 5.1.5 "Interests of Executive Management and Employees in the Share Capital of Dassault Systèmes SE" of Chapter 5 "Corporate Governance" of the Universal registration document for 2024.

9th resolution

Setting the amount of directors' compensation

The General Meeting, after a review of the report of the Board of Directors, sets the amount of the annual compensation to be distributed among the directors at €1,200,000 for the current and subsequent years until a new decision of the General Meeting.

10th resolution

Nomination of Ms. Marie-Hélène Habert-Dassault as director

The General Meeting, having reviewed the report of the Board of Directors, decides to appoint Ms. Marie-Hélène Habert-Dassault as director of the Company for a four-year term. This term of office will expire at the close of the General Meeting called to approve the financial statements for the year ending December 31, 2028.

11th resolution

Nomination of Ms. Nathalie Rouvet Lazare as director

The General Meeting, having reviewed of the report of the Board of Directors, decides to appoint Ms. Nathalie Rouvet Lazare as director of the Company for a four-year term. This term of office will expire at the close of the General Meeting called to approve the financial statements for the year ending December 31, 2028.

12th resolution

Nomination of Ms. Donatella Sciuto as Director

The General Meeting, having reviewed of the report of the Board of Directors, decides to appoint Ms. Donatella Sciuto as director of the Company for a four-year term. This term of office will expire at the close of the General Meeting called to approve the financial statements for the year ending December 31, 2028.

13th resolution

Reappointment of Mr. Soumitra Dutta

The General Meeting, having reviewed the report of the Board of Directors, notes that Mr. Soumitra Dutta's term of office as director expires at the close of this General Meeting and reappoints him for a four-year term. This term of office will expire at the close of the General Meeting called to approve the financial statements for the year ending December 31, 2028.

14th resolution

Authorization to repurchase Dassault Systèmes shares

The General Meeting, having reviewed the report of the Board of Directors, authorizes the Board of Directors to purchase a maximum of 25 million Dassault Systèmes shares, in accordance with the terms and conditions stipulated in Articles L. 22-10-62 *et seq.* of the French Commercial Code, Articles 241-1 *et seq.* of the French Financial Markets Authority (AMF) General Regulation, Regulation (EU) no. 596/2014 of April 16, 2014 on market abuse ("MAR Regulation"), and Commission Delegated Regulation (EU) no. 2016/1052 of March 8, 2016 supplementing the MAR Regulation.

This authorization may be used by the Board of Directors for the following purposes:

- 1) to cancel shares for the purpose of offsetting a capital increase resulting from issues of securities granted under the conditions set out in Articles L. 225-177 to L. 225-184, L. 225-197-1 to L. 225-197-5, L. 22-10-56 or L. 22-10-59 of the French Commercial Code or Articles L. 3332-18 to L. 3332-24 or L. 3344-1 of the French Labour Code or under the conditions set out in equivalent regulations;
- 2) to meet obligations related to stock option allocations or other allocations of shares to employees or corporate officers of Dassault Systèmes SE or of an affiliated company;
- 3) to provide shares upon exercise of rights attached to marketable securities giving immediate or future access to the share capital of Dassault Systèmes SE, mainly through redemption, conversion, exchange, presentation of a warrant or any other means;
- 4) to maintain an active market or provide liquidity for Dassault Systèmes shares under a liquidity contract entered into with an investment services provider acting independently in accordance with the French Financial Markets Authority (AMF)'s accepted market practice and with a code of ethics recognized by the AMF;
- 5) to implement any stock-exchange market practice which may be accepted by the regulations or by the French Financial Markets Authority (AMF);
- 6) to subsequently allocate, deliver or hold shares in the context of external growth transactions by Dassault Systèmes SE or an affiliated company, in particular through mergers, demergers, partial demergers or contributions in kind;
- 7) exceptionally, to cancel shares for the purpose of increasing the profitability of shareholders' equity and earnings per share, under an authorization by the Extraordinary General Meeting permitting shares to be canceled.

The acquisition, sale, transfer or exchange of such shares may be realized by any means, on the market (whether or not the market is regulated), on multilateral trade facilities (MTF), through a systematic internalizer or over-the counter, including block purchases and the use of derivative instruments.

The acquisition, sale, transfer or exchange of such shares may be completed at any time in accordance with the applicable legal provisions and regulations except during a public offering period.

The maximum amount of funds dedicated to the repurchase of Company shares may not exceed €1 billion, this condition being cumulative with the cap of 25 million Dassault Systèmes shares.

This authorization can be used by the Board of Directors for all the treasury shares held by Dassault Systèmes.

This authorization is valid from this General Meeting for a period of eighteen months. The General Meeting hereby grants any and all powers to the Board of Directors with option of delegation when legally authorized, to place any stock orders or orders outside the market, enter into any agreements, prepare any documents including information documents, determine terms and conditions of Company transactions on the market, as well as terms and conditions for purchase and sale of shares, file any declarations, including those required by the French Financial Markets

Authority (AMF), accomplish any formalities, and more generally, carry out any necessary measures to complete such transactions.

The General Meeting also grants any and all powers to the Board of Directors, in case that the Law or the French Financial Markets Authority (AMF) appears to extend or to complete the authorized objectives concerning the share buyback program, in order to inform the public, pursuant to applicable regulations and laws, about the potential changes of the program concerning the modified objectives.

In accordance with the provisions of Articles L. 225-211 and R. 225-160 of the French Commercial Code, the Company or the intermediary in charge of securities administration for the Company shall keep registers which record purchases and sales of shares pursuant to this program.

This authorization replaces and supersedes the previous share buyback program authorized by the Combined General Meeting of Shareholders of May 22, 2024, in its 13th resolution.

Extraordinary General Meeting

15th resolution

Authorization granted to the Board of Directors to reduce the share capital by cancellation of previously repurchased shares in the framework of the share buyback program

The General Meeting, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, hereby authorizes the Board of Directors, pursuant to the provisions of Article L. 22-10-62 of the French Commercial Code, to:

- reduce the share capital by canceling, in one or more transactions, some or all of the shares repurchased by the Company under its share buyback program, subject to a limit of 5% of the share capital in each 24-month period;
- deduct the difference between the repurchase value of the canceled shares and their nominal value from available premiums and reserves.

The General Meeting hereby gives, more generally, any and all powers to the Board of Directors to set the terms and conditions of such share capital reduction(s), record the completion of the share capital reduction(s) made pursuant to the cancellation transactions authorized by this resolution, amend the by-laws of the Company as may be necessary, file any declaration with the French Financial Markets Authority (AMF) or other institutions, accomplish any formalities and more generally take any necessary measures for the purposes of completing this transaction.

This authorization is given for a period of eighteen months from the date of this General Meeting.

16th resolution

Delegation of authority granted to the Board of Directors to increase the share capital by issuing shares or equity securities giving access to other equity securities of the Company or giving entitlement to the allocation of debt securities and to issue marketable securities giving access to the Company's equity securities to be issued, with preferential subscription rights for shareholders

The General Meeting, after review of the report of the Board of Directors and the special report of the Statutory Auditors:

- 1) delegates to the Board of Directors, pursuant to the provisions of Articles L. 225-129 to L. 225-129-6, L. 22-10-49, L. 22-10-51, L. 228-91 and L. 228-92 of the French Commercial Code, its authority to decide to issue, on one or more occasions, at the time or times and in the proportions it shall decide, both in France and abroad, ordinary shares and/or equity securities giving access to other equity securities or giving the right to the allocation of debt securities and/or any other marketable securities giving access to equity securities of the Company to be issued, it being specified that the Board of Directors may delegate to the Chief Executive Officer, or in agreement with the latter, to one or more Deputy CEOs, under the conditions permitted by law, all powers necessary to decide on a capital increase;
- 2) resolves that any issue of preference shares and marketable securities giving access to preference shares is excluded;

- 3) resolves that the maximum nominal amount of the capital increases that may be performed immediately or in the future under the present authorization cannot exceed €13 million, it being specified that this overall cap is fixed not taking into account the nominal amount of the shares to be issued to preserve the rights of holders of marketable securities or other rights giving access to the Company's share capital, in accordance with the applicable legal and regulatory provisions and, where applicable, the contractual provisions allowing other adjustments;
- 4) also resolves that the nominal amount of the marketable securities representing the Company's debt securities, which may be issued pursuant to this delegation, may not exceed €1 billion or the equivalent value of this amount in foreign currency or in accounting units calculated by reference to several currencies;
- 5) resolves that shareholders may exercise, under the conditions provided by law, their preferential subscription rights to shares, equity securities and other marketable securities issued under this resolution;
- 6) resolves that if the subscriptions on an irrevocable basis (*à titre irréductible*) and, where applicable, on a revocable basis (*à titre réductible*), have not absorbed the entire issue of shares, equity securities or other marketable securities, the Board of Directors may offer to the public all or part of the unsubscribed securities;
- 7) notes that this delegation will act automatically as a waiver by shareholders, to the benefit of the holders of marketable securities giving access to the Company's share capital that may be issued, of their preferential subscription rights to equity securities to which these marketable securities may create a right;
- 8) resolves that the amount due to the Company immediately or in the future for each of the shares issued under this delegation must be at least equal to the par value of the shares on the issuance date;
- 9) resolves that the Board of Directors may, if it sees fit, charge any expenses to the share premium(s), in particular expenses, duties and fees involved in the completion of these issuances, and if necessary, deduct from the amount, the sums required to increase the legal reserve to one-tenth of the new share capital after each issuance;
- 10) resolves that the Board of Directors may not, unless approved by the General Meeting, use this authorization as from the submission of a tender offer on the Company's shares by a third party and until the end of the tender offer period;
- 11) resolves that this delegation cancels the delegation of the same nature granted by the Combined General Shareholders' Meeting of May 24, 2023 in its 14th resolution.

The authorization thus granted to the Board of Directors is valid for twenty-six months from the date of this General Meeting.

17th resolution

Delegation of authority granted to the Board of Directors to increase the share capital by issuing shares or equity securities giving access to other equity securities of the Company or giving entitlement to the allocation of debt securities and to issue marketable securities giving access to equity securities to be issued, without preferential subscription rights for shareholders and by way of a public offering other than those referred to in Article L. 411-2 1° of the French Monetary and Financial Code

The General Meeting, after review of the report of the Board of Directors and the special report of the Statutory Auditors:

- 1) Delegates to the Board of Directors, pursuant to the provisions of Articles L. 225-129 to L. 225-129-6, L. 225-135, L. 225-136, L. 22-10-49, L. 22-10-51, L. 22-10-54 and L. 228-91 to L. 228-94 of the French Commercial Code, its authority to decide, through a public offering other than those stipulated in section 1 of Article L. 411-2 of the French Monetary and Financial Code or, as applicable, subject to the approval of a specific resolution to that effect by the General Meeting of Shareholders, through a public offering described in section 1 of Article L. 411-2 of the French Monetary and Financial Code, on one or more occasions, at the time or times it shall set, in the proportions that it shall determine, both in France and abroad:
 - a) the issuance of shares and/or equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities of the Company and/or any other marketable securities giving access to equity securities of the Company to be issued,
 - b) the issuance of shares and/or equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities of the Company and/or any other marketable securities giving access to equity securities of the Company to be issued, following the issuance by companies in which the Company directly or indirectly holds more than half of the share capital, of any equity securities or marketable securities giving access to equity securities of the Company to be issued,
 - c) the issuance of shares and/or equity securities and/or marketable securities giving access to equity securities to be issued from a company in which it directly or indirectly holds more than half of the share capital,
 - d) the issuance of marketable securities giving access to existing equity securities or giving entitlement to the allocation of debt securities of another company in which the Company does not directly or indirectly own more than half of the share capital.

The Board of Directors can delegate to the Chief Executive Officer, or in agreement with the latter, to one or several Deputy CEOs, in accordance with the applicable law, all the powers required to decide upon capital increases.

This decision will act automatically as a waiver by Company shareholders, to the benefit of the holders of marketable securities that may be issued by subsidiaries, of their preferential subscription rights to equity securities to which these securities may create a right;

- 2) resolves that the maximum nominal amount of the capital increases that may be performed immediately or in the future under the present authorization cannot exceed €13 million, it being specified that this overall cap is fixed not taking into account the nominal amount of the shares to be issued to preserve the rights of holders of marketable securities or other rights giving access to the Company's share capital, in accordance with the applicable legal and regulatory provisions and, where applicable, the contractual provisions allowing other adjustments;
- 3) resolves that the maximum nominal amount that may be issued under this resolution will count toward the overall nominal amount for capital increases of €13 million set in the 16th resolution of this General Meeting;
- 4) resolves that any issue of preference shares and marketable securities giving access to preference shares is excluded;
- 5) resolves that this capital increase may result from the exercise of an allocation right resulting from any marketable securities issued by any company in which the Company holds, directly or indirectly, more than half of the share capital and with the agreement of the latter;
- 6) also resolves that the nominal amount of the marketable debt securities that may be issued under this delegation may not exceed €1 billion or the equivalent value of this amount in foreign currency or in accounting units calculated by reference to several currencies, and shall be charged against the €1 billion cap set under the 16th resolution of this Meeting;
- 7) resolves to cancel shareholders' preferential subscription rights to shares, equity securities and other marketable securities to be issued, it being understood that the Board of Directors may grant shareholders a priority subscription period for all or part of the issue, during the period and under the conditions that it will set, in accordance with the provisions of Article L. 22-10-51 of the French Commercial Code, this subscription period does not give rise to the creation of negotiable rights;
- 8) notes that this delegation will act automatically as a waiver by shareholders, to the benefit of the holders of marketable securities giving access to the Company's share capital that may be issued, of their preferential subscription rights to equity securities to which these marketable securities may create a right;
- 9) resolves that the amount due to the Company immediately or in future for each of the shares issued or to be issued under this delegation shall be at least equal to the weighted average of the Company's share price on the regulated market of Euronext Paris in the last three trading sessions preceding the start of the public offering, within the meaning of Regulation (EU) 2017/1129 of June 14, 2017, potentially decreased by

maximum discount of 10% and after correction of this amount, if applicable, to take into account the different vesting dates;

- 10) resolves that the Board of Directors may use this delegation, in whole or in part, to remunerate securities contributed to a public exchange offer initiated by the Company, within the limits and under the conditions provided for by Article L. 22-10-54 of the French Commercial Code;
- 11) resolves that the Board of Directors may, if it sees fit, charge any expenses to the share premium(s), in particular expenses, duties and fees involved in the completion of these issuances, and if necessary, deduct from the amount, the sums required to increase the legal reserve to one-tenth of the new share capital after each issuance;
- 12) resolves that the Board of Directors may not, unless approved by the General Meeting, use this authorization as from the submission of a tender offer on the Company's shares by a third party and until the end of the tender offer period;
- 13) resolves that this delegation cancels the delegation of the same nature granted by the Combined General Shareholders' Meeting of May 24, 2023 in its 15th resolution.

The authorization thus granted to the Board of Directors is valid for twenty-six months from the date of this General Meeting.

18th resolution

Delegation of authority granted to the Board of Directors to increase the share capital by issuing shares or equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities and to issue marketable securities giving access to equity securities to be issued, without preferential subscription rights for shareholders, under a public offering referred to in Article L. 411-2 1 of the French Monetary and Financial Code

The General Meeting, after review of the report of the Board of Directors and the special report of the Statutory Auditors:

- 1) delegates its authority to the Board of Directors, to decide, within the framework and under the conditions set by the 17th resolution of this General Meeting, on the issuance of equity securities or debt securities, through a public offering referred to in section 1 of Article L. 411-2 of the French Monetary and Financial Code;
- 2) resolves that the maximum nominal amount of capital increases that may be carried out, immediately and/ or in the future under this delegation, will count toward the overall nominal amount for capital increases of €13 million set in the 16th resolution of this General Meeting;
- 3) resolves that the Board of Directors may not, unless approved by the General Meeting, use this authorization as from the submission of a tender offer on the

Company's shares by a third party and until the end of the tender offer period;

- 4) resolves that this delegation cancels the delegation of the same nature granted by the Combined General Shareholders' Meeting of May 24, 2023 in its 16th resolution.

The authorization thus granted to the Board of Directors is valid for twenty-six months from the date of this General Meeting.

19th resolution

Delegation of authority granted to the Board of Directors to increase the number of securities to be issued in the event of a share capital increase with or without preferential subscription rights

The General Meeting, after review of the report of the Board of Directors:

- 1) delegates to the Board of Directors, pursuant to the provisions of Article L. 225-135-1 of the French Commercial Code, its authority to increase the number of securities to be issued for each issuance, with or without preferential subscription rights, decided pursuant to the 16th, 17th and 18th resolutions of this Meeting, within thirty days following the end of the subscription, up to a limit of 15% of the initial issue and at the same price as that used for the initial issue;
- 2) resolves that the maximum nominal amount that may be issued under this delegation will count toward the overall nominal amount for capital increases of €13 million set in the 16th resolution of this General Meeting;
- 3) resolves that the Board of Directors may, if it sees fit, charge any expenses to the share premium(s), in particular expenses, duties and fees involved in the completion of these issuances, and if necessary, deduct from the amount, the sums required to increase the legal reserve to one-tenth of the new share capital after each issuance;
- 4) resolves that the Board of Directors may not, unless approved by the General Meeting, use this authorization as from the submission of a tender offer on the Company's shares by a third party and until the end of the tender offer period;
- 5) resolves that this delegation cancels the delegation of the same nature granted by the Combined General Shareholders' Meeting of May 24, 2023 in its 17th resolution.

The authorization thus granted to the Board of Directors is valid for twenty-six months from the date of this General Meeting.

20th resolution

Delegation of authority granted to the Board of Directors to increase the share capital by incorporation of reserves, profits or premiums

The General Meeting, after review of the report of the Board of Directors and the special report of the Statutory Auditors:

- 1) pursuant to Articles L. 225-130 and L. 22-10-50 of the French Commercial Code, delegates to the Board of Directors its authority to increase the share capital, on one or more occasions, at the time or times and in the proportions it shall deem fit, by incorporation of reserves, profits or premiums, or any other amounts whose incorporation is permitted, or by combining such a capital increase with a capital increase in cash carried out under the 16th, 17th, 18th and 19th resolutions of this General Meeting, through the issuance and the grant of free shares or by increasing the par value of existing shares, or ultimately combining both transactions, it being specified that the Board of Directors may delegate to the Chief Executive Officer, or in agreement with the latter, to one or more Deputy CEOs, under the conditions permitted by law, all the powers necessary to decide on a capital increase;
- 2) resolves that the maximum nominal amount of the capital increases that may be performed under the present authorization cannot exceed €13 million, it being specified that this overall cap is fixed not taking into account the nominal amount of the shares to be issued to preserve the rights of holders of marketable securities or other rights giving access to the Company's share capital, in accordance with the applicable legal and regulatory provisions and, where applicable, the contractual provisions allowing other adjustments;
- 3) resolves that this maximum nominal amount will count toward the overall nominal amount for capital increases that may be carried out under the 16th resolution of this General Meeting;
- 4) resolves that rights forming odd lots shall not be negotiable and that the corresponding shares shall be sold. The amounts resulting from the sale will be allocated to the holders of such rights no later than 30 days after the date of registration of the number of whole shares granted to their account;
- 5) resolves that the Board of Directors may, if it sees fit, charge any expenses to the share premium(s), in particular expenses, duties and fees involved in the completion of these issuances, and if necessary, deduct from the amount, the sums required to increase the legal reserve to one-tenth of the new share capital after each issuance;
- 6) resolves that the Board of Directors may not, unless approved by the General Meeting, use this authorization as from the submission of a tender offer on the Company's shares by a third party and until the end of the tender offer period;

- 7) resolves that this delegation cancels the delegation of the same nature granted by the Combined General Shareholders' Meeting of May 24, 2023 in its 18th resolution.

The authorization thus granted to the Board of Directors is valid for twenty-six months from the date of this General Meeting.

21st resolution

Delegation of powers granted to the Board of Directors to increase the share capital by issuing shares or equity securities giving access to other equity securities or giving entitlement to the allocation of debt securities as well as to marketable securities giving access to equity securities to be issued, up to a maximum of 10%, to remunerate contributions in kind of shares

The General Meeting, after review of the report of the Board of Directors and the special report of the Statutory Auditors:

- 1) delegates to the Board of Directors, pursuant to the provisions of Articles L. 22-10-49 and L. 22-10-53 of the French Commercial Code, the powers necessary to increase the share capital by issuing shares and/or marketable securities giving rights to other equity securities or giving rights to the allocation of debt securities of the Company and/or marketable securities giving rights to equity securities to be issued by the Company, up to a maximum of 10% of the share capital, based on the report of the Statutory Auditor(s) (*Commissaire(s) aux apports*), to remunerate contributions in kind made to the Company and composed up of equity securities or marketable securities giving access to the share capital, when the provisions of Article L. 22-10-54 of the French Commercial Code are not applicable;
 - 2) resolves that the Board of Directors will have full powers to implement this delegation, in particular to determine all the terms and conditions of the authorized transactions and, in particular, to evaluate the contributions and the allocation, where applicable, of specific benefits, to set the number of securities to be issued to remunerate the contributions, and the dividend bearing date of the securities to be issued, to charge, if necessary, any expense against the contribution premium(s), and in particular that of the costs, resulting from the completion of the issuances, to record the completion of the capital increase and amend the by-laws accordingly, and more generally take all necessary measures and enter into any agreements, carry out all the formalities required, in particular for the admission to trading of the shares;
 - 3) resolves that the maximum nominal amount that may be issued under this delegation will count toward the overall nominal amount for capital increases of €13 million set in the 16th resolution of this General Meeting;
- 4) notes, as necessary, that this delegation will act automatically as a waiver by shareholders of their preferential subscription rights to equity securities to which the marketable securities that may be issued on the basis of this delegation may give entitlement;
 - 5) resolves that the Board of Directors may not, unless approved by the General Meeting, use this authorization as from the submission of a tender offer on the Company's shares by a third party and until the end of the tender offer period;
 - 6) resolves that this delegation cancels the delegation of the same nature granted by the Combined General Shareholders' Meeting of May 24, 2023 in its 19th resolution.

The authorization thus granted to the Board of Directors is valid for twenty-six months from the date of this General Meeting.

22nd resolution

Authorization granted to the Board of Directors to grant Company shares to corporate officers (mandataires sociaux) and employees of the Company and its affiliated companies, entailing automatically that shareholders waive their preferential subscription rights

The General Meeting, after review of the report of the Board of Directors and the special report of the Statutory Auditors:

- 1) authorizes the Board of Directors, pursuant to the provisions of Articles L. 225-197-1 et seq., L. 22-10-59 and L. 22-10-60 of the French Commercial Code, to carry out free allocations, on one or more occasions, of existing Company shares or shares to be issued, for employees or certain categories of employees that it will determine from among eligible employees and corporate officers (*mandataires sociaux*) of the Company or its affiliated companies, within the meaning of Article L. 225-197-2 of the French Commercial Code;
- 2) resolves that the Board of Directors will determine the identity of the beneficiaries of the allocations as well as the conditions and criteria for allocating the shares;
- 3) resolves that the total number of free shares granted may not exceed 1.5% of the Company's share capital on the date the allocation is decided by the Board of Directors, it being specified that this amount does not take into account any adjustments that may be made in accordance with applicable laws and regulations and, where applicable, with contractual provisions providing for other cases of adjustment, to preserve the rights of holders of marketable securities or other rights giving access to the share capital. To this end, the General Meeting authorizes, as necessary, the Board of Directors to increase the share capital by incorporation of reserves in the appropriate amount;

- 4) resolves that the maximum number of shares that may be granted to executive officers (*dirigeants mandataires sociaux*) pursuant to the AFEP-MEDEF's Corporate Governance Code for listed companies may not represent more than 35% of the overall amount authorized by the present Meeting;
- 5) resolves (a) that the granting of the shares to their beneficiaries will become definitive at the end of a vesting period, the duration of which shall be determined by the Board of Directors, (b) that the vesting of the shares granted will be subject to a continued employment condition defined by the Board of Directors, it being stipulated that no share may be acquired by the beneficiaries if the continued employment condition is not met, and (c) that the beneficiaries must, if the Board of Directors deem it useful or necessary, hold said shares for a period determined at the Board of Directors' discretion, it being specified that the total duration of the vesting periods and, if applicable, the holding periods shall be set in compliance with the minimum conditions provided by law;
- 6) resolves that the vesting of the free shares granted will be subject to a performance condition based on (i) a growth rate in the Company's net earnings per share, determined by the Board of Directors, and (ii) an ESG multi-criteria indicator. For some beneficiaries (excluding the Company's executive officers), the performance condition could, if appropriate, alternatively or cumulatively be based on (a) target(s) specific to their brand;
- 7) resolves that this performance condition will be assessed over a minimum period of three years. The Board of Directors will set the minimum level(s) of achievement below which no shares may be vested by the beneficiaries;
- 8) also resolves that, in the event of the beneficiary's disability, as classified in the second or third of categories provided for in Article L. 341-4 of the French Social Security Code, the shares will be definitively granted before the end of the vesting period. The shares will be freely transferable as from their delivery;
- 9) notes that this authorization will act automatically as a waiver by shareholders, to the benefit of the beneficiaries of the shares granted, of their preferential subscription rights to shares that may be issued under this resolution;
- 10) delegates all powers to the Board of Directors, with the right to delegate under the legal and regulatory conditions, to implement this authorization, under the above conditions and within the limits authorized by applicable texts and in particular, to set the terms, conditions and criteria (including in respect of performance) for the share allocations that would be carried out under this authorization as well as the vesting dates, even retroactive, of the new shares, to take all measures, if necessary if it so decides, to carry out any adjustments to protect the rights of the beneficiaries of the free share allocations, to record the completion of the capital increases, to amend the by-laws accordingly, and more generally, complete all formalities required for the issuance, listing and financial servicing of the shares issued under this resolution and do anything that is

useful and necessary within the framework of applicable laws and regulations;

- 11) resolves that this authorization cancels, as from today, for the part not yet used, the authorization granted by the Combined General Shareholders' Meeting of May 24, 2023 in its 20th resolution and is valid for a period ending at the end of the General Meeting called to approve the financial statements for the year ending December 31, 2026.

23rd resolution

Authorization granted to the Board of Directors to grant share subscription and purchase options to corporate officers and employees of the Company and its affiliated companies entailing that shareholders waive their preferential subscription rights

The General Meeting, after review of the report of the Board of Directors and the special report of the Statutory Auditors:

- 1) authorizes the Board of Directors, under the provisions of Articles L. 225-177 *et seq.* of the French Commercial Code, to grant options granting entitlement to the subscription of new shares or the purchase of existing ones (the "Options") to employees and corporate officers (*mandataires sociaux*) of the Company or its affiliated companies within the meaning of Article L. 225-180 of the French Commercial Code or some of them who hold, individually, less than 10% of the Company's capital (the "Beneficiaries");
- 2) resolves that the maximum number of Options that can be granted by the Board of Directors and not yet exercised cannot grant entitlement to subscribe or purchase a number of shares exceeding 3% of the share capital. This limit should be assessed at the time when the Options are granted by the Board taking into account the new Options offered therefore and also those from preceding allocations resulting from this present authorization which have not yet been exercised;
- 3) resolves that no Options may be granted to the Company's executive officers (*dirigeants mandataires sociaux*) within the meaning of the AFEP-MEDEF corporate governance code for listed companies;
- 4) resolves that the list of recipients of the Options from among the Beneficiaries and the number of Options granted to each one will be freely determined by the Board of Directors;
- 5) notes that, in accordance with law, no subscription or purchase Option can be granted during periods prohibited by Articles L. 225-177 and L. 22-10-56 of the French Commercial Code;
- 6) resolves that the subscription price for the new shares or the purchase price of existing shares by exercising the Options will be determined by the Board of Directors on the day on which the Options are granted and that (a) in the case of subscription options, this subscription price could not be lower than the share's closing price on the Euronext Paris market on the trading day preceding

the day on which the Options will be granted (within the legal limits) and (b) in the case of purchase options, this price could not be lower than the greater of the two following amounts: (i) the value indicated in (a) above and (ii) the average purchase price of the shares indicated in Article L. 225-179 of the French Commercial Code.

The Options exercise price, as determined above, can only be amended if the Company performs one of the financial or securities transactions outlined in Article L. 225-181 of the French Commercial Code. In this case, the Board of Directors would adjust, under the legal and regulatory conditions, the exercise price and the number of shares that can be purchased or subscribed, as the case may be, by exercising the Options, to take into account the impact of the transaction;

- 7) notes that the present authorization entails, to the benefit of the Beneficiaries of the share subscription options, that shareholders expressly waive their preferential subscription rights to the shares issued as the Options are exercised;
- 8) resolves that allocations of options will be subject to a continued employment condition determined by the Board; no option can be exercised by the beneficiaries if the continued employment condition is not met, and to a performance condition based on (i) a growth rate in the Company's net earnings per share, defined by the Board of Directors and (ii) an ESG multi-criteria indicator. The performance condition could, if appropriate, alternatively or cumulatively be based on one or more targets specific to the beneficiaries' brand. The Board of Directors will set the minimum level(s) of achievement below which no options may be exercised by the beneficiaries;
- 9) grants all powers to the Board of Directors to set the terms and conditions of the Options and in particular (without this list being exhaustive):
 - a) the validity period for the Options, it being understood that the Options must be exercised within a maximum of ten years,
 - b) the date(s) or periods for exercising the Options, it being understood that the Board of Directors can (a) bring forward the dates or periods for exercising the Options, (b) maintain the exercisability of the Options or (c) amend the dates or periods during which the shares obtained by exercising the options may not be transferred or converted into bearer shares,
 - c) any clauses prohibiting the immediate resale of all or some of the shares obtained by exercising the Options provided that the period during which shares must be retained does not exceed three years as from the exercise of the Option, notwithstanding the provisions provided in Article L. 225-185, paragraph 4, of the French Commercial Code,
 - d) where necessary, limit, suspend, restrict or prohibit the exercise of Options or the sale or transfer to bearer form of the shares obtained by exercising the Options, during certain periods or following certain

events, and this decision may cover some or all of the Options or shares or concern some or all of the Beneficiaries,

- e) determine the dividend bearing date, even retroactively, of the new shares as a result of the subscription Options;
- 10) resolves that the Board of Directors will have, with the possibility to delegate under the legal conditions, all powers to record the completion of the capital increases to reflect the amount of shares actually subscribed by exercising the subscription Options, amend the by-laws accordingly and, at its sole discretion and as it sees fit, charge the costs of the capital increases against the share premiums arising therefrom and deduct from this amount the sums necessary to increase the legal reserve to one tenth of the new share capital after each capital increase, and perform all formalities necessary for the listing of the securities thereby issued, make all declarations with the relevant bodies and generally do all that is necessary;
- 11) resolves that this authorization cancels, as from today, for the part not yet used, the authorization of the same nature granted by the Combined General Shareholders' Meeting of May 24, 2023 in its 21st resolution and is valid for a period ending at the end of the General Meeting called to approve the financial statements for the year ending December 31, 2026.

24th resolution

Authorization of the Board of Directors to increase the share capital for the benefit of members of a corporate savings plan, without preferential subscription rights

The General Meeting, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, pursuant to the provisions of Articles L. 3332-1 *et seq.* of the French Labor Code and Articles L. 225-138-1 and L. 225-129-6, first and second paragraphs, of the French Commercial Code:

- 1) delegates to the Board of Directors its authority to increase the share capital of the Company, in one or more transactions, by a maximum nominal amount of €1 million through the issue of new shares or other securities giving access to the Company's share capital under the conditions prescribed by law, reserved for members of corporate savings plans of the Company and/or its affiliated entities within the meaning of Article L. 225-180 of the French Commercial Code and Article L. 3344-1 of the French Labor Code;
- 2) resolves to cancel the preferential subscription rights of shareholders to the new shares to be issued or to other securities giving access to share capital and securities to which these securities give entitlement under this resolution for the benefit of the members of the plans referred to in the previous paragraph and waives the rights to the shares or other securities that would be granted through the application of this resolution;

- 3) resolves that the maximum nominal amount that may be issued under this delegation will count toward the overall nominal amount for capital increases of €13 million set in the 16th resolution of this General Meeting;
- 4) resolves that the subscription price for the new shares will be at least 85% of the average listed price of the Company's shares on Euronext Paris in the 20 trading days preceding the day on which subscriptions open. However, the General Meeting of Shareholders expressly authorizes the Board of Directors, if it deems it appropriate, to reduce or cancel the above-mentioned discount, within the legal and regulatory limits, in order to take account of, *inter alia*, the legal, accounting, tax and social security rules applicable locally;
- 5) resolves that the Board of Directors may also replace all or part of the discount with the free allocation of shares or other securities giving access to the Company's share capital, whether existing or to be issued, it being specified that the total benefit resulting from this allocation and, if applicable, from the discount mentioned above, cannot exceed the total benefit that members of the savings plan would have received if this difference had been 15% compared with the average Company share prices mentioned above;
- 6) resolves that the Board of Directors may provide for, pursuant to Article L. 3332-21 of the French Labor Code, the free allocation of shares or other securities giving access to the Company's share capital to be issued or already issued under a bonus scheme, provided that the inclusion of their monetary value, valued at the subscription price, does not result in the legal or regulatory limits being exceeded;
- 7) resolves that the characteristics of the other securities giving access to the Company's share capital will be determined by the Board of Directors according to the conditions laid down by the regulations;
- 8) resolves that the Board of Directors will have all the necessary powers, with the option for delegation or sub-delegation, in accordance with the legal and regulatory provisions, within the limits and under the conditions specified above, to determine all the terms and conditions of transactions and, in particular, to decide on the amount to be issued, the issue price and the terms of each issue, and to define the terms, where applicable, for the free allocation of shares or other securities giving access to the share capital, under the authorization given above, to determine the opening and closing dates for subscriptions, to set, within the maximum limit of three years, the period granted to subscribers to pay for their shares, to determine the date, which may be retroactive, from which the new shares will be eligible for dividends, to apply for their admission to listing on the stock market wherever they are advised to do so, to record the share capital increase in the amount of shares effectively subscribed for, to make all necessary arrangements to carry out the share capital increases, carry out all formalities arising therefrom and amend the by-laws accordingly, and at its sole discretion, and if it deems it appropriate, to deduct the fees involved in carrying out
- the share capital increases from the premiums relating to these increases as well as the sums necessary to increase the legal reserve to one tenth of the new share capital after each increase;
- 9) resolves that this delegation will take effect from September 1, 2025, and will cancel any delegation of the same nature, as of the same date, granted by the General Meeting of Shareholders of May 22, 2024 in its 15th resolution. It is noted that the employee shareholding offer announced on March 13, 2025 and scheduled for completion in June 2025 was decided by the Board of Directors at its meeting on October 23, 2024 through the application of the 15th and 16th resolutions of the Combined General Meeting of May 22, 2024.

The authorization thus granted to the Board of Directors is valid for twenty-six months from the date of this General Meeting.

25th resolution

Delegation of authorities granted to the Board of Directors to increase the share capital for the benefit of a category of beneficiaries, without preferential subscription rights, under an employee shareholding plan

The General Meeting, having reviewed the report of the Board of Directors and the special report of the Statutory Auditors, pursuant to the provisions of Articles L. 225-129-2, L. 225-138, L. 22-10-49 and L. 228-91 of the French Commercial Code:

- 1) delegates to the Board of Directors its authority to increase the share capital of the Company, in one or more transactions, by a maximum nominal amount of €1 million through the issue of new shares or other securities giving access to the Company's share capital, reserved in the category of beneficiaries as defined below;
- 2) resolves that the maximum nominal amount that may be issued under the present delegation shall be charged against (a) the total nominal amount for capital increases of €13 million set under the 16th resolution of this General Meeting, and (b) against the maximum nominal amount set in the 24th resolution of this General Meeting;
- 3) resolves to cancel the preferential subscription rights of the shareholders to the shares to be issued or other securities giving access to share capital and securities to which these securities give entitlement to be issued under this resolution and to reserve the subscription rights to a category of beneficiaries having the following characteristics: (i) any credit institution or any entity held by a credit institution, which participates, at the request of the Company in the implementation of a structured offering reserved for employees and corporate officers of companies related to the Company under the conditions set out in Articles L. 225-180 and L. 233-16 of the French Commercial Code, and having their registered office outside France; (ii) and/or employees and corporate officers of companies related to the Company under the conditions set out in Articles L. 225-180 and L. 233-16 of

the French Commercial Code, and having their registered office outside France; (iii) and/or collective investment vehicles (OPCVM) or any other employee shareholding vehicle invested in the Company's securities, irrespective of whether it is a legal entity, the unitholders of which will be the persons referred to in (ii) above;

- 4) resolves that the subscription price for the new shares will be at least 85% of the average listed price of the Company's share on Euronext Paris on the 20 trading days preceding the day of the corporate decision setting the opening day of the subscription period carried out on the basis of the 23rd resolution of this General Meeting. However, the General Meeting of Shareholders expressly authorizes the Board of Directors, if it deems it appropriate, to reduce or cancel the above-mentioned discount, within the legal and regulatory limits, in order to take account of, *inter alia*, the legal, accounting, tax and social security rules applicable locally;
- 5) resolves that the characteristics of the other securities giving access to the Company's share capital will be determined by the Board of Directors according to the conditions laid down by the regulations;
- 6) resolves that the Board of Directors will have all the necessary powers, with the option for delegation or sub-delegation, in accordance with the legal and regulatory provisions, within the limits and under the conditions specified above, to determine all the terms and conditions of transactions and, in particular, to decide on the amount to be issued, the issue price and the terms of each issue, set the list of beneficiaries of the cancellation of the preferential subscription rights within the categories defined above and the number of shares to be subscribed by each of them, to determine the opening and closing dates for subscriptions, to determine the date, which may be retroactive, from which the new shares will be eligible for dividends, to apply for their admission to listing on the stock market wherever they are advised to do so, to record the share capital increase in the amount of shares effectively subscribed for, to make all necessary arrangements to carry out the share capital increases, carry out all formalities arising therefrom and amend the by-laws accordingly, and at its sole discretion, and if it deems it appropriate, to deduct the fees involved in carrying out the share capital increases from the premiums relating to these increases as well as the sums necessary to increase the legal reserve to one tenth of the new share capital after each increase;

- 7) resolves that this delegation will take effect from September 1, 2025, and will cancel any delegation of the same nature, as of the same date, granted by the General Meeting of Shareholders of May 22, 2024 in its 16th resolution. It is noted that the employee shareholding offer announced on March 13, 2025 and scheduled for completion in June 2025 was decided by the Board of Directors at its meeting on October 23, 2024 through the application of the 15th and 16th resolutions of the Combined General Meeting of May 22, 2024.

The delegation thus granted to the Board of Directors is valid for eighteen months from the date of this General Meeting.

26th resolution

Amendment to Article 16 of the Company's by-laws governing the deliberations of the Board of Directors

The General Meeting, after a reading of the report of the Board of Directors, pursuant to Article L. 225-37 section 3 of the French Commercial Code as amended by Law 2024-537 of June 13, 2024 intended to increase financing of businesses and the attractiveness of France, decides to amend Article 16 of the by-laws in order to define the conditions for decisions made by written consultation within the Board of Directors and the conditions for the participation in Board meetings via telecommunications and Article 16 of the by-laws now reads as follows:

Section 8 is amended as follows:

"At the initiative of its Chairman, the Board of Directors may make decisions by written consultations among the directors, under the conditions stipulated and according to the procedures specified in the internal regulations of the Board of Directors. The members of the Board of Directors are thus called to vote by any written means, including electronic mail, on the decisions or decisions addressed to them. Any member of the Board of Directors may oppose the use of written consultation within the period stipulated by the internal regulations of the Board of Directors".

Section 10 is amended as follows:

"In the event of a tie, the Chairman of the session shall have the deciding vote, whatever the methods of consultation".

Section 11 is amended as follows:

"The directors who participate in the meeting of the Board of Directors via videoconference or telecommunications in compliance with the provisions of the law are deemed present for the calculation of quorum and majority".

The other provisions of Article 16 of the bylaws remain unchanged.

Ordinary and Extraordinary General Meeting

27th resolution

Powers for formalities

The General Meeting hereby grants any and all powers to the bearer of an original, a copy or an excerpt of the minutes of these deliberations for the purpose of carrying out any legal formalities for publication.

6. HOW TO PARTICIPATE IN THE GENERAL MEETING?

Prerequisites to participate in the General Meeting

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

In order to attend this General Meeting, shareholders must hold the securities personally or through a financial intermediary, whether in **registered accounts** held by the Company or in **bearer accounts** held by the accredited

intermediary, on the second business day preceding the General Meeting at 00:00 a.m., Paris time (i.e., on **Tuesday, May 20, 2025 at 00:00 a.m.**, Paris time).

The registration of the shares in bearer accounts held by the accredited intermediary must be evidenced by an attendance certificate (*attestation de participation*) issued by the latter.

How to participate in the General Meeting?

Shareholders will be able to choose one of the following ways to exercise their voting rights at the General Meeting:

- attend the General Meeting;
- vote by post or by internet;
- give proxy to the Chairman of the General Meeting or to any person of his/her choice.

Each shareholder will have the possibility, prior to the General Meeting, to request an admission card, to give voting instructions, or to appoint or revoke a proxy under the conditions set out below.

It is specified that these formalities can be carried out online via the VOTACCESS secure voting platform, under the conditions described below.

The secure VOTACCESS platform will be open to shareholders to vote, give proxy or revoke a proxy online before the General Meeting, from **Friday, May 2, 2025 at 9:00 a.m.**, Paris time, until **Wednesday, May 21, 2025 at 3:00 p.m.**, Paris time. Shareholders are advised not to wait until the last days before the General Meeting to submit their instructions.

To attend the General Meeting in person

Shareholders may request an admission card by post or by internet, under the conditions set out below.

Registered Shareholder

By post:

Request an admission card from Société Générale, by sending the single voting form attached to the notice of meeting, using the T envelope enclosed with the notice of meeting, or by ordinary post, to Société Générale (Service des Assemblées, 32, rue du Champs de Tir, CS 30812, 44308 Nantes Cedex 3).

Société Générale will send you your admission card.

By internet:

Make your request online on the secure VOTACCESS platform accessible via the website www.sharinbox.societegenerale.com.

You will need to log in to the Sharinbox website:

Your shares are in pure registered form:

by using your usual access code (reminded on the single voting form attached to the notice of meeting or in the e-mail if you have chosen this option) or your login e-mail (if you have already activated your Sharinbox by SG Market account), and then the password you already have.

Your shares are in administered registered form:

you will need to log in to the Sharinbox website using the login details that will be sent to you a few days before the voting opens.

You must then follow the procedure indicated on the screen and print your card.

If you do not receive your admission card before the General Meeting, your status as a registered shareholder will nevertheless allow you to participate in the General Meeting.

Bearer Shareholder

By post:

Ask your accredited intermediary for a attendance certificate (*attestation de participation*). Your accredited intermediary will then send it to Société Générale (Service des Assemblées, 32, rue du Champs de Tir, CS 30812, 44308 Nantes Cedex 3), which will send you an admission card.

By internet:

Log in with your usual access codes on the portal of your securities account holder to access the VOTACCESS website, then follow the procedure indicated on the screen to print your admission card.

If your computer is not connected to the VOTACCESS website, you will not be able to vote by internet.

*A card may be issued to a shareholder who has not received his/her admission card before the General Meeting, provided that he/she presents an attendance certificate from his/her bank confirming his position at the record date of **Tuesday May 20, 2025, at 00:00.***

To vote by post or by internet

Registered Shareholder

By post:

Return the duly completed, dated and signed single voting form using the T envelope enclosed with the notice of meeting or by ordinary post to Société Générale (Service des Assemblées, 32, rue du Champs de Tir, CS 30812, 44308 Nantes Cedex 3).

Bearer Shareholder

By post:

Request the single voting form from the intermediary who manages your shares, who will forward the request to Société Générale (Service des Assemblées, 32, rue du Champs de Tir, CS 30812, 44308 Nantes Cedex 3). The request for a single voting form must be received by Société Générale no later than six days before the date of the General Meeting, i.e., **Friday, May 16, 2025**.

The single voting form will also be available on the Dassault Systèmes website.

The single voting form, completed, dated and signed as described above, must be received by Société Générale no later than three days before the General Meeting, i.e., **Monday, May 19, 2025 at the latest**, and, for bearer shareholders, must be accompanied by the attendance certificate (attestation de participation).

By internet:

Vote on the secure VOTACCESS platform accessible via **www.sharinbox.societegenerale.com**.

You will need to log in to the Sharinbox website.

Your shares are in pure registered form:

by using your usual access code (reminded on the single voting form attached to the notice of meeting, or in the e-mail if you have chosen this option) or your login e-mail (if you have already activated your Sharinbox by SG Market account), and then the password you already have.

Your shares are in administered registered form:

you will need to log in to the Sharinbox website using the login and password that will be sent to you a few days before the voting opens.

You must then follow the procedure indicated on the screen to vote.

By internet:

Log in with your usual access codes on the portal of your securities account holder to access the VOTACCESS website, then follow the procedure indicated on the screen to vote.

If your computer is not connected to the VOTACCESS website, you will not be able to vote by internet.

Remote voting instructions must be given via VOTACCESS no **later than Wednesday, May 21, 2025 at 3:00 p.m., Paris time**.

Voting by post or by internet does not exclude physical attendance of the General Meeting. In case of a postal vote, only the box "I vote by post" of the single voting form must be ticked and completed.

To give proxy to the Chairman of the General Meeting or to a proxy

REGISTERED SHAREHOLDER

By post:

Return the duly completed, dated and signed single voting form using the T envelope enclosed with the notice of meeting or by ordinary post to Société Générale (Service des Assemblées, 32, rue du Champs de Tir, CS 30812, 44308 Nantes Cedex 3).

BEARER SHAREHOLDER

By post:

Request the single voting form from the intermediary who manages your shares, who will then forward the request to Société Générale (Service des Assemblées, 32, rue du Champs de Tir, CS 30812, 44308 Nantes Cedex 3). The request for a single voting form must be received by Société Générale no later than six days before the date of the General Meeting, i.e., **Friday, May 16, 2025**.

The single voting form will also be available on the Dassault Systèmes website.

The appointment or revocation of a proxy (the Chairman or another proxy of his/her choice) must be received by Société Générale no later than three days before the General Meeting, i.e., no later than **Monday, May 19, 2025**, and, for bearer shareholders, must be accompanied by the attendance certificate (attestation de participation).

By internet:

Make your request online on the secure VOTACCESS platform accessible via the website **www.sharinbox.societegenerale.com**.

You will need to log in to the Sharinbox website:

Your shares are in pure registered form:

by using your usual access code (reminded on the single voting form attached to the notice of meeting or in the e-mail if you have chosen this option) or your login e-mail (if you have already activated your Sharinbox by SG Market account), and then the password you already have.

Your shares are in administered registered form:

you will need to log in to the Sharinbox website using the login details that will be sent to you a few days before the voting opens.

You must then follow the procedure indicated on the screen to give your proxy.

By internet:

Two options:

- Via VOTACCESS: Log in with your usual access codes on the portal of your securities account holder to access the VOTACCESS website, then follow the procedure indicated on the screen to give your proxy. If the latter is not connected to the VOTACCESS website, this option is not available to you.
- By sending an electronically signed email to DS.Mandataire-AG@3ds.com. This e-mail address will only be able to process requests for the appointment or revocation of proxies. Any other request will not be taken into account. For bearer shareholders, the form must be accompanied by the attendance certificate (*attestation de participation*) issued by the accredited intermediary.

The appointment and revocation of a proxy (Chairman or other proxy of his/her choice) must be transmitted via VOTACCESS no later than **Wednesday, May 21, 2025 at 3:00 p.m.** or to the e-mail address **DS.Mandataire-AG@3ds.com**, no later than **Monday, May 19, 2025 at 11:59 p.m.**

The single voting form must indicate the name, first name and address of the shareholder as well as those of his proxy.

Shareholders may notify Société Générale of the revocation of the mandate under the same procedural conditions as those used for its appointment.

It is reminded that for any proxy given by a shareholder to the Chairman of the General Meeting or without indication of a proxy, the Chairman of the General Meeting will issue a vote in accordance with the recommendations of the Board of Directors.

How to fill in the single voting form?

**To attend the meeting,
please tick this box**

**To give proxy to the Chairman or a proxy,
tick this box then fill in the information requested**

Important : Avant d'exercer votre choix, veuillez prendre connaissance des instructions situées au verso - Important : Before selecting please refer to instructions on reverse side
Quelle que soit l'option choisie, noircir comme ceci la ou les cases correspondantes, dater et signer au bas du formulaire - Whichever option is used, shade box(es) like this, date and sign at the bottom of the form

JE DÉSIRE ASSISTER À CETTE ASSEMBLÉE et demande une carte d'admission : dater et signer au bas du formulaire / **I WISH TO ATTEND THE SHAREHOLDER'S MEETING** and request an admission card: date and sign at the bottom of the form



**10, RUE MARCEL DASSAULT
78140 VELIZY-VILLACOUBLAY**

*Au capital de 134 043 312,50 euros
322 306 440 R.C.S. VERSAILLES*

**ASSEMBLEE GENERALE MIXTE
du 22 mai 2025 à 15h00**
 Au siège social,
 10, rue Marcel Dassault
 78140 VELIZY-VILLACOUBLAY

**COMBINED GENERAL MEETING
Convened as of May 22, 2025 at 3 p.m.**
 At the registered office,
 10, rue Marcel Dassault
 78140 VELIZY-VILLACOUBLAY

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR COMPANY'S USE ONLY

Identifiant - Account

Nombre d'actions / Number of shares

Vote simple / Single vote
Vote double / Double vote

Nominatif / Registered
Porteur / Bearer

Nombre de voix - Number of voting rights

JE VOTE PAR CORRESPONDANCE / I VOTE BY POST
Cf. au verso (2) - See reverse (2)

Je vote OUI à tous les projets de résolutions présentés ou agréés par le Conseil d'Administration ou le Directeur ou la Gérance, à l'EXCEPTION de ceux que je signale en noircissant comme ceci l'une des cases "Non" ou "Abstention". / **I vote YES** all the draft resolutions approved by the Board of Directors, EXCEPT those indicated by a shaded box, like this.

	1	2	3	4	5	6	7	8	9	10	A	B
Non / No	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>									
Abs.	<input type="checkbox"/>	Non / No	<input type="checkbox"/>									
	11	12	13	14	15	16	17	18	19	20	C	D
Non / No	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>									
Abs.	<input type="checkbox"/>	Non / No	<input type="checkbox"/>									
	21	22	23	24	25	26	27	28	29	30	E	F
Non / No	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>									
Abs.	<input type="checkbox"/>	Non / No	<input type="checkbox"/>									
	31	32	33	34	35	36	37	38	39	40	G	H
Non / No	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>									
Abs.	<input type="checkbox"/>	Non / No	<input type="checkbox"/>									
	41	42	43	44	45	46	47	48	49	50	I	J
Non / No	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>									
Abs.	<input type="checkbox"/>	Non / No	<input type="checkbox"/>									
											K	L
Non / No	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>									
Abs.	<input type="checkbox"/>	Non / No	<input type="checkbox"/>									
											M	N
Non / No	<input type="checkbox"/>	Oui / Yes	<input type="checkbox"/>									
Abs.	<input type="checkbox"/>	Non / No	<input type="checkbox"/>									

Sur les projets de résolutions non agréés, je vote en noircissant la case correspondante à mon choix. / On the draft resolutions not approved, I cast my vote by shading the box of my choice.

JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE
Cf. au verso (3)

I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING
See reverse (3)

JE DONNE POUVOIR À : Cf. au verso (4) pour me représenter à l'Assemblée / **I HEREBY APPOINT:** See reverse (4) to represent me at the above mentioned Meeting

M. Mme ou Mlle, Raison Sociale / Mr, Mrs or Miss, Corporate Name

Adresse / Address

ATTENTION : Pour les titres au porteur, les présentes instructions doivent être transmises à votre banque.
CAUTION: As for bearer shares, the present instructions will be valid only if they are directly returned to your bank.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf. au verso (1)
 Surname, first name, address of the shareholder (Changes regarding this information have to be notified to relevant institution. no changes can be made using this proxy form). See reverse (1)

Si les amendements ou des résolutions nouvelles étaient présentés en assemblée, je vote NON sauf si je signale un autre choix en noircissant la case correspondante : / In case amendments or new resolutions are proposed during the meeting, I vote NO unless I indicate another choice by shading the corresponding box:

- Je donne pouvoir au Président de l'Assemblée Générale. / I appoint the Chairman of the general meeting:

- Je m'abstiens. / I abstain from voting:

- Je donne procuration [cf. au verso renvoi (4)] à M., Mme ou Mlle, Raison Sociale pour voter en mon nom / appoint [see reverse (4)] Mr, Mrs or Miss, Corporate Name to vote on my behalf:

Date & Signature

Pour être pris en considération, tout formulaire doit parvenir au plus tard : / To be considered, this completed form must be returned no later than:

sur 1^{ère} convocation / on 1st notification sur 2^{ème} convocation / on 2nd notification

à la banque / to the bank 19 mai 2025

* Si le formulaire est renvoyé daté et signé mais qu'aucun choix n'est coché (carte d'admission / vote par correspondance / pouvoir au président / pouvoir à mandataire), cela vaut automatiquement pouvoir au Président de l'Assemblée Générale.
 * If the form is returned dated and signed but no choice is checked (admission card / postal vote / power of attorney to the President / power of attorney to a representative), this automatically applies as a proxy to the Chairman of the General Meeting.

**To vote by post,
tick this box**

Then indicate your votes

**Date and sign
regardless of the voting
method chosen**

Request for inclusion of items on the agenda or draft resolutions

The procedures for requesting the inclusion of items or draft resolutions on the agenda by shareholders meeting the conditions set out in Article R. 225-71 of the French Commercial Code or a shareholder association meeting the conditions set out in Article L. 22-10-44 of the French Commercial Code were specified in the notice of meeting published in the BALO on **Wednesday, April 16, 2025**.

Examination of the resolution is subject to the submission by the authors of the request of a new certificate proving

the registration of the shares in the same accounts on the second business day preceding the General Meeting, i.e., on **Tuesday, May 20, 2025 at 00:00**.

The list of items added to the agenda and the text of draft resolutions submitted by shareholders in accordance with the above conditions will be published on the Company's website, www.3DS.com, provided that they meet the above conditions, in accordance with Article R. 22-10-23 of the French Commercial Code.

Written questions

As a shareholder, you may submit written questions relating to the agenda to the Board of Directors. Please send them by registered letter with acknowledgement of receipt to the Company's registered office at 10, rue Marcel Dassault, 78140 VELIZY-VILLACOUBLAY, France, or to the e-mail address 3DS.AGM@3DS.com (Articles L. 225-108 and R. 225-84 of the French Commercial Code).

Written questions will be considered if they are sent at least four working days before the General Meeting. You must therefore send them no later than **Friday, May 16, 2025**. Written questions must be accompanied by a certificate of account registration.

Answers to written questions will be posted on the Company's website, www.3DS.com.

Shareholders' right of communication

In accordance with applicable legal and regulatory provisions, all documents that must be made available to shareholders in connection with general meetings will be available at the registered office of Dassault Systèmes (10, rue Marcel Dassault – 78140 VELIZY-VILLACOUBLAY) as from the publication of the notice of meeting, scheduled for **Friday, May 2, 2025**, and, for the documents provided for in Article

R. 22-10-23 of the French Commercial Code (in particular, the text of the draft resolutions to be submitted to the General Meeting), on the Company's website, www.3DS.com, as from the twenty-first day preceding the General Meeting, i.e., **Thursday, May 1, 2025**. Shareholders may also request that these documents be sent by e-mail (3DS.AGM@3DS.com).

Broadcast of the annual shareholders' meeting

In accordance with article R. 22-10-29-1 of the French Commercial Code, the Shareholders' Meeting will be broadcasted live on the Company's website (<https://investor.3ds.com/fr/shareholders-meeting/home>).

7. DOCUMENT REQUEST FORM

Assemblée générale mixte du 22 mai 2025 *General Shareholders' Meeting of May 22, 2025*

Demande d'envoi de documents *Request of mailing of documents*

La présente demande est à retourner à Société Générale, Service des Assemblées, CS 30812 – 44308 Nantes Cedex 3
This request must be returned to Société Générale, Service des Assemblées, CS 30812 – 44308 Nantes Cedex 3

Je soussigné (e),
I the undersigned, _____

Propriétaire de _____ actions de la société Dassault Systèmes⁽¹⁾,
Owner of _____ of Dassault Systèmes' shares

Demande que me soient envoyés à l'adresse suivante :
Request that are sent to me at the following address :

Les renseignements et documents visés aux articles R. 225-81 et R. 225-83 du Code de commerce, relatifs à l'assemblée générale mixte des actionnaires devant se tenir le 22 mai 2025.

The information and documentation stated by Articles R. 225-81 and R. 225-83 of the French Commercial Code, relating to the General Shareholders' meeting to be held on May 22, 2025.

Fait à
In (place) _____

Le
On _____

- Vous pouvez demander à recevoir en cochant la case ci-contre, les documents visés aux articles R. 225-81 et R. 225-83 du Code de commerce, à l'occasion de chacune des assemblées d'actionnaires de Dassault Systèmes à venir.
You can receive the documentation mentioned by Articles R. 225-81 and R. 225-83 of the French Commercial Code by ticking off the case, for each of the future General Shareholders' meetings of Dassault Systèmes.

Signature _____

(1) Si vous êtes propriétaire de titres au porteur, vous devez justifier de votre qualité d'actionnaire par la transmission d'une attestation d'inscription dans les comptes de titres au porteur de votre intermédiaire habilité (banque ou courtier par exemple), dite encore « attestation de participation ».
If you are a bearer holder, you must demonstrate that you own shares by providing a certificate (« attestation de participation ») issued by the accredited intermediary (i.e., bank or broker) who manages your securities account.





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