

ALSTOM

COMBINED SHAREHOLDERS' MEETING – 20 JUNE 2024

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

The Combined Shareholders' Meeting was held at 28 avenue George V (« Châteaufort' Le 28 George V ») 75008 Paris, on 20 June 2024 at 2:00 pm under the chairmanship of Mr Henri Poupart-Lafarge.

This Meeting gathered shareholders holding 291,168,834 shares, *i.e.* 63.14 % of the total number of shares, and 291,168,834 voting rights.

Total number of shares	461,149,281
Total number of voting rights	461,149,281
Number of shareholders attending, voting by proxy or by mail	Ordinary part: 9,134 Extraordinary part: 9,134
Number of shares held by shareholders attending, voting by proxy or by mail	Ordinary part: 291,168,834 Extraordinary part: 291,168,834
Number of voting rights held by shareholders attending, voting by proxy or by mail	Ordinary part: 291,168,834 Extraordinary part: 291,168,834

During this Meeting, Mr Henri Poupart-Lafarge reported on the main events of the fiscal year 2023/24 and Mr Martin Vaujour presented the Group sustainable development and climate strategy.

Mr Bernard Delpit, EVP & Chief Financial Officer, then commented on the Group's financial results for the fiscal year 2023/24.

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

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

Lastly, the statutory auditors presented their reports.

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

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

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

Detail of votes per resolution

Resolutions within the competence of the Ordinary Shareholders Meeting							
N°	Results	For		Against		Abstention * (For information)	
		Number of votes	%	Number of votes	%	Number of votes	%
1	Approval of the annual statements for the fiscal year ended 31 March 2024						
	Adopted	286,758,008	99.52%	1,389,992	0.48%	3,020,834	1.04%
2	Approval of the consolidated financial statements for the fiscal year ended 31 March 2024						
	Adopted	286,804,816	99.52%	1,390,386	0.48%	2,973,632	1.02%
3	Appropriation of the result for the fiscal year ended 31 March 2024						
	Adopted	289,730,748	99.54%	1,351,033	0.46%	87,053	0.03%
4	Special report by the Statutory Auditors on the regulated agreements - Acknowledgement of the absence of new agreements						
	Adopted	289,869,240	99.58%	1,211,647	0.42%	87,947	0.03%
5	Renewal of the term of office of Caisse de Dépôt et Placement du Québec as Board Member						
	Adopted	266,050,178	91.40%	25,037,532	8.60%	81,124	0.03%
6	Ratification of the co-option of Mr Philippe Petitcolin as Board Member						
	Adopted	289,578,491	99.49%	1,495,955	0.51%	94,388	0.03%
7	Appointment of Mr Philippe Petitcolin as Board Member						
	Adopted	289,165,415	99.36%	1,854,548	0.64%	148,871	0.05%
8	Appointment of Mr Jay Walder as Board Member						
	Adopted	287,439,960	98.78%	3,552,515	1.22%	176,359	0.06%
9	Appointment of PricewaterhouseCoopers Audit as Statutory Auditor responsible for certifying the sustainability information						
	Adopted	287,604,369	98.82%	3,425,140	1.18%	139,325	0.05%
10	Appointment of Mazars as Statutory Auditor responsible for certifying the sustainability information						
	Adopted	287,631,274	98.83%	3,397,055	1.17%	140,505	0.05%
11	Approval of the adjustment to the 2023/24 remuneration policy for the Chairman and Chief Executive Officer						
	Adopted	287,488,907	98.78%	3,555,305	1.22%	124,622	0.04%
12	Approval of the adjustment to the 2023/24 remuneration policy for the members of the Board of Directors						
	Adopted	287,204,717	98.68%	3,847,124	1.32%	116,993	0.04%
13	Approval of the 2024/25 remuneration policy for the Chief Executive Officer						
	Adopted	284,843,533	98.09%	5,554,521	1.91%	770,780	0.26%

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

14	Approval of the 2024/25 remuneration policy for the Chairman of the Board of Directors						
	Adopted	287,744,141	98.87%	3,300,067	1.13%	124,616	0.04%
15	Approval of the 2024/25 remuneration policy for the members of the Board of Directors						
	Adopted	284,325,607	97.70%	6,707,209	2.30%	136,008	0.05%
16	Approval of the information specified in Article L. 22-10-9 I of the French Commercial Code						
	Adopted	286,940,637	98.78%	3,553,856	1.22%	674,341	0.23%
17	Approval of the fixed, variable and exceptional components of the total remuneration and benefits of all kinds paid during the last fiscal year or allocated for that fiscal year to Mr Henri Poupart-Lafarge, in his capacity as Chairman & Chief Executive Officer						
	Adopted	286,301,313	98.39%	4,696,742	1.61%	170,777	0.06%
18	Authorisation to be granted to the Board of Directors to trade in the Company's shares						
	Adopted	281,586,497	97.43%	7,413,874	2.57%	2,168,463	0.74%

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

Resolutions within the competence of the Extraordinary Shareholders Meeting							
N°	Results	For		Against		Abstention * (For information)	
		Number of votes	%	Number of votes		Number of votes	%
19	Authorisation to the Board of Directors to reduce the share capital by cancelling treasury shares						
	Adopted	277,080,389	95.19%	14,001,742	4.81%	86,703	0.03%
20	Delegation to the Board of Directors to increase the share capital of the Company by capitalisation of premiums, reserves, profits or any other sums						
	Adopted	289,482,387	99.45%	1,602,738	0.55%	83,709	0.03%
21	Delegation to the Board of Directors to increase the share capital of the Company by issuing shares and/or securities giving access to the share capital, with preemptive rights						
	Adopted	280,304,070	96.29%	10,785,336	3.71%	79,428	0.03%
22	Delegation to the Board of Directors to increase the share capital of the Company by issuing shares and/or securities giving access to the share capital, with withdrawal of preemptive rights, by public offering other than the public offerings referred to in 1° of Article L. 411-2 1 of the French Monetary and Financial Code						
	Adopted	275,095,104	94.50%	15,995,555	5.50%	78,175	0.03%
23	Delegation to the Board of Directors to increase the share capital of the Company by issuing shares and/or securities giving access to the share capital, with withdrawal of preemptive rights by a public offering specified in 1° of Article L. 411-2 of the French Monetary and Financial Code						
	Adopted	273,326,806	93.91%	17,736,638	6.09%	105,390	0.04%
24	Determination of the issue price, within the limit of 10% of the share capital per year, in connection with an increase in the share capital by the issue of equity securities with withdrawal of preemptive rights						
	Adopted	273,288,831	93.89%	17,790,600	6.11%	89,403	0.03%
25	Delegation of authority to the Board of Directors to increase the Company's share capital by issuing shares and/or securities giving access to the share capital, with withdrawal of preemptive rights, reserved for members of savings plans						
	Adopted	281,013,826	96.55%	10,055,876	3.45%	99,132	0.03%
26	Delegation of authority to the Board of Directors to increase the Company's share capital by issuing shares and/or securities giving access to the share capital, with withdrawal of preemptive rights, reserved for a category of beneficiaries						
	Adopted	280,971,253	96.53%	10,098,716	3.47%	98,865	0.03%
27	Delegation of authority to the Board of Directors to increase the number of securities to be issued in the event of a capital increase, with preemptive rights maintained or withdrawn						
	Adopted	263,662,399	90.82%	26,659,406	9.18%	847,029	0.29%
28	Right to issue shares and/or securities giving access to shares to be issued by the Company as consideration for contributions in kind consisting of equity securities or securities giving access to the capital						
	Adopted	284,344,514	97.69%	6,723,601	2.31%	100,719	0.03%

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

29	Delegation to the Board of Directors to issue shares in the Company, following the issue by subsidiaries of the Company of securities giving access to the Company's share capital, with withdrawal of preemptive rights of shareholders						
	Adopted	273,870,471	94.09%	17,207,396	5.91%	90,967	0.03%
30	Authorisation to the Board of Directors to grant free of charge existing shares or shares to be issued, to employees and corporate officers of the Group or to some of them						
	Adopted	267,496,093	91.90%	23,575,685	8.10%	97,056	0.03%
31	Amendments to the Articles of Association						
	Adopted	286,959,337	98.60%	4,067,175	1.40%	142,322	0.05%
32	Amendments to the Articles of Association						
	Adopted	274,158,531	94.22%	16,819,288	5.78%	191,015	0.07%

Resolutions within the competence of the Ordinary Shareholders Meeting							
N°	Results	For		Against		Abstention * (For information)	
		Number of votes	%	Number of votes	%	Number of votes	%
33	Powers to accomplish formalities						
	Adopted	289 599 621	99.49%	1 471 846	0.51%	97 367	0.03%

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

Shareholders' Information

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

The Universal Registration Document was distributed at the Meeting to attending shareholders who requested it. It has also been made available on the Company's website (www.alstom.com) since 15 May 2024, *i.e.* 35 days prior to the Shareholders' Meeting, and on the AMF's website (www.amf-france.org). Copies are available at the Company Headquarters, 48 rue Albert Dhalenne, 93400 Saint-Ouen-sur-Seine (France). Shareholders can also obtain a copy by sending a letter to the Investor Relations' team at the same address.