

Information notice on the conclusion of a regulated agreement pursuant to Article L. 22-10-13 and R. 22-10-17 of the French Commercial Code

ESTEY SAS Shareholders Agreement

1.1. Related parties:

Mr. Dominique LEFEBVRE, Mr. Raphaël APPERT, Mr. Olivier AUFFRAY, Mr. Hugues BRASSEUR, Mr. Pierre CAMBEFORT, Mr. Jean-Pierre GAILLARD, Mrs. Christine GANDON, Mrs. Nicole GOURMELON, Mr. Pascal LHEUREUX, Mr. Louis TERCINIER and Mr. Eric VIAL, Mr. Olivier DESPORTES et MR. José SANTUCCI, Chairmen or Chief Executive Officers of Regional Banks party to the agreement, and Directors or censors of Crédit Agricole S.A. (**the« Related Parties »**).

1.2. Background:

Pursuant to the Framework partnership Agreement between Worldline, Crédit Agricole S.A., Crédit Agricole Payment Services, LCL, les 39 Caisses régionales de Crédit Agricole mutuel, Réunion Télécom et C2MS (**the « Framework Agreement»**), dated June 28th, 2023, authorized by Crédit Agricole S.A.'s Board of Directors on June 20th, 2023, Crédit Agricole S.A., Crédit Agricole Payment Services, LCL, and Crédit Agricole's 39 Regional Banks created a Holding company ESTEY SAS (**“ESTEY SAS”**). Its object is to hold all of Crédit Agricole's Group holdings into the Joint Company with Worldline, specialized in the commercial payment services industry, in France.

In this context, the shareholders of ESTEY SAS and the Fédération Nationale du Crédit Agricole have agreed to sign a Shareholder's Agreement whose purpose is to organize their relations as Shareholders within ESTEY SAS (the **“Shareholder's Agreement”**).

1.3. Terms and conditions:

The Shareholder's Agreement defines the governance of ESTEY SAS and its intervention in the Joint Company's governance, with Worldline. It also structures the financing of the company as well as the transfer of shares and the conditions surrounding the departure of a shareholder.

The Shareholder's Agreement is to be signed on March 12th, 2024

1.4. Reasons justifying the interest of the agreement for the company:

ESTEY SAS is purely an intra Crédit Agricole Group's company.

The Shareholder's Agreement **enables ESTEY SAS shareholders to determine:**

- the specific governing their relationship in ESTEY SAS (governance, decision-making procedures, etc.), beyond the sole criterion of capital allocation,
- how ESTEY SAS will be managed and financed by its shareholders,
- the conditions to be respected in the event of the disposal by the shareholders of all or part of their shares in ESTEY SAS.

The **Shareholder's Agreement** thus ensures, in the interest of the Crédit Agricole Group, (i) aligned and unified decision-making by ESTEY SAS' shareholders within the Board of Directors and at the general meetings of the Joint Company with Worldline, and (ii) the effective implementation of the Framework Agreement and the partnership with Worldline.