

**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**

**FRAMEWORK AGREEMENT BETWEEN CREDIT AGRICOLE SA ET SANTANDER INVESTMENT**

**1.1. Related parties:**

Mr. Eric Vial, Director of Crédit Agricole S.A. and CA Indosuez, and Mrs. Marie-Claire Colin (Daveu), Director of Crédit Agricole S.A. and CA Indosuez (the “**Related Parties**”).

**1.2 Background:**

As part of the acquisition by CA Indosuez of a majority stake in Banque Degroof Petercam, Crédit Agricole S.A., CA Indosuez Wealth (Europe) S.A. (which was replaced by CA Indosuez) and CLdN Finance S.A., minority shareholder of Banque Degroof Petercam, signed a liquidity contract (the “**Liquidity Contract**”) on August 2, 2023 in order to determine the liquidity mechanisms for CLdN.

The Liquidity Agreement provides for the possibility for CLdN to exercise a right of exchange (“**Put**”) on the shares of Banque Degroof Petercam that it holds (“**CLdN Shares**”) for shares of Crédit Agricole S.A. (“**CASA Shares**”), thus entailing a transfer of the CLdN Shares to CA Indosuez or any other “**Affiliate**” company (as defined in the Liquidity Agreement), including Crédit Agricole S.A.

In this context, Crédit Agricole S.A. and CA Indosuez have agreed to sign an agreement in principle (the “**Agreement**”) aimed at formalising Crédit Agricole S.A.’s commitment to exchange shares in respect of the Put at the time of its exercise by CLdN.

**1.3 Terms and conditions:**

The Agreement formalizes Crédit Agricole S.A.’s commitment to receive the CLdN Shares and to deliver the CASA Shares in exchange according to the terms defined in the Liquidity Agreement, thereby releasing CA Indosuez from its commitment under the Put. It also specifies the procedures for notifying the exercise of the Put and for exchanging shares.

The Agreement was signed on December 18, 2024.

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

The Agreement allows:

- to clarify the role of the various stakeholders in the context of the commitment given by Crédit Agricole S.A. and CA Indosuez in the Liquidity Agreement,
- to retain the possibility of carrying out a reserved capital increase for the relevant CASA Shares, where applicable,
- to translate the economics of the transaction in a uniform manner in the accounts of CASA and CACIB (IFRS 2 "equity settled" plan)

\*\*\*