

Schneider Electric: Important information about the conditions of participation in the 2020 Annual Shareholders' Meeting

Rueil-Malmaison (France), April 16, 2020 - It is reminded that it has been decided, on an exceptional basis and in pursuance of the Order No. 2020-321 of March 25, 2020, to hold the annual shareholders' meeting of Schneider Electric scheduled on April 23, 2020 at 3 p.m., **in closed session** at the company's headquarter, without the physical attendance of shareholders and other persons entitled to attend.

Following the issuance of the Decree No. 2020-418 of April 10, 2020, the shareholders of the company are invited to take note of the following information relating to the conditions of participation in the general meeting, it being specified that it is highly recommended **to send vote instructions or proxy form by electronic means (Internet) considering the reduction of postal services.**

In addition to voting by mail and giving a proxy to the Chairman of the meeting under the terms and conditions indicated in the [notice of meeting](#) published in the *Bulletin des annonces légales obligatoires* on April 1, 2020, **the shareholders, in accordance with the abovementioned decree, may appoint a person of their choice as proxy** under the following terms and conditions in order to participate in the general meeting.

BNP Paribas Securities Services may validly receive the proxy forms indicating the proxy holder until the fourth day preceding the general meeting, *i.e.*, **Sunday, April 19, 2020**, by post or by e-mail under the terms and conditions set out below.

In order to appoint a proxy holder, shareholders are reminded that they must fill in and sign the voting form by specifying their name, first name and address as well as the ones of their proxy holder.

1. Transmission of the proxy by the shareholder

- **By post**

For registered shareholders: by returning the single postal or proxy voting form indicating the proxy holder to BNP Paribas Securities Services - Service Assemblées Générales - CTO Assemblées Générales - Grands Moulins de Pantin - 9 rue du Débarcadère - 93761 Pantin Cedex.

For bearer shareholders: by requesting the single postal or proxy voting form from his/her/its financial intermediary. Once completed by the shareholder with the indication of the proxy holder, the form is to be returned to his/her/its account-holding institution who will then attach it to a certificate of participation and send it to BNP Paribas Securities Services - Service Assemblées Générales - CTO Assemblées Générales - Grands Moulins de Pantin - 9 rue du Débarcadère - 93761 Pantin Cedex.

- **By e-mail**

For registered shareholders: The holder of pure or administrated registered shares may give a proxy to a person other than the Chairman of the meeting via the Internet by logging in onto the VOTACCESS website via the Planetshares website whose address is as follows: <https://planetshares.bnpparibas.com>

After logging in, the registered shareholder must follow the instructions provided on the screen for accessing the VOTACCESS website and then give proxy to the person of his/her/it choice.

For the bearer shareholders: It is bearer shareholder's responsibility to inquire as to whether his/her/it account-holding institution is connected to the VOTACCESS site or not, and, if so, whether this access is subject to any special conditions of use.

If a shareholder's account-holding institution is connected to the VOTACCESS website, the shareholder must identify himself/herself/itself on the internet portal of his/her/its account-holding institution using his/her/its usual access codes. The shareholder must then click on the icon on the line corresponding to his/her/its shares, follow the instructions provided on the screen for accessing the VOTACCESS website and then appoint the person of his/her/its choice as proxy holder.

2. Transmission of the voting instructions by the proxy holder

The appointed proxy holder must send his/her/its voting instructions to the following email address: paris.bp2s.france.cts.mandats@bnpparibas.com The proxy holder may give general vote instructions indicating that they apply to all the proxies issued to him/her/it, or specifically indicates to which proxy these instructions apply.

The voting forms must be received at the abovementioned email address no later than Sunday, April 19, 2020.

No proxy given pursuant to Article L. 225-106 I of the French commercial code and Decree No. 2020-418 of April 10, 2020 will be taken into account if the proxy granted by the shareholder or the voting instructions of the proxy holder have not been received by the company under the abovementioned conditions before April 19, 2020.

Shareholders may revoke their proxy holder, it being specified that the revocation must be made in writing in the same form as the appointment and communicated to the company.

It is reminded that since the general meeting will be held, on an exceptional basis, in closed session given the current sanitary situation, no shareholder or proxy holder may physically attend the meeting.

In accordance with Decree No. 2020-418 of April 10, 2020, any shareholder who has already cast his/her/its vote by mail, sent a proxy, or requested an admission card or a certificate of participation may choose another way to participate in the meeting provided that his/her/its instructions are received by the company (i) in accordance with the conditions and deadlines specified above for the proxies given to the persons referred to in Article L.225-106 I of the French commercial code and (ii) in accordance with the conditions and deadlines specified in the [notice of meeting](#) published in the BALO and on the company's website for the voting forms by mail or proxies given to the Chairman of the meeting.

The general meeting will be broadcasted in full and in live conditions on www.se.com in the Annual General Meeting section.

About Schneider Electric: At Schneider, we believe **access to energy and digital** is a basic human right. We empower all to **make the most of their energy and resources**, ensuring **Life Is On** everywhere, for everyone, at every moment.

We provide energy and automation digital solutions for efficiency and sustainability. We combine world-leading energy technologies, real-time automation, software and services into integrated solutions for Homes, Buildings, Data Centers, Infrastructure and Industries.

We are committed to unleash the infinite possibilities of an open, global, innovative community that is passionate about our **Meaningful Purpose, Inclusive and Empowered** values.

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