Disclaimer

All forward-looking statements are Schneider Electric management’s present expectations of future events and are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. For a detailed description of these factors and uncertainties, please refer to the section “Risk Factors” in our Universal Registration Document (which is available on www.se.com). Schneider Electric undertakes no obligation to publicly update or revise any of these forward-looking statements.

This presentation includes information pertaining to our markets and our competitive positions therein. Such information is based on market data and our actual revenues in those markets for the relevant periods. We obtained this market information from various third party sources (industry publications, surveys and forecasts) and our own internal estimates. We have not independently verified these third party sources and cannot guarantee their accuracy or completeness and our internal surveys and estimates have not been verified by independent experts or other independent sources.
<p>| | | |</p>
<table>
<thead>
<tr>
<th></th>
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</thead>
<tbody>
<tr>
<td>1</td>
<td>Approval of statutory financial statements for the 2020 fiscal year</td>
<td></td>
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<tr>
<td>2</td>
<td>Approval of consolidated financial statements for the 2020 fiscal year</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Appropriation of profit for the fiscal year and setting the dividend</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Approval of regulated agreements governed by Article L. 225-38 et seq. of the French Commercial Code</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Approval of the information on the Directors and Corporate officers’ compensation paid or granted for the fiscal year ending December 31, 2020 mentioned in Article L. 22-10-9 of the French Commercial Code</td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Approval of the components of the total compensation and benefits of all types paid during the 2020 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire</td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Approval of the Chairman and Chief executive officer’s compensation policy</td>
<td></td>
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<tr>
<td>8</td>
<td>Approval of the Directors’ compensation policy</td>
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<tr>
<td>9</td>
<td>Renewal of the term of office of Mr. Jean-Pascal Tricoire</td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Appointment of Mrs. Anna Ohlsson-Leijon as a Director</td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Appointment of Mr. Thierry Jacquet as Director representing the employee shareholders</td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>Appointment of Mrs. Zennia Csikos as Director representing the employee shareholders</td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>Renewal of the term of office of Mrs. Xiaoyun Ma as Director representing the employee shareholders</td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Appointment of Mrs. Malene Kvist Kristensen as Director representing the employee shareholders</td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Authorization granted to the Board of Directors to buy back Company shares</td>
<td></td>
</tr>
</tbody>
</table>
Annual General Meeting agenda
Extraordinary Shareholders’ Meeting

**Capital increase with Preferential subscription right**

16. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company with shareholders’ preferential subscription right

**Capital increase w/o Preferential subscription right**

17. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders’ preferential subscription right through 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 to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders’ preferential subscription right through an offering in accordance with Article L. 411-2 1° of the French Monetary and Financial Code

19. Delegation of authority to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without shareholders’ preferential subscription (Greenshoe)

20. Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders’ preferential subscription in consideration for contributions in kind to the Company

21. Delegation of authority to the Board of Directors to increase the capital by capitalizing additional paid-in capital, reserves, earnings or other

22. Delegation of authority to the Board of Directors to undertake capital increases reserved for participants in a company savings plan without shareholders’ preferential subscription right

23. Delegation of authority to the Board of Directors to undertake capital increases reserved for employees of certain non-French subsidiaries of the Group, directly or via entities acting to offer those employees benefits comparable to those offered to participants in a company savings plan without shareholders’ preferential subscription right

24. Authorization to the Board of Directors to cancel shares of the Company bought back by the Company under the share buyback programs

25. Amendment of the Article 13 of the Articles of Association to correct a material error

26. Powers for formalities
List of contents

Simplified agenda

2020: A Signature Year - Mr. Jean-Pascal Tricoire

Finance - Mme. Hilary Maxson

Governance - Mr. Fred Kindle

Statutory Auditors’ Report - Mr. Jean-Yves Jégourel
A Signature Year

Jean-Pascal Tricoire
Chairman & CEO
Our purpose is to empower all to make the most of our energy and resources, bridging progress and sustainability for all. At Schneider, we call this **Life Is On**.

Our mission is to be your digital partner for Sustainability and Efficiency.
Digital solutions for **sustainability and efficiency**

**ONE PLATFORM**

**Four End-markets**
- Buildings & Data Center c.50%
- Infrastructure & Industry c.50%

**One Model**
- Integrated
- Empowered
- Open
- Sustainable

**Energy Management**
- Energy Transition

**Industrial Automation**
- Industry 4.0

**Electrification**
**SUSTAINABILITY** +

**Digitization**
**EFFICIENCY**
Life Is On: Meeting critical needs in a year like no other

>90 countries where we were recognized as Mission Critical

Hospitals

Data Centers

Grid for Electrical Distribution

Water and Wastewater

Life at Home

Cold Chain
COVID-19 accelerator of Digital Resilience Sustainability Efficiency
4X Integrations

1. Energy + Automation
2. End Point ➝ Cloud
3. Design & Build ➝ Operate & Maintain
4. Site-by-Site ➝ Integrated Company Management

Transformation | Sustainability | People | Performance
We are digital partners of our customers

- 76,000+ registered users
- 450+ new digital offerings
- 500+ service providers listed

Schneider Electric Exchange

Digital & Services combined for a unique efficiency value proposition down to the shop floor
Our expanding Software & Services portfolio is delivering Q4+6% Org. growth Margin Accretive

Resilience vs Group’s performance

Catalyst for growth in controls & connected products

Proportion set to increase in 2021 due to recent transactions

c.17% of FY 2020 revenues

FY+1% Transformation I Sustainability I People I Performance
Acquisitions to prepare for the future…

**Transformation** | **Sustainability** | **People** | **Performance**

**JAN**

- **LARSEN & TOUBRO** Electrical & Automation
  - Combine Low Voltage & Industrial Automation business in India

- **ProLeiT.**
  - Accelerate industrial digital transformation and differentiate in CPG

- **RIB**
  - Leader of 5D BIM cloud-based building & construction software

- **OSIsoft.**
  - World-leading industrial & real-time operational data software

**DEC**

- **etap**
  - Spearhead smart & green electrification

**Building our India presence**

**Building our digital capability**

*The ETAP acquisition is pending regulatory approval and not closed*
We drive **efficiency & sustainability** through lifecycle digitalization with our strong agnostic software portfolio and world-leading independent software partners.

**Transformation** | **Sustainability** | **People** | **Performance**

---

**Design**

- OSIsoft
  - PI System

**Build**

- etap
  - IGE+XAO
  - RIB

**Operate & Maintain**

- EcoStruxure
  - Advisors
  - Power
  - Building
  - Asset
  - Microgrid
  - Resource
  - Plant
  - Machine

- Connected Products

AVEVA and the AVEVA logo are a trademark or registered trademark of AVEVA Group plc in the U.S. and other countries. The ETAP acquisition is pending regulatory approval and not closed.
Sustainability
Our Purpose and Way

1. Business
2. Journey
3. Ecosystem
4. Governance
Digital partner for sustainability & efficiency

- Energy Purchasing: €30B energy managed
- Monitoring: 4.2M assets under management
- Savings: ~100Mt/y metric tons of CO₂ saved yearly on our customers’ end by 2025
- SF6-free: 75%

#1 the world’s most sustainable company
Efficiency brings quick returns

Transformation | Sustainability | People | Performance

**Smart Building**
- **42%** increase in energy efficiency

**Real Estate | Banking**
- **15%** reduction of CO₂

**Data Center**
- **30%** increase in operational efficiency

**Smart city**
- **100k** connected assets

**Consumer Goods**
- **50%** less CO₂ used

**Retail**
- **- 40%** CO₂ emissions

**Retail and E-mobility**
- Future-ready integrated connectivity solution & EV

**Global Smart Building**
- 1bn tons of emissions to be avoided by 2030
Sustainable Industries – Integrated & Circular

Transformation | Sustainability | People | Performance

Digital Twin
Life Cycle Management
Services
EcoStruxure Machine Expert

Design 3D – Plant & Process
Asset life cycle management
AVEVA™ E3D Design
AVEVA™ ENGAGE

Process
Plant Management & Control Room
Asset Performance: AVEVA™ Enterprise Asset Management, AVEVA™ Predictive Analytics, EcoStruxure Machine Advisor
Planning & Control: AVEVA™ Unified Supply Chain, AVEVA™ System Platform
Simulation & Optimization: AVEVA™ Process Simulation, AVEVA™ XR for Operations and Maintenance, PI System
AI – EcoStruxure Plant Advisor, EcoStruxure Automation Expert
Operations:
- EcoStruxure Plant & Machine SCADA
- EcoStruxure Foxboro DCS
- Modicon PLCs

Energy
Power & Microgrid
Substation Operation
MasterPact MTZ
Galaxy UPS
Smart power & Motor Control

Sustainability
Energy & Process management
Sustainability: resource & energy efficiency, waste management
Green Supply Chain

Security & Safety
Cybersecurity: EcoStruxure Secure Connect
Operator Safety: EcoStruxure Augmented Advisor

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EcoStruxure Power Monitoring Expert

EcoStruxure Building Operation

Building and sustainability reporting

HVAC control and efficiency

Security and access control

Digital backbone for more services and analytics

EcoStruxure Building Advisor

Building Management & Analytics
HVAC control and efficiency
Security and access control
Digital backbone for more services and analytics
Building and sustainability reporting

EcoStruxure Resource Advisor

Solar panel

EcoStruxure Microgrid Operation

Renewable power sources
Onsite generation and load management

EcoStruxure Connected Room Solutions

Occupant comfort

Lighting & blinds

HVAC control

In the cloud or on premise

Efficiency

Occupant control & productivity
Add-on value added occupant services
Flexible floor space rezoning
Sustainable Homes – Grid to Plug

- Storage Inverter
- Energy Center
- EV Charging Infrastructure
- Energy Monitoring
- Room by Room Smart Heating
- Home Automation
- Resilient Power

Transformation | Sustainability | People | Performance
Our Sustainability journey

Commitments

Carbon-neutral in our operations by 2025

Carbon-neutral on full end-to-end footprint (scope 1, 2, 3) by 2040

Net zero biodiversity loss in our operations by 2030

Practitioner

-10% energy consumption every 3 years

80% renewable energy

206 sites zero waste to landfill

#4 best supply chain worldwide

Gartner
## Change management over 15 years

**Transformation | Sustainability | People | Performance**

### 3 year plans

Long term vision & short term goals

|--------------|-----------|-----------|-----------|-----------|-----------|

### Indicators & objectives 2020 - selection

<table>
<thead>
<tr>
<th>Category</th>
<th>Objective</th>
<th>Result end 2020</th>
</tr>
</thead>
<tbody>
<tr>
<td>CLIMATE</td>
<td>120 million metric tons CO₂ saved on our customers' end thanks to our EcoStruxure offers</td>
<td>134</td>
</tr>
<tr>
<td>CIRCULAR ECONOMY</td>
<td>120,000 metric tons of avoided primary resource consumption through ECOFIT™, recycling and take-back programs</td>
<td>157 000+</td>
</tr>
<tr>
<td>HEALTH &amp; EQUITY</td>
<td>100% Workers received at least 15 hours of learning, and 30% of workers' learning hours are done digitally</td>
<td>90%</td>
</tr>
<tr>
<td>ETHICS</td>
<td>350 suppliers under Human Rights &amp; Environment vigilance received specific on-site assessment</td>
<td>374</td>
</tr>
<tr>
<td>DEVELOPMENT</td>
<td>15,000 volunteering days thanks to our VolunteerIn global platform</td>
<td>18 400+</td>
</tr>
</tbody>
</table>
6 Long-term commitments

1. Act for a **climate** positive world
   by continuously investing in and developing innovative solutions that deliver immediate and lasting decarbonization in line with our Carbon pledge.

2. Be efficient with **resources**
   by behaving responsibly and making the most of digital technology to preserve our planet.

3. Live up to our Principles of **trust**
   by upholding ourselves and all around us to high social, governance and ethical standards.

4. Create **equal** opportunities
   by ensuring all employees are uniquely valued and work in an inclusive environment to develop and contribute their best.

5. Harness the power of all **generations**
   by fostering learning, upskilling and development for each generation, paving the way for the next.

6. Empower **local** communities
   by promoting local initiatives and enabling individuals and partners to make sustainability a reality for all.
Carbon Pledge - leading the way towards 1.5°C climate objective

Transformation | Sustainability | People | Performance

- **2020 CO₂ footprint**
  - Suppliers: Scope 3 upstream
    - Induced: 6.9 MtCO₂
  - SE's Operations: Scope 1&2
    - Induced: 287 ktCO₂
  - Customers: Scope 3 downstream
    - Induced: 58.7 MtCO₂
  - Customers: Saved & Avoided

- **2025**
  - Supplier decarbonization
  - Green materials
  - Carbon neutral operations (with CO₂ offsets)
  - EcoDesign™ new offers
  - CO₂ positive together with customers
  - -800 Mt CO₂ 2018-2025

- **2030**
  - Net-zero CO₂ operations (no CO₂ offsets)
  - -35% End-to-End

- **2040**
  - End-to-end carbon neutral value chain (carbon neutral products, with CO₂ offsets)

- **2050**
  - Net zero CO₂ supply chain (no CO₂ offsets)
Robust governance

Board
HR and CSR committee

ExCom
Strategy and sustainability

Stakeholder committee
Stakeholder view

Yearly audits
Independent

Benchmark
Rankings and ratings
Empower all to make the most of our energy and resources, bridging progress and sustainability for all.

Leading by example in our ecosystem

Be your digital partner for Sustainability and Efficiency
A signature year

Transformation  Sustainability  People  Performance
Our distinctive DNA is externally recognized

Transformation | Sustainability | People | Performance

MEANINGFUL

INCLUSIVE

EMPOWERED

Gartner

Guidehouse

451 Research

BloombergNEF

idc

reddot

IWC

Nokia

Drivr

Design

Magnus

Iceni

connected

world

magazine

commercial

procurement

magazine

INSTITUTIONAL

INVESTOR

CONTROL

ENGINEERING

Le Point
Strengthening our Multi-hub operating model with India as 4th hub

Transformation | Sustainability | People | Performance
Merger with L&T creates tremendous value for all stakeholders

Transformation | Sustainability | People | Performance

Extensive geographical reach
Cities Presence
300+ to 500+
Point of Sale
90k+ to 147k+

Strong R&D network
India R&D Staff 2,000+

Enhanced manufacturing footprint (in India)
Factories
20+ to 30+
Distribution Centre
25 to 35

Wide-range of products and technologically superior solutions
Embracing Remote Everything

Remote Operations
- Unmanned Operations
- Unified Operations Center

Augmented reality
- Automation
- Digital Training

E-Commerce

E-Collaboration
- Collaborative design

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A signature year

Transformation

Sustainability

People

Performance
Strong 2020 performance margin up, record free cash flow

**Energy Management**
- Energy efficiency
  - €25bn
  - -4.7% Group FY 2020 revenues, org. growth

**Industrial Automation**
- Process efficiency
  - €6bn
  - -5.3% Org.
  - 17.1% adj. EBITA margin

**Performance**
- €19bn
- -4.5% Org.
- 18.8% adj. EBITA margin

Adj. EBITA margin c.+20bps org.
- 15.6%

Record Free Cash Flow
- €3.7bn
Strong rebound in H2

Energy Management
- Energy efficiency
  - c. +120bps
  - org. improvement
  - adj. EBITA margin

Group H2 2020 revenues, org. growth
- €14bn
- +1%

Industrial Automation
- Process efficiency
  - c. +120bps
  - org. improvement
  - adj. EBITA margin

- €11bn
- +1.8%
  - Org.

- €3bn
- -1.6%
  - Org.

Adj. EBITA margin
- c. +140bps
- org. improvement
Total organic growth by region

NORTH AMERICA
- 29% - 5%

ASIA PACIFIC
- 30% - 4%

WESTERN EUROPE
- 26% - 5%

REST OF THE WORLD
- 15% - 4%

% Group revenues
FY20 Org. growth
Resilience in execution across strategic pillars

More Products

-4% FY’20 org. growth
59% of Group

More Software & Services

+1% FY’20 org. growth
17% of Group

Better Systems

+10bps FY’20 GM expansion
On -9% FY’20 organic growth
24% of Group
Proposed dividend: €2.60 per share, up +2%

Subject to shareholder approval in AGM

History of progressive dividend (payout ratio c. 50% Adj. Net Income)

C. +6% CAGR

+27%
We remain focused on generating shareholder value

Transformation | Sustainability | People | Performance

Total Shareholder Return
SE #1 in 2020 & over a 3-year period

1-YEAR TSR
c. +33%

3-YEAR TSR
c. +85%

Progressive Dividend** for 11 years

Progressive dividend
(payout ratio of c.50% of adj. net income)

* SE performance among 11 peers as considered for long-term incentive plan (base 100: Jan 1st, 2018)
** Proposed dividend subject to Shareholder approval on April 28, 2021
Working with great clients

Transformation | Sustainability | People | Performance

20M+ people provided with electricity

300 locations with innovative digital solutions for efficiency and heat recovery

~$28M in guaranteed energy savings (over 20 years)
Strong 2020 performance margin up, record free cash flow

Energy Management
Energy efficiency

- Group FY 2020 revenues, org. growth

Energy Management
Energy efficiency

18.8%
adj. EBITA margin

19bn
€19bn
-4.5%
Org.

Industrial Automation
Process efficiency

- Group FY 2020 revenues, org. growth

Industrial Automation
Process efficiency

€25bn
-4.7%

6bn
€6bn
-5.3%
Org.

Record Free Cash Flow

€3.7bn

17.1%
adj. EBITA margin

c.+20bps org.

15.6%
Further progress on our journey

- **Gross Margin**: +60bps org. Demonstrating discipline on pricing, and move towards Software
- **Adj. EBITA Margin**: +20bps org. Cost containment through crisis while still preparing the future
- **Adj. Net Income**: €2.6bn, -4.4% org. Down year-on-year due to impacts of pandemic
- **Free Cashflow**: 159% conversion\(^1\) Strong contribution from working capital movements
- **ROCE\(^2\)**: 12.0%, -10bps Showing good resilience notwithstanding lower EBITA
- **Sustainability Index (2018-2020)**: 9.32/10 surpassing target of 9/10

---

1. Conversion of FCF / Net Income without impacts of IFRS 16
2. Adjusted for recent large M&A
Energy Management: Rebound in all regions

€11 bn
78% of Group H2 2020 revenues

Organic growth
+1.8%

Adj. EBITA margin
20.2 % / c. +120 bps org. (+100 bps reported)

Split of H2 2020 revenue by geography:
- N. America
- W. Europe
- Asia Pac.
- Rest of the World

H2 2020 org. growth:
- North America +2%
- Western Europe +1%
- Asia Pacific +3%
- Rest of the World +1%
Industrial Automation: Balanced, software driven & resilient industrial automation portfolio

€3 bn
22% of Group H2 2020 revenues

Organic growth
-1.6%

Adj. EBITA margin
18.8 % / c. +120 bps org. (+30 bps reported)

Split of H2 2020 revenue by geography:

- N. America
- W. Europe
- Asia Pac.
- Rest of the World

H2 2020 org. growth

- North America -9%
- Western Europe -3%
- Asia Pacific +6%
- Rest of the World -4%

Discrete end-markets resilient, Process Automation remained challenged & strong finish in Q4 from AVEVA (Software)
Increased portfolio quality - demonstrated by GM trajectory

Main drivers

Consistent delivery on industrial productivity - ambitious target set

Track record of RMI recovery over the cycle

Consistent improvement on Systems margin

Gross Margin improves to 40.4%
Up org. +250bps since 2016

<table>
<thead>
<tr>
<th>Year</th>
<th>Margin (%)</th>
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<tbody>
<tr>
<td>2016</td>
<td>38.0%</td>
</tr>
<tr>
<td>2017</td>
<td>38.4%</td>
</tr>
<tr>
<td>2018</td>
<td>39.0%</td>
</tr>
<tr>
<td>2019</td>
<td>39.5%</td>
</tr>
<tr>
<td>2020</td>
<td>40.4%</td>
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</tbody>
</table>
**Continued focus on adj. EBITA margin expansion**

<table>
<thead>
<tr>
<th></th>
<th>2019</th>
<th>2020</th>
<th>Variation</th>
<th>Organic variation</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td>27,158</td>
<td>25,159</td>
<td>-7.4 %</td>
<td>-4.7 %</td>
</tr>
<tr>
<td><strong>Gross Profit</strong></td>
<td>10,735</td>
<td>10,156</td>
<td>-5.4 %</td>
<td>-3.2 %</td>
</tr>
<tr>
<td><strong>Gross profit margin (%)</strong></td>
<td>39.5 %</td>
<td>40.4 %</td>
<td>+90 bps</td>
<td>+60 bps</td>
</tr>
<tr>
<td><strong>SFC</strong></td>
<td>(6,497)</td>
<td>(6,230)</td>
<td>-4.1 %</td>
<td>-2.9 %</td>
</tr>
<tr>
<td><strong>Adj. EBITA</strong></td>
<td>4,238</td>
<td>3,926</td>
<td>-7.4 %</td>
<td>-3.6 %</td>
</tr>
<tr>
<td><strong>Adj. EBITA margin (%)</strong></td>
<td>15.6 %</td>
<td>15.6 %</td>
<td>flat</td>
<td>+20 bps</td>
</tr>
</tbody>
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Adj. EBITA margin: c.+300 bps organic +190 bps reported

On track for adj. EBITA margin c. 17%* by 2022, which is not the end of the journey

Consistent organic Adj. EBITA margin expansion in both lower growth and higher growth environments

(*) assuming current 2021 FX rates for 2021 and 2022
## Adj. Net Income of €2.6bn

<table>
<thead>
<tr>
<th>In €m</th>
<th>2019</th>
<th>2020</th>
<th>% change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Adjusted EBITA</td>
<td>4,238</td>
<td>3,926</td>
<td>-7%</td>
</tr>
<tr>
<td>Other income and expenses</td>
<td>(411)</td>
<td>(210)</td>
<td></td>
</tr>
<tr>
<td>Restructuring</td>
<td>(255)</td>
<td>(421)</td>
<td></td>
</tr>
<tr>
<td>Amortization &amp; imp. of purchase accounting intangibles</td>
<td>(173)</td>
<td>(207)</td>
<td></td>
</tr>
<tr>
<td>EBIT</td>
<td>3,399</td>
<td>3,088</td>
<td>-9%</td>
</tr>
<tr>
<td>Financial costs</td>
<td>(261)</td>
<td>(278)</td>
<td></td>
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<tr>
<td>Income tax</td>
<td>(690)</td>
<td>(638)</td>
<td></td>
</tr>
<tr>
<td>Discontinued operations</td>
<td>(3)</td>
<td>-</td>
<td></td>
</tr>
<tr>
<td>Equity investment &amp; Minorities</td>
<td>(32)</td>
<td>(46)</td>
<td></td>
</tr>
<tr>
<td>Net income (Group share)</td>
<td>2,413</td>
<td>2,126</td>
<td>-12%</td>
</tr>
<tr>
<td>Adjusted Net income¹</td>
<td>2,933</td>
<td>2,614</td>
<td>-11%</td>
</tr>
<tr>
<td>Adjusted Earning per share¹</td>
<td>5.32</td>
<td>4.72</td>
<td>-11%</td>
</tr>
</tbody>
</table>

1: Adjusted net income and EPS calculation in appendix

Mainly M&A / integration costs. 2019 included loss on disposal of Pelco

Increased restructuring costs due to Group’s ongoing structural savings and cost efficiency plan. As announced at H1 Group expects €1.15 - €1.25bn in aggregate 2020-2022

Increase mainly due to FY20 acquisitions: including RIB Software (for 6 months) and L&T E&A division (for 4 months)
All 2020 targets have been surpassed

<table>
<thead>
<tr>
<th></th>
<th>Target Q3</th>
<th>FY 2020</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Org. growth</td>
<td>€ 25.2 bn</td>
<td>-4.7%</td>
</tr>
<tr>
<td><strong>Adj. EBITA margin</strong></td>
<td>15.6 %</td>
<td></td>
</tr>
<tr>
<td>Org. improvement</td>
<td>-20 to +10 bps**</td>
<td>+20 bps</td>
</tr>
<tr>
<td><strong>Schneider Sustainability Impact</strong></td>
<td>9/10</td>
<td>9.32/10</td>
</tr>
</tbody>
</table>

* Targets reviewed from "-7 to -10%" (July 2020) to "-5 to -7%" in Q3
** Targets reviewed from "-90 to -50bps" (July 2020) to "-20 to +10bps" in Q3
Free cash flow evolution (€m)

<table>
<thead>
<tr>
<th></th>
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</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>2,045</td>
<td>2,206</td>
<td>2,253</td>
<td>2,102</td>
<td>3,476</td>
<td>3,673</td>
<td></td>
</tr>
</tbody>
</table>

- FY20 FCF €3.7bn with strong contribution from working capital typical of low growth environment.
- Also benefitted by certain timing impacts specific to COVID-19 situation in the year.
- Resulting in 159% conversion** of Net Income to FCF.
- FCF expected to be around €3bn (excluding IFRS16), on average across the cycle.

* 2015-2018 not restated for impacts of IFRS16 which added €283m to Free cash flow in 2020 and €274m in 2019.
** Conversion of FCF / Net Income without impacts of IFRS 16.
The Group benefits from holding at Dec. 31, the cash contribution from 3rd parties of the AVEVA rights issue.

As the acquisition of OSIsoft had not been completed at Dec. 31, payment of the c. $5bn consideration had not been made.

Notwithstanding the impacts from the completed transaction, the Group intends to retain its current strong Investment Grade credit rating.

---

**Balance sheet remains strong - Net Debt impacted by timing of OSIsoft completion**

<table>
<thead>
<tr>
<th>Year</th>
<th>Net Debt / Adj. EBITDA</th>
</tr>
</thead>
<tbody>
<tr>
<td>2019</td>
<td>0.73x</td>
</tr>
<tr>
<td>2020</td>
<td>0.75x</td>
</tr>
<tr>
<td>2020 Adj.*</td>
<td>0.99x</td>
</tr>
</tbody>
</table>

*Net Debt as of Dec. 31, adjusted for 3rd party cash contribution, as a proportion of Adj. EBITDA for FY20*
First ever sustainability-linked convertible bond

€650 million in H2 2020

linked to 2021-2025

3 key performance indicators selected

Climate
Deliver 800 million tons of saved and avoided CO2 emissions to our customers

Equal
Increase gender diversity, from hiring to front-line managers and leadership teams (50/40/30)

Generations
Train 1 million underprivileged people in energy management
A long-term profitable investment: x 3 over 5 years

100€ invested in Schneider → 200€ capital gained

Total return for shareholders (share price and reinvested dividend) - Base 100: January 1st 2016

Factset data

TSR over 5 years: from Jan, 1st 2016 to April 20, 2021
Strong growth in Q1

€6.5bn, +13.5%
Group Q1 2021 revenues org.

Energy Management
Energy Efficiency
€4.9 billion
+13.7%
Q1 org. sales growth

Industrial Automation
Process Efficiency
€1.6 billion
+12.9%
Q1 org. sales growth

End Markets
Buildings | Data Center | Industry | Infrastructure

C.50% | C.50%
Taking into account the strong demand witnessed in Q1 while also factoring the current view of the ongoing uncertainties linked to the COVID-19 pandemic, potential global supply-chain pressures and increased input costs, the Group targets:

2021 Adjusted EBITA growth of between +14% and +20% organic

The target would be achieved through a combination of organic revenue growth and margin improvement, currently expected to be:

- Revenue growth of +8% to +11% organic
- Adjusted EBITA margin up +90bps to +130bps organic

This implies Adjusted EBITA margin of around 16.7% to 17.1% (including scope based on transactions completed to-date and FX based on current estimation)
Capital allocation: priorities unchanged

Near-term focus:

1. Successful integration of recent acquisitions and deliver associated synergies
2. Renewed progress expected on disposal program starting in H1 2021
3. Portfolio optimization
4. Share buyback* (on hold in the near-term)

Small bolt-ons or partnerships linked to long-term strategy

Strong Investment Grade Credit Ratings
Continued focus on Dividends

Capital allocation: priorities unchanged
TSR & Progressive dividend

Resolution n° 3

We remain focused on generating shareholder value

1-YEAR TSR
- C. +33%

3-YEAR TSR
- C. +85%

€2.60**
- Dividend per share
  +2% vs. 2019

Progressive Dividend** for 11 years

Progressive dividend
- (payout ratio of c.50% of adj. net income)

* SE performance among 11 peers as considered for long-term incentive plan (base 100: Jan 1st, 2016)
** Proposed dividend subject to Shareholder approval on April 28, 2021
Board composition (1/5)
Composition of the Board of Directors after the 2021 AGM
(if resolutions recommended by the Board are approved)

42% female directors*, 75% independence*, 9 different nationalities

Jean-Pascal Tricoire
Chairman & CEO

Fred Kindle
Vice-Chairman & Lead Independent Director

Léo Apotheker
Director

Cécile Cabanis
Independent Director

Rita Felix
Employee Director

Willy Kissling
Director

Linda Knoll
Independent Director

Xiaoyun Ma
Director representing the employee shareholders

Anna Ohlsson-Leijon
Independent Director

Fleur Pellerin
Independent Director

Anders Runevad
Independent Director

Gregory Spierkel
Independent Director

Lip-Bu Tan
Independent Director

Bruno Turchet
Employee Director

* Excluding consideration of the Director representing employee shareholders and the Directors representing the employees

Audit & Risks Committee
Chaired by Cécile Cabanis

Governance & Remunerations Committee
Chaired by Fred Kindle

HR & CSR Committee
Chaired by Léo Apotheker

Investment Committee
Chaired by Léo Apotheker

Digital Committee
Chaired by Gregory Spierkel
Board composition (2/5) - COVID-19 Crisis: Board’s functioning

A highly engaged Board of Directors

Schneider Electric’s global footprint enabled it to be one of the first global companies to realize the significance of the COVID-19 Crisis

More Board meetings to oversee the management during these unprecedented circumstances

Interactive Board meetings held via video conference with highly committed Board members (97% attendance rate)

Continuous dialogue between Chairman and Vice-Chairman to ensure the Board received all appropriate information

A “strategy session” of four half-days was held at the beginning of September with a 100% attendance from Board members

How is Schneider Electric’s Board of Directors informed?

- Documents available to Board Members at least 5 days before the meetings
- Every Committee’s Chairperson prepares a written report and presents its conclusion at the next Board meeting to enable the whole Board to make the right decision
- A frequent dedicated news flow is shared with the Board Members

<table>
<thead>
<tr>
<th>Year</th>
<th>Number of Board Meetings</th>
<th>Board’s Attendance Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>2019</td>
<td>7</td>
<td>93%</td>
</tr>
<tr>
<td>2020</td>
<td>12</td>
<td>97%</td>
</tr>
</tbody>
</table>
Board composition (3/5) - Responsibilities

**Board of Directors**
- Determine the Company strategic directions and ensure their implementation in accordance with the corporate interest and while taking into account social & environmental matters
- Examine all matters related to the efficient operation of the business and make decisions about any and all issues concerning the Company
- Close the financial statements
- Appoint the Corporate Officers and set their compensation
- Call AGM

**Vice-Chairman & Lead Independent Director**
- Prepare the agenda of the Board with the Chairman & CEO
- Chair “executive sessions”
- Lead the Board’s assessment
- Meet with shareholders

**Audit & Risks Committee**
- Financial statements
- Statutory auditors
- Internal control, risk management and compliance program

**HR & CSR Committee**
- Human resources policies
- Risks related to human resources
- Employee shareholding scheme
- Remuneration and succession of Group’s executives
- Group’s sustainability strategy and performance

**Governance & Remunerations Committee**
- Composition of the Board
- Chairman and CEO’s succession
- Compensation of the Corporate officers and directors
- Board’s Governance

**Digital Committee**
- Group’s digital initiatives and strategy
- Digital-related risks
- Evolution of the digital landscape

**Investment Committee**
- Investment policy and portfolio
- Capital deployment strategies
- Reconfiguration happening in the sector
Resolution n° 9: Renewal of Jean-Pascal Tricoire

- Age: 57 years
- Nationality: French
- Other Directorship: Qualcomm, Inc.
- On February 10, 2021, the Board, upon the recommendation from the Governance & Remunerations Committee, decided to propose to the AGM his renewal as a Director for a four-year term with the intention to renew his office as Chairman & Chief executive officer
- Performance by Jean-Pascal Tricoire of the duties of Chairman and CEO seems particularly appropriate to the Board

Resolution n° 10: Ms. Anna Ohlsson-Leijon candidate for election as a Director

- Age: 52 years
- Nationality: Swedish
- Other Directorship: Atlas Copco AB
- Currently Chief Executive Officer Europe and Executive Vice President of AB Electrolux since 2018
- Contribution to the Board: professional experience and skills based on her wide-ranging finance and business background, adding to the gender diversity of the Board of Directors
- If appointed, will qualify as an independent Director and join the Audit & Risks Committee
Board composition (5/5)

Resolutions n° 11, 12, 13 and 14: Appointment of the employee shareholders Director

Thierry Jacquet on the proposal of the French FCPE (Resolution n° 11)

Zennia Csikos on the proposal of the International FCPE (Resolution n° 12)

Xiaoyun Ma on the proposal of the International FCPE (Resolution n° 13)

Malene Kvist Kristensen for the employee shareholders holding their shares directly (Resolution n° 14)

Vice-Chairman & Lead Independent Director interviewed these four candidates

Upon the report from the Governance & Remunerations Committee, the Board of Directors considered that Xiaoyun Ma’s profile fits in with the Group’s objectives in terms of experience within the Group and internationalization, as set by the Board of Directors in relation to its composition

Board’s recommendations:
• vote for resolution n° 13
• vote against resolutions n° 11, 12 and 14
Compensation paid or awarded to the Chairman & CEO in 2020

Say on pay ex-post - Resolution n° 6

2020 Fixed compensation
- €875,000 instead of €1,000,000
- COVID-19 Pay-cut -25% of his fixed compensation during 6 month (Impact both fixed and variable compensation)

2020 Pension benefit
- Fixed amount: €191,600
- Variable amount: €229,652

2020 Other benefits
- Total = €36,124
- Employer matching contributions, Profit-sharing, Company car

2020 Annual variable compensation
- €1,048,775 for 2020 vs. €1,717,300 for 2019 (-39%)
- 92.2% of achievement rate aligned with employees and with shareholders’ experience
- Taking into account the COVID-19 pay-cut, actual achievement rate is 80.7% for 2020 (vs. 132.1% for 2019)

2020 Long-term incentive (Performance Shares)
- 60,000 shares granted in March 2020
- Representing €2,897,700 IFRS value
- To be vested in March 2023 subject to the achievement of stringent Performance Conditions
2021 compensation policy for the Chairman & CEO
Say on pay *ex-ante* - Resolution n° 7

**2020 Fixed Compensation**
- €1,000,000

**Long-term Incentive (Performance Shares)**
- To be vested in March 2024 subject to the achievement of stringent Performance Conditions

**Pension Benefit**
- Fixed amount: €191,600
- Variable amount: between €0 and €498,160 subject to Performance conditions

**Other Benefits**
- Employer matching contributions, Profit-sharing, Company car

**Annual Variable Compensation**

<table>
<thead>
<tr>
<th>Minimum</th>
<th>At Target</th>
<th>Maximum</th>
</tr>
</thead>
<tbody>
<tr>
<td>0% of the fixed compensation</td>
<td>130% of the fixed compensation</td>
<td>260% of the fixed compensation</td>
</tr>
</tbody>
</table>

**Subject to Performance Criteria:**
- 40% Group Organic Sales Growth
- 30% Adjusted EBITA operating margin improvement
- 20% Schneider Sustainability Impact
- 10% Group Cash conversion
2020 Director’s compensation
Say on pay ex-post and ex-ante - Resolutions n° 5 and 8

2020 Compensation policy as approved at the 2020 AGM
Proposal for 2021: no change (maximum amount remains €2.5 million)

<table>
<thead>
<tr>
<th>Board</th>
<th>Fixed fee €25,000 per director</th>
<th>€7,000 per meeting of the Board</th>
<th>Additional fee for travel</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>Committees</th>
<th>Fixed fee €25,000 for the Audit &amp; Risks Committee’s Chairperson</th>
<th>€4,000 per meeting of the Committees</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>€15,000 for the other Committees’ Chairperson</td>
<td></td>
</tr>
<tr>
<td></td>
<td>€20,000 fixed fee for non-voting members</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Special fees</th>
<th>€250,000 for the Vice-chairman &amp; Lead Independent Director</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>Name</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>L. Apotheker</td>
<td>272,479</td>
</tr>
<tr>
<td>C. Cabanis</td>
<td>147,000</td>
</tr>
<tr>
<td>R. Felix</td>
<td>47,753</td>
</tr>
<tr>
<td>F. Kindle</td>
<td>353,973</td>
</tr>
<tr>
<td>W. Kissling</td>
<td>192,000</td>
</tr>
<tr>
<td>L. Knoll</td>
<td>174,000</td>
</tr>
<tr>
<td>J. Lee</td>
<td>133,000</td>
</tr>
<tr>
<td>X. Ma</td>
<td>0</td>
</tr>
<tr>
<td>P. Montier</td>
<td>129,000</td>
</tr>
<tr>
<td>F. Pellerin</td>
<td>166,000</td>
</tr>
<tr>
<td>A. Runevad</td>
<td>152,000</td>
</tr>
<tr>
<td>G. Spierkel</td>
<td>205,000</td>
</tr>
<tr>
<td>L. Tan</td>
<td>150,000</td>
</tr>
<tr>
<td>JP. Tricoire</td>
<td>0</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>2,122,205</strong></td>
</tr>
</tbody>
</table>
## Financial delegations and authorizations

### Resolutions n° 15 to 24

<table>
<thead>
<tr>
<th>Financial Delegations</th>
<th>Duration</th>
<th>Max. ceiling in euros or as % of the share capital</th>
</tr>
</thead>
</table>
| **Increases in capital with shareholders’ preferential subscription right** (16th and 21st resolutions) | 26 months (June 2023) | €800m (200 million shares)  
                             i.e. 35.27% of the share capital | €800m (200 million shares)  
                             i.e. 35.27% of the share capital |
| **Increases in capital without shareholders’ preferential subscription right** (17th, 18th and 20th resolutions) | 26 months (June 2023) | €224m (56 million shares)  
                             i.e. 9.88% of the share capital | |
| **Increases in capital reserved for employees** (22nd and 23rd resolutions) | 18 months (Oct. 2022) | €46m (11.5 million shares)  
                             i.e. 2.03% of the share capital | |
| **Authorization granted to the Board of Directors to buy back Company shares** (15th resolution) | 18 months (Oct. 2022) | 10% of the share capital  
                             (price max. €150 per share) | |
| **Cancellation of shares bought back by the Company under the share buyback programs** (24th resolution) | 26 months (June 2023) | €224m (56 million shares)  
                             i.e. 9.88% of the share capital | |
Statutory Auditors’ Reports to the Combined General Meeting

Jean-Yves Jégourel

EY
Statutory auditors’ reports

Ordinary Shareholders’ Meeting
1. Report on the annual financial statements
2. Report on the consolidated financial statements
3. Report on related party agreements

Extraordinary Shareholders’ Meeting
4. Four reports on the issuance of shares and/or securities

© 2021 Propriété de Mazars et d’EY. Cette présentation est indissociable des éléments de context qui ont permis de l’établir et des commentaires oraux qui l’accompagnent.
1. Statutory auditors’ report on the annual financial statements (1st resolution)

2. Statutory auditors’ report on the consolidated financial statements (2nd resolution)

Statutory auditors’ report on the annual financial statements

- Available page 374 of the Universal Registration Document
- In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company as at December 31, 2020 and of the results of its operations for the year then ended in accordance with French accounting principles.

Statutory auditors’ report on the consolidated financial statements

- Available page 354 of the Universal Registration Document
- In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group as at December 31, 2020 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.
3. Statutory Auditors’ report on related-party agreements (4th resolution)

- Available page 262 of the Universal Registration Document
- No new agreement authorized during the year is submitted to the Annual General Meeting for approval
- No agreements previously approved by the Annual General Meeting remained in force during the year
- The agreement approved by the Annual General Meeting of April 23, 2020 related to the departure of Mr. Emmanuel Babeau from the Group had effects during the year:
  - Fixed and variable compensation for fiscal year 2020
  - Additional pension payments (cash benefit)
  - Application of a new non-compete agreement and of additional commitments
  - Legal and tax assistance
Since the final conditions according to which the issues will be realized have not yet been determined, we cannot report on these conditions and, consequently, on the proposed cancellation of preferential subscription rights for the 17th and 18th resolutions.

We will issue an additional report, if necessary, when your board of directors has exercised these authorizations.

Proposition to authorize your board of directors, for a period of twenty-six months, to decide whether to proceed with an issue of shares or securities giving access to the share capital of your company or of any company in which it owns directly or indirectly more than half of the share capital, with and/or without preferential subscription rights.

These securities could notably be issued in consideration for shares which may be tendered to the company as part of public exchange offers initiated by the company and in consideration for the contributions in kind made to the company.

The overall nominal amount of increases in capital that can be implemented immediately or at a later date may not exceed M€ 800 and the overall nominal amount of debt securities that can be issued may not exceed Bn€ 7.
4. Statutory auditors’ reports on the issuance of shares and/or securities (22nd and 23rd resolutions)

- As the final conditions for the issue have not yet been determined, we cannot report on these conditions and, consequently, on the proposed cancellation of preferential subscription rights.

- We will issue a supplementary report, if necessary, when your board of directors has exercised this authorization.

22nd resolution
Proposal to authorize your board of directors, for a period of twenty-six months effective August 1, 2021, to decide whether to proceed with an issue of shares or securities giving access to the share capital of your company with cancellation of preferential subscription rights, reserved for participants in a company savings plan of the company and of the French or non-French companies affiliated with it.

23rd resolution
Proposal to authorize your board of directors, for a period of eighteen months effective August 1, 2021, to decide whether to proceed with an issue of shares or securities giving access to the share capital of your company with cancellation of preferential subscription rights reserved for classes of beneficiaries.
4. Statutory auditors’ reports on the issuance of shares and/or securities (24th resolution)

- We have no comment to make on the causes for and the terms and conditions of the proposed capital reduction.

24th resolution
Proposition to delegate your board of directors, for a period of twenty-four months, all powers to cancel, up to 10% of company capital on the date of the transaction, per twenty-four month period, the shares purchased under the implementation of an authorization of purchase by your company of its own shares.
Questions-Answers Session
Vote on resolutions

Ségolène Simonin-du Boullay
Secretary to the Board of Directors
Ordinary Shareholders’ Meeting

1st resolution
Approval of statutory financial statement for the 2020 fiscal year

Result: The resolution is adopted

FOR: 383,416,449
AGAINST: 254,948
Abst. = 318,206

99.93%
0.07%
2nd resolution

Approval of consolidated financial statement for the 2020 fiscal year

Result: The resolution is adopted

FOR: 383,582,317
AGAINST: 89,080

99.98% for
0.02% against
Abst. = 318,206
Ordinary Shareholders’ Meeting

3rd resolution

Appropriation of profit for the fiscal year and setting the dividend

Result: The resolution is adopted

FOR 382,248,219
AGAINST 1,673,220
Abst. = 68,164

99.56%
0.44%
Ordinary Shareholders’ Meeting

**4th resolution**

Approval of regulated agreements governed by Article L. 225-38 et seq. of the French Commercial Code

**Result:** The resolution is adopted

- FOR: 383,785,995 (99.97%)
- AGAINST: 122,539 (0.03%)
- Abst. = 81,069
Ordinary Shareholders’ Meeting

5th resolution

Approval of the information on the Directors and Corporate officers’ compensation paid or granted for the fiscal year ending December 31, 2020 mentioned in Article L. 22-10-9 of the French Commercial Code

Result: The resolution is adopted

FOR 364,871,594
AGAINST 19,018,010
Abst. = 99,999

95,05%
4,95%
6th resolution

Approval of the components of the total compensation and benefits of all types paid during the 2020 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire

Result: The resolution is adopted

FOR 334,029,239
AGAINST 48,552,800
Abst. = 1,407,564

87.31%
12.69%
7th resolution

Approval of the Chairman and Chief executive officer’s compensation policy

Result: The resolution is adopted

FOR 305,351,223
AGAINST 71,280,870

81.07%
18.93%
Abst. = 7,357,510
8th resolution
Approval of the Directors’ compensation policy

Result: The resolution is adopted

FOR: 353,001,598 (91.97%)
AGAINST: 30,804,396 (8.03%)
Abst. = 183,609
9th resolution

Renewal of the term of office of Mr. Jean-Pascal Tricoire

Result: The resolution is adopted

For: 351,257,743
Against: 18,804,927
Abst.: 13,926,933

94.92% For
5.08% Against
10th resolution
Appointment of Mrs. Anna Ohlsson-Leijon as a Director

Result: The resolution is adopted

FOR: 334,434,219 (87.15%)
AGAINST: 49,314,016 (12.85%)
Abst.: 241,368
11th resolution
Appointment of Mr. Thierry Jacquet as Director representing the employee shareholders

Result: The resolution is rejected

Ordinary Shareholders’ Meeting

FOR
35,339,245

AGAINST
333,848,846

Abst. = 14,801,512
12th resolution
Appointment of Mrs. Zennia Csikos as Director representing the employee shareholders

Result: The resolution is rejected

Ordinary Shareholders’ Meeting

FOR
10,472,576

AGAINST
358,735,099

2,84%

97,16%

Abst. = 14,781,928
Ordinary Shareholders’ Meeting

13th resolution
Renewal of the term of office of Mrs. Xiaoyun Ma as Director representing the employee shareholders

Result: The resolution is adopted

FOR
353,355,087

AGAINST
26,667,437

Abst. = 3,967,079

92,98%
7,02%
14th resolution
Appointment of Mrs. Malene Kvist Kristensen as Director representing the employee shareholders

Result: The resolution is rejected

Ordinary Shareholders' Meeting

FOR: 10,675,263
AGAINST: 358,561,757
Abst. = 14,752,583

97.11% FOR
2.89% AGAINST

Abst. Percentage: 9.96%
15th resolution

Authorization granted to the Board of Directors to buy back Company shares

Result: The resolution is adopted

FOR 378,803,210
AGAINST 4,980,252
Abst. = 206,141
Extraordinary Shareholders’ Meeting

16th resolution
Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company with shareholders’ preferential subscription right.

Result: The resolution is adopted

FOR: 353,410,160
AGAINST: 30,249,793
Abst. = 204,254

92.12%
7.88%
17th resolution

Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders’ preferential subscription right through a public offering other than those referred to in Article L. 411-2 1° of the French Monetary and Financial Code

Result: The resolution is adopted

FOR 358,932,444
AGAINST 24,893,707
Abst. = 38,056

93,51%
6,49%
18th resolution

Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders’ preferential subscription right through an offering in accordance with Article L. 411-2 1° of the French Monetary and Financial Code

Result: The resolution is adopted

FOR: 355,382,312
AGAINST: 28,401,107
Abst. = 80,788

92,60% FOR
7,40% AGAINST
**19th resolution**

Delegation of authority to the Board of Directors to increase the number of shares to be issued in the event of a capital increase with or without shareholders’ preferential subscription

---

**Result:** The resolution is adopted

- **FOR:** 333,721,931 (86.97%)
- **AGAINST:** 50,017,253 (13.03%)
- **Abstained:** 125,023
Delegation of authority to the Board of Directors to increase the capital by issuing ordinary shares or securities giving access to share capital of the Company without shareholders’ preferential subscription in consideration for contributions in kind to the Company

**Result:** The resolution is adopted

- FOR: 374,813,021
- AGAINST: 9,015,194
- Abst. = 35,992

- 97.65%
- 2.35%
Delegation of authority to the Board of Directors to increase the capital by capitalizing additional paid-in capital, reserves, earnings or other.

Result: The resolution is adopted

FOR 382,185,336
AGAINST 1,643,856
Abst. = 35,015

99.57% FOR
0.43% AGAINST
22nd resolution

Delegation of authority to the Board of Directors to undertake capital increases reserved for participants in a company savings plan without shareholders’ preferential subscription right

Result: The resolution is adopted

FOR: 369,731,784
AGAINST: 14,069,628
Abst. = 62,795

96.33%
3.67%
23rd resolution

Delegation of authority to the Board of Directors to undertake capital increases reserved for employees of certain non-French subsidiaries of the Group, directly or via entities acting to offer those employees benefits comparable to those offered to participants in a company savings plan without shareholders' preferential subscription right

Result: The resolution is adopted

FOR: 369,849,147
AGAINST: 13,957,974
Abst. = 57,086

96.36%
3.64%
24th resolution

Authorization to the Board of Directors to cancel shares of the Company bought back by the Company under the share buyback programs

Extraordinary Shareholders' Meeting

Result: The resolution is adopted

FOR: 367,059,208
AGAINST: 16,771,893
Abst. = 33,106
25th resolution

Amendment of the Article 13 of the Articles of Association to correct a material error

Result: The resolution is adopted

FOR: 380,298,789
AGAINST: 3,487,576
Abst.: 77,842

99.09% FOR
0.91% AGAINST
Ordinary Shareholders' Meeting

26th resolution
Powers for formalities

Result: The resolution is adopted

FOR 383,322,916
AGAINST 42,720
Abst. = 623,967

99.99%
0.01%
Thank you for your participation

Schneider Electric’s next Annual Shareholders’ Meeting will take place on April 28, 2022