

Eramet

A French « Société Anonyme » with a Share capital of 87,702,893.35 Euros
Registered Head Office : 10 boulevard de Grenelle 75015 Paris
632 045 381 RCS Paris

NOTICE OF MEETING

Shareholders are notified of an Ordinary and Extraordinary Shareholders' Meeting to be held on :

Monday 26 May 2025, at 10:00 – at the Registered Head Office

In order to vote on the following agenda, which is identical to the agenda published in the BALO on 18 April 2025:

AGENDA

Under the authority of the Ordinary Shareholders' Meeting

- Approval of the financial statements (annual and consolidated) for the year ended December 31, 2024.
- Allocation of result for the 2024 financial year.
- Dividend distribution.
- Renewal of Ms Christine Coignard's term of office as director.
- Renewal of Ms Solenne Lepage's term of office as director.
- Ratification of the appointment by the Board of Mr Tanguy Gahouma Békalé as director.
- Renewal of Mr Tanguy Gahouma Békalé's term of office as director.
- Renewal of Ms Christel Bories' term of office as director.
- « Say on Pay Ex Ante » for the financial year 2024 - Approval of the amendment to the remuneration policy applicable to members of the Board of Directors, previously approved by the 2024 Annual General Meeting and increase in the total annual remuneration allocated to members of the Board of Directors for the 2024 financial year.
- « Say on Pay Ex Ante » for the financial year 2025 - Approval of the remuneration policy applicable to members of the Board of Directors and setting of the total annual remuneration allocated to members of the Board of Directors for the 2025 financial year.
- « Say on Pay Ex Ante » for the financial year 2025 - Approval of the remuneration policy applicable to Ms Christel Bories, Chairman and CEO, for the period from 1st January until the AGM of 2025.
- « Say on Pay Ex Ante » for the financial year 2025 - Approval of the remuneration policy applicable to Ms Christel Bories, Chairman of the Board, for the period from the AGM of 2025 until 31st December 2025.
- « Say on Pay Ex Ante » for the financial year 2025 - Approval of the remuneration policy applicable to Mr Paulo Castellari, CEO, for the period from the AGM of 2025 until 31st December 2025.
- « Say on Pay Ex Post » for the financial year 2024 - Approval of the provisions mentioned in paragraph I of Article L. 22-10-9 of the French Commercial Code.
- « Say on Pay Ex Post » for the financial year 2024 - Approval of the fixed, variable and exceptional elements comprising the total remuneration and benefits of any kind paid for the year ended to Ms Christel Bories, Chairman and CEO.
- Approval of the agreements covered by the special report from the statutory auditors on the agreements considered in Articles L. 225-38 and seq. of the French Commercial Code and submitted to the shareholders' vote.
- Authorization to trade in the Company's shares.

Under the authority of the Extraordinary Shareholders' Meeting

- New wording of Article 12 of the bylaws to include the possibility of a written consultation of directors.
- New wording of Article 19 of the bylaws as a result of the renumbering of an article of the French Commercial code.

Under the authority of the Ordinary Shareholders' Meeting

- Powers.

HOW TO PARTICIPATE IN THE SHAREHOLDERS' MEETING?

All shareholders, regardless of the number of shares they own, have the right to participate in the Meeting, either by personally attending, either by being represented, or by voting at distance (by internet or by postal vote using a distance voting form), under the terms and conditions set forth by the law and regulations in force.

All shareholders may be represented at the Meeting by another shareholder, by their spouse, or by a partner with whom they have entered into a Civil Solidarity Pact or any other individual or legal entity of their choice under the conditions provided for in Articles L. 225-106 and L. 22-10-39 of the French Commercial Code.

A notice of meeting containing a single remote or proxy voting form or application for an admission card will be sent automatically to all registered shareholders. The bearer shareholders will have to contact their financial intermediary from which their shares are registered in order to obtain the remote or proxy voting form or application for an admission card. Applications for submissions of forms, to be issued in due time, must be made at least 6 days before the date of the Assembly, that is to say on **May 20, 2025** at the latest.

In accordance with Article R. 22-10-28 of the French Commercial Code, the exercise of the voting right, whatever the mode chosen, requires that each shareholder justifies of this latter quality through the registration of his/her shares held in the accounts two working days preceding the Meeting, that is to say on **May 22, 2025 by 00:00 hours (midnight), Paris time:**

- either in the registered share accounts held by Uptevia for the company, for shareholders owning registered shares;
- or in bearer share accounts held by the authorized intermediary mentioned in article L. 211-3 of the French Monetary and Financial Code, for shareholders owning bearer shares.

The registration or the accounting registration of the securities in the bearer share accounts held by an authorized intermediary referred to in Article L. 211-3 of the French Monetary and Financial Code must be evidenced **by a certificate of participation issued by the latter**, attached to the remote voting form, proxy voting form, or to the application for admittance card, issued in the name of the shareholder or on behalf of the shareholder, in the name of the registered intermediary representing him/her.

In accordance with Article R. 22-10-28 of the French Commercial Code, shareholders who have voted at remote, sent a proxy or requested for an admittance card or a certificate of participation may not choose another method for participating in the Assembly, but can sell all or part of his/her shares.

- Postal distance or proxy voting:

Shareholders who do not attend the Shareholders' Meeting and wish to vote at distance or provide a proxy to the Chair or the persons listed in the provisions of Articles L. 225-106 and L. 22-10-39 of the French Commercial Code, must use the single proxy / remote voting form attached to the notice of meeting and send it to Uptevia, General Assemblies, 90-110 Esplanade du Général de Gaulle – 92931 Paris La Défense Cedex or submit their voting instructions through the VOTACCESS website.

In the case of bearer shareholders, the form will be accompanied by the certificate of participation issued by the authorized intermediary.

To be taken into account, the duly completed and signed remote voting forms must be received by Uptevia **at least three calendar days before the date of the Meeting (i.e. May, 23 2025 at the latest).**

- **Electronic remote or proxy voting:**

The VOTACCESS website will be open **from May 7, 2025 until May 25, 2025 at 3 pm** (the day before the meeting).

- For directly registered shareholders, they will be able to access the voting site via their Shareholders' Area (**at <https://www.investors.uptevia.com/>**) with their usual access codes. Directly registered shareholders must log into their Shareholders' Area with their usual access codes. After logging into their Shareholders' Area, they must follow the instructions on the screen to access the VOTACCESS website and request their admission card.
- For Administered registered shareholders and/or employee shareholders : they will be able to access the voting site via the VoteAG website (**at <https://www.voteag.com>**). Administered registered shareholders and/or employee shareholders must log into VoteAG using the temporary codes sent with the single voting form or the electronic notice of meeting. Once on the home page of the site, they must follow the instructions on the screen to access the VOTEACCESS website and request an admission card.
- For bearer shareholders: it is up to the bearer shareholder to ascertain whether or not their financial intermediary which manages their securities account, is connected to the VOTEACCESS website, the shareholder must identify himself on the internet portal of the financial intermediary using his or her usual access codes. The shareholder must then follow the instructions on the screen to access the VOTEACCESS website and request his or her admission card.

If the shareholder is no longer in possession of his or her username and/or password, he or she can call the following numbers for assistance 0 800 007 535 from France and +33 1 49 37 82 36 from abroad.

After having logged on, registered shareholders should follow the instructions appearing on the screen to access the VOTACCESS website and vote or designate or withdraw a proxy at the latest **by the day before the General Meeting at 3:00 pm (Paris time)**.

However, in order to avoid any congestion of the VOTACCESS website, shareholders are advised not to wait until the day before the General Meeting to vote.

- Bearer shareholders will need to inquire as to whether or not their account-keeping institution is connected to the VOTACCESS site and, if so, whether this access is subject to specific terms of use. If the shareholders' account-keeping institution is connected to the VOTACCESS website, the shareholder should log into the web portal of his or her account-keeping institution using his or her usual access codes. He or she should then click on the icon which appears on the line corresponding to his or her Eramet shares and follow the instructions appearing on the screen to access the VOTACCESS website to vote or withdraw a proxy.

If the shareholder's account-keeping institution is not connected to the VOTACCESS website, the shareholder may designate or withdraw a proxy by forwarding a notice electronically, in accordance with the provisions of articles R. 225-79 and R. 22-10-24 of the French Commercial Code, as follows:

- The shareholder must send an e-mail to the following address: **ct-mandataires-assemblees@uptevia.com**
That e-mail must contain the following information: name of the company concerned, date of the Shareholders' Meeting, surname, first name, address and bank account details of the shareholder concerned, surname, first name, address, bank account details of the shareholder concerned, in addition to the surname, first name and, if possible, address of the proxy ;
- The shareholder must also ask the financial intermediary in charge of managing his or her securities account to send a written confirmation to Uptevia's Shareholders' Meetings Department – CTO Assemblées Générales - 90-110 Esplanade du Général de Gaulle – 92931 Paris La Défense Cedex.

Please note that only notifications of proxies' appointment or revocation should be sent to the abovementioned e-mail address ; any other request or notification relating to another subject will not be able to be taken into account and/or dealt with.

In order that appointments' designations and revocation of proxies notified electronically may be taken into account, the mandatory confirmations must be received **no later than the day before the General Meeting Meeting at 3:00 p.m (Paris time). No designation or revocation of proxies will be taken into account on the day of the General Meeting.**

- **Written questions:**

In accordance with the provisions of Article R. 225-84 of the French Commercial Code, any shareholder wishing to submit written questions must send them to the Chair of the Board of Directors at the Company's registered office (Eramet - Group Legal Department -Guillaume Vercaemer- 10 boulevard de Grenelle - 75015 Paris) by registered letter with return receipt requested, or by electronic communication (e-mail: assemblee-generale@eramet.com), no later than the **fourth business day prior to the Meeting (i.e May 20, 2025).**

In order to be taken into account, these questions must be accompanied by a certificate of account registration issued by the authorized intermediary holding the said account.

In accordance with the legislation in force, the answer to a written question will be deemed to have been given as soon as it appears on the Company's website in a section devoted to questions and answers.

- **Audiovisual broadcast:**

In accordance with article R 22-10-29-1 of the French Commercial Code, the entire Meeting will be broadcast live via the dedicated section of the Company's website (link <https://www.eramet.com>). A recording of the Meeting will be available for consultation on the Company's website no later than seven (7) business days after the date of the Meeting, and for at least two years from the date it goes online.

The Board of Directors