

Compensation policy for corporate officers

In accordance with Article R. 22-10-14 IV of the French Commercial Code (*Code de Commerce*), the compensation policy for corporate officers submitted to the General Meeting of Shareholders on May 18, 2022 is set out below:

Compensation policy

On the recommendation of the Appointments and Compensation Committee, and taking into account the recommendations of the AFEP-MEDEF Code, the vote of the shareholders, if any, the opinions expressed at the General Meeting, and the dialog with investors, the Board of Directors has established a compensation policy for each of the Company's corporate officers that is in line with its corporate interest, that contributes to its sustainability and that supports its business strategy as presented in Chapter 1 of the Universal Registration Document.

It is defined in such a way as to be both competitive, in order to attract and retain top performing managers, and proportionate to the scope of the tasks and responsibilities entrusted to each of them, whether Chairman, executive corporate officer or member of the Board of Directors, in order to uphold the corporate interest of the Company.

Thus, the compensation of the Chairman may consist of fixed compensation, compensation for the duties of director and benefits appropriate to this role within the Company. In accordance with the recommendations of the AFEP-MEDEF Code, there is no provision for variable compensation.

The compensation of the Chief Executive Officer and/or any other executive corporate officer is reviewed in a comprehensive manner and is structured in a balanced manner between annual fixed compensation, annual variable compensation and long-term compensation in order to be adapted to the various challenges of the Company. The executive corporate officer also enjoys benefits appropriate to this role within the Company. Where appropriate, and in very specific circumstances, exceptional compensation may be submitted to the general meeting for a vote. Compensation may be received for holding the office of director.

The fixed portion of the compensation is determined in accordance with market practices.

The variable portion of the compensation, whether annual or long-term, is subject to the achievement of objectives based on criteria determined in accordance with the Company's strategic priorities. The criteria are reviewed regularly but stability over time is preferred. The objectives to be achieved for each criterion are determined annually so that they are adapted to the Company's ambitions and to the time horizon set for each plan (short term for annual variable compensation, long term for stock options and performance share plans).

For annual variable compensation, economic and financial criteria are predominant. The maximum potential compensation to reward and encourage outperformance is determined in the light of market practices.

No compensation of any kind may be determined, awarded or paid by the Company, nor may any commitment be made by the Company if it does not conform to the approved compensation policy or, in its absence, with the compensation plans or practices existing within the Company.

The Board of Directors determines, reviews and implements the compensation policy for each corporate officer on the recommendation of the Appointments and Compensation Committee. To prevent any risk of conflict of interest, it is specified that neither the Chairman of the Board, nor the Chief Executive Officer nor any other executive corporate officer participates in the Board's deliberations and votes on these matters, where they are specifically concerned.

In the decision-making process for determining and reviewing the compensation policy, the Appointments and Compensation Committee and the Board of Directors take into account the conditions of compensation and employment of the Company's employees. The Board also reviews the conditions and components of compensation of the Group's principal executives each year. The Board thus ensures that the principles governing the compensation of the Group's executive corporate officers and executives are consistent with the priority objectives of the Company, both in terms of the structure of their compensation and the criteria for determining short-term variable compensation and long-term compensation.

Tenth Resolution: Compensation policy for members of the Board of Directors

Voting result: 99.970%

Compensation policy

Compensation allocated to the members of the Board of Directors

The General Meeting determines the overall amount of compensation allocated to the members of the Board of Directors.

On the basis of the recommendations of the Appointments and Compensation Committee, the Board of Directors has set the compensation policy for the members of the Board of Directors, which is being submitted to the vote of the next General Meeting, in accordance with regulations. This policy consists of distributing the compensation allocated to the directors on the basis of their actual attendance at meetings of the Board and specialized committees held during the year in question.

The criteria for distributing the annual fixed sum allocated by the General Meeting to the members of the Board have been set by the Board on the proposal of the Appointments and Compensation Committee and are as follows:

- 62% of the total annual compensation of €515,000 is allocated to the members of the Board of Directors, i.e., a sum of €320,000;
- this sum is broken down into a fixed portion equivalent to 30% and a variable portion equivalent to 70%, the latter portion being allocated on the basis of members' attendance at Board meetings;
- the balance of €195,000 is allocated to the members of the specialized committees and distributed as follows: €90,000 to the Audit Committee, €69,000 to the Appointments and Compensation Committee and €36,000 to the Corporate, Environmental and Social Responsibility Committee. These portions are allocated based on the members' attendance at the committee meetings;
- the Chairman of the Board of Directors and the Chairs of the Committees are entitled to a 50% bonus for each meeting attended;
- no specific compensation is allocated to the members of the Strategy Committee, who are also members of the Board of Directors, with the exception of the executive corporate officer, the Chairman of the Board or the Chairs of the specialized committees.

The portion of the compensation calculated but not paid to directors who waive their compensation is not reallocated to other directors.

In accordance with Article 7 of its internal regulations, the Board of Directors may allocate exceptional compensation to some of its members for duties or offices entrusted to them, which will then be subject to the rules governing regulated agreements.

Furthermore, it should be noted that some directors may receive compensation as part of an employment contract under the conditions provided in the regulations. This includes the directors representing employees with open-ended employment contracts.

Eleventh resolution: compensation policy for the Chairman of the Board of Directors

Voting result: 99.967%

Compensation policy

The compensation policy submitted to the vote of the next General Meeting has been set by the Board of Directors on the recommendation of the Appointments and Compensation Committee.

The components of total compensation and benefits of any kind that may be granted to the Chairman of the Board for holding this office are as follows:

Fixed compensation

The Chairman's annual fixed compensation must be determined in accordance with market practices.

This analysis takes into account the main characteristics of the Company and the executive's field of action, such as:

- revenue, budget, staff;
- the context in which the role is performed with the measurement of strategic issues, short and long term development;
- the level and complexity of responsibilities.

The Board of Directors reviews the Chairman's fixed compensation annually with the objective of reviewing it only at relatively long intervals in accordance with the recommendations of the AFEP-MEDEF Code.

For information purposes, it should be noted that on February 23, 2022, the Board of Directors decided to maintain the fixed compensation of its Chairman for the year 2022 unchanged at €200,000, as per the recommendation of the Appointments and Compensation Committee.

Annual variable compensation and long-term compensation, stock options and performance shares

In accordance with the recommendations of the AFEP-MEDEF Code, the Board of Directors does not plan to grant variable compensation, long-term compensation, stock options or bonus performance shares to the Chairman of the Board.

Compensation allocated to directors

The Chairman of the Board may receive compensation for holding the office of director, determined, distributed and allocated in accordance with the rules applicable to all directors including himself.

The rules for distributing the compensation allocated to directors are as follows:

- 62% of the total annual compensation of €515,000 is allocated to the members of the Board of Directors, i.e., a sum of €320,000;
- this sum is broken down into a fixed portion equivalent to 30% and a variable portion equivalent to 70%, the latter portion being allocated on the basis of members' attendance at Board meetings;
- the balance of €195,000 is allocated to the members of the specialized committees and distributed as follows: €90,000 to the Audit Committee, €69,000 to the Appointments and Compensation Committee and €36,000 to the Corporate, Environmental and Social Responsibility Committee. These portions are allocated based on the members' attendance at the committee meetings;
- the Chairman of the Board of Directors and the Chairs of the Committees are entitled to a 50% bonus for each meeting attended;
- no specific compensation is allocated to the members of the Strategy Committee, who are also members of the Board of Directors, with the exception of the executive corporate officer, the Chairman of the Board or the Chairs of the specialized committees.

For information purposes, it should be noted that, in accordance with the decision of the Board of Directors of July 17, 2017, Jacques Veyrat no longer receives any compensation for the office of director since his appointment as Chairman of the Board of Directors on that date.

Other benefits

The Chairman of the Board may have use of a company vehicle in accordance with the Company's current motor vehicle policy and market practices. For information purposes, it should be noted that Jacques Veyrat has never taken advantage of this policy.

Twelfth resolution: compensation policy for the Chief Executive Officer and/or any other executive corporate officer

Voting result: 91.940%

Compensation policy

The compensation policy submitted to the vote of the next General Meeting has been set by the Board of Directors on the recommendation of the Appointments and Compensation Committee.

The components of total compensation and benefits of any kind that may be granted to the Chief Executive Officer and/or any other executive corporate officer for holding that office are as follows:

Fixed compensation

The executive corporate officers' annual fixed compensation must be determined in accordance with market practices.

This analysis takes into account the main characteristics of the Company and the executive's field of action, such as:

- revenue, budget, staff;
- the context in which the role is performed with the measurement of strategic issues, short and long term development;
- the level and complexity of responsibilities.

The Board of Directors reviews the executive corporate officer(s)' fixed compensation annually with the objective of reviewing it only at relatively long intervals in accordance with the recommendations of the AFEP-MEDEF Code.

For information purposes, it is specified that the gross annual fixed compensation of Enrique Martinez for the year 2022 is €750,000, unchanged since 2019.

Annual variable compensation

The annual variable compensation of the executive corporate officers is determined by the Board of Directors, which each year sets the specific quantitative and qualitative objectives and their respective weighting in the variable portion of compensation. It is proportionate and may currently represent from 0% (no objectives achieved) to 100% of the annual fixed compensation if the objectives are achieved. Overall, this variable compensation may reach a maximum of 150% of the annual fixed compensation if the objectives are exceeded.

The structure of the annual variable compensation is unchanged in 2022 compared with 2021 and remains aligned with the orientations of the strategic plan Everyday presented in February 2021. Economic and financial criteria are predominant. Variable compensation is broken down into 60% for economic and financial objectives, 10% for an objective relating to the customer experience, 10% for objectives relating to social and environmental responsibility, and 20% for qualitative goals.

The weighting of the various economic and financial criteria is balanced in order to emphasize:

- free cash flow, for which strong recurring growth is a major objective of the strategic plan Everyday;
- revenue, with ambitious growth targets that are a result of accelerating growth in online sales;
- current operating income, which remains a key indicator of the Company's economic performance.

In 2021, an objective was added relating to the customer experience, a historical hallmark of Fnac Darty. It has been further strengthened with the ambition of the Group's brands to embody the new omnichannel retail standards which put advice, sustainability and service at the heart of its customers' daily lives.

With social and environmental commitments at the heart of the strategic plan Everyday, the presence of objectives relating to these issues is maintained.

In addition, the Board of Directors, on the recommendation of the Appointments and Compensation Committee, decided to cap the potential compensation for qualitative goals at 100% of the target potential achieved on these criteria, without the possibility of compensation for outperformance. The maximum unallocated potential compensation is reallocated to the financial criteria.

The specific criteria and structure of the current short-term variable compensation are described below.

The economic and financial objectives set by the Board of Directors for the variable portion are as follows:

- Group current operating income corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.7% in the event of outperformance;
- Group free cash flow corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.7% in the event of outperformance;
- Group revenue corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.7% in the event of outperformance.

The target objectives for these three criteria correspond to the Group's budget for the year 2022.

The customer experience objective set by the Board of Directors for the variable portion is as follows:

- the Net promoter score corresponding to 10% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance.

The objectives relating to the Company's social and environmental responsibility set by the Board of Directors for the variable portion are as follows:

- the Group's non-financial rating corresponding to 5% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance;
- the commitment of Group employees corresponding to 5% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance.

The expected level of achievement of each of the economic and financial objectives and the objectives relating to the customer experience and social and environmental responsibility set for the executive corporate officers are established in advance each year by the Board of Directors but are not made public for reasons for confidentiality.

Each business, financial, customer experience and social and environmental objective is subject to:

- a trigger point below which no compensation is payable for the objective concerned; and
- a level of achievement beyond which compensation is capped for the objective concerned.

For each economic, financial, customer experience or social and environmental objective, where the measured result is between the triggering threshold and the target objective, the percentage of variable compensation for the objective in question is determined by linear interpolation between these two limits (to reach 100%). The same applies when the result is between the target objective and the cap (to reach 166.7% for the financial criteria and 150% for the customer experience or social and environmental responsibility criteria).

As for qualitative criteria the Board of Directors has set the following objectives for 2022:

- implementation of the strategic plan Everyday:
 - o development of the services policy,
 - o execution of the digital strategy,
 - o achievement of the sustainability objectives,
 - o execution of the performance plan,
 - o design and implementation of a new structure to strengthen risk control and cyber security corresponding to 15% of the total objective for a 100% target achievement rate;
- quality of management and the working environment corresponds to 5% of the total objective for a 100% target achievement rate.

These objectives were established in advance by the Board of Directors, and most of them correspond to a quantified ambition.

The potential compensation for qualitative goals is capped at 100% of the target potential achieved on these criteria, without the possibility of compensation for outperformance.

These variable compensation criteria are aligned with the Group's strategic objectives and contribute in particular to the Group's business, economic and financial performance objectives.

The weight of revenue reflects the Company's commercial ambitions set out in its strategic plan Everyday and driven by the acceleration of the Group's omnichannel model, the growing digitalization of consumption, and the unique position of the advice and services that its brands bring to their customers. Through its various brands and distribution channels, Fnac Darty offers an unrivaled range of value-added, committed and engaging products and services, with a strong ambition to capture new markets, such as those for large appliances and urban mobility.

The profitability objectives with current operating income and cash flow generation are intended to increase the Company's financial solidity, enable it to pursue its development and ensure its long-term success.

The solidity of current operating income will notably be strengthened by 100% of integrated stores becoming profitable by the end of the plan, and with the development of promising new formats such as kitchen stores and small local stores.

Cash flow generation will benefit from the transformation of the service offering with the development of a new subscription-based business model with recurring cash flows. This model secures a long-term quality relationship with the Company's customers and works to extend the products' life span.

The Net promoter score, a measure of the customer experience, marks Fnac Darty's ambition to reinvent the way it serves its customers, particularly through its digital ecosystem, enabling it to highlight the brands' great strengths of advice and recommendations and to streamline the customer experience. It will also help build a more trusting everyday customer relationship through a new subscription-based home assistance service.

Since 2019, the measurement of social and environmental responsibility criteria enables alignment with the Group's mission of being "committed to providing an educated choice and sustainable consumption" for its customers – a differentiating factor and a vector of value creation. Consideration of the Group's non-financial rating reflects Fnac Darty's ambition to be recognized as a responsible retail player. These ratings are established by independent agencies that measure performance in a comprehensive manner covering environmental, social and governance aspects. Moreover, monitoring the commitment of employees – the Company's most important asset – especially in a context of rapid transformation, demonstrates the importance of human capital for the Group, whose people are dedicated to guiding consumers to make the best and most educated choice, which marks a strong competitive difference.

Finally, the qualitative goals, reviewed each year, encourage quality operational execution and the rapid and efficient deployment of key value-creating projects for the Company's transformation. For 2022, these goals have been adapted to reflect the ambitions for the year in implementing the strategic plan Everyday. The weight of these strategic objectives, which mostly correspond to quantified ambitions, has been reinforced compared with 2021. The objectives related to the quality of management and the working environment have also been modified compared to 2021, with a lower

weighting, in order to take into account the opinions expressed in the context of the Company’s shareholder dialog.

Each of the economic, financial, customer experience and social and environmental responsibility criteria is measured by the Board of Directors when it is preparing the annual financial statements, based on the performance for the entire year in question. The qualitative criteria are assessed at the same meeting on the basis of the Appointments and Compensation Committee’s evaluation.

| | | % of fixed compensation | | |
|--|--|-------------------------|--------|---------|
| | | Minimum | Target | Maximum |
| Business and financial objectives (60% of total variable) | Group current operating income (COI) | 0.0% | 20.0% | 33.3% |
| | Group free cash flow (FCF) | 0.0% | 20.0% | 33.3% |
| | Group revenue | 0.0% | 20.0% | 33.3% |
| Objective relating to the customer experience (10% of total variable) | Net promoter score (NPS) | 0.0% | 10.0% | 15.0% |
| Objectives relating to social and environmental responsibility (10% of total variable) | The Group’s non-financial rating | 0.0% | 5.0% | 7.5% |
| | Employee commitment | 0.0% | 5.0% | 7.5% |
| Qualitative goals (20% of total variable) | Implementation of the strategic plan Everyday: development of the services policy, execution of the digital strategy, achievement of sustainability objectives, execution of the performance plan, design and implementation of a new structure to strengthen risk control and cyber security. | 0.0% | 15.0% | 15.0% |
| | Quality of management and working environment | 0.0% | 5.0% | 5.0% |

| | | | |
|---|------|--------|--------|
| VARIABLE TOTAL AS % OF FIXED COMPENSATION | 0.0% | 100.0% | 150.0% |
|---|------|--------|--------|

Long-term compensation, stock options and performance shares

Executive corporate officers are eligible for long-term incentive plans awarded by the Board of Directors in the same way as other members of the Executive Committee. The plans allocated to the executive corporate officers may take the form of share subscription and/or purchase option plans, bonus performance share plans, or performance plans paid in cash. The purpose of these plans is primarily to more closely align the interests of the executive corporate officers with those of the shareholders.

In accordance with the recommendations of the AFEP-MEDEF Code, the grant value of these plans as adopted under IFRS 2 is proportionate to the annual fixed and variable portions of the compensation. It is also determined by the Board of Directors based on market practices.

Thus, the value of the long-term compensation at the time of its initial allocation may represent a maximum of 50% of the total compensation (this total compensation is equal to the sum of the annual fixed compensation, the maximum variable compensation, and the long-term compensation).

These plans do not have a vesting period of less than three years. The vesting of these plans is subject to:

- the fulfillment of a condition of continuous service at maturity, except in exceptional circumstances provided for by the plans' regulations – for example, in the event of death, disability, or change of control of the Company, it being specified that in the event of termination of their office, the plans granted to the executive corporate officers which are in the process of vesting are lost, unless the Board of Directors decides expressly to maintain them by applying a prorated reduction in the number of shares that may still be vested at maturity;
- the fulfillment of several performance conditions determined by the Board of Directors, including at least:
 - o one related to a social and environmental objective of the Company,
 - o one related to an economic criterion of the Company (indicator linked to the balance sheet and/or the income statement) ,
 - o one related to the Company's stock market performance, except in the case of stock option awards for which a condition related to the Company's stock market performance will be possible but not necessary insofar this condition exists intrinsically, since the exercise of stock options requires an absolute growth in the share price.

The performance criteria, identical to those set for the plans awarded to the members of the Group Executive Committee, are demanding. They do not allow these plans to vest if a triggering threshold is not reached and are measured over a period spanning the years covered by the plans. Where the performance of a criterion is measured relative to an index or peer group, the performance threshold below which no compensation for the criterion is due is either the median or the average of the index or peer group.

Performance conditions are measured at the end of each plan in accordance with the terms of the plan regulations to enable the Board, or the executive corporate officer by sub-delegation of the Board of

Directors, to note the fulfillment of the vesting conditions of the long-term compensation (performance conditions and continuous service conditions).

In accordance with Articles L. 225-185 and L. 225-197-1 of the French Commercial Code, the Board has decided that:

- executive corporate officers hold a minimum number of shares in their own names, until the termination of their duties, corresponding to 25% of the definitively acquired shares (net of expenses and taxes and of any divestments required for the exercise of options) for each of the bonus share and option plans granted to them by the Board from the date of their appointment, whereby it is specified that any plans from which they may previously have benefited as employees are not included;
- however, this percentage is reduced to 5% if the number of shares held by the executive corporate officers under the bonus share allocation and the exercise of options, under all plans, represents an amount that is equal to twice their gross annual fixed compensation, which is the minimum number of shares that the executive corporate officers must hold in their own names until the termination of their duties under Section 23 of the French AFEP-MEDEF Code.

In accordance with the recommendations of the AFEP-MEDEF Code, executive corporate officers who are beneficiaries of stock options and/or performance shares make a formal commitment not to use hedging transactions on either options or shares from exercising of options or performance shares, until the end of the share retention period set by the Board of Directors.

By aligning the long-term interests of executives and shareholders, and by providing for performance conditions based on stock market performance, whether intrinsic or not to the vehicle awarded, but also on economic, financial or social and environmental responsibility criteria defined in accordance with the Group's strategic priorities, long-term variable compensation contributes to the objectives of the compensation policy. Furthermore, by specifying, in accordance with Articles L. 225-185 and L. 225-197-1 of the French Commercial Code, the rules governing the holding of registered shares definitively acquired under each of the bonus share and option plans, this method of compensation promotes the Company's long-term success.

Exceptional compensation

In accordance with the recommendations of the AFEP-MEDEF Code, the Board of Directors only plans to grant exceptional compensation to executive corporate officers in very specific circumstances. The payment of this type of compensation must be justified by an event such as the execution of a major transaction for the Company, or the measurement of a particular outperformance not measured in the context of annual variable compensation. The grant value of the exceptional compensation may represent a maximum of 100% of the annual fixed compensation and of the maximum annual variable compensation.

Compensation allocated to directors

If they are directors of the Company, executive corporate officers may receive compensation for that role, determined, distributed and allocated to executive corporate officers in accordance with the rules applicable to all directors including themselves.

The rules for distributing the compensation allocated to directors are as follows:

- 62% of the total annual compensation of €515,000 is allocated to the members of the Board of Directors, i.e., a sum of €320,000;
- this sum is broken down into a fixed portion equivalent to 30% and a variable portion equivalent to 70%, the latter portion being allocated on the basis of the members' attendance at Board meetings;
- the balance of €195,000 is allocated to the members of the specialized committees and distributed as follows: €90,000 to the Audit Committee, €69,000 to the Appointments and Compensation Committee and €36,000 to the Corporate, Environmental and Social Responsibility Committee. These portions are allocated based on the members' attendance at the committee meetings;
- the Chairman of the Board of Directors and the Chairs of the Committees are entitled to a 50% bonus for each meeting attended;
- no specific compensation is allocated to the members of the Strategy Committee, who are also members of the Board of Directors, with the exception of the executive corporate officer, the Chairman of the Board or the Chairs of the specialized committees.

For information purposes, it should be noted that, in accordance with the decision of the Board of Directors of February 20, 2019, Enrique Martinez does not receive any compensation for holding the office of director.

Other benefits

In the absence of an employment contract with the Company, or in the event of a suspension of the employment contract, the executive corporate officers benefit from unemployment insurance specific to non-employee corporate officers, in order to compensate in part for the absence of an unemployment insurance plan similar to that of employees.

Executive corporate officers have use of a company vehicle in accordance with the Company's current motor vehicle policy and market practices.

In accordance with the provisions of Article L. 22-10-34 II of the French Commercial Code, the payment of the components of variable and, if applicable, exceptional compensation granted to the executive corporate officers for the preceding year is subject to the approval by an ordinary general meeting of the components of compensation for the person in question in accordance with the conditions set forth in said article.

Commitments

Severance pay

Executive corporate officers are entitled to severance pay in the event of termination of their office, the payment of which will be subject to financial criteria and, where applicable, non-financial criteria contributing to the objectives of the compensation policy. If such a commitment were put in place by the Board of Directors, it would comply with the recommendations of the AFEP-MEDEF Code, in particular concerning the cap of two years' compensation (annual fixed and variable) on such severance pay.

It should be noted that Enrique Martinez does not benefit from such a commitment, either as Chief Executive Officer or under his employment contract, which was suspended when he took office in July 2017.

In the event of termination of the employment contract, three months' notice is required. If the termination is caused by the Chief Executive Officer, no severance pay is due. If the termination is caused by the Company, statutory or contractual severance pay is provided for.

Non-compete clause

The executive corporate officers may be subject to a non-compete clause limited to a period of two years from the end of their term of office, in consideration of which they may receive, in installments over the period, a gross compensatory allowance of up to 80% of the fixed monthly compensation, which may be waived by the Board of Directors.

The non-compete clause is in line with the AFEP-MEDEF Code's recommendations for a cap of two years' compensation (fixed and annual variable), along with any severance pay.

In addition, the payment of the non-compete allowance is excluded if the executive retires. In any event, no such allowance may be paid after the age of 65.

In this context, Enrique Martinez is subject to a non-compete clause in the sector of specialized retail in cultural, electronic and household appliance products for the general public in the countries where the Group operates. The application of this non-compete clause is limited to a period of two years from the end of his term of office. In return for observing this, Enrique Martinez will receive, in installments over the period, a gross compensatory allowance of 70% of his fixed monthly compensation, for a period of two years from the effective end date of his term of office. The Board of Directors may opt not to implement this clause.

This commitment was approved by the General Meeting of May 18, 2018 under the fifth resolution and was the subject of an amendment approved by the General Meeting of May 23, 2019 to bring it into line with the recommendations of the AFEP-MEDEF Code.

Supplementary pension plan

Executive corporate officers may benefit from a defined contribution supplementary pension plan.

In this context, Enrique Martinez is affiliated to the defined contribution supplementary pension plan, under Article 83 of the French General Tax Code (*Code général des impôts*), from which all the executives of the French companies of Fnac Darty included in this contract benefit, under the same conditions and according to the same rules as for other executives.

This commitment was approved by the General Meeting of May 18, 2018 under the fifth resolution.

Life and disability benefit plan

Executive corporate officers may benefit from a life and disability benefit plan.

In this context, Enrique Martinez is affiliated to the life and disability plan (health, death, disability and invalidity costs), from which all the executives of the French companies of Fnac Darty included in this contract benefit, under the same conditions and according to the same rules as for other executives.

This commitment was approved by the General Meeting of May 18, 2018 under the fifth resolution.

Finally, it is specified that in the event of the appointment of Executive Vice Presidents, this compensation policy of the Chief Executive Officer and/or any other executive corporate officer would be applicable to them. In this context, they may benefit from an employment contract under the conditions set forth in the regulations.