



Remuneration policy for executive officers

Publication released in application of the provisions of Article 27.1 of the Afep-Medef code (Rounded figures)

The Board of Directors' meeting of SEB S.A. on 24 February 2026, upon recommendation of the Governance and Remuneration Committee, took the decisions below regarding remuneration of executive officers. The components of remuneration awarded are reviewed and detailed in the 2025 Universal Registration Document.

They will be submitted to a shareholder vote at the next Shareholders' Meeting, to be held on 12 May 2026 at 2:30 p.m. at the Pavillon Gabriel in Paris.

REMUNERATION IN RESPECT OF FINANCIAL YEAR 2025

A. Remuneration of Thierry de La Tour d'Artaise in respect of his duties as Chairman of the Board of Directors

Fixed remuneration

The annual fixed remuneration of the Chairman amounted to €750,000 gross for 2025.

Thierry de La Tour d'Artaise does not benefit from any variable remuneration nor bonus and will not be awarded any performance shares.

➤ **Remuneration as member of the Board of Directors for the financial year 2025 – benefits in kind**

Thierry de La Tour d'Artaise receives remuneration in his capacity as member of the Board of Directors of SEB S.A. according to the rules applicable to all Board members.

In 2025, Thierry de La Tour d'Artaise received €35,000 gross in this respect.

In his role as Chairman of the Strategic and CSR Committee, he received the additional remuneration applicable to chairs of committees as defined by the Board's Internal Regulations, i.e., €20,000 gross annually.

He received benefits in kind amounting to €8,604 gross for financial year 2025 (company car).

B. Remuneration of Stanislas de Gramont in respect of his position as Chief Executive Officer

Fixed portion

The annual fixed remuneration of Stanislas de Gramont amounted to €900,000 gross for 2025, unchanged from 2024.

He received benefits in kind amounting to €63,240 gross for financial year 2025.

Variable portion

The variable remuneration awarded to Stanislas de Gramont, in respect of financial year 2025, shall amount to €322,000 gross, i.e. 35.8% of his annual fixed remuneration.

This variable portion was determined on the basis of pre-established annual objectives that are demanding and aligned with the Group's strategy. It breaks down as follows:

Quantifiable financial criteria (60%)

The achievement of quantitative targets is assessed based on Group consolidated revenue and Operating Result from Activity (ORfA), set by the Board of Directors on February 24, 2026, on recommendation of the Governance and Remuneration Committee.

Neither the revenue target nor the ORfA target was reached, resulting in an achievement rate of **0%**.

It should be noted that this component represents 60% of the total variable remuneration.

Quantifiable non-financial criteria (15%)

The targets relating to the achievement of the annual Corporate Social and Environmental Responsibility (CSR) criteria, which represent 15% of the total variable remuneration, are as follows:

- **Reduction of energy consumption per unit produced across all production sites**, weighting 2.5%: this target was not achieved, as the decrease in production volumes was greater than the reduction in energy consumption per unit produced.
- **Reduction in total CO2 emissions in line with the SBTi commitment**, weighting 2.5%: the target was achieved with an achievement rate of **140%**.
- **Annual frequency rate of workplace accidents, including temporary workers**, relative to the total number of hours worked, weighting 5%: the recorded rate was 0.76, compared with a target of 0.65, corresponding to an achievement rate of **78%**.
- **Social compliance of subsidiaries located in high-risk areas with respect to human rights**, with a target compliance rate of 90%, weighting 5%: this target was achieved, with five sites audited in 2025 by Intertek, resulting in an achievement rate of **117.5%**.

Overall, the achievement rate for the **CSR criteria** amounts to **88.5%**

Qualitative non-financial criteria (25%)

The qualitative component is divided in two elements:

Qualitative targets relating to individual performance set by the Board of Directors, upon recommendation of the Governance and Remuneration Committee, accounts for 15% of the total variable remuneration.

For the 2025 financial year, these targets related to:

- Deployment of the Company's strategic project,
- Strengthening the General Management Committee, the Executive Committee and the Executive Leadership Team,
- Acceleration of succession plans for key Group functions.

The achievement rate **amounts to 90% for** financial year 2025.

Qualitative targets relating to collective performance of the Group Executive Committee, which account for 10% of the total variable remuneration. Collective performance was assessed at **90%** by the Board.

Components of long-term remuneration

Stanislas de Gramont was awarded 13,000 shares in his position as Chief Executive Officer in respect of the 2025 performance share program.

In addition, at its meeting held on 24 February 2026, the Board of Directors noted that the achievement rate of the performance conditions applicable to the 2023 performance shares plan, covering the annual qualitative targets for the 2023 to 2025 financial years, amounts to **74.7%**.

REMUNERATION POLICY IN RESPECT OF FINANCIAL YEAR 2025

Remuneration policy applicable to Thierry de La Tour d'Artaise as Chairman of the Board of Directors

At its meeting on February 24, 2026, the Board of Directors, upon recommendation of the Governance and Remuneration Committee, decided to submit to the Shareholders' Meeting of May 12, 2026 a compensation policy for the Chairman of the Board of Directors identical to the one approved by the Shareholders' Meeting on May 20, 2025.

Thus, the annual fixed remuneration of Thierry de La Tour d'Artaise remains at €750,000 gross. He will not benefit from any variable remuneration component nor will be awarded performance shares in respect of 2026 financial year 2026.

Thierry de La Tour d'Artaise will continue to receive additional remuneration in his capacity as Member and Chairman of the Strategic and CSR Committee.

He will also benefit from a company car (as a benefit in kind), as in 2025.

Remuneration policy applicable to Stanislas de Gramont as Chief Executive Officer

The Board of Directors, upon recommendation of the Governance and Remuneration Committee, decided to submit to the Shareholders' Meeting of May 12, 2026 a compensation policy for the Chief Executive Officer that remains in line with the policy approved by the Shareholders' Meeting on May 20, 2025.

Fixed portion

The annual fixed remuneration of Stanislas de Gramont remains at €900,000 gross, unchanged from 2025.

Variable portion

The quantitative and qualitative criteria for the annual variable portion defined by the Board of Directors, on the recommendation of the Governance and Remuneration Committee, are as follows:

Quantifiable financial criteria (60%)

- revenue target
- Operating Result from Activity (ORfA) target

Quantifiable non-financial criteria (15%)

- **Reduction of CO2 emissions – Science Based Targets initiative (SBTi) commitment (5%):** target to reduce CO2 emissions accross industrial sites in line with the SBTi trajectory validated in 2021, operationally implemented on a site-by-site basis.

- **Annual frequency rate of workplace accidents (5%)**, comprising two criteria, each representing 2.5%:
 - Annual reduction target for the frequency rate of workplace accidents with lost-time, relative to the total number of hours worked (TF1);
 - Annual reduction target for the frequency rate of workplace accidents with and without lost-time, relative to the total number of hours worked (TF2).
- **Social compliance of subsidiaries located in high-risk areas (5%)**: ensuring that all subsidiaries operating in sensitive regions comply with human rights and ethical standards, with particular emphasis on emerging countries.

Qualitative non-financial criteria (25%)

➤ Individual performance (15%),

The Chief Executive Officer's individual objectives, set by the Board of Directors upon the recommendation of the Governance and Remuneration Committee, are structured around three key areas:

- **Roll-out and execution of the “Rebond” transformation plan**: implementation of the plan announced to the market, across all its dimensions. This priority represents the predominant component in the assessment of individual performance.
- **Strengthening of the leadership teams**: enhancing cohesion, performance and stability within key bodies: the Group Management Committee (CDG), the Executive Committee (Comex) and the Executive Leadership Team.
- **Acceleration of succession plans**: preparing the succession for strategic positions (CEO, Comex, CDG) to ensure leadership continuity and secure critical talent.

➤ Collective performance of the Group Executive Committee (10%)

The collective performance of the Executive Committee assesses the team's ability to work effectively together, achieves the set objectives and acts consistently with the standards expected of Comex members.

Variable remuneration ceiling

The variable component remains set at 100% of fixed remuneration, with a ceiling of 150%.

Components of long-term remuneration

Stanislas de Gramont will benefit from an award of **13,000 performance shares** under the **2026 performance shares plan**, identical to that of 2025, subject to the same conditions, in particular share retention and holding obligations.

Since 2024, performance shares awarded to all beneficiaries have been subject to financial and non-financial performance conditions assessed over a three-year period.

The performance conditions of the 2026 performance shares plan are identical to those of 2025 and are as follows:

- **Financial criteria (80%)**: Revenue and ORfA — based on the average of the annual targets over the three-year period.
- **Non-financial criteria (20%)**, directly linked to the medium-term ESG strategy, measured at the end of the three-year period and broken down as follows:

(i) **Acting for All**: Percentage of women in key positions (weighted at 5%);

(ii) **Acting for the Planet**: Reduction of CO₂ emissions (Scopes 1 & 2) (weighted at 5%);

(iii) **Act as a leader the Circular Economy:** Percentage of recycled materials in products and packaging (weighted at 10%).

Other components of annual remuneration

Stanislas de Gramont will continue to benefit from the same benefits in kind (company car, senior executive (*garantie sociale des chefs d'entreprises* or GSC)/job loss insurance and supplementary life insurance).

In application of Article L. 22-10-34 II of the French Commercial Code, the fixed, variable and exceptional components of total remuneration and benefits of all kinds, awarded during the past year or in respect of the same year to corporate officers shall be submitted to the Annual General Meeting of the company.

In application of Article L. 22-10-34 I of the French Commercial Code, the Ordinary Annual General Meeting shall rule on the draft proposal regarding information relative to the remuneration of the executive officers mentioned in Article L. 22-10-9 of the French Commercial Code.

Lastly, in application of Article L. 22-10-8 of the French Commercial Code, the remuneration policy for executive officers for 2024 shall be submitted to the shareholders for approval at the next Annual General Meeting of the Company.