

L'AIR LIQUIDE

Société Anonyme pour l'Étude et l'Exploitation des procédés Georges Claude with registered capital of
2,884,842,279 euros
Corporate Head Office: 75, quai d'Orsay - 75007 Paris
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Preliminary notice of Meeting

The Shareholders are invited to attend the Combined General Meeting that will be held on Tuesday, April 30, 2024 at 3:00 p.m. at the Palais des Congrès, 2, place de la Porte Maillot, 75017 Paris.

Agenda

Ordinary General Meeting:

- Approval of the Company financial statements for the fiscal year ended December 31, 2023
- Approval of the consolidated financial statements for the fiscal year ended December 31, 2023
- Appropriation of 2023 earnings; setting of the dividend
- Authorization granted to the Board of Directors for a period of 18 months to allow the Company to trade in its own shares
- Renewal of the term of office of Ms Kim Ann Mink as Director of the Company
- Renewal of the term of office of Ms Monica de Virgiliis as Director of the Company
- Statutory Auditors' Special Report on agreements covered by the articles L. 225-38 et seq. of the French Commercial Code
- Approval of the components of the remuneration paid during or awarded in respect of the fiscal year ended December 31, 2023 to Mr François Jackow, Chief Executive Officer
- Approval of the components of the remuneration paid during or awarded in respect of the fiscal year ended December 31, 2023 to Mr Benoît Potier, Chairman of the Board of Directors
- Approval of information relating to the remuneration of corporate officers stated in article L. 22-10-9-I of the French Commercial Code
- Approval of the remuneration policy applicable to the Chief Executive Officer
- Approval of the remuneration policy applicable to the Chairman of the Board of Directors
- Approval of the remuneration policy applicable to Directors
- Setting of the total annual amount of Directors' remuneration
- Appointment of the company PriceWaterhouseCoopers Audit as Statutory Auditor in charge of certifying the sustainability information
- Appointment of the company KPMG S.A. as Statutory Auditor in charge of certifying the sustainability information

Extraordinary General Meeting:

- Authorization granted to the Board of Directors for a period of 24 months to reduce the share capital by cancellation of treasury shares
- Delegation of authority granted to the Board of Directors for a period of 26 months to increase the share capital through the incorporation of additional paid-in capital, reserves, profits or any other amounts, for a maximum amount of 320 million euros
- Delegation of authority granted to the Board of Directors for a period of 26 months to perform share capital increases, with cancellation of preferential subscription rights, reserved for members of a company or group savings plan
- Delegation of authority granted to the Board of Directors for a period of 18 months to perform share capital increases, with cancellation of preferential subscription rights, reserved for a category of beneficiaries

English translation for information purposes

- Amendment of article 11 (Composition of the Board of Directors) of the articles of association concerning the modification of the age limit applicable to a percentage of Directors
- Amendment of article 12 (Organization and management of the Board of Directors) of the articles of association concerning the modification of the age limit for the Chairman of the Board of Directors

Ordinary General Meeting:

- Powers for formalities

Draft resolutions

Ordinary General Meeting

First Resolution (*Approval of the Company financial statements for the fiscal year ended December 31, 2023*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted:

- the Reports of the Board of Directors and the Statutory Auditors;
- the Company's financial statements, income statement, balance sheet and notes thereto,

approves the Company financial statements for the year ended December 31, 2023 as presented, and approves the transactions reflected in these financial statements or mentioned in these Reports.

The General Meeting determines the amount of net earnings for the fiscal year to be 977,202,213 euros.

Second Resolution (*Approval of the consolidated financial statements for the fiscal year ended December 31, 2023*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted:

- the Reports of the Board of Directors and the Statutory Auditors;
- the Group's consolidated financial statements;

approves the consolidated financial statements for the year ended, December 31, 2023, as presented.

Third Resolution (*Appropriation of 2023 earnings; setting of the dividend*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted that, considering the fiscal year 2023 earnings of 977,202,213 euros and the retained earnings of 3,671,836,412 euros as of December 31, 2023, distributable earnings for the fiscal year amount to a total of 4,649,038,625 euros, approves the proposals of the Board of Directors regarding the appropriation of earnings. The General Meeting hereby decides to appropriate distributable earnings as follows:

Legal reserve	586,579 euros
Retained earnings	2,923,495,707 euros
Dividend (including the loyalty dividend)	1,724,956,339 euros

Hence, a dividend of 3.20 euros shall be paid to each of the shares conferring entitlement to a dividend, it being specified that in the event of a change in the number of shares conferring entitlement to a dividend compared to the 524,516,778 shares making up the share capital as of December 31, 2023, the overall dividend amount would be adjusted accordingly and the amount appropriated to the retained earnings account would be determined on the basis of the dividend effectively paid.

The dividend will be paid on May 22, 2024:

- for direct registered shares: directly by the Company;
- for intermediary registered shares, as well as for bearer shares which are registered in Shareholder accounts: by the authorized intermediaries to which the management of these shares has been entrusted.

The dividend distributions made with respect to the last three fiscal years are as follows:

	Total amount distributed (a) (in euros)	Number of shares concerned (b)	Dividend distributed eligible in its entirety for the 40% deduction referred to in article 158-3-2° of the French Tax Code (c) (in euros)
Fiscal year 2020			
Ordinary dividend	1,302,566,991	473,660,724	2.75
Loyalty dividend	35,573,380	131,753,261	0.27
Fiscal year 2021			
Ordinary dividend	1,378,344,007	475,291,037	2.90
Loyalty dividend	39,148,116	134,993,503	0.29
Fiscal year 2022			
Ordinary dividend	1 544 178 299	523,450,271	2.95
Loyalty dividend	43,256,757	149,161,232	0.29

(a) Theoretical values calculated based on the number of shares as of December 31 for each fiscal year.

(b) Number of shares expressed historically as of December 31 for each fiscal year.

The amounts effectively paid after adjustment were as follows:

– fiscal year 2020 – ordinary dividend: 1,298,589,273 euros for 472,214,281 shares; loyalty dividend: 37,480,931 euros for 138,818,263 shares;

– fiscal year 2021 – ordinary dividend: 1,372,465,400 euros for 473,263,931 shares; loyalty dividend: 39,396,398 euros for 135,849,648 shares;

– fiscal year 2022 – ordinary dividend: 1,540,365,457 euros for 522,157,782 shares; loyalty dividend: 42,571,128 euros for 146,796,994 shares.

The adjustment especially arises from the change in the number of treasury shares, from the final determination of the loyalty dividend taking into account shares sold between January 1 and the ex-dividend date, from the exercise of options over this same period and the capital increase reserved for employees.

(c) Applicable, under certain conditions, when the progressive income tax rate is chosen.

Pursuant to the provisions of the articles of association, a loyalty dividend of 10%, i.e. 0.32 euros per share with a par value of 5.50 euros, shall be granted to shares which have been held in registered form since December 31, 2021, and which remain held in this form continuously until May 22, 2024, the dividend payment date.

In accordance with article 117 quater of the French Tax Code, it is specified that ordinary and loyalty dividends paid to individuals with their tax residence in France are fully subject to the single flat-rate withholding tax of 12.8%. Nonetheless, at the express, irrevocable and global request of the Shareholder, these dividends may be subject to the progressive income tax rate and shall therefore be eligible for the 40% allowance referred to in section 2° of paragraph 3 of article 158 of the French Tax Code, which is applicable under certain conditions. In all cases, these ordinary and loyalty dividends shall also be subject to social contributions at a rate of 17.2%.

The total amount of the loyalty dividend for the 145,320,778 shares which have been held in registered form since December 31, 2021, and which remained held in this form continuously until December 31, 2023, amounts to 46,502,649 euros.

The total loyalty dividend corresponding to those of the 145,320,778 shares that cease to be held in registered form between January 1, 2024 and the May 22, 2024 dividend payment date, shall be deducted from the aforementioned amount.

Fourth Resolution (*Authorization granted to the Board of Directors for a period of 18 months to allow the Company to trade in its own shares*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted the Board of Directors' Report, in accordance with articles L. 22-10-62 *et seq.* of the French Commercial Code and the directly applicable provisions of European Commission Regulation No. 596/2014 of April 16, 2014, authorizes the Board of Directors to allow the Company to repurchase its own shares in order to:

- cancel them, subject to the adoption of the seventeenth resolution;
- tender them following the exercise of rights attached to marketable securities conferring entitlement to Company shares by redemption, conversion, exchange, presentation of a warrant or any other means;
- implement (i) any share purchase option plans or (ii) plans for free share attributions, or (iii) any employee share ownership transactions reserved for members of a Company Savings Plan, performed under the terms and conditions set forth in articles L. 3331-1 *et seq.* of the French Labor Code through the transfer of shares bought back previously by the Company under this resolution, or providing for free share attributions in respect of a contribution in shares by the Company and/or to replace the discount, or (iv) share grants to employees and/or Executive Officers of the Company and of affiliated companies;
- maintain an active market in the Company's shares pursuant to a liquidity contract in accordance with the market practice recognized by the French financial market authority.

The buy-back by the Company of its own shares shall be also intended to enable the implementation of any market practice that may be permitted by the French financial market authority and, more generally, the achievement of any other transaction which would comply with the regulations in force. In this case, the Company would inform its Shareholders by means of a press release.

The General Meeting sets the maximum purchase price at 300 euros (excluding acquisition costs) per share with a par value of 5.50 euros, and the maximum number of shares that can be bought back at 10% of the total number of shares making up the share capital as of December 31, 2023, or 52,451,677 shares with a par value of 5.50 euros, for a maximum total amount of 15,735,503,100 euros, subject to the legal limits.

These shares may be purchased at any time, excluding the periods for takeover bids on the Company's share capital, on one or more occasions and by all available means, either on or off a stock exchange, over-the-counter, including the purchase of blocks of shares, or through the use of derivative financial instruments, and, if applicable, by all third parties acting on behalf of the Company, under the conditions stipulated in the provisions of the final paragraph of article L. 225-206 of the French Commercial Code.

Shares bought back may be commuted, assigned or transferred in any manner on or off a stock exchange or over-the-counter, including the sale of blocks of shares, in accordance with the applicable regulations.

As own shares do not confer entitlement to a dividend, the amount of the unpaid dividends will be allocated to retained earnings.

This authorization is granted for a period of 18 months starting from the date of this Meeting. It shall be valid as of the date of the Board of Directors' meeting called to decide on the implementation of the share buyback program and, at the latest, as of November 3, 2024. With effect from this date, it will supersede the authorization granted by the fourth resolution of the Ordinary General Meeting of May 3, 2023, with respect to the non-utilized portion of such authorization.

The General Meeting gives full powers to the Board of Directors, with the possibility of sub-delegating such powers, to implement this authorization, place orders for trades, enter into all agreements, perform all formalities and make all declarations with regard to all authorities and, generally, do all that is necessary for the execution of any of the Board's decisions made in connection with this authorization.

The Board of Directors shall inform the General Meeting of any transactions performed in light of this authorization in accordance with applicable regulations.

Fifth Resolution (*Renewal of the term of office of Ms Kim Ann Mink as Director of the Company*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted the Board of Directors' Report, decides to renew the term of office as a Director of

Ms Kim Ann Mink for a period of four years, which will expire at the end of the 2028 General Meeting held to approve the financial statements for the fiscal year ending December 31, 2027.

Sixth Resolution (*Renewal of the term of office of Ms Monica de Virgiliis as Director of the Company*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted the Board of Directors' Report, decides to renew the term of office as a Director of Ms Monica de Virgiliis for a period of four years, which will expire at the end of the 2028 General Meeting held to approve the financial statements for the fiscal year ending December 31, 2027.

Seventh Resolution (*Statutory Auditors' Special Report on agreements covered by the articles L. 225-38 et seq. of the French Commercial Code*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, duly notes that the Statutory Auditors' Special Report on the agreements covered by articles L. 225-38 et seq. of the French Commercial Code required by the legal and regulatory provisions in force has been submitted to the General Meeting and that it makes no mention of any new agreement during the fiscal year ended December 31, 2023.

Eighth Resolution (*Approval of the components of the remuneration paid during or awarded in respect of the fiscal year ended December 31, 2023 to Mr François Jackow, Chief Executive Officer*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, approves, pursuant to article L. 22-10-34-II of the French Commercial Code, the fixed, variable and exceptional elements of the total remuneration and benefits of any kind paid during the fiscal year ended December 31, 2023, or awarded for the same fiscal year to Mr François Jackow, Chief Executive Officer as presented in the Company's 2023 Universal Registration Document, in chapter 3 "Corporate governance", in the section entitled "Remuneration of L'Air Liquide S.A. corporate officers," in the paragraph headed "Elements of the total remuneration and benefits of any kind paid during or awarded in respect of the 2023 fiscal year, to Mr François Jackow and on which the General Meeting of April 30, 2024, is invited to vote."

Ninth Resolution (*Approval of the components of the remuneration paid during or awarded in respect of the fiscal year ended December 31, 2023 to Mr Benoît Potier, Chairman of the Board of Directors*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, approves, pursuant to article L. 22-10-34-II of the French Commercial Code, the fixed, variable and exceptional elements of the total remuneration and benefits of any kind paid during the fiscal year ended December 31, 2023, or awarded for the same fiscal year to Mr Benoît Potier, Chairman of the Board of Directors, as presented in the Company's 2023 Universal Registration Document, in chapter 3 "Corporate governance", in the section entitled "Remuneration of L'Air Liquide S.A. corporate officers," in the paragraph headed "Elements of the total remuneration and benefits of any kind paid during or awarded in respect of the 2023 fiscal year, to Mr Benoît Potier and on which the General Meeting of April 30, 2024, is invited to vote."

Tenth Resolution (*Approval of information relating to the remuneration of corporate officers stated in article L. 22-10-9-I of the French Commercial Code*)

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, approves, pursuant to article L. 22-10-34-I of the French Commercial Code, the information mentioned in article L. 22-10-9-I of the same Code, which is included in the Board of Directors' Report on Corporate Governance as presented in the Company's 2023 Universal Registration Document, in chapter 3 "Corporate governance", in the section entitled "Remuneration of L'Air Liquide S.A. corporate officers" in the paragraphs headed "Remuneration of the Company Officers (including information

mentioned in article L. 22-10-9-I of the French Commercial Code)” and “Remuneration of the non-Executive Directors (including information mentioned in article L. 22-10-9-I of the French Commercial Code)”.

Eleventh Resolution *(Approval of the remuneration policy applicable to the Chief Executive Officer)*

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted the Board of Directors’ Report on Corporate Governance, approves, pursuant to article L. 22-10-8-II of the French Commercial Code, the elements of the remuneration policy for the Chief Executive Officer as presented in the Company’s 2023 Universal Registration Document, in chapter 3 “Corporate governance,” in the section entitled “Remuneration policy applicable to corporate officers,” in the paragraph headed “Remuneration policy applicable to Company Officers.”

Twelfth Resolution *(Approval of the remuneration policy applicable to the Chairman of the Board of Directors)*

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted the Board of Directors’ Report on Corporate Governance, approves, pursuant to article L. 22-10-8-II of the French Commercial Code, the remuneration policy for the Chairman of the Board of Directors as presented in the Company’s 2023 Universal Registration Document, in chapter 3 “Corporate governance,” in the section entitled “Remuneration policy applicable to corporate officers,” in the paragraph headed “Remuneration policy applicable to Company Officers.”

Thirteenth Resolution *(Approval of the remuneration policy applicable to Directors)*

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted the Board of Directors’ Report on Corporate Governance, approves, pursuant to article L. 22-10-8-II of the French Commercial Code, the remuneration policy for the Directors, as presented in the Company’s 2023 Universal Registration Document, in chapter 3 “Corporate governance,” in the section entitled “Remuneration policy applicable to corporate officers,” in the paragraph headed “Remuneration policy applicable to Directors.”

Fourteenth Resolution *(Setting of the total annual amount of Directors’ remuneration)*

The General Meeting, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted the Board of Directors’ Report, decides, in accordance with article 16 of the Company’s articles of association, to set as of fiscal year 2024, the amount of the annual fixed sum provided for in article L. 225-45 of the French Commercial Code to be allocated to the Directors as remuneration for their activities, at 1.5 million euros per fiscal year.

Fifteenth Resolution *(Appointment of the company PriceWaterhouseCoopers Audit as Statutory Auditor in charge of certifying the sustainability information)*

The General Meeting, deliberating according to the quorum and majority conditions required for Ordinary General Meetings, having noted the Board of Directors’ Report, decides, pursuant to articles L. 821-40 et seq. of the French Commercial Code, to appoint the company PriceWaterhouseCoopers Audit as Statutory Auditor in charge of certifying the sustainability information.

Notwithstanding the provisions of article L. 821-44 of the French Commercial Code and in accordance with article 38 of Order no. 2023-1142 of December 6, 2023 on the publication and certification of sustainability information and the environmental, social and corporate governance obligations of commercial companies, the duration of this term of office will be equivalent to that of the remaining term in respect of the financial statement certification assignment and will end at the close of the Ordinary General Meeting called to approve the financial statements for the 2027 fiscal year.

Sixteenth Resolution (*Appointment of the company KPMG S.A. as Statutory Auditor in charge of certifying the sustainability information*)

The General Meeting, deliberating according to the quorum and majority conditions required for Ordinary General Meetings, having noted the Board of Directors' Report, decides, pursuant to articles L. 821-40 et seq. of the French Commercial Code, to appoint the company KPMG S.A. as Statutory Auditor in charge of certifying the sustainability information.

Notwithstanding the provisions of article L. 821-44 of the French Commercial Code and in accordance with article 38 of Order no. 2023-1142 of December 6, 2023 on the publication and certification of sustainability information and the environmental, social and corporate governance obligations of commercial companies, the duration of this term of office will be equivalent to that of the remaining term in respect of the financial statement certification assignment and will end at the close of the Ordinary General Meeting called to approve the financial statements for the 2027 fiscal year.

Extraordinary General Meeting

Seventeenth Resolution (*Authorization granted to the Board of Directors for a period of 24 months to reduce the share capital by cancellation of treasury shares*)

The General Meeting, deliberating according to the quorum and majority required for Extraordinary General Meetings, having noted the Board of Directors' Report and the Statutory Auditors' Special Report, authorizes the Board of Directors to cancel, via its decisions alone, on one or more occasions, and within the limit of 10% of the Company's share capital per 24-month period, any or all of the shares bought back by the Company within the scope of the authorization adopted by this Ordinary General Meeting in its fourth resolution and of those shares bought back within the scope of the authorization adopted by the Ordinary General Meeting of May 3, 2023, and to reduce the share capital by this amount.

The difference between the carrying amount of the canceled shares and their nominal amount will be allocated to any reserve or additional paid-in capital accounts.

This authorization is granted for a period of 24 months starting from the date of this Meeting. It supersedes the authorization granted by the Extraordinary General Meeting of May 3, 2023, in its eighteenth resolution with respect to the non-utilized portion of such authorization.

Full powers are granted to the Board of Directors, with the possibility of sub-delegation under the conditions set by law, to implement this authorization, deduct the difference between the carrying amount of the shares canceled and their nominal amount from all reserve and additional paid-in capital accounts and to carry out the necessary formalities to implement the reduction in capital which shall be decided in accordance with this resolution and amend the articles of association accordingly.

Eighteenth Resolution (*Delegation of authority granted to the Board of Directors for a period of 26 months to increase the share capital through the incorporation of additional paid-in capital, reserves, profits or any other amounts, for a maximum amount of 320 million euros*)

The Shareholders, deliberating according to the quorum and majority required for Ordinary General Meetings, having noted the Board of Directors' Report and pursuant to the provisions of articles L. 225-129-2, L. 225-130 and L. 22-10-50 of the French Commercial Code:

- delegate to the Board of Directors, with the option of sub-delegation, the authority necessary to increase the share capital on one or more occasions, according to the terms and conditions and at the times it shall determine, through the capitalization of additional paid-in capital, reserves, profits or any other amounts that may be capitalized, the capitalization of which will be possible under law and the articles of association, as a free share attribution to Shareholders and/or an increase in the par value of existing shares;
- the delegation thereby granted to the Board of Directors is valid for a period of 26 months starting from the date of this General Meeting, it being specified, however, that the Board of Directors will not be authorized to make use of it during periods of takeover bids on the Company's share capital;
- decide that the total amount of share capital increases likely to be performed thereby may not exceed 320 million euros, it being specified that to this limit will be added the nominal amount of shares that may be issued pursuant to applicable legal and regulatory provisions, and, when relevant, contractual stipulations providing for other adjustments, to preserve the rights of holders of marketable securities or other rights conferring access to share capital and that this limit is distinct and independent from the limit provided for in paragraph 2 of the nineteenth resolution passed by the Extraordinary General Meeting of May 3, 2023 (or any resolution which would replace it at a later date); in any event, the total amount of share capital increases likely to be

performed in this way may not exceed the amount of additional paid-in capital, reserve or profit accounts or any other amounts existing at the time of the capital increase;

- decide that, should the Board of Directors use this delegation, pursuant to the provisions of articles L. 225-130 and L. 22-10-50 of the French Commercial Code, fractional rights shall not be negotiable and the corresponding securities shall be sold; the sums resulting from such sale shall be allocated to the holders of rights under the applicable regulatory conditions;
- take due note that this delegation supersedes the delegation granted to the Board of Directors under the nineteenth resolution of the Extraordinary General Meeting of May 4, 2022, for the unused portion of the delegation;
- grant full powers to the Board of Directors, with the option of sub-delegation under the conditions set by law, to implement this delegation and in particular to set the terms of issue, to deduct from one or more “available reserves” accounts the costs arising from the corresponding share capital increase and, if deemed appropriate, all sums necessary to bring the legal reserve up to one-tenth of the new share capital after each share issue, duly record the completion of the resulting share capital increases, make the corresponding amendments to the articles of association and, generally, complete all the formalities relating to the share capital increases.

Nineteenth Resolution (*Delegation of authority granted to the Board of Directors for a period of 26 months to perform share capital increases, with cancellation of preferential subscription rights, reserved for members of a company or group savings plan*)

The General Meeting, deliberating according to the quorum and majority required for Extraordinary General Meetings, having noted the Board of Directors' Report and the Statutory Auditors' Special Report, deliberating pursuant to articles L. 225-129-6 and L. 225-138-1 of the French Commercial Code and articles L. 3331-1 *et seq.* of the French Labor Code:

- delegates to the Board of Directors the authority to decide to increase the Company's share capital, on one or more occasions, at the time or times and in the proportions that it deems appropriate, via the issuance of ordinary shares of the Company as well as other equity securities granting access to the Company's share capital, reserved for members of a Company or Group Savings Plan;
- decides that the total amount of share capital increases likely to be performed under this resolution may not exceed a maximum nominal amount of 22 million euros, corresponding to the issue of a maximum of 4 million shares, it being specified that this amount does not include additional shares to be issued, pursuant to applicable legal and regulatory provisions, and, when relevant, contractual stipulations providing for other adjustments, to preserve the rights of holders of equity securities conferring access to share capital and that the total amount of capital increases to be performed under this resolution and the twentieth resolution may not exceed the aforementioned nominal amount of 22 million euros;
- decides that the maximum nominal amount of share capital increases to be performed on the basis of this delegation shall be deducted from the overall limit stipulated in paragraph 2 of the nineteenth resolution of the Extraordinary General Meeting of May 3, 2023 (or any resolution which would replace it at a later date);
- decides that the beneficiaries of these capital increases will be, directly or through an intermediary of a Company mutual fund (FCPE) or all other structures or entities permitted by applicable legal or regulatory provisions, the members, within the Company and the French or foreign companies affiliated to it within the meaning of article L. 225-180 of the French Commercial Code and article L. 3344-1 of the French Labor Code, of a Company or Group Savings Plan;
- decides to cancel the preferential subscription rights of Shareholders to the new shares or other equity securities, and equity securities to which the latter would confer entitlement, which shall be issued in favor of the aforementioned members of a Company or Group Savings Plan in accordance with this resolution;
- decides that the subscription price may not exceed the average, pursuant to the provisions of article L. 3332-19 of the French Labor Code, of the opening trading prices for the Company's

share during the 20 trading days preceding the date of the decision setting the opening date for the subscription period, or be more than 20% lower than such average, bearing in mind that the General Meeting officially authorizes the Board of Directors, if deemed appropriate, to reduce or cancel the aforementioned discount, in view of especially the legal, regulatory and tax constraints under the applicable foreign law, where applicable;

- decides, in accordance with article L. 3332-21 of the French Labor Code, that the Board of Directors may provide for the free share attribution, to the aforementioned beneficiaries, of shares to be issued or already issued or other equity securities or securities granting access to the Company's capital to be issued or already issued, in respect of (i) the contribution that could be paid in accordance with the regulations governing Company or Group Saving Plans, and/or (ii) where appropriate, the discount;
- also decides that, should the beneficiaries not subscribe to the entire capital increase within the allotted deadlines, the capital increase would only be performed for the amount of the shares subscribed, and that the non-subscribed shares may be offered again to the beneficiaries concerned within the scope of a subsequent capital increase;
- grants full powers to the Board of Directors with the option of sub-delegation under the conditions set by law, to determine, within the limits described above, the various terms and conditions of the transaction and particularly:
 - define the criteria which the companies must meet in order for their employees to be entitled to benefit from the capital increases,
 - determine a list of these companies,
 - set the terms and conditions of the share issue, the characteristics of the shares, and, where appropriate, the other equity securities, determine the subscription price calculated based on the method defined above, set the terms and conditions and deadline for fully paying up the subscribed shares; deduct from the "additional paid-in capital" account all costs relating to these capital increases and, if deemed appropriate, all sums necessary to bring the legal reserve up to one tenth of the new share capital after each share issue; and generally complete, directly or through an authorized representative, all the transactions and formalities relating to the share capital increases performed under this resolution and, where appropriate, especially take any measures with a view to listing the shares issued pursuant to this resolution for trading on the Euronext Paris regulated exchange,
 - set the opening and closing dates for the subscription period, record the completion of the corresponding capital increase and amend the articles of association accordingly;
- decides that this delegation of authority granted to the Board of Directors is valid for a period of 26 months starting from the date of this General Meeting.

Twentieth Resolution (*Delegation of authority granted to the Board of Directors for a period of 18 months to perform share capital increases, with cancellation of preferential subscription rights, reserved for a category of beneficiaries*)

The General Meeting, deliberating according to the quorum and majority required for Extraordinary General Meetings, having noted the Board of Directors' Report and the Statutory Auditors' Special Report, pursuant to the provisions of articles L. 225-129 to L. 225-129-2 and article L. 225-138 of the French Commercial Code:

- delegates to the Board of Directors the authority to decide to increase the Company's share capital, on one or more occasions, at the time or times and in the proportions it shall deem fit, via the issuance of ordinary shares of the Company as well as any other equity securities conferring entitlement to the Company's share capital, reserved for the category of beneficiaries defined hereafter;
- decides that the total amount of share capital increases likely to be performed under this resolution may not exceed a maximum nominal amount of 22 million euros, corresponding to the issue of a maximum of 4 million shares, it being specified that this amount does not include additional shares to be issued, pursuant to applicable legal and regulatory provisions, and, when

relevant, contractual stipulations providing for other adjustments, to preserve the rights of holders of equity securities conferring access to share capital and that the total amount of capital increases to be performed under this resolution and the nineteenth resolution may not exceed the aforementioned nominal amount of 22 million euros;

- decides that the maximum nominal amount of share capital increases to be performed on the basis of this delegation shall be deducted from the overall limit stipulated in paragraph 2 of the nineteenth resolution of the Extraordinary General Meeting of May 3, 2023 (or any resolution which would replace it at a later date);
- decides to cancel the Shareholders' preferential subscription rights to the shares or other equity securities, and to the equity securities to which these equity securities would give entitlement, that may be issued pursuant to this resolution, and to reserve the right to subscribe to them for the category of beneficiaries meeting the following characteristics: any financial institution or subsidiary of such an institution mandated by the Company and which may subscribe for shares or other equity securities issued by the Company pursuant to this resolution, for the exclusive purpose of allowing employees and corporate officers of foreign companies, related to the Company within the meaning of articles L. 225-180 of the French Commercial Code and L. 3344-1 of the French Labor Code, to benefit from a shareholding scheme or investment with an economic profile comparable to an employee shareholding plan that may be set up as part of a capital increase carried out in application of the nineteenth resolution submitted to the vote of this General Meeting, taking into account the regulatory and tax and/or social framework applicable in the countries of residence of the employees and corporate officers of the aforementioned foreign companies;
- decides that the unit price for the issue of the shares to be issued pursuant to this resolution shall be determined by the Board of Directors based on the Company's share price; this issue price shall be equal to the average of the opening trading prices for the Company's share during the 20 stock exchange trading days preceding the date of the Board of Directors' decision setting the opening date for the period of subscription to a share capital increase performed on the basis of the nineteenth resolution, with the possibility of reducing this average by a maximum discount of 20%; the amount of this discount shall be determined by the Board of Directors within the aforementioned limit;
- decides that the Board of Directors shall have full powers, under the terms and conditions set forth by law and within the limits defined above, with the option of sub-delegation, so as to implement this delegation and particularly in order to:
 - set the date and price for the issue of shares or other equity securities to be issued in accordance with this resolution as well as the other terms and conditions governing the issue,
 - determine the beneficiary (or list of beneficiaries) for the cancellation of the preferential subscription rights within the above-defined category, as well as the number of shares to be subscribed by such beneficiary (or each beneficiary),
 - where appropriate, determine the characteristics of the other equity securities granting access to the Company's share capital under the applicable legal and regulatory conditions,
 - record the completion of the share capital increase, complete, directly or through an authorized representative, all the transactions and formalities involving the share capital increases and, on its sole decision and if it deems appropriate, deduct the share capital increase costs from the amount of additional paid-in capital relating to such increases, amend the articles of association accordingly and perform all the necessary formalities and, where appropriate, take any measures with a view to listing the shares issued pursuant to this resolution for trading on the Euronext Paris regulated exchange;
- decides that this delegation of authority granted to the Board of Directors is valid for a period of 18 months starting from the date of this General Meeting.

Twenty-first Resolution *(Amendment of article 11 (Composition of the Board of Directors) of the articles of association concerning the modification of the age limit applicable to a percentage of Directors)*

The General Meeting, deliberating according to the quorum and majority required for Extraordinary General Meetings, having noted the Board of Directors' Report, decides to amend the provisions of article 11 (Composition of the Board of Directors) of the Company's articles of association in order to raise from 70 to 72 the maximum age at which a natural person can't be appointed as a Director, if his/her appointment would have the effect of increasing the number of Directors who have exceeded this age to more than one third.

Article 11: Composition of the Board of Directors

The 6th paragraph of article 11 of the articles of association will now read as follows:

Old text

No individual over the age of 70 shall be appointed as a member of the Board of Directors if his appointment increases the number of the members of the Board of Directors who have passed this age to over one third. If during their term, the number of the members of the Board of Directors who have passed 70 years of age exceeds one third of the Board's members, the oldest member of the Board of Directors who has not carried out management functions in the Company is deemed to have resigned at the end of the Annual General Meeting held following the occurrence of this event.

New text

No individual over the age of **72** shall be appointed as a member of the Board of Directors if his/her appointment increases the number of the members of the Board of Directors who have passed this age to over one third. If during their term, the number of the members of the Board of Directors who have passed **72 years of age** exceeds one third of the Board's members, the oldest member of the Board of Directors who has not carried out management functions in the Company is deemed to have resigned at the end of the Annual General Meeting held following the occurrence of this event.

The other paragraphs of article 11 remain unchanged.

Twenty-second Resolution *(Amendment of article 12 (Organization and management of the Board of Directors) of the articles of association concerning the modification of the age limit for the Chairman of the Board of Directors)*

The General Meeting, deliberating according to the quorum and majority required for Extraordinary General Meetings, having noted the Board of Directors' Report, decides to amend the provisions of article 12 (Organization and management of the Board of Directors) of the Company's articles of association in order to raise the age limit for the Chairman of the Board of Directors to 72, when the latter does not also assume the role of Chief Executive Officer. As a result, the Extraordinary General Meeting cancels the derogation authorizing the Board of Directors to raise the age limit of the Chairman of the Board of Directors to 72 years in the event of exceptional circumstances, which becomes irrelevant.

Article 12: Organization and management of the Board of Directors

The 4th paragraph of article 12 of the articles of association will now read as follows:

Old text

No Director who does not also assume the role of Chief Executive Officer may be appointed as Chairman of the Board of Directors after the age of 70 (or 72 if the Board decides at its discretion to derogate from this limit in exceptional circumstances). If, during the term of office, this age limit is reached, the Chairman's mandate shall terminate at the close of the General Meeting held to approve the financial statements for the fiscal year during which they have reached the age limit.

New text

No Director who does not also assume the role of Chief Executive Officer may be appointed as Chairman of the Board of Directors after the age of **72**. If, during the term of office, this age limit is reached, the Chairman's mandate shall terminate at the close of the General Meeting held to approve the financial statements for the fiscal year during which they have reached the age limit.

The other paragraphs of article 12 remain unchanged.

**Ordinary
General Meeting**

Twenty-third Resolution (*Powers for formalities*)

Full powers are granted to a holder of a copy or extract of the minutes of this General Meeting to perform all official publications and other formalities required by law and the regulations.

A. Attendance at the General Meeting

Any Shareholders, regardless of the number of shares held, may take part in the General Meeting.

Shareholders may attend the Meeting:

- personally;
- or voting by correspondence;
- or by granting proxy to the Meeting Chairman;
- or by granting proxy to the spouse or partner with whom a French civil solidarity pact has been signed, another Shareholder, or any other person (physical person or legal entity) of their choice under the terms and conditions set forth in articles L. 225-106 and L. 22-10-39 of the French Commercial Code or even without specifying a representative.

For any proxy granted by a Shareholder without indication of a representative, the Chairman of the General Meeting will vote in favor of the adoption of the draft resolutions presented or approved by the Board of Directors, and will vote against the adoption of all other draft resolutions.

In accordance with article R. 22-10-28 of the French Commercial Code, a Shareholder who has already cast his/her vote by mail, sent a proxy or requested his/her admission card to the Meeting, or a certificate of attendance, may no longer opt for another means of participation.

In accordance with article R. 22-10-28 of the French Commercial Code, only those Shareholders who are able to justify this capacity under the terms and conditions noted below may attend this General Meeting:

- for registered shares: the book-entry of the shares in the registered share accounts kept by the Company at 00:00, Paris time, on Friday, April 26, 2024;
- for bearer shares: the book-entry of the shares (where applicable, in the name of the intermediary registered on behalf of the Shareholder under the regulatory and legal terms and conditions) in the bearer share accounts kept by the duly empowered intermediary at 00:00, Paris time, on Friday, April 26, 2024. The duly empowered intermediaries shall append a certificate of attendance to the proxy or correspondence voting form or the admission card request drawn up in the name of the Shareholder or on behalf of the Shareholder represented by the registered intermediary.

A Shareholder may at any time sell all or some of his/her shares:

- should the sale occur prior to 00:00, Paris time, on Friday, April 26, 2024, the vote cast by mail, proxy or admission card or a certificate of attendance, shall be invalidated or amended accordingly, depending on the case. Accordingly, the duly empowered intermediary holding the account shall inform the Company or authorized representative of the sale and send it the necessary information;
- any sale or transaction performed after 00:00, Paris time, on Friday, April 26, 2024, by whatever means, shall neither be notified by the duly empowered intermediary nor taken into consideration by the Company.

Intermediaries registered on behalf of Shareholders who are not resident for tax purposes in France and benefiting from a general authorization to manage shares may transfer or issue under their own name Shareholders' votes. Under article L. 228-3-2 of the French Commercial Code, they must reveal the economic Shareholder to the issuer.

Furthermore, Air Liquide offers Shareholders the option of voting by Internet, prior to the General Meeting using the Votaccess secure voting platform either:

- via the Company's website, www.airliquide.com, under the Investors section, which will redirect the Shareholder automatically to the dedicated voting website <https://www.actionairliquide.com>, for holders of registered shares; or

- via the website of their account-holding institution for holders of bearer shares.
This option is only available to holders of bearer shares whose account-holding institution is a member of the Votaccess system and that proposes this service for this General Meeting.

Prior to the General Meeting, each Shareholder may use this electronic platform to request an admission card, communicate voting instructions, appoint or revoke a proxy, or receive a confirmation of receipt of the vote under the conditions detailed below.

1. Attendance at the General Meeting in person:

Any Shareholder wishing to attend the General Meeting in person may request an admission card. A unique 20 euros attendance fee will be paid to all Shareholders who attend the valid General Meeting in person, regardless of the number of admission cards presented on the day of the General Meeting or the number of proxies represented.

1.1 Admission card request sent by mail

Any Shareholder wishing to attend the General Meeting in person may ask for an admission card request form by sending a letter to:

- for registered shares: the Company's head office at the following address, Air Liquide, Direction du Service Actionnaires, 75, quai d'Orsay, 75007 Paris;
- for bearer shares: to the account-holding institution managing the shares.

Only requests received by no later than Wednesday, April 24, 2024 shall be processed. To facilitate their reception, Shareholders wishing to attend the General Meeting are asked to request their admission card as early as possible.

Shareholders shall send their voting forms so that the Company receives them by no later than midnight, Paris time, on Friday, April 26, 2024:

- for registered shares: directly to the Company;
- for bearer shares: to the account-holding institution managing the shares, who will forward it to the Company.

No form received by the Company after midnight, Paris time, on Friday, April 26, 2024 will be taken into account. Admission cards will be sent to Shareholders by mail.

1.2 Admission card request sent electronically

Any Shareholder wishing to attend the General Meeting in person may also request an admission card electronically as follows:

- for registered shares: on the Votaccess secure platform via the Company's website, www.airliquide.com, under the Investors section, which will redirect the Shareholder automatically to the dedicated voting website <https://www.actionairliquide.com>. Shareholders may connect to their online Account using their usual access codes.
- for bearer shares: via the Internet portal of the account-holding institution managing the shares and which will indicate to holders of bearer shares which voting systems that institution makes available to the Shareholders whose securities accounts it maintains (Votaccess voting system or other electronic and standardized voting systems). Consequently, bearer Shareholders interested in this service are invited to contact their account holder in order to find out more about the conditions of access and use of the various electronic voting solutions.

Shareholders may then, at their own choice, download their admission cards through the Votaccess platform, or request it by mail.

The Votaccess platform for this General Meeting shall open on Wednesday, April 3, 2024. The ability to request an admission card by Internet prior to the General Meeting shall end at 3 p.m., Paris time, on Monday, April 29, 2024. In order to avoid potential congestion of the Votaccess platform, Shareholders are strongly recommended not to wait until the eve of the General Meeting to input their instructions.

1.3. Certificate of attendance

In any case, bearer Shareholders who wish to attend the Meeting in person and who have not received their admission card on the second business day preceding the date of the Meeting, i.e. at 00:00, Paris time, on Friday, April 26, 2024, may attend the Meeting by presenting themselves with an identity card and a certificate of attendance issued by the duly empowered intermediary.

Holders of registered shares, who have not received their admission card on the date of the General Meeting, may attend the Meeting by presenting themselves with an identity card at the Reception desk.

2. Voting by correspondence or proxy:

2.1 Voting by correspondence or proxy by mail

Any Shareholder wishing to vote by correspondence or proxy may request a proxy or correspondence voting form by sending a letter to:

- for registered shares: the Company's head office at the following address, Air Liquide, Direction du Service Actionnaires, 75, quai d'Orsay, 75007 Paris;
- for bearer shares: to the account-holding institution managing the shares.

Only requests received by no later than wednesday, April 24, 2024 inclusive shall be processed.

Shareholders shall send their voting forms so that the Company receives them by no later than midnight, Paris time, on Friday, April 26, 2024:

- for registered shares: directly to the Company;
- for bearer shares: to the account-holding institution managing the shares, who will forward it to the Company.

No form received by the Company after midnight, Paris time, on Friday, April 26, 2024 will be taken into account in the voting at the General Meeting.

Shareholders are reminded that in order to grant a proxy, the voting form must be completed and signed, detailing the full name and address of the Shareholder and the full name and address of the proxy.

A Shareholder may revoke his/her proxy, bearing in mind that the revocation should be made in writing under the same conditions as the appointment and transmitted to the Company. To appoint a new proxy after revocation, a Shareholder shall ask the Company (if he/she holds registered shares) or his/her financial intermediary (if he/she holds bearer shares) to send him/her a new proxy voting form with the wording "Change of Proxy", and should return it so that the Company will receive it by no later than midnight, Paris time, on Friday, April 26, 2024.

2.2 Voting by absentee ballot or proxy electronically

Any Shareholder wishing to vote by correspondence or proxy over the Internet, prior to the General Meeting, may communicate their voting instructions as follows:

- for registered shares: on the Votaccess secure platform via the Company's website, www.airliquide.com, under the Investors section, which will redirect the Shareholder automatically to the dedicated voting website <https://www.actionairliquide.com>. Shareholders may connect to their online Account using their usual access codes;

- for bearer shares: via the Internet portal of the account-holding institution managing the shares and which will indicate to holders of bearer shares which voting systems that institution makes available to the Shareholders whose securities accounts it maintains (Votaccess voting system or other electronic and standardized voting systems).

Consequently, bearer Shareholders interested in this service are invited to contact their account holder in order to find out more about the conditions of access and use of the various electronic voting solutions.

Pursuant to the provisions of article R. 22-10-24 of the French Commercial Code, the appointment or revocation of a proxy may be notified electronically, in accordance with the same procedures as described above.

The Votaccess platform for this General Meeting will open on Wednesday, April 3, 2024. The ability to vote or appoint or revoke a proxy over the Internet prior to the General Meeting shall end at 3 p.m., Paris time, on Monday, April 29, 2024. In order to avoid potential congestion of the Votaccess platform, Shareholders are strongly recommended not to wait until the eve of the General Meeting to input their instructions.

Shareholders who have cast their votes via the Votaccess platform will receive an electronic confirmation of receipt of the vote.

B. Requesting the addition of agenda items or draft resolutions – Filing of written questions

Request to add agenda items or draft resolutions:

One or more Shareholders representing at minimum the percentage of share capital required by applicable legal and regulatory provisions or a Shareholder association that meets the conditions provided for by the laws and regulations currently in force may request, within 20 days of the publication of this preliminary notice of Meeting, the addition of agenda items or draft resolutions pursuant to the terms and conditions stipulated in articles L. 225-105, R. 225-71 to R.225-73, R. 22-10-21 and R. 22-10-22 of the French Commercial Code.

Shareholders should send requests to add agenda items that have been justified or draft resolutions by registered letter with acknowledgment of receipt to the Company's head office at the following address: Air Liquide, Direction du Service Actionnaires, 75, quai d'Orsay, 75007 Paris, or by e-mail to the following address: general.meeting@airliquide.com, by no later than Tuesday, March 12, 2024. The request should contain:

- the item to be added to the agenda and the reasons why; or
- the draft resolutions, which may include a short summary of the justification and, where necessary, the information stipulated in section 9 of article R. 225-71 of the French Commercial Code; and
- a certificate of book-entry justifying that the authors of the request possess or represent the percentage of share capital required by aforementioned article R. 225-71 of the French Commercial Code.

The discussion at the General Meeting covering agenda items or draft resolutions filed by the Shareholders is subject to the transmission, by the authors, of a new certificate justifying the book-entry of the shares under the same conditions on the second working day preceding the General Meeting at 00:00, Paris time (i.e. 00:00, Paris time, on Friday, April 26, 2024).

The list of items added to the agenda and the draft resolutions, presented by Shareholders under the aforementioned terms and conditions, will be published on the Company's website, www.airliquide.com, under the Investors section, pursuant to article R. 22-10-23 of the French Commercial Code.

Filing of written questions:

In accordance with articles L. 225-108 and R. 225-84 of the French Commercial Code, a Shareholder who wishes to submit written questions may send, by no later than the fourth working day preceding the date of the General Meeting, i.e. midnight, Paris time, on Wednesday, April 24, 2024, his/her questions by registered letter with acknowledgment of receipt to the following address: Air Liquide, Président du Conseil d'Administration, 75, quai d'Orsay, 75007 Paris, or by e-mail to the following address: general.meeting@airliquide.com, together with a certificate of book-entry for holders of bearer shares.

Responses to written questions may be published directly on the Company's website, at the following address: www.airliquide.com, under the Investors section.

C. Documents made available to the Shareholders

All documents, which should be made available for consultation by Shareholders with respect to this General Meeting, may be consulted at the Company's head office at 75, quai d'Orsay, 75007 Paris, under the terms and conditions stipulated in the applicable legal and regulatory provisions.

Furthermore, the documents which are to be presented at the General Meeting will be published on the Company's website www.airliquide.com, under the Investors section, at least 21 days prior to the date of the General Meeting, in accordance with the applicable legal and regulatory provisions.

The General Meeting shall be webcast live, in full and available via playback on the Company's website: www.airliquide.com.

D. Confirmation that the vote has been taken into account

In accordance with articles L. 22-10-43-1 and R. 228-32-1, II of the French Commercial Code, Shareholders may contact the Company to request confirmation that their vote has been taken into account in the deliberations. Any such request must be made within three months of the date of the vote (accompanied by proof of the Shareholder's identity). The Company will respond within 15 days at the latest of the request or of the date of the General Meeting, if this event occurs later, unless the information is already available.

E. Voting results

Voting results for each resolution will be published on the Company's website, www.airliquide.com, Investors section, within 15 days following the date of the Meeting.

The Board of Directors