

Make a sustainable

IMPACT.

Annual General Meeting

23 May 2024

Life Is On

Schneider
Electric

A panoramic view of Paris, France, at dusk. The Eiffel Tower is prominent on the right side. The city is illuminated with a blue and green digital grid overlay, suggesting a smart city or energy network theme.

Introduction

Jean-Pascal Tricoire

Chairman

Disclaimer

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

This presentation includes information pertaining to our markets and our competitive positions therein. Such information is based on market data and our actual revenues in those markets for the relevant periods. We obtained this market information from various third-party sources (industry publications, surveys and forecasts) and our own internal estimates. We have not independently verified these third-party sources and cannot guarantee their accuracy or completeness and our internal surveys and estimates have not been verified by independent experts or other independent sources.

List of contents

Simplified agenda

Energy Outlook & Sustainability	Mr Jean-Pascal Tricoire
The Next Frontier	Mr Peter Herweck
Finance	Ms Hilary Maxson
Governance	Mr Jean-Pascal Tricoire
Compensation	Mr Fred Kindle
Statutory Auditors' Report	Mr Mathieu Mougard

Resolutions

Ordinary

FY2023 Financial statements

1. Approval of statutory financial statements for the 2023 fiscal year
2. Approval of consolidated financial statements for the 2023 fiscal year
3. Appropriation of profit for the fiscal year and setting the dividend
4. Approval of regulated agreements governed by Article L. 225-38 *et seq.* of the French Commercial Code
5. Appointment of Mazars as the statutory auditor responsible for certifying sustainability information
6. Appointment of Pricewaterhouse Coopers Audit as the statutory auditor responsible for certifying sustainability information

Say on pay *ex-post*

7. Approval of the information on the Directors' and the Corporate Officers' compensation paid or granted for the fiscal year ending December 31, 2023 mentioned in Article L. 22-10-9 of the French Commercial Code
8. Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman and Chief Executive Officer (from January 1, 2023 to May 3, 2023)
9. Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Peter Herweck in his capacity as Chief Executive Officer (from May 4, 2023 to December 31, 2023)
10. Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman of the Board of Directors (from May 4, 2023 to December 31, 2023)

Say on pay *ex-ante*

11. Approval of the compensation policy for the Chief Executive Officer
12. Approval of the compensation policy for the Chairman of the Board of Directors
13. Approval of the Directors compensation policy

Renew / Appoint Directors

14. Renewal of the term of office of Mr. Fred Kindle
15. Renewal of the term of office of Mrs. Cécile Cabanis
16. Renewal of term of office of Mrs. Jill Lee
17. Appointment of Mr. Philippe Knoche as a Director

Share buy-back

18. Authorization granted to the board of Directors to buy back Company share

Extraordinary

Capital increase reserved to employees

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



Energy Outlook & Sustainability

Jean-Pascal Tricoire
Chairman

The Energy Trilemma

Affordability

44%

world population is energy poor

100%

new energy demand from emerging markets

€604Bn

EU energy import bill in 2022, vs. €163Bn in 2020

Sustainability

-45%

GHG emissions needed by 2030 to meet 1.5°C trajectory

+9%

emissions by 2030 based on Current National Plans of 195 Parties

Security

80%

of world crude oil produced in 13 countries

9.3%

EU Population unable to keep home adequately warm in 2022

Source: UNFCCC, OPEC, IEA, Eurostat, European Commission

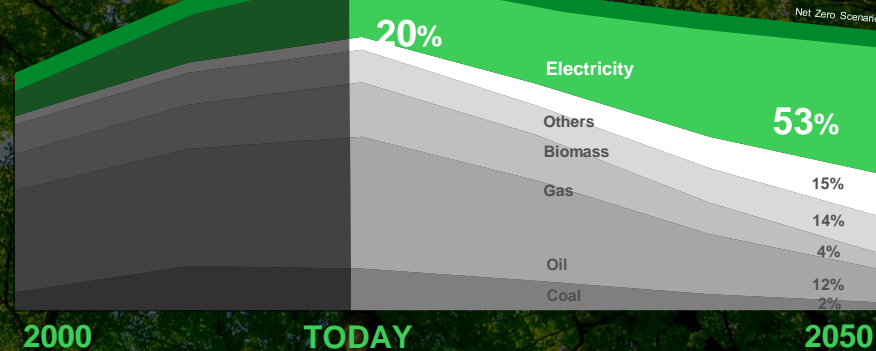
Fast-forward to **Net Zero 2050**

Bring **Energy to 3Bn** people + **Curb Emissions radically**

TODAY → **2050**

8BN	World Population	9.8BN
800Mn	People Without Access to Energy	ZERO
3BN	Middle Class Population	7BN

FINAL ENERGY DEMAND
PJ/yr



Energy efficiency and circularity

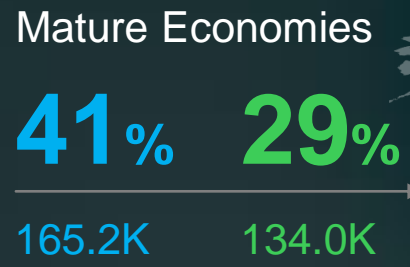
Electrification

Decarbonization of fossil fuels

Sources: Net Zero by 2050, International Energy Agency; Announced Pledges Scenario, International Energy Agency; Back to 2050, Schneider Electric Sustainability Research Institute; Oxford University Press

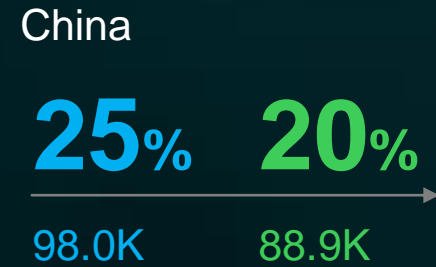
Different energy dynamics across different geographies

2021 CO₂ Emissions
Energy-related

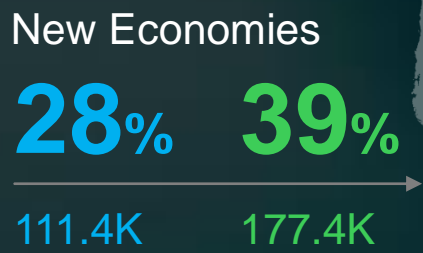


35%

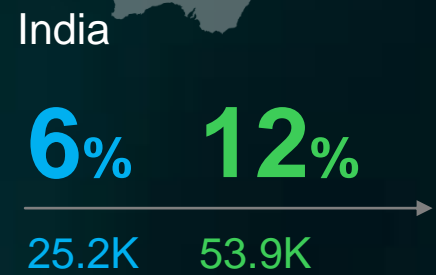
32%



24%



7%



Source: Announced Pledge Scenario, IEA, 2021

Plan the transition

Leverage technology disruptions

DIGITAL

+

ELECTRIC

=

SUSTAINABLE

For efficiency & circularity

IoT | Big Data | AI | Data centers

Edge Computing | Cloud Computing

Industrial Metaverse | Circularity

For decarbonization

Renewable energies | Microgrids

Smart Grids | Energy Efficiency

Electric Vehicles

Smart & Green

Homes | Buildings | IT

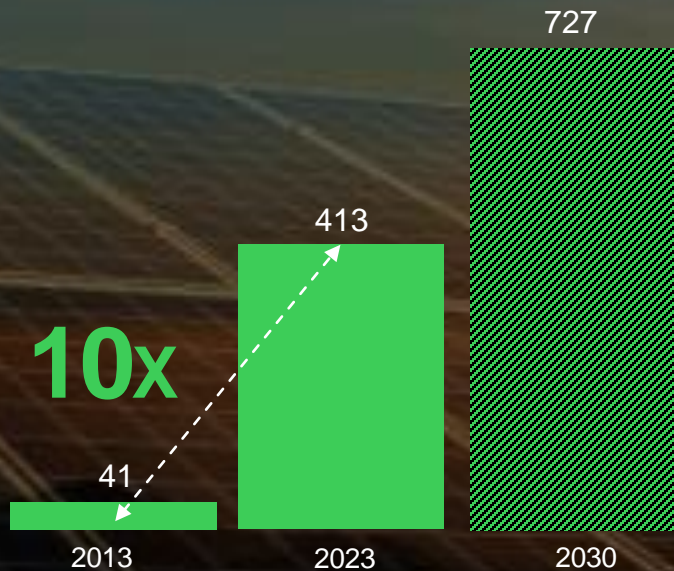
Industry | Cities

Modernization already underway in some sectors and faster than once thought possible

POWER

Global Solar Installations

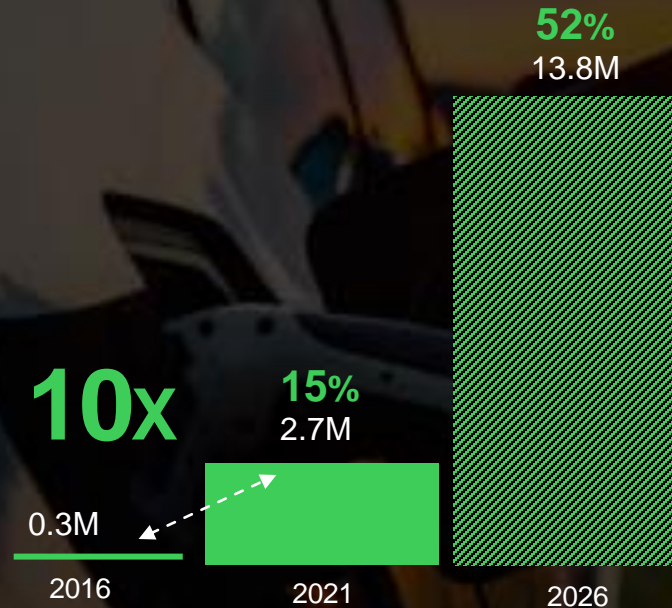
GW



TRANSPORT

EV sales in China

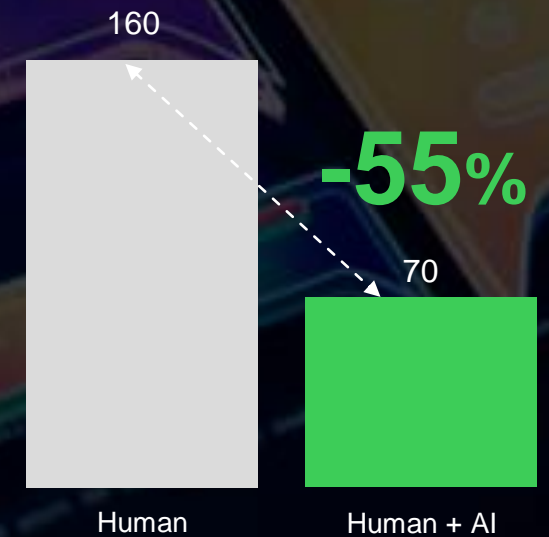
Total Sales + % of Market Share



AI

Time to complete coding tasks

Minutes



Source: BloombergNEF, Global PV Market Outlook, 2023; BloombergNEF Electric Vehicle Outlook 2023, ArkInvesrt, Big Ideas 2023

Energy transitions occur through demand transition

45 Gt CO₂ per year¹
= 76% Global GHG Emissions

CO₂ comes from energy²

81%

6%

Other industries

23%

Transport

Transition to electric
Hydrogen/biofuels for long haul

33%

Industrial

Digital, Electric, Circular



+ Micro Grids

+ Smart Grids

37%

Buildings

All digital, all electric

~1%

Data Centers

+ Data Centers

Source: 1. IPCC 2022 (based on 2019 CO₂ data), 2. IEA Global Energy Review: CO₂ Emissions, 2021, 3. Schneider Electric Sustainability Research Institute

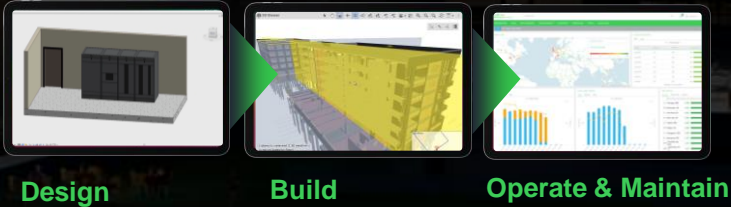
Demand efficiency

Decarbonization

Buildings: sustainable, efficient, resilient and people centric

1 **Get your Data right:**
IoT everywhere & Data

2 **AI, Software & Digital Twin
for Efficiency**
Lifecycle optimization with
real-world simulations



3 **Electrified buildings
operations & transport**
EV infrastructure & heat pumps

4 **Clean electricity**
Onsite renewables,
microgrids & PPAs



Up to
80%
CO₂ savings

Up to
80%
annual
cost saving

As little as
5Yrs
payback for
new & retrofit

Maximum efficiency
All digital, All electric

Auto production
Micro Grids

Mobilize Value Chain
Maximizes renewables
Demand response
Grid Services

Source: Schneider Electric Sustainability Research Institute

Industry: increase agility, improve productivity, limit environmental impact

1 **Get your Data Right:**
IoT for data & Automation

2 **AI, Software & Digital Twin for Efficiency & Productivity**
Lifecycle optimization with real-world simulations



Design Build Operate & Maintain

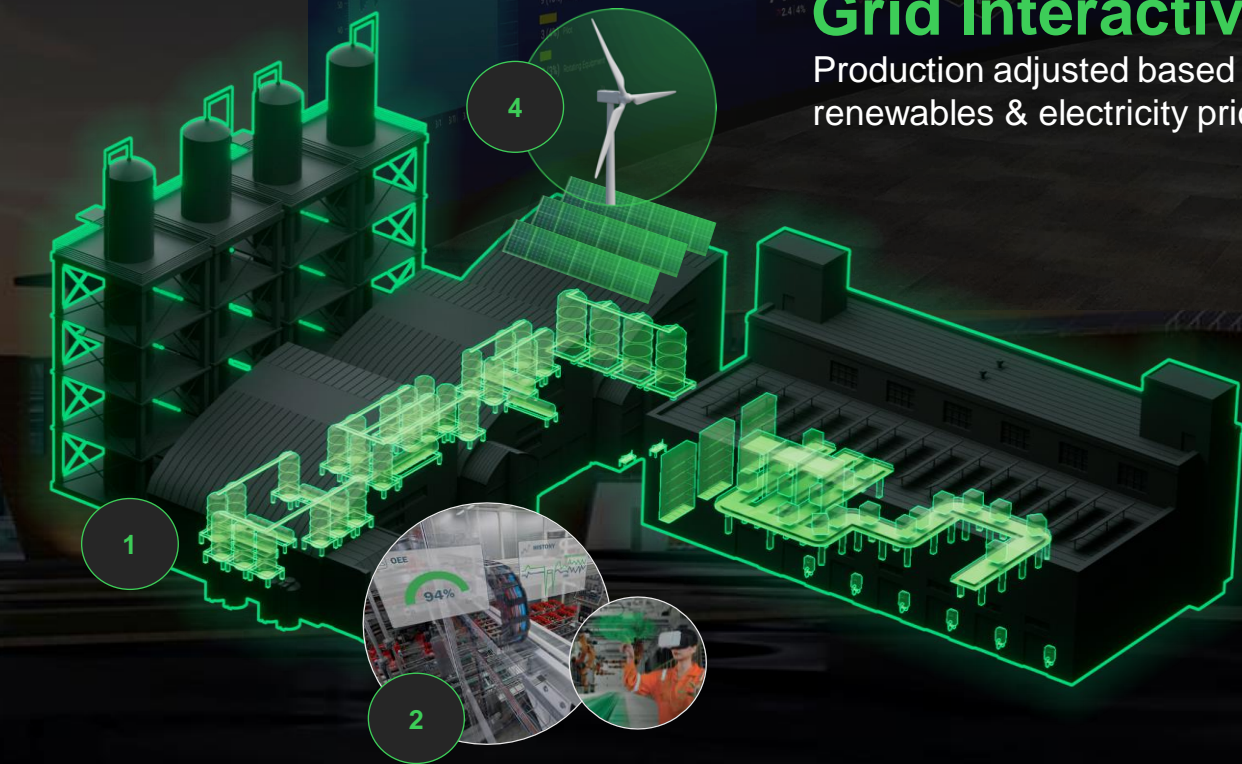
3 **Electrified processes**
Boilers, Process, Machine Drives

4 **Clean electricity**
Onsite renewables, microgrids & PPAs

25% Fossil Fuel Demand Reduction

50% Electrification Increase by 2030, to **45%** Total

Grid Interactive
Production adjusted based on renewables & electricity prices



Source: Schneider Electric Sustainability Research Institute

Data Center: rise of edge, cloud and AI changing the dynamics of critical power

1

Get your Data right:
IoT everywhere

2

AI, Software & Digital Twin for Energy Efficiency
Lifecycle optimization with real-world simulations

3

High Efficiency Cooling

4

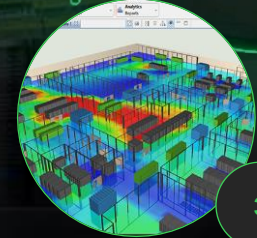
Clean electricity
Onsite renewables, microgrids & PPAs



2



1



3



4

4x

Rack power for accelerated computing

60%

Electricity demand increase by 2026

100%

Operational carbon emissions elimination

34%

Total lifecycle energy demand reduction

Flexible & Grid Interactive

Time & location shifting of energy demand
Integrated into larger system to balance demand

Source: Schneider Electric Sustainability Research Institute

Cities of the future: enabled by data from plant to plug

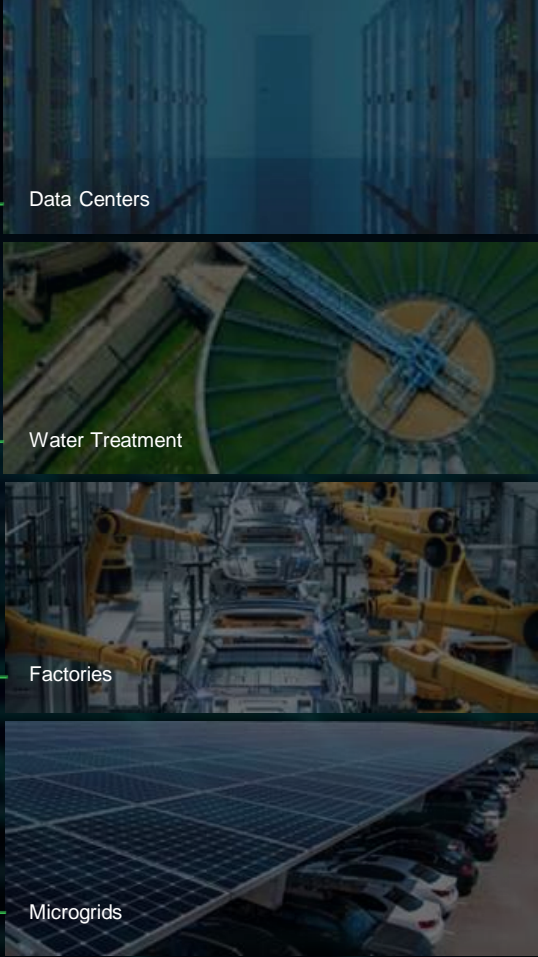
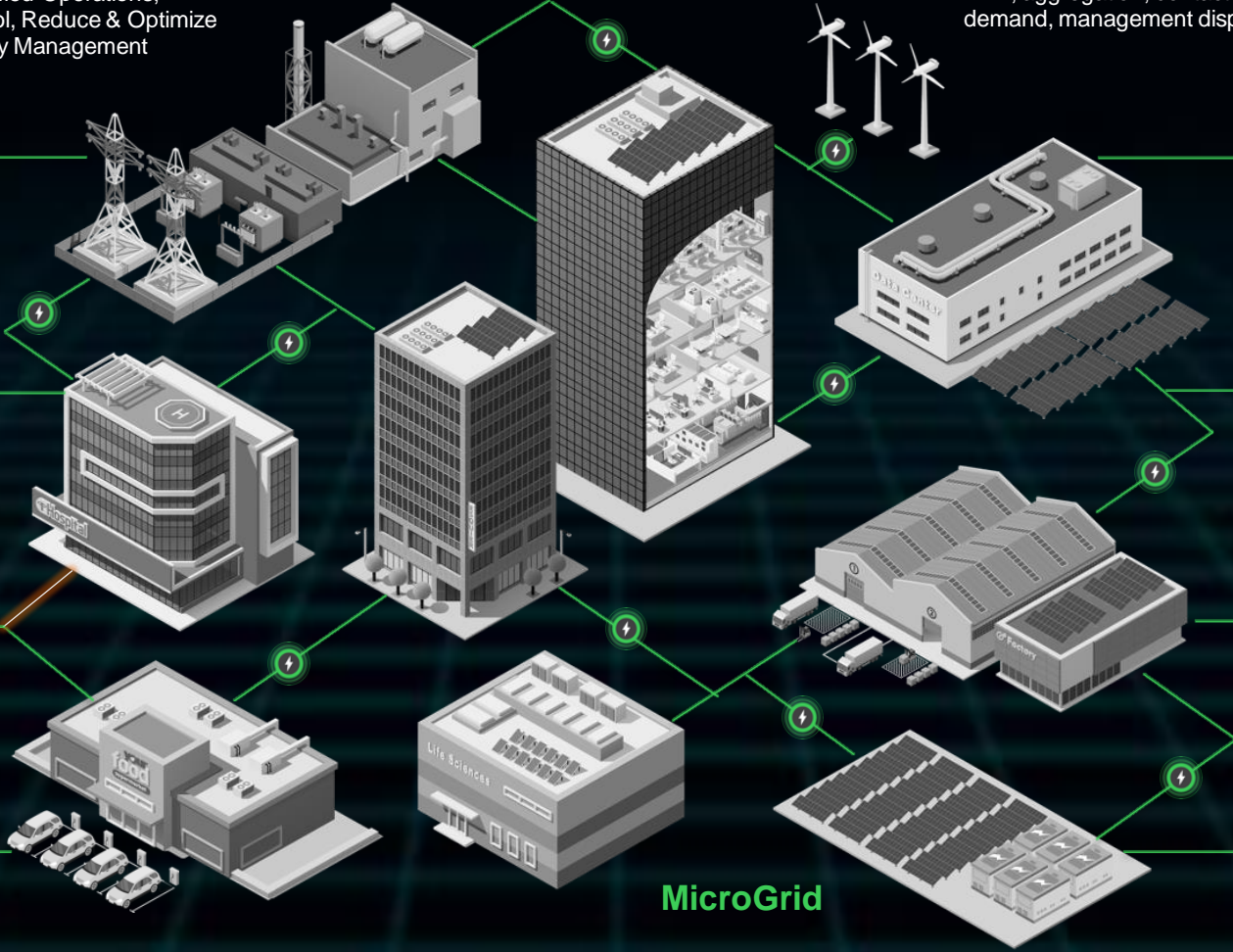


Grid Connected Assets

Electrified Operations, Control, Reduce & Optimize Energy Management

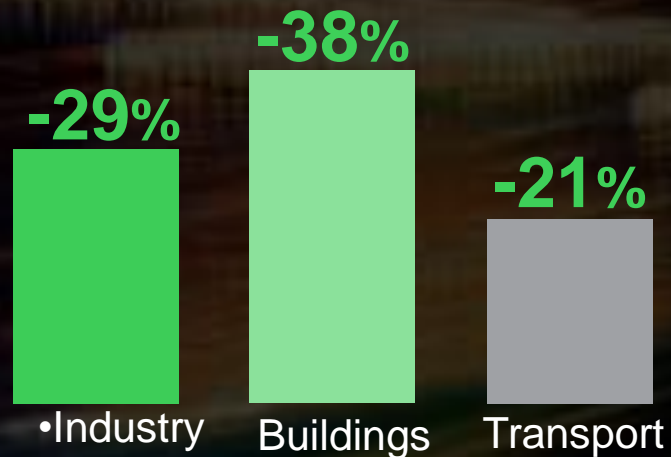
Smart Grid

VPP, aggregation, contact & demand, management dispatch



Acting on energy demand is doable, affordable and profitable

Energy Intensity Reduction Potential By Sector



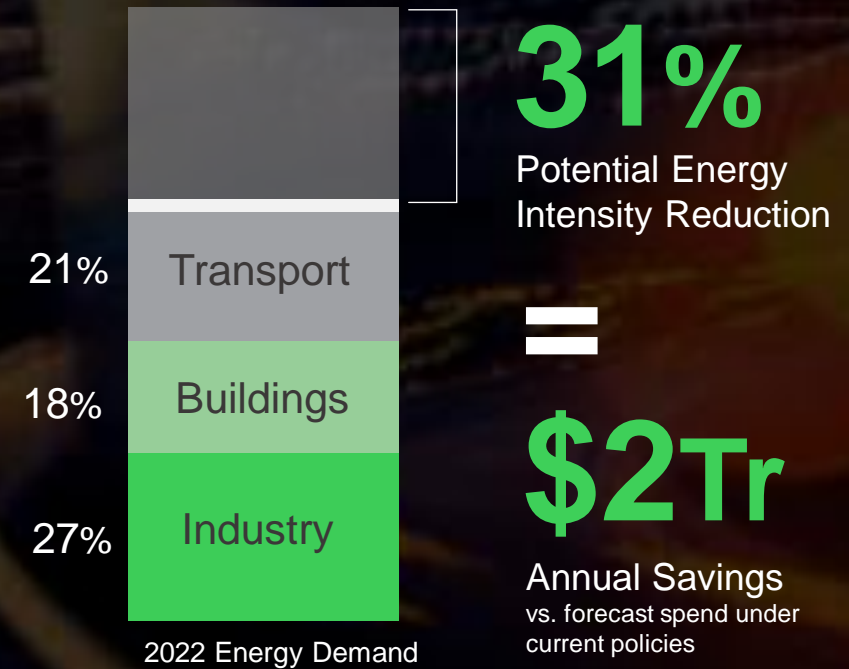
Achieved through 3 levers

Energy Saving + Energy Efficiency + Value Chain Collaboration

10 years max return on investment

Source: World Economic Forum International Business Council

Impact on Global Energy Demand, 2022 – 2030



Energy intensity = energy used per unit of GDP

Company well positioned for the future

74%
Sustainable

56%
Digital

~80%
Electrical

2023 Revenues



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

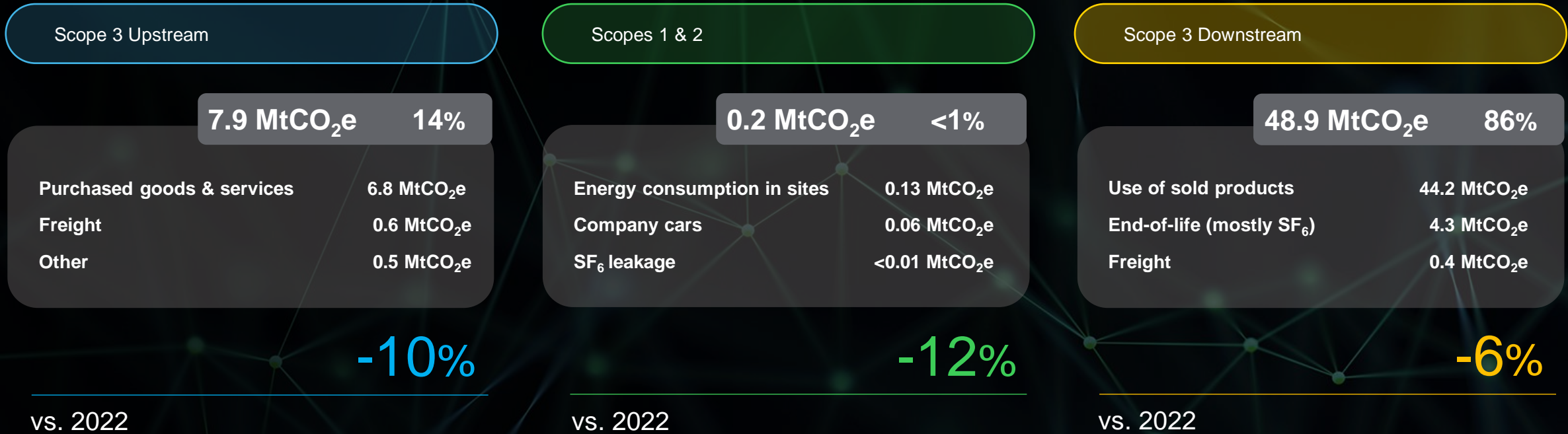
Be your digital
partner for
**Sustainability
and Efficiency**



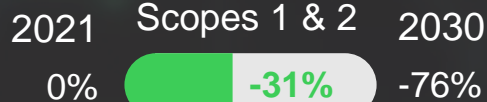
Leading by
example in our
ecosystem

2023 Schneider Electric's carbon footprint

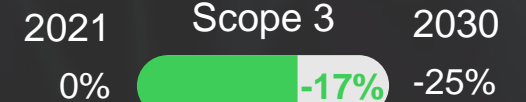
More than 99% of the carbon footprint is under shared influence with our ecosystem



Net-Zero Ready In Operations

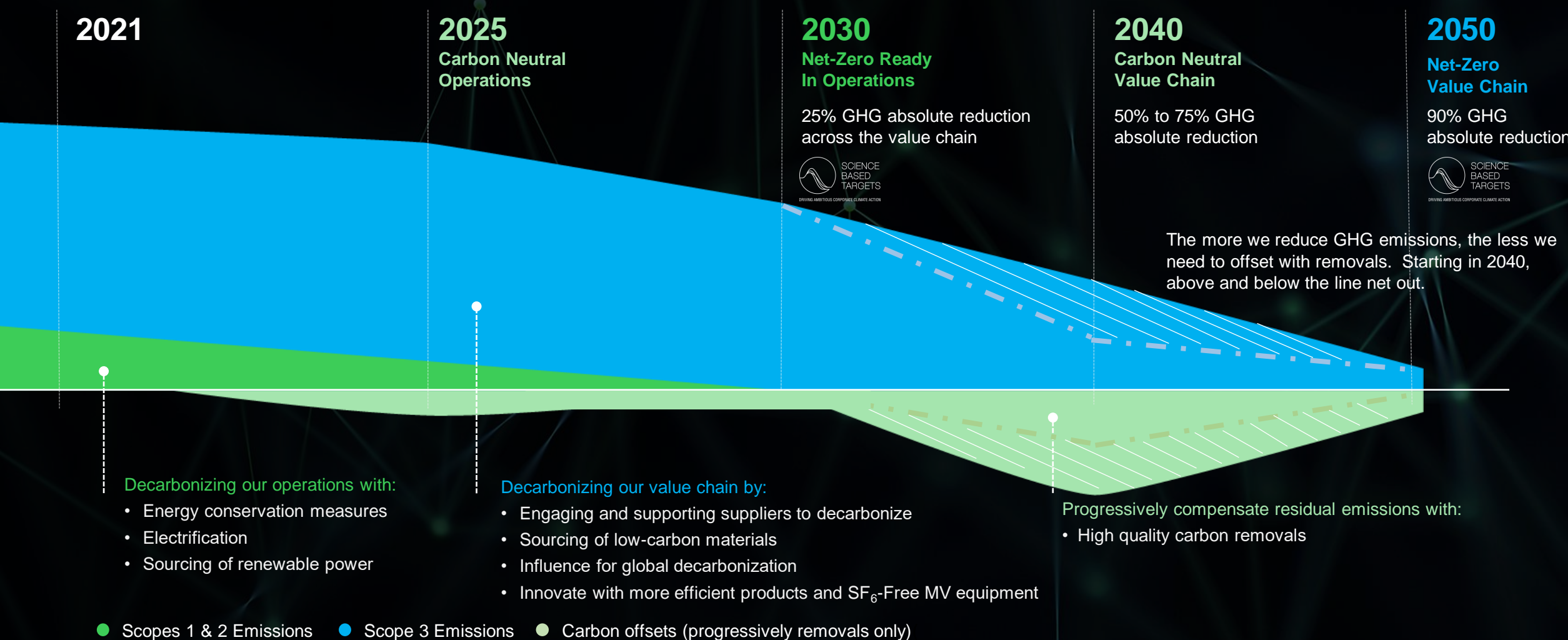


25% GHG absolute reduction across the value chain



Notes: "Mt" stands for million tons. Schneider Electric's full Scopes 1, 2, and 3 carbon footprint receives limited assurance each year from an accredited third-party verifier. 'Use of sold products' emissions correspond to the electricity consumption and heat dissipation (Joule effect) during use phase, estimated over their lifetime (up to 40 years).

Schneider Electric Roadmap to Net Zero



2021

2025
Carbon Neutral Operations

2030
Net-Zero Ready In Operations

2040
Carbon Neutral Value Chain

2050
Net-Zero Value Chain

25% GHG absolute reduction across the value chain

50% to 75% GHG absolute reduction

90% GHG absolute reduction



The more we reduce GHG emissions, the less we need to offset with removals. Starting in 2040, above and below the line net out.

Decarbonizing our operations with:

- Energy conservation measures
- Electrification
- Sourcing of renewable power

Decarbonizing our value chain by:

- Engaging and supporting suppliers to decarbonize
- Sourcing of low-carbon materials
- Influence for global decarbonization
- Innovate with more efficient products and SF₆-Free MV equipment

Progressively compensate residual emissions with:

- High quality carbon removals

● Scopes 1 & 2 Emissions ● Scope 3 Emissions ● Carbon offsets (progressively removals only)

Disclaimer: emission reduction curves are indicative and do not commit the group to annual reduction targets. Proportions between Scopes 1, 2, and 3 are not exact to facilitate the visualization of our emissions reduction's trajectories. All precise carbon footprint data are published in the Group's Universal Registration Documents, and CDP Climate Change responses and are externally assured by accredited third party verifiers



The Next Frontier

Industrial Tech for the Future

Peter Herweck

Chief Executive Officer

Committed as responsible guardians to preserve & enhance the strong legacy for decades to come



DIGITAL TRANSFORMATION

SUSTAINABILITY FOCUS

TECHNOLOGICAL LEADERSHIP

The Next Frontier...

We have curated a unique portfolio that is best equipped for growth on themes enabling a sustainable future

#1

- Complete end-to-end offers
- Unparalleled network of partners
- Global leadership
- Innovation leader
- Sustainability trusted partner through consultancy



#3

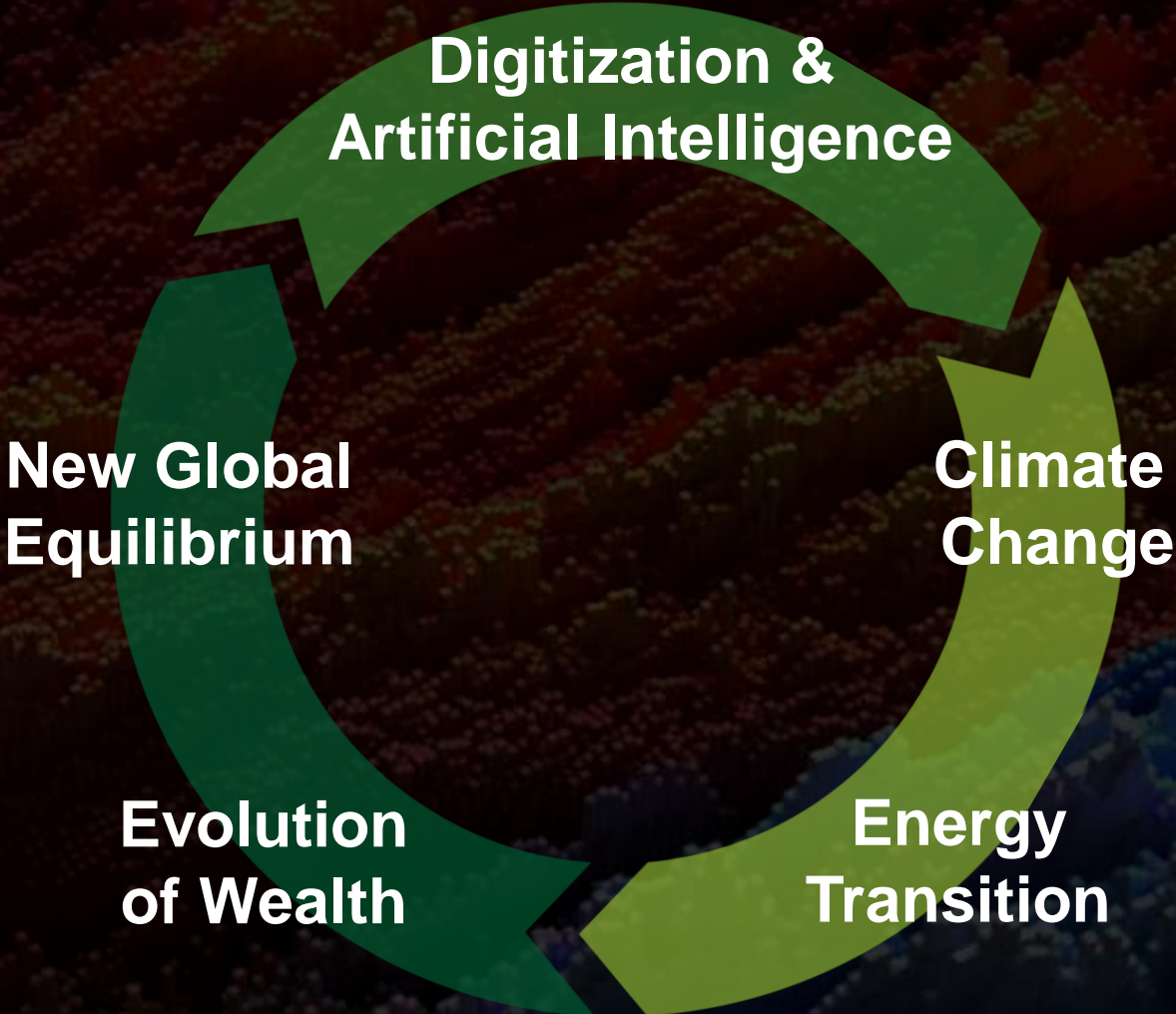
- Automation – Building, Grid, Process, Discrete
- Process, Safety & Cyber leader
- Software defined Open Automation
- Product leadership

#1

- Native connectivity
- End to End Lifecycle approach with AVEVA, etap, RIB Software

- Data driven insights
- Artificial Intelligence

Megatrends impacting our market



1 Climate Change

74%

Impact Revenues
(+2pts versus 2022)

553

Tonnes of CO₂ emissions
saved and avoided since
2018 for customers

+16.6M

People with access
to green electricity
since 2020

1 Climate Change

Practitioner & provider of supply chain decarbonization programs

2021



The Zero Carbon Project

÷ by 2 operational emissions of 1000 suppliers

Supporting implementation of all decarbonization levers

2021



Increasing access to renewable electricity for the pharmaceutical supply chain

2022



PepsiCo aims to reduce value chain emissions by 40% by 2030

Program is open to value chain partners around the world

2023



Decarbonizing the semiconductor value chain by accelerating the transition to renewable electricity

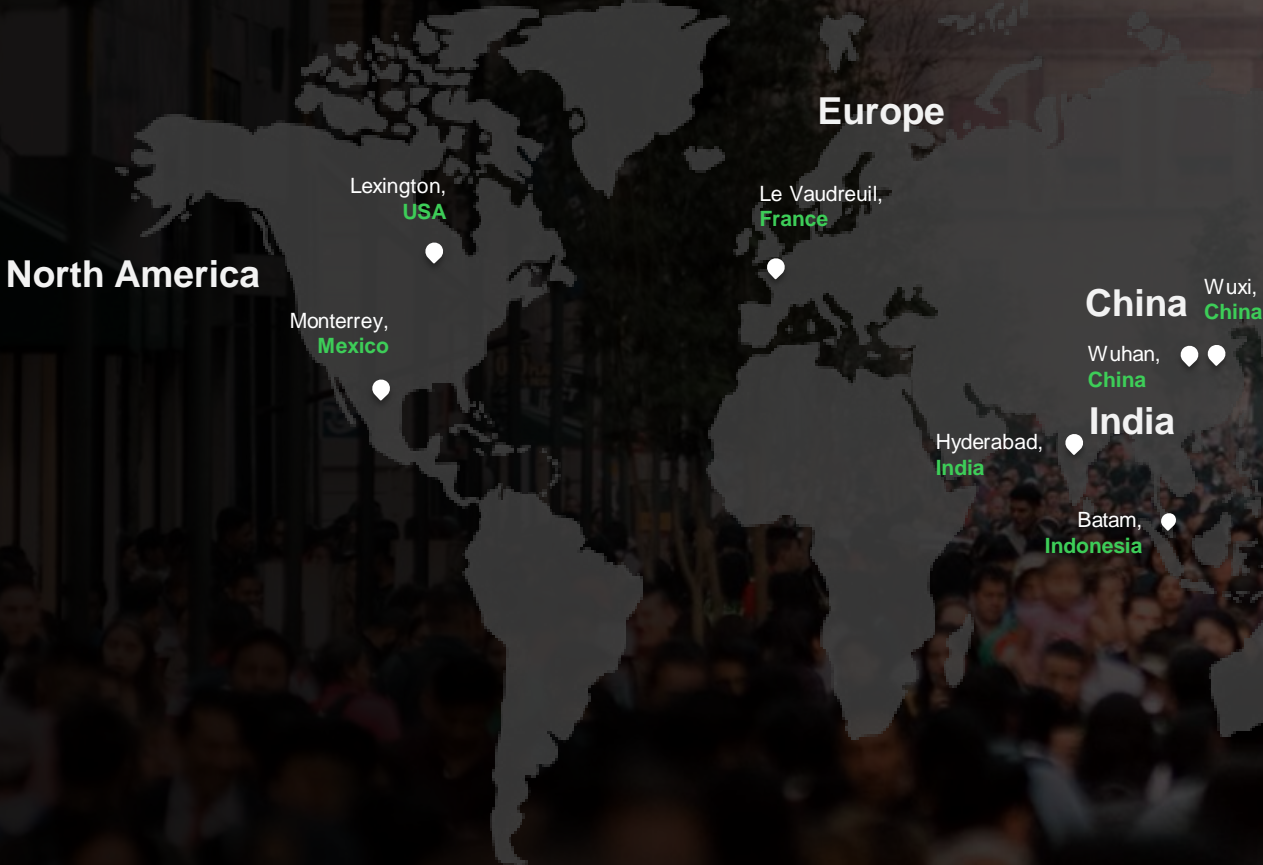
2024



A program for Scope 3 decarbonization of natural resources

2 Evolution of Wealth

Operating in
+100 Countries



2

Evolution of Wealth

78% of employees undergo digital upskilling through digital citizenship program (2020: 41%, goal for 2025: 90%)

578,709 Youth Trained in our Youth Education and Entrepreneurship program

EcoStruxure™ for Water and Wastewater



KM CGE 昆明通用水务
Kunming CGE Water Supply Co., Ltd

**Kunming CGE Water
Supply Co., Ltd.,
Kunming, China**

~4 million people

serviced with high-quality drinking water

10 water treatment plants

deliver drinking water safely, efficiently, and reliably

Green and sustainable

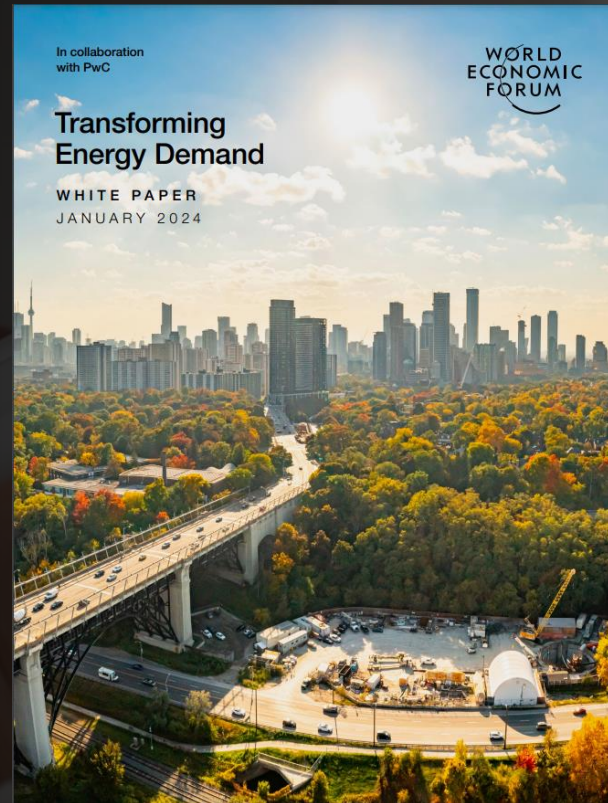
operations through visualization and digitization of water supply and distribution processes

3 Energy Transition

Versailles 10x10 **lea**
10 ACTIONS

To accelerate energy efficiency

10x FASTER



3 Energy Transition

Prosumers produce, consume and control their own energy while providing flexibility to electrical grid


x2 PAM

2023-2027 Prosumer potential available market

Data source: Model with data from BNEF, Frost and Sullivan, & SE business intelligence.

 Residential



energysage 

 Buildings



Qmerit evconnect

 Utilities



uplight™ AutoGrid

EcoStruxure™ for Building

**LIPPU
LAIVA**
CI CITYCON

**Citycon Lippulaiva
Finland**

Net zero

in operations

60% less energy

consumed than similar buildings in Finland

~335k tons/year

CO₂ eliminated

5 years

of return on investment

4 New Global Equilibrium

Economies Decoupling

Ranked #1

Top 25

Gartner[®]

Supply Chain

27%

CO₂ emissions
reduced from top 1k
Suppliers operations

Reshoring Industries

2023 Launch:
Industrial Digital
Transformation
Services

Consumer
EcoEtruxure™ for Packaged Goods

Henkel

**Henkel,
Dusseldorf, Germany**

+10,000

automation objects connected

3 – 5% increase

in energy efficiency to manage the complete line
with robotics, multi carrier, and automation system

+2.5% initial energy savings

to be optimized with the help of AI algorithm
implanted within the solution

5

Digitization & Artificial Intelligence

1.6x Total Data Center Power Consumption Growth, 2023–2028

21% of 2023 orders Data Center and Networks

#1 in electrical distribution

#1 Most complete portfolio



5

Digitization & Artificial Intelligence

~350

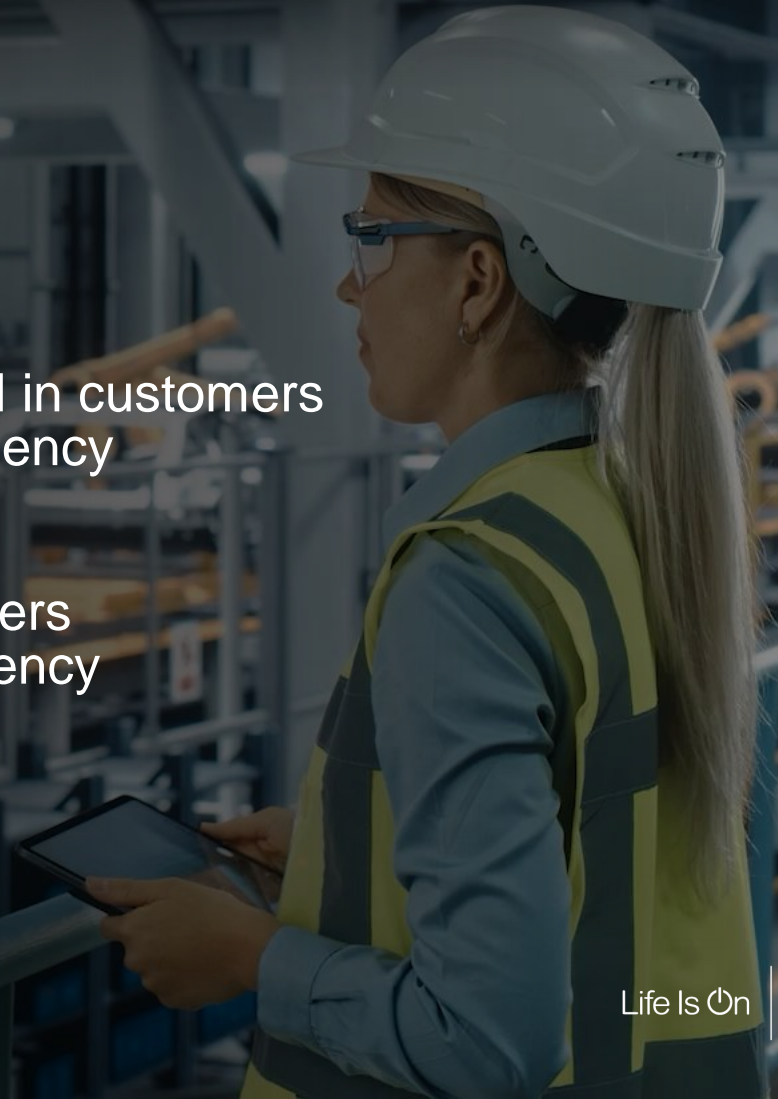
AI Hub employees

~40

AI-related features incorporated in customers offers & improving internal efficiency

~170

AI-related use-cases for customers offers & improving internal efficiency



EcoStruxure™ for Data Center



Compass Datacenters,
USA

First of a kind

industry collaboration integrating supply chain network to meet increasing demand

15 years

of return on investment / payback

Speed & cost savings

thanks to streamlined process, no upfront engineering and design work, while delivering quality finished solutions

5

Digitization & Artificial Intelligence

€3.0bn

Software & Digital Services
FY23 revenues

IoT & Data | Software for complete Digital Twin

Hybrid Cloud and On-Premises	AI & Cybersecurity	Software, Apps, Analytics and Services
		Edge Control
		Connected Products

Buildings

Data Centers

Industry

Infrastructure

5

Digitization & Artificial Intelligence

€3.0bn

Software & Digital Services
FY23 revenues

IoT & Data | Software for complete Digital Twin

Hybrid Cloud and On-Premises	AI & Cybersecurity	Software, Apps, Analytics and Services
		Edge Control
		Connected Products

Buildings

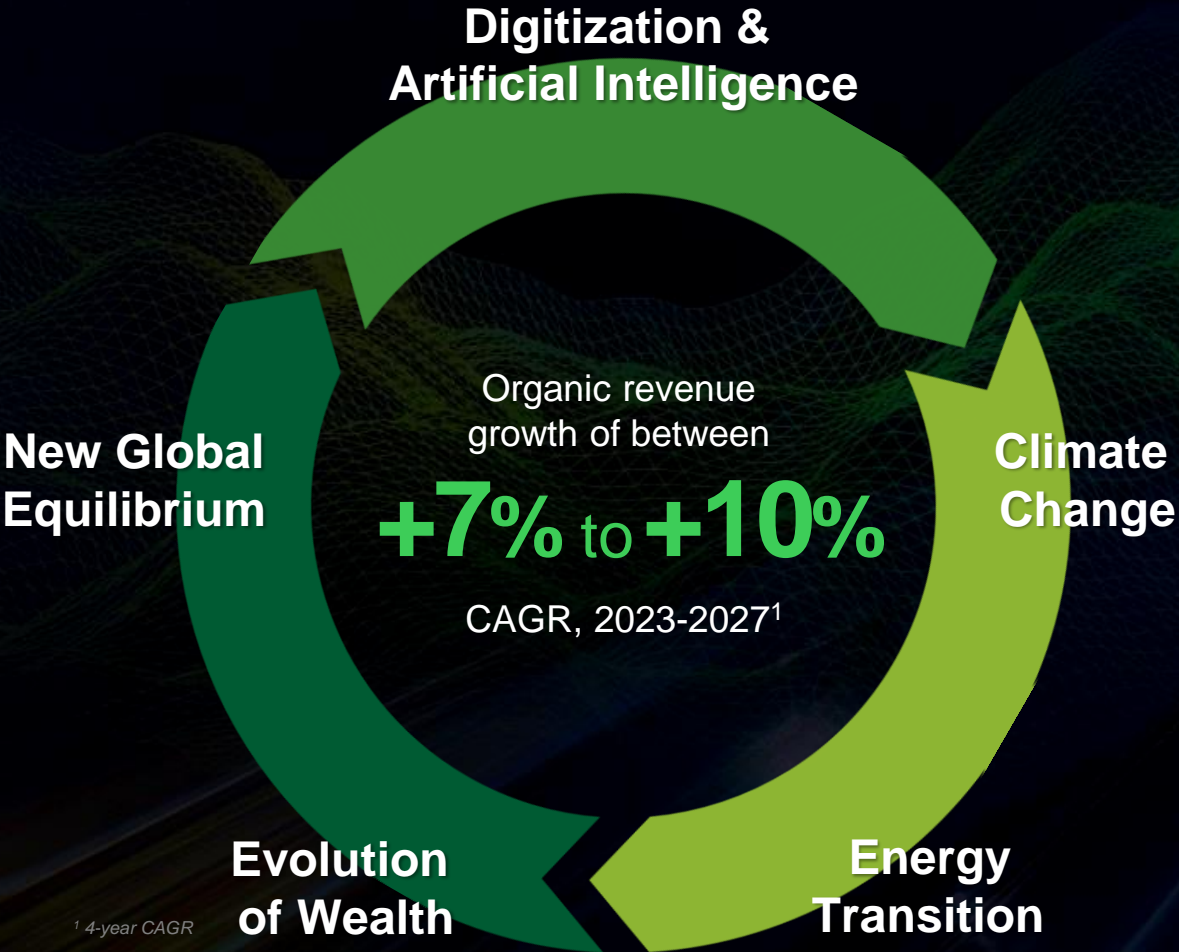
Data Centers

Industry

Infrastructure

CONNECT

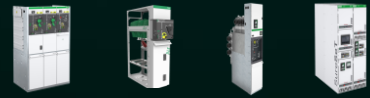
Megatrends creating **unprecedented opportunities** in our end-markets



- AI ready**
Edge & Core Data Centers with high density power and cooling addressing specific needs of AI
- Sustainable**
Services for data driven insights & recommendations to drive highest Sustainability, Efficiency and Availability
- Save Electrify Decarbonize**
- New Economies**
~40% 2023 Revenues
- Reshoring**
Local supply chain strengthening our **Multi-hub** operating model

Electrical & Automation technologies are converging with Software & Sustainability as enablers for rapid acceleration

Energy Management



Med. Voltage Products & Equipment



Molded-case Breaker Uninterrupted Power Supply, Single & 3 Phase



Final Distribution Wiring Devices Building Management

Software & Sustainability

Industrial Automation



Variable Speed Drives Contactors



Motion Control Signaling Push buttons



Automation Expert Triconex Foxboro DCS

DATA CENTERS



BUILDINGS



INDUSTRY



INFRASTRUCTURE



Addressing the opportunities from **structurally growing end-markets**

	Data Centers & Networks	Buildings	Industry	Infrastructure
End-markets Exposure¹	21%	32%	34%	13%
Market Positioning	#1 in electrical distribution Most complete portfolio	#1 in electrical distribution Present within 1 out of 4 buildings	Complementary EM and IA offers #1 in electrical distribution industrial data and safety #1 in electrical distribution in industrial data #1 in grid	
Market CAGR to 2027	>10%	+4% to +5%	+5% to +6%	+5% to +7%
Key Drivers	Artificial Intelligence	Decarbonization	Reshoring & mega-projects	Big government funding
Key Data Points	From CPU to GPU technology x 3 to 4 kW requirement per rack	Strong renovation momentum > 85% today's buildings are likely to still be in use in 2050	Accelerated software deployment c.+10% market CAGR	Increased share of electricity From 20% to 50% by 2050

1. Based on 2023 Orders

Our purpose is to empower all to
make the most of our energy and resources
bridging progress and sustainability for all.
At Schneider, we call this Life Is On.

Our mission is to be your digital partner for
Sustainability and Efficiency.

Full Year 2023 — Record Performance in milestone year



1. Based on 2023 Orders

ENERGY MANAGEMENT

€28bn **+14%**
 FY23 revenues org. growth

INDUSTRIAL AUTOMATION

€8bn **+7%**
 FY23 revenues org. growth

GROUP

€36bn **+13%**
 FY23 revenues org. growth

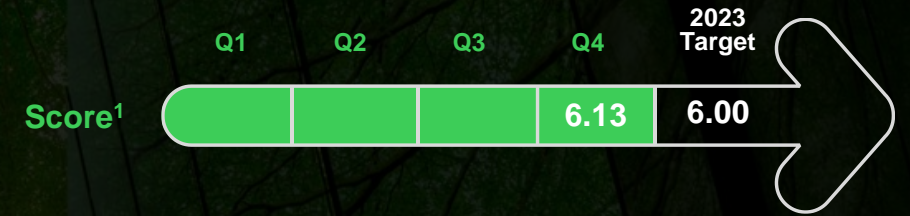
17.9% **+180bps**
 Adj. EBITA margin org. improvement

Adj. EBITA up +25% org. exceeding targeted range

End-markets exposure¹

Data Centers & Networks 21% Buildings 32% Industry 34% Infrastructure 13%

FY 2023 Results



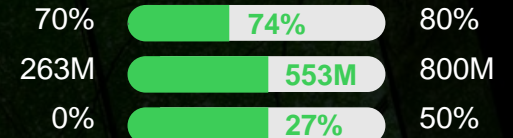
6 long-term commitments

CLIMATE

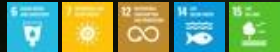


1. Grow Schneider Impact revenues*²
2. Help our customers save and avoid millions of tonnes of CO₂ emissions³
3. Reduce CO₂ emissions from top 1,000 suppliers' operations

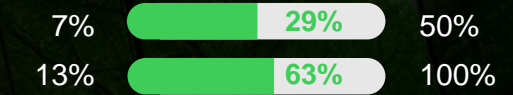
Baseline Q4 2023 2025 Target



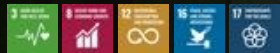
RESOURCES



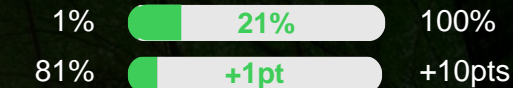
4. Increase green material content in our products
5. Primary and secondary packaging free from single-use plastic, using recycled cardboard



TRUST



6. Strategic suppliers who provide decent work to their employees⁴
7. Level of confidence of our employees to report unethical conduct⁵



EQUAL



8. Increase gender diversity in hiring (50%), front-line management (40%) and leadership teams (30%)
9. Provide access to green electricity to 50M people⁶



GENERATIONS



10. Double hiring opportunities for interns, apprentices and fresh graduates²
11. Train people in energy management⁶



LOCAL



- +1. Country and Zone Presidents with local commitments that impact their communities



*Per Schneider Electric definition and methodology ¹ 2021 baseline 3/10, 2025 target 10/10 ² 2019 baseline ³ cumulated since 2018 ⁴ 2022 baseline ⁵ 2021 baseline ⁶ cumulated since 2009

External recognition of our **IMPACT** in 2023

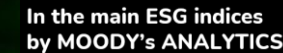
Ecosystem & partner model

Multi-hub model

Global balanced footprint

Focus on sustainability

Culture & empowered workforce



IMPACT

Inclusion

We embrace diverse perspectives, co-creating a place where everyone belongs and thrives.

Mastery

We count on our expertise and know-how to deliver the highest quality innovations.

Purpose

We aspire to build a sustainable future for our people, customers, communities and planet.

Action

We get things done with accountability, speed and integrity, always with the customer in mind.

Curiosity

We love to think deeply and differently, challenging the status quo and learning every day.

Teamwork

We achieve together with our teams, collaborating with trust and openness.

Life Is On

Schneider
Electric

Transforming to be the “Industrial Tech” leader

The **next milestone** on our journey...

€50bn

Revenues

€10bn

Adj. EBITA

Free Cash Flow conversion¹ expected to be around 100% across the cycle

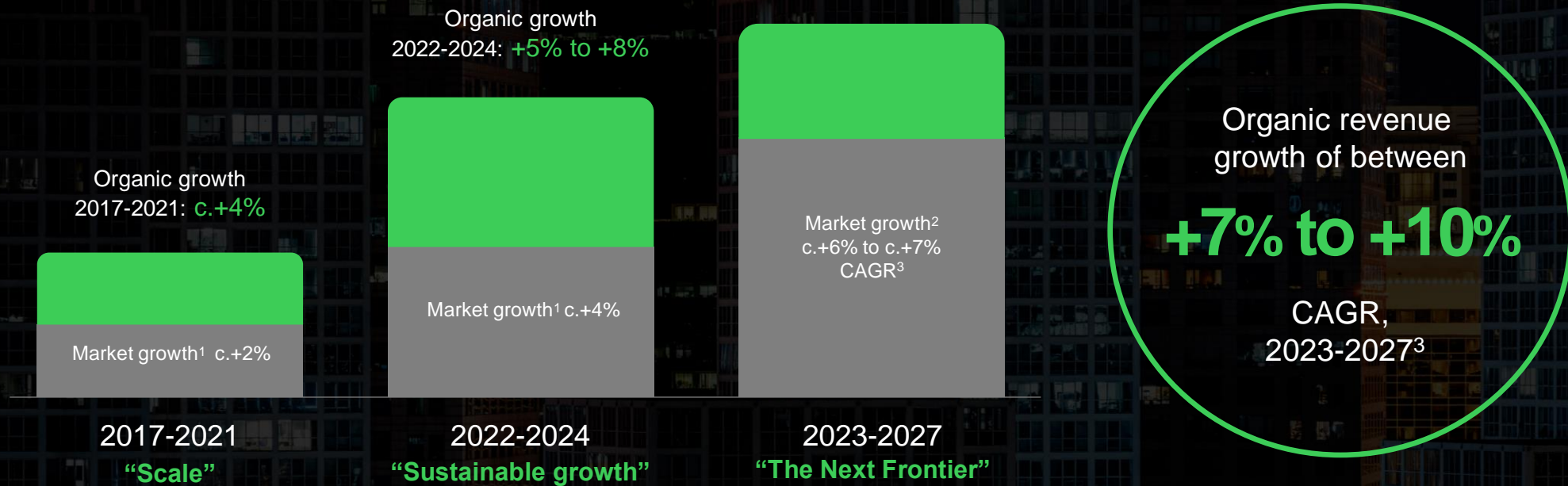
¹ Free cash flow as a proportion of Net Income – Group share

An aerial view of Paris, France, at dusk. The Eiffel Tower is prominent on the right side. The city is illuminated with a blue and purple glow. Overlaid on the city is a green data visualization consisting of numerous small dots and lines, resembling a network or a data stream, that flows across the landscape.

Finance

Hilary Maxson
Chief Financial Officer

Mega-trends driving a structural step-up in our markets, and we remain well positioned to outperform



MEGA
TRENDS

+

INNOVATION

+

MORE SOFTWARE
& PROSUMER

+

ARTIFICIAL
INTELLIGENCE

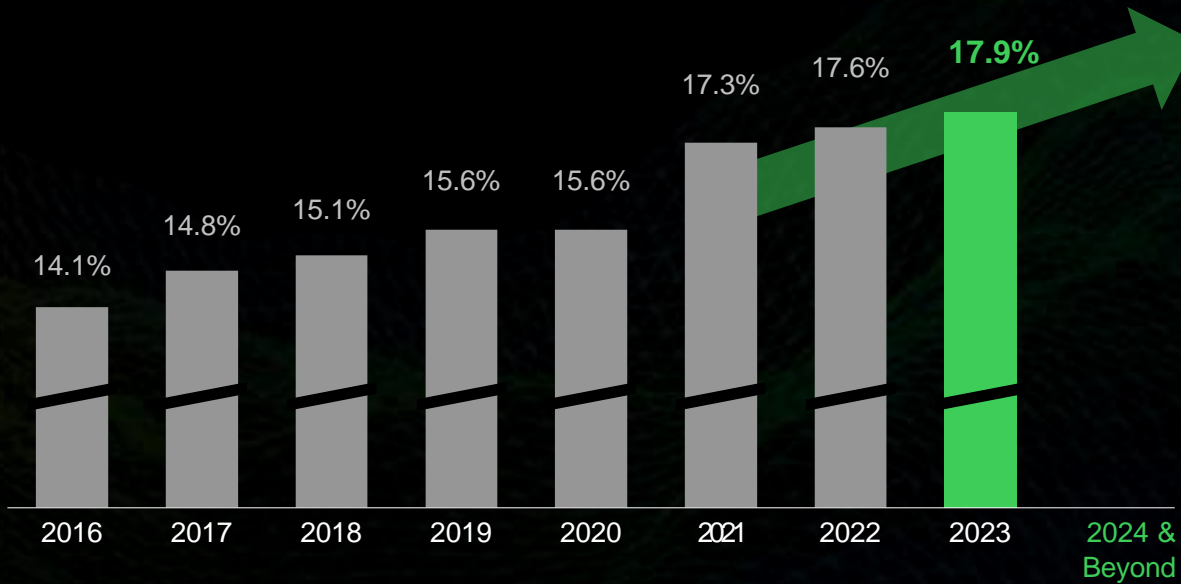
¹ Market growth (volume) CAGR based on Industrial Production (IP) as sourced from Oxford Economics

² Market growth (volume) CAGR based on Schneider Electric internal composite index

³ 4-year CAGR

Future margin expansion through strong gross margin and agile operating model

Adj. EBITA margin evolution (% of Sales)



Organic expansion of adj. EBITA margin of **c.+50bps** CAGR, 2023-2027¹

¹ 4-year CAGR

Capital allocation priorities in order of preference



Financial highlights — Strong performance in FY 2023

Well positioned for the Next Frontier

Revenues

€36bn, +13% org.

Strong growth in Systems, Software and Services supported by price carryover from last year

Gross Margin

41.8%, +200bps org.

Strong gross margin supported by price carryover, improvements in Systems margin and productivity

Adj. EBITA Margin

17.9%, +180bps org.

Close control of support function cost expansion, while investing for future growth

Net Income

€4.0bn, +15%

Gains on disposed businesses and reduction in restructuring costs support strong growth

Free Cash Flow

€4.6bn, 115% conversion¹

Working capital tailwinds in H2 support growth in operating cash flow

ROCE

13.5%, +130bps

Strong progress, year-on-year

¹ Conversion of FCF / Net Income (Group share)

Energy Management — good growth across all regions

Energy Management

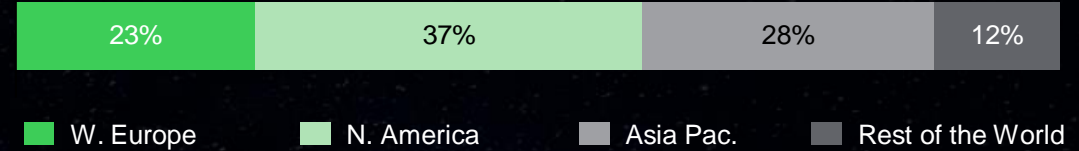
€28bn

FY23 revenues

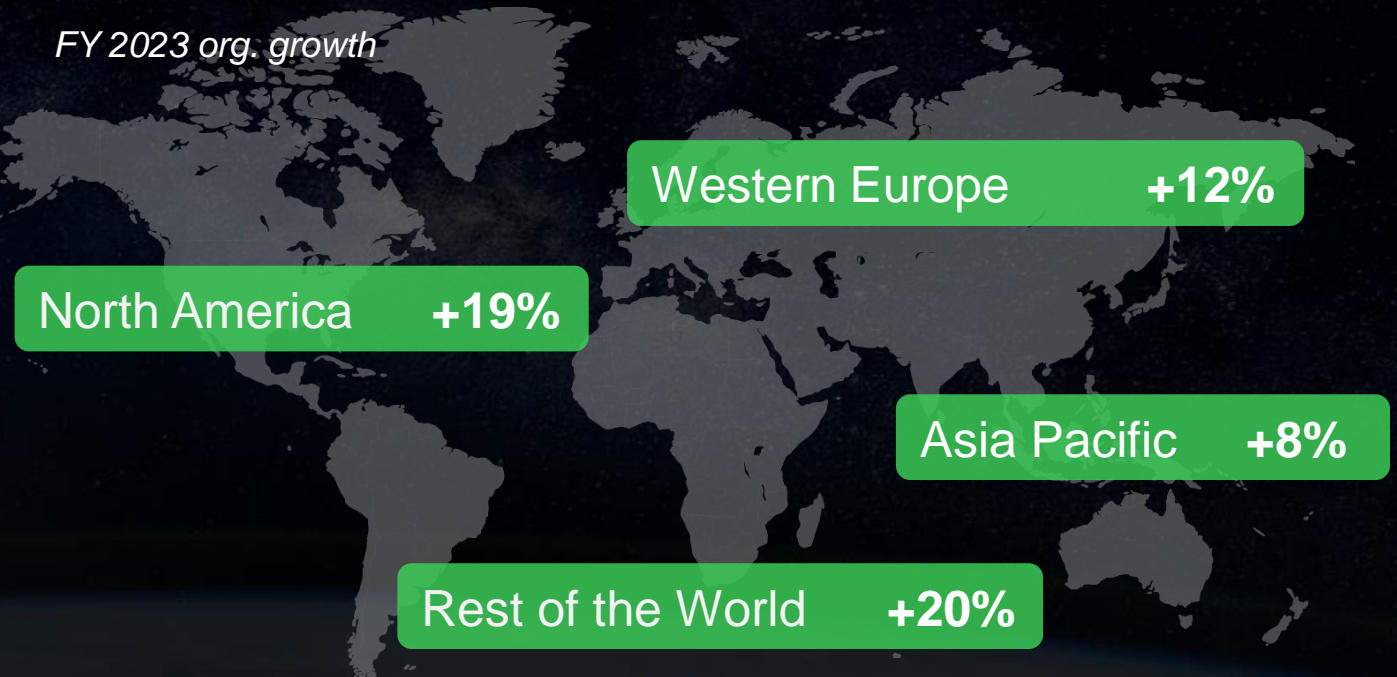
+14%

org. growth

Split of FY 2023
revenue by geography:



FY 2023 org. growth



Industrial Automation — solid performance despite discrete automation weakness in the second half

Industrial Automation

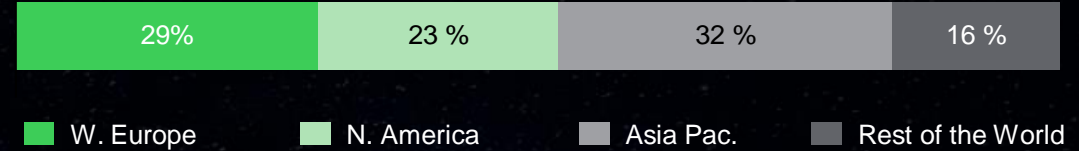
€8bn

FY23 revenues

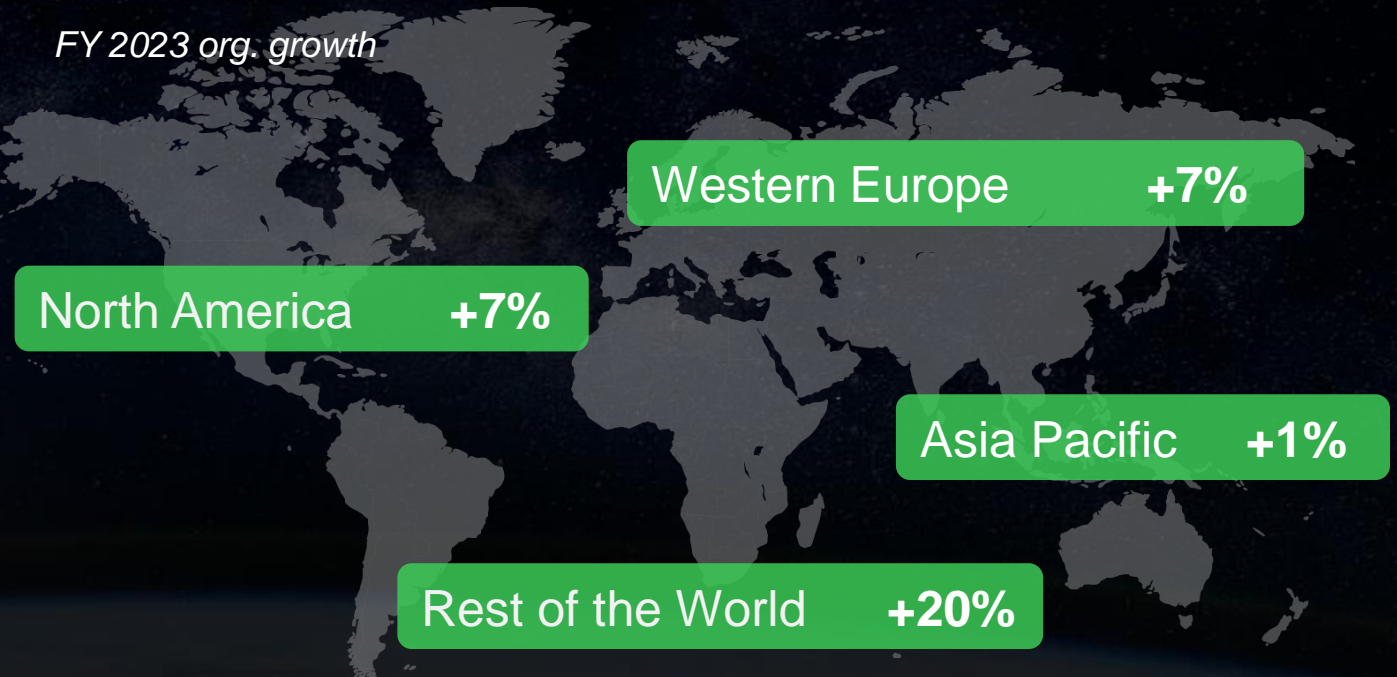
+7%

org. growth

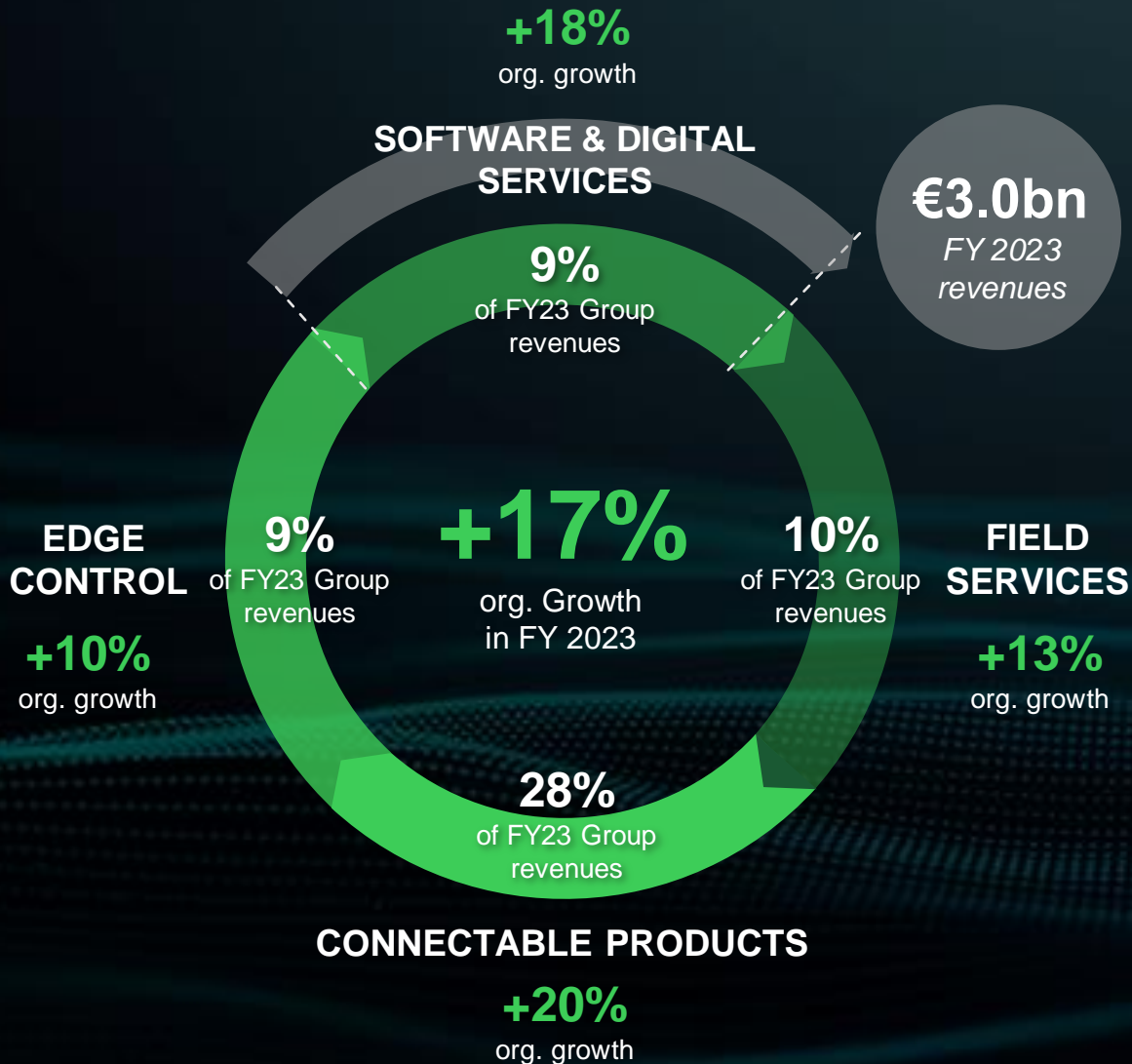
Split of FY 2023
revenue by geography:



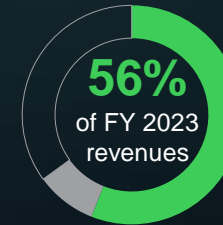
FY 2023 org. growth



Digital flywheel growing faster than Group, up +17% org. in 2023

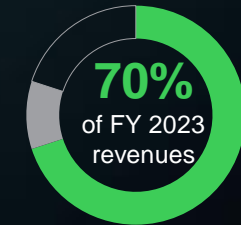


Moving towards 60% to 65% of Group revenues by 2027



■ % of Group revenues
■ 60% to 65% by 2027 ambition

Recurring revenue in Agnostic Software to increase to c.80% by 2027



■ % of agnostic software revenues
■ c.80% by 2027 ambition

Key achievements of 2023:

- Flywheel at 56% of 2023 revenues (from 53% in 2022)
- Agnostic software 70% recurring (from 65% in 2022)
- Digital innovation driving strong double-digit growth in **connectable products**
- Double-digit growth in **Software and Digital Services** despite transition to subscription at AVEVA
- Good growth in **Field Services** supported by increasing installed-base and Systems growth.

Q1 2024 — revenues up +5% organic



GROUP

€8.6bn

Q1'24 revenues

+5.3%

org. growth

Energy Management

€6.9bn

Q1'24 revenues

+8.9%

org. growth

Industrial Automation

€1.7bn

Q1'24 revenues

-6.6%

org. growth

DRIVEN BY MEGATRENDS:

1

Digitization & Artificial Intelligence

2

Climate Change

3

Energy Transition

4

Evolution of Wealth

5

New Global Equilibrium

Expected trends in 2024

- Strong and dynamic market demand to continue on the back of structural megatrends
- Strong demand for System offers notably driven by trends in Data Centers, Grid Infrastructure investment and increased investments across Process Industries served by both businesses
- Continued focus on subscription transition in Software and growth in Services
- A gradual demand recovery for Product offers, weighted towards H2, linked with a recovery in consumer-linked segments and Discrete automation
- All four regions to contribute to growth, led by U.S., India and the Middle East

2024 Target

On April 25th 2024, the Group reaffirmed its 2024 financial target as follows:

2024 Adjusted EBITA growth of between +8% and +12% organic

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

- Revenue growth of **+6% to +8% organic**
- Adjusted EBITA margin up **+40bps to +60bps organic**

This implies Adjusted EBITA margin of **around 18.0% to 18.2%** (including scope based on transactions completed to-date and FX based on current estimation).

Ready to engage with our shareholders

Active Shareholder's Advisory Committee

The committee is the **voice of Schneider Electric's individual shareholders** and consists of 10 independent volunteers appointed by Schneider Electric

- **Continuous engagement** with Schneider Electric
- Dedicated **in-person meetings**
- Strong emphasis on the company's strategy **towards individual shareholders**

Find more information or contact Schneider Electric through

Toll-free number – **0 805 651 650** Toll-Free Service (+33)

E-mail – actionnaires@se.com

website – [Investor Relations website](#)



Governance

Jean-Pascal Tricoire

Chairman

Resolutions — Shareholder's Meeting

Ordinary

FY2023 Financial statements

1. Approval of statutory financial statements for the 2023 fiscal year
2. Approval of consolidated financial statements for the 2023 fiscal year
3. Appropriation of profit for the fiscal year and setting the dividend
4. Approval of regulated agreements governed by Article L. 225-38 *et seq.* of the French Commercial Code
5. Appointment of Mazars as the statutory auditor responsible for certifying sustainability information
6. Appointment of Pricewaterhouse Coopers Audit as the statutory auditor responsible for certifying sustainability information

Say on pay *ex-post*

7. Approval of the information on the Directors' and the Corporate Officers' compensation paid or granted for the fiscal year ending December 31, 2023 mentioned in Article L. 22-10-9 of the French Commercial Code
8. Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman and Chief Executive Officer (from January 1, 2023 to May 3, 2023)
9. Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Peter Herweck in his capacity as Chief Executive Officer (from May 4, 2023 to December 31, 2023)
10. Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman of the Board of Directors (from May 4, 2023 to December 31, 2023)

Say on pay *ex-ante*

11. Approval of the compensation policy for the Chief Executive Officer
12. Approval of the compensation policy for the Chairman of the Board of Directors
13. Approval of the Directors compensation policy

Renew / Appoint Directors

14. Renewal of the term of office of Mr. Fred Kindle
15. Renewal of the term of office of Mrs. Cécile Cabanis
16. Renewal of term of office of Mrs. Jill Lee
17. Appointment of Mr. Philippe Knoche as a Director

Share buy-back

18. Authorization granted to the board of Directors to buy back Company share

Extraordinary

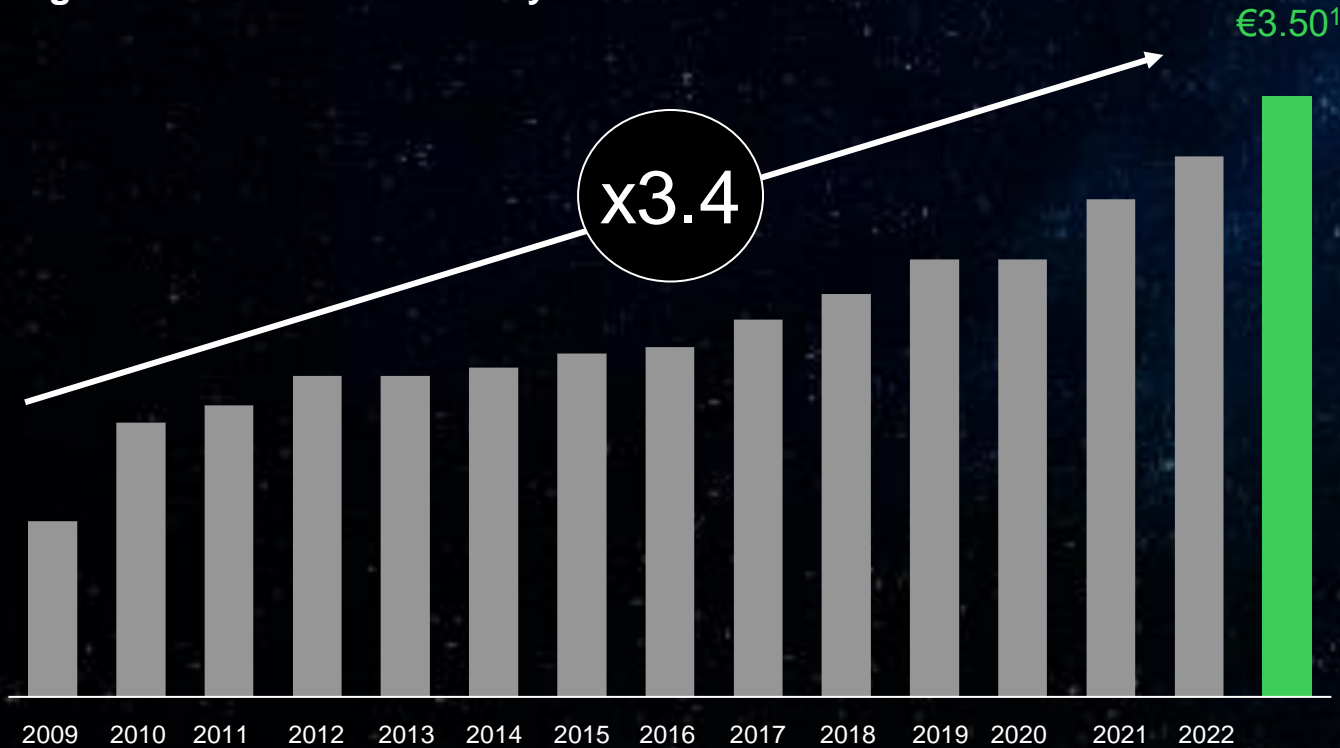
Capital increase reserved to employees

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

Resolution n. 3

Progressive dividend

Progressive Dividend¹ for 14th year in a row



€3.50
Dividend per share
+11% vs. 2022

¹ Subject to Shareholder approval on May 23, 2024

Board Composition after 2024 Shareholders' Meeting

If resolutions recommended by the Board are approved

 <p>Jean-Pascal Tricoire Chairman of the Board</p> <p>● ● ●</p>	 <p>Cécile Cabanis Independent Director</p> <p>●</p>	 <p>Linda Knoll Independent Director</p> <p>● ●</p>	 <p>Abhay Parasnis Independent Director</p> <p>●</p>	 <p>Bruno Turchet Employee Director</p> <p>●</p>
 <p>Fred Kindle Vice-Chairman & Lead Independent Director</p> <p>● ●</p>	 <p>Giulia Chierchia Independent Director</p> <p>●</p>	 <p>Jill Lee Independent Director</p> <p>● ●</p>	 <p>Anders Runevad Independent Director</p> <p>● ●</p>	<div style="border: 1px solid #ccc; padding: 10px;"> <p>Committees</p> <p>Audit & Risks Governance, Nominations & Sustainability</p> <p>Human Capital & Remunerations</p> <p>Investment</p> <p>Digital</p> </div>
 <p>Léo Apotheker Director</p> <p>● ● ●</p>	 <p>Rita Félix Employee Director</p> <p>●</p>	 <p>Xiaoyun Ma Director representing the employee shareholders</p> <p>● ●</p>	 <p>Gregory Spierkel Independent Director</p> <p>● ● ●</p>	
 <p>Nive Bhagat Independent Director</p> <p>● ●</p>	 <p>Philippe Knoche Independent Director</p> <p>●</p>	 <p>Anna Ohlsson-Leijon Independent Director</p> <p>● ●</p>	 <p>Lip-Bu Tan Independent Director</p> <p>● ●</p>	

43% female directors*

86% independence*

12 different nationalities

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

Board Composition after 2024 Shareholders' Meeting

Board of Directors Committees

Audit & Risks



Chaired by
J. Lee

Governance, Nominations & Sustainability



Chaired by
JP. Tricoire

Human Capital & Remunerations



Chaired by
L. Knoll

Investment



Chaired by
G. Spierkel

Digital



Chaired by
A. Parasnis

Resolutions n. 14, 15 & 16

Renewal of Directors

Resolution n. 14

Renewal of Mr. Fred Kindle



65 Years

Swiss

No other directorship

Former CEO, ABB

Knowledge & skills

- Corporate finance
- International markets
- Schneider Electric's industry
- Governance matters

Resolution n. 15

Renewal of Mrs. Cécile Cabanis



52 Years

French

Unibail-Rodamco-Westfield
SE Directorship

Former CFO, Danone

Former Deputy CEO, Tikehau Capital

Knowledge & skills

- Accounting
- Risks & audit
- Sustainability
- International markets

Resolution n. 16

Renewal of Mrs. Jill Lee



60 Years

Singaporean

No other directorship

Former CFO, Sulzer Ltd

Knowledge & skills

- Accountability
- Risks & audit
- Schneider Electric's industry
- International markets, especially Asian

Resolution n. 17

Appointment of a new Director

Resolution n. 17

Appointment of Philippe Knoche



55 Years

French/German

No other directorship

Will qualify as an Independent Director and join Audit & Risks Committee

Currently Senior EVP Operations & Performance, Thales

Former CEO of Orano, 2015 - 2023

Knowledge & Skills

- Energy and technology
- Transformations at strategic and operational level

Resolutions n. 19 & 20

Capital increases reserved for employees

Without shareholders' preferential subscription right, delegation of authority to the Board of Directors to undertake capital increases reserved for

n. 19	Participants in a company savings plan	26 months	2% of company's capital Max. discount 30%
n. 20	Employees of certain non-French subsidiaries of the Group directly or <i>via</i> entities acting to offer those employees benefits comparable to those offered to participants in a company savings plan	18 months	1% of capital Deducted from ceiling of 2% capital set for issuance of shares to employees who are member of company savings plan.
		Effective from Nov 4, 2024	Ceiling

An aerial view of Paris, France, at dusk. The Eiffel Tower is prominent on the right side of the image. The city skyline is visible in the background. A green, glowing data visualization overlay is present, consisting of numerous small green dots connected by thin lines, forming a network-like pattern across the city. The overall color palette is dominated by blues and greens.

Compensation

Fred Kindle

Vice-Chairman & Lead Independent Director

Life Is On

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Electric

Resolution n. 9

Compensation paid to CEO, Peter Herweck, from May 4 — Dec 31 2023 — Say on pay *ex post*

Fixed	€790,323			
Annual Variable	At Target Payout		Achievement Rate	2023 Actual Payout
	100% of salary	€1,200,000	108%	€853,549
Long-term Incentive	17,559 Performance Shares, granted May 2023			
Pension	Fixed	Achievement Rate	Variable	Total Due For 2023
	€118,548	108%	€128,032	€246,580
Other*	€26,390			

*Employer matching contributions, Profit-sharing, Company car, Tax assistance, Supplementary Life & Disability scheme

Resolutions n. 8 & 10

Compensation 2023 paid to Jean-Pascal Tricoire — Say on pay *ex post*

Resolution n. 8

Paid to Chairman & CEO from Jan 1 – May 3, 2023

Fixed

€341,398

Annual Variable

	At Target Payout	Achievement Rate	2023 Actual Payout
130% of salary	€433,817	108%	€479,322

Pension

Fixed	Achievement Rate	Variable	Total Due For 2023
€65,412	108%	€91,838	€157,250

Other*

€15,859

Resolution n. 10

Paid to Chairman of Board of Directors from May 4 – Dec 31, 2023

€612,500

€39,330

*Employer matching contributions, Profit-sharing, Company car, Tax assistance, Supplementary Life & Disability scheme

Resolution n. 11

2024 Compensation policy for CEO, Peter Herweck — Say on pay *ex ante*

Fixed

€1,200,000

**Annual
Variable**

% of the Fixed compensation

0%	100%	200%
Minimum	At Target	Maximum

PERFORMANCE CRITERIA

- 35%** Group Organic Sales Growth
- 25%** Adjusted EBITA operating margin improvement
- 10%** Group Cash conversion
- 10%** Net Satisfaction Score Improvement
- 20%** Schneider Sustainability Impact

**Long-term
Incentive**

2024 Grant
3 years vesting-period

**2024
UPDATE**

- 40%** Improvement of adjusted Earnings Per Share
- 17.5%** Relative TSR vs. CAC 40
- 17.5%** Relative TSR vs. panel of 11 companies
- 12.5%** Scope 1 & 2 carbon emissions target
- 12.5%** Scope 3 upstream carbon intensity target

Pension

15%

Fixed compensation

15%

Actual variable compensation paid

Modification of the 2024 Long-Term Incentive Plan

Modification of ESG performance criteria to link compensation with GHG reduction targets, aligned with SBTi Net Zero

Proposed 2026 Scope 1 & 2 Target

	No vesting 0%	Full vesting 12.5%
Scope 1 & 2 Emission (ton of CO ₂ e)	159,163 <i>(i.e. emissions 5% above target)</i>	151,584
% of Reduction vs. 2023 Scope 1 & 2 Emission	-20%	-25%

Proposed 2026 Scope 3 Upstream Target

	No vesting 0%	Full vesting 12.5%
Scope 3 upstream (g CO ₂ e / € of revenue)	185 <i>(i.e. emissions 12% above target)</i>	165
% of reduction vs. 2023 carbon intensity	-15%	- 25%

Resolutions n. 12 & 13

2024 Compensation policy for the Board of Directors — Say on pay *ex ante*

Resolution n. 12

Compensation policy for Chairman of the Board of Directors, Jean-Pascal Tricoire

Fixed	€930,000 No change
Other	No benefit from any annual variable compensation, LTIP, Director's fee, Extraordinary awards, Pension, severance pay, any non-compete indemnity

Resolution n. 13

Directors' compensation policy

Non-exec Directors	€2,800,000 Maximum divided among Directors Depending on meeting and committee attendance, physical or digital attendance, travel
Committee Chairs	€20,000 Audit & Risks €15,000 Other
Lead Indpt. Director	€250,000
Observer	€20,000 If do not become non-executive Director at next General Meeting



Statutory Auditors' Reports to the Combined Shareholders' Meeting

Mathieu Mougard

Mazars

Life Is On

Schneider
Electric

Statutory Auditors' Reports

Ordinary Shareholders' Meeting

- 1. Report on the financial statements**
- 2. Report on the consolidated financial statements**
- 3. Special report on related party agreements**

Extraordinary Shareholders' Meeting

- 4. Two special reports on share capital transactions**

1. Report on the financial statements (1st resolution)

2. Report on the consolidated financial statements (2nd resolution)

Report on the financial statements

- Available on **page 540** of the Universal Registration Document.
- In our opinion, the **financial statements** give a **true and fair view** of the assets and liabilities and of the financial position of the Company at December 31, 2023 and of the results of its operations for the year then ended in accordance with French accounting principles.

Report on the consolidated financial statements

- Available on **page 511** of the Universal Registration Document.
- In our opinion, the **consolidated financial statements** give a **true and fair view** of the assets and liabilities and of the financial position of the Group at December 31, 2023 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

3. Special report on related party agreements (4th resolution)

- Available on **page 405** of the Universal Registration Document.
- No new agreement authorized during the year is submitted to the Shareholders' Meeting for approval.
- No agreements previously approved by the Shareholders' Meeting remained in force during the year.

4. Special reports on share capital transactions — Capital increase (19th and 20th resolutions)

Page 578
of the
URD

19th resolution

Proposal to delegate to the Board of Directors, for a 26-month period from the date of **this Shareholders' Meeting**, the authority to decide to **issue shares or securities** giving access to the Company's share capital **without shareholders' preferential subscription rights**, reserved for participants in a **Company Savings Plan** of the Company and of the French or non-French companies affiliated with it.

Page 579
of the
URD

20th resolution

Proposal to delegate to the Board of Directors, for an 18-month period from the date of **this Shareholders' Meeting**, the competence to decide to **issue ordinary shares or securities** giving access to the Company's share capital **without shareholders' preferential subscription rights**, reserved for a **category of beneficiaries**.

- Since the final conditions of the issues have not been set, we do not express an opinion in this respect, or, consequently, on the proposed cancellation of shareholders' preferential subscription rights.
- We will prepare an additional report in the event that the Board of Directors uses these delegations of authority.



Questions-Answers Session



Vote on resolutions

Ségolène Simonin-du Boullay

Secretary to the Board of Directors

Ordinary Shareholders' Meeting

1st resolution

Approval of statutory financial statements for the 2023 fiscal year

Result: The resolution is adopted

Ordinary Shareholders' Meeting

2nd resolution

Approval of consolidated financial statements
for the 2023 fiscal year

Result: The resolution is adopted

Ordinary Shareholders' Meeting

3rd resolution

Appropriation of profit for the fiscal year and setting the dividend

Result: The resolution is adopted

Ordinary Shareholders' Meeting

4th resolution

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

Result: The resolution is adopted

Ordinary Shareholders' Meeting

5th resolution

Appointment of Mazars as the statutory auditor responsible for certifying sustainability information

Result: The resolution is adopted

Ordinary Shareholders' Meeting

6th resolution

Appointment of PricewaterhouseCoopers Audit as the statutory auditor responsible for certifying sustainability information

Result: The resolution is adopted

7th resolution

Approval of the information on the Directors' and the Corporate Officers' compensation paid or granted for the fiscal year ending December 31, 2023 mentioned in Article L. 22-10-9 of the French Commercial Code

Result: The resolution is adopted

8th resolution

Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman and Chief Executive Officer (from January 1, 2023 to May 3, 2023)

Result: The resolution is adopted

9th resolution

Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Peter Herweck in his capacity as Chief Executive Officer (from May 4, 2023 to December 31, 2023)

Result: The resolution is adopted

10th resolution

Approval of the components of the total compensation and benefits of all types paid during the 2023 fiscal year or awarded in respect of the said fiscal year to Mr. Jean-Pascal Tricoire in his capacity as Chairman of the Board of Directors (from May 4, 2023 to December 31, 2023)

Result: The resolution is adopted

Ordinary Shareholders' Meeting

11th resolution

Approval of the compensation policy
for the Chief Executive Officer

Result: The resolution is adopted

Ordinary Shareholders' Meeting

12th resolution

Approval of the compensation policy
for the Chairman of the Board of Directors

Result: The resolution is adopted

Ordinary Shareholders' Meeting

13th resolution

Approval of the Directors' compensation policy

Result: The resolution is adopted

Ordinary Shareholders' Meeting

14th resolution

Renewal of the term of office of
Mr. Fred Kindle

Result: The resolution is adopted

Ordinary Shareholders' Meeting

15th resolution

Renewal of the term of office of
Mrs. Cécile Cabanis

Result: The resolution is adopted

Ordinary Shareholders' Meeting

16th resolution

Renewal of the term of office of
Mrs. Jill Lee

Result: The resolution is adopted

Ordinary Shareholders' Meeting

17th resolution

Appointment of Mr. Philippe Knoche
as a Director

Result: The resolution is adopted

Ordinary Shareholders' Meeting

18th resolution

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

Result: The resolution is adopted

19th resolution

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

Result: The resolution is adopted

20th resolution

Delegation of authority to the Board of Directors to undertake capital increases reserved for employees of certain non-French subsidiaries of the Group, directly or via entities acting to offer

Result: The resolution is adopted

Extraordinary Shareholders' Meeting

21st resolution

Powers for formalities

Result: The resolution is adopted



Thank you for your participation

Schneider Electric's next Annual Shareholders' Meeting
will take place on May 7, 2025



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