

**APPENDIX 6 - INTERNAL RULES OF PROCEDURE OF THE LEADERSHIP COUNCIL**

The Internal Rules of Procedure of the Leadership Council were adopted by the Board of Directors on 28 March 2024.

**1. COMPOSITION AND TERM OF OFFICE**

The Leadership Council consists of the CEO and other members appointed by the Board of Directors upon proposal of the CEO. The term of the mandate of the members of the Leadership Council as well as their dismissal is decided by the Board upon proposal of the CEO.

As a result of the rotation mechanism that applies at the level of the members of Leadership Council, the term of the mandate of the members of the Leadership Council can be of a determined or indefinite duration. In addition to the dynamics created by this rotation mechanism amongst the members of the Leadership Council, the latter also aims at ensuring a diversity of age and experience amongst these members.

The CEO leads the Leadership Council and makes sure that each new member receives a description of the Leadership Council's responsibilities and of its functioning.

**2. ROLE AND RESPONSIBILITIES OF THE CEO**

The role and responsibilities of the CEO are set out in section 4 of the Corporate Governance Charter.

**3. MEETINGS**

In principle, the Leadership Council meets monthly upon convening by the CEO or at the request of two of its members. Convening notices can be sent by ordinary letter, email or through a digital platform. Meetings can be held physically or by phone or videoconference.

The agenda is determined by the CEO. It includes the items to be discussed at the request of its members, the Board of Directors and the Chair of the Board of Directors.

The agenda of each meeting, as well as the possible concerned working documents, are sent to the members of the Leadership Council as early as possible before the meeting.

The recommendations of the Leadership Council are based on mutual consent. No decision-making power is conferred to the Leadership Council. Decision-making power remains the exclusive prerogative of the CEO. As a result, the members of the Leadership Council other than the CEO bear no legal or regulatory responsibility.

Depending on the items at the agenda, the CEO may invite members of the Investment, Corporate or Tax & Legal team to present and/or discuss a specific matter.

The Leadership Council may make use of services of internal or external experts at the expense of the Company with prior approval of the CEO.

The Leadership Council regularly reviews its internal rules of procedure such as its own effectiveness.

**4. REPORTS**

Minutes of the Leadership Council meetings are drafted and approved by the members of the Leadership Council.

**5. BOARD OF DIRECTORS**

Upon invitation of the Chair of the Board of Directors, the members of the Leadership Council are regularly attending dedicated sessions of the meetings of the Board of Directors.

**6. INDEPENDENCE OF MIND AND CONFLICTS OF INTEREST**

Where relevant, the provisions contained in Principle 6 of the 2020 Corporate Governance Code shall apply mutatis mutandis to the members of the Leadership Council.

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