

# RECAST OF THE SHAREHOLDERS RIGHTS DIRECTIVE

*Fees disclosure*

June 2023

## Introduction

In accordance with article 3d of Directive 2007/36/EC of the European Parliament and of the Council of 11 July 2007 on the exercise of certain rights of shareholders in listed companies, as amended (SRD II), this publication describes the standard fees billed for services provided by Societe Generale under SRDII.

This publication applies to Societe Generale, acting through its Securities Services department, as "intermediary" within the meaning of SRDII, and to professional clients of Societe Generale, with regard to the following services:

- identification of shareholders,
- corporate actions, and
- voting at shareholders general meetings.

The service fees and, where applicable, the specific terms and conditions for identifying shareholders under SRDII, are indicated below.

## Identification of shareholders

Shareholders identification requests do not entail additional costs for Societe Generale clients, as shareholders.

Identification requests received directly from an issuer, or indirectly by an agent appointed by the issuer or by another intermediary within the meaning of SRDII are subject to the following terms and conditions:

### Acceptance of the terms and conditions

Any request for the identification of shareholders received by Societe Generale implies acceptance of these terms and conditions. These terms and conditions are published on the Société Générale website, and are communicated upon request.

### Conditions for sending and legitimizing the request and the requestor

Requests must be sent to Societe Generale *in electronic and machine-readable formats, which allows for interoperability and straight-through processing and which deploy internationally applied industry standards such as ISO or methodology compatible with ISO* (article 2.3 Implementing Regulation (EU) 2018/1212 of the Commission of September 3, 2018 laying down minimum requirements implementing the provisions of SRDII), for example a Swift message in ISO 20022 format (for sake of clarity, messages in 15022 format and non-automated e-mails are excluded).

When shareholder identification requests are received from another intermediary within the meaning of SRDII, this intermediary is deemed by Société Générale to have verified that the request originates from the issuer. When shareholder identification requests are sent directly by an issuer or indirectly by an agent appointed by the issuer, Societe Generale must verify that the request originates from the issuer (article 10.2 Implementing Regulation (EU) 2018 / 1212 of the Commission of 3 September 2018 laying down minimum requirements

implementing the provisions of SRDII). To this end, Societe Generale will ask the requestor or, failing that it could be identified, the recipient of the response, the following supporting documents:

- Identification request signed by an authorized person of the issuer, specifying the persons to contact with the latter for any question, in particular the sending of an invoice.
- If applicable, confirmation of the mandate given to the representative of the issuer transmitting the identification request,
- Signing authority of the signatory (s) of each of these documents.

For a first identification request sent by an issuer or by an issuer's agent, additional time is required to verify the applicant, in order to ensure compliance with Société Générale's due diligence obligations and to set up the technical connectivity for exchanges through Swift messages (exchange of RMA keys, configuration of DNs).

### Time limits

Requests sent directly by an issuer or indirectly by an agent appointed by an issuer are deemed to be validly received by Société Générale after receipt of supporting documents in an appropriate form and completion of the aforementioned verifications.

The "issuer deadline" indicated in the identification request may be postponed accordingly.

The times limits provided by SRDII apply to the extent that the identification request is received *in electronic and machine-readable formats, which allows for interoperability and straight-through processing and which deploy internationally applied industry standards such as ISO or methodology compatible with ISO* (article 2.3 Implementing Regulation (EU) 2018/1212 of the Commission of September 3, 2018 laying down minimum requirements implementing the provisions of SRDII).

### Conditions for responding to a request for the shareholders identification of

Given the sensitivity of the information to be transmitted, Societe Generale reserves the right to not respond to a shareholders identification request, even validly received, when Societe Generale considers that the proposed means of transmission of the information by the issuer or the agent appointed by the issuer is not sufficiently reliable or secure (article 10.1 Implementing Regulation (EU) 2018/1212 of the Commission of September 3, 2018 laying down minimum requirements implementing the provisions of SRDII).

### Fees

Subject to any separate arrangement between Societe Generale and an issuer (or an agent appointed by the issuer), the fees applicable to each shareholder identification request received by Société Générale are available here (Home/Solution Finder/Global Custody) :

<https://www.securities-services.societegenerale.com/>

Each shareholder identification request is the subject to an invoice sent by Societe Generale to the agent appointed by the issuer or, failing that, to the issuer, and is payable within 30 days from the date of its issue. After this period, the amount of the invoice may be increased by late interest, calculated on the basis of three

(3) times the legal interest rate, and accompanied by recovery costs of forty (40) euros (articles L 441-10 and D. 441-5 of the French Commercial Code).

In the absence of payment of an invoice by an issuer or its agent, Societe Generale reserves the right, without prior notification, to not respond to a subsequent shareholders identification request of this issuer or its agent.

#### Personal data

The issuer or the agent appointed by the issuer shall ensure that the data are processed in compliance with Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 (GDPR).

Where processing is to be carried out on behalf of a controller, the controller shall use only processors providing sufficient guarantees to implement appropriate technical and organizational measures in such a manner that processing will meet the requirements of this Regulation and ensure the protection of the rights of the data subject.

This means that the data subjects concerned by the data processing may also assert their rights under the GDPR with the issuer or the agent appointed by the issuer.

#### **Corporate actions**

Instruction to participate in corporate actions sent by a client are included in the custody fees.

#### **Shareholders general meetings**

The fees applicable to each instruction to participate in shareholders general meetings sent by the client are available here (Home/Solution Finder/Global Custody) :

<https://www.securities-services.societegenerale.com/>

#### **Miscellaneous**

The fees detailed above are standard fees as of the date of this publication and may be applicable in addition to the prices contractually agreed between Société Générale and the client, when the service is not provided by Société Générale to the client elsewhere. When the services have already been provided to the client by Societe Generale, the contractual arrangement with this client are not affected by this publication.

Societe Generale will re-invoice the client for any costs necessary to carry out the corporate actions or shareholders general meetings services, including the costs of proxy voting in a local market, postage, messaging, registration fees and costs associated with physical presence at shareholders general meetings.

All fees published in this document are subject to change without notice.

These terms and conditions are subject to French law. In the event of dispute, exclusive jurisdiction is assigned to the Paris Commercial Court.