

## L’AIR LIQUIDE

Société Anonyme pour l'Etude et l'Exploitation des procédés Georges Claude with registered capital of  
2,605,133,982.00 euros

Corporate Head Office: 75, quai d’Orsay - 75007 Paris  
552 096 281 RCS Paris. — Siret 552 096 281 00019

### Notice of meeting

The shareholders are invited to attend the Combined General Meeting that will be held on Tuesday, May 4, 2021 at 3:00 p.m. at Paris Innovation Campus, 1, Chemin de la porte des loges, Les Loges-en-Josas (78), France.

### WARNING - COVID-19

Air Liquide’s Combined General Meeting will be held on Tuesday, May 4, 2021 at 3:00 p.m. (Paris time), on first calling, at Paris Innovation Campus, 1, Chemin de la porte des loges, Les Loges-en-Josas (78), France. In order to protect the health and safety of its employees and shareholders, Air Liquide’s Combined General Meeting will be held behind closed doors.

Ordinance No 2020-321 published on March 25, 2020, as amended by Ordinance No 2020-1497 of December 2, 2020 and Decree No 2021-255 of March 9, 2021 modifies indeed the rules for the holding of 2021 General Meetings as a result of the covid-19 outbreak and authorizes General Meetings to be held without members and other persons eligible to attend being present (behind closed doors).

Shareholders will be invited to follow the Meeting live online<sup>1</sup>. To maintain the dialog with shareholders, to which the Group is particularly attached, shareholders will be able<sup>2</sup>:

- from April 22 to May 3, 2021, to ask questions via a dedicated online platform, which will be accessible at [www.airliquide.com](http://www.airliquide.com). These questions will make it possible to determine which topics are of most interest to shareholders, and a few representative questions will then be selected and answered live during the Meeting.
- on May 4, during the Meeting’s Question & Answer session, it will be possible to ask questions via a dedicated platform accessible at [www.airliquide.com](http://www.airliquide.com). Details of the modalities will be available on the platform.

Questions on topics which could not be covered at the Meeting will be answered thematically, as soon as practicable after the Meeting and published on the General Meeting page at [www.airliquide.com](http://www.airliquide.com).

Shareholders are informed that adaptations of the voting conditions will be necessary. Considering that the Meeting will be held behind closed doors, no admission cards will be issued and proxies to third parties shall be processed according to the conditions described on the Company’s website. Votes on the resolutions and proxies to the Chairman shall be managed as usual.

For the most up-to-date information, shareholders are invited to regularly consult the General Meeting page (<https://www.airliquide.com/shareholders/2021-annual-general-meeting>) which will be updated whenever necessary, since the modalities described above may be modified. The agenda, along with the various documents relating to this Meeting, may also be consulted on this page.

### Agenda

#### Ordinary General Meeting:

- Approval of the Company financial statements for the fiscal year ended December 31, 2020
- Approval of the consolidated financial statements for the fiscal year ended December 31, 2020
- Appropriation of 2020 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 Mr Xavier Huillard as Director
- Appointment of Mr Pierre Breber as Company Director

<sup>1</sup> Subject to any technical reasons which may prevent or seriously disrupt the webcast.

<sup>2</sup> There is no legal framework for questions asked in this way, which notably do not come within the legal rules governing written questions sent to the Company before the General Meeting nor those governing debates.

- Appointment of Mr Aiman Ezzat as Company Director
- Appointment of Mr Bertrand Dumazy as Company Director
- Statutory Auditors' Special Report on agreements covered by the articles L. 225-38 et seq. of the French Commercial Code
- Approval of the elements of remuneration paid during or awarded in respect of the fiscal year ended December 31, 2020 to Mr Benoît Potier
- 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 Executive Officers
- Approval of the remuneration policy applicable to Directors

**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 in order to increase the share capital via the issuance of ordinary shares or marketable securities conferring entitlement, immediately and/or in the future, to the Company's share capital, with retention of shareholder preferential share subscription rights for a maximum par value amount of 470 million euros
- Authorization granted to the Board of Directors for a period of 26 months to increase the issuance amount of equity securities or marketable securities, in the event of over-subscription
- 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

**Ordinary General Meeting:**

- Powers for formalities

**Draft resolutions**

Resolutions that will be submitted to the shareholders have been published in the preliminary notice meeting on February 17, 2021, in the French legal gazette (Bulletin des Annonces Légales Obligatoires - BALO), n°21.

**A. Attendance at the General Meeting**

**Due to the sanitary situation, shareholders cannot attend the Meeting personally, nor be represented by any person physically. No admission card will be issued.**

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

Shareholders may attend the Meeting:

- by 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.

Any shareholder who has already cast a remote vote, sent a proxy or requested an admission card or certificate of attendance may choose another means of participation at the General Meeting, provided that instructions to this effect are received by the Company in accordance with the terms and deadlines set forth below and the new means of participation chosen.

In accordance with article R. 22-10-28 of the French Commercial Code, shareholders may attend the Meeting if they can justify:  
— 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 30, 2021;  
— 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 30, 2021. The duly empowered intermediaries shall append a certificate of attendance to the proxy or correspondence voting form drawn up in the name of the shareholder or on behalf of the shareholder represented by the registered intermediary.

Only those shareholders who are able to justify this capacity at 00:00, Paris time, on Friday, April 30, 2021, under the aforementioned terms and conditions, may attend this General Meeting.

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 30, 2021, the vote cast by mail, proxy 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 30, 2021, 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](http://www.airliquide.com), under the Shareholders 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 communicate voting instructions, appoint or revoke a proxy, or receive a confirmation of receipt of the vote under the conditions detailed below.

***Voting by correspondence or proxy:***

**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 28, 2021 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 30, 2021:  
— 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 30, 2021 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 30, 2021.

In accordance with article 6 of Decree No 2020-418 of April 10, 2020, proxy forms indicating a proxy holder sent by post must be received by the Company by midnight, Paris time, on Friday, April 30, 2021. The proxy holder’s voting instructions (which must be sent by e-mail to the following address: [agm.backoffice@airliquide.com](mailto:agm.backoffice@airliquide.com), using a scanned copy of the standard voting form) must be received by the Company by midnight, Paris time, on Friday, April 30, 2021. Proxy forms received after this date, which indicate a proxy holder or the corresponding voting instructions, will not be taken into account.

## **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](http://www.airliquide.com), under the Shareholders 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 email and access code;
- 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 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 modalities as described above. In accordance with article 6 of Decree No 2020-418 of April 10, 2020, proxy forms indicating a proxy holder sent by email must be received by the Company by midnight, Paris time, on Friday, April 30, 2021. The proxy holder’s voting instructions (which must be sent by e-mail to the following address: [agm.backoffice@airliquide.com](mailto:agm.backoffice@airliquide.com), using a scanned copy of the standard voting form) must be received by the Company by midnight, Paris time, on Friday, April 30, 2021. Proxy forms received after this date, which indicate a proxy holder or the corresponding voting instructions, will not be taken into account.

The Votaccess platform for this General Meeting shall open on Tuesday, March 30, 2021. The ability to vote or grant proxy to Meeting Chairman over the Internet prior to the General Meeting shall end at 3 p.m., Paris time, on Monday, May 3, 2021. 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. Filing of written questions**

In accordance with article 8-2 of Decree No 2020-418 of April 10, 2020, a shareholder who wishes to submit written questions may send, by no later than the second working day preceding the date of the General Meeting, i.e. midnight, Paris time, on Friday, April 30, 2021, 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](mailto:general.meeting@airliquide.com), together with a certificate of book-entry for holders of bearer shares.

Responses to written questions will be published on the Company’s website, at the following address: [www.airliquide.com](http://www.airliquide.com), under the Shareholders 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.

Given the context of the public health crisis linked to the covid-19 pandemic, shareholders are encouraged to send communication requests by electronic means whenever possible.

In light of the public health context and pursuant to article 3 of Ordinance No 2020-321 of March 25, 2020 adapting the rules for the holding and deliberations of general meetings and governing bodies of private law entities, whether with or without legal personality as a result of the covid-19 epidemic, any shareholder who has provided an email address will be sent the documents in electronic format.

Furthermore, the documents which are to be presented at the General Meeting will be published on the Company's website [www.airliquide.com](http://www.airliquide.com), under the Shareholders 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](http://www.airliquide.com).

### **D. Confirmation that the vote has been taken into account**

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 following the date of the Meeting (accompanied by proof of the shareholder's identity). The Company will respond within 15 days of receipt of the request for confirmation or the date of the Meeting at the latest.

### **E. Voting results**

Voting results for each resolution will be published on the Company's website, [www.airliquide.com](http://www.airliquide.com), Shareholders section, within 15 days following the date of the Meeting.

*The Board of Directors*