

### 7.3.3 FINANCIAL AUTHORIZATIONS

#### ■ SUMMARY OF THE FINANCIAL AUTHORIZATIONS AND DELEGATIONS OF AUTHORITY IN FORCE

Type of authorization	Expiration and term of the authorization	Maximum nominal amount authorized	Use in 2020
<b>Share buyback and cancellation of shares</b>			
Treasury share purchase by the Company (Shareholders' General Meeting of May 4, 2020, 18 <sup>th</sup> resolution)	November 3, 2021 (18 months)	10% of outstanding shares at January 1, 2020 (representing 7,950,045 shares)	623,737 shares (i.e. 0.73% of share capital)
Share capital decrease by canceling treasury shares (Shareholders' General Meeting of May 10, 2019, 22 <sup>nd</sup> resolution)	July 9, 2021 (26 months)	10% of capital per 24-month period	74,100 shares
<b>Issue of shares and securities</b>			
Issue of shares or securities conferring entitlement to the Company's share capital, with pre-emptive subscription rights (Shareholders' General Meeting of May 10, 2019, 13 <sup>th</sup> resolution)	July 9, 2021 (26 months)	Capital: €75 million Debt securities: €1 billion, such use to be counted against the Overall Cap	None
Issue of shares or securities conferring entitlement to the Company's share capital through an offer of securities to the public, without pre-emptive subscription rights, but with, where applicable, a priority period granted by the Board of Directors (Shareholders' General Meeting of May 4, 2020, 19 <sup>th</sup> resolution)	July 9, 2021 (13 months)	Capital: €15 million Debt securities: €1 billion, such use to be counted against the Overall Cap	None
Issue of shares or securities conferring entitlement to the Company's share capital addressed to qualified buyers and/or a limited number of investors, without pre-emptive subscription rights (Shareholders' General Meeting of May 4, 2020, 20 <sup>th</sup> resolution)	July 9, 2021 (13 months)	10% of the share capital on the issue date, such use to be counted against the Overall Cap	None
Increase in the number of shares to be issued in the event of excess demand for issued shares or securities conferring entitlement to the Company's share capital, with or without pre-emptive subscription rights (Shareholders' General Meeting of May 10, 2019, 16 <sup>th</sup> resolution)	July 9, 2021 (26 months)	10% of the share capital on the issue date, such use to be counted against the Overall Cap	None
Setting of the issue price of shares or securities conferring entitlement to the Company's share capital in the event pre-emptive subscription rights are cancelled (Shareholders' General Meeting of May 10, 2019, 17 <sup>th</sup> resolution)	July 9, 2021 (26 months)	10% of the capital per year, such use to be counted against the Overall Cap	None
Issue of shares or securities conferring entitlement to the Company's share capital in consideration for contributions in kind made up of shares or securities conferring entitlement to the Company's share capital (Shareholders' General Meeting of May 10, 2019, 18 <sup>th</sup> resolution)	July 9, 2021 (26 months)	10% of the capital per year, such use to be counted against the Overall Cap	None
Increase of share capital paid up by capitalizing retained earnings, profits, additional paid-in capital or issue premiums (Shareholders' General Meeting of May 10, 2019, 19 <sup>th</sup> resolution)	July 9, 2021 (26 months)	€75 million, such use to be counted against the Overall Cap	None
Overall cap for share capital increases and issues of debt securities with or without pre-emptive subscription rights (the "Overall Cap") (Shareholders' General Meeting of May 4, 2020, 21 <sup>st</sup> resolution)	July 9, 2021 (26 months)	Capital: €75 million Debt securities: €1 billion	-
<b>Issues granted to employees and executives</b>			
Issue of shares or securities conferring entitlement to the Company's share capital reserved for Group employees who are members of a Company or Group savings plan (Shareholders' General Meeting of May 4, 2020, 24 <sup>th</sup> resolution)	July 9, 2021 (13 months)	€1.6 million	None
Grant of Imerys stock options to employees and corporate officers or certain categories among them (Shareholders' General Meeting of May 4, 2020, 22 <sup>nd</sup> resolution)	July 3, 2023 (38 months)	Common cap: 3% of share capital at the grant date	None
Free Imerys share grant to employees and corporate officers or certain categories among them (Shareholders' General Meeting of May 4, 2020, 23 <sup>rd</sup> resolution)	July 3, 2023 (38 months)	Sub-cap for executive corporate officers: 0.5% of share capital at the grant date	611,850 performance shares were granted in 2020, representing 0.72% of the Company's share capital

### ■ SUMMARY OF THE FINANCIAL AUTHORIZATIONS FOR WHICH RENEWALS ARE SUBMITTED FOR APPROVAL AT THE ORDINARY AND EXTRAORDINARY SHAREHOLDERS' GENERAL MEETING OF MAY 10, 2021

The following table presents the financial authorizations submitted to the approval of the Ordinary and Extraordinary Shareholders' General Meeting of May 10, 2021.

√ For further details see [chapter 8, paragraphs 8.2.6 and 8.2.7](#).

Type of authorization	Expiration and term of the authorization	Maximum nominal amount authorized
<b>Share buyback and cancellation of shares</b>		
Treasury share purchase by the Company (Shareholders' General Meeting of May 10, 2021, 13 <sup>th</sup> resolution)	November 9, 2022 (18 months)	10% of outstanding shares at January 1, 2021 (representing 8,494,095 shares)
Share capital decrease by canceling treasury shares (Shareholders' General Meeting of May 10, 2021, 23 <sup>rd</sup> resolution)	July 9, 2023 (26 months)	10% of capital per 24-month period
<b>Issue of shares and securities</b>		
Issue of shares or securities conferring entitlement to the Company's share capital with pre-emptive subscription rights (Shareholders' General Meeting of May 10, 2021, 14 <sup>th</sup> resolution)	July 9, 2023 (26 months)	Capital: €75 million Debt securities: €1 billion, such use to be counted against the Overall Cap
Issue of shares or securities conferring entitlement to the Company's share capital through an offer of securities to the public without pre-emptive subscription rights, but with, where applicable, a priority period granted by the Board of Directors (Shareholders' General Meeting of May 10, 2021, 15 <sup>th</sup> resolution)	July 9, 2023 (26 months)	Capital: €15 million Debt securities: €1 billion, such use to be counted against the Overall Cap and Overall Sub-Cap
Issue of shares or securities conferring entitlement to the Company's share capital through an offer to the public addressed to qualified buyers and/or a limited number of investors, without pre-emptive subscription rights (Shareholders' General Meeting of May 10, 2021, 16 <sup>th</sup> resolution)	July 9, 2023 (26 months)	10% of the capital on the issue date, such use to be counted against the Overall Cap and Overall Sub-Cap
Increase in the number of shares to be issued in the event of excess demand for shares or securities issued with or without pre-emptive subscription rights (Shareholders' General Meeting of May 10, 2021, 17 <sup>th</sup> resolution)	July 9, 2023 (26 months)	15% of the initial issue, such use to be counted against the Overall Cap and, where applicable, the Overall Sub-Cap
Setting of the issue price of shares or securities conferring entitlement to the Company's share capital in the event pre-emptive subscription rights are cancelled (Shareholders' General Meeting of May 10, 2021, 18 <sup>th</sup> resolution)	July 9, 2023 (26 months)	10% of the capital per year, such use to be counted against the Overall Cap and Overall Sub-Cap
Issue of shares or securities conferring entitlement to the Company's share capital in consideration for contributions in kind made up of shares or securities conferring entitlement to the Company's share capital (Shareholders' General Meeting of May 10, 2021, 19 <sup>th</sup> resolution)	July 9, 2023 (26 months)	Capital: 10% of capital per year Debt securities: €1 billion, such use to be counted against the Overall Cap and Overall Sub-Cap
Increase of share capital paid up by capitalizing retained earnings, profits, additional paid-in capital or issue premiums (Shareholders' General Meeting of May 10, 2021, 20 <sup>th</sup> resolution)	July 9, 2023 (26 months)	€75 million, such use to be counted against the Overall Cap
Overall cap for share capital increases and issues of debt securities with or without pre-emptive subscription rights (Shareholders' General Meeting of May 10, 2021, 21 <sup>st</sup> resolution)	July 9, 2023 (26 months)	Capital: €75 million represents the maximum common cap for the 14 <sup>th</sup> to the 20 <sup>th</sup> resolutions (the "Overall Cap")  Capital: €15 million represents the common cap applicable to issues without pre-emptive subscription rights (the "Overall Sub-Cap")
<b>Issues granted to employees and executives</b>		
Issue of shares or securities conferring entitlement to the Company's share capital reserved for Group employees who are members of a Company or Group savings plan (Shareholders' General Meeting of May 10, 2021, 22 <sup>nd</sup> resolution)	July 9, 2023 (26 months)	€1.6 million

### ■ OTHER SECURITIES

On April 29, 2020 and February 17, 2021, as the decision to issue ordinary bonds falls within the authority of the Board of Directors, in accordance with article L. 228-40 of the French Commercial Code, the Board of Directors delegated full powers to the Chief Executive Officer for the purposes of

carrying out such issues and deciding their conditions, in particular for the Company's Euro Medium Term Note ("EMTN") program, within the period of one year and a maximum nominal amount per year of €1.5 billion and a maximum nominal amount per operation of €600 million.

This authorization was not exercised in 2020.