



2023 grant to the Chief Executive Officer

At its meeting of July 25th, 2023, the Board of Directors of Danone decided, upon proposal of the Nomination, Compensation and Governance Committee, to grant Group Performance Shares (“GPS”) to Antoine de SAINT-AFFRIQUE, Chief Executive Officer.

1. Reminder of the applicable compensation principles

It is recalled that the 2023 compensation policy for the Chief Executive Officer, the principles and amounts of which are unchanged from those of 2022, was approved by 93.80% at the Shareholders’ Meeting of April 27th, 2023, under the 11th resolution on the compensation policy for executive corporate officers.

As a reminder, this compensation is divided into two main distinct components:

1.1. Annual compensation

- A fixed compensation, reviewed every few years, in accordance with the AFEP-MEDEF Code, which takes into account the beneficiary’s experience and level of responsibility;

An annual variable compensation subject to performance conditions, based on economic, social and environmental as well as managerial objectives as detailed with their respective weights in the Universal Registration Document, and which is calculated with reference to quantified or objective and qualitative criteria. The method of allocation of each criteria category used for the economic part is also disclosed in the Universal Registration Document. This annual variable compensation is capped to 200% of the fixed compensation with no guaranteed minimum or floor.

1.2. Variable long-term compensation, in the form of GPS (Group Performance Shares)

GPS are Danone shares entirely subject to performance conditions.

Those performance conditions are detailed in the 2022 Universal Registration Document in section 6.4 *Detailed information on long-term compensation plans*, pages 288 and following. As a reminder, the performance conditions applicable to the 2023 GPS are assessed over

three years, pursuant to the authorization granted by the Shareholders' Meeting of April 27th, 2023, as follows:

- for 20%, an internal performance criterion based on growth in recurring EPS compared with growth in consolidated net sales on a like-for-like basis;
- for 25%, an external performance criterion based on the comparison of the relative total shareholder return of the DANONE share («Danone TSR») with the total rate or return of the Stoxx Europe 600 Food & Beverage index;
- for 25% (maximum 35%), an internal performance criterion based on the level of Danone's ROIC (return on invested capital) in 2025;
- for 30%, three social and environmental performance criteria, directly linked to Danone's medium-term strategy and objectives in terms of health, nature and social matters.

Furthermore, a three-year continuous presence condition for the definitive allocation of the shares also applies, subject to limited exceptions mentioned in the Universal Registration Document.

2. A nominal grant of 49,742 GPS to the Chief Executive Officer decided on July 25th, 2023

This grant of GPS is in line with the authorization granted for 38 months at the General Meeting of April 27th, 2023, pursuant to the 23rd resolution. This nominal grant may vary depending on the level of achievement of the conditions described hereabove and may amount to a maximum of 52,229 shares, in the event of outperformance of the conditions relating to recurring EPS growth, TSR, ROIC and full achievement of the social and environmental conditions as well as validation of the presence condition.

In accordance with the recommendations of the AFEP-MEDEF Code, the scheme is completed by the setting of an overall holding objective of a number of Danone shares representing in value 4 years of base salary for the Chief Executive Officer. This holding commitment shall be deemed to be satisfied as soon as the threshold determined above is reached.

For further information on the compensation of Danone's corporate officers, please refer to the 2022 Universal Registration Document filed with the AMF and available on Danone's website at the following address: www.danone.com.

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