

Minutes



COMBINED GENERAL MEETING
OF MAY 4, 2022



Benoît Potier
Chairman and Chief Executive Officer

Thank you
for participating!

The Combined General Meeting, chaired by Benoît Potier, Chairman and Chief Executive Officer, in the presence of the members of the Board of Directors, was attended by 2,492 people at the Palais des Congrès in Paris on May 4, 2022.

The Shareholders, who represented 55.60% of voting rights, i.e., 90,295 Shareholders present or represented, or having voted by post, adopted all the proposed resolutions. A total of 262,957,002 votes were cast out of the 472,973,959 shares entitled to a voting right, with one share granting entitlement to one vote.

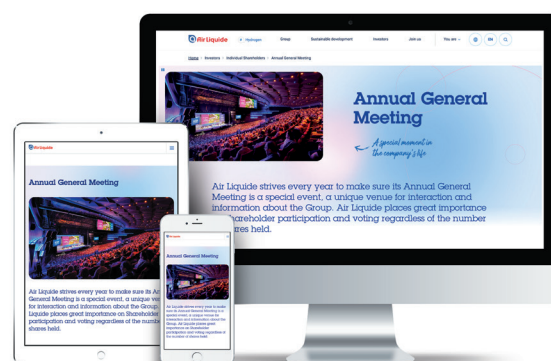
The duties of scrutineers were carried out by Amundi, represented by Édouard Dubois, and BNP Paribas Asset Management, represented by Orsolya Gal, the two members of the Meeting having the largest number of votes and agreeing to act in this capacity. Muriel Serre, Secretary to the Board of Directors, was appointed as the Meeting Secretary.

The webcast of the Combined General Meeting is available on our website www.airliquide.com.

Contents

Board of Directors and Executive Management	3
Results of the vote on the resolutions	5
2021 Results	6
Guest speaker	8
Strategic overview	9
Governance and remuneration	17
Discussion with Shareholders	20

For a more detailed presentation of the Group, visit our website www.airliquide.com.



Board of Directors and Executive Management

Board of Directors at the close of the General Meeting



Benoît POTIER
Chairman and Chief
Executive Officer ⁽¹⁾



Xavier HUILLARD
Independent Director
Lead Director ⁽²⁾



Siân HERBERT-JONES
Independent Director



Annette WINKLER
Independent Director



Philippe DUBRULLE
Director representing
the employees



Geneviève BERGER
Independent Director



Anette BRONDER
Independent Director



Kim Ann MINK
Independent Director



Fatima TIGHLALINE
Director representing
the employees



Aïman EZZAT
Independent Director



Bertrand DUMAZY
Independent Director



François JACKOW
Director ⁽³⁾

- (1) The Board of Directors, which met at the close of the General Meeting, renewed Benoît Potier as Chairman and Chief Executive Officer until May 31, 2022 and as Chairman of the Board of Directors from June 1, 2022, under the separate mode of governance.
- (2) The Board of Directors, which met at the close of the General Meeting, appointed Xavier Huillard as Lead Director and confirmed that he will continue in this role from June 1, 2022, under the separate mode of governance.
- (3) The Board of Directors, which met at the close of the General Meeting, appointed François Jackow as the Company's Chief Executive Officer from June 1, 2022.

Statutory Auditors at the close of the General Meeting

PricewaterhouseCoopers

represented by Olivier Lotz and Cédric Le Gal

KPMG S.A.

represented by Valérie Besson and Laurent Genin

Social Economic Committee Delegate

Pierre Gac

Executive Management and Executive Committee as of May 4, 2022

Benoît Potier	Chairman and Chief Executive Officer ⁽¹⁾	Born in 1957 – French
Michael J. Graff	Executive Vice President Supervises the Americas and Asia Pacific hubs, together with the Electronics World Business Line Chairman of the Board of Airgas	Born in 1955 – American
François Jackow	Executive Vice President ⁽²⁾ Supervises the Global and Corporate Functions: Customers, Innovation, Intellectual Property, Digital & IT, Safety and Industrial System and the Europe Industries, Europe Healthcare, and Africa, Middle East & India hubs, together with the Healthcare World Business Line and the Global Markets & Technologies activity	Born in 1969 – French
Fabienne Lecorvaisier	Executive Vice President Supervises the General Secretariat (Legal, General Control and Shareholders Service), Sustainable Development and Public & International Affairs	Born in 1962 – French
Jean-Marc de Royere	Senior Vice President In charge of Development Aid Chairman of the Air Liquide Foundation	Born in 1965 – French
François Venet	Senior Vice President in charge of Strategy Supervises Large Industries business line and the Engineering & Construction activity	Born in 1962 – French
Pascal Vinet	Senior Vice President in charge of Europe Industries and Africa, Middle East & India hubs and Safety and Industrial System	Born in 1962 – French
François Abrial	Group Vice President in charge of the Asia Pacific hub	Born in 1962 – French
Armelle Levieux	Group Vice President in charge of Human Resources	Born in 1973 – French
Matthieu Giard	In charge of H2-Force, the Hydrogen Energy and Industrial Merchant World Business Lines, Procurement Global Function and the Performance Improvement Program	Born in 1974 – French
Émilie Mouren-Renouard	In charge of Innovation, Digital & IT, Intellectual Property, and the Global Markets & Technologies activity	Born in 1979 – French
Diana Schillag	In charge of the Healthcare World Business Line and the Europe Healthcare hub	Born in 1971 – German
Jérôme Pelletan	Chief Financial Officer	Born in 1970 – French
Marcelo Fioranelli	Chief Executive Officer of Airgas	Born in 1968 – Brazilian

(1) The Board of Directors, which met at the close of the General Meeting, renewed Benoît Potier as Chairman and Chief Executive Officer until May 31, 2022 and as Chairman of the Board of Directors from June 1, 2022, under the separate mode of governance.

(2) The Board of Directors, which met at the close of the General Meeting, appointed François Jackow as the Company's Chief Executive Officer from June 1, 2022.

Results

of the vote on the resolutions

All the resolutions were approved.

	In favor		Against		Abstention	
	Shares	%	Shares	%	Shares	
Ordinary General Meeting						
1	Approval of the Company financial statements for the fiscal year ended December 31, 2021	257,289,233	99.23%	1,995,338	0.77%	3,672,431
2	Approval of the consolidated financial statements for the fiscal year ended December 31, 2021	259,257,518	99.98%	48,653	0.02%	3,650,831
3	Appropriation of 2021 earnings; setting of the dividend	261,933,280	99.78%	568,657	0.22%	455,065
4	Authorization granted to the Board of Directors for a period of 18 months to allow the Company to trade in its own shares	258,034,667	98.39%	4,227,349	1.61%	694,986
5	Renewal of the term of office as a Director of Mr Benoît Potier	241,052,116	92.31%	20,089,044	7.69%	1,815,842
6	Appointment of Mr François Jackow as Company Director	262,172,696	99.91%	246,931	0.09%	537,375
7	Renewal of the term of office as a Director of Ms Annette Winkler	261,045,774	99.84%	416,775	0.16%	1,494,453
8	Renewal of the term of office as a Principal Statutory Auditor of PricewaterhouseCoopers Audit	251,489,947	95.89%	10,785,967	4.11%	681,088
9	Appointment of KPMG S.A. as a Principal Statutory Auditor	260,039,629	99.14%	2,260,304	0.86%	657,069
10	Acknowledgement of the expiration of the terms of office of Auditex company and Mr Jean-Christophe Georghiou, Deputy Statutory Auditors	262,246,756	99.96%	107,520	0.04%	602,726
11	Statutory Auditors' special report on agreements covered by articles L. 225-38 et seq. of the French Commercial Code	261,757,641	99.98%	60,877	0.02%	605,823
12	Approval of the elements of remuneration paid during or awarded in respect of the fiscal year ended December 31, 2021 to Mr Benoît Potier	244,456,183	93.40%	17,279,251	6.60%	1,221,568
13	Approval of information relating to the remuneration of corporate officers stated in article L. 22-10-9-I of the French Commercial Code	254,582,781	97.27%	7,156,217	2.73%	1,218,004
14	Approval of the remuneration policy for the Chairman and Chief Executive Officer (for the period from January 1, 2022 to May 31, 2022)	250,323,807	96.14%	10,042,699	3.86%	2,590,496
15	Approval of the remuneration policy for the Chief Executive Officer (as of June 1, 2022)	250,557,713	96.24%	9,795,861	3.76%	2,603,428
16	Approval of the remuneration policy for the Chairman of the Board of Directors (as of June 1, 2022)	256,318,908	97.92%	5,448,958	2.08%	1,189,136
17	Approval of the remuneration policy applicable to Directors	259,979,932	99.32%	1,772,146	0.68%	1,204,924
Extraordinary General Meeting						
18	Authorization granted to the Board of Directors for a period of 24 months to reduce the share capital by cancellation of treasury shares	260,673,156	99.33%	1,768,112	0.67%	515,734
19	Delegation of authority granted to the Board of Directors for a period of 26 months in order to increase the share capital through the incorporation of additional paid-in capital, reserves, profits or any other amounts, for a maximum amount of 300 million euros	262,164,706	99.92%	220,304	0.08%	571,992
20	Authorization granted to the Board of Directors for a period of 38 months to grant to employees and Executive Officers of the Group, or some of such employees and Executive Officers, share subscription options or share purchase options resulting in the waiver by Shareholders of their preferential subscription rights to shares to be issued upon exercise of the subscription options	248,948,323	95.60%	11,447,002	4.40%	2,561,677
21	Authorization granted to the Board of Directors for a period of 38 months to grant existing or new shares to employees and Executive Officers of the Group, or some of such employees and Executive Officers, resulting in the waiver by Shareholders of their preferential subscription rights to the shares to be issued	252,215,446	96.82%	8,296,811	3.18%	2,444,745
22	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	260,595,322	99.50%	1,320,170	0.50%	1,041,510
23	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	260,172,377	99.37%	1,641,616	0.63%	1,143,009
24	Amendment of article 11 of the articles of association (Composition of the Board of Directors) relating to the time limit for the acquisition of the Company's shares by the Directors	261,884,749	99.87%	341,536	0.13%	730,717
25	Amendment of article 14 of the articles of association (Board of Directors' meetings and deliberations) to allow the Board of Directors to take decisions by written consultation	262,226,209	99.95%	137,953	0.05%	592,840
26	Amendment of article 12 (Organization and management of the Board of Directors) and of article 13 (General Management) of the articles of association concerning the modification of the age limit provided in the articles of association for the Chief Executive Officer in an emergency situation	251,017,316	97.25%	7,104,648	2.75%	4,835,038
27	Amendment of article 17 of the articles of association (Audit of the Company) concerning the appointment of Deputy Statutory Auditors	262,109,390	99.95%	124,061	0.05%	723,551
28	Harmonization of articles 8 (Rights and obligations governing shares), 18 (General Meetings) and 23 (Disputes) of the Company's articles of association with the legal and regulatory provisions in force	262,258,240	99.98%	44,999	0.02%	653,763
Ordinary General Meeting						
29	Powers for formalities	262,318,266	99.97%	69,766	0.03%	568,970

2021 Results

“In 2021, Air Liquide achieved an excellent year across all performance criteria: this performance was even more remarkable considering that the fiscal year continued to be affected by the pandemic, as well as the return of inflation with a strong increase in energy prices during the second half.”

Jérôme Pelletan, Chief Financial Officer

2021 GROUP KEY FIGURES

- **Revenue:**
23,335 million euros, an increase of +8.2%^(a)
- **Operating Income Recurring:**
4,160 million euros, a significant increase of +12.7%^(a)
- **Operating margin:**
17.8%, an improvement of +70 basis points excluding the energy impact
- **Recurring Net Profit^(b) (Group share):**
2,572 million euros, an increase of +13.3% excluding the currency impact
- **Recurring return on capital employed after tax:**
9.3%^(c), an increase of +70 basis points
- **Net earnings per share:**
5.45 euros, an increase of +5.5%
- **Dividend per share:**
2.90 euros

(a) Comparable change excluding the currency, energy (natural gas and electricity) and significant scope impacts.

(b) Net profit excluding exceptional and significant transactions that have no impact on the operating income recurring.

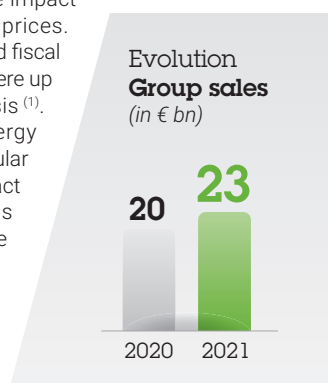
(c) Recurring ROCE calculated with recurring net profit excluding IFRS 16.

KEY PERFORMANCE POINTS

- Strong growth in Group sales
- Another significant increase in operating margin
- Further strengthening of the balance sheet
- A very high level of investment decisions

Strong sales growth

In 2021, Air Liquide generated record revenue of **more than 23 billion euros**. This represented a sharp increase of +14% on a published basis and of more than +8% on a comparable basis, which notably excludes the impact of the increase in energy prices. Compared with the pre-covid fiscal year of 2019, Group sales were up +6% on a comparable basis⁽¹⁾. The sharp increase in energy prices at year-end, in particular for natural gas, had an impact on the Group's sales as published of +8%, as Large Industries sales prices are indexed to energy costs.



The **Gas & Services** activity, which represents 95% of Group sales, was also up markedly by +7.3% on a comparable basis. This growth was driven by all regions and all of the Group's business lines.

Consolidated revenue for **Engineering & Construction** was up +55% in 2021. Order intake exceeded 1 billion euros for the first time since 2014. This was mainly driven by projects relating to the energy transition and the momentum of the Asian market.

Global Markets & Technologies enjoyed an increase of +18% in sales, buoyed by the biogas business with the ramp-up of new production units.

(1) The comparison between 2021 and 2019 is calculated by adding 2020 and 2021 comparable effects.

95%
of Group
sales

Comparable **sales growth**⁽¹⁾
Gas & Services

by geography

Americas
+8%

Europe
+7%

Asia Pacific
+6%

Middle East
and Africa
+13%

by activity

Large Industries
+5%

Industrial Merchant
+8%

Electronics
+7%

Healthcare
+7%

OPERATING PERFORMANCE

Air Liquide's **operating margin** rose significantly once again in 2021, reaching **17.8%**. This represented a +70 basis point increase excluding the energy impact.

At 4.2 billion euros, **operating income recurring** posted comparable growth of **+12.7%**. This increase far exceeded the +8% growth in sales.

Significant increase
in **operating margin**

Operating margin
17.8%
+70bps excluding
the energy impact

Operating income
recurring
€4.2 bn
+12.7% on a
comparable basis⁽¹⁾

Operating margin growth was driven by various factors:

- an **adapted pricing policy** in Industrial Merchant, which was able to adjust its prices to counter the return of inflation;
- the **generation of efficiencies**, in the amount of **430 million euros**, which significantly exceeded the 400 million euro annual target;
- the **dynamic management of the asset portfolio**. In 2021, Air Liquide acquired Sasol's oxygen production site, the largest in the world, located in Secunda, South Africa.

The sharp increase in revenue and the further improvement in margin drove an increase of +13.3%, excluding the currency impact, in **recurring net profit**⁽²⁾ to **2.6 billion euros**.

Air Liquide's balance sheet has been further strengthened. **Cash flow from operating activities**, up +9% excluding the currency impact, helped continue to reduce Group net debt while also financing its capital expenditure and the dividend payment. The **Group's net debt ratio** fell below the 50% mark again, to 48%. For the past two years, Air Liquide's net debt has been below its pre-Airgas acquisition level.

Recurring return on capital employed reached **9.3%**, approaching the 2023 target of more than 10%.

(1) Excluding currency, energy and significant scope impacts.

(2) Net profit excluding exceptional and significant transactions that have no impact on the operating income recurring.

(3) Operating margin excluding energy passthrough impact. Recurring net profit excluding exceptional and significant transactions that have no impact on the operating income recurring, and excluding the impact of any US tax reform in 2022.

A VERY HIGH LEVEL OF INVESTMENT DECISIONS

The Group's sound balance sheet has allowed it to fund numerous investments. **Investment decision** momentum was excellent in 2021, reaching **3.6 billion euros**, including the acquisition of Sasol's oxygen production units.

Moreover, the 12-month portfolio of **investment opportunities** continued to improve, reaching 3.3 billion euros at the end of 2021. More than 40% of the portfolio was driven by projects relating to the energy transition, mainly in Europe, but also in Asia and the Americas.

Investment
decisions

€3.6 bn
of which
Sasol €0.5 bn

12-month portfolio
of investment
opportunities

€3.3 bn
> **40%** related to
energy transition

This momentum underlines the **Group's excellent positioning on the markets of the future**, to meet social and environmental challenges, in particular that of global warming. These challenges represent numerous opportunities for Air Liquide. The Group is confident in its future and prospects for growth, as expressed during the announcement of its strategic plan in March 2022.

1ST QUARTER 2022 SALES GROWTH

The performance seen during the first quarter of 2022 confirms these excellent trends, notably with comparable sales up **+8%**. This demonstrates yet again the Group's resilience in a turbulent economic and geopolitical context.

In 2022, assuming no significant economic disruption, Air Liquide is confident in its ability to further increase its operating margin and to deliver recurring net profit growth, at constant exchange rates⁽³⁾.

Guest speaker: Bertrand Piccard

Reconciling ecology and economy

“Today it is clear that we can escape the dilemma of a downturn that leads to social chaos or so-called unlimited growth which leads to environmental disaster. It is possible, by rejecting these two dead ends, to choose a third path – one of qualitative growth.”

Bertrand Piccard, psychiatrist, explorer and environmentalist

I'm not here today because I completed a non-stop balloon trip around the world, although Air Liquide did inflate the balloon by supplying the helium. I'm not here either because I flew around the world in a solar-powered aircraft, although it was Air Liquide who supplied me with oxygen: I am here because I know that **solutions to protect the environment exist** and that these solutions also help **develop and drive the economy**.

Up until now, the discussion surrounding ecology has been rather dull and we must **change the narrative**. In the past, the environment and its protection were presented as being expensive, unpleasant, sacrificial and penalizing. What I hope to demonstrate is that it can be inspirational, create jobs and be a stimulus for the economy.

In this regard, how can we reconcile ecology and economy?

That is the aim of our work with the Solar Impulse Foundation and our partners, including Air Liquide. It involves selecting more than **1,000 solutions** to protect the environment that are technically viable and economically profitable. To date, we have exceeded the 1,000 solution mark and have reached almost **1,400** in fields including water, energy, mobility, construction, industry and agriculture.

Some of these solutions come from Air Liquide, such as the production of **biomethane** as a fuel and the use of **carbon dioxide** for water-cooling towers. Hydrogen and its production are, of course, also part of these solutions and are becoming essential to the success of the energy transition. For example, **hydrogen** is now recognized as a **“zero emission” energy carrier** in the mobility sector. We must commend the vision of Benoît Potier, who has led the Air Liquide group for the past 20 years, for being an active supporter and visionary of **carbon-free hydrogen**.

Today it is clear that we can escape the dilemma of a downturn that leads to social chaos or so-called unlimited growth which leads to environmental disaster. It is possible, by rejecting these two dead ends, to choose a third path – one of **qualitative growth** – by replacing elements that cause pollution with ones that can protect the environment. We need to stop looking at GDP from the point of view of quantitative criteria such as consumption or production only, but rather combine it with the efficiency of today's new technical solutions. Not those of the future, which remain hypothetical for the moment, but those that can be implemented today, already. This means **combining GDP with a qualitative circular economy**.



This qualitative growth will therefore be driven by **innovation and technology** and it is by working with major players like Air Liquide that we will be able to provide a **collective response to the climate emergency** and support these changes which are akin to a **new industrial revolution**.

Strategic overview

Ready for the future

“We have been living for some time now, in particular with the covid pandemic followed by the Ukraine crisis, in a world where uncertainty reigns. Nevertheless, it is once again toward the future that we wish to turn. We have prepared ourselves for this, and today we believe that we are ready for tomorrow’s world.”

Benoît Potier, Chairman and Chief Executive Officer

READY FOR TOMORROW

A LONG LASTING GROUP

We have prepared for tomorrow’s world by decisively turning toward **innovation**. No position can be taken for granted, and ideas are often the result of hard work as well as in-depth knowledge. This is an approach that could summarize our 120 years of history.

We have prepared by improving our **resilience** through our ability to adapt, anticipate and our agility in the field. This is part of our **identity**. Ever since our founding, we have **weathered** and **overcome** all types of crises: two world wars, oil crises, economic

crises, and more recently the 2008 financial crisis, covid and the Ukrainian conflict.

We have prepared for this, by expanding our **business lines** to ensure that they are always able to respond with adapted solutions to **major social challenges** such as climate change, the energy transition, healthcare, and support for industry in its journey toward progress. Making a **true difference thanks to our know-how**. This is what drives us.

THE CHALLENGES OF TOMORROW’S WORLD

Tomorrow’s world will see a **major reshuffling of cards**. We are already fully aware of the questions that lie ahead:

- Will the quest of emerging countries for **economic convergence** with mature economies, which has driven global growth, continue to be as intense in the years to come?
- Will the **globalization** of activities, which relies on global trade and the delocalization of production, remain relevant?
- Will the **optimization of production costs** and the organization of **supply chains** - as they exist today - continue after covid, the China-US trade war and the conflict in Ukraine?
- How quickly will **digital solutions** become part of all industrial and commercial transactions, after conquering the world of communication?

- How will **healthcare** change post-covid in medical terms following major advances such as messenger RNA, and in terms of resources?
- To what extent will the **global energy equation** be challenged by the decrease in fossil fuel consumption and global commitments to reducing **CO₂ emissions**? In this regard, what role will **hydrogen** play?
- Finally, how will we deal with **inflation** that has returned to levels that are worrying for both the global economy and social stability?

We have asked ourselves all of these questions and have factored them into the **scenarios** on which our **strategic plan** is based. These questions are all **opportunities** when we are well prepared, and **our teams are ready**. And the fact that we are ready today for tomorrow’s world is anything but a coincidence.

20 YEARS OF SUCCESS

Over the past 20 years, the Group has undergone fundamental **modernization** and has confirmed its lead in terms of product, service and technology offerings in both industry and healthcare.

In 20 years, we have more than **doubled in size** and substantially reinforced the international nature of our activities. The acquisitions of part of Messer's activities in 2004 and of Airgas in 2016 contributed significantly to this.

Over 20 years, we have **doubled** the number of our **employees** and **quadrupled** that of our **customers** and **patients**.

Over 20 years, we have seen an increase in market capitalization from **14 billion euros** in 2001 to more than **75 billion euros** today.

This success is largely due to the **loyalty of our Shareholders**, as they have allowed us to focus on the Group's growth and management.

It is also due to the **quality** and **professionalism** of our **teams**, whose commitment and ability to meet challenges and invent the future, I would like to commend. Their **talent** and their **efforts** are second to none. We can thank them very warmly.



Discover the video which describes the progress made by Air Liquide over the past 20 years on our website www.airliquide.com

READY FOR TOMORROW'S GROWTH

Air Liquide's story is one of growth. It has never wavered. This growth over time has been driven by science, technologies, market developments, innovation for new products and usages, and of course the work and expertise of motivated men and women.

Today, **Sustainable Development** is at the heart of our growth model. It represents a collective ambition and a reality at the heart of our businesses. Our Sustainable Development **objectives**, which were announced in March 2021, are the **most ambitious in our sector**.

They include:

- acting against **climate change** to reach carbon **neutrality** by **2050**, reducing our CO₂ emissions in absolute terms by **a third**, as of **2035** and starting to **lower** our absolute emissions as of around **2025**;
- improving the quality of life of chronically ill patients in their homes, and facilitating **access to medical oxygen** in the most underprivileged regions;
- finally, ensuring through **trust**, a positive and inclusive **work environment** and the best corporate **governance** practices.

In short, we are committed to a **comprehensive performance**, one that **combines financial** performance with **extra-financial** Sustainable Development objectives.



A SOLID FOUNDATION

The year 2021 was an **excellent** one in terms of all financial performance criteria, and already showcases, from an operational viewpoint, our **sustainable commitment strategy**. This trend continued through the 1st quarter of 2022 with strong growth in sales and the continued investment momentum.

The three most outstanding features of 2021 were the momentum in **Healthcare**, the subject of the **climate** for our industrial customers, and the impressive acceleration in **hydrogen**.

1. Healthcare

The **activity level** in Healthcare was **exceptionally high** in 2021, in a context where it was necessary both to maintain the **commitment** of teams to the fight against the **pandemic**, and to guarantee the **best possible quality of life** for chronically ill patients in their homes suffering from respiratory diseases, diabetes and Parkinson's.

But 2021 was also another year in the **fight against covid**. The Group thus contributed to the creation of an **air bridge** to provide oxygen to **Indian** hospitals during the epidemic peak in the spring of 2021. **Emergency oxygen support** was also provided to the French West Indies, Tunisia, South Africa, Brazil and Madagascar. We would like to congratulate the Group's Healthcare **teams** for their remarkable efforts, holding Air Liquide's **values high** and helping **save lives**.

2. Climate

The **importance of technologies** and the increasing interest in **decarbonization** for our industrial customers was seen clearly in 2021.

Momentum in **Electronics**, in particular in the United States and Asia, was a highlight of the year. We signed major contracts with leading semi-conductor players worldwide; in China with BOE, the global leader in flat panels and a specialist in the Internet of Things, in Asia with a major flash memory producer; and more recently in Japan with investments totaling 300 million euros.

In terms of **energy and the environment**, the reduction of CO₂ emissions, the energy transition and now energy sovereignty, have become strategic themes for all of our customers. These themes allow us to work together toward carbon neutrality. Of course, the **major contracts** that we have signed in 2021 do not all relate to decarbonization projects, but many of them included a carbon component.

An excellent example is the **acquisition of the world's largest oxygen production unit** in **South Africa**, where we will reduce CO₂ emissions related to oxygen production by **30% to 40%** over the next 10 years, in agreement with the customer.

What 2021 has demonstrated is that **making existing sites carbon-free** is the primary concern of industrial players before converting to oxygen- or hydrogen-powered processes. For this reason, we are already focusing on **three drivers**. First of all,

supplying gases produced using low-carbon energy. Secondly, capturing and storing carbon in existing facilities, either our own or those of our customers. Finally, providing solutions to convert our customers' production processes to oxygen or hydrogen, and thus reduce their CO₂ emissions.

Gases produced using low-carbon energy

In terms of the **first component**, advances in low-carbon industrial gas production are numerous. Here are a few examples:

- in **China**, with a new generation air separation unit, for the largest private steel company;
- in **the United States**, with the world's largest biomethane unit;
- in **Belgium and the Netherlands**, with the supply of renewable energy on several sites;
- in Industrial Merchant, **with 48 "on-site units" agreements in 2021**, another record year. Once integrated and optimized using digital solutions, these plants will help reduce energy consumption and delivery distances.

Carbon capture

In terms of the **second component**, in partnership with **BASF**, we are planning to develop the **world's largest** cross-border Carbon Capture and Storage project to significantly reduce emissions in the port of Antwerp. This project has, just a few days ago, been awarded funding from the European Union Innovation Fund.

Low carbon production processes

In terms of the **third component**, agreements have been signed with large industrial players for the production of low-carbon steel and cement, notably in the Dunkirk region.

3. Hydrogen at the heart of the transition

The growing **popularity** of **hydrogen** was confirmed in 2021. Everyone is referring to it. Everyone would like to produce it. Planet hydrogen is growing rapidly... Around **60 billion euros** have been earmarked worldwide for the emergence of the sector via private and public initiatives.

At Air Liquide, in 2021 we launched, in partnership with international companies, the **largest global fund** dedicated to carbon-free hydrogen infrastructure. What a long way we've come! We founded the **Hydrogen Council** just five years ago with 13 partner companies. Today it has more than **130 members**, including some of the most prestigious global companies.

Hydrogen is now considered as a **true solution** for the energy transition, and offers an alternative to the question of **energy independence**, which has become more relevant than ever.

Our **strategy** is clear: **accelerate** to develop a competitive and large-scale **low-carbon hydrogen** offering as quickly as possible aimed at the industrial and mobility markets, starting with the industrial basins and heavy transport vehicles.

Ambitious hydrogen objectives by 2035

€8 bn
investments
by 2035

H₂
low carbon
offer

Sales x3
from €2 to 6 bn

WHAT ARE OUR STRENGTHS?

01

Our experience in hydrogen, a molecule that we are familiar with, have produced and distributed for more than 50 years.

02

Our leadership in hydrogen technologies and safety. Our expertise, which ranges from electrolysis to steam reforming, from liquefaction to the transport of hydrogen, is among the most comprehensive on the market.

In **large-scale electrolysis** technology – which is necessary to produce competitive carbon-free hydrogen – our aim is to increase our production capacity to **3,000 MW** by 2030. We have therefore signed a memorandum of understanding with **Siemens Energy** to develop large scale PEM⁽¹⁾ electrolyzers in Europe, and strengthen our position. At the same time, Air Liquide has started-up the **largest membrane electrolyzer** in the world, with a capacity of **20 MW**, in Bécancour, Canada, based on Hydrogenics’ technology.

03

Our ability to form key partnerships in Europe and throughout the world. In this acceleration phase, this is essential.

In **aviation**, for example, we have signed partnership agreements with Airbus, Vinci Airports, ADP and Korean Air to step up the decarbonization of the aviation and airport sector through hydrogen.

In **heavy-duty vehicles**, technological partnerships with leading sector players such as Faurecia and Iveco have been signed.



> The Eiffel Tower lit up on May 25, 2021 using renewable hydrogen supplied by Air Liquide



> Energy Observer, the future liquid-hydrogen boat in which Air Liquide is a partner

04

Our presence in major industrial basins which enables us to develop mixed industrial and mobility ecosystems. The example in Normandy is particularly representative.

Through the **Air Liquide Normand'Hy** project, we plan to build a **200 MW** electrolyzer – the largest in the world to date. Linked to the Port-Jérôme low-carbon network, it will provide renewable hydrogen to industrial customers in the basin and the heavy-mobility markets along the Seine valley, to Paris. At the same time, this project also aims to decarbonize the Normandy industrial basin. During a visit to the site on March 8, this year, **Bruno Le Maire**⁽²⁾ provided the project with excellent media coverage. This project represents the beginning of a French and European low-carbon hydrogen industry.

(1) Proton-Exchange Membrane.

(2) Minister of the Economy, Finance and the recovery of the French Republic.

READY TO BE THE COMPANY FOR TOMORROW

For a **resilient, solid** group with steady **growth** like Air Liquide and one that has **Sustainable Development** as a key focus, this requires a skilled, experienced, ambitious and motivated **team to manage it**.

On June 1, 2022, **François Jackow** will succeed me as **Chief Executive Officer** and I will remain **Chairman of the Board of Directors**, a role that I have been exercising since 2006.

François and I know each other well. We have worked together for several years and we share the same values. François joined Air Liquide in **1993**, and is a **highly experienced** manager. He knows the Company extremely well, having held a wide range

of responsibilities, at the highest levels, during an **international** career in the United States, Europe and Japan. He has a sound knowledge of the business lines and teams, as well of the Group's values and culture, and, in particular, our strong support of individual share ownership.

Unanimously **respected**, he is reliable, inquisitive, and highly invested. He is attentive to others and is able, thanks to his seafaring temperament, to navigate through all weathers. He is an **excellent captain**. I am confident that he will be able to develop a new vision of the future for the Group, and unite the teams around the implementation of our new corporate project **ADVANCE**.



 Benoît Potier⁽¹⁾ and François Jackow⁽²⁾ at the 2022 General Meeting

“Benoît Potier is a great leader who has made Air Liquide an extraordinary company. Succeeding him as head of the Group’s Executive Management is an immense honor. I am both happy and proud to take on this responsibility. I will devote all of my energy and expertise to ensuring the success of your Group and the continuation of this formidable collective history.”

François Jackow, Executive Vice President⁽²⁾

(1) From June 1, 2022, Benoît Potier will continue exercising his term as Chairman of the Board of Directors.

(2) François Jackow has been appointed Chief Executive Officer from June 1, 2022.

Our strategic plan

“A **new chapter** starts today for Air Liquide. It is marked by change but also by continuity. This is what is reflected in the new strategic plan for 2025, **the ADVANCE plan**, which was presented on March 22, 2022. It relies on **three priorities**:

- ➊ continually anticipating tomorrow’s world;
- ➋ fully integrating Sustainable Development into our growth model;
- ➌ acting to meet society’s expectations.

The ADVANCE plan clearly focuses on combining **financial** and **extra-financial performances**, with both feeding and reinforcing each other.”

François Jackow, Executive Vice President⁽¹⁾

ADVANCE / / / / /



Discover the ADVANCE plan
on video on our website
www.airliquide.com/group/strategy



1. DELIVER STRONG FINANCIAL PERFORMANCE

Financial performance is not only a **condition** for the Group’s sustainability, but it is also what enables Air Liquide to **invest** and thus forms the **foundation** of its future growth. **Three key indicators** define our financial ambition:

- ➊ **Sales growth.** This is set to accelerate at an average pace of **+5% to 6%** per year until 2025, i.e., at a higher rate than the Group’s performance during NEOS, the previous plan. This improvement will be driven by several market opportunities on which we are particularly well positioned.
- ➋ **Return On Capital Employed**, as it is necessary to grow in a **profitable manner**. Our Group aims to achieve ROCE of more than **10%** as of 2023, i.e., one year ahead of schedule.
- ➌ Air Liquide’s ambition is to grow while beginning to **reduce its CO₂ emissions**, in absolute terms, by 2025.

It is therefore necessary to combine these three indicators, i.e., **achieve profitable growth while reducing our carbon footprint**. This growth will be driven by a record level of **investments**. These are expected to reach **16 billion euros** throughout the duration of the plan, representing a **45%** increase for industrial investments compared with the previous phase. This is a highly significant **acceleration**. Moreover, more than half of industrial investment decisions will be dedicated to projects related to the **energy transition**.

2. DECARBONIZE INDUSTRY

The **decarbonization** of industry has become an essential requirement in the fight against climate change. This is why Air Liquide has developed a wide range of technological solutions that are recognized by our customers, ranging from the **supply** of gas produced in a carbon-free manner, the **transformation** of our customers’ industrial processes, to the **capture** of industrial CO₂.

Reducing emissions has become a **priority** for all industrial sectors. It is also a major growth **opportunity** for our Group: **the decarbonization market represents around 10 times that of industrial gases! It therefore offers exceptional growth potential.**

3. UNLOCK PROGRESS VIA INNOVATION

With ADVANCE, we have identified **five markets of the future**:

Hydrogen mobility

Hydrogen is a **key solution** for “heavy” mobility, which represents 25% of CO₂ emissions. This includes buses, trains, trucks and, in the longer term, boats and planes. This is only the beginning. What is our aim? Tripling current sales to reach more than **6 billion euros** by 2035.

(1) François Jackow has been appointed Chief Executive Officer effective June 1, 2022.

Electronics

It is clear that digital solutions have penetrated all **usages**. And this trend is only set to grow. All the more so since the United States and Europe, in a quest for strategic independence, have also decided to invest massively in this area. We are the **leading player** in this rapidly growing **sector** and therefore ideally positioned to support our customers with innovative solutions.

Home healthcare

The increase in chronic diseases due to an **aging population** is a major challenge. Currently, the care of patients with **chronic diseases** already represents **70%** of healthcare spending in the most advanced economies. This is where digital solutions can fully develop their potential. They can be used to offer **personalized** care for patients and help improve the **quality** of care, while also managing its **cost**.

With **1.8 million** Home Healthcare patients, Air Liquide is a **major healthcare player**. The growth potential of our businesses in this market is substantial, in both mature regions and emerging countries.

Industrial Merchant

This market, which represents **45%** of the Group's business, offers many opportunities. Let's take a look at two examples:

- the first, the manufacturing of electric cars, which requires **50% more industrial gases** than a traditional car;
- the second, digital solutions. The accumulation of hundreds of millions of transaction data enables us to expand **our offering** to precisely meet the **new needs** of our customers.

We estimate that the potential of this market is in excess of **10 billion euros**.

High technologies

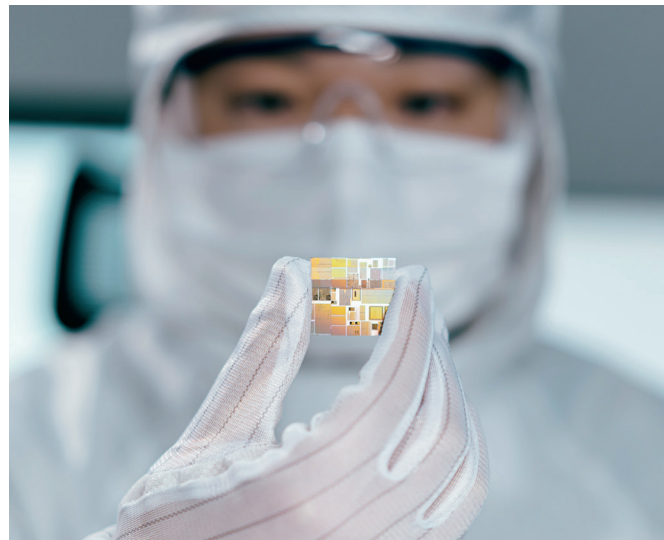
This includes **deep cryogenic treatment, quantum computers**, and the **space sector**. For these extremely high potential markets, our experience and technical expertise are of the highest level. For example: the space sector which is generating renewed interest. We have been present in this sector for 50 years, and we continue to play a very active role in both the launch of satellites and the field of space exploration.

4. ACT FOR ALL

Acting for all means acting by taking into account the perspectives of all of our direct **stakeholders** – customers, employees, Shareholders – but also those of **society** as a whole. What does that mean in practice?

- **Encouraging employee commitment**, the basis of our long-term performance.
- **Strengthening our customer-focused culture**, which must remain at the heart of our organizations.
- Continuing to **maintain a close relationship with our Shareholders**. It is based on proximity, trust and respect. It is backed by regular and attractive remuneration, which rewards loyalty.
- Continuing to **act as a company that is responsible**, civic-minded and mindful of public interest.

Therefore the priorities of ADVANCE will help **drive the Group's financial performance** while also providing **purpose**. This is what makes ADVANCE an ambitious plan with strong dynamics.



"ADVANCE is a plan for 2025. But the **timeline** for Air Liquide naturally stretches beyond that date and we are already working on much longer-term scenarios. **Our vision has always been long-term.**

The challenge is to continue to build tomorrow's Air Liquide together, based on a profitable, useful growth model which meets the needs of society. A growth model which continuously **adapts** to a rapidly changing world, while remaining firmly **dedicated to the Group's values** that make it so strong."

*Together,
we are
more than ever
ready for
the future.*

François Jackow, Executive Vice President ⁽¹⁾

(1) François Jackow has been appointed Chief Executive Officer from June 1, 2022.

Thank you

“Behind each Air Liquide Shareholder, there is a human adventure that is often touching and always interesting. As Chairman, I will be particularly keen to maintain this dialogue and in the future you can, as is the case today, count on my willingness to listen and my respect.”

Dear Shareholders,

This General Meeting is **my last Meeting** as Chairman and Chief Executive Officer.

It marks a new chapter in the Group's story, but also a turning point in my personal life. I have dedicated **41 years** of my life to Air Liquide, of which the past **21** to managing the Company. During these 41 years, the days, months and years have come and gone with their share of good news, challenges, success stories and sometimes failures and surprises. But always with the same firm belief that our **teams** and **business lines** were **unique**.

Not once have I regretted **my decision** to join the Group as a junior engineer at the Loges-en-Josas Research Center in 1981.

Air Liquide is an **exciting, original** and deeply **appealing** company. It is also **unique**. Its history and its progression are **remarkable**.

I would therefore like to take this opportunity to **acknowledge** and once again **thank, with a certain emotion**, each and every one of the Group's **employees**, without whom nothing of what we have accomplished would have been possible.

There is an Air Liquide spirit. There is an **Air Liquide culture**. There is an, often long, history that unites us. All of the Group's employees will be able to relate to what I say. To all of the Group's women and men, I would like to express my **sincere appreciation** for the energy and talent that they have dedicated to your Company in the performance of their role.

I would also like to thank you, dear **Shareholders**, for your **loyalty** and renewed **trust**, year after year.

Without you, without your support, we would not have been able to implement a corporate **vision** focused on the **future**. Without you, we would not have succeeded in making the necessary industrial changes, to gain a foothold in new major countries, to carry out the major acquisitions that have shaped our history. Without you, it would have been more difficult to go down the **hydrogen** route and work toward a **sustainable future**.



Over the past 21 years, **I have spoken to thousands of you**. I enjoyed all of these discussions. I benefited from all of these encounters. I can say with all sincerity that I respect each and every one of you. Behind each Air Liquide Shareholder, there is a human adventure that is often touching and always interesting.

As Chairman, I will be particularly keen to **maintain this dialogue** and in the future you can, as is the case today, count on my willingness to **listen** and my **respect**.

It is with you that the wonderful Air Liquide story will continue to be written. Rest assured that we will strive to earn your **trust** a little more each day to continue **inventing the future**.

Thank you.

Benoît Potier

Governance and remuneration

The Board of Directors held on May 4, 2022 at the close of the General Meeting, confirmed its decision to separate the functions of Chairman of the Board of Directors from the functions of Chief Executive Officer from June 1, 2022.

“By blending continuity and renewal, the Board would like to adopt this new governance to provide a fluid and balanced organization.”

Jean-Paul Agon, Lead Director

COMPOSITION OF THE BOARD AND ITS COMMITTEES, NEW GOVERNANCE

COMPOSITION OF THE BOARD OF DIRECTORS

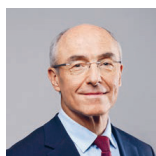
The General Meeting renewed the terms of office of **Annette Winkler** and **Benoît Potier** as Directors for a period of four years. **François Jackow**, who will take over the Executive Management of the Company from June 1, 2022, replacing Benoît Potier in this role, was appointed as Director for a period of four years. The terms of office of **Sin Leng Low** and **Jean-Paul Agon** having come to an end at the close of the General Meeting, the Board of Directors expressed its sincere thanks for their respective contributions.

The term of office of **Philippe Dubrulle**, as Director representing the employees, was renewed for a period of four years by the France Group Committee.

The Board of Directors is thus composed of **twelve members**: ten members appointed by Shareholders, very largely independent, including five women and four foreign nationals, and two Directors representing employees. This composition reflects the diversity of profiles, experience, expertise and cultures sought by the Board.

NEW GOVERNANCE

At the close of the General Meeting, on the recommendation of the Appointments and Governance Committee, the Board of Directors renewed Benoît Potier as Chairman and Chief Executive Officer until May 31, 2022, confirmed its decision to **separate the functions of Chairman of the Board of Directors from Chief Executive Officer as of, June 1, 2022** and, in this regard, renewed Benoît Potier as **Chairman of the Board of Directors**, and appointed François Jackow as **Chief Executive Officer**, also **starting June 1, 2022**.



Benoît Potier
Chairman of the Board of Directors

The new governance structure will allow the Group, in the context of the succession, to benefit from Benoît Potier's unparalleled experience following his 20 years at the Company's helm.

Benoît Potier will be entrusted with specific missions which he will carry out in consultation with the Chief Executive Officer.

He will therefore be involved in issues relating to the Group's global strategy and organization. He will continue to meet with the main Shareholders on governance matters and will maintain a close relationship with individual Shareholders.



François Jackow
Chief Executive Officer

As part of the work carried out since 2018, the Appointments and Governance Committee, after conducting a thorough selection process, decided that the skills, depth of experience and personal qualities of François Jackow made him the best candidate to succeed Benoît Potier.

François Jackow joined Air Liquide in 1993. After a wide-ranging, international career, he has the benefit of his extensive experience of the Group, combining strategic vision and in-depth knowledge of its business lines. He has been a member of the executive committee since 2014 and was Executive Vice President at the date of the General Meeting.

COMPOSITION OF THE COMMITTEES

At the close of the General Meeting, the Board of Directors appointed **Xavier Huillard**, an independent Director, as **Lead Director**, and confirmed the latter's continuation in this function in the context of the separate mode of governance, from June 1, 2022. Finally, the Board made the required appointments and renewals within its Committees, which are now composed as follows:

Audit and Accounts Committee

- Siân Herbert-Jones (Chair)
- Anette Bronder
- Aiman Ezzat

Remuneration Committee

- Xavier Huillard (Chair)
- Kim Ann Mink
- Fatima Tighlaline (Director representing the employees)

Appointments and Governance Committee

- Xavier Huillard (Chair)
- Annette Winkler
- Bertrand Dumazy

Environment and Society Committee

- Annette Winkler (Chair)
- Geneviève Berger
- Philippe Dubrulle (Director representing the employees)

WORK OF THE BOARD AND COMMITTEES

Work of the Board of Directors

The Board met six times in 2021 and paid close attention to the **impact of the covid-19 pandemic** on the Group and the measures to protect the health of its employees, the analysis of **performance** (financial and extra-financial), the Group's **strategy and outlook** as well as the outlines of the **new medium-term plan** (2021-2025), **governance** (including the separation of the functions of Chairman of the Board and Chief Executive Officer), **investment decisions** in relation with the Climate Objectives, **Hydrogen** and the energy transition, **the pursuit of the sustainable development strategy** and work related to the new ESG/Climate Objectives.

Work of the Committees

- **The Audit and Accounts Committee** reviewed the financial statements and the Group's financing policy, monitored its debt and liquidity management and continued the Principal Statutory Auditors' selection process. It also monitored the efficiency programs, reviewed risks and related control measures and reviewed the General Control missions. It reviewed the procedures relating to the preparation and processing of the extra-financial information, in particular as part of the joint session with the Environment and Society Committee.

- **The Appointments and Governance Committee** continued its work relating to the succession of Benoît Potier in Executive Management with, in particular, the choice of the governance structure and the selection of the candidate. It reviewed the management teams and the composition of the Board of Directors and its Committees. It reviewed the non-discrimination and diversity policy for management bodies and set new gender equality objectives for the Executive Committee.

- **The Remuneration Committee** reviewed the performance of the Executive Officer during the past fiscal year, as well as the remuneration of all corporate officers. It decided on the new remuneration policy applicable to Company Officers under the succession plan. It reviewed and recommended the approval of the section of the Report on corporate governance relating to the remuneration of Executive Officers and corporate officers included in the Universal Registration Document.

- **The Environment and Society Committee** examined the environmental and societal risks. It monitored the work relating to the definition of the Group's new ESG/Climate Objectives which were announced on March 23, 2021 and the achievements. It also reviewed the Group's societal programs and those of the Air Liquide Foundation. It reviewed the Extra-financial Performance Declaration, the Vigilance Plan and examined the extra-financial ratings.

REMUNERATION

2021 REMUNERATION OF BENOÎT POTIER

The General Meeting approved the elements of remuneration of the Chairman and Chief Executive Officer, Benoît Potier, which were paid in 2021 or awarded in respect of 2021.

This remuneration includes:

- **a fixed remuneration**, which amounted to **1.325 million euros**, stable since 2018;
- **a variable remuneration**, of around **2.192 million euros**, which reflected the excellent performance over the year,

both in terms of **financial criteria** (with the maximum level being achieved for both quantitative objectives) and **qualitative criteria**. With regard to **qualitative objectives**, the Board noted the quality of the Chief Executive Officer's performance, both in terms of **CSR** – with the roll-out of new ESG objectives and the development of the hydrogen ecosystem – and the **organization of human resources** with, in particular, the preparation of the **succession**, changes to the Executive Committee and the talent review. Benoît Potier's **individual performance** was deemed excellent in an uncertain global context.

Therefore, the short-term remuneration for 2021 was **up by +26%** compared with 2020, a year hit hard by the pandemic crisis;

- a **performance share allocation** valued at around **2.25 million euros**, stable since 2018. However, in accordance with best governance practices, the Board, in agreement with Benoît Potier, decided to apply the principle of **prorating performance share allocations for 2020 and 2021** from the end of his term of office as Chief Executive Officer. The 2021 allocation will therefore be reduced by 52.9% and the 2020 allocation by 19.5%.

Information relating to the 2021 remuneration of Benoît Potier is provided on pages 190 to 198 of the 2021 Universal Registration Document.

2021 REMUNERATION OF CORPORATE OFFICERS

The General Meeting approved the information relating to the remuneration of all corporate officers (Executive Officer and non-executive Directors), and which include:

- the **remuneration of Benoît Potier compared to Company employees' average and median remuneration** and, since this year, compared to the average remuneration of Group employees in France;
- the remuneration of **non-executive Directors**, set in accordance with the 2021 policy and which is part of the unchanged amount of 1.3 million euros voted on in 2020.

This information is available on pages 171 to 189 of the 2021 Universal Registration Document.

REMUNERATION POLICY

The General Meeting approved the remuneration policy of Company Officers and Directors.

Remuneration of Company Officers

The remuneration policy of the Executive Officer is in line with previously approved policies. The fixed remuneration represents approximately **25%**, the target variable remuneration **35%**, and the LTI⁽¹⁾ **40%** of total remuneration.

The **financial criteria (quantitative) of the variable annual portion** are based on the growth in net earnings per share and revenue. **Individual criteria (qualitative)** include objectives related to CSR and organization/human resources.

Performance conditions applicable to LTI⁽¹⁾ remain based on Return On Capital Employed (ROCE), TSR⁽²⁾ (with dividends reinvested) and an environmental criterion aligned in 2022 with the new reduction objective for CO₂ emissions in absolute terms.

All of these criteria reflect the Company's strategy, which combine **financial and extra-financial performance**.

Remuneration of the Chairman and Chief Executive Officer until May 31, 2022

On this basis, the remuneration policy for the Chairman and Chief Executive Officer applicable until May 31, 2022 is identical to that of 2021. However, **Benoît Potier** will not receive LTI⁽¹⁾ in 2022, the year in which his term of office as Chief Executive Officer comes to an end. His fixed and variable remuneration will be calculated *prorata temporis*.

(1) Long-term incentive element (performance shares/stock options).

(2) Total Shareholder Return.

Remuneration of the Chief Executive Officer under the separate mode of governance from June 1, 2022

The remuneration policy for **François Jackow**, from the beginning of his term of office as Chief Executive Officer on June 1, 2022, was determined on the basis of an in-depth study of standard practices and a benchmark of French and European companies. It provides for:

- an **annual fixed remuneration of 1.100 million euros**, calculated *prorata temporis* for 2022;
- a **target variable remuneration equal to 120%** and a maximum limited to 150% of the fixed remuneration;
- an **annual LTI⁽¹⁾ attribution of around 1.650 million euros**, i.e., around 40% of the total target remuneration. This LTI⁽¹⁾ will be calculated *prorata temporis* in 2022.

The global target remuneration of the Chief Executive Officer is around the average for CAC 40 companies with a separate mode of governance.

François Jackow confirmed his intention to unilaterally end his employment contract from the beginning of his term of office as Chief Executive Officer.

François Jackow will benefit from the **supplementary pension plans** introduced by the Company. He will not receive remuneration for his role as Director. He will benefit, under strictly defined circumstances, from a **termination indemnity** subject to the achievement of performance conditions – similar to those that applied to the Chairman and Chief Executive Officer – and an **indemnity in consideration of a non-competition commitment**, the aggregated termination indemnity and non-competition indemnity being capped at 24 months of fixed and variable remuneration.

This information is available on pages 207 to 211 of the 2021 Universal Registration Document.

Remuneration of Benoît Potier in his role as Chairman of the Board of Directors under the separate mode of governance from June 1, 2022

The remuneration of Benoît Potier was established in accordance with standard practices and based on a detailed benchmark. It takes into account the **specific missions** that the Board decided to entrust to Benoît Potier, in the context of the management transition, in order to benefit from his experience and in-depth knowledge of the Group.

Benoît Potier will therefore receive an annual fixed remuneration of 800,000 euros, calculated *prorata* for 2022. He will not receive any other remuneration.

This information is available on pages 211 and 212 of the 2021 Universal Registration Document.

Remuneration of the Directors

The Directors' remuneration policy is **in line with previous practices**, with a **variable remuneration** which is the **highest part** and **depends on each Director's attendance** at meetings.

Additional remuneration is paid to the **Lead Director** and to **Committee Chairs**. The policy thus promotes attendance and effective participation by the Directors in the work of the Board and Committees.

This information is available on page 212 of the 2021 Universal Registration Document.

Discussion with Shareholders

PRE-SUBMITTED WRITTEN QUESTIONS

In accordance with the option offered by the French law, the Board of Directors' responses to the written questions prior to the General Meeting were published in the Shareholders/2022 Annual General Meeting section of the Company's website, at www.airliquide.com.

These questions were notably related to the Group's Climate Objectives, hydrogen, Corporate Social Responsibility, fiscal responsibility and lobbying.

QUESTIONS FROM THE FLOOR

Shareholders were given the opportunity to ask their questions directly during the Meeting, or to send them by SMS.

Nearly 70 SMS were received and analyzed by an artificial intelligence tool during the Meeting. Questions sent by SMS mainly related to the following five subjects:



QUESTIONS DISCUSSED DURING THE MEETING

Topics	Question No.
Hydrogen	
McPhy	2
Return of investments	15
Shareholding policy	
Free share attribution	1
A younger share ownership base	3
Air Liquide: a diversified investment	4
Air Liquide shares and young people	12
Share split	14
Hosting and cost of the Meeting	16
Environment/Climate	
Carbon neutrality	5
Supply of low-carbon electricity	6
The challenge of decarbonization for industrial players	13
The Group's business	
The works of Georges Claude	7
Home healthcare in China	10
Geopolitics	
The situation between China and the isle of Taiwan	9
Impact of the Ukrainian conflict	11
Diversity	
Women and Science	8



QUESTION NO. 1

FREE SHARE ATTRIBUTION

Can you explain the impact of a free share attribution for Air Liquide and for Shareholders?

Benoît Potier: The distributions of free shares are simply carried out based on the division of the Group's entire share capital into slightly more shares. Therefore automatically, if we issue an additional 10% of shares, the value of each Air Liquide share will be 10% lower. However, the portfolio – the new number of shares multiplied by the share price that will have been decreased by 10% during the operation – will maintain the same value. That being said, over time we have seen that a free share attribution helps to boost the share price. In the months following the transaction, even though this is never guaranteed, the share price regains momentum. And therefore, ultimately, the value of a Shareholder's portfolio after the attribution of free shares tends to increase. That's the first piece of good news.

The second piece of good news is that, the following year, the free share pays an additional dividend. Automatically, the number of dividends received by the Shareholder increases, in this example by one free share for every ten owned, by 10%. This is a historical Group policy to which we are strongly committed, as it is an act of trust. Each time free shares are allocated, the executive management team knows that, the following year, it means targeting earnings growth of around 10% or thereabouts to be able to pay the dividend. It is therefore a demanding policy for the Company, but one that is extremely motivating, and which clearly generates advantages for our Shareholders.

QUESTION NO. 2

MCPHY

What is the relationship between Air Liquide and the company McPhy Energy?

Benoît Potier: McPhy is a young company which sells electrolyzers. Originally, this company was more focused on the production of fuel cells. It was founded by a former Air Liquide employee, whom we know well, and who worked in our engineering team. The company is French, but has made acquisitions in Italy. We have no specific relationship with McPhy. We know the company and have followed it, like any competitor. Our positioning is that of a major hydrogen player, compared with a smaller-sized player which operates on a more limited territory, as McPhy operates mostly in Europe. We naturally pay close attention to what McPhy and all other small and large companies looking to break into hydrogen are doing. However, there is nothing in particular that concerns Air Liquide in terms of this company.

QUESTION NO. 3**A YOUNGER SHARE OWNERSHIP BASE**

Have you noticed whether Air Liquide's share ownership base is getting younger? Are these new Shareholders attached to the loyalty bonus and the regular allocation of free shares? Have you seen an increase in the average number of shares held by these Shareholders?

Benoît Potier: We are extremely proud to have surpassed the half a million individual shareholder mark and we have indeed noted that our Shareholders are getting younger. This is excellent news for the future. These new Shareholders are not fundamentally any different from existing Shareholders but they pay more attention to the Group's activities, to the purpose that we attach to our actions, and to Air Liquide's positioning in terms of the environment and, more generally, on societal issues. The average portfolio of these younger Shareholders in terms of the number of shares held is lower, as they most likely have slightly lower means. We must also remember that, for all of us, when we invested in Air Liquide shares years ago, the share price was much lower. The average portfolio value today is probably more or less equivalent, but with a lower number of shares.

QUESTION NO. 4**AIR LIQUIDE: A DIVERSIFIED INVESTMENT**

It is often recommended that investors diversify their investments in shares. However, Air Liquide's share alone already enjoys wide sector and geographic diversification. What should we make of this?

Benoît Potier: Is Air Liquide in itself a diversified group? The answer is yes. But any financial advisor will tell you that you must diversify your investments: you should purchase some Air Liquide shares, but also other shares, which is understandable. It is true that when you look at Air Liquide's activities, there are several major business lines. Electronics, Large Industries, Healthcare, etc. In itself, the sectors that we cover are numerous and our business is already diversified. This is reflected in Air Liquide's results each year. This diversification enables us to generate growth at all times and to always be at our best.

In terms of geographic positioning, we have successfully penetrated a certain number of countries over the past 20 years. Examples include our major Chinese adventure and the Group's arrival in the Middle East. And, prior to these 20 years, there was the Americas experience with the major acquisition of Big Three in 1986, which provided Air Liquide with a significant presence in the south of the United States. Our geographic positioning has therefore helped us.

We are thus diversified, both in terms of sectors and geography: you can therefore invest in more Air Liquide shares. That's exactly the right conclusion!

QUESTION NO. 5**CARBON NEUTRALITY**

Is Air Liquide well positioned in terms of the trajectory to achieve its carbon neutrality objective by 2050?

Benoît Potier: 2050 is a long way off. What we have done is map out this 30-year period by setting a fairly demanding target for 2035 and, above all, in the shorter term for 2025, the date by which we will start decreasing our carbon emissions in absolute terms. Each time we launch a new project, it has been designed four or five years earlier: so reducing our carbon emissions in absolute terms was not an objective at the time. We are currently still starting-up projects that will increase our carbon emissions for a little while yet. All of those emissions will need to be absorbed, and then reduced. That is what we intend to start doing around 2025, and hopefully even before then. But we are on the right track in terms of the carbon neutrality trajectory.

QUESTION NO. 6**SUPPLY OF LOW-CARBON ELECTRICITY**

From what I've understood, Air Liquide's use of electricity, for both the production of gas and of hydrogen through electrolysis, will continue to increase significantly in the years to come. However, everyone knows that the production of electricity still generates high levels of carbon in general, worldwide, and this is a trend that unfortunately is not set to reverse anytime soon. Therefore, how do you believe that, as of 2025, you will be able to decrease your carbon emissions in absolute terms, with this huge increase in electricity consumption?

Benoît Potier: To give a concrete example, we already consume a huge amount of electricity for oxygen and nitrogen. We have therefore launched, as part of our Climate Objectives, a sourcing program for the supply of renewable electricity for existing oxygen and nitrogen plants. We have signed contracts in Belgium, the Netherlands, Spain and the United States. We are gradually substituting, whenever possible, our "carbon-based" electricity with renewable electricity. This will enable us to decrease our "scope 2" emissions, i.e., those related to energy purchases.

For renewable hydrogen, we have a component which relates to hydrogen-production technology. Because every project includes the electricity supply for an electrolyzer. Of course, if we purchase electricity with a high carbon count to produce hydrogen through electrolysis, we are defeating the object. Each time, we invest in a new electrolyzer, we ensure that we source renewable electricity. This is what we plan to do, for example, for the Air Liquide Normand'Hy project, which includes the construction of a 200 megawatt electrolyzer that is connected to a low-carbon electricity network. If all goes well, we should expand the capacity of this plant.

This raises the following question: what do we do if we can no longer source renewable electricity, and this may be the case, especially in Europe? We would obviously favor so-called low-carbon electricity, i.e., electricity that does not produce much carbon. Currently, we mainly have access to nuclear-powered electricity, in France at least, or in the future, electricity that will come from biomass or biogas, or any other form of "clean" electricity. What you are pointing out is that this energy revolution will only be possible if, at the same time as we transform industrial processes, we develop renewable energy on a substantial scale. For the moment, this is the message that we have conveyed to the governments of European countries and to the European Commission, as well as across the world. I think that it is a message that has been understood, but we are still a long way off from achieving the renewable electricity production capacities necessary to make all electricity consumers in the world green.

QUESTION NO. 7**THE WORKS OF GEORGES CLAUDE**

I'd like to know if you are familiar with the works of Georges Claude, one of Air Liquide's founders, who apparently invented a heat recovery process which would draw water from the bottom of the sea, which then would start to boil. Apparently this process was silenced by the oil companies?

Benoît Potier: Georges Claude, with Paul Delorme, was one of Air Liquide's founders in 1902. We are familiar with their works on the energy of the seas – as it was called at the time. It's a subject that we have examined scientifically but which was not, in light of what we know today, particularly compelling compared to other energy-generating processes. That does not mean that we have written off all of these processes. It simply means that we have considered, for some years now, that it was a process that is not relevant today.

QUESTION NO. 8

WOMEN AND SCIENCE

I saw that Air Liquide was on the news recently due to its symbolic action at the Eiffel Tower to promote hydrogen. There is a list of great men of science engraved on the first floor of the Eiffel Tower. Don't you think that another symbolic action could be to add a list of great women in science on the second floor of the Eiffel Tower?

Benoît Potier: Thank you for this suggestion. We will take a look, as we do with many of the suggestions that are made to us. I cannot guarantee that your request will be carried out first thing, tomorrow, but at least the idea – of recognizing women for their contribution to science and what Air Liquide can do – is a very appealing one and we will see what we can do.

QUESTION NO. 9

THE SITUATION BETWEEN CHINA AND THE ISLE OF TAIWAN

There is one country that is undergoing rapid change: China. What relationship do you have with China and what would happen if China were to invade the isle of Taiwan?

Benoît Potier: It is very difficult to realistically assess the consequences of such a scenario. We can imagine that the world would not react in a military manner but rather commercially. Air Liquide is present in China in Large Industries, Industrial Merchant and increasingly in Electronics. Air Liquide is also present on the isle of Taiwan via major names in the Electronics sector. And so the fundamental question for us would be: what would happen to the companies who are currently major global producers on the isle of Taiwan and to their local employees? I cannot answer that question for the moment.

What I see and what I have simply observed, is that key players have decided, wherever possible, to withdraw from Taiwan island and invest elsewhere. In my opinion, this isn't the result of any kind of threat from China, but much more a consequence of covid and the interruption or disruption of the electronics supply chains. These electronics players are currently therefore investing in other countries in Asia, Europe and the United States.

If what you describe were to happen in a few years' time, I think that the world of electronics and the geographical breakdown of electronic assets will be quite different. If it were to happen tomorrow morning, then the whole world would have a real electronic components supply issue. At any rate, it is a scenario that we, of course, bear in mind and it is one that cannot be ignored.

QUESTION NO. 10

HOME HEALTHCARE IN CHINA

I believe that 4% of the activity in Asia for Healthcare isn't a lot. There is a major growth potential in the country for home healthcare. The purchasing power of the Chinese is becoming significant – in any case, for some of the population – and they are faced with the issue of an aging population, as is the case in other Asian countries. Is Air Liquide investing in this field in Asia, given that the Group has been present in this region for a long time and has contacts with the local authorities?

François Jackow: Our Home Healthcare business is currently, indeed, mainly focused on Europe, which represents 70% of our business. That said, we have already established a number of positions in Asia, especially in Korea and Japan where we are in the process of

developing a home healthcare model in the business lines that are dear to us and that we understand well.

There is major potential in Asia because, globally, this activity is not especially advanced compared with the United States, or Europe in particular. The main market is China and, for several years now, we have been trying to penetrate this market. What is important to consider is that the home healthcare business doesn't actually exist in China. Their system is one that is mainly hospital-based: people go to hospital and chronic diseases are not particularly well taken into account. What we have done so far is develop a certain number of pilot schemes with the authorities to demonstrate the concept, demonstrate the benefit both for the patient, in terms of quality of care, but also for the health care system. These are therefore subjects which we are monitoring closely, but what needs to be understood is that it will require the transformation of an entire healthcare system. Once this system emerges, Air Liquide will be well positioned.

QUESTION NO. 11

IMPACT OF THE UKRAINIAN CONFLICT

What is the impact of the war in Ukraine on the Group's activities and on Air Liquide's position in Russia or with regard to Russia?

Benoît Potier: Our activities in Ukraine already ceased several years ago, and only around 15 Ukrainian employees were still working in engineering before the beginning of the conflict. Our presence in Russia is limited and represents less than 1% of the Group's revenue, with 700 employees, the majority of which are Russian.

However, the situation has become complex to manage because, in addition to the production of industrial gases, we supply nitrogen to the Russian industry for site security and medical oxygen to hospitals. In this context, we are of course strictly applying international sanctions, and all of the Group's investments and new development projects in Russia have already been halted.

We are currently in the process of studying all possible scenarios, including a potential exit from Russia, as like other groups have done. It is a complex situation. We are exploring solutions that bring us into full compliance with international sanctions and which would also allow us to find reasonable solutions for our customers and also our teams in Russia.

QUESTION NO. 12

AIR LIQUIDE SHARES AND YOUNG PEOPLE *(question via SMS)*

How can you convince young people to become Air Liquide Shareholders?

Benoît Potier: I think the main question is to give meaning to investing in a company's shares. When we talk with young people, when we carry out surveys, we see that they are looking to invest small amounts of money – when they are lucky enough to have some – in companies that are relevant to them, whose activities are meaningful, companies which are clear, transparent and have a vision. This is what Air Liquide tries to highlight.

But based on our surveys, we have realized that return on investment is also very important to young people and that the money which they invest – regardless of whether it is 100 euros, 500 euros, 1,000 euros or more – must also offer a return. The second point that we aim to promote is that, in addition to purpose, Air Liquide is also capable of offering a return on investment and a return which you know, which we all know, is excellent over the long term.

QUESTION NO. 13

THE CHALLENGE OF DECARBONIZATION FOR INDUSTRIAL PLAYERS

(question via SMS)



Are your industrial customers prepared to pay more to capture their CO₂ emissions?

François Jackow: The answer to this is straightforward: yes. An increasing number of customers are prepared to pay a premium to reduce their carbon footprint. There are three main reasons for this.

The first is that many major companies have made carbon neutrality commitments and the vast majority of our largest customers have made these commitments.

The second reason is that there are regulations in place to encourage companies to reduce their CO₂ emissions. This is the case in Europe for the production of fuel from a renewable source, and renewable carbon-free hydrogen is required, for example, to be able to manufacture these products.

The third reason, and possibly the most interesting, is that a certain number of our customers are developing products that must have a low carbon content. We have seen this in areas such as fuel for aviation, as well as in steel – for example, a certain number of German carmakers have committed to using steel with a low carbon content – and, in the construction sector, demand for low-carbon cement is rising.

So we can see that there is a growing trend. For the moment this is mainly the case in Europe, but we are seeing the beginning of this trend in Asia and particularly in North America. I believe that this is just the start and I would like to conclude with a thought that may be of interest. If we choose and if we want a low-carbon society we must, of course, address companies, but we can also address each and every one of us as citizens and as consumers. Because our industrial customers will favor low-carbon and CO₂ capture and storage solutions in their process if they see that their consumers are showing a preference for low-carbon products. We all, to some extent, have a role to play.

QUESTION NO. 14

SHARE SPLIT

I understand that in the past you have done a 2-for-1 split on Air Liquide shares, when the share price was at a fairly high level. Since the drop in March 2020, the share price has increased steadily. I would like to know if you have plans for a share split in the future and, if so, at what amount?

Benoît Potier: To be completely upfront and honest with you, I was asked this question a few years ago and at the time I said: when the share price reaches more than 100 euros, we will start thinking about it. And in the meantime the share price has exceeded 100 euros, which is excellent news. Air Liquide's share price is at more than 160 euros.

We decided not to touch the share price during these turbulent times: the covid pandemic, and now the Ukrainian conflict. I believe that we need a certain amount of stability. It is an operation that is quite demanding for us, for Shareholder Services, but it is also a

dynamic transaction and one that is seen by the markets as a sign of confidence in the future.

I'm not going to make any promises today. But it is true that the face value of the Air Liquide share may be an obstacle for young investors. When we see a share price of 160 euros, our reaction is: that's expensive. In reality, it is neither expensive nor cheap, but it is an entry threshold that may seem a little high. We will therefore think about this in the years to come as I believe it is an important subject.

QUESTION NO. 15

RETURN OF INVESTMENTS IN HYDROGEN

I see that you intend to invest 8 billion euros by 2035 in hydrogen and that hydrogen-related revenue is expected to increase to 6 billion euros. This appears to be a poor return on investment.

Benoît Potier: In terms of return on investment, the calculation is straightforward: we currently generate around 2 billion euros in revenue per year through hydrogen. We indeed intend to invest 8 billion euros and generate 6 billion euros in revenue per year by 2035, i.e., an additional 4 billion euros. So the ratio is an investment of 8 billion euros for an additional 4 billion euros in revenue per year. This represents a ratio of 2 to 1 between investment and additional annual sales. This is a standard ratio for our line of business.

What we look at is not so much this ratio, but rather the profitability of our investments. We have set profitability and return on capital criteria and also have criteria for additional or avoided CO₂ emissions. We focus on these two types of criteria when making investment decisions. Therefore, the return on investment for hydrogen is not poor. It is just a standard return.

QUESTION NO. 16

HOSTING AND COST OF THE GENERAL MEETING OF SHAREHOLDERS

My wife has granted me power of attorney, and her shares show up on my tablet. However, it is a shame that some of my own shares are missing. Also, how much does it cost to organize an in-person General Meeting?

Benoît Potier: Thank you Sir. You have given us an area to improve on, that's great. I will pass the question on to Shareholder Services, which of course does its best to take all Shareholders' requests into account, in particular in terms of voting. But it is not always straightforward. I don't mean in terms of the IT side of things, but rather the transfer of power of attorney and so forth from one Shareholder to another. If you can explain to them what has happened, this will help us try to ensure that it does not happen again.

In terms of your second question, the cost of this event is around 1 million euros. It is a considerable amount, but I genuinely believe that it is a worthy investment. We are extremely attached to our General Meeting. It is the only opportunity we have to freely discuss issues as we are doing today, where we can present our results, our strategy and our governance and where you can see the Board of Directors. If the situation with the pandemic remains the same as in 2022 or improves, we would be delighted to hold another Meeting like the one we have today.

As registered Shareholders*, opt for the electronic invitation

FOR THE 2023 GENERAL MEETING
TO OPT FOR THE ELECTRONIC INVITATION,
ACCESS YOUR SHAREHOLDER PORTAL AT WWW.AIRLIQUIDE.COM,
INVESTORS SECTION, USING YOUR EMAIL AND YOUR ACCESS CODE.

* DIRECT OR INTERMEDIARY REGISTERED SHAREHOLDERS



INTERNET

See our annual publications:
Annual Report, Universal Registration Document,
Shareholder's Guide, Interactions and more on our website
www.airliquide.com

WRITE TO US

directly on our website
www.airliquide.com/investors/individual-shareholders/contact

or from the Investors section of our website
www.airliquide.com

CONTACT US

Air Liquide
Shareholder Services
TSA 91948
62978 Arras Cedex 9

0800 166 179

Calls are free from a French landline

or +33 (0)1 57 05 02 26

from outside France

Air Liquide – Company established for the study and application of processes developed
by Georges Claude with issued capital of €2,884,069,820.50

FOLLOW US

[linkedin.com/company/airliquide](https://www.linkedin.com/company/airliquide) | Twitter @AirLiquideGroup | YouTube AirLiquideCorp | www.airliquide.com