Annual General Meeting 2024

Information Notice

Wednesday 10th April 1.30pm
Hotel Okura Amsterdam, Ferdinand Bolstraat 333, 1072 LH Amsterdam, The Netherlands
# TABLE OF CONTENTS

<table>
<thead>
<tr>
<th>Section</th>
<th>Pages</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Message of the Chairman of the Board of Directors</td>
<td>03</td>
</tr>
<tr>
<td>2. Agenda</td>
<td>04</td>
</tr>
<tr>
<td>3. Shareholder Information</td>
<td>05</td>
</tr>
<tr>
<td>4. Key Financial Figures in 2023</td>
<td>06-07</td>
</tr>
<tr>
<td>5. Sustainability Key Highlights in 2023</td>
<td>08</td>
</tr>
<tr>
<td>6. Leading the Journey Towards Clean Aerospace</td>
<td>09</td>
</tr>
<tr>
<td>7. Executive Remuneration</td>
<td>10-11</td>
</tr>
<tr>
<td>8. Board of Directors and Committees</td>
<td>12-15</td>
</tr>
<tr>
<td>9. Proposed Resolutions and Explanatory Statements</td>
<td>16-20</td>
</tr>
<tr>
<td>10. Ways of Participating in the Annual General Meeting</td>
<td>21-22</td>
</tr>
</tbody>
</table>
Dear Shareholders and Stakeholders,

2023 was a year of fragile economic growth against a backdrop of instability in some parts of the world. As the Russian war of aggression in Ukraine continued, a major conflict flared up in the Middle East as a consequence of terror attacks on civilians. The events of the year underscored the need for nations and companies alike to increase their resilience and prepare for change, whether it be geopolitical, economic, societal or technological.

Defence again demonstrated its crucial purpose, from protecting people and critical assets to supporting the flow of essential humanitarian aid. A stronger and technologically even more advanced defence industry will be essential to increase Europe’s capability as a reliable partner in Nato in the complex security environment. Cooperation between countries and companies is key in Europe, perhaps the most promising example being the Future Combat Air System (“FCAS”) project in which Airbus has a key role.

The aerospace industry saw robust demand for the most efficient commercial aircraft, as airlines’ financials generally improved and passenger traffic increased. Aviation’s vital role in connecting people and businesses has never been clearer as the global economy continues to put the pandemic behind it. Air travel is a necessity in our world, and an aspiration for billions of people, despite cost of living pressures.

After missing the targeted level in 2022, our Commercial Aircraft business reported an 11 percent rise in deliveries despite a complex operating environment and enjoyed a stellar year in terms of aircraft sales. Helicopters had another successful year with a solid financial performance and higher order intake by units. It was a somewhat mixed year however for Defence and Space, with some major contract wins but unfortunately significant charges had to be taken in the Space business. The Division is now going through a transformation programme to improve its efficiency and capabilities and to better reflect the prevailing market environment. Overall, the Company ended the year with revenues of €65.4 billion and an EBIT Adjusted of €5.8 billion.

During 2023, the Board and its Committees reviewed and monitored a variety of operational and strategic topics central to the Airbus of today and tomorrow, with a continued close monitoring of sustainability developments globally and at Airbus. Another area of focus was supply chain challenges, particularly those regarding engines, in the context of increasing commercial aircraft production rates. There were dedicated sessions focusing on information technology, including the burgeoning area of artificial intelligence and business critical topics like cybersecurity, DDMS and enterprise risk management, among others. Board members were also kept informed about developments in safety as well as important human resources topics such as the engagement of employees.

The Board worked closely with management to optimise the governance of Commercial Aircraft after navigating a series of major headwinds in recent years, including the pandemic. By appointing a dedicated Commercial Aircraft CEO and corresponding management team in January 2024, the Company’s single largest activity is well positioned to deliver on both its short- and long-term objectives.

As said above, sustainability is and will be a central topic for the Board overall, and the Ethics, Compliance and Sustainability Committee in particular. A dedicated strategy session focusing on decarbonisation took place, covering areas such as the roll-out of sustainable aviation fuels and new technologies to develop even more efficient aircraft in the future. There was also a review of human rights and critical materials in the supply chain.

In terms of Board governance, according to the principle of “staggered” terms under which we replace or reappoint one third of the directors every year, the mandates of Amparo Moraleda, Victor Chu, Jean-Pierre Clamadieu and myself are each due for renewal at the 2024 Annual General Meeting (“AGM”). In addition, we will propose the appointment of Dr Feiyu Xu as a Non-Executive director, to succeed Ralph D. Crosby, Jr. who will leave the Board following the AGM after 11 years of service. The Company wishes to express its profound gratitude to Ralph for his valuable contribution to the Board since his first appointment in 2013. Thanks to her deep technology knowledge and leadership presence, Dr Feiyu Xu will be able to support the Company to strategise the impact of emerging technologies on its business which will be extremely valuable in the years to come.

The 2023 results and our confidence in the future financial performance underpin our proposal for a gross dividend payment of €1.80 per share, as in the previous year. The Board is also proposing the payment of a special dividend of €1.00 a share which also reflects the stronger year-end net cash position. We thank all our shareholders for their continued engagement and all our engaged people at Airbus for making our company so successful!

Yours sincerely,

René Obermann
Chairman of the Board
2 AGENDA

1 Opening and general introductory statements

2 Presentation by the Chairman, the Chief Executive Officer and the Chief Sustainability Officer in respect of the:
   1. Corporate governance statement including the Report of the Board of Directors
   2. Report on the business and financial results of 2023
   3. Report on progress made with regards to the Company’s journey leading clean aerospace
   4. Policy on dividend

3 Discussion of all Agenda items

4 Vote on the Resolutions in respect of the:
   1. Adoption of the audited accounts for the financial year 2023
   2. Approval of the result allocation and distribution of a regular dividend for the financial year 2023
   3. Approval of an extraordinary dividend for the financial year 2023
   4. Release from liability of the Non-Executive Members of the Board of Directors
   5. Release from liability of the Executive Member of the Board of Directors
   6. Reappointment of Ernst & Young Accountants LLP as auditor for the financial year 2024
   7. Approval, as an advisory vote, of the implementation of the Remuneration Policy for the financial year 2023
   8. Adoption of the Board of Directors’ Remuneration Policy
   9. Reappointment of Mr René Obermann as Non-Executive Member of the Board of Directors for a term of three years
   10. Reappointment of Mr Victor Chu as Non-Executive Member of the Board of Directors for a term of three years
   11. Reappointment of Mr Jean-Pierre Clamadieu as Non-Executive Member of the Board of Directors for a term of three years
   12. Reappointment of Ms Amparo Moraleda as Non-Executive Member of the Board of Directors for a term of three years
   13. Appointment of Dr Feiyu Xu as Non-Executive Member of the Board of Directors, for a term of two years, in replacement of Mr Ralph D. Crosby, Jr. who resigned with effect of the date of the 2024 Annual General Meeting
   14. Delegation to the Board of Directors of powers to issue shares, to grant rights to subscribe for shares and to limit or exclude preferential subscription rights of existing shareholders for the purpose of Employee Share Ownership Plans and share-related Long-Term Incentive Plans
   15. Delegation to the Board of Directors of powers to issue shares, to grant rights to subscribe for shares and to limit or exclude preferential subscription rights of existing shareholders for the purpose of funding (or any other corporate purpose) the Company and its group companies
   16. Renewal of the authorisation for the Board of Directors to repurchase up to 10% of the Company’s issued share capital
   17. Cancellation of shares repurchased by the Company

5 Closing of the Meeting
3 SHAREHOLDER INFORMATION

We are delighted to welcome you to the 2024 AGM at the Okura Hotel in Amsterdam. All the necessary information, related to the 2024 AGM, is available: on our website, by email, by phone or can be consulted in some of Airbus’ offices.

How to attend the AGM

Wednesday 10th April 2024.
Meeting starts at 1.30 pm. Doors open at 12.30 pm.

Hotel Okura Amsterdam
Ferdinand Bolstraat 333
1072 LH Amsterdam, The Netherlands
Phone: +31 (0)20 678 71 11

By car
20 minutes by car from Schiphol International Airport.

By public transport
20 minutes walk from Amsterdam Rai Station.

Useful information related to the 2024 AGM

Email address:
ir@airbus.com

Website:
www.airbus.com
Investors > Annual General Meetings
https://www.airbus.com/en/investors/annual-general-meetings

Toll-free number from:
France: 0 800 01 2001
Germany: 00 800 00 02 2002
Spain: 00 800 00 02 2002
International number: +33 800 01 2001

Where to consult 2024 AGM documentation:
• Airbus SE: Mendelweg 30, 2333 CS, Leiden, The Netherlands
• Airbus Legal Corporate Affairs: 2 rond-point Dewoitine, 31700 Blagnac, France
• Airbus Securities Department: Société Générale Securities Services - Service Assemblées Générales, 32, rue du Champ de Tir,
CS 30812, 44312 Nantes Cedex 3, France
KEY FINANCIAL FIGURES IN 2023
(Airbus consolidated figures)

Financial results

In 2023, we delivered on our commitments in an operating environment that remains complex and affected by supply chain challenges and geopolitical tensions. We also recorded strong order intake across all our businesses and the Commercial Aircraft backlog supports our production targets.

We will continue to invest in our global industrial system, while progressing on our transformation and decarbonisation journey.

Consolidated Airbus Revenue
(External Revenue by Division) (€bn)

65.4
AIRBUS

Commercial Aircraft
47.0
72%

Helicopters
7.0
11%

Defence and Space
11.4
17%

Order Book
(€bn)
554
(2022: 449)

Order Intake
(€bn)
186.5
(2022: 82.5)

Deliveries
(in number of commercial aircraft)
735
(2022: 661(1))

Order Book by Region (in value)

North America
16%

Europe
34%

Asia Pacific
31%

Latin America
4%

Middle East
7%

Other Countries
8%

(1) After a reduction of 2 aircraft previously recorded as sold in December 2021 for which a transfer was not possible due to international sanctions against Russia.

Disclaimer:
Due to rounding, numbers presented may not add up precisely to the totals provided and percentages may not precisely reflect the absolute figures.
**Shareholding Structure**

*(as of 31 December 2023)*

<table>
<thead>
<tr>
<th>Shareholding Structure</th>
<th>GZBV (11%)</th>
<th>SOGEPA (11%)</th>
<th>SEPI (4%)</th>
<th>Free Float* (74%)</th>
</tr>
</thead>
<tbody>
<tr>
<td>German State</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Spanish State</td>
<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>French State</td>
<td></td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

*Includes treasury shares without economic or voting rights (0.38%).

**Dividend proposals**

*(In € / Gross dividend per share)*

<table>
<thead>
<tr>
<th>Dividend policy</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.50 (2021)</td>
</tr>
<tr>
<td>1.80 (2022)</td>
</tr>
<tr>
<td>1.80 (2023)</td>
</tr>
</tbody>
</table>

Payout ratio

28% (2021)
33% (2022)
38% (2023)

The policy targets sustainable growth in the dividend within a payout ratio of 30%-40%.

**Special dividend**

Special dividend of €1.00 (2).

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(1) Airbus SE continues to use the term Net Income/Loss. It is identical to Profit/Loss for the period attributable to equity owners of the parent as defined by IFRS Rules.

(2) To be proposed to the 2024 AGM.

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This section is an extract from section 5 of the 2023 Report of the Board of Directors. For further information, please visit [https://www.airbus.com/en/investors/annual-general-meetings](https://www.airbus.com/en/investors/annual-general-meetings)
SUSTAINABILITY KEY HIGHLIGHTS IN 2023

Airbus Purpose

"We pioneer sustainable aerospace for a safe and united world"

- Airbus sustainability learning plans cover Ethics and Compliance, Export Control, Health and Safety, Cybersecurity, Inclusion and Diversity and Sustainability Awareness. In 2023, Human Rights eLearning modules became part of the compulsory training for all employees and Executives.
- The +impact digital platform for employees was expanded to coordinate volunteering opportunities, fundraising, and donations.

Sustainability at Airbus

UN Sustainable Development Goals

Airbus has been a signatory of the UN Global Compact since 2003 and has reached “Advanced Level”. Through its business activities and its sustainability commitments, Airbus contributes to at least 8 of the UN Sustainable Development Goals.

Airbus Board overseeing Airbus Sustainability Strategy with the Ethics, Compliance & Sustainability Committee since 2020

154 Nationalities
(2022: 147)

147,893 Number of employees
(2022: 134,267)

96% of employees who have completed the E&C training objective
(2022: 96%)

2.2mn Number of total training hours
(2022: 1.7mn)

2.23 Health and Safety - FR1

Continuous improvement of health and safety at work is a top priority for Airbus.

(1) The pay ratio has been calculated on the basis of total full-time equivalent headcount, rather than total permanent employees, as was done in the past.

(2) Non Executive population.

(3) Reporting period from 1 Oct - 30 Sept.

(4) FR1, Lost Time Injury Frequency Rate, is the monthly number of lost time injuries per million worked hours averaged over 12 months.

(5) Airbus commercial aircraft business, Airbus Helicopters, Airbus Defence and Space including Airbus Atlantic and Airbus Aerostructures entities.

This section is an extract from section 6 of the 2023 Report of the Board of Directors. For further information, please visit https://www.airbus.com/en/investors/annual-general-meetings.

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Focus on climate

Airbus is committed to leading the decarbonisation of the aviation sector:

- Improvements in aircraft and engine technology and subsequent fleet replacement
- 100% sustainable aviation fuel (SAF) capability for aircraft delivered by 2030
- Bring the first hydrogen-powered aircraft to market by the middle of the next decade
- Leveraging air traffic management solutions and offset schemes

Airbus obtained validation on emission reduction targets on all scopes by the Science-based Targets Initiative (SBTi) in January 2023.

**Carbon Disclosure Project (CDP) Rating**

A- (2022: A-)

**TCFD**

Airbus is a supporter of the Task Force on Climate-related Financial Disclosures ("TCFD"). The Company approach to address climate risks and opportunities follows the four pillars of the TCFD - governance, strategy, risk management, metrics & targets.

**First aircraft manufacturer**

to disclose audited Scope 3 in 2020

### CO₂ EMISSIONS SCOPE 1 & 2

**Airbus industrial operations**

Target: -63% absolute emissions (2030 vs 2015)

Alignment with a "1.5°C" pathway neutralising residual emissions by 2030

**CO₂-eq EMISSIONS**

<table>
<thead>
<tr>
<th>Year</th>
<th>Value (Kt)</th>
<th>Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>2022</td>
<td>696</td>
<td>-14.8%</td>
</tr>
<tr>
<td>2023</td>
<td>593</td>
<td></td>
</tr>
</tbody>
</table>

### CO₂ EMISSIONS SCOPE 3

**Use of Sold Products / Airbus Commercial Aircraft**

Target: -46% in emission intensity (2035 vs 2015)

464 Mtons CO₂eq- (2022: 425)

For 735 aircraft delivered in 2023

**Average CO₂ intensity metric**

<table>
<thead>
<tr>
<th>Year</th>
<th>Value (gCO₂/km.pax)</th>
<th>Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>2022</td>
<td>64.4</td>
<td>-2.4%</td>
</tr>
<tr>
<td>2023</td>
<td>62.9</td>
<td></td>
</tr>
</tbody>
</table>

**Selected Partnerships and Projects:**

**SAF:**
Partnerships with DG Fuels and LanzaJet. Over 10% SAF usage achieved in own flight operations.

**Technology Progress:**
Projects like HyPERION, EcoPulse, Blue Condor and HyPower contributed to advance technologies.

**Carbon Capture:**
EasyJet, Air Canada and Lufthansa sign up for Airbus carbon removal initiative.

**Other high5+ targets for operations**

<table>
<thead>
<tr>
<th>Category</th>
<th>Target</th>
<th>(2030 vs. 2015)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Energy, selected purchased energy</td>
<td>-20%</td>
<td></td>
</tr>
<tr>
<td>Waste and raw materials, waste collection, 0 landfilling &amp; 0 incineration without energy recovery</td>
<td>-20%</td>
<td></td>
</tr>
<tr>
<td>Water, water purchasing +0% water consumption: absorb ramp-up impacts</td>
<td>-50%</td>
<td></td>
</tr>
<tr>
<td>VOC* and air emissions, Progressively absorb ramp-up impacts</td>
<td>+0%</td>
<td></td>
</tr>
</tbody>
</table>

* (Volatile Organic Compound)

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(1) Figures are net emissions. Scope as used for Top Company Objectives: 52 sites representing 92% of total emissions, Scope 1 and Scope 2.


(3) One of the eleven subcategories of Scope 3.

(4) Airbus environmental programme and objectives for its operations.

This section is an extract from section 6 of the 2023 Report of the Board of Directors.

For further information, please visit [https://www.airbus.com/en/investors/annual-general-meetings](https://www.airbus.com/en/investors/annual-general-meetings)
## Executive Remuneration

### Remuneration Policy applicable to the CEO

<table>
<thead>
<tr>
<th>Remuneration Element</th>
<th>Performance Measures</th>
<th>Target and Maximum</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Base Salary</strong></td>
<td>Not applicable</td>
<td>1/3 of Total Direct Compensation* (when performance achievement is 100% of target).</td>
</tr>
<tr>
<td><strong>Short Term Component</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Variable Remuneration (&quot;VR&quot;)</strong></td>
<td>Collective (50% of VR): - EBIT (40%) - Free Cash Flow (40%) - Sustainability (20%)</td>
<td>Target: 100% of Base Salary, depending on the performance assessment, ranges from 0% to 200% of target.</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Cap: 200% of Base Salary.</td>
</tr>
<tr>
<td></td>
<td>Individual (50% of VR): - Outcomes Based on the achievement of annual individual objectives</td>
<td></td>
</tr>
<tr>
<td><strong>Long Term Component</strong></td>
<td>Vesting subject to performance over a 3-year period. In principle, no vesting if cumulative EBIT is negative**. If cumulated EBIT is positive, vesting from 50% to 150% of grant based on: - EPS (75%) - Free Cash Flow (25%)</td>
<td>Cap (at the time of grant): 100% of Base Salary. Vesting capped at 150% of initial grant (in number of Performance Shares and/or Units). Caps applicable to Performance Units at the vesting: - overall payout is capped at a maximum of 250% of the original value at the date of grant. - the value that could result from share price increases is capped at 200% of the reference share price at the date of grant.</td>
</tr>
<tr>
<td><strong>LTIP</strong> (in Units and/or Shares)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

* Total Direct Compensation is composed of 1/3 Base Salary, 1/3 VR and 1/3 LTIP (when performance achievement is 100% of target).
** Nonetheless, in case the Company’s EBIT results are impacted by exceptional and unpredictable circumstances, the Board of Directors, upon recommendation of the RNGC, may decide that a maximum portion of 50% of the allocation may vest.

### 3 Relevant Scenarios for the Outcome of the Total Direct Compensation

<table>
<thead>
<tr>
<th></th>
<th>Below Threshold</th>
<th>Target</th>
<th>Maximum</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Base Salary</strong></td>
<td>0</td>
<td>1/3</td>
<td>1/3</td>
</tr>
<tr>
<td><strong>Variable Remuneration (VR)</strong></td>
<td>1</td>
<td>2/3</td>
<td>2/3</td>
</tr>
<tr>
<td><strong>LTIP paid in cash and/or shares</strong></td>
<td>2</td>
<td>5/3</td>
<td>5/3</td>
</tr>
</tbody>
</table>

Indications assume a Base Salary of EUR 1.485 million.

* "Below Threshold" includes annual Base Salary; VR at 0%; LTIP not vesting.
* "Target" includes Base Salary, VR at target and LTIP grant face value in cash and/or in shares.
* "Maximum" includes Base Salary; maximum VR value (200% of VR at target); maximum LTIP cash grant projected at vesting date (250% of grant value); maximum performance applicable to the number of shares granted (150%). The final value of Performance Shares depends on the share price development which is not capped. Illustrative table for a theoretical grant of 50% Shares / 50% Units.

### Long Term Incentive Plan Schedule

<table>
<thead>
<tr>
<th>GRANT DATE</th>
<th>Performance calculation determines the number of Units and Shares that may vest</th>
</tr>
</thead>
<tbody>
<tr>
<td>Y</td>
<td>Y+1</td>
</tr>
<tr>
<td>Allocation policy</td>
<td>----</td>
</tr>
<tr>
<td>Performance period 3 years</td>
<td>----</td>
</tr>
<tr>
<td>Vesting in CASH</td>
<td>X</td>
</tr>
<tr>
<td>Vesting in SHARES</td>
<td>X</td>
</tr>
</tbody>
</table>

*(1) Remuneration, Nomination and Governance Committee ("RNGC").
### Implementation of the Remuneration Policy of the CEO in 2023

#### Remuneration Element

<table>
<thead>
<tr>
<th>Remuneration Element</th>
<th>Implementation of the Remuneration Policy in 2023</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Base Salary</strong></td>
<td>€1,485,000&lt;br&gt;The CEO’s Base Salary level of a full year basis is unchanged compared to 2022.</td>
</tr>
<tr>
<td><strong>Variable Remuneration (“VR”)</strong></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Common Collective Component:</td>
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<tr>
<td></td>
<td>123%: €913,275</td>
</tr>
<tr>
<td></td>
<td>Financial 80%&lt;br&gt;EBIT 40%&lt;br&gt;FCF 40%&lt;br&gt; = 123%</td>
</tr>
<tr>
<td></td>
<td>Sustainability 20%&lt;br&gt;CO2 10%&lt;br&gt;FR1 10%&lt;br&gt; = 123%</td>
</tr>
<tr>
<td></td>
<td>Minimum Achievement 0%&lt;br&gt;Maximum Achievement 200%&lt;br&gt; = 123%</td>
</tr>
<tr>
<td><strong>Individual Component</strong></td>
<td>135%: €1,002,375&lt;br&gt;As assessed by the RNGC(1) and approved by the Board, the CEO’s Individual Component achieved 135% out of 200%. This is based on his performance mainly on the following factors, in addition to the Top Company Objectives 2023:</td>
</tr>
<tr>
<td></td>
<td>- Operational performance;</td>
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<tr>
<td></td>
<td>- Company’s market position consolidation in Commercial aviation;</td>
</tr>
<tr>
<td></td>
<td>- Securing and delivering major European defence programmes;</td>
</tr>
<tr>
<td></td>
<td>- Progress made in Environment Social and Governance and E&amp;C matters;</td>
</tr>
<tr>
<td></td>
<td>- Delivery of 2023 key digital milestones;</td>
</tr>
<tr>
<td></td>
<td>- Leadership team development and the portfolio management progress.</td>
</tr>
<tr>
<td><strong>Variable Remuneration (“VR”)</strong></td>
<td>€1,915,650&lt;br&gt;129%&lt;br&gt;Minimum Achievement 0%&lt;br&gt;Maximum Achievement 200%&lt;br&gt;= 123%</td>
</tr>
<tr>
<td><strong>LTIP</strong></td>
<td>Granting 2023&lt;br&gt;The CEO was granted 11,619 Performance Shares.</td>
</tr>
<tr>
<td></td>
<td>Vesting Value in 2023&lt;br&gt;The CEO received both cash payments and vested shares in connection with the vesting of 2017 and 2018 LTIP awards:&lt;br&gt;- Cash: €304,862&lt;br&gt;- Shares: 2,765 vested shares (LTIP 2019 – May 2023)</td>
</tr>
<tr>
<td><strong>LTIP 2020 Performance Achievement</strong></td>
<td>150%&lt;br&gt;The over performance of the 2020 plan is due to a faster than expected recovery from the COVID 19 pandemic. As a reminder, the 2020 plan was granted in October 2020 when the impact of the pandemic for the years 2021, 2022 and 2023 was still extremely difficult to predict.</td>
</tr>
</tbody>
</table>

### Overview on the 2023 CEO’s remuneration

- **LONG-TERM VARIABLE REMUNERATION**
  - 2,765 SHARES (VESTED AND DELIVERED IN 2023)
  - €304,862 (VESTED AND PAID IN 2023)
  - €1,915,650 VARIABLE REMUNERATION (RELATED TO 2023)

- **BASE SALARY**
  - €1,485,000 (PAID IN 2023)

### Board Skills Matrix

At the end of 2023, the RNGC(1) launched a comprehensive review process of the Board of Directors’ skills matrix, aiming at providing more transparency and explanation of the assignment of skills among Board Members. The result of this review process will be disclosed in the 2023 Universal Registration Document that will be published on the Company’s website ahead of the AGM.

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(1) Remuneration, Nomination and Governance Committee (“RNGC”).

This section is an extract from section 4 of the 2023 Report of the Board of Directors. For further information, https://www.airbus.com/en/investors/annual-general-meetings
Board of Directors and Committees

Board of Directors

Guillaume FAURY
Chief Executive Officer of Airbus SE

Victor CHU

Jean-Pierre CLAMADIEU
Chairman of the Board of Directors of Airbus SE

Board Attendance

(2022: 96%)

Independence

(2022: 92%)

Nationalities

(2022: 7)

Committees of the Board of Directors

Audit Committee

Remuneration, Nomination and Governance Committee

Ethics, Compliance and Sustainability Committee

92% Independence

(2022: 92%)

9 Number of Board meetings

(2022: 13)

95.3% Board Attendance

(2022: 96%)

6 years Average Tenure

(2022: 4.8)

61 Average age (years)

(2022: 60)

33% Women

(2022: 33%)

7 Nationalities

(2022: 7)
2023 Activities of the Board of Directors

Financials & Risk management

- Regular reviews of the Company’s figures and results, its overall financial situation and capital allocation in the context of the volatile, uncertain, complex and ambiguous world.
- Regular reviews of top company risks and opportunities.

General

- Changes to the leadership team: Airbus announced changes to the leadership team led by Chief Executive Officer Guillaume Faury, as well as the appointment of a dedicated Commercial Aircraft business management team to operate under the helm of Christian Scherer.

Strategy

- Commercial Aircraft business: monitoring of the progress made towards the production ramp-up, the supply chain issues, the availability of engines and the overall Commercial Aircraft business strategy.
- Defence and Space: review of the financial situation of the Division and strategic orientations, regular updates on key programmes including the Future Combat Air System ("FCAS") and Ariane 6 (ArianeGroup joint venture), focus on improvements in the Space business and follow-up on the ongoing transformation launched in 2023.
- Helicopters: review of the financial situation of the Division, the progress made on major projects (including in securing the Tiger MkIII programme) and on the Next Generation Rotorcraft Capability ("NGRC") and strategic reviews.
- Sustainability: discussions encompassed employees’ health and safety and engagement, inclusion and diversity (including gender diversity), the growing environmental and climate challenges and the status of future aircraft and Sustainable Aircraft Fuel as well as Environment Social and Governance topics & Defence. These ambitions were furthered by the creation of a dedicated Chief Sustainability Officer organisation.
- Digital: Deep dive on ongoing digital projects, in particular Airbus' Digital Design Manufacturing and Services ("DDMS") initiative. Updates on Artificial Intelligence and Cybersecurity developments.
- Product safety: a bi-annual review of product safety-related issues was performed, updates on relevant developments were provided at quarterly meetings of the Board of Directors and in between Board meetings, as per the product safety protocol in place.

Corporate governance

Board composition and succession plan: review of the Board composition (including skills, experience and gender mix), continuous update of the Board succession plan and launch of relevant non-executive directors’ search with the support of independent advisors.
- CEO and executive committee members’ succession plan: regular talent and development plans review.
- Extensive review of the CEO’s remuneration policy in light of a benchmark performed by an independent third-party and of shareholders’ and stakeholders’ feedback.
- Employees’ remuneration, retention and ownership schemes review.

2023 Board of Directors evaluation

Principle

The Board of Directors implemented a continuous evaluation process of its performance based on a three-year cycle. 2023 was the third and final year of the three-year cycle that started in 2021. In November 2023, the Board of Directors, therefore, carried out an internal evaluation based on a questionnaire issued by the General Counsel and circulated to each Board Member.

Confirmed overall satisfaction regarding the Board dynamic and efficiency

- The Board notably valued the existing set of diversified skills and high level of expertise of its members.
- It was noted that, under the Chairman’s leadership, the open and trusted debates as well as the Board dynamics - with a strong level of Board members’ engagement - contribute to the good performance of the Board.
- The outcome of the questionnaire emphasised the trustful relationship between the Chairman, the CEO and the Board. The Board valued the current practice of having regular non-executive sessions.
- The Board confirmed the added value of the deep dive sessions organised on specific topics as well as the site visits that should be maintained going forward.

Opportunities to further improve the Board composition and contribution

- The Board highlighted the necessity to continue improving gender and geographical diversity and reinforcing the Board’s broad expertise, including technology expertise.
- The Board would welcome enhancing further the exchanges amongst non-executive members in preparation for the Board meetings.
- The Board and the Management succession planning, supply chain management and geopolitical aspects will remain focus areas in 2024.
Information on Board Members proposed for (re)appointment at the 2024 Annual General Meeting

Reappointment

René OBERMANN - 60, M, German

CURRENT PUBLIC COMPANY BOARD
• Chairman of the Board of Directors of Airbus SE
• Member of the Supervisory Board of IONOS Group SE (formerly 1&1 IONOS SE)

PROFILE
René Obermann is a Co-Head of Europe and Managing Director of Warburg Pincus Deutschland GmbH. Prior to joining Warburg Pincus (a leading global private equity firm) in 2015, he was CEO of Ziggo BV in the Netherlands until its merger with UPC. From 1998 onwards, Mr Obermann worked at Deutsche Telekom AG which he led as CEO from October 2006 until December 2013. He began his career by starting and running a company in the telecommunication sector until 1998.

Appointed in 2018
Independent

Reappointment

Amparo MORALEDA - 59, F, Spanish

CURRENT PUBLIC COMPANY BOARD
• Member of the Board of Directors of A.P. Moller - Maersk A/S, Caixabank SA and Vodafone Plc
• Member of the Advisory Board of SAP Spain

PROFILE
Ms Moraleda currently serves as Member of the Board of Directors of A.P. Moller - Maersk A/S, CaixaBank SA and Vodafone PLC. She is also a member of various boards and trusts of different institutions and bodies. Ms Moraleda served as COO of Iberdrola SA, one of the world’s leading power utilities. Previously, she held various positions within the IBM group, notably General Manager of IBM Spain, Portugal, Greece, Israel and Turkey. Educated as an industrial engineer she has comprehensive expertise in technological innovation, data management, international business and management.

Appointed in 2015
Independent

Reappointment

Victor CHU - 66, M, Chinese / British

CURRENT PUBLIC COMPANY BOARD
• Member of the Board of Grand Harbour Marina Plc
• Member of the Board of Nomura Holdings, Inc.

PROFILE
Mr Chu is a lawyer by background. After practicing for a number of years with Herbert Smith in London and Hong Kong, he founded Victor Chu & Co. in late 1985 which is now one of the leading law firms in Hong Kong. He serves as Chairman and CEO of First Eastern Investment Group, a Hong Kong based international investment firm he created in 1988, as well as a Member of the Board of Nomura Holdings Inc. Victor Chu was part of the first wave of specialists in the Chinese market. Victor Chu is also very active with several international institutions such as The World Economic Forum and The Royal Institute of International Affairs. He has also been a generous philanthropist in the field of environmental protection (having served on Global Ocean Commission and WWF) and education (currently Chair of Council at University College London).

Appointed in 2018
Independent

Reappointment

Jean-Pierre CLAMADIEU - 65, M, French

CURRENT PUBLIC COMPANY BOARD
• Chairman of the Board of Directors of ENGIE
• Chairman of the Board of Directors of TE Connectivity

PROFILE
Mr Clamadieu serves as Chairman of the Board of Directors of ENGIE. Mr Clamadieu was the CEO of Solvay SA, a global leader in chemicals, from 2011 to 2019. Between 1993-2011 he held various executive positions within Rhodia group, the group that has successfully merged with Solvay. Given his educational background as an engineer and his great experience in leading international management teams, Mr Clamadieu gained a comprehensive expertise in technological innovation, conducting M&A deals and communicating with financial markets.

Appointed in 2018
Independent

New Appointment

Dr Feiyu Xu - 55, F, German

CURRENT PUBLIC COMPANY BOARD
• Member of the Supervisory Board of ZF Friedrichshafen AG

PROFILE
Dr Xu is a leading expert in the application of AI in industry. She currently serves as Member of the Supervisory Board of ZF Friedrichshafen AG, as an advisory board member of Global Neighbours Gmbh/e.V. and as chairwoman of the Asia Berlin Forum e.V.. Dr Xu was Senior Vice President and Global Head of AI at SAP SE between 2020 and 2023. From March 2017 to March 2020, Dr Xu was Vice President of Lenovo Group, heading Lenovo’s AI Lab. Prior to working for Lenovo, Dr Xu was Principal Researcher at the German Research Center for AI.

New Director to be appointed at 2024 AGM
Independent
## Airbus SE Board of Directors subject to 2024 Annual General Meeting approval

<table>
<thead>
<tr>
<th>Board Member Age, Gender, Nationality</th>
<th>Status</th>
<th>Since</th>
<th>Term expires</th>
<th>Primary occupation &amp; Other mandates</th>
<th>Director expertise</th>
<th>Board attendance</th>
</tr>
</thead>
<tbody>
<tr>
<td>René OBERMANN 60, M, German</td>
<td>Independent</td>
<td>2018, previous re-election in 2021</td>
<td>2024&lt;sup&gt;(1)&lt;/sup&gt;</td>
<td>Chairman of the Board of Directors of Airbus SE, Member of the Supervisory Board of IONOS Group SE and Managing Director of Warburg Pincus Deutschland GmbH</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>9/9</td>
</tr>
<tr>
<td>Guillaume FAURY 55, M, French</td>
<td>Executive</td>
<td>2019, previous re-election in 2022</td>
<td>2025</td>
<td>Chief Executive Office of Airbus SE, Member of the Board of Directors of AXA SA</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>9/9</td>
</tr>
<tr>
<td>Victor CHU 66, M, Chinese / British</td>
<td>Independent</td>
<td>2018, previous re-election in 2021</td>
<td>2024&lt;sup&gt;(1)&lt;/sup&gt;</td>
<td>Chairman and CEO of First Eastern Investment Group and Member of the Board of Nomura Holdings Inc.</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>7/9</td>
</tr>
<tr>
<td>Jean-Pierre CLAMADIEU 65, M, French</td>
<td>Independent</td>
<td>2018, previous re-election in 2021</td>
<td>2024&lt;sup&gt;(1)&lt;/sup&gt;</td>
<td>Chairman of the Board of Engie and Member of the Board of TE Connectivity</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>9/9</td>
</tr>
<tr>
<td>Mark DUNKERLEY 60, M, British / American</td>
<td>Independent</td>
<td>2020, previous re-election in 2023</td>
<td>2025</td>
<td>Member of the Board of Directors of Spirit Airlines Inc. and Volotea Airlines</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>9/9</td>
</tr>
<tr>
<td>Stephan GEMKOW 64, M, German</td>
<td>Independent</td>
<td>2020, previous re-election in 2023</td>
<td>2026</td>
<td>Member of the Board of Directors of Amadeus IT Group and Flughafen Zürich AG</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>9/9</td>
</tr>
<tr>
<td>Catherine GUILLOUARD 59, F, French</td>
<td>Independent</td>
<td>2016, previous re-election in 2022</td>
<td>2025</td>
<td>Member of the Supervisory Board of KPN, Member of the Board of Directors of Lottomatica and of Air Liquide and Chairwoman of the Supervisory Board of Ingenico</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>9/9</td>
</tr>
<tr>
<td>Amparo MORALEDA 59, F, Spanish</td>
<td>Independent</td>
<td>2015, previous re-election in 2021</td>
<td>2024&lt;sup&gt;(1)&lt;/sup&gt;</td>
<td>Member of the Board of Directors of A.P. Moller – Maersk A/S, Caixa Bank SA and Vodafone PLC</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>9/9</td>
</tr>
<tr>
<td>Claudia NEMAT 55, F, German</td>
<td>Independent</td>
<td>2016, previous re-election in 2022</td>
<td>2025</td>
<td>Member of the Board of Management of Deutsche Telekom AG</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>7/9</td>
</tr>
<tr>
<td>Irene RUMMELHOFF 57, F, Norwegian</td>
<td>Independent</td>
<td>2022</td>
<td>2025</td>
<td>Executive Vice President of Marketing, Midstream and Processing and Member of the Corporate Executive Committee of Equinor ASA</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>8/9</td>
</tr>
<tr>
<td>Antony WOOD 57, M, British</td>
<td>Independent</td>
<td>2022</td>
<td>2026</td>
<td>Member of the Board of Directors of National Grid plc and of Aero Accessories</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>9/9</td>
</tr>
<tr>
<td>Dr. Feiyu XU 55, F, German</td>
<td>Independent</td>
<td>2024</td>
<td>2026&lt;sup&gt;(1)&lt;/sup&gt;</td>
<td>Non-executive member of the Management Board of ZF Friedrichshafen AG and of the German Research Centre for Artificial Intelligence</td>
<td>![Chair, Global Business, Engineering &amp; Technology, Manufacturing &amp; Production, Aerospace Industry, Defence Industry, Information &amp; Data Management, Asia, Sustainability]</td>
<td>Not applicable</td>
</tr>
</tbody>
</table>

### Board and Committee meetings in 2023

<table>
<thead>
<tr>
<th>Chair</th>
<th>Global Business</th>
<th>Engineering &amp; Technology</th>
<th>Manufacturing &amp; Production</th>
<th>Aerospace Industry</th>
<th>Finance &amp; Audit</th>
<th>Geopolitical Economics</th>
<th>Defence Industry</th>
<th>Information &amp; Data Management</th>
<th>Asia</th>
<th>Sustainability</th>
</tr>
</thead>
<tbody>
<tr>
<td>Executive</td>
<td>Independent</td>
<td>Independent</td>
<td>Independent</td>
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<td>Independent</td>
<td>Independent</td>
<td>Independent</td>
<td>Independent</td>
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</table>

(1) As of 14 February 2024.  
(2) Proposed for re-election in 2024.
First resolution
ADOPTION OF THE AUDITED ACCOUNTS FOR THE FINANCIAL YEAR 2023
RESOLVED THAT the audited accounts for the accounting period from 1 January 2023 to 31 December 2023, as submitted to the Annual General Meeting (“AGM”) by the Board of Directors, be and hereby are adopted.

Explanatory statement: first resolution
We recommend that this AGM approves the audited accounts for 2023.
For more information on 2023 financial performances, see Section “5.1 IFRS Consolidated Financial Statements” of the 2023 Report of the Board of Directors and the audited Financial Statements 2023.

Second resolution
APPROVAL OF THE RESULT ALLOCATION AND DISTRIBUTION OF A REGULAR DIVIDEND FOR THE FINANCIAL YEAR 2023
RESOLVED THAT the net profit of €6,884 million, as shown in the income statement included in the audited accounts for the financial year 2023, shall be added to the retained earnings and that a payment of a gross amount of €1.80 per share shall be made to the shareholders out of the retained earnings.

Explanatory statement: second resolution
We recommend that this AGM resolves that the net profit of €6,884 million, as shown in the income statement included in the audited accounts for the financial year 2023, be added to the retained earnings and that a payment of a gross amount of €1.80 per share be made to the shareholders out of the retained earnings.
Pursuant to a decision by the Board of Directors, the dividend payment shall be made on 18 April 2024 to holders of the Company’s shares on 17 April 2024 (record date).
As from 16 April 2024, the Company’s shares will be traded ex-dividend on the Frankfurt, Paris and Spanish Stock Exchanges.

Third resolution
APPROVAL OF AN EXTRAORDINARY DIVIDEND FOR THE FINANCIAL YEAR 2023
RESOLVED THAT an extraordinary payment of a gross amount of €1.00 per share shall be made to the shareholders out of the retained earnings.

Explanatory statement: third resolution
We recommend that this AGM approves the payment of an extraordinary dividend (also referred to as “special dividend”) for the financial year 2023. The proposed special dividend is underpinned by the Company’s strong free cash-flow generation, particularly in the fourth quarter 2023, the resulting net cash position as well as the Company’s commitment to shareholder return.
Pursuant to a decision by the Board of Directors, the dividend payment shall be made on 18 April 2024 to holders of the Company’s shares on 17 April 2024 (record date).
As from 16 April 2024, the Company’s shares will be traded ex-dividend on the Frankfurt, Paris and Spanish Stock Exchanges.

Fourth resolution
RELEASE FROM LIABILITY OF THE NON-EXECUTIVE MEMBERS OF THE BOARD OF DIRECTORS
RESOLVED THAT the Non-Executive Members of the Board of Directors be and hereby are granted a release from liability for the performance of their duties during and with respect to the financial year 2023, to the extent that their activity has been reflected in the audited annual accounts for the financial year 2023 or in the Report of the Board of Directors or was otherwise properly disclosed to the AGM.

Fifth resolution
RELEASE FROM LIABILITY OF THE EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS
RESOLVED THAT the Executive Member of the Board of Directors be and hereby is granted a release from liability for the performance of his duties during and with respect to the financial year 2023, to the extent that his activity has been reflected in the audited annual accounts for the financial year 2023 or in the Report of the Board of Directors or was otherwise properly disclosed to the AGM.

Explanatory statement: fourth and fifth resolutions
In accordance with market practice in the Netherlands, the Company submits for your approval, resolutions on the discharge from liability of the Members of the Board of Directors. We recommend that this AGM releases the current Members of the Board of Directors from liability for the performance of their duties during and with respect to the financial year 2023, to the extent that their activity has been reflected in the audited annual accounts for the financial year 2023 or in the Report of the Board of Directors or was otherwise properly disclosed to the AGM.
Sixth resolution
REAPPOINTMENT OF ERNST & YOUNG ACCOUNTANTS LLP AS AUDITOR FOR THE FINANCIAL YEAR 2024
RESOLVED THAT the Company’s auditor for the accounting period being the financial year 2024 shall be Ernst & Young Accountants LLP, The Netherlands, whose registered office is at Boompjes 258, 3011 XZ Rotterdam in the Netherlands.

Explanatory statement: sixth resolution
The Audit Committee regularly monitors and reviews the Company’s external auditors’ independence, objectivity, qualification, proven performance and also the effectiveness of their auditing process. The Audit Committee recommended to the Board of Directors that Ernst & Young Accountants LLP, the Netherlands, be appointed as the Company’s external auditors for the financial year 2024. Therefore, we recommend that the Company’s auditor for the financial year 2024 be Ernst & Young Accountants LLP, the Netherlands, whose registered office is at Boompjes 258, 3011 XZ Rotterdam in the Netherlands.

Seventh resolution
APPROVAL, AS AN ADVISORY VOTE, OF THE IMPLEMENTATION OF THE REMUNERATION POLICY FOR THE FINANCIAL YEAR 2023
RESOLVED THAT, as an advisory vote, the implementation of the Remuneration Policy during the financial year 2023, as disclosed in the Report of the Board of Directors, be and hereby is approved.

Explanatory statement: seventh resolution
In order to comply with Dutch regulations, the Company proposes an annual advisory vote at the AGM on the implementation of the Remuneration Policy over the previous financial year based on the disclosures contained in the Report of the Board of Directors. We recommend that this AGM approves the implementation of the Remuneration Policy during the financial year 2023, as disclosed in the Report of the Board of Directors. Please see “4.4.3 Implementation of the Remuneration Policy in 2023: CEO” and Section “4.4.4 Implementation of the Remuneration Policy in 2023: Non-Executive Directors” of the Report of the Board of Directors.

Eight resolution
ADOPTION OF THE BOARD OF DIRECTORS’ REMUNERATION POLICY
RESOLVED THAT the Board of Directors’ Remuneration Policy, as described in the Report of the Board of Directors, be and hereby is accepted and adopted.

Explanatory statement: eighth resolution
In order to comply with the Dutch regulations implementing the Revised European Shareholder Rights Directive, the Board of Directors’ Remuneration Policy is required to be approved by the shareholders at least every four years. The Remuneration Policy detailed in chapter 4.4.2 “Remuneration Policy” of the Report of the Board of Directors was adopted by the 2020 AGM with effect of 1st January 2020. The Remuneration Policy therefore needs to be submitted for approval at the 2024 AGM, even if unchanged.

In anticipation of the need to submit the Remuneration Policy for shareholders’ approval at the 2024 AGM, the Company’s Remuneration, Nomination and Governance Committee, with the support of an external advisor, launched a comprehensive review process at the beginning of 2023, that evaluated pay components, pay mix (including the balance between short and long-term incentives), performance conditions and other structural features to ensure that the Company’s Remuneration Policy continues to attract, retain and motivate executives. This process, as in previous Remuneration Policy reviews, included engagement with shareholders and other relevant stakeholders as well as an independent benchmark of pay practices. It allowed the Company to identify potential changes to the Remuneration Policy, as detailed below.

However, after careful consideration and having taken investors’ feedback into account, the Board has decided, as a sound governance practice, to align the timing for a decision by the AGM on the changes to the Remuneration Policy with that of the CEO’s new mandate (renewal/appointment which will take place at the 2025 AGM), and therefore to submit the contemplated changes to the Board of Directors’ Remuneration Policy at the 2025 AGM (and not the 2024 AGM).

Subject to further engagements as part of the 2025 AGM roadmap, the currently envisioned changes would strive for a stronger alignment of remuneration with the long-term strategy of the Company and would include: (i) the introduction of a Sustainability & Climate related KPI in the Long-Term Incentive (“LTI”) portion of CEO’s remuneration (25%) and (ii) an increase in the LTI grant from 100% to 150% of the base salary. In parallel, the Board is contemplating reinforcing the “pay for performance” principle by reviewing the range of performance achievement and payout of the LTI KPIs. The range could evolve from 50% - 150% to 0% - 200% (starting from 0% without taking the EBIT into consideration and increasing the scale up to 200%).

Finally, the Board envisages strengthening financial / quantitative performance measures with the potential inclusion of relative Total Shareholder Return (“TSR”) as a KPI in the LTI (25%) and by increasing the quantifiable portion of the CEO’s individual objectives (Individual Component of the Annual Variable Remuneration).

In consideration of the above, it is therefore proposed with effect of 1st of January 2024, the current Remuneration Policy in the form set out in chapter 4.4.2 “Remuneration Policy” of the Report of the Board be adopted.

Ninth resolution
REAPPOINTMENT OF MR RENE OBERMANN AS NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS FOR A TERM OF THREE YEARS
RESOLVED THAT the appointment of Mr René Obermann as Non-Executive Member of the Board of Directors be renewed for a term of three years, ending at the close of the AGM which shall be held in the year 2027.

Tenth resolution
REAPPOINTMENT OF MR VICTOR CHU AS NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS FOR A TERM OF THREE YEARS
RESOLVED THAT the appointment of Mr Victor Chu as Non-Executive Member of the Board of Directors be renewed for a term of three years, ending at the close of the AGM which shall be held in the year 2027.
Eleventh resolution
REAPPOINTMENT OF MR JEAN-PIERRE CLAMADIEU AS NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS FOR A TERM OF THREE YEARS

RESOLVED THAT the appointment of Mr Jean-Pierre Clamadieu as Non-Executive Member of the Board of Directors be renewed for a term of three years, ending at the close of the AGM which shall be held in the year 2027.

Twelfth resolution
REAPPOINTMENT OF MS AMPARO MORALEDA AS NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS FOR A TERM OF THREE YEARS

RESOLVED THAT the appointment of Ms Amparo Moraleda as Non-Executive Member of the Board of Directors be renewed for a term of three years, ending at the close of the AGM which shall be held in the year 2027, for a term of three years, ending at the close of the AGM which shall be held in the year 2026, in replacement of Mr Ralph D. Crosby, Jr. who resigned with effect on the date of this AGM.

Thirteenth resolution
APPOINTMENT OF DR FEIYU XU AS NON-EXECUTIVE MEMBER OF THE BOARD OF DIRECTORS, FOR A TERM OF TWO YEARS, IN REPLACEMENT OF MR RALPH D. CROSBY, JR. WHO RESIGNED WITH EFFECT OF THE DATE OF THE 2024 ANNUAL GENERAL MEETING

RESOLVED THAT Dr Feiyu Xu be appointed as Non-Executive Member of the Board of Directors for a term of two years ending at the close of the AGM which shall be held in the year 2026, in replacement of Mr Ralph D. Crosby, Jr. who resigned with effect on the date of this AGM.

Explanatory statement: ninth to thirteenth resolutions

Board of Directors mandates are to be renewed every year in blocks of four for a term of three years. This is in order to ensure a smooth transition of the Board composition, both now and in the future (“staggered Board principle”). This is also to avoid large block replacements of Directors at one single AGM, with the corresponding loss of experience and integration challenges that this would bring.

The Board recommends that this AGM renews the appointment of Mr René Obermann, who was first appointed in 2018, as an independent Non-Executive Member of the Board of Directors for a term of three years, ending at the close of the AGM which shall be held in the year 2027. Mr Obermann serves as Co-Head of Europe and Managing Director of Warburg Pincus Deutschland GmbH. Prior to joining Warburg Pincus (a leading global private equity firm) in 2015, he was CEO of Ziggo BV in the Netherlands until its merger with UPC. From 1998 onwards, Mr Obermann worked at Deutsche Telekom AG which he led as CEO from October 2006 until December 2013. He began his career by starting and running a company in the telecommunication sector until 1998. Mr Obermann currently also serves as a member of the Supervisory Board at IONOS Group SE. As Chairman of the Board of Directors of Airbus since April 2020 and as a former member of its Audit Committee and Ethics, Compliance and Sustainability Committee, Mr Obermann favours open and trustful debates amongst a diverse and skilled Board, and is instrumental in driving its performance which makes Mr Obermann a proven pillar of the Board. The Board’s last assessment (the results of which are reported in Section 4.1.2 of the Report of the Board of Directors - “Board evaluation 2023”) shows that it functions very efficiently under Mr Obermann’s chairmanship.

With his entrepreneurial background, his in-depth knowledge of new technologies and in leading internal management teams, including Top Executive experience with Deutsche Telekom AG, Ziggo B.V. and Warburg Pincus, Mr Obermann brings the right competencies and strategic mindset for the Company’s business transformation.

Subject to his renewal by this AGM and subject to approval by the Board of Directors, Mr Obermann will remain the Non-Executive Chairman of the Board of Directors.

The Board further recommends that this AGM renews the appointment of Mr Victor Chu, who was first appointed in 2018, as an independent Non-Executive Member of the Board of Directors for a term of three years, ending at the close of the AGM which shall be held in the year 2027. Mr Chu was a practicing lawyer at Herbert Smith Freehills (now named Herbert Smith Freehills) for several years in London and Hong Kong. He founded Victor Chu & Co. in late 1985. He serves as Chairman and CEO of First Eastern Investment Group, a Hong Kong based international investment firm he created in 1988, as well as a Member of the Board of Nomura Holdings Inc. Mr Victor Chu is also very active with several international institutions such as The World Economic Forum and The Royal Institute of International Affairs. He has also been a generous philanthropist in the field of environmental protection (having served on the Global Ocean Commission and WWF) and education (currently Chair of Council at University College London). His membership in various Boards of Directors, including China Merchants China Direct, Peach Aviation and Sustainable Development Capital and his sound executive leadership experience, bring valuable insights to the Board of Directors and its Audit Committee.

Based on his profound knowledge of the Chinese and more broadly Asian markets he provides a valuable strategic vision to Airbus and helps to build the bridges between the Western and Eastern world in a global company like Airbus.

In addition, the Board recommends that this AGM renews the appointment of Mr Jean-Pierre Clamadieu, who was first appointed in 2018, as an independent Non-Executive Member of the Board of Directors for a term of three years, ending at the close of the AGM which shall be held in the year 2027. Since 2018, Mr Clamadieu has served as Chairman of the Board of ENGIE, a global reference in low-carbon energy company. Mr Clamadieu was the CEO of Solvay SA, a global leader in chemicals, from 2011 to 2019. Between 1993 and 2011 he held various executive positions within the Rhodia group, which successfully merged with Solvay. Based on his technical background as an engineer, his strong experience in conducting Mergers & Acquisitions deals, communicating with financial markets and successfully leading international management teams, including Board experience with Rhodia and Solvay groups, he brings valuable insights to the Board of Directors, its Ethics, Compliance and Sustainability Committee where he serves as Chairman since 2020 and its Remuneration, Nomination and Governance Committee where he serves as a member.

The Board further recommends that this AGM renews the appointment of Ms Amparo Moraleda, who was first appointed in 2018 as an independent Non-Executive Member of the Board of Directors for a term of three years, ending at the close of the AGM which shall be held in the year 2027. Ms Moraleda currently serves as member of the Board of Directors of A.P. Moller - Maersk A/S, CaixaBank SA and Vodafone PLC. Ms Moraleda served as COO of Iberdrola SA, one of the world’s leading power utilities. Previously, she held various positions within the IBM Group notably General Manager of IBM Spain, Portugal, Greece, Israel and Turkey. With her sound technical background, her comprehensive experience in technological innovation, data management, international business and management, and her membership in various international Boards and trusts of different institutions and bodies, including the Spanish Royal Academy of Economic and Financial Sciences, Ms Moraleda serves a crucial role as Chair of the Remuneration, Nomination and Governance
Committee since 2019 and is an active member of the Ethics, Compliance and Sustainability Committee. In addition, she is the Lead Independent Director of the Board and serves as a member of the Board of the Airbus Foundation.

Finally, the Board recommends that this AGM appoints Dr. Feiyu Xu as an independent Non-Executive Member of the Board of Directors, in replacement of Mr. Ralph D. Crosby, Jr., who resigned with effect on the date of this AGM. Dr. Xu will be appointed for a term of two years ending at the close of the AGM which shall be held in the year 2026, corresponding to the remainder of Mr. Crosby’s mandate, in order to preserve the staggered Board principle referred to above.

The Company wishes to express its profound gratitude to Mr. Ralph D. Crosby, Jr. for his valuable contribution to the Board since his first appointment in 2013. Dr. Feiyu Xu is a leading figure in the field of Artificial Intelligence (AI) in Germany, Dr. Xu was Senior Vice President at SAP SE (a German software development and consulting group), overseeing the intelligent transformation of the corporation as Global Head of AI between 2020 and 2023. Dr. Xu notably defined and orchestrated the implementation of the AI strategy. Prior to joining SAP, Dr. Xu was Vice President of Lenovo Group (a global technology leader) and Head of the AI Lab at Lenovo Research from March 2017 to March 2020 at Lenovo’s headquarters in Beijing (China). Dr. Xu designed and led Lenovo’s overall AI technology strategy. Prior to working for the Lenovo Group, Dr. Xu was Principal Researcher at the German Research Center for AI (Deutsches Forschungszentrum für Künstliche Intelligenz GmbH - DFKI), leading the research group of text analytics in the Language Technology Lab, based in Berlin (Germany).

Besides, Dr. Xu co-founded Nyonic (an AI start-up aiming at empowering industry and business transformation through full-stack generative AI-solutions) and acted as Chief Product Officer until March 2024. Dr. Xu was also general manager of Yocoy Technologies GmbH until 2018, a DFKI spin-off company that Dr. Xu co-founded in 2007. In her various executive and entrepreneurial roles in the technology industry, Dr. Xu acquired extensive experience in the entire cycle of innovation ranging from basic research via AI development all the way to products and their commercialisation. Thanks to her deep technology knowledge, Dr. Xu will be able to support the Company to strategise the impact of emerging technologies on the Company’s business which will be extremely valuable in the years to come.

The competencies of each of these Board Members together with the high attendance rate at the Board and the Committee meetings (see Section 4.1.1 of the Report of the Board of Directors) show the significant involvement and dedication of our Directors to Airbus’ activities. The Board of Directors is therefore convinced that all Members being proposed for Reappointment will demonstrate commitment to their roles and perform their duties diligently and effectively. They are each chosen for their broad and relevant experience and international outlook as outlined in the previous pages.

Airbus’ guiding principle governing management appointments is that the best candidate should be appointed to the position (“best person for the job”). With these renewals and appointment, the Company increases the current proportion of female Directors on the Board from 33% to 42%. The Company believes that it contributes to greater effectiveness through more diversity (profile, background and gender). Airbus is committed to continuing to promote gender diversity on the Board and the Company’s Executive Committee.

Finally, the Company has adequate policies that require each Director to avoid any actual or apparent conflict of interest. Those policies require each Director to recuse him or herself from participating in any matter where he or she would have a personal conflict of interest. Please refer to the Board of Directors’ Internal Rules (Annex D “Responsibilities of the Directors” – Article B. Conflicts of Interest) available on the Company’s website at www.airbus.com (Who we are > Our Governance > Governance Framework and Documents) and the related Dutch Corporate Governance Code (Principle 2.7 Preventing conflicts of interest) with which the Company complies.

Further information on the above-mentioned candidates is published on the Company’s website at www.airbus.com (Who we are > Our Governance > Board and Board Committees) and is also available at the Company’s offices.

**Fourteenth resolution**

**DELEGATION TO THE BOARD OF DIRECTORS OF POWERS TO ISSUE SHARES, TO GRANT RIGHTS TO SUBSCRIBE FOR SHARES AND TO LIMIT OR EXCLUDE PREFERENTIAL SUBSCRIPTION RIGHTS OF EXISTING SHAREHOLDERS FOR THE PURPOSE OF EMPLOYEE SHARE OWNERSHIP PLANS AND SHARE-RELATED LONG-TERM INCENTIVE PLANS**

RESOLVED THAT in accordance with the Company’s Articles of Association, the Board of Directors be and hereby is designated, subject to revocation by the AGM, to have powers to issue shares and to grant rights to subscribe for shares in the Company’s share capital for the purpose of Employee Share Ownership Plans and share-related Long-Term Incentive Plans (such as performance share plans), provided that such powers shall be limited to an aggregate of 0.18% of the Company’s authorised share capital from time to time and to limit or exclude preferential subscription rights, in both cases for a period expiring at the AGM to be held in 2025. Such powers include the granting of rights to subscribe for shares which can be exercised at such time as may be specified in or pursuant to such plans and the issue of shares to be paid up from the Company’s reserves. However, such powers shall not extend to issuing shares or granting rights to subscribe for shares if (i) there is no preferential subscription right (by virtue of Dutch law, or because it has been excluded by means of a resolution of the competent corporate body) and (ii) it concerns an aggregate issue price in excess of €500 per share issuance.

**Explanatory statement: fourteenth resolution**

The Company anticipates implementing share-related Long-Term Incentive Plans (“LTIP”) in 2024 and Employee Share Ownership Plans (“ESOP”) in 2025, subject to approval by the Board of Directors. The Board intends to carry out share buybacks to fund the 2024 LTIP and the 2025 ESOP. However, in order to still be in a position to deploy these plans in the event that the Company faces unforeseen difficulties with one or several of its share buyback programmes, we would nevertheless recommend that this AGM delegates to the Board of Directors the authorisation to issue shares and to grant rights to subscribe for shares of the Company up to an aggregate of 0.18% of the authorised share capital, i.e. 5.5 million shares equivalent to 0.76% of the Company’s issued share capital at the date of convening the AGM, and to limit or exclude preferential subscription rights, for a period expiring at the AGM to be held in 2025, including for the purpose of ESOP and LTIP as the previous authorisation expires at the end of this AGM.
Fifteenth resolution

DELEGATION TO THE BOARD OF DIRECTORS OF POWERS TO ISSUE SHARES, TO GRANT RIGHTS TO SUBSCRIBE FOR SHARES AND TO LIMIT OR EXCLUDE PREFERENTIAL SUBSCRIPTION RIGHTS OF EXISTING SHAREHOLDERS FOR THE PURPOSE OF FUNDING (OR ANY OTHER CORPORATE PURPOSE) THE COMPANY AND ITS GROUP COMPANIES

RESOLVED THAT in accordance with the Company’s Articles of Association, the Board of Directors be and hereby is designated, subject to revocation by the AGM, to have powers to issue shares and to grant rights to subscribe for shares in the Company’s share capital for the purpose of funding (or any other corporate purpose including mergers or acquisitions) the Company and its group companies, provided that such powers shall be limited to an aggregate of 0.3% of the Company’s authorised share capital from time to time and to limit or exclude preferential subscription rights, in both cases for a period expiring at the AGM to be held in 2025.

Such powers include the issue of financial instruments, including but not limited to convertible bonds, which may grant the holders thereof rights to acquire shares in the capital of the Company, exercisable at such time as may be determined by the financial instrument, and the issue of shares to be paid up from the Company’s reserves. However, such powers shall not extend to issuing shares or granting rights to subscribe for shares if (i) there is no preferential subscription right (by virtue of Dutch law, or because it has been excluded by means of a resolution of the competent corporate body) and (ii) it concerns an aggregate issue price in excess of €500 million per share issuance.

Explanatory statement: fifteenth resolution

In addition to the authorisation provided for in the above mentioned fourteenth resolution, we recommend that this AGM delegates the authorisation to the Board of Directors to issue shares and to grant rights to subscribe for shares of the Company up to an aggregate of 0.3% of the authorised share capital, i.e. 9 million shares equivalent to 1.14% of the Company’s issued share capital as at the date of convening the AGM for the purpose of funding (or any other corporate purpose including mergers or acquisitions) the Company and its group companies, and to limit or exclude preferential subscription rights, for a period expiring at the AGM to be held in 2025. This is in order to benefit from possible financial market opportunities and to provide flexibility to issue financial instruments, including but not limited to convertible bonds, which may grant the holders thereof rights to acquire shares in the capital of the Company. This may involve one or more issues, each within the €500 million threshold per share issuance stipulated by the Company’s Articles of Association.

Sixteenth resolution

RENEWAL OF THE AUTHORISATION FOR THE BOARD OF DIRECTORS TO REPURCHASE UP TO 10% OF THE COMPANY’S ISSUED SHARE CAPITAL

RESOLVED THAT the Board of Directors be and hereby is authorised, for a new period of 18 months from the date of this AGM, to repurchase shares (or depository receipts for shares) of the Company, by any means, including derivative products, on any stock exchange or otherwise, as long as, upon such repurchase, the Company will not hold more than 10% of the Company’s issued share capital, and at a price per share not less than the nominal value and not more than the higher of the price of the last independent trade and the highest current independent bid on the trading venues of the regulated market of the country in which the purchase is carried out. This authorisation supersedes and replaces the authorisation given by the AGM of 19 April 2023 in its thirteenth resolution.

Explanatory statement: sixteenth resolution

We recommend that this AGM approves the renewal of the authorisation to the Board of Directors to repurchase up to 10% of the Company’s issued share capital, for a new 18-month period by any means, including derivative products, on any stock exchange or otherwise. This authorisation will supersede and replace the authorisation pursuant to the thirteenth resolution granted by the AGM on 19 April 2023.

The share repurchase programmes to be implemented by the Company, if any, will be determined on a case-by-case basis by the Board of Directors. It is important to note that the Board of Directors will only decide whether or not to proceed with any share buyback and determine its timetable, amount, method and pricing based on the market conditions at such time, and on other capital allocation considerations. The Board of Directors would be free to decide if and how the acquisition of shares takes place, within the framework of applicable law, and shall ensure that general principles of equal treatment of shareholders shall be complied with. The Board of Directors will also decide whether the shares acquired shall be cancelled or used for any other purpose.

Seventeenth resolution

CANCELLATION OF SHARES REPURCHASED BY THE COMPANY

RESOLVED THAT any or all of the shares held or repurchased by the Company be and hereby are authorised, with powers of substitution, to implement this resolution (including the authorisation to establish the exact number of the relevant shares to be cancelled) in accordance with Dutch law.

Explanatory statement: seventeenth resolution

We recommend that this AGM approves the cancellation (whether or not in tranches) of any or all the shares held or repurchased by the Company and that both the Board of Directors and the Chief Executive Officer be authorised with powers of substitution, to implement the cancellation (including the authorisation to establish the exact number of the relevant shares to be cancelled) in accordance with Dutch law.
WAYS OF PARTICIPATING IN THE ANNUAL GENERAL MEETING

How to qualify for participation in the AGM?
In accordance with Dutch law, your financial intermediary or the Airbus Securities Department (as applicable) must attest your status as an Airbus shareholder as at close of markets on Wednesday 13th March 2024 (the Registration Date).
Any shareholder holding at least one Airbus share can participate in the AGM. If you have not received the information but you would like to vote, please contact your financial intermediary.

In accordance with the Articles of Association of the Company, the AGM will take place on Wednesday 10th April 2024 at 1.30 pm at the Hotel Okura Amsterdam. Doors will open at 12.30 pm.

How to participate?

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<tr>
<th>You can express your choice:</th>
<th>You can choose one of the following four options:</th>
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<tbody>
<tr>
<td>A. By online Voting Platform</td>
<td>1. To physically attend and to vote at the AGM</td>
</tr>
<tr>
<td>B. By using a paper Voting Form/attendance card request (the Voting Form)</td>
<td>2. To provide voting instructions to Euroclear France S.A.</td>
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<td>3. To grant a power of attorney to the Chairman</td>
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<td>4. To grant a power of attorney to a specified person</td>
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Live webcast
If you are an Airbus shareholder and choose option 2 or 3 on the Voting Form, you can follow the entire AGM via a live webcast by shading the dedicated box on the Voting Form and by providing in capital letters your email address and mobile phone number.
If the dedicated box is not available you will need to send an email to ir@airbus.com and provide your name, email address and mobile phone number.
Please note that it will not be possible to vote or raise questions during the live webcast.

A. By online Voting Platform
To participate in the AGM, you will be offered the same four options as proposed in the paper Voting Form (see below).
The VOTACCESS / VOXALY secure website will be available until 11.59 pm (CET) on Tuesday 2nd April 2024.

I hold registered shares
On the Sharinbox home page (https://www.sharinbox.societegenerale.com), please click on the “Reply” button in the “Shareholders’ General Meeting” box and follow the instructions on screen to select whether you want to receive your login details by post or by email.
Please then connect to the VOTACCESS platform via the Sharinbox website using your login details.

I hold bearer shares
You may contact your financial intermediary in order to confirm whether they are connected to the VOTACCESS platform.

- If your financial intermediary is not connected to the VOTACCESS platform, they should complete on your behalf, on headed paper, a Shareholding Declaration which should include your first name, surname, email address and the number of shares held on the Registration Date at close of markets, and send it to the Airbus Securities Department. A template is available on the website www.airbus.com (Investors > Annual General Meetings). As soon as a valid Shareholder Declaration is received, you will receive by email your login details from the Airbus Securities Department.
- If you are an Airbus shareholder and choose option 2 or 3 on the online voting platform, you can follow the entire AGM via a live webcast by selecting the dedicated box and by providing in capital letters your email address and mobile phone number.
- If the dedicated box is not available you will need to send an email to ir@airbus.com and provide your name, email address and mobile phone number.

Please note that it will not be possible to vote or raise questions during the live webcast.
Ways of Participating in the Annual General Meeting

B. By paper Voting Form

**Whatever your choice is,**

Please shade, fill out the appropriate items, *date and sign* the Voting Form as indicated below.

In order to process your Voting Form it should be received at the latest by **Tuesday 2nd April 2024** by:

- your financial intermediary, in case you hold bearer shares; or
- the Airbus Securities Department, in case you hold registered shares.

1. **To physically attend and to vote at the AGM:**
   - Shade box 1 and fill in the mandatory information on the Voting Form to receive an attendance card from the Airbus Securities Department.

2. **To provide voting instructions to Euroclear France S.A.**:
   - Shade box 2 and for each resolution, express your choice by shading the corresponding box.

3. **To grant a power of attorney to the Chairman**:
   - Shade box 3 on the Voting Form.

4. **To grant a power of attorney to a specified person**:
   - Shade box 4 on the Voting Form and fill in the mandatory information to receive an attendance card from the Airbus Securities Department.

Please note that only the specified person will be admitted to the AGM upon presentation of their attendance card and proof of identity.

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**Any Questions?**

For any questions related to the online Voting Form or the paper Voting Form, please contact +33 2 51 85 67 89 or send your query to:

- **generalmeeting.airbus@sgs.sogccen.com** (if you hold registered shares); or
- contact your financial intermediary (if you hold bearer shares).

In order to be processed this “Form” or “Voting Form” must be duly completed, dated and signed no later than the dates mentioned on the “Voting Form” or by your financial intermediary. The “Voting Form” on this page is provided as an example only. Please note that the actual “Voting Form” you receive may vary.