



Annual General Meeting
Information
Notice

2024

Wednesday 10th April 1.30pm

Hotel Okura Amsterdam, Ferdinand Bolstraat 333,
1072 LH Amsterdam, The Netherlands

AIRBUS

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1 MESSAGE OF THE CHAIRMAN OF THE BOARD OF DIRECTORS

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, Víctor 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



4 KEY FINANCIAL FIGURES IN 2023

(Airbus consolidated figures)

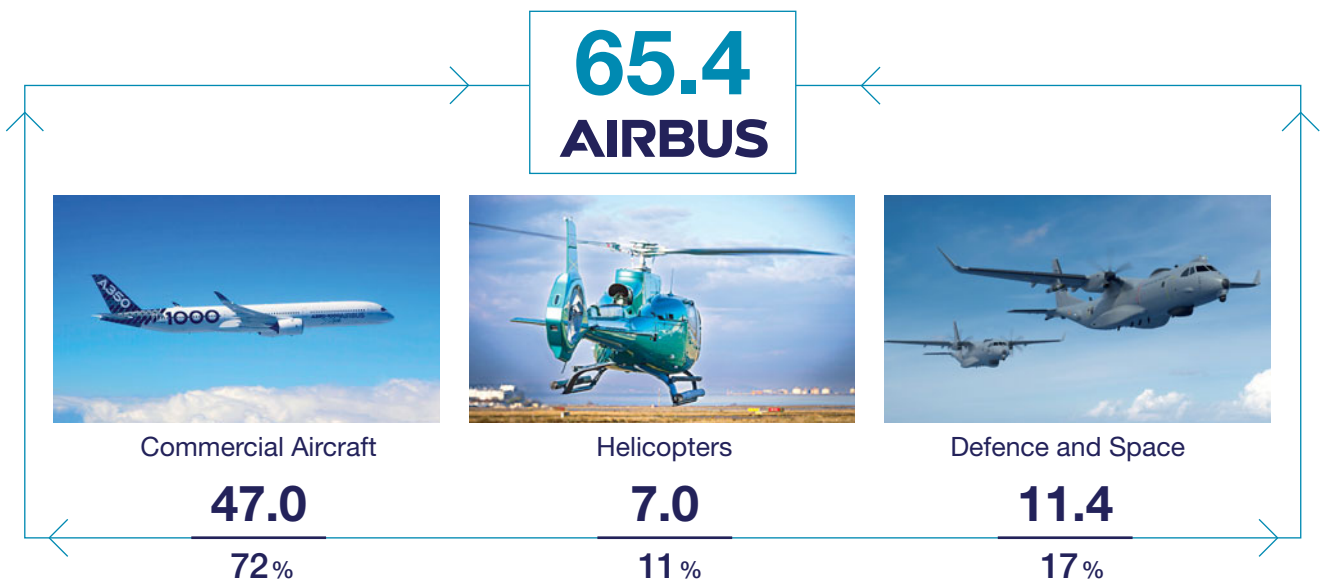
Financial results

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

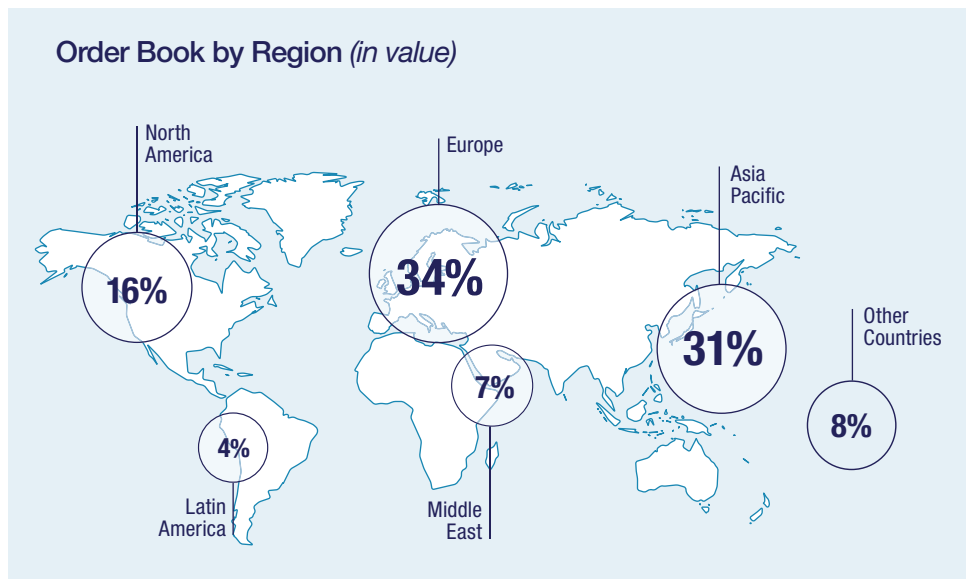
(External Revenue by Division) (€bn)



Order Book
(€bn)
554
(2022: 449)

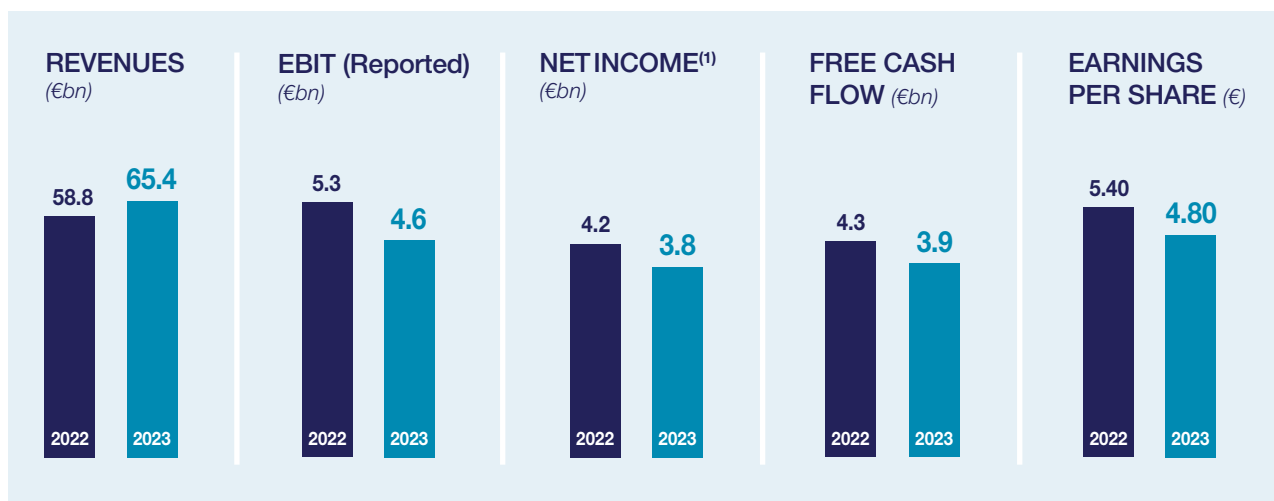
Order Intake
(€bn)
186.5
(2022: 82.5)

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



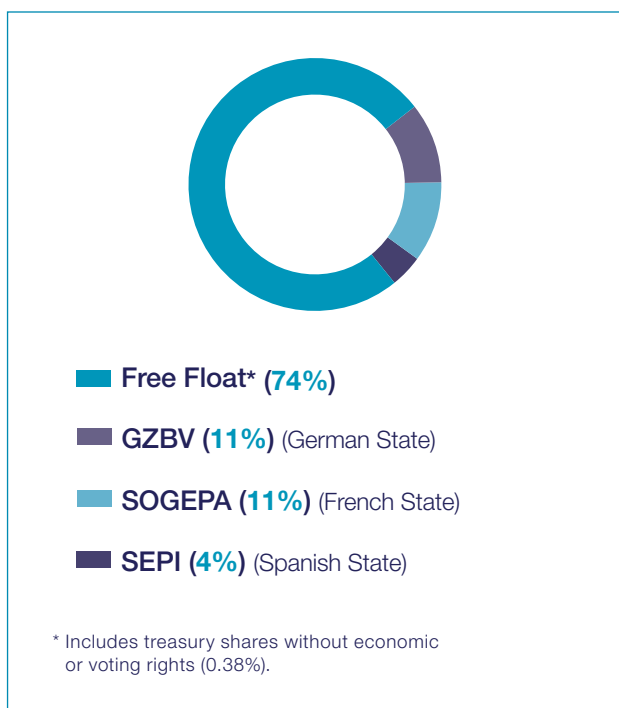
(1) After a reduction of 2 aircraft previously recorded as sold in December 2021 for which a transfer was not possible due to international sanctions against Russia.

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)



Dividend proposals

(In € / Gross dividend per share)



(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.



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>

5 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.



4 Airbus Sustainability Commitments

- Lead the journey towards clean aerospace
- Build our business on the foundation of safety & quality
- Respect human rights and foster inclusion
- Exemplify business integrity

Airbus Board overseeing Airbus Sustainability Strategy

with the **Ethics, Compliance & Sustainability Committee** since 2020



(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>

6 LEADING THE JOURNEY TOWARDS CLEAN AEROSPACE

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

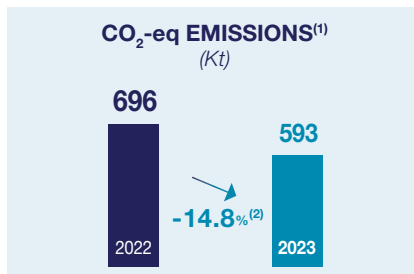
to disclose audited Scope 3 in 2020

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

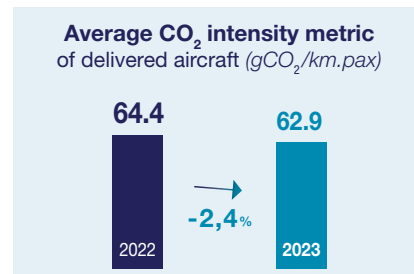


CO₂ EMISSIONS SCOPE 3

Use of Sold Products / Airbus Commercial Aircraft⁽³⁾

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

464 Mtons CO₂eq- (2022: 425) For 735 aircraft delivered in 2023



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⁽⁴⁾ (2030 vs. 2015)

Energy

-20% selected purchased energy

Waste and raw materials

-20% waste collection. 0 landfilling & 0 incineration without energy recovery

Water

-50% water purchasing +0% water consumption: absorb ramp-up impacts

VOC* and air emissions

+0% Progressively absorb ramp-up impacts

* (Volatile Organic Compound)

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

(2) As published in the Non Financial Information included in the Report of the Board of Directors 2023.

(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>

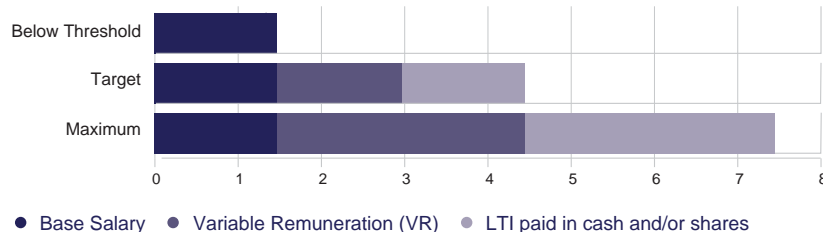
7 EXECUTIVE REMUNERATION

Remuneration Policy applicable to the CEO

Remuneration Element	Performance Measures	Target and Maximum
Base Salary <i>(in €)</i>	Not applicable	1/3 of Total Direct Compensation* (when performance achievement is 100% of target).
Short Term Component Variable Remuneration ("VR") <i>(in €)</i>	Collective (50% of VR): - EBIT (40%) - Free Cash Flow (40%) - Sustainability (20%) Individual (50% of VR): - Outcomes } <i>Based on the achievement</i> - Behaviour } <i>of annual individual objectives</i>	Target: 100% of Base Salary, depending on the performance assessment, ranges from 0% to 200% of target. Cap: 200% of Base Salary.
Long Term Component LTIP <i>(in Units and/or Shares)</i>	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%)	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.

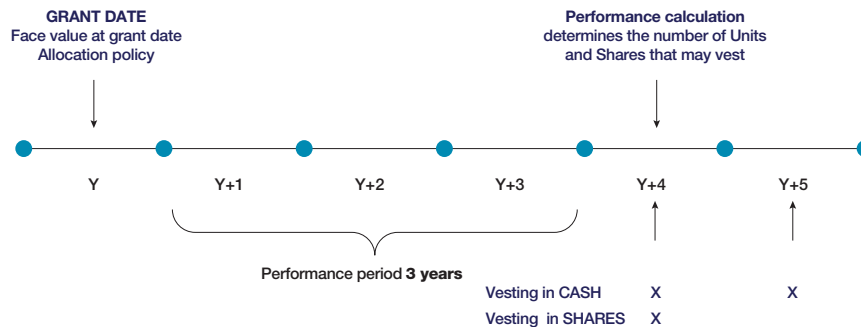
* Total Direct Compensation is composed of 1/3 Base Salary, 1/3 VR and 1/3 LTIP (when performance achievement is 100% of target).
 ** Nonetheless, in case the Company's EBIT results are impacted by exceptional and unpredictable circumstances, the Board of Directors, upon recommendation of the RNGC⁽¹⁾,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

3 RELEVANT SCENARIOS FOR THE OUTCOME OF THE TOTAL DIRECT COMPENSATION



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

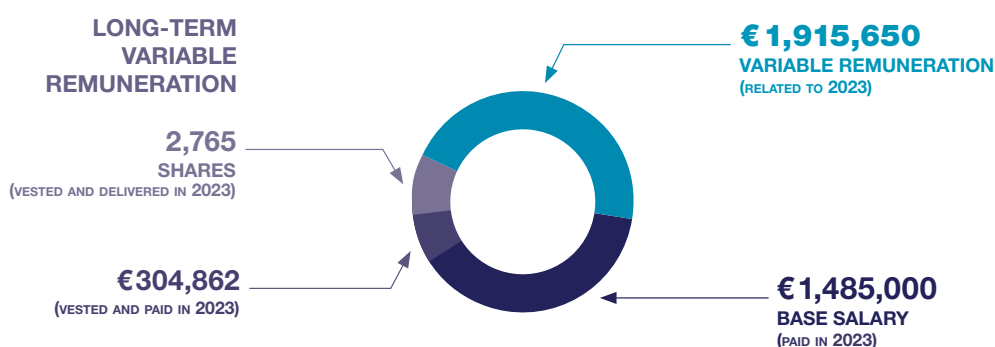


(1) Remuneration, Nomination and Governance Committee ("RNGC").

Implementation of the Remuneration Policy of the CEO in 2023

Remuneration Element	Implementation of the Remuneration Policy in 2023		
Base Salary	€1,485,000	The CEO's Base Salary level of a full year basis is unchanged compared to 2022.	
Variable Remuneration ("VR")	€1,915,650 129%	<p>Common Collective Component: 123%: €913,275</p> <p>Financial 80% EBIT 40% 80% FCF 40% 166%</p> <p>Sustainability 20% CO₂ 10% 200% FR1 10% 43%</p> <p>Minimum Achievement 0% Maximum Achievement 200%</p> <p>= 123%</p>	<p>Individual Component: 135%: €1,002,375</p> <p>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:</p> <ul style="list-style-type: none"> - Operational performance; - Company's market position consolidation in Commercial aviation; - Securing and delivering major European defence programmes; - Progress made in Environment Social and Governance and E&C matters; - Delivery of 2023 key digital milestones; - Leadership team development and the portfolio management progress.
LTIP	<p>Granting 2023 The CEO was granted 11,619 Performance Shares.</p>	<p>Vesting Value in 2023 The CEO received both cash payments and vested shares in connection with the vesting of 2017 and 2018 LTIP awards:</p> <ul style="list-style-type: none"> - Cash: €304,862 - Shares: 2,765 vested shares (LTIP 2019 – May 2023) 	<p>LTIP 2020 Performance Achievement: 150%</p> <p>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.</p>

Overview on the 2023 CEO's remuneration



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.

(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

(as of 31 December 2023)

Board of Directors

			
René OBERMANN <i>Chairman of the Board of Directors of Airbus SE</i>	Guillaume FAURY <i>Chief Executive Officer of Airbus SE</i>	Victor CHU	Jean-Pierre CLAMADIEU
			
Ralph D. CROSBY, JR.	Mark DUNKERLEY	Stephan GEMKOW	Catherine GUILLOUARD
			
Amparo MORALEDA	Claudia NEMAT	Irene RUMMELHOFF	Antony WOOD

Committees of the Board of Directors

Audit Committee

 Catherine GUILLOUARD

5 Members

6 Meetings

93.3% Attendance

Remuneration, Nomination and Governance Committee

 Amparo MORALEDA

4 Members

6 Meetings

95.8% Attendance

Ethics, Compliance and Sustainability Committee

 Jean-Pierre CLAMADIEU

5 Members

4 Meetings

90% Attendance

  Chair

92% Independence <i>(2022: 92%)</i>	9 Number of Board meetings <i>(2022: 13)</i>	95.3% Board Attendance <i>(2022: 96%)</i>	6 years Average Tenure <i>(2022: 4.8)</i>	61 Average age (years) <i>(2022: 60)</i>	33% Women <i>(2022: 33%)</i>	7 Nationalities <i>(2022: 7)</i>
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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.



This section is an extract from section 4 of the 2023 Report of the Board of Directors. More details on the Airbus Governance structure, Board Members and rules and regulations are available on the Airbus website (Company > Corporate Governance): <https://www.airbus.com/en/who-we-are/our-governance>

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

Board Member Age ⁽¹⁾ , Gender, Nationality	Status	Since	Term expires	Primary occupation & Other mandates	Director expertise	Board attendance
 René OBERMANN 60, M, German	Independent	2018, previous re-election in 2021	2024 ⁽²⁾	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		 9/9
 Guillaume FAURY 55, M, French	Executive	2019, previous re-election in 2022	2025	Chief Executive Office of Airbus SE, Member of the Board of Directors of AXA SA		9/9
 Victor CHU 66, M, Chinese / British	Independent	2018, previous re-election in 2021	2024 ⁽²⁾	Chairman and CEO of First Eastern Investment Group and Member of the Board of Nomura Holdings Inc.		7/9
 Jean-Pierre CLAMADIEU 65, M, French	Independent	2018, previous re-election in 2021	2024 ⁽²⁾	Chairman of the Board of Engie and Member of the Board of TE Connectivity		9/9
 Mark DUNKERLEY 60, M, British / American	Independent	2020, previous re-election in 2023	2026	Member of the Board of Directors of Spirit Airlines Inc. and Volotea Airlines		9/9
 Stephan GEMKOW 64, M, German	Independent	2020, previous re-election in 2023	2026	Member of the Board of Directors of Amadeus IT Group and Flughafen Zürich AG		9/9
 Catherine GUILLOUARD 59, F, French	Independent	2016, previous re-election in 2022	2025	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		9/9
 Amparo MORALEDA 59, F, Spanish	Independent	2015, previous re-election in 2021	2024 ⁽²⁾	Member of the Board of Directors of A.P. Moller – Maersk A/S, Caixa Bank SA and Vodafone PLC		9/9
 Claudia NEMAT 55, F, German	Independent	2016, previous re-election in 2022	2025	Member of the Board of Management of Deutsche Telekom AG		7/9
 Irene RUMMELHOFF 57, F, Norwegian	Independent	2022	2025	Executive Vice President of Marketing, Midstream and Processing and Member of the Corporate Executive Committee of Equinor ASA		8/9
 Antony WOOD 57, M, British	Independent	2022	2026	Member of the Board of Directors of National Grid plc and of Aero Accessories		9/9
 Dr Feiyu XU 55, F, German	Independent	2024	2026 ⁽²⁾	Non-executive member of the Management Board of ZF Friedrichshafen AG and of the German Research Centre for Artificial Intelligence		Not applicable
Board and Committee meetings in 2023						9
Average attendance rate in 2023						95.3%

										
Chair	Global Business	Engineering & Technology	Manufacturing & Production	Aerospace Industry	Finance & Audit	Geopolitical Economics	Defence Industry	Information & Data Management	Asia	Sustainability
 Executive		 Independent								

(1) As of 14 February 2024.

(2) Proposed for (re)election in 2024.

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PROPOSED RESOLUTIONS AND EXPLANATORY STATEMENTS

proposed by the Board of Directors

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. For more information on the dividend policy, see “Section 3.4 Dividend policy” of the 2023 Report of the Board of Directors. The proposed dividend increases the payout ratio from 33% for 2022 to 38% for 2023 and reflects our confidence in future earnings and cash generation.

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 re-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 roadshow, 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 Clamadiou 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.

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 (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 Clamadiou**, 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 Clamadiou has served as Chairman of the Board of ENGIE, a global reference in low-carbon energy company. Mr Clamadiou 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 2016 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 8. Conflicts of interest) available on the Company's website 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 million 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 as 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.



For further information on the Company's share buyback programmes including their purposes, characteristics and status, please refer to the Company's website at www.airbus.com (Investors > Share Price & Information).

Seventeenth resolution

CANCELLATION OF SHARES REPURCHASED BY THE COMPANY

RESOLVED THAT any or all of the shares held or repurchased by the Company be cancelled (whether or not in tranches) and both the Board of Directors and the Chief Executive Officer 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.

10 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?

You can express your choice:	You can choose <u>one</u> of the following four options:
<p>A. By online Voting Platform</p> <p>B. By using a paper Voting Form/attendance card request (the Voting Form)</p>	<p>1 To physically attend and to vote at the AGM</p> <p>2 To provide voting instructions to Euroclear France S.A.</p> <p>3 To grant a power of attorney to the Chairman</p> <p>4 To grant a power of attorney to a specified person</p>

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.

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.

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 connected to the VOTACCESS platform:** login via your institution's website using your usual login details, then follow the instructions provided to access 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. This will enable you to access the VOXALY platform.

If the Shareholding Declaration is completed before close of markets on the Registration Date, your financial intermediary must also confirm your status as an Airbus shareholder on this date. The validity of the Shareholding Declaration relies solely on your financial intermediary, which shall be the entity exclusively responsible for the management of this operation in due time and in accordance with your request.

B. By paper Voting Form

Whichever 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.

- 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.
- To provide voting instructions to Euroclear France S.A.:**
 Shade box 2 and for each resolution, express your choice by shading the corresponding box.
- To grant a power of attorney to the Chairman:**
 Shade box 3 on the Voting Form.
- 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.

QUELLE QUE SOIT L'OPTION CHOISIE, DATER ET SIGNER AU BAS DU FORMULAIRE / WHICHEVER OPTION IS CHOSEN, DATE AND SIGN AT THE BOTTOM OF THE FORM
 Choisissez et cocher une seule des quatre formules : / Choose by shading only one of the four options : 1 ou/à 2 ou/à 3 ou/à 4

1 **1. JE DÉSIRES ASSISTER À CETTE ASSEMBLÉE** et demande une carte d'admission : dater et signer au bas du formulaire / **I WISH TO ATTEND THE SHAREHOLDERS' MEETING** and request an admission card : date and sign at the bottom of the form

AIRBUS

Airbus SE
 Société Européenne / European Public Company (Societas Europaea)
 Adresse : Mendelweg 30
 Registered office: 2333 CS Leiden
 Corporate seat: Amsterdam
 Immatriculée auprès de la Chambre de Commerce des Pays-Bas sous le numéro 24288945 /
 Registered at the Dutch Chamber of Commerce under the number 24288

ASSEMBLEE GENERALE ANNUELLE
 Convoquée le 10 avril 2024 à 13h30
 à l'HOTEL OKURA AMSTERDAM
 Ferdinand Bolstraat 333
 1072 LH AMSTERDAM - PAYS BAS

ANNUAL GENERAL MEETING
 To be held on Wednesday 10 April 2024 at 1:30 pm
 HOTEL OKURA AMSTERDAM
 at 333 AMSTERDAM - THE NETHERLANDS

CADRE RÉSERVÉ À LA SOCIÉTÉ - FOR THE COMPANY'S USE ONLY

Identifiant - Account

Nombre d'actions / Number of shares

Nominatif / Registered
 Porteur / Bearer

Nombre de voix - Number of voting rights

2 **2. JE VOTE PAR CORRESPONDANCE / I WISH TO VOTE BY POST** Sur les projets de résolutions non agréés par le Conseil d'administration, je vote en indiquant dans la case correspondante à mon choix. In respect of the resolutions not approved by the Board of Directors, cast your vote by shading only one box per resolution. If you shade more than one box, your voting instructions may be invalidated.

	1	2	3	4	5	6	7	8	9	10
Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	11	12	13	14	15	16	17			
Oui / Yes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
Non / No	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			
Abs.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>			

3 **3. JE DONNE POUVOIR AU PRÉSIDENT DE L'ASSEMBLÉE GÉNÉRALE**
I HEREBY GIVE MY PROXY TO THE CHAIRMAN OF THE GENERAL MEETING

4 **4. JE DONNE POUVOIR À (pour me représenter à l'Assemblée) / I HEREBY APPOINT (to represent me at the Meeting) :**
 Nom, prénom, Raison Sociale / Surname, first name, Corporate Name
 Adresse / Address

ATTENTION : S'il s'agit d'actions au porteur, les présentes instructions ne seront valides que si elles sont directement envoyées par votre intermédiaire financier à SOCIÉTÉ GÉNÉRALE Securities Services.
CAUTION: If you are voting on bearer shares, these instructions will be valid only if they are directly sent by your financial intermediary to SOCIÉTÉ GÉNÉRALE Securities Services.

Nom, prénom, adresse de l'actionnaire (les modifications de ces informations doivent être adressées à l'établissement concerné et ne peuvent être effectuées à l'aide de ce formulaire). Cf au verso (1)
 Surname, first name, address of the shareholder (Changes regarding this information have to be notified to the relevant institution, no changes can be made using this proxy form). See reverse (1)

SUIVRE L'ASSEMBLÉE EN DIRECT VIA WEBCAST / FOLLOW THE MEETING VIA A LIVE WEBCAST
 (Je désire suivre l'intégralité de l'assemblée via webcast - valable pour option 2 ou 3 / I wish to follow the entire Meeting via a live webcast - applicable if option 2 or 3 is selected)
 INDICUER VOTRE ADRESSE MAIL ET N° DE TÉLÉPHONE / PLEASE INDICATE YOUR EMAIL ADDRESS AND PHONE NUMBER. (cf. verso / see reverse)

Date & Signature

Date and sign

Pour être pris en considération : / In order to be processed :
 Ce formulaire doit parvenir daté et signé au plus tard aux dates indiquées au verso de ce présent formulaire.
 This form must be received dated and signed no later than the dates mentioned on the reverse page.

L'actionnaire s'engage à être titulaire de ses actions Airbus le mercredi 13 mars 2024 à la fermeture des marchés, pour que ses instructions puissent être prises en compte. A noter que les actions ne sont pas bloquées jusqu'à l'assemblée. /
 The shareholder undertakes to hold Airbus shares at close of markets on Wednesday 13 March 2024 in order to have his/her instructions processed. Note that the shares will not be blocked until the meeting.

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@sgss.socgen.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.

Airbus SE

European public limited-liability company (Societas Europaea)
Mendelweg 30, 2333 CS Leiden, The Netherlands
Registered with the Dutch Chamber of Commerce under number 24288945



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