

## Compensation of Executive Corporate Officers

At its meeting on February 23, 2023, on the recommendation of the Appointments and Compensation Committee, the Board of Directors of Fnac Darty considered and approved the following compensation for Mr. Enrique Martinez, Chief Executive Officer.

### Variable Compensation of Mr. Enrique Martinez for 2022

For 2022, the annual variable compensation of the Chief Executive Officer may range from 0% if no objective is met, to 100% of the annual fixed compensation in the event that the objectives are met. This variable compensation may reach a maximum of 150% of the annual fixed compensation if objectives are exceeded.

Business and financial criteria are paramount when structuring annual variable compensation. Variable compensation is broken down into 60% for economic and financial objectives, 10% for an objective relating to the customer experience, 10% for objectives relating to social and environmental responsibility, and 20% for qualitative goals.

The 2022 business and financial criteria set for the variable portion are as follows:

- Group current operating income corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.67% in the event of outperformance;
- Group free cash flow corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.67% in the event of outperformance;
- Group revenue corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.67% in the event of outperformance.

The 2022 customer experience criteria set for the variable portion is as follows:

- the Net Promoter Score corresponding to 10% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance.

The criteria relating to the company's 2022 social and environmental responsibility set for the variable portion are as follows:

- the Group's non-financial rating corresponding to 5% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance;
- the commitment of employees corresponding to 5% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance.

The level of attainment of the above criteria has been precisely established for each one. Each business, financial, customer experience, and social and environmental responsibility objective is subject to:

- a trigger point below which no compensation is payable for the criteria concerned; and
- a level of achievement beyond which compensation is capped at 166.67% for business and financial objectives and at 150% for customer experience or social and environmental responsibility objectives.

The 2022 qualitative criteria set for the variable portion are as follows:

- implementation of the strategic plan Everyday, evaluated through: development of the services policy, execution of the digital strategy, achievement of sustainability objectives, execution of the performance plan, and design and implementation of a new structure to strengthen risk control and cyber security corresponding to 15% of the total objective for a target achievement rate of 100%;
- quality of management and the working environment corresponding to 5% of the total objective for a target achievement rate of 100%.

The potential compensation for qualitative criteria is capped at 100% of the target potential achieved, without the possibility of compensation for outperformance.

The Board of Directors measured each of the business, financial, customer experience, and social and environmental responsibility criteria based on performance figures throughout 2022. The qualitative criteria were assessed at the same meeting on the basis of the Appointments and Compensation Committee's evaluation, based largely on the figures.

The total achievement rate of the 2022 variable portion was 56.93% of the maximum, and the gross amount due for 2022 is €640,455.

Pursuant to the provisions of Article L. 22-10-34 II of the French Commercial Code, the payment of this annual variable compensation is subject to the approval of the compensation and benefits of any kind paid or awarded to Mr. Enrique Martinez for 2022 by the General Meeting on May 24, 2023.

### **Fixed and Variable Compensation of Mr. Enrique Martinez for 2023**

The Board of Directors, on February 23, 2023, on the recommendation of the Appointments and Compensation Committee, decided to maintain the fixed compensation of its Chief Executive Officer at €750,000 for 2022, this being since 2019, with a maximum potential variable amount also unchanged at 150% of the fixed compensation to compensate outperformance.

The Group's business and financial criteria remain paramount for the variable compensation for 2022. Variable compensation is broken down into 60% for economic and financial objectives, 10% for an objective relating to the customer experience, 10% for objectives relating to social and environmental responsibility, and 20% for qualitative goals.

The 2023 business and financial criteria are as follows:

- Group current operating income corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.67% in the event of outperformance;
- Group free cash flow corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.67% in the event of outperformance;
- Group revenue corresponding to 20% of the total objective for a target achievement rate of 100%, with a maximum of 166.67% in the event of outperformance.

The 2023 customer experience criteria are as follows:

- the Net Promoter Score corresponding to 10% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance.

The criteria relating to the company's social and environmental responsibility for 2023 are as follows:

- the reduction of energy consumption corresponding to 5% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance;
- the commitment of employees corresponding to 5% of the total objective for a target achievement rate of 100%, with a maximum of 150% in the event of outperformance.

The 2023 qualitative criteria are as follows:

- development of the services policy and execution of the performance plan corresponding to 10% of the total objective for a target achievement rate of 100%;
- quality of the working environment corresponding to 10% of the total objective for a target achievement rate of 100%.

The potential compensation for qualitative criteria is capped at 100% of the target potential achieved, without the possibility of compensation for outperformance.

The objectives associated with each of the above criteria are established precisely in advance.

Pursuant to the provisions of Article L. 22-10-8 of the French Commercial Code, the compensation policy for corporate officers for the 2023 financial year will be submitted for a vote at the General Meeting on May 24, 2023.