9.3.3 Risk Committee

a) Composition

The Risk Committee shall be composed of a maximum of six members and of a minimum of four members at least and, in principle, at least half of the members shall be independent directors under the meaning defined in Article 1.3 of the present Internal Rules, chosen by the Board of Directors from among its members. The Committee shall not include any executive officers.
The Chairman/woman of the Risk Committee is appointed by the Board of Directors upon proposal of the Nomination and Remuneration Committee from among the independent members.
The members of the Risk Committee shall be appointed for the duration of their term of office as a member of the Board of Directors. They may, however, resign during any meeting of the Board of Directors without providing a reason and without prior notice. Their term of office is renewable. The Board of Directors may revoke *ad nutum* any member of the Risk Committee, without justification.

b) Responsibilities

In compliance with the provisions of article L.821-67 of the French Commercial Code and without prejudice to the responsibilities assigned to the Audit Committee, the Risk Committee assists the Board in determining the Group's risk strategy and risk appetite and in overseeing the design and effectiveness of the Group's risk management framework.
In order to accomplish its tasks, the Committee may ask the Chairman/woman of the Board of Directors and the Chief Executive Officer to proceed with any hearing and provide it with any information necessary for the performance of its tasks.
The Committee shall be entitled to call upon external experts as needed.
The members of the Committee shall have financial, accounting and/or risk skills and shall benefit, when appointed, from any information regarding the accounting, financial, risk and operational specificities of the Company.
The Risk Committee collaborates and meets with the Audit Committee whenever necessary on any cross-cutting matter within their respective areas of competence.
The Committee shall formulate all opinions and recommendations to the Board of Directors within the areas described here below. The Committee shall particularly receive from the Board of Directors the assignment:

a. to assist the Board of Directors in determining the overall risk strategy and the risk appetite covering all types of risks. It assists the Board of Directors and prepares the discussions relating to the annual approval of the Group Risk Appetite, as well as the governance and implementation framework for the risk appetite (the Group Risk Appetite Framework). The Committee is regularly informed of developments in the risk environment, in particular to enable it to provide insight to the Board of Directors;
b. to examine and update the risk mapping and the main risks, including but not limited to financial security, cyber, resilience, merchant and third-party risks, compliance, social and environmental risks, as well as the related action plans and their progress (including the monitoring of corresponding action, mitigation and/or remediation plan), being specified that the social and

environmental risks will be reviewed and followed in coordination with the Social and Environmental Responsibility Committee;

c. to review, at least semi-annually, the risks related to financial security, the anti-corruption, anti-money laundering and counter-terrorist financing policy , the systems and proceduresin that respect as well as the roadmap and the control ;

d. more broadly, to analyse any matter that may constitute a risk factor for the Company, potentially undermining the sustainability or profitability of certain activities, or likely to create situations detrimental to the Company by exposing it to an excessive financial or reputational risk;

e. to assess post-closing the financial impact and risks of external growth and integration operations;

f. to review the reports on the main contracts and projects in particular those carrying a high-risk profile as well as the major ongoing litigations;

g. to review regularly the framework, the organization, the resources, the roadmap and its progress as well as the main updates on security, risk, resilience and compliance to be made by the managers in charge as well as the main audits and action plans ;

h. to review regularly the status of the main interactions with regulators ;

i. to entrust to the Risk, Compliance team or internal audit any assignment that it deems necessary; and

j. to report to the Board of Directors on the performance of its duties. The Committee informs the Board of Directors without delay of any difficulties encountered.