Insuring a more open world

# 2021 Universal Registration Document

including the Annual Financial Report

**CONTENTS**



AFR *Information from the Annual Financial Report is clearly identified in the table of contents by the AFR symbol.*

NFPS *Information from the Non-Financial Performance Statement is clearly identified in the table of contents by the NFPS symbol.*

# 2021 Universal Registration Document

including the Annual Financial Report

The French language version of this Universal Registration Document was filed on 11 March 2022 with the French financial markets authority (*Autorité des marchés financiers* – AMF) in its capacity as competent authority within the meaning of EU Regulation 2017/1129, without prior approval, in accordance with Article 9 of said regulation. The Universal Registration Document may also be used for the offer to the public or the admission to trading of securities on a regulated market, provided it is accompanied by a securities note and, if applicable, a summary of all amendments applied to the Universal Registration Document. All of these items are approved by the AMF in accordance with the abovementioned regulation.


CNP Assurances

Registered office:
4, Place Raoul Dautry
75716 Paris Cedex 15, France

French *société anonyme* (public limited company) with fully paid-up share capital of €686,618,477
Registered in the Paris Trade and Companies Register under No. 341 737 062

Company governed by the French Insurance Code (*Code des assurances*)
Tel.: +33 (0)1 42 18 88 88
**www.cnp.fr**


The Annual Financial Report included in the Universal Registration Document is a translation of the official version of the Annual Financial report which has been prepared in French, in accordance with the European Single Electronic Format (ESEF) and is available on the issuer's website.

Our corporate mission, now enshrined in CNP Assurances' Articles of Association, commits us to taking a long view. We are setting out on a new path of improvements and innovations....

# "As a responsible insurer and investor, driven by the community values of our Group, we work with our partners to create an inclusive and sustainable society, providing solutions to as many people as possible to protect and support them on their chosen paths."


Chapter 1

# 1

# Company overview

## 1.1 Key dates in the history of CNP Assurances

**From the national insurance funds of the 19th century through to today's international group, CNP Assurances has been engaging with the world around it for 170 years.**

**1850**
**Creation of Caisses Nationales de Retraite et de Prévoyance to provide large-scale employee protection**

**1959**
**Creation of CNP** (Caisse Nationale de Prévoyance)

**1998**
**IPO**

**2001**
**Entry into Brazil**
Creation of **Filassistance International**, dedicated to personal assistance services

**2003**
Membership of the **UN Global Compact**

**2005**
Entry into **Italy**
**First disclosure of greenhouse gas emissions** to the Carbon Disclosure Project

**2008**
Entry into the **Cypriot** and **Greek markets**

**2011**
Signature of the **Principles for Responsible Investment**

**2014**
Exclusive agreement signed with Santander Consumer Finance for the distribution of protection insurance products in **9 European countries** (subsequently increased to 11)

**2016**
Launch of Youse, **Brazil's first 100%-digital** insurance platform

**2019**
Membership in the Net-Zero Owner Alliance and pledge to achieve **carbon neutrality** in the investment portfolio by 2050

**2020**
**Integration in La Banque Postale within the new state-owned financial group**
New exclusive distribution agreement **in Brazil until 2046**

**2021**
**Share of the Italian life insurance market multiplied by two** with the acquisition of Aviva's life insurance business
20-year exclusive distribution agreement for *consórcio*(1) contracts in **Brazil**
Adoption of a **corporate mission**

(1) *Consórcio is a unique product allowing homebuyers to pool their savings and lend money to each other over set time-periods so they can each borrow at below-market rates*

# 1.2 Our business lines

## 1.2.1 Insurer

This is CNP Assurances' core business, covering death/disability insurance, term creditor insurance, long-term care insurance and health insurance, as well as life insurance products that help savers to fund their personal projects and save for their retirement. They constitute a collection of solutions to protect and facilitate the lives of individuals, employees, civil servants and self-employed professionals.

In France, personal insurance accounts for almost 70%[1] of the market, alongside property and casualty insurance (fire, accident and miscellaneous risks), which concerns the protection of property. CNP Assurances' personal insurance expertise has been rolled out internationally, in Brazil and Cyprus, and the Group is now preparing to expand this business following its integration in La Banque Postale Group.

36 million[2]
**personal risk/protection policyholers[3]**
and
11 million
**savings and pensions policyholders**
worldwide

## 1.2.2 Investor

This is the other side of the Group's business. It is approached from two specific angles:

**As a long-term investor,** CNP Assurances manages policyholders' risks by pooling them and protecting the money from their premiums over time. This is reflected in the investment horizon. The Group invests in long-term government debt, national infrastructure (electricity transmission networks, fibre networks, water distribution networks), as well as in stocks and bonds issued by companies in a wide range of geographies and industries.

**As a responsible investor,** driven by its commitment to community values, the Group seeks to increase the positive impacts and reduce the negative impacts of its investments on society and the planet. Assets are selected and managed according to environmental, social and governance criteria, certain companies involved in the coal, oil, gas, tobacco and arms industries are excluded and, as a responsible shareholder, the Group ensures that the companies it invests in uphold the principles of human rights and gender equality.

Over €400bn
**invested across all sectors**

89%
**of assets managed according to ESG criteria[4]**

*(1) 2020 Key Indicators, FFA, July 2021*

*(2) Estimates partly based on the number of contracts under management*

*(3) Death/disability, health, term creditor and property & casualty insurance (fire, accident and miscellaneous risks)*

*(4) Environmental, social and governance criteria*

## 1.3 Our corporate mission

The major demographic, environmental and digital challenges of the 21st century certainly present opportunities but they leave some people at risk of being left behind. As pioneers of employee protection in the 19th century, a member of France's major state-owned financial group and a subsidiary of La Banque Postale, CNP Assurances has a role to play in addressing this problem.

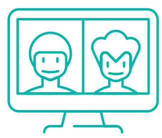
**As a responsible insurer and investor, driven by the community values of our Group, we work with our partners to create an inclusive and sustainable society, providing solutions to as many people as possible to protect and support them on their chosen paths.**

**That's our corporate mission.** It combines a human touch, sound ethics and a spirit of innovation that serve as a source of motivation for our people. It informs our decisions and guides our actions in all of the Group's host countries, in Europe and Latin America. It is enshrined in the Group's Articles of Association and binds us all.

Our corporate mission statement is a commitment made to each and every one of our stakeholders, and, as such, has been translated into practical objectives. Performance in relation to these objectives will be measured using quantitative indicators that will demonstrate the usefulness of CNP Assurances for all our stakeholders. **These are our commitments:**

**Customers**
Make protection solutions available to everyone, regardless of their situation, and be there for our insureds when they need us

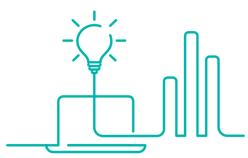
**Partners**
Develop effective and innovative solutions with our partners to drive progress in protection insurance



**Employees**
Support employee development within an organisation that boasts a wealth of talent and diversity

## Our commitments

**Society**
Help build a more inclusive and sustainable society with a place for everyone



**Shareholders**
Responsibly generate sustainable financial performance

**The Planet**
Combat climate change and protect the natural world as a committed player in environmental transition

## Overview of stakeholders

CNP Assurances' corporate mission sustains the Group's relationship with its ecosystem.

**Customers**

**36 million**
*personal risk/protection insurance policyholders*
*and*
**11 million**
*savings and pensions policyholders worldwide*

**Employees**

**5,591**
**employees worldwide**
*Of which:*
- *CNP Assurances: 3,309*
- *Consolidated subsidiaries: 2,282*

**Shareholders**

**78.9%**
**La Banque Postale**
*(wholly-owned by Le Groupe La Poste, which in turn is 66%-owned by Caisse des Dépôts and 34%-owned by the French State)*

**21.1%**
**Institutional and individual shareholders**

**Society & The Planet**

**Service providers and suppliers**

**Financed entities**
*(Companies, States, public bodies, local authorities, supranational organisations)*

**Institutions**
*Public authorities, supervisory authorities, professional bodies*

**Civil society**
*Non-profits, NGOs, beneficiaries of corporate sponsorship*

**Partners**

**340**
**distribution partners**
*(Banks, wealth management firms, term creditor insurance and social protection lenders in Europe and Latin America)*

## A key member of France's major state-owned financial group

As part of the process to create a major state-owned financial group, La Banque Postale became the majority shareholder of CNP Assurances in 2020, alongside Caisse des Dépôts and Le Groupe La Poste. CNP Assurances' integration in La Banque Postale offers many opportunities. It puts the Group in direct contact with the end customer and offers a first-rate opportunity for innovation. With the integration of La Banque Postale's Property & Casualty business[1], CNP Assurances will become a full-service insurer. Its membership of the new state-owned financial group will embed the Group's community values more deeply and strengthen its commitment to act for an inclusive and sustainable society, by pushing back the limits of insurability.

(1) *Property & Casualty risks*

Company overview
Our business model 1

## 1.4 Our business model

The Group's corporate mission underpins its strategy and the high value-added business model deployed for the benefit of its customers, partners, employees and society as a whole.

**Our ambition** TO BE THE MOST USEFUL INSURER FOR EACH OF OUR STAKEHOLDERS

### Our strengths

**36 million** personal risk/protection insurance policyholders and **11 million** savings and pensions policyholders worldwide

**Leadership positions**
in France and Brazil

**A solid position**
in Europe and very strong in Italy

**Renewal of our major distribution partnerships**

**Our membership of the new state-owned financial group**
and our Group's community values

**The cutting-edge expertise of our 5,591 employees**
in both insurance and investments

**A robust financial position**

### Our challenges

**Develop our unique qualities**
to become an essential link in the value chain

**Adjust our business mix**
to maintain our solvency and profitability ratios in a low interest rate environment

**Find new growth drivers**
and new partnerships, focusing on international markets

### Our mission

**Protect our policyholders**
and everything they hold dear over the long term

### Our business

**A responsible insurer and investor**

**POOL**
the risks underwritten to make insurance accessible to as many people as possible

**PROTECT**
policyholders' premiums and savings over the long term

**GUARANTEE**
risk coverage over the long term

**INCREASE**
the positive impacts and reduce the negative impacts of our investments to create an inclusive and sustainable society

### Our value creation

**Customers**
- **€27.8 billion** in lump sum payments or in annuities

Distribution **partners**, service providers, suppliers
- **€4.1 billion** in commissions and purchase of services

**Employees**
- **€0.5 billion** in wages

**Shareholders** and bondholders
- **€1.4 billion** in dividends and interest

**Society**
- **€0.7 billion** in corporate income tax*

**The Planet**
- **€19.9 billion** in "green" investments at end-2021

** CNP Assurances also contributes to government finances in its host countries through the payment of other taxes*

### Our priority projects

**Win new customers and partners through high level employee engagement**

**Change the perception of our business by being the most useful and unique insurer**

**Fulfil our corporate mission day by day through sustainable and inclusive commitments**

**Build a very high value-added customer and partner experience model**

**Become an international, integrated, full-service (life and non-life) insurer**

## 1.4.1 Multi-partner

Multi-partner distribution is part of CNP Assurances' corporate DNA, illustrating its spirit of openness and cooperation and supporting its commitment to dynamic growth.

The Group's solutions are designed jointly with its distribution partners. Their in-depth knowledge of their customers' needs combined with the Group's own innovation capabilities and close relationships ensure that the model provides significant added value for its partners and customers.

### Premium income by distribution partner

at 31 December 2021


### Five long-term banking partners

In France, products are distributed by La Banque Postale and BPCE[1], long-standing partners of CNP Assurances that share its public interest values.

Internationally, the Group has established joint ventures with banks that boast extensive distribution networks, ensuring that its solutions are accessible to as many people as possible.

**76.1%**
**of premium income**

### 340 partners in France and a proprietary distribution network

As the preferred insurer of the social protection sector (serving over 100 mutual insurance companies, employee benefits institutions and other non-profit organisations), CNP Assurances designs solutions that enhance their vocation and reinforce their difference. More than 200 residential mortgage providers and 40 wealth management providers also place their trust in CNP Assurances.

**23.9%**
**of premium income**

(1) *Banques Populaires and Caisses d'Epargne*

## 1.4.2 International

CNP Assurances is Europe's sixth largest insurer and Brazil's third largest, protecting people and everything they hold dear in a manner consistent with each host country's economy, society and culture.

### Europe

**4,189 employees**
of which 3,379 in France

**22 million**
personal risk/protection policyholders

**8 million**
savings/pensions policyholders

**Over 65 years** in Europe, representing **20%** of the population*

*Source: Ined, 2021 estimates*



### Latin America

**1,402 employees**
of which 1,293 in Brazil

**14 million**
personal risk/protection policyholders

**3 million**
savings/pensions policyholders

**Under 24 years** in Brazil, representing **37%** of the population*

*Source: CIA World Factbook, 2021 estimates*

## 1.4.3 Responsible

By pursuing its corporate mission, the Group increases its usefulness for each stakeholder. Its investment strategy helps to foster sustainable economic growth, while its insurance products contribute to protecting as many people as possible, and its human resources policy promotes employee engagement.

**CSR approach**

**The Group makes every effort to identify and manage its positive and negative impacts on society and the planet through its corporate social responsibility approach covering 14 issues in line with the United Nations Sustainable Development Goals (SDGs) and specifically addressing six of them.**

*For more information, see Chapter 5 – Corporate Social Responsibility*

## Customers and partners

- Keep pace with social and societal developments
- Integrate ESG issues into the insurance business
- Commit to customer satisfaction
- Ensure good business ethics
- Protect personal data and strengthen cybersecurity

3 GOOD HEALTH AND WELL-BEING

**36 million** personal risk/protection policyholders worldwide

## Employees

- Attract and retain talent in line with the business strategy
- Offer favourable working conditions

5 GENDER EQUALITY

**57%** women among the Board of Directors and **36%** within the Executive Committee

8 DECENT WORK AND ECONOMIC GROWTH

**95%** of employees with permanent employment contracts and **98%** covered by collective bargaining agreements

## Society

- Integrate ESG issues into the investment business
- Be a responsible purchaser
- Develop initiatives with a societal impact
- Respect human rights

16 PEACE, JUSTICE AND STRONG INSTITUTIONS

**109 countries** excluded from our investment portfolios due to lack of tax transparency, corruption or breaches of democracy or freedoms

## The Planet

- Fight climate change
- Protect biodiversity
- Reduce environmental footprint

10 REDUCED INEQUALITIES

**89%** of assets managed according to ESG criteria

13 CLIMATE ACTION

**€19.9 billion** in “green” investments by end-2021

# 1.5 Our strategy

**To achieve its ambition of being the most useful insurer for each of its stakeholders, the Group is deploying a dynamic growth strategy.**

## 1.5.1 Our challenges and strengths

**Three major challenges** are putting the business model to the test and prompting the Group to step up its transformation.

- **Develop the Group's unique qualities** in the eyes of its partners and the end customer, in order to make CNP Assurances the vital link in the value chain.
- **Adjust the business mix** to maintain the Group's solvency and profitability ratios in the low interest rate environment, by transforming its savings and pensions technical reserves, diversifying the business in favour of risk insurance and adjusting the management of own-funds portfolios.
- **Find new growth drivers** and new partnerships, focusing on international markets rather than the mature French market.

**CNP Assurances has considerable strengths.**

With 36 million personal risk/protection policyholders worldwide, CNP Assurances boasts **leadership positions** in France and also in Brazil, where it is one of the country's foremost insurers[1]. Thanks to its prudent management and its teams' cutting-edge expertise in insurance and investing, the Group enjoys **a very robust financial position**, confirmed by the best insurer financial strength ratings in the market[2]. The recent renewal of its main partnerships is a source of **long–term opportunities**. The same is true for its integration in La Banque Postale Group, a member of the newly-formed state-owned financial group, which has also deepened CNP Assurances' commitment to its community values.

## 1.5.2 Our priority projects

### Fulfil our corporate mission day by day through sustainable and inclusive commitments

Providing the greatest number of people with solutions that protect and support them on their chosen paths is central to the Group's corporate mission. The corporate mission is what makes CNP Assurances unique and drives its dynamic growth strategy. In the post-pandemic environment, at a time when the insurance industry's usefulness is under question, it gives the Group the opportunity to demonstrate its value by making firm commitments to each of its stakeholders, and translating them into concrete objectives that will be deployed in the course of 2022[3].

### To be the most useful and unique insurer for each of our stakeholders by turning the perception of the insurance industry on its head

CNP Assurances' corporate mission is a powerful driver of innovations that are capable of changing people's perception of the insurance industry.

In order to be useful to as many people as possible, the Group is working to **push back the limits of insurability**, by putting the principle of extensive risk pooling back at the heart of the business, managing risks more effectively, and encouraging preventive behaviour in order to allow the Group to insure more significant risks. CNP Assurances wants to **become the champion educator** of policyholders about contract terms and guarantees, by focusing on simplicity and transparency. Significant events in policyholders' lives, particularly those that lead to an insurance claim, will provide an ideal opportunity to **demonstrate the Group's usefulness** to them by providing empathy and support through its ability to listen, to propose claim settlement solutions and to guarantee a personalised service.

### To build a model that adds considerable value to the customer and partner experience

The second driver of dynamic growth is the deployment of a very high value-added business model for customers and partners. It's all about building excellence into every aspect of the business model.

**For the Group's partners**,the objective is to be a creative force in support of their business development and to fit seamlessly into their customer relationship model, whether it is focused on value-line or very high-end solutions.

**For its customers**, the Group will make a difference by helping them deal with important life events through solutions that combine products, services and the customer and partner user experience. An experience that will be enhanced by an impeccable quality of service.

CNP Assurances' new model is based on a **robust foundation that can be modulated using complementary building blocks** in order to offer partners and customers digital and human services that deliver high user value.

### To achieve dynamic growth by serving the end customer and partners, with and for the Group's employees

As the most useful insurer, CNP Assurances will confidently set out to conquer new markets, customers and partners. These wins can only be delivered with the help and for the benefit of the Group's employees, supported by a new corporate culture.

This is because its new ambition challenges its internal organisation and processes. Behaviours, management methods and attitudes all need to be changed.

CNP Assurances is committed to building a transformation model which recognises that people and their behaviour are central to performance.

(1) *See section 1.7.1 of this document - Key positions in our markets*
(2) *See section 1.7.5 of this document - Recognised performance*
(3) *See in our 2021 Annual Results of 17 February 2022, section - Developing our unique qualities by fulfilling our corporate mission*

## Become an international, integrated, full-service (life and non-life) insurer

**CNP Assurances' integration in La Banque Postale** gives it scope to diversify into risk activities by incorporating LBP's non-life businesses, and to achieve a paradigm shift to a full-service insurer.

**In France**, the top priority in the current low interest rate environment is to transform savings and pensions technical reserves by offering unit-linked contracts and other attractive alternatives to non unit-linked products. Outside France, the Group is stepping up its search for new growth drivers and international partnerships. **In Latin America**, the main objective is to keep pace with the natural growth of the Brazilian market, by tapping the potential offered by Caixa Econômica Federal's 92 million banking customers and also by developing open model distribution. Opportunities to expand beyond Brazil and Argentina will also be explored. **In Europe**, the aim is to strengthen and diversify the Group's partnerships and extend open model distribution, building on its current presence in eleven European countries with Santander Consumer Finance, the recent acquisition of some Aviva's Italian subsidiaries and its presence in Cyprus and Spain.

The final stage in CNP Assurances' dynamic growth strategy will be achieved when it operates as an integrated, non-centralised group. Group-level coordination of business lines and the development of cross-functionality will allow CNP Assurances to share best practices between countries and business units in order to optimise the process of dynamic growth and develop the agility needed to keep pace with regulatory pressure.

### A strengthened CSR approach

As a member of the Net-Zero Asset Owner Alliance, CNP Assurances is committed to ensuring that its investment portfolio is carbon neutral by 2050. It has already raised its targets for 2025, including reducing the carbon footprint of the directly held equity and corporate bond portfolio by a further 25% and the directly held real estate portfolio by an additional 10%.

In 2021, CNP Assurances published the investment portfolio's biodiversity footprint and signed the Finance for Biodiversity Pledge with strengthened biodiversity commitments. These include commitments to measure the biodiversity footprint of 100% of the directly held equity and corporate bond portfolio by the end of 2023 and 100% of forestry assets by the end of 2025.

CNP Assurances' commitment to providing equal pay to men and women is demonstrated by its 100/100 score on the gender equality index in 2021 and its Top 15 ranking in 2020 among SBF 120 companies based on the proportion of female Board members. New objectives has been set in this area for 2025: the aim is for women to represent 50% of the Impact Working Group, the Company's first circle of managers, 50% of Executive Committee members (give or take one person) and 45% of senior management.

## 1.5.3 Redeploying expertise

CNP Assurances' organisation structure has been redesigned to support its development and transformation.

**The Group is structured into five business units.** Two of them are responsible for international development (in Latin America and in the Europe outside France region, respectively). The other three are responsible for business development in France, working with the Group's different partners and distribution channels.

**Two new expert departments** have been created to impel, support and secure development. The Strategic Transformation Department monitors execution of the strategy, including the CSR aspects and growth through acquisitions. The Technical and Innovation Department is tasked with increasing the pace of transformation of the solution offering (products and services) for customers and partners.

# 1.6 Our governance

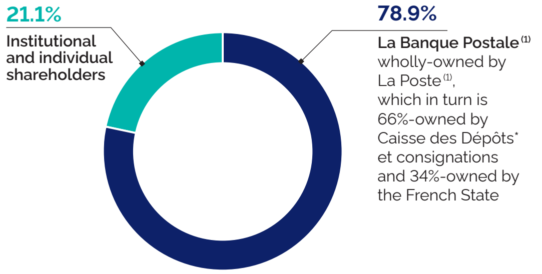
## 1.6.1 Our ownership structure

*The creation of the major state-owned financial group on 4 March 2020 led to CNP Assurances being directly controlled by La Banque Postale (and indirectly through its wholly-owned subsidiary SF2), with 62.84% of the capital.*

This stake was increased on 16 December 2021 to 78.9% through the acquisition of the 16.1% of CNP Assurances' capital held by Groupe BPCE. The transaction was in line with the plan announced by La Banque Postale on 28 October 2021 to buy out Groupe BPCE's interest and file with the AMF a simplified tender offer for CNP Assurances' shares held by minority shareholders at a price of €21.90 per share, to be followed by a squeeze-out procedure if the requisite conditions are met. See also section 3.1 of this document – Significant events in 2021 and Chapter 7 – Share capital and ownership structure.

### CNP ASSURANCES OWNERSHIP STRUCTURE

at 31 December 2021 (percentage interest)




(1) *French société anonyme (public limited company)*

* *Entity governed by public law that is under the supervision sui generis and has the financial backing of the legislative authority pursuant to Article L.518-2 of the French Monetary and Financial Code*

Details of financial transactions with these shareholders are provided in the Statutory Auditors' special report on related-party agreements issued on 3 March 2022 (see section 6.6 of this document).

## 1.6.2 Governance rules

CNP Assurances' governance structure, the organisation of its Board of Directors and Executive Management, and their areas of expertise are largely governed by the Company's Articles of Association and the Board of Directors' internal rules. See also Chapter 6 – Corporate governance.

CNP Assurances complies with all the laws and regulations applicable to insurance undertakings and listed companies, and also applies the recommendations in the AFEP-MEDEF Corporate Governance Code for Listed Companies and the guidelines issued by France's securities regulator (AMF).

The positions of Chairman/Chairwoman of the Board of Directors and Chief Executive Officer have been separated at CNP Assurances since 10 July 2007. This governance method ensures a clear distinction between the Board's strategic planning, decision-making and oversight roles and Executive Management's role as the body responsible for running the business.

## 1.6.3 Board of Directors

**MEMBERSHIP OF THE BOARD OF DIRECTORS AT 16 FEBRUARY 2022**

**17 Directors**

**9 directors recommended by La Banque Postale**
Yves Brassart
Bertrand Cousin[1]
Sonia de Demandolx[2]
Nicolas Eyt
François Géronde[1]
Philippe Heim[1]

La Banque Postale, represented by Perrine Kaltwasser

Christiane Marcellier[2]
Philippe Wahl[1]

**1 director recommended by BCPE**
Laurent Mignon[1]

**2 directors representing employees**
Laurence Guitard
Chahan Kazandjian

**5 independent directors[3]**
Véronique Weill
Amélie Breitburd[1]
Marcia Campbell
Stéphane Pallez
Rose-Marie Van Lerberghe

### Other participants in Board Meetings:

**Stéphane Dedeyan**, Chief Executive Officer,
**Xavier Larnaudie-Eiffel**, Deputy Chief Executive Officer and second person effectively responsible for running CNP Assurances,
**Thomas Béhar**, Chief Financial Officer, member of the Executive Committee,
**Marie Grison**, Group General Secretary, member of the Executive Committee,
**Corinne Foy**, Secretary of the Board and **Ali Saou**, Economic and Social Committee representative

### Statutory Auditors:

**Frédéric Trouillard-Mignen** of PricewaterhouseCoopers Audit and **Jean-Claude Pauly** of Mazars

### Directors' profile
Overview of the Board of Directors

**53.33%**
Proportion of women directors[4]

**33.33%**
Proportion of independent directors[4]

**58**
Average age

### Activities of the Board of Directors*

**14**
Number of meetings

**91%**
Attendance rate

**2h**
Average duration of each meeting

(1) Directors whose appointment is subject to ratification or who are proposed for re-election at the Annual General Meeting of 22 April 2022
(2) Directors proposed by La Banque Postale who are neither employees nor corporate officers
(3) According to the AFEP-MEDEF Corporate Governance Code
(4) The two directors representing employees are excluded for the purpose of calculating percentages, in accordance with Article 9.3 of the AFEP-MEDEF Corporate Governance Code and Article L.225-27-1 of the French Commercial Code
* (data at 31 December 2021)

# 1.7 Our performance and impact

**CNP Assurances combines profitability and responsibility in all its markets.**

## 1.7.1 Key positions in our markets

**No. 1** in France for term creditor insurance[1]

**No. 2** in France for life insurance[2]

**No. 3** in Brazil for insurance[3]

**No. 6** in Europe for insurance[4]

(1) *Top 10 term creditor insurance providers by premium income (including inward reinsurance), Argus de l'Assurance, September 2021*
(2) *2020 Key Indicators, FFA, July 2021*
(3) *Data published in November 2021 by SUSEP (Brazilian insurance supervisor that oversees the insurance market)*
(4) *Bloomberg, December 2021, size ranking based on technical reserves reported in each company's annual consolidated financial statements*

### In France

The personal insurance market accounted for 70% of the total insurance market in France in 2020[1] vs 74% in 2019.

#### A foremost player in life insurance[1]

The French life insurance and endowment market is still concentrated. It is dominated by the bancassurers, with traditional and mutual insurers lagging behind. In 2020, the top five players, which include CNP Assurances, together held over 52% of the market. CNP Assurances is the second largest player with 11% of the market[1] (down 1.2 pts vs 2019).

In the wealth management market, the Group develops innovative offers for its many different distribution partners, including private banking institutions, high street banks, family offices, wealth management firms, brokers and independent financial advisors.

#### A major supplementary pensions provider[2]

Arial CNP Assurances, a joint subsidiary with AG2R La Mondiale, is France's only mono-line supplementary pensions provider, serving around 943,000 insureds and 21,000 companies, with technical reserves of €18.2 billion at 31 December 2020. As a group pensions specialist, it assists companies with their employee benefits strategy and the funding of very long-term commitments. Arial CNP Assurances develops, distributes and manages all types of plans (PER pension savings plans, defined benefit plans, "Article 82" group life insurance plans, outsourced benefit obligation management).

#### Leader in term creditor insurance[3]

CNP Assurances is the leader in the increasingly fragmented term creditor insurance market. The Group partners with 204 financial institutions, brokers, social economy lenders and mutual banks, offering them both group insurance and individual insurance solutions. It provides wide ranging cover of death, temporary and permanent disability, unemployment and loss of income risks, backed by support and assistance services, to ensure that borrowers are fully protected following the occurrence of an insured event. Digital underwriting and claim settlement processes give policyholders multi-channel access and simplify their operations. CNP Assurances is at the forefront of efforts to address the issue of inclusion and insurability of borrowers who represent an aggravated health risk, notably through its actions as a member of the AERAS Commission.

#### Pioneering long-term care insurance[4]

CNP Assurances was one of the first insurance companies to address the problem of financing long-term care. It is a leading provider of group long-term care insurance, with 9% of the market, and the fifth largest provider of individual long-term care insurance (primary and single insured risk) (ranking unchanged vs 2019). Its range of compulsory and voluntary participation products allows insureds to anticipate their future needs in terms of financial and other support in the event of a loss of autonomy.

#### Service-led differentiation

The Group pays close attention to the personal assistance services included in its offers, both for partners and for insureds, that are provided through its dedicated subsidiaries.

Filassistance International, a member of the Assuristance sub-group, has developed an array of personal assistance services delivered through a network of 10,000 service providers who draw on the best that digital technologies and one-to-one interactions have to offer. More than eight million insureds have access to assistance services under their policy.

Lyfe is CNP Assurances' digital platform providing advice and assistance on health, well-being and healthy ageing issues. It expands the social protection offered to the members and employees of its mutual insurance partners, brokers and companies. Its offer – prevention, wellness coaching, help for carers, 24/7 teleconsultation, access to health networks in less than 72 hours – helps insureds to obtain the care they need and to prepare for retirement.

(1) *2020 Key Indicators, FFA, July 2021*
(2) *Figures for Arial CNP Assurances, excluding AG2R La Mondiale supplementary pension plans*
(3) *Top 10 term creditor insurance providers by premium income (including inward reinsurance),* Argus de l'Assurance, *September 2021*
(4) *Death/disability insurance policies in 2020, FFA, October 2021*

## In Europe

**The CNP Assurances Group is active in 16 countries[1] and is Europe's sixth largest insurer[2].**

### With UniCredit in Italy[3]

In Italy, CNP Assurances' second largest European market, the partnership with UniCredit through the subsidiary CNP UniCredit Vita runs until 2024. It covers central and southern Italy, Sardinia and Sicily with a full range of personal insurance products. In 2021, following the acquisition of Aviva's life insurance business in Italy, CNP Assurances became Italy's fifth largest life insurer, doubling its market share to almost 6%.

### With Santander Consumer Finance in eleven European countries

Santander Consumer Finance distributes CNP Assurances' term creditor insurance offer in 11 European countries.

Germany accounts for more than half of premium income, with the other half coming mainly from Spain, Poland, Italy and the Scandinavian countries.

### Open model distribution to drive growth

CNP Cyprus Insurance Holdings is operating in a growing local insurance market[4]. The non-life market expanded by 4% compared to the twelve months ended September 2020. CNP Asfalistiki is the market leader in this segment, maintaining its 13.7% market share at the end of September 2021 thanks to a 4% increase in premium income led by the auto business. The Cypriot life insurance market grew 10% in the twelve months to September 2021. CNP Cyprialife is the second largest life insurer with a 24% market share at the end of September 2021 (unchanged from September 2020) and premium income up 5%.

## In Latin America

CNP Assurances' main distribution partner in Brazil is Caixa Econômica Federal (CEF), the country's second-biggest state-owned bank. Caixa Econômica Federal plays a major social and economic role, with a deep network of branches serving the local population throughout the country.

### Latin America, a growing market

The renewal of CNP Assurances' agreements with its historical partner, Caixa Econômica Federal, led to the launch of two new subsidiaries in 2021: Caixa Consórcios and Caixa Vida e Previdência. The latter alone accounts for 80% of CNP Assurances' business in Brazil.

The non-exclusive distribution agreement for endowment and dental insurance products signed with Correios, the Brazilian post office, also opens up new growth prospects.

Brazil is CNP Assurances' second largest market. It is also the home market for Youse, the Group's first fully digital insurance company.

Within the framework of its partnerships with CEF, Caixa Vida e Previdência offers individual and group products in the areas of pensions, term creditor insurance for consumer loans and death/disability insurance. Caixa Consórcios is developing its *consórcios*[5] business. CNP Seguros Holding Brasil is continuing to manage its major portfolio of homebuyer term creditor insurance policies on a run-off basis, following the exclusion of this business from the new partnership agreements with CEF.

### In step with emerging needs[6]

Caixa Vida e Previdência (CVP) offers insurance products for both companies and individuals, focusing on Brazil's emerging middle class. Particularly active in its markets, the subsidiary was Brazil's third largest insurer as of end-November 2021, with 11.9% of the market, the second largest pension provider with 23% of the market (versus 22.2% in 2020) and the second largest term creditor insurance provider for consumer loans with 14.8% of the market (versus 5.4% in 2020). It is also the sixth largest death/disability insurance provider, with 5.7% of the market, down slightly from 6.9% in 2020.

CNP Seguros Holding Brasil continues to lead the homebuyer segment of the term creditor insurance market with a 52.7% share at the end of November 2021 (compared with 57.5% in 2020).

In a highly concentrated market, CNP Assurances' overall market share rose by 1.4 points in twelve months to around 13.5% at end-November 2021 from 12.1% in 2020, led by strong growth in the pensions business.

### Leading the way in fully digital insurance distribution

CNP Seguros Holding Brasil's 100%-digital insurance platform, Youse, is the direct channel for auto insurance, comprehensive home-owner insurance and death/disability insurance. As of end-2021, Youse had signed up more than 185,400 customers and had a portfolio of around 268,600 live policies.

(1) *Austria, Belgium, Cyprus, Denmark, Finland, Germany, Greece, Ireland, Italy, Luxembourg, the Netherlands, Norway, Poland, Portugal, Spain and Sweden*
(2) *Source: Bloomberg, end-November 2021, size ranking based on technical reserves reported in each company's annual consolidated financial statements*
(3) *Source: Italian national association of insurance companies (ANIA), December 2021*
(4) *Source: documents presented to the two subsidiaries' Boards of Directors and Insurance Association of Cyprus (IAC) for market data covering the twelve months ended September 2021*
(5) *Consórcio is a unique product allowing groups of homebuyers to pool their savings and lend money to each other over set time-periods so they can each borrow at below-market rates*
(6) *Insurance market data by class taken from the databases of Brazil's insurance supervisor, SUSEP, November 2021: http://www2.susep.gov.br/menuestatistica/SES/principal.aspx*

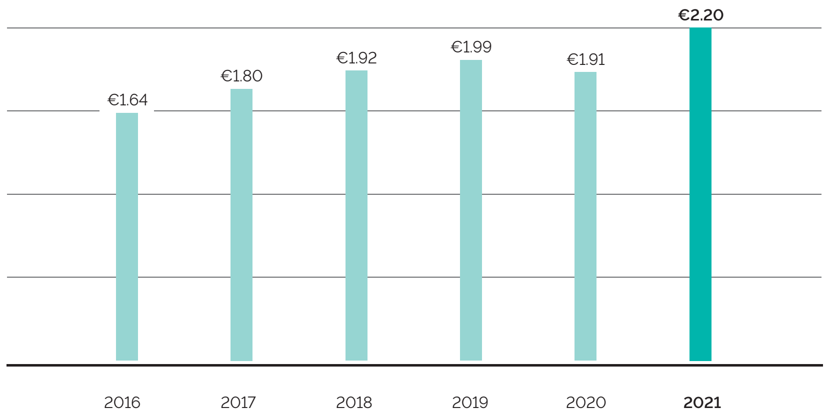
## 1.7.2 A profitable trajectory[1]

CNP Assurances benefits from a strong marketing dynamic in all regions and a very robust capital base, with an SCR[2] coverage ratio of 217%. The shift in the business mix towards unit-linked products continued, with unit-linked sales accounting for 51.3% of premium income.

Basic earnings exceeded the record high reached in 2019.

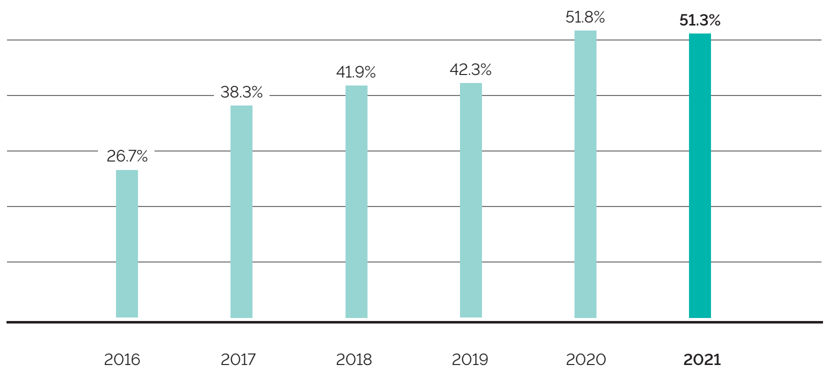
### BASIC EARNINGS PER SHARE

*(in €/share)*




The transformation of savings/pensions technical reserves into unit-linked liabilities is accelerating rapidly in France. The contribution of unit-linked contracts to total new money remained very high during the year.

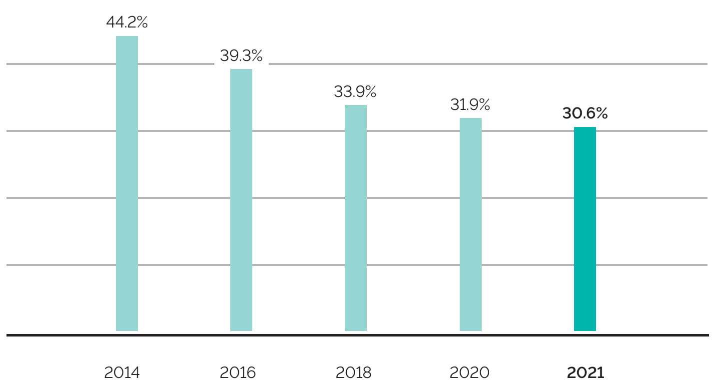
### UNIT-LINKED CONTRIBUTION TO TOTAL NEW MONEY




2021 also saw a high volume of PACTE transfers, which rose sharply to €6.3 billion.

Cost/income ratio has been kept under control, particularly in France.

### COST/INCOME RATIO[3] IN FRANCE




(1) *See all the financial indicators in the glossary in the Annexes of this document*
(2) *Solvency capital requirement (SCR)*
(3) *The cost/income ratio is an indicator of operating efficiency. It corresponds to administrative costs divided by net insurance revenue. A decrease in the ratio reflects an improvement in operating efficiency*

## 1.7.3 An inclusive trajectory

CNP Assurances is committed to providing protection to as many people as possible, including the most vulnerable, by pushing back the limits of insurability.

### Facilitating access to insurance

The Group deploys simple, attractively priced savings and pension products aligned with market needs and customs, as well as offering micro-insurance products for the most vulnerable.

In 2011, the Brazilian subsidiary launched the country's first micro-insurance contracts. Today, with Amparo, it provides death insurance cover for more than 670,000 people.

Committed to pushing the boundaries of insurance and preserving the inclusive nature of its policies, CNP Assurances has long been in favour of extending the choice given to borrowers.

Its model, based on significant risk pooling, guarantees access to insurance for even the most vulnerable borrowers, with a term creditor insurance acceptance rate of over 99.6%.

14 million

**personal risk/protection policyholders**
in Latin America

Over 99.6%

**of applicants for loan insurance have been offered a loan guarantee solution**
in 2021

Over 79,000 young people

**benefited from the CNP Assurances Foundation's**
initiatives in favour of equal access to healthcare in 2021

100/100

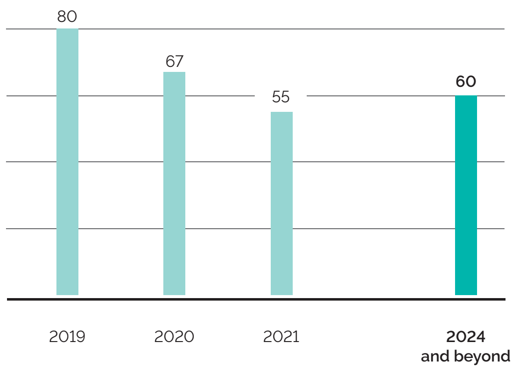
**equal pay score**
Having scored 99/100 for three consecutive years, CNP Assurances obtained the maximum score for 2021

## 1.7.4 A sustainable trajectory[(1)]

Combating climate change is a key aspect of CNP Assurances' corporate mission and the Group has pledged to make its investment portfolio carbon neutral by 2050.

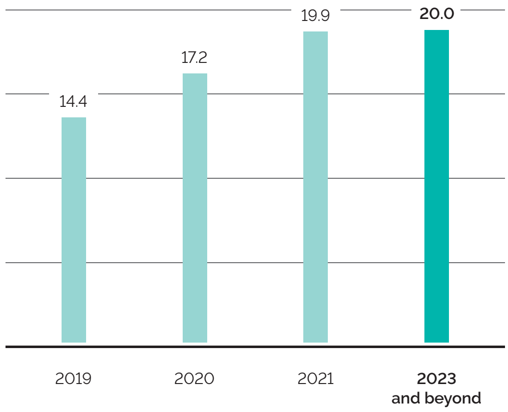
### 31% REDUCTION IN THE CARBON FOOTPRINT OF OUR EQUITY AND CORPORATE BOND PORTFOLIO SINCE 2019

(in kgeqCO /€k invested)



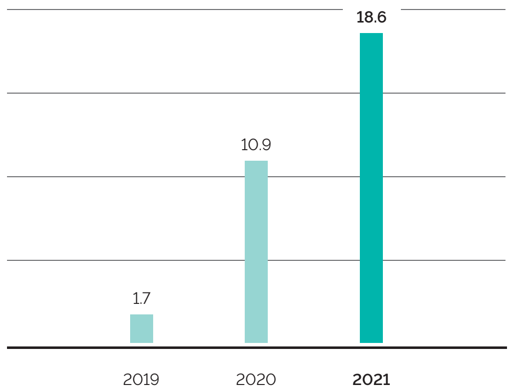

### STRONG GROWTH OF OUR INVESTMENTS GEARED TO ENERGY AND ECOLOGICAL TRANSITION

*(Portfolio in € billions)*




### SIGNIFICANT INCREASE IN INVESTMENTS IN UNIT-LINKED ASSETS WITH A SUSTAINABLE FINANCE LABEL

*(Portfolio in € billions)*




(1) *See all non-financial indicators in Chapter 5 - Corporate social responsibility*

## 1.7.5 Recognised performance

The main financial and ESG rating agencies have praised CNP Assurances' performance.

**CREDIT RATINGS ATTESTING TO CNP ASSURANCES' FINANCIAL STRENGTH**

| Fitch Ratings | Standard & Poor's | Moody's |
|---|---|---|
| Financial Strength Rating (December 2021) | Financial Strength Rating (November 2021) | Financial Strength Rating (March 2021) |
| **A+** | **A+** | **A1** |
| **Stable outlook** | **Stable outlook** | **Stable outlook** |

**ESG[1] RATINGS RECOGNISING THE QUALITY OF CNP ASSURANCES' CSR STRATEGIES:**

| MSCI | ISS ESG | V.E |
|---|---|---|
| (December 2021) | (October 2021) | (April 2021) |
| **AAA** | **B-** | **59/100** |
| **Best insurance industry rating** | **Best insurance industry rating** | **6 out of 51 insurers in Europe** |

(1) *Environmental, social and governance criteria*

## 1.8 Group organisational structure

### 1.8.1 Simplified organisation charts – Europe and Latin America[1]

THE CNP ASSURANCES GROUP IN EUROPE

Our main insurance subsidiaries **in Europe**

*wholly- or jointly-owned*

**FRANCE**

- **CNP Caution** 100%
- **Assuristance** 66%
- **MFPrévoyance** 100%
- **Arial CNP Assurances** 40%
- **CNP Retraite** 100%

**ITALY**

- **CNP UniCredit Vita** 57.50%
- **CNP Vita Assicura** 51%
- **CNP Vita Assicurazione** 100%
- **CNP Vita SCARL** 92.99%

**IRELAND**

- **CNP Europe Life** 100%
- **CNP Santander Insurance Europe** 51 %
- **CNP Santander Insurance Life** 51%
- **CNP Santander Insurance services Ireland** 51%

**CYPRUS/GREECE**

- **CNP Cyprus Insurance Holdings** 100%

**SPAIN**

- **CNP Partners** 100%

**LUXEMBOURG**

- **CNP Luxembourg** 100%

A more detailed presentation of CNP Assurances' main subsidiaries is provided in Notes 4.5 to 4.6 to the consolidated financial statements.

Shareholders' agreements signed by CNP Assurances concern Assuristance and Arial CNP Assurances, CNP Santander Insurance Europe, CNP Santander Insurance Life, CNP Santander Insurance Services Ireland, CNP UniCredit Vita and CNP Vita Assicura.

For information about CNP Assurances' risk exposures, see Notes 24 to 26 to the consolidated financial statements and the description of risk factors (see Chapter 2 of this document).

The strategic partnerships and our market positions in Latin America and Europe (excluding France) are discussed on pages 20 and 21.

(1) *Percentage of the capital and voting rights of each subsidiary held directly and indirectly*

## THE CNP ASSURANCES GROUP IN LATIN AMERICA

### Our main insurance subsidiaries **in Latin America**

*wholly- or jointly-owned*

**BRAZIL**

- **CNP Seguros Holding Brasil**
  51.75%
- **Holding XS1 (Caixa Vida e Previdência)**
  40%(1) and 51%(2)
- **XS5 Administradora de Consórcios (Caixa Consórcios)**
  25%(1) and 50.01%(2)

**ARGENTINA**

- **CNP Assurances Compañia de Seguros**
  76.47%

*(1) Percentage share capital directly and indirectly held in each subsidiary*
*(2) Percentage voting rights*

A more detailed presentation of CNP Assurances' main subsidiaries is provided in Notes 4.5 to 4.6 to the consolidated financial statements.

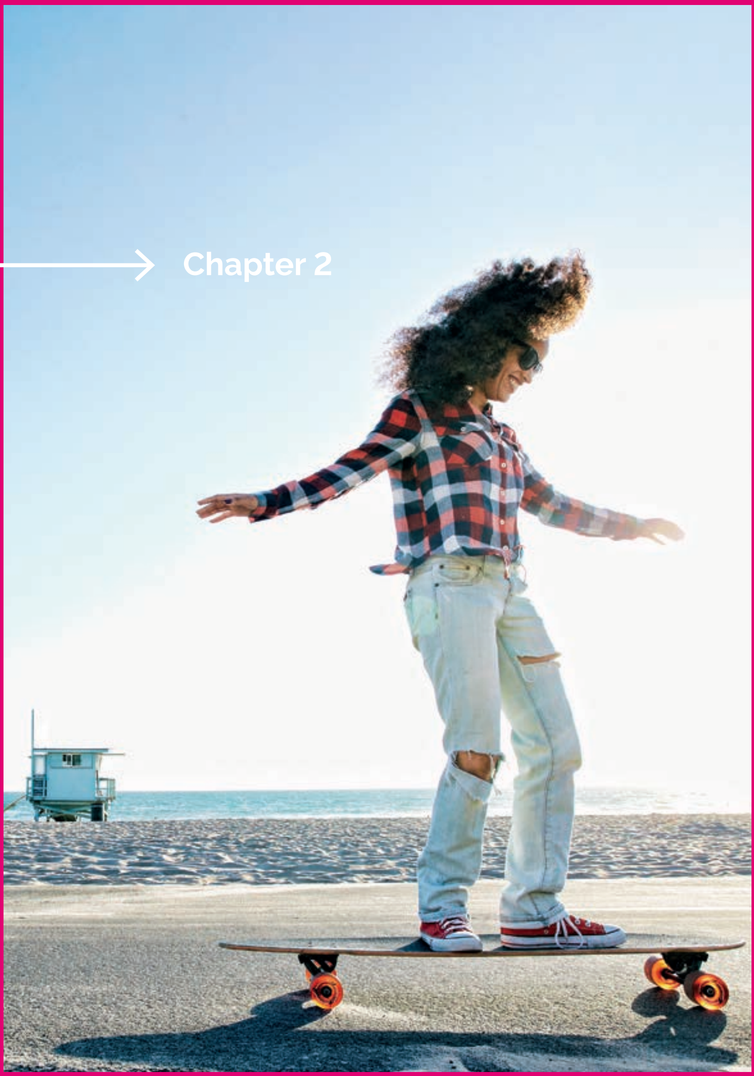
For information about CNP Assurances' risk exposures, see Notes 24 to 26 to the consolidated financial statements and the description of risk factors (Chapter 2).

The senior executives of CNP Assurances do not hold the same executive positions in the Group's main subsidiaries.

The Chairwoman of the Board, Véronique Weill, and the Chief Executive Officer, Stéphane Dedeyan, sit on the Boards of Directors of the Brazilian subsidiaries CNP Seguros Holding Brasil and Holding XS1 (Caixa Vida e Previdência). Stéphane Dedeyan is a director and vice-chairman of XS5 Administradora de Consórcios.

The strategic partnerships and our market positions in Latin America and Europe (excluding France) are discussed on pages 20 and 21.

CNP Assurances has signed shareholders' agreements concerning CNP Seguros Holding Brasil, Holding XS1, XS5 Administradora de Consórcios and CNP Assurances Compañia de Seguros.


Chapter 2

# 2

# Risk factors and Risk Management

## 2.1 Risk factors

The purpose of this section is to present the Group's main risk exposures and comply with:

- Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or for their admission to trading on a regulated market (Prospectus 3);
- Delegated Regulation (EU) 2019/980 of the European Commission dated 14 March 2019, supplementing Regulation 2017/1129 as regards the format, content, scrutiny and approval of the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market;
- ESMA guidelines on the new format for risk factors which issuers must disclose in Prospectus 3 (ESMA31-62-800).

The risks described below are inherent in the economic, competitive and regulatory environment in which the Group operates.

The main risks to which the Group is exposed are set out below.

This section discusses:

- **financial market risk factors:** interest rate risk, and equity price and yield risk;
- **credit and counterparty risk factors:** corporate or sovereign **credit and counterparty risk** and credit and counterparty concentration risk;
- **insurance underwriting risk factors**: policy surrender or cancellation risk;
- **operational risk factors**: outsourcing risk, product compliance risk, customer interaction compliance risk (financial security and AML-CFT procedures), information systems risk, data security risk and cyber risk;
- **strategic risk factors**: strategic partnership risk, country risk, regulatory risk and business model risk;
- **climate risk factors.**

Risks are discussed in declining order of importance within each category. Information about risk management processes, procedures and controls is provided below in section 2.2.

The risk assessments were carried out in 2021 as part of the annual update of the Group's risk map using three approaches:

- **Solvency Capital Requirement (SCR) as defined under the Solvency II standard formula (preferred method):** estimated impact of risk occurrence on the Group's coverage ratio;
- **Sensitivity of the solvency ratio to the assessed risk:** method used for risks not captured in the standard formula when an impact study was available;
- **Other approach:** expert judgement, based on exchanges of views and the opinion of professionals, impact studies, indicators and internal reports.

### SEVERITY ASSESSMENT

For the risks assessed using a quantitative approach, the following measurement scale was used:

| | Minor | Moderate | Major | Critical |
|---|---|---|---|---|
| Solvency II coverage ratio | < 5 pps | 5 - 10 pps | 10 - 20 pps | > 20 pps |
| Profit before tax | < €10m | €10 - €50m | €50 - €250m | > €250m |

This approach was complemented by an expert analysis taking into account the risk's frequency, as well as image, human, regulatory and legal aspects or any other relevant factor.

The residual rating (corresponding to the residual risk) is the gross rating mitigated by the corrective measures implemented by the Group to contain the risk. The residual ratings were used as the basis for selecting the risks presented in this chapter.

The risks identified as material (**Critical** or **Major** residual rating) for the Group are thus classified as follows:

| Risk family | Risk | Residual rating | Year-on-year change |
|---|---|---|---|
| **Financial market risks** | Interest rate risk | Critical | Stable |
| | Equity price and yield risk | Major | Stable |
| **Credit and counterparty risks** | Corporate and sovereign credit and counterparty risk | Major | Stable |
| | Credit and counterparty concentration risk* | Major | Stable |
| **Insurance underwriting risks** | Surrender or cancellation risk | Major | Stable |
| **Operational risks** | Outsourcing risk | Major | Stable |
| | Product and client interaction (financial security and AML-CFT) compliance risk | Major | Stable |
| | Information system, data security **and cyber** risks | Major | Stable |
| **Strategic and business risks** | Strategic partnership risk | Critical | Stable |
| | Country risk | Major | Stable |
| | Regulatory risk | Major | Stable |
| | Business model risk* | Major | Not rated in 2020 |
| **Climate change risks** | Climate change risk* | Major | Not rated in 2020 |

* *Credit and counterparty concentration risks, business model risks and climate change risks were integrated during the year with the update of the Group's risk map*

The 2021 risk ratings are fairly stable compared with 2020. Risk rating upgrades and downgrades are mainly due to more finely tuned assessments or an improved approach rather than to a change in the Group's risk profile.

The emergence of the Ukraine crisis in February 2022 is discussed in a dedicated paragraph in the country risk factor below.

## 2.1.1 Financial market risk factors

### Interest rate risk

Changes in interest rates affect the market values of financial instruments, which in turn affect CNP Assurances' income statement and/or its solvency ratios. They also have an impact on CNP Assurances' current and future profitability by affecting the terms on which funds are reinvested or financing is raised, as well as influencing the behaviour of customers who may transfer their savings to products offering a more attractive yield or exercise their contractual options.

In this low interest rate environment, interest and redemption proceeds are reinvested at a lower rate, leading to a gradual erosion of bond portfolio yields. A prolonged fall in interest rates makes contractual loading more difficult to apply to savings and pension products and exposes the insurer to a risk of lower margins, especially on traditional life insurance products. In more extreme scenarios, despite the relatively low proportion of contracts with a guaranteed yield, there is a risk that asset yields will be insufficient to cover contractually guaranteed yields, forcing the Group to use its own-funds portfolio to pay the guaranteed amount.

The low interest rate environment continued to prevail in 2021, with no real change compared to 2020. Another feature of 2021 was the steady increase in eurozone inflation (to 5% at the end of December[1]), due in particular to the relentless rise in oil prices. Central banks are likely to respond to this return of inflationary pressures by cautiously tightening their monetary policies in 2022. The 10-year OAT rate has already been increased, to 0.20% at end-2021 from -0.34% in 2020.

The solvency coverage ratio and the MCEV© (Market Consistent Embedded Value) are calculated by reference to an economic balance sheet based on the estimated fair value of liabilities and assets. In 2021, the fair value of liabilities increased at a faster rate than the fair value of assets due to (i) the significant financial guarantees included in technical reserves (excluding linked liabilities), which represent the bulk of the Group's liabilities, and (ii) the difference in duration between liabilities and the corresponding assets, with the former being longer than the latter.

A decline in the benchmark interest rates used to prepare the economic balance sheet has the effect of reducing economic own funds. A further decline in interest rates going forward would continue to reduce the Solvency II coverage ratio and the MCEV©.

In 2021, the Group had €255 billion worth of insurance and financial liabilities with a capital guarantee in France and the Europe excluding France region, representing 95% of average technical reserves excluding linked liabilities. The fixed-income portfolio (excluding unit-linked assets) represented over 80% of CNP Assurances' assets and a carrying amount (under IFRS) of nearly €280 billion.

For several years, CNP Assurances has followed a policy of setting aside a portion of the investment income generated by its investments in the policyholder surplus reserve (PSR), which could be used in periods of low interest rates. If interest rates stay low in the future, the reserve may have to be used to top up policyholder dividends. Pursuant to the government order relating to surplus funds in life insurance dated 24 December 2019, a substantial portion of the policyholder surplus reserve can be included in the calculation of the SCR coverage ratio. In addition, the Group has continued to transform the technical reserves of the savings business and to extend the duration of its fixed-income asset portfolios.

In 2021, in contrast to the previous year, financial market trends were favourable, contributing 17 points to the coverage ratio with most of the change coming from higher stock prices.

All told, a 50-basis-point decline in European interest rates would result in a 18-point reduction in the consolidated SCR coverage ratio, which stood at 217% at 31 December 2021, and a €2.7 billion reduction in the value of the Group's in-force business, as measured for MCEV© calculation purposes.

Since financial risks represent CNP Assurances' largest risk exposure, monitoring procedures for this risk were stepped up following the emergence of the Covid-19 crisis in 2020. In particular, the Group prepares the Risk Appetite Statement (RAS) required since the beginning of 2021, which formally describes the Group's appetite for the risks that it is and may be exposed to in the course of its business, currently and in the coming year. It also expresses the risk tolerance, i.e., the maximum level of risk the Group is willing to assume. The RAS is intended to cover all risks classified as major or critical at the level of the Group.

The risk of a fall in interest rates and of persistently low interest rates is considered as Critical.

### Inflation risk at the end of 2021

In the context of the Covid-19 crisis, the rapid reopening of the economy, the disruptions affecting supply chains and the steep rise in energy prices led to a surge in inflation at the end of the year (to 2.8% in France and around 5% in the eurozone). In Brazil, where the Group is also present, the inflation index (IPCA) was around 10% at the end of 2021, compared with 5% in 2020.

Price projections take into account uncertainties about the duration and intensity of the current inflationary trend. With the emergence of the Ukraine crisis in February 2022, the most likely scenario for Europe would be a sustained spike in energy prices and a surge in wheat prices, both of which could significantly increase inflation. As mentioned above, rising oil prices contributed strongly to inflation in late 2021. For this reason, inflation risk is being specifically monitored by the Group.

(1) *Estimate published on 7 January 2022 by Eurostat, the statistical office of the European Union*

In general, the Group is moderately sensitive to inflation due to its income being based mainly on insurance technical reserves and, to a lesser extent, on premium income. In France, the Group's significant policyholder surplus reserves and unrealised capital gains can be used to mitigate inflation risk by modulating policyholder dividends according to the market context and policyholders' expectations.

For this reason, the Group does not expect significant deviations from its central trajectory under any reasonable inflation scenario.

### Equity price and yield risk

Fairly significant amounts are invested in equities and equity funds as part of the Group's portfolio diversification policy. Equities represented 16% of the asset portfolio at 31 December 2021 (IFRS carrying amount of €59 billion excluding unit-linked portfolios). More than 78% of the total consists of listed equities, with the balance made up of private equity and infrastructure investments. The IFRS carrying amount of equities in unit-linked assets was €1.8 billion at 31 December 2021.

Unfavourable changes in stock market parameters (price, volatility, etc.) represent a risk of loss for the Company.

The consequences of the Covid-19 crisis on the markets can be seen at different levels:

- impact on the income statement due, in particular, to the decline in dividend income;
- impact on shareholders' equity, due to the negative effect of measuring equities in the available-for-sale portfolio at fair value through other comprehensive income;
- impact on the solvency coverage ratio, due to the adverse effect of negative fair value adjustments recorded in the economic balance sheet.

CNP Assurances is sensitive to two types of risk:

(i) the risk of a decrease in dividend income, primarily affecting the IFRS income statement by leading to a reduction in revenue;

(ii) a risk related to the decline in the market value of equities, which could have an impact at several levels:

(a) a decrease in the Solvency II coverage ratio,

(b) a decrease in equity under IFRS (a 10% decline in equity prices would reduce equity by €484.8 million),

(c) a significant and prolonged decline in equities markets could have an additional income statement impact resulting from the recognition of a liquidity risk reserve and impairment provision.

The Covid-19-related financial crisis continued in 2021, but the financial markets recovered strongly, with the CAC 40 index gaining 29% over the year. This rebound was mainly attributable to the economic stimulus provided by the reopening of some economies following vaccination campaigns, various support measures from central banks, and fiscal stimulus policies.

In 2021, with the situation in the financial markets brighter than in 2020, revenue from the own-funds portfolio amounted to €840 million.

A 25% fall in equity prices would not have any effect on the consolidated SCR coverage ratio (217% at 31 December 2021), due to the high level of stock market indices, the stock of capital gains in the portfolio and the expanded equity risk hedging programme. However, a 25% fall in equity prices would lead to a €2.2 billion reduction in the value of in-force business, as measured for MCEV© calculation purposes.

CNP Assurances has a long-standing hedging programme designed notably to limit the impact of a fall in equity prices. The cumulative notional amount of options outstanding at 31 December 2021 was €17.1 billion. The equities portfolio hedging strategy was reinforced in 2020, affording greater protection to IFRS investment income and capital gains on the portfolios. The notional amount of options protecting against a fall in equity prices was €7.9 billion at 31 December 2021.

For the reasons explained above, the Group's exposure to the risk of a fall in equity prices is considered as **Major**.

## 2.1.2 Credit and counterparty concentration risk

### Corporate or sovereign credit and counterparty risk

Credit and counterparty risk includes the risk of default by the counterparty, whether a private company or a sovereign issuer, i.e., the risk of loss related to the characteristics of the counterparty.

#### Sovereign debt and equivalent

During periods of increased government borrowing, there may be growing concern about the ability of certain sovereign issuers to continue to service their debt, leading to investor distrust of the corresponding bonds and significantly wider spreads. In extreme situations, CNP Assurances may be faced with an actual default or a debt restructuring and have to take a significant haircut on the securities in question.

The Group holds significant portfolios of French and other European government bonds and is naturally sensitive to any widening of sovereign debt spreads in the main Eurozone countries that are considered to be relatively exposed. A wave of surrenders could oblige us to sell part of the government bond portfolio and if spreads widen, the sales could generate losses which could in turn impact the Group's own funds.

Following the improved economic situation resulting from the rebound in demand and consumer spending, and the central banks' decision to pursue their asset purchases, spreads remained particularly tight throughout 2021.

If sovereign spreads were to widen by 50 points, this would result in an 11-point reduction in the consolidated SCR coverage ratio, which stood at 217% at 31 December 2021.

Default risk can also be measured by the spread and counterparty risk SCRs, representing an impact of 28 points and 7 points respectively at 31 December 2021.

### Corporate bonds

The credit risk on a bond is the risk of partial or total issuer default and also by extension an increase in the bond portfolio's credit spread. The credit spread is the risk premium, namely the difference between the yield on a bond and that on a risk-free government bond with the same characteristics. Credit spreads vary according to investor perceptions of the credit risk represented by the issuer.

As a long-term investor, CNP Assurances Group held over €85 billion worth of corporate bonds (based on market values) representing more than 47% of the total bond portfolio (excluding unit-linked portfolios) at 31 December 2021. It is exposed to the risk of a change in credit spread on these bonds.

This risk depends on the health of the issuer's balance sheet and its credit quality. Out of the total corporate bond portfolio, 70% are rated A or higher and non-investment grade bonds (rated BBB) account for 27% (based on market values). Bonds issued by banks account for 42% of the total and the balance of the portfolio is invested in bonds issued by companies operating in a wide range of industries and sectors.

In 2021, there were no significant rating downgrades in the credit portfolio. Thanks to the post-lockdown economic rebound, CNP Assurances' exposure to issuers in the sectors considered most at risk since the Covid-19 crisis remained very moderate.

Nonetheless, to measure the impact of credit risk more accurately, a new sensitivity test was introduced in 2020, analysing sensitivity to a one-notch rating downgrade for 20% of the bond portfolio. At 31 December 2021, a rating downgrade for 20% of the portfolio would result in a limited 3-point reduction in the SCR coverage ratio.

The spread risk component of the hedging programme was maintained in 2021.

At 31 December 2021, the notional amount of hedges to protect the fixed-income portfolio against an increase in corporate spreads was €1.3 billion.

All told, in light of these parameters, the Group's exposure to sovereign counterparty risk is considered as **Major**.

## Credit and counterparty concentration risk

This risk arises from large individual exposures or from significant exposures to a group of counterparties considered as a single beneficiary or from significant exposures to counterparties operating in the same industry or geographical area.

The Group has a significant investment in sovereign debt, which represented 34% of insurance assets excluding unit-linked assets at the end of 2021. The majority of the investments are made in relatively stable regions: 53% in France and 17% in Europe (countries with a rating between AAA and A).

Concentration risk is considered **Major** for the Group but is mitigated by the existence of a framework defined in the Risk Appetite Statement, which imposes precise limits on geographical and industry concentrations. This framework is supplemented by concentration limits by group of issuers, defined for investment risk management purposes.

# 2.1.3 Insurance business risk factors

## Surrender or cancellation risk

Surrender risk is defined as the loss or adverse change in the value of insurance liabilities resulting from a change in policyholder surrender behaviour.

Non unit-linked contracts include a surrender option for a contractually fixed amount. Surrender rates depend on how the financial markets perform, the yield offered by other competing financial products, policyholder behaviour and their confidence in the Group, and the tax rules applicable to investments in life insurance products.

For group pensions contracts, surrender risk corresponds primarily to the risk of the policy being transferred by the customer to another insurer. The PACTE law that came into effect in 2019 requires insurers to include a clause in their policies allowing for this.

For France alone, average technical reserves for the Savings/Pensions business represent €281 billion and CNP Assurances is therefore exposed to a significant surrender risk. High surrender rates could have a significant adverse effect on the Group's earnings or solvency ratios in certain unfavourable environments.

In term creditor insurance, surrender risk includes the risk of a contract being surrendered due to the early repayment or renegotiation of the underlying loan (which is more likely in a period of falling interest rates) or the loan's cancellation. An unexpectedly high surrender rate would modify the average contract duration and could adversely affect the business's profitability. As France's leading provider of term creditor insurance[1], the Group has significant exposure to cancellation risk, which could have a material impact on consolidated earnings.

At the level of the Group's subsidiaries, this risk is considered as "Major" in Italy given the dominance of the savings business, as well as in Brazil for pension products, due to the risk of contracts being transferred to competitors. In Brazil, death/disability insurance products and products associated with home loans and consumer finance also give rise to a significant cancellation risk.

No material change in surrender rates was observed in 2021 and although there was a slight increase in term creditor insurance surrenders in France and Italy it was fairly limited compared to the average increase over the last five years.

(1) *Argus de l'Assurance "Classification of term creditor insurance: bancassurers (2020 data, in €m)", September 2021, based on premium income before reinsurance in France*

In Brazil, surrender rates also increased, mirroring the trend observed in the market as a whole in the second and third quarters, due to declining yields on fixed income securities leading to a loss of attractiveness.

More generally, surrender risk is linked to policyholder behaviour, which by definition is highly uncertain and partly dependent on external factors. The Group's exposure to surrender risk is therefore considered as **Major**.

## 2.1.4 Operational risk factors

### Outsourcing risk

CNP Assurances' business model makes extensive use of outsourcing as defined in Solvency II. Activities delegated to partners or outsourced to service providers include:

- certain insurance transactions (delegated to our individual insurance partners in France);
- part of the policy and/or claims administration activities of CNP Santander Insurance in particular, and part of the policy administration activities of the Brazilian subsidiary;
- asset management activities, for a significant proportion of the asset portfolios in France or in Italy (outsourced by CNP UniCredit Vita);
- information systems management, outsourced by CNP Santander Insurance in particular, but also part of the Group's information systems management activities in France;
- certain key functions of the less material subsidiaries (for example, CNP Luxembourg for internal audit only, with other key functions performed internally).

The main risks associated with the use of subcontractors concern the quality and conformity of the outsourced activities, regulatory compliance – especially regulations concerning illegal subcontracting and undeclared labour – dependence, loss of know-how, money laundering, financing of terrorism, bribery and corruption, conflicts of interest, compliance with economic and financial sanctions, fraud and compliance with data protection regulations.

An outsourcing policy is in place to improve employee understanding, monitoring and control of the related risks.

Currently, the main outsourced critical and important activities are in the areas of policy administration (policy administration, customer relationship management and archiving), asset management and information systems management.

Since 2019, the Outsourcing Management department has bolstered the cross-functional system by updating the subcontractor map and systematically looking for back-up solutions at Group level.

The Outsourcing Control unit in the Internal Audit department helps to strengthen the operational controls carried out by the subcontractors, as well as compliance and other controls.

In 2021, the system of controls over outsourcing activities was strengthened by deploying targeted controls on critical or important activities. In line with the guidance issued by EIOPA, a register of cloud service providers has been created, a dedicated security assurance plan has been drawn up and the standard clauses included in cloud service contracts have been updated.

The Group's exposure to outsourcing risk is considered as **Major**.

### Product and client interaction (financial security and AML-CFT) compliance risk

Product compliance risk relates to risk that could prevent the Company from fulfilling its regulatory obligations or complying with internal standards in its relations with policyholders.

Several aspects of the regulatory framework governing insurance activities have been changed. Many new regulations have been introduced to improve policyholder protection, including the Packaged Retail and Insurance-based Investment Products (PRIIPs) regulation that came into effect in January 2018, the Insurance Distribution directive (IDD) that came into effect in October 2018 and the General Data Protection Regulation (GDPR).

The new regulations expose the Group to compliance risks due to its broad range of businesses, in an environment shaped by the digitalisation of policyholder relationships and the increased focus on unit-linked sales, which are also a source of changing risks.

Under the Group's business model in France, it generally falls to the distribution partner to present life insurance operations to customers, although responsibility for these presentations lies with the insurer. The products offered by the Group and the contractual and marketing documents presented to customers must be legally watertight and provide policyholders (or insureds) with clear information about the content and scope of the purchased cover or the insurance proposal.

In response to the Covid-19 crisis and in line with its efforts to modernise its processes, CNP Assurances has developed a system of electronic signatures with its partners.

No events were reported in relation to the Covid-19 crisis in 2021 that could prevent the Group from fulfilling its obligations.

Combating money laundering and the financing of terrorism (AML-CFT) and ensuring compliance with economic and financial sanctions (AML-CFT) are a constant concern for the Group. The Group's business model, in which many transactions are performed by partners, has shaped the related controls. When the commercial relationship is managed by the distribution partner, the partner plays an essential role in performing know-your-customer procedures initially and at regular intervals throughout the customer relationship. The tasks performed by partners on the Group's behalf are described in the distribution agreements between CNP Assurances and its partners.

CNP Assurances was fined €8 million in 2018 due to failings in its AML-CFT procedures, and fined €40 million in 2014 after being found not to have made sufficient effort to trace the beneficiaries of unclaimed life insurance settlements. Since then, action has been taken to strengthen its controls in these areas. The code of conduct "C@pEthic" and a group-level anti-bribery and corruption (ABC) risk map have been set up in application of the Sapin II anti-corruption law, affirming CNP Assurances' zero-tolerance policy concerning acts of bribery and corruption and influence peddling.

For the reasons explained above, CNP Assurances' exposure to compliance risk is considered as **Major**.

## Information system, data security and cyber risks

Cyber risk is any risk of financial loss, business interruption or damage to the Company's reputation due to an information systems (IS) failure. CNP Assurances monitors cyber risk continuously, and coverage of this risk is regularly challenged by a dedicated team of experts in order to adapt with agility to a shifting environment.

The Group's operational and sales activities are all reliant on its information system. Information system incidents are generally the main cause of operating incidents.

The Group must be capable of adapting to a constantly changing environment and increasingly frequent cyber-attacks.

Information system risks include systems security risks, software malfunction risks and data protection risks (covering the disclosure, alteration or destruction of sensitive data). Instances of system downtime or failure or processing delays could lead to losses and may also damage the Group's image among customers. Granting access to the systems to certain partners and outside contractors exposes the Group to risks of intrusion and malicious acts that could result in the disclosure of sensitive data. An information systems security management process has been deployed and a Chief Systems Security Officer (CSSO) has been appointed.

More than 60 security audits have been conducted among partners and subsidiaries, followed by audits to check that corrective action has been duly taken where necessary. The audit campaign focused primarily on critical subcontractors; it will be rolled out to other subcontractors over the next few years. It is backed up by external scoring tools.

Several initiatives have been launched, such as mandatory training and phishing campaigns measuring individual developments. The cyber-risk management system was recently enhanced, with the adoption of new preventive measures (infrastructure specifically designed to prevent "denial of service" attacks, roll-out of the self-care mechanism, data anonymity, encryption of audio communications, improved workstation security, stricter access controls for sensitive networks, definition of cyber-policies, management, etc.).

Security weaknesses have been detected in subsidiaries' information systems, particularly in Brazil, but are being rapidly resolved following audit recommendations issued by the registered office and the improved efficiency of local teams.

Given the increase in cyber-crime and the widespread roll-out of working from home arrangements since March 2020, intruder risk in CNP Assurances' systems remains a major source of concern. In response to this risk, the necessary preventive measures have been deployed at group level. These include:

- strengthening the security of mail servers, using the latest versions of standards and protocols available on the market;
- improving ActiveDirectory protections by implementing the solution recommended by France's IS security agency, ANSSI. The ActiveDirectory is the central component of any organisation, making it the preferred target of any hacker attempting to access the entire information system. Its protection therefore plays a major role in information systems security;
- rolling out to the whole organisation the EBIOS Risk Manager method recommended by ANSSI for risk analyses.

Bimonthly reports have been introduced to keep the business units and corporate departments up to date about the maturity of their application security. In addition, an independent audit was carried out in 2021 to assess the maturity of the Group's systems security. The audit identified the main strengths in this area but also the areas for improvement, particularly affecting the Group's smaller entities.

As a life insurer that holds insureds' medical data, the Group is heavily exposed to the risk of personal data breaches due to the large volume of information on policies and policyholders that is processed automatically or manually. A cross-functional compliance project was carried out within the Group in preparation for the application of the new General Data Protection Regulation (GDPR).

In terms of organisation and governance, information systems risk is monitored at the highest level of the Group and is integrated into its general risk management policy. The system includes:

- the Information Systems Security Committee, which comprises the Chief Systems Security Officer, the Group Administrative Officer and the Chief Risk Officer. Meetings of the Committee are held at monthly intervals and are led by the CSSO. Its main tasks are to review the latest key risk indicators, discuss the main events during the month in terms of systems security and agree on the decisions to be taken;
- the Group Risk Committee, chaired by the Chief Executive Officer and made up of members of the Executive Committee. The agendas of its meetings are set by the Group Risk Management Department and cover all the key events relating to IS risk;
- annual (or more frequent) presentations of systems security reports to the boards of directors of all Group entities;
- inclusion of systems security risks in the operational risk section of the quarterly risk reports produced by the Group Risk department and presented to the Group's Executive Committee and Audit and Risk Committee. The report is also sent to the La Banque Postale Group's Risk Management department;
- organisation of a CSSO community at Group level, composed of the subsidiaries' chief systems security officers;
- inclusion of systems security risk in the Group's operational risk and internal control policies.

In all, information system risks are considered as **Major** at Group level.

## 2.1.5 Risk factors linked to strategy

### Partnership risk

This risk is defined as the risk of loss of revenue from a partnership (for example, due to termination or refocusing), including the risk of renewal on unfavourable terms, and the risk of a partnership adversely affecting the Group's results or resulting in the recognition of an impairment loss on goodwill or other intangible assets.

CNP Assurances enters into various strategic partnerships, directly or through subsidiaries, to strengthen its presence in certain markets. These partnerships represent a means of sharing the business and financial risk with the partners concerned. They may simply be commercial arrangements, such as a distribution agreement, or involve the investment of capital in a joint subsidiary.

Integrating these partnerships or joint subsidiaries into the Group can sometimes take longer, be more difficult and require bigger teams of employees and managers than originally expected, and this may negatively affect consolidated earnings. The constantly evolving nature of the business means that there is always some uncertainty about the future financial performance of acquirees or partners compared with the business plans on which the original investment decision was based. Underperformance may result in impairment losses being recognised on goodwill or other intangible assets, with an adverse effect on the Group's financial position.

It may be necessary to rethink a partnership in the event of changes to the project itself, the local political and economic situation, the partner's own financial situation, or because of a disagreement between partners.

The bancassurance model relies on the continued implementation of its partnership agreements and their renewal. For this reason, CNP Assurances pays close attention to the imminent expiry of its strategic partnerships and the risk that they will not be renewed.

In order to limit these risks, strategic partnerships are integrated into the risk management and monitoring systems. This ensures that their performance is monitored and that the partnership is refocused if - and to the extent - necessary, with the participation of the distribution partner as appropriate. Other risk-mitigating actions include establishing a high quality governance system when the partnership is set up, notably by appointing members of the entity's existing management to the new governance bodies, and including an earn-out clause in the partnership agreement to ensure that the partners have a shared interest in meeting the business plan objectives.

In 2021, over three-quarters of the Group's premium income (on an IFRS basis) was generated through its five main distribution partners (La Banque Postale for 25%, BPCE for 19%, Caixa Seguridade for 20%, Banco UniCredit for 10% and Banco Santander for 3%).

Highlights of the Group's international and domestic development in 2021 included:

- **Securing the partnership in Brazil**, with the finalisation on 30 March 2021 of the new partnership arrangements agreed in August 2020 between CNP Assurances and Caixa Seguridade. These arrangements concern distribution of consórcios products in the CEF network, as authorised by the Brazilian Central Bank (BACEN) on 29 July 2021;
- **Expanding CNP Assurances' presence in Italy**, with the acquisition on 1 December 2021 of Aviva's Italian life insurance business – 51% of CNP Vita Assicura (ex Aviva S.p.A.), a joint venture that is 49%-owned by Banco UniCredit, and 100% of CNP Vita Assicurazione (ex Aviva Life S.p.A). The acquisition has enabled CNP Assurances to double its market share in this country.

  The transaction also deepens the partnership between CNP Assurances and UniCredit S.p.A. through CNP Vita Assicura S.p.A. (joint-venture 49%-owned by our banking partner), alongside their existing partnership through CNP UniCredit Vita S.p.A.
- **Strengthening the Group's position in France**, notably through:
  - deeper industrial partnerships between La Banque Postale and the BPCE group, notably leading to the planned extension until 2035 of the savings and personal risk distribution agreements between CNP Assurances and BPCE, currently in force until 2030.

    This project is part of La Banque Postale's plan to buy out BPCE's 16.1% stake in CNP Assurances, completed in December 2021, and to file a simplified tender offer for the 21.1% of CNP Assurances' capital not already held.

    The project will reinforce CNP Assurances' ties with La Banque Postale, which will become its sole shareholder. It will enable the Group to reaffirm its growth strategy based on a full-service, multi-partner and international insurance model serving all its partners and customers.
  - the buyout of the minority interests in MF Prévoyance in July 2021, making CNP Assurances the sole shareholder of this subsidiary.

The Group's business model depends to a considerable extent on the continuation of its existing partnerships and ability to establish new ones. Its exposure to partnership risk is therefore rated as **Critical**.

## Country risk

Country risk is the risk of loss due to political, economic or social factors in a host country, or to local regulations and controls.

The Group has operations in many countries, in Europe and Latin America. The sustainability and development of its businesses depend in part on these countries' economic health and political stability.

More specifically, the financial viability of certain businesses may depend on local regulations and government commitments in the Group's host countries, especially in cases where insurers are called on to advance funds on behalf of the State. Regulatory changes (for example, the statutory increases in life annuities introduced in 2017) or a government decision to renege on its commitments may lead to litigation, with a significant adverse effect on the Group's earnings if the courts rule against the Group. This could be the case in Brazil, where Caixa Seguradora has advanced funds on behalf of the State under the local administered insurance system.

The Group is bound by local regulations and is also subject to audits carried out by the competent local authorities. In Brazil, for example, any dividends paid to CNP Assurances must be approved by the Brazilian Central Bank and brokerage activities carried out by Wiz Soluções e Corretagem de Seguros (a Group company in which CNP Seguros Holding Brasil S.A. holds a 25% minority stake), listed on BOVESPA (Brazil's São Paulo stock market), are supervised by the Brazilian Securities Commission (CVM), the equivalent of the AMF in France.

CNP Assurances has large subsidiaries in Brazil and Italy (accounting for 20% and 10% of consolidated premium income respectively in 2021). France remains CNP Assurances' largest market, accounting for over 60% of premium income in 2021.

### Close-up on France

France is the country where CNP Assurances' headquarters are located and it accounts for nearly 82% of CNP Assurances' consolidated solvency capital requirement. It is considered a low-risk country[1] by the various country risk rating agencies, a view that is confirmed by the country's relatively positive metrics at the end of 2021. The economy rebounded strongly in the second half of the year, thanks in particular to accelerated implementation of the vaccination campaign during the summer and the easing of certain Covid-19 restrictions.

France's economy is among the most stable in the eurozone and the growth outlook is better than that of Germany. The recovery is expected to be driven by rising domestic demand and supported by the rapid and effective implementation of stimulus and investment plans. Like other developed countries, France has a fairly significant untapped growth reserve in the shape of the "excess" savings accumulated by French households since the beginning of the crisis.

Although inflation is rising due mainly to higher energy prices, it is below the European average. However, the political and social climate in France is a factor of uncertainty in the run-up to the presidential elections scheduled for May 2022.

For CNP Assurances, the government's decision to create a major state-owned financial group, leading to the integration of CNP Assurances into the La Banque Postale Group, has opened up promising opportunities.

### Close-up on Italy

As of end-2021, Italy had recorded some 139,000 Covid-19-related deaths, slightly more than France (around 129,000)[2] with a smaller but older population. The pandemic situation is improving, due to the success of the vaccination campaign; more than 90% of the population aged 50 or older had been fully vaccinated by the end of the year.

The Italian economy expanded rapidly in 2021. Under the impetus of the government led by Mario Draghi and supported by the European recovery plan, the growth and investment outlook for 2022 is good. The government is expected to stick to its expansionary fiscal policy and economic activity should gradually return to normal, helping to drive a forecast growth rate of almost 4.6%. Inflation is rising, largely driven by the surge in energy prices.

Lastly, the country is benefiting from a revival of consumer confidence and private investment should remain dynamic.

As of end-2021, the Euler Hermès country risk rating for Italy was moderate.

*(1) Euler Hermès country ratings*

*(2) Statistics compiled by the European Centre for Disease Prevention and Control (https://www.ecdc.europa.eu/en/geographical-distribution-2019-ncov-cases)*

### Close-up on Brazil

By the end of 2021, Brazil had recorded close to 620,000[1] Covid-19-related deaths since the start of the pandemic, making it the second worst affected country in the world after the United States. Nevertheless, by the end of November the pandemic situation had improved, with a sharp rise in the vaccination rate (as of mid-November, some 60% of the population had been fully vaccinated) helping to drive a steady reduction in Covid-19 deaths.

However, the political climate remains tense in the run-up to the presidential elections scheduled for October 2022, with the president facing severe criticism from the population for his handling of the crisis.

On the economic and financial front, accelerating inflation is hampering the recovery of trade. Consumer and business confidence has been dented by Brazilians' declining purchasing power and rising interest rates, slowing the rebound in domestic demand. Uncertainty about government policies and the increased fiscal risk are also weighing on the exchange rate, driving up imported inflation.

The growth outlook is fairly poor and any improvement is dependent on a recovery of the labour market and the government's ability to bring inflation back under control[2].

As of end-2021, Brazil was still rated high risk by Euler Hermès.

In light of the points discussed above, the Group's exposure to country risk is considered as **Major**.

### Update on the Ukraine crisis of February 2022

Russian aggression against Ukraine, which began on 24 February 2022 with the invasion of Russian troops into Ukrainian territory, has created a climate of significant global instability. To date, there is no visibility as to the outcome of the crisis.

For all economic players and the countries involved in this crisis, the conflict represents a systemic risk that exacerbates specific risks already identified. Depending on the duration of the conflict and its outcome, the inflationary risk could be aggravated by a sharp rise in energy prices (oil and gas in particular), as well as by a shortage of cereals. Central banks will try to control the inflationary risk by modulating interest rates while avoiding the stagflation trap.

The cyber threat is expected to intensify. It was already considered the "number one" risk threatening the insurance sector (see 2022 prospective insurance risk map, France Assureurs), and it will remain so. For several years, the CNP Assurances group has been investing and working to strengthen its risk management system and boost its resilience in France and globally. Because of its current business model, CNP Assurances is less exposed than its peers that are not only insurers but also widely-known distributors to the retail market.

The country risk in CNP Assurances' host regions is rising due to political and economic tensions. There has been a significant increase for France and Italy in particular, as member states of the European Union which is providing strong support to Ukraine, while there has been a moderate increase for Brazil due to its distance and relative neutrality with regard to the conflict. CNP Assurances has not identified any specific risks arising from sanctions against Russian individuals or entities. On the one hand, CNP Assurances has simply adopted the sanctions decided by the European Union and taken the same steps as other economic players in the Union. On the other hand, CNP Assurances has no particular exposure to Russia and its nationals. Only its Cypriot subsidiary has some insurance policies purchased by Russian nationals. Following verification, these policyholders are not concerned by the sanctions.

To date, the impact on credit and counterparty risk is minimal, due to very limited direct and indirect exposure to Russia and Ukraine. The issuers most exposed to the crisis (energy companies and banks) are being constantly monitored, with no issues reported to date.

Together with its shareholder La Banque Postale, CNP Assurances is fully mobilised to face the current crisis with confidence, in the best interests of its stakeholders.

## Regulatory risk

Regulatory risk is the risk of a future change in regulations, including industry practices, and the introduction of new regulations that may have an adverse effect on a company's business model or involve costly adaptation of the Company's information systems.

The introduction of new regulations in Europe or the Group's other host countries could prove both complex and costly for the Group. Many different activities may be concerned by the change, information systems may have to be adapted and significant costs may have to be incurred for staff training and on-the-job learning to ensure compliance with the new regulatory framework. In recent years, for example, the Group has had to implement major projects to comply with the new General Data Protection regulation (GDPR), the Insurance Distribution directive (IDD), the PACTE and Sapin II laws and successive European directives dealing with money laundering and the financing of terrorism (AML-CFT).

In addition, new regulations may be adopted that affect CNP Assurances' business model. New accounting standards IFRS 17, which is due to come into effect in 2023, and IFRS 9, could change the presentation of the business indicators published each quarter and impact CNP Assurances' investment strategy. Similarly, the Solvency II review could lead to a decrease in the consolidated solvency ratio. Lastly, if adopted, the proposed capping of life insurance commission rates in Germany and Poland, effective from 2022, risks having a significant adverse effect on CNP Santander Insurance's business in these countries.

(1) *Statistics compiled by the European Centre for Disease Prevention and Control (https://www.ecdc.europa.eu/en/geographical-distribution-2019-ncov-cases)*

(2) *OECD Economic Outlook (by country) 2021 Volumes Number 2: preliminary version*

Regulatory changes covering prudential, accounting, compliance, legal and tax issues, as well as ESG risks, are specifically monitored through the quarterly risk reports, which are presented to the Group's Executive Committee and communicated to the La Banque Postale Group's Risk Management department. CNP Assurances and its subsidiaries also actively monitor the issues discussed above, to ensure that regulatory changes are foreseen and applied on a timely basis.

All told, the Group's exposure to regulatory risk is considered as **Major**.

## Business model risk

Business model risk is the risk to the Company's financial or business model.

A sustainable business model is one that satisfies all stakeholders, generates sufficient profit over the long term to fund the Company's solvency capital requirements and business development plans, and ensures that risks are controlled to an appropriate extent.

At end-2021, the Group's gross exposure to business model risk can be considered as Critical due to the challenges of transforming technical reserves and tilting the business model more in favour of the personal risk/protection business.

Business model risk is monitored in detail via the ORSA (Own Risk and Solvency Assessment) solvency capital projections. Action is taken when the projected solvency ratio reaches the alert threshold.

The Group's residual exposure to business model risk is considered as **Major**.

# 2.1.6 Climate risk factors

CNP Assurances is exposed to climate risks through its investing activity, insurance activity and internal operations.

These risks may take several different forms:

- **physical risks**, i.e., risks resulting from damage caused directly by climate phenomena;
- **transition risks**, i.e., risks resulting from the effects of deploying a low-carbon business model. Climate risk includes regulatory risk (risk of a change in government policies such as a ban or restrictions on certain activities, for example through the imposition of quotas; introduction of carbon taxes, fines, environmental levies or other new tax measures), technological risk (risks resulting from the introduction of innovations or disruptive technologies that help combat climate change), market risk (changes in the balance of corporate and consumer supply and demand), liability risk (increase in claims and litigation) and reputational risk (changed perception of a company by customers and stakeholders).

Responding to the compelling need to reduce the current and future effects of climate change, the Group set up a Climate Risk Committee in 2019. The committee meets each quarter to review the roadmap to be implemented to manage climate risks across all aspects of the business. Its members include representatives of the General Secretariat, the Risk department, the Investment department, the Technical and Innovation department and the CSR department. Since 2021, the remit of Climate Risk Committee has been extended to include monitoring the progress of subsidiaries' work on climate risk management.

## Physical risk

Several studies on the physical risks associated with the investment portfolio have highlighted the exposure of certain countries, companies, buildings or forests to various climate hazards. CNP Assurances' objective, based on the studies and data currently available, is to limit this exposure through appropriate investment decisions. It will nonetheless be important to regularly measure the investment portfolio's exposure and vulnerability to various climate risks in the coming decades as accurately as possible, based on different global warming scenarios.

CNP Assurances' business consists mainly of writing personal insurance and the risks associated with the effects of climate change primarily concern mortality and morbidity rates. This aspect is taken into account in the measurement and management of underwriting risks, especially mortality and morbidity risks covered by death/disability contracts and term creditor insurance.

In 2019, the Group performed an initial measurement of the potential consequences of physical risks on its insurance liabilities by simulating the effects of higher-than-expected mortality rates due to climate change on all of its businesses. The exposure of the Group's liabilities to climate risk has been mapped since 2020.

As part of the process, the Group volunteered to take part in the 2020 climate stress test exercise conducted by the ACPR and Banque de France. This stress test covered different transition scenarios. For personal insurers like CNP Assurances, the unfavourable scenario of a sharp rise in temperatures would lead to a heightened incidence of claims due to an increase in pollution and vector-borne diseases affecting:

- death benefits under death/disability and term creditor insurance policies;
- loss of income payments under death/disability and term creditor insurance policies;
- coverage of medical costs under health insurance policies.

The exercise served to quantify the Group's exposure to the climate scenarios proposed by the ACPR, particularly the potential increase in death/disability and term creditor insurance claims. It also highlighted the resilience of the Group's liabilities in the face of climate risk. The potential increase in loss ratios caused by the occurrence of physical risk could be offset to some extent by an increase in premium rates for death/disability and term creditor insurance policies. Moreover, the Group's exposure to mortality risk through its death/disability and term creditor insurance policies is partly offset by its exposure to longevity risk through its pension contracts.

When renewing its reinsurance coverage each year, the Group is also exposed to various climate risks, including the risk of an increase in the price of reinsurance and/or a decrease in the availability of natural disaster cover, or a mismatch between the duration of the reinsurance cover – generally one year – and that of the insurance cover which may extend over several years.

The Group's offices and employees are located in countries (75% in Europe and 25% in Latin America) which, due to their level of development, are not considered as being the most vulnerable to climate events likely to severely disrupt their operations. It will nonetheless be important to reliably measure the exposure and vulnerability of production resources to various climate risks in the coming decades, based on different global warming scenarios.

## Transition risk

In 2015, CNP Assurances demonstrated its support for the energy transition by adopting a low carbon strategy for its investment portfolio, and in 2019, it joined the Net-Zero Asset Owner Alliance and committed to ensuring that its investment portfolio is carbon neutral by 2050. To get on track to meet this objective, in 2021 the Group set ambitious new targets for 2025 in line with current scientific knowledge. They included reducing the carbon footprint (scopes 1 and 2) of its directly held equity and corporate bond portfolio by a further 25% between 2019 and 2024 and the carbon footprint (scopes 1 and 2) of its directly held real estate portfolio by an additional 10% over the same period.

To limit the risk of assets being overlooked in the investment portfolio, in 2020, a plan was drawn up to banish from the portfolio all thermal coal sector investments in the European Union and OECD countries by 2030, and in the rest of the world by 2040. Alongside these commitments, in 2021 a policy was adopted that restricts investments in unconventional oil and gas.

The Group's insurance business may be adversely affected by various transition risks, including:

- changes in customers' savings behaviour (changes in the savings rate or surrender rate) affecting the net inflow of new money into pension savings contracts;
- the introduction of stricter environmental regulations that could disrupt the housing market or household incomes, with an adverse effect on the term creditor insurance business and loan guarantee business.

For more detailed information, see section 5.3.4.1 "Fight climate change" of the Universal Registration Document.

All told, CNP Assurances' exposure to climate risk is considered as **Major**.

# 2.2 Internal control and risk management procedures

The Solvency and Financial Condition Report (SFCR) available on the CNP Assurances website, www.cnp.fr, includes a detailed description of the Group's governance (notably, section B3 – Risk management and section B5.1 – Internal control system). Section C of the SFCR presents the Group's risk profile and includes a description of the system for managing each material risk.

The additional information provided below concerns procedures for the preparation and processing of accounting and financial information.

## 2.2.1 Assessment of underwriting results

Technical reserves are determined by the Technical and Innovation department whose activities include calculating the Group's insurance indicators using different standards (MCEV©, French GAAP, IFRS and Solvency II).

Concerning preparation of the separate and consolidated financial statements and the Group's financial communications, the Technical and Innovation department has specific responsibility for:

- calculating policyholder dividend rates for all individual policies and pension products in France;
- determining technical reserves in France;
- coordinating the subsidiaries' calculation of technical reserves;
- checking compliance with certain accounting principles applicable to the consolidated financial statements (including the performance of liability adequacy tests and impairment tests on intangible insurance assets).

Internal controls have been established to provide assurance concerning:

- compliance with the Group's reporting deadlines for financial communication purposes;
- information consistency;
- updating of contractual and financial data underlying the reserve calculations;
- compliance of the work performed with current regulations and the Group's accounting principles and policies.

The Technical and Innovation department also assesses the profitability and value of the insurance books, particularly for the purpose of intangible asset impairment tests and Value of In-Force business (VIB) calculations, as well as for development projects. The reason for this is that technical items in the financial statements include contractual customer relationships – corresponding to the value of the insurance books of acquired subsidiaries – and the related amortisation. At each year-end, predictive modelling techniques are used to estimate the value of these intangible assets in order to provide assurance that their carrying amount will be recovered through future profits and no impairment loss needs to be recorded.

## 2.2.2 Management of system and process upgrades

Applying IFRS 9 and IFRS 17 involves major challenges in terms of complying with the new requirements and revising the accounts closing processes.

IFRS 9 – Financial Instruments has been applicable for most entities since 1 January 2018, but insurance undertakings have had the option of deferring its application until the year when IFRS 17 – Insurance Contracts comes into effect, currently expected to be in 2023. CNP Assurances has chosen to take advantage of this deferred application option for the preparation of its consolidated financial statements.

Work on transitioning to IFRS 9 moved up several gears in 2021 and by the year end, deployment in CNP Assurances' main entities was almost complete, in time to meet La Banque Postale's financial reporting requirements.

Work on the IFRS 17 project was also accelerated with the delivery of a revised version of the actuarial calculation tools needed to produce an initial IFRS 17 balance sheet, the development of applications to enter data in the accounting system, and modifications to the consolidation system to produce IFRS 17 financial statements.

Work in 2021 also focused on the design of future production processes.

## 2.2.3 Accounting and preparation of financial statements

Controls over the accounts closing process include:

- a documented **accounts closing process** and governance procedures based around planning meetings, regular meetings of the accounts closing committee (every week during the closing period) and feedback meetings, for the purpose of organising the process, tracking progress and determining the action to be taken to deal with any problems or to optimise the process;
- **first-tier controls** performed by Accounting department teams responsible for the day-to-day recording of accounting transactions and for recording period-end accounting entries. These controls are supplemented by those performed by the teams that participate in the accounts closing process upstream from the Accounting department (Technical and Innovation department, Investment department).

  Additional controls are performed by the Reporting department's statutory reporting team and multi-standard cross-functional reporting team. These controls include analytical reviews of the balance sheet and income statement, as well as comparative analyses of period-on-period changes based on the different accounting standards. Profit analyses are performed for each product and actual profits are reconciled to the corresponding forecasts.

  For the preparation of the consolidated financial statements, in addition to the process described above, instructions are sent to the subsidiaries before each accounts closing, the consolidation packages are checked (through a combination of programmed controls in the consolidation application and controls performed by the Group Consolidation and Cross-functional Multi-standard Reporting department) and frequent exchanges take place between the accounting teams and local auditors;
- **second-tier controls** performed by the Group Risk department, mainly the Operational Risks and Permanent Control unit.

  Self-assessment exercises are organised twice a year by the department, covering both first- and second-tier controls. These accounting controls are tested using self-assessment procedures at least once a year by the Group Accounting department. Each self-assessment must be backed up by clear evidence that the control has been performed together with documented proof of the results of the control. Each self-assessment is reviewed by a validator, typically from the self-assessor's line management. The Group Accounting department's Internal Control unit performs independent quality reviews of a sample of self-assessments, selected based on qualitative criteria and a process that ensures all self-assessments are reviewed at least once every three years. Furthermore, certain self-assessments are reviewed by the Group Risk department as part of the certification process.

If the results of controls are unsatisfactory or there is room for improvement, action plans are prepared.

In 2021, work was undertaken to strengthen the existing internal control system. In preparation for the application of IFRS 17 in 2023, the Group Accounting Department will need to adapt this system to take into account the changes in accounting data production processes and to incorporate dedicated controls.

## 2.2.4 Identification of disclosure requirements

Two departments, each with its own specific skills, are involved in identifying information to be disclosed to the markets: the Group Finance department (comprising the Investor and Shareholder Relations department, the Group Accounting department, the Technical and Innovation department and the Budget Control department) and the Legal department. The operational ties forged with correspondents at the French securities regulator (Autorité des Marchés Financiers) also help to enhance the financial communication process on an ongoing basis.

Chapter 3

# 3

# Group activities

# 3.1 Significant events in 2021

**The following review of selected significant events of the year provides insight into CNP Assurances' choices and performance. The presentation by topic is followed by a chronological list of press releases and source publications.**

## Governance

**On 16 February 2021, the Board of Directors appointed Stéphane Dedeyan** as Chief Executive Officer of CNP Assurances. He took over from Antoine Lissowski, who was taking retirement upon expiry of his appointment, at the close of Annual General Meeting on 16 April 2021.

**One of the major projects led by Antoine Lissowski was the integration of CNP Assurances in La Banque Postale.**

**On 4 March 2020**, as part of the project to create a major state-owned financial group, La Banque Postale acquired a 62.13% stake in CNP Assurances, alongside BPCE (16.11%) and individual and institutional investors (21.76%).

**On 28 October 2021**, La Banque Postale announced its intention to buy out Groupe BPCE's interest in CNP Assurances and then file with the AMF a simplified tender offer for the CNP Assurances' shares held by minority shareholders, to be followed by a squeeze-out procedure. CNP Assurances' Board of Directors decided to set up a special committee to monitor the progress of the tender offer and appointed an independent expert, Ledouble, to assess the offer's financial terms.

**On 16 December 2021**, La Banque Postale increased its ownership of CNP Assurances to 78.9% by buying out Groupe BPCE's 16.1% interest.

The 2021 results provide early confirmation of the integrated bancassurance model's success. Unit-linked sales by the La Banque Postale network in 2021 amounted to €2,243 million (up 85.9% versus 2020), and accounted for 29.3% of total new money generated by the network. The target for PACTE transfers was met, with transfers of €3.2 billion recorded during the year.

The transfer to CNP Assurances of more than 20,000 Allianz France savings contracts distributed and managed by La Banque Postale deepened CNP Assurances' integration in La Banque Postale and confirmed its position as the expanded Group's sole insurer. CNP Assurances' change of ownership was approved by France's banking and insurance supervisor (ACPR) on 19 November 2021 and published in the Official Journal on 30 November 2021.

**Buyout of MF Prévoyance minority interests**

On 1 July 2021, CNP Assurances bought out the minority interests in MF Prévoyance for €30.1 million. The transaction did not result in a change of control of this subsidiary, which had been 65%-owned by CNP Assurances directly and indirectly since 2010, and 51% directly owned.

## Development of international growth drivers

CNP Assurances is pursuing its growth strategy.

**In Europe, an agreement to acquire Aviva's Italian life insurance businesses** was signed in March 2021 and the deal was completed in December at a price of €543 million financed by equity. The transaction has enabled CNP UniCredit Vita to double its share of the life insurance market and become Italy's fifth largest life insurer. **The partnership with CNP Santander** will be extended from January 2022 to include Portugal, raising the total number of countries covered in the Europe excluding France region to 12.

In Brazil, **the Caixa Vida e Previdência**, joint venture created in application of the renewed distribution agreements with Caixa Econômica Federal, began operations on1 January 2021. The joint venture has a 25-year exclusive agreement for the distribution of life and consumer credit life insurance and private pension plan products.

**The new 20-year exclusive agreement for the distribution of *consórcio*[(1)]** contracts in the Caixa Econômica Federal network was given the green light by the Brazilian Central Bank (BACEN) in July, allowing the new joint venture Administradora de Consórcios to begin operations.

## Recognised financial strength

CNP Assurances' strong market position, its long-term exclusive distribution agreements with major banking partners, its integration in La Banque Postale and its consistent earnings performance have been praised by the rating agencies. **Moody's** has affirmed CNP Assurances' financial strength rating of A1: Stable outlook, and **Fitch Ratings** has affirmed its rating of A+: Stable outlook, while **S&P Global Ratings** has upgraded its rating to A+: Stable outlook.

**The success of CNP Assurances' subordinated notes issues** attests to the confidence of the financial markets. In March, the US$700 million Restricted Tier 1 perpetual notes issue was placed with around 200 investors worldwide based on an order book totalling US$2.7 billion. The notes were swapped into euros under a 10-year swap. In October, the €500 million Tier 2 subordinated notes issue due 12 October 2053 was placed with 55 investors based on a total order book of €0.9 billion.

(1) *This unique product allows groups of homebuyers to pool their savings and lend money to each other over set time-periods so they can each borrow at below-market rates.*

## Product innovations

CNP Assurances has been leveraging its innovation capabilities to fulfil its commitment to building a very high value-added customer and partner experience model. **The new term creditor insurance offer** launched in the BPCE network at the beginning of 2021 refreshes the insurance solution available to homebuyers. The expanded cover and increased number of options have proved very popular, as evidenced by the 230,000 new insurance applications received since it was introduced. In April, CNP Assurances launched the "**CNP Relance et Climat**" funds in an exclusive partnership with the Tikehau Capital fund. The unit-linked funds offer holders of life insurance policies a unique opportunity to invest in private equity and to give meaning to their savings by helping French companies to bounce back from the Covid-19 crisis or by contributing to the energy transition. **Préfon received the PER TOP Bronze 2021** award in the "Best SRI contract" category for its Préfon-Retraite pension savings contract. This award recognises the quality of the responsible investment approach of CNP Assurances and its historical partner Préfon. **The Olo extranet**, built with and for CNP Assurances' broker partners, supports their business development by making it easier to put offers together and fulfil the brokers' duty of advice.

## Supporting the real economy and government stimulus measures

CNP Assurances is seizing the opportunity of the post-Covid economic rebound to demonstrate its usefulness to the real economy. It is one of the 18 insurers that have geared up to help French SMEs and mid-caps to recover from the crisis and create jobs, through the **"Relance" government-backed stimulus loans,** and one of the 20 investors behind the €1.7 billion "**Obligations Relance**" fund that will invest in bounce-back bonds issued by French SMEs and mid-caps to finance their growth and transformation.

As a major investor in infrastructure assets in France, CNP Assurances has joined the consortium set up to acquire the **new Suez**. The consortium vehicle, in which Meridiam and GIP each hold 40% and Caisse des Dépôts and CNP Assurances together hold 20%, will support the development of water distribution and waste management networks for the benefit of the environment and society. Caisse des Dépôts and CNP Assurances have also increased their joint stake in **GRTgaz,** a major player in gas transportation in Europe, to 39%. This infrastructure is essential to help France maintain a balanced energy mix as it pursues its net-zero emissions trajectory.

By acquiring a stake in **Orange Concessions**, alongside Orange, Banque des Territoires and EDF Invest, CNP Assurances will be able to offer policyholders recurring long-term returns. The investment also gives concrete expression to its commitment to act for an inclusive society by making fibre broadband available throughout France.

## Climate and biodiversity strategy

CNP Assurances' pioneering commitment to the climate has gone up a notch.

**To achieve its aim of making its investment portfolio carbon neutral by 2050**, the Group has set ambitious new climate targets for 2025. After thermal coal, CNP Assurances is now turning its attention to non-conventional oil and gas, by electing not to make any new investments in these sectors. The Group also pays close attention to the environmental and social impacts of the companies in its portfolio, as evidenced by the results of its shareholder engagement policy. CNP Assurances is one of the first institutional investors to publish the biodiversity footprint of its investment portfolio, starting in 2021. By signing the Finance for Biodiversity Pledge, it has set new and challenging targets for the protection of biodiversity.

**To alert governments to the urgent need for action**, in June CNP Assurances joined 456 other investors in signing the "Global Investor Statement to Governments on the Climate Crisis" ahead of the G7 Conference and COP26. To promote a socially acceptable transition to low-carbon economies, it is a founding member of the first global coalition of engagement to support the just transition - Investors for a Just Transition. This demanding CSR policy has been recognised by MSCI and ISS-ESG, which awarded CNP Assurances the highest insurance industry ESG rating in 2021 and prior years.

## Subsequent events

On 21 January 2022, the first Tier 3 subordinated notes issue of the year, in the amount of €500 million and with a seven-year maturity, was placed with over 90 investors. The issue was more than 2.2 times subscribed, with a total order book of €1.1 billion, testifying once again to the confidence of French (29%), European (64%) and international (7%) investors.

## List of source press releases

### January

**CNP Assurances ranks among the Top 100 most sustainable companies in the world in 2021 according to** Corporate Knights

### February

**Stéphane Dedeyan takes over from Antoine Lissowski** as Chief Executive Officer of CNP Assurances

**Ambitious new targets for 2025**

**CNP Assurances strengthens its framework for investments in fossil fuels**

### March

**CNP Assurances has signed an agreement with the Aviva Group** for the acquisition of life insurance businesses in Italy

**CNP Assurances announces the finalisation of its new exclusive long-term partnership with Caixa Econômica Federal in Brazil for the distribution of** *consórcio* products

**CNP Assurances publishes the results of its shareholder engagement policy and continues its work in 2021**

**Moody's affirms** CNP Assurances' financial strength rating (A1: Stable)

**CNP Assurances announces the successful issuance of US$700m Restricted Tier 1 perpetual notes**

### April

**CNP Assurances and Tikehau Capital launch a unit-linked product** bringing individuals access to private equity in the energy transition sector

The insurance industry gears up to help SMEs and mid-caps to recover from the Covid-19 crisis by distributing **€11 billion in stimulus loans**

### May

**Préfon-Retraite rewarded in the TOP PER 2021**

Meridiam, GIP and the CDC Group (Caisse des Dépôts and CNP Assurances) announce the signature of an agreement in principle with Suez and Veolia to establish the long-term shareholding structure of the new Suez

**CNP Assurances' 2020 report on responsible investment focuses on biodiversity and the climate**

### June

**Meridiam, GIP and Caisse des Dépôts Group with CNP Assurances (the "Consortium") submitted a binding contractual commitment to purchase the new SUEZ,** which has been approved by the Boards of Directors of Suez and Veolia

**CNP Assurances** is one of 456 investors **to sign the "Global Investor Statement to Governments on the Climate Crisis"**

**Launch of the first investor coalition for the just transition**

**Fitch Ratings affirms** CNP Assurances' financial strength rating (A+: Stable)

### July

**Caisse des Dépôts and CNP Assurances increase their stake in GRTgaz**

**CNP Assurances buys out the minority shareholders of MFPrévoyance**

### August

**CNP Assurances announces that it has received approval** from the Brazilian regulator to start operations in the *consórcio* segment

### September

CNP Assurances launches **the Olo extranet** to support the business development of its broker partners

**CNP Assurances signs the Finance for Biodiversity Pledge and sets new targets to protect biodiversity**

### October

**The Board of Directors analyses the project to streamline the partnership between La Banque Postale and the BPCE group** (BPCE group press release)

**Successful €500m Tier 2 notes issue**

### November

Appointment of an independent expert in charge of providing a view as to the fairness of the terms of the contemplated **tender offer which would be filed by La Banque Postale** for CNP Assurances shares, including in case of a mandatory squeeze-out

Orange, La Banque des Territoires, CNP Assurances and EDF Invest officially **launch Orange Concessions**

The insurance industry gears up again to help French SMEs and mid-caps finance their growth and transformation by purchasing **€1.7 billion worth of Obligations Relance** bounce back bonds

**S&P Global Ratings raises** CNP Assurances' financial strength rating to A+ with a stable outlook

### December

**CNP Assurances finalises the acquisition of Aviva's life insurance business in Italy**

**La Banque Postale acquires BPCE's 16.1% interest in CNP Assurances**

### January 2022

**CNP Assurances acquires the portfolio of Allianz contracts sold by La Banque Postale**

**Successful €500m Tier 3 subordinated notes issue**

### February 2022

2021 Annual Results

# 3.2 Business review

## 3.2.1 Economic and financial environment

### A vigorous but uneven post-Covid recovery, marred by inflationary pressures

Mass Covid-19 vaccination campaigns paved the way for economies to re-open in 2021 and the emergence of the delta and omicron variants finally had only a limited impact on the pace of recovery. The two dominant features of the global economy in 2021 were the very rapid pace of growth (close to 6%) and the unprecedented surge in inflation (close to 5%) which confounded all the forecasts. However, the picture was very different in some regions of the world.

Developed countries reopened their economies while continuing to apply accommodative monetary policies and fiscal stimulus measures. Consumer spending was boosted by drawdowns on precautionary savings built up during successive lockdowns when furlough schemes were in place. While government measures had the desired effect of supporting the economy, they also drove up asset prices (shares, real estate). Unemployment fell and global demand overheated as problems emerged in global supply chains, leading to shortages of components and raw materials – reflected in a 26% rise in the CRB Commodity Index – made worse by the shortage of truck drivers. At the same time, inflationary pressures were exacerbated by the rise of the dollar against all other currencies (up 7% versus the euro and 8.5% versus emerging currencies).

Companies passed on the higher production costs in their sale prices, with a direct knock-on effect on inflation. The annual inflation rate hit 7% in the United States and 5% in the eurozone, with all other regions of the world ultimately experiencing similar trends.

China took a different approach, slamming the brakes on economic growth in the spring by rationing home loans and imposing restraints on e-commerce through the introduction of tighter regulations over internet use, in order to limit household debt and reduce imbalances between domestic supply and demand. As a result of these measures, economic growth eased to around 5% and growth in imports from other Asian countries and certain emerging markets also slowed.

### Exuberant stock markets

Stock markets benefited from the improved macroeconomic environment, continuing on the upward trend that began when the first Covid-19 vaccines were announced. The MSCI World Index gained 22% (in USD). However, here too there were sharp contrasts between the regions of the world. While the developed countries' stock indices climbed steadily to record highs (with the S&P500 up 28% to 4760, the CAC 40 up 32% to 7150 and the Eurostoxx up 24%), emerging market indices declined (with a 4% decline in US dollars, a 3% fall in China's CSI 300 and a 12% drop in Brazil's Bovespa index).

Central bank decisions to maintain the exceptional support measures introduced in 2020 (accommodative monetary policy, asset buying programmes) while their economies reopened boosted consumer demand and supported corporate earnings. They also led to an unprecedented flow of liquidity (and savings) into the markets and exacerbated investors' search for yield. This situation benefited the credit market as fears of mass corporate defaults eased. Investment grade spreads remained stable (rising by just 3 bps to 95 bps) while high yield spreads narrowed (declining 40 bps to 318 bps). The only exception was emerging market debt, which was hurt by investor aversion to certain countries and the turmoil in the Chinese property sector triggered by fears that a major property developer, Evergrande, was close to defaulting on its debt.

### An environment shaped by slowly rising interest rates

Government bond yields jumped in the first half of the year but fell back in the summer against the backdrop of growing inflationary pressures. In a clear shift away from their previous policies, central banks in developed countries announced that they were winding down their asset buying programmes, and emerging countries' monetary policies were tightened significantly. 10-year rates ended the year moderately higher (up 54 bps to 0.19% in France, up 57 bps to 1.50% in the US) with yield curves becoming flatter for longer maturities and inflation forecasts (10-year break-even inflation rate of 2.5% in the US and 1.65% in France) continuing to fall a long way short of actual inflation.

Based on a general expectation that interest rates, inflation and economic growth would gradually return to normal, the markets ended the year on an optimistic note, taking the view that the omicron variant would have only a limited impact and that stock prices would rise.

## 3.2.2 2021 business review

**Consolidated premium income** totalled €31.7 billion, reflecting strong sales momentum across all geographies with premiums up 22.8% in France, 4.1% in Europe excluding France and 23.6% (at constant exchange rates) in Latin America.

**In France**, premium income amounted to €20 billion, down 3.5% vs 2019 but up 22.8% vs 2020.

***Savings/Pensions*** premium income of €15.9 billion was up 30% on 2020 which represented a low basis of comparison due to the Covid-19 lockdown. Excluding this impact, premium income grew by €1.3 billion (9.0%), led by the premium savings business.

In line with the Savings/Pensions business's strategy to transform technical reserves, the contribution of unit-linked sales to total new money grew by a further 2.6 points to 29.3%. This performance was mainly attributable to the sharp rise in unit-linked contributions to total premium income generated by LBP (29.3%, up 9.5 points) and BPCE (30.1%). At CNP Patrimoine, 49.1% of total premium income came from unit–linked sales.

The €6.3 billion annual target for PACTE transfers was met.

***Personal risk/Protection*** premium income of €4.1 billion was up by a slight 1.2% (€47 million), reflecting growth in the term creditor insurance business (BPCE up €80 million and LBP up €17 million) and the exceptional effects of the Covid-19 crisis in 2020 (with personal risk premiums up €13 million year-on-year). These two effects more than offset the €67 million decline in premiums from term creditor insurance run-off portfolios.

The APE margin widened by 6.3 points in 2021 to 10.4%.

**In Europe excluding France**, premium income totalled €5.3 billion, up 4.1% vs 2020 and up 3.5% vs 2019.

***Savings/Pensions*** premium income was up 4.2% at €4.3 billion. The €170 million increase was led by growth in the Luxembourg premium savings business (up €181 million) and a higher contribution from CNP Partners (up €90 million) related to unit-linked sales. These effects more than offset lower premium income at CNP UniCredit Vita (down €111 million, or 3.4%) after an exceptional year in 2020 despite the context. Unit-linked sales accounted for 74.2% of total premium income in the Europe excluding France region. The 2.5-point decline vs 2020 was due to the high basis of comparison at CNP Luxembourg where the unit-linked contribution to total premiums fell by 18.3 points vs 2020 to 55.1%. Conversely, unit-linked sales at CNP UniCredit Vita rose a further 1.1 points to a very high 79.1% of total premium income

**Personal risk/Protection**: premium income rose 3.9% to €1.0 billion. Growth was led by CNP UniCredit Vita (up €36 million), reflecting the success of the new personal risk range and the post-Covid recovery in term creditor insurance business, combined with the launch of a revamped product range. These effects more than offset the €20 million contraction in CNP Santander's premium income.

The APE margin rose by 4.9 points to 22.1%.

**In Latin America**, premium income totalled €6.4 billion, up 14.2% as reported (up 23.6% like-for-like) vs 2020 and down 5.4% as reported (up 36.8% like-for-like) vs 2019.

***Savings/Pensions*** premium income amounted to €5.2 billion, up 18.7% as reported (up 28.5% like-for-like). The increase was led by the Pensions business (up €1.3 billion, an increase of 29% like-for-like), which maintained the strong momentum enjoyed since the second half of 2020.

***Personal Risk/Protection*** premiums totalled €1.2 billion, down 2.2% as reported but up 6.2% at constant exchange rates. The increase in local currency reflected the cumulative contribution of several generations of contracts following very high sales of personal risk and consumer term creditor insurance contracts in the second half of 2020.

The APE margin stood at 32.1% in 2021, down 3.4 points vs 2020.

The **Value of New Business (VNB)** written by the Group[1] was €437 million (€449 million and up 58% at constant exchange rates) in 2021.

## PREMIUM INCOME BY COUNTRY

| *(In € millions)* | 2021 | 2020 | % change | % change (like-for-like) |
|---|---|---|---|---|
| **France** | **19,989** | **16,278** | **22.8** | **22.8** |
| Brazil | 6,369 | 5,577 | 14.2 | 23.6 |
| Italy | 3,506 | 3,469 | 1.1 | 1.1 |
| Luxembourg | 834 | 653 | 27.8 | 27.8 |
| Germany | 461 | 466 | -0.9 | -0.9 |
| Cyprus | 186 | 175 | 6.2 | 6.2 |
| Spain | 130 | 136 | -3.9 | -3.9 |
| Poland | 81 | 90 | -10.1 | -10.1 |
| Norway | 24 | 22 | 6.7 | 6.7 |
| Austria | 23 | 24 | -4.2 | -4.2 |
| Argentina | 18 | 18 | 1.4 | 40.8 |
| Denmark | 17 | 21 | -19.6 | -19.6 |
| Portugal | 3 | 4 | -14.3 | -14.3 |
| Other International | 26 | 24 | 10.6 | 10.6 |
| **Total International** | **11,679** | **10,678** | **9.4** | **14.3** |
| **TOTAL** | **31,668** | **26,956** | **17.5** | **19.4** |

*(1) VNB is calculated on a Group share basis*

**PREMIUM INCOME BY SEGMENT**

| *(In € millions)* | 2021 | 2020 | % change | % change (like-for-like) |
|---|---|---|---|---|
| Savings | 18,953 | 15,301 | 23.9 | 23.9 |
| Pensions | 6,380 | 5,379 | 18.6 | 26.5 |
| Personal Risk | 1,520 | 1,490 | 2.0 | 4.3 |
| Term Creditor Insurance | 4,131 | 4,057 | 1.8 | 3.0 |
| Health Insurance | 386 | 408 | -5.4 | -5.2 |
| Property & Casualty | 298 | 320 | -6.9 | -0.7 |
| **TOTAL** | **31,668** | **26,956** | **17.5** | **19.4** |

## 3.2.3 Acquisitions of controlling and other interests (Article L.233-6 of the French Commercial Code)

In 2021, the Company acquired the following controlling and other interests within the meaning of Article L.233-6 of the French Commercial Code:

| | % interest at 31.12.2021 | % interest at 31.12.2020 |
|---|---|---|
| 201 INVESTMENTS | 100.00% | 0.00% |
| ABENEX VI | 6.67% | 0.00% |
| ADAGIA CAPITAL EUROPE S.L.P. | 5.33% | 0.00% |
| ALVEN CAPITAL VI | 6.67% | 0.00% |
| AMUNDI LCL SENIOR SECURED MIDCAP LOANS | 21.13% | 0.00% |
| ASTORG MIDCAP | 6.00% | 0.00% |
| EIFFEL ESSENTIAL SLP | 7.50% | 0.00% |
| FCT NN ITRN | 9.70% | 0.00% |
| FCT TIKEHAU NOVO 2020 | 14.98% | 0.00% |
| FIVE ARROWS GROWTH CAPITAL I | 8.33% | 0.00% |
| FONDS DE FONDS GROWTH | 20.00% | 10.75% |
| FONDS DE FONDS OBLIGATIONS RELANCE FRANCE | 17.00% | 0.00% |
| FONDS DE PRETS PARTICIPATIFS RELANCE | 13.64% | 0.00% |
| FONDS NOV IMPACT ACTIONS NC ASSUREURS - CDC RELANCE | 16.13% | 0.00% |
| FONDS OBLIGATIONS RELANCE FRANCE | 17.00% | 0.00% |
| FORESTIÈRE CDC | 74.87% | 49.99% |
| INFRA LOAN INVEST COMPARTMENT | 99.00% | 0.00% |
| LATOUR CO-INVEST FUNECAP | 12.54% | 0.00% |
| MBO CAPITAL 5 S.L.P | 8.33% | 0.00% |
| MxVi | 23.82% | 0.00% |
| SCPI IMMO EVOLUTIF | 22.26% | 2.33% |
| SGD PHARMA CO-INVEST S.L.P. | 23.81% | 0.00% |
| SOFINNOVA CAPITAL X | 7.14% | 0.00% |
| TIKEHAU IMPACT LENDING | 14.93% | 0.00% |
| XANGE 4 | 7.50% | 0.00% |

# 3.3 Financial review

## 3.3.1 Consolidated financial statements

The consolidated financial statements have been prepared in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) formulated by the International Accounting Standards Board (IASB), the recommendations of the French National Accounting Board (CNC 2005-R-01) concerning the presentation of the IFRS financial statements of insurance undertakings, and the guidelines contained in the reports of the CNC work groups set up to examine the specific issues arising from the application of IFRS by insurance undertakings.

### REVIEW OF RESULTS

| *(In € millions)* | Geographical area: France | Geographical area: Latin America | Geographical area: Europe excl. France | Own-funds portfolios | Total 2021 | Total 2020 | % change | % change (like-for-like)[1] | 2020 total (reported) |
|---|---|---|---|---|---|---|---|---|---|
| **Premium income** | **19,989** | **6,388** | **5,291** | | **31,668** | **26,956** | **17.5%** | **19.4%** | **26,956** |
| Net insurance revenue | 2,009 | 784 | 333 | | 3,127 | 2,953 | 5.9% | 8.1% | 2,943 |
| Revenue from own funds | | | | 840 | 840 | 769 | 9.2% | 9.8% | 516 |
| Administrative costs | | | | | (872) | (845) | 3.2% | 4.7% | (845) |
| **EBIT[2]** | | | | | **3,095** | **2,878** | **7.5%** | **9.6%** | **2,614** |
| Finance costs | | | | | (227) | (252) | -9.9% | -9.9% | (252) |
| Net equity-accounted interest | | | | | 45 | 12 | 263.2% | -25.7% | 12 |
| Non-controlling interests[3] | | | | | (480) | (443) | 8.4% | 15.8% | (433) |
| **Underlying attributable net profit[3]** | | | | | **2,432** | **2,195** | **10.8%** | **10.3%** | **1,942** |
| Income tax expense[3] | | | | | (622) | (624) | -0.2% | 1.5% | (594) |
| Mark-to-market effects and intangible amortisation | | | | | (33) | 23 | -240.0% | -221.0% | 247 |
| Non-recurring items | | | | | (225) | (245) | -8.0% | -7.9% | (245) |
| **ATTRIBUTABLE NET PROFIT** | | | | | **1,552** | **1,350** | **15.0%** | **13.7%** | **1,350** |

*(1) Changes in scope of consolidation in 2021 (Infra invest, CNP Vita Assicura and CNP Vita Assicurazione): €36.8 million positive impact on attributable net profit*

*(2) Change of presentation: EBIT now includes net gains on available-for-sale financial assets (€241 million positive impact on 2020) and excludes amortisation of intangible assets (€23 million positive impact on 2020). Excluding these changes, 2020 reported EBIT amounted to €2,614 million 2021 EBIT of €3,095 million includes €213 million of net gains on available-for-sale financial assets and excludes €149 million of amortisation of intangible assets*

*(3) Underlying attributable net profit corresponds to attributable net profit before: income tax expense, net gains and fair value adjustments and non-recurring items. This indicator is calculated net of non-controlling interests and is gross of income tax expense*

*Note : The Brazilian real lost 8.2% against the euro, with the average exchange rate standing at 6.38 at 31 December 2021 versus 5.89 at 31 December 2020*

**Net insurance revenue (NIR)** rose by €240 million to €3,127 million (up 5.9% as reported and up 8.1% at constant exchange rates).

**In France**, net insurance revenue came to €2,009 million, up 11.0%. Savings/Pensions net insurance revenue grew 6.9%, while Personal Risk/Protection net insurance revenue was up 19.3%.

**In Europe excluding France**, net insurance revenue was up 11.7% at €333 million.

**In Latin America,** net insurance revenue of €784 million was down 7.1% as reported but up 0.7% like-for-like.

**Revenue from own-funds portfolios** rose 9.2% as reported (up 9.8% at constant exchange rates) to €840 million, lifted by a combination of higher income from equity portfolios and higher realised capital gains.

**Total revenue** rose 6.6% as reported (up 8.5% like-for-like) to €4,038 million.

**Administrative costs** amounted to €872 million, up 3.2% as reported (up 4.7% at constant exchange rates).

The **cost/income ratio** contracted by 0.9 points like-for-like to 27.9%.

**EBIT** amounted to €3,095 million, up 7.5% as reported. On a like-for-like basis, EBIT was up 9.6% vs 2020 but down 2.4% vs 2019 due to the unfavourable basis of comparison for the own-funds portfolio in France following the derisking transactions.

**Attributable net profit** was €1,552 million, representing more than both the €1,350 million reported in 2020 and the €1,412 million reported in 2019. Profit increased compared to 2019 despite the fact that EBIT was €383 million lower due to an unfavourable currency effect (€248 million negative impact) and an unfavourable basis of comparison in France following extensive profit-taking that year (€336 million negative impact), offset by higher net insurance revenue across all geographies (€229 million positive impact at constant exchange rates). Attributable net profit was also boosted by lower transfers to the policyholder surplus reserve (€370 million positive impact) and a reduced tax burden (€195 million positive impact).

**Earnings per share** rose 15.2% to €2.20.

**A dividend** of €1.0 per share for 2021 will be recommended at the next Annual General Meeting.

**Operating free cash flow** amounted to €1,811 million or €2.6 per share, up 0.7%.

**Adjusted net asset value** was €15.0 billion at 31 December 2021, representing €21.9 per share versus €21.2 per share at 31 December 2020.

**MCEV©**[(1)] amounted to €30.0 per share (versus €23.7 per share in 2020) with VIF of €7.8 per share.

## Consolidated balance sheet at 31 December 2021

Total assets at 31 December 2021 amounted to €483.0 billion compared with €442.5 billion at the previous year-end, an increase of 0.5%.

### Insurance investments

Insurance investments increased 9.5% year-on-year to €443.4 billion at 31 December 2021.

For more information, see Note 8 to the consolidated financial statements.

### Equity

Equity attributable to owners of the parent rose by €453.9 million compared with 31 December 2020, to €21,134.2 million. The net increase mainly reflected the inclusion of profit for the year (€1,552.0 million positive impact), fair value adjustments recognised directly in equity (€36.4 million negative impact), the payment of dividends in respect of 2020 (€1,077 million negative impact) and translation adjustments (€12.5 million positive impact).

Equity includes €1,881.3 million in deeply-subordinated debt.

For more information, see Note 5 to the consolidated financial statements.

### Technical reserves

Insurance and financial liabilities totalled €411.5 billion, a 9.1% increase compared with 31 December 2020.

For more information, see Note 9 to the consolidated financial statements.

### Financing liabilities

Financing liabilities amounted to €6,942.5 million at 31 December 2021 versus €6,824.2 million at the previous year-end.

The increase primarily reflected the two subordinated debt issues carried out in 2021 for a total of €1,118 million, partly offset by the redemption of two subordinated notes for a total of €1,033.7 million.

For more information, see Note 10 to the consolidated financial statements.

## Solvency capital

The consolidated SCR coverage ratio was 217% at 31 December 2021, up 9 points vs 2020. The increase was due to the inclusion in net profit of the recommended dividend of €1 per share (5-point positive impact), the favourable change in the financial markets in 2021 (recovery in interest rates, increased stock prices) (17-point positive impact), the acquisition of the new Italian subsidiaries (formerly Aviva Italy) (8-point negative impact), the regulatory decrease in the Ultimate Forward Rate (UFR) (2-point negative impact). The remaining 3-point negative impact corresponds to other effects and pro forma adjustments.

*(1) Market Consistent Embedded Value©*

## Asset portfolio and financial management

Insurance investments at 31 December 2021 totalled €443.4 billion versus €404.8 billion at 31 December 2020, an increase of €38.6 billion.

Most investments are measured at fair value, except for held-to-maturity investments and property assets not covered by unit-linked policies, which are measured using the cost model.

At 31 December 2021, available-for-sale financial assets represented 73.6% of total investments, financial assets at fair value through profit or loss (trading securities) represented 24.5%, and held-to-maturity investments and other investments (mainly investment property and loans) accounted for 1.9%.

# 3.3.2 Financial statements of the Company (French GAAP)

## Premium income

| *(In € millions)* | 2021 | 2020 | % change | 2019 |
|---|---|---|---|---|
| Individual insurance premiums | 15,757 | 11,979 | 31.5% | 17,300 |
| Group insurance premiums | 4,498 | 4,343 | 3.6% | 5,807 |
| **TOTAL** | **20,255** | **16,322** | **24.1%** | **23,106** |

Premium income rose by 24.1% in 2021.

### GROUP INSURANCE PREMIUMS BY BUSINESS SEGMENT

| *(In € millions)* | 2021 | 2020 | % change | 2019 |
|---|---|---|---|---|
| Death benefit(1) | 2,409 | 2,249 | 7.1% | 2,349 |
| Bodily injury(1) | 1,453 | 1,507 | -3.6% | 1,533 |
| Pensions | 636 | 586 | 8.5% | 1,924 |
| **TOTAL** | **4,498** | **4,343** | **3.6%** | **5,807** |

*(1) 2019 figures reflect the following reclassifications by class of business:*
*i) €605 million in premiums corresponding to category 21 have been reclassified from the Death segment to the Personal Injury segment*
*ii) €209 million in premiums not corresponding to category 21 have been reclassified from the Personal Injury segment to the Death segment*

## Policyholder participation

Changes in policyholder participation are presented in Note 6.8 to the parent company financial statements.

## Profit for the year

The net profit of CNP Assurances rose by 5.4% to €1,191.4 million in 2021, from €1,129.9 million in 2020.

| *(In € millions)* | 2021 | 2020 | 2019 | 2018 | 2017 |
|---|---|---|---|---|---|
| Profit for the year | 1,191.4 | 1,129.9 | 1,343.4 | 1,165.4 | 1,142.5 |

## Equity

Equity at 31 December 2021 amounted to €14,109.7 million versus €13,950.4 million at the previous year-end.

The year-on-year change primarily reflects inclusion of 2021 profit (€1,191.4 million positive impact), changes in the capitalisation reserve (€45.4 million positive impact) and appropriation of 2020 profit (€1,129.9 million negative impact).

## Supplier payment terms

Under France's Act of 17 March 2014 concerning transparency of information about payment terms, companies whose financial statements are audited are required to disclose information in the management report about the payment terms with their suppliers and customers, in a format defined by decree.

In accordance with Articles L.441-6-1 and D.441-4 of the French Commercial Code, CNP Assurances' payment terms in 2021 were as follows:

## Invoices received and due but not yet settled at the year-end

In the following table, the percentage by period overdue has been calculated as follows:

- total invoices overdue by the period concerned divided by total purchases excluding VAT for the year, corresponding to a total of €427,709,214 worth of supplier invoices recorded in 2021.

The amounts in the following table are stated net of credit notes for a total (excluding VAT) of €765,106, of which €411,929 is in the "91 days and more" tranche.

| | Period overdue | | | | |
|---|---|---|---|---|---|
| | 1 to 30 days | 31 to 60 days | 61 to 90 days | 91 days and more | Total |
| **Reference payment terms:** contractual period of 45 days end of month (Article L.441-6 or Article L.443-1 of the French Commercial Code) | | | | | |
| **Number of invoices concerned** | 165 | 48 | 19 | 45 | 277 |
| **Total value excluding VAT of the invoices concerned** | 2,884,274 | 410,486 | 135,944 | (161,586) | 3,269,118 |
| **Percentage of total purchases excluding VAT for the year** | 0.674% | 0.096% | 0.032% | -0.038% | 0.764% |

In application of the circular dated 29 May 2017 issued by Fédération Française d'Assurance, the information in the above tables does not include insurance and reinsurance receivables.

## Invoices issued and due but not yet settled at the year-end

In the following table, the percentage by period overdue has been calculated as follows:

- total invoices overdue by the period concerned divided by total revenue (reinvoiced costs) excluding VAT for the year, corresponding to a total of €40,918,925 worth of customer invoices recorded in 2021.

| | Period overdue | | | | |
|---|---|---|---|---|---|
| | 1 to 30 days | 31 to 60 days | 61 to 90 days | 91 days and more | Total |
| **Reference payment terms:** contractual period of 45 days end of month (Article L.441-6 or Article L.443-1 of the French Commercial Code) | | | | | |
| **Number of invoices concerned** | 0 | 0 | 0 | 14 | 14 |
| **Total value excluding VAT of the invoices concerned** | 0 | 0 | 0 | 98,031 | 98,031 |
| **Percentage of total revenues (reinvoiced costs) excluding VAT for the year** | 0% | 0% | 0% | 0.240% | 0.240% |

In application of the circular dated 29 May 2017 issued by Fédération Française d'Assurance, the information in the above tables does not include insurance and reinsurance receivables.

## Summary of investments

| At 31 December 2021<br>*(in € thousands)* | Gross amount | Net amount | Realisable value |
|---|---|---|---|
| **Investments** | | | |
| 1. Property investments and property in progress | 13,789,642 | 13,333,480 | 18,064,045 |
| 2. Equities and other variable income securities, other than mutual fund units | 37,804,654 | 36,406,178 | 48,200,225 |
| 3. Mutual fund units (other than those in 4) | 28,909,805 | 28,755,621 | 38,646,104 |
| 4. Mutual fund units invested exclusively in fixed-income securities | 32,948,252 | 32,948,252 | 33,355,955 |
| 5. Bonds and other fixed income securities | 191,284,242 | 193,172,449 | 205,077,362 |
| 6. Mortgage loans | 0 | 0 | 0 |
| 7. Other loans | 0 | 0 | 0 |
| 8. Deposits with ceding insurers | 375,561 | 375,561 | 375,561 |
| 9. Cash deposits (other than those in 8) and guarantees and other investments | 230,507 | 230,507 | 230,507 |
| 10. Assets backing unit-linked contracts | 46,754,914 | 46,754,914 | 46,754,914 |
| 11. Other forward financial instruments | 0 | 0 | 0 |
| **TOTAL** | **354,139,568** | **352,641,294** | **391,615,612** |

The share of investments held to back the Company's commitments towards insureds and policy beneficiaries that would be transferred if the underlying policies were to be transferred amounted to €335,270,126, representing 85.7% of total insurance investments.

## 3.3.3 Review of subsidiaries

### Brazilian sub-group

Premium income generated by the Brazilian sub-group amounted to €6.4 billion, an increase of 23.6% (€1.3 billion) at constant exchange rates that was due to the Covid-related low prior year basis of comparison and the rapid growth in the pensions business since late 2020. Caixa held onto its position as Brazil's second largest pensions provider, with 23% of the market at end-November[1].

Growth in personal risk/protection premiums reflected the cumulative contribution of several generations of contracts following very high sales of death/disability and consumer term creditor insurance contracts in the second half of 2020.

The contribution to consolidated profit was unfavourably affected by the 8.2% negative currency effect. In 2021, the average real/euro exchange rate was 6.38 versus 5.89 in 2020.

Net insurance revenue was stable compared with 2020 (up €5 million or 0.5% at constant exchange rates), with the deterioration of loss ratios on term creditor insurance and death/disability business offset by a favourable volume effect across all business lines and reserve reversals.

Revenue from own-funds portfolios was down €5.4 million in 2021 following the previous year's profit-taking. Administrative expenses were down 1% at constant exchange rates. At €693 million, EBIT was stable versus 2020, (0.1% at constant exchange rates).

The sub-group's contribution to net profit attributable to owners of the parent amounted to €126 million. The 48% (€129 million) decline at constant exchange rates was mainly due to the €77 million in Dumont effects.

### CNP UniCredit Vita

CNP UniCredit Vita reported premium income of €3.2 billion. The year-on-year decrease of 2.3% (€75 million) was due to the significant impact of the network reorganisation carried out in December. In addition, the exceptional inflow of new money into savings contracts in late 2020 created a high basis of comparison. Premium income for the year was nonetheless above budget and was also up 6% on 2019. The decline in savings premiums (down €111 million) was partly offset by the increase in protection/personal risk premiums (up €36 million). Unit-linked sales accounted for 79.2% of total savings new money (up 1.1 pt) versus 50%[2] for the Italian market as a whole.

Total net insurance revenue rose by 16.8% (€17 million) to €120 million, reflecting growth across all segments but particularly in the savings business. The main growth drivers were increased unit-linked sales, improved underwriting results and higher net investment income

Administrative expenses were up 2.5% (€1 million). EBIT totalled €96 million, up 25.1% compared with 2020.

CNP UniCredit Vita's contribution to the Group's attributable net profit under IFRS rose by 28.9% to €40 million compared with 2020.

*(1) Source: Superintendência de Seguros Privados (SUSEP)*
*(2) Source: ANIA - Associazione Nazionale Imprese Assicuratrici*

## CNP Santander Insurance

In 2021, premium income at CNP Santander Insurance contracted by 2.6% to €744 million, contributed mainly by Germany, Poland and Spain.

Net insurance revenue amounted to €118 million. The year-on-year increase of €14 million included liquidation surpluses of €9 million on business written in prior years and also reflected the impact on the basis of comparison of the €4 million currency effect on term creditor insurance in 2020.

Revenue from own-funds portfolios was down by €4 million, mainly due to profit-taking in 2020.

Administrative expenses rose 5% (€1 million) to €22 million, due to higher payroll costs.

EBIT was €8 million higher. CNP Santander Insurance's contribution to the Group's attributable net profit under IFRS amounted to €35 million, representing €3 million more than in 2020.

## CNP Cyprus Insurance Holdings

CNP Cyprus Insurance Holdings' premium income rose 6.3% year-on-year to €189.7 million, led by the savings business (up 13.4% or €10 million) and the good performance of the branch network in Cyprus.

Net insurance revenue was up 1.5% at €48 million, and administrative expenses were up 2.7% (€0.8 million). As a result, EBIT declined 3.1% (€0.6 million) to €20 million.

CNP Cyprus Insurance Holdings' contribution to the Group's attributable net profit under IFRS rose by 2.2% to €15 million compared with 2020.

# 3.4 Capital resources

## 3.4.1 Share capital

### Equity

Equity attributable to owners of the parent rose by €454 million compared with 31 December 2020, to €21,134.2 million. The change in equity corresponded mainly to the inclusion of 2021 profit (€1,552.0 million positive impact) and the deduction of paid dividends (€1,077.5 million negative impact).

Equity includes €1,881.3 million in deeply-subordinated debt.

For more information, see section 4.1.4. Consolidated statement of changes in equity - 2021

### Share capital

Amount of fully subscribed and paid-up share capital at 31 December 2021: €686,618,477, divided into 686,618,477 shares with a par value of €1.

No custody or administration fees are charged to holders of registered shares recorded in the Company's share register, except for the transmission of buy or sell orders.

CNP Assurances was originally a public industrial and commercial institution with no share capital within the meaning of the French Act of 24 July 1966. It became an insurance company limited by shares on 9 December 1992. Its share capital has not changed since 28 May 2013, when shares were issued on reinvestment of 2012 dividends.

Consequently, there were no changes in capital in any of the last three years.

## 3.4.2 Information on the borrowing requirements and funding structure of the issuer

### Financing structure

CNP Assurances issues various types of subordinated notes which play an important role in its capital management strategy. The Group's financial headroom is derived from its very strong track record in raising funds on the debt securities markets. CNP Assurances constantly endeavours to diversify its investor base, in terms of both geographies and currencies, as evidenced by its success in placing euro, dollar and sterling issues.

The capital structure is regularly adjusted to take into account the Group's growth prospects in Europe and Latin America, Solvency II capital requirements, Standard & Poor's rating criteria and the opportunities offered by the capital markets.

For more information, see:

- section 4.1 of this document – Consolidated financial statements;
- Note 10 to the consolidated financial statements – Subordinated debt;
- Note 5.5 to the consolidated financial statements – Undated subordinated notes reclassified in equity;
- Note 8.7 to the consolidated financial statements – Derivative instruments qualifying for hedge accounting
- Note 18.1 to the consolidated financial statements – Investment income and expense;
- Note 8 to the Company financial statements – Disclosures related to subordinated debt.

### Material investments and dedicated financing sources

The following information concerns material investments that are currently in progress or are the subject of firm commitments. Material investments are investments that have been announced by the Group and that extend the scope of its business.

The R$250 million (€37.1 million) payment made by CNP Assurances in connection with the signature of the 20-year exclusive agreement with Caixa Seguridade concerning distribution in the Caixa Econômica Federal network in Brazil was financed by equity.

The acquisition of 51% of the life insurance company Aviva S.p.A., 100% of the life insurance company Aviva Life S.p.A. and 92.99% of Aviva Italia Servizi S.c.a.r.l. was financed by equity for an amount of €543 million.

## Financing liabilities

Subordinated debt amounted to €6,942.5 million at 31 December 2021 versus €6,824.2 million at the previous year-end.

The increase corresponded to the €500 million subordinated debt issue and the USD 700 million (€618 million) perpetual subordinated debt issue carried out in 2021, partly offset by the redemption of two subordinated debt for a total of €1,033.7 million.

These financing liabilities do not take into account the perpetual deeply subordinated notes (TSS) classified as equity, which amounted to €1,881.3 million at 31 December 2021, unchanged from the previous year-end.

For more details, see Notes 10: Subordinated debt and 5.5 Undated subordinated notes classified as equity, in the notes to the consolidated financial statements 2021.

## Debt-to-equity ratio

Subordinated notes classified in debt or equity, divided by the sum of subordinated notes classified in debt and total equity. Measures the generation of free surplus to pay dividends and build the business by selling new contracts or acquiring new subsidiaries or associates.

The ratio stood at 27.8% at 31 December 2021 versus 28.2% at the previous year-end.

# 3.4.3 Liquidity

Cash and cash equivalents amounted to €25,200.7 million at 31 December 2021 versus €19,464.7 million at end-2020. For more details on cash flows, see the Consolidated Statement of Cash Flows in section 4.1.5 of this document.

Cash and cash equivalents are short-term, highly liquid investments (sight deposits and other instruments) that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

Cash flows from operating activities correspond essentially to the cash flows of the Group's revenue-generating activities.

Cash flows from investing activities correspond to cash flows from purchases and sales of investment property and securities, owner-occupied property and equipment and intangible assets.

Cash flows from financing activities correspond to all cash flows leading to a change in the amount and components of equity and financing liabilities, as follows:

- share issues and cancellations;
- debt issues and repayments;
- purchases and sales of treasury shares;
- dividends paid to owners of the parent and non-controlling shareholders of subsidiaries.

## 3.5 Solvency

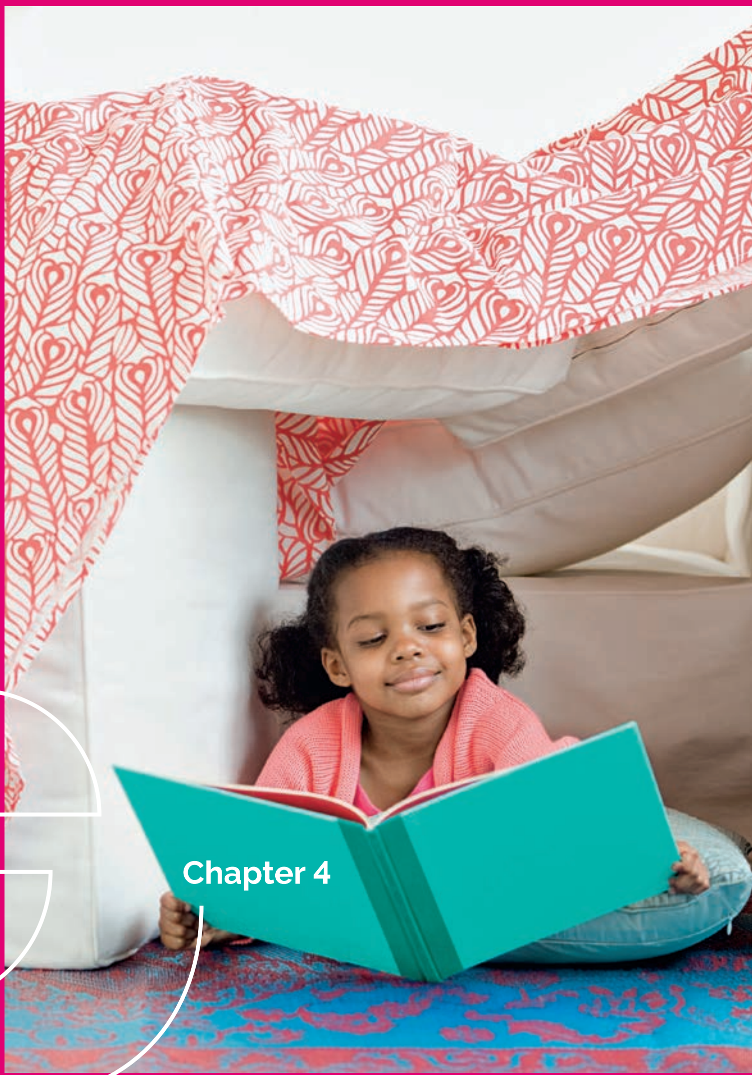
The Solvency II directive defines the prudential regime applicable to European insurance and reinsurance undertakings. It sets the minimum capital required by each insurance undertaking and insurance group in order to be able to fulfil their commitments towards insureds and the beneficiaries of their insurance policies. The directive also describes the governance and risk management principles to be applied by these undertakings and groups, as well as their reporting obligations towards the public and the insurance supervisor.

The directive also describes the governance and risk management principles to be applied by these undertakings and groups, as well as their reporting obligations towards the public and the insurance supervisor, or any transitional plan, except for the grandfathering of subordinated notes issued before Solvency II came into effect.

At 31 December 2021, CNP Assurances' consolidated SCR coverage ratio was 217%. The excess of own funds eligible for inclusion in capital available to cover the SCR (€39.1 billion) over the SCR (€18.0 billion) represented a regulatory surplus of €21.1 billion. The Solvency Capital Requirement (SCR) is the level of eligible own funds that enables an insurance undertaking to absorb significant losses and gives reasonable assurance to policyholders and beneficiaries that payments will be made as they fall due. SCR is defined in Solvency II as the value-at-risk of basic own funds, subject to a confidence level of 99.5% over a one-year period.

The Group's consolidated MCR coverage ratio at 31 December 2021 was 382%. The excess of own funds eligible for inclusion in capital available to cover the consolidated MCR (€34.7 billion) over the consolidated MCR (€9.1 billion) represented a regulatory surplus of €25.7 billion. The Minimum Capital Requirement (MCR) corresponds to the minimum eligible basic own funds, defined in Solvency II as the amount of eligible basic own funds below which policyholders and beneficiaries are exposed to an unacceptable level of risk. When the amount of eligible basic own funds falls below the MCR, the insurance undertaking's authorisation is withdrawn if it is unable to re-establish this amount at the level of the MCR within a short period of time.

More detailed information about the SCR and MCR coverage ratios and changes in these ratios compared with 2020 will be presented in the 2021 Solvency and Financial Condition Report (published in April 2022).



Chapter 4

# 4

# Financial statements AFR

# 4.1 2021 consolidated financial statements

## 4.1.1 Consolidated balance sheet

### ASSETS

| *(In € millions)* | Notes | 31.12.2021 | 31.12.2020 |
|---|---|---|---|
| Goodwill | 6 | 189.9 | 188.9 |
| Value of In-Force business | 6 | 532.3 | 12.2 |
| Other intangible assets | 6 | 3,323.4 | 3,436.4 |
| **Total intangible assets** | | **4,045.6** | **3,637.5** |
| Investment property | 8 | 2,722.9 | 2,411.0 |
| Held-to-maturity investments | 8 | 73.9 | 144.6 |
| Available-for-sale financial assets | 8 | 326,409.1 | 305,704.9 |
| Securities held for trading | 8 | 108,607.1 | 90,933.2 |
| Loans and receivables | 8 | 4,159.7 | 5,123.1 |
| Derivative instruments | 8 | 1,467.5 | 530.6 |
| **Insurance investments** | | **443,440.3** | **404,847.3** |
| **Other investments** | | **2.4** | **3.5** |
| **Investments in equity-accounted companies** | **4** | **947.7** | **526.6** |
| **Reinsurers' share of insurance and financial liabilities** | **9** | **21,044.9** | **21,082.6** |
| Insurance or reinsurance receivables | 11 | 2,640.7 | 2,624.5 |
| Current tax assets | | 589.6 | 693.5 |
| Other receivables | 11 | 5,358.5 | 4,881.7 |
| Owner-occupied property and other property and equipment | 7 | 517.9 | 152.3 |
| Other non-current assets | | 2,310.9 | 2,176.6 |
| Deferred participation asset | 9 | 0.0 | 0.0 |
| Deferred tax assets | 19 | 300.8 | 180.2 |
| **Other assets** | | **11,718.4** | **10,708.7** |
| **Non-current assets held for sale and discontinued operations** | | **0.0** | **0.0** |
| **Cash and cash equivalents** | | **1,803.3** | **1,734.0** |
| **TOTAL ASSETS** | | **483,002.4** | **442,540.1** |

### EQUITY AND LIABILITIES

| *(In € millions)* | Notes | 31.12.2021 | 31.12.2020 |
|---|---|---|---|
| Share capital | 5 | 686.6 | 686.6 |
| Share premium account | | 1,736.3 | 1,736.3 |
| Revaluation reserve | | 4,295.0 | 4,362.2 |
| Cash flow hedge reserve | 8 | 15.0 | (15.9) |
| Undated subordinated notes reclassified in equity | 5 | 1,881.3 | 1,881.3 |
| Retained earnings and profit | | 12,113.1 | 11,837.2 |
| Profit for the period | | 1,552.0 | 1,350.0 |
| Translation adjustments | | (1,145.2) | (1,157.6) |
| **Equity attributable to owners of the parent** | | **21,134.2** | **20,680.2** |
| Non-controlling interests | | 3,628.7 | 3,319.2 |
| **Total equity** | | **24,762.9** | **23,999.3** |
| Insurance liabilities (excluding unit-linked) | 9 | 195,157.7 | 171,903.1 |
| Insurance liabilities (unit-linked) | 9 | 73,777.9 | 57,293.2 |
| **Insurance liabilities** | | **268,935.6** | **229,196.3** |
| Financial liabilities – financial instruments with DPF (excluding unit-linked) | 9 | 99,767.6 | 106,260.8 |
| Financial liabilities – financial instruments without DPF (excluding unit-linked) | 9 | 480.7 | 494.1 |
| Financial liabilities – unit-linked financial instruments | 9 | 10,757.3 | 9,559.5 |
| **Financial liabilities** | | **111,005.5** | **116,314.4** |
| Derivative financial instruments separated from the host contract | | 0.0 | 0.0 |
| Deferred participation reserve | 9 | 31,599.6 | 31,587.0 |
| **Insurance and financial liabilities** | | **411,540.8** | **377,097.7** |
| **Provisions for liabilities and charges** | **12** | **297.8** | **286.6** |
| Subordinated debt | 10 | 6,942.5 | 6,824.2 |
| Other financing liabilities | | 0.0 | 0.0 |
| **Financing liabilities** | | **6,942.5** | **6,824.2** |
| Operating liabilities represented by securities | | 18,806.7 | 13,957.7 |
| Operating liabilities due to banks | | 178.7 | 117.3 |
| Liabilities arising from insurance and reinsurance transactions | 13 | 12,957.7 | 13,270.1 |
| Current taxes payable | | 264.2 | 184.0 |
| Current account advances | | 82.2 | 81.8 |
| Liabilities towards holders of units in controlled mutual funds | | 470.2 | 399.7 |
| Derivative financial instruments with a negative fair value | 8 | 1,704.5 | 912.3 |
| Deferred tax liabilities | 19 | 847.6 | 983.0 |
| Miscellaneous payables | 13 | 4,146.5 | 4,426.4 |
| **Other liabilities** | | **39,458.5** | **34,332.3** |
| **Liabilities related to assets held for sale and discontinued operations** | | **0.0** | **0.0** |
| **TOTAL EQUITY AND LIABILITIES** | | **483,002.4** | **442,540.1** |

## 4.1.2 Consolidated income statement

| *(In € millions)* | Notes | 2021 | 2020 |
|---|---|---|---|
| Premiums written | | 31,765.0 | 27,116.9 |
| Change in unearned premiums reserve | | (112.9) | (194.5) |
| **Earned premiums** | **14** | **31,652.1** | **26,922.4** |
| **Revenue from other activities** | **14** | **103.8** | **121.8** |
| **Other operating revenue** | | **0.0** | **0.0** |
| Net investment income | | 5,410.9 | 5,714.2 |
| Gains and losses on disposal of investments | | 680.2 | 389.4 |
| Change in fair value of financial assets at fair value through profit or loss | | 5,981.4 | 1,609.7 |
| Change in impairment losses on financial instruments | | 101.2 | (5.6) |
| **Investment income before finance costs** | **18** | **12,173.6** | **7,707.8** |
| **Income from ordinary activities** | | **43,929.5** | **34,752.0** |
| Claims and benefits expenses | 15 | (36,697.4) | (27,686.0) |
| Reinsurance result | 17 | 130.8 | 141.5 |
| Expenses of other businesses | | 2.6 | (2.9) |
| Acquisition costs | 16 | (3,893.3) | (3,905.7) |
| Amortisation of Value of In-Force business and distribution agreements | 6 | (143.1) | (23.2) |
| Contract administration expenses | 16 | (225.9) | (227.7) |
| Other recurring operating income and expense, net | 16 | (502.5) | (515.4) |
| **Total other recurring operating income and expense, net** | | **(41,328.8)** | **(32,219.5)** |
| **Recurring operating profit** | | **2,600.7** | **2,532.5** |
| Other non-recurring operating income and expense, net | | (4.3) | (25.9) |
| **Operating profit** | | **2,596.4** | **2,506.6** |
| Finance costs | 18 | (226.8) | (251.7) |
| Change in fair value of intangible assets | 6 | 0.0 | 0.0 |
| Share of profit of equity-accounted companies | 4 | 88.4 | 51.8 |
| Income tax expense | 19 | (681.5) | (688.9) |
| Profit from discontinued operations, after tax | | 0.0 | 0.0 |
| **Net profit for the period** | | **1,776.4** | **1,617.9** |
| Non-controlling interests | | (224.4) | (267.9) |
| **Net profit attributable to owners of the parent** | | **1,552.0** | **1,350.0** |
| Basic earnings per share *(in €)* | | 2.20 | 1.91 |
| Diluted earnings per share *(in €)* | | 2.20 | 1.91 |

## 4.1.3 Consolidated statement of income and expense recognised directly in equity

### CONSOLIDATED STATEMENT OF INCOME AND EXPENSE RECOGNISED IN EQUITY – 2021

| *(In € millions)* | Equity attributable to the owners of the parent | Non-controlling interests | Total equity |
|---|---|---|---|
| **Net profit for the period** | **1,552.0** | **224.4** | **1,776.4** |
| **Income and expense recognised directly in equity** | | | |
| **Amounts recycled through profit or loss** | **(27.5)** | **(41.2)** | **(68.7)** |
| **Available-for-sale financial assets** | **(70.8)** | **(77.9)** | **(148.7)** |
| Change in revaluation reserve during the period | (1,959.3) | (119.1) | (2,078.4) |
| Reclassification of proceeds from disposals to profit or loss | (824.7) | (17.3) | (842.0) |
| Reclassification of impairment losses to profit or loss | 202.6 | 0.5 | 203.1 |
| *Sub-total including deferred participation and deferred taxes* | *(2,581.4)* | *(136.3)* | *(2,717.6)* |
| Deferred participation including deferred taxes | 2,177.4 | 7.2 | 2,184.6 |
| Deferred taxes | 333.2 | 50.9 | 384.0 |
| Of which, change in revaluation reserve for non-current assets held for sale | 0.0 | 0.0 | 0.0 |
| *Sub-total net of deferred participation and deferred taxes* | *(70.8)* | *(77.9)* | *(148.7)* |
| **Cash flow hedge reserve** | **30.9** | **0.0** | **30.9** |
| Change in cash flow hedge reserve during the period | 105.5 | 0.0 | 105.5 |
| Cash flow hedge reserve recycled through profit or loss during the period | (63.7) | 0.0 | (63.7) |
| Deferred taxes | (10.9) | 0.0 | (10.9) |
| **Translation differences** | **12.5** | **36.7** | **49.1** |
| **Amounts not recycled through profit or loss** | **(15.9)** | **0.0** | **(15.9)** |
| Actuarial gains and losses | (15.9) | 0.0 | (15.9) |
| Other movements | 0.0 | 0.0 | 0.0 |
| **Total income and expense recognised directly in equity** | **(43.4)** | **(41.2)** | **(84.6)** |
| **TOTAL INCOME AND EXPENSE RECOGNISED IN EQUITY** | **1,508.7** | **183.2** | **1,691.8** |

### CONSOLIDATED STATEMENT OF INCOME AND EXPENSE RECOGNISED IN EQUITY – 2020

| *(In € millions)* | Equity attributable to the owners of the parent | Non-controlling interests | Total equity |
|---|---|---|---|
| **Net profit for the period** | **1,350.0** | **267.9** | **1,617.9** |
| **Income and expense recognised directly in equity** | | | |
| **Amounts recycled through profit or loss** | **(151.2)** | **(141.7)** | **(292.8)** |
| **Available-for-sale financial assets** | **460.1** | **1.1** | **461.1** |
| Change in revaluation reserve during the period | 2,148.2 | 37.9 | 2,186.0 |
| Reclassification of proceeds from disposals to profit or loss | (610.1) | (21.3) | (631.5) |
| Reclassification of impairment losses to profit or loss | 383.3 | 1.9 | 385.2 |
| *Sub-total including deferred participation and deferred taxes* | *1,921.4* | *18.4* | *1,939.7* |
| Deferred participation including deferred taxes | (1,295.4) | (16.8) | (1,312.3) |
| Deferred taxes | (165.9) | (0.5) | (166.4) |
| Of which, change in revaluation reserve for non-current assets held for sale | 0.0 | 0.0 | 0.0 |
| *Sub-total net of deferred participation and deferred taxes* | *460.1* | *1.1* | *461.1* |
| **Cash flow hedge reserve** | **(23.9)** | **0.0** | **(23.9)** |
| Change in cash flow hedge reserve during the period | (75.6) | 0.0 | (75.6) |
| Cash flow hedge reserve recycled through profit or loss during the period | 56.5 | 0.0 | 56.5 |
| Deferred taxes | (4.8) | 0.0 | (4.8) |
| **Translation differences** | **(587.3)** | **(142.7)** | **(730.0)** |
| **Amounts not recycled through profit or loss** | **(15.5)** | **0.0** | **(15.5)** |
| Actuarial gains and losses | (15.5) | 0.0 | (15.5) |
| Other movements | 0.0 | 0.0 | 0.0 |
| **Total income and expense recognised directly in equity** | **(166.6)** | **(141.7)** | **(308.3)** |
| **TOTAL INCOME AND EXPENSE RECOGNISED IN EQUITY** | **1,183.3** | **126.2** | **1,309.6** |

## 4.1.4 Consolidated statement of changes in equity

### CONSOLIDATED STATEMENT OF CHANGES IN EQUITY – 2021

| *(In € millions)* | Share capital | Share premium account | Reva-luation reserve | Cash flow hedge reserve | Undated subordinated notes reclassified in equity | Retained earnings and profit | Translation adjustments | **Equity attributable to owners of the parent** | Non-controlling interests | **Total equity** |
|---|---|---|---|---|---|---|---|---|---|---|
| **Equity at 01.01.2021 – IFRS** | **686.6** | **1,736.3** | **4,362.2** | **(15.9)** | **1,881.3** | **13,187.2** | **(1,157.6)** | **20,680.2** | **3,319.2** | **23,999.3** |
| **Net profit and unrealised and deferred gains and losses for the period** | | | **(70.8)** | **30.9** | **0.0** | **1,536.1** | **12.5** | **1,508.7** | **183.2** | **1,691.8** |
| • Dividends paid | | | | | | (1,077.5) | | (1,077.5) | (236.8) | (1,314.3) |
| • Changes in capital/Merger premium | | | | | | | | 0.0 | | 0.0 |
| • Subordinated notes, net of tax | | | | | 0.0 | (44.2) | | (44.2) | 0.0 | (44.2) |
| • Treasury shares, net of tax | | | | | | 2.1 | | 2.1 | | 2.1 |
| • Changes in scope of consolidation | | | 3.6 | | | 43.8 | | 47.3 | 363.1 | 410.4 |
| • Other movements | | | 0.0 | | | 17.7 | | 17.7 | 0.0 | 17.7 |
| **EQUITY AT 31.12.2021** | **686.6** | **1,736.3** | **4,295.0** | **15.0** | **1,881.3** | **13,665.1** | **(1,145.2)** | **21,134.2** | **3,628.7** | **24,762.9** |

#### CONSOLIDATED STATEMENT OF CHANGES IN EQUITY – 2020

| *(In € millions)* | Share capital | Share premium account | Revaluation reserve | Cash flow hedge reserve | Undated subordinated notes reclassified in equity | Retained earnings and profit | Translation adjustments | Equity attributable to the owners of the parent | Non-controlling interests | Total equity |
|---|---|---|---|---|---|---|---|---|---|---|
| **Equity at 01.01.2020 – IFRS** | **686.6** | **1,736.3** | **3,866.2** | **8.1** | **1,881.3** | **11,795.3** | **(580.7)** | **19,393.2** | **1,794.8** | **21,188.0** |
| **Net profit and unrealised and deferred gains and losses for the period** | | | **460.1** | **(23.9)** | **0.0** | **1,334.5** | **(587.3)** | **1,183.3** | **126.2** | **1,309.6** |
| • Dividends paid | | | | | | | | 0.0 | (571.2) | (571.2) |
| • Changes in capital/Merger premium | | | | | | | | 0.0 | | 0.0 |
| • Subordinated notes, net of tax | | | | | | (41.8) | | (41.8) | | (41.8) |
| • Treasury shares, net of tax | | | | | | 0.6 | | 0.6 | | 0.6 |
| • Changes in scope of consolidation | | | 35.9 | | | 111.0 | 10.3 | 157.3 | 1,969.2 | 2,126.5 |
| • Other movements | | | | | | (12.5) | | (12.5) | 0.1 | (12.4) |
| **EQUITY AT 31.12.2020** | **686.6** | **1,736.3** | **4,362.2** | **(15.9)** | **1,881.3** | **13,187.2** | **(1,157.6)** | **20,680.2** | **3,319.2** | **23,999.3** |

## 4.1.5 Consolidated statement of cash flows

The consolidated statement of cash flows includes:

- cash flows of fully consolidated companies;
- cash flows arising from Group investments, dividends and other transactions with associates or jointly-controlled entities accounted for using the equity method.

### Definition of cash and cash equivalents

Cash and cash equivalents are short-term, highly liquid investments (sight deposits and other instruments) that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

They include units in "ordinary" money market funds but do not include units in dynamic funds that are highly sensitive to changes in market prices, in accordance with the guidelines issued jointly by the French accounting standards setter (*Autorité des Normes Comptables* – ANC) and the French financial markets authority (*Autorité des Marchés Financiers* – AMF) for the application of Regulation (EU) 2017/1131. This approach analyses both the fund prospectus and yield patterns (fund performance, volatility, etc.).

Cash and cash equivalents reported in the statement of cash flows are stated net of bank overdrafts used for cash management purposes.

### Definition of cash flows from operating activities

Cash flows from operating activities correspond essentially to the cash flows of the Group's revenue-generating activities.

### Definition of cash flows from investing activities

Cash flows from investing activities correspond to cash flows from purchases and sales of investment property and securities, owner-occupied property and equipment and intangible assets.

## Definition of cash flows from financing activities

Cash flows from financing activities correspond to all cash flows leading to a change in the amount and components of equity and financing liabilities, as follows:

- share issues and cancellations;
- debt issues and repayments;
- purchases and sales of treasury shares;
- dividends paid to owners of the parent and non-controlling shareholders of subsidiaries.

### CONSOLIDATED STATEMENT OF CASH FLOWS

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Operating profit before tax** | **2,596.4** | **2,506.6** |
| Gains and losses on disposal of investments | (564.2) | (397.9) |
| Depreciation and amortisation expense, net | 212.4 | 101.6 |
| Change in deferred acquisition costs | (29.0) | (45.6) |
| Impairment losses, net | (99.3) | 24.9 |
| Charges to technical reserves for insurance and financial liabilities | 8,964.9 | 3,620.8 |
| Charges to provisions, net | 3.6 | 5.4 |
| Change in fair value of financial instruments at fair value through profit or loss (other than cash and cash equivalents) | (5,893.0) | (1,587.5) |
| Other adjustments | 575.9 | 295.7 |
| Dividends received from equity-accounted companies | 47.2 | 40.4 |
| **Total adjustments** | **3,218.4** | **2,057.8** |
| Change in operating receivables and payables | (863.0) | 787.9 |
| Change in securities sold and purchased under repurchase and resale agreements | 4,849.0 | 1,358.6 |
| Change in other assets and liabilities | 3.8 | (54.6) |
| Income taxes paid, net of reimbursements | (473.1) | (880.8) |
| **Net cash provided by operating activities** | **9,331.4** | **5,775.5** |
| Acquisitions of subsidiaries and joint ventures, net of cash acquired | (98.1) | 12.5 |
| Divestments of subsidiaries and joint ventures, net of cash sold | 0.0 | 0.0 |
| Acquisitions of associates | (391.4) | (54.4) |
| Divestments of associates | 0.0 | 0.0 |
| **Net cash used by divestments and acquisitions** | **(489.5)** | **(41.9)** |
| Proceeds from the sale of financial assets | 87,694.9 | 75,763.9 |
| Proceeds from the sale of investment properties | 118.2 | 65.6 |
| Proceeds from the sale of other investments | (0.2) | 0.0 |
| **Net cash provided by sales and redemptions of investments** | **87,812.9** | **75,829.5** |
| Acquisitions of financial assets | (89,096.8) | (79,716.6) |
| Acquisitions of investment properties | (424.2) | (187.8) |
| Acquisitions of other investments | 0.0 | 0.0 |
| **Net cash used by acquisitions of investments** | **(89,521.0)** | **(79,904.4)** |
| Proceeds from the sale of property and equipment and intangible assets | 5.2 | 12.7 |
| Purchases of property and equipment and intangible assets | (188.0) | (1,256.9) |
| **Net cash used by sales and purchases of property and equipment and intangible assets** | **(182.7)** | **(1,244.2)** |
| **Net cash used by investing activities** | **(2,380.3)** | **(5,361.0)** |

| (In € millions) | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Issuance of equity instruments | 0.0 | 0.0 |
| Redemption of equity instruments | 0.0 | 0.0 |
| Purchases and sales of treasury shares | 2.4 | (0.3) |
| Dividends paid | (1,314.3) | (571.1) |
| **Net cash used by transactions with owners** | **(1,311.9)** | **(571.4)** |
| New borrowings | 1,094.2 | 1,250.0 |
| Repayments of borrowings | (1,039.6) | (754.8) |
| Interest paid on borrowings | (288.7) | (313.2) |
| **Net cash used by other financing activities** | **(234.0)** | **182.0** |
| **Net cash used by financing activities** | **(1,546.0)** | **(389.4)** |
| **Cash and cash equivalents at beginning of period** | **19,464.7** | **19,237.0** |
| Net cash provided by operating activities | 9,331.4 | 5,775.5 |
| Net cash used by investing activities | (2,380.3) | (5,361.0) |
| Net cash used by financing activities | (1,546.0) | (389.4) |
| Effect of changes in exchange rates | 8.5 | (24.8) |
| Effect of changes in accounting policies and other changes* | 322.3 | 227.5 |
| **CASH AND CASH EQUIVALENTS AT THE REPORTING DATE** | **25,200.7** | **19,464.7** |

* *Effect of "ordinary" money market funds classified as cash equivalents*

## Reconciliation of cash flows from financing activities to the amounts reported in the financial statements

This table reconciles cash flows from financing activities to the amounts reported in the other financial statements. Other movements correspond to changes in deferred taxes and fair value adjustments to the cash flow hedge reserve recognised directly in equity.

### 31 DECEMBER 2021

| (In € millions) | Cash flow hedge reserve | Undated subordinated notes reclassified in equity | Subordinated debt | Other financing liabilities | Total |
|---|---|---|---|---|---|
| **31.12.2020** | **(15.9)** | **1,881.3** | **6,824.2** | **0.0** | **8,689.6** |
| Issue | 0.0 | 0.0 | 1,118.0 | 0.0 | 1,118.0 |
| Redemption | 0.0 | 0.0 | (999.7) | 0.0 | (999.7) |
| **Total cash items** | **0.0** | **0.0** | **118.4** | **0.0** | **118.4** |
| Translation adjustments | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Fair value adjustments | 31.0 | 0.0 | 0.0 | 0.0 | 31.0 |
| Changes in scope of consolidation | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Other movements | (0.1) | 0.0 | 0.0 | 0.0 | (0.1) |
| **Total non-cash items** | **30.9** | **0.0** | **0.0** | **0.0** | **30.9** |
| **31.12.2021** | **15.0** | **1,881.3** | **6,942.5** | **0.0** | **8,838.8** |

### 31 DECEMBER 2020

| *(In € millions)* | Cash flow hedge reserve | Undated subordinated notes reclassified in equity | Subordinated debt | Other financing liabilities | Total |
|---|---|---|---|---|---|
| **31.12.2019** | **8.1** | **1,881.3** | **6,380.7** | **4.8** | **8,274.9** |
| Issue | 0.0 | 0.0 | 1,250.0 | 0.0 | 1,250.0 |
| Redemption | 0.0 | 0.0 | (750.0) | (4.8) | (754.8) |
| **Total cash items** | **0.0** | **0.0** | **500.0** | **(4.8)** | **495.2** |
| Translation adjustments | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Fair value adjustments | 5.8 | 0.0 | (56.5) | 0.0 | (50.8) |
| Changes in scope of consolidation | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Other movements | (29.7) | 0.0 | 0.0 | 0.0 | (29.7) |
| **Total non-cash items** | **(23.9)** | **0.0** | **(56.5)** | **0.0** | **(80.5)** |
| **31.12.2020** | **(15.9)** | **1,881.3** | **6,824.2** | **0.0** | **8,689.6** |

### RECONCILIATION OF CASH AND CASH EQUIVALENTS REPORTED IN THE CONSOLIDATED BALANCE

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Cash and cash equivalents (reported in the consolidated balance sheet) | 1,803.3 | 1,734.0 |
| Cash and cash equivalents relating to assets held for sale | 0.0 | 0.0 |
| Operating liabilities due to banks | (178.7) | (117.3) |
| Securities held for trading | 23,576.1 | 17,848.0 |
| **TOTAL (REPORTED IN THE CONSOLIDATED STATEMENT OF CASH FLOWS)** | **25,200.7** | **19,464.7** |

Cash and cash equivalents reported in the consolidated statement of cash flows correspond to:

- cash and cash equivalents reported in the consolidated balance sheet under assets;
- operating liabilities due to banks corresponding to short-term bank loans and overdrafts other than financing liabilities, reported in the consolidated balance sheet under liabilities;
- securities held for trading, consisting of money market mutual funds reported in the consolidated balance sheet under "insurance investments".

## 4.1.6 Notes to the consolidated financial statements

DETAILED CONTENTS

# Significant events of the period and subsequent events

## NOTE 1 Significant events of 2021

### 1.1 CNP Assurances finalises the acquisition of life insurance businesses in Italy

On 3 March 2021, CNP Assurances signed a binding agreement to acquire Italian life insurance businesses from Aviva.

The scope of the transaction concerns the following Aviva Group life businesses in Italy:

- 51% of CNP Vita Assicura, a life insurance company in which UniCredit SpA. holds 49%;
- 100% of CNP Vita Assicurazione, a life insurance company, and 100% of CNP Vita S.c.a.r.l, which provides business support services to the two insurance companies.

The transaction will also strengthen the partnership between CNP Assurances and UniCredit SpA. through CNP Vita Assicura, complementing their existing partnership through CNP UniCredit Vita SpA.

The acquisition price of €543 million was financed by CNP Assurances using its own funds.

The transaction was finalised on 1 December 2021.

### 1.2 US$700 million restricted Tier 1 perpetual notes issue

On 7 April 2021, CNP Assurances completed a US$700.0 million restricted Tier 1 subordinated notes issue. These undated notes bear a 4.875% fixed rate until 7 April 2031.

They feature a principal write-down mechanism together with a mandatory interest cancellation in case of solvency deficiency of CNP Assurances, as required by the Solvency II directive.

The notes were swapped into EUR for a 10-year period providing an effective yield cost to CNP Assurances of 2.852%.

### 1.3 Finalisation of the new exclusive long-term partnership with Caixa Econômica Federal in Brazil for the distribution of *consórcio* products

On 30 March 2021, the closing transactions set out in the agreement signed on 13 August 2020 with Caixa Econômica Federal and Caixa Seguridade were finalised, in particular the payment of R$250 million to Caixa Econômica Federal.

A new joint venture has been created. It will be accounted for by CNP Assurances Group using the equity method. Voting rights will be split 50.01% for CNP Assurances and 49.99% for Caixa Seguridade, and economic rights 25% for CNP Assurances and 75% for Caixa Seguridade.

This transaction was subject to review by the Brazilian Central Bank (BACEN). Its authorisation was issued on 29 July 2021.

### 1.4 Successful €500 million Tier 2 notes issue

On 12 October 2021, the Group issued €500 million worth of subordinated notes due 12 October 2053, paying interest at 1.875% until 12 October 2033, and qualifying as Tier 2 capital under Solvency II.

### 1.5 Changes in CNP Assurances' ownership structure

On 28 October 2021, La Banque Postale (LBP), CNP Assurances' parent company, announced its intention to buy out Groupe BPCE's interest in CNP Assurances and file with the AMF a simplified tender offer for the CNP Assurances' shares held by minority shareholders at a price of €21.90 per share, to be followed by a squeeze-out procedure.

On 16 December 2021, La Banque Postale acquired all of the 16.1% of CNP Assurances' capital held by Groupe BPCE, increasing its stake in CNP Assurances to 78.9% (taking into account the prior merger of SF2 into LBP).

### 1.6 Transfer of Allianz France's savings contract portfolios to CNP Assurances

CNP Assurances and Allianz France have finalised a transfer of savings contracts from Allianz France to CNP Assurances. The transfer was published in the legal gazette *(Journal officiel)* on 30 November 2021. It includes more than 20,000 life insurance and endowment contracts. Excelis and Satinium were marketed by La Banque Postale to its retail customers between 2009 and 2019. La Banque Postale continues to monitor holders of these policies. Assets transferred at 30 November 2021 stood at €2.2 billion, 60% of which in unit-linked products. The price paid by CNP Assurances is €32.5 million.

### 1.7 Financial impacts of the Covid-19 pandemic

At 31 December 2021, CNP Assurances did not identify any material effect on its intangible assets or overall solvency, except for the indirect effect of persistently low interest rates.

## NOTE 2 Subsequent events

No significant changes occurred after the financial year-end.

# Summary of significant accounting policies

## NOTE 3 Summary of significant accounting policies

CNP Assurances SA, the parent company of the Group, is a *société anonyme* (public limited company) with a Board of Directors, governed by the French Insurance Code *(Code des assurances)*. It has fully paid-up share capital of €686,618,477. The Company is registered in the Paris Trade and Companies Register under No. 341 737 062.

The registered office is located at 4, place Raoul-Dautry, 75015 Paris.

The Group's principal business is the writing of personal insurance. CNP Assurances' corporate purpose is to:

- write accidental injury and health insurance;
- write bodily injury insurance covering accident and health risks;
- hold majority interests in insurance companies.

The consolidated financial statements for the year ended 31 December 2021 include the financial statements of the Company and its subsidiaries, as well as the Group's interests in the results and net assets of jointly-controlled entities and associates. They were approved by the Board of Directors on 16 February 2022.

### 3.1 Statement of compliance

In accordance with EU directive 1606/2002/EC of 19 July 2002, the consolidated financial statements have been prepared in accordance with the IFRS standards adopted by the European Union on 31 December 2021. The subsidiaries all apply Group accounting policies, as presented in these notes.

#### 3.1.1 New accounting standards adopted since 1 January 2021

The amendments to IFRS 9, IAS 39 and IFRS 7 resulting from Phase 2 of the IBOR reform and the amendments to IFRS 4, applicable from 1 January 2021, have no material impact on the consolidated financial statements.

With effect from 1 January 2021, the Group changed the method of accounting for the C3S solidarity tax *(contribution sociale de solidarité des sociétés)*, in order to bring it into line with IFRIC 21 "Levies".

The impact of this change in method on opening equity was €17.6 million.

#### 3.1.2 Deferred application of IFRS 9 (IFRS 4 amendment)

The final version of IFRS 9 "Financial Instruments" was published on 24 July 2014 and was adopted by the European Union on 22 November 2016. It is effective for accounting periods beginning on or after 1 January 2018.

However, the Group has elected to apply the option of deferring application until 1 January 2023 (see below).

IFRS 9, which replaces IAS 39 "Financial Instruments", sets down accounting principles and disclosure requirements for financial assets and liabilities.

The final version consolidates the three core phases, i.e., classification and measurement, impairment and hedge accounting.

### 3.1.2.1 Main provisions of IFRS 9

#### 3.1.2.1.1 Classification and measurement

IFRS 9 introduces a standard approach to classification and measurement of financial assets and contains only three classification categories: amortised cost, fair value through other comprehensive income (FVTOCI) and fair value through profit or loss (FVTPL).

As far as debt instruments are concerned, the assessment is based around two criteria that determine how a financial asset should be classified and measured:

- the business model that the entity uses for managing the financial asset; and
- the contractual cash flow characteristics of the financial asset.

IFRS 9 introduces two types of business model as follows:

- the financial asset is held within a business model whose objective is to collect the contractual cash flows. If this is the case, the financial asset is measured at amortised cost;
- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets. If so, the financial asset must be measured at FVTOCI.

All other financial assets must be measured at FVTPL. An entity may designate a financial asset as measured at FVTPL if doing so eliminates or significantly reduces an inconsistency in valuation methods or accounting treatment (sometimes referred to as an accounting mismatch).

Equity instruments are always measured at FVTPL with the exception of those not held for trading. An entity may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value of an investment in an equity instrument that is not held for trading (including realised gains and losses). Only dividends received from such investments are to be recognised in profit or loss.

IFRS 9 retains the accounting treatment of financial liabilities but adds guidance on certain issues, notably the impact of changes in own credit risk in profit or loss when non-trading financial liabilities are measured at fair value.

#### 3.1.2.1.2 Impairment

IFRS 9 also introduces a new debt instrument impairment model that involves writing off expected credit losses at initial recognition. Under IAS 39, impairment losses were only taken if there was a recognised risk due to the existence of one or more objective indicators of impairment.

Under the new model, assets move through three stages:

- at investment: the entity recognises 12-month expected credit losses and interest income is calculated on the gross carrying amount of the instrument;
- Stage 2: if there has been a significant increase in credit risk since initial recognition, lifetime expected credit losses are recognised, but interest income is still calculated on the gross carrying amount of the asset;
- Stage 3: if a credit event affects the issuer, lifetime expected credit losses are recognised and interest income is calculated on the net carrying amount.

#### 3.1.2.1.3 Hedge accounting

IFRS 9 broadens hedge accounting eligibility criteria in exchange for greater transparency in risk management disclosure.

The new model marks an important change that aligns hedge accounting more closely with risk management and enables entities to disclose these activities more effectively in their financial statements. For example, IFRS 9 allows entities to hedge the risk components of non-financial items and homogeneous groups of items for all types of risk on a net basis.

IFRS 9 changes certain aspects relating to hedging instruments. In particular, changes in the fair value of the time value of an option used as a hedging instrument may be recognised in other comprehensive income (OCI). Eligibility also extends to the forward element of a forward contract or the foreign currency basis spread, thus reducing volatility in the income statement.

The standard also makes hedge effectiveness testing less rigid. Retrospective and prospective testing (using the 80% to 125% "bright line") is replaced by a single prospective test based on three effectiveness requirements: there is "an economic relationship" between the hedged item and the hedging instrument; the effect of credit risk does not "dominate the value changes" that result from that economic relationship; and the hedge ratio is consistent with the entity's risk management approach.

### 3.1.2.2 IFRS 9 transition arrangements under the deferral approach

IFRS 9 was adopted on 22 November 2016 for use in the European Union for accounting periods beginning on or after 1 January 2018. However, the Group has deferred application until 2023 as its activities are predominantly related to insurance.

In light of the publication on 12 September 2016 by the IASB of an amendment to IFRS 4 "Insurance Contracts" describing how insurance undertakings should apply IFRS 9 in conjunction with IFRS 4. This amendment, which was adopted by the European Commission on 3 November 2017, was issued in response to the need to align first-time adoption of IFRS 9 with that of the new insurance standard (IFRS 17), and provided an optional temporary exemption from applying IFRS 9 until 1 January 2021 (the "deferral approach"). An amendment to IFRS 4 published on 25 June 2020 extends the optional temporary exemption from applying IFRS 9 until 1 January 2023.

All traditional insurance companies have the automatic right to apply the deferral approach.

The IASB has also introduced an option to simplify application of IFRS 9 by allowing associates and joint ventures accounted for by the equity method to continue to prepare their consolidation packages in accordance with IAS 39 if they are not required to adopt IFRS 9 in their separate financial statements. Application of this option enables the Group to continue accounting for financial assets in accordance with IAS 39 until 2023.

CNP Assurances fulfils the eligibility criteria for adopting the deferral approach:

- as of 31 December 2015, its insurance business represented more than the 90% threshold for applying this approach;
- it is accounted for using the equity method in the consolidated financial statements of its three main shareholders which are financial institutions and which have applied IFRS 9 since 2018. As a result, it will not be required to prepare its consolidation package in accordance with IFRS 9.

During the deferral period, IFRS 4 requires additional disclosures including the results of "SPPI" testing and the reporting entity's credit risk exposure.

The SPPI test requires that the contractual terms of the financial asset give rise to cash flows that are solely payments of principal and interest on the principal amounts outstanding.

The additional annual disclosures include:

- the results of SPPI testing for financial assets that are not measured at fair value through profit or loss;
- the credit quality of debt instruments that meet the SPPI test criteria.

## 3.1.3 Main accounting standards and interpretations approved by the European Union but not yet in force

The amendments to IFRS 3, IAS 16 and IAS 37 published on 14 May 2020 will be applicable from 1 January 2022.

### 3.1.3.1 IFRS 17 "Insurance Contracts"

IFRS 17 "Insurance Contracts", published on 18 May 2017 and amended on 25 June 2020, was adopted by the European Union on 19 November 2021. IFRS 17 establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. It replaces IFRS 4 for annual reporting periods beginning on or after 1 January 2023 (with comparative information for 2022 to be presented on the same basis).

IFRS 17 will apply to:

- written insurance and reinsurance contracts;
- all reinsurance contracts giving rise to a significant insurance risk;
- investment contracts with a discretionary participation feature.

The new standard requires the insurance component of each contract to be recognised separately from the other components, such as:

- certain embedded derivatives;
- separate investment components;
- other performance obligations, for example a promise to transfer non-insurance goods or services.

These components will be recognised and measured separately in accordance with the standard that would apply to them if they were separate contracts.

When an insurance or reinsurance contract is written, the liability will be measured according to the Building Block Approach (BBA), based on the following blocks:

- discounted present value of future cash flows that relate directly to the fulfilment of the contractual obligations (fulfilment cash flows);
- a risk margin reflecting the uncertainty about the amount and timing of these cash flows;
- a Contractual Service Margin (CSM).

The CSM represents the unearned profit of the group of insurance contracts that the entity will recognise as it provides services in the future. It is included in deferred revenue on the liabilities side of the balance sheet and recognised in income as the services are provided. If the group of insurance contracts is expected to generate a loss, rather than recording a negative CSM, the expected loss is recognised immediately in profit or loss when the contracts are written.

A second model – the Variable Fee Approach (VFA) – is applicable to insurance contracts with direct participation features that contain the following conditions:

- the contractual terms specify that the policyholder participates in a share of a clearly identified pool of underlying items;
- the entity expects to pay the policyholder an amount equal to a substantial share of the fair value of returns from the underlying items;
- a substantial proportion of the cash flows the entity expects to pay to the policyholder are expected to vary in line with changes in the fair value of the underlying items.

In addition to the General Model (BBA), IFRS 17 also includes an optional simplified measurement approach – the Premium Allocation Approach (PAA) – which may be applied to:

- all insurance contracts other than those with direct participation features, provided that the PAA produces a measurement of the liability that would not be materially different from that produced applying the BBA;
- contracts with a short duration (coverage period of one year or less).

For the purpose of applying the PPA, the initial liability corresponds to the premiums received at initial recognition and no CSM is calculated. Acquisition costs may be deferred in assets or recognised as an expense.

Under IFRS 17, insurance liabilities will be measured at a more granular level. Specifically, they will be divided into portfolios, as follows:

- each portfolio will comprise contracts subject to similar risks that are managed together. A portfolio will not contain contracts written more than one year apart;
- each portfolio will be divided into three accounting groups when the contracts are initially recognised, for the calculation and tracking of the contractual service margin (CSM). The groups are as follows:
  - contracts that are onerous at initial recognition,
  - contracts that at initial recognition have no significant possibility of becoming onerous,
  - other contracts.

Application of IFRS 17 will have a significant impact on the Group's consolidated financial statements:

- it will modify the presentation of the balance sheet and the notes;
- the consolidated income statement will be renamed the statement of financial performance and will comprise two key indicators:
  - insurance service result, corresponding to insurance revenue less amortisation of the CSM and the risk adjustment, the experience adjustment (difference between expected claims and expenses and paid claims and expenses) and expenses on onerous contracts,
  - investment income or expense;
- it will also lead to a major reorganisation of management processes, including statutory accounting, account closing, management accounting and internal and external reporting systems;
- actuarial modelling tools will also be affected;
- in addition, the internal organisation of accounting processes will need to be adjusted, with the introduction of new measurement, consolidation and reporting processes.

The effects of applying IFRS 17 are currently being analysed by the Group. IFRS 9 "Financial Instruments" replaces IAS 39 as from the same dates and the effects of applying these two new standards are being analysed jointly.

As part of the efforts to implement IFRS 17 ongoing since 2018, work in 2021 focused on:

- finalising the key methodological options;
- designing target accounts production processes.

## 3.1.4 Main standards and interpretations published but not yet approved by the European Union

### 3.1.4.1 Amendments to the following standards

The amendments to IFRS 17, IAS 1, IAS 8 and IAS 12 will be applicable from 1 January 2023.

The Group is currently studying the potential impact of the amendments not applicable from 1 January 2021.

### 3.2 Basis of preparation of the consolidated financial statements

The consolidated financial statements are presented in millions of euros, rounded up or down to the nearest decimal.

They have been prepared according to the cost model, except for (i) insurance assets and liabilities and assets and liabilities related to investment contracts with a discretionary participation feature (DPF) which are measured in accordance with Group accounting policies, and (ii) financial assets at fair value through profit or loss (financial assets held for trading and financial assets designated upon initial recognition as at fair value through profit or loss), available-for-sale financial assets, investment property held in unit-linked portfolios and derivative instruments separated from their host contracts, which are measured using the fair value model.

Non-current assets and groups of assets held for sale are measured at the lower of their carrying amount and their fair value less costs to sell, with the exception of deferred tax assets, assets generated by employee benefits, financial assets, investment property measured at fair value, biological assets and assets arising under insurance contracts, all of which are measured using their own specific valuation basis.

The preparation of financial statements in accordance with IFRSs requires the use of estimates and assumptions that have an impact on the application of accounting policies and on the reported amounts of assets and liabilities, income and expenses. The main balance sheet headings concerned by such estimates and assumptions include goodwill (particularly with regard to impairment testing), the Value of In-Force business, assets measured at fair value not quoted in an active market, insurance-related assets and liabilities (technical reserves, deferred participation assets and deferred participation reserves) and deferred taxes.

These estimates and the underlying assumptions are based on past experience, regulatory information, generally accepted actuarial principles and other factors considered reasonable under the circumstances and they are subject to sensitivity analyses when this is required by regulations or when such tests back up the assumptions made by the Group.

They serve as the basis for the exercise of judgement in determining the carrying amounts of assets and liabilities which cannot be obtained directly from other sources. Actual values may be different from these estimates. Estimates and the underlying assumptions are reviewed at regular intervals.

The effects of changes in accounting estimates are recognised in the period in which the change occurs.

The accounting policies described below have been applied consistently to all periods presented in the consolidated financial statements.

They have been applied uniformly by all Group entities.

# Scope of consolidation

## NOTE 4 Scope of consolidation

### 4.1 Scope of consolidation and associated companies

The consolidated financial statements include the financial statements of subsidiaries, jointly-controlled entities and associates. Other than the regulatory capital requirements of the insurance subsidiaries, the Group does not have any restrictions limiting its access to assets or settling the liabilities of the entities within its scope of consolidation.

#### Subsidiaries

A subsidiary is an entity controlled by the Company. Control is a function of three elements: power over the investee; exposure, or rights, to variable returns from involvement with the investee; and the ability to use power over the investee to affect the amount of the investor's returns.

Power results from existing rights that give the current ability to direct an investee's relevant activities. The rights that confer power may differ depending on the investee's purpose and design, structure, the nature of its relevant activities or the way in which decisions about the investee are taken. It is generally voting or similar rights that give an investor power, either individually or in combination with other arrangements. Ifcontractual arrangements have a bearing on the relevant activities, they need to be analysed to determine whether rights held are sufficient to confer power. In circumstances where it is difficult to determine whether an investor's rights are sufficient to give it power over an investee, it may be necessary to consider evidence of whether it has the practical ability to direct the relevant activities unilaterally.

Exposure or rights to variable returns from involvement with the investee are assessed based on the investor's returns from existing arrangements which have the potential to vary as a result of the investee's performance. An investor assesses whether returns from an investee are variable and how variable those returns are on the basis of the substance of the arrangement and regardless of the legal form of the returns.

Control results not merely from power over the investee and exposure to variable returns, but from the ability to use power over the investee to affect the amount of the investor's returns from its involvement with the investee. Thus, an investor with decision-making rights must determine whether it is acting as a principal or an agent.

Subsidiaries are fully consolidated.

New subsidiaries are consolidated from the date when control is acquired. Divested subsidiaries are consolidated up to the date when control is relinquished.

Non-controlling interests represent the interests of minority shareholders in the Group's subsidiaries. The materiality of these non-controlling interests is assessed based on the percentage interest in the share capital of the subsidiary, as well as their impact on the consolidated financial statements.

## Jointly-controlled entities (joint arrangements)

A jointly-controlled entity is a contractual arrangement whereby the Group and one or more other parties exercise joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. There are two types of joint arrangement:

- joint operations: a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets and obligations for the liabilities relating to the arrangement. Each joint operator accounts for the assets, liabilities, revenues and expenses relating to its interest in the joint operation and in accordance with the applicable IFRSs;
- joint ventures: a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. Each joint party recognises its interest in the joint venture as an investment using the equity method.

The consolidated financial statements include the Group's interest in the joint venture, recognised using the equity method, from or up to the date when the Group exercises or ceases to exercise joint control.

## Associates

An associate is an entity over which the Group has significant influence. Significant influence is defined as the power to participate in the financial and operating policy decisions of the associate.

It is presumed to be exercised when the Group holds at least 20% of the associate's voting rights, directly or indirectly. However, this is only one of the criteria used, and the existence or absence of significant influence may be determined on the basis of other factors, regardless of the percentage of voting rights held. Other indicators of significant influence include representation on the Board of Directors or equivalent governing body of the associate and material transactions between CNP Assurances and the associate.

The consolidated financial statements include the Group's share of the net assets and profits of associates, recognised using the equity method, from or up to the date when the Group exercises or ceases to exercise significant influence.

If the Group's share of an associate's losses is equal to or greater than the carrying amount of its investment in the entity concerned, the investment is reduced to zero and recognition of the Group's share of future losses is discontinued, unless the Group has incurred legal or constructive obligations to bear a portion of future losses or to make payments on behalf of the associate.

This exemption provided for in paragraph 18 of IAS 28 is used on a case-by-case basis when the value of an investment in a company over which the Group exercises significant influence is determined on the basis of participatory contracts (see Note 9.2).

## 4.2 Business combinations and other changes in scope of consolidation

Business combinations in which the Group acquires control of one or more businesses are recognised using the purchase method.

Business combinations carried out prior to 1 January 2010 are recognised in accordance with the accounting principles used to prepare the financial statements for the year ended 31 December 2009. Non-controlling interests (also known as minority interests) are measured at the Group's proportionate share in the acquiree's net revalued assets, while adjustments to contingent consideration are treated as an adjustment to the cost of the combination.

Business combinations that took place after 1 January 2010 are recognised and measured in accordance with revised IFRS 3. Consideration transferred (acquisition cost) is measured at the acquisition-date fair value of the assets transferred, liabilities incurred and equity interests issued by the buyer. The acquiree's identifiable assets and liabilities are measured at fair value at the acquisition date. Costs directly attributable to the business combination are expensed as incurred.

Any excess of the consideration transferred over the Group's proportionate share in the net fair value of the acquiree's identifiable assets and liabilities is recognised as goodwill.

Non-controlling interests may be measured at fair value (full goodwill method) on a case-by-case basis.

Goodwill is calculated at the date control is obtained and is not adjusted after the end of the measurement period. No additional goodwill is recognised on subsequent acquisitions of non-controlling interests.

Acquisitions and disposals of non-controlling interests are recognised directly in equity.

If the consideration transferred is lower than the Group's proportionate share in the net assets of the acquiree measured at fair value, the difference is recognised directly in profit or loss for the period.

The initial accounting for a business combination must be completed within 12 months of the acquisition date. This timeline applies to the measurement of identifiable assets and liabilities, consideration transferred and non-controlling interests. In principle, any adjustments made after the measurement period affecting financial assets or liabilities are recognised in profit or loss, unless they concern errors whose correction leads to an adjustment of the purchase price allocation.

## 4.3 Intragroup transactions

All transactions and balances between fully consolidated companies and all intragroup income and expenses are eliminated in full. Losses resulting from the impairment of an asset transferred in an intragroup transaction are not eliminated.

## 4.4 Foreign currency translation into the Group's presentation currency

The functional currency of subsidiaries, in which the majority of transactions are denominated, is their local currency.

Assets and liabilities of international operations – mainly international subsidiaries and independent branches – including goodwill and fair value adjustments recorded on consolidation, are translated into euros, i.e., the Group's presentation currency, at the closing exchange rate.

Income and expenses of international operations are translated at the exchange rate on the transaction date. For practical reasons, the average exchange rate for the period is used as the rate on the transaction date for currencies that have been subject to only limited fluctuations during the period.

Translation differences between the exchange rates used to translate assets and liabilities, and those used to translate income and expenses are recognised separately in equity as a translation adjustment.

## 4.5 Consolidated companies and percentage of voting rights

| Company | Consolidation method | Country/City | Business | 31.12.2021 % rights | 31.12.2021 % interest | 31.12.2020 % rights | 31.12.2020 % interest |
|---|---|---|---|---|---|---|---|
| **1. STRATEGIC SUBSIDIARIES** | | | | | | | |
| CNP Assurances | Full | France/Paris | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Caution | Full | France/Paris | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| Arial CNP Assurances | Equity method | France/ Mons-en-Barœul | Insurance | 40.00% | 40.00% | 40.00% | 40.00% |
| MFPrévoyance SA | Full | France/Paris | Insurance | 100.00% | 100.00% | 51.00% | 65.00% |
| Assuristance | Equity method | France/Paris | Insurance | 66.00% | 66.00% | 66.00% | 66.00% |
| Filassistance International | Equity method | France/Paris | Insurance | 66.00% | 66.00% | 66.00% | 66.00% |
| CNP Assurances Compañia de Seguros | Full | Argentina/ Buenos Aires | Insurance | 76.47% | 76.47% | 76.47% | 76.47% |
| CNP SA de Capitalización y Ahorro p/ fines determinados | Full | Argentina/ Buenos Aires | Insurance | 65.38% | 50.00% | 65.38% | 50.00% |
| CNP Assurances Latam Holding Ltda(2) | Full | Brazil/Brasilia | Holding co. | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Seguros Holding Brasil SA(3) | Full | Brazil/Brasilia | Holding co. | 51.75% | 51.75% | 51.75% | 51.75% |
| CNP Participações Securitarias Brasil Ltda(4) | Full | Brazil/Brasilia | Holding co. | 100.00% | 51.75% | 100.00% | 51.75% |
| Caixa Seguradora SA | Full | Brazil/Brasilia | Insurance | 100.00% | 51.75% | 100.00% | 51.75% |
| CNP Capitalização SA | Full | Brazil/Brasilia | Savings | 51.00% | 26.39% | 51.00% | 26.39% |
| Caixa Consórcios SA Administradora de Consórcios(5) | Full | Brazil/Brasilia | Other | 100.00% | 51.75% | 100.00% | 51.75% |
| Caixa Seguros Assessoria e Consultoria Ltda(6) | Full | Brazil/Brasilia | Other | 100.00% | 51.75% | 100.00% | 51.75% |
| Caixa Seguradora Especializada em Saúde SA(7) | Full | Brazil/São Paulo | Insurance | 100.00% | 51.75% | 100.00% | 51.75% |
| Companhia de Seguros Previdência Do Sul-Previsul(8) | Full | Brazil/São Paulo | Insurance | 100.00% | 51.75% | 100.00% | 51.75% |
| Wiz Soluções e Corretagem de Seguros SA | Equity method | Brazil/Brasilia | Brokerage | 25.00% | 12.94% | 25.00% | 12.94% |
| Odonto Empresas Convênios Dentários Ltda | Full | Brazil/São Paulo | Insurance | 100.00% | 51.75% | 100.00% | 51.75% |
| Caixa Seguros Participações em Saúde Ltda(9) | Full | Brazil/Brasilia | Holding co. | 100.00% | 51.75% | 100.00% | 51.75% |
| CNP UniCredit Vita | Full | Italy/Milan | Insurance | 57.50% | 57.50% | 57.50% | 57.50% |
| CNP Vita Assicurazione(1)(14) | Full | Italy/Milan | Insurance | 100.00% | 100.00% | | |
| CNP Vita Assicura(1)(14) | Full | Italy/Milan | Insurance | 51.00% | 51.00% | | |
| CNP Partners | Full | Spain/Madrid | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| Montparvie V | Full | France/Paris | Holding co. | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Cyprus Insurance Holdings | Full | Cyprus/Nicosia | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Cyprus Properties | Full | Cyprus/Nicosia | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Cyprus Tower Ltd | Full | Cyprus/Nicosia | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Zois | Full | Greece/Athens | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Praktoriaki | Full | Greece/Athens | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |

| Company | Consolidation method | Country/City | Business | 31.12.2021 % rights | 31.12.2021 % interest | 31.12.2020 % rights | 31.12.2020 % interest |
|---|---|---|---|---|---|---|---|
| CNP Cyprialife | Full | Cyprus/Nicosia | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Asfalistiki | Full | Cyprus/Nicosia | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Luxembourg | Full | Luxembourg | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Santander Insurance Life Ltd | Full | Ireland/Dublin | Insurance | 51.00% | 51.00% | 51.00% | 51.00% |
| CNP Santander Insurance Europe Ltd | Full | Ireland/Dublin | Insurance | 51.00% | 51.00% | 51.00% | 51.00% |
| CNP Santander Insurance Services Ireland Ltd | Full | Ireland/Dublin | Insurance | 51.00% | 51.00% | 51.00% | 51.00% |
| CNP Europe Life | Full | Ireland/Dublin | Insurance | 100.00% | 100.00% | 100.00% | 100.00% |
| Sogestop K | Full | France/Paris | Holding co. | 100.00% | 100.00% | 100.00% | 100.00% |
| Holding XS 1 SA[10] | Full | Brazil/Brasilia | Holding co. | 51.00% | 40.00% | 51.00% | 40.00% |
| XS5 Administradora de consorcios S.A.[1] | Equity method | Brazil/Brasilia | Other | 50.01% | 25.00% | | |
| XS2 Vida e Previdência SA[11] | Full | Brazil/Brasilia | Insurance | 100.00% | 40.00% | 100.00% | 40.00% |
| Caixa Vida e Previdência | Full | Brazil/Brasilia | Insurance | 100.00% | 40.00% | 100.00% | 40.00% |
| CNP Assurances Participações Ltda | Full | Brazil/Brasilia | Holding co. | 100.00% | 100.00% | 100.00% | 100.00% |
| **2. MUTUAL FUND UNITS** | | | | | | | |
| Univers CNP 1 FCP | Full | France/Paris | Mutual fund | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Ostrum ISR Obli 12 Mois | Full | France/Paris | Mutual fund | 98.59% | 98.59% | 100.00% | 100.00% |
| CNP Assur Trésorerie Plus | Full | France/Paris | Mutual fund | 98.12% | 98.12% | 98.13% | 98.13% |
| Ecureuil Profil 90 | Full | France/Paris | Mutual fund | 56.86% | 56.86% | 56.83% | 56.83% |
| Vivaccio ISR actions | Full | France/Paris | Mutual fund | 100.00% | 100.00% | 100.00% | 100.00% |
| OPCVM Caixa Seguradora SA | Full | Brazil/Brasilia | Mutual fund | 100.00% | 51.75% | 100.00% | 51.75% |
| OPCVM Caixa Capitalização SA | Full | Brazil/Brasilia | Mutual fund | 100.00% | 26.39% | 100.00% | 26.39% |
| OPCVM Caixa Vida e Previdência | Full | Brazil/Brasilia | Mutual fund | 100.00% | 40.00% | 100.00% | 40.00% |
| OPCVM Caixa Consórcios | Full | Brazil/Brasilia | Mutual fund | 100.00% | 51.75% | 100.00% | 51.75% |
| OPCVM Holding Caixa Seguros Holding SA | Full | Brazil/Brasilia | Mutual fund | 100.00% | 51.75% | 100.00% | 51.75% |

| Company | Consolidation method | Country/City | Business | 31.12.2021 % rights | 31.12.2021 % interest | 31.12.2020 % rights | 31.12.2020 % interest |
|---|---|---|---|---|---|---|---|
| **3. Property companies and others** | | | | | | | |
| AEP3 SCI | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| CIMO | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| AEP4 SCI | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| SICAC | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| CNP Immobilier | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| Issy Coeur de Ville (ICV)(1) | Full | France/Paris | Real estate | 100.00% | 100.00% | | |
| Assurimmeuble | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| OPCI MTP Invest | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 99.70% |
| OPCI AEW Imcom 1 | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| OPCI AEP247 | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| LBP Actifs Immo | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| SAS Alleray | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| OPCI Raspail | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 99.85% |
| Outlet Invest | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| Fundo De Investimento Imobiliario Renda Corporativa Angico – FII(12) | Full | Brazil/São Paulo | Real estate | 100.00% | 48.81% | 100.00% | 42.47% |
| Assurbail Patrimoine | Full | France/Paris | Real estate | 100.00% | 100.00% | 100.00% | 100.00% |
| Ecureuil Vie Développement | Equity method | France/Paris | Brokerage | 49.00% | 49.00% | 49.00% | 49.00% |
| Coentreprise de Transport d'Électricité(13) | FV | France/Paris | Energy | 20.00% | 20.00% | 20.00% | 20.00% |
| Infra-Invest | Full | Luxembourg | Infrastructure | 100.00% | 100.00% | 100.00% | 100.00% |
| Infra-Invest Holding(1) | Full | France/Paris | Infrastructure | 100.00% | 100.00% | | |
| Infra-Invest France(1) | Full | France/Paris | Infrastructure | 100.00% | 100.00% | | |
| Holding d'Infrastructures Gazières (sub scope) | Equity method | France/Paris | Energy | 53.00% | 53.00% | 54.41% | 54.41% |

*(1) Companies consolidated for the first time*
*(2) CNP Holding Brasil has been renamed CNP Assurances Latam Holding Ltd*
*(3) Caixa Seguros Holding SA has been renamed CNP Seguros Holding Brasil SA*
*(4) Caixa Seguros Participações Securitarias Ltda has been renamed CNP Participações Securitarias Brasil Ltda*
*(5) Caixa Consórcios has been renamed Caixa Consórcios SA Administradora de Consórcios*
*(6) Caixa Assessoria e Consultoria has been renamed Caixa Seguros Assessoria e Consultoria Ltda*
*(7) Caixa Saúde has been renamed Caixa Seguradora Especializada Em Saúde SA*
*(8) Previsul has been renamed Companhia de Seguros Previdência Do Sul – Previsul*
*(9) Holding Caixa Seguros Participações em Saúde Ltda has been renamed Caixa Seguros Participações em Saúde Ltda*
*(10) New HoldCo has been renamed Holding XS1 SA*
*(11) New Insurer has been renamed XS2 Vida e Previdência SA*
*(12) OPCI Renda Corporativa Angico has been renamed Fundo De Investimento Imobiliario Renda Corporativa Angico – FII*
*(13) The investment in Coentreprise de Transport d'Électricité (CTE) is mainly in representation of participatory contracts. For this reason, the Group has chosen to use the exemption from applying the equity method provided for in paragraph 18 of IAS 28 and to measure the CTE shares at fair value through profit or loss*
*(14) CNP Vita Assicurazione and CNP Vita Assicura were accounted for by the equity method from 1 to 30 December 2021 and fully consolidated from 31 December 2021*

## 4.6 Non-consolidated companies

| Company | Country/City | 31.12.2021 % interest |
|---|---|---|
| 1. OTHER SUBSIDIARIES | | |
| 23-25 Marignan SAS | France/Paris | 100.00% |
| 201 Investments | France/Paris | 100.00% |
| 270 Investments | France/Paris | 100.00% |
| 36 MARBEUF SAS | France/Paris | 100.00% |
| Alpinvest Feeder (Euro) V C.V. | Netherlands/Amsterdam | 99.98% |
| Avenir Santé | France/Paris | 100.00% |
| AZIMUT | France/Paris | 88.67% |
| Cartera Pbtamsi | Spain/Madrid | 100.00% |
| CBPE CAPITAL VIII SPECIAL INVESTORS | United Kingdom/London | 100.00% |
| CNP LOANS INFRA COMPARTMENT CLI 123 SOLEIL | France/Pantin | 100.00% |
| CNP LOANS INFRA COMPARTMENT CLI N°7 SIROCO | France/Pantin | 100.00% |
| CNP Private Equity for Personal Savings | France/Paris | 100.00% |
| CNP SHORT TERM INFLATION | France/Paris | 100.00% |
| CNP Sviluppo Srl | Italy/Milan | 100.00% |
| CNP TECHNOLOGIES DE L'INFORMATION | France/Paris | 99.80% |
| CNP UC IMMO | France/Paris | 100.00% |
| CNP Vita SCARL | Italy/Milan | 100.00% |
| CŒUR MEDITERRANÉE | France/Paris | 70.00% |
| DIWISE | France/Paris | 100.00% |
| Ecureuil Vie Investment | France/Paris | 100.00% |
| EIG Energy Transition fund S.C.S.p. | Luxembourg | 55.56% |
| Filassistance Services | France/Paris | 100.00% |
| Filassistance solutions | France/Saint-Cloud | 100.00% |
| FONCIÈRE HID | France/Paris | 100.00% |
| Forestiere Cdc | France/Paris | 74.87% |
| FSN CAPITAL IV (B) L.P. | Norway/Oslo | 100.00% |
| GCK | Luxembourg | 80.00% |
| Geosud | France/Rueil-Malmaison | 98.00% |
| GF DE LA FORÊT DE NAN | France/Paris | 100.00% |
| Green Quartz | France/Paris | 99.99% |
| Immaucom | France/Paris | 80.00% |
| INFRA LOAN INVEST COMPARTMENT | France/Paris | 100.00% |
| INFRA-INVEST 2 | France/Paris | 100.00% |
| Infrastructure Partners (Morgan Stanley) | France/Paris | 64.94% |
| KLEBER 46 HOLDING | France/Paris | 100.00% |
| Laiki Brokers (Insurance & Consultancy Services) Ltd | Cyprus/Nicosia | 100.00% |
| Laiki Insurance Agencies Ltd | Cyprus/Nicosia | 100.00% |
| LBPAM EUROPEAN INFRASTRUCTURE DEBT FUND 2 | France/Paris | 55.19% |
| LBPAM EUROPEAN REAL ESTATE DEBT FUND 2 | France/Paris | 50.00% |
| LBPAM EUROPEAN REAL ESTATE DEBT FUND 3 | France/Paris | 75.37% |

| Company | Country/City | 31.12.2021 % interest |
|---|---|---|
| LBPAM FCT EUROPEAN DEBT FUNDS COMPARTIMENT MONTPARNASSE INFRASTRUCTURE DEBT | France/Paris | 100.00% |
| LBPAM FCT EUROPEAN DEBT FUNDS COMPARTIMENT MONTPARNASSE REAL ESTATE DEBT | France/Paris | 100.00% |
| LCYL Dramas Properties Limited | Cyprus/Nicosia | 100.00% |
| LCYL Properties Limited | Cyprus/Nicosia | 100.00% |
| Lux Gare | France/Paris | 100.00% |
| Lyfe | France/Paris | 100.00% |
| Meridiam Infra Invest SLP | France/Paris | 100.00% |
| MONTAGU IV (SCOTS FEEDER) | United Kingdom/London | 100.00% |
| MONTPARNASSE DEBT FUND 2 – COMPARTIMENT INFRASTRUCTURE | France/Paris | 100.00% |
| MONTPARNASSE DEBT FUND 2 – COMPARTIMENT REAL ESTATE | France/Paris | 100.00% |
| MONTPARVIE IV | France/Paris | 100.00% |
| MONTPER ENTERPRISES LIMITED | Cyprus/Nicosia | 100.00% |
| NATIXIS FCT MONTPARNASSE DETTE PRIVEE COMPARTIMENT MONTPARNASSE PLACEMENT PRIVE | France/Paris | 100.00% |
| Naturim | France/Levallois-Perret | 100.00% |
| Neuilly Pilot | France/Paris | 100.00% |
| New Side | France/Paris | 100.00% |
| Open CNP | France/Paris | 100.00% |
| Pantin Logistique | France/Paris | 100.00% |
| Pays-Bas Retail 2013 BV | Netherlands/Amsterdam | 100.00% |
| Pial 34 | France/Paris | 100.00% |
| SCHRODER COMPARTMENT IALA | France/Paris | 100.00% |
| SCI HOLDIHEALTH EUROPE | France/Paris | 100.00% |
| SILK HOLDING | France/Paris | 100.00% |
| Sogestop L | France/Paris | 100.00% |
| THEEMIM | France/Paris | 100.00% |
| Woodland Invest | France/Paris | 100.00% |
| Ybry Pont de Neuilly | France/Paris | 100.00% |
| Yellowalto | France/Puteaux | 100.00% |
| YOUSE HOME | France/Paris | 100.00% |
| Youse Seguradora SA | Brazil/Brasilia | 100.00% |
| **2. REAL ESTATE BUSINESS** | | |
| 5/7 Rue Scribe | France/Paris | 100.00% |
| 83 Avenue Bosquet | France/Paris | 100.00% |
| Assurécureuil Pierre | France/Paris | 99.99% |
| Assurécureuil Pierre 2 | France/Paris | 100.00% |
| Assurécureuil Pierre 5 | France/Paris | 100.00% |
| Assurécureuil Pierre 7 | France/Paris | 99.99% |
| Axe France | France/Paris | 50.00% |
| Baudry Ponthieu | France/Paris | 99.91% |
| Bercy Crystal | France/Paris | 100.00% |
| CANOPEE | France/Paris | 99.98% |

| Company | Country/City | 31.12.2021 % interest |
|---|---|---|
| Cicoge | France/Paris | 100.00% |
| CL (Mesa Geitonia) Properties Ltd | Cyprus/Nicosia | 100.00% |
| CL ARCHANGELOS PROPERTIES LTD | Cyprus/Nicosia | 100.00% |
| Cottages du Bois aux Daims | France/Paris | 100.00% |
| Domaine de Lancosme | France/Vendoeuvres | 80.00% |
| ÉOLE RAMBOUILLET | France/Paris | 100.00% |
| Equinox | France/Paris | 99.99% |
| Europe Properties Investments | France/Neuilly-sur-Seine | 100.00% |
| Farman | France/Paris | 50.00% |
| Farmoric | France/Puteaux | 100.00% |
| Foncière CNP | France/Paris | 100.00% |
| Foncière ELBP | France/Paris | 100.00% |
| FPIP | France/Paris | 100.00% |
| GALAXIE 33 | France/Paris | 100.00% |
| Green Rueil | France/Paris | 50.00% |
| Habimmo | France/Paris | 99.99% |
| Holdipierre | France/Paris | 100.00% |
| Ireland Property Investment Fund | Ireland/Dublin | 100.00% |
| ISSY ILOT 13 | France/Paris | 50.00% |
| Issy Vivaldi | France/Paris | 100.00% |
| Jasmin | France/Paris | 99.95% |
| Jesco | France/Paris | 55.00% |
| Kureck | France/Paris | 100.00% |
| LCYL KARPENISIOU PROPERTIES LIMITED | Cyprus/Nicosia | 100.00% |
| LCYL KITI PROPERTIES LIMITED | Cyprus/Nicosia | 100.00% |
| Lesly | France/Paris | 100.00% |
| LIBERTE | France/Paris | 50.00% |
| Montparvie VII | France/Paris | 100.00% |
| Ofelia | France/Paris | 66.66% |
| ONE COLOGNE | France/Paris | 100.00% |
| OREA | France/Paris | 100.00% |
| Paris 08 | France/Paris | 100.00% |
| Passage du Faidherbe | France/Paris | 100.00% |
| Pierre et Labruyère | France/Paris | 100.00% |
| Pierre Quentin Bauchard | France/Paris | 99.99% |
| Pyramides 1 | France/Paris | 100.00% |
| Residavout | France/Paris | 100.00% |
| Residential | France/Paris | 100.00% |
| RSS IMMO | France/Paris | 99.99% |
| Rue du Bac | France/Paris | 50.00% |
| Rueil Newton | France/Paris | 50.00% |
| SA Le Marquis | France/Paris | 60.00% |
| Saphirimmo | France/Paris | 100.00% |

| Company | Country/City | 31.12.2021 % interest |
|---|---|---|
| SAS 22 RUE DE LA BANQUE HOLDCO | France/Paris | 100.00% |
| SAS Le square Paris 8 propco | France/Paris | 100.00% |
| SAS Pyramides 2 | France/Paris | 100.00% |
| SAS Richelieu Vivienne | France/Paris | 50.00% |
| SCI Assurécureuil Pierre 8 | France/Paris | 100.00% |
| SCI De La CNP | France/Paris | 100.00% |
| SCI ELEMENTS BERLIN OFFICE | France/Paris | 99.00% |
| SCI ELEMENTS BERLIN RESIDENTIAL | France/Paris | 99.00% |
| SCI Lauriston | France/Paris | 100.00% |
| SCI Les Chevrons | France/Paris | 51.51% |
| SCI MAX | France/Paris | 100.00% |
| Secrets et Boëtie | France/Paris | 100.00% |
| Sonne | France/Neuilly-sur-Seine | 99.95% |
| Taunus | France/Paris | 100.00% |
| Terre Neuve 4 Immo | France/Paris | 100.00% |
| US Real Estate 270 SAS | France/Paris | 100.00% |
| US Real Estate EVJ SAS | France/Paris | 100.00% |
| Vendôme Europe | France/La Défense | 50.00% |
| Victor Hugo 147 | France/Paris | 99.98% |
| Wagram 92 | France/Paris | 100.00% |

French standard ANC 2016-09 requires details of controlled companies that are excluded from the scope of consolidation to be disclosed in the notes to the consolidated financial statements. The table above presents companies that are over 50%-owned by the Group but whose key indicators do not exceed the materiality thresholds for inclusion in the scope of consolidation.

The materiality thresholds used by the Group are applied to companies that are over 50%-owned and to other companies that qualify as controlled entities based on the following criteria in IFRS 10: (i) power over the investee; (ii) exposure, or rights, to variable returns from its involvement with the investee; and (iii) the ability to use its power over the investee to affect the amount of the investor's returns. In addition, economic reality is taken into account when applying the thresholds, with the result that certain subsidiaries whose indicators are below the thresholds are nevertheless consolidated.

The list of non-consolidated companies and investments in which CNP Assurances holds a direct interest of more than 10% is presented in the Universal Registration Document (in Note 5.4.4 to the parent company financial statements).

## 4.7 Average number of employees of consolidated companies

| *(Headcount)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Management-grade | 2,813 | 2,313 |
| Non-management-grade | 2,752 | 2,805 |
| **Average headcount** | **5,565** | **5,118** |

The above headcount does not include the headcount of the companies accounted for by the equity method.

## 4.8 Summary financial information: consolidated entities with material non-controlling interests

| *(In € millions)* | Groupe Caixa Vida e Previdência* | | Groupe CNP Seguros Holding* | | CNP UniCredit Vita | | CNP Santander Insurance | | MFPrévoyance SA | |
|---|---|---|---|---|---|---|---|---|---|---|
| | **2021** | 2020 | **2021** | 2020 | **2021** | 2020 | **2021** | 2020 | **2021** | 2020 |
| Earned premiums/ Revenue | 5,766.3 | 0.0 | 602.8 | 5,577.3 | 3,219.5 | 3,294.2 | 744.0 | 763.6 | 130.9 | 137.0 |
| **Net profit (100%)** | **140.1** | **0.0** | **151.2** | **418.1** | **68.8** | **53.3** | **68.6** | **79.6** | **(4.9)** | **(10.6)** |
| Net profit – non-controlling interests | 84.0 | 0.0 | 77.1 | 204.3 | 29.2 | 22.7 | 33.6 | 39.0 | (1.4) | (3.7) |
| Other comprehensive income (100%) | (12.7) | 17.3 | (44.2) | 34.5 | (2.8) | 43.4 | (6.3) | 8.3 | (4.4) | 13.7 |
| **Comprehensive income (100%)** | **127.3** | **17.4** | **107.1** | **452.6** | **66.0** | **96.7** | **62.3** | **87.9** | **(9.2)** | **3.1** |
| Comprehensive income – non-controlling interests | 76.4 | 10.4 | 49.0 | 222.9 | 28.0 | 41.1 | 30.5 | 43.1 | (2.7) | 1.1 |
| Assets | 21,170.6 | 19,127.6 | 1,976.8 | 2,581.1 | 18,024.2 | 18,089.2 | 2,165.6 | 2,400.4 | 549.3 | 721.9 |
| Liabilities | 18,797.9 | 15,662.5 | 1,715.5 | 1,837.2 | 17,829.6 | 17,115.4 | 1,855.5 | 1,925.2 | 457.5 | 504.4 |
| **Net assets (100%)** | **2,372.7** | **3,465.1** | **261.3** | **743.9** | **194.5** | **973.8** | **310.1** | **475.2** | **91.8** | **217.5** |
| Net assets – non-controlling interests | 1,423.6 | 2,079.1 | 134.1 | 375.2 | 82.7 | 413.9 | 151.9 | 232.8 | 0.0 | 76.1 |
| Net cash provided by operating activities | 301.0 | 0.0 | 205.0 | 2,934.2 | 312.9 | 1,291.1 | 108.7 | 89.4 | (13.7) | 22.9 |
| Net cash used by investing activities | (307.7) | 0.0 | 15.2 | (1,701.5) | (372.2) | (1,288.8) | (50.7) | (46.2) | (12.8) | (13.1) |
| Net cash used by financing activities | 13.5 | 0.0 | (238.7) | (1,494.8) | (14.7) | 0.0 | (122.5) | 0.0 | 0.1 | 0.4 |
| Dividends paid to non-controlling interests | 0.0 | 0.0 | (8.9) | (19.1) | (6.2) | 0.0 | (60.0) | 0.0 | 0.0 | 0.0 |

* *The "Groupe New HoldCo" and "Groupe Caixa Seguros" sub-groups have been renamed "Groupe Caixa Vida e Previdência" and "Groupe CNP Seguros Holding" respectively*

* *Caixa Vida e Previdência is now included in the scope of the Groupe Caixa Vida e Previdência (CNP Seguros Holding group scope at 31 December 2020)*

## 4.9 Summary financial information: material joint arrangements

### 4.9.1 Significant partnerships

At 31 December 2021, the Group has two material partnerships: Arial CNP Assurances and Holding d'Infrastructures Gazières.

CNP Assurances also holds 40% of the capital of Arial CNP Assurances (ACA) and controls this company jointly with AG2R-La Mondiale.

ACA's corporate purpose is the design, distribution and management of supplementary employee retirement savings plans and employee benefit plans.

It is accounted for using the equity method in CNP Assurances' consolidated financial statements.

The Group also holds 53% of the capital of Holding d'Infrastructures Gazières (HIG), which is controlled jointly with Caisse des Dépôts. Société d'Infrastructures Gazières (SIG), a wholly-owned subsidiary of HIG, holds 39% of the capital of GRTgaz, a company specialised in transporting natural gas.

HIG is accounted for using the equity method in CNP Assurances' consolidated financial statements.

In addition, CNP Assurances acquired two significant partnerships on 1 December 2021: CNP Vita Assicura (51% interest) and CNP Vita Assicurazione (100% interest).

The two companies were accounted for by the equity method from 1 to 30 December 2021 and fully consolidated from 31 December 2021.

Financial information for ACA, HIG, CNP Vita Assicura and CNP Vita Assicurazione is provided in Note 4.11.1.

### 4.9.2 Significant associates

At 31 December 2021, the Group owns one significant associate: Coentreprise de Transport d'Électricité (CTE).

CNP Assurances holds a 20% interest in CTE, which has a 100% equity interest in Réseau de Transport d'Électricité (RTE). CNP Assurances exercises significant influence over RTE. However, as the investment's value is determined almost entirely on the basis of participatory contracts, the Group has chosen to use the exemption from applying the equity method provided for in IAS 28, paragraph 18, and to measure the CTE shares at fair value through profit or loss.

The fair value of the CTE shares at 31 December 2021 was determined by an independent expert, and the value of the shares held by CNP Assurances amounts to €1,216 million.

| | 31.12.2020 | | | |
|---|---|---|---|---|
| *(In € millions)* | Total assets | Equity | Premium income | Profit/(Loss) |
| Coentreprise de Transport d'Électricité (CTE) | 8,251.1 | 5,289.2 | 0.0 | 358.6 |

The above data are extracted from the French GAAP accounts and concern 2020 as the 2021 financial statements were not yet available when these consolidated financial statements were drawn up. The amounts are presented before allocating profits and losses.

## 4.10 Summary financial information: non-material joint arrangements

| | Partnerships | | Associates | |
|---|---|---|---|---|
| *(In € millions)* | **2021** | 2020 | **2021** | 2020 |
| Carrying amount of investments accounted for using the equity method in CNP Assurances' balance sheet | 97.3 | 51.8 | 0.0 | 0.0 |
| Contribution to CNP Assurances' net profit | 5.0 | 9.6 | 0.0 | 0.0 |
| Contribution to CNP Assurances' other comprehensive income | 0.6 | 0.9 | 0.0 | 0.0 |
| **Contribution to CNP Assurances' comprehensive income** | **5.6** | **10.5** | **0.0** | **0.0** |

The Group's non-material joint arrangements are Assuristance, Écureuil Vie Développement, Filassistance International, Wiz Soluções e Corretagem de Seguros SA, and XS5 Administradora de consorcios SA.

## 4.11 Information relating to entities accounted for using the equity method

### 4.11.1 Summary financial information on a 100% basis

| | 31.12.2021 | | | |
|---|---|---|---|---|
| *(In € millions)* | Total assets | Equity | Premium income | Profit/(Loss) |
| Arial CNP Assurances | 24,582.6 | 118.6 | 926.5 | 2.6 |
| Assuristance | 28.0 | 28.0 | 0.0 | 6.5 |
| Ecureuil Vie Développement | 20.6 | 0.4 | 0.0 | 0.0 |
| Filassistance International | 75.9 | 36.4 | 51.0 | 5.2 |
| Holding d'Infrastructures Gazières | 2,597.0 | 1,515.1 | 0.0 | 85.4 |
| Wiz Soluções e Corretagem de Seguros SA | 186.2 | 68.4 | 69.9 | 23.0 |
| XS5 Administradora de consorcios SA | 174.7 | 172.7 | 0.4 | (5.6) |
| CNP Vita Assicura | 19,067.3 | 890.7 | 324.0 | 70.4 |
| CNP Vita Assicurazione | 7,271.2 | 125.8 | 159.7 | (34.5) |

| | 31.12.2020 | | | |
|---|---|---|---|---|
| *(In € millions)* | Total assets | Equity | Premium income | Profit/(Loss) |
| Arial CNP Assurances | 25,611.0 | 118.5 | 840.0 | 0.9 |
| Assuristance | 23.3 | 22.9 | 0.0 | 1.5 |
| Ecureuil Vie Développement | 20.7 | 0.4 | 0.0 | 0.0 |
| Filassistance International | 76.0 | 38.4 | 49.2 | 6.7 |
| Holding d'Infrastructures Gazières | 1,465.4 | 785.6 | 0.0 | 77.0 |
| Wiz Soluções e Corretagem de Seguros SA | 147.5 | 67.2 | 113.6 | 40.3 |

### 4.11.2 Investments accounted for using the equity method

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **At 1 January** | **526.6** | **487.8** |
| Increase in investment | 0.0 | 0.0 |
| Newly-consolidated companies* | 544.1 | 0.0 |
| Increase in capital | 427.0 | 54.4 |
| Share of profit of equity-accounted companies | 88.4 | 51.8 |
| Share in identifiable net assets | (12.5) | (14.6) |
| Other movements | 0.0 | (12.4) |
| Dividends received | (46.0) | (40.4) |
| Deconsolidated companies* | (580.0) | 0.0 |
| **At 31 December** | **947.7** | **526.6** |

* *CNP Vita Assicurazione and CNP Vita Assicura were accounted for by the equity method from 1 to 30 December 2021 and fully consolidated from 31 December 2021*

# Analysis of the main components of the balance sheet

## NOTE 5 Equity

### Components of equity

Equity includes share capital, retained earnings, unrealised gains and losses from remeasurement at fair value of available-for-sale financial assets net of tax and shadow accounting adjustments, adjustments to the capitalisation reserve and subordinated debt instruments classified in equity due to the discretionary nature of interest payments (see Note 5.5).

### Capital management

Under European insurance directives, the Group is required to comply with certain Minimum Capital Requirements at the level of the Company and of each of its European insurance subsidiaries, as well as at the consolidated level.

At 31 December 2021, the insurance subsidiaries and the Group as a whole complied with these minimum Solvency Capital Requirements.

Compliance with these requirements is regularly monitored, primarily through the Own Risk and Solvency Assessments (ORSA) conducted at Group level and at the level of the insurance subsidiaries in accordance with Solvency II. This information and the solvency capital calculations are reported to France's insurance supervisor (*Autorité de Contrôle Prudentiel et de Résolution* – ACPR).

### Treasury shares

The Group may acquire treasury shares under the liquidity contracts set up primarily for the purpose of stabilising the CNP Assurances share price. Treasury shares are recorded as a deduction from equity in the IFRS accounts.

## 5.1 Ownership structure

| *Shareholder* | Number of shares | % interest |
|---|---|---|
| La Banque Postale[1] | 542,079,925 | 78.95% |
| BPCE | 0 | 0.00% |
| **Total shares held in concert** | **542,079,925** | **78.95%** |
| Private investors | 144,538,552 | 21.05% |
| of which: CNP Assurances (treasury shares)[2] | 374,074 | 0.05% |
| **TOTAL** | **686,618,477** | **100.00%** |

*(1) 78.95% held following the acquisition of all the shares formerly held by BPCE*

*(2) The terms and conditions of the CNP Assurances liquidity contract currently In Force are set out in the draft resolutions submitted to the CNP Assurances Annual General Meeting included in the Universal Registration Document for the prior year*

## 5.2 Number of shares

| | Ordinary shares | |
|---|---|---|
| Issued capital | **31.12.2021** | 31.12.2020 |
| Number of shares outstanding at the beginning of the period | 686,618,477 | 686,618,477 |
| Shares issued during the period | 0 | 0 |
| **Number of shares outstanding at the end of the period** | **686,618,477** | **686,618,477** |

## 5.3 2021 dividends

The recommended 2021 dividend amounts to €1.00 per share, representing a total payout of €687.0 million.

The recommended 2020 dividend amounted to €1.57 per share, representing a total payout of €1,078.0 million, It was paid in 2021.

## 5.4 Basic and diluted earnings per share

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Profit attributable to owners of the parent | 1,552.0 | 1,350.0 |
| Charge on deeply-subordinated notes, net of tax | (44.2) | (41.8) |
| **Profit attributable to ordinary shares** | **1,507.8** | **1,308.2** |
| Number of ordinary shares at 1 January | 686,618,477 | 686,618,477 |
| New shares (weighted number) | 0.0 | 0.0 |
| **Weighted average number of shares at end of reporting period** | **686,618,477** | **686,618,477** |
| Treasury shares | (437,474.8) | (667,390.4) |
| **Weighted average number of shares at end of reporting period** | **686,181,002.3** | **685,951,086.6** |
| Impact of instruments with a potential dilution impact | 0.0 | 0.0 |
| **Diluted profit attributable to ordinary shares** *(in € per share)* | **2.20** | **1.91** |

Diluted earnings per share are calculated by dividing profit attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding at the end of the reporting period.

## 5.5 Undated subordinated notes reclassified in equity

Subordinated notes for which the contractual clauses do not stipulate any obligation to repay the nominal amount or pay any compensation are classified as equity instruments. All other dated and undated debt instruments, especially those with a repayment schedule, are classified as financing liabilities in accordance with IAS 32.

| | | 31.12.2021 | | |
|---|---|---|---|---|
| *(In € millions)* | Issuance date | Interest rate | Currency | Amount |
| **Subordinated notes (attributable to owners of the parent)** | | | | **1,881.3** |
| CNP Assurances | June 2004 | Tec 10 +10 bps, capped at 9% | € | 300.0 |
| | March 2005 | 6.50% until March 2008, then 3% +22.5% times 10-year EUR CMS | € | 225.0 |
| | March 2005 | 6.25% until 2009, then 4 times (10-year EUR CMS – 2-year EUR CMS), 9% cap and 2.75% floor | € | 23.8 |
| | June 2005 | 7% until June 2010, then 10-year CMS +30 bps | € | 75.0 |
| | May 2006 | 5.25% until 16 May 2036, then 3-month Euribor +185 bps (including 100 bps step-up at call date) | € | 160.0 |
| | December 2006 | 3-month Euribor +95 bps until 20 December 2026, then 3-month Euribor +195 bps | € | 108.0 |
| | November 2014 | 4% until November 2024, then reset at the 5-year fixed swap rate +410 bps | € | 493.6 |
| | June 2018 | 4.75% until 2028 then reset at the 5-year fixed swap rate +391.4 bps | € | 496.0 |
| **TOTAL** | | | | **1,881.3** |

| *(In € millions)* | Issuance date | 31.12.2020<br>Interest rate | Currency | Amount |
|---|---|---|---|---|
| **Subordinated notes (attributable to owners of the parent)** | | | | **1,881.3** |
| CNP Assurances | June 2004 | Tec 10 +10 bps, capped at 9% | € | 300.0 |
| | March 2005 | 6.50% until March 2008, then 3% +22.5% times 10-year EUR CMS | € | 225.0 |
| | March 2005 | 6.25% until 2009, then 4 times (10-year EUR CMS – 2-year EUR CMS), 9% cap and 2.75% floor | € | 23.8 |
| | June 2005 | 7% until June 2010, then 10-year CMS +30 bps | € | 75.0 |
| | May 2006 | 5.25% until 16 May 2036, then 3-month Euribor +185 bps (including 100 bps step-up at call date) | € | 160.0 |
| | December 2006 | 3-month Euribor +95 bps until 20 December 2026, then 3-month Euribor +195 bps | € | 108.0 |
| | November 2014 | 4% until November 2024, then reset at the 5-year fixed swap rate +410 bps | € | 493.6 |
| | June 2018 | 4.75% until 2028 then reset at the 5-year fixed swap rate +391.4 bps | € | 496.0 |
| **TOTAL** | | | | **1,881.3** |

# NOTE 6 Intangible assets

## 6.1 Intangible assets by category

| | 31.12.2021 | | | | |
|---|---|---|---|---|---|
| *(In € millions)* | Cost | Amortisation | Impairment | Reversals | Carrying amount |
| Goodwill | 598.3 | 0.0 | (408.4) | 0.0 | 189.9 |
| Value of In-Force business | 847.7 | (156.6) | (158.8) | 0.0 | 532.3 |
| Carrying amount of distribution agreements | 3,464.8 | (260.5) | 0.0 | 0.0 | 3,204.4 |
| Software | 405.8 | (296.8) | 0.0 | 0.0 | 109.0 |
| Internally-developed software | 171.2 | (107.7) | 0.0 | 0.0 | 63.5 |
| Other software | 234.6 | (189.1) | 0.0 | 0.0 | 45.4 |
| Other | 24.4 | (14.3) | (0.1) | 0.0 | 10.1 |
| **TOTAL** | **5,341.0** | **(728.1)** | **(567.3)** | **0.0** | **4,045.6** |

| | 31.12.2020 | | | | |
|---|---|---|---|---|---|
| *(In € millions)* | Cost | Amortisation | Impairment | Reversals | Carrying amount |
| Goodwill | 597.1 | 0.0 | (408.2) | 0.0 | 188.9 |
| Value of In-Force business | 325.6 | (154.6) | (158.8) | 0.0 | 12.2 |
| Carrying amount of distribution agreements | 3,434.2 | (118.1) | 0.0 | 0.0 | 3,316.1 |
| Software | 379.1 | (267.7) | 0.0 | 0.0 | 111.4 |
| Internally-developed software | 155.6 | (95.0) | 0.0 | 0.0 | 60.6 |
| Other software | 223.6 | (172.7) | 0.0 | 0.0 | 50.8 |
| Other | 22.1 | (13.2) | (0.1) | 0.0 | 8.8 |
| **TOTAL** | **4,758.2** | **(553.6)** | **(567.1)** | **0.0** | **3,637.5** |

## 6.2 Goodwill

Goodwill is equal to the difference between the acquisition cost to the buyer and the fair value of the corresponding identifiable assets and liabilities. Negative goodwill is recognised directly in profit or loss.

Positive goodwill is:

- recognised in intangible assets when it arises on the acquisition of entities consolidated by the full consolidation method;
- included in investments accounted for using the equity method when it arises on the acquisition of an entity accounted for using the equity method;
- recognised in the local currency of the acquiree and translated into euros at the closing exchange rate when it arises on the acquisition of an international entity (outside the Eurozone).

For impairment testing purposes, goodwill is allocated to cash-generating units (CGUs) or groups of CGUs likely to benefit from the synergies developed within the scope of the business combination resulting from the acquisition. A CGU is defined as the smallest group of identifiable assets that generates cash inflows that are largely independent of the cash inflows of other assets or groups of assets. The Group identifies CGUs by entity or group of similar entities.

When goodwill is positive, it is stated in the balance sheet at cost less any accumulated impairment losses. It is no longer amortised but tested for impairment:

- each year on the same date, usually close to the reporting date; or
- more frequently if events or changing market conditions indicate that it may be impaired since it was last tested for impairment; or
- at the end of a period in which an acquisition has taken place if there is a marked deterioration in the business environment.

An impairment loss is recognised if the recoverable amount of the CGU to which the goodwill has been allocated is less than its carrying amount. The recoverable amount is defined as the higher of its fair value less costs to sell and value in use.

The Group usually calculates value in use as the net asset value of the CGU plus the present value of expected future revenues from existing portfolios and new business. Projected future revenues are estimated by taking the embedded Value of In-Force insurance policies and financial instruments, and the Value of New Business.

Expected future cash flows are based on the assumption that the business will continue over the long-term and that relations with banking partners will be pursued beyond the renewal date of current agreements, as well as on forecasts that have been validated by the Board of Directors and extrapolated in line with the growth rates generally used within the industry for the businesses concerned, and using conservatively estimated discount rates in line with the weighted average cost of capital. The terminal values of subsidiaries do not assume growth to infinity.

### 6.2.1 Goodwill by company

| *(In € millions)* | Original goodwill | **Net goodwill at 31.12.2021** | Net goodwill at 31.12.2020 |
|---|---|---|---|
| Groupe CNP Seguros Holding* | 389.9 | 100.7 | 99.7 |
| CNP UniCredit Vita | 366.5 | 0.0 | 0.0 |
| CNP Partners | 7.2 | 0.0 | 0.0 |
| CNP Cyprus Insurance holdings | 81.6 | 34.8 | 34.8 |
| CNP Santander Insurance | 54.4 | 54.4 | 54.4 |
| **TOTAL** | **899.6** | **189.9** | **188.9** |

* *The "Groupe Caixa Seguros" sub-group has been renamed "Groupe CNP Seguros Holding"*

#### CNP Seguros Holding group

Expected future cash flows have been calculated at 31 December 2021 based on projections in the 2022-2031 business plan, restated at zero for the period post-31 December 2021 for the life and consumer credit life insurance and private pension plan business lines (Vida, Prestamista, Previdência) that are covered by a specific new distribution agreement for which the upfront payment was not taken into account in the calculation presented here.

#### CNP Cyprus Insurance Holdings

Expected future cash flows from the life business have been calculated at 31 December 2021 based on projections in the 2022-2026 business plan, extrapolated over the period to 2031 using a 5% growth rate for individual life insurance premiums, 3% for group life insurance, 3.1% for accident/health insurance and 0% for term creditor insurance.

For the Non-Life business, projections have been extrapolated using an annual growth rate of 3.3%.

#### CNP Santander Insurance

Expected future cash flows have been calculated at 31 December 2021 based on projections in the 2022-2026 business plan, extrapolated over the period to the end of the shareholder agreement (2034) using a constant growth rate. The CNP Santander Insurance acquisition agreement includes an earn-out/earn-in clause based on the performance of the three entities included in the deal. The potential effect of applying this clause was not taken into account during the initial purchase price allocation.

For the above three entities, growth assumptions cover a period of 10 years or the duration of the partnership agreement, whichever is longer. The discount rate is calculated based on the local 10-year government bond rate net of tax plus a risk premium of 5%. Sensitivity tests have been performed to assess the effect of a 10% decline in business volume and increases of 2 and 4 percentage points in the risk premium.

At the reporting date, the recoverable amount of goodwill, as determined using the above assumptions, was greater than its carrying amount and no impairment loss was recognised.

### 6.2.2 Changes in goodwill for the period

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Carrying amount at the beginning of the period** | **188.9** | **229.9** |
| Goodwill recognised during the period | 0.0 | 0.0 |
| Adjustments to provisional accounting | 0.0 | 0.0 |
| Translation adjustment on gross goodwill | 1.0 | (41.0) |
| Other movements | 0.0 | 0.0 |
| Impairment losses recognised during the period | 0.0 | 0.0 |
| Translation adjustment on movements during the period | 0.0 | 0.0 |
| **Carrying amount at the end of the period** | **189.9** | **188.9** |

*2020 translation adjustments on gross goodwill concern the Brazilian companies Caixa Seguradora and Previsul*

## 6.3 Value of In-Force business and distribution agreements

The fair value of insurance contracts and financial instruments with a discretionary participation feature acquired in a business combination or a separate transaction is split into two components, as follows:

- a liability measured in accordance with the Group's accounting policies for insurance contracts and financial instruments with a discretionary participation feature;
- an intangible asset ("Value of In-Force business") representing the difference between the fair value of these contracts and the amount described above.

The Value of In-Force business corresponding to purchased insurance portfolios is generally amortised by the effective interest method over the portfolios' remaining life.

The value of a distribution agreement represents the future cash flows expected to result from new business relating to a partner network falling within the scope of such an agreement. These intangible assets are estimated based on the terms and conditions specific to each agreement, and are amortised over the term of the agreement taking into account a residual value where appropriate.

### 6.3.1 Value of In-Force business

| *(In € millions)* | Original value | Carrying amount at 31.12.2021 | Carrying amount at 31.12.2020 |
|---|---|---|---|
| Groupe CNP Seguros Holding* | 123.5 | 1.0 | 1.2 |
| CNP UniCredit Vita | 175.3 | 0.0 | 0.0 |
| CNP Partners | 24.0 | 0.4 | 2.3 |
| CNP Assurances Compañia de Seguros | 0.9 | 0.0 | 0.0 |
| CNP Cyprus Insurance holdings | 44.4 | 7.2 | 8.0 |
| MFPrévoyance SA | 8.3 | 0.0 | 0.0 |
| CNP Santander Insurance | 14.7 | 0.4 | 0.8 |
| CNP Vita Assicura | 426.8 | 426.8 | 0.0 |
| CNP Vita Assicurazione | 96.6 | 96.6 | 0.0 |
| **TOTAL** | **914.4** | **532.3** | **12.2** |

* *The "Groupe Caixa Seguros" sub-group has been renamed "Groupe CNP Seguros Holding"*

### 6.3.2 Changes in the Value of In-Force business

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Gross amount at the beginning of the period** | **325.6** | **345.3** |
| Newly-consolidated companies | 523.4 | 0.0 |
| Translation adjustments | 0.5 | (19.6) |
| Acquisitions for the period | 0.0 | 0.0 |
| Disposals for the period | 0.0 | 0.0 |
| Other movements | (1.8) | 0.0 |
| **Gross amount at the end of the period** | **847.7** | **325.6** |
| **Accumulated amortisation and impairment at the beginning of the period** | **(313.4)** | **(328.9)** |
| Translation adjustments | (0.5) | 19.1 |
| Amortisation for the period | (2.0) | (3.6) |
| Impairment losses recognised during the period | 0.0 | 0.0 |
| Impairment losses reversed during the period | 0.0 | 0.0 |
| Disposals for the period | 0.0 | 0.0 |
| Other movements | 0.5 | 0.0 |
| **Accumulated amortisation and impairment at the end of the period** | **(315.3)** | **(313.4)** |
| **CARRYING AMOUNT AT THE END OF THE PERIOD** | **532.3** | **12.2** |

### 6.3.3 Carrying amount of distribution agreements

The value of distribution agreements (VDA) is recognised in intangible assets at cost less accumulated amortisation and impairment. In addition to being amortised, these assets are tested for impairment:

- for the preparation of the interim and annual financial statements;
- more frequently if events or changing market conditions indicate that it may be impaired since it was last tested for impairment.

An impairment loss is recognised if the VDA's value in use is lower than its carrying amount.

Value in use is generally calculated as the discounted present value of expected future cash flows from new business.

Expected future cash flows are based on the assumption that the business will continue over the long-term and that relations with banking partners will be pursued over the life of the current agreements. Forecast cash flows validated by the Board of Directors are projected using the growth rates generally applied by the market for the businesses concerned and discount rates aligned with the weighted average cost of capital.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Gross amount at the beginning of the period** | **3,434.2** | **389.8** |
| Acquisitions for the period | 0.0 | 3,045.2 |
| Translation adjustments | 30.6 | (0.8) |
| Other movements | 0.0 | 0.0 |
| **Gross amount at the end of the period** | **3,464.8** | **3,434.2** |
| **Accumulated amortisation and impairment at the beginning of the period** | **(118.1)** | **(99.2)** |
| Amortisation for the period | (141.1) | (19.6) |
| Impairment losses recognised during the period | 0.0 | 0.0 |
| Translation adjustments | (1.3) | 0.7 |
| Other movements | 0.0 | 0.0 |
| **Accumulated amortisation and impairment at the end of the period** | **(260.5)** | **(118.1)** |
| **CARRYING AMOUNT AT THE END OF THE PERIOD** | **3,204.4** | **3,316.1** |

At 31 December 2021, no impairment losses were recorded on VDAs.

### XS2 Vida e Previdência SA

The value of the distribution agreement was initially recognised in intangible assets at cost for €3,075 million, in 2021. It is being amortised by the straight-line method over the 25-year life of the agreement (ending in February 2046). At 31 December 2021, its net carrying amount was €2,953 million.

At 31 December 2021, expected future cash flows were derived from business projections for the period 2022-2031. Beyond 2031, growth assumptions were determined on a product-by-product basis.

Sensitivity tests were performed to assess the effect of a change in these assumptions.

### CNP Santander Insurance

The value of the distribution agreement was initially recognised at cost for €387 million and is being amortised by the straight-line method over the 20-year life of the agreement (2015-2034). At 31 December 2021, its net carrying amount was €251 million.

The asset's value in use is calculated based its net present value (NPV) extrapolated over the remaining life of the distribution agreement (i.e. until 2034) without taking into account any growth assumptions. The comparative net book value includes recognised earn-out payments.

## 6.4 Software and other intangible assets

Purchased software licences are recognised as an intangible asset at cost less accumulated amortisation and any accumulated impairment losses.

Directly attributable internal and external costs of developing software for internal use, integrating business applications and evolutive maintenance are capitalised if, and only if, it is probable that they will have the effect of increasing the future economic benefits to be derived from the asset and comply with the other provisions of IAS 38. Costs that do not fulfil the criteria for recognition as an asset are recorded in expenses for the period.

Software licences and development costs are generally amortised over periods of between five and eight years.

### 6.4.1 Internally-developed software

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Carrying amount at the beginning of the period** | **60.6** | **52.0** |
| Acquisitions for the period | 19.0 | 25.2 |
| Amortisation for the period | (14.4) | (11.8) |
| Disposals for the period* | (1.6) | (4.8) |
| Translation adjustments | 0.0 | 0.0 |
| Other movements | 0.0 | 0.0 |
| **CARRYING AMOUNT AT THE END OF THE PERIOD** | **63.5** | **60.6** |

* *Disposals also include assets scrapped during the year*

### 6.4.2 Other software and other intangible assets

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Carrying amount at the beginning of the period** | **59.7** | **84.0** |
| Acquisitions for the period | 15.4 | 16.5 |
| Amortisation for the period | (18.1) | (20.6) |
| Disposals for the period* | (3.5) | (7.3) |
| Translation adjustments | 0.2 | (17.1) |
| Other movements | 1.9 | 4.2 |
| **CARRYING AMOUNT AT THE END OF THE PERIOD** | **55.5** | **59.7** |

* *Disposals also include assets scrapped during the year*

# NOTE 7 Owner-occupied property and other property and equipment

The Group has elected to measure owner-occupied property using the cost model, as allowed by IAS 16.

Under the cost model, properties are measured at cost less accumulated depreciation and any accumulated impairment losses.

Borrowing costs are included in the cost of the asset when they are directly attributable to acquisition or construction and are expensed once the building is in use.

For the purpose of determining depreciation periods, properties are considered as comprising five significant parts with different useful lives:

- land;
- shell and roof structure;
- facades and roofing;
- fixtures;
- technical installations.

Maintenance costs are added to the cost of the part of the property to which they relate when it is probable that they will generate future economic benefits and they can be measured reliably.

Expenses directly attributable to the purchase of a property are included in its cost and depreciated over the useful life of the shell.

## Depreciation

Depreciation is calculated on a straight-line basis to write off the acquisition or construction cost of each significant part of a property over its estimated useful life.

Due to the difficulty of reliably determining the residual value of property, investment and owner-occupied properties are considered as having no residual value.

Depreciation periods are based on the estimated useful lives of the significant parts of each property, with the exception of land which is not depreciated. These periods are as follows:

- shell: 50 years;
- facades and roofing: 30 years, except for warehouses, factories, shopping centres and cinemas: 20 years;
- technical installations: 20 years;
- fixtures: 10 years.

## Impairment

In accordance with IAS 36, owner-occupied properties are tested for impairment at the level of the cash-generating unit to which they belong and are therefore excluded from the scope of impairment tests on investment property.

## Equipment

Equipment consists mainly of office equipment and miscellaneous installations.

Office systems equipment is depreciated over three years and fixtures, fittings and technical installations over ten years.

| Owner-occupied property<br>*(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Carrying amount at the beginning of the period** | **103.5** | **118.6** |
| Acquisitions | 0.9 | 0.5 |
| Newly-consolidated companies* | 237.3 | 0.0 |
| Change in property, plant and equipment in progress* | 142.7 | 0.0 |
| Deconsolidated companies | 0.0 | 0.0 |
| Depreciation for the period | (3.7) | (3.4) |
| Impairment losses recognised during the period | 0.0 | 0.0 |
| Impairment losses reversed during the period | 0.3 | 0.2 |
| Translation adjustments | 0.3 | (12.8) |
| Other movements | (3.6) | 0.3 |
| **CARRYING AMOUNT AT THE END OF THE PERIOD** | **477.7** | **103.5** |

* *New headquarters building Issy Cœur de Ville*

| Other property and equipment<br>*(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Carrying amount at the beginning of the period** | **48.9** | **56.8** |
| Acquisitions for the period | 9.9 | 26.6 |
| Depreciation for the period | (17.9) | (20.4) |
| Disposals for the period | (0.5) | (6.0) |
| Translation adjustments | 0.0 | (3.2) |
| Other movements | (0.3) | (4.9) |
| **CARRYING AMOUNT AT THE END OF THE PERIOD** | **40.1** | **48.9** |

# NOTE 8 Insurance investments

## Classification

Financial assets are allocated among the following four categories, based on the type of portfolio, the type of financial assets, the specific features of certain financial assets and prioritised application of the criteria defining each category:

- financial assets at fair value through profit or loss, corresponding to assets held for trading and assets designated at the outset as being at fair value through profit or loss in accordance with the fair value option. Financial assets allocated to this category include assets backing unit-linked liabilities, assets with an embedded derivative that is separable from the host contract, assets of consolidated mutual funds and derivative instruments;
- held-to-maturity investments, corresponding to fixed-income securities that the Group has the positive intention and ability to hold to maturity. This classification is applied restrictively to certain bonds, held mainly by the Group's Brazilian subsidiary;
- loans and receivables, corresponding to non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than assets classified as held for trading or available-for-sale;
- available-for-sale financial assets, corresponding to assets that are not held with the firm intention of being sold but which the Group may decide to sell, for example to meet its liquidity needs. This classification is applied to assets not classified in any of the above three categories.

## Recognition

Financial assets are recognised in the balance sheet when the Group becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recorded on the transaction date.

Financial assets are initially recognised at fair value. The carrying amount includes directly attributable transaction costs, except in the case of financial assets at fair value through profit or loss.

## Derecognition

A financial asset is derecognised when the contractual rights to the cash flows from the financial asset expire or the asset is transferred in a transaction that transfers substantially all the risks and rewards of ownership of the financial asset.

## Valuation method

Available-for-sale financial assets and financial assets at fair value through profit or loss are subsequently measured at fair value.

Changes in fair value of available-for-sale financial assets are recognised directly in equity, taking into account the impact on liabilities arising from insurance contracts and financial instruments with a discretionary participation feature (DPF) (in accordance with the shadow accounting principle, see Note 9.2) and the deferred tax effect.

Changes in fair value of financial assets at fair value through profit or loss are recognised directly in profit or loss, taking into account the impact on liabilities arising from insurance contracts and financial instruments with DPF (in accordance with the shadow accounting principle, see Note 9.2) and the deferred tax effect.

Loans and receivables and held-to-maturity investments are measured at amortised cost by the effective interest method. Commissions and fees paid or received, directly attributable transaction costs, and all other premiums or discounts are recognised in the income statement over the expected life of the instrument.

Mutual funds and non-trading property companies are fully consolidated (in accordance with IFRS 10) or accounted for by the equity method (in accordance with IAS 28). The level of control of mutual funds is assessed separately for each fund based on the following criteria:

- the relationship between the principal and the agent;
- the Group's power over the fund manager;
- the Group's exposure to variable returns, as assessed by applying a specific threshold.

Non-controlling interests in fully consolidated mutual funds are reported on a separate line of the consolidated balance sheet, "Liabilities towards holders of units in controlled mutual funds". Units in mutual funds are measured using the fund's most recently published net asset value. The underlying financial assets are reported in the consolidated balance sheet under "Insurance investments" based on their contribution to the fund's net asset value.

The fair value of financial instruments for which there is no active market is estimated using a valuation technique. Valuation techniques include using recent arm's length market transactions between knowledgeable, willing parties, if available, reference to the current fair value of another instrument that is substantially the same, discounted cash flow analysis and option pricing models.

## Impairment

Financial assets other than those measured at fair value through profit or loss are tested for impairment at each reporting date. A financial asset has been impaired if there is objective evidence of impairment based on one or a number of events whose impact on the asset's estimated future cash flows may be reliably determined.

### Assets measured at amortised cost and debt instruments available for sale

For debt instruments held to maturity or available for sale, an impairment loss related to their fair value is recognised in the income statement if future cash flows are unlikely to be entirely recoverable due to the existence of one or more objective indicators of impairment.

However, downgrading by a rating agency or widening credit spreads do not in themselves constitute objective evidence of impairment. One or a combination of the following factors would constitute objective evidence of impairment:

- a credit event as defined by the International Swaps and Derivatives Association (ISDA), namely bankruptcy of the entity in question, failure to pay, or a reorganisation;
- knowledge of material financial difficulties being experienced by the counterparty that amount to a recognised risk, even in instances where the counterparty has not actually defaulted;
- the existence of certain facilities that would not have been granted to the counterparty in the absence of financial difficulties.

### Available-for-sale equity instruments

At each reporting date, available-for-sale equity instruments are reviewed to determine whether there is any objective evidence that they are impaired. This is considered to be the case when there is:

- a prolonged decline in fair value: the market price is less than the average carrying amount over the three years preceding the reporting date; or
- a significant decline in fair value: the market price at the reporting date represents less than 50% of the average carrying amount.

When objective evidence of impairment is detected, the cumulative unrealised loss previously recorded directly in equity is recognised in profit or loss.

Moreover, in all cases where these thresholds have not been exceeded but the market price represents less than 70% of the average carrying amount over the previous six months, the Group systematically tests all equity instruments on an asset–by-asset basis to ascertain whether or not an impairment loss needs to be recognised.

This approach is based on both the materiality of the decline in fair value and the intrinsic underlying features of the valuation for each asset.

Any subsequent decline in fair value is recognised in profit or loss as an impairment expense.

A similar method is employed for unlisted variable-income securities.

## Reversals of impairment losses

### Available-for-sale financial assets

Impairment losses recognised in the income statement on available-for-sale equity instruments are reversed through profit or loss when the instrument is derecognised.

If the fair value of an available-for-sale debt instrument increases in a subsequent period due to new circumstances, e.g., an improvement in the counterparty's credit rating, the impairment loss is reversed in profit or loss.

### Loans and receivables, held-to-maturity investments

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed by adjusting the allowance account, provided that the reversal does not result in a carrying amount of the financial asset that exceeds what the amortised cost would have been had the impairment not been recognised at the date the impairment is reversed. The impairment loss is reversed in profit or loss.

### Structured entities

CNP Assurances' business involves investing in different types of financial assets both in policyholder and own-fund portfolios as part of asset allocation and financial risk diversification strategies.

Under IFRS 12, structured entities are entities that have been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity. In the Group's case, mutual funds and asset-backed security funds fulfil the criteria for classification as structured entities.

Details of CNP Assurances' investments in non-consolidated structured entities are disclosed in Note 8.2.4 of the annual financial statements, in compliance with paragraph 26 of IFRS 12 ("An entity shall disclose qualitative and quantitative information about its interests in unconsolidated structured entities, including, but not limited to, the nature, purpose, size and activities of the structured entity and how the structured entity is financed.").

## 8.1 Investment property

Investment property is property (land or building) held to earn rentals or for capital appreciation or both, rather than for use in the production or supply of goods or services or for administrative purposes, or for sale in the ordinary course of business.

The Group has elected to measure investment property using the cost model (see Note 7 for details), as allowed by IAS 40, except for properties held in unit-linked portfolios which are measured at fair value.

Details of the fair values of properties measured using the cost model are also disclosed in these notes to the financial statements. These fair values correspond to the realisable values of property and shares in unlisted property companies; they are determined on the basis of five-yearly valuations performed by an independent expert recognised by the insurance supervisor. In the period between two five-year valuations, fair value is estimated at each year-end and the amounts obtained are certified by a qualified expert.

### Impairment

At the end of each reporting period, properties are assessed to determine whether there is any indication that they may be impaired. One such indicator is a loss of over 20% of the building's value measured against cost. If there is evidence of impairment, CNP Assurances estimates the recoverable amount of the building concerned.

The recoverable amount of a property is the higher of its value in use and its market price less costs to sell, as determined by annual independent valuations of the Group's entire property portfolio.

The purpose of this note is to show depreciation and impairment losses recognised/reversed during the period through profit or loss in respect of property and the captions impacted by the movements.

It presents:

- the gross carrying amount and accumulated depreciation (aggregated with accumulated impairment losses) at the beginning and end of the period;
- a reconciliation of the carrying amounts of investment property at the beginning and end of the period, showing (i) additions; (ii) disposals; (iii) depreciation; (iv) impairment losses recognised and reversed during the period; (v) the net exchange differences arising on the translation of the financial statements into a different presentation currency, and on translation of an international transaction into the presentation currency of the reporting entity; (vi) transfers to and from inventories and owner-occupied property and (vii) other changes;
- the fair value of investment properties held in unit-linked portfolios.

Carrying amount of investment property

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| INVESTMENT PROPERTY MEASURED BY THE COST MODEL | | |
| Gross value | 925.8 | 961.2 |
| Accumulated depreciation | (246.2) | (251.4) |
| Accumulated impairment losses | (6.4) | (4.0) |
| **Carrying amount** | **673.2** | **705.7** |
| INVESTMENT PROPERTY MEASURED BY THE FAIR VALUE MODEL | | |
| **Gross value** | **2,049.7** | **1,705.2** |
| **TOTAL INVESTMENT PROPERTY** | **2,722.9** | **2,411.0** |

| Investment property at amortised cost<br>*(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Carrying amount at the beginning of the period** | **705.7** | **734.4** |
| Acquisitions | 58.3 | 16.5 |
| Post-acquisition costs included in the carrying amount of property | 0.0 | 0.0 |
| Properties acquired through business combinations | 0.0 | 0.0 |
| Disposals | (77.1) | (16.3) |
| Depreciation for the period | (15.2) | (21.8) |
| Impairment losses recognised during the period | (3.5) | (0.2) |
| Impairment losses reversed during the period | 1.1 | 0.8 |
| Translation adjustments | 0.2 | (8.1) |
| Other movements | 3.7 | 0.4 |
| **CARRYING AMOUNT AT THE END OF THE PERIOD** | **673.2** | **705.7** |

| Investment property measured by the fair value model<br>*(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Carrying amount at the beginning of the period** | **1,705.2** | **1,580.8** |
| Acquisitions | 365.9 | 171.4 |
| Post-acquisition costs included in the carrying amount of property | 0.0 | 0.0 |
| Properties acquired through business combinations | 0.0 | 0.0 |
| Disposals | (35.5) | (12.8) |
| Net gains arising from remeasurement at fair value | 14.1 | (29.7) |
| Translation adjustments | 0.0 | 0.0 |
| Other movements | 0.0 | (4.5) |
| **CARRYING AMOUNT AT THE END OF THE PERIOD** | **2,049.7** | **1,705.2** |

As explained in the description of significant accounting policies, investment properties backing linked liabilities are measured at fair value, while other investment properties are measured using the cost model.

## 8.2 Investments by category

The following tables show the fair value of securities held by the Group, by category and intended holding period.

### 8.2.1 Investments at 31 December 2021

| *(In € millions)* | | Cost | Amortisation | Impairment | Fair value adjustments | Carrying amount | Unrealised gains and losses |
|---|---|---|---|---|---|---|---|
| **Assets at fair value through profit or loss** | Fixed-rate bonds | | | | | 10,228.8 | |
| | Variable-rate bonds | | | | | 25,078.2 | |
| | TCNs (money market securities) | | | | | 778.0 | |
| | Equities | | | | | 6,847.3 | |
| | Investment funds | | | | | 60,825.5 | |
| | Share in non-trading property companies | | | | | 1,690.9 | |
| | Other (including lent securities and repos) | | | | | 3,158.4 | |
| | **Total** | | | | | **108,607.1** | |
| **Derivative instruments** | Derivative instruments (positive fair value) | | | | | 1,467.5 | |
| | Derivative instruments (negative fair value) | | | | | (1,704.5) | |
| | **Total** | | | | | **(237.0)** | |
| **Available-for-sale financial assets** | Fixed-rate bonds | 157,698.9 | 2,638.3 | (5.4) | 7,933.9 | 168,265.8 | |
| | Variable-rate bonds | 24,204.8 | 698.6 | (14.1) | 1,446.0 | 26,335.2 | |
| | TCNs (money market securities) | 3,489.8 | 0.0 | 0.0 | (11.0) | 3,478.8 | |
| | Equities | 13,908.4 | 0.0 | (1,706.3) | 10,233.0 | 22,435.1 | |
| | Investment funds | 58,526.3 | 0.0 | (444.6) | 6,884.3 | 64,966.0 | |
| | Share in non-trading property companies | 8,311.9 | 0.0 | (527.4) | 3,349.0 | 11,133.4 | |
| | Non-voting loan stock | 460.0 | 0.0 | (5.0) | 92.2 | 547.2 | |
| | Other (including lent securities and repos) | 28,425.9 | (797.3) | 0.0 | 1,619.0 | 29,247.6 | |
| | **Total** | **295,025.9** | **2,539.6** | **(2,702.8)** | **31,546.3** | **326,409.1** | |
| **Held-to-maturity investments** | Fixed-rate bonds | 0.0 | | | | 0.0 | 0.0 |
| | Variable-rate bonds | 73.9 | | | | 73.9 | 12.6 |
| | Other (including lent securities and repos) | 0.0 | | | | 0.0 | 0.0 |
| | **Total** | **73.9** | | | | **73.9** | **12.6** |
| **Loans and receivables** | Loans and receivables | 4,197.0 | | (37.3) | | 4,159.7 | 0.0 |
| | **Total** | **4,197.0** | | **(37.3)** | | **4,159.7** | **0.0** |
| **Investment property** | Investment property at amortised cost | 925.8 | (246.2) | (6.4) | 0.0 | 673.2 | 1,187.0 |
| | Investment property measured by the fair value model | 2,049.7 | 0.0 | | | 2,049.7 | 0.0 |
| | **Total** | **2,975.5** | **(246.2)** | **(6.4)** | **0.0** | **2,722.9** | **1,187.0** |
| **TOTAL** | | | | **(2,746.5)** | **31,546.3** | **441,735.7** | **1,199.6** |

### TRADITIONAL SAVINGS AND UNIT-LINKED PORTFOLIOS AT FAIR VALUE THROUGH PROFIT OR LOSS AT 31 DECEMBER 2021

| (In € millions) | Carrying amount Unit-Linked | Carrying amount Traditional savings | Total |
|---|---|---|---|
| Fixed-rate bonds | 4,851.9 | 5,376.9 | 10,228.8 |
| Variable-rate bonds | 19,952.0 | 5,126.2 | 25,078.2 |
| TCNs (money market securities) | 0.0 | 778.0 | 778.0 |
| Equities | 1,770.2 | 5,077.1 | 6,847.3 |
| Investment funds | 51,019.4 | 9,806.1 | 60,825.5 |
| Shares in non-trading property companies and investment property* | 3,699.9 | 40.8 | 3,740.6 |
| Other | 2,967.0 | 191.4 | 3,158.4 |
| **TOTAL** | **84,260.3** | **26,396.5** | **110,656.9** |

* *Investment properties and shares in non-trading property companies are reported together in an amount of €2,049.7 million for 2021*

Derivative instruments with a positive fair value are recorded as assets and those with a negative fair value are recorded as liabilities.

## 8.2.2 Investments at 31 December 2020

| (In € millions) | | Cost | Amortisation | Impairment | Fair value adjustments | Carrying amount | Unrealised gains and losses |
|---|---|---|---|---|---|---|---|
| **Assets at fair value through profit or loss** | Fixed-rate bonds | | | | | 11,405.5 | |
| | Variable-rate bonds | | | | | 21,433.0 | |
| | TCNs (money market securities) | | | | | 1,007.6 | |
| | Equities | | | | | 5,616.5 | |
| | Investment funds | | | | | 46,624.2 | |
| | Share in non-trading property companies | | | | | 1,725.5 | |
| | Other (including lent securities and repos) | | | | | 3,120.9 | |
| | **Total** | | | | | **90,933.2** | |
| **Derivative instruments** | Derivative instruments (positive fair value) | | | | | 530.6 | |
| | Derivative instruments (negative fair value) | | | | | (912.3) | |
| | **Total** | | | | | **(381.7)** | |
| **Available-for-sale financial assets** | Fixed-rate bonds | 158,525.5 | 2,404.4 | (5.9) | 15,397.9 | 176,321.9 | |
| | Variable-rate bonds | 16,480.8 | 644.9 | (16.1) | 1,907.9 | 19,017.4 | |
| | TCNs (money market securities) | 4,155.5 | 0.0 | 0.0 | (5.4) | 4,150.1 | |
| | Equities | 12,911.1 | 0.0 | (1,940.8) | 6,987.7 | 17,958.0 | |
| | Investment funds | 48,079.5 | 0.0 | (422.2) | 4,392.8 | 52,050.2 | |
| | Share in non-trading property companies | 8,369.5 | 0.0 | (456.7) | 3,200.2 | 11,113.0 | |
| | Non-voting loan stock | 369.1 | 0.0 | (5.8) | 39.2 | 402.5 | |
| | Other (including lent securities and repos) | 23,054.5 | (706.5) | 0.0 | 2,343.8 | 24,691.7 | |
| | **Total** | **271,945.5** | **2,342.7** | **(2,847.4)** | **34,264.1** | **305,704.9** | |

| (In € millions) | | Cost | Amortisation | Impairment | Fair value adjustments | Carrying amount | Unrealised gains and losses |
|---|---|---|---|---|---|---|---|
| **Held-to-maturity investments** | Fixed-rate bonds | 21.4 | | | | 21.4 | 0.0 |
| | Variable-rate bonds | 123.2 | | | | 123.2 | 19.6 |
| | Other (including lent securities and repos) | 0.0 | | | | 0.0 | 0.0 |
| | **Total** | **144.6** | | | | **144.6** | **19.6** |
| **Loans and receivables** | Loans and receivables | 5,140.2 | | (17.1) | | 5,123.1 | 0.0 |
| | **Total** | **5,140.2** | | **(17.1)** | | **5,123.1** | **0.0** |
| **Investment property** | Investment property at amortised cost | 961.2 | (251.4) | (4.0) | 0.0 | 705.7 | 1,027.5 |
| | Investment property measured by the fair value model | 1,705.2 | 0.0 | | | 1,705.2 | 0.0 |
| | **Total** | **2,666.4** | **(251.4)** | **(4.0)** | **0.0** | **2,411.0** | **1,027.5** |
| **TOTAL** | | | | **(2,868.5)** | **34,264.1** | **403,935.0** | **1,047.1** |

**TRADITIONAL SAVINGS AND UNIT-LINKED PORTFOLIOS AT FAIR VALUE THROUGH PROFIT OR LOSS AT 31 DECEMBER 2020**

| | Carrying amount | | |
|---|---|---|---|
| *(In € millions)* | Unit-Linked | Traditional savings | Total |
| Fixed-rate bonds | 6,426.1 | 4,979.4 | 11,405.5 |
| Variable-rate bonds | 14,995.5 | 6,437.4 | 21,433.0 |
| TCNs (money market securities) | 0.0 | 1,007.6 | 1,007.6 |
| Equities | 1,052.8 | 4,563.7 | 5,616.5 |
| Investment funds | 38,122.6 | 8,501.6 | 46,624.2 |
| Shares in non-trading property companies and investment property* | 3,389.6 | 41.1 | 3,430.7 |
| Other | 3,018.4 | 102.5 | 3,120.9 |
| **TOTAL** | **67,005.0** | **25,633.4** | **92,638.4** |

* *Investment properties and shares in non-trading property companies are reported together in an amount of €1,705.2 million for 2020*

Derivative instruments with a positive fair value are recorded as assets and those with a negative fair value are recorded as liabilities.

## 8.2.3 Reconciliation of insurance investments in the balance sheet to investments analysed in Notes 8.2.1 and 8.2.2

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Analysis of investments | 441,735.7 | 403,935.0 |
| Balance sheet – Liabilities – Derivative instruments (negative fair value) | (1,704.5) | (912.3) |
| Balance sheet – Assets – Insurance investments | 443,440.3 | 404,847.3 |
| **VARIANCE** | **0.0** | **0.0** |

## 8.2.4 Interest-rate linked structured notes

### 8.2.4.1 Non-consolidated structured entities at 31 December 2021

| *(In € millions)* | Investment funds (excluding unit-linked) | | Securitisation vehicles and asset-backed financings (excluding unit-linked) | | Structured entities held in unit-linked portfolios | |
|---|---|---|---|---|---|---|
| | Carrying amount | Gains/losses over the period | Carrying amount | Gains/losses over the period | Carrying amount | Gains/losses over the period |
| Securities held for trading | 11,878.3 | 26.3 | 56.2 | 2.7 | 0.0 | 0.0 |
| Financial assets designated on initial recognition as being at fair value through profit or loss | 9.0 | (6.0) | 1.0 | 0.0 | 47,605.0 | 933.0 |
| Available-for-sale financial assets | 59,449.6 | 623.6 | 6,120.3 | 58.8 | 3.0 | 0.0 |
| **TOTAL ASSETS** | **71,336.9** | **643.9** | **6,177.5** | **61.5** | **47,608.0** | **933.0** |

### 8.2.4.2 Non-consolidated structured entities at 31 December 2020

| *(In € millions)* | Investment funds (excluding unit-linked) | | Securitisation vehicles and asset-backed financings (excluding unit-linked) | | Structured entities held in unit-linked portfolios | |
|---|---|---|---|---|---|---|
| | Carrying amount | Gains/losses over the period | Carrying amount | Gains/losses over the period | Carrying amount | Gains/losses over the period |
| Securities held for trading | 10,806.3 | 71.2 | 190.3 | 3.7 | 0.0 | 0.0 |
| Financial assets designated on initial recognition as being at fair value through profit or loss | 3.6 | (5.1) | 1.0 | (0.3) | 35,835.2 | 545.6 |
| Available-for-sale financial assets | 47,365.2 | 74.3 | 4,890.6 | 60.2 | 2.6 | 0.0 |
| **TOTAL ASSETS** | **58,175.2** | **140.4** | **5,081.8** | **63.7** | **35,837.8** | **545.6** |

## 8.3 Measurement of assets recognised at fair value

A financial instrument is considered as traded in an active market when quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service or regulatory agency and these prices represent actual and regularly occurring market transactions conducted on an arm's length basis. The main criteria used in determining whether or not a market is active is how recent the quoted prices actually are as well as the liquidity of the securities traded. The market in question will be considered inactive if one or more of the following indicators is observed: a sharp fall in the number of transactions, a major increase in settlement costs or volatility, or a rapid widening in Z-spreads.

In the case of financial instruments whose price is not quoted in an active market (i.e., no price is quoted or a price is quoted but the market does not qualify as active, as is the case for certain structured products), fair value prices are estimated using valuation techniques. These are based on:

- prices not freely available provided upon demand by the arrangers or pricing services, or prices provided by an external agency that are freely available but where the market on which the assets are traded is not always active;
- internal models that maximise the use of observable market data to measure financial assets.

### Structured product valuation principles

The aim of the valuation techniques is to obtain estimated values that approximate the economic value of a position using prices and rates corresponding to the underlying assets or benchmark interest rates. The prices quoted by the arrangers correspond to the estimated amount that a buyer would be willing to pay to purchase the asset. Actual prices could be significantly different from these estimates, due to various factors such as credit spreads, market liquidity, the size of the position, financing costs, and hedging costs and risks.

The valuation techniques used:

- make maximum use of market inputs;
- incorporate all factors that market participants would consider in setting a price; and
- are consistent with accepted economic methodologies for pricing financial instruments.

The prices established by the counterparties are obtained in principle every month, in particular following the signature of a liquidity letter. The valuations communicated by the counterparties correspond to an economic value of the securities.

The CNP Assurances Group verifies the reliability of these data from an evaluation whenever possible (estimated future cash flows for example) or questions counterparties as to the methodologies used if necessary. The values of the counterparties examined so far have been confirmed by the CNP Assurances Group, which ensures both the quality of the counterparty valuation methods and the quality of the ratings of the issues and the absence of a credit incident.

## Fair value hierarchies

Financial instruments are classified in three categories based on the fair value hierarchy, as follows:

**Level 1:** financial instruments measured using quoted prices in active markets.

The fair value of most financial instruments held by the Group is determined based on the quoted market price, whenever quoted prices are readily and regularly available and represent actual and regularly occurring market transactions conducted on an arm's length basis. The active market for such transactions is the market in which the most recent prices were quoted along with the largest volumes of transactions. The following financial assets are measured at their quoted market price:

- equities, measured on the basis of quoted prices on their reference market;
- mutual fund units, measured at their net asset value;
- bonds, EMTNs, BMTNs: for each instrument, the value is determined based on the most recent quoted prices available on the stock exchange, from brokers, trading rooms or trading platforms, the ICMA Price Service (average prices) or BGN (average prices excluding highs and lows), taking into account liquidity factors in the choice of market;
- BTAN treasury notes, at the prices quoted under the Banque de France's centralised quotation system;
- derivatives listed on an organised market.

**Level 2:** financial instruments measured by standard valuation techniques using mainly observable inputs.

These include:

- certain structured products measured using an internal model and mainly market inputs;
- derivative instruments purchased over-the-counter that are measured using an internal model and mainly market parameters;
- TCN money-market securities other than BTANs that are no longer listed and are measured based on the zero coupon price curve plus a spread;
- investment property measured based on prices recorded for similar recent transactions or the rental value of equivalent-type properties;
- any other over-the-counter financial instruments.

Structured products held by the Group consist of financial instruments for which income is indexed to indices, baskets of equities, hedge funds, interest rates and credits. They may also comprise embedded derivatives that can modify the structure of revenues or repayments.

The Group uses valuations of its complex products prepared internally, or by an external valuer, acting as a delegate. They include structured products and derivative instruments used for hedging purposes. Due to their complexity, the valuation process involves using sophisticated models and methods, generally based on a probabilistic approach.

Overall, these two product categories are valued using market models and the market data required for each model at the calculation date (see table below).

| Structured products | Models/Methods |
|---|---|
| **Interest-rate linked structured notes** | 4-Factor Libor Market Model (LMM) |
| | Hybrid Equity Black-FX Model |
| | Hull-White One-Factor Model |
| **Equity linked structured notes** | Dupire model |
| | Heston model |
| | Dupire hybrid equation – Hull-White One-Factor Model |
| **Inflation-indexed complex structured products** | Jarrow-Yildirim model |

| Asset class | Financial instruments | Models/Methods |
|---|---|---|
| **Interest rate derivatives** | **Interest rate swaps** | Future cash flows discounted using bi-curve model |
| | **Swaps with an embedded option** | Black model |
| | **Caps/floors** | SABR smile model |
| | | Hull-White One-Factor Model (stochastic volatility) |
| | | CMS replication |
| **Inflation derivatives** | **Inflation swap** | Black model |
| | | SABR smile model |
| **Credit derivatives** | **CDS options** | Black-Scholes formula (Markit volatilities) |
| **Equity derivatives** | **Floors** | Heston model calibrated across the SX5E's entire implicit volatility surface and Black-Scholes using historical volatility for the EMTXGC and QW1M funds |
| | **CAC and SX5E puts** | Black-Scholes model with volatility surface developed based on option prices quoted on Bloomberg |
| **Currency derivatives** | **JPY swaps (with currency option at each swaplet)** | FX Basket (FXBA) model with Black-Scholes (Reuters volatilities) |
| **Funds** | **Fund options (Quattro)** | Black Basket model with historical volatility |

**Level 3:** financial instruments measured using inputs not based on observable market data (unobservable inputs). These are defined as inputs based neither on observable market transactions involving the same instrument at the measurement date, nor on observable market data available at the same date.

This category includes CNP Assurances' investments in unlisted companies and certain asset-backed securities. Unlisted securities are measured using information not available on an active market. The main valuation techniques are the market multiples method, comparisons with recent market transactions and the discounted dividends method, corresponding to the techniques commonly used to manage these instruments.

In addition, some complex structured securities and for which valuation is obtained through the counterparty are classified in this category.

## 8.3.1 Valuation methods at 31 December 2021

| *(In € millions)* | Level 1: last available quotation of assets quoted in an active market | Level 2: estimated market value using valuation model based on observable market inputs | Level 3: estimated market value using valuation model not based solely on observable market inputs | Total |
|---|---|---|---|---|
| Financial assets at fair value through profit or loss* | 98,631.8 | 9,383.5 | 2,059.4 | 110,074.7 |
| Available-for-sale financial assets | 292,822.2 | 15,347.9 | 18,238.9 | 326,409.1 |
| **TOTAL FINANCIAL ASSETS** | **391,454.0** | **24,731.4** | **20,298.4** | **436,483.7** |
| Investment property at amortised cost | 0.0 | 1,860.2 | 0.0 | 1,860.2 |
| Investment property measured by the fair value model | 0.0 | 2,049.7 | 0.0 | 2,049.7 |
| **TOTAL INVESTMENT PROPERTY** | **0.0** | **3,910.0** | **0.0** | **3,910.0** |
| Financial liabilities at fair value through profit or loss | | | | 0.0 |
| Financial liabilities – financial instruments without DPF (excluding unit-linked) | 480.7 | 0.0 | 0.0 | 480.7 |
| Financial liabilities (linked liabilities) – financial instruments without DPF | 3,234.6 | 0.0 | 0.0 | 3,234.6 |
| Derivative financial instruments with a negative fair value | 0.0 | 1,703.9 | 0.6 | 1,704.5 |
| **TOTAL FINANCIAL LIABILITIES** | **3,715.3** | **1,703.9** | **0.6** | **5,419.8** |

* *Includes derivative financial instruments with a positive fair value*

Financial assets classified as level 2 in the fair value hierarchy can be analysed as follows by type:

| *(In € millions)* | 31.12.2021 |
|---|---|
| Debt securities | 8,380.0 |
| *o/w structured bonds* | *67.2* |
| Share in non-trading property companies | 9,319.1 |
| Investment funds | 752.7 |
| Unit-linked portfolios | 4,801.0 |
| Other (including derivative instruments) | 1,478.6 |
| **TOTAL "LEVEL 2" FINANCIAL ASSETS** | **24,731.4** |

Financial assets classified as level 3 in the fair value hierarchy can be analysed as follows by type:

| *(In € millions)* | 31.12.2021 |
|---|---|
| Debt securities | 4,745.1 |
| *o/w structured bonds* | *449.7* |
| Share in non-trading property companies | 0.2 |
| Investment funds | 13,580.9 |
| Unit-linked portfolios | 78.8 |
| Other (including derivative instruments) | 1,893.3 |
| **TOTAL "LEVEL 3" FINANCIAL ASSETS** | **20,298.4** |

## 8.3.2 Valuation methods at 31 December 2020

| *(In € millions)* | Level 1: last available quotation of assets quoted in an active market | Level 2: estimated market value using valuation model based on observable market inputs | Level 3: estimated market value using valuation model not based solely on observable market inputs | Total |
|---|---|---|---|---|
| Financial assets at fair value through profit or loss* | 81,123.1 | 8,236.9 | 2,103.7 | 91,463.8 |
| Available-for-sale financial assets | 276,752.5 | 17,946.5 | 11,005.9 | 305,704.9 |
| **TOTAL FINANCIAL ASSETS** | **357,875.6** | **26,183.4** | **13,109.6** | **397,168.6** |
| Investment property at amortised cost | 0.0 | 1,733.3 | 0.0 | 1,733.3 |
| Investment property measured by the fair value model | 0.0 | 1,705.2 | 0.0 | 1,705.2 |
| **TOTAL INVESTMENT PROPERTY** | **0.0** | **3,438.5** | **0.0** | **3,438.5** |
| Financial liabilities at fair value through profit or loss | | | | 0.0 |
| Financial liabilities – financial instruments without DPF (excluding unit-linked) | 494.1 | 0.0 | 0.0 | 494.1 |
| Financial liabilities (linked liabilities) – financial instruments without DPF | 3,439.0 | 0.0 | 0.0 | 3,439.0 |
| Derivative financial instruments with a negative fair value | 0.0 | 912.3 | 0.0 | 912.3 |
| **TOTAL FINANCIAL LIABILITIES** | **3,933.1** | **912.3** | **0.0** | **4,845.4** |

* *Includes derivative financial instruments with a positive fair value*

Financial assets classified as level 2 in the fair value hierarchy can be analysed as follows by type:

| *(In € millions)* | 31.12.2020 |
|---|---|
| Debt securities | 9,319.5 |
| *o/w structured bonds* | *61.0* |
| Share in non-trading property companies | 10,683.0 |
| Investment funds | 714.7 |
| Unit-linked portfolios | 4,902.9 |
| Other (including derivative instruments) | 563.3 |
| **TOTAL "LEVEL 2" FINANCIAL ASSETS** | **26,183.4** |

Financial assets classified as level 3 in the fair value hierarchy can be analysed as follows by type:

| *(In € millions)* | 31.12.2020 |
|---|---|
| Debt securities | 3,168.5 |
| *o/w structured bonds* | *208.9* |
| Share in non-trading property companies | 0.2 |
| Investment funds | 8,518.2 |
| Unit-linked portfolios | 39.9 |
| Other (including derivative instruments) | 1,382.8 |
| **TOTAL "LEVEL 3" FINANCIAL ASSETS** | **13,109.6** |

The Group's derivative instruments are collateralised and the counterparty risk is therefore limited. In addition, the credit value adjustment ("CVA") is not material, due to the nature of the Group's forward financial instruments and the calculation base.

## 8.3.3 Reconciliation of movements for the period in securities measured using a valuation model not based solely on observable market inputs

| | 31.12.2021 | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| *(In € millions)* | Opening carrying amount | Newly-consolidated companies | Acquisition | Maturity | Transfers to level 3 (additions) | Transfers from level 3 (disposals) | Impact of sales of securities at fair value through profit or loss | Impact of sales of available-for-sale financial assets | Remeasurement at fair value through equity | Remeasurement at fair value through profit or loss | Impairment | Translation adjustments | Closing carrying amount |
| Financial assets at fair value through profit or loss | 2,103.7 | 21.6 | 160.4 | (156.1) | 49.8 | (17.7) | (98.9) | 0.0 | 0.0 | (3.4) | 0.0 | 0.0 | 2,059.4 |
| Available-for-sale financial assets | 11,005.9 | 3,685.8 | 4,324.8 | (1,258.4) | 0.0 | (283.1) | 0.0 | (421.9) | 1,177.1 | 0.0 | 8.7 | 0.1 | 18,238.9 |
| **TOTAL FINANCIAL ASSETS** | **13,109.6** | **3,707.4** | **4,485.3** | **(1,414.5)** | **49.8** | **(300.8)** | **(98.9)** | **(421.9)** | **1,177.1** | **(3.4)** | **8.7** | **0.1** | **20,298.4** |
| Investment property measured by the fair value model | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Investment property at amortised cost | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| **TOTAL INVESTMENT PROPERTY** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** |
| **TOTAL FINANCIAL LIABILITIES** | **0.0** | **0.6** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.6** |

| *(In € millions)* | 31.12.2020 | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Opening carrying amount | Newly-consolidated companies | Acquisition | Maturity | Transfers to level 3 (additions) | Transfers from level 3 (disposals) | Impact of sales of securities at fair value through profit or loss | Impact of sales of available-for-sale financial assets | Remeasurement at fair value through equity | Remeasurement at fair value through profit or loss | Impairment | Translation adjustments | Closing carrying amount |
| Financial assets at fair value through profit or loss | 2,315.4 | | 64.7 | (16.5) | 0.0 | (249.4) | (14.4) | 0.0 | 0.0 | 3.9 | 0.0 | 0.0 | 2,103.7 |
| Available-for-sale financial assets | 9,382.6 | 600.6 | 2,996.4 | (366.1) | 150.8 | (547.5) | 0.0 | (932.7) | (263.3) | 0.0 | (11.5) | (3.4) | 11,005.9 |
| **TOTAL FINANCIAL ASSETS** | **11,698.0** | **600.6** | **3,061.1** | **(382.6)** | **150.8** | **(796.9)** | **(14.4)** | **(932.7)** | **(263.3)** | **3.9** | **(11.5)** | **(3.4)** | **13,109.6** |
| Investment property measured by the fair value model | 0.0 | | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Investment property at amortised cost | 0.0 | | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| **TOTAL INVESTMENT PROPERTY** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** |
| **TOTAL FINANCIAL LIABILITIES** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** |

## 8.4 Repurchase agreements/Lent securities

Repurchase and securities lending transactions are part of the Group's portfolio optimisation strategy.

The securities sold or loaned are not derecognised as the Group retains substantially all of the risks and rewards of ownership.

They continue to be carried in the same asset category (with their value adjusted accordingly) and the cash received, which represents a liability to the transferee, is recorded in "Operating liabilities represented by securities".

The Group remains exposed to changes in the fair value of securities sold or loaned and has virtually no counterparty risk exposure due to the margin calls used to safeguard the value of the securities in question.

The following table analyses the carrying amount of securities sold under repurchase agreements, by asset category and intended holding period:

| *(In € millions)* | | Carrying amount | |
|---|---|---|---|
| | | **31.12.2021** | 31.12.2020 |
| Available-for-sale financial assets | Fixed-rate bonds | 18,443.1 | 13,861.2 |
| | Equities | 0.0 | 0.0 |
| **TOTAL** | | **18,443.1** | **13,861.2** |

The following table analyses the carrying amount of lent securities, by asset category and intended holding period:

| *(In € millions)* | | Carrying amount | |
|---|---|---|---|
| | | **31.12.2021** | 31.12.2020 |
| Available-for-sale financial assets | Fixed-rate bonds | 10,781.3 | 10,815.1 |
| | Equities (quoted) | 8.6 | 0.0 |
| **TOTAL** | | **10,789.9** | **10,815.1** |

## 8.5 Movements for the period

### 8.5.1 2021

| *(In € millions)* | Opening carrying amount | Additions | Disposals | Fair value adjustments | Additions to provisions for impairment* | Reversals of provisions for impairment* | Changes in scope of consolidation | Other | Closing carrying amount |
|---|---|---|---|---|---|---|---|---|---|
| Securities held for trading | 90,933.2 | 47,349.1 | (41,984.5) | 5,681.3 | 0.0 | 0.0 | 6,585.8 | 42.3 | 108,607.1 |
| Derivative instruments | (381.7) | 25.2 | (36.6) | 135.1 | 0.0 | 0.0 | 21.0 | 0.0 | (237.0) |
| Available-for-sale financial assets | 305,704.9 | 128,433.7 | (126,192.1) | (2,716.5) | (230.4) | 354.1 | 21,355.8 | (300.4) | 326,409.1 |
| Held-to-maturity investments | 144.6 | 21.8 | (93.2) | 0.0 | 0.0 | 0.0 | 0.0 | 0.7 | 73.9 |
| Loans and receivables | 5,123.1 | 332.1 | (794.9) | 0.0 | (20.1) | 0.0 | 4.3 | (484.8) | 4,159.7 |
| Investment property | 2,411.0 | 408.3 | (111.5) | 14.1 | (2.8) | 0.0 | 0.0 | 3.9 | 2,722.9 |
| **TOTAL** | **403,935.0** | **176,570.1** | **(169,212.9)** | **3,114.0** | **(253.3)** | **354.1** | **27,966.9** | **(738.3)** | **441,735.7** |

* *See Note 18.3*

### 8.5.2 2020

| *(In € millions)* | Opening carrying amount | Additions | Disposals | Fair value adjustments | Additions to provisions for impairment* | Reversals of provisions for impairment* | Changes in scope of consolidation | Other | Closing carrying amount |
|---|---|---|---|---|---|---|---|---|---|
| Securities held for trading | 92,769.8 | 37,504.1 | (34,417.1) | 923.2 | 0.0 | 0.0 | 0.0 | (5,846.8) | 90,933.2 |
| Derivative instruments | (606.1) | (4.4) | (290.7) | 519.4 | 0.0 | 0.0 | 0.0 | 0.0 | (381.7) |
| Available-for-sale financial assets | 303,254.4 | 119,038.3 | (117,531.7) | 2,038.8 | (385.2) | 379.0 | 501.0 | (1,589.7) | 305,704.9 |
| Held-to-maturity investments | 236.5 | 35.6 | (75.7) | 0.0 | 0.0 | 0.0 | 0.0 | (51.8) | 144.6 |
| Loans and receivables | 4,698.5 | 782.7 | (549.1) | 0.0 | 0.0 | 0.0 | 0.0 | 191.0 | 5,123.1 |
| Investment property | 2,315.3 | 165.8 | (29.0) | (29.7) | 0.0 | 0.8 | 0.0 | (12.2) | 2,411.0 |
| **TOTAL** | **402,668.4** | **157,522.1** | **(152,893.3)** | **3,451.6** | **(385.2)** | **379.8** | **501.0** | **(7,309.4)** | **403,935.0** |

* *See Note 18.3*

## 8.6 Derivative instruments

A derivative is a financial instrument or other contract within the scope of IAS 39 with all three of the following characteristics:

(a) its value changes in response to the change in a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable (the "underlying");

(b) it requires no initial net investment or an initial net investment that is smaller than would be required for other types of contracts that would be expected to have a similar response to changes in market factors; and

(c) it is settled at a future date.

Derivative instruments are classified as financial assets at fair value through profit or loss except for instruments designated as hedges whose effectiveness can be demonstrated.

Embedded derivatives are separated from their host contract and recognised as derivative instruments when the following three conditions are met:

- the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host contract;
- a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative;

- the hybrid (combined) contract is not measured at fair value with changes in fair value recognised in profit or loss.

If the Group is unable to measure the embedded derivative separately either at acquisition or at a subsequent financial reporting date, the entire combined contract is treated as a financial asset or financial liability at fair value through profit or loss.

The following table analyses derivative instruments recorded in assets (positive fair value) and in liabilities (negative fair value) by maturity:

| | 31.12.2021 | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Due within 1 year | | Due in 1 to 5 years | | Due in 6 to 10 years | | Due in 11 to 15 years | | Due in ≥ 15 years | | Total | |
| *(In € millions)* | FV+ | FV- | FV+ | FV- | FV+ | FV- | FV+ | FV- | FV+ | FV- | FV+ | FV- |
| Swap | 3.1 | (25.0) | 9.5 | (418.3) | 60.1 | (155.4) | 28.0 | (81.9) | 46.4 | (190.3) | 147.1 | (870.9) |
| Cap / floor | 28.3 | (22.6) | 289.5 | (140.6) | 130.7 | (16.4) | 53.9 | (26.9) | 0.0 | 0.0 | 502.3 | (206.5) |
| Equity | 141.5 | (73.4) | 664.4 | (553.6) | 12.2 | (0.1) | 0.0 | 0.0 | 0.0 | 0.0 | 818.2 | (627.2) |
| **TOTAL** | **172.9** | **(121.1)** | **963.4** | **(1,112.5)** | **203.0** | **(171.9)** | **81.9** | **(108.8)** | **46.4** | **(190.3)** | **1,467.5** | **(1,704.5)** |

| | 31.12.2020 | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Due within 1 year | | Due in 1 to 5 years | | Due in 6 to 10 years | | Due in 11 to 15 years | | Due in ≥ 15 years | | Total | |
| *(In € millions)* | FV+ | FV- | FV+ | FV- | FV+ | FV- | FV+ | FV- | FV+ | FV- | FV+ | FV- |
| Swap | 2.7 | (46.0) | 12.0 | (269.0) | 12.3 | (267.8) | 0.0 | (82.8) | 67.7 | (170.1) | 94.7 | (835.7) |
| Cap / floor | 0.0 | 0.0 | 9.7 | 0.0 | 24.0 | 0.0 | 2.7 | 0.0 | 0.0 | 0.0 | 36.4 | 0.0 |
| Equity | 89.5 | (13.9) | 302.1 | (62.7) | 7.9 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 399.5 | (76.6) |
| **TOTAL** | **92.1** | **(59.8)** | **323.9** | **(331.7)** | **44.2** | **(267.8)** | **2.7** | **(82.8)** | **67.7** | **(170.1)** | **530.6** | **(912.3)** |

## 8.7 Derivative instruments qualifying for hedge accounting

Derivatives designated as hedging instruments are accounted for in accordance with IAS 39 if they are part of a designated hedging relationship as defined by the standard.

For all hedging instruments, the Group (i) documents the hedging relationship and the risk management objective and strategy for undertaking the hedge, and (ii) assesses the effectiveness of the hedge at inception and over the life of the hedge by demonstrating the effectiveness of the hedging relationship both retrospectively and prospectively.

Cash flow hedge accounting consists of recognising the effective portion of changes in the fair value of the derivative in equity. The gain or loss on the ineffective portion of the hedge is immediately recognised in profit or loss. The cumulative gains or losses recognised in equity are recycled to the income statement over the period in which the hedged item impacts profit or loss. If the hedging instrument expires, is sold or no longer qualifies for hedge accounting, cumulative gains or losses recognised in equity are recycled to the income statement either immediately or as and when the transaction initially hedged is completed.

The fair values of derivatives designated as hedging instruments are as follows:

| | Currency derivatives | |
|---|---|---|
| *(In € millions)* | 31.12.2021 | 31.12.2020 |
| **Notional amount** | **1,052.9** | **741.2** |
| **Cash flow hedge reserve** | **30.9** | **(23.9)** |
| Change in cash flow hedge reserve during the period | 105.5 | (76.3) |
| Cash flow hedge reserve recycled through profit or loss during the period | (63.7) | 56.5 |
| Deconsolidated companies | 0.0 | 0.0 |
| Deferred taxes | (10.9) | (4.2) |

Derivatives designated as hedging instruments comprise currency swaps and purchased currency options.

## A. Currency swaps

Derivative instruments correspond to two currency swaps qualifying for hedge accounting that are used to hedge against the effect of fluctuations in exchange rates on:

(a) annual interest payments on subordinated notes issues denominated in foreign currency;

(b) the issue-date and redemption-date nominal amounts of each of these issues.

The transactions concerned are as follows:

(a) the first is on US dollar-denominated subordinated notes issued in January 2016 and hedges interest payments on the notes through to 22 January 2029 against fluctuations in the dollar-euro exchange rate;

(b) the second is on US dollar-denominated subordinated notes issued on 7 April 2021 and hedges payments on the notes through to 7 April 2031 against fluctuations in the dollar-euro exchange rate.

These derivatives are eligible for cash flow hedge accounting, as described below. No amount was recognised in profit or loss for any ineffective portion of the hedges at 31 December 2020 or 31 December 2021.

## B. Purchased currency options

At 31 December 2021, the Group no longer held any purchased currency options qualifying for hedge accounting.

## 8.8 Credit risk

### 8.8.1 Analysis of the bond portfolio at 31 December 2021 by issuer rating

| Rating<br>*(In € millions)* | Bond portfolio at fair value | % |
|---|---|---|
| AAA | 12,474.7 | 4.7% |
| AA | 112,772.8 | 42.8% |
| A | 58,232.7 | 22.1% |
| BBB | 56,452.7 | 21.4% |
| <BBB | 19,840.2 | 7.5% |
| Not Rated | 3,893.0 | 1.5% |
| **TOTAL** | **263,666.1** | **100.0%** |

### 8.8.2 Analysis of the bond portfolio at 31 December 2020 by issuer rating

| Rating<br>*(In € millions)* | Bond portfolio at fair value | % |
|---|---|---|
| AAA | 15,576.7 | 6.0% |
| AA | 121,848.6 | 47.2% |
| A | 51,565.2 | 20.0% |
| BBB | 49,281.6 | 19.1% |
| <BBB | 17,319.3 | 6.7% |
| Not Rated | 2,686.1 | 1.0% |
| **TOTAL** | **258,277.5** | **100.0%** |

## 8.9 Classification of investments by category and by geographic region

### 8.9.1 Classification of investments by category and by geographic region at 31 December 2021

| *(In € millions)* | | France | Germany | Italy | Rest of Europe | United States | Brazil | Other | Total |
|---|---|---|---|---|---|---|---|---|---|
| Available-for-sale financial assets | Debt securities | 87,409.5 | 10,580.9 | 18,715.4 | 40,543.4 | 20,613.8 | 2,102.2 | 18,114.8 | 198,079.8 |
| | Investment funds | 49,596.4 | 436.8 | 685.8 | 13,630.0 | 611.4 | 0.0 | 5.6 | 64,966.0 |
| | Equities | 13,294.0 | 3,798.7 | 392.1 | 3,196.3 | 953.0 | 0.0 | 801.0 | 22,435.1 |
| | Other | 35,358.6 | 221.0 | 0.0 | 5,035.6 | 264.2 | 8.8 | 40.0 | 40,928.1 |
| Held-for-trading and FVO | Debt securities | 11,264.4 | 822.8 | 1,503.7 | 3,417.8 | 1,044.0 | 16,984.3 | 1,048.0 | 36,085.0 |
| | Investment funds | 39,817.7 | 131.9 | 76.8 | 20,187.6 | 184.8 | 289.0 | 137.9 | 60,825.5 |
| | Equities | 2,584.0 | 542.4 | 542.7 | 1,135.7 | 1,232.7 | 391.7 | 418.0 | 6,847.3 |
| | Other | 4,521.9 | 0.0 | 101.7 | 35.6 | 0.0 | 190.2 | 0.0 | 4,849.3 |
| Held-to-maturity investments | Debt securities | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 73.9 | 0.0 | 73.9 |
| Loans and receivables | | 4,041.6 | 0.0 | 0.0 | 114.5 | 0.0 | 0.0 | 3.6 | 4,159.7 |
| Derivative instruments | | (250.6) | (4.8) | 0.0 | (2.7) | 0.0 | 0.0 | 21.0 | (237.0) |
| Investment property | | 2,644.2 | 0.0 | 0.0 | 61.1 | 0.0 | 17.7 | 0.0 | 2,722.9 |
| **TOTAL** | | **250,281.6** | **16,529.7** | **22,018.2** | **87,354.7** | **24,903.8** | **20,057.7** | **20,590.0** | **441,735.7** |

### 8.9.2 Classification of investments by category at 31 December 2020

| *(In € millions)* | | France | Germany | Italy | Rest of Europe | United States | Brazil | Other | Total |
|---|---|---|---|---|---|---|---|---|---|
| Available-for-sale financial assets | Debt securities | 96,507.2 | 10,527.0 | 12,020.7 | 41,655.2 | 18,919.7 | 2,122.9 | 17,736.8 | 199,489.5 |
| | Investment funds | 41,095.8 | 345.4 | 18.7 | 9,987.1 | 597.9 | 0.0 | 5.2 | 52,050.2 |
| | Equities | 11,249.2 | 3,366.6 | 310.8 | 2,307.3 | 0.0 | 0.0 | 724.1 | 17,958.0 |
| | Other | 31,949.3 | 111.7 | 0.0 | 3,897.2 | 210.5 | 8.0 | 30.5 | 36,207.2 |
| Held-for-trading and FVO | Debt securities | 11,653.8 | 810.6 | 1,464.4 | 3,120.3 | 1,188.9 | 14,172.9 | 1,435.2 | 33,846.1 |
| | Investment funds | 33,845.1 | 68.9 | 50.4 | 12,027.6 | 164.0 | 390.8 | 77.4 | 46,624.2 |
| | Equities | 2,187.6 | 524.8 | 445.6 | 955.4 | 783.0 | 348.5 | 371.6 | 5,616.5 |
| | Other | 4,576.8 | 0.0 | 113.6 | 54.6 | 0.0 | 101.3 | 0.0 | 4,846.4 |
| Held-to-maturity investments | Debt securities | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 144.6 | 0.0 | 144.6 |
| Loans and receivables | | 5,006.4 | 0.0 | 0.0 | 112.8 | 0.0 | 0.0 | 4.0 | 5,123.1 |
| Derivative instruments | | (372.2) | 0.0 | 0.0 | (9.5) | 0.0 | 0.0 | 0.0 | (381.7) |
| Investment property | | 2,334.6 | 0.0 | 0.0 | 57.7 | 0.0 | 18.6 | 0.0 | 2,411.0 |
| **TOTAL** | | **240,033.5** | **15,755.1** | **14,424.2** | **74,165.7** | **21,864.0** | **17,307.6** | **20,384.8** | **403,935.0** |

### 8.9.3 Sovereign debt exposure by geographic region

| List of countries (In € millions) | 31.12.2021 Gross exposure – carrying amount* | 31.12.2021 Gross exposure Fair value | 31.12.2021 Net exposure Fair value | 31.12.2020 Gross exposure – carrying amount* | 31.12.2020 Gross exposure Fair value | 31.12.2020 Net exposure Fair value |
|---|---|---|---|---|---|---|
| France | 79,235.7 | 86,089.4 | 8,415.0 | 78,073.1 | 89,384.4 | 8,189.2 |
| Brazil | 17,334.5 | 17,227.0 | 1,407.7 | 14,231.8 | 14,343.5 | 1,386.0 |
| Italy | 14,523.5 | 15,267.4 | 989.7 | 7,729.3 | 8,771.6 | 597.1 |
| Spain | 10,657.6 | 11,517.5 | 1,360.5 | 9,697.1 | 10,964.3 | 1,261.2 |
| Belgium | 8,392.4 | 8,798.9 | 811.5 | 8,087.4 | 8,936.6 | 772.8 |
| Germany | 3,886.7 | 4,177.0 | 303.2 | 4,035.2 | 4,519.3 | 276.8 |
| Austria | 502.6 | 549.3 | 34.3 | 1,993.5 | 2,093.5 | 80.9 |
| Canada | 468.5 | 488.1 | 59.6 | 468.1 | 501.2 | 59.1 |
| Portugal | 409.4 | 437.9 | 73.4 | 457.9 | 499.2 | 64.6 |
| Poland | 359.5 | 375.7 | 69.6 | 347.4 | 375.4 | 79.9 |
| Ireland | 206.8 | 208.1 | 26.1 | 295.6 | 303.0 | 35.1 |
| Netherlands | 139.1 | 151.2 | 13.5 | 170.3 | 188.3 | 14.5 |
| Cyprus | 105.9 | 110.8 | 53.0 | 66.6 | 74.0 | 51.8 |
| Finland | 88.8 | 92.6 | 5.7 | 82.4 | 91.8 | 7.3 |
| Slovenia | 9.9 | 9.9 | 0.5 | 52.8 | 53.0 | 2.4 |
| Greece | 8.2 | 11.0 | 0.1 | 6.8 | 11.3 | 0.0 |
| Luxembourg | 5.9 | 6.4 | 2.0 | 5.6 | 6.4 | 2.0 |
| Sweden | 1.2 | 1.8 | 0.3 | 1.2 | 1.9 | 0.3 |
| United Kingdom | 1.6 | 2.6 | 0.0 | 1.5 | 2.5 | 0.0 |
| Other | 6,386.2 | 6,747.3 | 805.7 | 6,868.3 | 7,534.6 | 914.4 |
| **TOTAL** | **142,724.0** | **152,269.8** | **14,431.5** | **132,671.7** | **148,656.0** | **13,795.6** |

* *Carrying amount, including accrued coupon*

At 31 December 2021, the Group's gross sovereign debt risk exposure calculated on a fair value basis totalled €152.3 billion, representing an estimated exposure net of deferred participation and deferred taxes of €14.4 billion. Virtually all of the securities concerned are classified as available-for-sale financial assets. The Group's exposure is calculated based on asset values and before non-controlling interests.

The calculation of net exposure has been standardised at Group level and reflects both the current market environment and policies concerning deferred participation: calculating net exposure from gross exposure takes account of the impacts of deferred taxes and deferred participation based on shadow accounting principles. In accordance with these principles, a change in the deferred participation reserve is recorded to offset unrealised gains or losses on financial assets taking into account contractual participation obligations and the Group's policyholder bonus policy (see Note 9.2). The relatively low weighting of contracts with a guaranteed yield and the Group's ability to allocate losses on financial assets to policyholders over the long term, reinforces the validity of this approach to presenting the impact of net exposure.

The apparent 9.5% ratio of "net exposure" to "gross exposure" therefore reflects the deferred tax impact (factor of approximately 72.5% corresponding to the impact of the weighted average tax rate on the Group's entities) and a deferred participation impact (13.1% factor, supplementing the effective participation rate taking into account the exclusion of assets held in unit-linked funds, which corresponds to shareholders' entitlements to unrealised gains or losses).

The combination of these two impacts (taxes and deferred participation) results in a net exposure to gross exposure ratio of 9.5% (72.5% multiplied by 13.1%).

The difference between gross and net exposure does not necessarily represent the loss that would be borne by policyholders. The recoverability of successive losses on sovereign debt is limited by the following:

- the Group's ability to lower the discretionary participation it pays to policyholders. In France, the estimated minimum guaranteed interest rate is approximately 0.16% for a projected DPF rate of around 0.91% (net rate) at end-2021;
- unrealised gains, especially on property (€5.0 billion) and on equities (€19.5 billion). These amounts would be taken into account when testing any deferred participation assets for recoverability.

In the absence of an incurred loss, no other sovereign debt securities have been impaired.

## 8.10 Foreign currency balances

The individual Group entities translate foreign currency transactions into the entity's functional currency at the exchange rate on the transaction date. For practical reasons, the last available exchange rate for the month preceding the transaction date is used as the rate on the transaction date for currencies that have been subject to only limited fluctuations during the period.

At each reporting date, monetary balance sheet items (excluding available-for-sale financial assets) are translated using the closing rate, and the resulting exchange differences are recognised in profit or loss unless hedge accounting is used as described in Note 8.7 above.

Non-monetary assets and liabilities measured using the cost model are translated into euros at the exchange rate on the transaction date, while non-monetary assets and liabilities measured using the fair value model are translated at the exchange rate on the date of remeasurement at fair value. When a gain or loss on a non-monetary item is recognised directly in equity, e.g., when a non-monetary asset is classified as available-for-sale, the difference arising on translation of the item is also recognised in equity. Similarly, when a gain or loss on a non-monetary item is recognised directly in profit or loss, the translation difference is also recognised in profit or loss.

Monetary assets and liabilities denominated in foreign currency (i.e., denominated in currencies other than the functional currencies of Group entities) and which are not covered by foreign exchange derivatives represented less than 0.5% of consolidated assets and liabilities in 2019, 2020 and 2021.

## 8.11 Temporary exemption from applying IFRS 9

IFRS 9 was adopted on 22 November 2016 for use in the European Union for accounting periods beginning on or after 1 January 2018. On 3 November 2017, the European Commission also adopted an amendment to IFRS 4 – Insurance Contracts that was published by the IASB on 12 September 2016 and describes how insurance undertakings should apply IFRS 9 in conjunction with IFRS 4. The amendment provides for two approaches to applying IFRS 9:

- an "overlay approach", to be applied by insurance companies that choose to apply IFRS 9 as from 1 January 2019;
- a "deferral approach" whereby adoption of IFRS 9 is deferred.

The Group qualifies to apply the deferral approach and has elected to defer application of IFRS 9.

It will be required to publish certain additional disclosures during the transition period, concerning the classification of assets and the Group's exposure to credit risk on the assets that fulfil the criteria set out in IFRS 9 (financial assets that give rise to cash flows which are solely payments of principal and interest on the principal amount outstanding).

### 8.11.1 Fair value of financial assets by class of asset

| | | Fair value | |
|---|---|---|---|
| *(In € millions)* | | **31.12.2021** | 31.12.2020 |
| **Financial assets that give rise to cash flows which are solely payments of principal and interest on the principal amount outstanding** | Fixed-rate bonds | 170,335.7 | 177,311.5 |
| | Variable-rate bonds | 32,102.4 | 18,668.3 |
| | TCNs (money market securities) | 3,478.8 | 4,150.1 |
| | Other | 29,230.1 | 24,778.8 |
| | **Total** | **235,146.9** | **224,908.7** |
| **Other financial assets** | Equities | 29,282.4 | 23,574.6 |
| | Share in non-trading property companies | 12,824.4 | 12,838.5 |
| | Investment funds | 125,791.5 | 98,674.4 |
| | Fixed-rate bonds | 8,157.9 | 10,437.3 |
| | Variable-rate bonds | 19,397.6 | 21,924.9 |
| | TCNs (money market securities) | 778.0 | 1,007.6 |
| | Other | 3,723.0 | 3,436.3 |
| | Derivative financial instruments with a positive fair value | 1,467.5 | 530.6 |
| | Derivative financial instruments with a negative fair value | (1,704.5) | (912.3) |
| | **Total** | **199,717.7** | **171,511.9** |

| *(In € millions)* | | Fair value 31.12.2021 | Fair value 31.12.2020 |
|---|---|---|---|
| **Loans and receivables** | Loans and receivables | 4,159.7 | 5,123.1 |
| **Investment property** | Investment property at amortised cost | 1,860.2 | 1,733.3 |
| | Investment property measured by the fair value model | 2,049.7 | 1,705.2 |
| | **Total** | **8,069.7** | **8,561.6** |
| **TOTAL** | | **442,934.4** | **404,982.1** |

Investment property is accounted for in accordance with IAS 40.

### 8.11.2 Breakdown by credit risk of debt instruments that give rise to cash flows which are solely payments of principal and interest on the principal amount outstanding

| *(In € millions)* | | 31.12.2021 Carrying amount | 31.12.2021 Fair value | 31.12.2020 Carrying amount | 31.12.2020 Fair value |
|---|---|---|---|---|---|
| **Assets for which the credit risk is low** | AAA | 11,172.4 | 11,882.7 | 13,798.5 | 15,090.9 |
| | AA | 100,364.0 | 107,484.6 | 106,094.4 | 119,630.5 |
| | A | 44,145.1 | 45,192.1 | 40,195.9 | 42,401.8 |
| | BBB | 42,558.2 | 44,254.1 | 32,914.1 | 34,887.7 |
| | **Total** | **198,239.6** | **208,813.6** | **193,003.0** | **212,010.8** |
| **Assets for which the credit risk is not low** | <BBB | 24,625.3 | 24,915.8 | 10,994.5 | 11,929.8 |
| | Not Rated | 1,116.0 | 1,417.6 | 644.2 | 968.0 |
| | **Total** | **25,741.3** | **26,333.4** | **11,638.7** | **12,897.9** |
| **TOTAL** | | **223,981.0** | **235,146.9** | **204,641.7** | **224,908.7** |

None of the Group entities applied IFRS 9 as of the date of publication of the consolidated financial statements.

# NOTE 9 Insurance and financial liabilities

## 9.1 Contract classification

Contracts recognised and measured in accordance with IFRS 4 include:

- insurance contracts (see definition below) that cover a risk for the insured. Examples include personal risk contracts, pension contracts, property and casualty contracts and unit-linked savings contracts with a guaranteed element;
- financial instruments with DPF, comprising both traditional savings contracts with DPF and unit-linked contracts including a traditional savings component with DPF.

Financial instruments without DPF are recognised and measured in accordance with IAS 39. This category corresponds to unit-linked savings contracts that do not have any traditional savings component or guaranteed element.

Contracts that do not fulfil the criteria for classification as either insurance contracts or financial instruments without DPF fall within the scope of:

- IFRS 15, when they correspond to the provision of services; or
- IAS 19, for contracts taken out in connection with benefit plans in favour of Group employees.

## 9.2 Insurance contracts and financial instruments with DPF

Insurance contracts and financial instruments with DPF are accounted for in accordance with Group accounting policies, as well as with the specific provisions of IFRS 4 concerning shadow accounting and liability adequacy tests. At each reporting date, the Group assesses whether its recognised insurance liabilities net of its insurance assets (deferred participation asset plus other insurance-related intangible assets) are adequate, using current estimates of future cash flows under the insurance contracts and financial instruments with DPF.

### Insurance contracts

Contracts under which the Group accepts significant insurance risk from another party (the policyholder) by agreeing to compensate the policyholder or another beneficiary if a specified uncertain future event (the insured event) adversely affects the policyholder or beneficiary are classified as insurance contracts.

Insurance risk is a risk other than a financial risk. Financial risk is the risk of a possible future change in one or more variables such as a specified interest rate, financial instrument price, commodity price, foreign exchange rate or other variable. In the case of a non-financial variable, if the variable is not specific to a party to the contract, the risk is financial; otherwise it is an insurance risk. Surrender risk, extension risk or the risk of higher-than-expected administrative expenses are not insurance risks, unless they are risks originally incurred by the policyholder that are transferred to the Group under an insurance contract.

For each group of contracts with similar characteristics, the significance of the insurance risk is assessed based on a single representative contract. Under this approach, the insurance risk may be considered significant although the probability of the group of contracts generating a loss that has a material adverse effect on the financial statements is remote due to the pooling of risks.

### Financial instruments with DPF

Contracts that do not expose the Group to an insurance risk or for which the insurance risk is not material are qualified as financial instruments when they give rise to a financial asset or liability. Contracts are qualified as financial instruments with DPF when they incorporate a contractual or regulatory entitlement to receive, as a supplement to guaranteed benefits, additional benefits:

- that are likely to be a significant portion of the total contractual benefits;
- whose amount or timing is contractually at the Group's discretion; and
- that are contractually based on the performance of a specified pool of contracts or a specified type of contract, or realised and/or unrealised investment returns on a specified pool of assets held by the Group, or the profit or loss of the Company, fund or other entity that issues the contract.

### Hybrid contracts

Certain contracts written by the Group comprise both an insurance component and a deposit component. These two components are unbundled only when the deposit component can be measured separately and, under the Group's accounting policies, the rights and obligations arising from the deposit component would not be recognised if the contract was not unbundled. The insurance component of an unbundled contract is accounted for under IFRS 4 and the deposit component under IAS 39.

In line with the policy described above, the components of traditional savings contracts written by the Group are not unbundled.

### Life insurance and savings contracts

#### Premiums

Premiums on contracts in force during the period are recognised in revenue. In the case of group policies that include death insurance, the recognised amount is adjusted to include the estimated earned portion of premiums not yet written.

#### Technical and mathematical reserves

Reserves for contracts with death cover include the portion of premiums written but not earned during the reporting period.

Mathematical reserves for traditional savings contracts correspond to the difference between the present value of the respective commitments of the Group and the policyholder.

Life premium reserves are determined using a discount rate that is equal to or less than the conservatively estimated forecast yield on the assets backing the liabilities.

Insurance liabilities are discounted at a rate that is equal to or less than the contractual rate, using regulatory mortality tables or internal experience-based tables if these are more conservative. The discount rate applied to annuities takes into account the effects of a fall in interest rates when the contractual rate is considered too high compared with the expected yield from reinvested premiums.

The general contract administration expense reserve mentioned in Article R. 343-3.4 of the French Insurance Code is designed to cover the insurer's commitment to administer its policies for as long as they remain in force. It is determined by the method and using the assumptions specified in Article 142-6 of ANC Regulation 2015-11.

The reserve corresponds to a prospective estimate of contract administration expenses that will not be covered by the premium and investment income loading. It is calculated by group of contracts with similar characteristics, based mainly on policyholder profiles, contract terms and experience-based assumptions concerning, for example, costs, surrenders and investment income. The estimation process includes a financial assessment of the options affecting administration expenses for certain contracts.

At 31 December 2021, the general administration expense reserve for savings and pensions contracts amounted to €271.0 million.

When policyholders are entitled to participate in surplus underwriting profits and investment income in addition to the guaranteed minimum yield, any surplus not paid during the period is accumulated in the policyholder surplus reserves.

This reserve also includes the deferred policyholders' participation resulting from the use of shadow accounting.

An outstanding claims reserve is set up to cover claims and benefits outstanding at the reporting date.

Mathematical reserves for unit-linked contracts are determined by reference to the assets backing the linked liabilities. Gains and losses arising from the remeasurement of these assets at fair value are recognised in profit or loss, to offset the impact of changes in the related technical reserves.

Reserves for guaranteed yields are determined using the Black & Scholes method.

## Disability, accident and health insurance

Premiums are recognised net of taxes and estimated cancelled premiums.

Earned premiums for the period are adjusted for:

- estimated earned premiums not yet written at the period-end;
- the change in the unearned premium reserve (corresponding to the portion of premiums written during the period that relates to the next period).

A reserve is recorded to cover timing differences between the coverage of risks and their financing in the form of insurance premiums.

The escalating risks reserve for term creditor insurance business amounted to €223.5 million at 31 December 2021. This reserve is calculated prospectively and covers the difference between the present values of the respective future commitments of the insurer and the insured. The calculation uses regulatory valuation rates of interest and takes into account experience-based biometric risk assumptions (incidence of death and disability risk, and/or disability persistency risk) and behavioural assumptions (surrenders) based on historical data for the portfolio concerned.

The escalating risk reserve for lifetime long-term care contracts totalled €444.2 million at 31 December 2021. This reserve also covers the difference between the present values of the respective future commitments of the insurer and the insured. The calculation takes into account experience-based biometric risk assumptions (incidence of long-term care risk and persistency risk) based on historical data for the portfolio concerned, regulatory mortality tables and a discount rate determined by reference to the structure of the asset portfolio held to cover these commitments.

Claims are recognised in the period in which they are incurred. The amount recorded covers both reported claims and estimated claims incurred but not reported (IBNR).

Claims reserves are based on the estimated cost of settling the claims, net of any forecast recoveries.

A deferred participation reserve is recorded for participating contracts, based on shadow accounting principles.

A reserve is also recorded for claims handling expenses.

## Liability adequacy test

In drawing up its annual and interim financial statements, the Group assesses whether its recognised insurance liabilities, net of its insurance assets (deferred participation asset, deferred acquisition costs and insurance-related intangible assets), are adequate, based on current estimates of future cash flows under its insurance contracts and financial instruments with DPF. The test is performed using asset-liability management models, by applying a stochastic approach to estimate liabilities according to a wide range of scenarios. The models take into account embedded derivatives (policyholder surrender options, guaranteed yields, etc.), administrative costs and decisions made by management in response to economic and financial conditions. The test determines the economic value of insurance liabilities corresponding to the average of the stochastic trajectories. Similar-type contracts are grouped together when performing the test and the results are analysed at entity level: if the sum of the surrender value and deferred participation (asset or liability), less related deferred acquisition costs and related intangible assets, is less than the fair value of the recognised insurance liability, the shortfall is recognised in profit or loss.

## Shadow accounting

Shadow accounting procedures are designed to address the risk of an artificial imbalance between assets and liabilities valued using different valuation models. When the measurement of liabilities, deferred acquisition costs or the Value of In-Force business is directly affected by realised gains and losses on assets, a deferred participation reserve is recorded in insurance liabilities to offset the unrealised gains or losses in financial assets. Deferred participation is accounted for in the same way as the underlying, i.e., by adjusting either profit or the revaluation reserve.

The deferred participation reserve is determined by multiplying fair value adjustments to assets by the estimated participation rate corresponding to the contractual obligations associated with each portfolio. The estimated participation rate takes into account regulatory and contractual participation clauses, as well as the Group's profit-taking programme and policyholder bonus policy. Participation rates applied to unrealised gains and losses for shadow accounting purposes are the same as the rates applied to consolidation adjustments for the purpose of determining deferred participation.

The portion of gains or losses attributable to policyholders is determined based on the terms of participating contracts. Shadow accounting is not applied to non-participating contracts that fall outside the scope of regulations requiring payment of a guaranteed minimum participating dividend.

The amount of deferred participation calculated for each entity under shadow accounting principles is recognised either in liabilities as a deferred participation reserve or in assets as a deferred participation asset.

### Testing deferred participation assets for recoverability

Deferred participation assets are tested for recoverability to ensure that the amount calculated based on the participation rates estimated as described previously and in accordance with the going concern principle, is recoverable out of future actual or unrealised profits and will not result in liability inadequacy vis-à-vis the Group's economic obligations. Recoverability testing uses the same methods as liability adequacy testing described above and testing is performed at the level of each group of contracts in order to factor portfolio segregation arrangements into the assessment.

Pursuant to the recommendation of the French National Accounting Board (*Conseil National de la Comptabilité* – CNC) of 19 December 2008 concerning the recognition of deferred participation assets in the consolidated accounts of insurance companies, the recoverability of these amounts is enhanced by the Group's conservative assessment of its ability to continue to hold its assets. In particular, no future retained fund flows have been taken into account. Moreover, the Group has demonstrated the recoverability of the deferred participation assets using unprecedented surrender rates.

### Reinsurance

#### Outward reinsurance

Premiums, claims and technical reserves are stated before reinsurance. Ceded amounts are recognised under the "Reinsurance result" line item of the income statement.

Ceded technical reserves are tested for impairment at each reporting date. If there is objective evidence that these reserves are impaired, as a result of an event that occurred after initial recognition, the carrying amount of the asset is reduced by recording an impairment loss in the income statement. For reinsurance assets secured by collateral, the estimated discounted cash flows from the asset take into account cash flows from the sale of the collateral, net of the estimated cost of obtaining execution of the guarantee, regardless of whether or not such sale is considered probable.

#### Inward reinsurance

Inward reinsurance contracts give rise to a significant insurance risk and are therefore accounted for in the same way as insurance contracts.

## 9.3 Financial instruments without DPF (IAS 39)

Financial instruments without DPF are initially recorded at fair value. Loading on premiums is recognised in "Revenue from other activities".

Unit-linked contracts are subsequently measured at fair value, with changes in fair value recognised in profit or loss.

Traditional savings investment contracts are subsequently measured at fair value, corresponding to their surrender value.

## 9.4 Deferred participation asset/reserve

The adjustments made in application of IFRS 4 lead to the recognition of deferred policyholder participation in assets or liabilities.

There are two types of deferred participation:

### 9.4.1 Unconditional participation

All differences in the calculation base of future rights between the separate financial statements and the consolidated financial statements are recognised in the deferred participation reserve.

This applies in particular to policyholder rights in positive and negative fair value adjustments and restatements of the separate financial statements of Group entities. Their amount is adjusted using a method that is consistent with the initial measurement and the pattern of recognition in profit or loss of fair value adjustments and restatements.

### 9.4.2 Conditional participation

This corresponds to the difference in rights between the separate and consolidated financial statements, whose payment depends on a management decision or the occurrence of an event.

These rights are recognised only when the event or management decision is highly probable. Conditional participation also arises from the application of the shadow accounting technique described in Note 9.2.

## 9.5 Analysis of insurance and financial liabilities

The following tables show the sub-classifications of insurance liabilities that require separate disclosure under IFRS:

### 9.5.1 Analysis of insurance and financial liabilities at 31 December 2021

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Non-life technical reserves** | **7,945.6** | **7,437.1** | **508.4** |
| Unearned premium reserves | 952.7 | 936.7 | 16.0 |
| Outstanding claims reserves | 5,305.6 | 4,884.3 | 421.4 |
| Bonuses and rebates (including claims equalisation reserve on group business maintained in liabilities) | 23.6 | 23.0 | 0.6 |
| Other technical reserves | 1,663.6 | 1,593.2 | 70.4 |
| Liability adequacy test reserves | 0.0 | 0.0 | 0.0 |
| **Life technical reserves** | **260,990.1** | **243,926.7** | **17,063.4** |
| Unearned premium reserves | 2,028.9 | 2,028.2 | 0.7 |
| Life premium reserves | 248,016.0 | 231,360.4 | 16,655.5 |
| Outstanding claims reserves | 3,199.6 | 2,984.1 | 215.5 |
| Policyholder surplus reserves | 7,316.1 | 7,135.9 | 180.2 |
| Other technical reserves | 353.8 | 342.4 | 11.5 |
| Liability adequacy test reserves | 0.0 | 0.0 | 0.0 |
| **Financial instruments with DPF** | **107,290.3** | **104,095.5** | **3,194.8** |
| Life premium reserves | 97,949.0 | 95,007.1 | 2,941.9 |
| Outstanding claims reserves | 2,212.6 | 2,110.7 | 101.9 |
| Policyholder surplus reserves | 7,128.7 | 6,977.8 | 150.9 |
| Other technical reserves | 0.0 | 0.0 | 0.0 |
| Liability adequacy test reserves | 0.0 | 0.0 | 0.0 |
| **Financial instruments without DPF** | **3,715.3** | **3,436.9** | **278.4** |
| **Derivative financial instruments separated from the host contract** | **0.0** | **0.0** | **0.0** |
| **Deferred participation reserve** | **31,599.6** | **31,599.6** | **0.0** |
| **TOTAL INSURANCE AND FINANCIAL LIABILITIES** | **411,540.8** | **390,495.9** | **21,044.9** |
| **Deferred participation asset** | **0.0** | **0.0** | **0.0** |

### 9.5.2 Analysis of insurance and financial liabilities at 31 December 2020

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| Bonuses and rebates (including claims equalisation reserve on group business maintained in liabilities) | 37.0 | 32.5 | 4.6 |
| Other technical reserves | 1,704.8 | 1,640.0 | 64.8 |
| Liability adequacy test reserves | 0.0 | 0.0 | 0.0 |

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Life technical reserves** | **221,197.4** | **203,985.7** | **17,211.6** |
| Unearned premium reserves | 1,899.4 | 1,896.7 | 2.7 |
| Life premium reserves | 209,015.0 | 192,169.4 | 16,845.7 |
| Outstanding claims reserves | 3,117.2 | 2,945.2 | 172.0 |
| Policyholder surplus reserves | 6,823.2 | 6,640.4 | 182.8 |
| Other technical reserves | 342.5 | 334.0 | 8.5 |
| Liability adequacy test reserves | 0.0 | 0.0 | 0.0 |
| **Financial instruments with DPF** | **112,381.3** | **109,237.6** | **3,143.7** |
| Life premium reserves | 103,141.2 | 100,236.0 | 2,905.1 |
| Outstanding claims reserves | 2,367.7 | 2,275.3 | 92.3 |
| Policyholder surplus reserves | 6,872.4 | 6,726.2 | 146.2 |
| Other technical reserves | 0.0 | 0.0 | 0.0 |
| Liability adequacy test reserves | 0.0 | 0.0 | 0.0 |
| **Financial instruments without DPF** | **3,933.1** | **3,688.5** | **244.6** |
| **Derivative financial instruments separated from the host contract** | **0.0** | **0.0** | **0.0** |
| **Deferred participation reserve** | **31,587.0** | **31,587.0** | **0.0** |
| **TOTAL INSURANCE AND FINANCIAL LIABILITIES** | **377,097.7** | **356,015.1** | **21,082.6** |
| **Deferred participation asset** | **0.0** | **0.0** | **0.0** |

## 9.6 Change in technical reserves

This note presents changes in technical reserves by category, such as those arising from changes in the assumptions applied to measure insurance liabilities. Each change with a material impact on the consolidated financial statements is shown separately. Movements are presented before and after reinsurance.

### 9.6.1 Changes in mathematical reserves – life insurance

#### 9.6.1.1 Changes in mathematical reserves – life insurance – 2021

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Mathematical reserves at the beginning of the period** | **312,148.5** | **292,397.7** | **19,750.8** |
| Premiums | 27,417.4 | 26,849.4 | 567.9 |
| Extinguished liabilities (benefit payments) | (26,677.1) | (25,486.3) | (1,190.8) |
| Locked-in gains | 4,562.1 | 4,178.5 | 383.6 |
| Change in value of linked liabilities | 4,716.8 | 4,561.7 | 155.1 |
| Changes in scope (acquisitions/divestments) | 2,066.3 | 2,067.1 | (0.7) |
| Outstanding fees | (1,983.2) | (1,909.2) | (74.0) |
| Surpluses/deficits | 0.4 | 0.4 | 0.0 |
| Currency effect | 172.8 | 172.8 | 0.0 |
| Changes in assumptions | (12.4) | (13.5) | 1.2 |
| Newly-consolidated companies | 24,193.3 | 24,141.7 | 51.6 |
| Deconsolidated companies | 0.0 | 0.0 | 0.0 |
| Other | (646.7) | (599.5) | (47.3) |
| **Mathematical reserves at the end of the period** | **345,958.3** | **326,360.8** | **19,597.4** |

### 9.6.1.2 Changes in mathematical reserves – life insurance – 2020

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Mathematical reserves at the beginning of the period** | **315,918.1** | **295,837.9** | **20,080.2** |
| Premiums | 22,888.9 | 22,216.3 | 672.7 |
| Extinguished liabilities (benefit payments) | (23,918.4) | (22,744.9) | (1,173.5) |
| Locked-in gains | 4,589.0 | 4,197.8 | 391.2 |
| Change in value of linked liabilities | 650.0 | 652.0 | (2.0) |
| Changes in scope (acquisitions/divestments) | 72.8 | 97.3 | (24.5) |
| Outstanding fees | (1,907.6) | (1,835.8) | (71.8) |
| Surpluses/deficits | (2.3) | (2.3) | 0.0 |
| Currency effect | (5,176.3) | (5,176.3) | 0.0 |
| Changes in assumptions | 2.3 | 1.6 | 0.7 |
| Newly-consolidated companies | 0.0 | 0.0 | 0.0 |
| Deconsolidated companies | 0.0 | 0.0 | 0.0 |
| Non-current liabilities related to assets held for sale and discontinued operations | 0.0 | 0.0 | 0.0 |
| Other | (968.0) | (845.8) | (122.2) |
| **Mathematical reserves at the end of the period** | **312,148.5** | **292,397.7** | **19,750.8** |

## 9.6.2 Changes in technical reserves – non-life insurance

### 9.6.2.1 Changes in technical reserves – non-life insurance – 2021

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Outstanding claims reserves at the beginning of the period** | **5,294.8** | **4,900.4** | **394.5** |
| Claims expenses for the period | 1,361.7 | 1,327.9 | 33.9 |
| Prior period surpluses/deficits | 21.8 | 17.4 | 4.4 |
| **Total claims expenses** | **1,383.5** | **1,345.2** | **38.3** |
| Current period claims settled during the period | (1,368.0) | (1,359.5) | (8.5) |
| Prior period claims settled during the period | (15.1) | (12.1) | (3.0) |
| **Total paid claims** | **(1,383.1)** | **(1,371.6)** | **(11.5)** |
| Changes in scope (acquisitions/divestments) | 0.0 | 0.0 | 0.0 |
| Currency effect | 1.2 | 1.1 | 0.1 |
| Newly-consolidated companies | 0.0 | 0.0 | 0.0 |
| Non-current liabilities related to assets held for sale and discontinued operations | 0.0 | 0.0 | 0.0 |
| Other | 0.2 | 0.0 | 0.0 |
| **Outstanding claims reserves at the end of the period** | **5,296.7** | **4,875.3** | **421.4** |

### 9.6.2.2 Changes in technical reserves – non-life insurance – 2020

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Outstanding claims reserves at the beginning of the period** | **5,228.7** | **4,873.3** | **355.4** |
| Claims expenses for the period | 1,556.2 | 1,449.0 | 107.1 |
| Prior period surpluses/deficits | (0.1) | 0.0 | 0.0 |
| **Total claims expenses** | **1,556.1** | **1,449.0** | **107.1** |
| Current period claims settled during the period | (1,432.0) | (1,375.0) | (56.9) |
| Prior period claims settled during the period | (15.9) | (13.3) | (2.6) |
| **Total paid claims** | **(1,447.8)** | **(1,388.4)** | **(59.5)** |
| Changes in scope (acquisitions/divestments) | 0.0 | 0.0 | 0.0 |
| Currency effect | (41.7) | (33.7) | (8.0) |
| Newly-consolidated companies | 0.0 | 0.0 | 0.0 |
| Non-current liabilities related to assets held for sale and discontinued operations | 0.0 | 0.0 | 0.0 |
| Other | (0.5) | 0.0 | (0.6) |
| **Outstanding claims reserves at the end of the period** | **5,294.8** | **4,900.4** | **394.5** |

## 9.6.3 Changes in mathematical reserves – financial instruments with DPF

| | 31.12.2021 | | |
|---|---|---|---|
| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
| **Mathematical reserves at the beginning of the period** | **3,933.1** | **3,688.5** | **244.6** |
| Premiums | 182.3 | 182.2 | 0.1 |
| Extinguished liabilities (benefit payments) | (693.0) | (693.0) | 0.0 |
| Locked-in gains | 13.8 | 13.8 | 0.0 |
| Change in value of linked liabilities | 301.0 | 301.7 | (0.8) |
| Changes in scope (acquisitions/divestments) | (20.6) | (20.6) | 0.0 |
| Currency effect | 4.7 | 4.7 | 0.0 |
| Newly-consolidated companies | 0.0 | 0.0 | 0.0 |
| Deconsolidated companies | 0.0 | 0.0 | 0.0 |
| Non-current liabilities related to assets held for sale and discontinued operations | 0.0 | 0.0 | 0.0 |
| Other | (6.0) | (40.4) | 34.4 |
| **Mathematical reserves at the end of the period** | **3,715.3** | **3,436.9** | **278.4** |

| (In € millions) | 31.12.2020 Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Mathematical reserves at the beginning of the period** | **4,279.4** | **4,023.0** | **256.4** |
| Premiums | 252.3 | 251.9 | 0.5 |
| Extinguished liabilities (benefit payments) | (512.1) | (507.4) | (4.6) |
| Locked-in gains | 11.2 | 11.2 | 0.0 |
| Change in value of linked liabilities | 130.3 | 127.6 | 2.7 |
| Changes in scope (acquisitions/divestments) | (35.3) | (35.3) | 0.0 |
| Currency effect | (188.2) | (188.2) | 0.0 |
| Newly-consolidated companies | 0.0 | 0.0 | 0.0 |
| Deconsolidated companies | 0.0 | 0.0 | 0.0 |
| Non-current liabilities related to assets held for sale and discontinued operations | 0.0 | 0.0 | 0.0 |
| Other | (4.6) | 5.7 | (10.3) |
| **Mathematical reserves at the end of the period** | **3,933.1** | **3,688.5** | **244.6** |

## 9.7 Deferred participation (shadow accounting adjustments)

This note breaks down the sources of deferred participation arising from the use of shadow accounting. The amount of deferred participation calculated for each entity under shadow accounting principles is recognised either in liabilities as a deferred participation reserve, or in assets as a deferred participation asset (see Note 9.2).

| Deferred participation asset/reserve | 31.12.2021 | | | 31.12.2020 | | |
|---|---|---|---|---|---|---|
| (In € millions) | DPA | DPR | Total | DPA | DPR | Total |
| Deferred participation on remeasurement of assets at fair value through profit or loss | 0.0 | 4,256.3 | (4,256.3) | 0.0 | 3,016.7 | (3,016.7) |
| Deferred participation on remeasurement of assets at fair value through equity | 0.0 | 27,343.3 | (27,343.3) | 0.0 | 28,570.3 | (28,570.3) |
| Deferred participation on adjustment of claims equalisation reserves | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| **TOTAL** | **0.0** | **31,599.6** | **(31,599.6)** | **0.0** | **31,587.0** | **(31,587.0)** |

The following table analyses year-on-year changes:

| | 31.12.2021 | | 31.12.2020 | |
|---|---|---|---|---|
| (In € millions) | DPA | DPR | DPA | DPR |
| **Deferred participation at the beginning of the period** | **0.0** | **31,587.0** | **0.0** | **29,254.7** |
| Deferred participation on remeasurement of securities at fair value through profit or loss | 0.0 | 1,239.6 | 0.0 | 939.2 |
| Deferred participation on remeasurement of securities at fair value through equity | 0.0 | (1,227.0) | 0.0 | 1,393.1 |
| Other movements | 0.0 | 0.0 | 0.0 | 0.0 |
| Effect of change in recoverability rate | 0.0 | 0.0 | 0.0 | 0.0 |
| **Deferred participation at the end of the period** | **0.0** | **31,599.6** | **0.0** | **31,587.0** |

## 9.8 Changes in financial liabilities – linked liabilities

### 9.8.1 Changes in 2021

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Linked liabilities at the beginning of the period** | **63,413.7** | **61,415.9** | **1,997.8** |
| Entries (new contracts, transfers between contracts, replacements) | 12,906.4 | 12,828.4 | 78.0 |
| Revaluation (fair value adjustments, incorporation of policyholder surplus) | 5,201.5 | 5,047.2 | 154.4 |
| Exits (paid benefits and expenses) | (6,835.5) | (6,762.4) | (73.2) |
| Entries/exits related to portfolio transfers | 1,496.5 | 1,510.2 | (13.7) |
| Outstanding fees deducted | (538.9) | (522.4) | (16.4) |
| Surpluses/deficits | 0.0 | 0.0 | 0.0 |
| Effect of changes in assumptions | 0.0 | 0.0 | 0.0 |
| Currency effect | 172.8 | 172.8 | 0.0 |
| Newly-consolidated companies | 5,510.1 | 5,505.6 | 4.5 |
| Non-current assets held for sale and discontinued operations | 0.0 | 0.0 | 0.0 |
| Other | (26.0) | (65.1) | 39.1 |
| **Linked liabilities at the end of the period*** | **81,300.6** | **79,130.1** | **2,170.5** |

* *See reconciliation table in Note 9.8.3*

### 9.8.2 Changes in 2020

| *(In € millions)* | Before reinsurance | Net of reinsurance | Reinsurance |
|---|---|---|---|
| **Linked liabilities at the beginning of the period** | **61,811.9** | **59,752.0** | **2,059.8** |
| Entries (new contracts, transfers between contracts, replacements) | 10,630.1 | 10,570.9 | 59.2 |
| Revaluation (fair value adjustments, incorporation of policyholder surplus) | 1,014.1 | 1,013.4 | 0.7 |
| Exits (paid benefits and expenses) | (4,725.1) | (4,656.3) | (68.8) |
| Entries/exits related to portfolio transfers | (211.4) | (177.0) | (34.4) |
| Outstanding fees deducted | (436.5) | (425.1) | (11.5) |
| Surpluses/deficits | 0.0 | 0.0 | 0.0 |
| Effect of changes in assumptions | 0.0 | 0.0 | 0.0 |
| Currency effect | (5,103.5) | (5,103.5) | 0.0 |
| Newly-consolidated companies | 0.0 | 0.0 | 0.0 |
| Non-current assets held for sale and discontinued operations | 0.0 | 0.0 | 0.0 |
| Other | 434.1 | 441.4 | (7.3) |
| **Linked liabilities at the end of the period*** | **63,413.7** | **61,415.9** | **1,997.8** |

* *See reconciliation table in Note 9.8.3*

### 9.8.3 Balance sheet reconciliation

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Financial liabilities – linked liabilities – balance sheet** | **84,535.2** | **66,852.7** |
| Changes in financial liabilities – linked liabilities other than IAS 39 | 81,300.6 | 63,413.7 |
| Changes in financial liabilities – linked liabilities – IAS 39 | 3,234.6 | 3,439.0 |
| **VARIANCE** | **0.0** | **0.0** |

## 9.9 Credit risk on reinsured business

The purpose of this note is to provide an analysis of credit risk related to outward reinsurance contracts by reinsurer:

(a) excess-of-loss contracts have been placed with reinsurers who are rated between BBB+ and AA+;

(b) for quota-share treaties where the asset is not held by CNP Assurances, the breakdown of ceded insurance liabilities by reinsurer is as follows:

### 9.9.1 Credit risk on reinsured business at 31 December 2021

**CEDED TECHNICAL RESERVES**

| Credit rating | Amount *(In € millions)* | % |
|---|---|---|
| AAA | - | 0.00% |
| AA+ | 4.2 | 0.02% |
| AA | - | 0.00% |
| AA- | 75.7 | 0.36% |
| A++ | - | 0.00% |
| A+ | 12,871.7 | 61.16% |
| A | 7,899.4 | 37.54% |
| A- | 0.7 | 0.00% |
| BBB+ | - | 0.00% |
| BBB | - | 0.00% |
| Not Rated | 193.2 | 0.92% |
| **Total ceded technical reserves** | **21,044.9** | **100.00%** |

### 9.9.2 Credit risk on reinsured business at 31 December 2020

**CEDED TECHNICAL RESERVES**

| Credit rating | Amount *(In € millions)* | % |
|---|---|---|
| AAA | - | 0.00% |
| AA+ | 4.5 | 0.02% |
| AA | - | 0.00% |
| AA- | 22.1 | 0.10% |
| A++ | - | 0.00% |
| A+ | 11,542.9 | 54.75% |
| A | 9,331.2 | 44.26% |
| A- | 11.2 | 0.05% |
| BBB+ | 0.0 | 0.00% |
| BBB | - | 0.00% |
| - | 170.6 | 0.81% |
| **Total ceded technical reserves** | **21,082.6** | **100.00%** |

# NOTE 10 Subordinated debt

## 10.1 Subordinated debt at 31 December 2021

| *(In € millions)* | Issuance date | Interest rate | Amount in currency | Currency | Amount *(in €)* | Due within 1 year | Due in 1 to 5 years | Due in 5 to 10 years | Due in 10 to 15 years | Due beyond 15 years | Undated | Fair value[1] |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Dated subordinated debt** | | | | | **6,141.5** | **1,000.0** | **200.0** | **1,250.0** | **0.0** | **3,691.5** | **0.0** | **6,556.3** |
| CNP Assurances | Apr. 2011 | 6.875% until Sept. 2021, then 12-month Euribor +440 bps[2] | | EUR | 0.0 | | | | | | | 0.0 |
| CNP Assurances | Apr. 2011 | 7.375% until Sept. 2021, then 12-month Libor +448.2 bps[2] | 0.0 | GBP | 0.0 | | | | | | | |
| CNP Assurances | June 2003 | 4.7825% until 2013, then 3-month Euribor +200 bps from 24 June 2013 | | EUR | 200.0 | | 200.0 | | | | | 204.5 |
| CNP Assurances | June 2014 | 4.25% until June 2025, then reset at the 5-year fixed swap rate +360 bps | | EUR | 500.0 | | | | | 500.0 | | 562.3 |
| CNP Assurances | Dec. 2015 | 4.5% until June 2027, then 3-month Euribor +460 bps | | EUR | 750.0 | | | | | 750.0 | | 891.1 |
| CNP Assurances | Jan. 2016 | 6% throughout the life of the notes | 500.0 | USD | 441.5 | | | | | 441.5 | | 521.1 |
| CNP Assurances | Oct. 2016 | 1.875% throughout the life of the notes | | EUR | 1,000.0 | 1,000.0 | | | | | | 1,015.7 |
| CNP Assurances | Feb. 2019 | 2.75% until 2029 | | EUR | 500.0 | | | 500.0 | | | | 560.9 |
| CNP Assurances | Nov. 2019 | 2.00% until June 2030 then 3-month Euribor +300 bps | | EUR | 750.0 | | | | | 750.0 | | 776.6 |
| CNP Assurances | Dec. 2019 | 0.80% until 2027 | | EUR | 250.0 | | | 250.0 | | | | 250.5 |
| CNP Assurances | June 2020 | 2.50% until June 2031, then 3-month Euribor 365 bps | | EUR | 750.0 | | | | | 750.0 | | 794.6 |
| CNP Assurances | Dec. 2020 | 0.375% until March 2028 | | EUR | 500.0 | | | 500.0 | | | | 482.9 |
| CNP Assurances | Oct. 2021 | 1.875% until October 2033, then 3-month Euribor +270 bps | | EUR | 500.0 | | | | | 500.0 | | 496.0 |
| **Undated (perpetual) subordinated debt** | | | | | **801.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **801.0** | **817.7** |
| CNP Assurances | Nov. 2004 | 4.93% until 2016, then 3-month Euribor +160 bps from 15 Nov. 2016 | | EUR | 90.0 | | | | | | 90.0 | 91.4 |
| CNP Assurances | Nov.2004 | 3-month Euribor +70 bps until 2016, then 3-month Euribor +160 bps | | EUR | 93.0 | | | | | | 93.0 | 94.4 |
| CNP Assurances | Apr. 2021 | 4.875% until April 2031, then 5-year CMT + 318.3 bps | 700.0 | USD | 618.0 | | | | | | 618.0 | 631.9 |
| **TOTAL** | | | | | **6,942.5** | **1,000.0** | **200.0** | **1,250.0** | **0.0** | **3,691.5** | **801.0** | **7,374.0** |

*(1) The fair value of financial liabilities (IAS 39) is disclosed in accordance with IFRS 7. If subordinated debt had been measured at fair value through profit or loss instead of at amortised cost, the impact would have been a positive €146.1 million before tax at 31 December 2021*

*(2) Debt repaid in 2021*

The fair values of linked liabilities are presented in Note 9.8. The fair values of financial instruments without DPF (Note 9.5) are not presented as the amounts involved are not material. IFRS 7 includes certain exemptions from the requirement to disclose the fair values of financial instruments with DPF. The Group considers that it fulfils the exemption criteria, particularly in light of the work under way in connection with IFRS 17 regarding the fair value of these instruments.

**None of the Group's subordinated debt issues are subject to financial covenants.**

The Group has contracted two cash flow hedges on US dollar-denominated subordinated notes issued in 2016 and 2021.

## 10.2 Subordinated debt at 31 December 2020

| *(In € millions)* | Issuance date | Interest rate | Amount in currency | Currency | Amount *(in €)* | Due within 1 year | Due in 1 to 5 years | Due in 5 to 10 years | Due in 10 to 15 years | Due beyond 15 years | Undated | Fair value* |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Dated subordinated debt** | | | | | **6,641.2** | **0.0** | **1,200.0** | **1,250.0** | **0.0** | **4,191.2** | **0.0** | **7,220.5** |
| CNP Assurances | Apr. 2011 | 6.875% until Sept. 2021, then 12-month Euribor +440 bps | | EUR | 700.0 | | | | | 700.0 | | 736.4 |
| CNP Assurances | Apr. 2011 | 7.375% until Sept. 2021, then 12-month Libor +448.2 bps | 300.0 | GBP | 333.7 | | | | | 333.7 | | 350.0 |
| CNP Assurances | June 2003 | 4.7825% until 2013, then 3-month Euribor +200 bps from 24 June 2013 | | EUR | 200.0 | | 200.0 | | | | | 207.2 |
| CNP Assurances | June 2014 | 4.25% until June 2025, then reset at the 5-year fixed swap rate +360 bps | | EUR | 500.0 | | | | | 500.0 | | 575.2 |
| CNP Assurances | Dec. 2015 | 4.5% until June 2027, then 3-month Euribor 460 bps | | EUR | 750.0 | | | | | 750.0 | | 904.7 |
| CNP Assurances | Jan. 2016 | 6% throughout the life of the notes | 500.0 | USD | 407.5 | | | | | 407.5 | | 465.3 |
| CNP Assurances | Oct. 2016 | 1.875% throughout the life of the notes | | EUR | 1,000.0 | | 1,000.0 | | | | | 1,034.6 |
| CNP Assurances | Feb. 2019 | 2.75% until 2029 | | EUR | 500.0 | | | 500.0 | | | | 576.7 |
| CNP Assurances | Nov. 2019 | 2.00% until June 2030 then 3-month Euribor +300 bps | | EUR | 750.0 | | | | | 750.0 | | 798.8 |
| CNP Assurances | Dec. 2019 | 0.80% until 2027 | | EUR | 250.0 | | | 250.0 | | | | 256.1 |
| CNP Assurances | June 2020 | 2.50% until June 2031, then 3-month Euribor 365 bps | | EUR | 750.0 | | | | | 750.0 | | 815.9 |
| CNP Assurances | Dec. 2020 | 0.375% until March 2028 | | EUR | 500.0 | | | 500.0 | | | | 499.7 |
| **Undated (perpetual) subordinated debt** | | | | | **183.0** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **183.0** | **181.2** |
| CNP Assurances | Nov. 2004 | 4.93% until 2016, then 3-month Euribor +160 bps from 15 Nov. 2016 | | EUR | 90.0 | | | | | | 90.0 | 89.1 |
| CNP Assurances | Nov.2004 | 3-month Euribor +70 bps until 2016, then 3-month Euribor +160 bps | | EUR | 93.0 | | | | | | 93.0 | 92.1 |
| **TOTAL** | | | | | **6,824.2** | **0.0** | **1,200.0** | **1,250.0** | **0.0** | **4,191.2** | **183.0** | **7,401.7** |

* *The fair value of financial liabilities (IAS 39) is disclosed in accordance with IFRS 7. If subordinated debt had been measured at fair value through profit or loss instead of at amortised cost, the impact would have been €1.5 million before tax at 31 December 2020*

The fair values of linked liabilities are presented in Note 9.8. The fair values of financial instruments without DPF (Note 9.5) are not presented as the amounts involved are not material. IFRS 7 includes certain exemptions from the requirement to disclose the fair values of financial instruments with DPF. The Group considers that it fulfils the exemption criteria, particularly in light of the work under way in connection with IFRS 17 regarding the fair value of these instruments.

**None of the Group's subordinated debt issues are subject to financial covenants.**

At 31 December 2020, the Group had contracted two cash flow hedges on sterling-denominated subordinated notes issued in 2011 and on US dollar-denominated subordinated notes issued in 2016.

# NOTE 11 Insurance and reinsurance receivables

## 11.1 Insurance and reinsurance receivables

This note discloses details of insurance and reinsurance receivables at 31 December 2021 and at 31 December 2020.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Earned premiums not yet written | 1,577.4 | 1,770.9 |
| Other insurance receivables | 857.9 | 692.1 |
| Reinsurance receivables | 205.5 | 161.4 |
| **TOTAL** | **2,640.7** | **2,624.5** |
| Of which, doubtful receivables | 7.1 | 5.7 |

### Analysis by maturity

| | 31.12.2021 | | |
|---|---|---|---|
| *(In € millions)* | Due within 1 year | Due in 1 to 5 years | Due beyond 5 years |
| Earned premiums not yet written | 1,577.4 | 0.0 | 0.0 |
| Other insurance receivables | 832.9 | 24.5 | 0.4 |
| Reinsurance receivables | 205.5 | 0.0 | 0.0 |
| **TOTAL** | **2,615.8** | **24.5** | **0.4** |

| | 31.12.2020 | | |
|---|---|---|---|
| *(In € millions)* | Due within 1 year | Due in 1 to 5 years | Due beyond 5 years |
| Earned premiums not yet written | 1,770.9 | 0.0 | 0.0 |
| Other insurance receivables | 633.3 | 55.4 | 3.3 |
| Reinsurance receivables | 161.4 | 0.0 | 0.0 |
| **TOTAL** | **2,565.7** | **55.4** | **3.3** |

## 11.2 Other receivables

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Receivables from employees | 1.6 | 1.0 |
| Prepaid payroll charges and other taxes | 686.0 | 399.9 |
| Sundry receivables | 4,670.9 | 4,480.8 |
| **TOTAL** | **5,358.5** | **4,881.7** |

# NOTE 12 Provisions for liabilities and charges

Provisions cover commercial, employee-related and tax risks resulting in obligations that will most likely give rise to an outflow of resources, the amount of which may be reliably determined.

## 12.1 Provisions for liabilities and charges – 2021

| *(In € millions)* | Provisions for claims and litigation | Other | Total |
|---|---|---|---|
| **Carrying amount at 01.01.2021** | **132.9** | **153.8** | **286.6** |
| New provisions set up during the period and increases in existing provisions | 25.7 | 37.7 | 63.4 |
| Amounts utilised during the year | 0.0 | (42.8) | (42.8) |
| Surplus provisions released during the period | (14.9) | (2.2) | (17.0) |
| Change due to the passage of time and/or a change in the discount rate | 0.0 | 0.0 | 0.0 |
| Translation adjustments | 1.2 | 0.0 | 1.2 |
| Changes in scope of consolidation | 6.6 | 0.0 | 0.0 |
| Reclassifications | (0.3) | 0.0 | (0.3) |
| **CARRYING AMOUNT AT 31.12.2021** | **151.2** | **146.6** | **297.8** |

## 12.2 Provisions for liabilities and charges – 2020

| *(In € millions)* | Provisions for claims and litigation | Other | Total |
|---|---|---|---|
| **Carrying amount at 01.01.2020** | **161.6** | **163.2** | **324.8** |
| New provisions set up during the period and increases in existing provisions | 126.9 | 19.8 | 146.8 |
| Amounts utilised during the year | (3.8) | (25.8) | (29.5) |
| Surplus provisions released during the period | (109.1) | (2.7) | (111.8) |
| Change due to the passage of time and/or a change in the discount rate | 0.0 | 0.0 | 0.0 |
| Translation adjustments | (43.0) | (1.0) | (44.0) |
| Changes in scope of consolidation | 0.0 | 0.0 | 0.0 |
| Reclassifications | 0.3 | 0.2 | 0.5 |
| Non-current assets held for sale and discontinued operations | 0.0 | 0.0 | 0.0 |
| **CARRYING AMOUNT AT 31.12.2020** | **132.9** | **153.8** | **286.6** |

# NOTE 13 Liabilities arising from insurance and reinsurance transactions

## 13.1 Liabilities arising from insurance and reinsurance transactions

This note discloses details of insurance and reinsurance liabilities at 31 December 2021 and at 31 December 2020.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Cash deposits received from reinsurers | 11,185.2 | 11,369.1 |
| Liabilities arising from insurance transactions | 989.6 | 1,361.2 |
| Liabilities arising from reinsurance transactions | 779.0 | 531.7 |
| Deferred acquisition costs | 4.0 | 8.2 |
| **TOTAL** | **12,957.7** | **13,270.1** |

**ANALYSIS BY MATURITY**

| | 31.12.2021 | | | 31.12.2020 | | |
|---|---|---|---|---|---|---|
| *(In € millions)* | Due within 1 year | Due in 1 to 5 years | Due beyond 5 years | Due within 1 year | Due in 1 to 5 years | Due beyond 5 years |
| Cash deposits received from reinsurers | 11,184.5 | 0.7 | 0.0 | 11,367.7 | 1.4 | 0.0 |
| Liabilities arising from insurance transactions | 989.6 | 0.0 | 0.0 | 1,361.2 | 0.0 | 0.0 |
| Liabilities arising from reinsurance transactions | 779.0 | 0.0 | 0.0 | 531.7 | 0.0 | 0.0 |
| Deferred acquisition costs | 2.4 | 1.6 | 0.0 | 3.0 | 4.9 | 0.4 |
| **TOTAL** | **12,955.5** | **2.2** | **0.0** | **13,263.5** | **6.3** | **0.4** |

## 13.2 Miscellaneous payables

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Wages, salaries and bonuses payable | 454.7 | 402.3 |
| Accrued payroll charges and other taxes | 1,018.7 | 975.7 |
| Sundry payables | 2,673.1 | 3,048.4 |
| **TOTAL** | **4,146.5** | **4,426.4** |

## 13.3 Employee benefits – IAS 19

Employee benefit obligations are recognised in full in the balance sheet, in accordance with the current version of IAS 19.

Short-term benefits are benefits that are expected to be settled in full within 12 months of the end of the annual reporting period in which the employees render the related services. They therefore consist mainly of wages, social security contributions, profit-sharing and bonuses, paid annual leave and non-monetary benefits (such as medical care, housing, cars and free or subsidised goods or services).

### 13.3.1 Employee benefit plans

#### Time-savings accounts and employee retirement savings plans

A time-savings account system has been set up for CNP Assurances' employees, entitling them to save up their rights to paid leave or to monetise these rights immediately or at a future date.

Internal agreements stipulate that rights accumulated in the time-savings account may be credited to a PERCO employee retirement savings plan and qualify for a matching employer contribution.

In addition, employees whose working time is calculated based on a number of hours worked per week, month or year may have built up a "time credit". This credit is used in the form of paid time off.

### Post-employment benefits

Post-employment benefits include:

(a) pension plans;

(b) other post-employment benefits.

They are classified as defined contribution or defined benefit plans based on their main terms.

### Defined benefit pension plan

The annuity and financial risks arising from the retirement of plan participants are covered by an insurance policy.

Obligations under defined benefit plans and the related costs are measured by the projected unit credit method. The amount recognised in the balance sheet for pension obligations corresponds to the difference between the projected benefit obligation and the fair value of the plan assets.

The actuarial assumptions used to measure defined benefit obligations vary depending on economic conditions in the country in which the plan has been set up.

### Pension plans in the international entities

Several defined contribution plans and a limited number of defined benefit plans have been set up throughout the different Group entities.

### Length-of-service awards payable to employees on retirement and jubilees

Obligations for the payment of length-of-service awards and jubilees are measured by the projected unit credit method and recognised as a liability.

### Discount rate

The discount rate corresponds to the yield on investment grade corporate bonds that are traded in an active market (or the government bond rate if no active market exists) with maturities that match the duration of the benefit obligation.

### Accounting treatment

Assets of funded plans are segregated and managed separately from the Group's assets, and any funding surplus or deficit is recognised in the balance sheet.

Liabilities under unfunded plans are recognised in the balance sheet.

The Group recognises gains and losses on post-employment defined-benefit plans directly in equity. Actuarial gains and losses on other long-term benefits are recognised directly in profit or loss.

Actuarial losses recognised in current profit for defined-benefit plans comprise two elements:

- current service cost and past service cost;
- interest cost (reflecting the unwinding of any discounting to present value) less the expected return on plan assets.

## 13.3.2 Main assumptions

### Discount rate

The discount rate is determined at each reporting date based on the interest rate for investment grade (AA) corporate bonds and the plan's duration, in accordance with IAS 19.

| Plan | Duration *(years)* | Discount rate | Expected future salary increases | Inflation | Expected return on plan assets |
|---|---|---|---|---|---|
| Retirement benefits | 11.07 | 0.63% | 1.80% | Included in salary increases | n/a |
| Jubilees | 8.16 | 0.41% | 1.80% | Included in salary increases | n/a |
| Article 39 of the French Tax Code | 4.92 | 0.18% | 1.80% | Included in salary increases | -0.25% |
| Time-savings account plan | 5.71 | 0.23% | 1.80% | Included in salary increases | n/a |
| Time credits | 3.21 | 0.03% | 1.80% | Included in salary increases | n/a |
| Other plans: Italy | 23 | 0.50% | 1.50% | 1% | n/a |

### Mortality tables

The Group based its calculations on prospective mortality tables by generation, particularly table TGH05-TGF05 for obligations in France.

## 13.3.3 Recognised benefit obligations

| *(In € millions)* | Post-employment benefit plans 31.12.2021 | Post-employment benefit plans 31.12.2020 |
|---|---|---|
| Projected benefit obligation | 209.5 | 195.8 |
| Fair value of plan assets | 0.1 | 0.1 |
| **Projected benefit obligation net of plan assets** | **209.4** | **195.7** |
| Unrecognised past service cost | | |
| **Liability recognised in the balance sheet – defined benefit plans** | **209.4** | **195.7** |
| Liability recognised in the balance sheet – defined contribution plans | 44.7 | 48.5 |
| **Total liability recognised in the balance sheet for post-employment benefit plans** | **254.1** | **244.3** |
| Other long-term benefit obligations | 72.2 | 54.2 |
| Of which length-of-service and jubilee awards | 23.9 | 23.9 |
| **Total liability recognised in the balance sheet for long-term benefit obligations*** | **326.3** | **298.5** |

* *Benefit obligations are mainly carried in the books of the French and Italian entities (€324.7 million and €1.6 million, respectively)*

## 13.3.4 Analysis of long-term benefit costs

| *(In € millions)* | Post-employment benefit plans 31.12.2021 | Post-employment benefit plans 31.12.2020 |
|---|---|---|
| **Current service cost (net of employee contributions)** | **6.5** | **9.1** |
| Interest cost | 8.6 | 0.6 |
| Expected return on plan assets for the period | 0.0 | 0.0 |
| Curtailments and settlements | 0.0 | 0.0 |
| Amortisation of past service cost | 0.0 | 0.0 |
| **Post-employment benefit expense – defined benefit plans** | **15.1** | **9.7** |
| Post-employment benefit expense – defined contribution plans | 13.1 | 14.4 |
| **TOTAL POST-EMPLOYMENT BENEFIT EXPENSE** | **28.2** | **24.2** |

## 13.3.5 Reconciliation of the amounts recorded in the balance sheet for defined benefit plans

| *(In € millions)* | Post-employment benefit plans 31.12.2021 | Post-employment benefit plans 31.12.2020 |
|---|---|---|
| **At 1 January(1)** | **195.7** | **199.0** |
| Effect of changes in exchange rates | 0.0 | 0.0 |
| Post-employment benefit expense(2) | 15.1 | 9.7 |
| Employer's contributions(3) | 12.7 | 7.0 |
| Benefits paid(4) | (32.9) | (21.8) |
| Actuarial gains and losses recognised directly in equity | 18.5 | 1.9 |
| Changes in scope of consolidation | 0.3 | 0.0 |
| **AT 31 DECEMBER** | **209.5** | **195.7** |

*(1) Net plan liabilities/(assets) carried in the balance sheet at 1 January for defined benefit plans*
*(2) Defined benefit plan (costs)/income*
*(3) Management fees paid on plan assets*
*(4) Fees paid by the Group (or rebilled by Caisse des Dépôts)*

### 13.3.6 Change in actuarial losses and gains

| | Post-employment benefit plans | |
|---|---|---|
| *(In € millions)* | 31.12.2021 | 31.12.2020 |
| **Actuarial gains and losses recognised in equity at the beginning of the period** | **209.9** | **195.3** |
| Actuarial gains and losses related to changes in discount rates | 1.8 | 11.0 |
| Actuarial gains and losses related to changes in retirement age assumptions | (0.2) | 0.0 |
| Actuarial gains and losses related to changes in technical rates | 0.0 | 0.0 |
| Actuarial gains and losses related to annuity contributions | 0.0 | 0.0 |
| Actuarial gains and losses related to changes in staff turnover rate assumptions | 1.8 | 0.3 |
| Actuarial gains and losses related to changes in payroll tax assumptions | 1.7 | 2.9 |
| Actuarial gains and losses related to historical loss adjustments | 10.8 | 0.4 |
| **Actuarial gains and losses recognised in equity at the end of the period** | **225.7** | **209.9** |

### 13.3.7 Sensitivity analysis

In accordance with IAS 19, the Group analyses the sensitivity of its employee benefit obligations in relation to changes in discount rates, employee turnover rates, rate of salary increases, valuation rates of interest and mortality tables.

Employee benefit obligations are most sensitive to a change in the discount rate: A 25-bp change in this rate, for the French entities, would result in a 2% increase or decrease in employee benefit obligations.

# Analysis of the main components of the income statement

## NOTE 14 Premium income

Premium income comprises:

- earned premiums;
- loading on premiums on financial instruments without DPF (IAS 39), reported under "Revenue from other activities".

### Service contracts

Contracts that do not expose the Group to an insurance risk or for which the insurance risk is not material are qualified as service contracts when they do not give rise to any financial asset or liability. In accordance with IFRS 15, revenue from the rendering of services is recognised by reference to the stage of completion of the transaction at the reporting date, provided that the transaction's outcome can be estimated reliably.

### 14.1 Earned premiums and revenue from other activities

| Business segment and contract type<br>*(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Insurance contracts** | **27,458.4** | **23,101.1** |
| • Life | 24,866.8 | 20,510.7 |
| Pure premiums | 23,130.8 | 18,904.4 |
| Loading | 1,736.0 | 1,606.4 |
| • Non-life | 2,591.5 | 2,590.3 |
| Pure premiums | 1,751.2 | 1,792.8 |
| Loading | 840.4 | 797.5 |
| **Financial instruments with DPF** | **4,193.7** | **3,821.3** |
| Pure premiums | 4,171.1 | 3,794.9 |
| Loading | 22.6 | 26.3 |
| **Earned premiums** | **31,652.1** | **26,922.4** |

Revenue from other activities

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Financial instruments without DPF** | **22.1** | **40.8** |
| Premium loading on financial instruments without DPF (IAS 39) | 15.4 | 33.3 |
| Loading on technical reserves for financial instruments without DPF | 6.6 | 7.6 |
| **IFRS 15** | **76.9** | **74.3** |
| **Other activities** | **4.8** | **6.7** |
| **TOTAL** | **103.8** | **121.8** |

## 14.2 Reconciliation to reported premium income

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Earned premiums | 31,652.1 | 26,922.4 |
| Premium loading on financial instruments without DPF (IAS 39) | 15.4 | 33.3 |
| **TOTAL** | **31,667.5** | **26,955.6** |

## 14.3 Premium income by partner

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| La Banque Postale | 7,895.3 | 6,320.0 |
| BPCE | 5,882.9 | 4,709.5 |
| CNP Patrimoine | 2,715.1 | 1,871.3 |
| Companies and local authorities | 1,333.7 | 1,262.0 |
| Provident institute | 327.1 | 301.3 |
| Financial institutions | 1,059.3 | 1,130.5 |
| Mutual insurers | 476.0 | 458.8 |
| Amétis | 264.0 | 185.3 |
| International subsidiaries | 11,678.5 | 10,677.9 |
| Other | 35.5 | 39.1 |
| **TOTAL PREMIUM INCOME** | **31,667.5** | **26,955.6** |

## 14.4 Premium income by business segment

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Savings** | **18,952.6** | **15,300.5** |
| **Pensions** | **6,380.1** | **5,379.3** |
| Personal Risk | 1,519.8 | 1,490.4 |
| Term creditor insurance | 4,131.1 | 4,057.3 |
| Health insurance | 386.3 | 408.4 |
| Property & Casualty | 297.7 | 319.8 |
| **Sub-total Personal Risk and other** | **6,334.8** | **6,275.8** |
| **Other business segments** | **0.0** | **0.0** |
| **TOTAL PREMIUM INCOME** | **31,667.5** | **26,955.6** |

## 14.5 Premium income by company

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| CNP Assurances | 19,834.1 | 16,097.0 |
| Groupe CNP Seguros Holding* | 602.8 | 5,577.3 |
| Groupe Caixa Vida e Previdência* | 5,766.3 | 0.0 |
| CNP UniCredit Vita | 3,219.5 | 3,294.2 |
| Groupe CNP Santander Insurance | 744.0 | 763.6 |
| CNP Luxembourg | 834.4 | 653.0 |
| CNP Partners | 239.6 | 149.4 |
| Groupe CNP Cyprus Insurance | 189.7 | 178.5 |
| MFPrévoyance SA | 130.9 | 137.0 |
| CNP Caution | 87.8 | 87.5 |
| CNP Assurances Compañía de Seguros | 18.4 | 18.2 |
| **TOTAL PREMIUM INCOME** | **31,667.5** | **26,955.6** |

* *Caixa Vida e Previdência is now included in the scope of Groupe Caixa Vida e Previdência, whereas it was part of the scope of CNP Seguros Holding group at 31 December 2020*

## 14.6 Premium income by country

| | Under IFRS | | Under French GAAP | |
|---|---|---|---|---|
| *(In € millions)* | 31.12.2021 | 31.12.2020 | 31.12.2021 | 31.12.2020 |
| France | 19,989.0 | 16,277.7 | 19,995.1 | 16,305.4 |
| Brazil | 6,369.2 | 5,577.3 | 6,528.9 | 5,774.1 |
| Italy | 3,505.7 | 3,468.9 | 3,518.3 | 3,485.9 |
| Luxembourg | 834.4 | 653.0 | 834.4 | 653.0 |
| Germany | 461.4 | 465.8 | 461.4 | 465.8 |
| Cyprus | 185.9 | 175.0 | 186.9 | 178.0 |
| Spain | 130.4 | 135.7 | 130.4 | 135.7 |
| Poland | 80.6 | 89.6 | 80.6 | 89.6 |
| Norway | 23.5 | 22.0 | 23.5 | 22.0 |
| Austria | 22.7 | 23.7 | 22.7 | 23.7 |
| Argentina | 18.4 | 18.2 | 18.4 | 18.2 |
| Denmark | 16.8 | 20.8 | 16.8 | 20.8 |
| Portugal | 3.4 | 4.0 | 3.4 | 4.0 |
| Other | 26.2 | 23.7 | 26.6 | 24.3 |
| **TOTAL PREMIUM INCOME** | **31,667.5** | **26,955.6** | **31,847.4** | **27,200.8** |

## 14.7 Direct and inward reinsurance premiums

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Direct business premiums | 28,916.5 | 24,874.6 |
| Inward reinsurance premiums | 2,751.1 | 2,081.1 |
| **TOTAL PREMIUM INCOME** | **31,667.5** | **26,955.6** |

## 14.8 Reconciliation of net new money (French GAAP) to premium income (IFRS)

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Net new money (French GAAP)** | **31,847.4** | **27,200.8** |
| Restatement of net new money (French GAAP) from financial instruments without DPF (IAS 39) | (192.6) | (278.4) |
| IFRS premium loading on financial instruments without DPF (IAS 39) | 15.4 | 33.3 |
| Other movements* | (2.8) | |
| **IFRS PREMIUM INCOME** | **31,667.5** | **26,955.6** |

* *Difference in accounting treatment arising from the transfer of Allianz savings contracts*

French GAAP net new money includes the total deposit component of financial instruments without DPF (IAS 39) while IFRS premium income includes only the premium loading on these instruments. The Group's performance and new business for the period is measured using a French GAAP indicator that does not make any distinction between the different types of contract and their respective measurement methods under IFRS based on their separate components.

# NOTE 15 Claims and benefits expenses

This note shows assets, liabilities, income and expenses generated by insurance contracts.

| IFRS 4 and IAS 39 insurance contracts and financial instruments with DPF *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Incurred claims | 11,896.5 | 11,801.4 |
| Endowments due | 163.1 | 77.9 |
| Benefits due | 1,039.5 | 1,089.5 |
| Surrenders | 14,538.6 | 12,355.5 |
| Credited interest and policyholder dividends included in paid benefits | 7.1 | (113.3) |
| Benefit and claim handling expenses | 145.2 | 138.2 |
| **Claims and benefits** | **27,790.1** | **25,349.2** |
| Change in technical reserves – insurance contracts | 7,667.0 | 2,115.2 |
| Change in technical reserves – financial instruments with DPF | (4,773.8) | (5,219.0) |
| Change in other technical reserves | (1.4) | (30.1) |
| **Change in technical reserves** | **2,891.9** | **(3,133.9)** |
| Credited interest | 559.4 | 566.6 |
| Policyholder dividends | 5,456.1 | 4,904.1 |
| **Credited interest and policyholder dividends** | **6,015.4** | **5,470.8** |
| **Claims and benefits expenses** | **36,697.4** | **27,686.0** |

# NOTE 16 Administrative expenses and business acquisition costs

## Acquisition costs and operating expenses

Underwriting expenses are presented by function:

- claim and benefit handling expenses include the costs of the departments responsible for paying claims, endowments and periodic benefits and processing surrenders;
- acquisition costs include all selling, distribution and administrative expenses incurred for the acquisition of new contracts;
- contract administration expenses include all the costs of managing In-Force business;
- investment management costs include all internal and external costs of managing asset portfolios and financial expenses;
- other underwriting costs correspond to overhead expenses that cannot be allocated rationally to the other functions;
- non-underwriting costs correspond to costs related to businesses that have no technical link to the insurance business.

Cost recognition and allocation:

- operating expenses are initially recognised by nature and are then reallocated by function;
- costs recognised by nature that relate to a single function are posted to the function concerned without applying any allocation key.

Other costs are analysed between:

- corporate costs, which are allocated to the operating centres using statistical cost allocation keys or actual business data;
- operating costs, as adjusted to include corporate costs, which are allocated to the functions using a specific allocation key for each business.

## 16.1 Expenses analysed by function

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Commissions | (3,736.3) | (3,759.6) |
| Expenses analysed by function | (157.0) | (146.1) |
| **Acquisition costs** | **(3,893.3)** | **(3,905.7)** |
| **Contract administration expenses** | **(225.9)** | **(227.7)** |
| Other underwriting income and expenses | (323.4) | (345.4) |
| Other income and expenses | (141.0) | (138.6) |
| Employee profit-sharing | (38.2) | (31.5) |
| **Other recurring operating income and expense, net** | **(502.5)** | **(515.4)** |
| **TOTAL** | **(4,621.7)** | **(4,648.9)** |

## 16.2 Expenses analysed by nature

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Depreciation and amortisation expense and impairment losses | (50.9) | (55.3) |
| Employee benefits expense | (470.4) | (461.0) |
| Taxes other than on income | (45.3) | (45.3) |
| Other* | (329.7) | (313.1) |
| **TOTAL** | **(896.3)** | **(874.7)** |

* *Details of fees paid to the Statutory Auditors are presented in Note 16.5*

As these tables only include line item disclosures required under IAS 1, total expenses analysed by nature do not tie back to total expenses analysed by function.

## 16.3 Administrative expenses, net

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Administrative expenses* | | |
| • Excluding international subsidiaries and other businesses | 615.8 | 578.2 |
| • Including international subsidiaries and other businesses | 872.5 | 845.1 |

* *Excluding Amétis network expenses*

## 16.4 Analysis of commission expense

| (In € millions) | 31.12.2021 | 31.12.2020 |
|---|---|---|
| BPCE | 959.2 | 934.1 |
| La Banque Postale | 638.2 | 616.8 |
| Other | 2,138.9 | 2,208.7 |
| **TOTAL** | **3,736.3** | **3,759.6** |

## 16.5 Fees paid to the Statutory Auditors

### 31 DECEMBER 2021

| | MAZARS | | PwC | | Fees paid to the Statutory Auditors | |
|---|---|---|---|---|---|---|
| *(in € thousands)* | Amount[(2)] | % | Amount[(2)] | % | Amount[(2)] | % |
| **AUDIT** | | | | | | |
| Audit of the financial statements of the Company and the Group | 2,178 | 83% | 1,894 | 73% | 4,072 | 78% |
| *Issuer* | *918* | *35%* | *913* | *35%* | *1,831* | *35%* |
| *Fully consolidated companies* | *1,260* | *48%* | *981* | *38%* | *2,241* | *43%* |
| Other audit and special engagements[(1)] | 432 | 17% | 705 | 27% | 1,137 | 22% |
| *Issuer* | *384* | *15%* | *394* | *15%* | *778* | *15%* |
| *Fully consolidated companies* | *48* | *2%* | *311* | *12%* | *359* | *7%* |
| **TOTAL** | **2,610** | **100%** | **2,599** | **100%** | **5,209** | **100%** |

*(1) "Other duties and services directly related to the assignment carried out by the Statutory Auditors" include services relating to the issue of debt securities, review of MCEV© calculations, review of the English translation of the Universal Registration Document and other reports, and review of the Non-Financial Performance Statement*

*(2) Excluding taxes*

### 31 DECEMBER 2020

| | MAZARS | | PwC | | Fees paid to the Statutory Auditors | |
|---|---|---|---|---|---|---|
| *(in € thousands)* | Amount[(2)] | % | Amount[(2)] | % | Amount[(2)] | % |
| **AUDIT** | | | | | | |
| Audit of the financial statements of the Company and the Group | 1,972 | 83% | 2,765 | 83% | 4,737 | 83% |
| *Issuer* | *1,312* | *55%* | *1,321* | *40%* | *2,633* | *46%* |
| *Fully consolidated companies* | *660* | *28%* | *1,444* | *43%* | *2,104* | *37%* |
| Other audit and special engagements[(1)] | 404 | 17% | 576 | 17% | 980 | 17% |
| *Issuer* | *328* | *14%* | *368* | *11%* | *696* | *12%* |
| *Fully consolidated companies* | *76* | *3%* | *208* | *6%* | *284* | *5%* |
| **TOTAL** | **2,376** | **100%** | **3,341** | **100%** | **5,717** | **100%** |

*(1) "Other duties and services directly related to the assignment carried out by the Statutory Auditors" include services relating to the issue of debt securities, review of MCEV© calculations, review of Solvency II disclosures, review of the English translation of the Universal Registration Document and other reports, and review of the Non-Financial Performance Statement*

*(2) Excluding taxes*

# NOTE 17 Reinsurance result

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Ceded premiums | (760.2) | (749.3) |
| Change in ceded technical reserves | 1,056.1 | 904.9 |
| Reinsurance commissions received | 154.5 | 154.5 |
| Investment income | (319.6) | (168.6) |
| **TOTAL** | **130.8** | **141.5** |

# NOTE 18 Investment income

## 18.1 Investment income and expense

This note discloses the main income, expenses, profits and losses generated by financial assets and liabilities that have been recognised in profit or loss or directly in equity for 2021 and 2020.

| *(In € millions)* | | 31.12.2021 | 31.12.2020 |
|---|---|---|---|
| **Available-for-sale financial assets** | Income from debt securities | 160.3 | (24.5) |
| | Interest income | 3,863.5 | 4,499.9 |
| | Income from other financial assets | 1,704.3 | 1,475.0 |
| | Capital gains and losses on disposals | 515.1 | 258.6 |
| | Impairment | 123.7 | (6.2) |
| | **Net income from available-for-sale financial assets** | **6,366.8** | **6,202.8** |
| **Held-to-maturity investments** | Income from debt securities | 0.0 | 0.0 |
| | Interest income | 21.9 | 36.2 |
| | Other income & charges | 0.0 | 0.0 |
| | Impairment | 0.0 | 0.0 |
| | **Net income from held-to-maturity investments** | **21.9** | **36.2** |
| **Loans and receivables** | Interest income | 45.7 | 49.0 |
| | Other income | (0.5) | (0.5) |
| | Impairment | (20.1) | 0.0 |
| | **Net income from loans and receivables** | **25.0** | **48.5** |
| **Financial assets at fair value through profit or loss** | Profit (loss) on securities held for trading | 6,416.0 | 1,666.3 |
| | Profit (loss) on derivative instruments held for trading and hedging | (612.3) | 12.7 |
| | Capital gains and losses on disposals | 160.4 | (24.2) |
| | **Net income (expense) from financial assets at fair value through profit or loss** | **5,964.0** | **1,654.7** |
| **Investment property** | Rent and other revenue | 58.0 | 50.1 |
| | Fair value adjustments | 12.6 | 22.8 |
| | Capital gains and losses on disposals | 5.6 | 155.8 |
| | **Net income from investment property** | **76.2** | **228.8** |

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Other investment expenses** | **(280.3)** | **(463.1)** |
| **Dilution gain** | **0.0** | **0.0** |
| **TOTAL INVESTMENT INCOME** | **12,173.6** | **7,707.8** |
| Interest on subordinated debt at amortised cost | (244.6) | (256.1) |
| Interest on subordinated debt at fair value | 0.0 | 0.0 |
| Finance costs – Cash flow hedges | 17.7 | 4.3 |
| **Total finance costs** | **(226.9)** | **(251.7)** |
| **TOTAL INVESTMENT INCOME NET OF FINANCE COSTS** | **11,946.7** | **7,456.1** |

### RECONCILIATION OF INVESTMENT INCOME AND EXPENSES TO THE AMOUNTS REPORTED IN THE INCOME STATEMENT

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Investment income before finance costs | 12,173.6 | 7,707.8 |
| Finance costs | (226.9) | (251.7) |
| **TOTAL** | **11,946.7** | **7,456.1** |

## 18.2 Fair value adjustments to assets

The following tables show fair value adjustments to assets in 2021 and 2020.

### 18.2.1 Fair value adjustments to assets – 2021

| *(In € millions)* | | Investments held at 31.12.2021 | Investments held at 31.12.2020 | Movements in 2021 |
|---|---|---|---|---|
| **Assets at fair value through profit or loss** | Fixed rate bonds | 10,228.8 | 11,405.5 | (1,176.7) |
| | Variable-rate bonds | 25,078.2 | 21,433.0 | 3,645.3 |
| | TCNs (money market securities) | 778.0 | 1,007.6 | (229.6) |
| | Equities | 6,847.3 | 5,616.5 | 1,230.8 |
| | Investment funds | 60,825.5 | 46,624.2 | 14,201.3 |
| | Share in non-trading property companies | 1,690.9 | 1,725.5 | (34.6) |
| | Other (including lent securities and repos) | 3,158.4 | 3,120.9 | 37.5 |
| | **Total** | **108,607.1** | **90,933.2** | **17,674.0** |
| **Derivative instruments** | Derivative instruments (positive fair value) | 1,467.5 | 530.6 | 937.0 |
| | Derivative instruments (negative fair value) | (1,704.5) | (912.3) | (792.2) |
| | **Total** | **(237.0)** | **(381.7)** | **144.7** |
| **Available-for-sale financial assets** | Fixed-rate bonds | 168,265.8 | 176,321.9 | (8,056.1) |
| | Variable-rate bonds | 26,335.2 | 19,017.4 | 7,317.8 |
| | TCNs (money market securities) | 3,478.8 | 4,150.1 | (671.3) |
| | Equities | 22,435.1 | 17,958.0 | 4,477.1 |
| | Investment funds | 64,966.0 | 52,050.2 | 12,915.8 |
| | Share in non-trading property companies | 11,133.4 | 11,113.0 | 20.4 |
| | Non-voting loan stock | 547.2 | 402.5 | 144.7 |
| | Other (including lent securities and repos) | 29,247.6 | 24,691.7 | 4,555.8 |
| | **Total** | **326,409.1** | **305,704.9** | **20,704.2** |

| *(In € millions)* | | Investments held at 31.12.2021 | Investments held at 31.12.2020 | Movements in 2021 |
|---|---|---|---|---|
| **Held-to-maturity investments** | Fixed-rate bonds | 0.0 | 21.4 | (21.4) |
| | Variable-rate bonds | 86.5 | 142.8 | (56.3) |
| | Other (including lent securities and repos) | 0.0 | 0.0 | 0.0 |
| | **Total** | **86.5** | **164.2** | **(77.7)** |
| **Loans and receivables** | Loans and receivables | 4,159.7 | 5,123.1 | (963.4) |
| | **Total** | **4,159.7** | **5,123.1** | **(963.4)** |
| **Investment property** | Investment property at amortised cost | 1,860.2 | 1,733.3 | 127.0 |
| | Investment property measured by the fair value model | 2,049.7 | 1,705.2 | 344.5 |
| | **Total** | **3,910.0** | **3,438.5** | **471.5** |
| **TOTAL** | | **442,935.4** | **404,982.1** | **37,953.3** |

## 18.2.2 Fair value adjustments to assets – 2020

| *(In € millions)* | | Investments held at 31.12.2020 | Investments held at 31.12.2019 | Movements in 2020 |
|---|---|---|---|---|
| **Assets at fair value through profit or loss** | Fixed rate bonds | 11,405.5 | 14,853.9 | (3,448.4) |
| | Variable-rate bonds | 21,433.0 | 23,278.7 | (1,845.7) |
| | TCNs (money market securities) | 1,007.6 | 667.7 | 339.9 |
| | Equities | 5,616.5 | 5,432.7 | 183.9 |
| | Investment funds | 46,624.2 | 43,653.9 | 2,970.3 |
| | Share in non-trading property companies | 1,725.5 | 1,515.2 | 210.2 |
| | Other (including lent securities and repos) | 3,120.9 | 3,367.7 | (246.8) |
| | **Total** | **90,933.2** | **92,769.8** | **(1,836.6)** |
| **Derivative instruments** | Derivative instruments (positive fair value) | 530.6 | 525.9 | 4.7 |
| | Derivative instruments (negative fair value) | (912.3) | (1,132.0) | 219.7 |
| | **Total** | **(381.7)** | **(606.1)** | **224.4** |
| **Available-for-sale financial assets** | Fixed-rate bonds | 176,321.9 | 178,052.2 | (1,730.3) |
| | Variable-rate bonds | 19,017.4 | 19,645.5 | (628.1) |
| | TCNs (money market securities) | 4,150.1 | 3,677.7 | 472.5 |
| | Equities | 17,958.0 | 18,390.2 | (432.2) |
| | Investment funds | 52,050.2 | 48,473.6 | 3,576.5 |
| | Share in non-trading property companies | 11,113.0 | 10,329.4 | 783.6 |
| | Non-voting loan stock | 402.5 | 60.5 | 342.0 |
| | Other (including lent securities and repos) | 24,691.7 | 24,625.3 | 66.4 |
| | **Total** | **305,704.9** | **303,254.4** | **2,450.5** |
| **Held-to-maturity investments** | Fixed-rate bonds | 21.4 | 31.7 | (10.3) |
| | Variable-rate bonds | 142.8 | 218.3 | (75.6) |
| | Other (including lent securities and repos) | 0.0 | 24.2 | (24.2) |
| | **Total** | **164.2** | **274.2** | **(110.1)** |
| **Loans and receivables** | Loans and receivables | 5,123.1 | 4,698.5 | 424.6 |
| | **Total** | **5,123.1** | **4,698.5** | **424.6** |

| *(In € millions)* | | Investments held at 31.12.2020 | Investments held at 31.12.2019 | Movements in 2020 |
|---|---|---|---|---|
| **Investment property** | Investment property at amortised cost | 1,733.3 | 1,768.6 | (35.4) |
| | Investment property measured by the fair value model | 1,705.2 | 1,580.8 | 124.4 |
| | **Total** | **3,438.5** | **3,349.4** | **89.0** |
| **TOTAL** | | **404,982.1** | **403,740.3** | **1,241.8** |

### 18.2.3 Reconciliation of fair value adjustments to the amounts reported in the “Investments” note

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Fair value of investments | 442,935.4 | 404,982.1 |
| Unrealised gains and losses, net | (1,199.6) | (1,047.1) |
| **Carrying amount of investments** | **441,735.7** | **403,935.0** |

## 18.3 Impairment

This note discloses the nature and amount of impairment losses on financial assets recognised in profit or loss, by significant category of financial assets.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Available-for-sale financial assets** | **(230.4)** | **(385.2)** |
| Fixed-rate bonds | 0.0 | (0.3) |
| Variable-rate bonds | 0.0 | 0.0 |
| TCNs (money market securities) | 0.0 | 0.0 |
| Equities | (28.3) | (135.6) |
| Equity investment funds | (0.4) | (63.9) |
| Non-voting loan stock | (1.1) | (0.7) |
| Other (including mutual fund units) | (200.6) | (184.7) |
| **Held-to-maturity investments** | **0.0** | **0.0** |
| **Loans and receivables** | **(20.1)** | **0.0** |
| **Total impairment expense** | **(250.5)** | **(385.2)** |
| **Available-for-sale financial assets** | **354.1** | **379.0** |
| Fixed-rate bonds | 0.5 | 0.7 |
| Variable-rate bonds | 0.0 | 0.0 |
| TCNs (money market securities) | 0.0 | 0.0 |
| Equities | 261.0 | 300.6 |
| Equity investment funds | 4.1 | 4.2 |
| Non-voting loan stock | 1.8 | 0.0 |
| Other (including mutual fund units) | 86.6 | 73.6 |
| **Held-to-maturity investments** | **0.0** | **0.0** |
| **Loans and receivables** | **0.0** | **0.0** |
| **Total impairment reversals** | **354.1** | **379.0** |
| **NET CHANGE IN IMPAIRMENT PROVISIONS** | **103.6** | **(6.2)** |

# NOTE 19 Income tax expense

## French tax group

CNP Assurances and its main French subsidiaries have elected to file a consolidated tax return under French group relief rules. The main companies in the tax group are CNP Assurances and its subsidiaries CNP Caution, CICOGE SA (property investment company), SAS THEEMIM, AEP 3, AEP 4, Assur-immeuble, Pyramides 2, Écureuil Vie Investment, 270 Investment, US Real Estate EVJ, US Real Estate 270, Pial 34, Passage du Faidherbe, Alleray, Yellowalto, FPIP, Lyfe, Sogestop K, Foncière HID, Pierre et Surene, 23-25 Marignan, 36 Marbeuf, 46 Kleber, 46 Kleber Holding, Infra Invest France, Neuilly Pilot, Ybrypont Neuilly, Geosud, Friedensallee, Montparvie IV, Montparvie V, QIS France, Youse Home, SAS Le Square Teheran and CNP Retraite.

The companies in the tax group have signed agreements with CNP Assurances, which is liable towards the French Treasury for the payment of the tax due by the tax group. These agreements specify how the total tax liability is allocated among the tax group members, and stipulated that any unallocated balance will be borne by CNP Assurances.

## Current and deferred taxes

Income tax expense reported in the income statement includes both current and deferred taxes.

Deferred taxes are recognised on temporary differences between the carrying amount of assets and liabilities and their tax base.

In accordance with IAS 12, a deferred tax liability is recognised for all taxable temporary differences between the carrying amount and tax base of investments in subsidiaries, associates and branches and interests in joint arrangements, except where the following conditions are met:

(a) CNP Assurances, as the parent, investor, joint operator is able to control the timing of the reversal of the temporary difference; and

(b) it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset at the level of each taxable entity or tax group. Deferred tax assets and liabilities arising from changes in asset values and from the recognition of deferred participation are calculated and tracked separately.

Deferred tax assets are recognised for tax losses carried forward when it is probable that sufficient taxable profit will be available to permit their realisation within five years. Net deferred tax assets resulting from the offsetting of deferred tax assets and liabilities are recognised when sufficient taxable profit can be expected to be generated to permit their realisation. Deferred tax assets and liabilities are not discounted.

The following table discloses the main components of income tax expense (benefit).

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Current tax | 719.9 | 620.5 |
| Deferred tax | (38.3) | 68.4 |
| **INCOME TAX EXPENSE** | **681.5** | **688.9** |
| Profit for the period | 1,776.4 | 1,617.9 |
| Tax rate | 27.73% | 29.86% |
| **INCOME TAX EXPENSE** | **681.5** | **688.9** |

The tax proof shows the reconciliation between the standard French tax rate and the effective tax rate.

| Tax proof *(In € millions)* | 31.12.2021 | | 31.12.2020 | |
|---|---|---|---|---|
| | Rate | Amount | Rate | Amount |
| Profit before tax | | 2,458.0 | | 2,306.8 |
| Income tax at the standard French tax rate[1] | 28.41% | (698.3) | 32.02% | (738.6) |
| Permanent differences | -1.04% | 25.6 | -2.49% | 57.5 |
| Effects of changeover to the equity method[2] | -1.20% | 29.4 | -0.47% | 10.8 |
| Capital gains and losses taxed at reduced rate | -2.19% | 53.7 | -1.08% | 24.8 |
| Effects of changes in tax rates[3] | 2.36% | (58.1) | 1.59% | (36.6) |
| Tax credits and tax loss carryforwards used | -0.74% | 18.1 | -0.91% | 20.9 |
| Other | 2.11% | (51.9) | 1.20% | (27.7) |
| **TOTAL** | **27.72%** | **(681.5)** | **29.86%** | **(688.9)** |

*(1) In France, the corporate income tax rate was 27.5% in 2021 (28.41% including the 3.3% contribution). The 2020 Finance Act reviewed the pace of the corporate tax rate cuts for companies with revenues in excess of €250 million, with a rate of 25% in 2022 (25.82% including the 3.3% contribution)*

*(2) Inclusion of companies accounted for by the equity method had a positive effect on income tax expense, with:*
*i) on the one hand, revenue that had already been taxed and was therefore recognised on a net-of-tax basis; and*
*ii) on the other hand, tax-deductible policyholder rights generated by this revenue, recorded on a before-tax basis*

*(3) This item is affected by:*
*i) differences between the statutory tax rate in France and the tax rates applicable to foreign subsidiaries. As an example, the tax rate in Brazil was 40% for first-half 2021 and 45% for the second half.*
*ii) changes in statutory tax rates. The effects of the changes in the French tax rate introduced in successive Finance Acts are taken into account in the consolidated financial statements and are therefore also included under this caption*

The following table shows the changes in the amount of deferred taxes in 2021:

| Deferred taxes on: *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Fair value adjustments to financial assets held for trading | 274.4 | 193.1 |
| Deferred participation on fair value adjustments to financial assets held for trading | (250.3) | (171.2) |
| Fair value adjustments to other financial assets | 23.3 | 79.5 |
| Deferred participation on fair value adjustments to other financial assets | (8.8) | (76.4) |
| Other | (77.0) | 43.4 |
| **TOTAL** | **(38.3)** | **68.4** |

This table presents total deferred tax assets and liabilities by type of temporary difference.

| Sources of temporary differences *(In € millions)* | 31.12.2021 | | |
|---|---|---|---|
| | Assets | Liabilities | Net |
| Goodwill | 2.4 | (41.9) | (39.5) |
| Value of In-Force business | 2.6 | (161.3) | (158.7) |
| Distribution agreements | 0.0 | (27.6) | (27.6) |
| Other intangible assets | 0.0 | (0.9) | (0.9) |
| Investment property | 0.3 | (92.3) | (92.0) |
| Financial assets | 69.1 | (9,006.7) | (8,937.6) |
| Investments in equity-accounted companies | 0.0 | 0.0 | 0.0 |
| Reinsurers' share of insurance and financial liabilities | 0.0 | 0.0 | 0.0 |
| Owner-occupied property and other property and equipment | 0.0 | (0.5) | (0.5) |
| Deferred acquisition costs | 31.0 | (50.2) | (19.2) |

| Sources of temporary differences<br>*(In € millions)* | 31.12.2021 | | |
|---|---|---|---|
| | Assets | Liabilities | Net |
| Other assets | 152.8 | (1.3) | 151.5 |
| Capitalisation reserve | 0.0 | 0.0 | 0.0 |
| Subordinated debt | 0.0 | (9.7) | (9.7) |
| Provisions for liabilities and charges | 197.3 | 0.0 | 197.3 |
| Financing liabilities | 0.0 | 0.0 | 0.0 |
| Insurance and financial liabilities | 126.6 | (7.1) | 119.4 |
| Deferred participation asset/reserve | 8,008.9 | 103.1 | 8,112.0 |
| Other liabilities | 148.0 | 52.3 | 200.2 |
| Credit from tax loss carryforwards | (41.5) | 0.0 | (41.5) |
| Asset-liability netting | (8,396.5) | 8,396.5 | 0.0 |
| **NET DEFERRED TAX ASSET OR LIABILITY** | **300.8** | **(847.6)** | **(546.8)** |

| Sources of temporary differences<br>*(In € millions)* | 31.12.2020 | | |
|---|---|---|---|
| | Assets | Liabilities | Net |
| Goodwill | 0.0 | (40.5) | (40.5) |
| Value of In-Force business | 0.0 | 0.0 | 0.0 |
| Distribution agreements | 0.0 | (30.1) | (30.1) |
| Other intangible assets | 0.1 | (1.7) | (1.6) |
| Investment property | 12.9 | (76.4) | (63.5) |
| Financial assets | 0.0 | (9,276.3) | (9,276.3) |
| Investments in equity-accounted companies | 0.0 | 0.0 | 0.0 |
| Reinsurers' share of insurance and financial liabilities | 0.0 | 0.0 | 0.0 |
| Owner-occupied property and other property and equipment | 0.0 | (0.5) | (0.5) |
| Deferred acquisition costs | 35.4 | (52.4) | (17.0) |
| Other assets | 127.5 | (4.5) | 123.1 |
| Capitalisation reserve | 0.0 | 0.0 | 0.0 |
| Subordinated debt | 1.5 | 0.0 | 1.5 |
| Provisions for liabilities and charges | 193.3 | 0.0 | 193.3 |
| Financing liabilities | 0.0 | 0.0 | 0.0 |
| Insurance and financial liabilities | 51.9 | (7.4) | 44.5 |
| Deferred participation asset/reserve | 7,988.0 | 152.9 | 8,140.9 |
| Other liabilities | 154.2 | 47.1 | 201.3 |
| Credit from tax loss carryforwards | (78.0) | 0.0 | (78.0) |
| Asset-liability netting | (8,306.7) | 8,306.7 | 0.0 |
| **NET DEFERRED TAX ASSET OR LIABILITY** | **180.2** | **(983.0)** | **(802.8)** |

# NOTE 20 Segment information

In accordance with IFRS 8, the Group's reportable business segments are based on the internal reporting system approved by the Group's Executive Committee, regarded as the chief operating decision-maker as defined by IFRS 8.

The choice of geographical segmentation is based on a multi-criteria organisation linked to the Group's strategic priorities (geography, activities, networks) and the allocation of goodwill to mainly geographical cash-generating units. It has been adopted in order to present geographic segments as the Group's operating segments based on the definitions in IFRS 8 paragraphs 8 and 10.

The three geographic segments are:

- France;
- Latin America;
- Europe excluding France.

The Group's internal reporting system is based on the following indicators:

- premium income and revenue from other activities: earned premiums and revenue from other activities, including non-controlling interests and ceded premiums. Premium income and revenue from other activities is an indicator of underwriting volume;
- total revenue: net insurance revenue plus revenue from own fund portfolios, including non-controlling interests but net of ceded premiums. It is the margin before deducting administrative expenses;
- net insurance revenue: sum of insurance loading, underwriting results and reinsurance results, net of commission paid to distribution partners, including non-controlling interests but net of ceded premiums. It is the margin generated by the insurance business before deducting administrative costs;
- administrative costs: costs of administering and managing insurance contracts, excluding commissions paid to the distribution networks. This indicator includes non-controlling interests;
- earnings before interest and taxes (EBIT): attributable net profit before finance costs, income tax expense, non-controlling and equity-accounted interests, fair value adjustments and net gains (losses), non-recurring items. This indicator includes non-controlling interests and is gross of income tax expense. It is the margin generated by the insurance business after deducting administrative costs;
- underlying attributable profit: attributable net profit before income tax expense, non-recurring items, fair value adjustments and net gains (losses). This indicator is calculated net of non-controlling interests and is gross of income tax expense. It is the margin after finance costs and non-controlling and equity-accounted interests.

## 20.1 Income statement by business segment at 31 December 2021

| *(In € millions)* | France | Latin America | Europe excl. France | Total IFRS |
|---|---|---|---|---|
| Premium income* | 19,989.0 | 6,387.6 | 5,291.0 | 31,667.5 |
| **Total revenue** | **2,785.6** | **824.8** | **356.7** | **3,967.0** |
| Administrative expenses | (615.8) | (127.2) | (129.5) | (872.5) |
| **EBIT** | **2,169.8** | **697.6** | **227.2** | **3,094.6** |
| Finance costs | | | | (226.8) |
| Share of profit of equity-accounted companies | | | | 44.9 |
| Non-controlling interests | | | | (480.5) |
| **Recurring profit attributable to owners of the parent** | | | | **2,432.3** |
| Income tax expense | | | | (622.5) |
| Fair value adjustments and net gains | | | | (32.7) |
| Non-recurring items | | | | (225.1) |
| **Profit attributable to owners of the parent** | | | | **1,552.0** |

* *A reconciliation of earned premiums to premium income is presented in Note 14*

### RECONCILIATION OF EBIT TO OPERATING PROFIT

| *(In € millions)* | 31.12.2021 |
|---|---|
| **EBIT** | **3,094.6** |
| Mark-to-market adjustments and amortisation of intangible assets | (131.4) |
| Non-recurring items | (323.4) |
| Transactions with equity-accounted entities | (43.5) |
| **Operating profit** | **2,596.4** |

### RECONCILIATION OF DESENSITISED INCOME TAX EXPENSE TO REPORTED INCOME TAX EXPENSE

| *(In € millions)* | 31.12.2021 |
|---|---|
| **Non-controlling interests (desensitised income statement)** | **(622.5)** |
| *Tax on the following items:* | |
| Mark-to-market adjustments and amortisation of intangible assets | 9.2 |
| Non-recurring items | 96.4 |
| Non-controlling interests | (164.6) |
| **Income tax expense (reported)** | **(681.5)** |

### RECONCILIATION OF DESENSITISED NON-CONTROLLING INTERESTS TO REPORTED NON-CONTROLLING INTERESTS

| *(In € millions)* | 31.12.2021 |
|---|---|
| **Non-controlling interests (desensitised income statement)** | **(480.5)** |
| *Impact of non-controlling interests on the following items:* | |
| Mark-to-market adjustments and amortisation of intangible assets | 89.5 |
| Non-recurring items | 1.9 |
| Income tax expense | 164.6 |
| **Non-controlling interests (reported)** | **(224.4)** |

## 20.2 Income statement by business segment at 31 December 2020

| *(In € millions)* | France | Latin America | Europe excl. France | Total IFRS |
|---|---|---|---|---|
| Premium income* | 16,277.7 | 5,595.5 | 5,082.4 | 26,955.6 |
| **Total revenue** | **2,512.3** | **889.4** | **321.1** | **3,722.7** |
| Administrative expenses | (578.2) | (138.5) | (128.4) | (845.1) |
| **EBIT** | **1,934.1** | **750.9** | **192.7** | **2,877.6** |
| Finance costs | | | | (251.7) |
| Share of profit of equity-accounted companies | | | | 12.4 |
| Non-controlling interests | | | | (443.0) |
| **Recurring profit attributable to owners of the parent** | | | | **2,195.3** |
| Income tax expense | | | | (624.0) |
| Fair value adjustments and net gains | | | | 23.3 |
| Non-recurring items | | | | (244.7) |
| **Profit attributable to owners of the parent** | | | | **1,350.0** |

* *A reconciliation of earned premiums to premium income is presented in Note 14*

### RECONCILIATION OF EBIT TO OPERATING PROFIT

| *(In € millions)* | 31.12.2020 |
|---|---|
| **EBIT** | **2,877.6** |
| Mark-to-market adjustments and amortisation of intangible assets | 28.8 |
| Non-recurring items | (360.4) |
| Net impact of equity-accounted entities | (39.4) |
| **Operating profit** | **2,506.6** |

Segment information in the income statement for 2020 has been adjusted as follows:

- realised gains on available-for-sale assets are now distinguished from other market effects, and are presented in EBIT;
- amortisation of intangible assets is now presented below EBIT.

### RECONCILIATION OF DESENSITISED INCOME TAX EXPENSE TO REPORTED INCOME TAX EXPENSE

| *(In € millions)* | 31.12.2020 |
|---|---|
| **Non-controlling interests (desensitised income statement)** | **(624.0)** |
| *Tax on the following items:* | |
| Mark-to-market adjustments and amortisation of intangible assets | (7.6) |
| Non-recurring items | 99.2 |
| Non-controlling interests | (156.4) |
| **Income tax expense (reported)** | **(688.9)** |

### RECONCILIATION OF DESENSITISED NON-CONTROLLING INTERESTS TO REPORTED NON-CONTROLLING INTERESTS

| *(In € millions)* | 31.12.2020 |
|---|---|
| **Non-controlling interests (desensitised income statement)** | **(443.0)** |
| *Impact of non-controlling interests on the following items:* | |
| Mark-to-market adjustments and amortisation of intangible assets | 315.0 |
| Non-recurring items | 16.6 |
| Income tax expense | (156.4) |
| **Non-controlling interests (reported)** | **(267.9)** |

# Other analyses

## NOTE 21 Application of IAS 29

Argentina has been qualified as a hyperinflationary economy since 1 July 2018.

As a result, IAS 29 "Financial Reporting in Hyperinflationary Economies", requires the financial statements of entities whose functional currency is the Argentine peso to be restated.

CNP Assurances has two subsidiaries in Argentina, CNP Assurances Compañía de Seguros and CNP SA de Capitalización y Ahorro p/ fines determinados, whose functional currency is the Argentine peso.

The analysis of the impacts related to the application of this standard enables the Group to ensure that its accounting policies do not need to be modified.

## NOTE 22 Contingent liabilities

A contingent liability is:

- a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or
- a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognised in the balance sheet but are disclosed in the notes to the financial statements, except when it is not probable that they will give rise to an outflow of resources.

Contingent liabilities are regularly reviewed to determine whether an outflow of resources has become probable or can be measured with sufficient reliability. If this is the case, a provision is recognised in the financial statements for the period in which the change in probability or measurability occurs.

## NOTE 23 Related party information

Two parties are related if one controls or exercises significant influence over the policy decisions of the other, or if both parties are subject to significant influence from the same third-party entity or person.

Related parties are determined based on their relationship with CNP Assurances, the parent company of the Group, and mainly consist of its shareholders and entities controlled by these shareholders or by CNP Assurances (including the entities accounted for using the equity method) and members of senior management (see Note 23.5).

Transactions and outstanding amounts between the parent company and its fully-consolidated subsidiaries are eliminated in full and do not appear in the consolidated financial statements.

For information, CNP Assurances received a total of €313.3 million in dividends from subsidiaries during the period, including €128.5 million from French subsidiaries, €111.1 million from Brazilian subsidiaries, €62.5 million from Irish subsidiaries, €8.4 million from the Italian subsidiary and €2.8 million from the Argentine subsidiary.

The list of subsidiaries, associates and joint ventures is provided in Note 4.

### 23.1 Transactions with shareholders and their subsidiaries

Based on the IAS 24 definition, the Group's direct or indirect shareholders who have control or exercise significant influence, their subsidiaries and joint ventures and the companies over which they exercise significant influence are all related parties.

Commissions correspond to revenue received by BPCE and La Banque Postale on the sale of products managed by CNP Assurances.

Claims and employee benefits mainly concern various expenses rebilled by Caisse des Dépôts to CNP Assurances and the costs of managing service contracts reinvoiced to La Banque Postale Prévoyance in accordance with IFRS 15.

#### 23.1.1 Transactions with shareholders and their subsidiaries in 2021

| *(In € millions)* | Income | Expenses | Assets | Liabilities |
|---|---|---|---|---|
| Inward reinsurance – Claims and benefits, technical reserves | 0.0 | 1,886.4 | 0.0 | 7,567.6 |
| Outward reinsurance – Claims and benefits, technical reserves | 575.9 | 0.0 | 11,376.0 | 0.0 |
| Commissions | 0.0 | 1,597.3 | 0.0 | 480.4 |
| Service fees | 14.1 | 1.4 | 6.0 | 0.5 |
| Employee benefits expense | 0.0 | 3.6 | 0.0 | 1.0 |
| Rent | 0.0 | 1.7 | 0.0 | 0.0 |
| Provision expense | 0.0 | 0.0 | 0.0 | 0.0 |
| Financial income and loans | 161.5 | 0.0 | 72.5 | 0.0 |
| Financial expenses and borrowings | 0.0 | 353.1 | 0.0 | 14.5 |
| Dividends | 51.8 | 0.0 | 0.0 | 0.0 |

### 23.1.2 Transactions with shareholders and their subsidiaries in 2020

| (In € millions) | Income | Expenses | Assets | Liabilities |
|---|---|---|---|---|
| Inward reinsurance – Claims and benefits, technical reserves | 0.0 | 1,325.8 | 0.0 | 6,028.3 |
| Outward reinsurance – Claims and benefits, technical reserves | 372.9 | 0.0 | 11,517.5 | 0.0 |
| Commissions | 0.0 | 1,551.0 | 0.0 | 461.2 |
| Service fees | 13.4 | 2.9 | 5.2 | 1.3 |
| Employee benefits expense | 0.0 | 4.9 | 0.0 | 0.9 |
| Rent | 0.0 | 2.2 | 0.0 | 0.0 |
| Provision expense | 0.0 | 0.0 | 0.0 | 0.0 |
| Financial income and loans | 132.1 | 1.0 | 68.9 | 0.0 |
| Financial expenses and borrowings | 0.0 | 366.4 | 0.0 | 11.9 |
| Dividends | 73.4 | 0.0 | 0.0 | 0.0 |

## 23.2 Transactions with equity-accounted entities

The insurance undertakings accounted for using the equity method are Arial CNP Assurances, Assuristance, Filassistance International, Wiz Soluções e Corretagem de Seguros SA, CNP Vita Assicura and CNP Vita Assicurazione.

### 23.2.1 Transactions with joint ventures in 2021

| (In € millions) | Income | Expenses | Assets | Liabilities |
|---|---|---|---|---|
| Inward reinsurance – Claims and benefits, technical reserves | 0.0 | 522.1 | 0.0 | 6,419.4 |
| Outward reinsurance – Claims and benefits, technical reserves | 0.0 | 0.0 | 0.0 | 0.0 |
| Commissions | 0.0 | 18.5 | 0.0 | 18.5 |
| Service fees | 9.2 | 0.0 | 15.6 | 0.0 |
| Employee benefits expense | 6.6 | 0.1 | 5.2 | 2.9 |
| Rent | 0.0 | 0.0 | 0.0 | 0.0 |
| Provision expense | 0.0 | 0.0 | 0.0 | 0.0 |
| Financial income and loans | 0.0 | 0.0 | 0.0 | 0.0 |
| Financial expenses and borrowings | 0.1 | 0.0 | 0.0 | 0.0 |
| Dividends | 0.0 | 0.0 | 0.0 | 0.0 |

### 23.2.2 Transactions with joint ventures in 2020

| (In € millions) | Income | Expenses | Assets | Liabilities |
|---|---|---|---|---|
| Inward reinsurance – Claims and benefits, technical reserves | 0.0 | 436.1 | 0.0 | 6,420.9 |
| Outward reinsurance – Claims and benefits, technical reserves | 0.0 | 0.0 | 0.0 | 0.0 |
| Commissions | 0.0 | 18.8 | 0.0 | 18.8 |
| Service fees | 8.2 | 0.0 | 14.1 | 0.0 |
| Employee benefits expense | 6.7 | 0.3 | 1.6 | 2.8 |
| Rent | 0.0 | 0.0 | 0.0 | 0.0 |
| Provision expense | 0.0 | 0.0 | 0.0 | 0.0 |
| Financial income and loans | 0.0 | 0.0 | 0.0 | 0.0 |
| Financial expenses and borrowings | 0.0 | 0.0 | 0.0 | 0.0 |
| Dividends | 37.3 | 0.0 | 0.0 | 0.0 |

## 23.3 Transactions with associates

The Group received €51.8 million in dividends from the Coentreprise de Transport d'Électricité (CTE) joint venture, which is accounted for as an associate.

## 23.4 Terms and conditions of guarantees given and received

Guarantees given to related and equity-accounted companies mainly concern reinsurance transactions (cash deposits) and pledges:

- Arial CNP Assurances:
  - cash deposits received: €2,666.9 million,
  - pledges given: €4,480.0 million;
- BPCE:
  - cash deposits paid: €11,011.2 million,
  - cash deposits received: €360.9 million,
  - pledges given: €7,117.1 million;
- LBP:
  - pledges received: €123.6 million,
  - pledges given: €8.5 million.

## 23.5 Management remuneration

The total remuneration paid to the Chairman, the Chief Executive Officer, the Deputy Chief Executive Officers and the members of the Board of Directors is presented below, together with details of their remuneration by category.

### In 2021

- Short-term benefits: the short-term benefits (including salaries, bonuses, directors' fees and benefits in kind) paid to the Chairman, the Chief Executive Officer, the Deputy Chief Executive Officer and the members of the Board of Directors amounted to €2,273,189.
- Long-term benefits: the cumulative amount provided for or recognised in respect of pension or other retirement benefits for the Deputy Chief Executive Officer totalled €4,478,359. No amounts were provided for or recognised in respect of pension or other retirement benefits for the Chairman or the Chief Executive Officer because the Group had no payment obligations towards them in this regard.
- Termination benefits: the termination benefits payable to the members of senior management are provided for in their employment contracts or in the collective agreement. The cumulative amount provided for or recognised in respect of termination benefits for the Deputy Chief Executive Officer totalled €493,929. No amounts were provided for or recognised in respect of termination benefits for the Chairman or the Chief Executive Officer because the Group had no payment obligations towards them in this regard.
- Share-based payments: no share-based payments were made in 2021 to the Chief Executive Officer, the Deputy Chief Executive Officer or the members of the Board of Directors.

### In 2020

- Short-term benefits: the short-term benefits (including salaries, bonuses, deferred remuneration, directors' fees and benefits in kind) paid to the Chairman, the Chief Executive Officer, the Deputy Chief Executive Officer and the members of the Board of Directors amounted to €2,415,622.97.
- Long-term benefits: the cumulative amount provided for or recognised in respect of pension or other retirement benefits for the Chief Executive Officer (corresponding to the vested rights during his period as an employee prior to the appointment of Antoine Lissowski as Chief Executive Officer) and the Deputy Chief Executive Officer totalled €8,842,196. No amounts were provided for or recognised in respect of pension or other retirement benefits for the Chairman or the Chief Executive Officer because the Group had no payment obligations towards them in this regard.
- Termination benefits: the termination benefits payable to senior executives are provided for in their employment contracts or in the collective bargaining agreement. The cumulative amounts provided for or recognised in respect of termination benefits for the Chief Executive Officer (corresponding to the vested rights during his period as an employee prior to the appointment of Antoine Lissowski as Chief Executive Officer) and the Deputy Chief Executive Officer totalled €966,166. No amounts were provided for or recognised in respect of termination benefits for the Chairman or the Chief Executive Officer because the Group had no payment obligations towards them in this regard.
- Share-based payments: no share-based payments were made in 2020 to the Chief Executive Officer, the Deputy Chief Executive Officer or the members of the Board of Directors.

# NOTE 24 Financial risks

## 24.1 Credit risk

The Group's credit risk policies are presented in section 2 "Risk factors and Risk management" of the Universal Registration Document on Corporate Governance.

Note 8.8 to the consolidated financial statements analyses the Group's bond portfolio by issuer rating.

## 24.2 Currency risk

Most portfolios covering insured liabilities are invested in assets denominated in the insurance company's functional currency. As a result, portfolio exposure to currency risks is limited (e.g., net-of-hedging exposure to a currency other than the euro represents less than 5% of the investments of French companies of the CNP Assurances Group).

In addition, the Group performs currency stress tests to assess the impact on profit and equity of a 10% increase in the euro-dollar and euro-sterling exchange rates as it is marginally exposed on monetary assets and liabilities denominated in dollars or sterling. The cumulative estimated impact for the US dollar and the pound sterling represents less than 2% of recurring operating profit.

The impact of the euro's appreciation against the dollar and sterling is analysed at half-yearly intervals and commented on when the amounts involved are material.

The Group is also exposed to currency risk on its operations in Brazil and on the translation of the financial statements of its local subsidiaries.

Simulations are performed of the impact of a 20% decline in the Real exchange rate. In the absence of hedging, this scenario would have a negative impact of less than 5% on profit attributable to owners of the parent. The hedging policy consists of purchasing currency options as protection against the risk of a fall in the Brazilian currency. The impact of a 20% decline in the Real exchange rate after hedging would be less than 2% of profit attributable to owners of the parent.

Lastly, exchange differences on translating the financial statements of the Brazilian subsidiaries may have an impact on equity.

## 24.3 Interest rate risk on financial assets

This note provides additional information about the Group's exposure to interest rate risk on financial assets and liabilities, by category.

### 24.3.1 Caps and floors

The following tables show the nominal amount of caps and floors by strike price and remaining term at 31 December 2021 and 31 December 2020.

#### 24.3.1.1 Caps and floors at 31 December 2021

| | Residual life | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| *(In € millions)* | **1 year** | **2 years** | **3 years** | **4 years** | **5 years** | **6 years** | **7 years** | **8 years** | **9 years** | **≥ 10 years** | **Total** |
| ≥ 0% and < 1% | 102.3 | 123.3 | 107.3 | 197.1 | 100.0 | 132.3 | 98.7 | 194.9 | 105.5 | 4,626.7 | 5,788.3 |
| ≥ 1% and < 2% | 0.0 | 0.0 | 3,600.0 | 0.0 | 3.2 | 6.1 | 2.2 | 1.0 | 0.0 | 43.7 | 3,656.3 |
| ≥ 2% and < 3% | 14,250.5 | 6,000.0 | 2,454.0 | 5,087.5 | 21,366.5 | 9,295.0 | 45.6 | 646.0 | 0.0 | 50.5 | 59,195.6 |
| ≥ 3% and < 4% | 0.2 | 1,594.0 | 10,176.6 | 23,069.0 | 2,381.5 | 0.0 | 59.0 | 151.0 | 500.0 | 2,928.0 | 40,859.3 |
| ≥ 4% and < 5% | 5,630.0 | 0.0 | 5,724.0 | 5,565.0 | 0.0 | 0.0 | 81.0 | 77.0 | 489.0 | 238.0 | 17,804.0 |
| ≥ 5% and < 6% | 1,850.0 | 1,910.0 | 0.0 | 1.7 | 0.0 | 0.0 | 8.0 | 19.2 | 0.0 | 0.0 | 3,789.0 |
| ≥ 6% and < 7% | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| **TOTAL** | **21,833.0** | **9,627.3** | **22,061.9** | **33,920.2** | **23,851.2** | **9,433.4** | **294.6** | **1,089.1** | **1,094.5** | **7,887.0** | **131,092.4** |

### 24.3.1.2 Caps and floors at 31 December 2020

| | Residual life | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| *(In € millions)* | 1 year | 2 years | 3 years | 4 years | 5 years | 6 years | 7 years | 8 years | 9 years | ≥ 10 years | Total |
| ≥ 0% and < 1% | 1,138.5 | 21.5 | 44.0 | 35.1 | 53.5 | 26.0 | 75.6 | 16.8 | 34.6 | 12.2 | 1,457.9 |
| ≥ 1% and < 2% | 2.9 | 0.0 | 0.0 | 3,600.0 | 0.0 | 0.0 | 4.8 | 3.0 | 2.2 | 0.0 | 3,612.8 |
| ≥ 2% and < 3% | 8,770.5 | 6,850.0 | 6,000.0 | 2,454.0 | 5,081.5 | 10,326.5 | 152.7 | 0.0 | 0.0 | 19.5 | 39,654.7 |
| ≥ 3% and < 4% | 4,900.1 | 0.0 | 1,596.9 | 10,176.0 | 23,069.0 | 2,375.0 | 0.0 | 59.0 | 151.0 | 729.3 | 43,056.2 |
| ≥ 4% and < 5% | 2,360.0 | 3,821.0 | 0.0 | 5,724.0 | 5,565.0 | 0.0 | 0.0 | 81.0 | 77.0 | 727.0 | 18,355.0 |
| ≥ 5% and < 6% | 300.0 | 1,850.0 | 1,910.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 19.3 | 0.0 | 4,079.3 |
| ≥ 6% and < 7% | 0.0 | 0.0 | 0.0 | 0.0 | 1.6 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 1.7 |
| **TOTAL** | **17,472.0** | **12,542.5** | **9,550.9** | **21,989.1** | **33,770.7** | **12,727.5** | **233.1** | **159.8** | **284.0** | **1,488.0** | **110,217.6** |

## 24.3.2 Effective interest rates

This note shows effective interest rates on fixed-rate bonds and zero coupon bonds at the purchase date and at the end of the reporting period.

Effective interest rates are presented for the Group's main insurance subsidiaries:

- France;
- Italy;
- Brazil;
- Spain.

### 24.3.2.1 Effective interest rates at purchase

| | 31.12.2021 | | 31.12.2020 | |
|---|---|---|---|---|
| | Fixed-rate debt securities | Fixed rate bonds | Fixed-rate debt securities | Fixed rate bonds |
| France | EUR | 1.86% | EUR | 2.13% |
| Italy | EUR | 2.02% | EUR | 1.98% |
| Brazil | BRL | 6.87% | BRL | 7.53% |
| Spain | EUR | 1.87% | EUR | 2.11% |

### 24.3.2.2 Effective interest rates at balance sheet date

| | 31.12.2021 | | 31.12.2020 | |
|---|---|---|---|---|
| | Fixed-rate debt securities | Fixed rate bonds | Fixed-rate debt securities | Fixed rate bonds |
| France | EUR | -0.02% | EUR | -0.25% |
| Italy | EUR | 2.02% | EUR | 2.00% |
| Brazil | BRL | 11.53% | BRL | 3.60% |
| Spain | EUR | 0.18% | EUR | 0.00% |

## 24.3.3 Carrying amounts by maturity

### 24.3.3.1 Carrying amounts by maturity at 31 December 2021

| Type of instrument *(In € millions)* | Due within 1 year | Due in 1 to 2 years | Due in 2 to 3 years | Due in 3 to 4 years | Due in 4 to 5 years | Due beyond 5 years | Total |
|---|---|---|---|---|---|---|---|
| Fixed rate bonds | 27,047.3 | 23,456.6 | 10,939.1 | 13,744.9 | 11,368.4 | 92,665.6 | 179,221.9 |
| Zero coupon bonds | 899.4 | 2,348.0 | 671.5 | 1,522.7 | 1,805.2 | 12,600.3 | 19,847.0 |
| Adjustable-rate bonds | 1.5 | 2.0 | 3.0 | 3.0 | 2.0 | 6.6 | 18.2 |
| Variable-rate bonds | 1,553.0 | 3,116.6 | 2,545.9 | 1,510.2 | 3,000.8 | 8,756.7 | 20,483.1 |
| Fixed-rate inflation-indexed bonds | 208.8 | 3,096.9 | 704.5 | 0.0 | 36.7 | 5,101.7 | 9,148.7 |
| Other bonds | 1,795.5 | 990.7 | 833.4 | 778.8 | 2,084.4 | 17,592.2 | 24,075.0 |
| **TOTAL** | **31,505.5** | **33,010.8** | **15,697.5** | **17,559.5** | **18,297.5** | **136,723.0** | **252,793.8** |

### 24.3.3.2 Carrying amounts by maturity at 31 December 2020

| Type of instrument *(In € millions)* | Due within 1 year | Due in 1 to 2 years | Due in 2 to 3 years | Due in 3 to 4 years | Due in 4 to 5 years | Due beyond 5 years | Total |
|---|---|---|---|---|---|---|---|
| Fixed rate bonds | 30,932.6 | 20,600.3 | 24,383.8 | 10,407.3 | 13,606.4 | 86,676.9 | 186,607.3 |
| Zero coupon bonds | 806.9 | 778.4 | 2,256.8 | 723.7 | 1,522.8 | 12,959.3 | 19,047.9 |
| Adjustable-rate bonds | 0.0 | 1.5 | 3.0 | 2.0 | 1.0 | 4.7 | 12.3 |
| Variable-rate bonds | 1,670.4 | 1,277.1 | 1,496.1 | 1,570.5 | 1,342.3 | 4,173.7 | 11,530.0 |
| Fixed-rate inflation-indexed bonds | 911.2 | 203.0 | 3,037.1 | 675.3 | 0.0 | 4,623.5 | 9,450.2 |
| Other bonds | 1,285.8 | 1,686.3 | 950.8 | 1,051.1 | 794.3 | 14,875.4 | 20,643.8 |
| **TOTAL** | **35,606.9** | **24,546.7** | **32,127.6** | **14,430.0** | **17,266.8** | **123,313.5** | **247,291.5** |

## 24.3.4 Carrying amounts by maturity – held-to-maturity investments

### 24.3.4.1 Carrying amount at 31 December 2021

| Carrying amount of financial instruments measured at amortised cost *(In € millions)* | Due within 1 year | Due in 1 to 2 years | Due in 2 to 3 years | Due in 3 to 4 years | Due in 4 to 5 years | Due beyond 5 years | Total |
|---|---|---|---|---|---|---|---|
| Held-to-maturity investments | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 73.9 | 73.9 |
| Loans and receivables | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| **TOTAL** | **0.0** | **0.0** | **0.0** | **0.0** | **0.0** | **73.9** | **73.9** |

### 24.3.4.2 Carrying amount at 31 December 2020

| Carrying amount of financial instruments measured at amortised cost *(In € millions)* | Due within 1 year | Due in 1 to 2 years | Due in 2 to 3 years | Due in 3 to 4 years | Due in 4 to 5 years | Due beyond 5 years | Total |
|---|---|---|---|---|---|---|---|
| Held-to-maturity investments | 81.2 | 0.0 | 0.0 | 0.0 | 0.0 | 63.3 | 144.6 |
| Loans and receivables | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| **TOTAL** | **81.2** | **0.0** | **0.0** | **0.0** | **0.0** | **63.3** | **144.6** |

## 24.3.5 Average life of securities

The following tables show the average remaining life of securities, weighted by carrying amount, in years.

### 24.3.5.1 Average life of securities – 31 December 2021

| France | Italy | Brazil | Spain |
|---|---|---|---|
| 7.38 | 5.17 | 1.24 | 4.27 |

### 24.3.5.2 Average life of securities – 31 December 2020

| France | Italy | Brazil | Spain |
|---|---|---|---|
| 6.53 | 5.13 | 1.43 | 4.40 |

## 24.4 Sensitivity of MCEV© to market risks

Sensitivity analyses are performed to efficiently identify and manage earnings and equity volatility. One of the key analyses used by management concerns the sensitivity of Market Consistent Embedded Value (MCEV©) to market and insurance risks.

The Group's embedded value reporting is based on European Insurance CFO Forum Market Consistent Embedded Value© Principles (MCEV© Principles) introduced in June 2008, as amended in October 2009 and updated in April 2016.

The Group uses a market consistent methodology to measure financial options and guarantees. This is based on objective financial assumptions consistent with market conditions at 31 December 2021.

The calculation of embedded value necessarily relies on numerous assumptions with respect to economic conditions, operating conditions, policyholders' behaviour, taxes and other factors, many of which are beyond the Company's control. Actual future experience may vary from that assumed in the calculation of the embedded value.

MCEV© is the sum of:

- adjusted net asset value (ANAV), which corresponds to the market value of assets attributable to shareholders after deducting intangible assets, subordinated debt and other items included in In-Force covered business. Adjusted net asset value is determined on the valuation date at consolidated level excluding non-controlling interests and breaks down into Required Capital and Free Surplus;
- the value of In-Force business, corresponding to the present value of future profits (PVFP) net of taxes generated on In-Force business at the measurement date. MCEV© principles state that the reference yield curve may be determined based on the swap curve, as adjusted if appropriate to achieve alignment with Solvency II requirements. For the Eurozone, the yield curve is extrapolated using the Smith-Wilson method from a last liquid point at 20 years with convergence on the ultimate forward rate of 3.6% at 40 years. For Brazil, the last liquid point is at 10 years with convergence on the ultimate forward rate of 5.50% at 50 years. The Group has chosen to comply with Solvency II requirements by using the yield curves published by EIOPA as the reference yield curves. The credit risk and volatility adjustments applied at 31 December 2021 for the Group's various host countries in the Eurozone are unchanged from 31 December 2020.

The market risk sensitivity of MCEV© is tested to measure the impact of interest rate and equity volatilities. MCEV© principles and the Group's traditional value reporting procedure cover CNP Assurances SA, the Group's main subsidiaries in France, the Europe excluding France region (except for CNP Vita Assicurazione and CNP Vita Assicura, which were not included in the MCEV© reporting scope) and Latin America. The sensitivities analysed in 2018 were aligned with Solvency II requirements and were as follows:

- the impact of an immediate positive or negative 50-basis point change in the swap curve. This would result in:
  - remeasuring the market value of fixed income assets in the portfolio,
  - a 50-basis point adjustment to the reinvestment rate for all categories of assets, and
  - a change in discount rates.

  The impact on mathematical reserves for unit-linked portfolios is not measured;
- the impact of an immediate 25% fall in equity and property prices. This shock implies a 25% fall in the market value of equities and property assets, as well as a decrease in unit-linked mathematical reserves invested in equity and property.

The results of all sensitivity analyses are net of tax and non-controlling interests and, if applicable, net of policyholder participation.

**SENSITIVITY OF MCEV© TO INTEREST RATE AND EQUITY VOLATILITIES AT 31 DECEMBER 2021**

| *(In € millions)* | 50 bp increase in interest rates | 50 bp decrease in interest rates | 25% decrease in equity prices |
|---|---|---|---|
| Impact on MCEV©* | 1,754.9 | (2,313.2) | (3,301.5) |

* *The calculation of the impact on MCEV© is based on estimated data*

**SENSITIVITY OF MCEV© TO INTEREST RATE AND EQUITY VOLATILITIES AT 31 DECEMBER 2020**

| *(In € millions)* | 50 bp increase in interest rates | 50 bp decrease in interest rates | 25% decrease in equity prices |
|---|---|---|---|
| Impact on MCEV©* | 2,576.7 | (3,120.3) | (3,265.2) |

* *The calculation of the impact on MCEV© is based on estimated data*

Sensitivity to insurance risks is presented in Note 26.

# NOTE 25 Liquidity risk and asset/liability management

## 25.1 Liquidity risk

### 25.1.1 Future cash flows from assets

This note discloses future cash flows from assets (redemptions, interest payments, etc.) by period.

#### 25.1.1.1 Future cash flows from assets at 31 December 2021

| Intended holding period *(In € millions)* | Less than 1 year | 1 to 5 years | Due in 5 to 10 years | Beyond 10 years |
|---|---|---|---|---|
| Available-for-sale financial assets | 31,322 | 73,871 | 67,559 | 60,889 |
| Assets held for trading and assets measured at FV | 1,683 | 4,036 | 1,749 | 1,141 |
| Held-to-maturity investments | 0 | 0 | 0 | 74 |
| Loans and receivables | 0 | 0 | 0 | 0 |

#### 25.1.1.2 Future cash flows from assets at 31 December 2020

| Intended holding period *(In € millions)* | Less than 1 year | 1 to 5 years | 5 to 10 years | Beyond 10 years |
|---|---|---|---|---|
| Available-for-sale financial assets | 35,796 | 83,116 | 60,977 | 42,975 |
| Assets held for trading and assets measured at FV | 2,053 | 4,465 | 1,775 | 1,114 |
| Held-to-maturity investments | 66 | 0 | 0 | 63 |
| Loans and receivables | 0 | 0 | 0 | 0 |

### 25.1.2 Payment projections by maturity

This note discloses estimated future payments on savings, pension and property and casualty contracts, including total and partial surrenders.

The total of these projections is higher than the liabilities reported in the balance sheet because the cash flows are capitalised.

### 25.1.2.1 Payment projections by maturity at 31 December 2021

| (In € millions) | Less than 1 year | 1 to 5 years | 5 to 10 years | 10 to 15 years | Beyond 15 years |
|---|---|---|---|---|---|
| Insurance and financial liabilities (incl. linked liabilities) | 28,287.6 | 82,478.8 | 67,774.4 | 44,821.8 | 128,344.4 |

### 25.1.2.2 Payment projections by maturity at 31 December 2020

| (In € millions) | Less than 1 year | Due in 1 to 5 years | 5 to 10 years | 10 to 15 years | Beyond 15 years |
|---|---|---|---|---|---|
| Insurance and financial liabilities (incl. linked liabilities) | 27,589.0 | 77,962.1 | 63,499.5 | 43,446.5 | 102,169.2 |

### 25.1.3 Contracts with immediate surrender option

| (In € millions) | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Contracts with immediate surrender option | 294,232.0 | 265,466.3 |
| Contracts with no immediate surrender option | 85,709.2 | 80,044.4 |

Contracts with an immediate surrender option represented a total liability of €294.2 billion at 31 December 2021 (€265.5 billion at 31 December 2020). This amount, corresponding to insurance and financial liabilities recognised in the balance sheet, relates to products with a clause allowing for their surrender or transfer by the policyholder.

Term creditor products, group employee benefits products, certain annuity products and "Madelin Act" pension products do not include a surrender or transfer option.

The maximum surrender risk indicated above does not take into account the behaviour of policyholders, who tend to significantly extend the effective duration of their contracts, as reflected in Note 25.1.2.

## 25.2 Asset/Liability management

The Group's ALM policy is presented in section 2 "Risk factors and Risk management" of the Universal Registration Document on Corporate Governance.

## 25.3 Reconciliation of unit-linked assets and liabilities

| (In € millions) | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Investment properties held to cover linked liabilities | 2,016.9 | 1,672.4 |
| Financial assets held to cover linked liabilities | 82,243.5 | 65,332.7 |
| Investments accounted for using the equity method held to cover linked liabilities (consolidated mutual funds and non-trading property companies) | 0.0 | 0.0 |
| Other assets held to cover linked liabilities (e.g., non-financial assets held by consolidated non-trading property companies) | 0.0 | 0.0 |
| **TOTAL ASSETS HELD TO COVER LINKED LIABILITIES – CARRYING AMOUNT** | **84,260.3** | **67,005.0** |
| Linked liabilities – financial instruments without DPF | 10,757.3 | 9,559.5 |
| Linked liabilities – insurance contracts and financial instruments with DPF (other than guaranteed capital reserves) | 73,777.9 | 57,293.2 |
| **TOTAL LINKED LIABILITIES** | **84,535.2** | **66,852.7** |
| Guaranteed capital reserves | 44.9 | 2.0 |
| **TOTAL LINKED LIABILITIES** | **84,580.1** | **66,854.7** |

The asset/liability mismatch on unit-linked contracts mainly relates to outstanding claims reserves and other reserves included in linked liabilities for which no related assets are included in the above table.

# NOTE 26 Risks related to insurance and financial liabilities

## 26.1 Management of risks related to insurance and financial liabilities

CNP Assurances' insurance businesses expose it to a number of risks, particularly those relating to product development, calculating adequate reserves and devising its reinsurance strategy.

The Group has established management information systems designed to ensure that it fulfils its objectives.

These management information systems:

- analyse risk-adjusted profitability during the product launch process;
- roll down Group objectives to the level of the individual businesses;
- analyse the components of profit and value creation and the basis used for underwriting and pricing decisions, as well as determining the appropriate pricing and reserving strategies;
- analyse changes in risk exposures;
- optimise reinsurance strategies;
- define the process for monitoring and escalating information about any positions that exceed risk appetite limits.

These routine analyses are supported by stress-tests performed on key economic and technical assumptions to measure their impact on the Group's performance indicators.

Asset and liability projections are produced annually and are used to calculate policyholder dividend rates for the year, as well as to produce budgets and multi-year business plans.

The Group's risk management policy is presented in section 2 "Risk factors and Risk management" of the Universal Registration Document on Corporate Governance.

## 26.2 Contract terms and conditions

### 26.2.1 Types of insured risk by class of business

The Group offers a full range of insurance products in France, in several other European countries and in Latin America.

The main individual insurance products are savings products, deferred annuity contracts paying a regular income, with or without the option of receiving a lump sum, and return-of-premium life insurance policies. Premiums on these products may be invested in traditional and/or unit-linked funds.

Group policies are mainly defined contribution pension plans, points-based pay-as-you-go group pension plans, employee benefits plans and term creditor insurance.

In addition, the Group's subsidiaries in Brazil (CNP Seguros Holding Brasil SA) and in Cyprus and Greece (CNP Cyprus Insurance Holdings) write property & casualty and liability insurance. As commitments under Property & Casualty and liability insurance are marginal in relation to those arising from the life and protection insurance written by the Group, no details are provided here of the specific risks associated with these contracts.

Insurer risks differ depending on the type of policy:

#### Savings contracts give rise to mainly financial risks

Savings contracts fall into two broad categories:

- traditional savings contracts where the insurer may offer a capital guarantee plus a share of the investment yield. The capital guarantee offered with savings contracts exposes the insurer to a risk in a low interest rate environment. These guarantees give rise to financial risks (see section 2.1.1 "Financial market risk factors" and Note 26.4 "Risk associated with guaranteed yields on insurance and financial liabilities" of the Universal Registration Document). Most savings contracts include an early surrender option for a contractually fixed amount. The policy surrender rate will depend on stock market performance, the performance of contracts being marketed by the competition, policyholder behaviour (e.g., a need to raise cash), customer confidence, and tax-related matters. A wave of surrenders could materially impact earnings or even solvency in extreme conditions. Traditional savings products are exposed to surrender risk in the event of a sharp and rapid increase in interest rates. Traditional savings products are exposed to surrender risk in the event of a sharp and rapid increase in interest rates. This would generate unrealised losses, some of which would be recognised directly in equity, thus impacting both earnings and solvency (see section 2.1.1 "Interest rate risk" of the Universal Registration Document);
- unit-linked contracts, where the policyholder bears the financial risk and the insurer's commitment is limited to guaranteeing the liquidity of the underlying assets. If the underlying assets cannot be sold on the market, this may result in a loss for the insurer who would have an obligation to settle the amount due to the policyholder (in the event of death, surrender of the policy or otherwise) without being able to finance the payout using the proceeds from the sale of the assets. Lastly, the insurer is also exposed to a financial risk to the extent that a fall in value of the assets held in the unit-linked portfolio reduces the calculation base for the asset loading. The various risks have been identified and unit-linked products are subjected to an internal analysis and selection process before being marketed. Unit-linked contracts also expose the Group to the surrender risk described above, to the extent that surrenders also reduce the calculation base for the asset loading. For this type of contract, the insurer's commitment is limited to the additional cover provided under the contract, consisting generally of a guaranteed death benefit. A bear market combined with higher-than-expected losses could severely hit earnings on savings products.

### Pension products give rise to mainly financial and underwriting risks

Risks associated with annuity-based pension portfolios concern:

- the benefit payment period, which is not known in advance;
- the interest rate, corresponding to the return on the capital managed by the insurer.

For these contracts, results are determined by long-term financial management policies and actual mortality rates compared with assumptions. Technical reserves are generally calculated using regulatory mortality tables based on statistical data on population trends. In certain cases, experience-based data is also used. Earnings or equity are potentially exposed to the risk that actual demographic trends may turn out to be significantly different to those predicted in the mortality tables or to the risk that returns on plan assets will fall significantly short of the valuation rate of interest used in the pricing model.

### Personal risk policies give rise to mainly underwriting risks

Personal risk/protection contracts comprise various types of guarantees covering such risks as death, temporary or permanent disability, long-term care, health and unemployment. This portfolio is mainly exposed to the risk of deteriorating loss ratios, due in particular to lost-time accident and illness claims under death/disability policies, and, to a lesser extent, to accidental death claims and rising medical costs.

The Group establishes risk selection and reinsurance policies and monitors statistical data concerning the policyholder base and related loss ratios. In addition, products are subject to regular pricing reviews based on loss experience to ensure that margins remain adequate.

Asymmetric information available to policyholders and insurers gives rise to a risk of anti-selection, although this is attenuated by the use of medical questionnaires, deferred periods and/or other measures.

The Group's business may be affected by the occurrence of natural or man-made catastrophes. Aside from the immediate effects of a wave of global climate-related disasters, acts of terrorism, the spread of pandemics, or fallout from global warming, such events could also significantly impact the results of certain personal insurance businesses.

The increase in the legal retirement age in France has also had an adverse impact as benefits are payable until the policyholder retires.

In term creditor insurance, surrender risk includes the risk of a contract being surrendered due to the early repayment or renegotiation of the underlying loan (which is more likely in a period of falling interest rates) or the loan's cancellation. An unexpectedly high surrender rate would modify the average contract duration and could adversely affect the business's profitability.

In addition, death/disability policies with potentially long benefit payment periods, such as long-term care insurance, give rise to financial risks because part of the related profit is derived from the investment income generated during the benefit payment period and may be adversely affected by unfavourable financial market trends (such as declining interest rates).

Although the main risks to which the Group is exposed are set out above, the list is by no means exhaustive and other risks that are currently unknown or are considered minor or not material may prove to have a material impact on the Group in the future. The Group may also be exposed to emerging risks, corresponding to new or continually evolving risks whose impact is very difficult to measure.

## 26.2.2 Description of the main policyholder guarantees

**Traditional savings contracts** give rise to a commitment to pay a capital sum. These contracts generally pay a minimum yield plus policyholder dividends.

**Unit-linked savings contracts** do not involve any capital guarantee for the insurer as only the number of units is guaranteed. The exception is contracts that also include death and/or disability cover. For these contracts, the insurer's commitment is limited to any positive difference between cumulative gross or net premiums and the value of the units.

**Pension contracts** – which give rise to a commitment to pay a life annuity – include group defined contribution and defined benefit contracts and individual contracts.

Depending on the type of contract, the insured's vested rights may be expressed as a lump sum, as units, or as a points-based or cash-based benefit amount payable over the remaining life of the insured. The benefit may be paid as a lump sum or as a life annuity or pension.

**Personal risk contracts** comprise various types of primary guarantees covering such risks as death, temporary or permanent disability, long-term care, health and unemployment. The main types of contracts are as follows:

- term life insurance, renewable term insurance, long-term insurance and whole life insurance contracts, which pay a lump sum in the case of death or permanent disability of the insured. Most of them include an accidental death option whereby the death benefit provided for under the primary guarantee is doubled or tripled;
- contracts paying a temporary or life annuity to dependent children or the spouse on the death of the insured;
- death/disability contracts providing for the payment of a lump sum in the case of death of the insured or a per diem allowance for temporary disability or a lump sum or annuities for permanent disability. Temporary disability benefits are payable on a monthly basis, in some cases after a waiting period;

- term creditor contracts, which cover all or part of an outstanding loan in the case of death of the insured, or monthly repayments – less a specified deductible – during a period of temporary disability or until the insured is recognised as being permanently disabled, or all or part of the monthly repayments in the case of permanent disability, or all or part of the monthly repayments after a waiting period in the case of unemployment. In France, death cover is compulsory and the loan will not be paid out until evidence of cover is provided;
- long-term care insurance contracts, providing for the payment of a fixed annuity covering part of the cost of long-term care. The amount of the annuity depends on the option selected by the insured;
- supplementary health insurance contracts, which cover all or part of the healthcare costs incurred by the insured, the insured's spouse and dependent children, that are not reimbursed by the social security authorities.

In addition, the Group's subsidiaries in Brazil (CNP Seguros Holding Brasil SA) and in Cyprus and Greece (CNP Cyprus Insurance Holdings) write property & casualty and liability insurance. The cover provided under these contracts is determined in accordance with local insurance regulations. Commitments under property & casualty and liability insurance are marginal in relation to those arising from the personal insurance written by the Group.

### 26.2.3 Participation clauses

All traditional savings contracts and most other contracts include a participation clause. Under these clauses, the parties agree to share – on the basis defined in the contract – part of the income generated by investing the funds corresponding to the contract's technical reserves and, in some cases, part of the underwriting result.

Most contracts contain a discretionary participation feature, whereby the participation allocated to the insured is determined by the insurer as part of its marketing policy subject to compliance with the contract terms and the applicable laws. Participation is determined based on investment income for the year and the insurer has full discretion over the volume of capital gains realised during the period. The insured do not have individual rights to the participation until it is allocated to benefits or mathematical reserves. Participation that has not yet been allocated is accumulated in the policyholders' surplus reserve.

Participation rates are determined based on the local accounts.

## 26.3 Valuation of insurance liabilities (assumptions and sensitivities)

### 26.3.1 Technical reserve models

Technical reserves are defined as follows:

- mathematical reserves correspond to the difference between the present values of the respective commitments of the insurer and the insured under life insurance contracts;
- policyholder surplus reserves correspond to the participation attributed to the contract beneficiaries that is not payable in bonuses in the year following the one in which the surplus was generated;
- general administrative expense reserves are intended to cover future contract administration costs that are not otherwise covered;
- escalating risks reserves correspond to the difference between the present values of the respective commitments of the insurer and the insured under temporary and permanent disability and long-term care contracts;
- unearned premium reserves cover the portion of written and accrued premiums for the period between the reporting date and the next premium payment date or the contract expiry date. They are recorded for all types of contracts;
- premium deficiency reserves cover the portion of claims and benefits and the related handling costs for the period between the reporting date and the earliest possible premium adjustment date or the contract expiry date that is not covered by the unearned premium reserve;
- outstanding claims reserves cover the estimated principal amounts and internal and external expenses payable to settle all outstanding claims, including total future annuity payments.

### 26.3.2 Modelling objectives

Technical reserves are modelled based on current accounting standards. In particular, mortality tables, discount rates and investment yield assumptions may be selected based on a Solvency II approach.

### 26.3.3 Procedure for determining the main assumptions

The assessment of technical reserves is supported by:

- detailed knowledge of effective dates and the timing of accounting recognition and processing of the various technical and management events, as well as of the exact specifications of period-end processing operations and their scheduling, in order to accurately determine the underwriting and loss years;
- the creation of files at each period-end to check the consistency of reserves with technical flows;
- recurring audits of management system calculations, based on random tests and detailed repeat calculations;
- detailed risk assessments, based on prospective guaranteed yield calculations taking into account commitments in excess of regulatory limits, and on detailed statistical and other analyses of personal risk contracts, including loss monitoring (by contract/underwriting year/loss year) and tracking of the utilisation of reserves.

### 26.3.4 Assumptions used to calculate reserves

In accordance with French regulations, non-life outstanding claims reserves are not discounted, except for reserves covering policyholder annuities.

Mathematical reserves for individual savings products are stated net of deferred participation and withdrawals, in accordance with the applicable regulations.

Mathematical reserves for individual and group pension plans (with the exception of "Article L.441" plans) are calculated using the discount rate applicable at the contractual date (i.e., the contractual rate) or the premium payment date or benefit settlement date, depending on the type of policy.

Reserves for group personal risk products and term creditor insurance are generally calculated based on discount rates.

All other assumptions are determined by reference to internal experience-based data.

### 26.3.5 Use of different assumptions

Certain assumptions use data extrapolated from past experience or prospective data that draw upon:

- economic, demographic, social, legislative, regulatory or financial trends;
- policyholder behaviour (surrender rate, renewal/non-renewal rate, etc.);
- factors specific to life insurance such as mortality, morbidity or longevity.

While the assumptions used appear reasonable at the measurement date, actual future experience may be significantly different.

The keys used to allocate unrealised gains between technical reserves and own funds were recalibrated in 2020. A method has been developed based on historical dividend payments to policyholders and commission payments to referral agents. This method represents a robust and simple approach that is consistent with the Group's practices.

In addition, the related documentation has been enhanced to provide a better audit trail.

### 26.3.6 Assumption correlations

Apart from the use of dynamic surrender rates reflecting the correlation between surrender rates and the level of guaranteed yields for liability adequacy testing purposes, correlations among the various assumptions are not taken into account.

### 26.3.7 Sensitivity of MCEV© to changes in surrender rates and loss ratios

Uncertainties concerning insurance cash flows mainly relate to the timing of surrenders and the payment of death and other benefits.

At 31 December 2021, a 10% fall in surrender rates would have a positive impact of €50 million on MCEV©. At the same date, a 5% fall in observed losses would have a positive impact of €161 million on MCEV© for mortality and disability risks, and a negative impact of €215 million for longevity risks.

## 26.4 Risk associated with guaranteed yields on insurance and financial liabilities

Traditional savings contracts with a guaranteed yield have been classified by level of commitment, as follows (in declining order):

- contracts offering a guaranteed minimum yield and a guaranteed profit participation when the contract matures;
- contracts offering an enhanced yield (generally 75% of the TME rate) over a maximum of eight years;
- contracts offering a guaranteed minimum yield representing less than 60% of the TME rate at the time of payment.

Technical reserves on traditional savings contracts are analysed by guaranteed yield in the following tables.

| Guaranteed yield | 31.12.2021 | |
|---|---|---|
| *(In € millions)* | **Technical reserves** | **%** |
| 0%(1) | 219,743.0 | 57.8% |
| ]0%-2%] | 4,855.4 | 1.3% |
| ]2%-3%] | 894.0 | 0.2% |
| ]3%-4%] | 2,186.5 | 0.6% |
| ]4%-4.5%] | 4,927.3 | 1.3% |
| >4.5%(2) | 736.2 | 0.2% |
| Unit-linked | 84,535.2 | 22.3% |
| Other(3) | 62,063.4 | 16.3% |
| **TOTAL** | **379,941.2** | **100.0%** |

*(1) Corresponds to technical reserves for life insurance contracts without a guaranteed yield*

*(2) Technical reserves for contracts with a guaranteed yield of more than 4.5% mainly concern subsidiaries in Brazil, where bond rates are above 7% (see Note 24.3)*

*(3) Comprises all other technical reserves, except for mathematical reserves and linked liabilities, i.e., non-life technical reserves, policyholder surplus reserves and claims reserves*

| Guaranteed yield | 31.12.2020 | |
|---|---|---|
| *(In € millions)* | Technical reserves | % |
| 0%(1) | 202,941.9 | 58.7% |
| ]0%-2%] | 5,249.2 | 1.5% |
| ]2%-3%] | 540.5 | 0.2% |
| ]3%-4%] | 2,045.0 | 0.6% |
| ]4%-4.5%] | 4,978.4 | 1.4% |
| >4.5%(2) | 975.0 | 0.3% |
| Unit-linked | 66,852.7 | 19.4% |
| Other(3) | 61,928.0 | 17.9% |
| **TOTAL** | **345,510.7** | **100.0%** |

*(1) Corresponds to technical reserves for life insurance contracts without a guaranteed yield*

*(2) Technical reserves for contracts with a guaranteed yield of more than 4.5% mainly concern subsidiaries in Brazil, where bond rates are above 7% (see Note 24.3)*

*(3) Comprises all other technical reserves, except for mathematical reserves and linked liabilities, i.e., non-life technical reserves, policyholder surplus reserves and claims reserves*

## 26.5 Concentration of insurance risk

### 26.5.1 Use of reinsurance to reduce concentrations of insurance risk

The Group's reinsurance programmes are designed to avoid earnings fluctuations and increase its underwriting capacity. The objectives of the reinsurance policy defined by the Board of Directors are as follows:

- to implement a reinsurance programme covering direct business and inward reinsurance written for external insurers and Group subsidiaries;
- to protect underwriting results by entering into non-proportional treaties which are geared to the size of each Group company. These treaties provide excess-of-loss cover per occurrence (catastrophe risk) and excess-of-loss per insured and excess mortality cover (pandemic risk);
- to share risks on large-scale new business.

### 26.5.2 Loss exposure per catastrophe and per occurrence

- As a member of the *Bureau Commun des Assurances Collectives* pool, CNP Assurances:

(a) benefits from reinsurance cover for accidental death and disability risks for all its group insurance portfolios. The pool comprises market co-insurance of €600 million, of which CNP Assurances represents 24%, and reinsurance purchased by the pool from external reinsurers;

(b) the other portfolios (personal risk insurance, insurance written by the branches, inward reinsurance written by subsidiaries) are also protected by appropriate levels of reinsurance cover for accidental death/disability resulting from catastrophic events;

(c) risks insured by CNP Assurances for employee benefits institutions and mutual insurers are for the most part reinsured on the market;

(d) all term creditor insurance portfolios are reinsured against the risk of higher-than-expected mortality rates under a treaty set up with a pool of reinsurers. The treaty provides cover of up to €315 million in the event of an excess death rate of over 130%. The treaty covers the pandemic risk excluded from the coverage of accidental death/disability resulting from catastrophic events;

(e) these portfolios are also protected against the risk of cumulative claims concerning a single insured.

- In Brazil, the Life and Property portfolios are covered against peak losses by class of risk and up to now they were also covered jointly against accidental death/disability claims resulting from catastrophic events. The business restructuring has created a need to separate the different protections. A study was carried out to determine the disaster cover required to ensure continuity of protection.
- In Cyprus, property risks are also covered against peak losses and catastrophic events.
- Overall, the portfolios of the subsidiaries are covered taking into account each entity's specific characteristics (geographical distribution of risks, business model).

Reinsured portfolios are analysed each year, covering:

- the age pyramid, risk dispersion and concentration of insured populations;
- the number, size and cause of paid claims, including a detailed analysis of the largest claims;
- underwriting and reinsurance results.

Reinsurance balances are net settled at quarterly, half-yearly or annual intervals depending on the treaty. There are currently no disputed balances.

### 26.5.3 Counterparty risk on reinsurance balances

The Group regularly checks the solvency of its reinsurance partners. The discriminating criteria applied for the selection of these partners include their credit rating. In addition, reinsurers must be domiciled in a country approved by the Compliance department.

Excess-of-loss contracts have been placed with reinsurers who are rated between BBB+ and AA+ (see Note 9.9).

### 26.5.4 Insurance-related legal risks

The Group's insurance-related legal risks and its risk management policy are presented in section 2 "Risk factors and Risk management" of the Universal Registration Document on Corporate Governance.

# NOTE 27 Commitments given and received

Under IFRS, forward financial instruments are recognised in the balance sheet.

Reported commitments given and received include the value of collateralised debt obligations transferred under securities lending/borrowing and repurchase/resale transactions.

### COMMITMENTS GIVEN

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Financing commitments | 3,765.7 | 2,709.5 |
| Guarantees | 514.3 | 566.1 |
| Securities commitments | 13,380.4 | 11,357.4 |
| **TOTAL** | **17,660.4** | **14,633.0** |

Securities commitments correspond to securities pledged to reinsurers under the terms of outward reinsurance contracts.

### COMMITMENTS RECEIVED

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Financing commitments | 0.0 | 0.0 |
| Guarantees | 14,628.3 | 14,817.5 |
| Securities commitments | 11,193.8 | 11,448.1 |
| **TOTAL** | **25,822.1** | **26,265.6** |

Securities commitments correspond to securities pledged by ceding insurers under the terms of inward reinsurance contracts.

# NOTE 28 ESEF reporting items

| Name of the reporting entity | CNP Assurances |
|---|---|
| Explanation of the change in name of the reporting entity from end of preceding reporting period | – |
| Domicile of the entity | Paris – France |
| Legal form of entity | *Société anonyme* with a Board of Directors |
| Country of incorporation | France |
| Address of entity's registered office | 4, place Raoul Dautry – 75716 Paris Cedex 15, France |
| Principal place of business | France |
| Description of nature of entity's operations and principal activities | Life insurance and endowment insurance<br>Insurance of personal injury risks<br>Holding company for insurance companies |
| Name of the parent entity | CNP Assurances |
| Name of ultimate parent of group | CNP Assurances |

# 4.2 Statutory Auditors' report on the consolidated financial statements

**For the year ended 31 December 2021**

*This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. This report includes information specifically required by European regulations or French law, such as information about the appointment of Statutory Auditors. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

## Opinion

In compliance with the engagement entrusted to us by your Annual General Meeting, we have audited the accompanying consolidated financial statements of CNP Assurances for the year ended 31 December 2021.

In our opinion, the consolidated financial statements give a true and fair view of the assets and liabilities and of the financial position of the Group at 31 December 2021 and of the results of its operations for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

The audit opinion expressed above is consistent with our report to the Audit and Risk Committee.

## Basis for opinion

### Audit framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under these standards are further described in the "Responsibilities of the Statutory Auditors relating to the audit of the consolidated financial statements" section of our report.

### Independence

We conducted our audit engagement in compliance with the independence rules provided for in the French Commercial Code (*Code de commerce*) and the French Code of Ethics (*Code de déontologie*) for Statutory Auditors for the period from 1 January 2021 to the date of our report, and, in particular, we did not provide any non-audit services prohibited by Article 5 (1) of Regulation (EU) No. 537/2014.

## Justification of assessments – Key audit matters

Due to the global crisis related to the Covid-19 pandemic, the financial statements of this period have been prepared and audited under specific conditions. Indeed, this crisis and the exceptional measures taken in the context of the state of sanitary emergency have had numerous consequences for companies, particularly on their operations and their financing, and have led to greater uncertainties on their future prospects. Those measures, such as travel restrictions and remote working, have also had an impact on the companies' internal organisation and the performance of the audits.

It is in this complex and evolving context that, in accordance with the requirements of Articles L.823-9 and R.823-7 of the French Commercial Code relating to the justification of our assessments, we inform you of the key audit matters relating to the risks of material misstatement that, in our professional judgement, were the most significant in our audit of the consolidated financial statements, as well as how we addressed those risks.

These matters were addressed as part of our audit of the consolidated financial statements as a whole, and therefore contributed to the opinion we formed as expressed above. We do not provide a separate opinion on specific items of the consolidated financial statements.

### MEASUREMENT OF THE ESCALATING RISKS RESERVE FOR LONG-TERM CARE AND TERM CREDITOR POLICIES

*(See Note 9.2 to the consolidated financial statements)*

| Description of risk | How our audit addressed this risk |
|---|---|
| A reserve for escalating risks is recorded to cover timing differences between the coverage of risks and their financing in the form of insurance premiums. This reserve is constituted prospectively by comparing the insurer's future commitments with those of the policyholder. French regulations do not specify all of the inputs to be used to calculate this reserve.<br>At 31 December 2021, the escalating risks reserve for long-term care policies amounted to €444 million, while the escalating risks reserve for term creditor insurance amounted to €223 million before reinsurance.<br>We deemed this risk to be a key audit matter in view of the sensitivity of the calculation of the escalating risks reserve for long-term care and term creditor policies to the choice of the following key assumptions, which require a significant degree of judgement from management:<br>• the discount rate used on the long-term care risk;<br>• the experience-based tables prepared according to observations and analyses established on the basis of portfolio data;<br>• the surrender behaviour of policyholders, in particular given the uncertainty in relation to surrender behaviour caused by the Bourquin amendment to the Sapin II law. | We examined the procedures by which the methodology for determining the escalating risks reserve is implemented. We carried out the following procedures with the guidance of our internal experts in risks and models:<br>We examined the mathematical design of the actuarial model to verify that it did not contain any material misstatement that could distort the calculation result, in particular by recalculating the reserves;<br>We assessed the consistency of the key assumptions used to determine the reserve, which included in particular:<br>• determining homogeneous risk classes (within which the offsetting of positive and negative escalating risks reserves calculated on a case-by-case basis is possible) linked to the segmentation used for pricing;<br>• the principles and methodologies for determining the discount rate;<br>• the principles and methodologies for determining the surrender rate and the related sensitivity tests;<br>• the principles and methodologies for determining the experience-based tables;<br>• the principles for determining escalating risk reserve coefficients and their proper application for case-by-case calculations. |

### IMPAIRMENT TEST OF DISTRIBUTION AGREEMENTS

*(See Note 6.3.3 to the consolidated financial statements)*

| Description of risk | How our audit addressed this risk |
|---|---|
| At 31 December 2021, other intangible assets were recognised in the consolidated balance sheet for a carrying amount of €3,323 million, of which €2,953 million relating to the exclusive distribution agreement with Caixa Econômica Federal and its subsidiary, Caixa Seguridade, covering personal risk insurance, consumer loan insurance and retirement products.<br>The carrying amount of distribution agreements is tested for impairment every six months, as indicated in Note 6.3.3 to the consolidated financial statements. The purpose of the impairment tests is to ensure that their carrying amount does not exceed their recoverable amount.<br>Recoverable amount is generally determined based on the discounted future cash flows and requires significant judgement from management, especially as regards the preparation of forecasts and the discount rates applied.<br>This is particularly the case for the value of the exclusive distribution agreement with Caixa Econômica Federal and its subsidiary, Caixa Seguridade.<br>We deemed the measurement of the recoverable amount of distribution agreements to be a key audit matter, due to the materiality of the assets on the balance sheet and the inherent uncertainty of certain inputs, in particular the likelihood of realisation of the forecasts used in such measurement. | We performed a critical review of the methods applied by management to determine the recoverable amount of the distribution agreements. Our work included the following procedures:<br>• measuring the consistency of the cash flow projections with management's most recent estimates during the budget process;<br>• measuring the reliability of the procedure for estimating the future cash flows, in particular by examining the reasons for differences between forecast and actual cash flows;<br>• assessing the reasonableness of the discount rate and its consistency with the related forecast cash flows;<br>• performing a sensitivity analysis to ensure that a reasonable change in the main assumptions used would not cause the carrying amount of distribution agreements to exceed their recoverable amount. |

#### MEASUREMENT OF UNLISTED FINANCIAL ASSETS

*(See Note 8.3 to the consolidated financial statements)*

| Description of risk | How our audit addressed this risk |
|---|---|
| The financial investments included in the balance sheet of CNP Assurances at 31 December 2021 for a net amount of €443,440 million, represented 92% of the total balance sheet. Financial investments are measured at fair value at the end of the reporting period. For most of the asset portfolio, determining this value is not especially problematic given that the assets are listed on the markets.<br>However, the risk concerning the measurement of fair value is considered greater for assets that are not listed on liquid markets, as indicated in Note 8.3 to the consolidated financial statements, such as structured debt securities, venture-capital funds, loan funds, derivatives, shares in real estate companies and private equity investments.<br>Some of these investments are valued on the basis of models and assumptions. The techniques adopted by management for their measurement therefore involve significant judgements as regards the methods, assumptions and data to be used.<br>In light of the materiality of outstandings and the sensitivity of the valuation of these unlisted financial assets to management's choices in terms of calculation methodologies and inputs, we deemed the correct measurement of unlisted financial assets to be a key audit matter. | We performed the following procedures:<br>• we assessed the control system associated with the valuation process, particularly by verifying that controls put in place by management exist and are effectively implemented;<br>• we verified that the estimates of these values determined by management are based on an appropriate justification of the measurement method and of the figures used;<br>• we obtained the most recent valuations available for a sample of assets, prepared by experts and fund managers, in order to assess the values used by the Company;<br>• we worked with our internal experts in risks and models to perform an independent calculation and a sensitivity analysis on a sample of structured securities. |

## Specific verifications

As required by legal and regulatory provisions and in accordance with professional standards applicable in France, we have also performed the specific verifications on the information pertaining to the Group presented in the Board of Directors' management report.

We have no matters to report as to its fair presentation and its consistency with the consolidated financial statements, it being specified that it is not our responsibility to give an opinion on the fair presentation and the consistency with the consolidated financial statements of the supervisory reporting (SCR coverage ratio) taken from the report provided for in Article L.356-23 of the French Insurance Code (*Code des assurances*).

We attest that the Board of Directors' management report includes the consolidated non-financial performance statement required under Article L.225-102-1 of the French Commercial Code. However, in accordance with Article L.823-10 of the French Commercial Code, we have not verified the fair presentation and consistency with the consolidated financial statements of the information given in that statement, which will be the subject of a report by an independent third party.

## Other verifications and information pursuant to legal and regulatory requirements

### Presentation of the consolidated financial statements to be included in the annual financial report

In accordance with professional standards applicable to the Statutory Auditors' procedures for annual and consolidated financial statements presented according to the European single electronic reporting format, we have verified that the presentation of the consolidated financial statements to be included in the annual financial report referred to in paragraph I of Article L.451-1-2 of the French Monetary and Financial Code (*Code monétaire et financier*) and prepared under the Chief Executive Officer's responsibility, complies with this format, as defined by European Delegated Regulation No. 2019/815 of 17 December 2018. As it relates to the consolidated financial statements, our work included verifying that the markups in the financial statements comply with the format defined by the aforementioned Regulation.

On the basis of our work, we conclude that the presentation of the consolidated financial statements to be included in the annual financial report complies, in all material respects, with the European single electronic reporting format.

It is not our responsibility to ensure that the consolidated financial statements to be included by the Company in the annual financial report filed with the AMF correspond to those on which we carried out our work.

## Appointment of the Statutory Auditors

We were appointed Statutory Auditors of CNP Assurances by the Annual General Meetings held on 18 May 1998 for Mazars and on 25 May 2010 for PricewaterhouseCoopers Audit.

At 31 December 2021, Mazars and PricewaterhouseCoopers Audit were in the twenty-fourth and the twelfth consecutive year of their engagement, respectively.

# Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for preparing consolidated financial statements giving a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union, and for implementing the internal control procedures it deems necessary for the preparation of consolidated financial statements that are free of material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting, unless it expects to liquidate the Company or to cease operations.

The Audit and Risk Committee is responsible for monitoring the financial reporting process and the effectiveness of internal control and risk management systems, as well as, where applicable, any internal audit systems, relating to accounting and financial reporting procedures.

The consolidated financial statements were approved by the Board of Directors.

# Responsibilities of the Statutory Auditors relating to the audit of the consolidated financial statements

## Objective and audit approach

Our role is to issue a report on the consolidated financial statements. Our objective is to obtain reasonable assurance about whether the consolidated financial statements as a whole are free of material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions taken by users on the basis of these consolidated financial statements.

As specified in Article L.823-10-1 of the French Commercial Code, our audit does not include assurance on the viability or quality of the Company's management.

As part of an audit conducted in accordance with professional standards applicable in France, the Statutory Auditors exercise professional judgement throughout the audit.

**They also:**

- identify and assess the risks of material misstatement in the consolidated financial statements, whether due to fraud or error, design and perform audit procedures in response to those risks, and obtain audit evidence considered to be sufficient and appropriate to provide a basis for their opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- obtain an understanding of the internal control procedures relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management and the related disclosures in the notes to the consolidated financial statements;
- assess the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. This assessment is based on the audit evidence obtained up to the date of the audit report. However, future events or conditions may cause the Company to cease to continue as a going concern. If the Statutory Auditors conclude that a material uncertainty exists, they are required to draw attention in the audit report to the related disclosures in the consolidated financial statements or, if such disclosures are not provided or are inadequate, to issue a qualified opinion or a disclaimer of opinion;
- evaluate the overall presentation of the consolidated financial statements and assess whether these statements represent the underlying transactions and events in a manner that achieves fair presentation;
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. The Statutory Auditors are responsible for the management, supervision and performance of the audit of the consolidated financial statements and for the opinion expressed thereon.

## Report to the Audit and Risk Committee

We submit a report to the Audit and Risk Committee, which includes, in particular, a description of the scope of the audit and the audit programme implemented, as well as the results of our audit. We also report any significant deficiencies in internal control that we have identified regarding the accounting and financial reporting procedures.

Our report to the Audit and Risk Committee includes the risks of material misstatement that, in our professional judgement, were the most significant for the audit of the consolidated financial statements and which constitute the key audit matters that we are required to describe in this report.

We also provide the Audit and Risk Committee with the declaration provided for in Article 6 of Regulation (EU) No. 537/2014, confirming our independence within the meaning of the rules applicable in France, as defined in particular in Articles L.822-10 to L.822-14 of the French Commercial Code and in the French Code of Ethics for Statutory Auditors. Where appropriate, we discuss any risks to our independence and the related safeguard measures with the Audit and Risk Committee.

Neuilly-sur-Seine and Courbevoie, 3 March 2022

The Statutory Auditors

| **PricewaterhouseCoopers Audit** | **Mazars** |
|---|---|
| Frédéric Trouillard Mignen | Jean-Claude Pauly |

# 4.3 2021 Parent company financial statements

## 4.3.1 Balance Sheet at 31 December 2021

### 4.3.1.1 Assets

| *(In € thousands)* | Notes | 31.12.2021 | 31.12.2020 | Year-on-year change |
|---|---|---|---|---|
| **Intangible assets** | **5.1** | **63,083** | **62,758** | **0.5%** |
| **Investments** | | **305,033,479** | **301,619,134** | **1.1%** |
| Land and buildings | 5.1 | 13,331,275 | 13,242,093 | 0.7% |
| Investments in subsidiaries and affiliates | 5.1 and 5.4.1 | 14,836,783 | 12,095,476 | 22.7% |
| Other investments | | 276,489,860 | 275,997,741 | 0.2% |
| Cash deposits with ceding insurers | 5.2.1 | 375,561 | 283,824 | 32.3% |
| **Assets held to cover linked liabilities** | **5.2.1** | **46,754,914** | **39,512,692** | **18.3%** |
| **Reinsurers' share of technical reserves** | | **20,849,574** | **20,943,176** | **-0.4%** |
| Unearned premium and unexpired risks reserves | | 0 | 0 | 0.0% |
| Life premium reserves | | 17,866,535 | 18,174,275 | -1.7% |
| Outstanding life claims reserves | | 303,119 | 256,833 | 18.0% |
| Outstanding non-life claims reserves | | 381,025 | 351,885 | 8.3% |
| Policyholder surplus reserve and rebates – life | | 330,800 | 328,287 | 0.8% |
| Policyholder surplus reserve and rebates – non-life | | 593 | 4,560 | -87.0% |
| Claims equalisation reserve | | 5,002 | 4,934 | 1.4% |
| Other life technical reserves | | 0 | 0 | 0.0% |
| Other non-life technical reserves | | 65,424 | 59,829 | 9.4% |
| Linked liabilities | | 1,897,077 | 1,762,573 | 7.6% |
| **Receivables** | **5.3** | **6,572,643** | **6,909,229** | **-4.9%** |
| **Insurance receivables** | **5.3** | **2,105,856** | **2,057,456** | **2.4%** |
| *Earned premiums not yet written* | *5.3* | *1,478,935* | *1,665,969* | *-11.2%* |
| *Other insurance receivables* | *5.3* | *626,921* | *391,487* | *60.1%* |
| **Reinsurance receivables** | **5.3** | **152,403** | **143,732** | **6.0%** |
| **Other receivables** | **5.3** | **4,314,384** | **4,708,040** | **-8.4%** |
| *Prepaid payroll costs* | *5.3* | *5* | *94* | *-94.7%* |
| *Prepaid and recoverable taxes* | *5.3* | *515,894* | *730,677* | *-29.4%* |
| *Other* | *5.3* | *3,798,485* | *3,977,269* | *-4.5%* |
| **Other assets** | | **551,528** | **749,813** | **-26.4%** |
| Property and equipment | | 137,125 | 163,799 | -16.3% |
| Current accounts and cash on hand | | 409,185 | 579,409 | -29.4% |
| Treasury shares | 5.5.2 | 5,218 | 6,604 | -21.0% |
| **Accrued income and prepaid expenses** | **5.7.1 and 5.7.2** | **7,578,793** | **6,906,003** | **9.7%** |
| Accrued interest and rental revenue | 5.7.1 and 5.7.2 | 1,817,667 | 2,117,179 | -14.1% |
| Deferred acquisition costs | 5.7.1 and 5.7.2 | 261 | 67 | 288.4% |
| Other accrued income and prepaid expenses | 5.7.1 and 5.7.2 | 5,760,865 | 4,788,757 | 20.3% |
| **TOTAL ASSETS** | | **387,404,014** | **376,702,805** | **2.8%** |

### 4.3.1.2 Equity and liabilities

| *(In € thousands)* | Notes | 31.12.2021 | 31.12.2020 | Year-on-year change |
|---|---|---|---|---|
| **Equity** | **5.6** | **14,109,674** | **13,950,399** | **1.1%** |
| Share capital | 5.5.1 and 5.6 | 686,618 | 686,618 | 0.0% |
| Additional paid-in capital | 5.6 | 1,736,332 | 1,736,332 | 0.0% |
| Revaluation reserve | 5.6 | 38,983 | 38,983 | 0.0% |
| Other reserves | 5.6 | 6,378,036 | 6,332,639 | 0.7% |
| Retained earnings | 5.6 | 4,078,332 | 4,025,940 | 1.3% |
| Net profit for the year | 5.6 | 1,191,373 | 1,129,887 | 5.4% |
| **Subordinated debt** | **8** | **8,834,259** | **8,715,908** | **1.4%** |
| **Technical reserves** | | **266,392,235** | **268,264,521** | **-0.7%** |
| Unearned premium and unexpired risks reserves | | 45,536 | 50,889 | -10.5% |
| Life premium reserves | 5.8 | 239,810,190 | 242,251,518 | -1.0% |
| Outstanding life claims reserves | | 4,665,610 | 4,789,313 | -2.6% |
| Outstanding non-life claims reserves | | 4,826,764 | 4,834,087 | -0.2% |
| Policyholder surplus reserve and rebates – life | | 14,969,815 | 14,239,056 | 5.1% |
| Policyholder surplus reserve and rebates – non-life | | 10,984 | 25,310 | -56.6% |
| Claims equalisation reserves | | 401,956 | 372,330 | 8.0% |
| Other life technical reserves | | 330,426 | 340,915 | -3.1% |
| Other non-life technical reserves | | 1,330,954 | 1,361,103 | -2.2% |
| **Linked liabilities** | | **47,380,696** | **39,962,817** | **18.6%** |
| **Provisions for liabilities and charges** | **5.7.3** | **123,695** | **131,673** | **-6.1%** |
| **Cash deposits received from reinsurers** | **5.3** | **11,173,120** | **11,367,674** | **-1.7%** |
| **Miscellaneous payables** | **5.3** | **36,225,171** | **31,954,072** | **13.4%** |
| Liabilities arising from insurance transactions | 5.3 | 599,322 | 923,915 | -35.1% |
| Liabilities arising from reinsurance transactions | 5.3 | 738,253 | 506,390 | 45.8% |
| Bank borrowings | 5.3 | 178,716 | 105,788 | 68.9% |
| Other payables | 5.3 | 34,708,880 | 30,417,979 | 14.1% |
| *Other borrowings, deposits and guarantees received* | *5.3* | *11,175,584* | *11,113,851* | *0.6%* |
| *Prepaid payroll costs* | *5.3* | *432,693* | *381,428* | *13.4%* |
| *Accrued payroll and other taxes* | *5.3* | *403,497* | *453,569* | *-11.0%* |
| *Other payables* | *5.3* | *22,697,106* | *18,469,131* | *22.9%* |
| **Accrued expenses and deferred income** | **5.7.1 and 5.7.2** | **3,165,163** | **2,355,741** | **34.4%** |
| **TOTAL EQUITY AND LIABILITIES** | | **387,404,014** | **376,702,805** | **2.8%** |

## 4.3.2 Income Statement for the year ended 31 December 2021

### 4.3.2.1 Non-life technical account

| Non-life technical account<br>*(In € thousands)* | Notes | 31.12.2021<br>Gross | <br>Reinsurance | <br>Net | 31.12.2020<br>Net | Year-on-year change |
|---|---|---|---|---|---|---|
| **Earned premiums** | **6.11** | **1,742,166** | **(84,837)** | **1,657,329** | **1,579,607** | **4.9%** |
| Premiums | | 1,736,813 | (84,837) | 1,651,976 | 1,571,765 | 5.1% |
| Change in unearned premiums reserve and unexpired risks reserve | | 5,353 | 0 | 5,353 | 7,843 | -31.7% |
| **Allocated investment income** | | **107,479** | **0** | **107,479** | **104,847** | **2.5%** |
| **Other underwriting income** | | **8,930** | **0** | **8,930** | **12,561** | **-28.9%** |
| **Paid claims and benefits and change in claims reserves** | | **(1,283,564)** | **47,874** | **(1,235,690)** | **(1,298,907)** | **-4.9%** |
| Paid claims and expenses | | (1,290,872) | 17,977 | (1,272,896) | (1,274,431) | -0.1% |
| Allocation to claims reserves | | 7,309 | 29,897 | 37,205 | (24,476) | -252.0% |
| **Change in other technical reserves** | | **32,482** | **5,595** | **38,077** | **62,337** | **-38.9%** |
| **Policyholder dividends** | **6.8** | **8,262** | **(3,967)** | **4,295** | **(10,519)** | **-140.8%** |
| **Acquisition costs and administrative expenses** | | **(501,472)** | **20,147** | **(481,325)** | **(486,479)** | **-1.1%** |
| Business acquisition costs | | (412,776) | 0 | (412,776) | (447,842) | -7.8% |
| Contract administration expenses | | (88,696) | 0 | (88,696) | (68,164) | 30.1% |
| Reinsurance commissions received | | 0 | 20,147 | 20,147 | 29,528 | -31.8% |
| **Other underwriting expenses** | | **(15,567)** | **0** | **(15,567)** | **(14,625)** | **6.4%** |
| **Change in claims equalisation reserve** | | **(22)** | **68** | **46** | **(20,779)** | **-100.2%** |
| **NON-LIFE UNDERWRITING RESULT** | **6.2** | **98,696** | **(15,121)** | **83,575** | **(71,955)** | **-216.1%** |

## 4.3.2.2 Life technical account

| Life technical account *(In € thousands)* | Notes | 31.12.2021 Gross | 31.12.2021 Reinsurance | 31.12.2021 Net | 31.12.2020 Net | Year-on-year change |
|---|---|---|---|---|---|---|
| **Premiums** | **6.11** | **18,512,665** | **(593,360)** | **17,919,306** | **14,076,467** | **27.3%** |
| **Investment income** | **6.1** | **8,227,672** | **(169,563)** | **8,058,109** | **8,095,828** | **-0.5%** |
| Investment revenues | 6.1 | 6,112,391 | (169,563) | 5,942,829 | 6,321,190 | -6.0% |
| Other investment income | 6.1 | 611,861 | 0 | 611,861 | 337,915 | 81.1% |
| Profits on disposal of investments | 6.1 | 1,503,419 | 0 | 1,503,419 | 1,436,723 | 4.6% |
| **Mark-to-market gains on assets held to cover linked liabilities** | | **6,676,078** | **(220,042)** | **6,456,035** | **6,882,466** | **-6.2%** |
| **Other underwriting income** | | **78,246** | **(285)** | **77,961** | **43,416** | **79.6%** |
| **Paid claims and benefits and change in claims reserves** | | **(20,472,900)** | **1,186,184** | **(19,286,716)** | **(18,192,303)** | **6.0%** |
| Paid claims and expenses | | (20,607,063) | 1,139,899 | (19,467,164) | (17,684,577) | 10.1% |
| Allocation to claims reserves | | 134,163 | 46,285 | 180,448 | (507,726) | -135.5% |
| **Change in life premium reserves and other technical reserves** | | **1,255,329** | **(173,528)** | **1,081,801** | **7,226,525** | **-85.0%** |
| Life premium reserves | 5.8 | 7,393,642 | (306,988) | 7,086,654 | 8,880,684 | -20.2% |
| Linked liabilities | | (6,119,488) | 134,504 | (5,984,984) | (1,642,332) | 264.4% |
| Other technical reserves | | (18,825) | (1,044) | (19,869) | (11,828) | 68.0% |
| **Policyholder dividends** | **6.8** | **(4,823,565)** | **1,525** | **(4,822,041)** | **(4,503,401)** | **7.1%** |
| **Acquisition costs and administrative expenses** | | **(2,389,354)** | **104,404** | **(2,284,950)** | **(2,261,277)** | **1.0%** |
| Business acquisition costs | | (1,103,692) | 0 | (1,103,692) | (1,116,820) | -1.2% |
| Contract administration expenses | | (1,285,662) | 0 | (1,285,662) | (1,245,810) | 3.2% |
| Reinsurance commissions received | | 0 | 104,404 | 104,404 | 101,353 | 3.0% |
| **Investment expenses** | **6.1** | **(2,911,942)** | **5,063** | **(2,906,879)** | **(3,242,368)** | **-10.3%** |
| Internal and external investment management expenses and interest | 6.1 | (606,266) | 0 | (606,266) | (588,693) | 3.0% |
| Other investment expenses | 6.1 | (1,169,020) | 5,063 | (1,163,957) | (1,602,950) | -27.4% |
| Losses on disposal of investments | 6.1 | (1,136,656) | 0 | (1,136,656) | (1,050,725) | 8.2% |
| **Mark-to-market losses on assets held to cover linked liabilities** | | **(2,631,262)** | **28,746** | **(2,602,516)** | **(6,592,828)** | **-60.5%** |
| **Other underwriting expenses** | | **(310,796)** | **41** | **(310,755)** | **(235,788)** | **31.8%** |
| **Investment income transferred to the non-technical account** | | **0** | **0** | **0** | **0** | **0.0%** |
| **LIFE UNDERWRITING RESULT** | **6.2** | **1,210,169** | **169,186** | **1,379,356** | **1,296,738** | **6.4%** |

### 4.3.2.3 Non-technical account

| Non-technical account<br>*(In € thousands)* | Notes | 31.12.2021 | 31.12.2020 | Year-on-year change |
|---|---|---|---|---|
| **Non-life underwriting result** | **6.2** | **83,575** | **(71,955)** | **-216.1%** |
| **Life underwriting result** | **6.2** | **1,379,356** | **1,296,738** | **6.4%** |
| **Investment income** | **6.1** | **500,694** | **512,791** | **-2.4%** |
| Investment revenues | 6.1 | 369,260 | 400,385 | -7.8% |
| Other investment income | 6.1 | 38,018 | 21,404 | 77.6% |
| Profits on disposal of investments | 6.1 | 93,416 | 91,002 | 2.7% |
| **Allocated investment income** | | **0** | **0** | **0.0%** |
| **Investment expenses** | **6.1** | **(180,620)** | **(205,372)** | **-12.1%** |
| Internal and external investment management expenses and interest | 6.1 | (37,671) | (37,288) | 1.0% |
| Other investment expenses | 6.1 | (72,323) | (101,531) | -28.8% |
| Losses on disposal of investments | 6.1 | (70,627) | (66,553) | 6.1% |
| **Investment income transferred to the technical account** | | **(107,479)** | **(104,847)** | **2.5%** |
| **Other non-technical income** | **6.6** | **22,442** | **12,103** | **85.4%** |
| **Other non-technical expenses** | **6.6** | **(74,430)** | **(22,593)** | **229.4%** |
| **Non-recurring items** | **6.6** | **(4,058)** | **(11,945)** | **-66.0%** |
| Non-recurring income | 6.6 | 33,379 | 31,449 | 6.1% |
| Non-recurring expenses | 6.6 | (37,437) | (43,394) | -13.7% |
| **Employee profit-sharing** | | **(31,576)** | **(22,969)** | **37.5%** |
| **Income tax expense** | **6.7** | **(396,532)** | **(252,063)** | **57.3%** |
| **NET PROFIT FOR THE YEAR** | | **1,191,373** | **1,129,887** | **5.4%** |

## 4.3.3 Commitments received and given

| *(In € thousands)* | Notes | 31.12.2021 | 31.12.2020 |
|---|---|---|---|
| **1. Commitments received** | | **120,710,069** | **108,292,408** |
| 1a. Commitments related to securities, other assets or revenue* | 7 | 118,564,994 | 105,786,482 |
| 1b. Other commitments received | | 2,145,075 | 2,505,926 |
| **2. Commitments given** | | **46,977,866** | **55,164,173** |
| 2a. Sureties, bonds and guarantees provided | | 11,259,897 | 11,262,136 |
| 2b. Securities and other assets purchased under resale agreements | | 4,856 | 4,482 |
| 2c. Other commitments related to securities, other assets or revenue* | 7 | 16,638,657 | 28,124,254 |
| 2d. Other commitments given | | 19,074,456 | 15,773,301 |
| **3. Securities lodged as collateral by reinsurers** | | **11,174,414** | **11,429,601** |

* *Commitments related to forward financial instruments are presented in Note 7*

## 4.3.4 Notes to the financial statements

### DETAILED CONTENTS

CNP Assurances is a French *société anonyme* (public limited company) with a Board of Directors, governed by Articles L.225-17 to L.225-56 of the French Commercial Code (*Code de commerce*), with capital of €686,618,477. In accordance with its licence and Article 2 of its Articles of Association, the Company's corporate purpose is to:

- provide accidental injury and health insurance;
- write bodily injury insurance covering accident and health risks;
- hold majority interests in insurance companies.

For this purpose, it may:

- hold interests in undertakings whose business contributes to fulfilling the Company's corporate purpose; and generally
- carry out any and all directly or indirectly related operations that facilitate development of the business or fulfilment of the corporate purpose.

# NOTE 1 Significant events of the year

## 1.1 CNP Assurances finalises the acquisition of life insurance businesses in Italy

On 3 March 2021, CNP Assurances signed a binding agreement to acquire Italian life insurance businesses from Aviva.

The scope of the transaction concerns the following Aviva Group life businesses in Italy:

- 51% of CNP Vita Assicura, a life insurance company in which UniCredit holds 49%;
- 100% of CNP Vita Assicurazioni, a life insurance company;
- Aviva Italia Servizi S.c.a.r.l, which provides business support services to the two insurance companies.

The transaction will strengthen the partnership between CNP Assurances and UniCredit SpA through CNP Vita Assicura, complementing their existing partnership through CNP UniCredit Vita SpA.

The acquisition price of €543 million was financed by CNP Assurances using its own funds.

The transaction was finalised on 1 December 2021.

## 1.2 USD 700 million Tier 1 subordinated notes issue

On 7 April 2021, CNP Assurances completed a US$700.0 million restricted Tier 1 subordinated notes issue. These undated notes bear a 4.875% fixed rate until 7 April 2031.

They feature a principal write-down mechanism together with a mandatory interest cancellation in case of solvency deficiency of CNP Assurances, as required by the Solvency II directive.

The notes were swapped into EUR for a 10-year period providing an effective yield cost to CNP Assurances of 2.852%.

## 1.3 Finalisation of the new exclusive long-term partnership with Caixa Econômica Federal in Brazil for the distribution of *consórcio* products

On 30 March 2021, the closing transactions set out in the agreement signed on 13 August 2020 with Caixa Econômica Federal and Caixa Seguridade were finalised, in particular the payment of R$250 million to Caixa Econômica Federal.

In line with the contractual provisions, the new distribution agreement has been implemented through a newly formed insurance joint venture between CNP Assurances and Caixa Seguridade, the holding company for CEF's insurance operations.

CNP Assurances and Caixa Seguridade own respectively 50.01% and 49.99% of the voting rights in the joint venture and 25% and 75% of the economic rights.

This transaction was subject to review by the Brazilian Central Bank (BACEN). Its authorisation was issued on 29 July 2021.

## 1.4 €500 million Tier 2 notes issue

On 12 October 2021, CNP Assurances issued €500 million worth of subordinated notes due 12 October 2053 and paying interest at 1.875% until 12 October 2033.

## 1.5 Changes in CNP Assurances' ownership structure

On 28 October 2021, La Banque Postale (LBP), CNP Assurances' parent company, announced its intention to buy out BPCE group's interest in CNP Assurances and file with the AMF a simplified tender offer for the CNP Assurances' shares held by minority shareholders at a price of €21.90 per share, to be followed by a squeeze-out procedure.

On 16 December 2021, La Banque Postale acquired all of the 16.1% of CNP Assurances' capital held by the BPCE group, increasing its stake in CNP Assurances to 78.9% (taking into account the prior merger of SF2 into LBP).

## 1.6 Transfer of Allianz France's savings contract portfolios to CNP Assurances

CNP Assurances and Allianz France have finalised a transfer of savings contracts from Allianz France to CNP Assurances. The transfer was published in the legal gazette *(Journal Officiel)* on 30 November 2021.

It includes more than 20,000 life insurance and endowment contracts. Excelis and Satinium were marketed by La Banque Postale to its retail customers between 2009 and 2019. La Banque Postale continues to monitor holders of these policies. Assets transferred at 1 January 2021 stood at €2.1 billion, 60% of which in unit-linked products. The price paid by CNP Assurances is €32.5 million.

## 1.7 Financial impacts of the Covid-19 pandemic

CNP Assurances did not identify any material effect on its intangible assets or overall solvency, except for the indirect effect of persistently low interest rates.

# NOTE 2 Subsequent events

None.

# NOTE 3 Change in accounting policies

None.

# NOTE 4 Accounting policies and principles

CNP Assurances' financial statements are prepared in accordance with French generally accepted accounting principles (ANC Regulation 2015-11 dated 26 November 2015 *et seq.* on the financial statements of insurance undertakings) and the French Insurance Code (*Code des Assurances*).

The financial year runs from 1 January to 31 December.

CNP Assurances is the consolidating entity for the CNP Assurances Group.

## 4.1 Own funds

### 4.1.1 Equity

Share issuance costs are deducted from the related premiums.

In their statutory accounts, French insurers are required to accumulate realised gains on bonds in a capitalisation reserve that can be used to offset realised losses in order to smooth revenues from bond portfolios classified under Article R.343-9 of the French Insurance Code. Up until 1 January 2010, gains credited to the reserve were excluded from the calculation of taxable profit. Effective from 1 January 2010, gains credited to the reserve are included in taxable profit and losses charged against the reserve are deducted.

### 4.1.2 Treasury shares

Treasury shares, corresponding mainly to shares acquired to stabilise the CNP Assurances share price, are recorded in "Marketable securities".

## 4.2 Intangible assets

Intangible assets, including the cost of integrating business applications and purchased software licenses, are measured and recognised in accordance with ANC Regulation 2014-03 dated 5 June 2014 (book I, title II, Chapter I, section 3) on the general chart of accounts.

Intangible assets are amortised over five or eight years, corresponding to the best estimate of the assets' useful lives.

Internally developed software is amortised from the date on which it is put in production. Licences are amortised from the date of purchase.

Assets no longer used by the Company are scrapped.

## 4.3 Investing activities

### 4.3.1 Measurement

Investments are measured at historical cost less transaction costs, with the exception of:

- investments held in unit-linked assets, which are measured at their period-end realisable value, in accordance with Article 222-5 of ANC Regulation 2015-11 dated 26 November 2015, with a corresponding adjustment to the linked liability;
- investments subject to legal revaluation requirements.

#### Investment property

In accordance with ANC Regulation 2014-03 dated 5 June 2014, each significant part of a building is measured separately at cost less accumulated depreciation and any accumulated impairment losses.

Borrowing costs incurred during the construction period are recognised as an expense.

For the purpose of determining depreciation periods, properties are considered as comprising five significant parts with different useful lives:

- land;
- shell and roof structure;
- facades and roofing;
- fixtures;
- technical installations.

Maintenance and upkeep costs are capitalised by significant parts provided that future economic benefits are expected to flow from the work and they can be estimated reliably.

Expenses directly attributable to the purchase of a property are included in its cost and depreciated over the useful life of the shell.

Rental income is recognised in the income statement on an accruals basis.

A simplified approach was used to allocate the amortised cost of each building to its significant parts, based on the breakdown observed for similar reference buildings in the following eight categories:

- "Haussmann" style residential buildings;
- modern and semi-modern residential buildings;
- "old" office buildings;
- modern and semi-modern office buildings;
- shopping centres and cinemas;
- business premises;
- high-rise residential buildings;
- high-rise office buildings.

The percentage of a building's value represented by each significant part was determined based on the observed average percentage for buildings in each of the eight reference categories.

Fixtures and fittings were allocated to the other significant parts in view of their non-material amounts.

#### Equity investments

Equities are recognised at their purchase price excluding transaction costs. Dividends are recognised in the payment period, excluding tax credits which are netted against income tax expense.

#### Bonds, notes and other fixed income securities

Bonds, notes and other fixed income securities are recognised at their purchase price, less accrued interest which is recorded in the income statement at the end of the reporting period.

For all portfolios, the premium or discount corresponding to the difference between the redemption price and the purchase price, excluding accrued interest, is recognised over the remaining life of the securities by the yield-to-maturity method for fixed rate securities and the straight-line method for variable rate securities.

In accordance with Article 122-1 of ANC Regulation 2015-11 of 26 November 2015, the same basis of calculation is used for all amortisable securities covered by Articles R.343-9 and R.343-10 of the French Insurance Code.

## 4.3.2 Depreciation of buildings

Depreciation is calculated on a straight-line basis to write off the acquisition or construction cost of each significant part of a property over its estimated useful life.

Due to the difficulty of reliably determining the residual value of property, investment and owner-occupied properties are considered as having no residual value.

Depreciation periods are based on the estimated useful lives of the significant parts of each property, with the exception of land which is not depreciated. These periods are as follows:

- shell: 50 years;
- facades and roofing: 30 years except for warehouses, factories, shopping centres and cinemas: 20 years;
- technical installations: 20 years;
- fixtures: 10 years.

## 4.3.3 Specific provisions for impairment of property and securities

Provisions for impairment are recorded in accordance with ANC Regulation 2015-11 dated 26 November 2015 (book I, title II, Chapter III).

### Securities classified under Article R.343-9 of the French Insurance Code

In accordance with Article 123-1, CNP Assurances assesses "whether or not there is a recognised counterparty risk arising from one or a number of events that have occurred since initial recognition, and whether the related impairment loss can be estimated reliably".

Debt securities classified under Article R.343-9 are written down when there is a recognised risk of issuer default. The potential impairment loss arising from the deterioration in issuer risk is estimated by the Company using a multi-criteria approach. In the event of an improvement in the issuer's situation, the impairment loss is reversed in proportion to this improvement.

### Securities classified under Article R.343-10 of the French Insurance Code

Securities classified under Article R.343-10 are reviewed at each period-end to determine whether they have suffered an other-than-temporary impairment in value, in accordance with Article 123-6 of ANC Regulation 2015-11.

This regulation represents a continuation of the rules that applied prior to its adoption, The provisions for other-than-temporary impairment of assets recorded were recognised directly in opening equity, with no impact on profit.

### Property

At the end of each reporting period, properties are assessed to determine whether there is any indication that they may be impaired.

One such indicator is a fall in the building's value to more than 20% below cost. If there is evidence of impairment, CNP Assurances estimates the recoverable amount of the property concerned.

The recoverable amount of a property is the higher of its value in use and its appraisal value, as determined by annual independent valuations of the entire property portfolio. The recoverable amount is prorated between the land and shell components based on the property's carrying amount.

### Securities classified under Article R.343-10

#### a) Criteria for assessing whether an asset is subject to other-than-temporary impairment

The criteria used to determine whether an asset is subject to other-than-temporary impairment depend on the nature of the asset and the associated risk:

#### Equity investments classified under Article R.343-10

A range of indicators such as sustained losses or negative business plan projections are considered as objective evidence of other-than-temporary impairment.

#### Other non-amortisable securities classified under Article R.343-10

Article 123-10 states that one criterion supporting the presumption of other-than-temporary impairment is a steep fall in the securities' market value over a long period in sharp contrast to the performance of the securities' market. In the case of French equities, there is a presumption of other-than-temporary impairment if their market value is more than 20% below cost, or 30% if the market is highly volatile. These rules are transposed and adapted as necessary to the characteristics of the investments concerned, particularly mutual funds and foreign securities.

After the volatility caused by the 2008 crisis, in 2012, the threshold for the presumption of other-than-temporary impairment was reduced back to 20%, for both French and foreign securities.

The following securities must also be tested for impairment:

- securities for which a provision has already been recognised;
- securities for which there is objective evidence that the Company may not be able to recover all or part of the carrying amount of the investment;
- securities that have been trading consistently over the past six months at a discount of at least 30% in a highly volatile market;
- securities that have (i) lost more than 50% of their carrying amount at the reporting date, (ii) behaved abnormally since the reporting date, or (iii) been subject to an unfavourable assessment by CNP Assurances.

### Amortisable securities classified under Article R.343-10

In accordance with Article 123-7-1, amortisable securities classified under Article R.343-10, that CNP Assurances has the positive intention and ability to hold to maturity, are only written down if there is a recognised credit risk.

In accordance with Article 123-7-2, amortisable securities classified under Article R.343-10, that CNP Assurances does not have the positive intention or the ability to hold to maturity, are tested for impairment taking into account all the identified risks and the intended holding period.

#### b) Amount of the provision

The amount of the provision always corresponds to the difference between the carrying amount and the recoverable amount.

Therefore, if the asset is intended to be sold in the short-term, the recoverable amount is the market price.

If the Company has the positive intention and ability to hold on to the assets, given the stability of its insurance liabilities and its asset rotation policy, the recoverable amount takes account of the intended holding period.

The recoverable amount of investments in subsidiaries and affiliates takes account of the investees' earnings outlook and business plan projections. It is based on the value in use of the securities determined using a multi-criteria approach and a long-term perspective.

The recoverable amount of other equities and mutual fund units is based on their fair value as determined using a multi-criteria approach, capitalised over the probable holding period for the corresponding assets at the risk-free rate plus a conservatively estimated risk premium (capitalisation rate corresponding to the TME rate +500 bp), or at the average market rate for the last month of the period. The probable holding period reflects the Company's ability and intention to hold these financial assets.

A provision of €1,444 million for other-than-temporary impairment was recorded on equities and mutual fund units.

## 4.3.4 General provisions for impairment of property, equities and other securities

The Company has set up a liquidity risk reserve.

In accordance with Article R.343-5 of the French Insurance Code, amending certain rules applicable to investor insurance companies, this reserve is used to record any overall decline in the aggregate carrying amount of (i) amortisable assets classified under Article R.343-10 that CNP Assurances does not have the positive intention or the ability to hold to maturity, and (ii) non-amortisable assets classified under Article R.343-10, when the impairment is covered by Article R.343-5 of the Code.

The Company elected to defer recognition of the liquidity risk reserve, as allowed by Article R.343-6 of the French Insurance Code.

Article A.343-1-2 of the French Insurance Code stipulates that the duration of liabilities should be measured based on year-by-year projections of cash outflows (total and partial surrenders and death benefit) over a 50-year period. The timing of cash outflows may vary for a number of different reasons, notably due to policyholders' surrender options. The cash flows are not discounted. The duration has been limited to eight years in order to obtain a whole number.

Based on this duration, the liquidity risk reserve is deferred over an eight-year period. The deferred expense is recorded in the non-technical account, by crediting account 753 "Increase in the deferred liquidity risk reserve" and debiting account 379 "Deferred liquidity risk reserve". For more information, refer to Note 5.10.

In accordance with Article R.322-6 of the French Insurance Code, the expense deferred pursuant to Article R.343-6 is deducted from distributable profit, as defined in Article L.232-11 of the French Commercial Code, from the profit defined in Article L.232-12, paragraph 2 of said Code.

### Realisable value

Realisable value is defined as follows for the purposes of calculating the liquidity risk reserve:

- the realisable value of marketable securities and listed shares is the average of the prices quoted over the 30 days preceding the reporting date, or the most recent available quoted price;
- the realisable value of mutual fund units is the average of the bid prices quoted over the 30 days preceding the reporting date, or the most recent available quoted price;
- the realisable value of property and shares in unlisted property companies is determined on the basis of five-yearly valuations performed by an independent expert recognised by the insurance supervisor. In the period between two five-yearly valuations, realisable value is estimated at each year-end and the amounts obtained are certified by an independent expert. The recoverable amount of a property is the higher of its value in use and its net market price, as determined by annual valuations of the Company's entire property portfolio;
- the sale value of unlisted securities is determined as the fair value corresponding to the price that would be obtained in an arm's length transaction, taking into account their value in use for the Company.

In accordance with Article R.343-5 of the French Insurance Code, the liquidity risk reserve is calculated based on average prices for the month of December.

The basis used to calculate the reserve includes "unrealised losses on forward financial instruments provided for in Articles R.332-45 to R.332-47 of the French Insurance Code that have as their underlying the assets referred to in Article R.343-10". These unrealised losses are included for the portion that exceeds the value of the securities or cash put up as collateral. Unrealised gains are only included if they are guaranteed as provided for in Article R.332-56, i.e., there is a master agreement between issuer and holder whereby unrealised gains and losses are secured by collateral.

Forward financial instruments not secured by collateral are excluded from the calculation of unrealised gains and losses not covered by provisions.

### 4.3.5 Disposals and exchanges

Gains and losses on disposals of investments are calculated using the FIFO method as if they were held in a single portfolio in accordance with the applicable regulations.

They are recognised in profit or loss on the actual date of sale.

Gains or losses realised on shares tendered to a public exchange offer are calculated based on the best estimate of the offerer's share price which may correspond to:

- the average share price over the offer period; or
- the closing share price on the date the results of the offer are published by the competent regulatory body.

### 4.3.6 Allocation of financial income

Net investment income (excluding adjustments to unit-linked assets) is split between: (i) income generated by the investment of funds corresponding to technical reserves (including the capitalisation reserve) which is recorded in the technical account, and (ii) income generated by own-funds portfolios (excluding the capitalisation reserve), recorded in the non-technical account.

### 4.3.7 Translation of foreign currency transactions

CNP Assurances applies ANC Regulation 2015-11 (book II, title IV) concerning the translation of foreign currency transactions by insurance undertakings.

Foreign currency transactions include:

- expenses billed or contractually denominated in foreign currencies;
- income billed or contractually denominated in foreign currencies;
- technical reserves denominated in foreign currencies in application of Article R.343-2 of the French Insurance Code;
- debts and other payables denominated in foreign currencies;
- loans and other receivables denominated in foreign currencies;
- acquisitions, disposals and other transactions involving (i) properties located in countries where transactions are normally denominated in a currency other than the euro, and (ii) shares in unlisted property companies whose assets include such properties, for the portion of the transaction amount corresponding to the properties' value;
- transactions involving non-amortisable debt securities and property rights other than those involving the properties referred to above, where the transaction currency is not the euro;
- commitments given and received, where settlement of the commitment will involve a foreign currency transaction within the meaning of this Article;
- amortisation, depreciation, impairment losses, provisions and repayments related to foreign currency transactions within the meaning of this Article.

They are recognised in the transaction or settlement currency in the foreign currency accounts (use of multi-currency accounting system), in accordance with Article 241-2 of ANC Regulation 2015-11.

In application of Article 241-5 of this Regulation, a distinction is made between:

- asset and liability transactions that generate a "structural" position. For insurers, these mainly consist of net investments in strategic foreign operations, the dotation capital provided to foreign branches and the financing of both in foreign currency. These assets are unlikely to be sold and their measurement should not be affected by fluctuations in exchange rates;
- other transactions denominated in foreign currency that generate an "operational" position. These operational positions represent the insurance undertaking's short- or medium-term foreign exchange exposure arising in the normal course of business that is affected by fluctuations in exchange rates.

Separate accounts are also used to record both structural and operational positions in each currency both on- and off-balance sheet.

In the balance sheet, the foreign currency accounts are translated into euros at the spot rate on the reporting date or the most recent available spot rate.

Translation differences on structural positions, measured based on the difference between the rate on the transaction date (historical rate) and the closing rate, are recognised both on and off-balance sheet.

Translation differences on operational positions are recorded in account 665 "Exchange losses" or account 765 "Exchange gains".

In accordance with Article 241-6, unrealised gains and losses on operational positions at 31 December 2021 were recognised in the income statement.

### 4.3.8 Forward financial instruments

CNP Assurances manages its exposure to financial risks using financial instruments traded over the counter or on organised markets. These instruments are used solely for macro-hedging strategies.

Since 1 January 2003, the Company has applied standard CRC 2002-09 relating to forward financial instruments.

Hedges have been set up to manage exposure to:

- interest rate risk on the bond portfolio and the portfolio of insurance policies with a yield guarantee;
- the risk of a fall in equity prices;
- currency risk.

#### Interest rate risk

Interest rate hedges comprise:

- floors which increase in value as interest rates fall and caps which gain in value as interest rates rise;
- put options on bonds whose value increases as bond prices rise.

#### Credit spread risk

Part of the Company's exposure to a significant deterioration of credit spreads is hedged by CDS index options.

These instruments offset a fall in value of fixed rate bonds held in the Company's portfolios.

#### Equity risk

Part of the Company's equities portfolio is hedged by options that increase in value as stock prices fall.

In light of the volumes and the resulting financial impact, partial hedging of the equities portfolio is based around a dynamic hedging strategy designed to optimise gains from market opportunities as well as the overall cost of the hedging strategy.

#### Currency risk

Currency hedging strategies were set up:

- for the Brazilian real to hedge the currency risk on CNP Seguros Holding Brasil's profit for the year;
- for the Brazilian real to hedge the assets of CNP Assurances Participações Ltda, which is owned by CNP Assurances;
- for the pound sterling when sterling-denominated subordinated notes were issued in 2011;
- for the US dollar, when dollar-denominated perpetual subordinated notes were issued in 2016 and 2021.

#### Accounting treatment

All forward financial instruments held at the reporting date are disclosed in the summary of investments included in the notes to the financial statements immediately below the hedged investment.

Securities pledged or received as collateral without any transfer of title are measured at their realisable value in the schedule of commitments given or received.

The time value and intrinsic value of the initial premium are not recognised separately, whatever the type of instrument.

#### Investment or divestment strategy

The premium corresponding to the time value and intrinsic value is carried in an adjustment account until the hedge is unwound. By way of an exception, premiums on caps and floors are deferred over the life of the hedge.

The settlement of debit or credit balances on margin accounts, other periodic flows and balancing adjustments are kept in the adjustment account over the life of the hedge.

When the hedge is unwound, the balance on the adjustment account, or the gain or loss on the forward financial instrument is included in the purchase or sale price of the investment.

#### Yield strategy

Income and expenses received or receivable and paid or payable on forward financial instruments are recognised in the income statement over the planned life of the hedge by the effective yield method.

Alternatively, they may be recognised on a straight-line basis if the effect of the difference of method is not material.

Gains and losses from yield strategies are recognised over the life of the forward financial instrument and any residual flows are recognised in profit when the hedge is unwound.

## 4.4 Property and equipment

Property and equipment consist mainly of office and computer equipment and miscellaneous installations.

They are recognised at cost and depreciated over their estimated useful lives ranging from three years for office equipment to ten years for fixtures, fittings and technical installations.

## 4.5 Life insurance and savings contracts

### 4.5.1 Premiums

Premiums on contracts in force during the period are recognised in revenue. The amount recorded includes the estimated earned portion of premiums not yet written.

### 4.5.2 Technical and mathematical reserves

Reserves for contracts that provide death cover include the portion of premiums written but not earned during the reporting period.

Mathematical reserves for non unit-linked contracts correspond to the difference between the present value of the respective commitments of the Company and the policyholder.

Insurance liabilities are discounted at a rate that is equal to the highest contractual rate, using regulatory mortality tables or internal experience-based tables if these are more conservative. CNP Assurances also has a regulatory option to defer any changes in mortality tables as the effects of such a change are not systematically allocated to policies. The discount rate applied to annuities takes into account the effects of a fall in interest rates when the contractual rate is considered too high compared with the expected yield from reinvested premiums.

The general contract administration expense reserve mentioned in Article R.343-3.4 of the French Insurance Code is designed to cover the insurer's commitment to administer its policies for as long as they remain in force. It is determined by the method and using the assumptions specified in Article 142-6 of ANC Regulation 2015-11.

The reserve corresponds to a prospective estimate of contract administration expenses that will not be covered by the premium and investment income loading. It is calculated by group of contracts with similar characteristics, based mainly on policyholder profiles, contract terms and experience-based assumptions concerning, for example, costs, surrenders and investment income.

At 31 December 2021, the general administration expense reserve for savings and pensions contracts amounted to €271 million.

When policyholders are entitled to participate in surplus underwriting profits and investment income in addition to the guaranteed minimum yield, any surplus not paid during the period is accumulated in the policyholder surplus reserve.

An outstanding claims reserve is set up to cover claims and benefits outstanding at the reporting date.

Reserves for claims handling expenses correspond to costs that will be incurred by the insurer or its representative for the settlement of claims.

For contracts with a yield guarantee, if the actual asset yield at the reporting date, reduced by one-fifth, is less than the rate obtained by multiplying total guaranteed interest by average mathematical reserves for the contracts, a financial contingency reserve is recorded in accordance with Article R.343-3-5 of the French Insurance Code and Article 142-8 of ANC Regulation 2015-11.

An equalisation reserve is set up to cover fluctuations in loss ratios on group policies that provide death cover.

Mathematical reserves for unit-linked contracts are determined by reference to the assets backing the linked liabilities. Gains and losses arising from the remeasurement of these assets at fair value are recognised in profit or loss, to offset the impact of changes in the related technical reserves.

## 4.6 Disability, accident and health insurance

Premiums are recognised net of taxes and estimated cancelled premiums. Earned premiums for the period are adjusted for:

- estimated earned premiums not yet written at the period-end;
- the change in the unearned premium reserve (corresponding to the portion of premiums written during the period that relates to the next period).

An escalating risks reserve is recorded to cover timing differences between the coverage of risks and their financing in the form of insurance premiums.

The escalating risks reserve for term creditor insurance business amounted to €216 million at 31 December 2021. This reserve is calculated prospectively and covers the difference between the present values of the respective future commitments of the insurer and the insured. The calculation uses regulatory valuation rates of interest and takes into account experience-based biometric risk assumptions (incidence of death and disability risk, and/or disability persistency risk) and behavioural assumptions (surrenders) based on historical data for the portfolio concerned.

The escalating risk reserve for lifetime long-term care contracts totalled €436 million at 31 December 2021. This reserve also covers the difference between the present values of the respective future commitments of the insurer and the insured. The calculation takes into account experience-based biometric risk assumptions (incidence of long-term care risk and persistency risk) based on historical data for the portfolio concerned, regulatory mortality tables and a discount rate determined by reference to the structure of the asset portfolio held to cover these commitments.

An equalisation reserve is set up to cover fluctuations in loss ratios on group policies that provide bodily injury cover.

Claims are recognised in the period in which they are incurred. The amount recorded covers both reported claims and estimated claims incurred but not reported (IBNR).

Claims reserves are based on the estimated cost of settling the claims, net of any forecast recoveries.

A reserve is recorded for claims handling expenses based on a calculated percentage of actual expenses.

## 4.7 Reinsurance

### 4.7.1 Outward reinsurance

Premiums, claims and technical reserves are stated before reinsurance. Ceded amounts are recognised under the "Reinsurance result" line item of the income statement.

### 4.7.2 Inward reinsurance

Inward reinsurance is recognised based on information received from ceding insurers or on estimates if the information received is incomplete.

## 4.8 Third-party accounts and accrual accounts

These accounts are governed by ANC Regulation 2015-11 (book III, title III, Chapter IV) dated 26 November 2015 on the financial statements of insurance undertakings.

## 4.9 Employee benefit obligations

Employee benefit obligations are covered in full by provisions.

Short-term benefits are benefits that are expected to be settled in full within 12 months of the end of the annual reporting period in which the employees render the related services. They therefore consist mainly of wages, salaries and social security contributions, profit-sharing and bonuses, paid annual leave and non-monetary benefits (such as medical care, housing, cars and free or subsidised goods or services).

### 4.9.1 Time-savings accounts and employee retirement savings plans

A time-savings account system has been set up for CNP Assurances' employees, entitling them to save up their rights to paid leave or to monetise these rights immediately or at a future date.

Internal agreements stipulate that rights accumulated in the time-savings account may be credited to a PERCO employee retirement savings plan and qualify for a matching employer contribution.

### 4.9.2 Length-of-service awards payable to employees on retirement and jubilees

Obligations for the payment of length-of-service awards and jubilees are measured by the projected unit credit method and recognised as a liability.

### 4.9.3 Discount rate

The discount rate corresponds to the interest rate for investment-grade corporate bonds traded in an active market with maturities that match the duration of the benefit obligation.

### 4.9.4 Accounting treatment

Actuarial gains and losses on long-term benefit obligations are recognised directly in profit or loss.

The cost recognised in profit for defined-benefit plans comprises two elements:

- current service cost, past service cost and actuarial gains and losses, included in operating expenses;
- interest cost less the expected return on plan assets, included in financial expenses.

### 4.9.5 Pension commitments and similar benefits

The Company's liability for pensions and similar benefits amounted to €240.3 million at 1 January 2021 and €251.8 million at 31 December 2021.

A total of €23 million was paid out in benefits during the year and €34.6 million was added to the provision.

## 4.10 Acquisition costs and administration expenses

Underwriting expenses are presented by function:

- claim and benefit handling expenses include the costs of the departments responsible for paying claims, endowments and periodic benefits and processing surrenders;
- acquisition costs include all selling, distribution and administrative costs incurred for the acquisition of new contracts;
- contract administration expenses include all the costs of managing In-Force business;
- investment costs include all internal and external costs of managing asset portfolios together with financial expenses;
- other underwriting costs correspond to overhead expenses that cannot be allocated rationally to the other functions.

Non-underwriting costs correspond to costs related to businesses that have no technical link to the insurance business.

They are recorded and allocated as follows:

- operating expenses are initially recognised by nature and cost centre and are then reallocated by function;
- the allocation is based on rules that depend on the activity performed by the cost centre.

Costs are analysed by function:

- either directly based on the nature of the activity (new business acquisition costs, claims management, etc.); or
- indirectly using statistical cost allocation keys or actual business data.

## 4.11 Plan Épargne Retraite Populaire (PERP) and Plan Épargne Retraite Entreprise (PERE)

The PERP and PERE pension plans sold by CNP Assurances are accounted for in accordance with ANC Regulation 2015-11 (book II, title III). A special segregated portfolio has been set up for these operations to safeguard the policyholder's right to make withdrawals following the occurrence of certain events. A set of subsidiary accounts is kept for each PERP and PERE plan.

The separate PERP and PERE plan accounts are presented to the Supervisory Board.

Transfers between the plan portfolios and the Company's general portfolio are recognised as a sale/purchase in the respective portfolios and the gain or loss on disposal is recognised using the FIFO method.

In the plan accounts:

- the underwriting profit and financial income generated on the plan during the year are accumulated in the policyholder surplus reserve;
- in the case of an aggregate unrealised loss on the non-amortisable assets in the segregated portfolio, an amount corresponding to the loss is recognised in the liquidity risk reserve;
- the capitalisation reserve is calculated for the segregated PERP portfolio and reclassified to other life technical reserves for PERP and PERE plans.

Other assets and liabilities are measured using the accounting principles applied by the Company and described above.

When a liquidity risk reserve is recorded in the subsidiary accounts of a PERP or a PERE plan, the expense deferral recorded, pursuant to Article R.343-6 of the French Insurance Code, is recognised in the Company accounts and has no impact on the plan's subsidiary accounts.

## 4.12 Additional special technical reserves for the French civil servant pension plan ("L.441-1" plan)

CNP Assurances markets a number of points-based pay-as-you-go Group pension plans ("Article L.441-1"). Pursuant to Article R.441-21 of the French Insurance Code, the theoretical mathematical reserve ("PMT") required to meet annuity payments is calculated based on the number of points earned at the reporting date.

In accordance with Article R.441-7 of the French Insurance Code, the special technical reserve ("PTS") is determined:

- by adding to the opening special technical reserve:
  - the premiums received, net of the premium loading and taxes,
  - the total investment income and expense generated by the assets representing the special technical reserve;
- by deducting:
  - paid benefits,
  - the administrative expense loading.

The ratio used to determine whether it is necessary to record a supplementary special technical reserve ("PTSC") now includes in the numerator net unrealised gains and losses on the assets representing the PTS.

A new special technical reserve must now also be set up, the special standby technical reserve ("PTSR"). According to the French Insurance Code, the value of the pension point may now be reduced, provided that the basis for applying the reduction is explained in the plan's documentation. Details of how the PTSR and the PTSC are to be used to cover the PMT are provided in Decrees 2017-1173 and 2017-1172, and in Articles R.441-7, R.441-7-1 and R.441-21 of the French Insurance Code. CNP Assurances' current points-based pension plans do not allow for any reduction in the value of the point.

These reserves are recorded in the plans' subsidiary accounts in accordance with Article R.441-12 of the French Insurance Code.

## 4.13 Pooled Deferred Diversification Reserve

CNP Assurances has decided to use the mechanism for temporarily transferring assets that are a source of unrealised gains from general reserves to the Eurocroissance reserve, as allowed by Decree 2016-959 dated 13 July 2016 and the government order of the same date concerning the option of temporarily transferring assets to commitments that give rise to the recognition of a diversification reserve. An asset is a source of an unrealised gain if its immediate sale under current market conditions would generate a profit compared to its value in the balance sheet. This mechanism is designed to facilitate the development of Eurocroissance funds through the transfer, within the limits specified in the Decree, of part of the unrealised gain on traditional funds not yet allocated to policyholders with rights to these funds. In accordance with Decree 2018-1303 dated 28 December 2018, these provisions apply until the close of business on 31 December 2021.

Decree 2019-1437 dated 23 December 2019 (Government order of 26 December 2019) is applicable from 1 January 2020. This Decree implements the changes to Eurocroissance life insurance contracts provided for in Article 72 of the PACTE Act of 22 May 2019. The main changes concern the methods of calculating the guaranteed exit value and policyholder dividends. Contracts in force on the Decree's effective date continue to be governed by the previous regulations.

## 4.14 Provisions for liabilities and charges

In accordance with the applicable accounting standards, a liability is recognised when the Group has an obligation towards a third party, and it is probable or certain that an outflow of economic resources will be necessary to settle the obligation without any benefit of at least equal value expected from the third party. The liability is recorded for an amount corresponding to the reporting date best estimate of the outflow of economic resources necessary to settle the obligation.

## 4.15 Taxation

### 4.15.1 Group relief

CNP Assurances and its main French subsidiaries have elected to file a consolidated tax return under French group relief rules. The main companies in the tax group are CNP Assurances and its subsidiaries CNP Caution, CICOGE SA (a property investment company), SAS THEEMIM, AEP 3, AEP 4, Assur-immeuble, Pyramides 2, Ecureuil Vie Investment, 270 Investment, US Real Estate EVJ, US Real Estate 270, Pial 34, Passage du Faidherbe, Alleray, Yellowalto, FPIP, Lyfe, Sogestop K, Foncière HID, Pierre et Surene, 23-25 Marignan, 36 Marbeuf, 46 Kléber, 46 Kléber Holding, Infra Invest France, Neuilly Pilot, Ybry Pont Neuilly, Geosud, Friedensallee, Montparvie IV, Montparvie V, QIS France, Youse Home, SAS Le Square Téhéran, CNP Retraite.

The companies in the tax group have signed agreements with CNP Assurances, which is liable towards the French Treasury for the payment of the tax due by the tax group. These agreements specify how the total tax liability is allocated among the tax group members, and stipulated that any unallocated balance will be borne by CNP Assurances.

### 4.15.2 Tax credit to aid competitiveness and promote employment (*Crédit impôt compétitivité emploi* – CICE)

On 1 January 2019, the CICE was replaced by a lasting reduction in payroll taxes with immediate effect. Companies that had unused CICE credits as of 1 January 2019 may set off the credits against the tax due for the years 2019 to 2021.

### 4.15.3 Deferred taxes

No provisions for deferred taxes are recorded in the Company's accounts.

## 4.16 Consolidation

CNP Assurances, the parent company, is fully consolidated by CNP Assurances Group.

# NOTE 5 Notes to the balance sheet

## 5.1 Changes in intangible assets, buildings, and investments in subsidiaries and affiliates

| Gross<br>*(In € thousands)* | Gross at 01.01.2021 | Additions | Disposals | Transfers | Gross at 31.12.2021 |
|---|---|---|---|---|---|
| **Intangible assets** | **287,422** | **19,747** | **3,349** | **0** | **303,820** |
| Software | 287,422 | 19,747 | 3,349 | 0 | 303,820 |
| **Land and buildings** | **13,671,900** | **1,098,786** | **978,426** | **6** | **13,792,266** |
| Forests | 104,366 | 222 | 711 | 0 | 103,876 |
| Developed property | 162,527 | 84 | 18 | 0 | 162,593 |
| Shares in unlisted property companies | 13,375,736 | 1,089,684 | 977,697 | 6 | 13,487,729 |
| Property investments in progress | 29,272 | 8,797 | 0 | 0 | 38,069 |
| **Investments in subsidiaries and affiliates** | **12,434,370** | **4,180,347** | **1,476,222** | **4,822** | **15,143,317** |
| Investments in subsidiaries | 8,558,158 | 2,736,826 | 854,038 | 3,966 | 10,444,912 |
| Investments in affiliates | 3,876,212 | 1,443,521 | 622,184 | 856 | 4,698,404 |
| **TOTAL** | **26,393,692** | **5,298,880** | **2,457,997** | **4,828** | **29,239,403** |

| Depreciation, amortisation and provisions<br>*(In € thousands)* | Gross at 01.01.2021 | Additions | Disposals | Transfers | Gross at 31.12.2021 |
|---|---|---|---|---|---|
| Amortisation of software | 224,664 | 17,804 | 1,731 | 0 | 240,738 |
| Depreciation of buildings | 56,732 | 4,072 | 0 | 0 | 60,805 |
| Provisions for impairment of land | 1,726 | 709 | 1,080 | 0 | 1,355 |
| Provisions for impairment of buildings | 0 | 0 | 0 | 0 | 0 |
| Provisions for impairment of shares in property companies | 371,348 | 64,723 | 37,243 | 4 | 398,832 |
| Provisions for impairment of investments in subsidiaries | 306,125 | 16,657 | 59,361 | 716 | 264,138 |
| Provisions for impairment of other investments | 32,769 | 41,066 | 31,439 | 0 | 42,396 |
| **TOTAL** | **993,366** | **145,031** | **130,854** | **721** | **1,008,263** |

| Carrying amount (gross amount less depreciation, amortisation and provisions)<br>*(In € thousands)* | Net at 01.01.2021 | Increases | Decreases | Transfers | Net at 31.12.2021 |
|---|---|---|---|---|---|
| **Intangible assets** | **62,758** | **1,943** | **1,618** | **0** | **63,083** |
| Software | 62,758 | 1,943 | 1,618 | 0 | 63,083 |
| **Land and buildings** | **13,242,093** | **1,029,282** | **940,102** | **2** | **13,331,275** |
| Forests | 102,639 | (487) | (369) | 0 | 102,521 |
| Developed property | 105,794 | (3,988) | 18 | 0 | 101,788 |
| Shares in unlisted property companies | 13,004,388 | 1,024,961 | 940,454 | 2 | 13,088,896 |
| Property investments in progress | 29,272 | 8,797 | 0 | 0 | 38,069 |
| **Investments in subsidiaries and affiliates** | **12,095,476** | **4,122,624** | **1,385,422** | **4,106** | **14,836,783** |
| Investments in subsidiaries | 8,252,033 | 2,720,169 | 794,678 | 3,250 | 10,180,775 |
| Investments in affiliates | 3,843,442 | 1,402,455 | 590,744 | 856 | 4,656,009 |
| **TOTAL** | **25,400,327** | **5,153,849** | **2,327,142** | **4,107** | **28,231,140** |

## 5.2 Investments

### 5.2.1 Summary of investments

| *(In € thousands)* | Gross amount | Carrying amount* | Realisable value |
|---|---|---|---|
| I – INVESTMENTS (BALANCE SHEET CAPTIONS 3 & 4) | | | |
| | | | |
| **2) Equities and other variable income securities, other than mutual fund units** | **37,804,654** | **36,406,178** | **48,129,128** |
| Forward financial instruments: investment or divestment strategy | 0 | 0 | 0 |
| Forward financial instruments: yield strategy | 735,670 | 366,407 | 409,490 |
| **3) Mutual fund units (other than those in 4)** | **28,909,805** | **28,755,621** | **38,646,104** |
| Forward financial instruments: investment or divestment strategy | 0 | 0 | 0 |
| Forward financial instruments: yield strategy | 0 | 0 | 0 |
| **4) Units of mutual funds invested exclusively in fixed-income securities** | **32,948,252** | **32,948,252** | **33,355,955** |
| Forward financial instruments: investment or divestment strategy | 0 | 0 | 0 |
| Forward financial instruments: yield strategy | 0 | 0 | 0 |
| **5) Bonds and other fixed income securities** | **191,284,242** | **193,172,449** | **205,077,362** |
| Forward financial instruments: investment or divestment strategy | 0 | 0 | 0 |
| Forward financial instruments: yield strategy | 976,196 | 346,532 | 177,416 |
| **6) Mortgage loans** | **0** | **0** | **0** |
| Forward financial instruments: investment or divestment strategy | 0 | 0 | 0 |
| Forward financial instruments: yield strategy | 0 | 0 | 0 |
| **7) Other loans** | **0** | **0** | **0** |
| Forward financial instruments: investment or divestment strategy | 0 | 0 | 0 |
| Forward financial instruments: yield strategy | 0 | 0 | 0 |
| **8) Deposits with ceding insurers** | **375,561** | **375,561** | **375,561** |
| **9) Cash deposits (other than those in 8) and guarantees and other investments** | **230,507** | **230,507** | **230,507** |
| **10) Assets backing unit-linked contracts** | **46,754,914** | **46,754,914** | **46,754,914** |
| Investment property | 0 | 0 | 0 |
| Variable income securities other than mutual fund units | 0 | 0 | 0 |
| Mutual funds invested exclusively in fixed income securities | 0 | 0 | 0 |
| Other mutual fund units | 0 | 0 | 0 |
| Bonds and other fixed income securities | 0 | 0 | 0 |
| Forward financial instruments: investment or divestment strategy | 0 | 0 | 0 |
| Forward financial instruments: yield strategy | 0 | 0 | 0 |
| **11) Other forward financial instruments** | **0** | **0** | **0** |
| Forward financial instruments: investment or divestment strategy | 0 | 0 | 0 |
| Forward financial instruments: yield strategy | 0 | 0 | 0 |
| Forward financial instruments: other | 0 | 0 | 0 |
| **12) Total of lines 1 to 11** | **353,809,444** | **352,689,903** | **391,220,482** |

| *(In € thousands)* | Gross amount | Carrying amount* | Realisable value |
|---|---|---|---|
| a) of which: | | | |
| investments measured in accordance with Article R.343-9 | 190,343,040 | 191,925,645 | 203,681,866 |
| investments measured in accordance with Article R.343-10 | 116,352,498 | 113,650,350 | 140,424,710 |
| investments measured in accordance with Article R.343-13 | 46,754,914 | 46,754,914 | 46,754,914 |
| investments measured in accordance with Article R.343-11 | 358,993 | 358,993 | 358,993 |
| b) of which: | | | |
| securities representing technical reserves other than those listed below | 304,856,147 | 303,862,524 | 338,160,396 |
| securities pledged to cover commitments to employee benefits institutions or covering managed investment funds | 0 | 0 | 0 |
| securities deposited with ceding insurers (including ceding insurers whose commitments are guaranteed by the Company) | 11,078,223 | 11,078,223 | 11,078,223 |
| securities allocated to special technical reserves for other business in France | 9,263,134 | 10,024,982 | 12,688,755 |
| other allocated or unallocated investments | 28,611,940 | 27,724,175 | 29,293,109 |
| c) of which: | | | |
| investments and forward financial instruments in OECD member countries | 353,007,491 | 351,913,416 | 390,188,482 |
| investments and forward financial instruments in countries that are not members of the OECD | 801,954 | 776,486 | 1,032,000 |
| **II- ASSETS REPRESENTING TECHNICAL RESERVES (OTHER THAN INVESTMENTS AND REINSURERS' SHARE OF TECHNICAL RESERVES)** | | | |
| Accrued interest | 1,808,668 | 1,808,668 | 1,808,668 |
| Cash at bank | 230,469 | 230,469 | 230,469 |
| Other | 1,986,145 | 1,986,145 | 1,986,145 |
| **Total assets representing technical reserves** | **4,025,282** | **4,025,282** | **4,025,282** |
| **TOTAL** | **357,834,726** | **356,715,184** | **395,245,764** |

* *Including €1,240 million in provisions for other-than-temporary impairment of equities and mutual fund units*

## 5.2.2 Investments in government bonds

| Issuer government (In € millions) | Gross exposure carrying amount[1] | Net exposure[2] |
|---|---|---|
| France | 78,314 | 7,691 |
| Italy | 3,306 | 283 |
| Belgium | 8,146 | 742 |
| Spain | 9,670 | 1,124 |
| Austria | 481 | 28 |
| Brazil | 0 | 0 |
| Portugal | 183 | 34 |
| Netherlands | 121 | 8 |
| Ireland | 107 | 20 |
| Germany | 3,700 | 239 |
| Greece | 7 | 0 |
| Finland | 82 | 5 |
| Poland | 293 | 32 |
| Luxembourg | 2 | 0 |
| Sweden | 0 | 0 |
| Slovenia | 1 | 0 |
| Canada | 463 | 54 |
| Supranational issuers | 5,552 | 662 |
| Other | 168 | 17 |
| **TOTAL** | **110,594** | **10,941** |

*(1) Cost net of amortisation and impairment, including accrued interest*

*(2) The calculation of net exposure has been standardised at Group level and reflects both the current market environment and policies concerning deferred participation: calculating net exposure from gross exposure takes account of the impacts of deferred taxes and deferred participation based on shadow accounting principles under IFRS*

## 5.3 Receivables and payables by maturity

| Receivables<br>*(In € thousands)* | Gross amount | Within 1 year | 1 to 5 years | More than 5 years |
|---|---|---|---|---|
| **Insurance receivables** | **2,105,856** | **2,098,704** | **7,152** | |
| Earned premiums not yet written | 1,478,935 | 1,478,935 | | |
| Other insurance receivables | 626,921 | 619,769 | 7,152 | |
| **Reinsurance receivables** | **152,403** | **152,403** | | |
| **Other receivables** | **4,314,384** | **4,314,384** | | |
| Prepaid payroll costs | 5 | 5 | | |
| Prepaid and recoverable taxes | 515,894 | 515,894 | | |
| Other | 3,798,485 | 3,798,485 | | |
| **Called and unpaid capital** | **0** | **0** | | |
| **TOTAL** | **6,572,643** | **6,565,491** | **7,152** | |

| Payables<br>*(In € thousands)* | Gross amount | Within 1 year | 1 to 5 years | More than 5 years |
|---|---|---|---|---|
| **Cash deposits received from reinsurers** | **11,173,120** | **11,173,120** | | |
| **Miscellaneous payables** | **36,225,171** | **36,143,997** | **81,174** | |
| Liabilities arising from insurance transactions | 599,322 | 598,956 | 366 | |
| Liabilities arising from reinsurance transactions | 738,253 | 738,253 | | |
| Bank borrowings | 178,716 | 178,716 | | |
| Other payables | 34,708,880 | 34,628,072 | 80,808 | |
| Negotiable debt securities issued by the Company | | | | |
| Other borrowings, deposits and guarantees received | 11,175,584 | 11,094,776 | 80,808 | |
| Accrued payroll costs | 432,693 | 432,693 | | |
| Accrued payroll and other taxes | 403,497 | 403,497 | | |
| Other | 22,697,106 | 22,697,106 | | |
| **TOTAL** | **47,398,291** | **47,317,117** | **81,174** | |

## 5.4 Subsidiaries and affiliates

### 5.4.1 Investments in subsidiaries and affiliates

| | Total at 31.12.2021 | | | | Affiliates | | | | Subsidiaries | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| *(In € thousands)* | Shares | Other | Impairment | Carrying amount | Shares | Other | Impairment | Carrying amount | Shares | Other | Impairment | Carrying amount |
| INSURANCE COMPANIES | | | | | | | | | | | | |
| ARIAL CNP ASSURANCES | 43,380 | 0 | 0 | 43,380 | 43,380 | 0 | 0 | 43,380 | 0 | 0 | 0 | 0 |
| ASSURISTANCE | 13,427 | 0 | 0 | 13,427 | 0 | 0 | 0 | 0 | 13,427 | 0 | 0 | 13,427 |
| AVENIR SANTÉ | 1,099 | 401 | 0 | 1,500 | 0 | 0 | 0 | 0 | 1,099 | 401 | 0 | 1,500 |
| CNP SEGUROS HOLDING BRASIL SA | 207,610 | 0 | 0 | 207,610 | 0 | 0 | 0 | 0 | 207,610 | 0 | 0 | 207,610 |
| CNP ASSURANCES LATAM HOLDING LTDA | 8,128 | 0 | 0 | 8,128 | 0 | 0 | 0 | 0 | 8,128 | 0 | 0 | 8,128 |
| CNP ASSURANCES COMPAÑÍA DE SEGUROS | 20,788 | 0 | 2,616 | 18,172 | 0 | 0 | 0 | 0 | 20,788 | 0 | 2,616 | 18,172 |
| CNP CAUTION | 464,917 | 0 | 0 | 464,917 | 0 | 0 | 0 | 0 | 464,917 | 0 | 0 | 464,917 |
| CNP EUROPE LIFE LIMITED | 13,526 | 0 | 0 | 13,526 | 0 | 0 | 0 | 0 | 13,526 | 0 | 0 | 13,526 |
| CNP LUXEMBOURG | 33,250 | 0 | 0 | 33,250 | 0 | 0 | 0 | 0 | 33,250 | 0 | 0 | 33,250 |
| CNP PARTNERS | 173,929 | 0 | 0 | 173,929 | 0 | 0 | 0 | 0 | 173,929 | 0 | 0 | 173,929 |
| CNP SANTANDER INSURANCE EUROPE DAC | 124,270 | 0 | 0 | 124,270 | 0 | 0 | 0 | 0 | 124,270 | 0 | 0 | 124,270 |
| CNP SANTANDER INSURANCE LIFE DAC | 217,326 | 0 | 0 | 217,326 | 0 | 0 | 0 | 0 | 217,326 | 0 | 0 | 217,326 |
| CNP SANTANDER INSURANCE SERVICES IRELAND LIMITED | 2,400 | 0 | 0 | 2,400 | 0 | 0 | 0 | 0 | 2,400 | 0 | 0 | 2,400 |
| CNP UNICREDIT VITA | 726,775 | 0 | 223,451 | 503,324 | 0 | 0 | 0 | 0 | 726,775 | 0 | 223,451 | 503,324 |
| MFPRÉVOYANCE | 67,853 | 0 | 0 | 67,853 | 0 | 0 | 0 | 0 | 67,853 | 0 | 0 | 67,853 |
| **Sub-total** | **2,118,678** | **401** | **226,067** | **1,893,012** | **43,380** | **0** | **0** | **43,380** | **2,075,298** | **401** | **226,067** | **1,849,632** |
| OTHER COMPANIES | | | | | | | | | | | | |
| 201 INVESTMENTS | 50 | 20,000 | 0 | 20,050 | 0 | 0 | 0 | 0 | 50 | 20,000 | 0 | 20,050 |
| 270 INVESTMENTS | 125,573 | 475,050 | 0 | 600,623 | 0 | 0 | 0 | 0 | 125,573 | 475,050 | 0 | 600,623 |
| AEAM DUTCH MORTGAGE FUND 2 | 507,883 | 0 | 0 | 507,883 | 507,883 | 0 | 0 | 507,883 | 0 | 0 | 0 | 0 |
| ALLIANZ EUROPEAN PRIVATE CREDIT FUND II | 23,524 | 0 | 0 | 23,524 | 23,524 | 0 | 0 | 23,524 | 0 | 0 | 0 | 0 |
| ALPINVEST FEEDER (EURO) V C.V. | 25,051 | 0 | 6,520 | 18,531 | 0 | 0 | 0 | 0 | 25,051 | 0 | 6,520 | 18,531 |
| AMUNDI LCL SENIOR SECURED MIDCAP LOANS | 10,801 | 0 | 0 | 10,801 | 10,801 | 0 | 0 | 10,801 | 0 | 0 | 0 | 0 |
| ASSUREURS – CAISSE DES DÉPÔTS RELANCE DURABLE FRANCE – LBPAM | 34,477 | 0 | 0 | 34,477 | 34,477 | 0 | 0 | 34,477 | 0 | 0 | 0 | 0 |
| AVIVA INVESTORS ALTERNATIVES FCP RAIF – AVIVA INVESTORS EUROPEAN INFRASTRUCTURE DEBT STRATEGY | 19,099 | 0 | 0 | 19,099 | 19,099 | 0 | 0 | 19,099 | 0 | 0 | 0 | 0 |

| | Total at 31.12.2021 | | | | Affiliates | | | | Subsidiaries | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| *(In € thousands)* | Shares | Other | Impairment | Carrying amount | Shares | Other | Impairment | Carrying amount | Shares | Other | Impairment | Carrying amount |
| AVIVA INVESTORS EUROPEAN SECONDARY INFRASTRUCTURE CREDIT | 43,015 | 0 | 0 | 43,015 | 43,015 | 0 | 0 | 43,015 | 0 | 0 | 0 | 0 |
| AZIMUT | 9,897 | 0 | 9,897 | 0 | 0 | 0 | 0 | 0 | 9,897 | 0 | 9,897 | 0 |
| BLUE LIKE AN ORANGE SUSTAINABLE CAPITAL LATIN AMERICA FUND I | 10,148 | 0 | 0 | 10,148 | 10,148 | 0 | 0 | 10,148 | 0 | 0 | 0 | 0 |
| BNP PARIBAS EUROPEAN SME DEBT FUND | 55,519 | 0 | 0 | 55,519 | 55,519 | 0 | 0 | 55,519 | 0 | 0 | 0 | 0 |
| BNP PARIBAS EUROPEAN SME DEBT FUND 2 | 58,156 | 0 | 0 | 58,156 | 58,156 | 0 | 0 | 58,156 | 0 | 0 | 0 | 0 |
| BNP PARIBAS GLOBAL SENIOR CORPORATE LOANS | 117,234 | 0 | 4,875 | 112,359 | 117,234 | 0 | 4,875 | 112,359 | 0 | 0 | 0 | 0 |
| BNP PARIBAS NOVO 2018 | 12,752 | 0 | 0 | 12,752 | 12,752 | 0 | 0 | 12,752 | 0 | 0 | 0 | 0 |
| CANTIS | 0 | 62 | 0 | 62 | 0 | 62 | 0 | 62 | 0 | 0 | 0 | 0 |
| CARTERA PBTAMSI | 15,000 | 0 | 0 | 15,000 | 0 | 0 | 0 | 0 | 15,000 | 0 | 0 | 15,000 |
| CBPE CAPITAL VIII SPECIAL INVESTORS | 6,567 | 0 | 2,461 | 4,105 | 0 | 0 | 0 | 0 | 6,567 | 0 | 2,461 | 4,105 |
| CM-CIC DEBT FUND 3 | 65,688 | 0 | 0 | 65,688 | 65,688 | 0 | 0 | 65,688 | 0 | 0 | 0 | 0 |
| CNP LOANS INFRA COMPARTMENT CLI 123 SOLEIL | 150 | 0 | 0 | 150 | 0 | 0 | 0 | 0 | 150 | 0 | 0 | 150 |
| CNP PRIVATE EQUITY FOR PERSONAL SAVINGS | 19,056 | 0 | 0 | 19,056 | 0 | 0 | 0 | 0 | 19,056 | 0 | 0 | 19,056 |
| CNP TECHNOLOGIES DE L'INFORMATION | 914 | 4,000 | 0 | 4,914 | 0 | 0 | 0 | 0 | 914 | 4,000 | 0 | 4,914 |
| CREDICOOP AFAVyDC | 7,460 | 0 | 7,460 | 0 | 7,460 | 0 | 7,460 | 0 | 0 | 0 | 0 | 0 |
| CTE | 1,084,046 | 0 | 0 | 1,084,046 | 1,084,046 | 0 | 0 | 1,084,046 | 0 | 0 | 0 | 0 |
| DIWISE | 50 | 0 | 0 | 50 | 0 | 0 | 0 | 0 | 50 | 0 | 0 | 50 |
| DOMAINE DE LANCOSME | 61 | 0 | 0 | 61 | 0 | 0 | 0 | 0 | 61 | 0 | 0 | 61 |
| ECUREUIL VIE DÉVELOPPEMENT | 18 | 1,000 | 0 | 1,018 | 18 | 1,000 | 0 | 1,018 | 0 | 0 | 0 | 0 |
| ECUREUIL VIE INVESTMENT | 328,338 | 0 | 0 | 328,338 | 0 | 0 | 0 | 0 | 328,338 | 0 | 0 | 328,338 |
| EPSENS | 6,062 | 0 | 0 | 6,062 | 6,062 | 0 | 0 | 6,062 | 0 | 0 | 0 | 0 |
| FCT TIKEHAU NOVO 2020 | 7,489 | 0 | 0 | 7,489 | 7,489 | 0 | 0 | 7,489 | 0 | 0 | 0 | 0 |
| FILASSISTANCE SERVICES | 228 | 0 | 0 | 228 | 0 | 0 | 0 | 0 | 228 | 0 | 0 | 228 |
| FONDS DE FONDS OBLIGATIONS RELANCE FRANCE | 2,312 | 0 | 0 | 2,312 | 2,312 | 0 | 0 | 2,312 | 0 | 0 | 0 | 0 |
| FONDS DE PRETS PARTICIPATIFS RELANCE | 300,000 | 0 | 0 | 300,000 | 300,000 | 0 | 0 | 300,000 | 0 | 0 | 0 | 0 |
| FONDS NOV SANTÉ DETTE NON COTÉE ASSUREURS | 25,387 | 0 | 0 | 25,387 | 25,387 | 0 | 0 | 25,387 | 0 | 0 | 0 | 0 |
| FONDS OBLIGATIONS RELANCE FRANCE | 55,488 | 0 | 0 | 55,488 | 55,488 | 0 | 0 | 55,488 | 0 | 0 | 0 | 0 |
| FORESTIÈRE CDC | 3,567 | 243 | 0 | 3,809 | 0 | 0 | 0 | 0 | 3,567 | 243 | 0 | 3,809 |

| (In € thousands) | Total at 31.12.2021 | | | | Affiliates | | | | Subsidiaries | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Shares | Other | Impairment | Carrying amount | Shares | Other | Impairment | Carrying amount | Shares | Other | Impairment | Carrying amount |
| FSN CAPITAL IV (B) L.P. | 6,964 | 0 | 0 | 6,964 | 0 | 0 | 0 | 0 | 6,964 | 0 | 0 | 6,964 |
| GEOSUD | 139,488 | 0 | 0 | 139,488 | 0 | 0 | 0 | 0 | 139,488 | 0 | 0 | 139,488 |
| GROUPEMENT PROPRIÉTÉS CDC CNP | 6 | 0 | 0 | 6 | 6 | 0 | 0 | 6 | 0 | 0 | 0 | 0 |
| HOLDING D'INFRASTRUCTURES GAZIÈRES | 829,185 | 0 | 0 | 829,185 | 0 | 0 | 0 | 0 | 829,185 | 0 | 0 | 829,185 |
| IDINVEST DETTE SENIOR | 2,510 | 0 | 0 | 2,510 | 2,510 | 0 | 0 | 2,510 | 0 | 0 | 0 | 0 |
| INFRA INVEST HOLDING | 319,519 | 481,312 | 0 | 800,831 | 0 | 0 | 0 | 0 | 319,519 | 481,312 | 0 | 800,831 |
| INFRA VIA | 1,607 | 0 | 1,607 | 0 | 1,607 | 0 | 1,607 | 0 | 0 | 0 | 0 | 0 |
| INFRA-INVEST | 622,501 | 0 | 0 | 622,501 | 0 | 0 | 0 | 0 | 622,501 | 0 | 0 | 622,501 |
| INFRA-INVEST FRANCE | 268,500 | 398,038 | 0 | 666,538 | 0 | 0 | 0 | 0 | 268,500 | 398,038 | 0 | 666,538 |
| INFRASTRUCTURE FINANCE SCS SIF – COMPARTMENT EUROPEAN INFRA SENIOR 1 | 104,396 | 0 | 0 | 104,396 | 104,396 | 0 | 0 | 104,396 | 0 | 0 | 0 | 0 |
| INFRASTRUCTURE PARTNERS (MORGAN STANLEY) | 43,815 | 0 | 9,643 | 34,172 | 0 | 0 | 0 | 0 | 43,815 | 0 | 9,643 | 34,172 |
| LAC I SLP | 45,861 | 0 | 0 | 45,861 | 45,861 | 0 | 0 | 45,861 | 0 | 0 | 0 | 0 |
| LBPAM EUROPEAN DEBT FUNDS COMPARTIMENT IMMOBILIER REAL ESTATE FCT 1 | 4,709 | 0 | 0 | 4,709 | 4,709 | 0 | 0 | 4,709 | 0 | 0 | 0 | 0 |
| LBPAM EUROPEAN INFRASTRUCTURE DEBT FUND 2 | 202,813 | 0 | 0 | 202,813 | 0 | 0 | 0 | 0 | 202,813 | 0 | 0 | 202,813 |
| LBPAM EUROPEAN REAL ESTATE DEBT FUND 2 | 126,340 | 0 | 0 | 126,340 | 126,340 | 0 | 0 | 126,340 | 0 | 0 | 0 | 0 |
| LBPAM EUROPEAN REAL ESTATE DEBT FUND 3 | 80,720 | 0 | 0 | 80,720 | 0 | 0 | 0 | 0 | 80,720 | 0 | 0 | 80,720 |
| LBPAM FCT EUROPEAN DEBT FUNDS COMPARTIMENT INFRASTRUCTURE FCT 1 | 64,553 | 0 | 0 | 64,553 | 64,553 | 0 | 0 | 64,553 | 0 | 0 | 0 | 0 |
| LBPAM FCT EUROPEAN DEBT FUNDS COMPARTIMENT MONTPARNASSE INFRASTRUCTURE DEBT | 349,983 | 0 | 0 | 349,983 | 0 | 0 | 0 | 0 | 349,983 | 0 | 0 | 349,983 |
| LBPAM FCT EUROPEAN DEBT FUNDS COMPARTIMENT MONTPARNASSE REAL ESTATE DEBT | 816,588 | 0 | 0 | 816,588 | 0 | 0 | 0 | 0 | 816,588 | 0 | 0 | 816,588 |
| LBPAM PRIVATE DEBT SCS RAIF – LBPAM EUROPEAN RESPONSIBLE INFRASTRUCTURE DEBT FUND | 235,680 | 0 | 0 | 235,680 | 235,680 | 0 | 0 | 235,680 | 0 | 0 | 0 | 0 |
| LYFE | 100 | 185 | 0 | 285 | 0 | 0 | 0 | 0 | 100 | 185 | 0 | 285 |
| LYXOR DETTE MIDCAP | 20,854 | 0 | 0 | 20,854 | 20,854 | 0 | 0 | 20,854 | 0 | 0 | 0 | 0 |
| LYXOR DETTE MIDCAP II | 25,053 | 0 | 0 | 25,053 | 25,053 | 0 | 0 | 25,053 | 0 | 0 | 0 | 0 |
| MERIDIAM INFRASTRUCTURE | 104,248 | 0 | 0 | 104,248 | 104,248 | 0 | 0 | 104,248 | 0 | 0 | 0 | 0 |

| | Total at 31.12.2021 | | | | Affiliates | | | | Subsidiaries | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| *(In € thousands)* | Shares | Other | Impairment | Carrying amount | Shares | Other | Impairment | Carrying amount | Shares | Other | Impairment | Carrying amount |
| MONTAGU IV (SCOTS FEEDER) | 9,082 | 0 | 0 | 9,082 | 0 | 0 | 0 | 0 | 9,082 | 0 | 0 | 9,082 |
| MONTPARNASSE DEBT FUND 2 – COMPARTIMENT INFRASTRUCTURE | 264,966 | 0 | 0 | 264,966 | 0 | 0 | 0 | 0 | 264,966 | 0 | 0 | 264,966 |
| MONTPARNASSE DEBT FUND 2 – COMPARTIMENT REAL ESTATE | 160,299 | 0 | 0 | 160,299 | 0 | 0 | 0 | 0 | 160,299 | 0 | 0 | 160,299 |
| MONTPARVIE IV | 38,349 | 500 | 9,449 | 29,400 | 0 | 0 | 0 | 0 | 38,349 | 500 | 9,449 | 29,400 |
| MONTPARVIE V | 785,654 | 1,050 | 0 | 786,704 | 0 | 0 | 0 | 0 | 785,654 | 1,050 | 0 | 786,704 |
| MONTPARVIE VII | 39 | 0 | 0 | 39 | 0 | 0 | 0 | 0 | 39 | 0 | 0 | 39 |
| NATIXIS FCT MONTPARNASSE DETTE PRIVÉE COMPARTIMENT MONTPARNASSE PLACEMENT PRIVÉ | 118,400 | 0 | 0 | 118,400 | 0 | 0 | 0 | 0 | 118,400 | 0 | 0 | 118,400 |
| NN DUTCH RESIDENTIAL MORTGAGE FUND | 500,000 | 0 | 0 | 500,000 | 500,000 | 0 | 0 | 500,000 | 0 | 0 | 0 | 0 |
| OCTOBER SME II | 1,530 | 0 | 675 | 855 | 1,530 | 0 | 675 | 855 | 0 | 0 | 0 | 0 |
| OCTOBER SME III | 10,005 | 0 | 1,162 | 8,843 | 10,005 | 0 | 1,162 | 8,843 | 0 | 0 | 0 | 0 |
| OPEN CNP | 50,000 | 0 | 0 | 50,000 | 0 | 0 | 0 | 0 | 50,000 | 0 | 0 | 50,000 |
| PURPLE PRIVATE DEBT SCS RAIF – ESSENTIAL INFRA DEBT FUND | 19,249 | 0 | 0 | 19,249 | 19,249 | 0 | 0 | 19,249 | 0 | 0 | 0 | 0 |
| SCHRODER COMPARTMENT IALA | 155,852 | 0 | 0 | 155,852 | 0 | 0 | 0 | 0 | 155,852 | 0 | 0 | 155,852 |
| SENIOR EUROPEAN LOAN FUND 1 | 13,468 | 0 | 4,481 | 8,988 | 13,468 | 0 | 4,481 | 8,988 | 0 | 0 | 0 | 0 |
| SENIOR EUROPEAN LOAN FUND 2 | 131,500 | 0 | 0 | 131,500 | 131,500 | 0 | 0 | 131,500 | 0 | 0 | 0 | 0 |
| SENIOR EUROPEAN LOAN FUND 3 | 42,635 | 0 | 0 | 42,635 | 42,635 | 0 | 0 | 42,635 | 0 | 0 | 0 | 0 |
| SOFIPROTEOL DETTE PRIVÉE | 23,078 | 0 | 0 | 23,078 | 23,078 | 0 | 0 | 23,078 | 0 | 0 | 0 | 0 |
| SOGESTOP K | 1,190,710 | 0 | 0 | 1,190,710 | 0 | 0 | 0 | 0 | 1,190,710 | 0 | 0 | 1,190,710 |
| SOGESTOP L | 18,626 | 0 | 0 | 18,626 | 18,626 | 0 | 0 | 18,626 | 0 | 0 | 0 | 0 |
| TIKEHAU CORPORATE LEVERAGED LOAN FUND | 307 | 0 | 0 | 307 | 307 | 0 | 0 | 307 | 0 | 0 | 0 | 0 |
| TIKEHAU IMPACT LENDING | 4,651 | 0 | 0 | 4,651 | 4,651 | 0 | 0 | 4,651 | 0 | 0 | 0 | 0 |
| TIKEHAU NOVO 2018 | 30,028 | 0 | 0 | 30,028 | 30,028 | 0 | 0 | 30,028 | 0 | 0 | 0 | 0 |
| YOUSE HOME | 100 | 710 | 100 | 710 | 0 | 0 | 0 | 0 | 100 | 710 | 100 | 710 |
| **Other companies*** | **676,511** | **0** | **22,137** | **654,374** | **676,511** | **0** | **22,137** | **654,374** | **0** | **0** | **0** | **0** |
| **Sub-total** | **11,642,089** | **1,382,149** | **80,467** | **12,943,771** | **4,653,963** | **1,062** | **42,396** | **4,612,628** | **6,988,126** | **1,381,087** | **38,071** | **8,331,143** |
| Total by type | 13,760,767 | 1,382,550 | 306,534 | 14,836,783 | 4,697,343 | 1,062 | 42,396 | 4,656,009 | 9,063,424 | 1,381,488 | 264,138 | 10,180,775 |
| **TOTAL** | | **15,143,317** | **306,534** | **14,836,783** | | **4,698,404** | **42,396** | **4,656,009** | | **10,444,912** | **264,138** | **10,180,775** |

* *Corresponds to venture-capital investment funds in which CNP owns less than 50% of the capital.*
*This note does not include shares in property companies which are reported in the balance sheet under "Land and buildings" and on the line "Shares in unlisted property companies" in Note 5.1 "Changes in intangible assets, buildings, and investments in subsidiaries and affiliates"*

## 5.4.2 Financial income and expenses received from and paid to subsidiaries and affiliates

| *(In € thousands)* | Subsidiaries | Affiliates | 31.12.2021 | 31.12.2020 |
|---|---|---|---|---|
| Financial expenses | 3,028 | 23,422 | 26,450 | 214,227 |
| Financial income | 407,566 | 192,639 | 600,206 | 807,003 |

## 5.4.3 Receivables from and payables to subsidiaries and affiliates

| *(In € thousands)* | Subsidiaries | Affiliates | 31.12.2021 | 31.12.2020 |
|---|---|---|---|---|
| **Receivables** | **(6,123)** | **(10,695)** | **(16,818)** | **(34,347)** |
| Other receivables | (6,123) | (10,695) | (16,818) | (34,347) |
| *Prepaid and recoverable taxes* | *0* | *0* | | *0* |
| *Other* | *(6,123)* | *(10,695)* | *(16,818)* | *(34,347)* |
| **Other liabilities** | **99,190** | **294,975** | **394,165** | **468,630** |
| *Other* | *99,190* | *294,975* | *394,165* | *468,630* |

## 5.4.4 Subsidiaries and affiliates (Articles L.233-1 and L.233-2 of the French Commercial Code)

| Subsidiaries and affiliates *(In € thousands)* | Headquarters | Currency | Share capital | Reserves and retained earnings | Total assets | Cost of investment | Carrying amount of investment (o/w unpaid) | Interest | Loans and receivables | Premium income | Profit or loss | Dividends | Sector |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| A – INVESTMENTS WITH A CARRYING AMOUNT IN EXCESS OF 1% OF CNP ASSURANCES' SHARE CAPITAL | | | | | | | | | | | | | |
| **I – Subsidiaries (over 50%-owned)** | | | | | | | | | | | | | |
| 23-25 MARIGNAN SAS[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 31,291 | 10,722 | 102,845 | 85,726 | 85,726 | 100.00% | 55,352 | 6,747 | 2,402 | 0 | Property company |
| 270 INVESTMENTS[4] | 4, place Raoul Dautry - 75015 Paris - France | EUR | 101,504 | 64,122 | 727,452 | 125,573 | 125,573 | 100.00% | 475,050 | 0 | 30,512 | 0 | Investment fund |
| 36 MARBEUF SAS[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 28,317 | 1,578 | 52,250 | 55,694 | 55,694 | 100.00% | 19,745 | 1,839 | 850 | 0 | Property company |
| AEP 247[1] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 121,564 | 0 | 123,633 | 107,097 | 107,097 | 100.00% | 0 | 3,472 | 1,902 | 0 | Property company |
| AEW IMCOM 1[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 163,136 | 3 | 189,080 | 102,119 | 102,119 | 100.00% | 15,389 | 4,703 | 6,428 | 5,421 | Property company |
| ALPINVEST FEEDER (EURO) V C.V. | Jachthavenweg 118 - 1081 KJ Amsterdam - The Netherlands | EUR | n/a | n/a | n/a | 25,051 | 22,018 | 99.98% | 0 | n/a | n/a | 0 | Investment fund |
| ASSURBAIL PATRIMOINE[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 183,233 | 88,970 | 279,226 | 215,104 | 215,104 | 100.00% | 0 | 5,185 | 2,693 | 34,203 | Property company |
| ASSURECUREUIL PIERRE[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 6,375 | 4,388 | 57,867 | 36,923 | 36,923 | 85.83% | 0 | 3,920 | 33,629 | 2,575 | Property company |

| Subsidiaries and affiliates *(In € thousands)* | Headquarters | Currency | Share capital | Reserves and retained earnings | Total assets | Cost of investment | Carrying amount of investment (o/w unpaid) | Interest | Loans and receivables | Premium income | Profit or loss | Dividends | Sector |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| ASSURECUREUIL PIERRE 3[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 199,624 | 155,415 | 523,797 | 252,165 | 252,165 | 77.98% | 120,551 | 5,647 | 8,231 | 0 | Property company |
| ASSURECUREUIL PIERRE 4[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 61,044 | 27,669 | 92,891 | 88,428 | 88,428 | 100.00% | 0 | 0 | 4,109 | 0 | Property company |
| ASSURECUREUIL PIERRE 5[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 3,362 | 3,333 | 9,652 | 8,225 | 8,225 | 100.00% | 602 | 1,952 | 1,685 | 0 | Property company |
| ASSURIMMEUBLE[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 713,000 | 810,717 | 1,575,264 | 164,670 | 164,670 | 100.00% | 0 | 12,777 | 37,967 | 0 | Property company |
| ASSURISTANCE[1] | 4, place Raoul Dautry - 75015 Paris - France | EUR | 20,344 | 1,042 | 23,257 | 13,427 | 13,427 | 66.00% | 0 | 0 | 6,475 | 913 | Insurance |
| AZIMUT[5] | 129, rue de Turenne - 75003 Paris - France | EUR | 0 | 0 | 0 | 9,897 | 9,897 | 88.67% | 0 | 0 | 0 | 0 | Diversification |
| BAUDRY PONTHIEU[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 4,460 | 36,546 | 93,546 | 44,559 | 44,559 | 99.91% | 44,270 | 6,719 | 3,146 | 2,754 | Property company |
| BERCY CRYSTAL[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 5,000 | 47,151 | 122,417 | 50,000 | 50,000 | 100.00% | 63,486 | 6,694 | 2,223 | 0 | Property company |
| CARTERA PBTAMSI | Almagro, 36, 2ª planta - 28010 Madrid - Spain | EUR | n/a | n/a | n/a | 15,000 | 14,110 | 100.00% | 0 | n/a | n/a | 0 | Investment fund |
| CICOGE[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 37,320 | 69,552 | 114,632 | 169,151 | 169,151 | 100.00% | 0 | 5,204 | 3,836 | 7,613 | Property company |
| CIMO[1] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 178,759 | 189,409 | 383,498 | 186,763 | 186,763 | 100.00% | 0 | 11,368 | 5,936 | 15,016 | Property company |
| CNP ASSURANCES COMPAÑÍA DE SEGUROS[1] | M.T. de Alvear 1541 (C1060AAC) - 1001 Buenos Aires - Argentina | EUR | 1,455 | 12,126 | 49,695 | 20,788 | 20,788 | 76.47% | 0 | 18,436 | 6,824 | 0 | Insurance |
| CNP ASSURANCES LATAM HOLDING LTDA[1] | Setor Comercial Norte, Quadra 01, Bloco A, n°77, Sala 1702, parte Edificio n°1, CEP 70710-900 Brasilia - Brazil | EUR | 3,835 | (7,355,380) | 38,535 | 8,128 | 8,128 | 100.00% | 0 | 0 | 3,555 | 1,475 | Property company |
| CNP CAUTION[4] | 4, place Raoul Dautry - 75015 Paris - France | EUR | 258,735 | 282,857 | 829,125 | 464,917 | 464,917 | 100.00% | 0 | 78,290 | 23,147 | 0 | Insurance |
| CNP EUROPE LIFE LIMITED[1] | Embassy House, Herbert Park Lane, Ballsbridge - Dublin 4 - Ireland | EUR | 3,809 | 7,172 | 72,056 | 13,526 | 13,526 | 100.00% | 0 | 0 | 577 | 0 | Diversification |
| CNP LOANS INFRA COMPARTMENT CLI 123 SOLEIL | 41, rue Delizy - 93500 Pantin - France | EUR | n/a | n/a | n/a | 31,183 | 31,183 | 100.00% | 0 | n/a | n/a | 0 | Investment fund |
| CNP LOANS INFRA COMPARTMENT CLI 7 SIROCCO | 41, rue Delizy - 93500 Pantin - France | EUR | n/a | n/a | n/a | 113,625 | 113,625 | 100.00% | 0 | n/a | n/a | 0 | Investment fund |

| Subsidiaries and affiliates *(In € thousands)* | Headquarters | Currency | Share capital | Reserves and retained earnings | Total assets | Cost of investment | Carrying amount of investment (o/w unpaid) | Interest | Loans and receivables | Premium income | Profit or loss | Dividends | Sector |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| CNP LUXEMBOURG(4) | 10, rue de Reims - L-2417 Luxembourg - Luxembourg | EUR | 37,000 | (10,439) | 2,320,783 | 33,250 | 33,250 | 100.00% | 0 | 505,271 | 11 | 0 | Insurance |
| CNP PARTNERS(1) | El Plantio Calle Ochandiano n° 10 Planta 2ª - 28023 Madrid - Spain | EUR | 138,287 | 58,614 | 2,374,362 | 173,929 | 173,929 | 100.00% | 0 | 239,624 | 232 | 0 | Insurance |
| CNP PRIVATE EQUITY FOR PERSONAL SAVINGS(1) | 20, place Vendôme - 75001 Paris - France | EUR | n/a | n/a | n/a | 19,056 | 19,056 | 100.00% | 0 | n/a | n/a | 0 | Investment fund |
| CNP SANTANDER INSURANCE EUROPE DAC(1) | Block 8 Harcourt Centre, Charlotte Way Dublin 2 - Ireland | EUR | 53,000 | 137,878 | 1,006,053 | 124,270 | 124,270 | 51.00% | 0 | 289,942 | 41,826 | 0 | Insurance |
| CNP SANTANDER INSURANCE LIFE DAC(1) | Block 8 Harcourt Centre, Charlotte Way Dublin 2 - Ireland | EUR | 103,600 | 47,646 | 1,295,882 | 217,326 | 217,326 | 51.00% | 0 | 454,028 | 43,180 | 62,475 | Insurance |
| CNP SEGUROS HOLDING BRASIL SA(1) | SCN Quadra 01 Lote A Ed. N° 1 – 15°, 16° e 17° Andares Brasilia - Brazil | EUR | 423,924 | (416,694) | 199,861 | 207,610 | 207,610 | 50.75% | 0 | 0 | 177,550 | 104,750 | Insurance |
| CNP UC IMMO(2) | 128, boulevard Raspail - 75006 Paris - France | EUR | 147,059 | 58,810 | 337,959 | 74,790 | 74,790 | 100.00% | 123,100 | 0 | 2,754 | 0 | Property company |
| CNP UNICREDIT VITA S.p.A.(1) | Piazza Durante 11 - 20131 Milan - Italy | EUR | 381,699 | 574,644 | 19,235,805 | 726,775 | 726,775 | 57.50% | 0 | 3,219,494 | 68,763 | 8,441 | Insurance |
| CŒUR MÉDITERRANÉE(1) | 128, boulevard Raspail - 75006 Paris - France | EUR | 40,885 | 3,200 | 64,069 | 28,619 | 28,619 | 70.00% | 12,933 | 1,659 | 1,405 | 2,478 | Property company |
| COTTAGES DU BOIS AUX DAIMS(1) | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 1,131 | 9,505 | 20,074 | 11,301 | 11,301 | 100.00% | 10,100 | 1,760 | (1,132) | 0 | Property company |
| ECUREUIL VIE INVESTMENT(4) | 4, place Raoul Dautry - 75015 Paris - France | EUR | 328,338 | 67,911 | 468,193 | 328,338 | 328,338 | 100.00% | 0 | 0 | 20,279 | 0 | Investment fund |
| ÉQUINOX(1) | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 41,404 | (38,160) | 6,505 | 41,400 | 41,400 | 99.99% | 6,787 | 557 | (4,609) | 0 | Property company |
| EUROPE PROPERTIES INVESTMENTS(2) | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France | EUR | 4,337 | 9,104 | 251,258 | 13,337 | 13,337 | 100.00% | 235,038 | 0 | 2,780 | 1,714 | Property company |
| FARMORIC(1) | Tour Majunga, La Défense 9-6, place de la Pyramide - 92800 Puteaux - France | EUR | 162,051 | 267,447 | 526,601 | 176,605 | 176,605 | 100.00% | 90,055 | 7,317 | 5,787 | 5,169 | Property company |
| FONCIÈRE CNP(2) | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 3,139 | 50,541 | 121,193 | 69,492 | 69,492 | 100.00% | 61,561 | 4,083 | 2,398 | 12,694 | Property company |
| FONCIÈRE ELBP(2) | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 17,814 | 175,658 | 397,444 | 178,131 | 178,131 | 100.00% | 179,312 | 22,724 | 9,407 | 0 | Property company |
| FONCIÈRE HID(1) | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 4,370 | 5,105 | 41,805 | 11,300 | 11,300 | 100.00% | 35,900 | 4,191 | (5,595) | 0 | Property company |
| FSN CAPITAL IV (B) L.P. | Akersgaten 20 NO-0158 - Oslo - Norway | SEK | n/a | n/a | n/a | 6,964 | 5,357 | 100.00% | 0 | n/a | n/a | 0 | Investment fund |

| Subsidiaries and affiliates (In € thousands) | Headquarters | Currency | Share capital | Reserves and retained earnings | Total assets | Cost of investment | Carrying amount of investment (o/w unpaid) | Interest | Loans and receivables | Premium income | Profit or loss | Dividends | Sector |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| GALAXIE 33(1) | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 10,000 | 93,074 | 239,774 | 99,991 | 99,991 | 100.00% | 124,609 | 11,622 | 3,041 | 0 | Property company |
| GCK(2) | 15, Boulevard F.W. Raiffeisen - L - 2411 Luxemboug | EUR | 10,529 | 2,778 | 23,383 | 100,994 | 100,994 | 80.00% | 0 | 11,724 | 4,841 | 4,113 | Property company |
| GEOSUD(4) | 2, rue des Martinets - 92569 Rueil-Malmaison - France | EUR | 122,140 | 50,892 | 186,540 | 139,488 | 139,488 | 98.00% | 0 | 0 | 5,345 | 0 | Infra-structure |
| GF DE LA FORÊT DE NAN(2) | 8 *bis*, rue de Châteaudun - 75009 Paris - France | EUR | 5,034 | 14,286 | 24,390 | 50,316 | 50,316 | 100.00% | 40 | 138 | (64) | 0 | Forests |
| GREEN QUARTZ(2) | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 14 | 44,213 | 88,472 | 43,522 | 43,522 | 99.99% | 42,801 | 4,044 | 769 | 0 | Property company |
| HABIMMO(2) | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 11 | 33,711 | 63,251 | 34,035 | 34,035 | 99.99% | 24,611 | 1,383 | 888 | 0 | Property company |
| HOLDING D'INFRASTRUCTURES GAZIÈRES(1) | 4, place Raoul Dautry - 75015 Paris - France | EUR | 659,004 | 1,515,056 | 2,597,000 | 829,185 | 829,185 | 52.97% | 0 | 0 | 85,396 | 39,799 | Infra-structure |
| HOLDIPIERRE(2) | 128, boulevard Raspail - 75006 Paris - France | EUR | 87,129 | 78,194 | 199,757 | 95,030 | 95,030 | 100.00% | 24,285 | 10,250 | 9,970 | 26 | Property company |
| IMMAUCOM(3) | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 183,290 | 0 | 188,593 | 132,776 | 132,776 | 80.00% | 0 | 0 | 4,237 | 3,341 | Property company |
| INFRA INVEST HOLDING(1) | 4, place Raoul Dautry - 75015 Paris - France | EUR | 31,954 | 287,679 | 792,329 | 319,519 | 319,519 | 100.00% | 481,312 | 0 | (10,423) | 0 | Infra-structure |
| INFRA-INVEST France (4) | 4, place Raoul Dautry - 75015 Paris - France | EUR | 15,426 | 98,805 | 282,070 | 268,500 | 268,500 | 100.00% | 398,038 | 0 | (5,396) | 0 | Infra-structure |
| INFRASTRUCTURE PARTNERS (MORGAN STANLEY)(4) | 6, place de la République Dominicaine, 75017 Paris - France | USD | 11,162 | 0 | 11,251 | 43,815 | 15,979 | 64.94% | 0 | 78 | 45 | 0 | Infra-structure |
| IRELAND PROPERTY INVESTMENT FUND(2) | George's Court, 54-62 Townsend Street Dublin 2 - Ireland | EUR | 303,809 | 18,063 | 341,466 | 314,450 | 314,450 | 100.00% | 0 | 8,731 | 12,595 | 7,000 | Property company |
| ISSY VIVALDI(3) | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 3,310 | 31,283 | 69,334 | 33,010 | 33,010 | 100.00% | 29,362 | 4,832 | 2,755 | 0 | Property company |
| JASMIN(1) | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 19,010 | 2,242 | 46,049 | 19,000 | 19,000 | 99.95% | 21,845 | 3,251 | 2,376 | 0 | Property company |
| JESCO(2) | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 40,801 | (26,538) | 56,383 | 28,051 | 28,051 | 55.00% | 21,388 | 3,991 | 894 | 0 | Property company |
| KLEBER 46 HOLDING(2) | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 936 | 191 | 5,221 | 45,858 | 45,858 | 100.00% | 21,404 | 2,532 | 1,511 | 1,039 | Property company |
| LBP ACTIFS IMMO(2) | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 582,931 | 8,724 | 601,787 | 384,251 | 384,251 | 100.00% | 0 | 14,972 | 2,594 | 4,620 | Property company |

| Subsidiaries and affiliates *(In € thousands)* | Headquarters | Currency | Share capital | Reserves and retained earnings | Total assets | Cost of investment | Carrying amount of investment (o/w unpaid) | Interest | Loans and receivables | Premium income | Profit or loss | Dividends | Sector |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| LBPAM EUROPEAN INFRASTRUCTURE DEBT FUND 2 | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 202,813 | 202,813 | 55.19% | 0 | n/a | n/a | 4,150 | Investment fund |
| LBPAM EUROPEAN REAL ESTATE DEBT FUND 3 | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 80,720 | 80,720 | 75.37% | 0 | n/a | n/a | 1,382 | Investment fund |
| LBPAM FCT EUROPEAN DEBT FUNDS COMPARTIMENT MONTPARNASSE INFRASTRUCTURE DEBT | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 349,983 | 349,983 | 100.00% | 0 | n/a | n/a | 6,206 | Investment fund |
| LBPAM FCT EUROPEAN DEBT FUNDS COMPARTIMENT MONTPARNASSE REAL ESTATE DEBT | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 816,588 | 816,588 | 100.00% | 0 | n/a | n/a | 10,240 | Investment fund |
| LESLY[3] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 45,071 | (629) | 95,668 | 45,071 | 45,071 | 100.00% | 47,696 | 5,810 | 206 | 0 | Property company |
| LUX GARE[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 435 | 4,089 | 19,823 | 12,219 | 12,219 | 100.00% | 13,798 | 1,540 | (142) | 0 | Property company |
| MFPRÉVOYANCE[4] | 62, rue Jeanne d'Arc - 75640 Paris Cedex 13 - France | EUR | 81,774 | 116,694 | 674,089 | 67,853 | 67,853 | 51.00% | 0 | 127,037 | 1,865 | 0 | Insurance |
| MONTAGU IV (SCOTS FEEDER) | 2, More London Riverside - London SE1 2AP - United Kingdom | EUR | n/a | n/a | n/a | 9,082 | 7,909 | 100.00% | 0 | n/a | n/a | 0 | Investment fund |
| MONTPARNASSE DEBT FUND 2 – COMPARTIMENT INFRASTRUCTURE | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 264,966 | 264,966 | 100.00% | 0 | n/a | n/a | 1,340 | Investment fund |
| MONTPARNASSE DEBT FUND 2 – COMPARTIMENT REAL ESTATE | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 160,299 | 160,299 | 100.00% | 0 | n/a | n/a | 1,268 | Investment fund |
| MONTPARVIE IV[4] | 4, place Raoul Dautry - 75015 Paris - France | EUR | 38,349 | 0 | 33,690 | 38,349 | 38,349 | 100.00% | 500 | 0 | (9,449) | 0 | Diversification |
| MONTPARVIE V[4] | 4, place Raoul Dautry - 75015 Paris - France | EUR | 211,304 | (12) | 211,316 | 785,654 | 785,654 | 100.00% | 1,050 | 0 | (44) | 0 | Diversification |
| MTP INVEST[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 775,663 | 5 | 1,425,591 | 744,048 | 744,048 | 99.08% | 519,899 | 36,782 | 116,366 | 1,242 | Property company |
| NATIXIS FCT MONTPARNASSE DETTE PRIVÉE COMPARTIMENT MONTPARNASSE PLACEMENT PRIVÉ | 21, quai d'Austerlitz - 75634 Paris Cedex 13 - France | EUR | n/a | n/a | n/a | 118,400 | 118,400 | 100.00% | 0 | n/a | n/a | 0 | FDNC CORPO |
| NEUILLY PILOT[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 950 | 6,217 | 16,363 | 15,907 | 15,907 | 100.00% | 8,548 | 897 | (22) | 0 | Property company |
| NEW SIDE[2] | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 1,947 | 39,081 | 87,679 | 38,939 | 38,939 | 100.00% | 50,299 | 5,973 | (4,513) | 0 | Property company |

| Subsidiaries and affiliates *(In € thousands)* | Headquarters | Currency | Share capital | Reserves and retained earnings | Total assets | Cost of investment | Carrying amount of investment (o/w unpaid) | Interest | Loans and receivables | Premium income | Profit or loss | Dividends | Sector |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| OPCI RASPAIL[2] | 128, boulevard Raspail - 75006 Paris - France | EUR | 898,200 | 749,659 | 2,154,874 | 1,311,518 | 1,311,518 | 87.15% | 677,529 | 38,606 | 27,775 | 22,191 | Property company |
| OPEN CNP[4] | 4, place Raoul Dautry - 75015 Paris - France | EUR | 50,000 | (5,340) | 76,652 | 50,000 | 50,000 | 100.00% | 0 | 0 | 28,002 | 22,519 | Diversification |
| OREA[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 46,401 | 3,363 | 71,925 | 86,829 | 86,829 | 100.00% | 8,703 | 506 | 94 | 2,126 | Property company |
| PANTIN LOGISTIQUE[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 5,810 | 37,819 | 102,877 | 71,508 | 71,508 | 100.00% | 48,715 | 8,719 | 3,039 | 0 | Property company |
| PARIS 08[2] | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 42,091 | 166 | 49,853 | 42,091 | 42,091 | 100.00% | 3,560 | 3,054 | 1,502 | 1,263 | Property company |
| PAYS-BAS RETAIL 2013 BV[4] | Naritaweg 165, Telestone 8 - 1043 BV Amsterdam - The Netherlands | EUR | 0 | 15,723 | 46,027 | 17,500 | 17,500 | 100.00% | 28,500 | 0 | (4,526) | 0 | Property company |
| PIAL 34[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 15,001 | 16,798 | 154,617 | 141,001 | 141,001 | 100.00% | 137,213 | 0 | (16,013) | 0 | Property company |
| RESIDAVOUT[1] | 128, boulevard Raspail - 75006 Paris - France | EUR | 2,834 | 25,497 | 46,674 | 28,331 | 28,331 | 100.00% | 16,521 | 1,994 | 468 | 387 | Property company |
| RESIDENTIAL[2] | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 33,801 | (2,314) | 33,158 | 33,801 | 33,801 | 100.00% | 0 | 2,126 | (604) | 0 | Property company |
| RSS IMMO[2] | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 8 | 39,407 | 67,983 | 38,502 | 38,502 | 99.99% | 26,896 | 3,285 | (110) | 300 | Property company |
| SAPHIRIMMO[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 6,767 | 103,163 | 217,089 | 109,205 | 109,205 | 100.00% | 91,096 | 10,147 | 14,244 | 0 | Property company |
| SAS ALLERAY – SQUARE 15[1] | 128, boulevard Raspail - 75006 Paris - France | EUR | 10,000 | 107,641 | 238,387 | 118,592 | 118,592 | 100.00% | 116,947 | 0 | 1,765 | 0 | Property company |
| SCHRODER COMPARTMENT IALA | 3, rue du Général-Compans - 93500 Pantin - France | EUR | n/a | n/a | n/a | 155,852 | 155,852 | 100.00% | 0 | n/a | n/a | 3,421 | Investment fund |
| SCI DE LA CNP[2] | 4, place Raoul Dautry - 75015 Paris - France | EUR | 59,711 | 37,294 | 102,636 | 113,640 | 113,640 | 100.01% | 5,000 | 5,888 | 2,352 | 2,038 | Forests |
| SCI HOLDIHEALTH EUROPE[1] | 128, boulevard Raspail - 75006 Paris - France | EUR | 15,223 | 14,849 | 15,929 | 15,223 | 15,223 | 100.00% | 10,149 | 0 | (28) | 0 | Property company |
| SECRETS ET BOÉTIE[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 4,201 | 30,293 | 77,958 | 42,001 | 42,001 | 100.00% | 40,205 | 3,508 | 1,093 | 0 | Property company |
| SILK HOLDING[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 27,592 | 11,182 | 88,788 | 54,437 | 54,437 | 100.00% | 47,564 | 0 | 1,750 | 0 | Property company |
| SOGESTOP K[4] | 4, place Raoul Dautry - 75015 Paris - France | EUR | 1,065,986 | 156,264 | 1,222,233 | 1,190,710 | 1,190,710 | 100.00% | 0 | 0 | (22) | 0 | Diversification |

| Subsidiaries and affiliates *(In € thousands)* | Headquarters | Currency | Share capital | Reserves and retained earnings | Total assets | Cost of investment | Carrying amount of investment (o/w unpaid) | Interest | Loans and receivables | Premium income | Profit or loss | Dividends | Sector |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| SONNE[2] | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France | EUR | 2 | 11,440 | 53,306 | 14,127 | 14,127 | 99.95% | 40,005 | 2,031 | (875) | 0 | Property company |
| TERRE NEUVE 4 IMMO[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 6,601 | 64,379 | 145,579 | 66,001 | 66,001 | 100.00% | 62,360 | 10,509 | 4,926 | 0 | Property company |
| THEEMIM[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 26,636 | 62,319 | 103,217 | 84,646 | 84,646 | 100.00% | 12,057 | 0 | 1,870 | 0 | Property company |
| US REAL ESTATE 270 SAS[4] | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France | EUR | 120,012 | 4,485 | 333,734 | 120,012 | 120,012 | 100.00% | 204,987 | 0 | 15,400 | 0 | Property company |
| US REAL ESTATE EVJ SAS[4] | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France | EUR | 120,063 | 4,506 | 323,808 | 120,063 | 120,063 | 100.00% | 186,673 | 0 | 15,015 | 0 | Property company |
| WAGRAM 92[2] | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 9,023 | 243 | 22,502 | 20,377 | 20,377 | 100.00% | 11,783 | 1,356 | 730 | 0 | Property company |
| WOODLAND INVEST(2) | 8 *bis*, rue de Châteaudun - 75009 Paris - France | EUR | 8,000 | (56) | 22,581 | 8,000 | 8,000 | 100.00% | 13,170 | 597 | 1,523 | 0 | Forests |
| YBRY PONT DE NEUILLY[1] | 128, boulevard Raspail - 75006 Paris - France | EUR | 16,489 | 95,340 | n/a | 182,124 | 182,124 | 100.00% | 130,457 | 0 | 2,200 | 0 | Property company |
| YELLOWALTO[2] | Tour Majunga, La Défense 9-6, place de la Pyramide - 92800 Puteaux - France | EUR | 9,973 | 99,295 | 282,504 | 101,273 | 101,273 | 100.00% | 156,126 | 0 | 6,787 | 0 | Property company |
| **II – Affiliates (10% to 50%-owned)** | | | | | | | | | | | | | |
| 17 CAPITAL FUND 3 | 32, Grosvenor Gardens - London SW1W SW1W0DH - United Kingdom | EUR | n/a | n/a | n/a | 16,643 | 3,043 | 10.04% | 0 | n/a | n/a | 0 | Investment fund |
| 5/7 RUE SCRIBE[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 479 | 33,372 | 82,813 | 7,302 | 7,302 | 15.00% | 6,518 | 3,474 | 2,572 | 230 | Property company |
| AEAM DUTCH MORTGAGE FUND 2 | Aegonplein 50 - 2592 PV The Hague - The Netherlands | EUR | n/a | n/a | n/a | 507,883 | 507,883 | 16.53% | 0 | n/a | n/a | 7,883 | FDNC CORPO |
| ALLIANZ EURO CORE INFRASTRUCTURE DEBT FUND SCSP | 3, boulevard des Italiens - CS 70264 - 75118 Paris Cedex - France | EUR | n/a | n/a | n/a | 22,074 | 22,074 | 10.07% | 0 | n/a | n/a | 0 | Investment fund |
| ALLIANZ EUROPEAN PRIVATE CREDIT FUND II | 6A, route de Trèves - L-2633 Senningerberg - Luxembourg | EUR | n/a | n/a | n/a | 23,524 | 23,524 | 33.33% | 0 | n/a | n/a | 300 | FDNC CORPO |
| ALPINVEST SECONDARIES FUND LUX EURO MASTER VI | Jachthavenweg 118 - 1081 KJ Amsterdam - The Netherlands | EUR | n/a | n/a | n/a | 45,905 | 31,212 | 22.47% | 0 | n/a | n/a | 6 | Investment fund |
| AMUNDI LCL SENIOR SECURED MIDCAP LOANS | 90, boulevard Pasteur - 75015 Paris - France | EUR | n/a | n/a | n/a | 10,801 | 10,801 | 21.13% | 0 | n/a | n/a | 0 | FDNC CORPO |

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|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| ARIAL CNP ASSURANCES[1] | 32, avenue Emile Zola - 59370 Mons-en-Baroeul - France | EUR | 10,848 | 118,592 | 24,582,600 | 43,380 | 43,380 | 40.00% | 0 | 926,500 | 2,638 | 0 | Insurance |
| ASSUREURS – CAISSE DES DÉPÔTS RELANCE DURABLE FRANCE – LBPAM | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 34,477 | 34,477 | 10.00% | 0 | n/a | n/a | 0 | FDNC CORPO |
| AVIVA INVESTORS ALTERNATIVES FCP RAIF – AVIVA INVESTORS EUROPEAN INFRASTRUCTURE DEBT STRATEGY | 2, rue du Fort Bourbon - L-1249 Luxembourg - Luxembourg | EUR | n/a | n/a | n/a | 19,099 | 19,099 | 11.90% | 0 | n/a | n/a | 402 | Investment fund |
| AVIVA INVESTORS EUROPEAN SECONDARY INFRASTRUCTURE CREDIT | 23-25 Avenue Franklin Delano Roosevelt - 75008 Paris - France | EUR | n/a | n/a | n/a | 43,015 | 43,015 | 16.67% | 0 | n/a | n/a | 743 | Investment fund |
| AXE France[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 2,501 | 29,266 | 63,841 | 43,085 | 43,085 | 50.00% | 24,118 | 5,453 | 2,151 | 1,017 | Property company |
| BLUE LIKE AN ORANGE SUSTAINABLE CAPITAL LATIN AMERICA FUND I | 5, allée Scheffer - L-2520 Luxembourg - Luxembourg | USD | n/a | n/a | n/a | 10,148 | 10,148 | 12.21% | 0 | n/a | n/a | 0 | FDNC CORPO |
| BNP PARIBAS EUROPEAN SME DEBT FUND | 14, rue Bergère - 75009 Paris - France | EUR | n/a | n/a | n/a | 55,519 | 55,519 | 15.00% | 0 | n/a | n/a | 2,014 | FDNC CORPO |
| BNP PARIBAS EUROPEAN SME DEBT FUND 2 | 14, rue Bergère - 75009 Paris - France | EUR | n/a | n/a | n/a | 58,156 | 58,156 | 14.23% | 0 | n/a | n/a | 600 | FDNC CORPO |
| BNP PARIBAS GLOBAL SENIOR CORPORATE LOANS | 14, rue Bergère - 75009 Paris - France | EUR | n/a | n/a | n/a | 117,234 | 117,234 | 36.41% | 0 | n/a | n/a | 2,146 | FDNC CORPO |
| BNP PARIBAS NOVO 2018 | 1, boulevard Haussmann - 75009 Paris - France | EUR | n/a | n/a | n/a | 12,752 | 12,752 | 15.15% | 0 | n/a | n/a | 375 | FDNC CORPO |
| CDC CAPITAL III | 41, avenue de Friedland - 75008 Paris - France | EUR | n/a | n/a | n/a | 17,106 | 13,217 | 37.43% | 0 | n/a | n/a | 0 | Investment fund |
| CDC CAPITAL III B | 41, avenue de Friedland - 75008 Paris - France | EUR | n/a | n/a | n/a | 8,066 | 8,066 | 47.25% | 0 | n/a | n/a | 0 | Investment fund |
| CERTIVIA SICAV[3] | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France | EUR | 91,500 | (5,723) | 131,759 | 11,971 | 11,971 | 13.33% | 0 | 676 | (2,014) | 255 | Property company |
| CLEARSIGHT TURNAROUND FUND II | Carinthia House, 9-12, The Grange - GY1 4BF - St Peter Port - Guernsey - Channel Islands United Kingdom | EUR | n/a | n/a | n/a | 8,363 | 7,713 | 15.63% | 0 | n/a | n/a | 1,873 | Investment fund |
| CLEARSIGHT TURNAROUND FUND III | Churerstrasse 23 - CH-8808 Pfäffikon - Switzerland | EUR | n/a | n/a | n/a | 21,537 | 17,073 | 11.01% | 0 | n/a | n/a | 0 | Investment fund |
| CLEARSIGHT TURNAROUND FUND IV | Churerstrasse 23 - CH-8808 Pfäffikon - Switzerland | EUR | n/a | n/a | n/a | 23,765 | 10,019 | 10.00% | 0 | n/a | n/a | 2,026 | Investment fund |

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|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| CM-CIC DEBT FUND 3 | 60, rue de la Victoire - 75009 Paris - France | EUR | n/a | n/a | n/a | 65,688 | 65,688 | 12.22% | 0 | n/a | n/a | 0 | FDNC CORPO |
| CREDICOOP AFAVyDC[4] | Adolfo Alsina N°633 Piso 3 - Ciudad Autónoma de Buenos Aires - Argentina | EUR | 340 | (9,853) | 701 | 7,460 | 7,460 | 29.84% | 0 | 0 | (3) | 0 | Insurance |
| CTE[4] | 69-17, rue de Miromesnil - 75008 Paris - France | EUR | 2,700 | (422) | 22,914 | 1,084,046 | 1,084,046 | 20.00% | 0 | 4,729 | 472 | 51,840 | Infra-structure |
| DBAG FUND VI FEEDER GMBH & CO KG | Boersenstrasse 1 - D-60313 Frankfurt-am-Main - Germany | EUR | n/a | n/a | n/a | 8,075 | 7,396 | 26.56% | 0 | n/a | n/a | 0 | Invest-ment fund |
| DÉFENSE CB3[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 13,100 | 79,354 | 124,007 | 52,828 | 52,828 | 25.00% | 7,383 | 0 | 570 | 0 | Property company |
| FARMAN[2] | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 25,000 | 136,746 | 218,875 | 80,872 | 80,872 | 50.00% | 23,266 | 16,710 | 9,511 | 4,700 | Property company |
| FCT TIKEHAU NOVO 2020 | 32, rue de Monceau - 75008 Paris - France | EUR | n/a | n/a | n/a | 7,489 | 7,489 | 14.98% | 0 | n/a | n/a | 52 | FDNC CORPO |
| FLI[4] | 33, avenue Pierre Mendès France - 75013 Paris - France | EUR | 104,500 | 893,011 | 1,642,431 | 101,605 | 101,605 | 11.48% | 0 | 41,128 | 2,470 | 3,096 | Property company |
| FLI 2[4] | 33, avenue Pierre Mendès France - 75013 Paris - France | EUR | 101,927 | 0 | 102,266 | 13,841 | 13,841 | 11.03% | 0 | 0 | 189 | 15 | Property company |
| FONCIERE ECUREUIL II[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 19,882 | 2,898 | 27,812 | 8,221 | 8,221 | 21.77% | 0 | 0 | 4,680 | 220 | Property company |
| FONDS DE FONDS GROWTH | 27-31, avenue du Général Leclerc - 94710 Maison Alfort - France | EUR | n/a | n/a | n/a | 100,000 | 13,684 | 20.00% | 0 | n/a | n/a | 0 | Invest-ment fund |
| FONDS DE PRETS PARTICIPATIFS RELANCE | 12, rue James-Watt - 93200 Saint-Denis - France | EUR | n/a | n/a | n/a | 300,000 | 300,000 | 13.64% | 0 | n/a | n/a | 0 | FDNC CORPO |
| FONDS NOV IMPACT ACTIONS NC ASSUREURS – CDC RELANCE | 9, rue de Téhéran - 75008 Paris - France | EUR | n/a | n/a | n/a | 20,000 | 2,400 | 16.13% | 0 | n/a | n/a | 0 | Invest-ment fund |
| FONDS NOV SANTÉ ACTIONS NC ASSUREURS – CDC RELANCE DURABLE FRANCE | 11, rue Scribe - BP 293 - 75425 Paris Cedex 09 - France | EUR | n/a | n/a | n/a | 47,000 | 9,785 | 11.34% | 0 | n/a | n/a | 0 | Invest-ment fund |
| FONDS NOV SANTÉ DETTE NON COTÉE ASSUREURS | 9, rue Newton - 75016 Paris - France | EUR | n/a | n/a | n/a | 25,387 | 25,387 | 22.27% | 0 | n/a | n/a | 0 | FDNC CORPO |
| FONDS NOV TOURISME ACTIONS NON COTÉES | 28 rue Bayard - 75008 Paris - France | EUR | n/a | n/a | n/a | 17,000 | 7,650 | 10.00% | 0 | n/a | n/a | 0 | Invest-ment fund |
| FONDS OBLIGATIONS RELANCE FRANCE | 63, avenue des Champs-Élysées - 75008 Paris - France | EUR | n/a | n/a | n/a | 55,488 | 55,488 | 17.00% | 0 | n/a | n/a | 0 | FDNC CORPO |

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|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| GF FRANCE EST[4] | 8 *bis*, rue de Châteaudun - 75009 Paris - France | EUR | 24,479 | 2,514 | 27,941 | 7,092 | 7,092 | 28.97% | 0 | 988 | 679 | 47 | Forests |
| GREEN RUEIL[1] | 11-13, avenue de Friedland - 75008 Paris - France | EUR | 4,555 | 38,947 | 94,504 | 45,546 | 45,546 | 50.00% | 45,525 | 7,543 | 726 | 2,833 | Property company |
| HEMISPHERE HOLDING[4] | 33, avenue Pierre Mendès France - 75013 Paris - France | EUR | 6,715 | 44,004 | 54,136 | 13,065 | 13,065 | 20.00% | 0 | 0 | 3,329 | 74 | Property company |
| INFRASTRUCTURE FINANCE SCS SIF – COMPARTMENT EUROPEAN INFRA SENIOR 1 | 2-4, rue Eugène Ruppert - L-2453 Luxembourg - Luxembourg | EUR | n/a | n/a | n/a | 104,396 | 104,396 | 10.58% | 0 | n/a | n/a | 2,627 | Investment fund |
| INITIATIVE & FINANCE II | 96, avenue d'Iéna - 75783 Paris - France | EUR | n/a | n/a | n/a | 9,970 | 8,978 | 11.43% | 0 | n/a | n/a | 0 | Investment fund |
| ISSY ÎLOT 13[1] | 91-93, Boulevard Pasteur - 75710 Paris Cedex 15 - France | EUR | 45,000 | 0 | 78,986 | 22,500 | 22,500 | 50.00% | 14,589 | 7,984 | 3,850 | 1,399 | Property company |
| LAC I SLP | 27-31, avenue du Général Leclerc - 94710 Maisons-Alfort Cedex - France | EUR | n/a | n/a | n/a | 45,861 | 45,861 | 11.00% | 0 | n/a | n/a | 0 | FDNC CORPO |
| LATOUR CO-INVEST FUNECAP | 2, rue Washington - 75008 Paris - France | EUR | n/a | n/a | n/a | 21,867 | 14,660 | 12.54% | 0 | n/a | n/a | 0 | Investment fund |
| LATOUR CO-INVEST HYGEE | 2, rue Washington - 75008 Paris - France | EUR | n/a | n/a | n/a | 11,558 | 11,558 | 26.27% | 0 | n/a | n/a | 0 | Investment fund |
| LBPAM EUROPEAN REAL ESTATE DEBT FUND 2 | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 126,340 | 126,340 | 50.00% | 0 | n/a | n/a | 2,360 | Investment fund |
| LBPAM FCT EUROPEAN DEBT FUNDS COMPARTIMENT INFRASTRUCTURE FCT 1 | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 64,553 | 64,553 | 48.70% | 0 | n/a | n/a | 1,050 | Investment fund |
| LBPAM PRIVATE DEBT SCS RAIF – LBPAM EUROPEAN RESPONSIBLE INFRASTRUCTURE DEBT FUND | 34, rue de la Fédération - 75737 Paris Cedex 15 - France | EUR | n/a | n/a | n/a | 235,680 | 235,680 | 47.39% | 0 | n/a | n/a | 2,727 | Investment fund |
| LYXOR DETTE MIDCAP | 17, Cours Valmy - 92987 Paris La Défense - France | EUR | n/a | n/a | n/a | 20,854 | 20,854 | 24.15% | 0 | n/a | n/a | 942 | FDNC CORPO |
| LYXOR DETTE MIDCAP II | 17, Cours Valmy - 92987 Paris La Défense - France | EUR | n/a | n/a | n/a | 25,053 | 25,053 | 33.33% | 0 | n/a | n/a | 764 | FDNC CORPO |
| MxVi | 3, rue Marcel-Gabriel-Rivière - 69002 Lyon - France | EUR | n/a | n/a | n/a | 32,610 | 32,610 | 23.82% | 0 | n/a | n/a | 0 | Investment fund |
| NN DUTCH RESIDENTIAL MORTGAGE FUND | 1 boulevard Haussmann - 75009 Paris - France | EUR | n/a | n/a | n/a | 500,000 | 500,000 | 10.17% | 0 | n/a | n/a | 0 | FDNC CORPO |
| OCTOBER SME III | 41, rue Delizy - 93500 Pantin - France | EUR | n/a | n/a | n/a | 10,005 | 10,005 | 10.00% | 0 | n/a | n/a | 0 | FDNC CORPO |

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|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| OFELIA[1] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 12,609 | 20,907 | 37,516 | 11,916 | 11,916 | 33.33% | 42,398 | 0 | 3,990 | 935 | Property company |
| OFFICE CB 21[4] | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France | EUR | 332,858 | (3,844) | 342,123 | 82,553 | 82,553 | 25.00% | 0 | 13,429 | 13,076 | 3,246 | Property company |
| OPC 1[3] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 25,044 | (4,113) | 27,587 | 6,946 | 6,946 | 19.03% | 0 | 1,661 | 4,664 | 957 | Property company |
| OPC 2[3] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 74,208 | 2 | 105,269 | 27,505 | 27,505 | 42.15% | 0 | 5,273 | 3,930 | 1,915 | Property company |
| PARTECH GROWTH | 12, rue de Penthièvre - 75008 Paris - France | EUR | n/a | n/a | n/a | 27,864 | 27,440 | 14.40% | 0 | n/a | n/a | 0 | Invest-ment fund |
| PBW II REAL ESTATE FUND[2] | 5, allée Scheffer - L-2520 Luxembourg - Luxembourg | EUR | 31 | 1,202 | 1,451 | 51,946 | 51,946 | 14.57% | 0 | 0 | (188) | 1,723 | Property company |
| POLARIS PRIVATE EQUITY IV | Malmøgade 3 - DK-2100 Copenhagen - Denmark | DKK | n/a | n/a | n/a | 35,872 | 30,391 | 10.00% | 0 | n/a | n/a | 0 | Invest-ment fund |
| PURPLE PRIVATE DEBT SCS RAIF – ESSENTIAL INFRA DEBT FUND | 43, avenue Pierre Mendès France - 75013 Paris - France | EUR | n/a | n/a | n/a | 19,249 | 19,249 | 25.21% | 0 | n/a | n/a | 477 | Invest-ment fund |
| PYRAMIDES 1[2] | 22, rue du Docteur Lancereaux - 75008 Paris - France | EUR | 19,603 | 4,679 | 39,253 | 9,706 | 9,706 | 45.00% | 5,923 | 0 | 1,218 | 0 | Property company |
| QUADRILLE TECHNOLOGIES III | 16, place de la Madeleine - 75008 Paris - France | EUR | n/a | n/a | n/a | 7,500 | 7,500 | 11.11% | 0 | n/a | n/a | 0 | Invest-ment fund |
| RUE DU BAC[4] | 52, boulevard Malesherbes - 75008 Paris - France | EUR | 25,240 | 143,154 | 229,544 | 86,192 | 86,192 | 50.00% | 23,078 | 14,169 | 7,138 | 3,571 | Property company |
| SENIOR EUROPEAN LOAN FUND 1 | 5, allée Scheffer - L 2520 Luxembourg - Luxembourg | EUR | n/a | n/a | n/a | 13,468 | 13,468 | 46.40% | 0 | n/a | n/a | 0 | Invest-ment fund |
| SENIOR EUROPEAN LOAN FUND 2 | 5, allée Scheffer - L-2520 Luxembourg - Luxembourg | EUR | n/a | n/a | n/a | 131,500 | 131,500 | 31.88% | 0 | n/a | n/a | 2,592 | Invest-ment fund |
| SENIOR EUROPEAN LOAN FUND 3 | 5, allée Scheffer - L-2520 Luxembourg - Luxembourg | EUR | n/a | n/a | n/a | 42,635 | 42,635 | 27.36% | 0 | n/a | n/a | 576 | Invest-ment fund |
| SGD PHARMA CO-INVEST S.L.P. | 43, place de l'Opéra - 75002 Paris - France | EUR | n/a | n/a | n/a | 20,037 | 20,037 | 23.81% | 0 | n/a | n/a | 0 | Invest-ment fund |
| SILVERSTONE[2] | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France | EUR | 84,319 | (200) | 71,045 | 16,422 | 16,422 | 19.61% | 1,000 | 0 | (98) | 295 | Property company |

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|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| SOCIÉTÉ DU CENTRE COMMERCIAL DE LA DÉFENSE (SCCD)(1) | 7, place du Chancelier-Adenauer - 75016 Paris - France | EUR | 3,048 | 1 | 436,825 | 27,567 | 27,567 | 22.00% | 54,828 | 77,823 | 56,087 | 12,722 | Property company |
| SOFINNOVA CAPITAL VIII | 17, rue de Surène - 75008 Paris - France | EUR | n/a | n/a | n/a | 7,600 | 5,475 | 10.00% | 0 | n/a | n/a | 0 | Invest-ment fund |
| SOFINNOVA CROSSOVER I S.L.P. | 17, rue de Surène - 75008 Paris - France | EUR | n/a | n/a | n/a | 79,753 | 43,864 | 17.99% | 0 | n/a | n/a | 0 | Invest-ment fund |
| SOFIPROTEOL DETTE PRIVEE | 32, rue de Monceau - 75008 Paris - France | EUR | n/a | n/a | n/a | 23,078 | 23,078 | 14.63% | 0 | n/a | n/a | 861 | FDNC CORPO |
| SOGESTOP L(4) | 62, rue Jeanne d'Arc - 75640 Paris Cedex 13 - France | EUR | 22,897 | 19,660 | 42,693 | 18,626 | 18,626 | 50.00% | 0 | 0 | (26) | 0 | Diversifi-cation |
| SUNLIGHT(1) | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France | EUR | 73,861 | 10,957 | 84,952 | 38,269 | 38,269 | 46.98% | 0 | 205 | 94 | 0 | Property company |
| TIKEHAU NOVO 2018 | 32, rue de Monceau - 75008 Paris - France | EUR | n/a | n/a | n/a | 30,028 | 30,028 | 14.16% | 0 | n/a | n/a | 1,017 | FDNC CORPO |
| TRILANTIC CAPITAL PARTNERS V (EUROPE) | 375, Park Avenue 30th Floor - New York - NY 10152 - United States | EUR | n/a | n/a | n/a | 33,569 | 15,124 | 12.77% | 0 | n/a | n/a | 0 | Invest-ment fund |
| **B – INVESTMENTS WITH A CARRYING AMOUNT OF LESS THAN 1% OF CNP ASSURANCES' SHARE CAPITAL** | | | | | | | | | | | | | |
| French subsidiaries | | | --- | --- | --- | 19,739 | 19,739 | --- | 644,999 | --- | --- | 1,846 | 0 |
| International subsidiaries | | | --- | --- | --- | 22,105 | 22,722 | --- | 0 | --- | --- | 0 | 0 |
| French affiliates | | | --- | --- | --- | 87,943 | 97,110 | --- | 18,061 | --- | --- | 7,829 | 0 |
| Foreign affiliates | | | --- | --- | --- | 11,604 | 21,108 | --- | 0 | --- | --- | 1,051 | 0 |
| **C – AGGREGATE INFORMATION (A+B)** | | | | | | | | | | | | | |
| French subsidiaries | | | --- | --- | --- | 14,199,769 | 14,227,605 | --- | 6,059,633 | --- | --- | 228,294 | --- |
| International subsidiaries | | | --- | --- | --- | 1,727,815 | 1,735,135 | --- | 42,298 | --- | --- | 181,255 | --- |
| French affiliates | | | --- | --- | --- | 3,900,226 | 4,110,399 | --- | 266,686 | --- | --- | 119,417 | --- |
| Foreign affiliates | | | --- | --- | --- | 1,230,112 | 1,311,373 | --- | 0 | --- | --- | 14,965 | --- |

*(1) Final data at 31 December 2021*
*(2) Provisional data at 31 December 2021*
*(3) Data at 30 September 2021*
*(4) Data at 31 December 2020*
*(5) Legal liquidation*

## 5.4.5 Entities of which CNP Assurances is a general partner

| Company | Legal form | Headquarters |
|---|---|---|
| 13/15 VILLE L'ÉVÊQUE | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| 27 PROVENCE | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| 5/7 RUE SCRIBE | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| 85 RICHELIEU | Non-trading property company | 128, boulevard Raspail - 75006 Paris - France |
| AIC LA DAME BLANCHE | Non-trading property company | 139-147, rue Paul Vaillant-Couturier - 92240 Malakoff - France |
| AMIRAL BRUIX | Non-trading property company | Tour Majunga, La Défense 9-6, place de la Pyramide - 92800 Puteaux - France |
| ANTARES | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| ASSURECUREUIL PIERRE | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| ASSURECUREUIL PIERRE 3 | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| ASSURECUREUIL PIERRE 4 | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| ASSURECUREUIL PIERRE 5 | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| ASSURIMMEUBLE | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| BAUDRY PONTHIEU | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| BAUME MIROMESNIL | Non-trading property company | 128, boulevard Raspail - 75006 Paris - France |
| BERCY CRYSTAL | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| CANOPÉE | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| CANTIS | Intercompany partnership | 16-18, place du Général Catroux - 75017 Paris - France |
| CIMO | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| CITY HALL | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| CNP IMMOBILIER | Non-trading property company | 4, place Raoul Dautry - 75015 Paris - France |
| CNP TECHNOLOGIES DE L'INFORMATION | Intercompany partnership | 4, place Raoul Dautry - 75015 Paris - France |
| CŒUR PASSY | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| COTTAGES DU BOIS AUX DAIMS | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| CRYSTAL DÉFENSE | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| DALLE 3 | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| DAS GOETHE | Non-trading property company | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France |
| DISTRIPOLE PORTE DE FRANCE | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| DOMAINE DE LANCOSME | Partnership | Château Robert - 36500 Vendœuvres - France |
| EdR REAL ESTATE | Partnership limited by shares | 20, boulevard Emmanuel-Servais - L-2535 Luxembourg - Luxembourg |
| ÉOLE RAMBOUILLET | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| ÉQUINOX | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| FARMAN | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| FLI | Non-trading property company | 33, avenue Pierre Mendès France - 75013 Paris - France |
| FONCIÈRE CNP | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| FONCIÈRE ELBP | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| GALAXIE 33 | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| GF DE LA FORÊT DE NAN | Forestry partnership | 8 *bis*, rue de Châteaudun - 75009 Paris - France |
| GF DE LA GRANDE HAYE | Forestry partnership | 8 *bis*, rue de Châteaudun - 75009 Paris - France |

| Company | Legal form | Headquarters |
|---|---|---|
| GF DE L'ÎLE-DE-FRANCE - LA FORÊT GÉRÉE III | Forestry partnership | 41, avenue Gambetta - 92928 Paris La Défense - France |
| GF FRANCE EST | Forestry partnership | 8 *bis*, rue de Châteaudun - 75009 Paris - France |
| GF PICARDIE NAVARRE - LA FORÊT GÉRÉE IV | Forestry partnership | 41, avenue Gambetta - 92928 Paris La Défense - France |
| GREEN QUARTZ | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| GREEN RUEIL | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| HABIMMO | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| HEMISPHERE HOLDING | Non-trading company | 33, avenue Pierre Mendès France - 75013 Paris - France |
| INFRA INVEST HOLDING | Non-trading company | 4, place Raoul Dautry - 75015 Paris - France |
| ISSY AQUAREL | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| ISSY ÎLOT 13 | Non-trading property company | 91-93, Boulevard Pasteur - 75710 Paris Cedex 15 - France |
| ISSY VIVALDI | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| JASMIN | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| JESCO | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| JULIE | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| L'AMIRAL | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| LESLY | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| LIBERTÉ | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| MASSENA NICE | Non-trading property company | Tour Majunga, La Défense 9-6, place de la Pyramide - 92800 Puteaux - France |
| MAX | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| MONTAGNE DE LA FAGE | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| MTP ERLON | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| NATURE ÉQUIPEMENTS 1 | Non-trading property company | 28, avenue Victor Hugo - 75116 Paris - France |
| NATURIM | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| NEW SIDE | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| NEXT ESTATE INCOME FUND | Partnership limited by shares | 167, quai de la bataille Stalingrad - 92867 Issy-les-Moulineaux - France |
| ONE COLOGNE | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| PANTIN LOGISTIQUE | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| PARIS 08 | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| PASSAGE DU FAIDHERBE | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| PÉGASE | Non-trading property company | 7, place du Chancelier-Adenauer - CS 31622 - 75772 Paris Cedex 16 - France |
| RESIDAVOUT | Non-trading property company | 128, boulevard Raspail - 75006 Paris - France |
| RESIDENTIAL | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| RSS IMMO | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| RUE DE RENNES (136) | Non-trading property company | Tour Majunga, La Défense 9-6, place de la Pyramide - 92800 Puteaux - France |
| RUE DU BAC | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| RUEIL NEWTON | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| SAPHIRIMMO | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| SCI 173 HAUSSMANN | Non-trading property company | 128, boulevard Raspail - 75006 Paris - France |
| SCI ALLERAY | Non-trading property company | 128, boulevard Raspail - 75006 Paris - France |
| SCI DE LA CNP | Non-trading property company | 8 *bis*, rue de Châteaudun - 75009 Paris - France |
| SCI HOLDIHEALTH EUROPE | Non-trading property company | 128, boulevard Raspail - 75006 Paris - France |

| Company | Legal form | Headquarters |
|---|---|---|
| SCI RASPAIL | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| SCI RUE LAURISTON | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| SECRETS ET BOÉTIE | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| SICAC | Non-trading property company | 22, rue du Docteur Lancereaux - 75008 Paris - France |
| SOCIÉTÉ DU CENTRE COMMERCIAL DE LA DÉFENSE | Non-trading property company | 7, place du Chancelier-Adenauer - CS 31622 - 75772 Paris Cedex 16 - France |
| SONNE | Non-trading property company | 66, avenue Charles de Gaulle - 92200 Neuilly-sur-Seine - France |
| TERRE NEUVE 4 IMMO | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |
| VENDÔME EUROPE | Non-trading property company | Tour Majunga, La Défense 9-6, place de la Pyramide - 92800 Puteaux - France |
| VICTOR HUGO 147 | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| AMP CAPITAL WAGRAM 92 PROPERTY INVESTMENT (WAGRAM 92) | Non-trading property company | 52, boulevard Malesherbes - 75008 Paris - France |
| WEINBERG REAL ESTATE PARTNERS | Partnership limited by shares | 71-73, avenue des Champs-Élysées - 75008 Paris - France |
| WHITEHALL STREET INTERNATIONAL REAL ESTATE 2008 | Partnership limited by shares | 2, rue du Fossé - L-1536 Luxembourg - Luxembourg |
| 13/15 VILLE L'ÉVÊQUE | Non-trading property company | 11-13, avenue de Friedland - 75008 Paris - France |

## 5.5 Ownership structure

### 5.5.1 Composition of share capital

| Number of shares | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Number of ordinary shares outstanding | 686,618,477 | 686,618,477 |
| Number of treasury shares | (374,074) | (497,753) |
| Number of ordinary shares with dividend rights | 686,244,403 | 686,120,724 |

### 5.5.2 Treasury shares

#### MOVEMENTS OVER THE REPORTING PERIOD

| Movements | Number of shares |
|---|---|
| Purchases | 3,079,502 |
| Sales | 3,203,181 |

#### NUMBER OF TREASURY SHARES AND VALUE AT PERIOD END

| Movements | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Number of treasury shares | 374,074 | 497,753 |
| Carrying amount of treasury shares in euros | 5,218,177 | 6,604,471 |

## 5.6 Reserves, equity, revaluation reserve

| (In € thousands) | Type of reserve | 31.12.2020 | Appropriation of 2020 profit | 2021 profit | Change for the period | 31.12.2021 |
|---|---|---|---|---|---|---|
| Share capital | Statutory | 686,618 | | | | 686,618 |
| Additional paid-in capital | Statutory | 1,736,332 | | | | 1,736,332 |
| Forest revaluation reserve | Tax-driven | 38,983 | | | | 38,983 |
| Long-term capital gains reserve | Tax-driven | 1,396,309 | | | | 1,396,309 |
| Capitalisation reserve | Tax-driven | 2,253,007 | | | 45,397 | 2,298,404 |
| Guarantee fund reserve | Tax-driven | 68,800 | 2,439 | | | 71,239 |
| Optional reserves | Other | 2,275,673 | (2,439) | | | 2,273,234 |
| Contingency reserve | Other | 338,850 | | | | 338,850 |
| Retained earnings | | 4,025,940 | 52,393 | | | 4,078,332 |
| Net profit for the year | | 1,129,887 | (1,129,887) | 1,191,373 | | 1,191,373 |
| **TOTAL** | | **13,950,399** | **(1,077,493)** | **1,191,373** | **45,397** | **14,109,674** |

## 5.7 Other disclosures concerning the balance sheet

### 5.7.1 Accrued income and prepaid expenses/Accrued expenses and deferred income

| Accrual accounts | 31.12.2021 | | 31.12.2020 | |
|---|---|---|---|---|
| (In € thousands) | Assets | Liabilities | Assets | Liabilities |
| Accrued interest | 1,817,667 | | 2,117,179 | |
| Deferred acquisition costs | 261 | | 67 | |
| Deferred expenses | 0 | | 0 | |
| Prepaid expenses | 39,753 | | 18,820 | |
| Accrued income | 50,630 | | 50,831 | |
| Amortisation by the effective interest method (income) | 4,297,202 | | 3,801,042 | |
| Accrued income and prepaid expenses related to forward financial instruments | 1,373,280 | | 918,065 | |
| Deferred income | | 33,563 | | 41,686 |
| Amortisation by the effective interest method (expense) | | 2,297,215 | | 1,967,532 |
| Unearned interest income | | (12,411) | | (7,297) |
| Accrued expenses and deferred income related to forward financial instruments | | 846,797 | | 353,820 |
| **TOTAL** | **7,578,793** | **3,165,163** | **6,906,003** | **2,355,741** |

## 5.7.2 Accrued receivables and payables

| Balance sheet items *(In € thousands)* | Accrued income | | Accrued expenses | |
|---|---|---|---|---|
| | 31.12.2021 | 31.12.2020 | 31.12.2021 | 31.12.2020 |
| **Other receivables** | **289,160** | **210,069** | **377,954** | **439,451** |
| • Prepaid payroll costs | | | 0 | 0 |
| • Other | 289,160 | 210,069 | 377,954 | 439,451 |
| **Accrued income and prepaid expenses** | **1,868,297** | **2,168,010** | | |
| • Accrued interest and rental revenue | 1,817,667 | 2,117,179 | | |
| • Deferred acquisition costs | | | | |
| • Other accrued income and prepaid expenses | 50,630 | 50,831 | | |
| **Other payables** | | | **2,170,487** | **2,131,142** |
| • Accrued payroll costs | | | 432,287 | 380,356 |
| • Other | | | 1,738,199 | 1,750,786 |
| **TOTAL** | **2,157,457** | **2,378,079** | **2,548,440** | **2,570,592** |

| Balance sheet items *(In € thousands)* | Deferred income | | Prepaid expenses | |
|---|---|---|---|---|
| | 31.12.2021 | 31.12.2020 | 31.12.2021 | 31.12.2020 |
| **Accrued income and prepaid expenses** | | | **5,710,496** | **4,737,994** |
| • Deferred acquisition costs | | | 261 | 67 |
| • Amortisation by the effective interest method | | | 4,297,202 | 3,801,042 |
| • Other accrued income and prepaid expenses | | | 39,753 | 18,820 |
| • Accrued income and prepaid expenses related to forward financial instruments | | | 1,373,280 | 918,065 |
| **Accrued expenses and deferred income** | **3,165,163** | **2,355,741** | | |
| • Deferred income | 33,563 | 41,686 | | |
| • Amortisation by the effective interest method | 2,297,215 | 1,967,532 | | |
| • Unearned interest income | (12,411) | (7,297) | | |
| • Accrued expenses and deferred income related to forward financial instruments | 846,797 | 353,820 | | |
| **TOTAL** | **3,165,163** | **2,355,741** | **5,710,496** | **4,737,994** |

## 5.7.3 Provisions for liabilities and charges

| Type of provision *(In € thousands)* | Purpose | 31.12.2021 | 31.12.2020 |
|---|---|---|---|
| Revaluation provision | Revaluation of the property portfolio | 1,663 | 1,669 |
| Other provisions | Provision for litigation and miscellaneous risks | 122,032 | 130,004 |
| **TOTAL** | | **123,695** | **131,673** |

### 5.7.4 Assets denominated in foreign currency

| Balance sheet item | Currency | Foreign currency amount *(In thousands)* | Amount in euros *(In thousands)* |
|---|---|---|---|
| **Other investments** | | | **4,976,591** |
| | US dollar | 1,752,732 | 1,547,530 |
| | Swedish krona | 1,136,024 | 110,828 |
| | Swiss franc | 952,511 | 921,993 |
| | Canadian dollar | 55,781 | 38,756 |
| | Pound sterling | 1,782,970 | 2,121,876 |
| | Japanese yen | 30,718,600 | 235,608 |

## 5.8 Change in life premium reserves before reinsurance

| *(In € thousands)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| IN THE INCOME STATEMENT | | |
| **1. Change in life premium reserves** | **(7,393,642)** | **(9,150,483)** |
| **2. Effect of changes in exchange rates** | **198** | **1,295** |
| **3. Credited interest and policyholder dividends paid directly out of investment income for the year** | **2,329,846** | **2,407,928** |
| Credited interest | 410,616 | 496,171 |
| Policyholder dividends | 1,919,230 | 1,911,757 |
| **4. Use of policyholder surplus reserve** | **1,812,051** | **1,788,327** |
| **TOTAL** | **(3,251,547)** | **(4,952,932)** |
| IN THE BALANCE SHEET | | |
| **Change in mathematical reserves** | | |
| **1. Life premium reserves – end of period** | **239,810,190** | **242,251,518** |
| **2. Life premium reserves – start of period** | **(242,251,518)** | **(247,205,594)** |
| **TOTAL** | **(2,441,328)** | **(4,954,076)** |

## 5.9 Mathematical reserves for PERP plans

| *(In € thousands)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Insurance liabilities (excluding linked liabilities) – mathematical annuity reserves for annuity payments | 1,069,308 | 1,126,598 |
| Linked liabilities | 154,229 | 161,084 |
| Special mathematical reserves for points-based pension liabilities | 475,492 | 460,807 |
| **TOTAL** | **1,699,029** | **1,748,489** |

## 5.10 Liquidity risk reserve

| *(In € thousands)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Total net unrealised gain or loss – Article R.343-5 assets | 26,774,359 | 18,802,257 |
| Liquidity risk reserve included in other technical reserves | 0 | 0 |
| Deferred charge to the liquidity risk reserve | 0 | 0 |
| Actual net profit, excluding impact of transfers to liquidity risk reserve | 1,191,373 | 1,129,887 |

# NOTE 6 Notes to the income statement

## 6.1 Investment income and expenses

| | 31.12.2021 | | | 31.12.2020 |
|---|---|---|---|---|
| *(In € thousands)* | Income and expenses from investments in subsidiaries and affiliates | Other financial income and expenses | 2021 total | |
| INVESTMENT INCOME | | | | |
| Revenues from investments in subsidiaries and affiliates | 365,802 | (140,045) | 225,757 | 515,994 |
| Revenues from property investments | 125 | 321,411 | 321,535 | 465,429 |
| Revenues from other investments | 80,168 | 4,592,595 | 4,672,763 | 5,004,581 |
| Other financial revenues (commissions, fees) | 108,065 | 983,969 | 1,092,034 | 735,572 |
| **Investment revenues** | **554,160** | **5,757,929** | **6,312,089** | **6,721,576** |
| **Other investment income** | **46,414** | **603,466** | **649,879** | **359,318** |
| **Profits on disposal of investments** | **(368)** | **1,597,203** | **1,596,835** | **1,527,726** |
| **Total investment income** | **600,206** | **7,958,598** | **8,558,803** | **8,608,620** |
| INVESTMENT EXPENSES | | | | |
| Financial expenses (commissions, fees, interest, bank charges, etc.) | 2,761 | 641,176 | 643,937 | 625,981 |
| Other investment expenses | 23,736 | 1,212,543 | 1,236,279 | 1,704,481 |
| Losses on disposal of investments | (47) | 1,207,330 | 1,207,283 | 1,117,278 |
| **Total investment expenses** | **26,450** | **3,061,049** | **3,087,500** | **3,447,740** |
| **NET INVESTMENT INCOME** | **573,755** | **4,897,548** | **5,471,303** | **5,160,879** |

Financial statements
2021 Parent company financial statements 4

## 6.2 Underwriting income and expenses

### Life

| Classes 1 – 19 *(In € thousands)* | Single or flexible premium endowment policies | Individual term life policies (and voluntary participation group policies) | Other individual single or flexible premium life policies (and voluntary participation group policies) | Other individual regular premium life policies (and voluntary participation group policies) | Group death insurance contracts | Group life insurance contracts | Single or flexible premium unit-linked life or endowment policies | Regular premium unit-linked life or endowment policies | Article L.441-1 group policies | PERP contracts | Policies giving rise to transfers to the Eurocroissance diversification reserve | Inward reinsurance (life) | Total |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Premiums | 1,066,287 | 78,590 | 7,786,565 | 35,168 | 1,903,016 | 35,692 | 4,501,079 | 1,770 | 326,298 | 70,734 | 13 | 2,707,454 | 18,512,665 |
| Claims and benefits | 426,197 | 27,616 | 14,978,263 | 42,684 | 640,844 | 234,025 | 1,964,796 | 32,072 | 712,385 | 154,920 | 5,273 | 1,253,824 | 20,472,900 |
| Change in life premium reserves and other technical reserves | 600,031 | 2,034 | (8,686,934) | (18,506) | 8,398 | (192,292) | 6,001,252 | (26,219) | (399,033) | (74,432) | (2,556) | 1,532,927 | (1,255,329) |
| Mark-to-market gains and losses on assets held to cover linked liabilities | 0 | 0 | 0 | 0 | 0 | 0 | 3,624,567 | 17,274 | 0 | 21,660 | 0 | 190,018 | 3,853,519 |
| **Underwriting profit (loss)** | **40,058** | **48,939** | **1,495,236** | **10,990** | **1,253,775** | **(6,042)** | **159,598** | **13,191** | **12,946** | **11,905** | **(2,704)** | **110,721** | **3,148,614** |
| Business acquisition costs | 5,538 | 10,897 | 98,360 | 3,760 | 795,849 | (2,979) | 50,208 | 36 | 12,919 | 0 | 0 | 129,102 | 1,103,692 |
| Other contract administration costs, net | 38,059 | 2,086 | 1,053,715 | 3,020 | 118,692 | 26,591 | 277,322 | 749 | (70) | 9,174 | 0 | (10,883) | 1,518,456 |
| **Acquisition and contract administration costs, net** | **43,597** | **12,984** | **1,152,076** | **6,780** | **914,542** | 23,612 | 327,529 | 785 | 12,850 | 9,174 | 0 | 118,219 | 2,622,148 |
| Net investment income | 162,968 | 686 | 4,189,500 | 12,895 | 17,304 | 109,849 | 118,941 | 12,796 | 220,131 | 48,029 | 2,704 | 255,426 | 5,151,230 |
| Credited interest and policyholder dividends | 136,292 | 637 | 3,703,591 | 14,101 | (22) | 118,040 | 145,294 | 8,664 | 439,644 | 50,760 | 0 | 206,563 | 4,823,565 |
| **Net** | **26,676** | **49** | **485,909** | **(1,206)** | **17,326** | **(8,191)** | **(26,353)** | **4,132** | **(219,513)** | **(2,731)** | **2,704** | **48,863** | **327,664** |
| Ceded premiums | 913 | 66 | 201,812 | 43 | 104,636 | 27,858 | 78,978 | 0 | 179,034 | 0 | 0 | 19 | 593,360 |
| Reinsurers' share of claims and benefits | 5,502 | 0 | 608,236 | 288 | 13,970 | 31,952 | 74,304 | 0 | 405,647 | 0 | 0 | 0 | 1,139,899 |
| Reinsurers' share of change in life premium reserves and other technical reserves | (4,240) | 0 | (339,850) | (155) | 37,639 | 7,792 | 155,053 | 0 | (7,196) | 0 | 0 | 23,715 | (127,243) |
| Reinsurers' share of policyholder surplus | (590) | 0 | (263) | (12) | 87 | 2,291 | 40 | 0 | 0 | 0 | 0 | (28) | 1,525 |
| Reinsurance commissions received | 280 | 0 | 43,827 | 7 | 40,932 | 1,358 | 18,000 | 0 | 0 | 0 | 0 | 0 | 104,404 |
| **Reinsurance result** | **39** | **(66)** | **110,138** | **84** | **(12,008)** | **15,535** | **168,419** | **0** | **219,417** | **0** | **0** | **23,668** | **525,226** |
| **UNDERWRITING RESULT** | **23,175** | **35,939** | **939,207** | **3,088** | **344,550** | **(22,310)** | **(25,865)** | **16,538** | **0** | **0** | **0** | **65,034** | **1,379,356** |
| **Other information** | | | | | | | | | | | | | |
| Policy surrenders | 414,497 | 386 | 6,734,848 | 8,289 | 0 | 20,017 | 1,337,063 | 12,347 | 126,038 | 74,196 | 3,937 | 787,090 | 9,518,707 |
| Gross credited interest | 1,495 | 376 | 321,959 | 9,414 | 0 | 69,734 | 37 | 7,610 | 0 | 0 | 0 | (8) | 410,616 |
| Technical reserves – end of period | 8,562,714 | 44,292 | 213,767,306 | 676,437 | 1,285,903 | 3,943,585 | 44,026,040 | 519,754 | 16,139,930 | 1,836,394 | 358,908 | 16,168,628 | 307,329,890 |
| Technical reserves – beginning of period* | 7,761,050 | 43,291 | 218,992,381 | 685,850 | 1,243,309 | 3,996,234 | 37,878,852 | 539,945 | 16,100,231 | 1,853,259 | 361,432 | 14,424,638 | 303,880,472 |

* *Technical reserves at the beginning of the period take into account the transfer to CNP Assurance of Allianz France savings contracts, with the following main impacts: €223 million on "Single premium endowment policies", €592 million on "Other individual single premium life policies" and €1,310 million on "Single premium unit-linked life or endowment policies"*

## Non-life

| Classes 20 – 39 *(In € thousands)* | Individual bodily injury policies | Group bodily injury policies | Inward reinsurance | Total |
|---|---|---|---|---|
| **Earned premiums** | **12,446** | **1,309,620** | **420,100** | **1,742,166** |
| 1a. Premiums | 12,448 | 1,308,333 | 416,033 | 1,736,813 |
| 1b. Change in earned premium and unexpired risks reserve | 2 | (1,288) | (4,067) | (5,353) |
| **Claims and benefits** | **(12,379)** | **886,911** | **376,571** | **1,251,103** |
| 2a. Paid claims and expenses | (1,201) | 944,323 | 347,749 | 1,290,872 |
| 2b. Change in outstanding claims reserves | (11,179) | (57,412) | 28,822 | (39,769) |
| **Underwriting profit (loss)** | **24,826** | **422,709** | **43,528** | **491,063** |
| Business acquisition costs | 108 | 344,598 | 68,070 | 412,776 |
| Other contract administration costs, net | 218 | 91,840 | 3,274 | 95,332 |
| **Acquisition and contract administration costs, net** | **326** | **436,438** | **71,344** | **508,108** |
| Investment income | 237 | 74,325 | 32,917 | 107,479 |
| Policyholder dividends | 2,330 | (2,947) | (7,645) | (8,262) |
| **Net** | **(2,093)** | **77,272** | **40,562** | **115,741** |
| Reinsurers' share of earned premiums | 0 | 84,837 | 0 | 84,837 |
| Reinsurers' share of paid claims | 0 | 17,977 | 0 | 17,977 |
| Reinsurers' share of outstanding claims reserves | 0 | 35,560 | 0 | 35,560 |
| Reinsurers' share of policyholder dividends | 0 | (3,967) | 0 | (3,967) |
| Reinsurance commissions received | 0 | 20,147 | 0 | 20,147 |
| **Reinsurance result** | **0** | **(15,121)** | **0** | **(15,121)** |
| **UNDERWRITING RESULT** | **22,407** | **48,422** | **12,746** | **83,575** |
| OTHER INFORMATION | | | | |
| Provisions for unearned premiums and unsettled claims (closing balance) | 28 | 23,720 | 21,788 | 45,536 |
| Provisions for unearned premiums and unsettled claims (opening balance) | 26 | 25,007 | 25,855 | 50,889 |
| Outstanding claims reserve (closing balance) | 10,230 | 3,317,079 | 1,499,455 | 4,826,764 |
| Outstanding claims reserve (opening balance) | 9,863 | 3,318,328 | 1,505,881 | 4,834,072 |
| Other technical reserves (closing balance) | 95,320 | 950,190 | 285,444 | 1,330,954 |
| Other technical reserves (opening balance)* | 104,532 | 1,009,952 | 246,619 | 1,361,103 |

* *Other technical reserves at the beginning of the period do not include policyholder surplus reserve and rebates or claims equalisation reserves*

## 6.3 Transfer of unrealised gains to the Eurocroissance reserve

Information about the temporary mechanism for the transfer of assets to the diversification reserve for Eurocroissance insurance liabilities:

No unrealised gains were transferred to technical reserves backed by Eurocroissance funds in 2021.

No unrealised gains were transferred to the Eurocroissance reserve in 2021.

## 6.4 Payroll costs

Payroll costs break down as follows:

| *(In € thousands)* | 31.12.2021 | 31.12.2020 | Year-on-year change |
|---|---|---|---|
| Wages and salaries | 204,746 | 177,056 | 15.6% |
| Payroll taxes | 128,433 | 81,927 | 56.8% |
| Other | 10,937 | 8,644 | 26.5% |
| **TOTAL** | **344,116** | **267,627** | **28.6%** |

## 6.5 Commissions

Direct insurance and inward reinsurance commissions for the year amounted to €2,608,456 thousand.

The total includes all types of commissions paid to the Company's distribution partners.

## 6.6 Breakdown of non-recurring, non-technical income and expenses

| Income statement items<br>*(In € thousands)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Other (non-technical) income** | **22,442** | **12,103** |
| Interest income from miscellaneous loans | 100 | 90 |
| Other non-technical income | 7,444 | 3 |
| Reversals from the capitalisation reserve credited to the non-technical account | 14,899 | 12,010 |
| **Other (non-technical) expenses** | **74,430** | **22,593** |
| Transfers to the capitalisation reserve from the non-technical account | 12,891 | 1,752 |
| Other non-technical expenses | 61,538 | 20,841 |
| **Non-recurring income** | **33,379** | **31,449** |
| Income relating to prior years | 0 | 0 |
| Other non-recurring income | 1,645 | 6,280 |
| Reversals of provisions for contingencies | 31,734 | 25,170 |
| Gains on disposal of owner-occupied property | 0 | 0 |
| **Non-recurring expenses** | **37,437** | **43,394** |
| Losses relating to prior years | 0 | 0 |
| Other non-recurring expenses | 4,442 | 30,929 |
| Impairment expense | 1,795 | 4,660 |
| Additions to provisions for contingencies | 31,200 | 7,805 |

## 6.7 Income tax expense

| Income tax expense<br>*(In € thousands)* | 31.12.2021 | 31.12.2020 | Year-on-year change |
|---|---|---|---|
| Tax expense on recurring profit | 396,532 | 252,063 | |
| Tax (benefit) expense on non-recurring operations | 0 | 0 | |
| **Income tax expense** | **396,532** | **252,063** | **57.3%** |

## 6.8 Policyholder participation in underwriting profit and investment income

| Description *(In € thousands)* | 31.12.2021 | 31.12.2020 | 31.12.2019 | 31.12.2018 | 31.12.2017 |
|---|---|---|---|---|---|
| **A. Policyholder dividends** | **4,815,303** | **4,509,968** | **6,949,781** | **6,604,000** | **7,341,421** |
| A1. Policyholder dividends and credited interest | 4,098,871 | 4,440,355 | 5,027,132 | 6,604,000 | 5,558,439 |
| A2. Change in the policyholder surplus reserve | 716,433 | 69,613 | 1,922,648 | 950,435 | 1,782,982 |
| **B. Policyholder dividends – "Article A.132-10" policies** | | | | | |
| B1. Average mathematical reserves(1) | 229,661,532 | 233,770,779 | 236,015,240 | 236,786,781 | 240,717,692 |
| B2. Minimum policyholder participation | 2,306,135 | 1,727,628 | 3,517,038 | 3,361,261 | 3,691,567 |
| B3. Actual policyholder participation(2)(3) | 2,584,432 | 2,050,004 | 4,569,420 | 4,305,144 | 5,047,472 |
| B3a. Policyholder dividends and credited interest(3) | 1,960,645 | 2,061,921 | 2,493,488 | 3,465,973 | 3,345,328 |
| B3b. Change in the policyholder surplus reserve | 623,787 | (11,917) | 2,075,932 | 839,171 | 1,702,144 |

(1) *Half of the sum of opening and closing mathematical reserves for "Article A.132-10" policies*
(2) *Actual participation (expense for the period, including credited interest) for "Article A.132-10" policies*
(3) *Adjustment of the amount reported at 31 December 2019: €100.1 million positive impact on policyholder dividends*

## 6.9 Employee information

The number of employees by category as of 31 December 2021 was as follows:

| Status *(number of employees)* | 31.12.2021 | 31.12.2020 | Year-on-year change |
|---|---|---|---|
| Management-grade | 2,286 | 1,824 | 25.3% |
| Non-management-grade | 885 | 906 | -2.3% |
| **TOTAL** | **3,171** | **2,730** | **16.2%** |

As of 1 January 2021, CNPTI employees had joined CNP Assurances.

## 6.10 Management remuneration

The total remuneration paid to the Chairman, the Chief Executive Officer, the Deputy Chief Executive Officer and the members of the Board of Directors is presented below, together with details of their remuneration by category.

### 2021

- Short-term benefits: the short-term benefits (including salaries, bonuses, directors' fees and benefits in kind) paid to the Chairman, the Chief Executive Officer, the Deputy Chief Executive Officer and the members of the Board of Directors amounted to €2,273,189.
- Long-term benefits: the cumulative amounts provided for or recognised by CNP Assurances in respect of pension or other retirement benefits for the Deputy Chief Executive Officer total €4,478,359. No amounts were provided for or recognised in respect of pension or other retirement benefits for the Chairman or the Chief Executive Officer because the Group had no payment obligations towards them in this regard.
- Termination benefits: the termination benefits payable to the members of senior management are provided for in their employment contracts or in the collective agreement. The cumulative amount provided for or recognised in respect of termination benefits for the Deputy Chief Executive Officer totalled €493,929. No amounts were provided for or recognised in respect of termination benefits for the Chairman/Chairwoman or the Chief Executive Officer because the Group had no payment obligations towards them in this regard.
- Share-based payments: no share-based payments were made in 2021 to the Chief Executive Officer, the Deputy Chief Executive Officer or the members of the Board of Directors.

## 2020

- Short-term benefits: the short-term benefits (including salaries, bonuses, deferred remuneration, directors' fees and benefits in kind) paid to the Chairman, the Chief Executive Officer, the Deputy Chief Executive Officer and the members of the Board of Directors amounted to €2,415,622.97.
- Long-term benefits: the cumulative amount provided for or recognised in respect of pension or other retirement benefits for the Chief Executive Officer (corresponding to the vested rights during his period as an employee prior to the appointment of Antoine Lissowski as Chief Executive Officer) and the Deputy Chief Executive Officer totalled €8,842,196. No amounts were provided for or recognised in respect of pension or other retirement benefits for the Chairman or the Chief Executive Officer because the Group had no payment obligations towards them in this regard.
- Termination benefits: the termination benefits payable to the members of senior management are provided for in their employment contracts or in the collective agreement. The cumulative amounts provided for or recognised in respect of termination benefits for the Chief Executive Officer (corresponding to the vested rights during his period as an employee prior to the appointment of Antoine Lissowski as Chief Executive Officer) and the Deputy Chief Executive Officer totalled €966,166. No amounts were provided for or recognised in respect of termination benefits for the Chairman or the Chief Executive Officer because the Group had no payment obligations towards them in this regard.
- Share-based payments: no share-based payments were made in 2020 to the Chief Executive Officer, the Deputy Chief Executive Officer or the members of the Board of Directors.

## 6.11 Premium income by geographic segment

| Gross premiums<br>Premium income by geographic segment<br>*(In € thousands)* | 31.12.2021 | 31.12.2020 | Year-on-year change |
|---|---|---|---|
| France | 19,797,522 | 16,095,105 | 23.0% |
| International | 457,310 | 226,581 | 101.8% |
| *Italian branch* | *81,887* | *51,081* | *60.3%* |
| *Spanish branch* | *815* | *835* | *-2.4%* |
| *Germany (premiums written under EU freedom of services directive)* | *28* | *2* | *1,172.1%* |
| *Luxembourg subsidiary* | *374,579* | *174,663* | *114.5%* |
| **TOTAL** | **20,254,831** | **16,321,686** | **24.1%** |

## 6.12 Fees paid to the Auditors

Fees paid to the Auditors in 2021

*(In € thousands)*

| AUDIT | MAZARS | % | PRICEWATERHOUSECOOPERS AUDIT | % |
|---|---|---|---|---|
| **Audit of the financial statements of the Company and the Group**[(1)] | **1,101** | **70%** | **1,096** | **70%** |
| CNP Assurances | 1,101 | | 1,096 | |
| **Other audit and special engagements**[(2)] | **461** | **30%** | **472** | **30%** |
| **TOTAL** | **1,562** | **100%** | **1,569** | **100%** |

*(1) Including the audit of the IFRS 9 appendices and information systems migrations*

*(2) "Other duties and services directly related to the assignment carried out by the Statutory Auditors" include services relating to the issue of debt securities, review of MCEV© calculations, review of the English translation of the Universal Registration Document and other reports, and review of the Non-Financial Performance Statement*

## NOTE 7 Off-balance sheet commitments

| Strategy by type of forward financial instrument *(In € thousands)* | Amounts at 31.12.2021 | | Remaining life | | |
|---|---|---|---|---|---|
| | Commitments received | Commitments given | 1 year or less | 1 to 5 years | More than 5 years |
| YIELD STRATEGY | | | | | |
| **Equity instruments** | | | | | |
| Purchases of calls and puts* | (11,585,078) | 0 | (4,936,037) | (6,536,237) | (112,804) |
| Sales of calls and puts | 0 | (12,848,375) | (3,842,550) | (9,005,825) | 0 |
| **Interest rate instruments** | | | | | |
| Purchases of caps | 125,204,800 | 0 | 14,280,000 | 85,221,500 | 25,703,300 |
| Sales of caps | 0 | 24,360,800 | 14,280,000 | 5,587,500 | 4,493,300 |
| ***Swaps*** | | | | | |
| *Receive positions* | 4,945,272 | 0 | 438,141 | 2,469,661 | 2,037,470 |
| *Pay positions* | 0 | 5,126,231 | 441,583 | 2,679,078 | 2,005,570 |
| **TOTAL RECEIVED** | **118,564,994** | | **9,782,104** | **81,154,924** | **27,627,966** |
| **TOTAL GIVEN** | | **16,638,657** | **10,879,033** | **(739,246)** | **6,498,870** |
| **NET COMMITMENT** | | **101,926,337** | **(1,096,929)** | **81,894,170** | **21,129,096** |

* *Of which €1 billion in forward bonds*

# NOTE 8 Disclosures related to subordinated debt

## Redeemable subordinated notes

| Issuance date | Legal form | ISIN | Currency | Total issue *(In millions of issue currency)* | Total issue *(In € millions)* | Interest rate | First call date | Maturity |
|---|---|---|---|---|---|---|---|---|
| 24.06.2003 | Subordinated notes Fixed/variable rate | Caisse Nationale des Caisses d'Epargne et de Prévoyance | EUR | 200 | 200 | 4.7825% until 24 June 2013, then Euribor +200 bp | Passed | 23.06.2023 |
| 15.11.2004 | Subordinated notes Fixed/variable rate | Caisse Nationale des Caisses d'Epargne et de Prévoyance | EUR | 90 | 90 | 4.93% until 15 Nov. 2016 then Euribor +160 bp | Passed | Undated |
| 15.11.2004 | Subordinated notes Fixed/variable rate | Caisse Nationale des Caisses d'Epargne et de Prévoyance | EUR | 93 | 93 | 3-month Euribor +70 bp until 15 Nov. 2016, then 3-month Euribor+160 bp | Passed | Undated |
| 05.06.2014 | Subordinated notes Fixed/variable rate | FR0011949403 | EUR | 500 | 500 | 4.25% until June 2025, then reset at the 5-year fixed swap rate +360 bp | 05.06.2025 | 05.06.2045 |
| 10.12.2015 | Subordinated notes Fixed/variable rate | FR0013066388 | EUR | 750 | 750 | 4.5% until June 2027, then 3-month Euribor +460 bp | 10.06.2027 | 10.06.2047 |
| 22.01.2016 | Subordinated notes Fixed/variable rate | FR0013101599 | USD | 500 | 441 | 6% throughout the life of the notes | 22.01.2029 | 22.01.2049 |
| 20.10.2016 | Subordinated notes Fixed/variable rate | FR0013213832 | EUR | 1,000 | 1,000 | 1.875% until Oct. 2022 | | 20.10.2022 |
| 05.02.2019 | Subordinated notes Fixed/variable rate | FR0013399680 | EUR | 500 | 500 | 2.75% until 2029 | | 05.02.2029 |
| 27.11.2019 | Subordinated notes Fixed/variable rate | FR0013463775 | EUR | 750 | 750 | 2.00% until June 2030, then 3-month Euribor +300 bp | 27.07.2030 | 27.07.2050 |
| 10.12.2019 | Subordinated notes Fixed/variable rate | FR0013466281 | EUR | 250 | 250 | 0.80% until 2027 | | 15.01.2027 |
| 30.06.2020 | Subordinated notes Fixed/variable rate | FR0013521630 | EUR | 750 | 750 | 2.50% until June 2031, then 3-month Euribor +365 bp | 30.12.2030 | 30.06.2051 |
| 08.12.2020 | Subordinated notes Fixed/variable rate | FR0014000XY6 | EUR | 500 | 500 | 0.375% until March 2028 | 08.12.2027 | 08.03.2028 |
| 12.10.2021 | Subordinated notes Fixed/variable rate | FR0014005X99 | EUR | 500 | 500 | 1.875% until 12 Oct. 2033, then 3-month Euribor +270 bp | 12.04.2033 | 12.10.2053 |
| **Total redeemable subordinated notes** | | | | **6,383** | **6,324** | | | |

### SUBORDINATED NOTES

| Issuance date | Legal form | ISIN | Currency | Total issue *(In millions of issue currency)* | Total issue *(In € millions)* | Interest rate | First call date | Maturity |
|---|---|---|---|---|---|---|---|---|
| 21.06.2004 | Subordinated notes Variable rate | FR0010093328 | EUR | 250 | 250 | TEC10 +10 bp, capped at 9% | Passed | Undated |
| 24.09.2004 | Subordinated notes Variable rate | FR0010093328 | EUR | 50 | 50 | TEC 10 +10 bp, capped at 9% | Passed | Undated |
| 11.03.2005 | Subordinated notes Variable rate | FR0010167296 | EUR | 24 | 24 | 6.25% until 2009, then 4 times (10-year EUR CMS – 2-year EUR CMS), 9% cap and 2.75% floor | Passed | Undated |
| 11.03.2005 | Subordinated notes Variable rate | FR0010167247 | EUR | 225 | 225 | 6.5% until March 2008, then 3% + (10-year CMS* 22.5%) | Passed | Undated |
| 27.06.2005 | Subordinated notes Variable rate | FR0010203026 | EUR | 75 | 75 | 7% until June 2010, then 10-year CMS +30 bp | Passed | Undated |
| 16.05.2006 | Subordinated notes Variable rate | FR0010318386 | EUR | 160 | 160 | 5.25% until 16 May 2036, then 3-month Euribor +185 bp (including 100 bp step-up at call date) | 16.05.2036 | Undated |
| 20.12.2006 | Subordinated notes Variable rate | FR0010406082 | EUR | 108 | 108 | 3-month Euribor +95 bp until 20 Dec. 2026, then 3-month Euribor +195 bp | 20.12.2026 | Undated |
| 18.11.2014 | Subordinated notes Fixed rate | FR0012317758 | EUR | 500 | 500 | 4% until Nov. 2024, then reset at the 5-year fixed swap rate +410 bp | 18.11.2024 | Undated |
| 27.06.2018 | Subordinated notes Fixed rate | FR0013336534 | EUR | 500 | 500 | 4.75% until 2028, then reset at the 5-year fixed swap rate +391.4 bp | 27.06.2028 | Undated |
| 07.04.2021 | Subordinated notes Fixed rate | FR0014002RQ0 | USD | 700 | 618 | 4.875% until April 2031, then 5-year CMT +318.3 bp | 07.10.2030 | Undated |
| **Total subordinated notes** | | | | **2,592** | **2,510** | | | |
| **TOTAL SUBORDINATED LIABILITIES** | | | | **8,975** | **8,834** | | | |

# 4.4 Other information

## 4.4.1 Proposed appropriation of 2021 profit

Net profit for the year ended 31 December 2021 totalled €1,191,372,508.57 and retained earnings brought forward from the prior year amounted to €4,078,332,243.93, resulting in distributable profit of €5,269,704,752.50.

The General Meeting therefore resolves:

- to pay a total dividend of €686,618,477.00, shared between all shareholders;
- to transfer the balance of €4,583,086,275.50 to retained earnings.

The dividend paid on each of the 686,618,477 shares making up the share capital at the date of the General Meeting will amount to €1.

The shares will trade ex-dividend on NYSE Euronext Paris as from 27 April 2022 and the dividend will be paid as from 29 April 2022.

Private shareholders resident in France for tax purposes will be entitled to 40% tax relief on their dividends pursuant to Article 158-3-2 of the French Tax Code (*Code général des impôts*).

The total dividend will be reduced by the amount of dividends not paid on any treasury shares held by the Company, which will be transferred to the retained earnings account in accordance with Article L.225-210 of the French Commercial Code.

## 4.4.2 Five-year financial summary

| | 31.12.2021 | 31.12.2020 | 31.12.2019 | 31.12.2018 | 31.12.2017 |
|---|---|---|---|---|---|
| Share capital *(in € thousands)* | 686,618 | 686,618 | 686,618 | 686,618 | 686,618 |
| Number of ordinary shares outstanding | 686,618,477 | 686,618,477 | 686,618,477 | 686,618,477 | 686,618,477 |
| RESULTS OF OPERATIONS *(in € thousands)* | | | | | |
| Premium income excluding tax | 20,254,831 | 16,321,686 | 23,106,312 | 21,988,192 | 22,948,315 |
| Earnings before tax, depreciation, amortisation and provisions (EBTDA) | 1,587,904 | 1,381,950 | 1,737,577 | 1,514,500 | 1,547,557 |
| Income tax expense | 396,532 | 252,063 | 394,189 | 349,139 | 405,031 |
| Net profit | 1,191,373 | 1,129,887 | 1,343,388 | 1,165,360 | 1,142,526 |
| EARNINGS PER SHARE *(in €)* | | | | | |
| Earnings before tax, depreciation, amortisation and provisions (EBTDA) | 2.31 | 2.01 | 2.53 | 2.21 | 2.25 |
| Net profit | 1.74 | 1.65 | 1.96 | 1.70 | 1.66 |
| Dividend per share* | 1.00 | 1.57 | 0.00 | 0.89 | 0.84 |
| ACCRUED PAYROLL COSTS | | | | | |
| Average number of employees | 3,171 | 2,730 | 2,764 | 2,757 | 2,803 |
| Total payroll and benefits *(in € thousands)* | 344,116 | 267,627 | 282,524 | 250,416 | 277,604 |

* *2021 dividend subject to shareholder approval at the Annual General Meeting on 22 April 2022*

# 4.5 Statutory Auditors' report on the financial statements

**For the year ended 31 December 2021**

*This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. This report includes information specifically required by European regulations or French law, such as information about the appointment of Statutory Auditors. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

## Opinion

In compliance with the engagement entrusted to us by your Annual General Meeting, we have audited the accompanying financial statements of CNP Assurances for the year ended 31 December 2021.

In our opinion, the financial statements give a true and fair view of the assets and liabilities and of the financial position of the Company at 31 December 2021 and of the results of its operations for the year then ended in accordance with French accounting principles.

The audit opinion expressed above is consistent with our report to the Audit and Risk Committee.

## Basis for opinion

### Audit framework

We conducted our audit in accordance with professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our responsibilities under these standards are further described in the "Responsibilities of the Statutory Auditors relating to the audit of the financial statements" section of our report.

### Independence

We conducted our audit engagement in compliance with the independence rules provided for in the French Commercial Code (Code de commerce) and the French Code of Ethics (Code de déontologie) for Statutory Auditors for the period from 1 January 2021 to the date of our report, and, in particular, we did not provide any non-audit services prohibited by Article 5 (1) of Regulation (EU) No. 537/2014.

## Justification of assessments – Key audit matters

Due to the global crisis related to the Covid-19 pandemic, the financial statements of this period have been prepared and audited under specific conditions. Indeed, this crisis and the exceptional measures taken in the context of the state of sanitary emergency have had numerous consequences for companies, particularly on their operations and their financing, and have led to greater uncertainties on their future prospects. Those measures, such as travel restrictions and remote working, have also had an impact on the companies' internal organisation and the performance of the audits.

It is in this complex and evolving context that, in accordance with the requirements of Articles L.823-9 and R.823-7 of the French Commercial Code relating to the justification of our assessments, we inform you of the key audit matters relating to the risks of material misstatement that, in our professional judgement, were the most significant in our audit of the financial statements, as well as how we addressed those risks.

These matters were addressed as part of our audit of the financial statements as a whole, and therefore contributed to the opinion we formed as expressed above. We do not provide a separate opinion on specific items of the financial statements.

#### MEASUREMENT OF THE ESCALATING RISKS RESERVE FOR LONG-TERM CARE AND TERM CREDITOR POLICIES

*(See Note 4.6 to the financial statements)*

| Description of risk | How our audit addressed this risk |
|---|---|
| A reserve for escalating risks is recorded to cover timing differences between the coverage of risks and their financing in the form of insurance premiums. This reserve is constituted prospectively by comparing the insurer's future commitments with those of the policyholder. French regulations do not specify all of the inputs to be used to calculate this reserve.<br>At 31 December 2021, the escalating risks reserve for long-term care policies amounted to €436 million, while the escalating risks reserve for term creditor insurance amounted to €216 million before reinsurance. | We examined the procedures by which the methodology for determining the escalating risks reserve is implemented. We carried out the following procedures with the guidance of our internal experts in risks and models:<br>We examined the mathematical design of the actuarial model to verify that it did not contain any material misstatement that could distort the calculation result, in particular by recalculating the reserves; |

| Description of risk | How our audit addressed this risk |
|---|---|
| We deemed this risk to be a key audit matter in view of the sensitivity of the calculation of the escalating risks reserve for long-term care and term creditor policies to the choice of the following key assumptions, which require a significant degree of judgement from management:<br>• the discount rate used on the long-term care risk;<br>• the experience-based tables prepared according to observations and analyses established on the basis of portfolio data;<br>• the surrender behaviour of policyholders, in particular given the uncertainty in relation to surrender behaviour caused by the Bourquin amendment to the Sapin II law. | We assessed the consistency of the key assumptions used to determine the reserve, which included in particular:<br>• determining homogeneous risk classes (within which the offsetting of positive and negative escalating risks reserves calculated on a case-by-case basis is possible) linked to the segmentation used for pricing;<br>• the principles and methodologies for determining the discount rate;<br>• the principles and methodologies for determining the surrender rate and the related sensitivity tests;<br>• the principles and methodologies for determining the experience-based tables;<br>• the principles for determining escalating risk reserve coefficients and their proper application for case-by-case calculations. |

#### MEASUREMENT OF GENERAL ADMINISTRATIVE EXPENSE RESERVES

*(See Note 4.5.2 to the financial statements)*

| Description of risk | How our audit addressed this risk |
|---|---|
| General administrative expense reserves are intended to cover future administrative costs of individual savings and pensions policies and Group pensions policies, which are not covered by the loading on premiums or the fees levied on financial products provided for by these policies.<br>At 31 December 2021, the general administration expense reserve amounted to €271 million.<br>We deemed this risk to be a key audit matter due to the sensitivity of these reserves to:<br>• a situation of persistently low yields;<br>• the quality of the underlying data;<br>• the assumptions used to model future results.<br>The main inputs used are as follows:<br>• policy data;<br>• the historical actual costs linked to the management of the activity.<br>The main assumptions concerned:<br>• the level of aggregation used to define groups of contracts with similar characteristics;<br>• estimates of administrative expense and investment income loadings;<br>• investment income;<br>• future contract administration costs; and<br>• future surrender rates. | We examined the procedures by which the methodology for determining general administrative expense reserves is implemented. We carried out the following procedures with the guidance of our internal experts in risks and models:<br>• assessing compliance with the requirements of the applicable regulations;<br>• analysing the application scope of the reserves and the assumptions for grouping policies together in order to verify their homogeneity;<br>• verifying the consistency of the assumptions used with the past data and/or data used to project future results (administrative expenses, surrender rates, etc.);<br>• verifying on a sample basis the consistency of the underlying data used for the calculation with the contractual provisions pertaining to fees levied on policies;<br>• analysing the procedures for determining the yield rate curve applied to mathematical reserves in order to determine the forecast investment income. |

## Specific verifications

In accordance with professional standards applicable in France, we have also performed the specific verifications required by French legal and regulatory provisions.

### Information given in the management report and in the other documents provided to the shareholders with respect to the Company's financial position and the financial statements

We have no matters to report as to the fair presentation and the consistency with the financial statements of the information given in the Board of Directors' management report and in the other documents provided to the shareholders with respect to the Company's financial position and the financial statements, except as explained below, it being specified that it is not our responsibility to give an opinion on the fair presentation and the consistency with the financial statements of the supervisory information (SCR coverage ratio) taken from the report provided for in Article L.355-5 of the French Insurance Code *(Code des assurances)*.

Concerning the fair presentation and the consistency with the financial statements of the information on supplier payment terms referred to in Article D.441-6 of the French Commercial Code, we have the following matter to report:

As explained in the management report, the information does not include insurance and reinsurance transactions because the Company considers that they do not fall within the scope of the disclosure requirement in accordance with the circular issued by the *Fédération Française de l'Assurance* dated 29 May 2017.

### Report on corporate governance

We attest that the Board of Directors' report on corporate governance sets out the information required by Articles L.225-37-4, L.22-10-10 and L.22-10-9 of the French Commercial Code.

Concerning the information given in accordance with the requirements of Article L.22-10-9 of the French Commercial Code relating to remuneration and benefits paid or awarded to corporate officers and any other commitments made in their favour, we have verified its consistency with the financial statements or with the underlying information used to prepare these financial statements, and, where applicable, with the information obtained by the Company from controlled companies within its scope of consolidation. Based on this work, we attest to the accuracy and fair presentation of this information.

Concerning the information given in accordance with the requirements of Article L.22-10-11 of the French Commercial Code relating to those items the Company has deemed liable to have an impact in the event of a takeover bid or exchange offer, we have verified its consistency with the underlying documents that were disclosed to us. Based on this work, we have no matters to report with regard to this information.

### Other information

In accordance with French law, we have verified that the required information concerning the purchase of investments and controlling interests and the identity of the shareholders and holders of the voting rights has been properly disclosed in the management report.

## Other verifications and information pursuant to legal and regulatory requirements

### Presentation of the financial statements to be included in the annual financial report

In accordance with professional standards applicable to the Statutory Auditors' procedures for annual and consolidated financial statements presented according to the European single electronic reporting format, we have verified that the presentation of the financial statements to be included in the annual financial report referred to in paragraph I of Article L.451-1-2 of the French Monetary and Financial Code *(Code monétaire et financier)* and prepared under the Chief Executive Officer's responsibility, complies with this format, as defined by European Delegated Regulation No. 2019/815 of 17 December 2018.

On the basis of our work, we conclude that the presentation of the financial statements to be included in the annual financial report complies, in all material respects, with the European single electronic reporting format.

It is not our responsibility to ensure that the financial statements to be included by the Company in the annual financial report filed with the AMF correspond to those on which we carried out our work.

### Appointment of the Statutory Auditors

We were appointed Statutory Auditors of CNP Assurances by the Annual General Meetings held on 18 May 1998 for Mazars and on 25 May 2010 for PricewaterhouseCoopers Audit.

At 31 December 2021, Mazars and PricewaterhouseCoopers Audit were in the twenty-fourth and the twelfth consecutive year of their engagement, respectively.

## Responsibilities of management and those charged with governance for the financial statements

Management is responsible for preparing financial statements giving a true and fair view in accordance with French accounting principles, and for implementing the internal control procedures it deems necessary for the preparation of financial statements that are free of material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting, unless it expects to liquidate the Company or to cease operations.

The Audit and Risk Committee is responsible for monitoring the financial reporting process and the effectiveness of internal control and risk management systems, as well as, where applicable, any internal audit systems, relating to accounting and financial reporting procedures.

The financial statements were approved by the Board of Directors.

## Responsibilities of the Statutory Auditors relating to the audit of the financial statements

### Objective and audit approach

Our role is to issue a report on the financial statements. Our objective is to obtain reasonable assurance about whether the financial statements as a whole are free of material misstatement. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with professional standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions taken by users on the basis of these financial statements.

As specified in Article L.823-10-1 of the French Commercial Code, our audit does not include assurance on the viability or quality of the Company's management.

As part of an audit conducted in accordance with professional standards applicable in France, the Statutory Auditors exercise professional judgement throughout the audit. They also:

- identify and assess the risks of material misstatement in the financial statements, whether due to fraud or error, design and perform audit procedures in response to those risks, and obtain audit evidence considered to be sufficient and appropriate to provide a basis for their opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- obtain an understanding of the internal control procedures relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control;
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management and the related disclosures in the notes to the financial statements;
- assess the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. This assessment is based on the audit evidence obtained up to the date of the audit report. However, future events or conditions may cause the Company to cease to continue as a going concern. If the Statutory Auditors conclude that a material uncertainty exists, they are required to draw attention in the audit report to the related disclosures in the financial statements or, if such disclosures are not provided or are inadequate, to issue a qualified opinion or a disclaimer of opinion;
- evaluate the overall presentation of the financial statements and assess whether these statements represent the underlying transactions and events in a manner that achieves fair presentation.

### Report to the Audit and Risk Committee

We submit a report to the Audit and Risk Committee, which includes, in particular, a description of the scope of the audit and the audit programme implemented, as well as the results of our audit. We also report any significant deficiencies in internal control that we have identified regarding the accounting and financial reporting procedures.

Our report to the Audit and Risk Committee includes the risks of material misstatement that, in our professional judgement, were the most significant for the audit of the financial statements and which constitute the key audit matters that we are required to describe in this report.

We also provide the Audit and Risk Committee with the declaration provided for in Article 6 of Regulation (EU) No. 537/2014, confirming our independence within the meaning of the rules applicable in France, as defined in particular in Articles L.822-10 to L.822-14 of the French Commercial Code and in the French Code of Ethics for Statutory Auditors. Where appropriate, we discuss any risks to our independence and the related safeguard measures with the Audit and Risk Committee.

Neuilly-sur-Seine and Courbevoie, 3 March 2022

The Statutory Auditors

| **Pricewaterhouse Coopers Audit** | **Mazars** |
|---|---|
| Frédéric Trouillard-Mignen | Olivier Leclerc |

# Chapter 5

# 5

# Corporate Social Responsibility

**including the Non-Financial Performance Statement** NFPS

# Introduction

For over 170 years, CNP Assurances has worked day in day out with its partners to develop innovative comprehensive protection solutions that enable policyholders to move forward in life with full peace of mind. To address a variety of protection needs, the Group covers two complementary classes of insurance – Savings/Pensions and Personal Risk/Protection – and adopts a corporate social responsibility approach across all of its activities.

Major demographic, environmental and digital transformations, a source of ambitions, division and marginalisation in equal measure, are driving the emergence of new insurance needs. In this light, CNP Assurances seeks to contribute to an inclusive and sustainable society. Its corporate mission reflects this ambition, which was enshrined in its Articles of Association in April 2021 after gathering the expectations of its stakeholders:

**"As a responsible insurer and investor, driven by the community values of our Group, we work with our partners to create an inclusive and sustainable society, providing solutions to as many people as possible to protect and support them on their chosen paths."**

This ambition will take the form of specific commitments and objectives, defined in close cooperation with various Group entities that will be responsible for implementing them in the short, medium and long term. These commitments and objectives, defined in line with the corporate mission, will demonstrate CNP Assurances's focus on all its stakeholders.

In the interests of transparency, CNP Assurances has chosen to voluntarily publish its Non-Financial Performance Statement. This chapter details the economic (5.3.1 - Be a responsible insurer), social (5.3.2 - Be an attractive employer), societal (5.3.3 - Have a positive impact on society) and environmental (5.3.4 - Have a positive impact on the environment) dimensions of the statement.

This statement is verified by an independent third party (5.5 - Report by the independent third party). A methodological note (5.4 - Methodology) specifies the scope and reporting, control and consolidation method for data.

## Key figures from the 2021 Non-Financial Performance Statement

### Economic

- 36 million personal risk/protection policyholders and 11 million savings/pensions policyholders
- Term creditor insurance rejection rate of 0.2%
- 671,433 microinsurance policies taken out in Brazil
- €217.9 billion in non unit-linked and unit-linked funds promoting environmental and social characteristics (under Article 8 of the Sustainable Finance Disclosure Regulation – SFDR)
- *Net Promoter Score* of +34

### Social

- 5,591 employees worldwide
- 95% of employees on permanent contracts
- 46% women among management-grade staff
- 7% of employees with a disability
- 100/100 on the gender wage equality index

### Societal

- 89% of assets managed according to ESG criteria
- 109 countries excluded from investment portfolios due to lack of transparency, corruption or breaches of democracy or freedoms
- 2,201 resolutions on which CNP Assurance voted at the Annual General Meeting
- 22% of resolutions for which CNP Assurances cast a negative vote at the Annual General Meeting
- €2.5 million in financial contributions to support initiatives with an impact on society

### Environment

- 63,252 teq$CO_2$ of scopes 1, 2 and 3 greenhouse gas emissions (excluding emissions linked to the investment portfolio)
- 4,006,096 teq$CO_2$ of greenhouse gas emissions linked to the equity and corporate bond portfolios (scope 3)
- 14% of taxonomy-eligible non-life gross premiums written
- 5% of investments in taxonomy-eligible economic activities excluding estimated data, and 16% including data estimated by the data provider Sequantis
- 84% of discussions with companies have addressed climate issues

# 5.1 The business model DPEF

This section is presented in Chapter 1 of this Universal Registration Document.

# 5.2 Corporate Social Responsibility approach

## 5.2.1 A history of CSR commitment

Since its creation, CNP Assurances has been committed to upholding human rights as defined in the Universal Declaration of Human Rights and the International Labour Organization (ILO) Declaration on Fundamental Principles and Rights at Work. In pledging to uphold the United Nations Global Compact in 2003, CNP Assurances reaffirmed its commitment to respecting these fundamental principles, combating corruption and protecting the environment. CNP Seguros Holding Brasil in Brazil, CNP UniCredit Vita in Italy and CNP Partners in Spain have also pledged to adhere to the Global Compact. In addition, CNP Assurances attained the Global Compact Advanced[1] level in 2021, the highest level of corporate social responsibility of the Global Compact, a feat achieved by only 11% of companies worldwide and 10% of companies in France.

As a responsible investor, CNP Assurances joined the United Nations Principles for Responsible Investment (PRI) in 2011.

Reflecting its responsibility as an insurer, CNP Assurances adhered to the United Nations Principles for Sustainable Insurance in 2020, with CNP Seguros Holding Brasil having done so in 2015.

Over the last few years, CNP Assurances has made strong commitments to the fight against global warming. A signatory of the Montreal Carbon Pledge, it published the carbon footprint of its portfolio of directly held listed equities in December 2015, and undertook to reduce it. On joining the Net-Zero Asset Owner Alliance in 2019, CNP Assurances pledged to achieve carbon neutrality in its investment portfolio by 2050 and published targets for 2025 in line with current scientific knowledge in 2021.

The CNP Assurances Group's Corporate Social and Environmental Responsibility (CSR) approach is based on four pillars:

- commitments in line with the UN Sustainable Development Goals (SDGs);
- governance structures;
- stakeholder dialogue;
- awareness and training initiatives for our employees and customers on sustainable development challenges.

*(1) Annual renewal by the Chief Executive Officer of the commitment to the Global Compact, description of actions and assessment of results on the four Global Compact areas (human rights, labour, environment and anti-corruption), verification by an external third party, inclusion of transparency standards, communication on the implementation of 21 advanced criteria and best practices related to strategy, governance, stakeholder engagement, contribution to sustainable development goals, and compliance and implementation of the ten principles of the Global Compact.*

## 5.2.2 Commitments in line with the UN Sustainable Development Goals

To respond effectively to environmental and social challenges, CNP Assurances is contributing to the achievement of the United Nations' Sustainable Development Goals (SDGs) as part of the 2030 Agenda. The Group's CSR approach is built around 14 goals that address nine SDGs.


| | #3 Good health and well-being | #4 Quality education | #5 Gender equality | #8 Decent work and economic growth | #10 Reduced inequalities | #12 Responsible consumption and production | #13 Climate action | #15 Life on land | #16 Peace, justice and strong institutions | |
|---|---|---|---|---|---|---|---|---|---|---|
| 1. Keep pace with social and societal developments | 3 | | | | 10 | | | | | Be a responsible insurer |
| 2. Integrate ESG issues into the insurance business | 3 | | | 8 | 10 | | | | | Be a responsible insurer |
| 3. Commit to customer satisfaction | | | | | 10 | | | | | Be a responsible insurer |
| 4. Ensure good business ethics | | | | | | | | | 16 | Be a responsible insurer |
| 5. Protect personal data and strengthen cybersecurity | | | | | | | | | 16 | Be a responsible insurer |
| 6. Attract and retain talent in line with the business strategy | | 4 | | 8 | | | | | | Be an attractive employer |
| 7. Offer favourable working conditions | 3 | | 5 | 8 | | | | | | Be an attractive employer |
| 8. Integrate ESG issues into the investment business | | | 5 | 8 | 10 | | | | 16 | Have a positive impact on society |
| 9. Be a responsible purchaser | | | | 8 | | | | | | Have a positive impact on society |
| 10. Develop initiatives with a societal impact | 3 | | | | | | | | | Have a positive impact on society |
| 11. Respect human rights | | | | | 10 | | | | 16 | Have a positive impact on society |
| 12. Fight climate change | | | | | | | 13 | | | Have a positive impact on the environment |
| 13. Protect biodiversity | | | | | | | | 15 | | Have a positive impact on the environment |
| 14 Reduce environmental footprint | | | | | | 12 | | | | Have a positive impact on the environment |

### 5.2.3 CSR governance structures

01

**OVERSIGHT**

**Board of Directors** chaired by an independent director and including a director responsible for CSR issues

**Audit and Risk Committee** chaired by an independent director and including a director responsible for CSR issues

02

**MANAGEMENT**

**Chief Executive Officer**

**Executive Committee**

**Strategic Asset Allocation Committee** chaired by the Chief Executive Officer

**Investment Committee** chaired by the Deputy Chief Executive Officer

03

**OPERATIONAL MANAGEMENT**

**CSR department** reporting to the Strategic Transformation department

**SRI Committee** Investment and CSR departments

**Climate Risk and Biodiversity Committee** Risk, Investments, CSR and Technical Affairs departments

**Inclusion Committee** Human Resources, Purchasing, CSR and Communications and Corporate Sponsorship departments

**A network of CSR correspondents** in the departments most involved in the process and in each subsidiary

## 5.2.4 Stakeholder dialogue

### CUSTOMERS

**Expectations**

- Products that meet their needs
- Product transparency
- Service quality
- Inclusive, accessible offers
- Personal data protection

**Dialogue channels**

- Customer relations centres
- Satisfaction surveys
- "You and Us" community
- CNP Assurances Observatory
- Website

### SHAREHOLDERS

**Expectations**

- Financial performance
- CSR commitments
- Risk management
- Transparency and dialogue

**Dialogue channels**

- Annual General Meeting
- Board of Directors
- Investor Relations
- Quarterly indicators

### FUNDED COMPANIES

**Expectations**

- Long-term funding
- Balanced, long-term relationships
- Support in the deployment of their strategy
- Transparency and dialogue

**Dialogue channels**

- Shareholder dialogue on ESG issues
- Participation in Board meetings for strategic investments

### PARTNERS

**Expectations**

- Balanced, long-term relationships
- Business performance
- Service quality

**Dialogue channels**

- Partnership committees
- Regular dialogue

### NON-PROFITS AND NGOS

**Expectations**

- Consumer protection
- Respect for human rights
- Anti-corruption
- Measures to combat climate change and biodiversity loss

**Dialogue channels**

- Dialogue with non-profits and NGOs through CNP Assurances Foundation and Instituto CNP Brasil
- Dialogue with patient organisations in connection with term creditor insurance
- Dialogue with environmental non-profits and NGOs

### OTHER INSURANCE COMPANIES

**Expectations**

- Sharing of good practices
- Regulatory monitoring
- Raising the profile of the insurance sector among all stakeholders

**Dialogue channels**

- French Insurance Federation (FFA)
- Groupement français des bancassureurs (GFBA)
- Insurance Europe

### EMPLOYEES

**Expectations**

- Career management and remuneration
- Personal development and training
- Work environment
- Diversity and inclusion
- Health and safety
- Personal data protection

**Dialogue channels**

- Dialogue with employee representatives and the social and economic committee
- Team meetings
- Annual performance reviews
- Quality of work life surveys
- Whistleblowing procedure

### SUPPLIERS AND SUBCONTRACTORS

**Expectations**

- Balanced, long-term relationships
- On-time payments

**Dialogue channels**

- Dialogue with suppliers as part of calls for tender and monitoring of services
- Outsourcing Monitoring Committee
- Dialogue with asset managers on ESG issues

### PUBLIC AUTHORITIES AND REGULATORS

**Expectations**

- Contribution to the financing of the French economy
- Job creation
- Compliance with laws and regulations
- Environmental protection

**Dialogue channels**

- Board of Supervisors
- Regular exchanges
- Participation in industry studies
- Responses to industry surveys and consultations

## 5.2.5 Awareness-raising and training initiatives on sustainable development issues

### Awareness-raising and employee training

Sustainable development challenges are the subject of awareness-raising and training initiatives in order to embed them into the corporate culture and the everyday actions of employees:

- In France:
  - In 2019, CNP Assurances signed an incentive bonus agreement with three representative union organisations covering the 2019-2021 period. Incentive bonuses are an important feature of CNP Assurances' HR policy: they create a link between the Company's performance and each employee's individual contribution. The Company has always used initiatives aligned with its CSR approach as indicators to define the calculation of bonuses. The indicator for 2021 is a mandatory training programme on sustainable finance, completed by 2,487 employees. The training addressed sustainable development challenges, consumer and saver expectations in relation to sustainable development, sustainable finance fundamentals and labels.
  - Following discussions with employees in 2019, CNP Assurances launched the internal programme "GreenActions, tous acteurs du changement" (GreenActions, all actors of change) in 2020, with the aim of reducing the environmental footprint of internal operations through an approach geared towards reducing consumption. Several initiatives have been carried out based on three themes: encouraging waste sorting, reducing the use of single-use plastic and reducing digital pollution. An awareness-raising campaign for employees took place throughout the year (poster campaign, organisation of expert talks, articles posted on social networks).
  - In 2021, as part of its "GreenActions, all actors of change" programme, CNP Assurances distributed a Group charter to all employees in France and worldwide to reduce its environmental footprint. Employees are asked to comply with seven principles to protect the environment in their professional life (1. I sort and recycle my waste; 2. I cut out single-use plastics; 3. I reduce digital pollution; 4. I save paper; 5. I save water; 6. I reduce my energy consumption; 7. I opt for sustainable mobility).
  - The Group organised its first World Clean-Up Day in September 2021. Set up as a challenge pitting subsidiaries against each other, the initiative took place on the same day in France, Italy, Spain, Cyprus, Brazil and Argentina, bringing together 244 committed employee volunteers who managed to collect and recycled 2.7 tonnes of waste across six countries.
  - CNP Assurances also organised an eco-responsible challenge in 2021 to get employees to sort and recycle the content of their office cabinets. 36 tonnes of paper was recycled, while 3,671 trees were planted by CNP Assurances.
  - The Climate Fresk workshops took place in November 2021, with the participation of some 60 CNP Assurances employees. Revolving around collective intelligence, these workshops aim to provide an understanding of the causes and consequences of climate change through small group interactions.
  - A fortnight promoting quality of life at work, "Let's take care of each other!", was organised by CNP Assurances as in previous years, bringing together employees with different insights. During the fortnight, a conference on responsible consumption was held for all employees.
- Several initiatives were implemented in the Group's subsidiaries to raise employee awareness about CSR issues:
  - In Brazil, CNP Seguros Holding raises employee awareness on waste sorting via an annual electronic waste collection campaign. In 2021, the company collected 800 kg of electronic waste and, thanks to employees participating in the Group's World Clean-Up Day, collected an additional 600 kg. In total, 1,400 kg were recycled by the NGO *Programando o Futuro*.
  - In Argentina, the "Multiplicar" programme established in 2015 aims to reinforce responsible employee behaviour through awareness raising and training; In 2019, the reduction of inequalities in the insurance and finance businesses was introduced into the programme. The subsidiary also continues to support sustainable mobility, training on recycling and reducing the consumption of single-use plastics. In 2020, gender equality and diversity initiatives were launched.
  - In Italy, CNP UniCredit Vita rolled out the internal programme "GreenActions, all actors of change" with a digital poster campaign featuring volunteer employees and promoting the principles and actions set out in the Group's charter to reduce its environmental footprint.

## Customer awareness-raising

- Each year, CNP Assurances expresses its commitment to upholding the United Nations Global Compact and promoting its responsible investing strategy through more than 11 million letters sent to policyholders (by post or online).
- In 2021, CNP Assurances prepared a brochure on responsible savings and posted it on its website. It provides an informative overview of CNP Assurances' responsible life insurance and pension offers for policyholders and the general public, with emphasis on the various categories of green, responsible and solidarity-based unit-linked funds, as well as responsible investment through traditional savings contracts.
- Since March 2021, in accordance with the European SFDR regulation, when customers take out a life insurance policy offered by CNP Assurances or one of its European subsidiaries, they are informed of the inclusion of environmental, social and governance (ESG) criteria in their policy's investment policy.
- In Brazil, CNP Seguros Holding Brasil describes the social and environmental challenges it is facing and presents its results on its website. For several years, it has provided its policyholders with information on responsible consumption on various social networks and has placed the "Carbon Free" seal on its printed materials, thereby informing its policyholders of the offsetting of $CO_2$ emissions from its operations.
- In Argentina, CNP Assurances Compañía de Seguros uses social networks and commercial events to raise awareness among policyholders and brokers on the issues of prevention and health, as well as sustainable mobility and protecting the environment.

## 5.2.6 ESG ratings

The quality of CNP Assurances' CSR approach has been recognised by non-financial rating agencies: The following table shows CNP Assurances' latest ESG ratings (all unsolicited).

| Rating agency | CNP Assurances' ESG rating | ESG rating scale | Comment |
|---|---|---|---|
| **CDP Climate** | B (2021) | D- to A | Average rating of the financial sector: B |
| **ISS ESG** | Prime B- (2021) | D- to A+ | Best rating in the insurance sector |
| **MSCI** | AAA (2021) | CCC to AAA | Best rating in the insurance sector |
| **PRI** | A (2020) | E- to A+ | Strategy and governance module |
| **ShareAction** | BBB (2021) | D to AAA | #3 out of 39 life insurers worldwide |
| **S&P Global CSA** | 56/100 (2021) | 0 to 100 | #34 out of 127 insurers worldwide |
| **Sustainalytics** | Low risk (2020) | Very high to negligible risk | #23 out of 261 insurers worldwide |
| **V.E** | 59/100 (2021) | 0 to 100 | #6 out of 51 insurers in Europe |

## 5.2.7 The Group's presence in ESG indices

CNP Assurances shares are included in several ESG indices featuring companies with the best ESG ratings. CNP Assurances shares are included in the following European and global indices:

- MSCI Europe ESG Leaders, MSCI World ESG Leaders;
- FTSE4Good Europe, FTSE4Good Developed;
- Euronext V.E Europe 120, Euronext V.E Eurozone 120;
- Morningstar Europe Sustainability, Morningstar Eurozone Sustainability, Morningstar Global Markets Sustainability, Morningstar Developed Europe Low Carbon Risk;
- Ethibel Sustainability Excellence Europe.

## 5.3 Non-financial risks and challenges NFPS

In the interests of transparency, CNP Assurances has chosen to voluntarily publish its Non-Financial Performance Statement (NFPS), in which it sets out its non-financial risks and challenges.

The policies and action plans associated with each of these risks and challenges are in line with regulations implemented in recent years, including Article 29 of France's Energy Climate law, the French Transparency, Anti-Corruption and Economic Modernisation bill (Sapin II), the EU's General Data Protection Regulation (GDPR), the Taxonomy Regulation and Sustainable Finance Disclosure Regulation (SFDR).

The analysis also incorporates a dynamic dimension to anticipate risks and challenges that may be material in the short, medium or long term. Digitisation, increasing life expectancy, new consumption patterns and climate change are changing the personal insurer profession. CNP Assurances is therefore working to adapt its business model so as to make it sustainable.

The non-financial risk analysis methodology is based on three defining steps to which CNP Assurances' internal stakeholders contributed and on which they were consulted:

1. starting from a generic universe of non-financial risks built around international standards and benchmarks, a limited risk universe was defined, consistent with the Group's business sector, geographical location and challenges. This involved interviews with several departments (Risk, Human Resources, Compliance, Investments, etc.) and subsidiaries;
2. each non-financial risk was then rated based on two criteria: the level of severity (for CNP Assurances' activities, employees or policyholders), and the probability of occurrence;
3. CNP Assurances' non-financial risks were subsequently prioritised on the basis of the various "severity-probability of occurrence" pairs.

This analysis resulted in the identification of **11 main risks in nine priority challenges** for the Group, its business, its employees, its customers and, more generally, its stakeholders.

The mapping of non-financial risks was updated and approved in 2020 by the Executive Committee of CNP Assurances.

| Commitments | Priority and other challenges | Main risks identified | SDG |
|---|---|---|---|
| BE A RESPONSIBLE INSURER<br>5.3.1 | NFPS<br>**Keep pace with social and societal developments**<br>5.3.1.1 | **Failure to match insurance products and services with the consequences of longer life expectancy and to provide support for policyholders with health problems**<br>The personal insurance business involves taking social and societal developments into account and monitoring them. Increasing life expectancies, the greater prevalence of chronic diseases and the spread of Covid-19 have repercussions on the daily lives of policyholders and their relatives. The inability to match insurance products and support services with these changes would represent a risk in terms of both market positioning and policyholder satisfaction. | 3 GOOD HEALTH AND WELL-BEING<br>10 REDUCED INEQUALITIES |
| | NFPS<br>**Integrate ESG issues into the insurance business**<br>5.3.1.2 | **Absence of or failure to take ESG issues into account in the insurance business (product creation, underwriting, pricing, reinsurance)**<br>Absence of or failure to take ESG issues into account in the insurance business could pose risks in terms of claims experience, meeting customer expectations or market positioning. Moreover, in view of recent and future regulatory developments, the risk of non-compliance with ESG regulations applicable to insurance contracts could materialise in the form of significant fines. | 3 GOOD HEALTH AND WELL-BEING<br>8 DECENT WORK AND ECONOMIC GROWTH<br>10 REDUCED INEQUALITIES |

| Commitments | Priority and other challenges | Main risks identified | SDG |
|---|---|---|---|
| | NFPS<br>Commit to customer satisfaction<br>5.3.1.3 | **Inability to maintain and improve customer satisfaction (customer experience, responses to requests, handling of complaints) and lack of transparency of offers**<br>Failure to place a central focus on customer satisfaction and to maintain a relationship of trust and proximity could undermine the Group's value creation. Moreover, it is crucial to provide customers with the best, clearest and most transparent information. The products offered by the Group and the contractual and marketing documents presented to customers must be legally watertight and provide policyholders with clear information about the content and scope of the purchased cover or insurance proposal. Lack of transparency with customers in relation to products could result in regulatory risk, and may also hamper the proper implementation of the Group's strategy. | 10 REDUCED INEQUALITIES |
| | NFPS<br>Ensure good business ethics<br>5.3.1.4 | **Corruption, conflict of interest, tax transparency**<br>**Fraud, money laundering and terrorist financing**<br>Regulatory changes mean that the risks associated with corruption, conflicts of interest, tax transparency, fraud, money laundering and terrorist financing could result in significant fines and criminal prosecution. They could also have a negative impact on the Group's image or reputation. | 16 PEACE, JUSTICE AND STRONG INSTITUTIONS |
| | NFPS<br>Protect personal data and strengthen cybersecurity<br>5.3.1.5 | **Failure to protect personal data, cybersecurity breaches**<br>In view of recent regulatory developments, particularly within the European Union, regulatory risk resulting from a lack of protection of policyholders' or employees' personal data could result in significant fines and undermine the Group's brand image and reputation.<br>Moreover, the risk of vulnerability of information systems in terms of cybersecurity could result in leaks of personal data, the interruption or slowdown of services provided to policyholders, temporary or permanent unavailability of certain computer applications, demands for ransoms or external fraud. It could also have a negative impact on the Group's image or reputation. | 16 PEACE, JUSTICE AND STRONG INSTITUTIONS |
| BE AN ATTRACTIVE EMPLOYER<br>5.3.2 | NFPS<br>Attract and retain talent in line with the business strategy<br>5.3.2.1 | **Lack of appeal and inability to retain talent, unsuitability of employees' skills with the needs of the various business lines as they transform and develop**<br>Inability to attract and retain talent and develop the skills of employees would threaten the continuation of the Group's activity at a time when the profession of personal insurer is undergoing profound change. | 4 QUALITY EDUCATION<br>8 DECENT WORK AND ECONOMIC GROWTH |
| | NFPS<br>Offer favourable working conditions<br>5.3.2.2 | **Non-compliance with regulatory requirements and commitments regarding equal opportunity and discrimination**<br>**Non-compliance with regulations and commitments in relation to the health and well-being of employees**<br>The risk of workplace harassment, discrimination, non-compliance with regulations on working hours and the protection of employee health and safety, particularly against the backdrop of the health crisis linked to Covid-19, could result in significant fines or criminal prosecution. It could also have a negative impact on the Group's image or reputation as an employer. | 3 GOOD HEALTH AND WELL-BEING<br>5 GENDER EQUALITY<br>8 DECENT WORK AND ECONOMIC GROWTH |

| Commitments | Priority and other challenges | Main risks identified | SDG |
|---|---|---|---|
| HAVE A POSITIVE IMPACT ON SOCIETY 5.3.3 | NFPS<br>**Manage our assets according to ESG criteria**<br>5.3.3.1 | **Absence of or failure to take ESG issues into account in the investment business (selection or exclusion of investments, voting at general meetings, shareholder dialogue)**<br>Absence of or failure to take ESG issues into account in the investment business could represent a risk in terms of both long-term asset performance and valuation, and market positioning. Moreover, in view of recent and future regulatory developments, the risk of non-compliance with ESG regulations applicable to investments could materialise in the form of significant fines. | 5 GENDER EQUALITY; 8 DECENT WORK AND ECONOMIC GROWTH; 10 REDUCED INEQUALITIES; 16 PEACE, JUSTICE AND STRONG INSTITUTIONS |
| | **Be a responsible purchaser**<br>5.3.3.2 | | 8 DECENT WORK AND ECONOMIC GROWTH |
| | **Develop initiatives with a societal impact**<br>5.3.3.3 | | 3 GOOD HEALTH AND WELL-BEING |
| | **Respect human rights**<br>5.3.3.4 | | 10 REDUCED INEQUALITIES; 16 PAIX, JUSTICE ET INSTITUTIONS EFFICACES |
| HAVE A POSITIVE ENVIRONMENTAL IMPACT 5.3.4 | NFPS<br>**Fight climate change**<br>5.3.4.1 | **Absence of or failure to take climate change challenges into account in all activities (investment, insurance, internal operations)**<br>Risks related to the effects of climate change may take several forms, including physical risks, transition risks and liability risks. These risks may have an impact in the short, medium or long term on all of the CNP Assurances Group's activities: valuation and profitability of its investments, premium income and loss ratio under its insurance contracts, and adaptation of its internal operations. | 13 MESURES RELATIVES À LA LUTTE CONTRE LES CHANGEMENTS CLIMATIQUES |
| | **Protect biodiversity**<br>5.3.4.2 | | 15 VIE TERRESTRE |
| | **Reduce our environmental footprint**<br>5.3.4.3 | | 12 CONSOMMATION ET PRODUCTION RESPONSABLES |

## 5.3.1 Be a responsible insurer

Since its creation in 1850, CNP Assurances has consistently developed the innovative risk management and insurance solutions needed to guarantee the resilience of the Company and people in the face of challenges such as increasing life expectancy, the greater prevalence of chronic illnesses, protection against illness and accidents, preparation for retirement and change in social protection schemes.

CNP Assurances regularly adapts its products and services to the ever-expanding expectations of a rapidly changing world, and strives to make them accessible to as many people as possible by pooling risks.

The integration of Corporate Social Responsibility challenges into its insurance operations is based on:

- support for social and societal change;
- integration of ESG issues in the insurance business;
- commitment to the satisfaction of its customers and transparency of its offers;
- good business ethics and respect for the principles of the United Nations Global Compact;
- protection of personal data and the strengthening of cybersecurity.

### 5.3.1.1 Keep pace with social and societal developments DPEF

**Risk of failure to match insurance products and services with the consequences of longer life expectancy and to provide support for policyholders with health problems**

CNP Assurances is stepping up its strategic diversification, in terms of partnerships and product mix, and also in terms of geographic reach in Europe and Latin America.

CNP Assurances has been a benchmark in the personal protection market in France for many years and has established solid relationships with a large number of social protection providers. To respond more effectively to the challenges created by increasing life expectancy, the greater prevalence of chronic diseases, changes in the pension system and the introduction of new rules governing supplementary social protection insurance, the Group has embarked on two strategic projects dedicated to term creditor insurance and social protection, and has established a technical and innovation department.

It offers a wide range of personal insurance, customer relationship management, service, assistance and support solutions through companies, local authorities, employee benefits institutions and mutual insurers (covering the public sector, associations, brokerages, self-employed people and veterans).

Because the challenges related to increasing life expectancy and care for people with health problems (such as dependence or loss of autonomy) have major repercussions on the daily lives of policyholders and their families, CNP Assurances' goal is to continue to improve its range of offers and facilitate access and readability.

The PACTE law, which entered into force in May 2019, aims to develop the French market for personal retirement savings by harmonising and simplifying the products offered to individuals and businesses. CNP Assurances is playing a driving role in the implementation of the PACTE law, in partnership with its various distributors. New Retirement Savings Plans (PERs) have been launched to help policyholders prepare for their retirement. CNP Assurances PERs offer financial management on a time-based horizon, transferability of rights and the possibility of choosing to convert savings into a life annuity or to take the accumulated capital on retirement.

Since January 2020, new rules guaranteeing the full refund of all medical expenses have facilitated access to healthcare and services for its French policyholders. To this end, CNP Assurances has adapted its insurance offers and contracts to the new system. It seeks to properly understand the current and future needs of its customers, and to develop insurance products, support services and prevention initiatives that take these challenges into account.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Number of personal risk/protection policyholders | 36 million | 36 million | Group |
| Number of savings/pensions policyholders | 12 million | 11 million | Group |
| Assets in retirement plans | €37.7 billion | €37.3 billion | CNP Assurances |
| Term creditor insurance rejection rate ✓ | 0.2% | 0.2% | CNP Assurances |
| Number of beneficiaries to whom Filassistance services are offered | Over 8 million | Over 8 million | CNP Assurances |

### Study of policyholders' current and future needs

To remain attuned to its stakeholders, and above all its policyholders, CNP Assurances and its main subsidiaries regularly conduct qualitative and quantitative studies to anticipate the consequences of social and demographic developments for its personal insurance business.

CNP Assurances has had a digital platform since 2017. Known as the "You and Us" community, it allows exchanges with 150 active members on the habits and expectations of different generations (Y, X, and baby boomers). It is a forum for listening and co-creation in order to identify emerging trends that reflect societal development.

The CNP Assurances Observatory, set up at the outset of the Covid-19 pandemic in 2020, continues to carry out its work with a panel of French people. It studies French people's new behaviours and their concerns and expectations in terms of life and personal insurance relationships and offers. The Observatory's work provides input into the thinking and decision-making of the Company, its subsidiaries and its partners.

## Examples

### Dependence and increasing life expectancy, two themes that are central to the Group's thinking

CNP Assurances was among the first insurers to create cover against the loss of autonomy. The emergence of this risk, which is a major challenge, is the subject of discussions and consultation workshops with its customers and partners.

Long-term care is regularly among the issues employers have to deal with in the social protection provided to their employees. CNP Assurances has a comprehensive offer combining a basic group insurance policy and services, plus individual guarantees to suit everyone's needs.

In 2020, the French government announced the creation of a fifth branch of the social security system dedicated to autonomy, which is a significant step forward. Admittedly, its funding and the associated terms have yet to be set, but its creation inevitably marks a determination to make progress in managing loss of autonomy. While support networks and facilities will need to be developed and employment promoted in the medium term, the public finances will not be able to cover the costs related to the loss of autonomy among all citizens, and families will not all have sufficient financial resources to cover the out-of-pocket expenses of their elders.

These challenges undeniably justify using insurance-based solutions as a backup. This is why CNP Assurances has been working on the subject of long-term care insurance since 2018, building on its historical ties with the civil service mutual insurers. To finance loss of autonomy, CNP Assurances has advocated the idea of a universal solution based on reserved intergenerational distribution, the first step in the process of providing long-term care insurance.

This is the basis for the solution jointly developed by the French Insurance Federation (FFA) and the National Federation of French Mutual Societies (FNMF). The FFA is promoting it, for example by publishing a white paper entitled "Building a new, transparent and supportive solution to age-related dependency" in December 2021, with the key objective of presenting this new insurance industry initiative.

The aim is to establish universal coverage of long-term care risk for the entire population, which would make it possible to pool insurance and avoid any selection upon entry. Given the cost of the risk, which increases sharply with age, the broadest possible pooling of risks would be necessary to establish a mechanism of intergenerational solidarity.

That is why the profession has opted for long-term care insurance backed by supplementary health insurance contracts. The idea is to help bring individuals into the scheme sufficiently early, to renew the population covered with the entry of new generations and to offer affordable premiums for as many people as possible. The pay-as-you-go insurance contract would be accessible in terms of both membership and premium conditions. This mechanism would generate coverage that is accessible to those who will need it most when the time comes, i.e. groups with the lowest incomes.

In a pay-as-you-go policy, premiums for the year are intended to cover the year's claims by reserving funds to cover them. Other than claims that have already occurred, the insurer has no commitment beyond the year, and the policyholder is no longer covered if the cover is not renewed. Premiums may change over time as the insured population ages. The portfolio is easier to manage and the premium is low for the policyholder.

Our responsibility as an insurer is to be able to manage the portfolio over a very long timeframe. As loss of autonomy is a very long-term dynamic risk, it is essential to be able to factor in demographic, societal and medical changes over time, and not to pass them on to future generations of policyholders. Accordingly, we have made projections covering a 40-year period so as to test the robustness of the solution over time.

The broadest and most sustainable basis for pooling is necessary for the system to be robust. For these reasons, we think that the active population will inevitably have to contribute and that redistribution to other generations will have to be established as quickly as possible. Thus, depending on the age from which it will be necessary to start contributing, the cost of such cover for a €500 monthly pension in the event of total dependence could start at €10 per month. The annual budget required to cover the payment of a monthly €500 pension to totally dependent French people throughout their period of dependency is estimated at €5 billion.

Universal coverage would also spur the need for additional offers aimed at protecting the elderly, comprehensive offers of assistance and insurance products for maintaining autonomy and supporting carers, both as primary guarantees and options. Building a public-private partnership will be key to achieving this. It involves implementing a standard system which is common to all operators and understandable by all policyholders. CNP Assurances is keen to play a key role in this project.

In Argentina, CNP Assurances Compañía de Seguros sees longer life expectancy as a key driver of product development and updating. It is a variable that is always present in the concerns of business partners, explaining why CNP Assurances Compañía de Seguros consistently strives to meet their needs. In 2019, the company started work to increase the age at which its products expire from 75 to 90. Products intended for seniors have been extended, especially in the personal accident segment. All the main distribution channels have an offer for seniors.

## Targeted assistance and prevention services offering genuine support for policyholders

Making life-long support for policyholders its mission, in 2003 CNP Assurances pioneered the integration of targeted assistance and prevention services in life insurance and long-term care insurance contracts. Three examples illustrate this approach:

- 66% owned by CNP Assurances, Filassistance International is also continuing to develop its range of local personal assistance services. More than 8 million people currently enjoy this offering, which includes an extensive range of assistance, from mainstream to the most innovative, combining new information and communication technologies with Filassistance International's expertise and strategic focus on human relations. This is a practical example of Filassistance International's role as a "life facilitator", harnessing a network of 10,000 service providers selected for their efficiency, skills and sense of welcome. An in-house medico-psycho-social team comprising psychologists, social workers and doctors provides comprehensive care to members calling on their services. Filassistance also offers insurance against cardiovascular risks and the loss of autonomy, not to mention listening and support services for carers and for people with long-term illnesses or cancer.

  Filassistance International continues to enhance its offers by integrating new options rounding out its assistance services. Teleconsultation, which was particularly useful during the health crisis, is a prime example. In addition, exclusions relating to pandemics in certain contracts were lifted during lockdown to allow policyholders to receive care, and a psychological assistance service was made available widely. Lastly, Filassistance International is digitising its offerings by creating, developing and promoting websites for its partners. These sites use simple and clear language that enable policyholders to find out what services they are entitled to in just a few clicks, offering them greater transparency and clearer information on their contracts.
- The Lyfe digital platform offers health, well-being and ageing services geared towards facilitating access to healthcare and preparation for retirement. Designed for employees of client companies and members of CNP Assurances' partner mutual insurers and employee benefits institutions, Lyfe offers services to complement health, personal risk, retirement and assistance policies: wellness coaching, help for carers, 24/7 multi-channel teleconsultation, appointments in health centres in under 72 hours and estimation of entitlements accumulated in pension schemes. Lyfe also regularly distributes information to its beneficiaries on issues of well-being and ageing well.

## A service offering that can be adapted to individual health risks

CNP Assurances draws on its exceptional understanding of risks, acquired over its many years of experience in personal insurance, to regularly update and refine its risk selection policy. A key aim of this policy, which takes into account the state of health of individual policyholders, is to accept and pool disability and incapacity cover wherever possible. CNP Assurances is committed to the inclusiveness of its contracts and bases its model on a substantial pooling of risks, which makes it possible to guarantee access to insurance for the most vulnerable people. CNP Assurances' ability to pool risks for the benefit of its customers has enabled it to reduce the proportion of term creditor insurance proposals with a premium surcharge by 40% in ten years. Its term creditor insurance rejection rate has been stable at 0.2% for over ten years.

CNP Assurances is fully committed to ensuring that anyone representing an aggravated risk in France has access to credit and insurance in line with the provisions of the AERAS Convention. Disability cover is offered on the terms laid down in the convention to customers who have been denied incapacity or disability cover under standard policies.

CNP Assurances' teams are highly involved in the AERAS Convention, and in particular in the various recent improvements to it: improvement of the "right to be forgotten" and the updated reference list of pathologies for which insurance is granted to current or former sufferers without any additional premium or exclusion of cover or limits to additional premiums.

Under certain conditions, these new schemes should prevent former cancer patients from having to declare a previous disease that has since been cured, thereby saving them from higher premiums or exclusions. As such, when taking out term creditor insurance, former cancer patients are covered in accordance with the general conditions of the contract, without being subject to a higher rate or being excluded, five years after the end of the treatment protocol for cancers diagnosed in people aged under 21, and ten years after the end of the treatment protocol for other cancers. Health questionnaires have been modified so as to draw customers' attention to this scheme. In parallel, CNP Assurances applies a reference grid, modified in March 2021, allowing it to bring the rates offered to people having been affected by certain diseases, including cancer, closer to the standard rate, and is working with other insurance companies to broaden its scope.

Caixa Vida e Previdência offers a product which includes a regular health check-up, with a free of charge annual preventive visit to a gynaecologist belonging to an accredited network present in the major capitals of the Brazilian states.

## Monitoring emerging risks

### Monitoring emerging social risks

As a responsible insurer and investor, CNP Assurances' mission is to protect and support its policyholders and the population as a whole in coping with various societal changes, including the end of the single family model and linear life paths, and the loss of autonomy associated with ageing societies.

These are defining societal changes for the ecosystem formed by the large public financial sphere. CNP Assurances and its partners are committed to facilitating young people's autonomy, enhancing the value of the pivotal generation's savings and supporting the elderly through the challenges of longer life and the risk of dependency.

In an effort to identify and prevent these risks, a survey has been conducted among CNP Assurances employees participating in forward-looking strategic studies to provide input for a prospective analysis on the theme of "Families, generations and social ties by 2030". The work carried out as part of this survey resulted in the publication by CNP Assurances of a prospective paper in March 2020, based on a detailed analysis of major trends, emerging phenomena and weak signals on these issues. The paper aims to make the general public aware of the emerging risks inherent in the issue under study. To mark its publication, CNP Assurances organised a prospective and research morning.

A series of stakeholder workshops was also held to explore strategic initiatives designed to address these new risks. Three projects emerged from these workshops and will be put on the agenda in the near future.

### Monitoring emerging health risks

As a major player in the personal protection market, CNP Assurances has established a system for monitoring emerging health risks and pathologies, bringing together the doctors, actuaries and sales teams responsible for this activity.

Within the framework of this monitoring system, the appearance of a previously unidentified pathology is analysed by CNP Assurances from two complementary angles: first, based on the scientific data available; and second, in accordance with the principles of broad risk pooling that guide CNP Assurances' selection policy, with the aim of ensuring the widest possible range of insurability.

## 5.3.1.2 Integrate ESG issues into the insurance business DPEF

### Absence of or failure to take ESG issues into account in the insurance business (product creation, underwriting, pricing, reinsurance)

Absence of or failure to take ESG issues into account in the insurance business could pose risks in terms of claims experience, meeting customer expectations or market positioning. Moreover, in view of recent and future regulatory developments, the risk of non-compliance with ESG regulations applicable to insurance contracts could materialise in the form of significant fines. In September 2020, CNP Assurances signed the Principles for Sustainable Insurance (PSI), thereby committing to integrate ESG criteria into its decision-making processes, to raise awareness of their rollout among its customers and partners, and to cooperate with public authorities, regulators and all stakeholders to promote them throughout society.

Dedicated to upholding the principles of the Global Compact, CNP Assurances refrains from developing any commercial activity in 109 countries due to corruption, absence of tax transparency and breaches of democracy or freedoms.

When it comes to personal insurance, direct action by policyholders in support of the environment and a sustainable economy is reflected in their resolve to invest their savings or their pension in sustainable non unit-linked and unit-linked funds, which have been available for many years in CNP Assurances contracts. In accordance with the PACTE law, CNP Assurances offers SRI, GreenFin and Finansol labelled unit-linked products in all of its relevant life insurance policies. Moreover, in accordance with the EU Sustainable Finance Disclosure Regulation (SFDR), CNP Assurances publishes the SFDR classification of each life insurance and pension contract on its website, together with the non unit-linked and unit-linked products they offer. For contracts distributed by its Amétis employee network, CNP Assurances also publishes on its website its policy for integrating sustainability risks into insurance advice and information on negative impacts on sustainability factors in insurance advice.

In Europe and Latin America, the CNP Assurances Group also offers insurance policies that are accessible to as many people as possible. This commitment stems from the determination to avoid financial exclusion through the pooling of risks.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Number of microinsurance policies | 514,361 | 671,433 | Brazil |
| Percentage of unit-linked assets with a sustainable finance label[1] | 41% | 57% | CNP Assurances |
| Unit-linked assets with a sustainable finance label[2] ✓ | €10.9 billion | €18.6 billion | CNP Assurances |
| Of which unit-linked assets with the SRI (Socially Responsible Investment) label ✓ | €10.9 billion | €18.6 billion | CNP Assurances |
| Of which unit-linked assets with the GreenFin (Green Finance) label ✓ | €0.9 billion | €1.5 billion | CNP Assurances |
| Of which unit-linked assets with the Finansol (Solidarity Finance) label ✓ | €0.2 billion | €0.3 billion | CNP Assurances |
| Non unit-linked and unit-linked assets promoting environmental or social features (as defined in Article 8 of the Sustainable Finance Disclosure Regulation – SFDR) | n/a | €217.9 billion | Group outside Latin America[3] |
| Non unit-linked and unit-linked assets with a sustainable investment objective (as defined in Article 9 of the SFDR) | n/a | €4.4 billion | Group outside Latin America |

(1) *Unit-linked products corresponding to UCITS*
(2) *A unit-linked product can benefit from several labels, so the amounts per label cannot be added together*
(3) *The SFDR Regulation applies only in EU Member States*

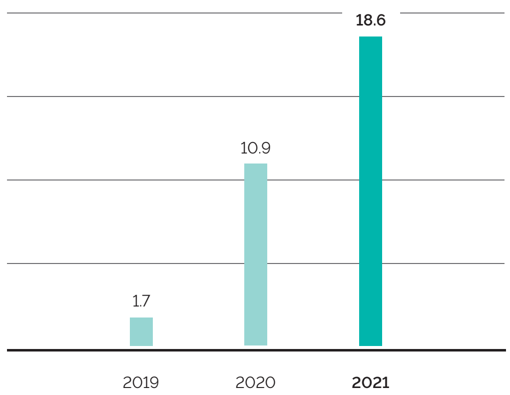
# Examples

## Sustainable savings/pensions products

In 2021, CNP Assurances policyholders invested €6 billion in unit-linked products with a sustainable finance label. At the end of 2021, assets under management in these unit-linked products totalled €18.6 billion, up 70% on the previous year. This very substantial increase is attributable both to demand from policyholders for responsible savings vehicles and to the efforts of management companies, notably LBPAM and Ostrum, to label and integrate a responsible investment strategy into existing funds. In addition, €278 million of the CNP Luxembourg subsidiary's unit-linked products have a sustainable finance label.

### CNP ASSURANCES UNIT-LINKED ASSETS WITH A SUSTAINABLE FINANCE LABEL

*(in billions of euros)*




The European SFDR regulation requires insurers to disclose to customers the SFDR classification of each life insurance and pension contract, together with the non unit-linked and unit-linked products they offer:

- at the end of 2021, 97% of the CNP Assurances Group's non unit-linked products subject to the SFDR regulation and with an SFDR classification promoted environmental or social characteristics (within the meaning of Article 8 of the SFDR regulation);
- at the end of 2021, 47% of the CNP Assurances Group's unit-linked assets subject to the SFDR regulation and with an SFDR classification promoted environmental or social characteristics (within the meaning of Article 8 of the SFDR regulation), and 10% had a sustainable investment objective (within the meaning of Article 9 of the SFDR regulation).

## In France, an offer aligned with the needs of people with low incomes

CNP Assurances is committed to offering savings solutions which are accessible to as many people as possible: certain life insurance policies distributed in France require a minimum subscription of just €75.

CNP Assurances has been proposing mutualised dependency contracts for several years. These pay-as-you-go contracts are characterised by their great accessibility. Thanks to inter-risk and intergenerational pooling, cover is offered to all members of the insured group without the need for medical examination (only risks that have already materialised are excluded). Pricing based on the entire population covered and by broad age groups brings premiums down to moderate amounts within the reach of most people. This type of system guarantees a first level of protection against the loss of autonomy.

CNP Assurances is a founding member of the Entrepreneurs de la Cité foundation, which aims to help microentrepreneurs obtain insurance. It is also one of the co-insurers for the foundation's basic insurance kit contracts (*Trousse première assurance*) offering death/disability and health cover.

Since 2016, ATD Quart Monde and CNP Assurances offer a funeral insurance contract for people living below the poverty line. Having been drawn up with the help of the people concerned, this contract takes into account their real needs, offering a range of guarantees necessary to finance dignified funerals. The challenge is to set a monthly premium within the budgets of very poor people (€0.50 per month for young people up to 30 years old, €13 per month for people aged over 70). Unlike conventional contracts, the monthly payments do not change according to the policyholder's age. People aged up to 80 can take out this insurance, and the guarantee comes to an end when the policyholder turns 90, when the solidarity fund created for the contract takes over.

## Innovative microinsurance products in subsidiaries

In Brazil, Caixa Vida e Previdência was the first insurer to enter the Brazilian funeral microinsurance market: the Amparo contract was launched in 2011 and now covers more than 670,000 people. The Group also offers two products for people on low incomes: a retirement product with monthly payments of R$35 (approximately €6), and home insurance at a reduced rate. Similarly, CNP Cyprus Insurance Holding offers specific car and home insurance at a reduced rate.

## Social benefit guarantees

Under certain individual term creditor insurance contracts, CNP Assurances offers support for policyholders at important moments in their lives throughout their loan: family guarantees are granted to cover big events, such as the birth or adoption of a child, or during hard times, such as support for people caring for a sick child or a dependent parent.

Loss of employment insurance has been marketed in La Banque Postale's borrower offer since 2017. It offers effective support that is easily combined with the subsidies offered by French employment agency *Pôle emploi*, and is not subject to any waiting period. Providing close support for customers, the guarantee ensures payment for a maximum duration of 18 months, thereby offering additional security for specific situations. The guarantee covers 60% of the monthly loan repayment, well above the rates of many of its competitors, which are closer to 50%.

In Brazil, Caixa Vida e Previdência allows policyholders in the late stages of a critical illness to claim benefits without reducing the capital built up under their policy, as well as free medication in the event of hospitalisation or emergency care. In 2017, it released its "Caixa Fácil" range, which can be taken out with electronic distributors, offering funeral services, discounts on drugs and dietary assistance. The Group's offers have been rounded out by multiple pregnancy cover and job loss protection to maintain the family's pension cover.

### 5.3.1.3 Commit to customer satisfaction NFPS

**Risk of inability to maintain and improve customer satisfaction (customer experience, responses to requests, handling of complaints) and lack of transparency of offers**

As a personal insurer, the Group naturally places great importance on the satisfaction of its professional and individual customers, as well as that of its distribution partners, maintaining a relationship of trust and proximity while continually reviewing its practices and offers.

Meeting the needs of policyholders is one of CNP Assurances' strongest commitments for a sustainable society. Satisfaction has to be a hallmark of the customer relationship at all stages, through Group policies and procedures for handling complaints, as well as actions taken within the Group for:

- listening to the needs of policyholders, in particular process digitisation;
- assessing customer satisfaction;
- following up policyholder questions and requests.

The digital transformation represents both a challenge and an opportunity for CNP Assurances to transform the services provided to policyholders by offering them solutions that better match their expectations. It has more impact in terms of customer experience, making it easier than ever to customise protection.

The ramp-up of digitisation is having a clear impact on people, their ways of life and their jobs. This force for change has led to a rethink of personal protection solutions and the design of new types of services and new methods of delivering them.

In view of the CNP Assurances business model in France, presentations of life insurance operations are generally prepared by the partner networks.

The products offered by the Group, as well as the pre-contractual, contractual and marketing documents presented to customers must be legally watertight and provide policyholders with clear information about the content and scope of the purchased cover or insurance proposal. In addition, with the Group's range of insurance products being progressively digitised, it is particularly important to provide customers with the information they need in a clear and transparent manner. Lack of product transparency could hinder the proper implementation of the Group's strategy and damage its image, among professional and individual customers alike, while undermining the protection provided to customers by providing offers that do not meet their needs.

CNP Assurances and its subsidiaries have product launch procedures that include checks to ensure the product is suitable for customers' needs and that the product and marketing process are compliant with regulatory requirements.

In addition, the information provided by any advertising material (advertising document, radio or TV advertisement, communication via social media, etc.) must be:

- accurate: the information must present a balanced view of the product's characteristics in terms of its advantages and disadvantages or risks;
- clear: the information must describe the characteristics of the product in words that the target audience can understand;
- not misleading: the information must not mislead by misrepresenting the product to promote its sale.

Through the procedure for validating advertising documents, the Group Compliance department performs checks to ensure that CNP Assurances provides accurate, clear and non-misleading information to customers and prospects.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Average satisfaction score in customer surveys[1] | 4.3/5 | 4.3/5 | CNP Assurances |
| Net Promoter Score[2] (NPS) ✓ | n/a | +34 | CNP Assurances |
| Percentage of customers who have made a complaint to CNP Assurances | 0.1% | 0.1% | CNP Assurances |
| Percentage of opinions issued by the FFA mediator confirming CNP Assurances' position following a complaint | 67% | 65% | CNP Assurances |
| Percentage of disputes won by CNP Assurances in the first instance | 72% | 71% | CNP Assurances |
| Percentage of disputes won by CNP Assurances on appeal | 72% | 73% | CNP Assurances |
| Percentage of disputes won by CNP Assurances in appeal proceedings | 100% | 84% | CNP Assurances |
| Training rate of eligible sales personnel on the Insurance Distribution directive (IDD) | 99% | 100% | CNP Assurances |

*(1) Scope of the survey differs from year to year*

*(2) The Net Promoter Score (NPS) measures the recommendation intention of customers based on the following question: "On a scale of 0 to 10, how likely are you to recommend this product or service to someone you know?" The NPS is the percentage of customers assigning a score of 9 to 10 (promoters), less the percentage of people giving a score of 0 to 6 (detractors). It is measured on a scale of -100 to +100. It is calculated on the basis of answers to surveys in the Amétis customer area, the Caisse d'Epargne customer area, the beneficiary area, the term creditor insurance service area and the loan application process*

## Examples

### Listening to the needs of its policyholders and measuring satisfaction

CNP Assurances carries out various types of surveys either continuously or periodically, not only with customers (prospects, policyholders and beneficiaries) but also with partner-distributors, so as to gain a comprehensive picture of customer satisfaction. A programme to roll out new surveys is currently underway with the ultimate aim of covering all the main customer journeys.

CNP Assurances stepped up its ambitions in terms of customer satisfaction with the creation of a Customer Experience department in 2020 and the introduction of a quarterly customer dashboard in 2021. The department's brief includes the implementation of a cross-cutting approach within the Company through the use of systems to measure the customer experience, to analyse the results and guarantee that they are correctly taken into account, and to structure the collection of customer expectations.

Since 2020, semantic analysis methodology has been developed and pilot-tested on the customer statements in two continuous surveys. This analysis provides a qualitative assessment of the level of customer satisfaction by studying emotions. The aim is now to apply semantic analysis to all surveys.

In 2021, CNP Assurances used its scoring system (continuous surveys, one-off surveys and barometers) to assess the level of satisfaction of more than 38,000 respondents. The average satisfaction score was 4.3/5.

The dashboard made available to the Group's various entities in 2019 to share the level of customer satisfaction continued to expand in 2021.

In Brazil, CNP Seguros Holding Brasil conducts monthly customer satisfaction monitoring and analysis surveys. Assessments concerning the relationship centre (interactive voice server, web chat and WhatsApp): the criteria evaluated are response times, clarity of information, problem solving, the Customer Satisfaction Score, the Customer Effort Score and the Net Promoter Score.

In Argentina, CNP Compania Seguros strengthened its customer satisfaction process this year by launching new contact channels and improving measurement systems.

In Spain, CNP Partners conducted customer satisfaction surveys in 2021 with a participation rate of 10% and an NPS of +12 (between -100 and +100).

In Italy, CNP UniCredit Vita won the "Development of Integrated Protection and Investment Advisory Solutions" award in the "Customer Experience" category of the "Future Bancassurance Awards 2021".

### Monitoring claims and disputes

The definition of complaints adopted by CNP Assurances covers any expression of discontent by a customer as regards the perceived quality of a product or service, whether justified or not. CNP Assurances has undertaken to respond within two months of a complaint being made. Nonetheless, each one is analysed in order to understand how the Group can improve service quality and reduce processing times. The number of complaints remains low, representing less than 0.1% of CNP Assurances policyholders.

The Group has teams dedicated to handling complaints. Systems have been deployed to refine complaint monitoring and analysis processes. In accordance with the marketplace decision, mediation involving CNP Assurances is provided by the French Insurance Federation (*Fédération Française de l'Assurance* – FFA). In 2021, the FFA mediator issued 300 proposals for solutions on files presented by CNP Assurances policyholders, upholding the Group's position in 65% of cases.

Lastly, there were 1,242 ongoing disputes at CNP Assurances at the end of 2021. 71% of cases were won in the first instance in 2021, 73% on appeal and 84% on submission to the highest court of appeal.

## Offer transparency with customers

Product launch procedures were revised in 2018 in light of the Insurance Distribution directive. This directive makes customer protection central to the insurer's concerns so that contracts offered to the public meet the specific needs of their target market throughout the product lifecycle. For instance, CNP Assurances' procedures for new products and significant modifications to existing products include work to ensure that the product does not have an adverse impact on customers. Another objective is to foster the proper management of conflicts of interest. Tests are carried out before introducing these products to the market or making significant adjustments to them, or if the target market has changed significantly.

They include a search, in the complaints received from customers, for any misunderstanding linked to the presentation of guarantees in the contractual documents of similar products already marketed. The review of complaints of this nature can be used, as appropriate, to redraft the contractual documents to make them easier to read.

In personal risk, tests can consist in checking whether the proposed guarantees overlap with those of another product held by the policyholder, or whether the contract will adapt to the customer's life events, such as change in his or her marital or family situation.

CNP Assurances provides its distributors with all the relevant information on insurance products and the product validation process, including the target market and distribution strategy.

CNP Assurances checks with its distributors whether its products actually go to customers belonging to the predefined target market, and regularly reviews the insurance products it offers or markets. In doing so, it takes into account any event which is likely to significantly influence the potential risk on the defined target market in order to assess whether the product at least continues to meet the needs of the defined target market and whether the planned distribution strategy is still appropriate.

The creation of products adapted to the needs of the market and the continuous monitoring of their appropriateness is a strategic challenge, essential for preserving the trust of customers and partners, and for safeguarding CNP Assurances' reputation.

This can involve calling on both end customers and partners upstream of the project. From the expression of needs to the user experience, CNP Assurances pays great attention to the opinions and feedback of its end customers.

CNP Assurances is committed to verifying the compliance of contractual, commercial and advertising documents. A digital comic strip on the principles of advertising documents was produced in 2021 to support the validation procedure for advertising documents. Dedicated teams, working closely with legal experts, ensure that insurance products are compliant, and that changes in the legal framework are taken into account.

### Ethics of artificial intelligence

CNP Assurances adheres to five principles of conduct to reinforce the ethics of artificial intelligence (AI) in its operational activities, particularly its relationships with policyholders and beneficiaries. CNP Assurances:

- makes data protection and privacy central to its concerns;
- uses AI tools transparently;
- keeps a watchful eye on the fairness of such tools by fighting bias and discrimination;
- uses AI tools responsibly by monitoring their reliability and impact;
- puts people at the heart of its AI tools and processes.

To ensure that all business lines comply with these principles, CNP Assurances has established a governance system, with the appointment of an AI ethics officer in 2020 and the establishment of a multi-disciplinary AI Ethics Committee.

In 2020, CNP Assurances won the bronze trophy for technological innovation for its ethical artificial intelligence by design platform.

This platform enables the use of artificial intelligence at CNP Assurances to be monitored in real time via customisable dashboards and KPIs under optimal security, traceability and sharing conditions. This constantly evolving platform is consistent with the Company's values, particularly in terms of ethics.

## 5.3.1.4 Ensure good business ethics NFPS

### Risk of corruption, conflict of interest, absence of tax transparency

By working to ensure good business ethics, CNP Assurances is committed to protecting the interests of its stakeholders (employees, customers, suppliers, delegated management service providers, distribution partners and asset managers) and respecting the general interest.

It has accordingly reiterated its commitment to combatting corruption in all its forms, including extortion and bribery. In view of regulatory developments in the countries where the Group operates, the risk of corruption, influence peddling or conflicts of interest in relationships with third parties may result in significant fines and criminal prosecution against CNP Assurances and its managers.

That is why the C@pEthic Group code of conduct, translated into each language in which CNP Assurances operates and published on its website, stresses the principle of zero tolerance to acts of corruption and influence peddling. Group policies to combat corruption, prevent conflicts of interest and manage gifts and/or benefits have been circulated to all Group employees in France and internationally. Subsidiaries may supplement them with their own local procedures, but the policies form the foundations applicable in all subsidiaries.

In addition, in accordance with the instructions of the French Anti-Corruption Agency (AFA), Group corruption risk mapping has been drawn up, and the subsidiaries align their local mapping with the Group map.

CNP Assurances has trained its employees on these subjects and has a robust system in this area.

Since 2003, CNP Assurances has been a member of the United Nations Global Compact, affirming its commitment to respect fundamental values, and in particular to combat corruption.

The CNP Assurances Group is a benchmark in the French personal insurance market. Operating in 13 tax jurisdictions in Europe and Latin America, CNP Assurances strives to adopt a transparent and responsible position with regard to tax issues.

To ensure compliance with standards relating to the fight against tax evasion, CNP Assurances has enacted its own tax policy. It aims to harmonise tax practices at Group level and to ensure that the Group's rules comply with the tax laws of the countries where CNP Assurances operates. This tax policy, aligned with that of its leading shareholder, La Banque Postale, is based on the following key principles:

- compliance with the tax laws applicable to the Group's activities in accordance with national laws and tax treaties;
- implementation by CNP Assurances of a tax policy in keeping with its responsible development strategy, plus implementation of operations in accordance with the intentions of the legislator.

To guarantee compliance with tax policy, the Group's Tax department provides supports for the operational teams in the exercise of their activities. It regularly performs an analysis of tax risks in order to adopt a position in compliance with the applicable tax laws.

Lastly, CNP Assurances applies a strict policy aimed at ensuring that none of the Group's establishments are authorised in any of the states appearing on the internal list of countries considered to be unsuitable for carrying out business. This list notably contains the official French list of Non-cooperative States and Territories (NCST).

CNP Assurances has invested in implementing regulations aimed at ensuring better tax transparency on behalf of its customers (Foreign Account Tax Compliance Act and Common Reporting Standard) and on its own account (country-by-country declaration). CNP Assurances is also carrying out the work necessary to implement the recommendations of the OECD's BEPS (Base Erosion and Profit Shifting) plan and the DAC 6 (Directive for Administrative Cooperation) tax disclosure rules.

The Group's tax policy was reviewed in 2021 and approved by the Board of Directors in September 2021. It was circulated to all subsidiaries and posted on the cnp.fr website in the final quarter of 2021. CNP Assurances also publishes a tax transparency report.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Percentage of employees trained in the fight against corruption and influence peddling in the last two years ✓ | n/a | 93% | CNP Assurances |
| Corporate income tax ✓ | €689 million | €682 million | Group |
| Of which corporate income tax in France ✓ | €339 million | €382 million | France |
| Of which corporate income tax in Latin America ✓ | €315 million | €258 million | Latin America |
| Of which corporate income tax in Europe excluding France ✓ | €35 million | €42 million | Europe excl. France |

## Examples

C@pEthic, CNP Assurances' code of conduct, is one of the Group's tools for fighting corruption and influence peddling. It contains rules governing gifts and benefits within the Company. It is available on the cnp.fr website and on the intranet, as well as in the letter "Commitment to business ethics" sent to third parties, signed by the CEO and the CNP Assurances Group Compliance Officer.

All new employees are required to read all compliance codes and policies, and to complete all compulsory compliance training modules.

Specific codes and procedures can also be implemented operationally. For instance, a purchasing ethics guide offers a practical reminder of the principles of action for key situations in the purchasing business.

CNP Assurances' internal communication process provides for the distribution of monthly briefs on the Intranet setting out the main rules and the right behaviour to adopt. Since 2019, digital comic strips have been published on the fight against corruption and influence peddling, the fight against money laundering and terrorist financing, rules set by the governing bodies on gifts and benefits, conflicts of interest, the fight against fraud, and data protection. More will be brought out on compliance-related areas in 2022.

Since 2018, the whistleblowing system has been rolled out throughout the Group and translated into all the languages used in its subsidiaries to allow all employees, in accordance with the requirements of the Sapin II Law, to report any perceived breaches to the compliance officer. At the employee's discretion and in accordance with local legislation, alerts can be issued anonymously or using their name. No cases of corruption or influence peddling have been detected since the system was put in place.

To make its systems more effective in the fight against conflicts of interest, CNP Assurances has launched a campaign among all of its employees in France, asking them to declare conflicts of interest.

This ethical vigilance is also reflected in the management of CNP Assurances' investments: the country corruption index measured by Transparency International is one of the ESG exclusion criteria. The fight against corruption is also reflected in a standard clause providing for the joint commitment of CNP Assurances and the third party to act against corruption, including among its own suppliers and subcontractors.

CNP Assurances participates in philanthropic and sponsorship initiatives supervised closely by Executive Management, always in accordance with the Group code of conduct. A sponsorship agreement with an anti-corruption clause is in place.

### Responsible lobbying

Lobbying by the Group's entities consists in taking part in various professional bodies related to the insurance sector, attending meetings within the framework of France's diplomatic representations for the international subsidiaries and asserting CNP Assurances' positions with the French and European authorities. CNP Assurances acts on its own behalf or through industry organisations, in particular the French Insurance Federation (*Fédération Française de l'Assurance* – FFA) and European bodies in the insurance sector (Insurance Europe, CFO Forum). CNP Assurances employees participate in the working groups of these bodies.

The CNP Assurances Group engages in the challenges faced by civil society by taking part in research and debates, particularly on retirement and dependency in France, and by funding think tanks contributing to public debate on major economic, social, societal and environmental issues.

CNP Assurances is a member of Finance for Tomorrow (Paris Europlace), the Net-Zero Asset Owner Alliance and the United Nations Environment Programme Finance Initiative (UNEP FI). Some CNP Assurances employees take part in working groups for these initiatives, one of the objectives of which is to exchange with governments to encourage the implementation of public policies in support of the energy and environmental transition.

As a member of the Net-Zero Asset Owner Alliance, CNP Assurances is committed to aligning its own lobbying activities with the objectives of the Paris Agreement, and to leaving or denouncing any organisation of which it is a member whose lobbying activities are not consistent with the objectives of the Paris Agreement.

In the interests of constant transparency, CNP Assurances is registered with the Haute Autorité pour la Transparence de la Vie Publique (HATVP); as such, it complies with the requirement of sending a statement to the authority each year.

The Group is also registered on the European Union Transparency Register, a database listing the organisations that seek to influence the legislative process and the implementation of the policies of European institutions. It allows the public to monitor the actions and activities of interest representatives. Being listed in the transparency register binds CNP Assurances to a shared code of conduct.

The following table shows the amount of financial contributions made by CNP Assurances to professional bodies, think tanks, chairs and research foundations. CNP Assurances does not finance political parties or election campaigns.

| Financial contributions paid | 2020 | 2021 | Scope |
|---|---|---|---|
| Professional bodies | €3,531,710 | €3,738,678 | CNP Assurances |
| *Think tanks* | €185,120 | €199,851 | CNP Assurances |
| Research chairs and foundations | €500,000 | €500,000 | CNP Assurances |
| Political parties and election campaigns | €0 | €0 | CNP Assurances |

## Risk of fraud, money laundering and terrorist financing

Combating money laundering and the financing of terrorism, and ensuring compliance with economic and financial sanctions are major challenges for CNP Assurances. The various risks linked to financial security, including the risks of money laundering, terrorist financing, non-compliance with sanctions and fraud, can result in significant fines, serious financial losses and criminal prosecution, but also significant damage to the Group's reputation and image.

These risks concern all of CNP Assurances' stakeholders: customers, suppliers, distribution partners and management delegates, asset managers and, above all, the Company's employees.

As a financial player, the CNP Assurances Group is heavily involved in financial security through Group policies and framework procedures applied to CNP Assurances' activities in France, and those of its subsidiaries in France and internationally. In line with its commitment as a responsible insurer and investor, and its status as a public company, CNP Assurances has drawn up a list of sensitive countries of which some are to be excluded from its investments, including those prohibited as part of the fight against money laundering and terrorist financing, those under embargo or subject to financial sanctions, non-cooperative countries in tax matters and those identified as tax havens based on the Tax Justice Network analysis.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Percentage of employees trained in the fight against money laundering in the last two years ✓ | n/a | 89% | CNP Assurances |
| Percentage of employees who have received anti-fraud training | n/a | 89% | CNP Assurances |

## Examples

The business model adopted by CNP Assurances for its activities in France, in which a lot of transactions are performed by its distribution partners and/or management delegates, has shaped the control mechanisms implemented in the fight against money laundering and terrorist financing and compliance with economic and financial sanctions (AML-CFT) and anti-fraud measures. The tasks performed by partners on the Group's behalf are described in the distribution agreements between CNP Assurances and its partners. Specialised committees meet regularly with the two major partners, LBP and BPCE, to monitor their proper application.

With the support of a dedicated team of around 50 people (financial security team, correspondents and experts in the business units and Group functions), the Group Compliance department's Financial Security Unit is responsible for the rollout, steering and proper implementation of CNP Assurances' head office AML-CFT and anti-fraud systems. The financial security department is also responsible for implementing the programme supervising the financial security systems of the Group's subsidiaries and ensuring that the Group's overall system is aligned with those of Caisse des Dépôts and La Banque Postale. Group policies and procedures in terms of financial security are reviewed, regularly updated and accessible to all employees on the Intranet. They are shared with all subsidiaries so that they can be integrated into their own systems, taking care to adapt the framework procedures in line with local regulatory constraints and the organisation of the subsidiary in question.

In the context of numerous and increasingly frequent regulatory developments, CNP Assurances continues to acquire significant resources to continue strengthening its AML-CFT system jointly with all of its partners. The main aims are to consolidate the organisation of completed transaction controls and to implement the new regulatory requirements. As such, since 2017, most of the head office system's components (procedures, tools, resources, training plan) have been reviewed in depth.

Information and training for its employees is one of the key components of CNP Assurances' AML-CFT and anti-fraud systems. To that end, CNP Assurances' Group Compliance department has been closely involved in launching communications campaigns since 2019, by means of an innovative format of digital comic strips covering the various areas of compliance. These campaigns continued in 2020 and 2021. In 2021, CNP Assurances completely reworked its e-learning modules, designed in collaboration with the French Insurance Federation and several major insurers in the marketplace, with regard to AML-CFT training, including the impact of the implementation of the fifth AML-CFT directive. CNP Assurances also ensures that training modules on financial security are included in training programmes for new recruits.

## 5.3.1.5 Protect personal data and strengthen cybersecurity NFPS

### Risk of failure to protect personal data, cybersecurity breaches

Following the entry into force of the General Data Protection Regulation (GDPR) in 2018, the CNP Assurances Group has implemented a policy for the protection of personal data. The Group policy is applicable to all entities of the CNP Assurances Group, both inside and outside the European Union.

It contains elements on the fundamental principles of the protection of personal data and its governance. The initial version was approved by the CNP Assurances Executive Committee and is directly applicable by all of the Group's subsidiaries. The principles of this policy apply, under agreements, to all of the Group's subcontractors, including its agents and partners.

The Group's policy focuses on the basic rules and principles for the protection of personal data. Operational subjects are taken into account in a procedure specific to each Group entity, and adapted to their specific organisation and features, thereby rounding out the system already in place.

The Group's policy on the protection of personal data notably includes the following themes:

- Compliance with the basic principles of personal data protection laid down in the GDPR;
- The security of personal data as well as the main principles in the event of a personal data breach (declaration to the regulator and/or to the data subjects when necessary, documentation of cases);
- The framework for cross-border data transfers and processing;
- The supervision of operations presenting particular risks for data subjects. By way of example, the processing of personal data that reveals racial or ethnic origin, or religious or philosophical beliefs is prohibited, as is the processing of genetic data for the purpose of uniquely identifying a person and processing data concerning a person's sexual life or orientation;
- The governance of personal data protection within CNP Assurances;
- Raising the awareness of people dealing with personal data;
- Aspects relating to reporting and controls.

All of these principles are then set out in a framework procedure and procedures specific to each subject (e.g., procedure for exercising the rights of data subjects, procedure in the event of personal data breaches, procedure for the qualification of and contracting with third parties, the Privacy by Design approach and procedure for internal control by the DPO).

Cyber risk is defined as any risk of financial loss, business interruption or damage to the Company's reputation due to a failure of information systems (IS). CNP Assurances continuously monitors cyber risk, and its coverage is regularly challenged by dedicated experts in order to adapt with agility to a shifting environment.

To that end, the cyber risk coverage system has been strengthened since 2020. Preventive measures have been adopted, including:

- The approval of a data classification policy allowing the level of criticality of the data (public, private, confidential) to be specified;
- The restriction of incoming and outgoing flows by blocking USB ports and access to personal messaging, anonymising data and encrypting audio communications;
- Appointing a security liaison officer in each business unit to harmonise the distribution and reporting of information with greater granularity, using the eBIOS Risk Manager risk analysis method and implementing of a clean desk policy;
- New password security standards;
- A strengthening of the focus on cyber risk in the new crisis and business continuity management policy (BCMP) validated by the Board of Directors on 23 September 2021;
- Simulation of a phishing attack on CNP Assurances;
- Cybersecurity training for CNP Assurances directors in November 2021.

These preventive measures were supplemented by awareness-raising and training for employees throughout 2021.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Percentage of employees trained in personal data protection over the last two years ✓ | n/a | 66% | CNP Assurances |
| Rate of certification of internal user accounts ✓ | 100% | 100% | CNP Assurances |
| Rate of employee training in cybersecurity | n/a | 92% | CNP Assurances |

## Examples

### Protecting personal data

Aware of the importance of protecting the information assets of its policyholders and employees, CNP Assurances appointed a Data Protection Officer in 2006, giving them the resources to carry out their duties within the Group. Actions taken in recent years have served to establish personal data protection governance, to create and formalise the associated processes, to respond diligently to the exercise of the rights of policyholders, and to make people working in the Group aware of the need to protect personal data.

A special medical data protection policy has been in place since 2008, which involves the encryption of all sensitive data in storage to ensure better security.

The entry into force of the new regulation on 25 May 2018 was the subject of a wide-ranging compliance process within CNP Assurances. Between 2017 and 2019, the project drew on input from over 150 people working in all relevant areas, including IT, Legal, Human Resources, Customer Centres, Marketing, Actuarial Services and Communication.

For personal data governance, Data Protection Officers (DPOs) were appointed within each subsidiary in May 2018 to continue and extend the GDPR compliance process across the Group. CNP Assurances also appointed a Group Data Protection Officer in 2018 who is tasked with managing compliance with personal data protection rules within the Group. The DPO reports to the Group Chief Compliance Officer, but works under the supervisions of the Director of Customer Experience and Information Systems.

In addition, the Group DPO sits on numerous bodies overseeing risks and data processing, such as the Information Systems Security Committee, chaired by the Information Systems Security Manager, and the Management and Subcontracting Quality Committees. The Group DPO was also involved in the work on the merger with La Banque Postale.

In 2021, a committee dedicated to the protection of personal data (Cap Privacy) met regularly, chaired by the Group Chief Compliance Officer and the Director of Customer Experience and Information Systems. Its tasks are to monitor the implementation of resolute action and to ensure its overall consistency, to make decisions on the points raised and to approve the main guidelines quarterly. The Information Systems Security Manager, the DPO and the Chief Data Officer are permanent members.

There is also a committee dedicated to the internal network of personal data protection correspondents, the RIL committee (*Relais Informatique et Libertés*). It is led by the DPO and meets every six weeks.

Lastly, the DPO's activity report is presented annually by the Group Chief Compliance Officer to the Audit and Risk Committee and by the DPO to the Social and Economic Committee (SEC). In addition, major issues and achievements are presented quarterly to the Executive Committee by the Group Chief Compliance Officer. Regular reports are also made to the governing bodies of La Banque Postale and Caisse des Dépôts.

Personal data compliance processes within the Group now subject all new documents involving the collection of such data, ranging from membership forms to administrative or financial riders, to a process of prior validation by the DPO, who examines the proportionality and nature of the data collected, and ensures that the rights of policyholders are clearly displayed on the documents or online subscription screens. This process ensures that data collection and processing is limited to the purposes declared to data subjects, and that their explicit consent is sought wherever necessary (e.g., in the event of the collection of health data for term creditor insurance). This is also the case for the general terms and conditions of contracts, which have included personal data protection clauses to ensure transparency for a long time.

To guarantee transparency in respect of data subjects, the information included in all collection documents complies with the provisions of Article 13 of the GDPR. The websites also provide data subjects with information via a personal data protection charter and a cookie charter.

Privacy by Design, which seeks to integrate personal data protection requirements from the design phase of offers and services, is also applied to innovative digital projects.

All new processes are also subject to risk analysis validated by the DPO, as well as a compliance check before being referenced in the register of processing activities, as required by the GDPR. For example, in 2021, the DPO unit studied the new processing operations relating to the move to the new headquarters.

In addition, agreements with third parties consistently take into account the protection of personal data through the establishment of qualification and contract processes compliant with GDPR principles.

As regards the exercise of the rights of data subjects (policyholders, employees, etc.), CNP Assurances systematically responds to messages from policyholders seeking to use their right to access, rectify or delete their personal data, or to oppose their use. To this end, it centralises all such messages and coordinates the people responsible for managing personal data within the Company. Requests of this nature have been facilitated since 2018 by the possibility of contacting the DPO via the institutional portal and by email at dpo@cnp.fr.

Similarly, a process of validating internal and external satisfaction surveys, and printed and email mailshots is in place. It systematically offers the prospects and customers solicited the right to oppose the use of their data.

Personal data protection awareness training has been provided to employees every year since 2018. A new e-learning module was released in 2021. Specific training has also been provided for Data Protection Officers and purchasing managers to allow them to improve their personal data protection skills.

Events were also held, including an International Privacy Day presentation on the recent sanctions imposed by France's National Commission for Data Processing and Liberties (CNIL) given by an ethical hacker, the CNP Assurances Information Systems Security Manager, the CNP Assurances CDO and a lawyer specialising in data protection.

The control system has been rolled out on the data protection scope within CNP Assurances since 2020. First-level business controls have been carried out, giving rise where necessary to the implementation of action plans monitored by the DPO. They are rounded out by the permanent control system. These developments have resulted in the updating of risk and control mapping. Regular internal audits have also been put in place.

Lastly, the DPO team, in collaboration with the CNIL, the FFA and other insurers, carry out monitoring work and reflection on various issues, including the use of personal data in the context of fraud, and the processing of sensitive data of military and police personnel.

### Protect the personal data of its subsidiaries

The French and European subsidiaries each have a DPO. If necessary, they also have liaison officers to guarantee compliance with the GDPR. All subsidiaries must also comply with the Group policy on the protection of personal data.

They contribute to the Group's awareness-raising and compliance initiatives. They are subject to careful and regular monitoring, notably in the form of monthly conference call updates with the Group's DPO team, face-to-face meetings, reports and regular visits. In 2020, face-to-face meetings were replaced by videoconferencing due to the health crisis. This framework for exchanges with the subsidiaries also guarantees regular communication on the Group's positions on the protection of personal data to promote the harmonious implementation of the rules and principles set out in the Group's FCD protection policy.

### Strengthen cybersecurity

The cyber risk management strategy is overseen by several committees:

- an inventory of cyber risks is presented to the Board of Directors each year;
- a Cyber Risk Monitoring Committee meeting is held with each business unit every two months;
- a cybersecurity dashboard is presented to the Executive Committee on a monthly basis;
- an IT security committee meeting is held every month between the Information Systems Security Manager (ISSM) and the Group Risk Management department to discuss cyber events within the Group;
- a security monitoring committee meeting is held every month between the ISSM and the IT production teams;

Meetings with Caisse des Dépôts and La Poste take place on a regular basis in order to share best practices and pool efforts to guard against this risk within the French public finance sector.

In addition, a monthly report is distributed within the Customer Experience and Information Systems department on the security situation of applications (vulnerabilities, anonymity, support for technical bases, directory back-up).

CNP Assurances strives to certify 100% of its internal user accounts each year, thereby limiting the risk of intrusion into its information systems via obsolete user accounts.

At the same time, an insurance policy against cyber risk has been in place since 2016. In 2020, the terms of the policy were modified in order to take into account both CNP Assurances' changing risk profile and the risk mitigation measures it has implemented over the past several years.

Training on cybersecurity, which was mandatory for employees of the Customer Experience and Information Systems department (DECSI) in 2021, was offered to all CNP Assurances employees. Its implementation rate for the entire workforce was 92% at 31 December.

Many activities were proposed by the ISSM team during the October cyber month. The ISSM team will now offer monthly cyber war game workshops, quarterly security talks and new escape game sessions from 2022.

An audit plan has been set up for partners and subsidiaries, with quarterly monitoring. They have also been offered a safety package. The information security policy at CNP Seguros Holding Brasil is updated annually, with all information and data categorised by level of confidentiality to ensure adequate differentiation depending on their specific nature. In 2021, CNP Assurances Compañía de Seguros launched a special cybersecurity programme thanks to which all employees received specific training and continue to receive regular recommendations in the weekly newsletter. CNP Partners has updated its data security policy as a continuation of compliance measures undertaken in view of the GDPR. At CNP UniCredit Vita, the data security policy adopted in 2018 is updated annually, and the Information Security Committee meets at least once every six months.

Under the Open CNP corporate venture programme launched in 2016, CNP Assurances aims to devote €100 million to investing in the equity of start-ups. The aim is to provide innovative companies with the financial backing they need to grow their business, while also developing partnerships with some of them in areas that are of interest to our Group such as e-health, fintech, insurtech and the development of offers and technologies that respond to emerging personal insurance needs. By the end of 2021, Open CNP had invested in three cybersecurity start-ups:

- **YesWeHack,** which calls on ethical hackers to detect vulnerabilities. The platform now has more than 25,000 researchers and clients in over 40 countries;
- **CybelAngel,** which specialises in data leakage detection;
- **Tehtris,** which has developed a new generation of antivirus software.

## 5.3.2 Be an attractive employer

Amid significant digitisation of its activities as well as changes in its ecosystem and organisation, the women and men who make up the CNP Assurances Group remain at the heart of its success. Their talents and diversity are an invaluable asset and the Group is dedicated to supporting the development of each of its employees.

To that end, CNP Assurances is implementing an employment policy that both maintains and sustains its strategic skills and develops more versatile profiles internally by combining business skills, advanced use of technology and data, and a dynamic recruitment strategy geared towards integrating new skills and rejuvenating the age pyramid.

Through its quality of work life policy, CNP Assurances is also committed to combatting all forms of discrimination and promoting equal opportunities for career development. For many years, the Group has pursued a policy of integrating young people into the workplace, supporting people with disabilities and promoting professional equality between men and women.

### 5.3.2.1 Attract and retain talent in line with the business strategy NFPS

**Risk of lack of attractiveness and inability to retain talent, unsuitability of employees' skills with the needs of the various business lines as they transform and develop**

CNP Assurances continuously ensures that the resources, expertise and skills it has at its disposal properly match its development projects and that the professional development of each of its employees remains central to its value creation.

In France, the February 2019 Human Resources planning agreement on the management of jobs and career paths lists the commitments made by CNP Assurances to develop skills essential to the implementation of its ambitions. In particular, it sets out the Group's commitments in terms of rejuvenating the age pyramid, as well as support and development mechanisms for employees throughout their careers and the roles of the various parties, including management.

Procedures, career development policies and performance programmes are in place in subsidiaries to support this major challenge for the Group.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Percentage of vacancies for permanent positions filled through internal mobility or recruitment | 70% | 59% | CNP Assurances |
| Number of training hours ✓ | 72,186 | 113,253 | Group |
| Number of hours of training per employee per year | 14 | 18 | Group |
| Percentage of employees who received training | 93% | 98% | Group |
| Training budget as a percentage of payroll | 3.0% | 4.0% | Group |
| Turnover rate ✓ | 8% | 11% | Group |
| Percentage of employees who received annual performance reviews | 95% | 95% | Group |
| Percentage of employees receiving career interviews | 31% | 22% | CNP Assurances |
| Internal mobility rate | 8% | 8% | CNP Assurances |

## Examples

### Dynamic workforce management

The CNP Assurances Group had a total of 5,279 employees at 31 December 2021, an increase of 2.4% on the previous year.

| Employees by entity | Country | 2020 | 2021 | Change |
|---|---|---|---|---|
| CNP Assurances | France | 2,841 | 3,309 | +16.5% |
| CNP Seguros Holding Brasil and Caixa Vida e Previdência | Brazil | 1,326 | 1,293 | -2.5% |
| CNP UniCredit Vita | Italy | 189 | 192 | +1.6% |
| CNP Cyprus Insurance Holding | Cyprus, Greece | 318 | 317 | -0.3% |
| CNP Partners | Spain, Italy | 181 | 165 | -8.8% |
| MFPrévoyance | France | 68 | 70 | +2.9% |
| CNP Luxembourg | Luxembourg | 20 | 23 | +15.0% |
| CNP Santander Insurance | Ireland, Italy | 108 | 113 | +4.6% |
| CNP Assurances Compañia de Seguros | Argentina | 105 | 109 | +3.8% |
| **CONSOLIDATED TOTAL – GROUP** | | **5,156** | **5,591**[(1)] | **+8.4%** |

(1) *Excluding the employees of CNP Vita Assicura, CNP Vita Assicurazione and CNP Vita (216 employees), which are not included in the scope of this Non-Financial Performance Statement as they were only consolidated recently.*

CNP Assurances' Human Resources planning process, promoted by the February 2019 company agreement, is behind a number of HR policies, in terms of both employment management and the development of skills and career paths. At the end of 2021, CNP Assurances' permanent workforce was 2,996, an increase of 15.5%. The change in the number of permanent employees results from the consolidation of the CNP-TI's IT EIG on 1 January 2021 and contrasting trends reflecting attentive workforce management:

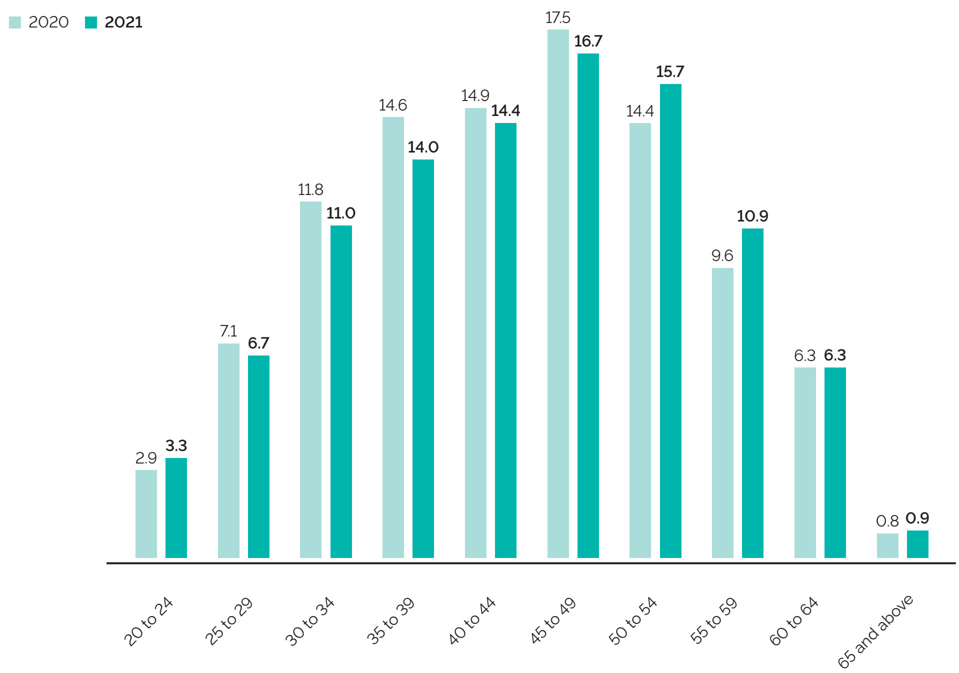
- a persistently sizeable number of retirements in view of the age structure and changes in regulations relating to pensions;
- vigilance in replacing people who leave, depending on transformations within the Company, in a constrained and swiftly changing economic environment;
- an enduringly active policy of internal mobility, with most vacant positions filled by internal candidates;
- external hires targeted on skills required to achieve its ambitions (regulatory or digital), focusing wherever possible on the rejuvenation of the age pyramid, thereby enhancing the Group's capacity to continue growing in a manner consistent with its strategy.

The use of temporary work continued to decline in 2021 (down 7%), bringing the total reduction to nearly 98% of the volume over the last three years. CNP Santander Insurance, CNP Luxembourg and CNP Assurances Compañía de Seguros all increased their workforces in 2021, reflecting the business growth of the three subsidiaries.

| | 2020 | 2021 | Change | Scope |
|---|---|---|---|---|
| Percentage of employees with permanent employment contracts | 96% | 95% | -1 pp | Group |
| Percentage of women | 59% | 56% | -3 pps | Group |
| Average age of permanent employees | 44 | 45 | More than 1 year | Group |

**AGE PYRAMID OF CNP ASSURANCES GROUP EMPLOYEES**

*(%)*




With the employee age pyramid showing a mean age of 47 in France and 45 in the Group as a whole, CNP Assurances strives to ensure both youth employment and the retention of older workers in their jobs. Young people (under 35) account for 21% of the Group's workforce, and older people (over 55) account for 16%.

Managers represent 69% of the workforce. The average length of service within the Group is 13.4 years.

## Remuneration

CNP Assurances paid out €4.4 million under the discretionary profit-sharing plan in 2021, €21.5 million under the statutory profit-sharing plan, and €0.3 million in profit-related bonuses to seconded civil servants. All CNP Assurances and MFPrévoyance employees are covered by supplementary health and death/disability insurance, a separate long-term care insurance policy, a time savings account (CET) and a group retirement savings plan (PERCO), as well as an additional defined contribution pension scheme which is partially funded by the employer.

At the end of 2021, CNP Assurances employees (excluding seconded civil servants) had invested €238.9 million in employee savings and PERCO plans. A total of 1,262 employees held registered shares, of whom 1,639 via the Group employee savings plan, representing 0.23% of CNP Assurances' share capital.

Since 2017, the Group's compensation policy has incorporated the "fit" and "proper" standards laid down in the Solvency II directive.

| Average gross salary (permanent employees) | Country | 2020 | 2021 | Change |
|---|---|---|---|---|
| CNP Assurances | France | €65,589 | €67,150 | +2.4% |
| CNP Seguros Holding Brasil and Caixa Vida e Previdência | Brazil | R$122,384 *(€20,763)* | R$110,309 *(€17,296)* | -9.9% in R$ |
| CNP UniCredit Vita | Italy | €62,422 | €63,560 | +1.8% |
| CNP Cyprus Insurance Holding | Cyprus, Greece | €39,264 | €41,597 | +5.9% |
| CNP Partners | Spain, Italy | €55,695 | €55,146 | -1.0% |
| MFPrévoyance | France | €48,969 | €56,471 | +15.3% |
| CNP Luxembourg | Luxembourg | €85,032 | €87,047 | +2.4% |
| CNP Santander Insurance | Ireland, Italy | €73,017 | €74,326 | +1.8% |
| CNP Assurances Compañia de Seguros | Argentina | N$1,836,000 *(€22,654)* | N$2,570,400 *(€22,846)* | +40.0% in N$ |

### Close attention to the balance between internal mobility and external recruitment for rewarding career paths

For several years, the employment policy has been focused on promoting internal mobility. Its twofold aim is to manage the workforce while at the same time capitalising on knowledge and strategic expertise and promoting inspiring internal career paths. This policy is reflected in the priority given to internal mobility over external hires.

As such, most vacant positions are filled by internal candidates. In 2021, 59% of CNP Assurances' vacant permanent positions were filled internally. In addition, 647 employees – nearly a third of the workforce – benefited from career support. The rollout of the DECOLL platform has provided employees with new services and tools to take control of their career paths.

Meanwhile, external recruitments are targeted on rare or new areas of expertise, in line with changes in the Company's business model. These external hires help to rejuvenate the age pyramid, as young candidates are favoured wherever possible. In 2021, 90 young people under 35 were hired, with almost half of hires on permanent contracts. This policy is linked to a reaffirmed work-study policy that has resulted in an increase in the number of students on work-study programmes (138, i.e. an increase of 24% compared with 2020) and the renewal of the Happy Index Trainees and Happy Index Trainees Alternance labels for the third consecutive year. Awarded by ChooseMyCompany, these labels reward companies where students are the happiest and most motivated.

The easing of health measures in connection with the Covid–19 crisis has also made it possible to resume the offer of V.I.E. (international corporate volunteer) positions within the international subsidiaries, thereby offering prospects to our work-study students at the end of their course while maintaining the link with the CNP Assurances Group.

Across the Group, 95% of employees had a performance review in 2021. The performance review offers a special opportunity for managers to meet with their employees, serving to underscore the results obtained, to highlight employees' strong points and areas for improvement on the basis of a skills framework that reflects the transformations in its businesses, and to align expectations with goals for the coming year.

| | 2020 | 2021 | Change | Scope |
|---|---|---|---|---|
| Number of new hires | 393 | 807 | +105% | Group |
| Percentage of new hires with permanent employment contracts | 64% | 63% | -1 pp | Group |

### Sustained investment in developing the key skills of tomorrow

The development of its employees' skills is important to CNP Assurances and helps support the Company's strategy.

This is reflected in a sustained training effort (5.3% of the payroll in 2021) and the high proportion of employees trained (99% of CNP Assurances employees took at least one training course in 2021). Training indicators have returned to, or even exceeded, their 2019 level, after a transitional period of adaptation – particularly of teaching methods – in 2020.

In 2021, the skills development plan contributed to supporting the transformation of jobs and working methods by proposing training paths that enable employees to play an active role in their skills development, while maintaining a mix of training methods.

The main initiatives have focused on:

- the implementation of new managerial training and support actions in the form of exchanges of practices, resource platforms or coaching;
- professional development support including training in insurance techniques and customer service for client-facing personnel, and for support staff such as IT training for IT personnel;
- regulatory training on subjects such as the fight against corruption and influence peddling, the fight against money laundering and the financing of terrorism, and respect for personal data, as well as the renewal of the offer for sales personnel, in compliance with the Insurance Distribution directive;
- the development of an office automation and digital offer with a new online platform to support new ways of working and migration to Office 365, as well as a new content platform specific to IT personnel. Each employee can take training appropriate to their level at any time and in any place, at their own pace and on any device (PC, tablet or smartphone). These resources are backed up by practical workshops;
- training to support new practices and new ways of working through the implementation of an offer renewed in 2021 to develop transferable soft skills in the areas of communication, personal development, self-confidence and collaborative practices.

Training methods have evolved, and the virtual classroom has become a permanent feature of training practices, but face-to-face training remains essential. Training courses are built in the form of a pathway blending different forms of teaching depending on the training goal.

Individual support for employees in the context of mobility, job changes or organisational adjustment was another area of professional training, on an individualised basis extending to managerial coaching where necessary. There is an extensive training system in place for tutors in charge of assisting employees given new jobs or those employed under combined work-study programmes. 23 employees were able to work towards a diploma, with a view to achieving professional goals aligned with the Company's development.

Overall, more people received training in 2021 than in 2020. In 2021, 98% of the Group's employees received training, up from 93% in 2020. Individual training requirements are generally collected during annual performance reviews and during the process of drawing up the collective skills development plan.

In Italy, CNP Vita has introduced a new collective training programme open to all staff through targeted sessions for team leaders and employees, with the aim of strengthening skills and entrenching a new, more collaborative and innovative way of working. Individual and group coaching sessions are also offered to support individual growth and strengthen team cohesion. Managerial training continues to be offered, covering both technical skills essential to the insurance profession and soft skills, with a view to developing the behavioural competencies necessary for professional development, including emotional intelligence, stress management, trust and communication.

CNP Assurances Compañía de Seguros carried out numerous training courses as part of its digital transformation this year. It also continues to provide training on the basics of agile methods, communication and teamwork, as well as in the prevention of money laundering and the financing of terrorism.

As they do each year, CNP Partners employees received individual training programmes. All employees have received training on systems to prevent money laundering, corruption and influence peddling in compliance with the French Transparency, Anti-Corruption and Economic Modernisation law (Sapin II Law), as well as training on the protection of personal data and the prevention of professional risks when working from home.

At CNP Seguros Holding Brasil in Brazil, training included behavioural issues (non-violent communication and emotional intelligence), creativity and innovation, and ethics.

### Open Management: a programme developed with managers for managers

The development of managerial skills comes amid permanent and accelerated transformation, amplified by both the switch to working from home and the more permanent shift to hybrid working.

In particular, this new environment has led to:

- aiming for the best possible customer experience as a point of difference and competitive advantage;
- increasing digitisation in all aspects of the Company's activity;
- a need for purpose, especially for younger generations, amid the prevalence of working from home;
- a need for immediacy and interactivity with short cycles;
- a need for employees and managers to work closely together, with more space for brainstorming and collaboration;
- a desire for each individual to have greater independence and accountability;
- the establishment of conditions necessary for continuous innovation in connection with new working tools and in a context of hybrid team management.

To support and assist managers in their roles and enable them to further develop their managerial impact in this highly changing context, the services and benefits of the Open Management programme are based on five areas of development:

1. driving performance and collective efficiency for customers;
2. managing a team in a complex and uncertain environment;
3. developing and enhancing employees' skills as a means of driving performance, motivation and employability;
4. adapting management style and developing emotional intelligence;
5. engaging the team and mobilising collective intelligence.

### 5.3.2.2 Offer favourable working conditions NFPS

#### Risk of non-compliance with regulatory requirements and commitments regarding equal opportunity and discrimination

In an environment marked by far-reaching transformations, the Group's responsible employer promise is also reflected in its policy in favour of quality of work life. The CNP Assurances Group is committed to fighting all forms of discrimination and promoting equal opportunities for all employees at all stages of their careers.

In July 2020, CNP Assurances signed a three-year agreement on the Quality of Work Life for 2020-2023 that reflects the various aspects of this proactive policy.

For many years, CNP Assurances has pursued a policy of integrating young people into the workplace, supporting people with disabilities and promoting professional equality between men and women. It constantly strives to prevent any risk of discrimination, on any grounds whatsoever, through several internal mechanisms: a discrimination and harassment officer, a structure dedicated to internal social mediation to support and deal with situations of professional risk, and the implementation of awareness-raising and training initiatives for employees, managers and human resources teams.

To provide employees with more information, a space dedicated to the issues of harassment, discrimination and gender-based violence has been created on the intranet.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Number of employees with a disability | 7% | 7% | CNP Assurances |
| Percentage of women management-grade staff | 51% | 46% | Group |
| Percentage of female senior executives ✓ | 37% | 38% | Group |
| Percentage of women on the Executive Committee | 36% | 36% | CNP Assurances |
| Percentage of women on the Board of Directors | 50% | 57% | CNP Assurances |
| Gender wage equality index | 99/100 | 100/100 | CNP Assurances |
| Average men/women income ratio by category | 105% | 106% | Group |
| Number of young people on combined work-study programmes or apprenticeships | 111 | 138 | CNP Assurances |
| Number of interns | 139 | 160 | Group |
| Number of people under the age of 25 hired on permanent contracts | 11 | 18 | CNP Assurances |
| Number of seniors hired on fixed-term contracts | 20 | 17 | CNP Assurances |
| Number of seniors hired late in their careers | 8 | 9 | CNP Assurances |
| Percentage of young people (under 35) in the workforce | 22% | 21% | Group |
| Percentage of seniors (over 55) in the workforce | 17% | 16% | Group |

## Examples

### Promoting gender equality in the workplace

Equal opportunity in the professional development of each employee, equal pay and access for women to management positions are among the key commitments of CNP Assurances' human resources policy. Against a backdrop of changing regulations, the CNP Assurances Group is pursuing its commitment to gender diversity, in line with its corporate mission.

The Company's full growth in this area was confirmed by the 100/100 score obtained in the 2021 gender equality index, and by its place in the Top 15 of SBF 120 companies for the presence of women in management positions in 2020.

CNP Assurances also stands out by the fact that 36% of the Company's senior managers are women.

The agreement on the Quality of Work Life for 2020-2023 aims to maintain these positive results, while setting out new commitments such as improving the gender balance in management and senior management positions. As such, at its meeting in September 2021, the Board of Directors confirmed the 2025 targets of 45% women among senior managers, 50% women in the Impact Working Group and 42% women on the CNP Assurances Executive Committee.

Aware of the importance of parenthood in facilitating the balance between work and family life, the Company rolled out a new offer of child-minding places for employees' children as well as home childcare services, school support and online tutors in 2021.

## Integrating employees with disabilities

The subject of disability is firmly integrated into CNP Assurances' human resources management. Overall management is provided by Mission Handicap, which coordinates and manages all stakeholders working on this issue.

The disability policy, defined in the agreement on Quality of Work Life for 2020-2023, extends the Company's commitment to the integration and continued employment of people with disabilities, with the aim of improving its employment rate. Thanks to the commitment of all stakeholders, an employment rate of 9.3% was achieved in 2021, an increase of 2 percentage points over the previous year.

2021 was marked by an increase in work-from-home arrangements for employees with disabilities and the adaptation of their home workstations.

To strengthen the collective approach to keeping employees affected by a long-term illness in their jobs, the Company has initiated various actions such as signing the INCA "Cancer and Employment" charter, organising a conference on cancer and work, and a webinar on reconciling chronic illness and employment. For the first time, the Company also took part in the Duo Day event to host disabled people from outside the Company for a day and introduce them to the Company's activities.

CNP Assurances has also developed a new partnership with two temporary employment agencies in the Adecco group's integration network, which are specialised more specifically in professional integration and temporary staff with disabilities.

In Brazil, CNP Seguros Holding Brasil frequently uses organisations that promote the employment of people with disabilities to circulate job offers. It develops awareness initiatives to help teams welcome these employees, and has also established partnerships with institutions that support their integration. In Italy, employees with disabilities again represented 5% of the workforce at CNP UniCredit Vita this year.

## Fighting age discrimination

CNP Assurances makes every effort to support youth employment. The February 2019 Human Resources planning agreement sets out the Company's commitments to employ young people for permanent positions and on combined work-study programmes. At the end of 2021, CNP Assurances employed 138 young people on work-study contracts, in line with its efforts in this area in recent years. CNP Assurances also hosted 83 interns in 2021. In 2021, CNP Assurances recruited 90 young people under the age of 35 on permanent contracts, thereby offering several people finishing combined work-study programmes the chance to pursue their career within the Group.

The February 2019 Human Resources planning agreement extends the Company's action in terms of keeping employees aged 55 and over in employment. CNP Assurances seeks to ensure that this population's access to skills development initiatives is comparable with that of everyone else in the Company.

## A commitment applied across the Group

The commitment to fighting discrimination is shared across the Group, and features in the CNP Seguros Holding Brasil code of ethics and conduct. It is also the subject of specific training modules.

The Generation Pact is part of CNP UniCredit Vita's company agreements and allows senior staff to scale down gradually to part-time work over the three years prior to retirement, under certain conditions. In 2021, CNP UniCredit Vita once again renewed its membership of two inter-company networks:

- *Valore D*, which focuses on gender diversity and careers for women;
- *Parks Diversity*, which is an advocate for LGBT inclusion in the workplace.

Through Valore D, the Company's female employees have access to specific training courses that provide useful tools for their professional development, to three empowerment paths (senior management, middle-management and digital academy) and to an inter-company mentoring programme.

### Risk of non-compliance with regulations and commitments in relation to the health and well-being of employees

In application of government measures, the CNP Assurances Executive Committee decided to extend the period of widespread work-from-home arrangements introduced at the end of October 2020 until July 2021, with a gradual return to on-site working as of September 2021. This was governed by the Quality of Work Life agreement, which allows each employee to opt to work from home for up to three days per week.

In 2021, particular attention was paid to supporting hybrid work arrangements, with the creation of a webinar on management, virtual classes and the distribution of practical leaflets on topics such as "leading a hybrid meeting", "coordinating a remote team", "successful remote feedback" and "maintaining team spirit at a distance".

The continued use of digital tools, a method of organisation introduced in 2020, has made it possible to maintain fruitful dialogue between employee representatives and trade union partners, as reflected in the seven collective bargaining agreements negotiated and signed over the period (personal risk insurance, healthcare reimbursement, CNPTI substitution agreement, rider to the incentive agreement). The Health, Safety and Working Conditions Committee (HSWCC) of the CNP Assurances Social and Economic Committee (SEC) was regularly informed of the risk prevention measures implemented within the Company to ensure the safety of employees, notably through the regular updating of the single occupational risk assessment document.

The new agreement on the Quality of Work Life signed in 2020 commits to:

- promote an environment which is open to ideas and to each other (enhance manager/employee collaboration, act in line with sustainable development);
- ensure there is a place for everyone (professional equality, inclusion of people with disabilities, work-life balance, risk prevention and occupational health);
- facilitate "working together" in the spirit of joint development and cooperation (environment, new working conditions and conditions of teleworking, right to disconnect).

In 2021, three follow-up commission meetings on the agreement were held with the unions to discuss the implementation of the commitments.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Number of requests for internal social mediation during the year under review | 13 | 14 | CNP Assurances |
| Percentage of employees working part time | 9% | 8% | Group |
| Percentage of employees who worked overtime | 17% | 24% | Group |
| Percentage of employees enjoying flexible working hours | 57% | 49% | CNP Assurances |
| Percentage of employees working from home between 1 and 3 days a week | 79% | 84% | CNP Assurances |
| Percentage of employees covered by a collective bargaining agreement | 97% | 98% | Group |
| Absenteeism rate (excluding maternity and paternity leave) ✓ | 3.9% | 3.5% | Group |
| Lost-time incident frequency rate | 0.5% | 1.1% | Group |

## Examples

### Work-life balance

Annual working time within the Group ranges from 1,575 to 2,400 hours, depending on local legislation. For example, a full-time workload represents 1,575 hours a year at CNP Assurances and MFPrévoyance.

All employees who work part time within the Group's entities choose to do so. At Group level, part-time employees represent 8% of the workforce, and 13% at CNP Assurances. At CNP Assurances, part-time employees are entitled to the same benefits as full-time employees.

CNP Assurances has implemented several schemes geared towards facilitating the balance between professional life and personal life and the organisation of working time in line with professional constraints. They include personalised working hours, enjoyed by almost 49% of CNP Assurances employees, as well as voluntary part-time work. In 2021, the Quality of Work Life agreement signed in 2020 made working from home a permanent feature as a new working arrangement. 84% of employees work from home on a regular basis, between one and three days a week, outside periods of lockdown. Working from home brings new flexibility in organising individual and collective work, aligned with ongoing transformations and emerging lifestyle changes.

Two webinars (including a managers webinar) were organised in the first half of 2021 to remind people of how to use the right to disconnect.

By including support measures for people encountering specific personal difficulties in the Quality of Work Life agreement, CNP Assurances is increasing its support for employees facing significant family constraints, which makes it harder to reconcile personal and professional life. In 2021, a new partnership with Babilou offered parent employees the chance to benefit from childcare services in a crèche and/or at home, as well as home tutoring.

In Italy, CNP UniCredit Vita offers employees several schemes including flexible working hours, voluntary part-time work, working from home and smartworking (a new working arrangement aimed at making the company more welcoming and working conditions more flexible in order to bolster employee commitment and involvement in the life of the company). The company renewed the smartworking agreement with the trade unions, giving employees the possibility of working from home for up to four days a week until 31 December 2021, and then two and a half days from 1 January 2022.

### Employee representation and protection

Almost all employees (98%) are covered by local insurance industry collective bargaining agreements. Exceptions are consistent with local rules governing the sector: 113 employees in Ireland and 23 in Argentina.

Social dialogue is a constant throughout the CNP Assurances Group. There is at least one employee representative in all subsidiaries except CNP Santander Insurance, acquired in 2014, which has 113 employees. The CNP Seguros Holding Brasil group now has two employees sitting on the Board of Directors of the Federal Insurance Employees' Union as employee representatives. A total of 111 meetings between employees and management were held at the Group's various entities.

### Working with employee representative bodies

CNP Assurances' Human Resources department maintains regular, high-quality dialogue with the Social and Economic Committee and union representatives, giving due consideration to their respective roles laid down by law.

Two agreements, both signed unanimously by the Company's representative trade unions, underpin the functioning of the various bodies and social dialogue. They are the 1 October 2019 agreement on the establishment and operation of the Social and Economic Committee (SEC) and the 9 December 2020 agreement on social dialogue. In the latter agreement, the parties are asked to limit travel by using remote communication tools for negotiations, working groups, internal trade union meetings and discussions with members.

Specific measures were implemented when the Company was in full lockdown. In 2021, hybrid functioning was implemented in compliance with the attendance limits and physical distancing rules set by government authorities. On that basis, two European Works Council meetings were held in 2021.

### Agreements to improve working conditions

CNP Assurances has agreements on the main issues in the Company, namely adaptation, working time, disability, union resources, retirement planning, employee savings, Quality of Work Life and the Human Resources planning agreement, etc.

In 2021, seven new agreements were signed at CNP Assurances: the substitution agreement relating to the integration of employees of the CNP TI inter-company partnership, an amendment to the profit-sharing agreement, two agreements relating to the compulsory basic collective health care plan (executive and non-executive) and two agreements relating to the compulsory supplementary collective health care plan (executive and non-executive), as well as an agreement on the compulsory supplementary collective personal risk insurance plan.

In 2021, CNP Partners signed an agreement on the implementation of regular work-from-home arrangements to comply with the new legislation on working from home in Spain.

In 2021, CNP UniCredit Vita renewed the funded training agreement. In terms of training, it has been a member of the national inter-professional joint training fund for the continuous training of employees of companies operating in the Credit and Insurance sector for several years, which works for member companies and their employees by financing training plans, in agreement with employers and unions. It operates on a mutualised basis, with sums redistributed to companies in proportion to the amount of contributions paid by them.

Across the group, spending on social matters for employees represented 1.7% of the 2021 payroll.

## Health protection

The CNP Assurances Group is committed to ensuring the health and safety of its employees. Numerous health improvement programmes have been established by Group entities. CNP Assurances has an autonomous occupational health service on its main sites, covering all employees. Those requiring it receive close medical attention.

In 2021, two new e-learning training modules were rolled out to raise employee awareness of the prevention of risks related to musculoskeletal disorders (MSD) and psychosocial risks (PSR).

In the CNP Seguros Holding Brasil group, an evaluation of the Workplace Hazard Prevention Programme and the Occupational Medical Health Check is held weekly. There is also an internal accident prevention commission. Its purpose is to identify risks and preventive actions to implement. An internal health and accident prevention week is also organised every year.

CNP Assurances continued several initiatives that are part of the Quality of Work Life agreement to help prevent absenteeism. The Lyfe platform provides access to health advice. Since 2018, it has offered employees the possibility of online medical consultations 24/7. Employees returning to work after long-term sick leave was the focus of work on the practices of the various players (HR experts, occupational physicians, social workers, managers and employees), with a view to providing better and more coordinated support tailored to the needs of each employee. An external website guiding employees through their return to work, as soon as their health permits, is to go live in 2022. Lastly, since the beginning of 2019, managers have received a quarterly overview of absenteeism indicators in their entities: on the basis of an analysis shared with the HRD, this facilitates the implementation of individual or collective initiatives.

As part of national measures to ensure the health and safety of employees in the workplace in the face of Covid-19, CNP Assurances' management and the occupational health department gave employees who so wished the opportunity to be vaccinated against Covid-19 or to receive a booster dose.

The CNP Assurances Mission Handicap has also helped people with disabilities equip their home for work since 2020.

CNP Cyprus Insurance Holding has a team dedicated to regularly communicating on workplace health and safety risks, and has supported the Ministry of Labour's "health and safety week" for several years.

A mutual insurer covers occupational risk prevention measures for CNP Partners employees. In view of the health situation, all employees received training on post-Covid-19 work-resumption measures and the prevention of occupational risks when working from home.

CNP UniCredit Vita implemented numerous initiatives through a webinar format in the field of well-being (movements, posture and ergonomics, mind-body balance) and related to stress management and work safety.

## Ongoing prevention of psychosocial risks

Many mechanisms and actions contribute to creating an environment that helps limit risks. They come into play at one of the three levels of prevention: primary, secondary and tertiary. Extending the 2017 Quality of Work Life (QWL) agreement, the 2020 agreement provides an overarching structure for all of them.

Primary prevention, focusing on the conditions and organisation of working from home, establishes this method of functioning as a new working arrangement. Secondary prevention is aimed at developing aptitudes, skills, know-how and interpersonal knowledge, and is embodied in the introduction of a new range of training and awareness-raising courses (aimed at managers and employees) focusing above all on soft skills, i.e., behavioural and relational skills that everyone can acquire or develop.

On the boundary between secondary and tertiary prevention, the initiatives undertaken with a view to balancing work and family life offer greater comfort, security and mutual aid, which at certain moments in life can become a key factor in preserving employees' health, and personal and family balance.

For many years, several internal systems have been available to all employees to help them in the event of personal, family or social hardship, particularly in situations of professional risk linked to the deterioration of their working conditions (deterioration of relationships, difficulties performing their work, loss of meaning, stress, suffering at work, unhappiness, etc.). These psychosocial risk prevention measures are put in place by the Occupational Health unit and Mission Handicap. In-house mediation system offers a system for preventing and dealing with situations of harassment, discrimination, suffering at work and conflicts in daily life. Rounding out a tertiary "in crisis situations" prevention method, the aim is to act as far upstream as possible to strengthen the role of primary and secondary prevention, notably by providing assistance in the form of support and advice for managers, and by developing collective mediation. In 2021, the internal mediation system received 14 requests, mainly covering relational difficulties, but extending, in some cases, to alleged harassment. Lastly, all employees also have 24/7 access all year round to a toll-free hotline (Filassistance) if they need to talk to someone.

As part of the complementary PSR prevention system introduced in 2020, the "How are you doing?" flash surveys continued in 2021, serving to measure the impact of the health crisis on employees and to quickly provide appropriate solutions for the prevention and treatment of situations of PSR identified (e.g., referral to the in-house mediation system or psychological support). Specific and ongoing communication was also maintained to keep in touch with all employees. Particular attention was paid to supporting hybrid work arrangements.

The annual Quality of Work Life survey measuring 38 factors and 14 parameters bearing on employee stress, well-being and engagement was carried out in September 2021. The participation rate was 54%. While the stress rate was slightly above the benchmark set for the French insurance industry, it remains under control, and the reading was actually quite satisfactory in view of the two other general indicators relating to well-being and engagement. This quite favourable situation can be attributed to the existence of strong protective factors company-wide: a good work-life balance, a pleasant working environment that improves concentration, an empowering environment that encourages employees to take initiatives and contributes to their personal development. Group-wide, proven managerial practices also weighed in.

In partnership with a mutual insurer for occupational risks, CNP Partners has introduced an employee health monitoring system; it has conducted health and safety awareness campaigns, including training across the board on the prevention of occupational risks when working from home. The contract for the provision of psychological care programme for employees and their families, signed with a company specialising in occupational psychology, continued in 2021.

At CNP UniCredit Vita, a social climate survey was carried out at the beginning of the year as part of the psychosocial risk assessment. In 2021, for the first time, it offered employees access to psychological support by an external mental health professional to prevent stress and anxiety related to Covid-19, in the form of an experiment and with a guarantee of anonymity.

CNP Seguros Holding Brasil has set up preventive training on moral and sexual harassment in the workplace. It features talks by a specialised psychologist for employees. For company executives, the legal team has provided specific training for each Board of Directors.

As part of its Corporate Social Responsibility policy, a liaison officer tasked with preventing harassment has been appointed at MFPrévoyance.

## 5.3.3 Have a positive impact on society

As a responsible investor and purchaser, CNP Assurances endeavours to have a positive impact on society as a whole.

As a responsible insurer and investor, CNP Assurances joined the United Nations Principles for Responsible Investment in 2011. In recent years, CNP Assurances has strengthened its commitment to the energy and environmental transition (EET) and the fight against global warming. A signatory of the Montreal Carbon Pledge, it published the carbon footprint of its portfolio of directly held listed equities in December 2015, and undertook to reduce it. On joining the Net-Zero Asset Owner Alliance in 2019, CNP Assurances pledged to achieve carbon neutrality in its investment portfolio by 2050 and published targets for 2025 in line with current scientific knowledge in 2021. Having pledged to uphold the United Nations Global Compact, CNP Assurances systematically promotes its commitment to human rights among subcontractors and suppliers.

### 5.3.3.1 Integrate ESG issues into the investment business NFPS

**Risk of absence of or failure to take ESG issues into account in our investment business (selection or exclusion of investments, voting at general meetings, shareholder dialogue)**

The absence of or failure to take ESG challenges into account in the investment business would pose a risk to the long-term performance and valuation of assets. Absence of or failure to take ESG issues into account in the investment business could represent a risk in terms of both long-term asset performance and valuation, and market positioning. Moreover, in view of recent and future regulatory developments, the risk of non-compliance with ESG regulations applicable to investments could materialise in the form of significant fines.

CNP Assurances Group entities are primarily personal insurance companies and long-term investors. Its entities manage investments on behalf of their policyholders and shareholders, either directly or indirectly through asset management companies.

CNP Assurances firmly believes that taking Environmental, Social and Governance (ESG) criteria into account when assessing an investment contributes to value creation and optimises the yield-to-risk ratio over time, and has applied a responsible investment strategy within the various asset classes since 2006. This strategy is managed in large part thanks to the non-financial expertise of the management firm Ostrum AM. It reflects CNP Assurances' commitments to the Global Compact, the Principles for Responsible Investment (PRI), the Net-Zero Asset Owner Alliance (NZAOA) and the Finance for Biodiversity Pledge.

CNP Assurances' responsible investment strategy aims to protect the assets backing its commitments to its policyholders, and also create financial and non-financial value for all CNP Assurances stakeholders. It is also reflected in the implementation of an ESG exclusion policy covering certain countries or companies.

The principles and governance of the responsible investment strategy are described in various documents available on the cnp.fr website: the responsible investment report that meets the requirements of Article 29 of France's Energy Climate law, the shareholder engagement policy, the policy for integrating sustainability risks into investment decisions and the due diligence policy regarding the negative impact of investment decisions on sustainability factors.

| Indicators | 2020 | 2021 | Scope |
|---|---|---|---|
| Percentage of assets managed according to ESG criteria | 88% | 89% | CNP Assurances |
| Assets managed according to ESG criteria ✓ | €345 billion | €347 billion | Group |
| Of which assets meeting the specifications of the SRI or GreenFin label ✓ | €42 billion | €67 billion | Group |
| Of which assets managed according to other ESG criteria ✓ | €303 billion | €280 billion | Group |
| Number of General Meetings at which CNP Assurances voted | 110 | 125 | CNP Assurances |
| Number of resolutions at the General Meeting on which CNP Assurances voted | 2,133 | 2,201 | CNP Assurances |
| Percentage of resolutions for which CNP Assurances cast a negative vote at the General Meeting | 25% | 22% | CNP Assurances |
| Number of direct dialogues with companies | 11 | 19 | CNP Assurances |
| Number of countries excluded from its investment portfolio due to lack of tax transparency, corruption or breaches of democracy or freedoms | 123 | 109 | Group |

## Examples

The financial management of MFPrévoyance and CNP Caution assets, as well as that of the CNP Luxembourg euro funds, is delegated to CNP Assurances and benefits from the same ESG approaches. The other subsidiaries are responsible for the management of their assets, while applying Group policies.

The responsible investment approach implemented within CNP Assurances cannot be applied uniformly to all asset classes held in the portfolio (corporate bonds, sovereign bonds, funds, unlisted assets such as real estate or infrastructure). At the end of 2021, 89% of CNP Assurances' financial assets were managed according to ESG criteria on the scope of non unit-linked and unit-linked assets (92% on the scope of traditional savings portfolios).

### Exclusion policy

#### Exclusion of companies on the basis of ESG criteria

- Since 2008, CNP Assurances has excluded manufacturers of cluster bombs and land mines from its investment portfolio
- Since 2015, it has adopted a thermal coal exclusion policy, which has been reinforced since. CNP Assurances has completely disinvested in companies that derive more than 20% of their revenue from thermal coal, and now excludes any new direct investment in a company:
  - deriving over 10% of revenue from thermal coal;
  - having thermal coal-fired power generation capacity exceeding 5GW;
  - producing over 10 million tonnes of thermal coal per year;
  - or developing new coal-fired power plants, coal mines or infrastructure contributing to the use of thermal coal;
  - or not having adopted a plan to withdraw from thermal coal in the European Union and OECD countries by 2030, and the rest of the world by 2040.
- Since 2021, it has applied an exclusion policy in the oil and gas sector (exploration, drilling, extraction, processing, refining), which has been subsequently reinforced. CNP Assurances now excludes any new investment in the following activities:
  - Producing companies:
    - direct investments in any oil or gas companies that are developing new fossil oil or gas exploration or production projects (conventional or non-conventional),
    - direct investments in companies in the industry deriving more than 10% of their revenue from non-conventional fossil fuels (oil sands, shale oil and gas, Arctic oil and gas),
    - however, to support companies in their transition to a low-carbon economy, CNP Assurances may continue to invest directly in companies in the industry via subsidiaries dedicated exclusively to the development of renewable energy or via green bonds earmarking the funds raised for the development of renewable energies;
  - Infrastructure:
    - investments dedicated to a new fossil oil or gas exploration or production project (conventional or non-conventional),
    - investments in greenfield or brownfield[1] infrastructure dedicated to unconventional fossil fuels,
    - investments in greenfield oil infrastructure.
- The Group has not made any new investments in this sector since 2018, In 2020, CNP Assurances formalised this commitment by signing the Tobacco-free Finance Pledge.
- CNP Assurances benefits from alerts on companies' ESG risks. When the alert corresponds to a serious breach of the fundamental principles of the United Nations Global Compact, CNP Assurances asks Ostrum AM to engage with the company in question. When this dialogue fails to identify scope to remedy the situation quickly, the Investment Committee is called on to decide whether or not to exclude it. Five companies are currently excluded for serious and repeated breaches of the Global Compact.

#### Exclusion of countries on the basis of ESG criteria

CNP Assurances has drawn up a list of 109 countries that are excluded from its investment portfolio due to lack of transparency, corruption or breaches of democracy or freedoms. Country exclusions apply to all shares and bonds issued by companies or public issuers registered in those countries, as well as all real assets (real estate, infrastructure) located there.

### Shareholder engagement policy

Since 2005, CNP Assurances has followed a policy of shareholder activism by systematically voting at the General Meetings of listed companies in its portfolio. The policy is submitted to the CNP Assurances' Chief Executive Officer for approval. The principles set out in the voting policy aim to not only defend the rights of CNP Assurances as a minority shareholder, but also promote the sustainable development of companies, by supporting development strategies which take into account the impacts on all stakeholders, be they customers, employees and suppliers or the environment.

In 2021, CNP Assurances voted at 125 General Meetings of 109 companies in 11 countries. These companies account for 93% of the equity portfolio assets held directly by CNP Assurances. It voted on 2,201 resolutions, approving 78% and opposing 22% of them. The negative votes predominantly concerned excessive remuneration for certain executives. A breakdown by theme of the votes cast by CNP Assurances is available in the 2021 shareholder engagement policy.

*(1) A greenfield infrastructure is a new infrastructure, while a brownfield infrastructure is an existing infrastructure*

2021 was marked by an increase in direct engagement with companies (19 instances in 2021, up from 11 in 2020), on governance, climate and biodiversity issues. Engagement is organised with companies in which CNP Assurances is a shareholder or bondholder, as well as with asset management companies.

In 2021, CNP Assurances took part in a collaborative engagement campaign by supporting the CDP's "Business Ambition for 1.5°C Commitment Letter" campaign aimed at the 1,600 companies emitting the most GHGs to ask them to commit to fighting climate change by setting science-based targets. In 2021, CNP Assurances also renewed its request to the companies to which it is directly exposed to publish, by the end of 2021, a plan to exit thermal coal by 2030 in the countries of the European Union and the OECD, and by 2040 in the rest of the world, based on their closure as opposed to the sale of the assets. Ten letters were sent, with a response rate of 90%. While progress has been noted for a number of companies, others have still not published a rigorous exit plan. From 2022, CNP Assurances will suspend all new investments in companies that do not have a plan to exit thermal coal in the European Union and OECD countries by 2030, and in the rest of the world by 2040.

CNP Assurances' shareholder engagement policy and the Annual Report on its implementation are available on the cnp.fr website.

## ESG-based investment selection policy

### Listed equities

The responsible investment approach is based on best-in-class management of the equity portfolio, meaning that preference is given to companies with the best ESG ratings within their sector. Quarterly monitoring provides an opportunity for an exchange of views with Ostrum AM's ESG analysts on securities with ESG risks and the main issues in terms of sustainability.

In 2021, equity portfolio management focused on investment opportunities based on certain major ESG trends.

As such, several themes were covered through investments made, namely healthcare, access to treatment and healthcare equipment, and the development of medicine that integrates new technology. Investments in the fossil fuel and automotive sectors have been reduced in favour of companies offering alternatives in green energy and public transport solutions.

### Bonds

The ESG analysis of bonds is part of the credit analysis carried out by Ostrum AM. In all its investment decisions, the fixed income management team systematically selects the best-rated issuers in the investment universe. There is also a tool for analysing and selecting green, social or sustainable bonds based on issuers' strategies and ESG impacts. The exclusion criteria requested by CNP Assurances apply to the bond portfolio.

For several years, CNP Assurances has invested in bonds that have a social impact, such as social bonds and sustainable bonds. These bonds address major social issues, measure their social impact and contribute to creating sustainable value for all stakeholders. At end-2021, the amounts invested by CNP Assurances in these bonds totalled €1.8 billion.

### Property

Before purchasing a property asset, CNP Assurances conducts technical, environmental and public health analysis in order to help identify any risks specific to the building and to assess the amount and feasibility of work needed to meet its requirements. Non-feasibility can result in withdrawing from a project and the estimated cost of upgrades can have an impact on the purchase price.

CNP Assurances entrusts the management of its real estate portfolio to specialised management companies on the basis of strict specifications that address environmental and safety issues (Sustainable Property Management Charter taking into account the impact of the building on the environment and the health and safety of users, "green works" charter). CNP Assurances expects management companies to manage sustainability challenges in a manner fitting to the materiality of those challenges.

The safety of assets and users is a major issue for CNP Assurances, which since 2016 has conducted health, safety and environmental (HSE) analyses on a large proportion of its directly owned properties. Some 101 audits have been carried out and progress in dealing with observations as of 31 December 2021 averaged 44%.

### Woodland

Société Forestière, which manages CNP Assurances' woodland assets, implements sustainable and environmentally friendly forestry management. In 2001, Société Forestière adopted an ISO 9001 certified sustainable woodland management manual, which incorporates the main themes of ESG analysis: governance, management and organisation of relations with customers and other stakeholders, and implementation of practices to develop and care for forests (silviculture) taking into account habitats and unique species. At end-2021, 100% of the woodland owned by CNP Assurances and eligible for PEFC certification had adhered or was in the process of adhering to it.

The 2020 update to the management agreement between CNP Assurances and Société Forestière served to intensify the integration of ESG criteria within a sustainable forest management charter. It commits CNP Assurances and Société Forestière to ambitious objectives for the protection of biodiversity, water, soil and people.

### Private equity and infrastructure funds

ESG information has been used to manage private equity and infrastructure investments since 2010. ESG ratings are awarded based on the due diligence process carried out ahead of investment in a new private equity fund. Accordingly, 29 new private equity funds were rated in 2021.

For each new investment in infrastructure, CNP Assurances selects funds that have an ESG strategy compatible with its commitments and internal rules, particularly in sectors prohibited by CNP Assurances. In 2021, CNP Assurances developed an ESG questionnaire and sent it to management companies in order to verify the alignment of ESG objectives and constraints between CNP Assurances and the various funds.

ESG reporting on current investments has been in place for 10 years. In 2021, 80% of its infrastructure funds responded to the request for reporting or voluntarily provided their own CSR reporting.

### Listed equity funds

For dedicated CNP Assurances listed securities funds, CNP Assurances requires that its own exclusion policy apply to the fund's underlying assets, in the same way as for its direct holdings.

For listed securities funds open to all subscribers, CNP Assurances is not able to impose its ESG approach. It ensures consistency between the fund's ESG approach and its own ESG approach by means of an ESG questionnaire sent to each management company during the due diligence phase prior to investment, and then at regular intervals every two years. This ESG questionnaire broadly addresses the fund's responsible investment approach and ESG rating, with a more specific focus on the rules in place on controversial weapons, embargoes, tax havens, thermal coal and climate risks.

At end-2021, 97% of the management companies that CNP Assurances works with had signed the Principles for Responsible Investment (PRI).

At end-2021, 57% of the listed securities funds held by CNP Assurances promoted environmental or social characteristics (within the meaning of Article 8 of the SFDR) and 1% had a sustainable investment objective (within the meaning of Article 9 of the SFDR).

### 5.3.3.2 Be a responsible purchaser

CNP Assurances' CSR principles are also put into practice by the Purchasing department. All buyers are made aware of CSR standards. The Group's Ethical Purchasing Charter and the code of ethics govern purchasing practices.

#### Societal and environmental clauses in contracts

Having pledged to uphold the United Nations Global Compact, CNP Assurances systematically promotes its commitment to human rights among subcontractors and suppliers. Contractual clauses on the protection of workers are included in the standard contracts offered to suppliers and in CNP Assurances' general purchasing conditions.

CNP Seguros Holding Brasil also includes CSR clauses in its supplier contracts based on the Global Compact principles (ILO, the fight against organised crime and drug trafficking, the environment, combating fraud and money laundering).

#### CSR assessment of suppliers

Nearly all of CNP Assurances' suppliers of goods and intellectual or other services are based in France.

To monitor the environmental, social and ethical performance of its suppliers in overall terms, CNP Assurances has formed a partnership with EcoVadis. A CSR assessment of key suppliers is performed by EcoVadis. Information is compiled on a collaborative platform that includes 150 business sectors and 95 countries.

Following the audit, suppliers receive detailed feedback on their CSR practices, including a rating in four categories (environment, social, ethics, and responsible purchasing), plus a list of their strengths and areas for improvement.

The suppliers in the Top €200 thousand (suppliers deriving more than €200 thousand in revenue including VAT from CNP Assurances, representing a total of approximately 250 in 2021) are subject to an EcoVadis assessment. In 2021, 134 suppliers representing roughly 80% of the total amount of purchases in the scope processed by the Purchasing department were evaluated. The average of the evaluations is 59.9/100 for these suppliers, well above the average of the companies rated by EcoVadis, which is 43.9/100.

Since 2020, CNP UniCredit Vita has carried out a CSR assessment on essential service providers and all new contracts equal to or greater than €75 thousand.

In Argentina, CNP Assurances Compañía de Seguros has adopted a new purchasing policy that imposes the consideration of service providers' impact on the environment and diversity among the selection criteria.

### 5.3.3.3 Develop initiatives with a societal impact

The CNP Assurances Group develops initiatives with a societal impact in partnership with non-profits, NGOs and local authorities. These projects are carried out by CNP Assurances and its subsidiaries, Fondation CNP Assurances, Instituto CNP Brasil or the Group's employees.

The following table shows the amount of financial contributions made by the CNP Assurances Group to support initiatives with a societal impact. 2020 was marked by special sponsorship budgets allocated by the Group in the context of the Covid-19 pandemic.

| Financial contributions to support initiatives with an impact on society | 2020 | 2021 | Scope |
|---|---|---|---|
| Fondation CNP Assurances, Instituto CNP Brasil and other sponsorship initiatives | €3,309,440 | €2,453,505 | Group |

### CNP Assurances Corporate Foundation: reducing social inequalities in healthcare and saving lives

CNP Assurances has made a significant commitment to health through its corporate foundation for several years now. Extended for three years in 2019, its new €2.4 million multi-year action programme is devoted exclusively to the projects it supports in two areas.

#### A foundation aimed at helping reduce social inequalities in healthcare

By promoting prevention and better health and focusing on education, which is one of its key social determinants, the Foundation aims to help foster better living and health among young people at risk of social vulnerability. In this context, the Foundation has adopted a dynamic approach to the joint development of national projects with partner organisations such as Unis-Cité, *Bibliothèques Sans Frontières*, FAGE and the Alliance for Education (*Alliance pour l'Éducation*) United Way, and the Foundation for Vocation (Fondation pour la Vocation). It is committed to the spin-off of projects supported.

CRIPS Ile-de-France (Regional Centre for Information and Prevention of AIDS and for the Health of Young People) rolled out the third CNP Assurances Foundation/Libraries Without Borders Health Ideas Box, after Boulogne-sur-Mer and Sarcelles. CRIPS Île-de-France will use this innovative prevention mechanism to offer young people, primarily from priority neighbourhoods, activities centred on emotional and sexual relationships and access to rights and care. In view of the economic and social environment stemming from the health crisis, the Foundation has made a strong commitment to the Federation of General Student Associations (FAGE) to provide students with access to a balanced diet and psychological support. The Foundation renewed its support for the "*Un bus pour un campus*" (A bus for a campus) initiative, whose 2021 edition enabled student carers mobilised during the pandemic or made vulnerable by the health crisis to go on holiday at little cost.

#### A foundation committed to helping save lives

For 10 years, Fondation CNP Assurances has promoted the installation of defibrillators in public places and public awareness of life-saving gestures. 4,500 defibrillators have been installed in France thanks to the Foundation's support.

In this area, Fondation CNP Assurances is currently involved with SAUV Life, an association that is drawing on the contribution of new technologies to set up a community of volunteer rescue workers to support the emergency services. This partnership was extended in 2021, with the creation of a community of "fantastic citizens" ("*citoyens de choc*"), already trained and equipped with mobile defibrillators to increase the chances of survival before help arrives. The Foundation has also made a commitment to the *Petits Frères des Pauvres* and *Secours Populaire Français* to equip some of their establishments with defibrillators and to raise awareness of their use among the people they serve, their employees and their volunteers.

#### A foundation close to CNP Assurances employees

For several years, the Fondation CNP Assurances has launched projects aimed at CNP Assurances employees, by supporting projects in which they are personally involved. In 2021, seven projects were established in the fields of prevention and the promotion of health and well-being, through educational means or the creation of social bonds.

2021 also saw many employees take part in *Tremplins Unis-Cité*, a special time of exchange between volunteer professionals from Unis-Cité partner companies and civic service volunteers to help them make the most of this period of engagement.

CNP Assurances employees are also given the chance to attend workshops to raise awareness of life-saving gestures carried out by emergency service instructors, devoted to simple and useful gestures that can be used everywhere, in both professional and personal contexts.

In view of the health and social crisis, the Foundation asked employees across the CNP Assurances Group to vote for three associations (out of six proposed) targeting vulnerable people, particularly young people: *Action Contre la Faim*, Cop'1 Solidarités étudiantes and ActionFroid were selected.

2021 was to an extent a year of transition for the Foundation: the end, after five years, of support for three programmes targeting the Reduction of Social Inequalities in Health. These programmes, carried out on a partnership basis, have enabled the partners to include the issue of health into their initiatives and to develop it subsequently. In 2022, the Foundation plans to focus on five new partnerships in this area.

## Pursue local development through a corporate philanthropy policy

### Providing assistance for support initiatives sponsored locally

CNP Assurances is committed to the PAQTE approach in support of priority areas in urban planning policy. It works in vulnerable neighbourhoods, focusing on:

- training: active work-study policy for high school leavers to masters students;
- awareness: Re'pairs Santé, a health education programme where young people doing community service with Unis-Cité, a partner of the CNP Assurances Foundation, pass on information to other young people and help raise their awareness;
- hiring: non-discrimination policy in the recruitment phase;
- purchasing: purchasing policy from companies that have signed the PAQTE charter.

In addition, Fondation CNP Assurances is a partner of Alliance pour l'éducation-United Way and its youth challenge programme, which supports young people throughout middle and high school. The programme promotes closer links between companies and schools in priority neighbourhoods.

CNP Seguros Holding Brasil has developed a social technology and applied it to the *Jovem de Expressão* programme, which develops community-based communication, creative economy and youth health initiatives within its outreach programme. It has also provided several years of support for people with AIDS, as well as prevention initiatives aimed at young people. In 2019, it continued its *Embaixadores da Juventude* training programme for young people on sustainable development goals. CNP Seguros Holding Brasil's actions are rounded out by extensive cultural and artistic patronage.

In Argentina, CNP Assurances Compañía de Seguros partnered its Multiplicar programme with Comedor la Esperanza in 2015, an association working in poor neighbourhoods of Buenos Aires, providing ongoing donations of school supplies.

CNP Partners carries out solidarity initiatives in favour of disadvantaged people through the non-profits with which it works to offer food to needy families and gifts to children at Christmas. It also organises an online fundraising campaign twice a year for a food bank open to employees and the general public.

CNP Santander employees carry out solidarity initiatives every year. This year, they supported and raised funds for an international humanitarian organisation that helps people in crisis situations or living in poverty. In Cyprus and Luxembourg, employees take part in solidarity races. CNP CIH also sponsors a non-profit that helps sick children. CNP UniCredit Vita set up a skills sponsorship programme in 2018, and supports associations in which its employees are personally involved.

### Measures in favour of training and research

CNP Assurances has forged a partnership with the Fondation pour la Recherche Médicale (foundation for medical research) concerning a research project entitled "Light to restore the brain's rhythm in Alzheimer's disease" led by researcher Laurent Givalois of the Laboratory of Molecular Mechanisms in Neurodegenerative Dementia in Montpellier.

As a major player in personal insurance in France, CNP Assurances aims to contribute to and support general interest think tanks working on a range of economic approaches, and whose work improves understanding and knowledge of the economic, social and societal context in which CNP Assurances operates.

CNP Assurances maintains close relationships with schools and universities related to its various business lines (actuarial, insurance and finance) by increasing its presence in forums and by directly contacting students at special events.

CNP UniCredit Vita has renewed its partnership with a university in Milan and is a partner in the "Finance: instrument, market and sustainability" master's programme. It offers a scholarship and a six-month internship to the most deserving student. At the same time, an agreement has been signed with the University of Genoa for the activation of a three-year industrial doctorate covering the 2021-2024 period, in which a duly selected Company employee will participate. The research thesis will focus on sustainable finance and the consideration of climate change in the insurance sector.

#### Instituto CNP Brasil: entrepreneurship and creative economy, health and well-being, conservation and environmental restoration

Instituto CNP Brasil faced several challenges in 2021: changes related to the new brand positioning and the persistently difficult environment in Brazil with the pandemic, restrictions and social distancing. However, the Instituto continued to work to alleviate the impact of the crisis on people's lives, taking initiatives in the three work-related issues that characterise its action: entrepreneurship and the creative economy, health and well-being, and environmental conservation and restoration.

With the support of its sponsor, CNP Seguros Holding Brasil, the Instituto seeks to help the most vulnerable people, to support causes and communities and to generate opportunities for a better future so that each individual can overcome adversity and take back control of his or her own narrative.

For 2022, the Instituto is renewing its social positioning. The new programme will focus on combating school dropout among students aged 15 to 19 attending high school in the public schools of the Federal District of Brasilia. This is a means for the Instituto to strengthen the brand and to help build a prosperous future for Brazilian students and families.

## 5.3.3.4 Respect human rights

CNP Assurances is committed to the following declarations, standards and principles:

- the Universal Declaration of Human Rights;
- the UN Global Compact;
- the UN Convention on Children's Rights;
- the Fundamental Principles and Rights at Work of the International Labour Organization (ILO); and
- the OECD Guidelines for Multinational Enterprises.

In addition to these international principles, the Group complies with the laws applicable in France and the countries where it operates. To ensure that human rights are respected, CNP Assurances is implementing various measures in four areas.

### 5.3.3.4.1 Ensure respect for human rights as an employer

CNP Assurances is committed to being a responsible employer where every employee can develop professionally and is treated with dignity and respect. To that end, CNP Assurances has undertaken to:

- **promote inclusion and diversity.** Inclusion and diversity are key drivers of success and innovation. CNP Assurances is committed to a policy that prohibits all forms of discrimination at every stage of its employees' careers. A code of ethics and good conduct is in place, and information and awareness-raising activities, and mandatory training are regularly carried out to promote inclusion and diversity. Our commitments in this respect are described in section 5.3.2.2 – Offer favourable working conditions;
- **prevent discrimination and harassment.** CNP Assurances is constantly vigilant on these issues and relies on various internal mechanisms: a discrimination and harassment liaison officer, a structure dedicated to internal social mediation to support and deal with high-risk situations, and awareness-raising and training initiatives for employees and managers, including a module aimed at deconstructing stereotypes and prejudice, and preventing discrimination and harassment;
- **promote a flexible work organisation.** CNP Assurances is committed to promoting a flexible work organisation in a spirit of co-construction and cooperation with employee representatives. Based on the quality of life at work agreement signed in 2020 for a period of three years, work-from-home arrangements provide flexibility in the organisation of individual and collective work, in keeping with today's transformations and lifestyles;
- **defend freedom of association and the right to collective bargaining.** Almost all employees in the Group (98%) are covered by a collective agreement. There is at least one employee representative in each subsidiary, except CNP Santander Insurance. The Human Resources department is committed to maintaining regular, high-quality dialogue with the employee representative bodies and union representatives, giving due consideration to the roles of everyone involved and taking regulatory developments into account. The CNP Assurances' intranet dedicated to human resources informs them of their rights and includes sections on the collective bargaining agreement, social dialogue, professional diversity and stress management. A union section on the Intranet allows unions to communicate with staff on a continuous basis;
- **provide a safe and healthy working environment.** CNP Assurances is committed to ensuring the health and safety of its employees. Many preventive measures are implemented in all Group entities. CNP Assurances has an autonomous occupational health service on its main sites, covering all employees. All employees requiring it receive close medical followup. Since 2018, the Lyfe platform has provided access to health advice and offered employees the possibility of online medical consultations 24/7. In 2021, the absenteeism rate (excluding maternity and paternity leave) was 3.5% and the rate of work-related accidents was 1.1%. The prevention of psychosocial risks is another priority for the Group. Many mechanisms and actions contribute to creating an environment that helps limit risks. They come into play at one of the three levels of prevention: primary, secondary and tertiary. The various initiatives undertaken by the Occupational Health unit and Mission Handicap are described in detail in section 5.3.2.2 – Offer favourable working conditions;
- **provide a formal whistleblowing mechanism.** In addition to procedures going through hierarchical channels, the whistleblowing system set up by CNP Assurances allows employees to report, anonymously or not (depending on local rules), any suspicion of inappropriate behaviour, namely any act not complying with the values and rules laid down in our code of conduct. This whistleblowing system can be used notably in the areas of anti-discrimination and harassment at work, health, hygiene and workplace safety. The reporting channel is provided by an external partner to preserve the confidentiality of the employees' identities. The reporting process is encrypted and password protected.

### 5.3.3.4.2 Ensure respect for human rights as a purchaser

The Group's CSR commitments in its relations with its suppliers are put into practice by the Purchasing department. Purchasing practices are governed by the internal Ethical Purchasing Charter, which aims to promote fairness, neutrality, confidentiality and transparency in purchasing choices, as well as by the ethical purchasing guide.

As such, a compliance score must be obtained using the Provigis tool before entering into any relationship with a new supplier. In its relationships with suppliers, a standard clause in CNP Assurances' contracts stipulates that the supplier undertakes to act against human rights violations and to comply with:

- the Universal Declaration of Human Rights;
- the UN Convention on Children's Rights;
- the Fundamental Principles and Rights at Work of the International Labour Organization (ILO).

In addition, CNP Assurances has entered into a partnership with EcoVadis, which assesses its main suppliers on environmental, social and ethical issues. In 2021, the average rating of its largest suppliers was 59.9/100, compared with an average of 43.9/100 for the companies assessed by EcoVadis.

### 5.3.3.4.3 Ensure respect for human rights as an insurer

As a personal insurer, CNP Assurances naturally attaches great importance to the satisfaction of its customers and partners, ensuring transparent communication and the protection of personal data. To that end, CNP Assurances has undertaken to:

- **integrate ESG issues into its insurance business.** In accordance with the Principles for Sustainable Insurance (PSI), CNP Assurances is committed to integrating ESG criteria into its decision-making processes, raising awareness of their rollout among its customers and partners, and cooperating with public authorities, regulators and all stakeholders to promote them throughout society. As a signatory of the Global Compact, CNP Assurances refrains from developing any commercial activity in 109 countries due to corruption, absence of tax transparency and breaches of democracy or freedoms;
- **Offer products that are affordable for all** For example, our Brazilian subsidiary Caixa Vida e Previdência offers a funeral microinsurance product, a pension plan with relatively low monthly payments and reduced-rate home insurance for low-income people;
- **Protect personal data** This is described further in section 5.3.1.6 – Protect personal data and strengthen cybersecurity.

### 5.3.3.4.4 Ensure respect for human rights as an investor

As an investor, CNP Assurances endeavours to have a positive impact on society as a whole.

As a signatory of the Principles for Responsible Investment (PRI), and convinced that taking ESG criteria into account when assessing an investment contributes to value creation and optimises the yield-to-risk ratio over time, CNP Assurances applies a responsible investor strategy. The four principles guiding the integration of ESG criteria in the investment policy are as follows:

- **ensure respect for human rights as defined in the Universal Declaration of Human Rights;**
- **ensure compliance with the International Labour Organization (ILO) Fundamental Principles and Rights at Work;**
- **promote the protection of the environment, the energy and environmental transition, and initiatives to reduce or adapt to climate change;**
- **contribute to the fight against corruption.**

CNP Assurances receives alerts on the ESG risks of the companies in which it holds securities in the form of ESG analyses carried out by Ostrum AM. These alerts are discussed at the quarterly meetings of the SRI Committee, which brings together the CNP Assurances and Ostrum AM teams. When an alert corresponds to a breach of the fundamental principles of the Global Compact, CNP Assurances asks Ostrum AM to engage with the company in question. If at the end of this engagement, no quick remedy to the situation can be found, CNP Assurances may decide to exclude the company from the investment portfolio.

## 5.3.4 Have a positive impact on the environment

Every year, when renewing its membership of the UN Global Compact, CNP Assurances reaffirms its determination to manage its impact on the environment. The CNP Assurances Group is committed to supporting the energy and ecological transition towards a low-carbon, resilient economy that does not destroy natural resources.

This commitment is based on monitoring the environmental impact of the Group's activities (investment, insurance and internal operations), and taking action to reduce this impact.

There is ample evidence of the Group's attention to environmental issues: introduction of policies to combat climate change and protect biodiversity, annual publication of greenhouse gas emissions (scopes 1, 2 and 3) and membership of the Net-Zero Asset Owner Alliance.

### 5.3.4.1 Fight climate change NFPS

**Absence of or failure to take climate change challenges into account in all activities (investment, insurance, internal operations)**

Financial risks associated with the effects of climate change to which the CNP Assurances Group is exposed can be analysed along three lines:

- investment business;
- insurance business;
- internal processes.

These risks may take several different forms:

- physical risks, i.e., risks resulting from damage caused directly by climate phenomena;
- transition risks, i.e., risks resulting from the effects of deploying a low-carbon business model. This notably includes regulatory risk (linked to a change in government policies: ban or restrictions on certain activities, for example by imposing quotas; introducing carbon taxes, fines, environmental taxes or other new tax measures), technological risk (linked to the introduction of innovations or disruptive technologies that help combat climate change), market risk (changes in the balance of corporate and consumer supply and demand);
- liability risk (increase in complaints and disputes) and reputational risk (changed customer and stakeholder perception of the Company).

As an insurance company, CNP Assurances has an impact on climate change primarily through the choice of assets held in its investment portfolio. The focus of this section is therefore on the financial risks associated with the effects of climate change arising from CNP Assurances' investments.

In 2015, CNP Assurances rounded out its responsible investment strategy with a low-carbon strategy in favour of the energy transition. In 2019, CNP Assurances undertook to aim for carbon neutrality in its investment portfolio by 2050 by joining the Net-Zero Asset Owner Alliance. In 2020, it adopted a plan for the definitive exit from thermal coal: it is committed to achieving zero exposure to thermal coal in its investment portfolio by 2030 in the countries of the European Union and the OECD, and by 2040 in the rest of the world. These commitments were extended to other fossil fuels, notably non-conventional oil and gas, in 2021. These commitments are intended to protect the assets backing its commitments to its policyholders from climate risks, as well as creating financial and non-financial value for all CNP Assurances stakeholders.

CNP Assurances is aware of the compelling need to reduce the effects of climate change and set up a Climate Risk Committee in 2019. The Committee meets each quarter to review the roadmap to be implemented to manage climate risks across all aspects of the business. Its members include representatives of the General Secretariat, the Risk Department, the Investment Department, the Technical and Innovation Department and the CSR Department. In 2021, the scope of the committee was extended to cover biodiversity risks.

The principles and governance of climate risks adopted by CNP Assurances are described in the Responsible Investment Report.

**TCFD** *Task Force on Climate-related Financial Disclosure*

**TCFD**
## Indicators and targets

| INDICATORS | 2020 | 2021 | SCOPE |
|---|---|---|---|
| Carbon footprint of the directly held equity portfolio[1] | 217 kgeq$CO_2$ per €k invested | 217 kgeq$CO_2$ per €k invested | CNP Assurances |
| Carbon footprint of the portfolio of directly held equity and corporate bond portfolio[2] | 67 kgeq$CO_2$ per €k invested | 55 kgeq$CO_2$ per €k invested | CNP Assurances |
| Carbon footprint of the directly held real estate portfolio[3] ✓ | 18 kgeq$CO_2$ per sq.m. | 17 kgeq$CO_2$ per sq.m. | CNP Assurances |
| Total green investments[4] | €17.2 billion | €19.9 billion | CNP Assurances |
| Outstanding green bonds issued by CNP Assurances | €750 million | €750 million | CNP Assurances |
| Annual GHG emissions (scopes 1, 2 and 3 excluding emissions linked to the investment portfolio) ✓ | 65,297 teq$CO_2$ | 63,252 teq$CO_2$ | Group |
| Annual GHG emissions (scope 3: emissions linked to the directly held equity and corporate bond portfolio) | 5,409,216 teq$CO_2$[5] | 4,006,096 teq$CO_2$[6] | CNP Assurances |
| Annual sequestration of GHG via forest and woodland assets | -492,756 teq$CO_2$ | -500,788 teq$CO_2$ | CNP Assurances |

(1) $$\frac{\Sigma^i \left( \frac{\text{Market value of company } i \text{ shares}}{\text{Market capitalisation of company } i} \times \text{Greenhouse gas emissions (scopes 1 and 2) of company } i \right)}{\text{Gross acquisition value of all shares}}$$

(2) $$\frac{\Sigma^i \left( \frac{\text{Market value of the shares and bonds of company } i}{\text{Balance sheet value of company } i} \times \text{Greenhouse gas emissions (scopes 1 and 2) of company } i \right)}{\text{Gross acquisition value of all equities and corporate bonds}}$$

(3) $$\Sigma^i \frac{\text{Greenhouse gas emissions (scopes 1, and 2) of building } i}{\text{Areas of all buildings}}$$

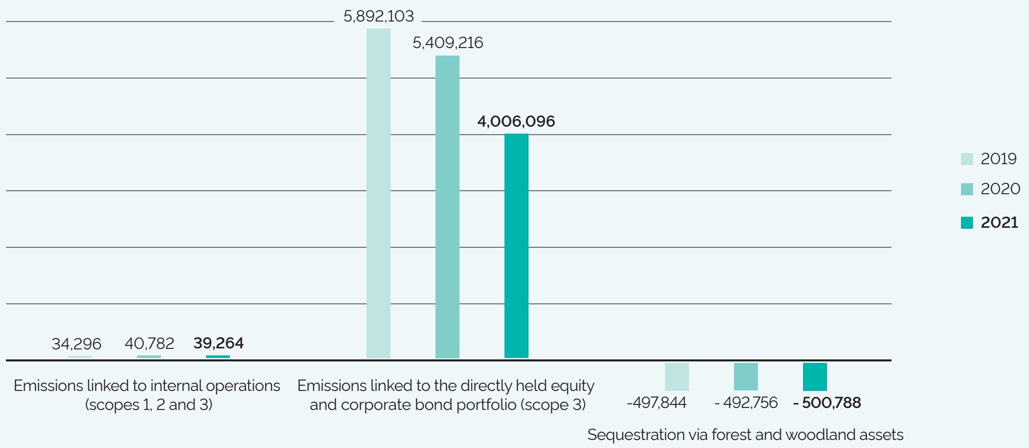
(4) *Green bonds, high energy performance buildings, forests, green infrastructure projects such as renewable energy projects and low-carbon transportation and mobility systems. These green investments do not necessarily meet the technical criteria of the delegated acts of the Taxonomy Regulation*

(5) *82% coverage of the directly held equity and corporate bond portfolio*

(6) *77% coverage of the directly held equity and corporate bond portfolio*

### CNP ASSURANCES' GHG EMISSIONS AND SEQUESTRATION

*(teqCO )*



## Examples

### Monitoring of CNP Assurances' climate change targets

| % of target achieved | 2020 | 2021 | Scope |
|---|---|---|---|
| Target of reducing the carbon footprint of the directly held equity and corporate bond portfolio by 25% over the 2019-2024 period | 65% | 125% | CNP Assurances |
| Target of reducing the carbon footprint of the directly held real estate portfolio by 10% over the 2019-2024 period | 58% | 100% | CNP Assurances |
| Target of reducing the carbon intensity of directly held electricity producers by 17% over the 2019-2024 period | 172% | 212% | CNP Assurances |
| Target of having €20 billion in green investments by the end of 2023 | 86% | 99% | CNP Assurances |

TCFD
**Governance**

CNP Assurances' Climate Risk Committee, which became the Climate Risk and Biodiversity Committee in 2021, met four times in 2021. In addition to monitoring climate and biodiversity issues, it addressed the following key issues:

- the EU's Sustainable Finance Action Plan, including the implementation of the SFDR and the Taxonomy Regulation;
- work with ACPR on climate stress tests;
- mapping of climate risks in CNP Assurances' liabilities;
- CNP Assurances' participation in the work of the Net-Zero Asset Owner Alliance;
- new targets on fossil fuels and biodiversity;
- appraisal of the shareholder engagement, including discussions led by CNP Assurances with companies to encourage them to adopt a plan for the definitive exit from thermal coal.

The Group Climate Risk Committee met twice in 2021. Its purpose is to monitor the implementation of the main subsidiaries' action plans on climate risks.

## 5.3.4.1.1 Climate risks within the investment business

### Exposure to physical risks associated with the Group's investment activities

TCFD
**Risk management**

Its forestry assets are located mainly in France and their exposure to physical risk is therefore limited. CNP Assurances aims to achieve a high level of geographic diversification throughout France, in order to limit the effects of extreme climate events such as storms and drought. Some areas subject to significant natural hazards have been avoided (south-east France, for instance, due to the risk of fires).

The analysis of physical risks associated with its property portfolio, based on the two scenarios proposed by the Intergovernmental Panel on Climate Change (IPCC), provided a snapshot of the assets giving rise to a high level of exposure to climate risks. For most of the risks, CNP Assurances' exposure is weak or non-existent. Only buildings located around the Mediterranean and in cities that are prone to urban heat islands have a higher risk of heatwave or increased average temperatures by 2050. CNP Assurances aims to reduce this exposure by encouraging its management companies to propose mitigating measures.

Lastly, several examinations of the physical risks associated with its equity, corporate and government bond portfolios that were launched in 2018 and 2020 provided CNP Assurances with insight into the exposure and vulnerability of certain companies' production resources (factories, offices, etc.) to various climate risks. Ostrum AM's ESG rating of companies includes climate risks.

### Exposure to transition risks associated with the Group's investment activities

TCFD
**Risk management**

The value of CNP Assurances' assets is potentially exposed to environmental and energy transition risks, including regulatory, technological, market, liability and reputational risks.

CNP Assurances uses several approaches to manage transition risks:

- calculation of the carbon footprint of the portfolio of directly held equities and corporate bonds. This calculation is used to highlight the companies most exposed to transition risk, i.e., those with the most carbon-intensive businesses;
- calculation of the carbon footprint of our portfolio of directly held properties; and the greenhouse gas emissions avoided by renovation work undertaken on these properties since 2012;
- continuation of prospective analysis tests, such as measuring the temperature of financial portfolios (two methods tested between 2018 and 2021) and measuring the financial impact of climate risks on the value of companies held in the portfolio in 2020;

- voluntary participation in the ACPR's climate stress-testing exercise in 2020 and simulation of three transition scenarios (orderly, delayed and accelerated) on its investment portfolios. The exercise, although particularly complex, allowed CNP Assurances' exposure to the climate scenarios proposed by the ACPR to be quantified, and highlighted the Group's resilience to climate risks: it confirmed that the measures implemented in recent years (reducing the carbon footprint of the investment portfolio, reducing exposure to the thermal coal sector, increasing green investments) will enable CNP Assurances to display greater resilience in a transition scenario unfavourable to companies emitting the most greenhouse gases.

To reduce the transition risk exposure of its investment portfolio and achieve carbon neutrality by 2050, CNP Assurances has set several key guidelines and targets for 2025.

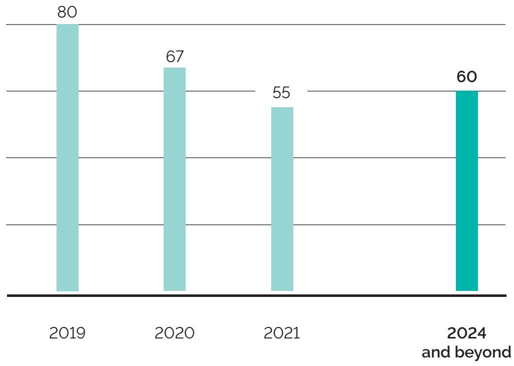
**TCFD**

## Indicators and targets

### Target of reducing the carbon footprint of the directly held equity and corporate bond portfolio by 25% over the 2019-2024 period

**CARBON FOOTPRINT OF THE CORPORATE PORTFOLIO**

*(in kgeqCO /€k invested)*

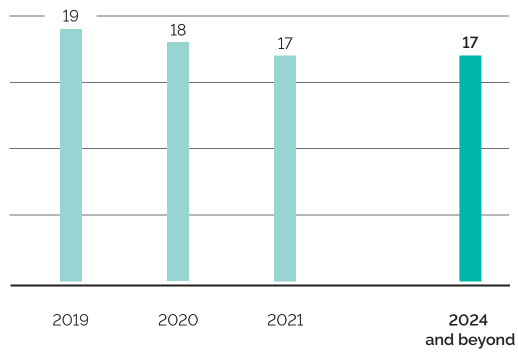



Having reduced the carbon footprint of the directly held listed equity portfolio by 54% between 2014 and 2020, CNP Assurances has set a new target of a further 25% reduction between 2019 and 2024, extended to the directly held corporate bond portfolio. This target was exceeded in 2021 three years ahead of schedule, with the carbon footprint of the equity and corporate bond portfolio falling by 31% between 2019 and 2021. In keeping with its shareholder engagement policy, CNP Assurances engages with the companies emitting the most greenhouse gases to ensure that they are aware of the risks and opportunities associated with the transition to a low-carbon economy, and to support them as a long-term investor in this transition. In 2021, 84% of direct dialogue was focused on climate issues.

### Target of reducing the carbon footprint of the directly held real estate portfolio by 10% over the 2019-2024 period

**CARBON FOOTPRINT OF THE REAL ESTATE PORTFOLIO**

*(in kgeq$CO_2$ per sq.m.)*




Having reduced the carbon footprint of the directly held real estate portfolio by 41% between 2006 and 2020, CNP Assurances has set a new target of a further 10% reduction between 2019 and 2024. This target was achieved in 2021 three years ahead of schedule, with the carbon footprint of the real estate portfolio falling by 10% between 2019 and 2021.

CNP Assurances seeks to apply the best environmental standards. By the end of 2021, 50% of the surface area of its direct real estate holdings was certified or had an environmental label such as HQE, BBC, BREEAM or LEED. Moreover, CNP Assurances asks management companies to also sign the charter on the energy efficiency of public and private tertiary buildings. As of end-2021, 71% of management companies with a management agreement with CNP Assurances had signed the charter.

CNP Assurances launched work with its management companies to prepare for the application of the tertiary decree. This French regulation imposes reductions of 40%, 50% and 60% in energy consumption in buildings dedicated to tertiary activity by 2030, 2040 and 2050 respectively.

### Plan for the definitive exit from thermal coal

**TCFD**

## Indicators and targets

CNP Assurances is gradually phasing out the funding of companies involved in thermal coal by reviewing exclusion criteria at regular intervals. It is committed to achieving zero exposure to thermal coal in its investment portfolio in the European Union and OECD countries by 2030, and the rest of the world by 2040.

In addition to the exclusion policy, in 2020, CNP Assurances began the process of asking all of the companies to which it is directly exposed to publish, by 2021, a plan for their exit from thermal coal by 2030 in the countries of the European Union and the OECD, and by 2040 in the rest of the world, based on their closure as opposed to the sale of the assets.

- 21 letters were sent in 2020, with a response rate of 90%. At the end of 2020, 57% of the companies surveyed had a compliant exit plan, 29% had an insufficient exit plan and 14% had not yet adopted an exit plan;
- in 2021, CNP Assurances continued to exchange with companies that did not have a compliant exit plan: 10 letters were sent, with a response rate of 90%. By the end of 2021, 60% of these 10 companies had a compliant exit plan and 40% had an insufficient exit plan.

To meet its own commitment to a permanent exit from thermal coal in its investment portfolio, CNP Assurances has decided to suspend all new investments in companies that do not have a plan to exit thermal coal in the European Union and OECD countries by 2030, and in the rest of the world by 2040.

### Green investments

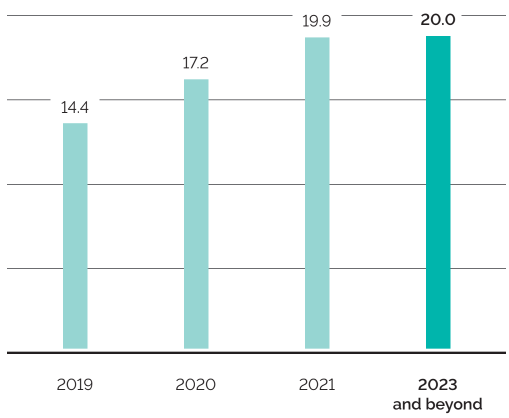
TCFD

#### Indicators and targets

In November 2019, CNP Assurances announced its intention of reaching €20 billion in green investments by the end of 2023 (forests, green bonds, high energy-performance buildings, green infrastructure). At the end of 2021, they amounted to €19.9 billion.

**TOTAL GREEN INVESTMENTS**

*(in € billions)*




CNP Assurances also invested €55 million in Ambition Climat funds, which offer innovative methods to integrate the fight against global warming into asset management. The funds were selected by CNP Assurances and nine other French institutional investors as part of a call for tenders coordinated by Caisse des Dépôts and supported by the French Insurance Federation.

Several subsidiaries have increased their green investments, which amounted to €644 million at the end of 2021.

### Carbon sinks in its forests

CNP Assurances is France's largest private owner of woodland, with 57,116 hectares at 31 December 2021. Société Forestière, a 50%-owned subsidiary of CNP Assurances, specialises in sustainable management of forests that respect biodiversity and anticipate climate change.

In 2021, the growth of CNP Assurances' trees absorbed 500,788 tonnes of $CO_2$, i.e., an average ratio of 8.8 tonnes of $CO_2$ absorbed per hectare of forest. CNP Assurances and Société Forestière implemented a sustainable charter applied from 2021, aiming to better protect biodiversity and take into account all stakeholders, while increasing the resilience of forests to climate risks.

Since 2007, the Brazilian subsidiary CNP Seguros Holding Brasil has been offsetting its carbon emissions by financing NGO Iniciativa Verde's tree-planting programmes in the Atlantic forest.

### Participation in the work of the Net-Zero Asset Owner Alliance

TCFD

#### Strategy

In 2019, CNP Assurances joined the Net-Zero Asset Owner Alliance, an initiative supported by the United Nations that aims to strengthen commitments to implement the Paris Agreement on climate change. As a member of the Alliance, CNP Assurances has committed to having a carbon-neutral investment portfolio by 2050. By targeting the transition of its portfolio to net zero greenhouse gas emissions over the next 30 years, CNP Assurances hopes to help limit global warming to 1.5°C in line with the Paris Agreement.

As part of this long-term commitment, CNP Assurances and the other members of the Alliance will take into account advances in available scientific knowledge, particularly the conclusions of the IPCC, and will regularly report on the progress made by setting interim objectives every five years to 2050. Early in 2021, CNP Assurances published the first set of targets for 2025 in terms of shareholder commitment and further reduction of the carbon footprint of the investment portfolio in line with the trajectory of the Paris Agreement.

Joining the Alliance involves implementing three action levers:

- regularly measuring the investment portfolio's alignment with the Paris Agreement and publishing the progress made;
- conducting a shareholder dialogue with companies to ensure they are also targeting carbon neutrality;
- lobbying for public policies that promote the transition to a carbon-neutral economy, because the commitment of Alliance members to net-zero portfolios is based on the assumption that governments will fulfil their own commitments to meet the objectives of the Paris Agreement.

## 5.3.4.1.2 Climate risks within the insurance business

### Exposure to physical risks associated with the Group's insurance activities

TCFD

#### Risk management

CNP Assurances' business consists mainly of writing personal insurance and the risks associated with the effects of climate change primarily concern mortality and morbidity rates. CNP Assurances takes this aspect into account in the measurement and management of underwriting risks, especially mortality and morbidity risks covered by personal risk contracts and term creditor insurance.

The Climate Risk Committee set up in 2019 enhances the cross-functional vision of the effects of climate change on both assets and liabilities. Since 2019 CNP Assurances has performed an initial measurement of the potential consequences of physical risks on its insurance liabilities by simulating the effects of higher-than-expected mortality rates due to climate change on all of its businesses. The exposure of the Group's liabilities to climate risk has been mapped since 2020.

As part of the process, the Group volunteered to take part in the 2020 climate stress test exercise conducted by the ACPR and Banque de France. This stress test covered different transition scenarios. The impacts of climate scenarios were assessed on the basis of three metrics: the Solvency II balance sheet, the income statement and the valuation of the investment portfolio. For personal insurers like CNP Assurances, the unfavourable scenario of a sharp rise in temperatures would lead to a heightened incidence of claims due to an increase in pollution and vector-borne diseases affecting:

- death benefits under death/disability and term creditor insurance policies;
- loss of income payments under death/disability and term creditor insurance policies;
- coverage of medical costs under health insurance policies.

The exercise, although particularly complex, served to quantify the Group's exposure to the climate scenarios proposed by the ACPR, particularly the potential increase in death/disability and term creditor insurance claims. It also highlighted the resilience of the Group's liabilities in the face of climate risk. The potential increase in loss ratios caused by the occurrence of physical risk could be offset to some extent by an increase in premium rates for death/disability and term creditor insurance policies.

TCFD
**Strategy**

To go further, CNP Assurances has pledged five years of funding for an academic research programme created in January 2020, namely the Chair of Excellence Digital Insurance And Long-term risk (DIALog). Research is focused primarily on the issues of the digital and environmental transformation that affect the insurance industry. The researchers and experts selected are specialists in the financial sector, particularly insurance. Their aim is to use data science techniques and artificial intelligence in a big data environment as tools and means to help explore new knowledge and produce innovative solutions, useful for the Company's prospective approach.

One of the lines of research is dedicated to the study of future impacts related to the development of environmental factors in insurance. It will enable prospective studies to be carried out with a view to understanding the major transformations underway, without neglecting the long-term dimension. The expected results should improve the forward-looking vision, particularly the impacts of environmental risks on the loss ratio and health (climate change, pollution, pandemic risk). Initial work carried out was focused on analysing methods for setting assumptions and mapping risks as part of the ACPR Banque de France pilot process in 2020.

In 2021, as part of the DIALog Chair, modelling work was conducted on the effects of climate change on mortality risk. Conventional mortality table models were modified to incorporate factors specific to climate change-related effects on mortality (i.e., temperature, including heat and cold waves, age groups most at risk, gender, correlations between temperature and mortality). The study provided different scenarios of future mortality trends in France under changing climate conditions.

To reduce the impact of climate risks on its insurance business, CNP Assurances follows a broad-based approach to protection, including climate risks, by purchasing reinsurance cover against the risk of higher-than-expected mortality rates. The Group addresses climate risk by covering the risk of higher-than-expected mortality rates, whatever the cause (for example, pandemics or heatwaves).

We also participate in the Bureau Commun des Assurances Collectives' natural disaster pool, which enables us to protect our personal risk and term creditor insurance portfolios against catastrophe risk.

In Brazil and Cyprus, life and non-life reinsurance programmes offer protection against the occurrence of natural disasters that are likely to be more severe and occur more frequently in the coming decades due to global warming.

### Exposure to transition risks within the insurance business

TCFD
**Risk management**

In addition to mortality and health risks, the insurance business could be impacted by transition risks, such as behavioural changes among savers (changes in the savings rate, changes in redemption rates). Similarly, the disruption of the property market or household incomes due to stricter environmental regulations could undermine the business of term creditor insurance or guarantee companies.

## 5.3.4.1.3 Climate risks within internal operations

### Exposure to physical risks associated with internal operations

TCFD
**Risk management**

The Group's offices and employees are located in countries (75% in Europe and 25% in Latin America) which, due to their level of development, are not considered as being the most vulnerable to climate events likely to severely disrupt their operations. It will nonetheless be important to measure the exposure and vulnerability of production resources to various climate risks in the coming decades as accurately as possible, based on different global warming scenarios.

Physical risks associated with the Group's internal processes are managed by regularly updating our contingency plans, in order to ensure that staff would be able to continue working following a climate event.

## Exposure to transition risks associated with internal operations

TCFD

### Risk management

The transition risk associated with internal processes is the risk of failing to control of the main sources of greenhouse gas emissions, or to take into account technological and behavioural changes linked to climate change, with possible negative financial consequences.

Annual greenhouse gas (GHG) emission audits serve to focus the Group's efforts on the most effective action in the areas of business travel, building management and paper use.

## Greenhouse gas emissions audit

CNP Assurances is required to audit its greenhouse gas emissions pursuant to the provisions of Article L.229-25 of the French Environment Code (Code de l'environnement). It updates it annually. The provisions laid down in this Article are available at www.bilans-ges.ademe.fr. CNP Assurances has also reported its greenhouse gas emissions to the Carbon Disclosure Project since 2005.

In 2020, CNP Assurances thoroughly reviewed the methods used to calculate its GHG emissions using the Bilan Carbone© methodology. The review notably served to broaden the scope of the scope 3 calculation (taking additional services into account) and to review all emissions items (emissions volumes and factors).

Emission factors are updated annually to take into account changes made by ADEME. A survey of CNP Assurances' employees' commutes was also performed in 2020 so as to take new working from home arrangements into account. The results were revised in 2021 to take into account the impact of the pandemic on the number of days of presence of employees on site.

TCFD

### Indicators and targets

| Greenhouse gas emissions audit (teqCO2) | 2019 | 2020 | 2021 | Change 2021 vs 2020 | Scope |
|---|---|---|---|---|---|
| Scope 1 (direct emissions: fuel, natural gas, fuel oil, air conditioning consumption) | 3,540 | 1,265 | 1,519 | +20% | Group |
| Scope 2 (indirect emissions linked to energy consumption: electricity and heating network consumption) | 3,234 | 2871 | 2,815 | -2% | Group |
| Scope 3 (other indirect emissions, excluding those linked to the investment portfolio) | 69,702 | 61,161 | 58,918 | -4% | Group |
| *of which purchases of services* | *50,315* | *50,092* | *47,425* | -5% | *Group* |
| *of which amortisation of real estate, IT equipment, vehicles and furniture* | *6,765* | *6,549* | *6,137* | -6% | *Group* |
| *of which commuting* | *4,570* | 1,545 | *2,981* | +93% | *Group* |
| *of which business travel* | *6,222* | 1,125 | *1,354* | +20% | *Group* |
| *of which other* | *1,830* | 1,850 | 1,021 | -45% | *Group* |
| **TOTAL SCOPE 1, 2 AND 3 EXCLUDING EMISSIONS LINKED TO THE INVESTMENT PORTFOLIO** | **76,476** | **65,297** | **63,252** | **-3%** | **GROUP** |

The main changes in CNP Assurances' GHG emissions between 2020 and 2021 are as follows:

- **scope 1 (direct emissions: fuel, natural gas, air conditioning consumption):** the travel habits of employees with a company or service vehicle have changed as a result of the pandemic and the widespread adoption of work-from-home arrangements. While direct GHG emissions increased by 20% in 2021 with the easing of restrictions on movements, they remained below half of the 2019 level.
- **scope 2 (indirect emissions linked to energy consumption: electricity and heating network):** GHG emissions linked to the consumption of electricity and district heating in CNP Assurances' operating buildings were relatively stable in 2021;
- **scope 3 (other indirect emissions, excluding emissions related to the investment portfolio):** GHG emissions related to the purchase of services decreased by 5% in 2021 due to reduced use of external services, particularly of asset management and advisory services. Furthermore, while GHG emissions increased significantly in 2021, GHG emissions related to employee commuting and business travel remained well below their 2019 level due to new working arrangements, international travel restrictions being the main factor.

**TCFD**
**Strategy**

The transition risk associated with internal processes is managed by implementing measures to reduce greenhouse gas emissions. Increasing use of videoconferencing facilities and conference calls has helped to reduce employees' business travel. Working from home is also a way to help reduce greenhouse gas emissions by limiting employee travel to and from work.

CNP Assurances has adopted energy-saving measures designed to help buildings operate more efficiently. For example, improving how heating, air-conditioning and ventilation systems are controlled requires the expert management of programmable time settings.

CNP Assurances also ensures that routine maintenance work includes a search for greater energy efficiency. The most energy-efficient option is always taken when replacing technical equipment. This ongoing aim of reining in the environmental impact is what guides CNP Assurances' work on its sites.

Lastly, action taken in recent years to reduce paper use (introduction of paperless processes, use of laptops and shared printers) has saved several million sheets of paper and avoided the related greenhouse gas emissions.

Details of the measures taken to reduce exposure to transition risk in internal operations are described in the section "Reduce the environmental footprint".

## 5.3.4.2 Protect biodiversity

CNP Assurances' business, like that of any other company, is dependent on services provided by nature, also known as ecosystem services. CNP Assurances' business also has direct or indirect impacts on biodiversity.

For several years, scientific reports, particularly those by the Intergovernmental Science-Policy Platform on Biodiversity and Ecosystem Services (IPBES), have been warning of the accelerating deterioration of biodiversity and making businesses aware of the risks linked to biodiversity loss and the need to control their impacts on the diversity of ecosystems and species. Biodiversity is subject to five types of impacts or pressures, namely land use, overexploitation of resources, pollution, climate change and invasive exotic species.

In keeping with its commitment to the United Nations Global Compact, CNP Assurances analyses the actions it can take to protect biodiversity effectively. It also seeks to assess its dependence on ecosystem services in order to mitigate this risk.

An initial analysis carried out in 2015 highlighted the most material challenges for CNP Assurances, such as taking biodiversity into account in the management of its investments and raising its stakeholders' awareness about biodiversity protection. More recent studies have shown that biodiversity loss can have an impact on human health, and therefore on the life and personal insurance business.

By signing the Finance for Biodiversity Pledge in September 2021, CNP Assurances strengthened its commitment to biodiversity by setting targets for the coming five years.

### Monitoring of CNP Assurances' biodiversity protection targets

| % of target achieved | 2021 | Scope |
|---|---|---|
| Target of measuring the biodiversity footprint of 100% of the directly held equity and corporate bond portfolio by the end of 2023 | 11% | CNP Assurances |
| Target of carrying out an inventory and analysis of the impact on biodiversity of directly owned logistics platforms by the end of 2022 | 100% | CNP Assurances |
| Target of measuring the biodiversity of 100% of woodland assets by the end of 2025 | 18% | CNP Assurances |
| Target of devoting 3% of woodland to areas of older growth and natural growth by the end of 2025 | 15% | CNP Assurances |

### 5.3.4.2.1 Integration of biodiversity in the investment activity

#### Biodiversity in forestry investments

CNP Assurances had 57,116 hectares of forests at the end of 2021, which benefited from sustainable forest management by Société Forestière. Preservation of biodiversity is one of its management objectives and each year, it carries out actions in favour of biodiversity. It regularly strives to maintain dead trees in forests, whether they are still standing or have fallen. Old or dead trees are home to very specific biodiversity – more than a quarter of animal and fungal forest species – and are of major interest for scientists and NGOs working to protect nature. Since 2021, it has prohibited the replacement of deciduous stands by exclusively coniferous stands, and has entered into partnerships with local associations to restore wetlands.

These actions are paying off, with the additional benefit of allowing the identification and conservation of trees or other remarkable features. For instance, the launch in 2018 of a census of these features helped build up a geographical database aimed at preserving them from any exploitation.

The recent renewal of Société Forestière's management agreement included the drafting of an action plan and biodiversity preservation objectives for the next five years within a sustainable management charter. It provides for an inventory of potential biodiversity, with a view to improving it through actions such as the conservation of micro-habitats, the development of ecological corridors, the suspension of forestry work during the reproduction periods of the most sensitive species, the banning of herbicides and fungicides, and the limiting of insecticides to health emergencies. This charter has been enriched by an annual follow-up with the setting of targets for each measure. Particularly ambitious five-year commitments include the measurement of the biodiversity of 100% of woodland assets by the end of 2025 and the reservation of 3% of woodland to areas of older growth and natural growth by the end of 2025.

#### Biodiversity in real estate investments

Real estate has a significant impact on biodiversity, both in the construction and operating phases. The "green works" charter imposes rules on the management companies in the real estate portfolio to protect biodiversity, such as respect for ecosystems during the construction phase, but also the choice of materials with a limited impact on the environment, and the reduction of waste and water consumption. The charter also provides for the study of technical solutions prioritising plant-based materials and technical solutions favouring biodiversity, the circular economy (reuse of materials) and ecosystem services on buildings and green spaces.

In 2021, CNP Assurances made specific commitments in respect of logistics platforms, whose impact on biodiversity through new building on previously undeveloped land must be controlled in a context of growth in e-commerce. As such, since 2021, analysis prior to any new investment in a logistics platform must take into account the impact on biodiversity. For the logistics platforms currently owned directly, the objective was to carry out an inventory and analysis of their impact on biodiversity by the end of 2022, with a view to implementing a biodiversity protection and/or restoration plan. This target was actually achieved by the end of 2021.

In its operating offices in Angers and the surrounding region, CNP Assurances asks service providers in charge of maintaining green spaces to commit to maintaining and improving the ecological quality of sites (sustainable mowing, use of biocontrol products, etc.).

#### Biodiversity in equity and bond investments

To reduce the pressure placed on biodiversity by the companies in which it invests, CNP Assurances supports a range of initiatives aimed at measuring its investments' biodiversity footprint:

- In 2016 CNP Assurances became a founding member of Club B4B+ (Business for Positive Biodiversity), which brings together companies committed to positive biodiversity around CDC Biodiversité;
- In May 2020, CNP Assurances joined the coalition of institutional investors calling for the creation of biodiversity impact measures respecting the transparency principles of the methodology.

CNP Assurances has carried out an initial test to measure the biodiversity footprint of its directly held equity and corporate bond portfolio using the Corporate Biodiversity Footprint, a method developed by I Care & Consult and Iceberg Data Lab. Iceberg Data Lab provided data on companies in the sectors which have the greatest impact on biodiversity. On this scope covering 11% of the portfolio, the biodiversity footprint was estimated at -14 MSA.sq.m.(1) per €k invested at the end of 2020. The metric includes the following pressures on biodiversity: land use change, climate change, air pollution (nitrogen oxides) and water pollution (discharge of toxic products). CNP Assurances aims to go beyond this test and has undertaken to measure the biodiversity footprint of its entire portfolio of directly held equities and corporate bonds by the end of 2023, encouraging companies to improve transparency on these issues.

Since 2015, the pressure caused by climate change on biodiversity has been integrated into the carbon-neutrality strategies of CNP Assurance's equity and bond investments. Biodiversity issues are integrated into the ESG ratings of companies carried out by Ostrum AM teams. In addition to climate challenges, the following issues are taken into account:

- activities that disturb large or fragile areas;
- programmes in place to protect biodiversity and limit land use;
- controversies over the use or management of natural resources;
- water dependency;
- treatment of discharges into water.

Many topics are now taken into account in the materiality analyses carried out by credit analysts in order to reduce the impact on biodiversity. Issues including pollution, waste management, soil erosion and deforestation are taken into account in several sectors.

To reduce the impact of its investments on the environment, CNP Assurances has chosen to reduce its exposure to unconventional fossil fuels, including tar sands, shale oil and gas, and Arctic oil and gas. The use of these resources has a negative impact on biodiversity and the climate. CNP Assurances has now undertaken to exclude any companies in the oil and gas sector (prospecting, drilling, extraction, transformation, refining) deriving more than 10% of their revenue from non-conventional fossil fuels from new investments.

(1) *The impact is measured in MSA.sq.m. per year, which corresponds to development on 1 sq.m. of virgin natural space. This scientifically recognised metric allows companies to be compared across several sectors*

### Engagement with investees and asset management companies

Engagement takes the form of exchanges not only with companies in which CNP Assurances is a shareholder or bondholder, but also with asset management companies. In 2020, CNP Assurances made biodiversity an integral part of its shareholder engagement policy, and more specifically of its direct dialogue with the companies it funds. The aim is to support CNP Assurances' biodiversity strategy (including combating climate change). In 2021, CNP Assurances committed to an annual dialogue with five companies to encourage them to adopt a strategy aligned with international agreements on biodiversity by the end of 2024.

In 2021, biodiversity was discussed with five companies, in accordance with the commitment made, i.e., in 26% of direct dialogues. Although these companies have implemented action plans to protect biodiversity, their strategy is not yet aligned with international agreements.

For infrastructure companies in which the Group has a significant stake and a directorship, it is committed to encouraging efforts to measure and control their biodiversity footprint. In 2021, companies approached represented 60% of investments. They are active in the consideration of biodiversity issues and are members of theLinear Infrastructure and Biodiversity Club (CILB). As such, they have made individual commitments to control or reduce their biodiversity footprint, and the subject of measuring the footprint is still under discussion.

In 2021, CNP Assurances included biodiversity in its regular dialogue with the management companies in charge of its logistics platforms, in accordance with the commitment it made when it signed the Finance for Biodiversity Pledge.

## 5.3.4.2.2 Integration of biodiversity in the insurance business

Recent studies[1] have shown that biodiversity loss has an impact on human health. Biodiversity improves and diversifies diets, thereby helping better combat chronic diseases. Biodiversity dilutes pathogens, reducing allergies and the risk of bacterial or viral contamination. Furthermore, protecting natural environments has a positive impact on psychological health and on sporting activity. Lastly, species diversity and generic diversity offer opportunities for medical innovation in pharmaceutical research.

As a personal insurer, CNP Assurances could be impacted by biodiversity loss. Some of the effects of biodiversity loss are also linked to climate change, including the increase in vector-borne diseases and pollution. These effects are studied in work related to climate risks in the insurance business. To make progress on these issues, the scope of the Climate Risk Committee was extended to include biodiversity-related risks in 2021. Recent academic studies on the link between biodiversity and insurance were presented.

## 5.3.4.2.3 Integration of biodiversity in our internal operations

Raising employees' awareness of biodiversity issues enables them to contribute to its protection through their individual behaviour. Biodiversity loss has a real impact on employees, particularly through their diet.

CNP Assurances has accordingly carried out awareness-raising initiatives since 2019 in order to promote organic farming among its employees. A conference on responsible consumption was held for all employees in May 2021 during Quality of Life at Work week.

CNP Assurances' Investment department was given a presentation dedicated to biodiversity at its annual seminar. Since 2020, the Climate Risk and Biodiversity Committee has been addressing the impacts of biodiversity loss on the economy, investments and insurance.

In 2021, as part of its "GreenActions, all actors of change" programme, a Group charter encouraging employees to reduce their environmental footprint was distributed to all employees in France and abroad. Employees are asked to comply with seven principles to protect the environment in their professional life. In particular, the charter encourages employees to eliminate the use of plastics, and to sort and recycle their waste. By the end of 2021, 62% of the Group's entities had implemented such actions.

In France, plastic cups have been removed from all hot drink dispensers, which now only work when the presence of a mug is detected. Single-use plastic items (water bottles, cups, stirrers) have been removed from the supply catalogue. To support these measures, reusable china mugs have been given to all employees.

CNP UniCredit Vita launched the Plastic Free project in September 2019, with the aim of eliminating all single-use plastics (cups, stirrers, water bottles). To support these measures, which took effect in early 2020, reusable stainless steel bottles were offered to all employees. This initiative was rounded out with the installation of water coolers.

Meanwhile, CNP Assurances Compañía de Seguros stopped purchasing plastic cups in 2019, encouraging its employees to bring in their own mug.

In Brazil, CNP Seguros Holding Brasil has joined the *Adote uma Nascente* (Adopt a spring) programme in partnership with an NGO fighting to protect biodiversity and water reserves in the Cerrado region (Brazilian savannah). In 2020, the subsidiary made its employees aware of this programme, as well as agroecological approaches such as polyculture.

Lastly, the future CNP Assurances headquarters in Issy-les-Moulineaux is expected to receive the BiodiverCity label in 2022, in addition to BREEAM Excellent, BEPOS-Effinergie, NF HQE Exceptional and WELL Silver certifications. The BiodiverCity label is an evaluation tool that certifies the consideration of biodiversity and the high ecological quality of a real estate project, focusing equally on the strategy applied and on the ecological architecture of the project and the services delivered to users.

(1) *Santé et biodiversité: nécessité d'une approche commune (Health and biodiversity: the need for a shared approach). Biodiv'2050 – CDC Biodiversité/ Rovaltain Foundation (December 2019)*

## 5.3.4.3 Reduce our environmental footprint

### 5.3.4.3.1 Business travel

| | 2019 | 2020 | 2021 | Change 2021 vs 2020 | Scope |
|---|---|---|---|---|---|
| Millions of km travelled by plane | 20.9 | 4.2 | 2.9 | -31% | Group |
| Millions of km travelled by train | 3.5 | 2.0 | 0.4 | -80% | Group |
| Millions of km travelled by car | 10.1 | 2.6 | 3.5 | +35% | Group |

While business travel partly resumed in 2021 as restrictions on movements eased, it remains well below its 2019 level.

In 2020, CNP Assurances updated the travel policy governing its employees' business travel in order to reduce the environmental impact without compromising the comfort and safety of travellers. The use of public transport is encouraged, and taxis can be used under certain conditions. In such cases, hybrid vehicles are given priority by the booking office. Hybrid vehicles accounted for an average of 64% of taxi journeys over the last two years.

### 5.3.4.3.2 Commuting

As part of a virtuous mobility incentive, CNP Assurances has installed 12 recharging stations in 2020 for electric vehicles at its various sites in France (Paris and Angers). The car park also has a secure bicycle storage area, with plugs for recharging electric bikes. In 2020, a secure rack was provided for parking scooters in the bicycle area, as well as a socket for recharging this type of equipment.

The French Mobility Orientation Law (LOM) allows companies to set up a "sustainable mobility package" to support their employees in the shift to soft mobility (cycling, micromobility, carpooling). In this context, CNP Assurances has decided to cover the costs incurred by employees using alternative transport.

In Italy, CNP UniCredit Vita, like all companies with more than 100 employees in a city with more than 50,000 inhabitants, has appointed its own mobility manager, a mandatory appointment since 2021. The first commuting plan was sent to the Milan city council in order to share the various possible mobility scenarios aimed at structurally and permanently reducing the environmental impact of traffic in urban areas. At the same time, the subsidiary installed four electric vehicle charging stations in its car parks and began electrifying its company fleet.

In Ireland, CNP Santander Insurance provides all of its employees with discounted public transport tickets, and also encourages the use of bicycles to get to work, through funding offered by the Company.

In Argentina, a special focus has been placed on sustainable mobility – particularly bicycles – with employees being provided with bicycle protection and road safety kits. 10% of employees regularly cycle to work.

### 5.3.4.3.3 Energy use

**HQE Exploitation and BREEAM In-Use environmental certifications**

Between 2014 and 2019, CNP Assurances carried out energy renovation work on its main operating building in Angers, resulting in a 38% reduction in energy use compared with the reference year (2014). This action was perfectly in tune with the ambitions of France's Grenelle environment law and the Group's CSR policy.

CNP Assurances subsequently embarked on an environmental certification process for operations, focusing on HQE Exploitation (French standard) and BREEAM In-Use (British standard). Following an audit by an independent body, CNP Assurances obtained both of these environmental certifications for its two operating buildings in the Angers area in 2021.

This continuous improvement process, audited annually by an independent third party, will enable the operation of the buildings to be optimised in the search for increased energy efficiency.

In addition, CNP Assurances has signed the Charter for Energy Efficiency in Commercial Buildings and has undertaken to bring the proportion of renewable electricity used in its operating buildings to 100% by 2022.

The Group's energy consumption corresponds to use by its employees (heating, lighting, air conditioning, lifts, etc.) and IT equipment. Electricity is the main form of energy used

| | 2019 | 2020 | 2021 | Change 2021 vs 2020 | Scope |
|---|---|---|---|---|---|
| Electricity consumption | 22.2 GWh | 19.7 GWh | 19.1 GWh | -3% | Group |
| District heating consumption | 3.9 GWh | 3.5 GWh | 4.3 GWh | +23% | Group |
| Gas consumption | 1.1 GWh | 1.2 GWh | 1.2 GWh | 0% | Group |
| **Total energy consumption** | **27.2 GWh** | **24.4 GWh** | **24.6 GWh** | **+1%** | **Group** |
| Total energy consumption per employee per year | 5.1 MWh | 4.8 MWh | 4.0 MWh | -15% | Group |

The pandemic and government measures have an impact on the operation of the buildings occupied by the Company's employees. Although the occupancy rate of office space has fallen, generating reduced consumption for services related to the presence of employees (lighting, catering, lifts), the health protocol in force since the start of the pandemic requires CNP Assurances to overconsume in certain technical areas (permanent ventilation of premises, more heating and cooling due to the obligation to operate air treatment systems with fresh air, frequent purging of sanitary water networks).

CNP Assurances has adopted energy-saving measures designed to help buildings operate more efficiently. For example, improving how heating, air-conditioning and ventilation systems are controlled requires the expert management of programmable time settings. Moreover, the addition of a $CO_2$ sensor enables the air conditioning system to adjust itself depending on the number of employees present.

CNP Assurances also ensures that routine maintenance work includes a search for greater energy efficiency. The most energy-efficient option is always taken when replacing technical equipment. This ongoing aim of reining in the environmental impact is what guides CNP Assurances' work on its sites. To that end, a green worksite charter has been introduced with the companies working on the various sites, and the lifts in the Angers building were replaced with new generation equipment using less energy in 2021.

As part of the multi-year work programme, 2021 was used to fine-tune temperature settings on premises. The value of this work was reflected in the award of HQE Exploitation, BREEAM In-Use and OsmoZ environmental certification for the Angers building, plus HQE Exploitation and BREEAM In-Use certification for our data centre in the first quarter of 2021. The certification review process has begun for both buildings, allowing the Company's commitments under these certifications to remain operational.

For the datacentre, the increase in temperature in the server rooms improved the energy performance indicator slightly. Developed by Green Grid, this indicator measures a data centre's energy efficiency. It is calculated by dividing the centre's overall consumption by the consumption of IT equipment (server, storage, network). Since 2019, the installation of new electricity meters has resulted in better management of facilities, thereby optimising the operation of refrigeration units.

## Renewable energy

Following the renegotiation of the electricity supply contract for all CNP Assurances sites, a study was launched to gradually increase the percentage of renewable energy used. From 1 January 2022, CNP Assurances will exclusively consume renewable electricity in the form of hydropower.

Several subsidiaries have installed solar panels to supply their offices with renewable electricity:

- in Brasilia, CNP Seguros Holding Brasil has installed 4,500 solar panels generating nominal power of 1.5 MWp on a surface area of 20,000 sq.m. It is estimated that these panels generate approximately 120 MWh of renewable energy annually. They cover 20% of total electricity consumption. The residual electricity generated is shared with employees through discounts on their electricity bills, and with retirement homes in Brasilia;
- in Milan, CNP UniCredit Vita has installed solar panels on its roof, providing estimated annual renewable energy production of around 7 MWh, or about 1% of total electricity consumption;
- in Dublin, the building occupied by CNP Santander Insurance also has solar panels, plus a cogeneration plant to produce renewable energy.

### Low-consumption digital technology and reduction of energy consumption in data centres and workstations

Data centres and workstations are two key features of the digital transformation, and it is vital that the Group remains vigilant about their energy consumption.

The regular renewal of computer hardware by replacing desktop PCs with mini PCs as well as gradually providing employees with latest generation laptops helps reduce power consumption.

Computer servers are becoming more energy efficient with each generation: new equipment has the Energy Star label. All newly purchased workstations have ENERGY STAR® certified and EPEAT® registered configurations.

Virtualisation has also been widely adopted, not only on servers, but also on storage systems and CNP Assurances networks. This technique of separating IT services from the physical systems that supply them increases the efficiency of the information system (fewer resources consumed for the same service).

It is also important to remember that server cooling consumes a large amount of energy. CNP Assurances is taking initiatives to optimise the circulation of data centre airflows (urbanisation of IT rooms), while progressively equipping its equipment with smart power distribution units to monitor energy consumption.

## 5.3.4.3.4 Water consumption

| | 2019 | 2020 | 2021 | Change 2021 vs 2020 | Scope |
|---|---|---|---|---|---|
| Water consumption | 70,923 cu.m. | 38,795 $m^3$ | 59,996 $m^3$ | +55% | Group |
| Water consumption per employee per day | 64 litres | 36 litres | 52 litres | +43% | Group |

The increase in water consumption in 2021 is attributable to the return on site of employees, after lockdown periods, particularly in Brazil. However, it remains lower than in 2019.

In Ireland, the building occupied by CNP Santander Insurance has a rainwater recovery system.

Analysis of the Group's water consumption in relation to the risk of water stress based on the Aqueduct Water Risk Atlas criteria[1] shows the following breakdown:

- 9% of water consumed in high stress areas (Spain, Italy, Cyprus);
- 26% of water consumed in medium to high stress areas (France);
- 65% of water consumed in of low to medium stress areas (Argentina, Brazil, Ireland).

## 5.3.4.3.5 Paper use

As the Group's operations are in the field of insurance, paper is the main raw material consumed, both for internal use and for communication to policyholders. For several years, the Group has been implementing measures to reduce its consumption.

| | 2019 | 2020 | 2021 | Change 2021 vs 2020 | Scope |
|---|---|---|---|---|---|
| Paper use (internal use and communication to policyholders) | 325 tonnes | 315 tonnes | 274 tonnes | -13% | Group |
| Paper use (internal use and communication to policyholders) per employee per year | 61 kilos | 61 kilos | 49 kilos | -20% | Group |
| Percentage of paper certified as sustainable (FSC, PEFC or European Ecolabel) | 91% | 90% | 85% | -5 pps | Group |

In 2021, the Group's paper consumption (for internal use and communication to policyholders) fell by 13%. Employees' determined efforts to reduce printing, the installation of new equipment (multifunction printers, double screens, laptops) and the digitisation of contractual documents are gradually reducing the Group's paper consumption each year.

85% of paper used by the Group has a sustainable management label such as FSC, PEFC or European Ecolabel.

(1) *See the definition of the zones and the methodology used by the World Resources Institute at https://www.wri.org/our-work/project/aqueduct*

### 5.3.4.3.6 Waste management and circular economy

| | 2019 | 2020 | 2021 | Change 2021 vs 2020 | Scope |
|---|---|---|---|---|---|
| Waste generated (A) | 333 tonnes | 165 tonnes | 181 tonnes | +10% | CNP Assurances |
| Waste reused, recycled or resold (B) | 195 tonnes | 89 tonnes | 161 tonnes | +81% | CNP Assurances |
| Waste eliminated (=A-B) | 138 tonnes | 76 tonnes | 20 tonnes | -74% | CNP Assurances |

The increase in recycled waste is partly attributable to the organisation of an eco-responsible challenge in 2021 to encourage employees to sort and recycle the contents of their office cabinets. 36 tonnes of paper was recycled, while 3,671 trees were planted by CNP Assurances.

To promote the circular economy, CNP Assurances also carried out an exceptional initiative by donating 1.6 tonnes of IT equipment (CPUs, laptops, printers and screens) to Emmaüs in 2021.

CNP Assurances' IT waste (unusable cables, obsolete equipment, etc.) is removed by a company specialising in final disposal and recycling, with a waste tracking slip provided to comply with the French Environmental Code.

The CNP Assurances Group implements waste sorting in the various entities as a means of contributing to the circular economy. Similarly, most of the Group's entities regularly donate their computer equipment to NGOs. An initiative to collect electrical and electronic waste was set up at CNP Seguros Holding Brasil in 2018.

In 2019, CNP Assurances' corporate restaurants committed to the Mon Restau Responsible approach. Launched in 2016 by the Fondation Nicolas Hulot pour la Nature et l'Homme and the Restau'Co network (interprofessional foodservice network), it aims to promote healthy and sustainable food. The initiative, which is part of CNP Assurances' CSR approach, covers five principles of action: combating food waste, working with local players, respecting the seasonality of produce, reducing cooking losses and increasing the proportion of vegetable proteins.

### 5.3.4.3.7 Pollution

Given the nature of its business, CNP Assurances has a very limited impact on water, air or soil pollution, and emits few greenhouse gases other than $CO_2$. CNP Assurances' charter for the sustainable management of its forest assets provides for the banning of fungicides and herbicides and limits the use of insecticides to health emergencies. Woodland owned by CNP Assurances prevents soil erosion and ensures filtration and purification of the air and water.

# 5.4 Methodology NFPS

## 5.4.1 Methodology for developing the business model

The development of the business model involved a working group composed of members in charge of communication, investor relations and the CSR department. Established in line with the Company's strategic plan, it is part of a dedicated validation process by several members of the Executive Committee and the General Management.

## 5.4.2 Methodology for analysing non-financial risks and challenges

This report sets out CNP Assurances' CSR approach by looking at its main non-financial risks and challenges. It contains examples of initiatives carried out throughout the Group, and was drafted in accordance with the provisions of Order 2017-1180 of 19 July 2017 and the Decree of 9 August 2017 (transposition of directive 2014/95/EU), which set out the content and scope of the new Non-Financial Performance Statement.

The analysis of the non-financial risk map carried out in 2020 meets the various requirements of the Non-Financial Performance Statement, and more particularly those set within each of the five categories of information, namely social consequences, environmental consequences, respect for human rights, fight against corruption and tax evasion.

Risks and opportunities not included in the Non-Financial Performance Statement were deemed not to be priorities after the analysis. This refers to combating food waste and food insecurity, respect for animal welfare and responsible, equitable and sustainable nutrition commitments, all of which are listed in Article L.225-102-1 of the French Commercial Code but which are not considered material for CNP Assurances' business.

## 5.4.3 Non-financial data collection process

### Guidelines and definition

Non-financial indicators and reporting processes have been defined for all Group entities. These processes serve as a reference for the various people involved in preparing this section at CNP Assurances and at all subsidiaries. They describe the issues, roles, indicators and data collection processes, as well as the main risks identified and the system for controlling and managing these risks.

### Scope

Unless otherwise stated, the indicators presented in the Non-Financial Performance Statement cover all fully consolidated entities of the CNP Assurances Group (excluding branches, CNP Vita Assicura, CNP Vita Assicurazione, CNP Vita and CNP Europe Life which have not been included in the scope). The scope thus covers CNP Assurances, CNP Caution, MFPrévoyance, CNP Luxembourg, CNP Partners, CNP Assurances Compañía de Seguros, CNP Seguros Holding Brasil, Caixa Vida e Previdência, CNP UniCredit Vita, CNP Cyprus Insurance Holding, CNP Santander Insurance and their consolidated subsidiaries. The Group's greenhouse gas emissions do not include those of CNP Vita Assicura, CNP Vita Assicurazione, CNP Vita, CNP Europe Life and CNP Luxembourg, which are not material at the Group level.

In the extra-financial performance statement and unless otherwise stated, the term "CNP Assurances" covers the legal entities CNP Assurances and CNP Caution and the term "Group" covers the entities mentioned above, i.e. 96% of the Group's employees at 31 December 2021.

Indicators for fully consolidated subsidiaries are presented on a 100% basis.

### Reporting period

The flow indicators cover the period from 1 January 2021 to 31 December 2021; the stock indicators are as of 31 December 2021. For the energy consumption of CNP Assurances' owner-occupied properties (electricity, heating, district heating, gas and fuel oil) and services provided taken into account in the carbon footprint, flows are measured over a 12-month period from 1 November 2020 to 31 October 2021.

### Historical data and change in scope

The scope of consolidation is broadly unchanged compared with 2020. However, slight variations in scope can appear when indicators were not provided for an affiliate or subsidiary in 2020, but have been in 2021.

## Reporting, control and consolidation method

Non-financial indicators are collected from operating departments, site by site when necessary. CSR reporting is performed in part with the help of accounting consolidation software.

CSR officers have been appointed for each entity. They prepare the first level of consolidation within the entity concerned. Validators check the data from their entities. The CNP Assurances Corporate Social Responsibility department is responsible for overall consolidation and carries out consistency checks on all the information collected from these CSR officers.

Introducing non-financial reporting in 2006 has led to a steady improvement in the quality of non-financial data,. A collaborative web platform dedicated to collecting non-financial indicators was set up in 2015. The consolidated ratios at Group level are calculated from the ratios of each subsidiary weighted by the number of employees.

## Verification by an independent third party

An independent third party undertook work to verify:

- the compliance of the Statement with the provisions of Article R.225-105 of the French Commercial Code;
- the fairness of the information provided pursuant to paragraph 3 sections I and II of Article R.225-105 of the French Commercial Code, namely the results of policies including key performance indicators and initiatives relating to the main risks.

The indicators associated with the main environmental, social and governance (ESG) risks and challenges identified as relevant to CNP Assurances, identified, were the subject of detailed testing (identified by a ✓). Other required items, such as the presentation of the business model and the methodology used to identify ESG risks and opportunities together with the policies in place to manage them, were also subject to checks.

## Limitations to the completeness and reliability of information

The definition of certain social indicators may differ slightly from one country to another. The guidelines were deployed in 2014 in foreign subsidiaries, and certain definitions, such as those for absenteeism, training and remuneration, were harmonised from one subsidiary to the next. However, the consolidated indicators used are consistent and material.

The scope for water and energy use in France includes the facilities in Paris, Angers and Arcueil, but excludes regional offices (1,800 sq.m.); this corresponds to 94% of CNP Assurances' employees.

Estimates have been used for certain environmental data where more exact information is not available (for instance when consumption is included in the rental charges). This applies in particular to water and energy consumption data for buildings, which are sometimes estimated on a pro-rata basis, based on the number of square metres (Arcueil site).

# 5.5 Report by the independent third party, on the consolidated non-financial information statement NFPS

*This is a free translation into English of the independent third-party's report issued in French and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

**To the Shareholders,**

In our capacity as independent third party, member of the Mazars network, Statutory Auditor of CNP Assurances, accredited by COFRAC under number 3-1058 (whose scope is available at www.cofrac.fr), we carried out our work in view of providing a reasoned opinion expressing a limited assurance conclusion on historical information (actual or extrapolated) contained in the consolidated non-financial information statement prepared in accordance with the entity's procedures (hereinafter the "Guidelines") for the year ended 31 December 2021 (hereinafter the "Information and the "Statement" respectively), voluntarily included in the Group management report pursuant to the legal and regulatory requirements of Articles L.225-102-1, R.225-105 and R.225–105-1 of the French Commercial Code (*Code de commerce*).

## Conclusion

Based on our work, as described in the section "Nature and scope of our work", and the information collected, nothing has come to our attention that causes us to believe that the non-financial information statement is not in accordance with the applicable regulatory provisions and that the Information, taken as a whole, is not presented fairly and in accordance with the Guidelines.

## Preparation of the non-financial information statement

The lack of a generally accepted and commonly used reference framework or established practice on which to base the assessment and measurement of the Information allows for the use of different, but acceptable, measurement techniques that may affect comparability between entities and over time.

Therefore, the Information should be read and understood with reference to the Guidelines, the main elements of which are presented in the Statement and available on request from the entity's head office.

## Limitations inherent in the preparation of the Information

As explained in the Statement, the Information may be subject to uncertainty inherent in the state of scientific or economic knowledge and the quality of external data used. Certain information presented in the Statement is sensitive to methodological choices, assumptions and/or estimates made in its preparation.

## The entity's responsibility

The Board of Directors is responsible for:

- selecting or setting appropriate criteria for the preparation of the Information;
- pursuant to legal and regulatory requirements, preparing the Statement, which must include a presentation of the business model, a description of the principal non-financial risks, a presentation of the policies implemented in light of those risks, the outcome of said policies, including key performance indicators, and the information provided for in Article 8 of Regulation (EU) 2020/852 (Green Taxonomy);
- implementing the internal control procedures it deems necessary for the preparation of information that is free of material misstatement, whether due to fraud or error.

The Statement has been prepared by applying the aforementioned Guidelines of the entity.

## Responsibility of the independent third party

On the basis of our work, our responsibility is to provide a report expressing a limited assurance conclusion on:

- the compliance of the Statement with the provisions of Article R.225-105 of the French Commercial Code;
- the fairness of the historical information (whether observed or extrapolated) provided in reference to paragraph 3, sections I and II of Article R.225-105 of the French Commercial Code, namely the results of policies including key performance indicators and initiatives relating to the main risks.

As it is our responsibility to express an independent opinion on the Information as prepared by management, we are not authorised to be involved in the preparation of the Information as this could compromise our independence.

It is not our responsibility to comment on:

- the entity's compliance with other applicable legal and regulatory provisions (in particular in relation to the information provided for in Article 8 of Regulation (EU) 2020/852 (Green Taxonomy), the French duty of care law and anti-corruption and tax evasion legislation;
- where applicable, the truthfulness of the information provided for in Article 8 of Regulation (EU) 2020/852 Green Taxonomy);
- the compliance of products and services with the applicable regulations.

## Regulatory provisions and applicable French professional standards

The work described below was performed in accordance with the provisions of Article A. 225-1 *et seq.* of the French Commercial Code, as well as with the professional guidance of the French Institute of Statutory Auditors ("CNCC") applicable to such engagements that serve as verification, as well as with ISAE 3000 (revised):

## Independence and quality control

Our independence is defined by the requirements of Article L.822-11 of the French Commercial Code and the French code of ethics (*Code de déontologie*) of Statutory Auditors. In addition, we have implemented a system of quality control including documented policies and procedures regarding compliance with applicable legal and regulatory requirements, the ethical requirements, and the French professional standards for Statutory Auditors applicable to such engagements.

## Means and resources

Our work was carried out by a team of four people between October 2021 and February 2022 and took a total of six weeks.

We conducted around ten interviews with the people responsible for preparing the Statement, in charge, in particular, of CSR, human resources, term creditor insurance, investment, customer experience, information systems, procurement and working environment.

## Nature and scope of our work

We planned and performed our work taking into account the risks of material misstatement of the Information.

- We believe that the work carried out, based on our professional judgement, is sufficient to provide a basis for our limited assurance conclusion:
- we reviewed the activities of all of the entities included in the scope of consolidation and the description of the main risks;
- we assessed the suitability of the criteria of the Guidelines with respect to their relevance, completeness, reliability, neutrality and understandability, with due consideration of industry best practices, where appropriate;
- we checked that the Statement covers each category of information required by Article L. 225-102-1 (III) with respect to corporate and environmental matters and with respect to human rights and the fight against corruption and tax evasion;
- we verified that the Statement includes each category of information set out in Article R.225-105 II when it is relevant to the key risks and includes, where applicable, explanation for the absence of the information required under Article L.225-102-1 III, 2;
- we verified that the Statement presents the business model and the key risks associated with all of the consolidated entities' activities, including where relevant and proportionate, the risks associated with their business relationships, their products or services, as well as their policies, measures and the outcomes thereof, including key performance indicators;
- we referred to documentary sources and conducted interviews to:
  - assess the process for selecting and validating the key risks and the consistency of the outcomes, including the key performance indicators used with respect to the principal risks and the policies presented, and

  - corroborate the qualitative information (measures and outcomes) that we considered to be the most important presented in Appendix 1. The work was conducted at the level of the consolidating entity and a selection of entities[(1)];
- we verified that the Statement covers the scope of consolidation, i.e., all the consolidated entities in accordance with Article L. 233-16 of the French Commercial Code with the limits specified in the Statement;
- we obtained an understanding of the internal control and risk management procedures implemented by the entity and assessed the collection process aimed at ensuring the completeness and fairness of the Information;
- for the key performance indicators and other quantitative outcomes that we considered to be the most important, presented in Appendix 1, we implemented:
  - analytical procedures to verify the proper consolidation of the data collected and the consistency of any changes in those data,
  - tests of details, using sampling techniques or other selection methods, in order to verify the proper application of the definitions and procedures and reconcile the data with the supporting documents. This work was carried out with a selection of contributing entities[(1)] and covers between 52% and 100% of the consolidated data selected for these tests;
- we assessed the overall consistency of the Statement based on our knowledge of the entity and all the consolidated entities[(1)].

The procedures performed for a limited assurance engagement are less extensive than those required for a reasonable assurance engagement carried out in accordance with professional standards applicable in France; a higher level of assurance would have required us to carry out more extensive procedures.

The independent third party

Mazars SAS

Paris La Défense, 3 March 2022

| Edwige REY | Jean-Claude Pauly |
| --- | --- |
| Partner CSR & Sustainable Development | Partner |

*(1) CNP Assurances France*

## Appendix 1: Information considered the most important

### Quantitative indicators including key performance indicators

- Carbon footprint (services, business travel and electricity)
- Carbon footprint of the real estate portfolio
- Term creditor insurance rejection rate
- Number of training hours
- Turnover rate
- Percentage of employees trained in the GDPR
- User account certification rate
- Total responsible assets under management (of which SRI label funds and funds with other ESG approaches) - SRI, Greenfin, other ESG approaches
- Corporate income tax in France
- Percentage of employees who have received anti-corruption training
- Percentage of employees trained in AML-CFT
- Net Promoter Score
- Unit-linked assets with a sustainable finance label
- Percentage of female senior executives
- Absenteeism rate, excluding maternity leave

## 5.6 Glossary

**Adaptation to climate change** The process of adjusting to current and expected climate change and its effects.

**ADEME:** French Environment and Energy Management Agency

**AF:** Anti-fraud

**AML-CFT:** Anti-Money Laundering and Combating the Financing of Terrorism

**ANSSI:** French National Information Systems Security Agency

**BEPS:** Base Erosion and Profit Shifting

**BREEAM:** Building Research Establishment Environmental Assessment Method

**CET:** Time savings account

**Climate change mitigation** The process of containing the rise in global average temperature to well below 2°C and continuing action to limit it to 1.5°C compared to pre-industrial levels, as set out in the Paris Agreement.

**CNIL:** French National Commission for Data Processing and Liberties

**CRS:** Common Reporting Standard

**CSR:** Corporate Social Responsibility.

**DAC:** Directive for Administrative Cooperation

**DPO:** Data protection officer

**EET:** Energy and environmental transition

**ESAT:** Sheltered workshops

**ESG:** Environment, social and governance

**FATCA:** Foreign Account Tax Compliance Act

**FATF:** Financial Action Task Force

**FFA:** French Insurance Federation

**Financial product promoting environmental or social characteristics (Article 8 of the SFDR):** Investment vehicle or contract promoting, among other characteristics, environmental or social characteristics, or a combination of those characteristics, provided that the companies in which the investments are made follow good governance practices (sound management, relationship with employees and compliance with tax obligations).

**Financial product with a sustainable investment objective (Article 9 of the SFDR):** Investment vehicle or contract investing in economic activities that contribute to an environmental objective, and/or a social objective, and/or human capital and/or economically or socially disadvantaged communities, provided that these investments do not cause significant harm to any of those objectives and that the companies in which the investments are made follow good governance practices (sound management, relationship with employees and compliance with tax obligations).

**Frequency rate of workplace accidents:** number of workplace accidents per million hours worked in the Company

**FSC:** Forest Stewardship Council

**GDPR:** General Data Protection Regulation

**GHG:** Greenhouse gas

Global Compact: An initiative of the United Nations launched in 2000 to encourage companies to adopt socially responsible behaviour by making a commitment to integrate and promote several principles relative to human rights, labour law, environmental protection and the fight against corruption

**HATVP:** French Transparency in Public Life Agency

**HQE:** High environmental quality

**HRPA:** Human resources planning agreement

**HSE:** Health, Safety and Environment

**HSWCC:** Health, Safety and Working Conditions Commission

**IEA:** International Energy Agency

**ILO:** International Labour Organization

**IPBES:** Intergovernmental Science-Policy Platform on Biodiversity and Ecosystem Services

**IPCC:** Intergovernmental Panel on Climate Change

**ISSM:** Information systems security manager

**KIID:** Key Investor Information Document

**LGBT:** Lesbian, gay, bisexual and transgender

**MAN:** Mandatory annual negotiations

**MEDEF:** French business confederation

**Negative impacts on sustainability:** The negative impact of an investment decision on a sustainability factor, i.e. an environmental, social or governance issue

**NFPS:** Non-financial Performance Statement

**NZAOA:** Net-Zero Asset Owner Alliance

**OECD:** Organisation for Economic Co-operation and Development

**ORSE:** Observatory of Corporate Social Responsibility

**Paris Agreement:** International agreement on global warming adopted in December 2015 by 195 states at the Paris Climate Change Conference (COP21). The agreement calls for global warming to be kept well below 2°C compared to pre-industrial levels by 2100, and for continued action to limit the rise in temperature to 1.5°C.

**PD:** Personal data

**PEFC:** Programme for the Endorsement of Forest Certification

**PERCO:** Group retirement savings plan

**Permanent contracts:** Permanent contracts or permanent workforce

**PRI:** Principles for Responsible Investment

**PSI:** Principles for Sustainable Insurance

**PSR:** Psychosocial risks

**QWL:** Quality of Work Life

**SDG:** Sustainable Development Goals

**SEC:** Social and Economic Committee

**SFDR:** Sustainable Finance Disclosure Regulation

**Shareholder engagement:** Exercise of voting rights at general meetings of listed companies and dialogue with the management of listed companies on environmental, social and governance (ESG) issues.

**SRI:** Socially responsible investment.

**SSE:** Social and solidarity economy

**Stakeholders:** Natural or legal persons: a) that may be significantly impacted by the organisation's business, products and/or services, and/or b) whose actions are likely to influence the organisation's ability to successfully implement its strategy and achieve its objectives

**Sustainability risk:** An environmental, social or governance event or situation that, if it occurs, could have an actual or potential material adverse impact on the value of an investment.

**Taxonomy-aligned economic activity:** An economic activity qualifies as taxonomy-aligned if that activity:

- is taxonomy-eligible, i.e. mentioned in the delegated acts of the Taxonomy Regulation;
- contributes substantially to one or more of the environmental objectives;
- does not cause significant harm to any of the environmental objectives;
- is exercised in compliance with certain minimum safeguards;
- complies with the technical criteria of the delegated acts of the Taxonomy Regulation.

**Taxonomy-eligible economic activity:** An economic activity qualifies as taxonomy-eligible if it is mentioned in the delegated acts of the Taxonomy Regulation.

**TCFD:** Task Force on Climate-related Financial Disclosure

**Traditional savings contract:** In a life insurance contract, an investment vehicle whose guarantees are expressed in euros and which may give rise to policyholder participation

**UCITS:** Undertaking for Collective Investment in Transferable Securities

**UNEP FI:** United Nations Environment Programme Finance Initiative.

**Unit-linked contracts:** In a life insurance contract, an investment vehicle, other than a traditional savings contract, represented by units or shares of an investment fund or other assets allowed by the insurance code acquired by the insurer. The value of guarantees in unit-linked contracts may rise or fall depending on trends in the financial markets.

## 5.7 Cross-reference table for the Non-Financial Performance Statement NFPS

| Theme | Corresponding section in the report |
|---|---|
| Presentation of the Company business model | 1.4 Our business model |
| Description of the main non-financial risks associated with its operations | 5.3 Non-financial risks and challenges |
| Description of the policies applied by the Company to prevent, identify and mitigate the occurrence of non-financial risks | 5.3 Non-financial risks and challenges |
| Outcomes of those policies, including key performance indicators | 5.3 Non-financial risks and challenges |
| Upholding human rights | 5.3.3.4 Respect human rights |
| Collective agreements concluded within the Company | 5.3.2.2 Offer favourable working conditions |
| Measures taken to promote the employment and integration of people with disabilities | 5.3.2.2 Offer favourable working conditions |
| Initiatives to fight discrimination and promote diversity | 5.3.2.2 Offer favourable working conditions |
| Fighting corruption and tax evasion | 5.3.1.4 Ensure good business ethics |
| Climate change | 5.3.4.1 Fight climate change |
| Protecting biodiversity | 5.3.4.2 Protect biodiversity |
| Pollution | 5.3.4.3 Reduce environmental footprint |
| Circular economy | 5.3.4.3 Reduce environmental footprint |
| Initiatives to combat food waste | 5.3.4.3 Reduce environmental footprint |
| Subcontractors and suppliers | 5.3.3.2 Be a responsible purchaser |
| CNP Assurances' sustainable development commitments | 5.3.1.1 Keep pace with social and societal developments |
| Fight against food insecurity, respect for animal welfare, responsible, fair and sustainable food | Considered not material for the activity of the CNP Assurances Group |

# 5.8 Cross-reference table with the Task Force on Climate-related Financial Disclosures (TCFD) TCFD

| TCFD recommendations | | Corresponding section in this or any other document published by CNP Assurances |
|---|---|---|
| TCFD **Governance** | Board of Directors' view of the risks and opportunities related to climate change | Policy for integrating sustainability risks into investment decisions<br>Sustainable Investment Report |
| | Role of management in the assessment of risks and opportunities related to climate change | Policy for integrating sustainability risks into investment decisions<br>Sustainable Investment Report |
| TCFD **Strategy** | Risks and opportunities related to climate change identified in the short, medium and long term | Sustainable Investment Report |
| | Impacts of these risks and opportunities on organisation, strategy and financial planning | Policy for integrating sustainability risks into investment decisions<br>Sustainable Investment Report |
| | Potential impact of various scenarios, including the 2°C scenario, on organisation, strategy and financial planning | Sustainable Investment Report |
| TCFD **Risk management** | Methods used to identify and assess climate risk | 5.3.4.1 Fight climate change<br>Sustainable Investment Report |
| | Methods used to manage climate risk | 5.3.4.1 Fight climate change<br>Policy for integrating sustainability risks into investment decisions<br>Sustainable Investment Report |
| | Inclusion of climate risk identification, assessment and management processes in the overall risk management process | 5.3.4.1 Fight climate change<br>Policy for integrating sustainability risks into investment decisions<br>Sustainable Investment Report |
| TCFD **Indicators and targets** | Metrics used to assess the risks and opportunities related to climate change as part of the strategy and the management of Company risks | 5.3.4.1 Fight climate change<br>Sustainable Investment Report |
| | Greenhouse gas emissions (scopes 1, 2 and 3 if necessary) and related risks | 5.3.4.1 Fight climate change<br>Sustainable Investment Report |
| | Targeted objectives for managing the risks and opportunities related to climate change | 5.3.4.1 Fight climate change<br>Policy for integrating sustainability risks into investment decisions<br>Sustainable Investment Report |

# 5.9 Information about the Taxonomy Regulation NFPS

The Taxonomy Regulation – Regulation (EU) 2020/852 of 18 June 2020 – establishes the criteria for determining whether an economic activity qualifies as environmentally sustainable. According to this regulation, environmental objectives are:

1. climate change adaptation;
2. climate change mitigation;
3. the sustainable use and protection of water and marine resources;
4. the transition to a circular economy;
5. pollution prevention and control;
6. the protection and restoration of biodiversity and ecosystems.

For 2021, only the first two environmental objectives are applicable.

An economic activity qualifies as sustainable or environmentally aligned within the meaning of the Taxonomy Regulation if that activity:

- is taxonomy-eligible, i.e. mentioned in the delegated acts of the Taxonomy Regulation;
- contributes substantially to one or more of the environmental objectives;
- does not cause significant harm to any of the environmental objectives;
- is exercised in compliance with certain minimum safeguards;
- complies with the technical criteria of the delegated acts of the Taxonomy Regulation.

In compliance with Article 8 of the Taxonomy Regulation, as supplemented by Delegated Regulation (EU) 2021/2178 of 6 July 2021, CNP Assurances discloses below the manner and extent to which the company's activities are associated with economic activities qualifying as environmentally sustainable. From financial year 2021, the Taxonomy Regulation requires insurers to report, in particular:

- the proportion of taxonomy-eligible non-life gross premiums written[1];
- the proportion of investments in taxonomy-eligible economic activities.

From 2023 onwards, the information on taxonomy-eligible activities will be supplemented by information on taxonomy-aligned activities.

CNP Assurances has made every effort to publish information required under the Taxonomy Regulation, based on current legislation and on exchanges with other insurance companies for a shared interpretation of the legislation. However, given the complexity of the Taxonomy Regulation, the information published by CNP Assurances will be further clarified in future publications.

The Group's strategy to contribute to the development of economic activities qualifying as environmentally sustainable is presented in:

- section 5.3.1.2 – Integrate ESG issues into the insurance business;
- section 5.3.3.1 – Integrate ESG issues into the investment business;
- section 5.3.4.1 – Fight climate change;
- section 5.3.4.2 – Protect biodiversity;
- section 5.3.4.3 – Reduce environmental footprint.

## 5.9.1 Underwriting indicators

The underwriting indicators cover the environmental objective of climate change adaptation. They cover the scope of non-life insurance and are based on the following methodology:

- the non-life gross premiums written relate to the 12 non-life business lines within the meaning of the Solvency II Directive: a) fire and other damage to property insurance; b) other motor vehicle insurance; c) marine, aviation and transport insurance; d) medical expense insurance; e) income protection insurance; f) workers' compensation insurance; g) motor vehicle liability insurance; h) assistance; i) general liability insurance; j) credit and surety insurance; k) legal expenses insurance; and l) miscellaneous financial losses;
- the gross written premiums of the business lines mentioned in the delegated acts of the Taxonomy Regulation relate to the eight business lines mentioned in 10.1 of Annex II of the delegated acts of the Taxonomy Regulation: (a) fire and other damage to property insurance; (b) other motor vehicle insurance; (c) marine, aviation and transport insurance; (d) medical expense insurance; (e) income protection insurance; (f) workers' compensation insurance; (g) motor vehicle liability insurance; and (h) assistance;
- the gross written premiums of the business lines that can offer explicit insurance cover against climate hazards relate to the following three business lines, in accordance with the market position adopted by the French Insurance Federation (Fédération française de l'assurance): a) fire and other property damage insurance; b) other motor vehicle insurance; c) marine, aviation and transport insurance

(1) *The Taxonomy Regulation requires insurers to publish gross written premiums. As a reminder, the Group's reported premium income is based on gross earned premiums;*

| | Regulatory reporting | | |
|---|---|---|---|
| Indicator | 2021 amount (in € billion) | 2021 amount as % of non-life gross premiums written | Scope |
| Non-life gross premiums written | €1.4 billion | 100% | Group |
| Gross written premiums of the business lines mentioned in the delegated acts of the Taxonomy Regulation | €1.1 billion | 77% | Group |
| Gross written premiums of business lines that can provide explicit insurance cover against climate hazards | €0.2 billion | 14% | Group |

**For the Group, the share of taxonomy-eligible non-life gross premiums written was 14% in 2021.**

## 5.9.2 Investment Indicators

Investment indicators cover the environmental objectives of climate change adaptation and mitigation. They concern the non unit-linked and unit-linked assets and are based on the following methodology:

- investments correspond to insurance investments net of derivative liabilities as presented in the CNP Assurances Group's IFRS consolidated balance sheet, to which are added unrealised gains on investment property and securities classified as held-to-maturity (HTM);
- all sovereign bonds, including green and sustainable bonds, are considered taxonomy-non-eligible;
- the following are considered as companies not required to publish non-financial information: non-listed European companies and non-European companies.

In accordance with Article 8(4) of Delegated Regulation (EU) 2021/2178 of 6 July 2021, investment indicators for taxonomy-eligible economic activities should be based on the most recent information published by counterparties. Due to the late, incomplete or inconsistent nature of the information on the Taxonomy Regulation published to date by the companies or funds in which CNP Assurances has invested, the Group publishes separately:

- regulatory reporting without an estimate of taxonomy eligibility and non-eligibility, in which:
  - the following are considered taxonomy-eligible: real estate and forests held by CNP Assurances for operational or investment purposes, as economic activities mentioned in Annexe I-1 and Annex II-7 of the delegated acts of the Taxonomy Regulation,
  - no investment can be considered taxonomy-non-eligible without an estimate
- voluntary reporting with an estimate of taxonomy eligibility and non-eligibility, in which:
  - the following are considered taxonomy-eligible:
  - real estate and forests held by CNP Assurances for operational or investment purposes, as economic activities mentioned in Annexe I-1 and Annex II-7 of the delegated acts of the Taxonomy Regulation,
  - equities and bonds, held directly or *via* funds, of companies required to publish non-financial information, up to the percentage of their turnover derived from taxonomy-eligible economic activities. These percentages are determined by the data provider Sequantis by cross-referencing the NACE codes of portfolio companies with the economic activities mentioned in the delegated acts of the Taxonomy Regulation. At this stage and given the limited information on the Taxonomy Regulation published by companies, green or sustainable corporate bonds are not treated differently from other corporate bonds,
  - the following are considered taxonomy-non-eligible:
  - equities and bonds, held directly or *via* funds, of companies required to publish non-financial information, up to the percentage of their turnover derived from taxonomy-non-eligible economic activities. These percentages are determined by the data provider Sequantis by cross-referencing the NACE codes of portfolio companies with the economic activities not mentioned in the delegated acts of the Taxonomy Regulation. At this stage and given the limited information on the Taxonomy Regulation published by companies, green or sustainable corporate bonds are not treated differently from other corporate bonds,

| | Regulatory reporting | | Voluntary reporting | | |
|---|---|---|---|---|---|
| Indicator | 2021 amount (in € billion) | 2021 amount as % of investments | 2021 amount (In € billion) | 2021 amount as % of investments | Scope |
| Investments | €442.9 billion | 100% | €442.9 billion | 100% | Group |
| Investments in sovereign bonds | €142.7 billion | 32% | €142.7 billion | 32% | Group |
| Investments in derivatives | €(0.2) billion | 0% | €(0.2) billion | 0% | Group |
| Investments in companies not required to publish non-financial information | €82.2 billion | 19% | €82.2 billion | 19% | Group |
| Investments in taxonomy-non-eligible economic activities | €0.0 billion | 0% | €74.3 billion | 17% | Group |
| Investments in taxonomy-eligible economic activities | €21.0 billion | 5% | €69.4 billion | 16% | Group |
| Investments not allocated | €197.3 billion[1] | 45% | €74.6 billion[2] | 17% | Group |

**At end-2021, the Group's share of investments in taxonomy-eligible economic activities was:**

- 5% excluding estimated data;
- and 16% including data estimated by the data provider Sequantis.

*(1) Investments not allocated in regulatory reporting correspond to investments and/or subsidiaries for which CNP Assurance does not have sufficiently accurate published data to allocate them to the various categories mentioned in the table, in particular a) equities and bonds, held directly or through funds, of companies required to publish non-financial information b) non-look-through funds c) all investments of CNP Vita Assicura and CNP Vita Assicurazione whose acquisition from Aviva was finalised at the end of 2021*

*(2) investments not allocated in voluntary reporting correspond to investments and/or subsidiaries for which CNP Assurance does not have sufficiently precise data to allocate them to the various categories mentioned in the table, in particular a) non-look-through funds b) all investments of CNP Vita Assicura and CNP Vita Assicurazione, whose acquisition from Aviva was finalised at the end of 2021.*

# Chapter 6

# 6

# Corporate governance AFR

# 6.1 Governance structure

French company law sets the general framework for the governance structure of listed companies, which are free to decide the details of their governance.

CNP Assurances' governance structure and the organisation of its governing bodies (the Board of Directors and Executive Management) and their areas of expertise are largely governed by the Company's Articles of Association and the Board of Directors' internal rules. CNP Assurances complies with the legal and regulatory standards that apply due to its status as an insurance undertaking and a listed company, particularly the Solvency II Directive.

The allocation of duties and responsibilities within the Company was adapted as follows, to pave the way for the introduction of Solvency II governance requirements:

- two people are effectively responsible for running the undertaking and four senior executives are in charge of key corporate functions (internal audit, actuarial analysis, risk management and compliance);
- the Board of Directors has adopted written policies and prepares reports intended for France's banking and insurance supervisor (ACPR) or the general public;
- oversight of compliance with fit and proper requirements has been stepped up for people who have a key role within CNP Assurances (directors, persons who effectively run the business or perform other key functions).

CNP Assurances applies the recommendations in the AFEP-MEDEF Corporate Governance Code for Listed Companies and the guidelines issued by the AMF[1].

Any instances of non-compliance with the Code are listed and explained in this Corporate Governance Report in accordance with the "comply or explain" principle laid down in Article L.22-10-10, paragraph 4 of the French Commercial Code (*Code de commerce*).

Close attention is also paid to regulatory guidance, rating agency opinions and the recommendations of shareholder advocacy groups.

## 6.1.1 Allocation of duties and responsibilities

The positions of Chairman/Chairwoman of the Board of Directors and Chief Executive Officer have been separated at CNP Assurances since 10 July 2007.

Upon the appointment of Stéphane Dedeyan, the new CEO, the Board of Directors confirmed on 16 February 2021 that the principle of separation of the positions of Chairman/ Chairwoman and Chief Executive Officer would be maintained.

This governance structure separates the powers of Executive Management from those of the Board of Directors for the purpose of promoting long-term value creation by the Company and deciding the Group's strategy and overseeing its implementation. The Board of Directors examines all issues affecting CNP Assurances and decides all matters that concern it, in line with the corporate purpose and with the exception of those matters which, by law, can only be decided by Executive Management or by the shareholders at General Meetings.

The Board approves the financial statements of CNP Assurances and the consolidated financial statements of the Group, and obtains assurance concerning the quality and reliability of financial and other information given to shareholders and other stakeholders. It also obtains assurance concerning the effectiveness of the internal control and risk management systems. These three roles are fulfilled jointly with the members of Executive Management, who are responsible for preparing matters and proposals for submission to the Board for review and approval. The Board of Directors prepares the management report and the Corporate Governance Report, and validates the Own Risk and Solvency Assessment (ORSA), the Solvency and Financial Condition Report (SFCR), the Regular Supervisory Report (RSR) and the Company's documented Solvency II policies.

The Board fulfils other specific roles, such as authorising related-party agreements governed by Article L.225-38 of the French Commercial Code, appointing executive directors, assessing their performance and determining their remuneration, allocating among Board members the remuneration awarded to the Board by the General Meeting and calling General Meetings.

The membership of the Board of Directors is balanced in terms of gender and comprises a mix of executive and independent directors with a range of skills and experience aligned with the Company's specific ownership structure. Women accounted for 53.33% of Board members on 16 February 2022.

At 16 February 2022, the Board of Directors had 17 members, including two directors representing employees as required by Article L.225-27-1 of the French Commercial Code.

In 2021, in accordance with their terms of reference, the five Committees of the Board (the Audit and Risk Committee, the Strategy Committee, the Remuneration and Nominations Committee, the Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships and the Special Committee) examined the technical issues that are a feature of the business in order to help to prepare and to facilitate the Board's decisions. The Committees' work during the year was carried out in the specific context of the simplified takeover bid announced by La Banque Postale on 28 October 2021.

The representatives of the Group's various corporate departments and CNP Assurances' key functions (the Finance, Human Resources, the General Secretariat, Investment, Customer Experience and Information Systems, Risk, Compliance, Audit, Technical and Innovation, Communications and Sponsorship and Strategic Transformation departments) and the various business units provide valuable support to the Board Committees, including explaining specific technical points and giving an overview of sales, accounting, actuarial and financial and non-financial data.

The Statutory Auditors attend all meetings of the Board of Directors and of the Audit and Risk Committee. They also meet with the Audit and Risk Committee members at least once a year without the executive directors and employee representatives of CNP Assurances being present.

The Board of Directors delegates to the Chief Executive Officer certain powers to implement decisions of the Board and from the General Meeting.

(1) *AMF recommendation DOC-2012-02 (updated on 5 January 2022) presents in a single document all the recommendations applicable to companies that refer to the AFEP-MEDEF Corporate Governance Code*

The Board of Directors' prior approval of certain strategic transactions, such as material business acquisitions, must be obtained by the Chief Executive Officer before any decision is made.

The Board's powers are exercised alongside those of the General Meeting, which has sole authority to elect directors, approve the annual and consolidated financial statements, authorise share issues or cancellations, and amend the Company's Articles of Association.

The Board of Directors takes a consensus-based approach in compliance with the Company's Articles of Association, the social and environmental challenges and ethical standards and corporate values, as well as with all applicable laws and regulations.

To ensure the quality of the Board's governance while encouraging the transmission of knowledge and experience to new directors, directors' terms are staggered.

## 6.1.2 Separation of the positions of Chairman/Chairwoman and Chief Executive Officer

The positions of Chairman/Chairwoman of the Board of Directors and Chief Executive Officer have been separated at CNP Assurances since 10 July 2007.

This governance method ensures a clear distinction between the Board's strategic planning, decision-making and oversight roles and Executive Management's role as the body responsible for running the business.

The recommendations of the AFEP-MEDEF Corporate Governance Code and AMF guidelines encourage companies that have opted to separate the positions of Chairman/Chairwoman of the Board of Directors and Chief Executive Officer to specify the Chairman/Chairwoman's duties in detail.

In line with these recommendations, the Board of Directors has drawn up an explicit description of the Chairman/Chairwoman's role and responsibilities.

His/her role does not exclusively concern the Board's organisation and practices. The Board's internal rules state that he/she may represent the Company in its public relations, notably with major partners or government authorities, at national or international level.

### Respective roles of the Chairwoman and the Chief Executive Officer

#### Chairwoman

Since 31 July 2020, the Board of Directors has been chaired by Véronique Weill.

The role and responsibilities of the Chairwoman as defined in the French Commercial Code include responsibility for:

- calling meetings of the Board of Directors and setting the agenda;
- chairing meetings of the Board of Directors;
- chairing General Meetings called by the Board of Directors;
- determining the confidential information presented at Board Meetings that will be subject to the directors' duty of discretion; and
- submitting related-party agreements and commitments to the Board for approval and informing the Statutory Auditors of these agreements.

The Chairwoman ensures that the Board members respect the roles and prerogatives of Executive Management.

She makes sure the Board of Directors is kept permanently informed of all of the Company's activities and performances.

The Chairwoman organises and leads the work of the Board of Directors, calling meetings at least four times per year, or more frequently if warranted by circumstances. In 2021, fourteen board meetings were held as well as a directors' strategy seminar.

The Chairwoman oversees the transparency of decision-making processes, with a particular focus on the clarity, accuracy and completeness of information provided to the Board in respect of matters submitted for its decision.

The Chairwoman is closely involved in CNP Assurances' strategic management. She meets with the Chief Executive Officer every week (or more frequently if necessary) to receive information about material events and situations that concern the Company's strategy, organisation, major investment or divestment projects or other matters.

She may participate in internal strategy meetings chaired by the Chief Executive Officer, notably meetings to discuss the distribution agreements with the Group's main partners.

She chairs meetings of the Committee tasked with preparing Board decisions, which are also attended by the Chief Executive Officer and the Executive Committee members concerned. The topics covered by the Committee include:

- the annual budget;
- the annual and interim financial statements;
- written policies submitted for Board approval in accordance with Solvency II governance rules.

Prior to the Board meetings at which these topics are discussed, the Chairwoman receives the briefing documents needed to ensure that she fully understands the Company's risk exposure. To this end, she receives advance briefing documents from the Group Risk Committee and the Strategic Asset Allocation Committee, allowing her to discuss the topic concerned with the Chief Executive Officer prior to the Board meeting.

She receives copies of the audit reports as soon as they are issued. She may also commission special audits or ask for additional work to be included in the audit plan discussed by the Board of Directors.

The Chairwoman has broad and continuous access to necessary relevant information.

At the beginning of each year, she meets the heads of the various business units and corporate departments, to hold a free and frank discussion of their work and any issues that they may have identified and believe should be brought to her attention and conducts a series of initiatives to:

- maintain the quality of shareholder relations;
- guarantee Board diversity;
- propose a training programme to Board members.

## Chief Executive Officer

The Chief Executive Officer has the broadest powers to act in CNP Assurances' name in all circumstances, except for those powers specifically assigned to shareholders in General Meetings and to the directors in Board meetings.

The Board of Directors sets limitations on the powers of the Chief Executive Officer and delegates some of its powers to him[1].

The following decisions are subject to the prior approval of the Board of Directors:

- the issue of guarantees to secure the Company's commitments in excess of one hundred million euros (€100,000,000) per commitment[2];
- business acquisitions and disposals for amounts in excess of €10 million per transaction, whether they are carried out by CNP Assurances or by one of its direct or indirect subsidiaries. This threshold takes into account the price, the net debt of the target, any put options written or underwriting commitments granted by CNP Assurances and any off-balance sheet commitments. It does not apply to acquisitions and disposals of assets as part of the portfolio management process;
- business acquisitions and disposals for any amounts that are not part of the strategy decided by the Board of Directors, except for transactions carried out on an experimental basis;
- organic growth or internal restructuring operations qualified as having a major impact for the Group.

On 16 February 2022, the Board of Directors renewed the Chief Executive Officer's authorisations to:

- issue sureties, bonds and other guarantees in the Company's name for up to €100 million annually, or the equivalent in any foreign currency, covering the commitments of third parties in accordance with Article L.225-35, paragraph 4 of the French Commercial Code;
- issue, on one or several occasions, bonds or notes for a maximum of €2 billion placed in France or on an international market. The securities issued under this authorisation may be dated or undated and subordinated or unsubordinated, and may pay interest at a fixed or variable rate (or any other form of remuneration);
- buy back, on one or several occasions as required, at the prices and according to terms and conditions that he shall determine, bonds or notes issued by the Company, to be held or cancelled, in accordance with contractual provisions and the applicable laws and regulations. The maximum nominal amount of securities bought back pursuant to this authorisation may not exceed €1.5 billion or the equivalent of this amount in foreign currency or any other unit of account determined by reference to a basket of currencies;
- establish or unwind, on one or several occasions, hedging positions on bonds or notes issued or to be issued by CNP Assurances, in the form of swaps, including but not limited to currency swaps that convert the interest and principal into euros and interest rate swaps involving the exchange of interest streams. The maximum notional amount of the positions may not exceed €2 billion or the equivalent in foreign currency.

The Chief Executive Officer actively participates in Board meetings and keeps the Board abreast of the day-to-day management of CNP Assurances and all significant events affecting the Group. He helps devise and update the strategy decided by the Board.

Xavier Larnaudie-Eiffel, Deputy Chief Executive Officer and Partnerships and Business Development Director, has been designated as the second person effectively responsible for running CNP Assurances. In accordance with Article R.322-168 of the French Insurance Code (Code des assurances), he has broad responsibility for and authority over the Company's business and risks and is involved in strategic, budget, financial and other decisions that have a material impact.

*(1) These limitations on powers and financial authorisations are detailed in the appendix to the internal regulations, available on the CNP Assurances website, at https://www.cnp.fr/en/the-cnp-assurances-group/who-we-are/the-governance/corporate-governance*

*(2) In addition, the Chief Executive Officer is authorised to issue and sign commitments under which CNP Assurances acts as guarantor for its subsidiary CNP Caution in relation to commitments made by CNP Caution to its commercial partners. This authorisation relating to CNP Caution is limited to a maximum cumulative amount of eleven billion euros (€11,000,000,000), less the total amount of the guarantees issued by CNP Assurances in relation to commitments made by CNP Caution to its commercial partners which are still in place*

## 6.1.3 Executive Management procedures

The Chief Executive Officer is responsible for managing day-to-day operations. A key concern of Executive Management is to ensure that operations comply with the policies and strategies decided by the Board and that the link between strategy and shareholder value is maintained.

The Chief Executive Officer is assisted in his managerial and operational duties by the Deputy Chief Executive Officer (the second person who effectively runs the business) and by the members of the Executive Committee.

The Executive Committee leads the Group's operations and ensures that the strategy decided by the Board of Directors is implemented.

As of 16 February 2022, the Executive Committee comprised the Chief Executive Officer, the Deputy Chief Executive Officer and nine other senior executives.

The Executive Committee generally meets once a week. As well as acting in a strategic planning role, it coordinates and rolls out Group-level initiatives and monitors cross-functional projects. It combines a very broad range of technical, marketing, managerial and operational skills within an internal structure.

The Executive Committee discusses cross-functional and strategic management issues for final decision by the Chief Executive Officer. Periodic management indicators are used to track the Group's business.

The Committee reviews budgets, long-term business projections, financial statements, financial investment strategies and profit forecasts by business segment. It also reviews proposed acquisitions and the business plans of the main French and foreign subsidiaries.

It oversees the consistency of action plans implemented by the business units and subsidiaries. It monitors the Company's results and financial ratios and reviews the action plans to be implemented by the Company. It particularly focuses on ensuring the efficiency of internal control, internal audit and risk management systems, which are key drivers of good corporate governance.

Summary minutes are kept of each Executive Committee meeting.

The Chief Executive Officer holds regular meetings with the Group's main executives. Each participant is responsible for rolling down the information and discussion process to his or her level, for example by organising Management Committee meetings or meetings with team members.

The holders of the four key functions at Group level (risk management, compliance, actuarial and internal audit) report to the Chief Executive Officer.

They are regularly invited to participate in Board meetings to provide the Board with insight into the risks, responsibilities and challenges associated with these functions.

The Risk Management key function is run by the Group Risk department, which is responsible for coordinating the risk management system.

The department (i) applies the risk appetite defined in the Group's risk management strategy through risk policies and economic capital estimates; (ii) ensures that all risks are covered by the system and that the related surveillance measures are effective; (iii) rolls down the risk acceptance framework to the different businesses through such measures as underwriting policies, delegations of authority and investment guidelines and (iv) delivers a preliminary opinion on decisions with a significant impact on CNP Assurances' risk profile based on the four-eyes principle.

The Compliance key function is run by the Compliance department which detects, identifies, assesses and prevents the occurrence of compliance risks, and provides advice and guidance in the following main areas: (i) governance (existence of appropriate committees, verification of independent advisors' professional qualifications); (ii) business ethics (professional secrecy and confidentiality, prevention of insider trading, anti-bribery and corruption measures); (iii) policyholder protection (know-your-client procedures, duty of advice, policyholder information, complaint processing procedures); (iv) marketing practices (advertising, sales and marketing documents, alignment of products with target clients, policy marketing rules); (v) procedures to combat money laundering and the financing of terrorism; (vi) procedures to combat insurance fraud and (vii) protection of personal data.

The Actuarial key function is run by a dedicated department whose activities include coordinating technical reserve calculations and analysing the underlying assumptions. The Actuarial department also examines the measures taken in the areas of reinsurance and underwriting. The results of the actuaries' work, in terms of estimating the impact on the Company's earnings and risk profile, are systematically taken into account.

The Internal Audit key function is run by the Internal Audit department, which assesses the relevance and robustness of the Group's overall system of controls.

It also assesses the design and effectiveness of the risk management and internal control processes deployed in the audited activities or critical business processes, and, through monitoring, recommends quality and compliance improvements.

# 6.2 Board of Directors' governance practices and procedures

## 6.2.1 Composition of the Board of Directors as at 16 February 2022

**17 Directors**

**Nine directors recommended by La Banque Postale**

Yves Brassart
Bertrand Cousin(1)
Sonia de Demandolx(2)
Nicolas Eyt
François Géronde(1)
Philippe Heim(1)

La Banque Postale, represented by Perrine Kaltwasser

Christiane Marcellier(2)
Philippe Wahl(1)

**One director recommended by BCPE**

Laurent Mignon(1)

**Two directors representing employees**

Laurence Guitard
Chahan Kazandjian

**Five independent directors(3)**

Véronique Weill
Amélie Breitburd(1)
Marcia Campbell
Stéphane Pallez
Rose-Marie Van Lerberghe

### Other participants in Board Meetings:

**Stéphane Dedeyan**, Chief Executive Officer,
**Xavier Larnaudie-Eiffel**, Deputy Chief Executive Officer and second person effectively responsible for running CNP Assurances,
**Thomas Béhar**, Chief Financial Officer, member of the Executive Committee,
**Marie Grison**, Group General Secretary, member of the Executive Committee,
**Corinne Foy**, Secretary of the Board and **Ali Saou**, Economic and Social Committee representative

### Statutory Auditors:

**Frédéric Trouillard-Mignen** of PricewaterhouseCoopers Audit and **Jean-Claude Pauly** of Mazars

### Directors' profile
Overview of the Board of Directors

**53.33%** Proportion of women directors(4)

**33.33%** Proportion of independent directors(4)

**58** Average age

*(1) Directors whose appointment is subject to ratification or who are proposed for re-election at the Annual General Meeting of 22 April 2022*
*(2) Directors proposed by La Banque Postale who are neither employees nor corporate officers*
*(3) According to the AFEP-MEDEF Corporate Governance Code*
*(4) The two employee representative directors are not included for the purpose of calculating percentages, in accordance with Article 9.3 of the AFEP-MEDEF Corporate Governance Code and Article L.225-27-1 of the French Commercial Code.*

## PROVISIONAL SITUATION AS AT THE CLOSE OF THE 2022 ANNUAL GENERAL MEETING

| | PERSONAL INFORMATION | | | | EXPERIENCE | POSITION ON THE BOARD | | | | MEMBERSHIP OF BOARD COMMITTEES | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Age | Nationality | Gender | Number of shares* | Number of directorships of listed companies | Independence | First appointed | Current term expires | Years served on the Board | Audit and Risk Committee | Remuneration and Nominations Committee | Strategy Committee | Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships | Special Committee |
| **EXECUTIVE DIRECTOR** | | | | | | | | | | | | | | |
| **Véronique Weill** | 62 | FR | F | 500 | 3 | Yes | 2020 | 2025 | 1.72 | | • | ♦ | ♦ | ♦ |
| **DIRECTORS** | | | | | | | | | | | | | | |
| **Philippe Wahl** | 66 | FR | M | 200 | 1 | No | 1999 | 2026 | 14.99 | | • | | | |
| **Philippe Heim** | 54 | FR | M | - | 1 | No | 2020 | 2026 | 1.57 | | • | • | | |
| **Yves Brassart** | 61 | FR | M | 200 | 1 | No | 2020 | 2025 | 2.13 | | | • | | |
| **Bertrand Cousin** | 57 | FR | M | - | 1 | No | 2022 | 2026 | 0.18 | | | | | |
| **Sonia de Demandolx** | 45 | FR | F | 200 | 1 | No | 2020 | 2024 | 2.13 | | | | | |
| **Nicolas Eyt** | 45 | FR | M | 300 | 1 | No | 2021 | 2025 | 1.13 | • | | • | | |
| **François Géronde** | 53 | FR | M | 200 | 1 | No | 2020 | 2026 | 2.13 | | | | | |
| **Christiane Marcellier** | 65 | FR | F | 200 | 2 | No | 2020 | 2024 | 2.13 | | | | | |
| **(La Banque Postale) Perrine Kaltwasser** | 41 | FR | F | 200 | 1 | No | 2019 | 2025 | 2.57 | • | | | | |
| **Laurent Mignon** | 58 | FR | M | - | 3 | No | 2018 | 2026 | 3.94 | | • | | | |
| **Amélie Breitburd** | 53 | FR | F | - | 1 | Yes | 2021 | 2026 | 0.33 | • | | • | • | • |
| **Marcia Campbell** | 63 | UK | F | 750 | 1 | Yes | 2011 | 2024 | 11.16 | • | • | • | • | • |
| **Stéphane Pallez** | 62 | FR | F | 200 | 3 | Yes | 2011 | 2024 | 11.05 | ♦ | | • | • | • |
| **Rose-Marie Van Lerberghe** | 75 | FR | F | 200 | 3 | Yes | 2013 | 2025 | 8.57 | | ♦ | | • | • |
| **DIRECTORS REPRESENTING EMPLOYEES** | | | | | | | | | | | | | | |
| **Laurence Guitard** | 61 | FR | F | - | 1 | No | 2016 | 2025 | 5.98 | | • | | | • |
| **Chahan Kazandjian** | 54 | FR | M | - | 1 | No | 2021 | 2025 | 1.02 | | | | | • |

♦ *Chairwoman* • *Member*

* *Article 1.2 C) 3 of the Board of Directors' internal rules stipulates that each director must hold at least 200 CNP Assurances shares (500 in the case of the Chairman/Chairwoman of the Board and the Chief Executive Officer). Directors representing employees are not required to hold any CNP Assurances shares. This requirement ceased to apply following La Banque Postale's announcement of its simplified takeover bid*

## Changes in the membership of the Board of Directors and the committees of the Board in 2021

### MEMBERSHIP OF THE BOARD OF DIRECTORS AT 16 FEBRUARY 2022

| | Resigned | Appointed | Re-elected |
|---|---|---|---|
| **Board of Directors** | | Nicolas Eyt (4 March 2021) | |
| | Philippe Bartoli (16 April 2021) | Chahan Kazandjian (16 April 2021) | Véronique Weill<br>Yves Brassart<br>Nicolas Eyt<br>La Banque Postale, represented by Perrine Kaltwasser<br>Rose-Marie Van Lerberghe (16 April 2021) |
| | Jean-Yves Forel (12 October 2021) | | |
| | Tony Blanco (29 October 2021) | | |
| | | Jean-François Lequoy (18 November 2021) | |
| | Jean-François Lequoy (16 December 2021) | | |
| | | Amélie Breitburd (22 December 2021) | |
| | | Bertrand Cousin (16 February 2022) | |
| **Audit and Risk Committee** | Jean-Yves Forel (12 October 2021) | | |
| | Tony Blanco (29 October 2021) | | |
| | | Jean-François Lequoy (18 November 2021) | |
| | Jean-François Lequoy (16 December 2021) | | |
| | | Amélie Breitburd (22 December 2021) | |
| | | Nicolas Eyt (16 February 2022) | |
| **Remuneration and Nominations Committee** | | Laurence Guitard (18 November 2021) | |
| | | Marcia Campbell (16 February 2022) | |
| **Strategy Committee** | | Nicolas Eyt (4 March 2021) | |
| | Jean-Yves Forel (12 October 2021) | | |
| | | Jean-François Lequoy (18 November 2021) | |
| | Jean-François Lequoy (16 December 2021) | | |
| | | Amélie Breitburd (22 December 2021) | |

| | Resigned | Appointed | Re-elected |
|---|---|---|---|
| **Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships** | | Amélie Breitburd (22 December 2021) | |
| **Special Committee** | | Véronique Weill<br>Marcia Campbell<br>Laurence Guitard<br>Chahan Kazandjian<br>Rose-Marie Van Lerberghe<br>Stéphane Pallez (28 October 2021) | |
| | | Amélie Breitburd (22 December 2021) | |

## Directors' independence

The tables below present the situation of each director in relation to the independence criteria listed in section 9 of the AFEP-MEDEF Corporate Governance Code.

**Criterion 1: not to have been an employee or executive director in the previous five years**

Not to be and not to have been within the previous five years:

- an employee or executive officer of the corporation;
- an employee, executive officer or director of a company consolidated within the corporation;
- an employee, executive officer or director of the Company's parent company or a company consolidated within this parent company.

**Criterion 2: no cross directorships**

Not to be an executive officer of a company in which the corporation holds a directorship, directly or indirectly, or in which an employee appointed as such or an executive officer of the corporation (currently in office or having held such office within the last five years) holds a directorship.

**Criterion 3: no significant business relationships***

Not to be a customer, supplier, commercial banker, investment banker or consultant:

- that is significant to the corporation or its group; or
- for which the corporation or its group represents a significant portion of its activities.

The evaluation of the significance or otherwise of the relationship with the Company or its group is debated by the Board, and the quantitative and qualitative criteria that led to this evaluation (continuity, economic dependence, exclusivity, etc.) are explicitly stated in the report on corporate governance.

**Criterion 4: no family ties**

Not to be related by close family ties to a company officer.

**Criterion 5: not to have been an auditor**

Not to have been an auditor of the corporation within the previous five years.

**Criterion 6: no more than 12 years on the Board**

Not to have been a director of the corporation for more than 12 years. Loss of the status of independent director occurs on the date when this 12 years is reached.

**Criterion 7: no variable compensation**

A non-executive officer cannot be considered independent if he or she receives variable remuneration in cash or in the form of shares or any remuneration linked to the performance of the corporation or the Group.

**Criterion 8: not a significant shareholder**

Directors representing major shareholders of the corporation or its parent company may be considered independent, provided these shareholders do not take part in the control of the corporation. Nevertheless, beyond a 10% threshold in capital or voting rights, the Board, upon a report from the nominations committee, should systematically review the qualification of a director as independent in the light of the make-up of the corporation's capital and the existence of a potential conflict of interest.

* *At its meeting on 16 February 2022, the Board of Directors analysed the independence of its members and found that none of the Company's directors qualified as independent had any material direct or indirect business ties with CNP Assurances or the Group*

| Criteria[1] | Véronique Weill | Philippe Wahl | Philippe Heim | Yves Bras sart | Bertrand Cousin | Sonia de De mandolx | Nicolas Eyt | François Géronde | Christiane Marcellier |
|---|---|---|---|---|---|---|---|---|---|
| **Criterion 1:** *not to have been an employee or executive director in the previous five years* | ✘ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 2:** *no cross directorships* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 3:** *no significant business relationships* | ✔ | ✘ | ✘ | ✘ | ✘ | ✘ | ✘ | ✘ | ✔ |
| **Criterion 4:** *no family ties* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 5:** *not to have been an auditor* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 6:** *no more than 12 years on the Board* | ✔ | ✘ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 7:** *no variable compensation* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 8:** *not a significant shareholder* | ✔ | ✘ | ✘ | ✘ | ✘ | ✘ | ✘ | ✘ | ✘ |
| Position on the Board[2] | I | NI | NI | NI | NI | NI | NI | NI | NI |

*(1) In the above tables, ✔ indicates that the independence criterion is fulfilled and ✘ indicates that the independence criterion is not fulfilled*

*(2) I = Independent, NI = Not independent*

| Criteria(1) | Perrine Kaltwasser | Laurent Mignon | Amélie Breitburd | Marcia Ca mpbell | Stéphane Pallez | Rose-Marie Van Lerberghe | Chahan Kazandjian | Laurence Guitard |
|---|---|---|---|---|---|---|---|---|
| **Criterion 1:** *not to have been an employee or executive director in the previous five years* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✘ | ✘ |
| **Criterion 2:** *no cross directorships* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 3:** *no significant business relationships* | ✘ | ✘ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 4:** *no family ties* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 5:** *not to have been an auditor* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 6:** *no more than 12 years on the Board* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 7:** *no variable compensation* | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| **Criterion 8:** *not a significant shareholder* | ✘ | ✘ | ✔ | ✔ | ✔ | ✔ | ✔ | ✔ |
| Position on the Board(2) | NI | NI | I | I | I | I | NI | NI |

*(1) In the above tables, ✔ indicates that the independence criterion is fulfilled and ✘ indicates that the independence criterion is not fulfilled*
*(2) I = Independent, NI = Not independent*

## Directors' attendance rates in 2021

| | Board of Directors | Audit and Risk Committee | Remuneration and Nominations Committee | Strategy Committee | Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships | Special Committee |
|---|---|---|---|---|---|---|
| Véronique Weill | 100% | - | 100% | 100% | 100% | 100% |
| Philippe Bartoli | 100% | - | - | - | - | - |
| Tony Blanco | 75% | 80% | - | - | - | - |
| Yves Brassart | 93% | - | - | 100% | - | - |
| Marcia Campbell | 93% | 86% | - | 100% | 100% | 100% |
| Sonia de Demandolx | 100% | - | - | - | - | - |
| Nicolas Eyt | 100% | - | - | 100% | - | - |
| Jean-Yves Forel | 100% | 80% | - | 75% | - | - |
| François Géronde | 79% | - | - | - | - | - |
| Laurence Guitard | 93% | - | 100% | - | - | 100% |
| Philippe Heim | 100% | - | 100% | 75% | - | - |
| Perrine Kaltwasser | 100% | 100% | - | - | - | - |
| Chahan Kazandjian | 100% | - | - | - | - | 100% |
| Jean-François Lequoy | 100% | - | - | 100% | - | - |
| Christiane Marcellier | 100% | - | - | - | - | - |
| Laurent Mignon | 79% | - | 71% | - | - | - |
| Stéphane Pallez | 86% | 100% | - | 100% | 0% | 100% |
| Rose-Marie Van Lerberghe | 100% | - | 100% | - | 100% | 100% |
| Philippe Wahl | 64% | - | 86% | - | - | - |

## 6.2.2 Diversity policy applied to members of the Board of Directors, governing bodies and senior management

The diversity policy ensures that the members of the Board of Directors and the candidates for election to the Board represent a wide variety of complementary skill sets and diverse personal characteristics (age, gender, nationality, education, career path, professional experience), that they reflect an appropriate gender mix (53.33% of current Board members are women) and an appropriate balance between the different categories of directors (independent directors, directors representing employees, shareholders, partners), and that they demonstrate the ability to adhere to the corporate culture and to take positions in favour of the Group's development.

The Board of Directors takes care to ensure that it has an international profile through the experience of its members, most of whom work or have worked in Europe and beyond. The areas in which its members work or have worked also reflect a level of diversity that is very useful in order to have a good grasp of the issues discussed by the Board.

The requirements in terms of the range of skills and experience demonstrated by individual directors and the Board as a whole have been increased with the application of Solvency II. The Board must have permanent assurance that, together, its members have the qualifications, knowledge and experience needed to fulfil the responsibilities of the Board and its committees, concerning in particular:

- The insurance and financial markets;
- The legal and regulatory requirements applicable to an insurance undertaking;
- The insurance undertaking's strategy and business model;
- The governance of an insurance undertaking; and
- Financial and actuarial analysis.

In addition to these qualities, the Board benefits from the collective competence resulting from the varied experiences of each of its members, which is verified each year through the Board's self-assessment exercise and is taken into account when considering candidates for election to the Board. It also benefits from training given during the year on topics that are of current interest (IFRS 17, cyber security, sustainable finance, etc.).

New Board members, depending on their category, are selected according to a specific process conducted by external recruitment consultants under the guidance of the Remuneration and Nominations Committee. The selection criteria defined by this Committee are designed to guide the choice of profiles and enhance the Board's diversity. New Board members are invited to meet with the Chief Executive Officer and the members of the Executive Committee.

The recent election of Amélie Breitburd, following the selection process described above, illustrates the diversity policy. A recruitment firm examined the profiles of more than 30 female executives, before shortlisting several candidates who were invited to meet the Chairwoman of the Board of Directors and the Chairwoman of the Remuneration and Nominations Committee. The Committee then interviewed the two finalists, recognising their professional and personal qualities.

### Solvency II-related expertise of the members of the Board of Directors

| | Insurance and financial markets | Insurance undertaking strategy and business model | Governance system of an insurance undertaking | Financial and actuarial analysis | Experience of legal and regulatory systems of an insurance undertaking |
|---|---|---|---|---|---|
| Véronique Weill | ✔ | ✔ | ✔ | ✔ | ✔ |
| Yves Brassart | ✔ | ✔ | ✔ | ✔ | ✔ |
| Amélie Breitburd | ✔ | ✔ | ✔ | ✔ | ✔ |
| Marcia Campbell | ✔ | ✔ | ✔ | ✔ | ✔ |
| Bertrand Cousin | ✔ | ✔ | ✔ | ✔ | ✔ |
| Sonia de Demandolx | ✔ | ✔ | ✔ | ✔ | ✔ |
| Nicolas Eyt | ✔ | ✔ | ✔ | ✔ | ✔ |
| François Géronde | ✔ | ✔ | ✔ | ✔ | ✔ |
| Laurence Guitard | ✔ | ✔ | ✔ | - | ✔ |
| Philippe Heim | ✔ | ✔ | ✔ | ✔ | ✔ |
| Perrine Kaltwasser | ✔ | ✔ | ✔ | ✔ | ✔ |
| Chahan Kazandjian | ✔ | ✔ | ✔ | - | ✔ |
| Christiane Marcellier | ✔ | ✔ | ✔ | ✔ | ✔ |
| Laurent Mignon | ✔ | ✔ | ✔ | ✔ | ✔ |
| Stéphane Pallez | ✔ | ✔ | ✔ | ✔ | ✔ |
| Rose-Marie Van Lerberghe | ✔ | ✔ | ✔ | - | ✔ |
| Philippe Wahl | ✔ | ✔ | ✔ | ✔ | ✔ |

## Collective expertise of the members of the Board of Directors

In 2022, an assessment of the skills and experience of members of the Board of Directors was carried out as an extension of the late-2021 assessment (see 2.6 below), covering two additional areas of expertise: consideration of ESG issues in the investment business, and consideration of ESG issues in the insurance business.

The collective Solvency II expertise map therefore now also reflects the directors' skills and experience in these two additional areas.

| Insurance and financial markets | Insurance undertaking strategy and business model | Governance system of an insurance undertaking | Financial and actuarial analysis | Experience of legal and regulatory systems of an insurance undertaking |
|---|---|---|---|---|
| **92.15%** | **92.15%** | **88.23%** | **74.50%** | **82.35%** |
| Absence of (or failure to) take ESG challenges into account in the investment business | Absence of (or failure to) take ESG challenges into account in the insurance business | Human Resources | IT services | International |
| **76.47%** | **74.50%** | **78.43%** | **66.66%** | **82.35%** |

## Information about the way that CNP Assurances endeavours to ensure balanced representation of men and women on the Executive Committee

The membership of the Executive Committee reflects the choice of the Chief Executive Officer to surround himself with the technical, marketing, managerial and operational skills that he considers necessary in order to have an internal structure he can rely on when making his decisions.

As of 16 February 2022, the Executive Committee comprised the Chief Executive Officer, the Deputy Chief Executive Officer and nine senior executives, representing eleven members in all, including seven men and four women (i.e., with women accounting for 36.36% of the Executive Committee).

## Information about gender balance among executives representing the top 10%

As of 31 December 2021, 157 executives were in the top 10%, 38% of whom were women.

## Information about gender balance on governance bodies

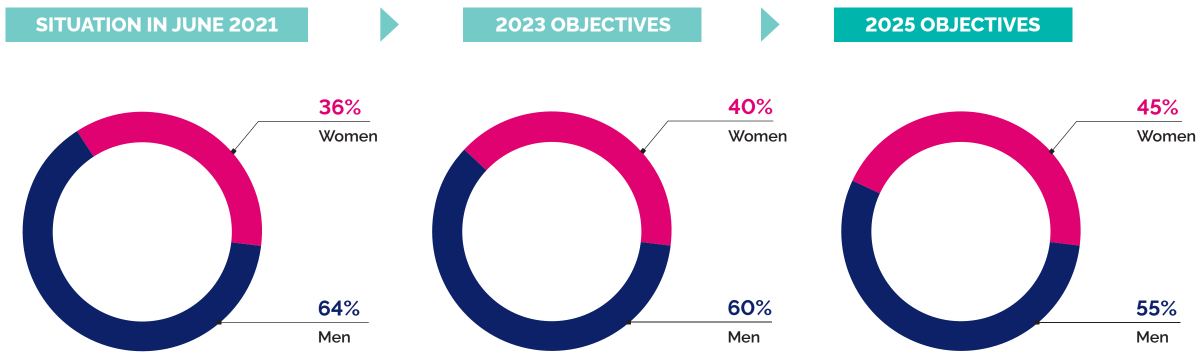
On the recommendation of the Chief Executive Officer and in accordance with Article 7 of the AFEP-MEDEF Code, at its meeting on 23 September 2021 the Board of Directors set objectives in terms of gender balance on the Group's governance bodies, including not only the Board of Directors but also the Executive and Management Committees and senior management in general.

In the case of CNP Assurances, the AFEP-MEDEF concept of governance bodies refers to the Executive Committee, the Impact Working Group (comprising a number of senior managers) and senior management.

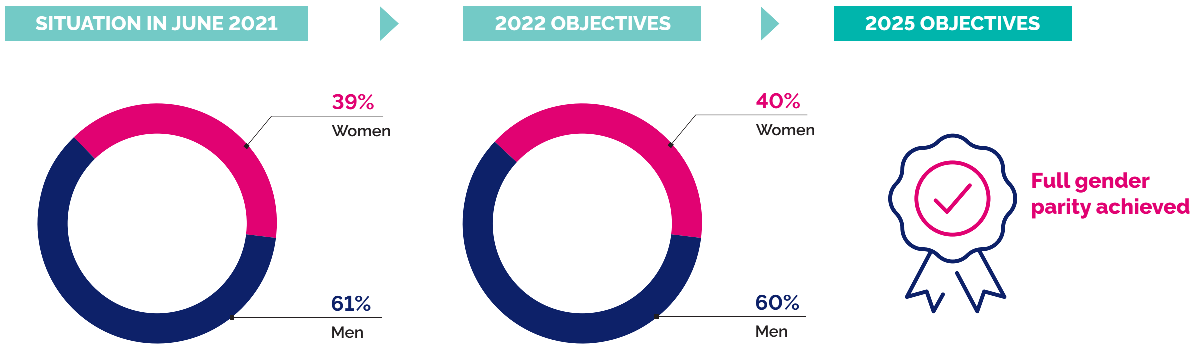
The gender balance policy applied to governance bodies aims to achieve balanced representation of men and women on these bodies.

The objective for 2025 is to increase (or maintain) the proportion of women in each governance body to at least 42% (45% for senior managers), taking into account forecast natural attrition rates among women in senior management positions.

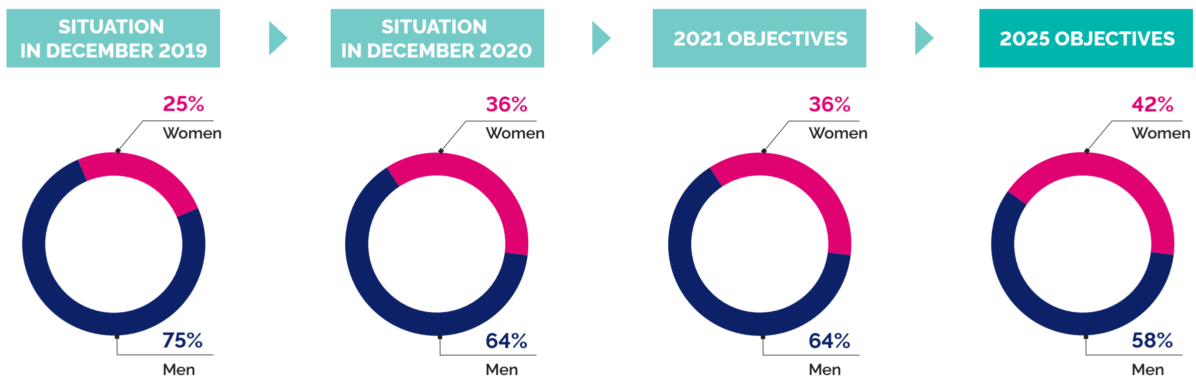
## Senior managers




## IMPACT Circle




## Executive Committee



## 6.2.3 Compliance with the AFEP-MEDEF Corporate Governance Code

### Explanation of practices that differ from those recommended in the AFEP-MEDEF Corporate Governance Code

CNP Assurances uses the AFEP-MEDEF Corporate Governance Code[1] as its framework for corporate governance matters. However, for certain matters, solely concerning the Audit and Risk Committee, the Company's practices may differ from those set out in said Code.

The table below states the proportion of independent directors as of 16 February 2022 and, in application of the "comply or explain" provisions of Article L.22-10-10, paragraph 4 of the French Commercial Code, sets out the practices that differ from those set out in the AFEP-MEDEF Code and the explanations for them.

| AFEP-MEDEF Code Recommendations | CNP Assurances | Explanations |
|---|---|---|
| PROPORTION OF INDEPENDENT DIRECTORS | | |
| Audit and Risk Committee: proportion should be greater than 66%. | Proportion is 60%. | The composition of the committee reflects CNP Assurances' ownership structure and the place to be given to representatives of its majority shareholder. |
| INDEPENDENCE CRITERIA | | |
| Not to be a (…) director of a consolidated subsidiary of CNP Assurances (…). | Véronique Weill is a director of Caixa Seguros Holding Brasil and Holding XS1, Brazilian subsidiaries consolidated by CNP Assurances. | The Board of Directors believes that, in light of the critical contribution these subsidiaries make to CNP Assurances, electing an independent director of CNP Assurances to their boards is useful, because it provides CNP Assurances' Board with an additional perspective on the Group's business in Latin America.<br>As recommended in the March 2020 AFEP-MEDEF Corporate Governance Code's application guidance, Véronique Weill does not participate in deliberations or decisions by CNP Assurances' Board on matters that may give rise to a conflict of interests between CNP Assurances and CNP Seguros Holding Brasil or Holding XS1. |
| SUCCESSION PLAN | | |
| The Nominations Committee (or a special committee) draws up succession plans for the Chairman/Chairwoman of the Board and the Chief Executive Officer. | | In 2021, the members of the committee acted on this subject and held multiple meetings to organise the succession of the executive director, whose term of office was coming to an end (Antoine Lissowski, who was succeeded by Stéphane Dedeyan).<br>CNP Assurances' practices comply with Solvency II, which requires insurance undertakings to identify two persons who effectively run the undertaking. This means that if either of the two positions concerned were to fall vacant, there would still be one person left to effectively run the business.<br>Concerning the temporary or permanent replacement of holders of key functions in the Group, a continuity and succession plan will be reviewed by the Remuneration and Nominations Committee in 2022. |
| REMUNERATION | | |
| Variable remuneration (…) should be subject to pre-established performance conditions. | The target associated with a pre-established performance condition of Stéphane Dedeyan's 2021 variable compensation was deferred and replaced by a new target. | On 28 October 2021, La Banque Postale submitted its simplified public tender offer. Such an exceptional event is highly motivating for the executive management, as shareholders are keen to obtain an assessment of the quality of the offer. This is a major contingency that justifies the setting of this new target. |

(1) *The AFEP-MEDEF Corporate Governance Code is available on the AFEP website, at www.afep.com/themes/governance*

## 6.2.4 Preparation and organisation of the Board's work

The procedures for the preparation of the Board's work and its organisation are described in its internal rules, which supplement and clarify the corresponding laws and regulations, the relevant provisions of the Articles of Association and the AFEP-MEDEF Corporate Governance Code to which the Board refers. The Board's internal rules may be consulted on the CNP Assurances website.

Provisional dates and agendas for meetings of the Board and the Audit and Risk Committee and the Remuneration and Nominations Committee are drawn up and approved annually.

The Chairwoman provides the directors with all documents and information required to enable them to fulfil their duties and prepare their decisions. Between any two Board meetings, directors may also be sent briefings on important topics or copies of press releases by secure e-mail.

Several days ahead of each Board meeting, the directors receive briefing documents on the various agenda items, together with the draft minutes of the previous meeting, a file containing press cuttings, reports on particular topics that have been closely followed, and selected financial analyst reports concerning CNP Assurances.

At each meeting, the Chief Executive Officer reports to the Board about day-to-day management matters and any significant events affecting the running of the Company. Directors are regularly provided with a detailed analysis of the Group's results via presentations given by the Chief Financial Officer, and are also presented with the Group's quarterly financial indicators and the annual and interim financial statements.

Directors also receive detailed updates on developments regarding commercial, financial and operational issues that help them to track the implementation of the Group's strategy and better understand its businesses and outlook. In addition, they are kept regularly informed about action plans implemented by CNP Assurances at the request of the insurance supervisor (ACPR) and about climate risk issues.

At each Board meeting, the agenda items are presented in detail by the Chief Executive Officer and the other senior executives responsible for the item concerned. Following a question and answer session that enables the directors to be fully informed on the matters, the directors discuss each topic and vote on the related decisions.

Since 18 November 2021, specific times have been set aside in each Board meeting for discussion and debate among the directors.

The participants in Board meetings have a duty to exercise discretion, particularly with regard to information of a confidential nature that is presented as such by the Chairwoman of the Board of Directors.

The Board's internal rules include specific rules covering the prevention and management of conflicts of interest.

In order to help it perform its management, supervisory and decision-making roles, the Board of Directors receives advice and recommendations from the committees of the Board.

The duties and procedures of the Audit and Risk Committee, the Remuneration and Nominations Committee, the Strategy Committee and the Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships are set out in the Board of Directors' internal rules.

The committees may use the services of external experts. All of the members of the committees are directors and are appointed by the Board which also appoints the Chair of each Committee.

## 6.2.5 Activities of the Board of Directors in 2021

### Board of Directors

**14**
Number of meetings

**91%**
Attendance rate

**2h**
Average duration of each meeting

The main matters discussed by the Board of Directors in 2021 were as follows:

- the Group's operations, particularly in light of the ongoing Covid pandemic and changes in the interest rate environment, which notably led to reviews of solvency capital, as well as an analysis of the measures taken by the Company to adapt to the situation and the speed with which they are being implemented;
- the Group's business and operating procedures, with decisions taken about the Group's structure (acquisition of minority interests in MFPrévoyance, disposal of L'Age d'Or Expansion, and the creation of a supplementary occupational pension fund);
- the external growth transaction carried out in Italy involving the acquisition of Aviva's life insurance business;
- the purchase of life insurance portfolios from the Allianz group;
- the authorisation of related-party transactions concerning the Group's business and/or its investments (with the La Banque Postale, BPCE and Caisse des Dépôts groups);
- matters that affect the Group's performance such as human resources, information systems security and outsourcing (numerous discussions);
- the technical procedures required under Solvency II (review of the own risk and solvency assessment (ORSA) process and approval of reports[1] and adjustments to the written policies[2] designed to guarantee the sound, prudent and efficient management of the business);
- the Company's responses to questions and information requests from France's banking and insurance supervisor (ACPR), and the French Anti-Corruption Agency (AFA), in connection with their controls;
- the Group's corporate social responsibility (CSR) strategy and challenges.

On this last point, the Board and its committees worked on various sustainability issues throughout the year:

- approval of the CNP Assurances' corporate mission to be specified in the Articles of Association, subject to approval at the 16 April 2021 Annual General Meeting (January and February 2021);
- follow-up of the CNP Assurances Group's CSR risks and challenges (February 2021);
- integration of ESG criteria into the Group's risk appetite framework (July 2021);
- compliance and business ethics issues: personal data protection, anti-corruption, anti-money laundering and combating the financing of terrorism, anti-fraud (April and September 2021);
- approval of the Group tax policy (September 2021);
- social issues such as gender diversity (September 2021), quality of life at work (September and October 2021), and the Human Resources planning agreement (September 2021);
- cybersecurity issues (directors' training in November 2021 and a status review in January 2022);
- update of the Board of Directors' internal rules to specify the role of the director given the task of closely monitoring the Group's CSR practices (November 2021);
- monitoring of the responsible investment policy (December 2021);
- approval of the targets and KPIs that will enable CNP Assurances' corporate mission to be implemented at the operational level (January 2022);
- integration of sustainability criteria in the Group's remuneration policy (February 2022).

*(1) SFCR reports, RSR reports, report on the procedures for the preparation and verification of financial information, report on internal control over the system to combat money laundering and the financing of terrorism, recovery plan*

*(2) The main policies concern (i) risk management (including underwriting, reserving, asset/liability management, investment, operational risk management, reinsurance and other risk mitigation policies); (ii) internal control; (iii) internal audit; (iv) outsourcing; (v) reporting; (vi) ORSA; (vii) measurement of assets and liabilities; (viii) capital management; (ix) fit and proper requirements; (x) remuneration and (xi) business continuity*

## Committees of the Board of Directors

### AUDIT AND RISK COMMITTEE

| Number of members: 5 | | Independence rate | Number of meetings | Attendance rate | Average duration of each meeting |
|---|---|---|---|---|---|
| Independent directors | **Stéphane Pallez, Chairwoman**<br>Marcia Campbell<br>Amélie Breitburd (since 22 December 2021) | 75% at 31 December 2021<br>60% at 16 February 2022 | 7 | 90% | Three hours |
| Non-independent directors | LBP, represented by Perrine Kaltwasser<br>Jean-Yves Forel (until 12 October 2021)<br>Tony Blanco (until 29 October 2021)<br>Nicolas Eyt (since 16 February 2022) | | | | |

The members of the Audit and Risk Committee are chosen based on their business experience and/or qualifications. All of the Committee's members have the required expertise in finance, accounting or financial audit. For more information, see 6.2.2. "Diversity policy applied to members of the Board of Directors, governing bodies and senior management".

During 2021, the Audit and Risk Committee continued to give advice and recommendations to the Board, based on its discussions in committee meetings and the information provided by the Statutory Auditors.

The members of the Audit and Risk Committee receive the documents and information required for their review of the annual and interim financial statements and the quarterly indicators sufficiently in advance to enable them to prepare their questions for the Statutory Auditors, the Chief Financial Officer, the Group Accounting Director, the Chief Actuary and the Chief Risk Officer.

Audit and Risk Committee meetings are generally held the day before Board meetings, to make it easier for the two Committee members who are based outside France to attend the meetings in person.

The Committee may consult independent experts, after first informing the Chairwoman of the Board or the Board of Directors. In this case, the experts' fees are paid by the Company.

In 2021, the Audit and Risk Committee focused primarily on:

- the audit of the financial statements;
- the Group's risk exposure;
- portfolios with a sharply negative Value of New Business, by conducting an assessment of the measures deployed to reverse the situation;
- Solvency II programme issues (determination of the overall Solvency Capital Requirement, drafting of written policies, etc.);
- the Group's investment policy and policy concerning the use of financial futures;
- the work of the Internal Audit department and the Compliance department in 2021, and their respective programmes for 2022;
- the action plan for the group risk business;
- the manner in which the prolonged low interest rate environment is taken into account in managing the savings business;
- CSR challenges and risks.

The Committee also looked at the Company's management and follow-up of ACPR audits and reviewed the action plans drawn up to address the ACPR's recommendations.

The Audit and Risk Committee has continued to request and obtain a consolidated report presenting the recommendations of the internal auditors, the ACPR, the Statutory Auditors and the Chief Actuary, giving it a holistic vision of all of these different recommendations.

Lastly, the Committee's work programme also covered the provision by the Statutory Auditors of the services referred to in Article L.822-11-2 of the French Commercial Code (non-audit services), and the preparation of the resolution on the appointment of Statutory Auditors for 2022 and subsequent financial years.

At its meeting on 16 February 2022, the Committee examined the procedure allowing the Board of Directors to assess regularly whether routine agreements presented by senior management as being entered into on arm's length terms effectively fulfil this condition.

The Committee applied the procedure, which consists of obtaining a list of the agreements concerned from the business units and Group functions, along with a written explanation of why they are considered to represent routine agreements and why their terms may be qualified as arm's length. The procedure allows the Committee to request, if appropriate:

- improvements to the assessment process if it identifies anomalies in Executive Management's own assessment or if the criteria for making the "arm's length" determination do not appear relevant;
- changes in the classification of certain agreements included on this list, to be made by senior management.

#### REMUNERATION AND NOMINATIONS COMMITTEE

| Number of members: 7 | | Independence rate[1] | Number of meetings | Attendance rate | Average duration of each meeting |
|---|---|---|---|---|---|
| Independent directors | **Rose-Marie Van Lerberghe, Chairwoman**<br>Véronique Weill<br>Marcia Campbell (since 16 February 2022) | 40% at 31 December 2021<br>50% at 16 February 2022 | 7 | 91% | One hour |
| Non-independent directors | Laurent Mignon<br>Philippe Heim<br>Philippe Wahl<br>Laurence Guitard (since 18 November 2021) | | | | |

Executive directors are involved in the work of the Remuneration and Nominations Committee: Véronique Weill, Chairwoman of the Board of Directors, is a member of the Committee and the Chief Executive Officer is invited to take part in meetings whenever necessary depending on the agenda items. Neither of them take part in discussions and decisions concerning their re-appointment and remuneration.

The Remuneration and Nominations Committee is responsible for selecting candidates for election as directors and members of the committees of the Board, and for reviewing the proposed appointment of the Chairman/Chairwoman of the Board of Directors, the Chief Executive Officer, the second person effectively responsible for running the undertaking, and the candidates for appointment to the four key functions.

One of its key tasks is forward planning for renewing directorships and it regularly seeks out potential candidates to take part in the formal selection process that the Committee also organises.

The Committee also reviews the remuneration awarded to the Chairman/Chairwoman of the Board of Directors, the Chief Executive Officer and the corporate officers of subsidiaries controlled by the Company. It is informed of the principles underpinning the remuneration policy for employees or certain categories of employees, such as risk-takers[2], through the Group remuneration policy approved by the Board of Directors.

The Committee also makes recommendations to the Board concerning the remuneration to be attributed to each director based on fixed and clearly defined criteria such as attendance at meetings and membership (or Chairship) of a Committee of the Board.

The Committee also reviews any planned employee rights issues or share grants.

In addition, the Remunerations and Nominations Committee:

- is informed by the Chief Executive Officer about:
  - any proposed new or amended wording of the Deputy Chief Executive Officers' employment contracts or remuneration terms (method of determining their fixed and variable remuneration, specific contract termination conditions, pension entitlements, etc.),
  - the remuneration awarded by the Group to its corporate officers;
- is asked by the Chief Executive Officer for its opinion on:
  - the persons that the Chief Executive Officer plans to appoint to the Group's four key functions (if needed, the consultation process for the choice of candidates may be carried out by e-mail),
  - the proposal submitted to the Board of Directors concerning the designation of the second person effectively responsible for running the undertaking;
- issues its opinion each year on the level of remuneration and performance in relation to objectives of the holders of the key functions and the second person effectively responsible for running the undertaking.

In addition to its usual work, in 2021 the Remuneration and Nominations Committee particularly worked on the succession of the Group's Chief Executive Officer and the appointment of an independent women director, through a formal selection process and in association with a recruitment firm selected after a competitive tender. Having worked on the appointment of a new Chairwoman in 2020 and a new Chief Executive Officer in 2021, the Committee's work agenda for 2022 includes preparing a continuity and succession plan for holders of key functions in the Group.

*(1) Laurence Guitard, director representing employees, is not included in the percentage calculation, in accordance with Article 9.3 of the AFEP-MEDEF Corporate Governance Code and Article L.225-27-1 of the French Commercial Code*

*(2) Persons whose activities have a material impact on the Company's risk profile, including the persons who effectively run the business and the holders of the four key functions*

### STRATEGY COMMITTEE

| Number of members: 7 | | Independence rate | Number of meetings | Attendance rate | Average duration of each meeting |
|---|---|---|---|---|---|
| Independent directors | **Véronique Weill, Chairwoman**<br>Marcia Campbell<br>Stéphane Pallez<br>Amélie Breitburd (since 22 December 2021) | 57% | 4 | 90% | One and a half hours |
| Non-independent directors | Yves Brassart<br>Jean-Yves Forel (until 12 October 2021)<br>Jean-François Lequoy (from 18 November 2021 to 16 December 2021)<br>Philippe Heim<br>Nicolas Eyt | | | | |

In 2021, the Strategy Committee examined a number of major investment projects in both financial and strategic terms, considered as key drivers of the Group's internal and external growth. It thus issued advice and recommendations on large-scale transactions that the Board itself reviewed with regard to the Group's development prospects.

### FOLLOW-UP COMMITTEE ON THE IMPLEMENTATION OF THE BPCE AND LA BANQUE POSTALE PARTNERSHIPS

| Number of members: 5 | | Independence rate | Number of meetings | Attendance rate | Average duration of each meeting |
|---|---|---|---|---|---|
| Independent directors | **Véronique Weill, Chairwoman**<br>Marcia Campbell<br>Stéphane Pallez<br>Rose-Marie Van Lerberghe<br>Amélie Breitburd (since 22 December 2021) | 100% | 1 | 75% | Two hours |

In 2021, the Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships examined the progress report prepared by the two heads of the business units concerned and gave its opinion on the development challenges and priorities of the partnerships.

#### SPECIAL COMMITTEE (SET UP ON 28 OCTOBER 2021)

| Number of members: 7 | | Independence rate | Number of meetings | Attendance rate | Average duration of each meeting |
|---|---|---|---|---|---|
| Independent directors | **Véronique Weill, Chairwoman** | 100% | 6 | 100% | One hour |
| | Marcia Campbell | | | | |
| | Stéphane Pallez | | | | |
| | Rose-Marie Van Lerberghe | | | | |
| | Amélie Breitburd (since 22 December 2021) | | | | |
| Non-independent directors | Laurence Guitard[(1)] | | | | |
| | Chahan Kazandjian[(1)] | | | | |

The Special Committee was set up following La Banque Postale's announcement on 28 October 2021 of its plan to acquire CNP Assurances' shares held by Groupe BPCE and file a simplified public tender offer with the AMF for the CNP Assurances' minority shareholders with the intention of ultimately implementing a squeeze-out if the applicable conditions are met. A further reason for the Committee's formation was the announcement by La Banque Postale and Groupe BPCE that they had entered into exclusive negotiations within the framework of a memorandum of understanding.

In this context, the Special Committee was tasked with examining all the terms and conditions of the operation concerning CNP Assurances, which it is doing as the operation progresses.

## 6.2.6 Assessing the performance of the Board of Directors and its committees

In accordance with the AFEP-MEDEF Corporate Governance Code and its own internal rules, in 2021 the Board performed a self-assessment of its performance. In 2020, external consultants were commissioned to assist with the assessment but the 2021 assessment was carried out internally, based on a questionnaire sent to each director. The topics covered were those listed in the AFEP-MEDEF Code, with directors asked to answer questions on the operating procedures of the Board and its committees, how the Board and the committees work together, how well Board discussions are prepared and their quality, the Company's strategy, and the overall skills of the Board's members. The results of the self-assessment were presented to the Board at its meeting on 6 January 2022.

The responses showed that the directors continue to positively view the Group's governance, with all of them noting that they had the opportunity to discuss the Company's transformation process, business developments in light of the economic context, international development and CSR issues, and emphasising the quality of the discussions. They also confirmed that the directors have the skills needed for carrying out their duties on the Board and the relevant committees.

An analysis of the completed questionnaires revealed a number of areas the directors would like to focus on going forward, such as discussions on competitors' strategies, and insufficient time for tackling certain agenda items and arising issues. An action plan will be set up in 2022 to address these issues.

*(1) Laurence Guitard and Chahan Kazandjian, directors representing employees, are not included in the percentage calculation, in accordance with Article 9.3 of the AFEP-MEDEF Corporate Governance Code and Article L.225-27-1 of the French Commercial Code.*

# 6.3 Functions of the members of the Board of Directors and list of their directorships

## 6.3.1 Chairwoman of the Board

### Véronique Weill

**Main function: Chairwoman of the Board of Directors of CNP Assurances**

**Age:** 62 | **Nationality:** French

**Education:** *Institut d'études politiques de Paris*, degree in literature from Sorbonne University

**Business address:** CNP Assurances, 4 place Raoul Dautry, 75015 Paris, France

**Number of CNP Assurances shares:** 500

**Membership of Committees of the Board of Directors:** Remuneration and Nominations Committee (member); Strategy Committee (Chairwoman); Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships (Chairwoman); Special Committee (Chairwoman)

**First elected to the Board of Directors:** 31 July 2020

**Current term expires**: 2025

**Attendance rate at Board meetings:** Board of Directors: 100%; Remuneration and Nominations Committee: 100%; Strategy Committee: 100%; Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships: 100%; Special Committee: 100%

#### PROFESSIONAL EXPERIENCE

Véronique Weill began her career with Arthur Andersen Audit in Paris. Between 1985 and 2006, she held various executive positions with J.P. Morgan Chase Bank in New York, including Global Head of Operations for Investment Banking and Global Head of Technology and Operations for Asset Management and Private Banking.

She joined AXA in June 2006 as Chief Executive Officer of AXA Business Services and Head of Operational Excellence. Before her departure in 2017, she also held executive supervisory positions in the global asset management business and was Group Chief Operating Officer and member of the Management Committee of the AXA group.

From September 2017 to December 2020, Véronique Weill was General Manager of Publicis group in charge of resources, IT, real estate, insurance and mergers & acquisitions.

#### OTHER DIRECTORSHIPS AND FUNCTIONS

- Caixa Seguros Holding Brasil (Brazil), Director
- Holding XS1 (Brazil), Director
- Fondation Gustave Roussy (non-profit), member of the Roussy Supervisory Board, co-Chair of the Campaign Committee
- Rothschild & Co (listed SA), member of the Supervisory Board
- Salesforce (United States), member of the European Advisory Board
- Valeo (listed SA), Director and member of the Audit & Risk Committee, the Governance, Appointment & CSR Committee and the Compensation Committee
- Director of: Translate Plus – Publicis group (United Kingdom), BBH Holdings Ltd (United Kingdom), Prodigious UK (United Kingdom), Fondation George Besse and Musée du Louvre

#### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- AXA Group, Chief Customer Officer
- AXA Global Asset Management, Managing Director
- AXA Research Fund, member of the scientific board
- Chairwoman of the Board of Directors of: AXA Assicurazioni S.p.A. (Italy), AXA Aurora Vida, SA de Seguros y Reaseguros (Spain), AXA Pensiones SA, AXA Seguros Generales SA de Seguros y Reaseguros (Spain), AXA Vida SA de Seguros y Reaseguros (Spain), AXA Global Direct SA (France) and AXA Banque Europe (Belgium)
- Director of: AXA Assistance SA (Italy), AXA MPS Assicurazioni Danni S.p.A. (Italy) and AXA MPS Assicurazioni Vita S.p.A. (Italy)

## 6.3.2 Chief Executive Officer

### Stéphane Dedeyan

**Main function: Chief Executive Officer of CNP Assurances**

**Age:** 56 | **Nationality:** French

**Education:** HEC (1988), *Institut des Actuaires Français* (1994), INSEAD – AVIRA programme (Singapore 2015)

**Business address:** CNP Assurances, 4 place Raoul Dautry, 75015 Paris, France

**Solvency II-related expertise:** Insurance and financial markets Insurance undertaking; Governance system of an insurance undertaking; Financial and actuarial analysis; Experience of legal and regulatory systems of an insurance undertaking

**First elected to the Board of Directors:** 16 April 2021

**Current term expires:** 2025

#### PROFESSIONAL EXPERIENCE

Stéphane Dedeyan started his career as a consultant at Eurosept before moving on to AT Kearney.

In 1996, he joined Athéna Assurances where he was in charge of building the captive brokerage centre, CARENE, which was transferred to AGF/Allianz when Athéna was acquired.

He joined Generali in 1999 as Occupational Risk Inspector at Generali Proximité, where he was successively appointed as Head of Businesses and Partnerships, Sales Director and then Deputy CEO.

In 2006, he became Chief Executive Officer of Generali Patrimoine and a member of the Executive Committee of Generali France. He gradually expanded his duties to savings in general, and digital, marketing and distribution for all of Generali's business in France.

From January 2014 to December 2017, he was Deputy CEO of Generali France, in charge of all its insurance business.

At the same time, from 2011 to 2017, he chaired the Personal Insurance Committee of FFA (*Fédération française de l'assurance*).

In the course of 2018, he advised start-ups and investment funds on their growth strategy. In October 2018, he joined the VYV Group, where he was appointed Chief Executive Officer in February 2019.

He was appointed as Chief Executive Officer of CNP Assurances by the Board of Directors at its meeting of 16 February 2021 and took office after the Annual General Meeting on 16 April 2021.

#### OTHER DIRECTORSHIPS AND FUNCTIONS

- La Banque Postale (SA), member of the Executive Committee
- Arial CNP Assurances (SA), Chairman of the Board of Directors
- BPE (SA), member and Vice-Chairman of the Supervisory Board, member of the Remuneration and Nominations Committee
- CNP Seguros Holding Brasil (Brazil), Director
- Holding XS1 (Brazil), Director
- XS5 Administradora de Consórcios (Brazil), Vice-Chairman of the Board of Directors
- La Poste Silver (SAS), member of the Strategy and Investments Committee
- VYV Invest (SAS), Chief Executive Officer *(term expired March 2021)*
- EGAS (SAS), Chief Executive Officer *(term expired in February 2021)*
- Groupe VYV (SCI), Manager *(term expired February 2021)*
- VYV Services (SAS), Chief Executive Officer (term expired February 2021)
- HM VYV Innovation (SAS), member of the Management Committee *(term expired February 2021)*
- MGEN International Benefits SAS (SAS), Chief Executive Officer *(term expired January 2021)*
- TBNO Invest (SAS), Chairman (term expired February 2021)

#### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- Cofifo (SAS), Chairman, member of the Executive Committee *(term expired October 2017)*
- Personal Insurance Committee of FFA (*Fédération française de l'assurance*) (non-profit), Chairman *(term expired December 2017)*
- L'Equité (SA), Director *(term expired September 2017)*
- Generali France (SA), Deputy Chief Operating Officer *(term expired September 2017)*
- Generali IARD (SA), permanent representative of Generali France, Director, Deputy Chief Executive Officer *(term expired September 2017)*
- Generali Vie (SA), Director, Deputy Chief Executive Officer *(term expired September 2017)*
- Generali France Assurances (SA), Chairman and Chief Executive Officer *(term expired June 2017)*
- Europ Assistance Holding, permanent representative of Generali IARD, Director *(term expired June 2017)*

## 6.3.3 Directors

### Yves Brassart

**Main function: Deputy Chief Executive Officer of La Poste, responsible for finance and development**

**Age:** 61 | **Nationality:** French

**Education:** *Institut d'études politiques*, *École nationale supérieure des postes et télécommunications*, EDHEC

**Business address:** La Poste, 9, rue du Colonel Pierre-Avia, 75015 Paris, France

**Number of CNP Assurances shares:** 200

**Membership of Committees of the Board of Directors:** Strategy Committee (member)

**First elected to the Board of Directors:** 4 March 2020

**Current term expires:** 2025

**Attendance rate at Board meetings:** Board of Directors: 93%; Strategy Committee: 100%

**PROFESSIONAL EXPERIENCE**

Yves Brassart began his career with Le Groupe La Poste in 1987, holding positions in marketing and sales until 1990. He was then Marketing and Sales Director for post/parcels from 1991 to 1993. In 1994, he was Chief Financial Officer of Le Groupe La Poste for the west of France.

From 1999 to 2006, he was Chief Financial Officer of Le Groupe La Poste for financial services and Chief Financial Officer of the consumer network from 2001 to 2003.

He was Chief Financial Officer of La Banque Postale from 2006 to 2011, and Director of Finance and Strategy of La Banque Postale from 2011 to 2014. From September 2012, also headed up the Financial Operations Department. He was also a member of the Board of Directors of La Banque Postale from 2013 to 2014.

Since April 2014, he has been Deputy Chief Executive Officer and Chief Financial Officer of Le Groupe La Poste and since September 2015, he has been Deputy Chief Executive Officer responsible for finance and development.

**OTHER DIRECTORSHIPS AND FUNCTIONS**

- GeoPost (SA), Director, member of the Audit and Accounts Committee and the Strategy Committee
- La Banque Postale (SA), Vice-Chairman of the Supervisory Board, member of the Accounts Committee, member of the Risk Committee, Chairman of the Strategy Committee
- La Poste (SA), member of the Executive Committee
- La Poste Silver (SAS), member of the Strategy Committee
- Poste Immo (SAS), Director, member of the Audit Committee, Chairman of the Strategy Committee
- La Poste Telecom (SAS), member of the Strategy Committee
- La Poste Ventures (SASU), representing La Poste, sole partner
- Siparex Associés (SA), permanent representative of La Poste, non-voting director
- Siparex Proximité Innovation (SAS), permanent representative of La Poste, member of the Supervisory Board

**OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED**

- La Poste Intrapreneuriat (SAS), Chairman
- LP7 (SAS), Chairman
- LP5 (SAS), Chairman
- Oh My Keys (SAS), Chairman
- LP6 (SAS), Chairman
- LP2 (SAS), Chairman
- Xange Capital (SA), Chairman of the Supervisory Board

## Amélie Breitburd

**Main function: Chief Executive Officer, Lloyd's Europe**

**Age:** 53 | **Nationality:** French

**Education:** ESSEC, *Institut des Actuaires Français*

**Business address:** CNP Assurances, 4 place Raoul Dautry, 75015 Paris, France

**Membership of Committees of the Board of Directors:** Audit and Risk Committee (member); Strategy Committee (member); Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships (member); Special Committee (member)

**First elected to the Board of Directors:** 22 December 2021[(1)]

**Current term expires:** 2022[(2)]

### PROFESSIONAL EXPERIENCE

Amélie Breitburd began her career in 1992 with BDO Audit and Consulting. In 1996, she moved to AGF, now Allianz France, within the International Strategic Internal Audit Department before she was recruited by KPMG in 1998. In 2004, she joined AXA within the Group Controlling and Strategic Planning department, that she would go on to head, before being nominated regional CFO for Asia between 2015 and 2018, based out of Hong Kong, and for UK & Ireland between 2018 and 2020, based out of London. She was appointed as CEO of Lloyd's Insurance Company (Lloyd's Europe) based in Brussels in 2021.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Lloyd's Dubai, Managing Director
- AXA Tianping, Director, Chairman of the Investment Committee *(term expired 2021)*

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- AXA Business Services, Director *(term expired 2019)*
- AXA Bharti Mife, Director *(term expired 2018)*
- AXA Bharti GI, Director *(term expired 2018)*
- AXA Ireland, Director *(term expired 2020)*
- AXA Insurance, AXA PPP, Chief Financial Officer *(term expired 2020)*

*(1) Ratification of the cooptation proposed at the Annual General Meeting of 22 April 2022*
*(2) Re-election until 2026 proposed at the Annual General Meeting of 22 April 2022*

## Marcia Campbell

**Main function: Company Director**

**Age:** 63 | **Nationality:** British

**Education:** Degree in French, Business and History of Art from the University of Edinburgh, MBA from the Open University

**Business address:** CNP Assurances, 4 place Raoul Dautry, 75015 Paris, France

**Number of CNP Assurances shares:** 750

**Membership of Committees of the Board of Directors:** Audit and Risk Committee (member); Remuneration and Nominations Committee (member); Strategy Committee (member); Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships (member); Special Committee (member)

**First elected to the Board of Directors:** 22 February 2011

**Current term expires:** 2024

**Attendance rate at Board meetings:** Board of Directors: 93%; Audit and Risk Committee: 86%; Strategy Committee: 100%; Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships: 100%; Special Committee: 100%

### PROFESSIONAL EXPERIENCE

Marcia Campbell began her career in 1982 working as a consultant for Proudfoot Plc International Management consultants and became Chief Executive Officer for the UK in 1988. In 1990, she joined Standard Life Plc, where she held a number of senior positions including Director of Sales Development (1990-1993), Director of Customer Services (1993–1996), General Advisor and Director of Business Services (1996–2004) and Director of Operations and Chief Executive Officer for Asia-Pacific (2004–2010).

She was Director of Operations at Ignis Asset Management, a subsidiary of Phoenix Group plc, between 2010 and March 2012. She then chaired the Scottish Government's Advisory Committee for Environmental Strategy until 2014.

Marcia Campbell is a director of several companies outside France.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Aviva (UK and Ireland), member of the Independent Governance Committee
- Canada Life (Great-West Life Group) (Canada), Director
- Canada Life Limited (Great-West Life Group) (Canada), Director, Chair of the Risk Committee and member of the Audit Committee
- Charles Stanley Group Plc (UK public limited company), Director, Chair of the Risk Committee and member of the Audit Committee
- Murray International Trust Plc (UK public limited company), Chair of the Audit and Risk Committee *(term expired April 2021)*
- Marsh UK and Ireland (Marsh and McLennan Companies) (United States), Director *(term expired August 2021)*

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- Sainsbury's Bank (UK), Director, member of the Audit and Risk Committee *(term expired September 2019)*
- Woodford Investment Management, Chair *(term expired October 2019)*

## Bertrand Cousin

### Main function: member of the Executive Board of La Banque Postale as Head of Corporate and Investment Banking

**Age:** 57 | **Nationality:** French

**Education:** *Institut d'études politiques de Paris* (economics and finance graduate), law degree from Nancy II University, professional training diploma in agriculture (BPA) from Beaune CFPPA

**Business address:** La Banque Postale 115, rue de Sèvres 75275 Paris Cedex 06, France

**First elected to the Board of Directors:** 16 February 2022(1)

**Current term expires:** 2022(2)

#### PROFESSIONAL EXPERIENCE

Bertrand Cousin began his career at Crédit Lyonnais where he held various positions: credit analyst (New York - USA) from 1987 to 1989, then banker in charge of international clients (Geneva – Switzerland) from 1989 to 1993, head of mining industry financing from 1993 to 1995 and director of Crédit Lyonnais' American transport group in Paris from 1995 to 2002.

From 1995 to 2002, he was director of aeronautics and defence at Crédit Agricole.

He was then appointed Head of Corporate Banking for France and Belgium and member of the Paris Management Committee at JP Morgan from 2008 to 2016. From 2017 until 2020, he was Head of Commercial Banking for Europe and a member of the Management Committee.

Since 1 April 2021, member of the Executive Board and Head of Corporate and Investment Banking.

#### OTHER DIRECTORSHIPS AND FUNCTIONS

- La Banque Postale Asset Management (SA), member of the Supervisory Board
- La Banque Postale Asset Management Holding, Director, member of the Yellow Committee
- Ostrum Asset Management (SA), Director, member of the Remuneration and Nominations Committee
- La Banque Postale Leasing & Factoring (SA), Chairman of the Supervisory Board, the Nominations Committee and the Remuneration Committee
- L'Envol Le Campus de La Banque Postale (non-profit organisation), Director
- Fondation La Poste, Director

#### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- Association Frateli, member of the Board *(term expired December 2017)*

(1) *Ratification of the cooptation proposed at the Annual General Meeting of 22 April 2022*

(2) *Re-election until 2026 proposed at the Annual General Meeting of 22 April 2022*

## Sonia de Demandolx

Main function: Managing Partner

**Age:** 45 | **Nationality:** French

**Education:** ESCP Business School, law degree from Paris X University

**Business address:** Demandolx Furtado Ltda, Rua Leopoldo Couto de Magalhães Junior, 1098 São Paulo, SP 04542 001, Brazil

**Number of CNP Assurances shares:** 200

**First elected to the Board of Directors:** 4 March 2020

**Current term expires:** 2024

**Attendance rate at Board meetings:** Board of Directors: 100%

### PROFESSIONAL EXPERIENCE

From 1999 to 2004, Sonia de Demandolx worked as a senior banker in mergers and acquisitions at Lazard in Paris. She then joined the executive search firm Russell Reynolds Associates as a consultant specialising in the financial services and corporate board sectors. Appointed Managing Director-Partner in 2010, she joined in 2011 the São Paulo office of Russell Reynolds Associates, responsible for French clients in the region. After gaining ten years' experience in Brazil, in 2014 she founded Demandolx Furtado, an executive search and assessment firm in Brazil, of which she is a managing partner.

During her career between France and Brazil, she has led several recruitment and assessment projects for board members and executives in various sectors such as financial services, retail, consumer goods, energy and industry.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Holding XS1 (Brazil), Director

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

None

## Nicolas Eyt

### Main function: Director of International Development and Coordination of Strategic Insurance Projects, La Banque Postale

**Age:** 45 | **Nationality:** French

**Education:** INSEEC Bordeaux, DESS post-graduate degree from Paris IX Dauphine University

**Business address:** La Banque Postale, 115, rue de Sèvres, 75275 Paris Cedex 06, France

**Number of CNP Assurances shares:** 300

**Membership of Committees of the Board of Directors:** Audit and Risk Committee (member), Strategy Committee (member)

**First elected to the Board of Directors:** 4 March 2021

**Current term expires**: 2025

**Attendance rate at Board meetings:** Board of Directors: 100%; Strategy Committee: 100%

#### PROFESSIONAL EXPERIENCE

Nicolas Eyt began his career in 2001 in consulting and audit with Arthur Andersen and then Ernst & Young. In 2003, he joined the Finance department of Sogecap, the life insurance subsidiary of Société Générale. From 2006 to 2010, he served as Operations Director for the International Life Insurance business unit, before becoming Chief Financial Officer in 2010 of Société Générale's newly formed Insurance Division. In 2014, he was named Deputy Director then Director, Strategy & Business Development, in the International Retail Banking & Specialised Financial Services Division.

He has been Director of International Development and Coordination of Strategic Insurance Projects at La Banque Postale since 1 March 2021.

#### OTHER DIRECTORSHIPS AND FUNCTIONS

- La Banque Postale IARD (SA), Chairman of the Board of Directors

#### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

None

## François Géronde

**Main function: Chief Financial Officer, La Banque Postale**

**Age:** 53 | **Nationality:** French
**Education:** *École Polytechnique*
**Business address:** La Banque Postale, 115, rue de Sèvres, 75275 Paris Cedex 06, France
**Number of CNP Assurances shares:** 200
**First elected to the Board of Directors:** 4 March 2020
**Current term expires:** 2022(1)
**Attendance rate at Board meetings:** Board of Directors: 79%

### PROFESSIONAL EXPERIENCE

François Géronde began his career in 1993 at the Société Générale group where he held various positions in the interest rates and equities markets in France and Japan.

In 1997, he joined Westdeutsche Landesbank as Deputy Director of the Trading Room.

In 2000, he took over responsibility for risk measurement and monitoring methodologies at Crédit Agricole SA in the Central Banking Risk Department.

In 2002, he joined the Le Groupe La Poste's Efiposte as a financial engineer before becoming Director of Risk Control in 2004.

From 2006, when La Banque Postale was created, to 2011, François Géronde was Director of Market and Counterparty Risks. From 2009, in his capacity as Deputy to the Risk Director, he was responsible for the Operational Risk Department. In 2011, he was appointed Chief Risk Director of the La Banque Postale group. In January 2018, he took over the management of ongoing auditing and joined the Executive Committee of La Banque Postale.

Since 1 October 2019, François Géronde has been Chief Financial Officer and member of the Executive Committee of La Banque Postale.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Fonds de Garantie des Dépôts et de Résolution (guarantee fund), permanent representative of La Banque Postale, member of the Supervisory Board
, member of the Audit Committee
- La Banque Postale Asset Management (SA), member of the Supervisory Board, Chairman of the Audit and Risk Committee
- La Banque Postale Asset Management Holding (SA), permanent representative of La Banque Postale, Director and member of the Yellow Committee
- La Banque Postale Assurances IARD (SA), member of the Board of Directors, member of the Audit and Risk Committee, member of the Finance Committee
- La Banque Postale Assurance Santé (SA), permanent representative of La Banque Postale, Director, member of the Audit and Risk Committee
- La Banque Postale Prévoyance (SA), Director and Chairman of the Audit and Risks Committee

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- Suffren Ré (SA), permanent representative of SF2, Director
- La Banque Postale Home Loan SFH (SA), Chairman of the Board of Directors
- Sèvres LBP 1 (SA), permanent representative of SF2, Director
- Sèvres LBP 2 (SA), permanent representative of SF2, Director
- SF2 (SA), Director, Chief Executive Officer

(1) *Re-election until 2026 proposed at the Annual General Meeting of 22 April 2022*

## Laurence Guitard

### Director representing employees

### Main function: Customer Relationship Manager at CNP Assurances' BPCE BU

**Age:** 61 | **Nationality:** French

**Education:** *École Nationale d'Assurance* (school of insurance), French National Commission for Data Processing and Liberties

**Business address:** CNP Assurances, 4 place Raoul Dautry, 75015 Paris, France

**Membership of Committees of the Board of Directors:** Remuneration and Nominations Committee (member); Special Committee (member)

**First elected to the Board of Directors:** 28 April 2016

**Current term expires:** 2025

**Attendance rate at Board meetings:** Board of Directors: 93%;

Remuneration and Nominations Committee: 100%; Special Committee: 100%

### PROFESSIONAL EXPERIENCE

Laurence Guitard began her career in 1982 with Alfred Herlicq & Fils, a construction company. In 1988, she joined France Télécom where she was responsible for operational tasks, reporting to the Direct Marketing Director.

She then acquired experience in the property sector, as a researcher with Rocval & Savills, a firm of property consultants (1989 to 1993) and as assistant to the Chairman of Cofradim, a property developer (1997 to 2000).

In 2001, she took up a position with Solving International, a strategy consulting firm, as assistant to the Deputy Chief Executive Officer responsible for the Insurance group.

In 2004, she joined the headquarters of Banque CIC (Bordelaise CIC) as assistant to the Director, Financial Engineering and Financial Operations.

Laurence Guitard joined the CNP Assurances Group in 2005, as assistant to the Deputy Chief Executive Officer responsible for Innovation, Property Management, Legal Affairs and Information Systems.

Since 2011, she has been responsible for data protection projects at CNP Assurances.

Since January 2020, she has been a customer relationship manager in the BPCE business unit at CNP Assurances in Angers.

### OTHER DIRECTORSHIPS AND FUNCTIONS

None

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

None

## Philippe Heim

**Main functions: Chairman of the Management Board of La Banque Postale, and Deputy Chief Executive and Director of Financial Services at La Poste**

**Age:** 54 | **Nationality:** French

**Education:** ESCP Europe business school, degree in moral and political philosophy from Sorbonne University, *Institut d'études politiques de Paris*, *École nationale d'administration*

**Business address:** La Banque Postale, 115, rue de Sèvres, 75275 Paris Cedex 06, France

**Membership of Committees of the Board of Directors:** Strategy Committee (member) Remuneration and Nominations Committee (member)

**First elected to the Board of Directors:** 24 September 2020

**Current term expires:** 2022[(1)]

**Attendance rate at Board meetings:** Board of Directors: 100%;

Remuneration and Nominations Committee: 100%; Strategy Committee: 75%

### PROFESSIONAL EXPERIENCE

Philippe Heim began his career in 1997 as a civil servant with the French Ministry of the Economy and Finance, where he held several positions before transferring to the French Embassy in Singapore as Economic Advisor. In 2003, he was named Technical Advisor to Francis Mer, who at the time was French Minister of the Economy, Finance and Industry. The following year, he became Budget Advisor to Nicolas Sarkozy, who had replaced Francis Mer as Minister of the Economy, Finance and Industry, and in 2004 he was promoted to the position of Deputy Chief of Staff then Chief of Staff for Jean-François Copé, Budget Minister and Government Spokesperson.

In 2007, he joined Société Générale as Senior Banker in charge of Global Relations, responsible for strategic client relationships at SG CIB, and in 2009 he became Director, Strategy and M&A, in the group's strategy and finance departments.

In 2013, he was promoted to the position of group Chief Financial Officer and member of the Executive Committee.

From May 2018 to August 2020, Philippe Heim served as Deputy Chief Executive Officer in charge of International Retail Banking activities, Financial Services and Insurance.

Since 1 September 2020, he has been Chairman of the Executive Board of La Banque Postale, and Executive Vice-President of Le Groupe La Poste.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- BPE (SA), Chairman of the Supervisory Board and of the Remuneration and Nominations Committee
- CRSF Métropole (SCI), permanent representative of La Banque Postale, legal manager
- CRSF DOM (SCI), permanent representative of La Banque Postale, legal manager
- La Banque Postale Asset Management (SA), Chairman of the supervisory board, member of the remuneration and nominations committee
- La Banque Postale Asset Management Holding (SA), Chairman of the Board of Directors
- L'Envol, Le Campus de La Banque Postale (non-profit organisation), Vice-Chairman of the Board of Directors
- Ma French Bank (SA), Chairman of the Board of Directors
- SCI Tertiaire Saint Romain (SCI), permanent representative of La Banque Postale, legal manager

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- ALD Automotive, Chairman of the Board of Directors *(term expired August 2020)*
- Inter Europe Conseil, Director, Chief Executive Officer *(term expired April 2019)*
- SG Marocaine de Banque, member of the Supervisory Board *(term expired June 2019)*
- BRD (Romania), director *(term expired November 2019)*
- Rosbank (Russian Federation), Director *(term expired August 2020)*
- Société Générale, Deputy Chief Operating Officer *(term expired August 2020)*
- SOGECAP, Chairman of the Board of Directors *(term expired August 2020)*

(1) *Re-election until 2026 proposed at the Annual General Meeting of 22 April 2022*

## Perrine Kaltwasser, permanent representative of La Banque Postale

**Main function: Deputy Managing Director in charge of risks, compliance and supervision of the La Banque Postale conglomerate**

**Age:** 41 | **Nationality:** French

**Education:** *École polytechnique*, ENSAE

**Business address:** La Banque Postale, 115, rue de Sèvres, 75275 Paris Cedex 06, France

**Number of CNP Assurances shares:** 200

**Membership of committees of the Board of Directors of CNP Assurances:** Audit and Risk Committee (member)

**Permanent representative of Sopassure:** from 26 September 2019 to 17 November 2020

**Permanent representative of La Banque Postale:** since 18 September 2020

**First election of La Banque Postale to the Board of Directors**: 18 November 2020

**Current term of La Banque Postale expires:** 2025

**Attendance rate at Board meetings:** Board of Directors: 100%; Audit and Risk Committee: 100%

### PROFESSIONAL EXPERIENCE

Perrine Kaltwasser became an insurance auditor in 2004. The same year she joined the financial services unit attached to the French embassy in the United States. In 2005, she took up a position with the French insurance supervisor (Autorité de Contrôle des Assurances et des Mutuelles) before moving to EIOPA in 2009, first as a member of the Solvency II team responsible for issues concerning the control of insurance groups and then as project manager for the fifth Solvency II impact study. She also participated in negotiating level 2 texts at the European Commission.

She joined the French banking and insurance supervisor (Autorité de Contrôle Prudentiel et de Résolution) in September 2011 as unit manager in the Mutual Banks and Insurers and Investment Firms Control department, then moved to the ECB in April 2014 as Division Manager in the Microprudential Supervision department.

In December 2018, she became Director of Capital Management and Conglomerate at La Banque Postale and Deputy Director of Balance Sheet Management.

She served as Group Chief Risk Officer at La Banque Postale from February 2020 and on 2 November 2021 was appointed Deputy Managing Director in charge of risks, compliance and supervision of the conglomerate.

She has been permanent representative of La Banque Postale since November 2020; prior to that, she was permanent representative of Sopassure.

### OTHER DIRECTORSHIPS AND FUNCTIONS

None

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

None

## Chahan Kazandjian

**Director representing employees**

**Main function: Sales Training Manager, BU LBP, CNP Development Department, Pedagogical Engineering**

**Age:** 54 | **Nationality:** French

**Education:** *Institut d'études politiques de Paris* (economics and finance graduate), DEA (Master 2) in Business Strategy from ESCP Business School/Paris II Assas

**Business address:** CNP Assurances, 4 place Raoul Dautry, 75015 Paris, France

**Membership of Committees of the Board of Directors:** Special Committee (member)

**First elected to the Board of Directors:** 16 April 2021

**Current term expires:** 2025

**Attendance rate at Board meetings:** Board of Directors: 100%; Special Committee: 100%

### PROFESSIONAL EXPERIENCE

Chahan Kazandjian began his career in hospital management in January 1994 (after passing the EDH hospital director entrance exam in 1993), at the Centre Hospitalier de Rambouillet, as assistant to the head of finance, customer relations and communications.

After resuming his studies (post-graduate degree in Business Strategy), in 1996, he joined the MSD Chibret laboratory and oversaw the hospital and clinic sales administration sector in France. In 1997, he joined the IT systems integration consulting company, Mag Info, as a sales representative. After working in a marketing and communications consulting agency specialising in the seniors market, he joined Kurt Salmon in 2000, a consulting firm specialised in setting up ERP and CRM solutions.

He then moved into training and worked from 2002 to 2006 in the French national education system teaching marketing, sales and management to students studying for a vocational certificate in those fields.

In October 2006, he joined CNP Assurances as sales training manager, first in the sales development department, and then from 2014 within the LBP business unit – Development Department, Pedagogical Engineering.

### OTHER DIRECTORSHIPS AND FUNCTIONS

None

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

None

## Christiane Marcellier

**Main function: Chief Executive Officer of JD4C Conseil**

**Age:** 65 | **Nationality:** French
**Education:** Paris IX Dauphine University
**Business address:** JD4C Conseil, 11, rue Lalo, 75116 Paris, France
**Number of CNP Assurances shares:** 200
**First elected to the Board of Directors:** 4 March 2020
**Current term expires:** 2024
**Attendance rate at Board meetings:** Board of Directors: 100%

### PROFESSIONAL EXPERIENCE

Christiane Marcellier began her career as a financial analyst specialising in banking, insurance, holding companies and real estate. At the same time, she managed the research departments of European stock exchange companies. Over 15 years, she acquired proven expertise in listed companies (vice-presidency of the SFAF (French Financial Analysts Association)) and a thorough understanding of FIG sectors, which led her to successively join the Strategy Department of Paribas in 1997, then in 2000 that of CNCE, which became BPCE. In this capacity, she took part in the strategic negotiations of the Caisse d'Epargne group, particularly in relation to the insurance business and the creation of Sopassure, of which she is a Director. In 2004, Christiane Marcellier was appointed head of the insurance business unit for the Caisse d'Epargne group, which comprises seven insurance companies (including CNP Assurances), and in this capacity was a member of the Executive Committee of the French Federation of Insurance (*Fédération française de l'assurance* – FFA, formerly FFSA).

Having played a significant role in the development of ABN AMRO in southern Europe, Christiane Marcellier created JD4C Conseil in 2008, a consulting and investment company in transformation projects with a technological component.

From 2001 to 2018, she was successively client, consultant, and Director of the Financière CEP brokerage group, becoming Chairwoman of the Board of Directors in 2016.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Navya (listed company), Vice Chairman and independent member of the Supervisory Board, member of the Audit Committee
- Ostrum Asset Management (SA), Director, member and Chair of the Compliance, Risk and Internal Control Committee, member of the Audit Committee
- BPE (SA), independent director, member of the Risk Committee, member of the Audit Committee and member of the Remuneration and Nominations Committee

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- La Banque Postale Asset Management (SA), Director *(term expired June 2020)*, member of the Strategy Committee, member of the Audit Committee and Chair of the Remuneration and Nominations Committee *(term expired June 2020)*
- Financière CEP (SA), Chairwoman of the Executive Board and Chairwoman of the group's subsidiaries *(term expired 2018)*

## Laurent Mignon

**Main function: Chairman of the Management Board of BPCE**

**Age:** 58 | **Nationality:** French

**Education**: HEC, Stanford Executive Program

**Business address:** BPCE, 50, avenue Pierre-Mendès France 75013 Paris, France

**Membership of Committees of the Board of Directors:** Remuneration and Nominations Committee (member)

**First elected to the Board of Directors:** 15 May 2018

**Current term expires:** 2022[1]

**Attendance rate at Board meetings:** Board of Directors: 79%;
Remuneration and Nominations Committee: 71%

### PROFESSIONAL EXPERIENCE

After graduating from HEC and following the Stanford Executive Program, Laurent Mignon spent more than ten years with Banque Indosuez, where he held various positions in the trading and investment banking areas. In 1996, he moved to London to take up a position with Schroders Bank, before joining AGF in 1997 as Chief Financial Officer and, from 1998, member of the Executive Committee. He became head of Investments, Banque AGF, AGF Asset Management and AGF Immobilier in 2002, head of Life Insurance, Financial Services and Credit Insurance in 2003 and Chief Executive Officer and Chairman of the Executive Committee in 2006. In September 2007, he moved to Oddo & Cie as Managing Partner.

He was Chief Executive Officer of Natixis between 2009 and 2018, becoming a member of the BPCE Management Board in 2013.

Since 1 June 2018, Laurent Mignon has been Chairman of the Management Board of BPCE.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Arkema (listed SA), Director
- AROP (Association pour le Rayonnement de l'Opéra National de Paris), Director
- CE Holding Promotion (SAS), Chairman
- FIMALAC (listed company), censor
- Natixis (listed company), Chairman of the Board of Directors and member of the Strategy Committee
- ODDO BHF (SCA), censor

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- Sopassure (SA), Director *(term expired 2 January 2020)*
- Crédit Foncier de France (CFF) (SA), Chairman of the Board of Directors *(term expired 31 July 2019)*
- Coface (SA), Chairman of the Board of Directors *(term expired 15 June 2018)*
- Lazard Ltd (listed SA), Director *(term expired 19 April 2016)*
- Natixis (listed SA), Chief Executive Officer *(term expired 31 May 2018)*
- Natixis Assurances (SA), Chairman of the Board of Directors *(term expired 7 June 2018)*
- Natixis Investment Managers (SA), Chairman of the Board of Directors *(term expired 28 May 2018)*
- Peter J. Solomon Company LLC, Director *(term expired 30 May 2018)*

*(1) Re-election until 2026 proposed at the Annual General Meeting of 22 April 2022*

## Stéphane Pallez

**Main function: Chair and Chief Executive Officer, La Française des Jeux (listed company)**

**Age:** 62 | **Nationality:** French

**Education:** *Institut d'études politiques de Paris*, *École nationale d'administration*

**Business address:** La Française des Jeux, 3-7, quai du Point-du-Jour 92560 Boulogne-Billancourt Cedex, France

**Number of CNP Assurances shares:** 200

**Membership of Committees of the Board of Directors:** Audit and Risk Committee (Chair); Strategy Committee (member); Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships (member); Special Committee (member)

**First elected to the Board of Directors:** 5 April 2011

**Current term expires:** 2024

**Attendance rate at Board meetings:** Board of Directors: 86%; Audit and Risk Committee: 100%;

Strategy Committee: 100%; Follow-up Committee on the Implementation of the BPCE and LBP Partnerships: 0%;

Special Committee: 100%

### PROFESSIONAL EXPERIENCE

Stéphane Pallez began her career in 1984 and served as a Technical Advisor on industrial matters in the Office of the Minister for the Economy and Finance between 1991 and 1993. She spent time at the Directorate General of the Treasury as Deputy Director of Insurance between 1995 and 1998, and Deputy Director in charge of State Investments between 1998 and 2000. She was appointed head of European and International Affairs at the Treasury department in 2000 and in this capacity served as Chair of the Club de Paris and a Director of the European Investment Bank (EIB). In April 2004, Stéphane Pallez was appointed as Deputy Chief Financial Officer at France Télécom Orange, with responsibility for financing and treasury strategy, cash management, tax, internal audit, risk management, internal control, fraud prevention, and financial reporting.

Between 2011 and January 2015, she was Chairman and Chief Executive Officer of Caisse Centrale de Réassurance.

Stéphane Pallez has been Chairman of the Board and Chief Executive Officer of La Française des Jeux since November 2014.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Conservatoire National Supérieur de Musique et de Danse de Paris (CNSMODP), Chairwoman of the Board of Directors
- Eurazeo (listed SA), member of the supervisory board, audit committee and CSR committee
- RAISESHERPAS Endowment fund, Director

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- ENGIE (formerly GDF-Suez) (listed SA), representative of the French State, Director *(term expired 18 May 2018)*

## Rose-Marie Van Lerberghe

### Main function: Company Director

**Age:** 75 | **Nationality:** French

**Education:** *Institut d'études politiques de Paris*, *École nationale d'administration*, INSEAD, *École normale supérieure*, history graduate and philosophy professor

**Business address:** 33, rue Frémicourt, 75015 Paris, France

**Number of CNP Assurances shares:** 200

**Membership of Committees of the Board of Directors:** Remuneration and Nominations Committee (Chair) Follow-up Committee on the Implementation of the BPCE and La Banque Postale Partnerships (member); Special Committee (member)

**First elected to the Board of Directors:** 25 September 2013

**Current term expires:** 2025

**Attendance rate at Board meetings:** Board of Directors: 100%;

Remuneration and Nominations Committee: 100%;

Follow-up Committee on the Implementation of the BPCE and LBP Partnerships: 100%;

Special Committee: 100%

### PROFESSIONAL EXPERIENCE

Rose-Marie Van Lerberghe worked as Inspector General of Social Affairs and Deputy Director for the Defence and Promotion of Employment in the Employment department of the French Ministry of Labour.

In 1986, she joined BSN-Danone, where she held various management positions including Chief Executive Officer of two subsidiaries, Les Verreries de Masnières, with 800 employees and €92 million in revenues (1990-1992), and L'Alsacienne, with 1,000 employees and €185 million in revenues. She then served as Human Resources Director of the Danone group from 1993 to 1996.

In 1996, she returned to the public sector, as General Delegate for Employment and Vocational Training at the French Ministry of Labour and Social Affairs.

She then became Chief Executive of the Paris public hospitals authority (Assistance Publique - Hôpitaux de Paris). Between 2006 and December 2011, she served as Chair of the Management Board of the Korian Group.

She was Chairwoman of the Board of Directors of Institut Pasteur (Foundation) between 2013 and 2016 and a senior advisor at BPI Group between 2015 and 2018.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Bouygues (listed SA), Director
- Fondation Paris Université, Chairwoman
- Groupe Hospitalier Paris Saint Joseph (private healthcare institution), Director
- Klépierre (listed company), Vice Chair of the Supervisory Board
- Orchestre des Champs Élysées, Chairwoman of the Board of Directors
- La Française des Jeux (listed company), Chairwoman of the Fit and Proper Review Committee

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- Air France (listed SA), Director *(term expired 2016)*
- BPI Group, senior advisor *(term expired 2018)*
- Casino (listed SA), Director *(term expired 2016)*
- Conseil Supérieur de la Magistrature, member *(term expired 2016)*
- Institut Pasteur (Foundation), Chair of the Board of Directors *(term expired October in 2016)*

## Philippe Wahl

**Main function: Chairman and Chief Executive Officer of La Poste**

**Age:** 66 | **Nationality:** French

**Education:** *Institut d'études politiques de Paris*, postgraduate degree in monetary and financial economics, *École Nationale d'Administration*

**Business address:** La Poste, 9, rue du Colonel Pierre-Avia, 75015 Paris, France

**Number of CNP Assurances shares:** 200

**Membership of Committees of the Board of Directors:** Remuneration and Nominations Committee (member)

**First elected to the Board of Directors:** October 1999

**Current term expires:** 2022 (1)

**Attendance rate at Board meetings:** Board of Directors: 64%;

Remuneration and Nominations Committee: 86%

### PROFESSIONAL EXPERIENCE

Philippe Wahl began his career in 1984 as Auditor and Master of Petitions (maître des requêtes) at the Conseil d'État. In 1986 he was advisor to the President of the French Securities and Exchange Commission (AMF, formerly Commission des opérations de Bourse), and in 1989 he joined the office of Prime Minister Michel Rocard as technical advisor responsible for economic, financial and tax affairs. In 1991, he served as advisor to the Chairman of Compagnie Bancaire, before being appointed member of the Steering Committee in 1992 and Deputy Chief Executive Officer in 1994. In 1997, he took responsibility for specialised financial services at Paribas and became a member of the bank's Executive Committee. In 1999, Philippe Wahl was appointed Chief Executive Officer of Caisse Nationale des Caisses d'Epargne (CNCE).

As such, he was appointed Chairman of Sopassure, Chairman of the Board of Directors of Ecureuil Assurances IARD and member of the Supervisory Board of CDC IXIS and CNP Assurances. He was appointed Chief Executive Officer of the Havas group in 2005, and became Vice-Chairman of the Bolloré group in 2006. In January 2007, Mr Wahl joined Royal Bank of Scotland (RBS) as Managing Director for France. In March 2008, he was appointed as an advisor to the RBS Global Banking and Markets Board in London. In December 2008, he became Chief Executive Officer of RBS for France, Belgium and Luxembourg.

From January 2011 to September 2013, he was Chairman of the Management Board of La Banque Postale and Deputy Chief Executive Officer of Le Groupe La Poste.

Philippe Wahl has been Chairman and Chief Executive Officer of La Poste since September 2013.

### OTHER DIRECTORSHIPS AND FUNCTIONS

- Géopost (SA), representative of La Poste, Director
- Institut Montaigne (non-profit organisation), member of the Steering Committee
- La Banque Postale (SA), Chairman of the Supervisory Board, member of the Nominations Committee and member of the Remuneration Committee.
- La Poste Silver (SASU), member of the Strategy Committee
- L'Envol le Campus de La Banque Postale (non-profit organisation), Director
- Poste Immo (SA), representative of La Poste, Director

### OTHER DIRECTORSHIPS AND FUNCTIONS HELD FROM 2016 TO 2020 AND WHICH HAVE EXPIRED

- Sopassure (SA), Director *(term expired 2 January 2020)*

(1) *Re-election until 2026 proposed at the Annual General Meeting of 22 April 2022*

# 6.4 Remuneration of corporate officers

The remuneration packages of CNP Assurances' Chairwoman of the Board of Directors and Chief Executive Officer are decided by the Board of Directors and the General Meeting, according to a decision process that complies with the recommendations of the AFEP-MEDEF Corporate Governance Code and Article L.22-10-8 of the French Commercial Code.

## 6.4.1 Remuneration of the Chairwoman of the Board of Directors and the Chief Executive Officer

In compliance with the Solvency II governance system in force at CNP Assurances, the Board of Directors has approved a remuneration policy that formally embodies a set of remuneration principles applicable to the Company's employees, risk-takers and corporate officers[1].

The specific policies applicable to the Chairwoman of the Board of Directors and the Chief Executive Officer are part of this broad policy and are decided by the Board of Directors.

These policies are aligned with the Company's corporate interests because the remuneration provided for therein is closely linked to the work the officers perform and their active involvement. The remuneration amounts are also very reasonable compared with executive remuneration at most listed companies included in the SBF 120 index.

The remuneration policies applicable to the Chairwoman of the Board of Directors and the Chief Executive Officer:

- contribute to the Company's sustainability by setting objectives for the Chief Executive Officer concerning CNP Assurances' long-term development;
- are consistent with the Group's strategy as they set objectives that are aligned with the Group's strategic objectives.

### Remuneration policy applicable to the Chief Executive Officer

#### Principles

The Chief Executive Officer receives a fixed salary and a variable bonus. If a Chief Executive Officer is appointed in the latter part of the year, the decision may be made not to award him or her any variable compensation for that year, due to the limited period between his or her appointment and the year-end, which makes it difficult to determine qualitative and quantitative objectives for the period concerned.

He or she may participate in the benefit plan open to all employees and covering death/disability insurance and medical insurance, and may also be given the use of a company car.

Where applicable, the Board of Directors reserves the right to decide on an additional allocation of remuneration. The Board of Directors will give reasons for any such allocation to the Chief Executive Officer.

In the event of exceptional circumstances not taken into account or not reflected in the parameters, criteria or benchmarks initially provided for and in this policy for annual variable remuneration, the Board of Directors, on the recommendation of the Remuneration and Nominations Committee, may decide to adapt and adjust these parameters, criteria or benchmarks, in particular upwards or downwards, to take into account the impact of these circumstances.

In such a case, the Board of Directors will ensure that the purpose of such adjustments (i) is to reasonably restore the balance or objective originally sought, adjusted for the expected impact of the event on the period concerned and (ii) remains in line with the company's interest, strategy and prospects. The justification and explanation of the adjustments decided upon will be disclosed.

In order to ensure that the Chief Executive Officer's remuneration is aligned with the Company's strategic objectives and with the objective of sound and efficient risk management, the variable component is:

| | |
|---|---|
| **Flexible** | Application of this principle may result in no variable bonus being paid for a given year. |
| **Deferred** | Payment of 40% of the variable bonus for a given year, as decided the following year, is deferred over three years, with 20% paid the first year, 10% the second year and 10% the third year. |
| **Conditional and modulated** | The variable bonus may be "adjusted downwards based on current and future risks, taking into account the Company's risk profile and cost of capital."<br>The Chief Executive Officer's variable bonus is subject to:<br>• performance conditions (quantitative and qualitative targets). In addition, in line with the principle applicable to all risk-takers, if the Group reports an attributable net loss, payment of half of the portion of the deferred bonus that should have been paid the following year is postponed by one year.<br>Then, if the attributable net profit reported the following year does not fully offset the loss, the postponed deferred bonus payment is forfeited;<br>• compliance with internal and external rules and ethical standards. The Chief Executive Officer would forfeit all or part of his deferred remuneration in the event of any disciplinary sanction, equivalent measure or formal action resulting from his failure to comply with the internal rules (procedural rules, ethical or professional standards) or external rules that apply to him. |

*(1) Person whose activities have an impact on the Company's risk profile, including the persons who effectively run the business and the holders of the four key functions*

### Rules adopted by the Board of Directors

Each year, the Board of Directors sets the Chief Executive Officer's salary and bonus based on the level of achievement of qualitative and quantifiable objectives set by the Board.

His or her salary is capped at €450,000 and his or her variable bonus for 2021 and 2022 is capped at €150,000.

Details of the policy adopted by the Board of Directors and the resulting remuneration paid or awarded to the Chief Executive Officer are presented below. Payment of his 2021 variable bonus is subject to shareholder approval at the 2022 Annual General Meeting.

## Remuneration policy applicable to the Chairwoman of the Board of Directors

### Principles

The remuneration of the Chairwoman of the Board of Directors consists of a fixed payment. He or she may participate in the benefit plan open to all employees and covering death/disability insurance and medical insurance, and may also be given the use of a company car.

### Rules adopted by the Board of Directors

Each year, the Board of Directors decides on the remuneration to be paid to the Chairman/Chairwoman. After remaining unchanged at €250,000 between 2012 and 2015, the remuneration amount was increased to €280,000 in 2016 and then to €350,000 in 2020, and will remain unchanged at €350,000 for 2021 and 2022.

The Chairwoman does not receive any remuneration for participating in meetings of the Board and the committees of the Board.

## Remuneration policy applicable to the members of the Board of Directors

### Principles

The remuneration allocated to each director is based on the total amount awarded to the Board at the Annual General Meeting.

Since 2015, this amount has been set at €830,000 per year (resolution adopted by the Annual General Meeting of 28 April 2016). At the General Meeting of 22 April 2022, the shareholders will be asked to increase this amount in respect of 2022 and subsequent years.

The amount allocated to individual directors is based on their attendance rate at meetings, with the chair of each meeting of a Committee of the Board receiving double the amount allocated to the other members.

### Rules adopted by the Board of Directors

In 2021, the allocated amounts were as follows:

- €3,800 for each meeting of the Board of Directors and €3,050 for each meeting of a Committee of the Board (where applicable) attended by the director;
- €3,050 for each meeting of a Board Committee chaired by the director.

The Board of Directors' Meeting of 18 December 2007 decided to pay directors as follows: the first payment is for meetings of the Board and the Committees held during the first half of the year and is made at the end of the first half; the second payment is for meetings held during the second half of the year and is made at the beginning of the following year.

## 6.4.2 Report on the remuneration of the corporate officers

### Table 1

### Gross remuneration payable and stock options and shares granted to the Chairman/Chairwoman and the Chief Executive Officer (in euros)

#### Chairman/Chairwoman of the Board of Directors

| Jean-Paul Faugère, Chairman of the Board of Directors until 15 July 2020<br>Véronique Weill, Chairwoman of the Board of Directors since 31 July 2020 | 2020 | | 2021 |
|---|---|---|---|
| | Jean-Paul Faugère | Véronique Weill | Véronique Weill |
| Remuneration payable for the year *(Table 2)* | 151,159 | 147,101 | 350,000 |
| Value of stock options granted over the year *(Table 4)* | None | None | None |
| Valuation of performance shares granted over the year *(Table 6)* | None | None | None |
| Value of other long-term remuneration | None | None | None |
| **Sub-total** | **151,159** | **147,101** | **350,000** |
| **TOTAL** | **298,260** | | **350,000** |

#### Chief Executive Officer

| Antoine Lissowski, Chief Executive Officer until 16 April 2021<br>Stéphane Dedeyan, Chief Executive Officer since 16 April 2021 | 2020 | 2021 | |
|---|---|---|---|
| | Antoine Lissowski | Antoine Lissowski | Stéphane Dedeyan |
| Remuneration payable for the year *(Table 2)* | 440,000 | 131,250 | 492,466 |
| Value of stock options granted over the year *(Table 4)* | None | None | None |
| Valuation of performance shares granted over the year *(Table 6)* | None | None | None |
| Value of other long-term remuneration | None | None | None |
| **Sub-total** | **440,000** | **131,250** | **492,466** |
| **TOTAL** | **440,000** | **623,716** | |

# Table 2

## Gross remuneration of the Chairman/Chairwoman of the Board and the Chief Executive Officer (in euros)

### Chairman/Chairwoman of the Board of Directors

| Jean-Paul Faugère, Chairman of the Board of Directors until 15 July 2020<br>Véronique Weill, Chairwoman of the Board of Directors since 31 July 2020 | 2020 | | | | 2021 | |
|---|---|---|---|---|---|---|
| | Payable(1) | | Paid(2) | | Payable(1) | Paid(2) |
| | Jean-Paul Faugère | Véronique Weill | Jean-Paul Faugère | Véronique Weill | Véronique Weill | Véronique Weill |
| Salary | 151,159 | 147,101 | 151,159 | 147,101 | 350,000 | 350,000 |
| Annual variable bonus | None | None | None | None | None | None |
| Special bonus | None | None | None | None | None | None |
| Remuneration allocated to directors | None | None | None | None | None | None |
| Benefits in kind | - | - | - | - | - | - |
| **Sub-total** | **151,159** | **147,101** | **151,159** | **147,101** | **350,000** | **350,000** |
| **TOTAL** | **298,260** | | **298,260** | | **350,000** | **350,000** |

*(1) The "Payable" columns indicate the remuneration awarded to the Chairman/Chairwoman for the duties performed in each year concerned, regardless of the payment date.*

*(2) The "Paid" columns indicate the total remuneration paid to the Chairman/Chairwoman for the duties performed in each of those years*

## Additional information on the remuneration of Jean-Paul Faugère, Chairman of the Board of Directors until 15 July 2020

2020

**Fixed and variable remuneration**

On 19 February 2020, the Board of Directors set Jean-Paul Faugère's annual remuneration for 2020 at €280,000 (capped since 2016). Jean-Paul Faugère served as Chairman of the Board of Directors until 15 July 2020. Remuneration payable in respect of 2020 and paid in 2020, amounted to €151,159, calculated on a prorata temporis basis.

**Remuneration allocated to directors**

Not applicable

**Benefits in kind**

Jean-Paul Faugère did not receive any benefits in kind

**Benefit plan open to all employees and covering death/disability insurance and medical insurance**

Jean-Paul Faugère was a member of this plan

## Additional information on the remuneration of Véronique Weill, Chairwoman of the Board of Directors since 31 July 2020

| 2020 | 2021 |
|---|---|
| **Fixed and variable remuneration** | **Fixed and variable remuneration** |
| On 31 July 2020, the Board of Directors set Véronique Weill's annual remuneration for 2020 at €350,000<br>Remuneration payable in respect of 2020 and paid in 2020, amounted to €147,101, calculated on a prorata temporis basis. | On 31 July 2020, the Board of Directors set Véronique Weill's annual remuneration for 2021 at €350,000. |
| **Remuneration allocated to directors** | **Remuneration allocated to directors** |
| Not applicable | Not applicable |
| **Benefits in kind** | **Benefits in kind** |
| Véronique Weill does not receive any benefits in kind | Véronique Weill does not receive any benefits in kind |
| **Benefit plan open to all employees and covering death/ disability insurance and medical insurance** | **Benefit plan open to all employees and covering death/ disability insurance and medical insurance** |
| Véronique Weill is a member of this plan | Véronique Weill is a member of this plan |

## Chief Executive Officer

| Antoine Lissowski, Chief Executive Officer until 16 April 2021 | 2020 | | 2021 | | | |
|---|---|---|---|---|---|---|
| | Payable(1) | Paid(2) | Payable(1) | | Paid(2) | |
| Stéphane Dedeyan, Chief Executive Officer since 16 April 2021 | Antoine Lissowski | Antoine Lissowski | Antoine Lissowski | Stéphane Dedeyan | Antoine Lissowski | Stéphane Dedeyan |
| Salary | 400,000 | 400,000 | 116,667 | 319,643 | 116,667 | 319,643 |
| Annual variable bonus(3) | 40,000 | 30,000 | 14,583 | 104,125 | 42,140 | - |
| Exceptional remuneration(4) | 0 | 0 | None | 60,000 | None | None |
| Remuneration allocated to directors | 0 | 0 | None | None | None | None |
| Benefits in kind(5) | - | - | - | 8,698 | - | 8,698 |
| **Sub-total** | **440,000** | **430,000** | **131,250** | **492,466** | **158,807** | **328,341** |
| **TOTAL** | **440,000** | **430,000** | **623,716** | | **487,148** | |

*(1) The "Payable" columns indicate the remuneration awarded to the Chief Executive Officer for the duties performed in each year concerned, regardless of the payment date. Antoine Lissowski's 2020 bonus of €40,000 was paid after deducting the €16,693 in remuneration he received from CNP Seguros Holding Brasil in 2020 in his capacity as member of its Board during that year*

*(2) The "Paid" columns indicate the total remuneration paid to the Chief Executive Officer for the duties performed in each of those years*

*(3) Payment of Antoine Lissowski's 2021 variable bonus is subject to shareholder approval at the 2022 Annual General Meeting*

*(4) In accordance with Article L.22-10-8 III, paragraph 2 of the French Commercial Code and in view of the exceptional circumstances relating to the simplified takeover bid announced by La Banque Postale*

*(5) This amount relates to the senior executive loss of employment insurance policy which will cover Stéphane Dedeyan as from 2022*

### Additional information about the 2020 remuneration of Antoine Lissowski, Chief Executive Officer until 16 April 2021

#### 2020 salary

On 19 February 2020, the Board of Directors set Antoine Lissowski's gross annual fixed salary for 2020 at €400,000, corresponding to the amount paid to the Chief Executive Officer since 2012.

#### 2020 bonus

Also at the 19 February 2020 meeting, the Board of Directors set his maximum bonus for 2019 at €50,000 (representing 12.5% of his annual fixed salary), corresponding to the maximum possible annual bonus awarded to the Chief Executive Officer since 2012.

The same meeting also set the objectives to be used in 2021 to determine Antoine Lissowski's bonus, as presented in the table below.

In 2021, based on the Remuneration and Nominations Committee's analysis of achievement rates compared to Antoine Lissowski's 2020 bonus objectives, as presented to the Board of Directors on 12 February 2021 (see description in the table below), at its meeting on 16 February 2021, the Board of Directors decided to award a bonus of €40,000 to Antoine Lissowski for 2020. The bonus breakdown is shown in the last column of the table below.

#### Benefit plan open to all employees and covering death/disability insurance and medical insurance

Antoine Lissowski was a member of this plan.

## Additional information about the variable remuneration payable to Antoine Lissowski in 2020 in respect of 2020, that was paid after the 2021 Annual General Meeting

| | % weighting | 2020 threshold/objective | 2020 performance | Achievement rate & variable bonus |
|---|---|---|---|---|
| **QUANTIFIABLE OBJECTIVES** | | | | |
| Net insurance revenue (NIR) | 20% | At least **€3,334m**<br>With the following intermediate amounts:<br>• 100% if NIR at least €3,334m<br>• 50% if NIR between €3,220m and €3,334m<br>• 0% if NIR less than or equal to €3,220m | Consolidated net insurance revenue as reported: **€2,943m**<br>At constant exchange rates: **€3,228m** | The Board of Directors reviewed the results obtained in last year's Covid-19 environment. Based on the Chief Executive Officer's management of the crisis, the Board decided to set the achievement rate for the quantifiable objectives at 60%, corresponding to a bonus of €15 thousand. |
| EBIT | 30% | At least **€3,041m**<br>With the following intermediate amounts:<br>• Linear rate if EBIT at least €3,041m<br>• 50% if EBIT between €3,009m and €3,041m<br>• 0% if NIR less than or equal to €3,009m | Consolidated EBIT as reported: **€2,614m**<br>At constant exchange rates: **€2,867m** | |
| **QUALITATIVE OBJECTIVES** | | | | |
| Development | 50% | Strengthen the Group's multi-partner business model, notably with BPCE | • Deploy CNPNet in the Banques Populaires networks<br>• Extend use of electronic signatures<br>• Launch Perln pension offer | Rate = 100%<br>Variable = €25k |
| | | Develop sales and operating synergies with La Banque Postale | • Set up governance system<br>• Launch projects to revamp the operating model<br>• Anchor financial systems (accounting, reporting) more firmly | |
| | | Improved customer experience | • Digitisation of the various stages in the customer relationship (electronic signatures in bank branches, etc.), reduced processing times | |
| | | Adapt the Group's strategic model (ALM, CSR, etc.) and the Life Insurance/Pensions offer in the low interest rate environment | • Increase unit-linked premiums to over 50% of total Group savings premiums<br>• Create the CNP Immo Premium unit-linked fund<br>• PACTE law transfers: +€3.4bn<br>• 40% reduction in the carbon footprint of the property portfolio<br>• Many solidarity initiatives | |
| | | Finalise the closing of the partnership agreement with Caixa (JV1) and develop the Brazilian business model | Finalisation of new exclusive distribution agreement with the Caixa Econômica Federal network | |
| **SUB-TOTAL** | **100%** | | | **OVERALL ACHIEVEMENT RATE = 80%**<br>**TOTAL VARIABLE BONUS = €40K*** |

* *In accordance with the remuneration policy, 60% of the €40,000 variable bonus (i.e., €24,000) was paid in 2021, with 20% to be paid in 2022, 10% in 2023 and 10% in 2024*

## Additional information about the 2021 remuneration of Antoine Lissowski, Chief Executive Officer until 16 April 2021

### 2021 salary

On 16 February 2021, the Board of Directors set Antoine Lissowski's gross annual fixed salary for 2021 at €400,000, corresponding to the amount paid to the Chief Executive Officer since 2012.

### 2021 bonus

Also at the 16 February 2021, the Board of Directors set his maximum bonus for 2021 at €50,000 (representing 12.5% of his annual fixed salary), corresponding to the maximum possible annual bonus awarded to the Chief Executive Officer since 2012.

The same meeting also set the objectives to be used in 2022 to determine Antoine Lissowski's 2021 bonus. It has limited itself to setting a single target, given the end of his term announced for 16 April 2021. This objective was to "manage the hand over to the new Chief Executive Officer in a satisfactory and smooth manner".

On 16 February 2022, based on the Remuneration and Nominations Committee's analysis presented on that same date of Antoine Lissowski's performance achievement rates compared to his bonus objectives, the Board of Directors decided to award him a €14,583 bonus for 2021 (100% of €50,000 calculated proportionately to the time he actually served as Chief Executive Officer in 2021).

### Benefit plan open to all employees and covering death/disability insurance and medical insurance

Antoine Lissowski was a member of this plan.

## Additional information about the 2021 remuneration of Stéphane Dedeyan, Chief Executive Officer since 16 April 2021

### 2021 salary

On 16 February 2021, the Board of Directors set Stéphane Dedeyan's gross annual fixed salary for 2021 at €450,000.

### 2021 bonus

Also at its 16 February 2021 meeting, the Board of Directors set Stéphane Dedeyan's maximum bonus for 2021 at €150,000 (representing 33.33% of his annual fixed salary).

The same meeting also set the objectives to be used in 2022 to determine Stéphane Dedeyan's bonus, as presented in the table below.

On 16 February 2022, based on the Remuneration and Nominations Committee's analysis presented on that same date of Antoine Lissowski's performance achievement rates compared to his bonus objectives, the Board of Directors decided to award him a €104,125 bonus for 2021 (98% of €150,000 calculated proportionately to the time he actually served as Chief Executive Officer in 2021).

### Benefit plan open to all employees and covering death/disability insurance and medical insurance

Stéphane Dedeyan was a member of this plan.

## Additional information about the variable remuneration payable to Stéphane Dedeyan in 2021 for 2021, to be paid after the 2022 Annual General Meeting (if approved by the shareholders)

| | % weighting | 2021 threshold/objective | 2021 performance | Achievement rate | Variable bonus |
|---|---|---|---|---|---|
| **QUANTIFIABLE OBJECTIVES** | | | | | |
| EBIT | 30% | Consolidated EBIT at constant exchange rates: at least €2,993m<br>With the following intermediate amounts:<br>• 100% if EBIT at least €2,993m<br>• 50% if EBIT between €2,935m and €2,993m<br>• 0% if EBIT less than or equal to €2,935m | €3,153m | 100% | €45k |
| Unit-linked rate France Savings | 30% | • 100% if rate at least 25%<br>• 50% if rate between 23% and 25%<br>• 0% if rate less than or equal to 23% | 30.5% | 100% | €45k |
| **QUALITATIVE OBJECTIVES** | | | | | |
| 1. Executive Committee | 5% | • Review of the existing Executive Committee<br>• Implementation of a new organisational structure | | 100% | €7.5k |
| 2. Brazil | 10% | • Implementation of a new governance structure<br>- Recruitment of key people<br>- Succession plan for Laurent Jumelle<br>- Introduction of compliance, legal and audit control functions<br>• Leaner management of the investigation procedure<br>• Strategic review aimed at streamlining the business model | | 100% | €15k |
| 3. Business performance | 10% | • Follow-up of (i) the process of transforming technical reserves into savings and (ii) the conversion into unit-linked savings<br>• Definition of new products | | 80% | €12k |
| 4. Property & Casualty | 5% | • Preparation of the plan for integrating La Banque Postale's P&C business | | 100% | €7.5k |
| 5. Aviva Italy | 5% | • Integration of Aviva<br>• Preparation for renegotiating the partnership agreements with UniCrédit | | 100% | €7.5k |
| 6. OPAS | 5% | • Management of the process required at the target company level | | 100% | €7.5k |
| **TOTAL** | **100%** | | | **98%** | **€147K**[(1)(2)] |

(1) *I.e., €104,125 after application of the pro rata temporis*

(2) *In accordance with the remuneration policy, 60% of the €104,125 variable bonus will be paid in 2022, with 20% to be paid in 2023, 10% in 2024 and 10% in 2025*

## Additional information about the 2022 remuneration of Stéphane Dedeyan, Chief Executive Officer since 16 April 2021

### 2022 salary

On 16 February 2022, the Board of Directors set Stéphane Dedeyan's gross annual fixed salary for 2022 at €450,000.

### 2022 bonus

Also at its 16 February 2022 meeting, the Board of Directors set Stéphane Dedeyan's maximum bonus for 2022 at €150,000 (representing 33.33% of his annual fixed salary).

The same meeting set the objectives to be used in 2023 to determine Stéphane Dedeyan's bonus, as presented in the table below.

### Benefit plan open to all employees and covering death/disability insurance and medical insurance

Stéphane Dedeyan participates in this plan.

### Senior executive loss of employment insurance policy

This policy provides for remuneration representing 70% of Stéphane Dedeyan's net taxable income for his duties as Chief Executive Officer. The remuneration under this insurance policy initially covers a period of 12 months and will subsequently cover a 24-month period.

### Termination benefit

Stéphane Dedeyan may be eligible for a termination benefit if he is removed from office, subject to the following conditions:

- The termination benefit would not be paid if he resigns or if he is dismissed for gross or wilful misconduct.
- If he is removed from office before the end of his term, the benefit will represent 24 months of his gross fixed remuneration and its payment will be subject to the achievement of performance conditions.
- If he is removed from office after a period of between six months and two years in his post, the payment of the benefit will be subject to achieving the underlying performance condition, assessed based on either the financial year in which he is removed from office or the previous financial year, depending on which year he was longest in office.
- If he is removed from office after two years in office, the benefit would only be paid if the underlying performance condition was achieved, with said condition being that he must meet 80% of the objectives set for him for the previous two financial years.

## Additional information about Stéphane Dedeyan's variable remuneration for 2022

| | % weighting | 2022 threshold/objective |
|---|---|---|
| QUANTIFIABLE OBJECTIVES | | |
| EBIT stable at constant exchange rates | 30% | • 100% if EBIT at least €3,280m<br>• 50% if EBIT between €3,150m and €3,280m |
| Growth in international EBITDA at constant exchange rates | 15% | • 100% if increase is more than €190m |
| Unit-linked rate France Savings | 15% | • 110% if at rate least 30%<br>• 100% if rate between 29% and 30% |
| QUALITATIVE OBJECTIVES | | |
| 1. Achieve the corporate mission KPIs and the objectives of the CSR policy | 10% | |
| 2. Finalise the strategic roadmap for the transformation of the model | 10% | |
| 3. OPAS: Finalise the process required at the target company level | 10% | |
| 4. Carry out the Artemis deal to the satisfaction of all stakeholders | 5% | |
| 5. Revamp the employer-employee framework | 5% | |
| TOTAL | 100% | |

## Table 3

### Remuneration received by the Board, the Chief Executive Officer and the directors

| Members of the Board of Directors | Remuneration paid to the directors in 2020 *(in €)* | | Remuneration paid to the directors in 2021 *(in €)* | | Paid to |
|---|---|---|---|---|---|
| | In respect of second-half 2019 | In respect of first-half 2020 | In respect of second-half 2020 | In respect of first-half 2021 | |
| Jean-Paul Faugère[(1)] | - | - | - | - | - |
| Véronique Weill[(1)] | - | - | - | - | - |
| Florence Lustman (Sopassure)[(2)] | 3,050 | - | - | - | Sopassure/LBP |
| Perrine Kaltwasser (Sopassure/LBP)[(2)] | 24,350 | 24,350 | 27,400 | 35,750 | Sopassure/LBP |
| Philippe Wahl[(2)] | 22,800 | 22,050 | 36,550 | 38,050 | Sopassure/LBP |
| Rémy Weber[(2)] | 31,950 | 19,000 | 3,800 | - | Sopassure/LBP |
| Philippe Heim[(2)] | - | - | 26,650 | 44,900 | LBP |
| Tony Blanco[(2)] | - | 17,500 | 27,400 | 25,100 | LBP |
| Yves Brassart[(2)] | - | 11,400 | 18,250 | 29,650 | LBP |
| Catherine Charrier-Leflaive[(2)] | - | 11,400 | 11,400 | - | LBP |
| Nicolas Eyt[(2)] | - | - | - | 11,400 | LBP |
| Sonia de Demandolx | - | 7,600 | 15,200 | 26,600 | Sonia de Demandolx |
| François Géronde | - | 11,400 | 15,200 | 26,600 | LBP |
| Christiane Marcellier | - | 11,400 | 15,200 | 26,600 | Christiane Marcellier |
| Laurent Mignon[(2)] | 15,200 | 14,450 | 32,750 | 31,200 | Sopassure/BPC |
| Jean-Yves Forel[(2)] | 41,100 | 28,150 | 22,850 | 35,750 | Sopassure/BPC |
| Eric Lombard (CDC)[(2)] | 22,800 | 6,850 | - | - | CDC |
| Alexandra Basso | 19,000 | - | - | - | CDC |
| Virginie Chapron du Jeu[(2)] | 31,200 | 3,800 | - | - | CDC |
| Pauline Cornu-Thénard | 3,800 | - | - | - | CDC |
| Olivier Fabas[(2)] | 25,850 | 3,800 | - | - | CDC |
| Laurence Giraudon | 19,000 | 3,800 | - | - | CDC |
| Olivier Mareuse[(2)] | 40,350 | - | | - | CDC |
| Charles Sarrazin (French State)[(2)] | 22,800 | - | - | - | French Treasury |
| Marcia Campbell[(2)] | 34,250 | 28,150 | 29,700 | 41,850 | Marcia Campbell |
| Stéphane Pallez[(2)] | 35,800 | 33,500 | 45,700 | 47,200 | Stéphane Pallez |
| Rose-Marie Van Lerberghe[(2)] | 25,850 | 25,100 | 60,950 | 57,100 | Rose-Marie Van Lerberghe |
| Philippe Bartoli | 22,800 | 11,400 | 15,200 | 19,000 | Trade union |
| Chahan Kazandjian | - | - | - | 7,600 | Trade union |
| Laurence Guitard | 22,800 | 19,000 | 11,400 | 26,600 | Trade union |
| **TOTAL** | **460,950** | **314,100** | **415,600** | **530,950** | |

(1) *Jean-Paul Faugère and Véronique Weill do not receive any directors' fees for participating in meetings of the Board or the committees of the Board in accordance with the decisions of the Board of Directors based on the recommendations of the Remuneration and Nominations Committee*

(2) *Also a member of a Committee of the Board during all or part of the period between 1 July 2019 and 30 June 2021*

The two directors representing employees both have an employment contract with the Company and receive remuneration from these companies that is not related to their service on the Board. As a result, no details of this remuneration are disclosed.

In addition, Sonia de Demandolx received BRL 10,000 per month in 2021 in her capacity as a Director of Holding XS1.

## Table 4*

### Stock options granted during the year to the Chairwoman of the Board and the Chief Executive Officer by CNP Assurances and all other Group companies

| Stock options granted to the Chairwoman of the Board and the Chief Executive Officer by CNP Assurances SA and all other Group companies | Plan no. and date | Type of stock options (purchase or subscription) | Value of stock options based on the method used for the consolidated financial statements | Number of stock options granted during the year | Exercise price | Exercise period |
|---|---|---|---|---|---|---|
| Not applicable | Not applicable | Not applicable | Not applicable | None | Not applicable | Not applicable |

## Table 5*

### Stock options exercised during the year by the Chairwoman of the Board and the Chief Executive Officer

| Stock options exercised by the Chairwoman of the Board and the Chief Executive Officer | Plan no. and date | Number of stock options exercised during the year | Exercise price |
|---|---|---|---|
| Not applicable | Not applicable | None | Not applicable |

## Table 6*

### Performance shares granted during the year to the Chairwoman of the Board and the Chief Executive Officer by CNP Assurances and all other Group companies

| Performance shares granted to the Chairwoman of the Board and the Chief Executive Officers by CNP Assurances and all other Group companies | Plan no. and date | Number of shares granted during the year | Value of shares based on the method used for the consolidated financial statements | Vesting date | End of lock-up period | Performance conditions |
|---|---|---|---|---|---|---|
| Not applicable | Not applicable | None | Not applicable | Not applicable | Not applicable | Not applicable |

## Table 7*

### Performance shares granted to the Chairwoman of the Board and the Chief Executive Officer for which the lock-up period ended during the year

| Performance shares granted to the Chairwoman of the Board and the Chief Executive Officer for which the lock-up period ended during the year | Plan no. and date | Number of shares for which the lock-up period ended during the year | Vesting conditions |
|---|---|---|---|
| Not applicable | Not applicable | None | Not applicable |

* *Tables 4 to 9: there are currently no stock option or performance share plans for any CNP Assurances senior executives or employees*

## Table 8*

### Historical information concerning stock option grants

| Information on stock options | Date of AGM | Plan 1 | Plan 2 | Plan 3 |
|---|---|---|---|---|
| Not applicable | Not applicable | Not applicable | Not applicable | Not applicable |

## Table 9*

### Historical information concerning performance share grants

| Information on performance shares | Date of AGM | Plan 1 | Plan 2 | Plan 3 |
|---|---|---|---|---|
| Not applicable | Not applicable | Not applicable | Not applicable | Not applicable |

## Table 10

### Long-term incentive bonuses paid to the Chairwoman of the Board and the Chief Executive Officer

Not applicable

## Table 11

### Additional information concerning the Chairman/Chairwoman of the Board and the Chief Executive Officer

| Chairman/Chairwoman of the Board and Chief Executive Officer | Employment contract | | Supplementary pension plan (Article 39 of the French Tax Code) | | Compensation for loss of office due or that may be due | | Non-compete indemnity | |
|---|---|---|---|---|---|---|---|---|
| | Yes | No | Yes | No | Yes | No | Yes | No |
| **Jean-Paul Faugère**<br>Chairman of the Board of Directors<br>First appointed: 29 June 2012<br>Term expired: 15 July 2020 | | X | | X | | X | | X |
| **Véronique Weill**<br>Chairwoman of the Board of Directors<br>First appointed: 31 July 2020<br>Term expires: 2025 AGM to approve the 2024 financial statements | | X | | X | | X | | X |
| **Antoine Lissowski**<br>Chief Executive Officer<br>First appointed: 1 September 2018<br>Term expired: 2021 AGM to approve the 2020 financial statements | X* | | X | | X | | | X |
| **Stéphane Dedeyan**<br>Chief Executive Officer<br>First appointed: 16 April 2021<br>Term expires: 2025 AGM<br>to approve the 2024 financial statements | | X | | X | X | | | X |

* *Antoine Lissowski's employment contract, which had been in force since 2003, was suspended on 1 September 2018*

### Supplementary pension plan

Antoine Lissowski, Chief Executive Officer from 1 September 2018 to 16 April 2021, is a member of this plan under his employment contract, with the employer contributions to the plan calculated based on the salary he received when he was a member of the Management Board and then Deputy Chief Executive Officer. Antoine Lissowski's entitlement under the defined benefit supplementary pension plan was frozen when his employment contract was suspended on 1 September 2018.

### Retirement benefits payable on retirement

Antoine Lissowski, who was Chief Executive Officer until 16 April 2021 and whose employment contract was suspended on 1 September 2018, received these benefits when he retired, as per the terms of his employment contract.

### Severance compensation

Stéphane Dedeyan benefits from a severance package.

## Table 12

## Historical information concerning share grants

| | Plan 1 | Plan 2 |
|---|---|---|
| Date of AGM | 7 June 2005 | 7 June 2005 |
| Date of Management Board meeting | 5 July 2006 | 19 June 2007 |
| Total number of shares granted to employees | 201,120 | 202,260 |
| Total number of shares granted to the Chairman/Chairwoman of the Board and the Chief Executive Officer | 0 | 0 |

## Table 13

## Pay ratios disclosures required by section I (6) and (7) of Article L.22-10-9 of the French Commercial Code)[1]

### Chairman/Chairwoman of the Board of Directors

| | 2017 | 2018 | 2019 | 2020 | 2021 |
|---|---|---|---|---|---|
| Chairman/Chairwoman's remuneration[2][3] | 280,000 | 280,000 | 280,000 | 298,260 | 350,000 |
| % change in remuneration of the Chairman/Chairwoman of the Board of Directors | 12% | 0% | 0% | 7% | 17% |
| INFORMATION CONCERNING THE SCOPE OF THE LISTED COMPANY[4] | | | | | |
| Average remuneration of employees | 62,089 | 62,103 | 60,468 | 62,324 | 63,181 |
| % change in employees' average remuneration | 3% | 0% | -3% | 3% | 1% |
| Ratio based on employees' average remuneration | 4.5 | 4.5 | 4.6 | 4.8 | 5.5 |
| % year-on-year change in the ratio | -2% | 0% | 3% | 3% | 16% |
| Median remuneration of employees | 50,158 | 50,763 | 50,128 | 50,499 | 54,420 |
| Ratio based on employees' median remuneration | 5.6 | 5.5 | 5.6 | 5.9 | 6.4 |
| % year-on-year change in the ratio | -4% | -1% | 1% | 6% | 9% |
| ADDITIONAL INFORMATION CONCERNING THE EXTENDED SCOPE | | | | | |
| *In view of the Group's international structure, it is not possible to provide information that can be compiled for an extended scope (Latin America and Europe)* | | | | | |
| COMPANY PERFORMANCE[5] | | | | | |
| Financial criterion | 1,285 | 1,367 | 1,412 | 1,350 | 1,552 |
| % year-on-year change | 7% | 6% | 3% | -4% | 15% |

*(1) CNP Assurances refers to the AFEP guidelines updated in February 2021 to draw up its methodology*
*(2) Names of Chairman/Chairwoman of the Board of Directors:*
*2017-2019: Jean-Paul Faugère;*
*2020: Jean-Paul Faugère and Véronique Weill (prorated to their respective terms served);*
*2021: Véronique Weill*
*(3) Total remuneration paid and awarded to the person concerned during the year*
*Components of remuneration: Fixed and variable remuneration + Benefits in kind*
*Remuneration taken into account (gross)*
*(4) These are ratios calculated on the basis of the remuneration of the employees of the "listed company", who represent 97.9% of the workforce in France, i.e., a scope representative of the business in France*
*(5) The company's performance is assessed on the basis of attributable net profit*

## Chief Executive Officer

| | 2017 | 2018 | 2019 | 2020 | 2021 |
|---|---|---|---|---|---|
| Chief Executive Officer's remuneration(2) (3) | 430,815 | 456,381 | 400,000 | 430,000 | 487,148 |
| % change in the Chief Executive Officer's remuneration) | -4% | 6% | -12% | 7% | 13% |
| INFORMATION CONCERNING THE SCOPE OF THE LISTED COMPANY(4) | | | | | |
| Average remuneration of employees | 62,089 | 62,103 | 60,468 | 62,324 | 63,181 |
| % change in employees' average remuneration | 3% | 0% | -3% | 3% | 1% |
| Ratio based on employees' average remuneration | 6.9 | 7.3 | 6.6 | 6.9 | 7.7 |
| % year-on-year change in the ratio | -8% | 6% | -10% | 5% | 12% |
| Median remuneration of employees | 50,158 | 50,763 | 50,128 | 50,499 | 54,420 |
| Ratio based on employees' median remuneration | 8.6 | 9 | 8 | 8.5 | 9 |
| % year-on-year change in the ratio | -8% | 5% | -11% | 6% | 5% |
| ADDITIONAL INFORMATION CONCERNING THE EXTENDED SCOPE | | | | | |
| *In view of the Group's international structure, it is not possible to provide information that can be compiled for an extended scope (Latin America and Europe)* | | | | | |
| COMPANY PERFORMANCE(5) | | | | | |
| Financial criterion | 1,285 | 1,367 | 1,412 | 1,350 | 1,552 |
| % year-on-year change | 7% | 6% | 3% | -4% | 15% |

*(1) CNP Assurances refers to the AFEP guidelines updated in February 2021 to draw up its methodology*

*(2) Names of Chief Executive Officers*
*2017: Frédéric Lavenir;*
*2018: Frédéric Lavenir and Antoine Lissowski (prorated to their respective terms served);*
*2019-2020: Antoine Lissowski;*
*2021: Antoine Lissowski and Stéphane Dedeyan (prorated to their respective terms served)*

*(3) Total remuneration paid and awarded to the person concerned during the year*
*Components of remuneration: Fixed and variable remuneration + Benefits in kind*
*Remuneration taken into account (gross)*

*(4) These are ratios calculated on the basis of the remuneration of the employees of the "listed company", who represent 97.9% of the workforce i France, i.e., a scope representative of the business in France*

*(5) The company's performance is assessed on the basis of attributable net profit*

# 6.5 Statement on convictions, bankruptcies, conflicts of interest and other disclosures concerning corporate officers

## Absence of convictions for fraud, association with bankruptcy or official public incrimination or sanctions

To the best of the Company's knowledge, at the date of publication of this document:

- none of the members of the Board of Directors or Executive Management has been convicted of fraud within the last five years;
- none of the members of the Board of Directors or Executive Management has been associated with any bankruptcy, receivership or liquidation while acting as member of an administrative, management or supervisory body or as Chief Executive Officer within the last five years;
- none of the members of the Board of Directors or Executive Management has been the subject of any official public incrimination or sanctions by statutory or regulatory authorities (including relevant professional organisations), and no member of the Board of Directors or Executive Management has been disqualified by a court of law from acting as member of an administrative, management or supervisory body of any issuer or from participating in the management or conduct of the business of any issuer.

## Service contracts

Sonia de Demandolx, a director of CNP Assurances since 4 March 2020 and also, since 2021, of Brazilian companies that are subsidiaries or major holdings of CNP Assurances, has entered into service contracts with Brazilian entities of CNP Assurances for the purpose of headhunting in Brazil, through her company Demandolx_Furtado. Her company therefore received fees which are not related to her directorship, the amounts of which have not been not disclosed. None of the other members of the Board of Directors or Executive Management is linked by a service contract with CNP Assurances or any other companies in the Group.

## Conflicts of interest

The Board of Directors' organisation and procedures – particularly the presence of four independent directors – ensure that no single shareholder is in a position to exercise undue control over Board decisions.

To the best of the Company's knowledge at the date of publication of this document, there are no potential conflicts of interest between the duties of members of the Board of Directors or Executive Management in their capacity as director or corporate officer of CNP Assurances, and their private interests and/or other duties. To the best of CNP Assurance's knowledge as of the date of publication of this document, no arrangements or agreements have been entered into with major shareholders, customers or suppliers providing for the appointment of a member of the Board of Directors or Executive Management.

To the best of the Company's knowledge at the date of publication of this document, no restrictions have been accepted by the members of the Board of Directors or Executive Management concerning the sale of their interests in the Company's capital.

In accordance with the internal rules of the Board of Directors and in order to prevent risks associated with conflicts of interest, each member of the Board of Directors is required to report to the Board any situation that leads to or could lead to a conflict of interest between the interests of CNP Assurances and personal interests or those of the shareholder or group of shareholders that he/she represents, as soon as he/she is aware of it (see section I – 1.2 C, paragraph 6 of the internal rules of the Board of Directors, available at www.cnp.fr/en).

In the case of any conflict of interest, the director concerned does not participate in the Board of Directors' discussion or vote on the matter in question.

The members of the Board of Directors of CNP Assurances state that they have not personally entered into any arrangements with the main shareholders, customers or suppliers of the Group, or any arrangements that are likely, at the date of publication of this document, to create a conflict of interest that is incompatible with their duties as directors or corporate officers of CNP Assurances.

There are no family ties between any members of the Board of Directors and Executive Management.

# 6.6 Statutory Auditors' special report on related-party agreements

**Annual General Meeting for the approval of the financial statements for the year ended 31 December 2021**

*This is a free translation into English of the Statutory Auditors' report issued in French and is provided solely for the convenience of English speaking readers. This report should be read in conjunction with, and construed in accordance with, French law and professional auditing standards applicable in France.*

To the shareholders,

In our capacity as Statutory Auditors of CNP Assurances, we hereby report to you on related-party agreements.

It is our responsibility to report to shareholders, based on the information provided to us, on the main terms and conditions of agreements that have been disclosed to us or that we may have identified as part of our engagement, as well reasons given as to why they are beneficial for the Company, without commenting on their relevance or substance or identifying any undisclosed agreements. Under the provisions of Article R.225-31 of the French Commercial Code and Article R.322-7 of the French Insurance Code, it is the responsibility of the shareholders to determine whether the agreements are appropriate and should be approved.

Where applicable, it is also our responsibility to provide shareholders with the information required by Article R.225-31 of the French Commercial Code and Article R.322-7 of the French Insurance Code in relation to the implementation during the year of agreements already approved by the Annual General Meeting.

We performed the procedures that we deemed necessary in accordance with professional standards applicable in France to such engagements. These procedures consisted in verifying that the information given to us is consistent with the underlying documents.

## Agreements to be submitted for the approval of the Annual General Meeting

### Agreements authorised and entered into during the year

Under the provisions of Article L.225-40 of the French Commercial Code (Code de commerce) and Article R.322-7 of the French Insurance Code (Code des assurances), it is the responsibility of the shareholders to determine whether the agreements are appropriate and should be approved.

#### 1. Undertakings to indemnify directors of CNP Assurances who are corporate officers of the Group's Brazilian companies

**Persons concerned**

Véronique Weill and Sonia de Demandolx, directors of CNP Assurances and the Group's Brazilian companies as of the date the undertakings were authorised by the Board of Directors.

**Nature and purpose**

On 15 April 2021, CNP Assurances gave undertakings to indemnify and hold harmless Véronique Weil and Sonia de Demandolx for all damages, expenses, costs, charges, emoluments, court deposits, reasonable lawyers' fees and expenses, experts' fees, technical assistants' fees, settlement or indemnity payments, civil fines and/or other disbursements to which they may be exposed (in Brazil and/or abroad) in connection with their directorships of CNP Seguros Holding Brasil S.A. and Holding XS1 S.A. for any reason whatsoever, irrespective of the amount, including for possible services as witnesses for the defence.

**Conditions**

At its meeting of 8 April 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to give undertakings to indemnify all directors elected on CNP Assurances' recommendation to the Boards of Directors of Brazilian companies of which it is a shareholder.

**Benefits for the Company of giving the undertakings**

These undertakings, which are in line with common practice in Brazil, are justified by the benefits of attracting and retaining men and women willing to serve as directors of the Brazilian subsidiaries of the CNP Assurances group.

Due to the limits on the cover provided by directors and officers (D&O) liability insurance, CNP Assurances' representatives on the Boards of Directors of its Brazilian subsidiaries may be exposed to prejudicial situations while acting in the normal course of their duties.

The undertakings given to these directors address this concern by offering them advances covering their defence costs (reasonable lawyers' fees) as well as compensation for possible loss of income and/or seizure or loss of their personal assets.

*There was no impact on the financial statements for the year ended 31 December 2021.*

## 2. Agreement to sell L'Age d'Or Expansion (subsidiary of CNP Assurances) to La Poste Silver (subsidiary of La Poste)

### Persons concerned

La Banque Postale (a direct shareholder of CNP Assurances with more than 10% of the capital and a company controlled by La Poste, itself an indirect party to the transaction in question), represented by Perrine Kaltwasser, Philippe Heim, Philippe Wahl, Nicolas Eyt, Tony Blanco, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors.

### Nature and purpose

On 7 September 2021, CNP Assurances and La Poste Silver, a wholly-owned subsidiary of La Poste, signed a share transfer agreement.

### Conditions

At its meeting of 8 April 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq*. of the French Commercial Code, to sell all the shares of *L'Age d'Or Expansion*, CNP Assurances' wholly-owned personal services subsidiary, to La Poste Silver.

### Benefits for the Company of signing the agreement

The transaction concerned by the agreement is designed to guarantee the sustainability and growth of the personal services businesses and L'Age d'Or Expansion's franchise network.

*The disposal was recognised in CNP Assurances' 2021 accounts for an amount of €5,745,474.51.*

## 3. Agreement to acquire from Allianz Vie and Génération Vie portfolios of insurance policies sold by the La Banque Postale network up until 2019

### Persons concerned

La Banque Postale (a direct shareholder of CNP Assurances with more than 10% of the capital), represented by Perrine Kaltwasser, Philippe Heim, Philippe Wahl, Nicolas Eyt, Tony Blanco, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors.

### Nature and purpose

On 21 July 2021, CNP Assurances, Allianz Vie and Génération Vie entered into an Insurance Portfolio Transfer Agreement setting out the terms and conditions of CNP Assurances' acquisition of the Portfolios. The main terms of the agreement were as follows:

- Allianz Vie and Génération Vie agreed to sell, and CNP Assurances agreed to buy, the Portfolios for a total price of thirty-two million five hundred thousand euros (€32,500,000);
- a joint seller's warranty was given by Allianz Vie and Génération Vie in favour of CNP Assurances, capped at ten per cent (10%) of the sale price, to expire on 30 June 2024.

The regulatory conditions precedent were lifted on 30 November 2021 for the authorisation of the transfer by France's banking and insurance supervisor (*Autorité de Contrôle Prudentiel et de Résolution* – ACPR), and on 24 December 2021 for the authorisation given by Monaco's insurance supervisor.

### Conditions

At its meeting of 12 July 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign the proposed Insurance Portfolio Transfer Agreement with Allianz Vie and Génération Vie covering the Excelis and Satinium life insurance and endowment policies (the "Portfolios") sold by the La Banque Postale network to its customers up until 31 December 2013 for the Excelis portfolio and up until 31 December 2019 for the Satinium portfolio.

### Benefits for the Company of signing the agreement

The transaction concerned by the agreement will affirm CNP Assurances' position as the sole insurer in the La Banque Postale group. In addition, it is aligned with the Group's strategy to refocus the savings business on unit-linked contracts.

*The purchase price of thirty-two million five hundred thousand euros (€32,500,000) was paid by CNP Assurances to Allianz Vie and Génération Vie on 28 December 2021.*

## 4. Addenda to the partnership agreements with La Banque Postale and BPE concerning term creditor insurance

### Persons concerned

La Banque Postale (a direct shareholder of CNP Assurances with more than 10% of the capital), represented by Perrine Kaltwasser, Philippe Heim, Philippe Wahl, Nicolas Eyt, Tony Blanco, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors.

### Nature and purpose

On 2 August 2021, CNP Assurances, La Banque Postale and BPE signed two addenda to the agreements on home-buyer term creditor insurance (distribution agreement and financial agreement). The purpose of these addenda was to expand the scope of the agreements to include the two term creditor insurance contracts sold to homebuyers by La Banque Postale since 2018 (the "Contracts"), agree on the financial terms applicable to these Contracts, and agree on the amount and the payment terms for Contract-related commissions and compensation due between the parties since the Contracts were first sold.

### Conditions

At its meeting of 27 July 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an addendum to the quota-share reinsurance treaty TRC_366 between CNP Assurances and La Banque Postale Prévoyance covering term creditor death/disability insurance.

**Benefits for the Company of signing the agreement**

The addenda include the Contracts in the scope of the home-buyer term creditor insurance agreements and sets the financial terms for their distribution.

*There was no impact on the financial statements for the year ended 31 December 2021.*

## 5. Addendum to the partnership agreement with La Banque Postale Prévoyance concerning term creditor insurance

**Persons concerned**

La Banque Postale (direct shareholder of CNP Assurances with more than 10% of the capital and the controlling shareholder of La Banque Postale Prévoyance, itself a party to the transaction in question) and Perrine Kaltwasser (permanent representative of La Banque Postale), Philippe Heim, Philippe Wahl, Nicolas Eyt, Tony Blanco, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors.

**Nature and purpose**

On 2 August 2021, CNP Assurances and La Banque Postale Prévoyance signed an addendum to the quota-share reinsurance treaty TRC_366 covering term creditor death/disability insurance, to place a new insurance contract within the scope of the treaty.

**Conditions**

At its meeting of 27 July 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq*. of the French Commercial Code, to sign an addendum to the quota-share reinsurance treaty covering term creditor death/disability insurance with La Banque Postale Prévoyance.

**Benefits for the Company of signing the agreement**

The addendum formally covers part of the risk associated with a new home-buyer term creditor insurance contract.

*There was no impact on the financial statements for the year ended 31 December 2021.*

## 6. Addendum to a shareholders' agreement with Caisse des Dépôts in connection with the acquisition of an additional stake in GRTgaz

**Persons concerned**

La Banque Postale (a direct shareholder of CNP Assurances with more than 10% of the capital and a company controlled by Caisse des Dépôts, itself an indirect party to the transaction in question), represented by Perrine Kaltwasser, Philippe Heim, Philippe Wahl, Nicolas Eyt, Tony Blanco, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors.

**Nature and purpose**

On 22 December 2021, CNP Assurances and Caisse des Dépôts signed an addendum to the HIG shareholders' agreement, which simply replaces the previous agreement. The purpose of the addendum is to organise their rights and obligations as direct shareholders of HIG and indirect shareholders of Société d'Infrastructures Gazières (SIG) and GRTgaz in accordance with the new GRTgaz shareholders' agreement (strengthened governance of SIG, with the election of an additional director, significant improvement in the liquidity of SIG shares).

The HIG shareholders' agreement provides negotiated rights for CNP Assurances (significantly improved liquidity of CNP Assurances' investment, more flexible allocation of the public sector shareholding obligation), and other rights for Caisse des Dépôts (co-control maintained, particularly in terms of GRTgaz's governance).

**Conditions**

At its meeting of 27 July 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an addendum to the shareholders' agreement with Caisse des Dépôts relating to their joint venture Holding d'Infrastructures Gazières (HIG) in connection with the acquisition of an additional stake in GRTgaz.

**Benefits for the Company of signing the agreement**

The addendum governs the joint exercise by CNP Assurances and Caisse des Dépôts of their governance and liquidity rights, as indirect shareholders of GRTgaz, by improving the liquidity of CNP Assurances' investment (an important issue for CNP Assurances as part of a long-term investment in infrastructure assets).

*There was no impact on the financial statements for the year ended 31 December 2021.*

## 7. An agreement concerning an investment in a residential property fund set up by CDC Habitat (a subsidiary of Caisse des Dépôts)

**Persons concerned**

La Banque Postale (a direct shareholder of CNP Assurances with more than 10% of the capital and a company controlled by Caisse des Dépôts, itself an indirect party to the transaction in question), represented by Perrine Kaltwasser, Philippe Heim, Philippe Wahl, Nicolas Eyt, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors.

**Nature and purpose**

The agreement, signed on 23 December 2021, describes the terms and conditions of the sale by CDC Habitat to CNP Assurances (or to one of its affiliates) of approximately 85% of the capital and voting rights of SCI Lamartine, to be completed by April 2022 at the latest (once the conditions precedent stipulated in the investment agreement have been fulfilled). A shareholders' agreement organising the governance and the transfer of shares in SCI Lamartine, as well as the other documents relating thereto, will be signed when the investment is completed.

**Conditions**

At its meeting of 18 November 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to invest in a residential property fund proposed by CDC Habitat and enter into a shareholders' agreement concerning this investment.

#### Benefits for the Company of signing the agreement

The transaction concerned by the agreement is aligned with CNP Assurances' portfolio diversification objectives, in terms of asset classes, revenue and counterparties. The investment will provide a stable and resilient revenue stream in the form of rental income from the residential properties.

*There was no impact on the financial statements for the year ended 31 December 2021.*

### 8. Management mandate and ORT services agreement with Ostrum AM

#### Persons concerned

La Banque Postale (direct shareholder of CNP Assurances with more than 10% of the capital and an indirect party to the transaction in question), represented by Perrine Kaltwasser, Philippe Heim, Philippe Wahl, Nicolas Eyt, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors, and Laurent Mignon, legal representative of BPCE, the majority shareholder of Ostrum AM

#### Nature and purpose

On 23 December 2021, CNP Assurances entered into (i) a management mandate with Ostrum AM covering the portfolios managed under the partnership agreement between CNP Assurances and Groupe BPCE and portfolios not concerned by the partnership agreement, and (ii) an agreement for the provision of order reception and transmission (ORT) services, investment advisory and asset allocation services, and additional services eligible for a drawing right.

#### Conditions

At its meeting of 22 December 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an agreement to replace (i) the agreement signed with Ostrum AM on 28 December 2015 and its addendum, and (ii) the agreement signed with La Banque Postale Asset Management (LBP AM) on 26 June 2017 and its addenda.

#### Benefits for the Company of signing the agreement

The agreement harmonises the terms and conditions of the two previous agreements (i.e. agreement with Ostrum AM dated 28 December 2015 and agreement with LBP AM dated 26 June 2017), optimises and simplifies procedures and delivers economies of scale following the merger of LBP AM into Ostrum AM on 1 November 2020.

*There was no impact on the financial statements for the year ended 31 December 2021.*

### 9. Addendum to a reinsurance treaty with Arial CNP Assurances (ACA) covering the planned transfer of the contract with EDF from ACA to CNP Assurances

#### Persons concerned

As of the date of the authorisation given by the Board of Directors, Stéphane Dedeyan was identified as a director of both CNP Assurances and ACA.

#### Nature and purpose

On 20 January 2022, CNP Assurances signed an addendum with ACA and La Mondiale modifying the new business reinsurance treaty to take into account the specific arrangements concerning group life insurance policy RK 127 674 019 taken out by EDF. Under the terms of the addendum, the treaty will be split in two, with 65% of commitments reinsured under treaty 8049 Z and 35% under treaty RK 127 674 019, representing the first step in their planned transfer respectively to La Mondiale and CNP Assurances in 2022, in line in French regulations.

#### Conditions

At its meeting of 22 December 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an addendum to the new business reinsurance treaty between CNP Assurances and ACA for the purpose of organising reinsurance cover for the contract taken out by EDF in preparation for the planned creation of FRPS supplementary pension funds by ACA, AG2R La Mondiale and CNP Assurances.

#### Benefits for the Company of signing the agreement

The addendum prepares for the planned creation of FRPS supplementary pension funds by adjusting the terms of the reinsurance treaty covering the group life insurance contract taken out by EDF.

## Agreements authorised but not entered into during the year

Under the provisions of Article L.225-40 of the French Commercial Code (Code de commerce) and Article R.322-7 of the French Insurance Code (Code des assurances), it is the responsibility of the shareholders to determine whether the agreements are appropriate and should be approved.

### 1. Shareholders' agreements with Caisse des Dépôts in connection with the joint acquisition of a stake in the capital of a new company to be created by Suez ("New Suez")

**Persons concerned**

La Banque Postale (a direct shareholder of CNP Assurances with more than 10% of the capital and a company controlled by Caisse des Dépôts, itself a party to the transaction in question), represented by Perrine Kaltwasser, Philippe Heim, Philippe Wahl, Nicolas Eyt, Tony Blanco, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors.

**Nature and purpose**

- CNP Assurances, Caisse des Dépôts, Meridiam and Global Infrastructure Partners plan to sign an agreement as shareholders of "New Suez" (the "Shareholders' Agreement");
- CNP Assurances and Caisse des Dépôts plan to sign an agreement governing their relationship and the terms and conditions for exercising certain rights of Caisse des Dépôts group provided for in the Shareholders' Agreement.

The agreements provide negotiated rights for CNP Assurances (possibility of benefiting from liquidity windows determined by reference to a market price) and other rights for Caisse des Dépôts (governance rights including the possibility of retaining rights in "New Suez" following a significant dilution of its interest to below the 10% disclosure threshold).

**Conditions**

At its meeting of 22 June 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign shareholders' agreements in connection with the planned investment by CNP Assurances and Caisse des Dépôts in "New Suez".

**Benefits for the Company of signing the agreement**

The agreements provide CNP Assurance with liquidity windows, determined by reference to a market price, particularly in the event that the American shareholder Global Infrastructure Partners (GIP) were to decide to sell its "New Suez" shares (an important issue for CNP Assurances as part of a long-term investment in infrastructure assets).

*There was no impact on the financial statements for the year ended 31 December 2021.*

### 2. Agreements with La Banque Postale related to the acquisition from Allianz Vie and Génération Vie of portfolios of contracts sold by the La Banque Postale network up until 2019

**Persons concerned**

La Banque Postale (direct shareholder of CNP Assurances with more than 10% of the capital) represented by Perrine Kaltwasser, Philippe Heim, Philippe Wahl, Nicolas Eyt, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors.

**Nature and purpose**

The agreements relate to the distribution, custody and trading of the assets of the two portfolios on terms and conditions broadly similar to those set out in the agreements between the La Banque Postale group, Allianz Vie and Génération Vie relating to the distribution, custody and trading of the assets of the two portfolios.

**Conditions**

Following CNP Assurances' acquisition from Allianz Vie and Génération Vie of the Excelis and Satinium life insurance and endowment portfolios managed on a run-off basis, at its meeting of 22 December 2021, the Board of Directors authorised CNP Assurances, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to enter into agreements with La Banque Postale and BPE concerning the distribution, custody and trading of the assets of the Excelis and Satinium portfolios.

**Benefits for the Company of signing the agreement**

The acquisition of these portfolios affirms CNP Assurances' position as the sole insurer in the La Banque Postale group.

*There was no impact on the financial statements for the year ended 31 December 2021.*

## Agreements already approved by the Annual General Meeting

### Agreements approved in previous years that were implemented during the year

In accordance with Article R.225-30 of the French Commercial Code and Article R.322-7 of the French Insurance Code, we were informed of the following agreements and commitments authorised by the Board of Directors.

#### 1. Acquisition, with Caisse des Dépôts, of a stake in the capital of Orange Concessions, the company set up by Orange to consolidate its fibre optic investments in public initiative networks (PINs) in France.

**Persons concerned**

Philippe Wahl, Philippe Heim, Tony Blanco, Yves Brassart, Sonia de Demandolx, François Géronde, Christiane Marcellier, La Banque Postale represented by Perrine Kaltwasser, representatives of La Banque Postale on CNP Assurances' Board of Directors.

**Nature and purpose**

On 22 January 2021, the consortium of CNP Assurances, Banque des Territoires (Caisse des Dépôts) and EDF Invest signed an exclusive agreement with Orange for the acquisition of a 50% stake in Orange Concessions, the company set up by Orange to consolidate its fiber optic investments in public initiative networks (PINs) in France.

**Conditions**

At its meeting of 8 January 2021, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign the agreements related to this investment, including the shareholders' agreement.

**Benefits for the Company of signing the agreement**

The agreement enables CNP Assurances to invest in essential regional infrastructure in partnership with Orange, one of Europe's leading telecoms companies with recognised technical and commercial expertise, in line with CNP Assurances' long-term responsible investor strategy.

*As of 31 December 2021, CNP Assurances had paid €370 million to Infra Invest France (IIF), corresponding to its total investment commitment.*

*The amount paid by IIF to Orange following the exercise of drawing rights amounted to €365.9 million.*

*The transaction costs capitalised by IIF amounted to €1,219,494, of which €974,778 was re-invoiced to CNP Assurances.*

#### 2. Woodland management mandate with Société Forestière de la Caisse des Dépôts et Consignations

**Persons concerned**

Philippe Wahl, Rémy Weber, Tony Blanco, Yves Brassart, Sonia de Demandolx, François Géronde, Christiane Marcellier and Sopassure represented by Perrine Kaltwasser, representatives of La Banque Postale on CNP Assurances' Board of Directors.

**Nature and purpose**

On 11 February 2021, CNP Assurances and Société Forestière de la Caisse des Dépôts et Consignations signed an agreement amending an earlier mandate for the management of forestry assets. The new agreement covers the five-year period from 1 January 2021 to 31 December 2025, without any change of scope.

As an owner and investor, CNP Assurances has used the services of Société Forestière de la Caisse des dépôts et consignations since 1995 to manage these assets and make new forestry investments.

**Conditions**

At its meeting of 22 December 2020, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an agreement amending an earlier mandate for the management of forestry assets for a period of five years (from 1 January 2021 to 31 December 2025) without any change of scope.

**Benefits for the Company of signing the agreement**

The agreement gives CNP Assurances the ability to ensure that its forestry assets are managed in accordance with its sustainable development objectives (promoting biodiversity, protecting soil and watercourses, improving forests' resilience and increasing carbon sinks).

*CNP Assurances paid €3.7 million under this agreement.*

## 3. Partnership agreements between CNP Assurances and Groupe BPCE

**Persons concerned**

François Pérol and Jean-Yves Forel (directors of both CNP Assurances and Groupe BPCE on the date the 2015 agreements were signed) and Laurent Mignon and Jean-Yves Forel (directors of both CNP Assurances and Groupe BPCE on the date the 2019 agreements were signed).

**Nature and purpose**

In March 2015, CNP Assurances and Groupe BPCE signed an agreement renewing their partnership for an initial seven-year period from 1 January 2016 to 31 December 2022.

On 19 December 2019, CNP Assurances and Groupe BPCE signed an agreement extending their renewed partnership until 31 December 2030, without any option of negotiating the purchase of the Savings/Pensions insurance book ahead of this date (the Amendment Agreement).

The discussion below takes into account the changes made to the renewed partnership in 2019 in the Amendment Agreement and related addenda.

In parallel with the gradual transfer to Natixis Assurances of all new savings and pensions (i.e., life and endowment) policies distributed by the Caisses d'Epargne network during 2016, the renewed partnership includes:

- mechanisms to align the interests of policyholders with those of CNP Assurances concerning the ongoing management by CNP Assurances of Savings/Pensions contracts purchased by Caisses d'Epargne customers up until 31 October 2016, corresponding to the date when the final Caisse d'Epargne branches switched from CNP Assurances to Natixis Assurances for their new insurance business. These mechanisms consist mainly of two reinsurance treaties covering new business ("tranche 1" and "tranche 2" treaties), a mechanism concerning the Savings business that comprises an agreement guaranteeing stable technical reserves, an outperformance agreement, and a 10% quota-share reinsurance treaty with BPCE Vie, a subsidiary of Natixis Assurances;
- an exclusive partnership with Natixis Assurances (co-insured 66% by CNP Assurances and 34% by Natixis Assurances until 31 December 2019 and on a 50/50 basis from 1 January 2020 pursuant to the Amendment Agreement) for term creditor insurance distributed by the [Banques Populaires network (excluding BRED, Crédit Coopératif and CASDEN), the Caisses d'Epargne network, Banque Palatine and Crédit Foncier and specific partnerships in personal risk insurance and employee benefit plans, including health insurance (to address the market created by the national inter-professional agreement – Accord National Interprofessionnel).

Renewal of the partnership was authorised by the Board of Directors on 18 February 2015 and a master partnership agreement was signed on 23 March 2015 between CNP Assurances, BPCE (acting in its own name and in the name and on behalf of, inter alia, the banks in the Caisses d'Epargne and Banques Populaires networks) and Natixis. Addenda were signed on 30 December 2015, 18 January 2017 and 21 December 2018 modifying the deadlines for signing certain agreements for the application of the master partnership. The Amendment Agreement and related addenda were authorised by the Board of Directors on 17 December 2019 and signed on 19 December 2019.

The master agreement:

- noted that the agreements expiring on 31 December 2015 were not being renewed;
- represented the umbrella agreement defining and organising the contractual framework created by the new partnership agreements;
- set the duration of the new partnership agreements at fifteen years, i.e. from 1 January 2016 to 31 December 2030. At the end of this fifteen-year period (and any subsequent renewal period), BPCE will have the option of either renewing the agreements for a period of three years (or four years on the 2048 renewal date) or purchasing the insurance book represented by policies sold through Groupe BPCE, at a mutually agreed price negotiated in good faith. If no price can be agreed, the partnership will be renewed for a three-year period commencing 1 January 2031 and, in the same way, for successive three-year periods up until 2052. For its part, CNP Assurances has the option of initiating equivalent negotiations at the end of each renewal period; and
- generally, organise and set a framework for relations between the parties under the renewed partnership agreement.

Various agreements for the application of the master partnership agreement and the amendment agreement were also signed, as follows:

- as regards Savings/Pensions business (life insurance and endowment contracts), the main components of the new agreements signed on 23 March 2015 and supplemented where necessary by technical addenda and addenda made necessary by the Amendment Agreement are as follows:
  - partnership agreement with BPCE primarily dealing with the administration of In-Force business retained by CNP Assurances and top-up premiums paid on the contracts;
  - addendum to the commission agreement with BPCE, extending its term for a period expiring at the end of the life of the CNP Assurances savings and pensions contracts (life policies);
  - mechanism covering Savings business, based on two agreements with BPCE: an agreement guaranteeing stable In-Force business levels and an outperformance agreement. An addendum to each of these agreements was signed on 19 December 2019 in application of the Amendment Agreement to take account of the extension of the renewed partnership.

The mechanism covering Savings business will be triggered if surrenders and/or top-up premiums deviate from the benchmark trajectories determined on the basis of historical data for CNP Assurances. If observed surrenders are higher than expected or observed top-up premiums are lower than expected, BPCE will make a compensatory payment to CNP Assurances, and CNP Assurances will pay a symmetrical outperformance commission to BPCE if the reverse is true. The mechanism will be deactivated in the event of an interest rate or behavioural shock;

- a 10% quota share reinsurance treaty with BPCE Vie covering In-Force business sold through the BPCE group;
- a reinsurance treaty with BPCE Vie, to which Natixis is a party, covering tranche 1 new business. Under the terms of this treaty, CNP Assurances reinsures 40% of the BPCE Vie savings and pension products (excluding unit-linked contracts or formulas) sold by the Caisses d'Epargne and related banks during the 2016-2019 calendar years, and the 2020 and 2021 calendar years, at adjusted rates determined in application of the addendum to the Amendment Agreement. This treaty will remain in force until the reinsured policies expire;
- a reinsurance treaty with BPCE Vie, to which BPCE and Natixis are parties, covering tranche 2 new business. Under the terms of this treaty, which would be activated by an interest rate or behavioural shock, CNP Assurances reinsures 90% of the insurance liabilities arising from payments into BPCE Vie savings and pension products made by former CNP Assurances customers;
- similarly, a "Eurocroissance" agreement provides for CNP Assurances to be indemnified for policyholder payments into a BPCE Vie "Eurocroissance" product. "Cross-matching" agreements organise the supply by BPCE of the list of former CNP Assurances customers that have become BPCE Vie customers following the occurrence of an interest rate or behavioural shock; and
- in addition:
  - in the premium savings segment, partnership agreements were signed by CNP Assurances with Banque Privée 1818 (since renamed Natixis Wealth Management) and Sélection 1818 (which is no longer a member of Groupe BPCE),
  - concerning Ecureuil Vie Développement (set up to drive growth in insurance sales by the Caisses d'Epargne network), an agreement for the sale of 2% of its shares was signed between CNP Assurances, BPCE and Natixis Assurances (giving Natixis Assurances 51% of Ecureuil Vie Développement's capital and voting rights as of 1 January 2016), together with a Shareholders' Agreement between the three partners, and an agreement between CNP Assurances and Ecureuil Vie Développement concerning the secondment of employees. In accordance with the Amendment Agreement, this agreement remains in force until 31 December 2022 (inclusive), with the provision that it will be renewable only once, for a period of three years from 1 January 2023, and
  - in the area of asset management, a master portfolio management and investment services agreement was signed on 28 December 2015 between CNP Assurances and Natixis Asset Management;
- in the area of term creditor insurance distributed by the Banques Populaires networks (excluding BRED, Crédit Coopératif and CASDEN), the Caisses d'Epargne network, Banque Palatine and Crédit Foncier, the main components of the new agreements signed on 23 March 2015 and supplemented where necessary by technical addenda and addenda made necessary by the Amendment Agreement are as follows:
  - co-insurance agreement between CNP Assurances, BPCE Vie and BPCE Prévoyance (CNP Assurances for 66% and BPCE Vie and BPCE Prévoyance for 34% until 31 December 2019, then 50% for CNP Assurances and 50% for BPCE Vie and BPCE Prévoyance from 1 January 2020), and
  - several agreements that are a standard feature of this type of partnership, including a fee agreement, a brokerage agreement between CNP Assurances, BPCE, BPCE Vie and BPCE Prévoyance, and a delegated management mandate and service level agreement between CNP Assurances and BPCE;
- in individual term creditor insurance distributed in the BPCE networks, 34% reinsurance by CNP Assurances of BPCE Vie products sold between 1 January 2020 and 31 December 2030. A reinsurance treaty for individual term creditor insurance was signed pursuant to the Amendment Agreement on 19 December 2019;
- in personal risk insurance (long-term care and renters' insurance) and group death/disability and health insurance, the following agreements were signed:
  - personal risk insurance commission agreement with BPCE, and
  - health insurance referral agreement with BPCE and BPCE Assurances.

All of these agreements came into effect on 1 January 2016, except for:

- the agreements signed by CNP Assurances with Banque Privée 1818 (since renamed Natixis Wealth Management) and Sélection 1818 (no longer a member of Groupe BPCE), which came into effect on 1 January 2015;
- the health insurance referral agreement which came into effect on 1 June 2015;
- the reinsurance treaty for individual term creditor insurance, which came into effect on 1 January 2020.

A number of other agreements have been signed since 2016 implementing the above agreements.

The behavioural shock experienced in 2020 resulted in the definitive deactivation of the mechanism covering Savings business, the reactivation of the tranche 1 treaty at the original price for the three-year period 2020-2022, and the activation of the tranche 2 treaty.

**Conditions**

At its meetings on 18 February 2015 and 17 December 2019, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an agreement amending the partnership with BPCE.

**Reason for the agreement remaining in force**

The renewed partnership agreement furthers the Company's business interests, particularly in light of the mechanisms to protect technical reserves which adequately cover the risks identified by the Company, and the term creditor insurance and personal risk/group death/disability and health insurance distribution partnerships negotiated with the partners.

The Board of Directors also considered that it was in the Company's interest to sign the Amendment Agreement and related addenda and agreements for the following reasons:

- the partnership with the BPCE group has been secured until 31 December 2030, supporting CNP Assurances' multi-partner business model;
- CNP Assurances will continue to benefit from the system protecting its technical reserves, which adequately cover the risks identified by the Company;
- a new partnership has been established in the area of individual term creditor insurance;
- the renegotiation had only a limited overall financial impact compared to the benefits of securing the existing partnership.

The remuneration received by Groupe Caisse d'Epargne as distributor corresponds mainly to a share of the premium and asset loadings and the management fees charged on financial products.

*Fees paid by CNP Assurances pursuant to this agreement in 2021 amounted to €959.2 million.*

### 4. New exclusive distribution agreement in Brazil through the Caixa Econômica Federal (CEF) network, for life insurance (vida), consumer credit life insurance (prestamista) and private pension plans (previdência)

**Persons concerned**

The Chief Executive Officer of CNP Assurances (Frédéric Lavenir, then Antoine Lissowski) and the Chairman of the Board of Directors (Jean-Paul Faugère), directors as of the date of the Board's authorisations of both CNP Assurances and Caixa Seguros Holding now CNP Seguros Holding Brasil (CSH), a 51%-owned subsidiary of CNP Assurances.

**Nature and purpose**

On 29 August 2018, an agreement was signed securing for the very long term (through 2041) and for product categories [life insurance (vida), consumer credit life insurance (prestamista) and private pension plans (previdência)], a significant part of the business conducted with the Caixa Econômica Federal (CEF) network.

The distribution agreement is implemented through a joint venture (Holding XS1 S.A.) set up for this purpose between CNP Assurances and Caixa Seguridade, the holding company for CEF's insurance operations, with CNP Assurances and Caixa Seguridade owning respectively 51% and 49% of the voting rights and 40% and 60% of the economic rights. On the transaction completion date, Caixa Seguros Holding (CSH) transferred to Caixa Vida e Previdência (the new insurance joint venture which is wholly-owned by Holding XS1 S.A.) the insurance books corresponding to the product categories included in the scope of the agreement.

In parallel, CNP Assurances reached a separate agreement with Caixa Seguridade and the insurance brokerage group Wiz regarding the terms of future cooperation with Wiz, including operational back office services provided by Wiz to CSH and to the insurance joint venture (Holding XS1 S.A.) which was created under the new agreement with Caixa Seguridade.

In March 2019, the new management team at Caixa Seguridade, the CEF subsidiary for its insurance operations, initiated discussions with CNP Assurances with a view to agreeing on certain adjustments or possible additions to the 29 August 2018 agreement.

On 20 September 2019, an addendum to the 29 August 2018 agreement was signed.

The addendum introduced the following changes to the agreement:

- CNP Assurances was granted a 5-year extension of the exclusive distribution agreement, which will now run until 13 February 2046 (versus the original expiry date of 13 February 2041);
- CNP Assurances' share of life insurance, consumer credit life insurance and private pensions business were kept at 51.75% until December 2020 (as opposed to being reduced immediately to 40% as previously agreed);
- CNP Assurances continued to write all the other classes of business through CSH until the operating agreement expired on 14 February 2021 and none of these businesses were discontinued ahead of that date;
- In December 2020, CNP Assurance paid a fixed amount of R$7.0 billion. The addendum also included incentives to outperform the first five years' volume and margin objectives, in the form of additional payments, capped at R$0.8 billion (Group share) based on 31 December 2020 values.
- The following documents were signed:
- a binding framework agreement with CEF and Caixa Seguridade (together "Caixa"), together with the agreements listed therein and/or that resulted therefrom, including:
  - (i) a distribution agreement covering vida, prestamista and previdência products, to be entered into notably with the new insurance joint venture (wholly owned by Holding XS1 S.A.),
  - (ii) a shareholders' agreement between the owners of Holding XS1 S.A., including CNP Assurances and Caixa Seguridade,
  - (iii) an addendum to the CSH shareholders' agreement between CNP Assurances and Caixa Seguridade,
  - (iv) letters issued by CNP Assurances waiving the exclusive distribution rights granted by Caixa to the CSH group under the current partnership agreement for the insurance products not included in the scope of the new partnership,
  - (v) an addendum to the distribution agreement currently in force between CSH and Caixa.
- contractual documents with the Wiz brokerage group (i.e., a framework settlement agreement, a letter in which the Wiz subsidiaries sign up to this agreement and a commitment by CNP Assurances concerning operational back office services to be entered into by the new insurance company), defining the terms and conditions of future cooperation between the CSH group, Caixa Seguridade and the Wiz group, particularly for the supply of operational back office services to CSH and the new insurance company;
- an addendum to the binding framework agreement with Caixa, together with the agreements listed therein and/or that resulted therefrom.

**Conditions**

The Board of Directors, at its meetings of 15 January 2018, 27 July 2018, 18 April 2019 and 12 September 2019, authorised CNP Assurances' Executive Management, pursuant to Articles L.225-38 *et seq.* of the Commercial Code, to sign a new exclusive distribution agreement in Brazil through the CEF network for life insurance (vida), consumer credit life insurance (prestamista) and private pension plans (previdência).

**Reason for the agreement remaining in force**

The continued implementation of these agreements is in the Company's interest for the following reasons:

- the agreements secure the long-term future of CNP Assurances' business in Brazil;
- a significant proportion of CNP Assurances' current business via the CEF network has been secured;
- the renewed partnership will create value, unlike the various no-deal scenarios.

*There was no impact on the financial statements for the year ended 31 December 2021.*

## 5. Agreements with Arial CNP Assurances (signed in connection with the transfer in 2017 of a portfolio of company retirement savings plans).

**Persons concerned**

The Chief Executive Officer (Frédéric Lavenir then Antoine Lissowski), directors as of the date of the Board's authorisations, of both CNP Assurances and Arial CNP Assurances which is 40%-owned by CNP Assurances.

**Nature and purpose**

AG2R La Mondiale and CNP Assurances initially signed a framework partnership agreement on 11 December 2015, covering their retirement savings plan and employee benefits plan businesses. The partnership was cemented by CNP Assurances' acquisition of 40% of the capital and voting rights of Arial CNP Assurances (ACA).

In connection with this strategic partnership to create a major player in the company retirement savings plan market that became operational at the end of 2017 when the portfolio was transferred, various agreements were signed between 2017 and 2019 addressing the practical organisation of the partnership's implementation.

The following documents were signed:

- agreements implementing the partnership:
  - in-force reinsurance treaty No. RS 170003 (signed on 29 May 2017). This 100% quota-share treaty concerns the reinsurance by CNP Assurances of all the Group contracts transferred to ACA pursuant to the terms and conditions of the asset contribution agreement;
  - three senior pledge agreements (signed on 19 October 2017) guaranteeing CNP Assurances' obligations towards ACA under the In-Force reinsurance treaty. The agreements concern financial securities accounts pledged separately to three contractually defined contract categories (202, 235 and 237) (pledges presented in Appendix 2 to the reinsurance treaty);
  - an addendum to the new business reinsurance treaty (signed on 29 May 2017), whose purpose is to reflect the structure adopted in the In-Force reinsurance treaty concerning pledges for category 211 contracts;
  - a pledge agreement (signed on 19 October 2017) extending the pledge on financial securities accounts to include CNP Assurances' obligations towards ACA under the In-Force reinsurance treaty. The extension only concerns obligations related to contracts included in the transferred portfolio that are classified as category 211;
  - a delegated financial management mandate (signed on 29 May 2017) appointing CNP Assurances to manage the unit-linked portfolios included in the scope of the agreement and the In-Force reinsurance treaty. ACA has appointed CNP Assurances to manage, in its name and on its behalf, the assets held in the account(s) opened for this purpose. The delegated financial management mandate sets the rules for managing the portfolios and describes the fee arrangements as well as the process for recording and transmitting buy and sell orders.
- the following addenda governing relations between the partners:
  - an addendum to the Shareholders' Agreement (and the undertakings given in application of the agreement) (signed on 28 June 2017);
  - an addendum to the exclusive distribution agreement (signed on 28 June 2017);
- the following agreements:
  - a delegated management agreement (concerning the CNP Assurances company retirement savings plans that have not been transferred to ACA) (delegated management agreement describing the tasks delegated to ACA for CNP Assurances company retirement savings plans not transferred to ACA, covering contract administration and management, client relationship management, management of actuarial analyses and management of sales and marketing activities);
  - a delegated administrative services agreement (for the CNP Assurances portfolio transferred to ACA) (signed on 7 January 2020) (management by CNP Assurances on its information system of the portfolio of CNP Assurances Company retirement savings plans transferred to ACA, pending migration to ACA's target PTV information system);
  - an agreement for the use of computer applications (signed on 7 January 2020) (concerning the portfolio of CNP Assurances Company retirement savings plans transferred to ACA and the plans not transferred that are managed by ACA under a delegated management agreement) (use by ACA of the CNP Assurances computer applications needed to manage the portfolios).

**Conditions**

- The Board of Directors, at its meetings of 13 April 2017, 10 May 2017 and 21 February 2018, authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign the documents implementing the partnership.

**Reason for the agreement remaining in force**

The execution of these agreements for the implementation of the partnership maintains a contractual framework governing relations between the partners and clarifies their respective roles concerning the management of the insurance portfolios and the use of IT resources.

*Inward reinsurance premiums received by CNP Assurances in 2021 totalled €272.9 million, including €65.9 million from the new business reinsurance treaty. Net expenses came to €7.9 million.*

## 6. Agreement concerning the proposed acquisition of an office complex in Issy-les-Moulineaux, a south-western suburb of Paris, and transfer of the Company's headquarters to the new property

**Persons concerned**

Caisse des Dépôts (which owned more than 10% of CNP Assurances' capital as of the date of the Board's authorisations), represented by Eric Lombard, and representatives of Caisse des Dépôts on CNP Assurances' Board of Directors (Olivier Sichel, Olivier Mareuse, Virginie Chapron du Jeu, Annabelle Beugin Soulon, Pauline Cornu-Thenard and Laurence Giraudon).

**Nature and purpose**

In connection with the search for a new headquarters building, CNP Assurances identified an office complex to be built on land owned jointly by Caisse des Dépôts and another company.

The agreements (one between CNP Assurances and Caisse des Dépôts and another between CNP Assurances, Caisse des Dépôts and Altarea Cogedim) provide for the acquisition by CNP Assurances of its future headquarters building in an Off-Plan Deal (i.e. for future delivery once construction had been completed).

**Conditions**

At its meetings on 27 July 2018 and 19 December 2018, the Board of Directors authorised CNP Assurances' Executive Management to sign agreements concerning the acquisition of its future headquarters building in Issy-les-Moulineaux.

**Reason for the agreement remaining in force**

The agreements benefit the Company by enabling it to move to new offices where it will house its governance structures and a significant proportion of its employees in a high quality working environment. The property was found after an extensive search that took into account real estate, environmental and financial criteria.

*In 2021, CNP Assurances paid a current account advance of €528.3 million to SCI ICV.*

## 7. Agreement concerning the proposed sale of offices in the Montparnasse district of Paris, corresponding to the Company's current headquarters

**Persons concerned**

Caisse des Dépôts (which owned more than 10% of CNP Assurances' capital as of the date of the Board's authorisation), represented by Eric Lombard, and representatives of Caisse des Dépôts on CNP Assurances' Board of Directors (Olivier Sichel, Olivier Mareuse, Virginie Chapron du Jeu, Annabelle Beugin Soulon and Laurence Giraudon).

**Nature and purpose**

Caisse des Dépôts and Altarea Cogedim acquired CNP Assurances' current headquarters in the Montparnasse district of Paris and presented an indicative offer.

CNP Assurances accepted the offer made by Caisse des Dépôts and Altarea Cogedim and the related agreements were signed. These include a mechanism to increase or reduce the sale price depending on factors affecting the property's value (asbestos removal, creation of additional space) and an occupancy charge for the period between the completion date of the sale and the date when CNP Assurances' employees move to the new building.

**Conditions**

At its meeting on 19 December 2018, the Board of Directors authorised CNP Assurances' Executive Management to sign agreements concerning the sale of its current headquarters building.

**Reason for the agreement remaining in force**

These agreements are in the Company's interests for the following reasons:

- the offices require extensive renovation and their sale represents the best solution;
- the financial terms (price per sq.m., total value of the property) are attractive;
- CNP Assurances would be able to continue occupying the offices until the Issy-Les-Moulineaux property is delivered;
- CNP Assurances could receive contingent consideration depending on the additional office space created by Altarea Cogedim and Caisse des Dépôts and the rent negotiated with the new tenant(s);
- an independent expert has expressed a favourable opinion on the terms offered by Caisse des Dépôts and Altarea Cogedim.

*A staggered payment of €100.96 million is planned after the premises have been vacated. There was no impact on the financial statements for the year ended 31 December 2021.*

## 8. Securities management mandate with La Banque Postale Asset Management (LBP AM)

**Persons concerned**

As of 10 May 2017, corresponding to the date of the Board of Directors' first authorisation, the following persons were considered to be directly or indirectly concerned: Sopassure represented by Marc-André Feffer, Rémy Weber, Philippe Wahl, the State represented by Bertrand Walckenaer, Caisse des Dépôts represented by Pierre-René Lemas and Franck Silvent.

As of 31 July 2020, corresponding to the date of the Board of Directors' second authorisation, the following persons were considered to be directly or indirectly concerned: Philippe Wahl, Rémy Weber, Tony Blanco, Yves Brassart, Catherine Charrier-Leflaive, Sonia de Demandolx, François Géronde, Christiane Marcellier and Sopassure represented by Perrine Kaltwasser, representatives of La Banque Postale on CNP Assurances' Board of Directors.

As of 24 September 2020, corresponding to the date of the Board of Directors' third authorisation, the following persons were considered to be directly or indirectly concerned: Philippe Wahl, Rémy Weber, Tony Blanco, Yves Brassart, Catherine Charrier-Leflaive, Sonia de Demandolx, François Géronde, Christiane Marcellier and Sopassure represented by Perrine Kaltwasser, representatives of La Banque Postale on CNP Assurances' Board of Directors, and Laurent Mignon and Jean-Yves Forel, representatives of BPCE on CNP Assurances' Board of Directors.

**Nature and purpose**

Under the terms of agreements signed on 26 June 2017 in replacement of an asset management mandate dated 28 April 2006, CNP Assurances gave full powers to LBP AM to manage asset portfolios and cash deposited in a related account, in its name and on its behalf, or in the name and on behalf of its insurance subsidiaries, subject to compliance with the applicable regulations and the investment guidelines and instructions issued by CNP Assurances.

An addendum to the securities portfolio management mandate authorising LBP AM to invest on behalf of CNP Assurances in high yield and unrated securities was signed on 17 August 2020, after having been previously authorised by the Board of Directors on 31 July 2020.

On 8 October 2020, CNP Assurances and LBP AM signed an addendum amending their asset management agreement dated 26 June 2017. It transferred to Ostrum Asset Management the asset management and order receipt and transmission (ORT) services performed by LBP AM under the agreement dated 26 June 2017.

LBP AM receives a fee for its financial management services, determined as follows:

- an annual commission based on the value of assets under management, and the type of securities held;
- fees on portfolio transactions carried out.

**Conditions**

The Board of Directors, at its meetings on 10 May 2017, 31 July 2020 and 24 September 2020, authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq*. of the French Commercial Code, to sign the agreements with LBP AM for the management of securities portfolios.

**Reason for the agreement remaining in force**

The agreement expired on 23 December 2021. A new agreement with the same purpose was authorised by the Board of Directors on 22 December 2021 and was entered into with Ostrum AM on 23 December 2021.

*The agreement had no impact on the financial statements for the year ended 31 December 2021.*

## 9. Agreements with AEW Ciloger (agreement with a company that owns more than 10% of CNP Assurances' capital)

**Persons concerned**

Sopassure represented by Florence Lustman, Philippe Wahl and Rémy Weber, representatives of La Banque Postale on CNP Assurances' Board of Directors, and François Pérol and Jean-Yves Forel, representatives of BPCE on CNP Assurances' Board of Directors.

**Nature and purpose**

Under the terms of agreements signed on 22 December 2017 in replacement of a property portfolio management mandate signed on 11 July 2008, CNP Assurances retained the services of AEW Ciloger (previously AEW Europe) for five years from 1 January 2018 to 31 December 2022 to manage all of the property assets defined in the mandate, and to provide assistance and advice in defining and implementing the investment and asset rotation strategy.

Agreements for the management of five dedicated OPPCI property funds were included in the negotiations.

The fee arrangements are aligned with those negotiated with CNP Assurances' other property portfolio managers.

The following documents were signed:

- a master property portfolio management mandate covering properties owned indirectly by CNP Assurances;
- a master property portfolio management mandate covering properties owned directly by CNP Assurances;
- agreements for the management of five OPPCI funds (AEW IMCOM UN, AEW IMCOM 6, AEP 247, LBP Actifs Immo and Outlet Invest).

  AEW Ciloger received a fee determined as follows:

  - portfolio rotation transactions: a percentage of the purchase and/or sale price of the properties purchased or sold with its assistance;
  - property management services: a percentage of rental income, based on property type, excluding taxes and expenses;
  - property leasing services: a percentage of the rent under the signed lease;

- investment vehicle administrative management services: a flat annual fee per investment vehicle based on the number of assets held by the vehicle and the number of account closing balance;
- investment vehicle account consolidation services: a flat fee based on the number of investment vehicles and the number of account closings;
- works management services: fees based on the invoiced cost of the works, excluding tax.

All of the costs associated with these agreements will be paid directly by the investment vehicles.

**Conditions**

At its meeting on 15 November 2017, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an agreement with AEW Ciloger.

**Reason for the agreement remaining in force**

AEW Ciloger is a leading specialist in buying and selling properties and managing property portfolios on behalf of third parties. It is an expert in analysing property investments and structuring deals, enabling it to present investment opportunities that are compatible with CNP Assurances' investment strategy in France and the rest of the euro zone, encompassing various types of assets (offices, retail units, residential units, warehouses), in exchange for fees that are comparable to those of CNP Assurances' other property portfolio management services providers.

*CNP Assurances paid €107 thousand to AEW Ciloger in 2021.*

## 10. Acquisition of a stake in Réseau de Transport d'Électricité (RTE)

**Persons concerned**

The State represented by Bertrand Walckenaer, Caisse des Dépôts represented by Pierre-René Lemas, Delphine de Chaisemartin, Franck Silvent, Olivier Mareuse, Pauline Cornu-Thénard, Virginie Chapron du Jeu, representatives of Caisse des Dépôts on CNP Assurances' Board of Directors.

**Nature and purpose**

EDF, the sole shareholder of RTE, sold part of RTE's capital subject to the legislative requirement that its entire capital must be held by the French State, EDF and/or another public sector entity.

In July 2016, CDC and CNP Assurances started bilateral negotiations with EDF with a view to acquiring a 49.9% stake in RTE, of which 20% would be acquired by CNP Assurances.

The following documents were signed:

- an investment agreement between CNP Assurances, Caisse des Dépôts and EDF describing the terms and conditions of the purchase of 49.9% of the capital and voting rights of CTE, a company to be set up by EDF to which it would transfer 100% of RTE's capital and voting rights;
- a memorandum of understanding concerning the signature of a Shareholders' Agreement between CDC and CNP Assurances.
- The investment agreement and memorandum of understanding were signed on 14 December 2016 and include, respectively, appendices setting out the shareholders' agreements that the parties signed on the transaction completion date:
- an agreement between the shareholders of CTE, CNP Assurances, Caisse des Dépôts and EDF - organising their rights and obligations as indirect shareholders of RTE and describing RTE and CTE's governance rules based on the specific regulations applicable to RTE;
- a Shareholders' Agreement between CNP Assurances and Caisse des Dépôts organising their rights and obligations as shareholders of CTE and indirect shareholders of RTE, and the exercise of their collective rights under the agreement in the governance of RTE and CTE.

**Conditions**

At its meeting on 14 December 2016, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign the documents related to the acquisition of an interest in RTE.

**Reason for the agreement remaining in force**

This significant investment in Europe's leading electricity transmission system operator and the sole operator in France (€1,080 million for CNP Assurances' share, representing 20% of RTE's capital) was made at a price that offers a satisfactory internal rate of return and a healthy projected average yield over the next ten years.

In addition, it qualifies as a strategic investment under Solvency II, with the result that the corresponding solvency capital requirement is less than for a non-strategic infrastructure investment.

*There was no impact on the financial statements for the year ended 31 December 2021.*

## 11. Renewal of the partnership with La Banque Postale

**Persons concerned**

The State represented by Antoine Saintoyant, Sopassure represented by Florence Lustman, and Philippe Wahl, Rémy Weber, representatives of Sopassure on CNP Assurances' Board of Directors.

**Nature and purpose**

The main purpose of the master agreement was to:

define, organise and set a framework for the contractual relationship created through the new partnership agreements;

- set at ten years the duration of the renewed partnership, commencing 1 January 2016, except for home-buyer term creditor insurance for which the ten-year period commenced when La Banque Postale and BPE began distributing new CNP Assurances policies on 28 September 2016;
- specify the terms and conditions for unwinding their relations under the renewed partnership and any new distribution agreement that they may enter into in the future. If the parties decided to go their separate ways, they would negotiate the details in good faith, particularly the fate of the In-Force life insurance and endowment policies sold through La Banque Postale and BPE, and the method of ensuring that La Banque Postale and BPE continue to receive the commission due to them for as long as the policies remain in force;
- generally, organise and set a framework for relations between the parties under the renewed partnership agreement.
- In line with the terms of the master agreement, new partnership agreements were signed, along with contracts implementing their provisions in the following areas:
- in life insurance, the main components of the new agreements are as follows:
  - a ten-year partnership agreement in the area of life and endowment insurance between CNP Assurances, La Banque Postale and BPE (La Banque Postale's private banking arm that has been wholly-owned by the Group since 2013). La Banque Postale and BPE have given CNP Assurances exclusive distribution rights (except to wealth management customers served under open model arrangements) for life insurance and endowment products representing a certain percentage of market share, with a commission arrangement designed to ensure that profits are shared equally between the insurer and the distributor;
  - an agreement whereby CNP Assurances has appointed La Banque Postale and BPE to distribute its life insurance and endowment products;
  - a marketing cost-sharing agreement, whereby CNP Assurances contributes to the sales promotion and communication costs incurred by La Banque Postale and BPE.
- in personal risk/protection insurance:
  - an agreement for the sale by CNP Assurances to La Banque Postale of its 50% interest in La Banque Postale Prévoyance ("LBPP") for €306.9 million (less the amount of dividends paid prior to the completion date), with La Banque Postale Prévoyance retaining inter alia the Personal Risk Insurance business. The sale was completed on 28 June 2016 and was preceded by the signature on 25 March 2016 of (i) a delegated management agreement whereby CNP Assurances continues to administer current personal risk insurance products with the same fee arrangements as applied before the agreement was signed, (ii) an addendum to the advisory and financial management agreement, and (iii) an agreement organising the transfer to La Banque Postale Prévoyance of certain back-office activities previously performed by CNP Assurances;
  - a distribution agreement between CNP Assurances, La Banque Postale and BPE concerning home-buyer term creditor insurance, a financial agreement defining commissions payable to La Banque Postale and BPE and the payment by CNP Assurances to La Banque Postale and BPE of an initial commission when distribution of the new group policies begins, adjusted in 2021 and to be further adjusted after ten years, and a delegated management agreement setting out the service level and reporting commitments given by La Banque Postale and BPE;
  - a 5% quote-share reinsurance treaty covering new home-buyer Term Creditor Insurance business between La Banque Postale Prévoyance and CNP Assurances. The ten-year treaty came into effect on 28 September 2016, the date at which La Banque Postale and BPE started distributing CNP Assurances' new group policies;
  - a certain number of addenda and application agreements have been signed since 2016.

**Conditions**

At its meeting on 16 February 2016, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign a framework agreement organising the renewal of their partnership.

**Reason for the agreement remaining in force**

The benefits of the agreement are as follows:

- renewal of the life and endowment insurance partnership for a long period on satisfactory financial terms protects the value of the partnership between CNP Assurances and La Banque Postale;
- the overall agreement is balanced, with the removal from the partnership of individual personal risk insurance business being offset by the extension of activities in the wealth management segment with BPE and the strengthening of the home-buyer Term Creditor Insurance business;
- the proposed agreement covers a long period and the partnership conditions are not excessively inflexible, providing CNP Assurances with improved visibility when it comes to preparing its business plan.

The remuneration received by La Banque Postale as distributor corresponds mainly to a share of the premium and asset loadings and the deductions from investment income.

*Fees paid by CNP Assurances pursuant to this agreement in 2021 amounted to €638.2 million.*

## 12. Investment by CNP Assurances in GRTgaz

**Persons concerned**

The State represented by Ramon Fernandez and then Bertrand Walckenaer, Caisse des Dépôts represented by Augustin de Romanet and then Pierre-René Lemas, the five representatives of Caisse des Dépôts on CNP Assurances' Board of Directors, and Stéphane Pallez, director of both CNP Assurances and GRTgaz.

**Nature and purpose**

On 12 July 2011, a public consortium comprising CNP Assurances, CDC Infrastructure and Caisse des Dépôts (CDC) laid the foundations for a long-term partnership with Engie (formerly GDF Suez) in natural gas transportation in France and the rest of Europe. The partnership was based on the acquisition of a 25% non-controlling interest in GRTgaz for an amount of €1.1 billion, alongside Engie which held the other 75% of the shares.

The 25% minority stake is held indirectly through two holding companies, Société d'Infrastructures Gazières (SIG) which holds the GRTgaz shares and is wholly-owned by Holding d'Infrastructures Gazières, which in turn is 54.4%-owned by CNP Assurances and 45.6% by Caisse des Dépôts.

A Shareholders' Agreement relating to GRTgaz was authorised by the Board of Directors on 5 April 2011 and signed on 27 June 2011 between GDF Suez and SIG in the presence of GRTgaz, CNP Assurances, CDC Infrastructure and Caisse des Dépôts. It sets out the rights and obligations of GRTgaz shareholders and establishes governance arrangements in compliance with the specific regulations applicable to GRTgaz. The Shareholders' Agreement was entered into for a term of 20 years and is renewable once for a term of ten years. It gives SIG the rights usually granted to minority shareholders.

In 2017, to support GRTgaz's plan to acquire the entire capital of Elengy, a methane terminal operator wholly-owned by Engie, CNP Assurances and Caisse des Dépôts decided to underwrite a capital increase by GRTgaz through SIG in order to maintain the balance of ownership interests in GRTgaz. CNP Assurances' share of SIG's €200 million investment amounted to €110 million.

The transaction led to the signature of several agreements authorised by the Board of Directors on 10 May 2017:

- an addendum to the GRTgaz Shareholders' Agreement to be entered into between Engie and SIG, to which GRTgaz, CNP Assurances and Caisse des Dépôts are also parties, adjusting the dividend policy to include distribution of the profits generated by Elengy (the agreement currently provides for GRTgaz's IFRS profit to be distributed in full);
- an additional agreement (alongside the Shareholders' Agreement) to be entered into between Engie and SIG, to which GRTgaz, CNP Assurances, CDC and Elengy are also parties;
- a call option on GRTgaz shares representing up to 0.187% of the capital, to granted by Engie to SIG. The option would be exercisable if revenues from Elengy's unregulated businesses in the period to 2022 fall short of Engie's projections;
- a call option on GRTgaz shares representing up to 0.063% of the capital, to be granted by SIG to Engie. The option would be exercisable if a subsidiary of Elengy receives an amount in settlement of a dispute between the subsidiary and the STS group of companies that is distributed by the subsidiary to Elengy, by Elengy to GRTgaz and by GRTgaz to its own shareholders.

The Shareholders' Agreement remained in effect in 2021 and the call options on the shares were not exercised.

**Conditions**

At its meetings on 5 April 2011 and 10 May 2017, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign the documents concerning CNP Assurances' investment in GRTgaz.

**Reason for the agreement remaining in force**

GRTgaz constitutes a long term infrastructure investment for CNP Assurances.

*At 31 December 2021, CNP Assurances held 52.97% of the share capital of HIG (€829.2 million) as well as bonds directly issued by SIG in the amount of €560.7 million.*

### 13. Agreement between CNP Assurances and La Banque Postale (LBP) concerning La Banque Postale Prévoyance (LBPP)

**Persons concerned**

Sopassure, Jean-Paul Bailly and Patrick Werner (common directors or concerned persons on the transaction date).

**Nature and purpose**

An agreement, applicable with retroactive effect as from 1 January 2010, sets out the measures taken in terms of governance, operating mode, and updating of the cost of policy administration services provided by CNP Assurances on behalf of LBPP.

Following the renewal of the partnership with La Banque Postale in March 2016, which notably included the sale of CNP Assurances' 50% interest in LBPP, a delegated management agreement giving CNP Assurances responsibility for managing existing personal risk products, and an addendum to the advisory and financial management agreement, the 2010 agreement was no longer applicable to certain support services provided by CNP Assurances on behalf of LBPP.

**Conditions**

At its meeting on 7 October 2010, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an agreement between CNP Assurances and La Banque Postale defining the terms and conditions for giving greater autonomy to La Banque Postale Prévoyance (LBPP).

**Reason for the agreement remaining in force**

The terms of the partnership between CNP Assurances and La Banque Postale are in the process of being renegotiated. This concerns, in particular, relations between CNP Assurances and LBPP that were the subject of negotiations leading to the agreement of March 2016 which terminated the earlier agreement giving greater autonomy to LBPP.

*In 2021, CNP Assurances recorded in its accounts fee income for the services still covered by the 2010 agreement and those provided for in the agreements signed on 25 March 2016, as follows:*

- *€14.1 million for support services and delegated management services.*

### 14. Securities management mandate with Ostrum Asset Management (Ostrum AM)

**Persons concerned**

As of 18 February 2015, the date of the first authorisations given by the Board of Directors, the following were considered to be directly or indirectly concerned persons: François Pérol and Jean-Yves Forel, representatives of BPCE on CNP Assurances' Board of Directors.

As of 31 July 2020, the date of the second authorisations given by the Board of Directors, the following were considered to be directly or indirectly concerned persons: Laurent Mignon and Jean-Yves Forel, representatives of BPCE on CNP Assurances' Board of Directors.

**Nature and purpose**

Under the renewed partnership with BPCE authorised by the Board of Directors on 18 February 2015, a master portfolio management and associated investment services agreement was signed on 28 December 2015 between CNP Assurances and Ostrum AM (formerly Natixis Asset Management). The agreement replaced the former agreement dated 2008 with effect from 1 January 2016.

Pursuant to this agreement, CNP Assurances gives full powers to Ostrum AM to manage – in its name and on its behalf, or in the name and on behalf of its insurance subsidiaries – the portfolios and the cash deposited in a related account, subject to compliance with the applicable regulations and the investment guidelines and instructions issued by CNP Assurances.

On 6 August 2020, CNP Assurances and Ostrum AM signed an addendum to their securities management agreement to align its terms with the new MIFID II legislative framework applicable since 3 January 2018.

Ostrum AM receives a fee for its financial management services, determined as follows:

- a fixed annual fee per portfolio (except for portfolios invested exclusively in mutual funds);
- a variable fee calculated at a declining rate based on the value of assets under management, with different rates applying according to the type of securities held.

**Conditions**

At its meetings on 18 February 2015 and 31 July 2020, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 *et seq.* of the French Commercial Code, to sign an agreement with Ostrum AM for the management of securities portfolios.

**Reason for the agreement remaining in force**

The agreement expired on 23 December 2021. A new agreement on the same subject was authorised by the Board of Directors on 22 December 2021 and signed with Ostrum AM on 23 December 2021.

*Fees paid by CNP Assurances pursuant to this agreement in 2021 amounted to €35.7 million. This amount was re-invoiced to the subsidiaries concerned.*

## 15. Agreement for the issue of perpetual subordinated notes between CNP Assurances and Caisse Nationale des Caisses d'Epargne et de Prévoyance

**Nature and purpose**

At its meeting on 18 April 2006, the Supervisory Board of Ecureuil Vie authorised the Company to issue perpetual subordinated notes in the amount of €108 million.

On 18 December 2007, Ecureuil Vie was merged into CNP Assurances, which replaced Ecureuil Vie as borrower.

**Conditions**

Interest rate on the notes: Euribor 3 months +95 bp until 20 December 2026, then Euribor 3 months +195 bp.

**Reason for the agreement remaining in force**

These perpetual subordinated notes constitute regulatory capital under Solvency II. The loan has more competitive interest rate conditions than those which could currently be obtained in the market.

*The interest expense recorded by CNP Assurances in 2021 amounted to €0.45 million.*

## 16. Agreement for the issue of perpetual subordinated notes between CNP Assurances and Caisse Nationale des Caisses d'Epargne et de Prévoyance

**Nature and purpose**

At its meeting on 2 April 2004, the Supervisory Board of Ecureuil Vie authorised the Company to enter into an agreement for the issue of perpetual subordinated notes with Caisse Nationale des Caisse d'Epargne et de Prévoyance for a total of €183 million, divided into two tranches of €90 million and €93 million.

On 18 December 2007, Ecureuil Vie was merged into CNP Assurances, which replaced Ecureuil Vie as borrower.

**Conditions**

Interest rate on the notes:

- first tranche: 4.93% until 2016, then Euribor +160 bp from 15 November 2016.
- second tranche: 3-month Euribor +160 bp from 15 November 2016.

**Reason for the agreement remaining in force**

This perpetual subordinated loan constitutes regulatory capital under Solvency II. The loan has more competitive interest rate conditions than those which could currently be obtained in the market.

The interest expense recorded by CNP Assurances in 2021 amounted to €0.97 million for the first tranche and €1 million for the second tranche.

## 17. Agreement for the issue of dated subordinated notes between CNP Assurances and Caisse Nationale des Caisses d'Epargne et de Prévoyance

**Nature and purpose**

At its meeting on 10 April 2002, the Supervisory Board of Ecureuil Vie authorised the Company to sign an agreement with Caisse Nationale des Caisse d'Epargne et de Prévoyance for a total of €200 million due 23 June 2023.

On 18 December 2007, Ecureuil Vie was merged into CNP Assurances, which replaced Ecureuil Vie as borrower.

**Conditions**

Interest rate on the notes is Euribor +200 bp.

**Reason for the agreement remaining in force**

This dated subordinated loan constitutes regulatory capital under Solvency II. The loan has more competitive interest rate conditions than those which could currently be obtained in the market.

*The interest expense recorded by CNP Assurances in 2021 amounted to €2.96 million.*

## Agreements authorised but not entered into

### Agreement amending the new partnership agreements between CNP Assurances and La Banque Postale

**Persons concerned**

Sopassure (direct shareholder of CNP Assurances with more than 10% of the capital) represented by Perrine Kaltwasser, Rémy Weber, Philippe Wahl, Tony Blanco, Catherine Charrier-Leflaive, Yves Brassart, Sonia de Demandolx, François Géronde and Christiane Marcellier, representatives of La Banque Postale on CNP Assurances' Board of Directors

**Nature and purpose**

The purpose of this Amendment Agreement is to push back the expiry date of the partnership agreement signed in March 2016 between CNP Assurances and La Banque Postale from 31 December 2025 to 31 December 2035.

CNP Assurances and La Banque Postale have also agreed to examine the potential benefits of adapting their partnership in light of La Banque Postale's acquisition of control of CNP Assurances in March 2020 and making good faith revisions to their agreements to take into account the extension of their partnership.

**Conditions**

At its meeting on 14 May 2020, the Board of Directors authorised the Company's Executive Management, pursuant to Articles L.225-38 et seq. of the French Commercial Code, to sign an agreement amending the 25 March 2016 partnership agreements between CNP Assurances and La Banque Postale.

**Benefits for the Company of signing the agreement**

The Amendment Agreement will lock in CNP Assurances' partnership with La Banque Postale until 31 December 2035, without CNP Assurances having to make any payment in this respect at this stage.

*There was no impact on the financial statements for the year ended 31 December 2021.*

Neuilly-sur-Seine and Courbevoie, 3 March 2022

The Statutory Auditors

| PricewaterhouseCoopers Audit | Mazars |
|---|---|
| Frédéric Trouillard-Mignen | Jean-Claude Pauly |

Chapter 7

# 7

# Share capital and ownership structure

# 7.1 Information about the capital

## 7.1.1 Share capital, par value of the shares

Amount of fully subscribed and paid-up share capital at 31 December 2021: €686,618,477, divided into 686,618,477 shares with a par value of €1.

No custody or administration fees are charged to holders of registered shares recorded in the Company's share register, except for the transmission of buy or sell orders.

The fees charged for the transmission of buy or sell orders by CACEIS Corporate Trust's Investor Relations Department are set out in the securities account contract.

Trading fees have been negotiated with the Company and are subject to VAT at the applicable rate for residents of France and other European Economic Area (EEA) countries. For buy orders, the *Taxe sur les Acquisitions de Titres* (securities purchase tax) applicable since 1 August 2012 may apply.

## 7.1.2 Historical changes in share capital

CNP Assurances was originally a public industrial and commercial institution with no share capital within the meaning of the French Act of 24 July 1966. It became an insurance company limited by shares on 9 December 1992. Its share capital has not changed since 28 May 2013, when shares were issued on reinvestment of 2012 dividends.

Consequently, there were no changes in capital in any of the last three years.

## 7.1.3 Percentage of CNP Assurances' capital held directly or indirectly by employees

| Date | |
|---|---|
| 31.12.2019 | 0.21% |
| 31.12.2020 | 0.24% |
| 31.12.2021 | 0.23% |

# 7.2 Information about the Company's ownership structure

## 7.2.1 Ownership structure

### 2019 financial year

Number of shares: 686,618,477

Number of theoretical voting rights, gross: 1,224,783,930

Number of voting rights, net: 1,224,278,213

| Shareholders | Number of shares | % share capital | % voting rights[1] |
|---|---|---|---|
| Caisse des Dépôts | 280,615,140 | 40.87% | 45.84% |
| Sopassure (La Banque Postale and BPCE holding company) | 248,926,986 | 36.25% | 40.67% |
| French State | 7,645,754 | 1.11% | 1.25% |
| **TOTAL SHARES HELD IN CONCERT[2]** | **537,187,880** | **78.24%** | **87.76%** |
| Public, Company employees and other | 149,430,597 | 21.76% | 12.24% |
| *of which:* | | | |
| CNP Assurances (treasury shares) | 505,717 | 0.07% | - |
| **TOTAL CNP ASSURANCES SHARES** | **686,618,477** | **100.00%** | **100.00%** |

*(1) The difference between the percentage share capital and percentage voting rights corresponds to treasury shares that are stripped of voting rights and to double voting rights*

*(2) The concert shares are the result of the Shareholders' Agreement, the main terms of which are outlined in section 6.2.2 of the 2019 Universal Registration Document. A total of 82,231,488 CNP Assurances shares (including 42,956,024 held by Caisse des Dépôts, 38,105,074 by Sopassure and 1,170,390 by the French State) included in the total shares held in concert in the above table correspond to scrip dividends paid on 24 July 2012 and 28 May 2013. These shares are excluded from the definition of "pact shares" in the Shareholders' Agreement signed on 2 September 1998 by the shareholders acting in concert*

*To the best of CNP Assurances' knowledge, no other shareholder owns more than 5% of the share capital or voting rights*

On 25 June 2019, the AMF granted Caisse des Dépôts, La Poste and La Banque Postale an exemption from a mandatory takeover bid on the shares of CNP Assurances in their project to create a public financial group (AMF ruling No. 219C1022).

## 2020 financial year

Number of shares: 686,618,477

Number of theoretical voting rights, gross: 812,092,698

Number of voting rights, net: 811,594,945

| Shareholders | Number of shares | % share capital | % voting rights[1] |
|---|---|---|---|
| La Banque Postale (directly and indirectly via SF2) | 431,489,340 | 62.84% | 68.51% |
| BPCE | 110,590,585 | 16.11% | 13.63% |
| Public, Company employees and other | 144,538,552 | 21.05% | 17.87% |
| *of which:* | | | |
| CNP Assurances (treasury shares) | 497,753 | 0.07% | - |
| **TOTAL CNP ASSURANCES SHARES** | **686,618,477** | **100.00%** | **100.00%** |

*(1) The difference between the percentage share capital and percentage voting rights corresponds to treasury shares that are stripped of voting rights and to double voting rights*

*To the best of CNP Assurances' knowledge, no other shareholder owns more than 5% of the share capital or voting rights*

These shareholders' disclosures of changes in their interests were published by the AMF on 9 January (AMF No. 220C0097), 11 March (AMF No. 220C0920) and 29 December 2020 (AMF No. 220C5568) and 6 January 2021 (AMF No. 221C0034).

On 23 June 2020, the AMF granted La Banque Postale an exemption from a mandatory takeover bid on the shares of CNP Assurances (AMF ruling No. 220C2087).

As of 31 December 2020, no agreement was in force between the Company's shareholders (shareholder agreements governed by Article L.233-11 of the French Commercial Code).

## 2021 financial year

Number of shares: 686,618,477

Number of theoretical voting rights, gross: 812,065,531

Number of voting rights, net: 811,691,457

| Shareholders | Number of shares | % share capital | % voting rights[1] |
|---|---|---|---|
| La Banque Postale | 542,079,925 | 78.95% | 82.12% |
| Public, Company employees and other | 144,538,552 | 21.05% | 17.88% |
| *of which:* | | | |
| CNP Assurances (treasury shares) | 374,074 | 0.05% | - |
| **TOTAL CNP ASSURANCES SHARES** | **686,618,477** | **100.00%** | **100.00%** |

*(1) The difference between the percentage share capital and percentage voting rights corresponds to treasury shares that are stripped of voting rights and to double voting rights*

*To the best of CNP Assurances' knowledge, no other shareholder owns more than 5% of the share capital or voting rights*

On 14 December 2021, the AMF published La Banque Postale's (LBP) declaration informing the market that as a result of the merger by absorption of SF2 into LBP, the latter owned the 138,336,421 CNP Assurances shares previously held by SF2 (2021DD812254). Following this merger, SF2's 20.15% interest and 32.38% voting rights were transferred to LBP, increasing its direct shareholding in CNP Assurances to 62.84% with 68.50% of the voting rights.

On 20 and 21 December 2021, the AMF published BPCE's declaration of the disposal of its 110,590,585 shares in CNP Assurances (2021DD813085) and LBP's declaration of the acquisition of said shares (2021DD812892), following which shares representing 16.11% of the share capital and 13.62% of the voting rights were transferred to LBP, increasing its direct shareholding in CNP Assurances to 78.95% with 82.12% of the voting rights.

As of 31 December 2021, no agreement was in force between the Company's shareholders (shareholder agreements governed by Article L.233-11 of the French Commercial Code).

## 7.2.2 Information on factors likely to have an impact in the event of a public offering

The information below, as at 31 December 2021, is given in the context of and for the purpose of complying with Article L. 22-10-11 of the French Commercial Code (*Code de commerce*):

- the capital structure of the Company is set out in Chapter 7 of this Universal Registration Document;
- there are no statutory restrictions on the exercise of voting rights, apart from the provisions of Article 11.3 of the Articles of Association in the event of non-compliance with the statutory obligation to declare that the 0.5% threshold in capital or voting rights has been exceeded: at the request of one or more shareholders holding at least 5% of the share capital, recorded in the minutes of the Annual General Meeting, the shares exceeding the fraction that should have been declared are deprived of voting rights for any Shareholders' Meeting held until the expiry of a two-year period following the date of the declaration of regularisation);
- the direct or indirect shareholdings of which the Company is aware, pursuant to Articles L.233-7 (shareholding threshold disclosure) and L.233-12 of the French Commercial Code, are described in Chapter 6 of this Universal Registration Document;
- there are no holders of securities with special control rights;
- the operating mechanisms provided for in the Company's employee share ownership system when control rights are not exercised by the employees are closely linked to the rules of the Actions CNP corporate mutual fund, which provide that voting rights are exercised by the fund's Supervisory Board and not directly by the employees;
- to the Company's knowledge, there are no shareholder agreements which may result in restrictions on the transfer of the Company's shares and the exercise of voting rights;
- the only specificities of the rules applicable to the appointment and replacement of members of the Board of Directors are those provided for in the Articles of Association relating to directors representing employees whose appointment is not under the remit of the Board of Directors or the General Meeting;
- the powers of the Board of Directors to issue or buy back shares are set out in Chapter 7 of this Universal Registration Document;
- the Company may enter into agreements containing clauses that may, under certain conditions, lead to their early termination in the event of a change of control of the Company, some of which the Company believes may have an impact in the event of a public offer. Bancassurance agreements with certain partners and certain other agreements entered into by CNP Assurances include a change of control clause which, if triggered, could lead to the agreements being terminated immediately or their terms being amended;
- there is no agreement providing for the payment of compensation to employees or directors if they resign or are dismissed, without actual and serious basis, or if their functions are terminated due to a public takeover bid or exchange offer.

## 7.2.3 Information on the specific procedures relating to shareholder participation in General Meetings

Every shareholder is entitled to participate in General Meetings under the conditions provided for by law. The rules governing shareholder participation and voting in General Meetings are set out in Article 26 of CNP Assurances' Articles of Association. The notices of meeting published by the Company in the French Legal Gazette (*Bulletin des annonces légales obligatoires* – BALO) prior to each General Meeting also explain how to participate and vote in the Meeting. Since 3 April 2016, in accordance with Article L.225-123 of the French Commercial Code, introduced by the Florange law (Act No. 2014-384 of 29 March 2014), double voting rights are awarded to fully paid-up shares registered in the name of the same holder for at least two years. The double voting right is automatically lost when the shares are converted to bearer form or sold or transferred, except in the specific cases provided for by law.

## 7.3 Listing of CNP Assurances shares

CNP Assurances was floated on the Paris Stock Exchange on 6 October 1998.

The shares are admitted to trading on Euronext Paris, in compartment A (ISIN FR0000120222).

Transactions carried out on CNP Assurances shares over the last 24 months (source: Bloomberg)

| | | Trading volume[1] *(in number of traded shares)* | Low[2] *(In €/share)* | High[2] *(In €/share)* |
|---|---|---|---|---|
| 2020 | January | 9,012,850 | 16.27 | 18.17 |
| | February | 10,374,680 | 13.90 | 17.24 |
| | March | 32,408,112 | 5.30 | 14.30 |
| | April | 24,957,280 | 7.63 | 10.15 |
| | May | 20,250,540 | 8.25 | 10.59 |
| | June | 31,945,694 | 9.53 | 12.75 |
| | July | 15,152,101 | 9.84 | 11.27 |
| | August | 10,840,956 | 9.78 | 12.03 |
| | September | 12,194,820 | 9.90 | 11.61 |
| | October | 10,618,322 | 9.15 | 11.15 |
| | November | 15,031,401 | 9.64 | 13.98 |
| | December | 10,104,612 | 12.59 | 13.92 |
| 2021 | January | 9,728,398 | 12.39 | 14.09 |
| | February | 10,048,364 | 12.53 | 15.37 |
| | March | 10,082,933 | 15.00 | 16.89 |
| | April | 9,902,109 | 14.25 | 16.88 |
| | May | 8,673,432 | 14.34 | 15.67 |
| | June | 10,373,551 | 13.87 | 15.10 |
| | July | 8,324,582 | 13.76 | 14.99 |
| | August | 5,848,249 | 13.95 | 14.94 |
| | September | 6,921,451 | 13.06 | 14.85 |
| | October | 15,382,048 | 13.40 | 21.85 |
| | November | 17,890,741 | 21.51 | 21.75 |
| | December | 119,717,645 | 21.58 | 21.79 |

*(1) Monthly volume of traded shares on Euronext Paris*

*(2) Intraday lows and highs*

# 7.4 Dividends and dividend policy

## 7.4.1 Appropriation and distribution of profit (Article 28 of the Articles of Association)

*"Net income for the financial year, less overheads and other corporate expenses, depreciation and amortisation of assets and all contingency provisions, forms net profit.*

1. *Distributable profit consists of profit for the financial year, less prior losses and amounts appropriated to reserves pursuant to the law and the Articles of Association, plus retained earnings brought forward from the prior year.*
2. *On the recommendation of the Board of Directors, the Ordinary General Meeting may decide to allocate any amounts it considers appropriate to retained earnings or to one or more extraordinary, general or special reserve funds. They may be allocated in any manner decided by the General Meeting, on the recommendation of the Board of Directors. It may also decide, on the recommendation of the Board of Directors, to distribute all or part of the profit in the form of dividends.*
3. *The General Meeting may decide to grant each shareholder an option to receive all or part of the dividend or any interim dividend in cash or in shares.*
4. *The terms and conditions of payment of the dividends voted by the General Meeting are set by the General Meeting or, failing this, by the Board of Directors.*

   *Nevertheless, dividend payments must be made within a maximum period of nine months after the balance sheet date. An extension of this period may be granted by court decision."*

## 7.4.2 Dividend record

Dividends paid by CNP Assurances for 2018, 2019 and 2020 were as follows:

| Year of distribution | 2018 | 2019 | 2020 | **2021(*)** |
|---|---|---|---|---|
| Consolidated earnings per share | €1.92 | €1.99 | €1.91 | €2.20 |
| Dividend per share | €0.89 | - | €1.57 | €1.00 |
| Number of shares with dividend rights | 686,618,477 | 686,618,477 | 686,618,477 | 686,618,477 |

* *Subject to the approval of the General Meeting of 22 April 2022*

Dividends not claimed within five years are statute-barred and are paid over to the French State.

## 7.4.3 Dividend policy

At its meeting on 20 February 2019, the Board of Directors approved the following dividend policy:

*"The Company's dividend policy is determined by the Board of Directors after reviewing the Group's results, financial position and solvency ratios, the economic environment and any other factors that are considered relevant. When determining its dividend recommendation, the Board of Directors takes into consideration the need to prudently manage the Group's capital, the investments required to develop the business, and the recommended dividend's attractiveness for shareholders".*

# 7.5 Delegations of competence and financial authorisations

## 7.5.1 Delegation of competence given to the Board of Directors to issue shares

24 , 25th and 26th resolutions adopted by the Annual General Meeting of 17 April 2020. Expires: 17 June 2022.

## 7.5.2 Delegation of competence given to the Board of Directors to grant shares

28th resolution adopted by the Annual General Meeting of 16 April 2021. Expires: 16 June 2024.

## 7.5.3 Summary table of the delegations of competence granted by the Annual General Meeting to the Board of Directors of CNP Assurances

**PERIOD OF VALIDITY AND USE IN 2020 AND 2021**

| Type of authorisation | Purpose | Duration | Ceiling | Use in 2020 and 2021 |
|---|---|---|---|---|
| Rights issue | Issue of ordinary shares with pre-emptive subscription rights | Granted by the AGM of 27 April 2018 (21st resolution) Duration: 26 months Expires: 27 June 2020 | €137.324 million (par value) Included in the blanket ceiling for share issues of €137.324 million (par value) | None |
| | | Granted by the AGM of 17 April 2020 (24th resolution) Duration: 26 months Expires: 17 June 2022 | | None |
| | Issue of deeply-subordinated contingent convertible bonds without pre-emptive subscription rights | Granted by the AGM of 27 April 2018 (22nd resolution) Duration: 26 months Expires: 27 June 2020 | Annual ceiling of 10% of share capital (as determined when the authorisation is used). Included in the blanket ceiling for share issues of €137.324 million (par value) | None |
| | | Granted by the AGM of 17 April 2020 (25th resolution) Duration: 26 months Expires: 17 June 2022 | | None |
| Share buyback programme | Buy and sell CNP Assurances shares | Granted by the AGM of 18 April 2019 (22nd resolution) Expires: AGM called to approve the 2019 financial statements Duration: 18 months Expires: 18 October 2020 | 10% of share capital outstanding at the date of the AGM | At 31 December 2021, 374,074 shares were held in treasury (0.05% of share capital) |
| | | Granted by the AGM of 17 April 2020 (23rd resolution) Expires: AGM called to approve the 2020 financial statements Duration: 18 months Expires: 17 October 2021 | | |
| | | Granted by the AGM of 16 April 2021 (27th resolution) Expires: AGM called to approve the 2021 financial statements Duration: 18 months Expires: 16 October 2022 | | At 31 December 2021, 374,074 shares were held in treasury (0.05% of share capital) |

| Type of authorisation | Purpose | Duration | Ceiling | Use in 2020 and 2021 |
|---|---|---|---|---|
| Employee rights issues, stock options, share grants* | Issue of shares to members of a Company or Group employee share ownership plan without pre-emptive subscription rights for existing shareholders | Granted by the AGM of 27 April 2018 (23rd resolution) Duration: 26 months Expires: 27 June 2020 | 3% of share capital outstanding at the date of the AGM included in the blanket ceiling for share issues of €137.324 million (par value) | None |
| | | Granted by the AGM of 17 April 2020 (26th resolution) Duration: 26 months Expires: 17 June 2022 | | None |
| | Employee share grants | Granted by the AGM of 27 April 2018 (24th resolution) Duration: 38 months Expires: 27 June 2021 | Annual ceiling of 0.5% of share capital (as determined when the authorisation is used) | None |
| | | Granted by the AGM of 16 April 2021 (28th resolution) Duration: 38 months Expires: 16 June 2024 | | None |

* *As of 31 December 2021, employees held 0.23% of the Company's capital, directly and indirectly*

## 2022: DELEGATIONS OF COMPETENCE SOUGHT AT THE ANNUAL GENERAL MEETING OF 22 APRIL 2022

| Type of authorisation | Purpose | Duration | Ceiling |
|---|---|---|---|
| Share buyback programme | Buy and sell CNP Assurances shares | Expires at the AGM called to approve the 2022 financial statements<br>Duration: 18 months<br>Expires: 22 October 2023 | 10% of share capital outstanding at the date of the AGM |
| Rights issue | Issue of ordinary shares with pre-emptive subscription rights | Duration: 26 months Expires: 22 June 2024 | €137.324 million (par value) Included in the blanket ceiling for share issues of €137.324 million (par value) |
| | Issue of deeply-subordinated contingent convertible bonds without pre-emptive subscription rights | Duration: 26 months<br>Expires: 22 June 2024 | Annual ceiling of 10% of share capital (as determined when the authorisation is used). Included in the blanket ceiling for share issues of €137.324 million (par value) |
| Employee rights issues, stock options, share grants* | Issue of shares to members of a Company or Group employee share ownership plan without pre-emptive subscription rights for existing shareholders | Duration: 26 months<br>Expires: 22 June 2024 | 3% of share capital outstanding at the date of the AGM included in the blanket ceiling for share issues of €137.324 million (par value) |

* *As of 31 December 2021, employees held 0.23% of the Company's capital, directly and indirectly*

## 7.5.4 Transactions carried out in 2021 under the share buyback programme authorised by the Annual General Meeting of 16 April 2021

The Annual General Meeting held on 16 April 2021 renewed the share buyback programme in place since the IPO.

### Share purchases and sales

The Company purchased (between 1 January 2021 and 31 December 2021) 3,079,502 of its own shares at an average price of €14.52, and sold 3,203,181 treasury shares for an average price of €14.70.

#### FROM 1 JANUARY 2021 TO 31 DECEMBER 2021

| | Aggregate gross amounts | | Open positions on the day the prospectus was filed | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Purchases | Sales | Open buy positions | | | Open sell positions | | |
| Number of shares | 3,079,502 | 3,203,181 | Call options purchased | Put options sold | Futures | Call options purchased | Put options sold | Futures |
| Maximum average maturity | None | None | None | None | None | None | None | None |
| Average transaction price *(in €)* | 14.52[(1)] | 14.70[(1)] | | | | | | |
| Average exercise price | None | None | None | None | None | None | None | None |
| Total *(in €)* | 44,727,727 | 47,087,904 | | | | | | |

#### SUMMARY

| Treasury share transactions in the period from 1 January 2021 to 31 December 2021 | |
|---|---|
| Percentage of issued capital held by the Company, directly and indirectly | 0.05% |
| Number of shares cancelled in the past 24 months | None |
| Number of shares held in treasury as of 31 December 2021 | 374,074 |
| Carrying amount (fair value*) | €5,218,177 |
| Market value* | €8,136,110 |

* *At closing price on 31 December 2021: €21.75*

### Purpose of the transactions

All of the purchases and sales consisted of market-making transactions carried out by an investment services provider. No shares were bought back for allocation to any of the other target categories in the 2021 share buyback programme. All of the shares held as of 31 December 2021 were allocated to maintaining a liquid market in the Company's shares.

### Cancelled shares

No shares were cancelled.

*(1) Rounded prices*

## 7.5.5 Authorisation to implement a share buyback programme

The terms of the resolution presented at the Annual General Meeting of 22 April 2022 are as follows:

Having considered the Board of Directors' report on the proposed resolutions and (i) Articles L.22-10-62 and L.225-210 of the French Commercial Code, (ii) the AMF's General Regulations, particularly Articles 241-1 to 241-7 concerning the market practices allowed by the AMF, (iii) Articles 5 and 13 of the European Market Abuse Regulation no. 596/2014 dated 16 April 2014, and (iv) the European Commission Delegated Regulation (EU) 2016/1052, the General Meeting, deliberating in accordance with the quorum and majority requirements for Ordinary Meetings, resolves:

1. to cancel, with immediate effect, the unused portion of the authorisation for the same purpose given in the 27th resolution of the Annual General Meeting of 16 April 2021;
2. to adopt the programme described below and, for this purpose, resolves:
   - to authorise the Board of Directors (which may delegate this authorisation), in accordance with Articles L.22-10-62 *et seq.* and L.225-209-2 *et seq.* of the French Commercial Code, to buy back CNP Assurances shares representing up to 10% of the capital as of the date of this authorisation, or up to 5% of the capital for shares bought back for the purpose of being held and delivered at a future date in payment or exchange for shares of another company in a merger, demerger or asset contribution;
   - that the shares may be bought back for the following purposes:
     - to maintain a liquid market in the Company's shares, under a liquidity contract entered into with an independent investment services firm, in accordance with the AMF decision 2021-01 dated 21 June 2021 "AMF establishes liquidity contracts on shares as an accepted market practice";
     - to hold shares for subsequent delivery in payment or exchange in connection with an acquisition, merger, demerger or asset contribution initiated by the Company;
     - to grant or sell shares to eligible employees of the Company or related companies in the CNP Assurances Group, on the basis and by the method provided for by law, including under a share grant plan within the scope of Articles L.225-197-1 *et seq.* of the French Commercial Code, or under an employee profit-sharing, employee share ownership or employee savings plan;
     - to allocate shares upon exercise of rights attached to securities convertible, redeemable, exchangeable or otherwise exercisable for CNP Assurances shares;
     - for cancellation in accordance with the law, provided that an authorisation to reduce the capital is given by the Extraordinary General Meeting;
   - that the maximum purchase price per share shall not exceed €25, excluding transaction costs;
   - that the Board of Directors may adjust the above maximum purchase price in the case of an increase in the shares' par value or a bonus share issue paid up by capitalising additional paid-in capital, reserves or profit, a share split or reverse share split, a capital reduction, a distribution of reserves or other assets or any other corporate action, to take into account the effect of said action on the value of the shares;
   - that the maximum amount invested in the share buyback programme shall not exceed €1.717 billion;
   - that the shares may be bought back on one or several occasions by any method, subject to compliance with the rules set out in the AMF's position/recommendation DOC-2017-04. The buyback programme may be carried out in whole or in part through on-market transactions or block trades and, where applicable, through off-market transactions or the use of options or derivatives other than written puts, in the periods that the Board of Directors considers appropriate subject to the limits set in the applicable securities regulations. The shares bought back pursuant to this authorisation may be retained, sold or transferred in accordance with the applicable regulations, by all methods including through block trades, at any time;
   - to give full powers to the Board of Directors (which may subdelegate such powers) to complete these transactions, to set their terms and conditions, and in particular to:
     - enter into, amend and/or extend the term of any liquidity contract,
     - place all buy and sell orders on- or off-market,
     - adjust the buyback price of the shares in order to take into account the impact of the above-mentioned transactions on the share price,
     - enter into any and all agreements, in particular with a view to keeping registers of share purchases and sales,
     - prepare all documents and make all disclosures and filings with the AMF and any other organisation,
     - carry out any and all publication and other formalities, and
     - generally, do whatever is necessary to use this authorisation;
   - that this authorisation shall be given for a period ending at the Annual General Meeting called to approve the financial statements for the year ending 31 December 2022 or for 18 months, whichever is shorter;

- that this authorisation will be suspended as from the date on which a pre-offer in line with AMF regulations is filed or a third party files a proposed public tender offer for CNP Assurances, until the end of the offer period.

In accordance with Article L.225-211, paragraph 2 of the French Commercial Code, the Board of Directors will report to the Annual General Meeting on transactions carried out pursuant to this authorisation.

In accordance with AMF regulations, the execution of the liquidity contract has been suspended since 28 October 2021, the date of the press release by which La Banque Postale announced its proposed simplified tender offer.

## 7.5.6 Authorisation to issue and buy back bonds, notes or other debt securities

**The Board of Directors' decision made at the meeting of 16 February 2022 is reproduced below:**

The Board of Directors decides to renew the financial authorisations given to the Chief Executive Officer as presented. In particular, the Chief Executive Officer is authorised to:

- issue sureties, bonds and other guarantees in the Company's name for up to €100 million annually;
- issue guarantees to CNP Caution up to a maximum cumulative amount of €11 billion, less the total amount of guarantees issued by CNP Assurances in relation to commitments made by CNP Caution to its commercial partners which are still in place;
- issue bonds with an aggregate face value of up to €2 billion and buy back bonds with an aggregate face value of up to €1.5 billion (authorisation also given to the second person effectively responsible for running the Company);
- trade in the Company's shares, subject to a maximum buyback price of €25 per share;
- answer written questions submitted by shareholders.

A summary of the financial authorisations given by the Board of Directors to the Chief Executive Officer and details of the permanent restrictions on the Chief Executive Officer's powers will be attached to the minutes of the 16 February 2022 Board meeting.

# 7.6 Additional information about the Company's capital

## 7.6.1 Guarantees and endorsements

See Note 27 to the consolidated financial statements – "Commitments given and received" in Chapter 4, section 4.1.6 - Notes to the Consolidated Financial Statements

## 7.6.2 Discretionary and statutory profit-sharing plans

### Discretionary profit-sharing plans

The amounts awarded to employees under discretionary profit-sharing plans are based on collective performance objectives. The Company does not make any matching payment under these plans.

**AMOUNTS AWARDED TO EMPLOYEES OF CNP ASSURANCES UNDER DISCRETIONARY PROFIT-SHARING PLANS OVER THE LAST FIVE YEARS**

| Year | Total discretionary profit-sharing | Number of recipients |
|---|---|---|
| 2017 | €7,033,436.17 | 3,092 |
| 2018 | €8,065,163.81* | 2,999 |
| 2019 | €7,104,015.13 | 2,999 |
| 2020 | €4,422,575.36 | 2,969 |
| 2021 | €8,599,896.07 | 3,411 |

* *Data adjusted to include the additional profit share*

### Statutory profit-sharing plan

The CNP Assurances Group statutory profit-sharing agreement was signed on 17 May 2000 and was implemented retroactively from 1 January 1999. The amount recorded in the special profit-sharing reserve is allocated among eligible employees (i.e., employees with at least three months' service at 31 December of the reference year) based on the period worked during the reference year and their gross salaries.

If it is not paid out immediately, the net profit share attributable to each eligible employee is either held in a blocked current account generating interest at 5% per year (from 1 June of the payment year) or in an employee share ownership plan (PEG) or pension savings plan (PERCO), both of which are managed by Epsens. Funds paid into a blocked current account or the employee share ownership plan, are blocked for five years. Funds paid into a PERCO pension savings plan are blocked until the employee concerned retires and are fully exempt from tax. Early withdrawals are allowed by law only in certain specific circumstances, but employees may apply at any time within the five-year lock-up period to transfer the entire amount of funds held in the blocked current account to the PEG employee share ownership plan.

| Year | Total statutory profit-sharing | Number of recipients |
|---|---|---|
| 2017 | €20,946,469 | 2,967 |
| 2018 | €22,683,460 | 2,892 |
| 2019 | €23,969,282 | 2,908 |
| 2020 | €21,526,393 | 2,892 |
| 2021 | €33,844,536 | 3,357 |

## 7.6.3 Employee stock options

Not applicable.

# Additional information

# 8

# Additional information

# 8.1 General information

## 8.1.1 Name, headquarters, Trade and Companies Registry number and APE business identifier code

CNP Assurances

4, place Raoul-Dautry

75716 Paris Cedex 15 – France

Paris Trade and Companies Registry number 341 737 062 – APE business identifier code: 6511 Z

LEI code: 969500QKVPV2H8UXM738

Phone: +33 1 42 18 88 88

## 8.1.2 Legal form and governing law

CNP Assurances is a French société anonyme (public limited company) created in its current legal form by French Act No. 92-665 of 16 July 1992 adapting insurance and credit legislation to the single European market.

The General Meeting of 10 July 2007 approved a change in CNP Assurances' governance structure, replacing the two-tier structure with a Supervisory Board and an Executive Board by a new governance structure with a Board of Directors only.

CNP Assurance's activities are supervised by the French banking and insurance supervisor (Autorité de Contrôle Prudentiel et de Résolution – ACPR). As a company whose shares are traded on NYSE Euronext Paris, CNP Assurances is also supervised by the French financial market authority (*Autorité des Marchés Financiers* – AMF).

The CNP Assurances Group carries out regulated insurance and reinsurance activities in France and abroad through its subsidiaries. These activities are subject to regulations and controls in each of the countries where the Group operates.

### 8.1.2.1 Accounting principles

#### 8.1.2.1.1 French GAAP

See Chapter 4 – Financial Statements, section 4.3 – 2021 Company financial statements.

#### 8.1.2.1.2 IFRS

See Chapter 4 – Financial Statements, section 4.1 – 2021 Consolidated financial statements.

### 8.1.2.2 Regulatory own funds and solvency capital requirements

CNP Assurances, as an insurance and reinsurance undertaking, is subject to regulatory capital requirements designed to ensure that its policyholders are adequately protected. The regulatory framework applicable to European insurance undertakings is set out in Directive 2009/138/EC dated 25 November 2009 – known as Solvency II – which was transposed into French law in 2015 and came into effect on 1 January 2016, and its delegated regulation.

Solvency II has two main objectives – to align insurance and reinsurance undertakings' own funds more closely with the risks incurred and to harmonise control systems among European Union member countries.

It comprises three pillars:

- **Pillar I** consists of **quantitative requirements** concerning valuation and risk-based capital. The two main Pillar I indicators are: (i) the *Solvency Capital Requirement* (SCR), corresponding to the capital necessary to support the undertaking's insurance and reinsurance obligations, i.e., the eligible own funds that the undertaking must hold to ensure that it can meet these obligations with a 99.5% probability over the following 12 months (the standards to be applied for the calculation of the indicators and the valuation of assets and liabilities are defined in Pillar I); and (ii) the Minimum Capital Requirement (**MCR**), corresponding to the eligible basic own funds below which policyholders and beneficiaries would be exposed to an unacceptable level of risk were the undertaking allowed to continue its operations. If an undertaking's basic own funds fell to less than the MCR, the insurance regulator would intervene automatically to implement a recovery plan;
- **Pillar II** consists of **qualitative requirements** relating to governance and risk management; it requires insurance and reinsurance undertakings to conduct an Own Risk and Solvency Assessment (**ORSA**). Insurance and reinsurance undertakings are also required to create key functions (Chief Actuary, Head of Internal Audit, Chief Compliance Officer, Chief Risk Officer) and data quality policies as an integral part of the risk management system governed by Pillar II regulations:
- **Pillar III** sets out the requirements in terms of **financial communications** to support increased transparency, including the obligation for insurance and reinsurance undertakings to provide accurate and detailed information about their businesses to facilitate insurer-to-insurer comparisons and the execution of controls by the local supervisory authorities, as well as guaranteeing a certain level of transparency. These financial communications include information in (i) qualitative form, through the requirement to submit to the supervisory authorities and publicly disclose each year narrative reports describing the undertaking's prudential policy, and (ii) quantitative form, through the requirement to submit financial and business-specific information using quarterly and annual Quantitative Reporting Templates (**QRT**).

The Group's SCR is calculated using the Standard Formula described in the Solvency II Delegated Regulation.

Concerning entities outside the European Union (mainly in Brazil), we have chosen not to use the equivalent local capital standards. Consequently, Caixa Seguradora in Brazil calculates its required capital based on Solvency II Pillar I for regulatory capital purposes and based on ORSA for Group reporting purposes.

A review of Solvency II that is currently in progress ("2020 Review") may lead to significant changes in this directive in a few years' time. The European Insurance and Occupational Pensions Authority (EIOPA) submitted its technical opinion on Solvency II to the European Commission at the end of 2020 and the Commission proposed an amended version of Solvency II in September 2021. Measures are expected to be fully implemented by 2032, with transposition of the legislation scheduled for 2024 and gradual application of certain measures from 2025.

## 8.1.2.3 Regulatory compliance and litigation

### 8.1.2.3.1 General Data Protection Regulation (GDPR)

In 2021, the main regulations governing the protection of personal data are the General Data Protection Regulation (Regulation EU 2016/679) on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, France's data protection act of 1978 (*Loi Informatique et Libertés* – LIL), as amended, and Decree 2019-536 dated 29 May 2019.

The LIL provided an initial definition of data protection rights, their collection and processing and led to the creation of the national data protection commission (*Commission Nationale de l'Informatique et des Libertés* – CNIL). The amended version dated 21 June 2018 describes specific data protection practices in France. As for the Decree, it concerns the operational implementation of the LIL.

The GDPR is applicable at European level and is designed to protect all EU citizens, but it also helps to ensure that the same rules apply in all member countries. It includes stronger sanctions and requires undertakings to designate a Data Protection Officer. It offers greater protection to EU citizens by increasing their rights and incorporating new principles, such as accountability and privacy-by-design. The main rules concern data security, time limits on the storage of personal data, the keeping of an internal data register, and creation of a reporting system to notify the CNIL and the persons concerned of any breaches of data protection obligations.

CNP Assurances recognises the importance of protecting the information assets of its policyholders and employees and data protection has been an important strategic consideration for many years. A Data Protection Officer was appointed in 2006 and given the resources needed to carry out the related duties within the Group. Actions taken in recent years have served to establish personal data protection governance, to create and formalise the associated processes, to respond diligently to the exercise of the rights of policyholders, and to make people working in the Group aware of the need to protect personal data.

### 8.1.2.3.2 Customer protection and marketing practices

The Insurance Distribution Directive (EU) 2016/97 (IDD) was adopted in February 2016 and aims to strengthen consumers' protection in their relations with distributors of insurance products. It came into effect on 1 October 2018 following its transposition into domestic law. In France, it supplements a regulatory system that already comprised numerous consumer protections.

The IDD establishes a general principle whereby all distributors of insurance products must act honestly, fairly and professionally in accordance with the best interests of their customers, supported by five specific principles:

- improved pre-contractual information: the customer must be given objective information about the insurance products in a comprehensible form to allow the customer to make an informed decision;
- product suitability: the distributor must not take advantage of the customer and must be able to prove that it provided the customer with a personalised recommendation explaining why a particular product would best meet the customer's demands and needs;
- transparent information about inducements: the distributor must provide the customer with information about the nature of its remuneration, and – to avoid any conflict of interest – the remuneration method and amount should not have a detrimental impact on the choice of product proposed to the customer;
- shared product governance: the producer defines the target customer market and the distribution strategy, taking into account the product risks, and must set up a system to ensure that the product is distributed to the identified target market, while the distributor must fulfil its duty to provide advice on this basis and provide feedback to the producer for the purposes of that system;
- continuing training: the directive stresses the importance of ensuring a high level of professionalism and competence, and introduces an obligation to provide continuing training and development for the equivalent of at least 15 hours per person per year.

These last two principles are the directive's main innovations. CNP Assurances devoted considerable time to examining with its distributors the rules to be drawn up in application of the directive for the sharing of information about product definitions and the products' distribution to their identified target market.

### 8.1.2.3.3 Combating money laundering and the financing of terrorism.

Combating money laundering and the financing of terrorism, and ensuring compliance with economic and financial sanctions (AML-CFT) are national and international priorities. The international authorities and national legislators and regulators continuously strengthen their AML-CFT arsenal in order to protect the integrity of the financial system against the threat of terrorism and financial crime. In France an increasing number of regulatory changes are being made and more frequently: The fifth AML-CFT Directive (EU) 2018/843 of the European Parliament and of the Council of 30 May 2018, transposed into French law in February 2020, and the sixth AML-CFT Directive (EU) 2018/1673, as well as government order of 6 January 2021 on AML-CFT systems and internal control, asset freezes and bans on the release or use of funds or economic resources, encourage insurance companies and other private sector undertakings to keep up their vigilance and make their internal AML-CFT systems increasingly effective, both at parent company and subsidiary level.

The main objectives of the AML-CFT system are to:

- carry out know-your-customer (KYC) procedures at the inception of the business relationship and update the customer knowledge throughout the relationship;
- detect, analyse and report, if appropriate, any person or entity identified, in business relations with CNP Assurances, as subject to economic and financial sanctions to the Directorate General of the Treasury;
- detect, analyse and report, if appropriate, any suspicious transaction relating to money laundering or terrorist financing to the financial intelligence unit TRACFIN;
- To this end, insurance companies and other private sector undertakings are required to develop and implement a comprehensive system that is adapted to their environment, activities and organisation, and that is allocated adequate resources and means to be maintained and adjusted over time. The key elements of the system are as follows:
- money-laundering and terrorist financing risks mapping and classification, reviewed on a regular basis, in order to perform more detailed KYC procedures and keep a closer watch on the customer's transactions where necessary, especially in the case of customers classified as politically exposed persons (PPE) or who have links with high risk third countries;
- a formal set of financial security procedures, reviewed regularly, describing the standards applicable to the Company and their operational implementation;
- regular information and training programmes provided to the Company's employees;
- management of the comprehensive Financial Security system at Group level, in particular by organising the sharing of information required for effective vigilance (suspicious transaction reports and third parties under surveillance), the consolidation of money-laundering and terrorist financing risk classifications at Group level, and the alignment of the settings of the financial security tools used within the Group with the policies and procedures laid down by the parent company.

The work undertaken since 2016 as part of the strategic project to strengthen and develop AML-CFT procedures within CNP Assurances has helped to make customers' insurance transactions and the investments made by the Company more secure, and thereby enabled us to better fulfil our regulatory obligations by targeting risks relating to money laundering, terrorist financing and non-compliance with economic and financial sanctions more accurately.

#### 8.1.2.3.4 Fight against corruption and processing of inside information

France's Sapin II Act, which came into effect in December 2016, is designed to prevent and detect corruption and influence peddling in France and abroad. It lists all the measures to be taken by large corporate undertakings to prevent these offences under the supervision of the anti-corruption agency (*Agence française anticorruption* – AFA) created by the Act. The AFA issues guidelines to help companies deploy an anti-bribery and corruption (ABC) system and audits these systems. It may fine companies whose ABC system is found to be inadequate. CNP Assurances meets the criteria in Article 17 of the Act (revenue and number of employees) and has therefore set up an ABC system based on AFA guidelines.

The European Market Abuse Regulation (MAR) and related delegated regulations, which came into effect in July 2016, specify the legal framework applicable to inside information, for the purpose of preventing insider trading under the supervision of the French financial market authority (*Autorité des Marchés Financiers* – AMF). As CNP Assurances' shares are admitted to trading on Euronext Paris, it is concerned by the MAR. It therefore has an obligation to produce an insider list (i.e., a list of people with access to inside information) and to publish inside information immediately, except when there are valid reasons for delaying publication and the AMF is informed of those reasons. The AMF Sanctions Commission may impose disciplinary measures or fine any issuer that fails to comply with its obligations under the MAR.

## 8.1.3 Date of incorporation and term of CNP Assurances

The origins of the Company date back to 1850 when the National Insurance Funds (Caisses nationales d'assurance) were founded. CNP Assurances was created in 1959 and was given the status of a public industrial and commercial establishment (Établissement public à caractère industriel et commercial – EPIC) by Decree No. 87-833 of 12 October 1987.

Its current status, that of a société anonyme d'assurances, results from Act No. 92-665 of 16 July 1992 (Official Journal of 17 July 1992). CNP Assurances is a public sector company.

The Company was incorporated for a term of 99 years ending on 15 July 2086.

## 8.1.4 Corporate mission (Preamble to the Articles of Association)

*"As a responsible insurer and investor, driven by the community values of our Group, we work with our partners to create an inclusive and sustainable society, providing solutions to as many people as possible to protect and support them on their chosen paths. This is our corporate mission."*

## 8.1.5 Corporate purpose (Article 2 of the Articles of Association)

*"CNP Assurances' corporate purpose is to:*

- *write life and endowment insurance;*
- *write accidental injury and health insurance;*
- *hold majority interests in insurance companies.*

*For this purpose, it may:*

- *hold stakes in companies whose business activities may assist it in performing the corporate purpose;*
- *more generally carry out all operations of any kind whatsoever directly or indirectly related to this purpose and liable to facilitate its development or performance."*

## 8.1.6 Financial year

1 January to 31 December (calendar year).

## 8.1.7 Existence of disclosure thresholds

### 8.1.7.1 Form, rights and transfer of shares (Articles 11, 13 and 14 of the Articles of Association)

CNP Assurances' Articles of Association are available on the Company's website at www.cnp.fr.

Article 11 of the Articles of Association – Form and transfer of shares: share ownership disclosure thresholds.

### 8.1.7.2 Form of shares

*"Shares may be held either in registered or bearer form, at the shareholder's discretion.*

*Holders of bearer shares will be identified under the conditions set out below. In accordance with the applicable laws and regulations, the Company may request from any organisation or accredited intermediary - including the share transaction clearing organisation or the intermediary registered on behalf of a shareholder not domiciled in France within the meaning of Article 102 of the French Civil Code - information about the holders of securities which convey immediate or future voting rights in its General Meetings, including their identity, nationality, address, the number of shares they hold, and any restrictions on the shares.*

*The shares are recorded in an account held by the Company or an accredited intermediary."*

### 8.1.7.3 Transfer of shares

*"The shares are freely transferable subject to legal and regulatory provisions and according to the conditions provided by law."*

### 8.1.7.4 Share ownership disclosure thresholds

*"Any person who, acting alone or in concert raises his direct or indirect interest in the capital or voting rights to at least 0.5%, 1% or any multiple of 1% is required to notify the Company by registered letter with return receipt requested of the total number of shares and the number of voting rights held. Said disclosure shall be made within five days of the recording in the share account of the shares that lead to this threshold being reached or crossed. The same disclosure formalities shall apply when each of these disclosure thresholds is crossed or in the case of a reduction in a shareholder's interest to below a disclosure threshold(…)"*

Article 13 of CNP Assurances' Articles of Association – Rights attached to shares:

*"1. Each share shall entitle its holder to a share of the Company's profits and net assets proportionate to the number of outstanding shares as set out below. Share ownership shall automatically entitle shareholders to participate in General Meetings and to vote on resolutions, in accordance with the applicable laws and these Articles of Association.*

*2. When it is necessary to own a certain number of shares to exercise a particular right, shareholders who do not hold the requisite number of shares shall be personally responsible for obtaining the necessary number of shares or rights, including by purchasing shares or selling shares to another shareholder."*

Article 14 of CNP Assurances' Articles of Association – Transfer of rights and seals:

*"The rights and duties attached to shares shall be transferred with title to the shares. Share ownership shall automatically require shareholders to comply with these Articles of Association and the decisions made at General Meetings.*

*The heirs or creditors of a shareholder may not, on any pretext whatsoever, demand that seals be affixed to the property and documents of the Company, or that they be sold by auction or divided, nor shall they interfere in any way in the Company's administration. In order to exercise their rights, they shall refer to the Company's statements of assets and liabilities and to the resolutions of the General Meetings."*

## 8.1.8 Material contracts

At the date this financial information was published, CNP Assurances had not entered into any material contracts other than in the normal course of business, with the exception of the agreements described in the Statutory Auditors' report on related-party agreements. See also Chapter 3, section 3.1 "Significant events in 2021".

## 8.1.9 Financing structure, Material investments and dedicated financing sources

### Financing structure

CNP Assurances issues various types of subordinated notes which play an important role in its capital management policy. The Group's financial headroom is derived from its very strong track record in raising funds on the debt securities markets. CNP Assurances constantly endeavours to diversify its investor base, in terms of both geographies and currencies, as evidenced by its success in placing euro, dollar and sterling issues. And in November 2019, it carried out an inaugural green bond issue.

The capital structure is regularly adjusted to take into account the Group's growth prospects in Europe and Latin America, Solvency II capital requirements, Standard & Poor's rating criteria and the opportunities offered by the capital markets.

For more information, see section 3.4 "Capital Resources" of this document.

### Material investments and dedicated financing sources

The following information concerns material investments that are currently in progress or are the subject of firm commitments. Material investments are investments that have been announced by the Group and that extend the scope of its business.

| Date | Investment | Financing | Breakdown by region |
|---|---|---|---|
| 31 March 2021 | Finalisation of the 20-year exclusive distribution agreement with Caixa Seguridade in Brazil to distribute term creditor insurance for consórcio home loans and auto loans in the Caixa Econômica Federal network. | The purchase price of a fixed sum of R$250 million (€37.1 million at the 31 March 2021 exchange rate) was entirely self-financed.<br>The Brazilian regulatory authority BACEN, approved the deal on 29 July 2021. | Brazil |
| 1 December 2021 | The acquisition of 51% of the life insurance company Aviva S.p.A.[(1)], 100% of the life insurance company Aviva Life S.p.A. and 92.99%[(2)] of Aviva Italia Servizi S.c.a.r.l., whch became CNP Vita Assicura, CNP Vita Assicurazione and CNP Vita SCARL, respectively. | The €543 million acquisition price was entirely self-financed. | Italy |

## 8.1.10 Claims and litigation

In Brazil, a term creditor insurance product sold until 2009 was taken over by a public fund represented by Caixa Econômica Federal. Various local insurance companies, including Caixa Seguradora (a wholly-owned subsidiary of CNP Seguros Holding Brasil, which in turn is 51.75%-controlled by CNP Assurances), acted simply as service providers for loans insured by the fund, by collecting the premiums and settling the claims. Caixa Seguradora has been sued by a large number of insureds.

The gap between the amounts that Caixa Seguradora has been ordered to pay as a result of these lawsuits and the amounts refunded to it by the public fund, which has ultimate liability for these settlements, has been steadily widening. As of 31 December 2021, refunds due by the public fund to Caixa Seguradora represented around R$1.3 billion, up 4% on 31 December 2020. The provisions recorded in Caixa Seguradora's financial statements for these refunds reflect a reasonable estimate of the collection risk and are periodically adjusted. Caixa Seguradora is actively monitoring this issue and regularly initiates law suits against the fund.

## 8.1.11 Other general information

In late November 2020, Brazil's federal police disclosed details of accusations made in connection with a criminal investigation on alleged misappropriations of funds at WIZ, a company that is 25%-owned by CNP Seguros Holding Brasil, which may also have been a victim of fraud. The investigation is still ongoing. In mid-December 2020, CNP Seguros Holding Brasil's Board of Directors set up a Special Investigation Committee that is independent from the company's management to determine the facts of the matter.

*(1) 49% co-ownership by UniCredit*

*(2) The remaining 7.01% of the share capital is held by UniCredit S.p.A. indirectly through its stake in Aviva S.p.A.*

The report issued by this committee in August 2021 did not find any evidence of a breach of public order or possible unlawful acts. However, it was not conclusive on certain elements of the investigation. In November 2021, the Board of Directors of CNP Seguros Holding Brasil therefore decided to engage an independent audit firm to complete the internal investigation. The findings of this investigation were delivered in February 2022. It was confirmed that no breach of public order had been found.

This issue has led the entity to considerably step up the reinforcement of its audit, control and compliance system and resources.

We can therefore consider that, on the basis of information currently available to us, the matter is closed. However, the police investigation is still ongoing.

### 8.1.12 Information about related-party agreements governed by Article L.225-37-4, paragraph 2, of the French Commercial Code

In 2021, the Company did not enter into any agreements governed by Article L.225-37-4, paragraph 2, of the French Commercial Code, i.e., agreements entered into other than in the normal course of business on arm's length terms, directly or through an intermediary, between (i) a director, the Chief Executive Officer or a shareholder that holds more than 10% of the voting rights at General Meetings of CNP Assurances shareholders and (ii) a company controlled by CNP Assurances.

### 8.1.13 External links disclaimer

The information and content on websites referenced by hypertext link do not constitute an integral part of this Universal Registration Document and are not endorsed or approved by the AMF.

## 8.2 Main CNP Assurances branches

| Entity | Branch | Country | City |
|---|---|---|---|
| CNP Assurances | CNP Assurances Denmark branch | Denmark | Copenhagen |
| CNP Assurances | CNP Assurances Italy branch | Italy | Milan |
| CNP Assurances | CNP Assurances Spain branch | Spain | Madrid |
| CNP Assurances | CNP Assurances New Caledonia branch | France | Noumea |
| CNP Assurances | CNP Assurances Polynesia branch | France | Papeete |
| CNP Caution | CNP Caution Italy | Italy | Milan |
| CNP Caution | CNP Caution Spain | Spain | Madrid |
| CNP Santander Insurance Life | Santander Insurance Life Ltd Italy branch | Italy | Turin |
| CNP Santander Insurance Europe | Santander Insurance Europe Ltd Italy branch | Italy | Turin |
| CNP Partners | CNP Partners Italy branch | Italy | Milan |
| CNP Asfalistiki | CNP Asfalistiki Greece branch | Greece | Athens |

# 8.3 Person responsible for the information and the audit of the financial statements AFR

## Statement by the person responsible for the CNP Assurances Universal Registration Document

"*I hereby declare that the information contained in this Universal Registration Document is, to the best of my knowledge, in accordance with the facts and contains no omission likely to affect its import.*

*I declare that, to the best of my knowledge, the financial statements have been prepared in accordance with the applicable accounting standards and give a true and fair view of the assets and liabilities, financial position and results of the Company and the entities included in the scope of consolidation, and that the report of the Board of Directors, the content of which is listed in the "Information relating to the management report and Corporate Governance Report" section, presents fairly the changes in the business, results and financial position of the Company and the entities included in the scope of consolidation, and that it describes their principal risks and contingencies.*"

Stéphane Dedeyan

Chief Executive Officer

## Statement confirming the filing of the Universal Registration Document with the AMF

"*I hereby declare that the French language version of this 2021 Universal Registration Document has been filed with the French financial market authority (Autorité des marchés financiers – AMF) as the competent authority under Regulation (EU) 2017/1129, without prior approval as allowed by Article 9 of said Regulation, and that it may be used for the purposes of an offer to the public of securities or admission of securities to trading on a regulated market, if approved by the AMF together with any amendments, if applicable, and a securities note and summary approved in accordance with Regulation (EU) 2017/1129.*"

Stéphane Dedeyan

Chief Executive Officer

## Statutory Auditors

| Statutory Auditors of CNP Assurances | First appointed | Current term expires |
|---|---|---|
| **PricewaterhouseCoopers Audit**<br>63, rue de Villiers<br>92200 Neuilly-sur-Seine – France<br>represented by Frédéric Trouillard-Mignen* | 2010 financial year | AGM to be held to approve the 2021 financial statements |
| *Substitute: Xavier Crépon** | 2016 financial year | AGM to be held to approve the 2021 financial statements |
| **Mazars**<br>61, rue Henri-Regnault – Tour Exaltis<br>92400 Courbevoie – France<br>represented by Jean-Claude Pauly* | 1998 financial year | AGM to be held to approve the 2021 financial statements |
| *Substitute: Franck Boyer** | 2010 financial year | AGM to be held to approve the 2021 financial statements |

* *Member of the Compagnie régionale des commissaires aux comptes de Versailles.*

## Information policy

### Person responsible for financial information

Thomas Béhar, Chief Financial Officer

4, place Raoul-Dautry – 75716 Paris Cedex 15 – France

### Documents concerning the Company may be consulted at its headquarters

CNP Assurances

Département juridique corporate

4, place Raoul-Dautry – 75716 Paris Cedex 15 – France

Phone: +33 1 42 18 88 88

# 8.4 Special committees for the exchange of information about CNP Assurances set up with the Company's shareholders

## Information reported to shareholders subject to prudential supervision

### La Banque Postale Conglomerate Committee and BPCE Supplementary Supervision Committee

CNP Assurances forms part of the La Banque Postale and BPCE financial conglomerates.

Under the regulations governing conglomerates[1], La Banque Postale and BPCE have certain risk supervision and regulatory reporting obligations (to the ACPR and ECB). CNP Assurances has an obligation under Article L.511-34 of the French Monetary and Financial Code (Code monétaire et financier) to report to La Banque Postale and BPCE the information they require in order to fulfil these supervision and reporting obligations.

Special committees have been set up with La Banque Postale and with BPCE to exchange information about CNP Assurances that is needed by La Banque Postale and BPCE to fulfil their obligations under the regulations governing conglomerates.

These committees' internal rules describe the reporting process, the committees' procedures and the confidentiality rules applicable to their members.

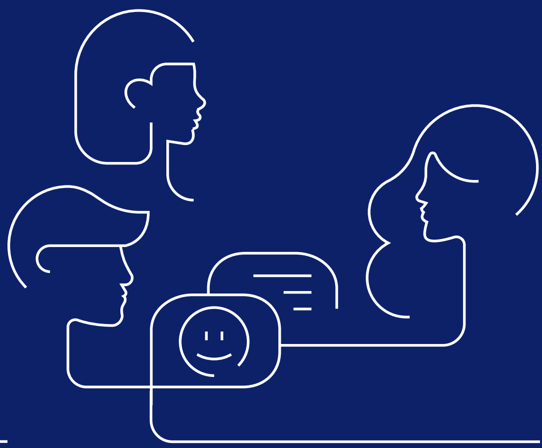
**The Conglomerate Committee set up with La Banque Postale** in 2015 has up to ten members, including five La Banque Postale employees and five CNP Assurances employees. The La Banque Postale and CNP Assurances employees concerned work in their respective Finance, Risk, Internal Audit or Compliance departments.

The Committee met six times in 2021.

**The Supplementary Supervision Committee set up with BPCE** in 2016 has up to 12 members, including a maximum of six BPCE employees and six CNP Assurances employees. Four of the BPCE employees concerned work in its Risk department, one in the Group Strategic Budget Control department, and one in the Group Accounting department. At least one member from CNP Assurances works in the Risk department.

The Committee met three times in 2021.

(1) *Directive 2002/87 dated 16 December 2002 (as amended) on the supplementary supervision of credit institutions, insurance undertakings and investment firms in a financial conglomerate, transposed into French law by government order 2004-1201 dated 12 November 2004 and administrative decision dated 3 November 2014 on the supplementary supervision of financial conglomerates*



# annexes

# Annexes

## Embedded Value

The report presenting the results, methods and assumptions used to determine the Embedded Value of the CNP Assurances Group at 31 December 2021 is available on CNP Assurances' website: www.cnp.fr/en/the-cnp-assurances-group/investors/results/results-presentation/2021-results. Embedded Value (referred to both as Market Consistent Embedded Value – MCEV© and Embedded Value – EV) has been established according to the European Insurance CFO Forum Market Consistent Embedded Value© Principles.

## Glossary and reconciliation tables

This glossary includes definitions of alternative performance measures (APMs) that are considered useful by CNP Assurances to measure and analyse the Group's performance. The APMs' reporting scope is unchanged from prior periods. All APMs are identified by an asterisk(*). They should be treated as additional information and not as substitutes for the balance sheet and income statement prepared in accordance with IFRS.

They may not be comparable with those published by other companies, as their definition may vary from one company to another. Prudential measures determined in accordance with the Solvency II directive and actuarial measures determined in accordance with European Insurance CFO Forum Market Consistent Embedded Value© Principles are not considered to be APMs.

### Adjusted net asset value (ANAV)

Market value of assets not held to back technical reserves. ANAV corresponds to equity attributable to owners of the parent net of subordinated notes classified in equity, intangible assets, other items included in the Value of In-Force business (VIF) and contingent liabilities. This indicator is net of non-controlling interests. ANAV breaks down between required capital and free surplus.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Equity attributable to owners of the parent (1) | 21,134 | 20,680 |
| Subordinated notes classified in equity (2) | 1,881 | 1,881 |
| Intangible assets (3) | 1,810 | 1,635 |
| Items included in the Value of In-Force business (4) | 2,410 | 2,539 |
| Contingent liabilities (5) | 0 | 39 |
| **ANAV = (1) – (2) – (3) – (4) – (5)** | **15,034** | **14,586** |

### Administrative costs*

Costs of administering and managing insurance contracts, excluding commissions paid to the distribution networks. This indicator includes non-controlling interests.

### Annual Premium Equivalent (APE)

One tenth of the sum of single premiums and flexible premiums plus the annualised amount of regular premiums written during the period. This indicator is net of non-controlling interests and reinsurance. It is an indicator of underwriting volume

### APE margin (also referred to as new business margin)

Value of new business (NBV) divided by the annual premium equivalent (APE). Measures estimated future profits from insurance policies written during the period.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Value of New Business (VNB) (1) | 437 | 284 |
| Annual Premium Equivalent (APE) (2) | 2,804 | 2,332 |
| **APE MARGIN = (1)/(2)** | **15.6%** | **12.2%** |

## Attributable recurring profit*

Attributable net profit before income tax expense, non-recurring items, fair value adjustments and net gains (losses). This indicator is net of non-controlling interests and is gross of income tax expense. It is the margin after finance costs and non-controlling and equity-accounted interests.

| *(In € millions)* | 31.12.2021 | 31.12.2020 | 31.12.2020[1] |
|---|---|---|---|
| Attributable net profit (1) | 1,552 | 1,350 | 1,350 |
| Income tax expense (2) | (622) | (624) | (594) |
| Fair value adjustments and net gains (losses) (3) | (33) | 23 | 247 |
| Non-recurring items (4) | (225) | (245) | (245) |
| **ATTRIBUTABLE RECURRING PROFIT = (1) – (2) – (3) – (4)** | **2,432** | **2,195** | **1,942** |

## Change at constant exchange rates

Indicators at constant exchange rates are calculated by translating current period data at the prior period exchange rate. This technique strips out the currency effect from the change in the indicator concerned.

## Change on a comparable consolidation scope basis

Indicators on a comparable consolidation scope basis are calculated by excluding (i) the contribution of businesses discontinued or old during the current period from the prior period data and (ii) the contribution of businesses acquired during the current period from current period data. This technique strips out the effect of acquisitions and divestments from the change in the indicator concerned.

## Combined ratio (personal risk/protection segment)*

Calculated for the personal risk/protection insurance segment by dividing EBIT by premium income net of ceded premiums and deducting the result from 100%. The combined ratio is an indicator of Personal Risk/Protection business profitability.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| EBIT (personal risk/protection segment) (1) | 1,162 | 1,068 |
| Premium income net of ceded premiums (personal risk/protection segment) (2) | 6,063 | 5,958 |
| **COMBINED RATIO - PERSONAL RISK/PROTECTION SEGMENT = 100% – (1)/(2)** | **80.8%** | **82.1%** |

## Cost/income ratio*

Administrative costs divided by net insurance revenue (NIR). The cost/income ratio is an indicator of operating efficiency.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Administrative costs (1) | 872 | 845 |
| Net insurance revenue (NIR) (2) | 3,127 | 2,953[1] |
| **COST/INCOME RATIO = (1)/(2)** | **27.9%** | **28.6%** |

*(1) Proforma relating to measures to reduce sensitivity (Cancellation of measures to reduce sensitivity to fluctuations in realised gains on AFS)*

## Debt-to-equity ratio (%)*

Subordinated notes classified in debt or equity, divided by the sum of subordinated notes classified in debt and total equity. This indicator measures the proportion of financing represented by total subordinated notes (classified in both debt and equity).

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Subordinated notes classified in equity (1) | 1,881 | 1,881 |
| Subordinated notes classified in debt (2) | 6,943 | 6,824 |
| Total equity (3) | 24,763 | 23,999 |
| **DEBT-TO-EQUITY RATIO = [(1) + (2)]/[(2) + (3)]** | **27.8%** | **28.2%** |

## Dividend cover

Operating free cash flow (OFCF) net of cash flows from subordinated notes issues and repayments, divided by dividends. Indicator of the Group's ability to pay dividends to shareholders. This ratio is calculated only for annual results presentations.

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Net operating free cash flow (OFCF) (1) | 1,811 | 1,334 |
| Dividends (2) | 687 | 1,078 |
| **DIVIDEND COVER = (1)/(2)** | **2.6x** | **1.2x** |

## Earnings before interest and taxes (EBIT)*

Attributable recurring profit before finance costs, non-controlling and equity-accounted interests. This indicator includes non-controlling interests and is gross of income tax expense. It is the margin generated by the insurance business after deducting administrative costs.

| *(In € millions)* | **31.12.2021** | 31.12.2020 | 31.12.2020[(A)] |
|---|---|---|---|
| Attributable recurring profit (1) | 2,432 | 2,195 | 1,942 |
| Finance costs (2) | (227) | (252) | (252) |
| Non-controlling and net equity-accounted interests (3) | (436) | (431) | (421) |
| **EBIT = (1) – (2) – (3)** | **3,095** | **2,878** | **2,614** |

*(A) The calculation of EBIT has been subject to a change in method. It now includes gains on realised available-for-sale assets and excludes amortisation of intangible assets. This change in calculation method is designed to distinguish realised gains on available-for-sale assets from other market effects, while separating out amortisation of intangible assets, which is now presented below EBIT. If the method had remained unchanged, earnings before interest and taxes at 31 December 2020 would have been €2,614 million.*

## Earnings per share (EPS)

Attributable net profit less finance costs on subordinated notes classified in equity, divided by the weighted average number of shares outstanding (IFRS calculation method).

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Attributable net profit (1) | 1,552 | 1,350 |
| Net finance costs on subordinated notes classified in equity (2) | 44 | 42 |
| Weighted average number of shares (3) | 686 M | 686 M |
| **EARNINGS PER SHARE = [(1) – (2)]/(3)** | **€2.20** | **€1.91** |

## EIOPA

European Insurance and Occupational Pensions Authority.

## Eligible own funds held to cover the MCR

Sum of Tier 1 and Tier 2 own funds eligible for inclusion in the Minimum Capital Requirement. For calculation purposes, restricted Tier 1 own funds are limited to 20% of total Tier 1 own funds, and Tier 2 own funds are limited to 20% of the MCR. Tier 3 own funds are not eligible for inclusion in MCR.

## Eligible own funds held to cover the SCR

Sum of Tier 1, Tier 2 and Tier 3 own funds eligible for inclusion in the Solvency Capital Requirement (SCR). For calculation purposes, restricted Tier 1 own funds are limited to 20% of total Tier 1 own funds, Tier 2 and Tier 3 own funds are limited to 50% of the SCR and Tier 3 own funds are limited to 15% of the SCR.

## Fair value adjustments and net gains (losses)

Measures the impact on attributable net profit of changes in asset prices (i.e., realised and unrealised capital gains net of recognised impairment losses), impairment losses and exceptional changes in intangible asset values. Fair value adjustments and net gains (losses) are calculated net of policyholder participation, non-controlling interests and income tax expense.

## Free surplus

Portion of adjusted net asset value (ANAV) that may be freely used by management to pay dividends and build the business by selling new contracts or acquiring new subsidiaries or associates. This indicator is net of non-controlling interests.

## IFRS book value*

Corresponds to equity attributable to owners of the parent net of subordinated notes classified in equity. This indicator is net of non-controlling interests. Measures the value for owners of the parent of their share of equity, excluding the share of subordinated note-holders.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Equity attributable to owners of the parent (1) | 21,134 | 20,680 |
| Subordinated notes classified in equity (2) | 1,881 | 1,881 |
| **IFRS BOOK VALUE = (1) – (2)** | **19,253** | **18,799** |

## Insurance leverage ratio*

Sum of total equity and subordinated notes classified in debt, divided by insurance investments less derivative instruments liabilities. Indicator of the Group's solvency before risk-weighting. The higher the ratio, the greater the insurer's ability to absorb potential losses.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Total equity (1) | 24,763 | 23,999 |
| Subordinated notes classified in debt (2) | 6,943 | 6,824 |
| Subordinated notes classified in equity (3) | 1,881 | 1,881 |
| Insurance investments (4) | 443,440 | 404,847 |
| Derivative instrument liabilities (5) | 1,705 | 912 |
| **INSURANCE LEVERAGE RATIO = [(1) + (2)]/[(4) – (5)]** | **7.18%** | **7.63%** |
| • o/w equity = [(1) – (3)]/[(4) – (5)] | 5.18% | 5.48% |
| • o/w subordinated notes = [(2) + (3)]/[(4) – (5)] | 2.00% | 2.16% |

## Interest cover*

EBIT divided by interest paid on total subordinated notes (classified in both debt and equity). Indicator of the Group's ability to pay the interest due to holders of its subordinated notes.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| EBIT (1) | 3,095 | 2,878 (1) |
| Finance costs on subordinated notes classified in debt (2) | 227 | 252 |
| Finance costs on subordinated notes classified in equity (3) | 59 | 61 |
| **INTEREST COVER = (1)/[(2) + (3)]** | **10.8x** | **8.3x** |

## Market Consistent Embedded Value (MCEV©)

A measure of the consolidated value of shareholders' interests in the covered business. It breaks down to adjusted net asset value (ANAV) and the Value of In-Force business (VIF) – corresponding to the value of the insurance policies in force on the measurement date – and is calculated using a market consistent method of valuing assets and liabilities. This indicator is net of non-controlling interests.

## Mathematical reserves

Sum of the surrender value of savings contracts and the discounted present value of liabilities for pensions contracts.

## MCR coverage ratio

Eligible own funds held to cover the MCR divided by the MCR. Indicator of the Group's risk-weighted solvency. The higher the ratio, the greater the insurer's ability to absorb potential losses.

## Minimum Capital Requirement (MCR)

Minimum eligible basic own funds, defined in Solvency II as the amount of eligible basic own funds below which policyholders and beneficiaries are exposed to an unacceptable level of risk. When the amount of eligible basic own funds falls below the MCR, the insurance undertaking's authorisation is withdrawn if it is unable to re-establish this amount at the level of the MCR within a short period of time.

## Net equity-accounted interest

Share of profit for the year of equity-accounted interest, net of the deferred profit-sharing impact for the portion of securities backing policyholders' commitments.

## Net insurance revenue (NIR)*

Sum of insurance loadings, underwriting results and reinsurance results, net of commissions paid to distribution partners. This indicator includes non-controlling interests and is net of reinsurance. It is the margin generated by insurance contracts before deducting administrative costs.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| **Net insurance revenue (NIR) (1)** | **3,127** | **2,953(2)** |
| Revenue from own-funds portfolios (2) | 840 | 769(3) |
| Administrative costs (3) | 872 | 845 |
| EBIT = (1) + (2) – (3) | 3,095 | 2,878 |

*(1) See "Earnings before interest and taxes"*
*(2) Proforma relating to measures to reduce sensitivity (Cancellation of measures to reduce sensitivity to fluctuations in realised gains on AFS)*
*(3) See "Revenue from own-funds portfolios"*

## Net new money

Collected premiums less paid claims and benefits (death benefit, endowments, partial and total surrenders, annuities) before changes in outstanding claims reserves, including the deposit component of financial contracts without a discretionary participation feature (French GAAP method, based on management reporting data). This indicator includes non-controlling interests and ceded premiums. Net new money measures the impact on technical reserves of collected premiums and paid claims and benefits.

## Non-recurring items

Indicator used to separately identify non-recurring income and expenses that affect attributable net profit. This indicator is net of non-controlling interests and income tax expense.

## Operating free cash flow (OFCF)

Measures the generation of free surplus to pay dividends and build the business by selling new contracts or acquiring new subsidiaries or associates. This indicator is net of non-controlling interests. Issues and redemptions of subordinated notes may be included in or excluded from the calculation.

## Outstanding claims reserve

Estimated claims and benefits payable to policyholders and beneficiaries in future periods (death benefit, endowments, partial and total surrenders, annuities, claims) in respect of claims incurred as of the measurement date.

## Payout ratio*

Dividend per share divided by earnings per share. Measures the proportion of attributable net profit, less finance costs on subordinated notes classified in equity, distributed to owners in the form of dividends. This ratio is calculated only for annual results presentations. Note: The 2020 dividend includes an exceptional component of €0.80 and a regular dividend of €0.77.

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Dividend per share (1) | €1.00 | €1.57 |
| Earnings per share (EPS) (2) | €2.20 | €1.91 |
| **PAYOUT RATIO = (1)/(2)** | **45%** | **82%** |

## Policyholders' surplus reserve (PSR)

Cumulative underwriting and investment income attributable to policyholders that is distributed on a deferred basis.

## Premium income*

Earned premiums and premium loading on IAS 39 contracts. This indicator includes non-controlling interests and ceded premiums. Premium income is an indicator of underwriting volume.

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Earned premiums (1) | 31,652 | 26,922 |
| Premium loading on IAS 39 contracts (2) | 15 | 33 |
| **PREMIUM INCOME = (1) + (2)** | **31,668** | **26,956** |

## Proportion of savings/pensions mathematical reserves represented by unit-linked (UL) contracts*

Unit-linked Savings/Pensions mathematical reserves divided by total Savings/pensions mathematical reserves. This indicator measures the proportion of mathematical reserves related to unit-linked contracts, which do not generally include a capital or yield guarantee.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| UL Savings/Pensions mathematical reserves (1) | 84,535 | 66,853 |
| Total Savings/Pensions mathematical reserves (2) | 317,878 | 283,583 |
| **PROPORTION OF SAVINGS/PENSIONS MATHEMATICAL RESERVES REPRESENTED BY UL CONTRACTS = (1)/(2)** | **26.6%** | **23.6%** |

## Proportion of savings/pensions premiums represented by unit-linked (UL) contracts*

Unit-linked savings/pensions premium income divided by total savings/pensions premium income. This indicator measures the proportion of premium income related to unit-linked contracts, which do not generally include a capital or yield guarantee.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| UL savings/pensions premium income (1) | 12,984 | 10,714 |
| Total savings and pensions premium income (2) | 25,333 | 20,680 |
| **PROPORTION OF SAVINGS/PENSIONS PREMIUMS REPRESENTED BY UL CONTRACTS = (1)/(2)** | **51.3%** | **51.8%** |

## Restricted Tier 1 own funds

Subordinated notes classified in Tier 1, including grandfathering of undated subordinated notes issued before Solvency II came into effect.

## Return on equity (ROE)*

Annual attributable net profit divided by average IFRS book value for the period. Measures the return on equity contributed by owners of the parent.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Annualised attributable net profit (1) | 1,552 | 1,350 |
| Average IFRS book value (2) | 19,026 | 18,155 |
| **RETURN ON EQUITY (ROE) = (1)/(2)** | **8.2%** | **7.4%** |

## Revenue from own-funds portfolios*

Mainly revenue generated by investments held to back equity and subordinated notes, net of amortisation of the value of acquired In-Force business and distribution agreements. This indicator includes non-controlling interests. It is the margin generated on investments held to back equity and subordinated notes, before deducting administrative costs.

| *(In € millions)* | 31.12.2021 | 31.12.2020 | 31.12.2020[(A)] |
|---|---|---|---|
| Net revenue generated by investments held to back equity and subordinated notes (1) | 983 | 792 | 539 |
| Amortisation of Value of In-Force business and distribution agreements (2) | 143 | 23 | 23 |
| **REVENUE FROM OWN-FUNDS PORTFOLIOS = (1) – (2)** | **840** | **769** | **516** |

(A) The calculation of revenue from own-funds portfolios has been subject to a change in method. It now includes gains on realised available-for-sale assets and excludes amortisation of intangible assets. This change in calculation method is designed to distinguish realised gains on available-for-sale assets from other market effects, while separating out amortisation of intangible assets, which is now presented below EBIT. If the method had remained unchanged, revenue from own-funds portfolios at 31 December 2020 would have been €516 million.

## SCR coverage ratio

Eligible own funds held to cover the SCR divided by the SCR. Indicator of the Group's risk-weighted solvency. The higher the ratio, the greater the insurer's ability to absorb potential losses.

## Solvency Capital Requirement (SCR)

Level of eligible own-funds that enables an insurance undertaking to absorb significant losses and gives reasonable assurance to policyholders and beneficiaries that payments will be made as they fall due. SCR is defined in Solvency II as the value-at-risk of basic own funds, subject to a confidence level of 99.5% over a one-year period. CNP Assurances has chosen to calculate its SCR using the standard formula without transitional measures, except for the grandfathering of subordinated notes issued before Solvency II came into effect.

## Surrender rate

Paid partial and total surrenders divided by mathematical reserves at the beginning of the period, including the deposit component of financial contracts without a discretionary participation feature (French GAAP method, based on management reporting data). Measures the impact on mathematical reserves of surrenders paid to policyholders.

## Technical reserves*

Insurance and financial liabilities net of deferred participation, including non-controlling interests. The change in technical reserves reflects net new money, the amount set aside for policyholder dividends and changes in the value of units in unit-linked contracts. This indicator includes non-controlling interests. Technical reserves may be calculated gross or net of reinsurance. They measure the insurer's liability towards insureds.

| *(In € millions)* | 31.12.2021 | 31.12.2020 |
|---|---|---|
| Insurance and financial liabilities (1) | 411,541 | 377,098 |
| Deferred participation reserve (2) | 31,600 | 31,587 |
| Deferred participation asset (3) | 0 | 0 |
| Reinsurers' share of insurance and financial liabilities (4) | 21,045 | 21,083 |
| **TECHNICAL RESERVES GROSS OF REINSURANCE = (1) – (2) + (3)** | **379,941** | **345,511** |
| **TECHNICAL RESERVES NET OF REINSURANCE = (1) – (2) + (3) – (4)** | **358,896** | **324,428** |

## Tier 2 own funds

Subordinated notes classified in Tier 2, including grandfathering of dated subordinated notes issued before Solvency II came into effect.

## Tier 3 own funds

Subordinated notes classified in Tier 3 plus any net deferred tax assets also classified in Tier 3.

## Total revenue*

Net insurance revenue (NIR) plus revenue from own-funds portfolios. This indicator includes non-controlling interests and is net of reinsurance. It is the margin before deducting administrative costs.

| *(In € millions)* | **31.12.2021** | 31.12.2020 |
|---|---|---|
| Net insurance revenue (NIR) (1) | 3,127 | 2,953 [(1)] |
| Revenue from own-funds portfolios (2) | 840 | 769 [(2)] |
| **TOTAL REVENUE = (1) + (2)** | **3,967** | **3,723** |

## Unrestricted Tier 1 own funds

Own funds other than subordinated notes included in Tier 1 own funds, calculated as the sum of share capital, the share premium account and the reconciliation reserve less non-fungible own-funds.

## Value of In-Force business (VIF)

Measures the value of insurance policies in force at the measurement date, calculated using a market-consistent method of valuing assets and liabilities. VIF corresponds to the discounted present value of estimated future profits from insurance policies in force at the measurement date, less the time value of financial options and guarantees, the frictional cost of capital and the cost of non-hedgeable risks. This indicator is net of non-controlling interests and income tax expense.

## Value of New Business (VNB)

Measures the value of insurance policies sold during the period, calculated using a market-consistent method of valuing assets and liabilities. VNB corresponds to the discounted present value of estimated future profits from insurance policies written during the period, less the time value of financial options and guarantees, the frictional cost of capital and the cost of non-hedgeable risks. This indicator is net of non-controlling interests and income tax expense.

## Withdrawal rate

Paid claims and benefits (death benefit, endowments, partial and total surrenders, annuities) divided by mathematical reserves at the beginning of the period, including the deposit component of financial contracts without a discretionary participation feature (French GAAP method, based on management reporting data). Measures the impact on mathematical reserves of claims and benefits paid to policyholders and beneficiaries.

*(1) Proforma relating to measures to reduce sensitivity (Cancellation of measures to reduce sensitivity to fluctuations in realised gains on AFS)*
*(2) See "Revenue from own-funds portfolios"*

# Universal Registration Document concordance table

The following information is incorporated by reference in this Universal Registration Document, in accordance with Article 19 of Regulation (EU) 2017/1129:

- the consolidated financial statements of CNP Assurances for the year ended 31 December 2020 and the Statutory Auditors' report on the consolidated financial statements for the year ended 31 December 2020, as presented respectively on pages 122 to 234 and 235 to 241 of Universal Registration Document No. D.21-0113 filed with the AMF on 12 March 2021;
- the financial statements of CNP Assurances for the year ended 31 December 2020 and the Statutory Auditors' report on the financial statements for the year ended 31 December 2020, as presented respectively on pages 242 to 291 and 292 to 296 of Registration Document No. D.21-0113 filed with the AMF on 12 March 2021;
- the consolidated financial statements of CNP Assurances for the year ended 31 December 2019 and the Statutory Auditors' report on the consolidated financial statements for the year ended 31 December 2019, as presented respectively on pages 120 to 233 and 234 to 239 of Registration Document No. D.20-0131 filed with the AMF on 16 March 2020;
- the financial statements of CNP Assurances for the year ended 31 December 2019 and the Statutory Auditors' report on the financial statements for the year ended 31 December 2019, as presented respectively on pages 240 to 288 and 290 to 295 of Registration Document No. D.20-0131 filed with the AMF on 16 March 2020.

The table below provides cross references between Annexes 1 and 2 of European Commission Delegated Regulation (EU) 2019/980 of 14 March 2019 and CNP Assurances' Universal Registration Document.

| Key information required under Annexes 1 and 2 of European Commission Regulation 2019/980 | | Pages |
|---|---|---|
| **1.** | **PERSONS RESPONSIBLE, THIRD PARTY INFORMATION, EXPERTS' REPORTS AND COMPETENT AUTHORITY APPROVAL** | |
| 1.1 | Name and function of the person responsible | 406 |
| 1.2 | Statement by the person responsible | 406 |
| 1.3 | Statutory auditor | N/A |
| 1.4 | Third-party information | N/A |
| 1.5 | Statement | 406 |
| **2.** | **STATUTORY AUDITORS** | |
| 2.1 | Statutory Auditors | 406 |
| 2.2 | Details on the resignation, removal or non-re-appointment of auditors | N/A |
| **3.** | **RISK FACTORS** | |
| 3.1 | Risk relating to the issuer | 30 to 43 |
| **4.** | **INFORMATION RELATING TO THE ISSUER** | |
| 4.1 | Legal and commercial name of the issuer | 400 |
| 4.2 | Place of registration of the issuer, its registration number and legal entity identifier (LEI) | 400 |
| 4.3 | Date of incorporation and length of life of the issuer | 402 |
| 4.4 | Domicile and legal form of the issuer, legislation, country, address and telephone number of its registered office and website | 400 and back cover |
| **5.** | **BUSINESS OVERVIEW** | |
| 5.1 | Principal activities | |
| 5.1.1 | Description of, and key factors relating to, the nature of the issuer's operations and its principal activities | 7 to 15 |
| 5.1.2 | Indication of any significant new products and/or services that have been introduced Status of development of new products or services that have been publicly disclosed | 16 and 17 |
| 5.2 | Principal markets | 20 and 21 |
| 5.3 | Important events in the development of the issuer's business | 6; 46 to 48; 75 and 76; 181 and 182 |
| 5.4 | Strategy and objectives | 8; 14 to 17 |
| 5.5 | Extent to which the issuer is dependent on patents, licences, industrial, commercial or financial contracts or new manufacturing processes | 37 and 38 |
| 5.6 | Basis for any statements made by the issuer regarding its competitive position | 20 and 21 |
| 5.7 | Investments | |
| 5.7.1 | Material investments | 6; 46 and 47; 58; 75; 181; 404 |

| Key information required under Annexes 1 and 2 of European Commission Regulation 2019/980 | | Pages |
|---|---|---|
| 5.7.2 | Material investments that are currently in progress or are the subject of firm commitments | 58; 404 |
| 5.7.3 | Information relating to the joint ventures and undertakings in which the issuer holds a proportion of the capital likely to have a significant effect on the assessment of its own assets and liabilities, financial position or profits and losses | 26 and 27; 81; 91; 155 |
| 5.7.4 | Environmental issues that may affect the issuer's utilisation of the tangible fixed assets | N/A |
| **6.** | **ORGANISATIONAL STRUCTURE** | |
| 6.1 | Issuer's group and position within the group | 18 |
| 6.2 | Significant subsidiaries of the issuer | 26 and 27; 201 to 212 |
| **7.** | **OPERATING AND FINANCIAL REVIEW** | |
| 7.1 | Financial condition | |
| 7.1.1 | Fair review of the development and performance of the issuer's business and of its position | 7; 9 to 13; 22 to 24; 49 to 51; 52 to 57 |
| 7.1.2 | Indication of:<br>a) the issuer's likely future development<br>b) activities in the field of research and development | a) 9; 16 and 17; 20 and 21; 37 to 41; 49<br>b) N/A |
| 7.2 | Operating results | |
| 7.2.1 | Information regarding significant factors materially affecting the issuer's income from operations | 30 to 41 |
| 7.2.2 | Material changes in net sales or revenues | 49 to 57 |
| **8.** | **CAPITAL RESOURCES** | |
| 8.1 | Information concerning the issuer's capital resources | 58 to 60; 67 to 70; 93; 386 |
| 8.2 | Sources and amounts of the issuer's cash flows | 59; 70 to 73 |
| 8.3 | Information on the borrowing requirements and funding structure of the issuer | 53; 58 and 59; 96 and 97; 131 to 133; 144 to 147; 404; 414 |
| 8.4 | Information regarding any restrictions on the use of capital resources that have materially affected, or could materially affect, directly or indirectly, the issuer's operations | N/A |
| 8.5 | Information regarding the anticipated sources of funds needed to fulfil commitments relating to material investments that are currently in progress or are the subject of firm commitments | 58 and 59; 404 |
| **9.** | **REGULATORY ENVIRONMENT** | **18; 39 and 40; 400 to 402** |
| **10.** | **TREND INFORMATION** | |
| 10.1 | a) the most significant recent trends in production, sales and inventory, and costs and selling prices since the end of the last financial year to the date of the universal registration document b) any significant change in the financial performance of the group. | N/A |
| 10.2 | Information on any known trends, uncertainties, demands, commitments or events that are reasonably likely to have a material effect on the issuer's prospects for at least the current financial year | 9; 30 to 41; 46; 49 |
| **11.** | **PROFIT FORECASTS OR ESTIMATES** | **N/A** |
| **12.** | **ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES AND SENIOR MANAGEMENT** | |
| 12.1 | Information concerning the members of the administrative, management and supervisory bodies and senior management | 19; 310 to 348 |
| 12.2 | Information concerning the members of the administrative, management and supervisory bodies and senior management | 364 |
| **13.** | **REMUNERATION AND BENEFITS** | |
| 13.1 | The amount of remuneration paid and benefits in kind granted to members of the administrative, management and supervisory bodies and senior management | 156; 224 and 225; 351 to 362 |
| 13.2 | The total amounts set aside or accrued by the issuer or its subsidiaries to provide for pension, retirement or similar benefits | 156; 189; 224 and 225; 362 |
| **14.** | **BOARD PRACTICES** | |
| 14.1 | Date of expiration of term of office | 315; 331 to 348 |
| 14.2 | Information about members of the administrative, management or supervisory bodies' service contracts | 364 |
| 14.3 | Information about the issuer's audit committee and remuneration committee | 327 and 328 |

| Key information required under Annexes 1 and 2 of European Commission Regulation 2019/980 | | Pages |
|---|---|---|
| 14.4 | Corporate governance regime(s) applicable to the issuer | 18; 324 |
| 14.5 | Potentially material impacts on corporate governance | 316; 334; 336; 339; 341; 345; 348 |
| **15.** | **EMPLOYEES** | |
| 15.1 | Number of employees | 9; 13; 89; 224; 262 |
| 15.2 | Information as to share ownership and any options of members of the administrative, management or supervisory bodies | N/A |
| 15.3 | Description of any arrangements for involving employees in the capital of the issuer | 397 |
| **16.** | **MAJOR SHAREHOLDERS** | |
| 16.1 | In so far as is known to the issuer, the name of any person who has an interest in the issuer's capital or voting rights | 9; 18; 93; 388 |
| 16.2 | Different voting rights of major shareholders | 388 and 389 |
| 16.3 | Direct or indirect control by a shareholder | 9; 18 and 19; 93; 388 |
| 16.4 | Any arrangements which may at a subsequent date result in a change in control of the issuer | 388 |
| **17.** | **RELATED PARTY TRANSACTIONS** | **154 to 156; 197 to 201; 367 to 382** |
| **18.** | **FINANCIAL INFORMATION CONCERNING THE ISSUER'S ASSETS AND LIABILITIES, FINANCIAL POSITION AND PROFITS AND LOSSES** | |
| 18.1 | Historical financial information | |
| 18.1.1 | historical financial information | 64 to 169; 175 to 229 |
| 18.1.2 | Change of accounting reference date | N/A |
| 18.1.3 | Accounting standards | 76 to 79; 182 to 191 |
| 18.1.4 | Change of accounting framework | 76; 182 |
| 18.2 | Interim and other financial information | N/A |
| 18.3 | Auditing of historical annual financial information | 170 to 174; 230 to 233 |
| 18.4 | Pro forma financial information | N/A |
| 18.5 | Dividend policy | |
| 18.5.1 | Issuer's policy on dividend distributions | 391 |
| 18.5.2 | Amount of the dividend per share for the past three financial years | 94; 391 |
| 18.6 | Legal and arbitration proceedings | 404 and 405 |
| 18.7 | Significant change in the issuer's financial position | N/A |
| **19.** | **ADDITIONAL INFORMATION** | |
| 19.1 | Share capital | |
| 19.1.1 | Amount of issued capital | 58; 215; 386 |
| 19.1.2 | Shares not representing capital | N/A |
| 19.1.3 | The number, book value and face value of shares in the issuer held by or on behalf of the issuer itself or by subsidiaries of the issuer | 93; 215; 387 and 388 |
| 19.1.4 | Amount of any convertible securities, exchangeable securities or securities with warrants | N/A |
| 19.1.5 | Information about any terms of any acquisition rights and or obligations over authorised but unissued capital or an undertaking to increase the capital | 392 to 396 |
| 19.1.6 | Information about any capital of any member of the Group which is under option or agreed conditionally or unconditionally to be put under option | N/A |
| 19.1.7 | History of share capital | 58; 386 to 388 |
| 19.2 | Memorandum and Articles of Association | |
| 19.2.1 | Issuer's objects and purposes | 403 |
| 19.2.2 | Rights, preferences and restrictions attaching to each class of existing shares | N/A |
| 19.2.3 | Provision that would have an effect of delaying, deferring or preventing a change in control | N/A |
| **20.** | **MATERIAL CONTRACTS** | **Cover** |
| **21.** | **DOCUMENTS AVAILABLE** | **Back cover** |

# Financial Report thematic cross-reference table

The following table lists the information required by the AMF with respect to the Annual Financial Report (Articles 212-13 VI and 222-3 of the AMF's General Regulations).

| | | Pages |
|---|---|---|
| 1. | Company financial statements | 175 to 229 |
| 2. | Consolidated financial statements | 64 to 169 |
| 3. | Management report | 421 to 422 |
| 4. | Corporate governance report | 423 to 424 |
| 5. | Statement by the person responsible | 406 |
| 6. | Statutory Auditors' report on the Company and consolidated financial statements | 170 to 174; 230 to 233 |
| 7. | Fees paid to the Statutory Auditors | 143 and 225 |

# Information relating to the management report and corporate governance report

This Universal Registration Document includes all items from the management report and the corporate governance report that are required by law.

The following table presents the items from the management report and the corporate governance report of the Board of Directors of CNP Assurances to the Ordinary and Extraordinary General Meeting of 16 April 2021.

## Management report

| Legislative framework | Information required | Pages |
|---|---|---|
| | **I. Company's position and business** | |
| Articles L. 225-100-1, I., 1°, L. 232-1, II, L. 233-6 and L. 233-26 of the French Commercial Code | Position of the Company and objective and comprehensive analysis of the changes in business, results and financial position of the Company, in particular its debt situation, in relation to the volume and complexity of its business | 49 to 51; 52 to 57 |
| Article L. 225-100-1, I., 2° of the French Commercial Code | Key financial performance indicators | 49 to 51; 52 to 54 |
| Article L. 225-100-1, I., 2° of the French Commercial Code | Key non-financial performance indicators relating to the Company's operations | 236 |
| Articles L. 232-1, II and L. 233-26 of the French Commercial Code | Material events arising between the end of the reporting period and the date of the management report | 39; 47 and 48; 76; 182 |
| Article L. 232-1, II of the French Commercial Code | Existing branches | 405 |
| Article L. 233-6, paragraph 1 of the French Commercial Code | Acquisition of a stake in a company with its registered office in France on French territory | 51 |
| Articles L. 233-29, L. 233-30 and R. 233-19 of the French Commercial Code | Disposals of cross-shareholdings | N/A |
| Articles L. 232-1, II and L. 233-26 of the French Commercial Code | Expected changes in the Company's situation and outlook | 16 and 17; 38 and 39; 49 |

| Legislative framework | Information required | Pages |
|---|---|---|
| Articles L. 232-1, II and L. 233-26 of the French Commercial Code | Research and development activity | N/A |
| Article R. 225-102 of the French Commercial Code | Table of the Company's financial results over the last five years | 54 and 229 |
| Articles L. 441-4 and D. 441-6 of the French Commercial Code | Information on suppliers and customers payment terms | 54 and 55 |
| Articles L. 511-6, paragraph 2 and R. 511-2-1-3 of the French Monetary and Financial Code | Amount of inter-company loans granted and the Statutory Auditor's statement | N/A |
| | **II. Internal control and risk management** | |
| Article L. 225-100-1, I., 3° of the French Commercial Code | Description of the main risks and contingencies to which the Company is exposed | 30 to 41 |
| Article L. 22-10-35, 1° of the French Commercial Code | Financial risks associated with the effects of climate change and presentation of mitigation measures | 40 and 41 |
| Article L. 22-10-35, 2° of the French Commercial Code | Main characteristics of the internal control and risk management procedures implemented by the Company for the preparation and processing of accounting and financial information for the consolidated and company accounts | 42 and 43 |
| Article L. 225-100-1, I.,4° of the French Commercial Code | Hedging objectives and policy for each category of transaction, and the Company's exposure to price, credit, liquidity and cash flow risks, including the Company's use of financial instruments | 32 to 34 and 60 |
| Article L. 225-102-4 of the French Commercial Code | Duty of care plan and report on its effective implementation | N/A |
| | **III. Shareholder structure and capital** | |
| Article L. 233-13 of the French Commercial Code | Structure, changes in the Company's capital and threshold crossings | 58; 386 to 388 |
| Articles L. 225-211 and R. 225-160 of the French Commercial Code | Purchase and sale of treasury shares | 394 to 396 |
| Article L. 225-102, paragraph 1 of the French Commercial Code | Employee share-ownership | 386 |
| Articles R. 228-90 and R. 228-91 of the French Commercial Code | Any adjustments made to securities giving rights to share capital in the event of share buyback or financial transactions | N/A |
| Articles L. 621-18-2 and R. 621-43-1 of the French Monetary and Financial Code and Article 223-26 of the AMF's General Regulations | Information on transactions by executive corporate officers and related persons in the Company's shares | N/A |
| Article 243 bis of the French Tax Code | Dividends paid during the last three financial years | 391 |
| | **IV. Additional information required for the preparation of the management report** | |
| Articles 223 quater and 223 quinquies of the French Tax Code | Additional tax information | N/A |
| Article L 464-2 of the French Commercial Code | Injunctions or penalties for anti-competitive practices | N/A |

## Corporate governance report

| Legislative framework | | Pages |
|---|---|---|
| | **I. Information on remuneration** | |
| Articles L. 22-10-8, I., paragraph 2 and R. 22-10-14 of the French Commercial Code | Remuneration policies applicable to the Chairwoman of the Board of Directors and the Chief Executive Officer | 349 and 350 |
| Articles L. 22-10-9, I.,1° and R. 22-10-15 of the French Commercial Code | Total remuneration and benefits paid during the financial year or granted in respect of the financial year to each corporate officer | 156; 224; 324; 351 to 357; 359 |
| Article L. 22-10-9, I., 2° of the French Commercial Code | Relative proportion of fixed and variable remuneration | 354 and 356 |
| Article L. 22-10-9, I., 3° of the French Commercial Code | Possibility to request repayment of variable remuneration | N/A |
| Article L. 22-10-9, I., 4° of the French Commercial Code | Commitments of any kind entered into by the Company for the benefit of its corporate officers | 358; 361 and 362 |
| Article L. 22-10-9, I., 5° of the French Commercial Code | Remuneration paid or allocated by a company included in the scope of consolidation within the meaning of Article L. 233-16 of the French Commercial Code | N/A |
| Article L. 22-10-9, I., 6° of the French Commercial Code | Ratios between the level of remuneration of each executive corporate officer and the average and median remuneration of company employees | 362 and 363 |
| Article L. 22-10-9, I., 7° of the French Commercial Code | Annual changes in remuneration, Company performance, average remuneration of Company employees and the above ratios over the last five years | 362 and 363 |
| Article L. 22-10-9, I., 8° of the French Commercial Code | How total remuneration complies with the adopted remuneration policy, including how it contributes to the long-term performance of the Company and how the performance criteria have been applied | 351 to 363 |
| Article L. 22-10-9, I., 9° of the French Commercial Code | Procedure for taking into account the vote of the last ordinary General Meeting provided for in paragraph I of Article L. 22-10-34 | 351 to 363 |
| Article L. 22-10-9, I., 10° of the French Commercial Code | Non-compliance with the procedure for implementing the remuneration policy and any deviation from the procedure | 324 |
| Article L. 22-10-9, I., 11° of the French Commercial Code | Application of the provisions of paragraph 2 of Article L. 225-45 of the French Commercial Code | N/A |
| Articles L. 225-185 and L. 22-10-57 of the French Commercial Code | Stock options granted to and held by corporate officers | 360 |
| Articles L. 225-197-1 and L. 22-10-59 of the French Commercial Code | Allocation of free shares to the executive corporate officers, and holding requirements | 360 |

| Legislative framework | | Pages |
|---|---|---|
| | **II. Information on governance** | |
| Article L. 225-37-4, 1° of the French Commercial Code | List of all directorships and functions held in any company during the period by each corporate officer | 331 to 348 |
| Article L. 225-37-4, 2° of the French Commercial Code | Agreements entered into between a corporate officer or a significant shareholder and a subsidiary | 405 |
| Article L. 225-37-4, 3° of the French Commercial Code | Summary table of current authorisations given at the Annual General Meeting regarding capital increases | 392 and 393 |
| Article L. 225-37-4, 4° of the French Commercial Code | Executive Management procedures | 310 to 313 |
| Article L. 22-10-10-1° of the French Commercial Code | Composition, procedures for the preparation and organisation of the work of the Board | 19; 314 to 322; 325 to 330 |
| Article L. 22-10-10-2° of the French Commercial Code | Diversity policy and application of the principle of a balanced gender mix on the Board | 321 |
| Article L. 22-10-10-3° of the French Commercial Code | Limitations placed on the powers of the Chief Executive Officer by the Board of Directors | 312 |
| Article L. 22-10-10-4° of the French Commercial Code | Reference to a corporate governance code and application of the "comply or explain" principle | 18; 324 |
| Article L. 22-10-10-5° of the French Commercial Code | Procedures relating to shareholder participation in General Meetings | 389 |
| Article L. 22-10-10-6° of the French Commercial Code | Procedure for evaluating agreements entered into in the normal course of business and implementation | 327 |
| **Article L. 22-10-11 of the French Commercial Code** | **III. Information likely to have an impact in the event of a public takeover bid or exchange offer** | |
| | Capital structure of the Company | 389 |
| | Restrictions set out in the Articles of Association on the exercise of voting rights and the transfer of shares, or clauses in the agreements brought to the Company's attention in application of Article L. 233-11 of the French Commercial Code | 389 |
| | Direct or indirect investments in the Company's share capital of which the Company is aware pursuant to Articles L. 233-7 and L. 233-12 of the French Commercial Code | 389 |
| | List of the holders of any securities conferring special control rights and a description of these rights | 389 |
| | Shareholder agreements of which the Company is aware and which may result in restrictions on the transfer of shares and the exercise of voting rights | 389 |
| | Rules applicable to the appointment and replacement of members of the Board of Directors as well as the amendment of the Company's Articles of Association | 389 |
| | Powers of the Board of Directors, in particular to issue or buy back shares | 389 |
| | Agreements entered into by the Company that would be altered or terminated in the event of a change of control, except where this disclosure would seriously jeopardise its interests, aside from legal disclosure obligations | 389 |
| | Agreements providing for the payment of termination benefits to members of the Board or employees if they resign or are dismissed without just cause or if their employment is terminated due to a public takeover bid or exchange offer | 389 |

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## 2022 Calendar

**22 APRIL**

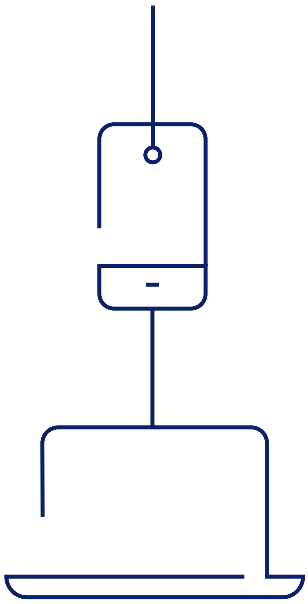
2022 Annual General Meeting

**12 MAY**

First-quarter 2022 premium income and results indicators

**28 JULY**

First-half 2022 results



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