

Paris, April 4, 2019

The Company, following numerous and productive exchanges with its shareholders and the proxy advisory firms in the context of the preparation of its General Meeting convened on April 30, 2019, wished to slightly adjust the floor targets of the performance criteria for the performance share plans and plans of options to subscribe or purchase shares, which are submitted for vote by the shareholders during that meeting. Consequently, this supplement to the report of the Board of Directors on the resolutions submitted to the General Meeting of April 30, 2019 is made available.

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| <p style="text-align: center;"><b>SUPPLEMENT OF APRIL 4, 2019 TO THE<br/>REPORT OF THE BOARD OF DIRECTORS ON THE RESOLUTIONS SUBMITTED TO THE<br/>GENERAL MEETING OF APRIL 30, 2019</b></p> |
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The following paragraphs of the report of the Board of Directors on the resolutions shall be modified as follows:

**- PAGES 30-31 OF THE BROCHURE RELATING TO THE SHAREHOLDERS' MEETING**

.../...

**Authorization to grant to the Board of Directors to grant performance shares to the employees and executive officers of the Company and/or its affiliated companies (21st resolution)**

.../...

The following paragraph of the presentation of the 21<sup>st</sup> resolution is modified as follows, the remainder being unchanged:

.../...

## 5. Performance conditions

.../...

| Indicators   | Weight | Elasticity curves   |   | % vested                          |
|--|--------|---|---|-----------------------------------|
| <b>Group performance: condition 1</b><br><i>External Revenue Organic Growth</i>  | 30%    | Average of the External Revenue Organic growth rates over 3 years (2019-2021)   | Floor: +1.75%<br>Target: +2.5%<br>Cap: +3.0%                              | <del>50</del> 30%<br>100%<br>150% |
| <b>Group performance: condition 2</b><br><i>Operating Margin rate</i>  | 25%    | Average rate of Operating Margin over 3 years (2019-2021)   | Floor: 10. <del>3</del> 5%<br>Target: 10.8%<br>Cap: 11.1%                 | <del>80</del> 50%<br>100%<br>130% |
| <b>Group performance: condition 3</b><br><i>Cumulated Free Cash Flow (« FCF »)</i>   | 25%    | Cumulated FCF at the end of the 3-year plan (in 2021)   | Floor: <del>1.8</del> 2Mds<br>Target: 2.25Mds<br>Cap: 2.40Mds             | <del>80</del> 50%<br>100%<br>130% |
| <b>External performance condition linked to the corporate social responsibility</b><br><i>Index DJSI (World or Europe)</i> | 20%    | Average of the yearly DJSI scores (World or Europe) of Atos compared to the average of other companies over the 3-year period | Floor: 70th percentile<br>Target: 80th percentile<br>Cap: 90th percentile | 50%<br>100%<br>150%               |

The final number of vested performance shares shall in no circumstance be above the number granted.

- **PAGES 31-32 OF THE BROCHURE RELATING TO THE SHAREHOLDERS' MEETING**

**Authorization to grant to the Board of Directors to grant options to subscribe for or to purchase shares to the employees and executive officers of the Company and/or its affiliated companies (22<sup>nd</sup> resolution)**

.../...

The following paragraph of the presentation of the 22<sup>nd</sup> resolution is modified as follows, the remainder being unchanged:

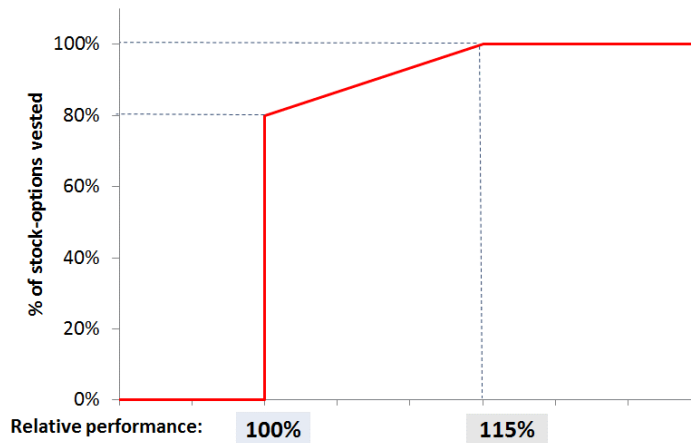
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## 5. Performance conditions

.../...

- No stock-option will vest if the relative performance of the Atos SE share is less than **100**~~80~~% of the average performance of the basket over a three-year period;
- ~~— 50% of stock-options will vest if the relative performance of the Atos SE shares is equal to 80%;~~
- 80% of stock-options will vest if the relative performance of the Atos SE shares is equal to 100%;
- 100% of stock-options will vest if the relative performance of the Atos SE shares is equal to 115%.

For relative performance between these points: the percentage of vested stock-options will be determined based on linear interpolation.



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