

FREE ENGLISH TRANSLATION OF THE NOTICE OF MEETING PUBLISHED ON THE FRENCH BULLETIN D'ANNONCES LEGALES OBLIGATOIRES ON APRIL 11, 2025 UNDER NO. 44. IN CASE OF INCONSISTENCY, THE FRENCH VERSION SHALL PREVAIL.

SCOR SE

Societas Europaea with a share capital of EUR 1,414,526,205.51
Registered office: 5, avenue Kléber, 75016 Paris
562 033 357 R.C.S. Paris

Convening notice (*Avis de convocation*)

The shareholders are convened to an ordinary and extraordinary general meeting to be held on Tuesday April 29, 2025 at 10:30 a.m. at the registered office of SCOR SE (the “**Company**”), 5 avenue Kléber, 75016 Paris, in order to deliberate and rule on the following agenda:

AGENDA

ORDINARY RESOLUTIONS

1. Approval of the financial statements for the year ended December 31, 2024;
2. Approval of the consolidated financial statements for the year ended December 31, 2024;
3. Allocation of net income and determination of the dividend for the year ended December 31, 2024;
4. Statutory Auditors' special report on agreements referred to in Articles L. 225-38 et seq. of the French Commercial Code;
5. Approval of the information related to the compensation of corporate officers referred to in Article L. 22-10-9 I of the French Commercial Code;
6. Approval of the fixed, variable and exceptional components of the total compensation and benefits of any kind paid or awarded to Fabrice Brégier, Chairman of the Board of Directors, for the year ended December 31, 2024 – ex-post Say on Pay;
7. Approval of the fixed, variable and exceptional components of the total compensation and benefits of any kind paid or awarded to Thierry Léger, Chief Executive Officer, for the year ended December 31, 2024 – ex-post Say on Pay;
8. Approval of the 2025 compensation policy for directors and observers – ex-ante Say on Pay;
9. Approval of the 2025 compensation policy for the Chairman of the Board of Directors – ex-ante Say on Pay;
10. Approval of the 2025 compensation policy for the Chief Executive Officer – ex-ante Say on Pay;
11. Renewal of the term of office of Fabrice Brégier as a director of the Company;
12. Renewal of the term of office of Martine Gerow as a director of the Company;
13. Renewal of the term of office of Fields Wicker-Miurin as a director of the Company;
14. Appointment of Diane Côté as a director of the Company;
15. Appointment of Doina Palici-Chehab as a director of the Company;
16. Appointment of Jacques Aigrain as an observer of the Company; and
17. Authorization granted to the Board of Directors to carry out transactions in the Company's ordinary shares.

EXTRAORDINARY RESOLUTIONS

18. Delegation of authority granted to the Board of Directors to take decisions with respect to capital increases by capitalization of profits, reserves, or additional paid-in capital or any other amounts whose capitalization would be allowed;
19. Delegation of authority granted to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to ordinary shares to be issued, with preferential

- subscription rights;
20. Delegation of authority granted to the Board of Directors to decide to issue, as part of a public offering other than those referred to in Article L. 411-2,1° of the French Monetary and Financial Code, shares and/or securities giving immediate or future access to ordinary shares to be issued, without preferential subscription rights and with a compulsory priority subscription period;
 21. Delegation of authority granted to the Board of Directors to decide to issue, as part of a public offering referred to in Article L. 411-2,1° of the French Monetary and Financial Code, shares and/or securities giving immediate or future access to ordinary shares to be issued, without preferential subscription rights;
 22. Delegation of authority granted to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to ordinary shares to be issued to one or more persons specifically designated by the Board of Directors, without preferential subscription rights;
 23. Delegation of authority granted to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to ordinary shares to be issued, as consideration for securities tendered to a public exchange offer initiated by the Company, without preferential subscription rights;
 24. Delegation of authority granted to the Board of Directors to decide to issue shares and/or securities giving immediate or future access to ordinary shares to be issued, within the limit of 10% of the Company's share capital, as consideration for securities tendered to the Company, without preferential subscription rights;
 25. Authorization granted to the Board of Directors to increase the number of shares to be issued in the case of a capital increase with or without preferential subscription rights;
 26. Delegation of authority granted to the Board of Directors to issue warrants exercisable for ordinary shares of the Company without preferential subscription rights for shareholders in favor of categories of beneficiaries meeting specific criteria, with a view to implementing a contingent capital program;
 27. Delegation of authority granted to the Board of Directors to issue warrants exercisable for ordinary shares of the Company, without preferential subscription rights for shareholders in favor of categories of beneficiaries meeting specific criteria, with a view to implementing an ancillary own funds program;
 28. Authorization granted to the Board of Directors to reduce the share capital by canceling treasury shares;
 29. Authorization granted to the Board of Directors to grant share subscription and/or purchase options to employees and executive corporate officers of the Company and/or affiliated companies or groups, entailing the waiver by shareholders of their preferential subscription rights to the shares to be issued upon exercise of the subscription options;
 30. Authorization granted to the Board of Directors to award existing ordinary shares of the Company to employees and executive corporate officers of the Company and affiliated companies or groups;
 31. Delegation of authority granted to the Board of Directors to carry out a capital increase by issuing ordinary shares reserved for the members of the Company's employee savings plans (*plans d'épargne d'entreprise*), without preferential subscription rights in favor of such members;
 32. Total maximum amount of capital increases;
 33. Amendments to Article 11 (*Deliberations of the Board of Directors*) of the Company's articles of association to allow for written consultation of members of the Board of Directors;
 34. Amendments to Article 17 (*Observers*) of the Company's articles of association to adjust observers' term of office; and
 35. Powers.

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The draft resolutions, which were published in the French Bulletin des *Annonces Légales Obligatoires*, no. 35 on March 21, 2025 remain unchanged except for the thirty-second resolution in which a precision is added as shown below:

“THIRTY-SECOND RESOLUTION

Total maximum amount of capital increases

The Shareholders’ Meeting, voting in accordance with the quorum and majority conditions required for extraordinary shareholders’ meetings, and having considered the Board of Directors’ report:

1. sets, in accordance with Article L. 225-129-2 of the French Commercial Code, the total maximum amount of capital increases resulting, immediately or at a later date, from the use of all of the delegations of authority and authorizations to issue ordinary shares granted to the Board of Directors in the twentieth, twenty-first, twenty-second, twenty-third, twenty-fourth, twenty-fifth, twenty-sixth, twenty-seventh, twenty-ninth, and thirty-first resolutions of this Shareholders’ Meeting, at seven hundred thirty-eight million seven hundred seventy thousand nine hundred ninety-two euros (EUR 738,770,992)), excluding additional paid-in capital and excluding any ordinary shares that may be issued as a result of adjustments made in accordance with the applicable law and any contractual provisions to protect the rights of holders of securities giving access to the share capital or other rights to the Company’s share capital.

It is specified that capital increases carried out under the delegations of authority and authorizations granted to the Board of Directors in the twenty-first, twenty-second, twenty-third, twenty-fourth, and twenty-fifth resolutions may not result in the issuing of a number of ordinary shares representing, in aggregate, more than 10% of the amount of the Company's share capital on the date of issuance (*i.e.*, for purely indicative purposes, based on the Company's share capital as of December 31, 2024, a nominal amount of one hundred forty-one million four hundred fifty-two thousand six hundred twenty-one euros (EUR 141,452,621)).

In the case of a capital increase carried out by capitalizing profits, reserves, or additional paid-in capital or any other amounts whose capitalization would be allowed and issuing free ordinary shares to shareholders during the period of validity of these delegations of authority and authorizations, the above-mentioned total nominal value (excluding additional paid-in capital) and the corresponding number of shares shall be adjusted by multiplying it by a coefficient equal to the ratio of the number of shares comprising the share capital before capitalization to the number of shares after capitalization;

This maximum amount of capital increases is independent of the amount provided for in the eighteenth resolution granting the Board of Directors the authority to take decisions with respect to capital increases by capitalization of profits, reserves, or additional paid-in capital or any other amounts whose capitalization would be allowed; and

2. sets at seven hundred million euros (EUR 700,000,000) the maximum nominal value of issues of debt securities carried out under the delegations of authority and authorizations granted to the Board of Directors by the delegations and authorizations mentioned above, it being specified that this amount is in addition to the amount of redemption premiums above par, if any.”

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A) Advance formalities for attending and voting at the Shareholders' Meeting

All shareholders, regardless of how many shares they hold, can attend the Shareholders' Meeting in person or vote electronically or by post, or appoint a proxy.

Any shareholder can appoint a legal or natural person of their choice to represent them at the Shareholders' Meeting in accordance with Articles L. 225-106 and L. 22-10-39 of the French Commercial Code.

In accordance with Article R. 22-10-28 of the French Commercial Code, to be entitled to attend the Shareholders' Meeting, shares must be registered in a securities account in the name of the shareholder or the intermediary acting on their behalf (in accordance with the seventh paragraph of Article L. 228-1 of the French Commercial Code) at midnight, Paris time, two working days before the meeting (i.e. 00.00 a.m. CET on Friday, April 25, 2025):

- either in registered form in an account held by Uptevia on behalf of the Company;
- or in bearer form in an account held by an intermediary as stated in Article L. 211-3 of the French Monetary and Financial Code.

Only shareholders that meet the conditions set out in Article R. 22-10-28 as mentioned above on this date will be able to attend and vote at the Shareholders' Meeting.

Evidence of bearer shares registered in a securities account held by an intermediary as stated in Article L. 211-3 of the French Monetary and Financial Code is provided in the form of a shareholding certificate issued by the intermediary (if applicable, in electronic form as stated Article R. 225-61 of the French Commercial Code (in reference to Article R. 22-10-28)), as an attachment to the absentee or proxy voting form or upon requesting an admission card filled out in the shareholder's name or on behalf of the shareholder represented by the registered intermediary.

A certificate is also issued to shareholders wishing to attend the Shareholders' Meeting in person who have not received or have misplaced their admission card at midnight, Paris time, two business days before the Shareholders' Meeting (i.e. 00.00 a.m. CET on Friday, April 25, 2025). Bearer shareholders will have to contact the financial intermediary with which their shares are registered in an account to obtain the absentee or proxy voting form or request an admission card.

B) Attending the Shareholders' Meeting

1. Attending the Shareholders' Meeting in person

Shareholders who want to attend the Shareholders' Meeting in person may request an admission card either by post or online, as follows:

1.1. Request an admission card by post:

Shareholders may request their admission card by post:

- **for holders of shares in registered form:** these shareholders will have to fill in the voting form attached to the meeting brochure (*brochure de convocation*), specifying that they want to attend the Shareholders' Meeting in person and obtain an admission card. In this case, the form must be dated and signed and then sent to Uptevia (Service Assemblées Générales, Cœur Défense, 90-110 Esplanade du Général de Gaulle, 92931 Paris la Défense Cedex, France) using the envelope provided. Alternatively, registered shareholders may present themselves on the date of the Shareholders' Meeting directly at the relevant desk, providing proof of identification.
- **for holders of shares in bearer form:** these shareholders will have to ask the financial intermediary that holds the account in which their shares are registered for an admission card to be sent to them.

The admission card request form can be requested from Uptevia and downloaded from the Company's website at <https://www.scor.com/fr/assemblees-generales> (in French) or <https://www.scor.com/en/shareholders-meetings> (in English) from twenty-one days before the Shareholders' Meeting (i.e. as of Tuesday, April 8, 2025).

The form can then be returned to Uptevia, at the address and before the deadline specified above, accompanied by a certificate of registration of the Company's shares in a securities account.

Admission card requests should not be returned to the Company under any circumstances.

1.2. Request an admission card online:

Shareholders wanting to attend the Shareholders' Meeting in person may also request an admission card online, on the VOTACCESS secured electronic platform, which will be open no later than 15 days before the Shareholders' Meeting (i.e. by Monday, April 14, 2025), as follows:

- **for holders shares in pure registered form:** these shareholders will be able to access the voting platform via their shareholder area at <https://www.investors.uptevia.com/> using their usual access codes.

If a shareholder no longer has their login and/or password, they can call (in France) 0 800 007 535.

Once they have logged in, shareholders will have to follow the instructions given on screen to access the VOTACCESS secured electronic platform and request their admission card.

- **for holders of shares in administered registered form and employee shareholders or former SCOR Group employees:** these shareholders will be able to access the voting platform via the VoteAG website at <https://www.voteag.com/> using the temporary codes provided on the voting form or electronic meeting notice.

If a shareholder no longer has their login and/or password, they can call (in France) 0 800 007 535.

Once they have logged in, shareholders will then have to follow the instructions given on screen to access the VOTACCESS secured electronic platform and request their admission card.

- **for holders of shares in bearer form:** these shareholders will have to find out whether the institution that holds their account has access to the VOTACCESS secured electronic platform and, if applicable, whether this access is subject to any specific terms of use. If the institution that holds the shareholder's account has access to the VOTACCESS secured electronic platform, it will have to identify itself on the online portal of the institution that holds the account using its usual access codes. This shareholder will then have to click on the icon that comes up on the line corresponding to their shares in the Company and follow the instructions given on screen to access the VOTACCESS secured electronic platform and request an admission card. Only holders of bearer shares whose account holder has signed up to the VOTACCESS secured electronic platform will be able to request an admission card online.

1.3. General instructions

To avoid overwhelming the website and in view of the time needed to process forms (and, if applicable, the time needed to send and receive admission cards), shareholders are advised not to wait until the day before the meeting to vote. Shareholders are reminded that

the admission card is strictly for their own use and is non-transferable. It does not allow anyone else to accompany them to the Shareholders' Meeting.

Shareholders who have not received their admission card within two working days before the Shareholders' Meeting (i.e. Friday, April 25, 2025) should:

- **for holders of shares in registered form:** present themselves on the date of the Shareholders' Meeting directly at the relevant desks, providing proof of identification;
- **for holders of shares in bearer form:** ask their financial intermediary to send them a shareholding certificate as evidence that they are a shareholder two working days before the Shareholders' Meeting (i.e. Friday, April 25, 2025).

Shareholders will be able to access the meeting room from 9.30 a.m., Paris time.

For security reasons and to ensure the entry process runs smoothly, shareholders are asked to arrive before 10.30 a.m., with proof of identity.

The attendance sheet will be closed at 11.00 a.m., Paris time.

Any shareholders arriving after this time will be able to attend the Shareholders' Meeting but will not be able to vote.

2. Absentee or proxy voting

If a shareholder is unable to attend the Shareholders' Meeting in person, they can choose from one of the three following options:

- vote by post;
- procure a proxy notice to the Chair of the Shareholders' Meeting; or
- appoint a legal or natural person of their choice to represent them at the Shareholders' Meeting in accordance with Articles L. 225-106 and L. 22-10-39 of the French Commercial Code.

2.1. Postal voting

- **for holders of shares in registered form:** these shareholders will have to fill in the absentee or proxy voting form attached to the meeting brochure (*brochure de convocation*), which must then be returned dated and signed in the envelope provided to Uptevia (Service Assemblées Générales, Cœur Défense, 90-110 Esplanade du Général de Gaulle, 92931 Paris la Défense Cedex, France).
- **for holders of shares in bearer form:** once the meeting has been called, these shareholders will have to ask the financial intermediary that holds the account in which their shares are registered to send them the absentee or proxy voting form. This form should be filled in by the shareholder and then returned to the institution that holds their account, along with a shareholding certificate, to Uptevia (Service Assemblées Générales, Cœur Défense, 90-110 Esplanade du Général de Gaulle, 92931 Paris la Défense Cedex, France).

If proxy is granted without naming a proxy holder, the Chair of the Shareholders' Meeting will place a vote in favor of proposed resolutions put forward or agreed by the Board of Directors and a vote against any other proposed resolutions.

If they wish to vote otherwise, shareholders must grant proxy to a proxy holder who agrees to vote in accordance with their instructions.

To be taken into account, absentee or proxy voting forms must be received by Uptevia (Service Assemblées Générales, Cœur Défense, 90-110 Esplanade du Général de Gaulle, 92931 Paris la Défense Cedex, France) no later than 3.00 p.m., Paris time, on the day before the meeting (i.e. 3.00 pm CET on Monday, April 28, 2025).

Requests to appoint or revoke proxy holders sent by post must be received no later than 3.00 p.m., Paris time, on the day before the meeting (i.e. 3.00 p.m. CET on Monday, April 28, 2025).

In view of the time needed to process forms, shareholders are advised not to wait until the day before the meeting to vote.

Shareholders who have requested an admission card request, proxy or absentee voting form will not be able to change the means by which they take part in the Shareholders' Meeting.

2.2. Online voting

Shareholders will be able to vote online using the VOTACCESS secured electronic platform, which will open no later than 15 days before the Shareholders' Meeting (i.e. by Monday, April 14, 2025).

- **for holders of shares in pure registered form:** these shareholders will be able to access the voting platform via their shareholder area at <https://www.investors.uptevia.com/> using their usual access codes.

If a shareholder no longer has their login and/or password, they can call (in France): 0 800 007 535.

Once they have logged in, shareholders will then have to follow the instructions given on screen to access the VOTACCESS secured electronic platform and vote or appoint or revoke a proxy holder.

- **for holders of shares in administered registered form and employee shareholders or former SCOR Group employees:** these shareholders will be able to access the voting platform via the VoteAG website at <https://www.voteag.com/> using the temporary codes provided on the voting form or electronic meeting notice.

If a shareholder no longer has their login and/or password, they can call (in France) 0 800 007 535.

Once they have logged in, shareholders will then have to follow the instructions given on screen to access the VOTACCESS secured electronic platform and vote or appoint or revoke a proxy holder.

- **for holders of shares in bearer form:** these shareholders will have to find out whether the institution that holds their account has access to the VOTACCESS secured electronic platform and, if applicable, whether this access is subject to any specific terms of use.
 - If the institution that holds the shareholder's account has access to the VOTACCESS secured electronic platform, it will have to identify itself on the online portal of the institution that holds the account using its usual access codes. This shareholder will then have to click on the icon that comes up on the line corresponding to their shares and follow the instructions given on screen to access the VOTACCESS secured electronic platform and vote or appoint or revoke a proxy holder.
 - If the institution that holds the shareholder's account does not have access to the VOTACCESS secured electronic platform, electronic notification can be given of the appointment or revocation of a proxy holder in accordance with Article R. 22-10-24 of the French Commercial Code, by sending an email to ct-mandataires-assemblees@uptevia.com. A digital copy of the completed and signed attendance

form must be attached to this email. Holders of bearer shares must also attach a shareholding certificate provided by their accredited intermediary.

This email must contain the following information: name of the company concerned, date of the meeting, full name, address, the principal's bank details and the full name and, if possible, address of their proxy holder. Shareholders must ask the financial intermediary that manages their securities account to send written confirmation to Uptevia's General Meetings department (Service Assemblées Générales, Cœur Défense, 90-110 Esplanade du Général de Gaulle, 92931 Paris la Défense Cedex, France).

The absentee or proxy voting form can be requested from Uptevia and downloaded from the Company's website at <https://www.scor.com/fr/assemblees-generales> (in French) or <https://www.scor.com/en/shareholders-meetings> (in English) from twenty-one days before the Shareholders' Meeting (i.e. as of Tuesday, April 8, 2025). Paper forms can also be requested from Uptevia (Service Assemblées Générales, Cœur Défense, 90-110 Esplanade du Général de Gaulle, 92931 Paris la Défense Cedex, France), provided that the request is sent no later than six days before the date of the Shareholders' Meeting (i.e. by Wednesday, April 23, 2025).

Only notifications of the appointment or revocation of proxies that are duly signed, completed, received and confirmed no later than 3.00 p.m., Paris time, on the day before the Shareholders' Meeting (i.e. 3.00 p.m. CET on Monday, April 28, 2025) will be taken into account.

All forms must be sent to Uptevia with a certificate of registration, either in registered form in an account held by Uptevia on behalf of the Company or in bearer form in an account held by an intermediary as stated in Article L. 211-3 of the French Monetary and Financial Code.

If proxy is granted without naming a proxy holder or granting proxy to the Chairman, the Chair of the Shareholders' Meeting will place a vote in favor of proposed resolutions put forward or agreed by the Board of Directors and a vote against any other proposed resolutions.

If they wish to vote otherwise, shareholders must grant proxy to a proxy holder who agrees to vote in accordance with their instructions. Shareholders will only be able to vote or appoint or revoke a proxy online before the Shareholders' Meeting until 3.00 p.m., Paris time, on the day before the Shareholders' Meeting (i.e. 3.00 p.m. CET on Monday, April 28, 2025).

However, shareholders are advised not to wait until the day before the meeting to log in to the voting platform in case of any delays in receiving their logins and passwords and to avoid overwhelming the website.

C) Transferring securities before the Shareholders' Meeting

If the shareholder has already voted remotely, appointed a proxy or requested their admission card or a shareholding certificate in accordance with the above conditions, they will not be able to select another way of taking part in the Shareholders' Meeting. However, they may transfer all or some of their shares in the meantime.

In this case:

- if the transfer of ownership takes place before midnight, Paris time, two days before the Shareholders' Meeting (0.00 a.m. CET i.e. Friday, April 25, 2025), the Company shall invalidate or amend the vote placed remotely, the proxy, the admission card or the shareholding certificate, and the accredited intermediary holding the account for this purpose, in the case of bearer

shares, shall notify the Company or the proxy holder of the transfer and send the necessary information;

- if the transfer of ownership takes place after midnight, Paris time, two days before the Shareholders' Meeting (0.00 a.m. CET i.e. Friday, April 25, 2025), this does not need to be notified by the accredited intermediary or taken into consideration by the Company, notwithstanding any agreement to the contrary.

D) Preparatory documents for the Shareholders' Meeting

All documents and information referred to in Article R. 22-10-23 of the French Commercial Code, in particular the documents to be presented to the Shareholders' Meeting in accordance with Article R. 225-83 of the French Commercial Code, will be made available to shareholders within the statutory time frame, no later than twenty-one days before the meeting (i.e. Tuesday, April 8, 2025), on the Company's website at <https://www.scor.com/fr/assemblees-generales> (in French) or <https://www.scor.com/en/shareholders-meetings> (in English).

Shareholders may also, within the statutory time frame, obtain the documents referred to in Articles R. 225-81 and R. 225-83 of the French Commercial Code by sending a request to Uptevia (Service Assemblées Générales, Cœur Défense, 90-110 Esplanade du Général de Gaulle, 92931 Paris la Défense Cedex, France) or to the Company's Investor Relations department (investorrelations@scor.com).

E) Questions in writing

All shareholders have the option of asking questions in writing that the Board of Directors will be required to answer at the Shareholders' Meeting or, in accordance with article L.225-108 of the French Commercial Code, if published on the Company's website.

These questions should be sent to the attention of the Chairman of the Board of Directors and sent by registered post with proof of receipt to the Company's registered office (5, avenue Kléber, 75795 Paris Cedex 16) or by email to investorrelations@scor.com no later than four working days before the Shareholders' Meeting (i.e. 0.00 a.m. CET on Wednesday, April 23, 2025).

All written questions must be accompanied by a certificate of registration of the shares either in registered form in a securities account held by Uptevia on behalf of the Company or in bearer form in an account held by an intermediary as stated in Article L. 211-3 of the French Monetary and Financial Code.

F) Broadcast

In accordance with Article R. 22-10-29-1 of the French Commercial Code, the Shareholders' Meeting will be live-streamed on the Company's website.

The Board of Directors