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Decisions of the Board of Directors on February 18th, 2025 and March 21st, 2025

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1. 2025 compensation of Jean Mouton, Chairman of the Board of Directors

The Board of Directors resolved to maintain the same fixed compensation of EUR 320,000 for Jean Mouton as Chairman of the Board for 2025, without variable compensation or other benefits, as recommended by the Compensation Committee. This fixed remuneration was reviewed in 2022 after a period of 3 years.

2. 2024 variable compensation of Christopher Guérin, Chief Executive Officer

At its meeting on February 14th, 2024, the Board of Directors set the structure and objectives of Christopher Guérin's variable compensation for 2024. The target rate of annual variable remuneration remained unchanged, in line with the median of the reference panel. It represented 100% of annual fixed remuneration and could vary from 0% to 150% of his fixed remuneration depending on the achievement of the targets set by the Board of Directors. For 2024, Christopher Guérin's target variable remuneration was therefore EUR 950,000.

On February 14th, 2024, the Board of Directors decided to transfer the Net Income target from the individual component to the collective component of annual variable remuneration, thereby automatically adjusting the proportion of collective targets to 65% and the proportion of individual targets to 35%, compared with 60% and 40% respectively. The achievement of collective and individual objectives was assessed against pre-established, demanding annual targets in line with the Group strategy. The target amounts for the objectives corresponded to the 2024 budget. The minimum and maximum targets were defined by the Board of Directors in absolute terms within the framework of the tranches previously established for each indicator. In accordance with the 2024 remuneration policy, the bonus payment trigger threshold could not be lower than 90% of the ROCE, EBITDA and Net Income targets and 80% of the NFCF. The threshold for bonus payments in the event of outperformance could not exceed 110% of the ROCE, EBITDA and Net Income targets and 120% of the NFCF.

For 2024, the Board of Directors, on the recommendation of the Compensation Committee, set the minimum and maximum objectives for each indicator within the defined brackets in the compensation policy:

Criteria	Weighting	Minimum	Target	Maximum
Collective objectives	**65%**	**0% of target compensation**	**100% of target compensation**	**150% of target compensation**
ROCE (in %)	25%	93%	Budget	107%
EBITDA (in €M)	40%	96%	Budget	104%
Net income (in €M)	10%	90%	Budget	108%
NFCF[a] (in €M)	25%	80%	Budget	107%
Individual objectives	**35%**	**80% of target compensation**	**100% of target compensation**	**150% of target compensation**
Deployment of the strategy	30%		Quantitative and qualitative objectives set by the Board of Directors	
Operational efficiency	30%		Quantitative and qualitative objectives set by the Board of Directors	
Culture, engagement and deployment of the ESG Policy	40%		Quantitative and qualitative objectives set by the Board of Directors	

Figure 3: Short-term variable structure

(a) Normalized Free Cash Flow, which corresponds to the published Free Cash Flow, restated for strategic capital expenditure, disposal proceeds of tangible assets, the impact of significant material activity closures and a calculated tax disbursement for high-voltage projects, based on completion rate rather than termination.

For 2024, the annual variable compensation of Christopher Guérin could vary from 0% to 150% of the annual fixed compensation, which corresponds to a maximum amount of 1,425,000 euros.

The 2024 collective and individual objectives were clearly defined by the Board of Directors at its meeting on February 14th, 2024.

On the recommendation of the Compensation Committee, the Board approved the variable compensation of Christopher Guérin for 2024 at its meeting on February 18th, 2025. This amounted to 1,280,363 euros, which represents an achievement rate of 89.9% of the maximum annual variable compensation.

The Board of Directors noted that the collective portion of the variable compensation amounted to 926,500 euros (for a potential maximum of 926,500 euros, which represents an achievement rate of 100% of the maximum).

The Group achieved:

- a ROCE rate of 24.2% at December 31st, 2024, at constant exchange rates and scope, for a maximum objective of 22.5%. The achievement rate of the ROCE objective was 100% of the maximum. This indicator was exceeded compared to the budget;
- an EBITDA of 777 million euros, at constant exchange rates and scope, for a maximum objective of 730 million euros. The achievement rate of the ROCE objective was 100% of the maximum. This indicator was exceeded compared to the budget;
- a NFCF of 387 million euros, at constant exchange rates and scope, for a maximum objective of 300 million euros. The achievement rate of this objective was 100% of the maximum, with this indicator also having overachieved compared to the budget;
- a Net income of 272 million euros, at constant exchange rates and scope, for a maximum objective of 235 million euros. The achievement rate of this objective was 100% of the maximum, with this indicator also having overachieved compared to the budget.

The Board of Directors noted that the individual portion amounted to 354,113 euros (for a potential maximum amount of 498,750 euros, which represents 71.0% of this amount).

After assessing the level of achievement of individual objectives, the Board of Directors defined them as follows:

- The achievement rate for the "**Deployment of the strategy**" objective was 83.3% of the maximum amount. The Capital Markets Day (CMD) associated with the launch of Lynxeo and the sale of Amercable was successful. The sale of Amercable was completed and closed at

$285 million. Lynxeo's were fully carved-out as planned for December 2024 and non-electrification activities started the second phase of the divestment process;

- The achievement rate for the “**Operational efficiency**” objective was 77.8% of the maximum amount. Industry 4.0 associated with automation has been deployed with Schneider Electric in 65% of our plants Electrification. G&T faced difficulties and delays on two projects that were resolved in 2024. Quality systems are getting very robust and will bring stability in 2025. Successful integration of Reka and the integration of LTC is running as per target and timing;

- The achievement rate for the “**Culture and Engagement**” and “**Deployment of the ESG policy**” objective was 56.7% of the maximum amount.

  Culture & Engagement

  Following the CMD, the new organization was launched with the creation of market divisions and the reinforcement lift up of key regions at the Executive Committee. For the first time in Nexans' history, the Management Committee reinforced its international diversity, with 8 nationalities in 6 different locations. Nexans is behind schedule in deploying the new culture. Nevertheless, the work with sociologists kept going all year long, and the employee engagement increased by gained 10 points in France. Each factory created its movie on its history to anchor its DNA & will launch workshops with operators to think of future investments. Nexans also continues to maintain a solid and constructive social dialogue with its social partners.

  Deployment of the ESG policy

  Nexans is at the same level as 2023 on LTI. Newly integrated companies (LTC, Reka) are increasing upward the LTI ratio despite an overall improvement in the Group's historical plants. In 2024, Nexans counted 18 E3-qualified sites (Lima, Nar Ibrahim, Santiago, Weyburn, Erembodegen, La Verpillière, Donchery). The overall gender diversity progressed by 0.4% to reach 16.8% despite a slight decrease of women in top management (16.4%).

  The total amount of the variable portion as determined by the Board in respect of 2024 therefore amounted to 1,280,363 euros, which represents 89.9% of the maximum amount.

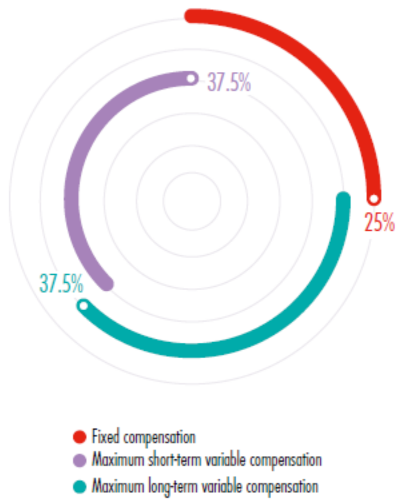
  Payment of the Chief Executive Officer’s variable compensation is subject to approval by the 2025 Annual Ordinary Shareholders’ Meeting.

3. 2025 compensation of Christopher Guérin, Chief Executive Officer

The structure of the compensation of Christopher Guérin as Chief Executive Officer (CEO) was reviewed on February 14th, 2024, and approved at the Shareholders' Meeting on May 16th, 2024. Pursuant to the compensation policy for executive corporate officers, the compensation of Christopher Guérin was remained unchanged for a period of three years, from 2021 to 2023.

The 2025 compensation policy was reviewed by the Compensation Committee during three meetings between October 2024 and February 2025, before being proposed and approved by the Board of Directors. At its meeting of February 18, 2025, the Board of Directors, on the recommendation of the Compensation Committee, set the new compensation policy for 2025 for Christopher Guérin in line with the compensation policy approved in 2024 and in line with the “Sparking Electrification” strategic plan announced on November 13th, 2024 during the Capital Markets Day.

On the recommendation of the Compensation Committee, the Board of Directors decided to maintain the compensation structure approved by the Shareholders’ Meeting of May 16th, 2024, ensuring the balance of short-term and long-term variable compensation. The portion of the fixed, maximum short-term variable and maximum long-term variable components (excluding exceptional compensation) in the Chief Executive Officer's (CEO) total compensation is the following:



Fixed compensation

At its meeting of February 18th, 2025, the Board of Directors set the fixed compensation of Christopher Guérin at 950,000 euros for 2025. This compensation, reviewed on February 14th, 2024 and approved by the Shareholders’ Meeting of May 16th, 2024, remains unchanged in 2025. Pursuant to the compensation policy, it is only reviewed every three years.

Variable compensation

At its meeting of February 18, 2025, the Board of Directors set the structure and objectives of Christopher Guérin’s annual variable compensation for 2025. The target rate of the annual variable compensation remains unchanged at 100% of the annual fixed compensation. The annual variable compensation may vary from 0% to 150% of the fixed annual compensation according to the achievement of demanding objectives set by the Board of Directors. This is made of collective objectives representing 65% of the target variable compensation and individual objectives representing 35%.

Target amounts for the selected objectives are those of the 2025 budget approved by the Board of Directors. All targets are set with a minimum and maximum threshold in order to ensure that performance is appropriately rewarded.

Variable compensation structure and objectives

The Board of Directors decided, on the recommendation of the Compensation Committee, to revise the indicators of the collective portion as well as their breakdown in order to ensure the alignment of

The Board of Directors decided, on the recommendation of the Compensation Committee, to revise the indicators of the collective portion as well as their breakdown in order to ensure the alignment of the Chief Executive Officer's (CEO) annual variable compensation with Nexans' ambitions for 2028 as communicated on November 13th, 2024 through "Sparking Electrification", the third phase of its long-term strategy to build the global pure player in electrification.

The Board of Directors has decided to include the criterion of organic growth in the annual variable compensation. This organic growth criterion expressed in percentage of growth, aligned with the Group's long-term strategy, aims at ensuring its operational implementation.

In 2025, the collective portion of the annual variable compensation is then made up of five criteria: organic growth expressed as a percentage of growth, ROCE, EBITDA, free cash flow and net income expressed in euros. Minimum and maximum targets are defined by the Board of Directors in absolute value within predefined brackets set for each indicator and aligned with the annual budget approved by the Board of Directors. For confidentiality reasons, Financial annual targets are disclosed within the ex-post compensation. Bonus payment trigger threshold may not be lower than 50% of the organic growth target, 90% of the ROCE, EBITDA and net income targets, and 80% of the Free Cash Flow target. In the event of outperformance, the bonus payment threshold may not exceed 150% of the organic growth target, 110% of the ROCE, EBITDA and net income targets, and 120% of the FCF target. Below the trigger threshold, no bonus is paid out, then the bonus follows a linear interpolation from 0% to 150% of the basic salary between the respective minimum and maximum thresholds is followed.

The individual objectives and their respective weighting for 2025 are as follows:

Criteria	Weighting	Minimum	Target	Maximum
Collective objectives	**65%**	**0% of target compensation**	**100% of target compensation**	**150% of target compensation**
Organic growth (in %)	10%	50%	Budget	150%
ROCE (in %)	20%	90%	Budget	110%
EBITDA (in €M)	30%	90%	Budget	110%
Net income (in €M)	10%	90%	Budget	110%
Free Cash Flow (in €M)	30%	80%	Budget	120%
Individual objectives	**35%**	**80% of target compensation**	**100% of target compensation**	**150% of target compensation**
Deployment of the strategy	30%	Quantitative and qualitative objectives set by the Board of Directors		
Operational efficiency	40%	Quantitative and qualitative objectives set by the Board of Directors		
Culture, engagement and deployment of the ESG Policy	30%	Quantitative and qualitative objectives set by the Board of Directors		

Figure 3: Short-term variable structure.

In the event of a significant change in the Group's reporting structure, the Board may decide to adjust these criteria accordingly.

The individual objectives and their respective weighting for 2025 are as follows:

- **Strategy deployment – 30%:**
  - Organic: deployment of the CMD 2025-2028 through the launch of new offers and a growth above +3%,
  - Inorganic: divestment of non-electrification activities upon approval by the Board of Directors: close 1 or 2 divestment before the year end;
  - Conduct the necessary postmortem analysis to ensure value creation;

- **Operational efficiency – 40%:**

- Success of the new organization through the new PWR-Transmission team, synergies between market divisions and regions,
- Deployment of the Group's industrial strategy with the reinforcement of Industry 4.0. Reach 85% of industrial sites,
- PWR-Transmission execution and quality performance. Ensure an order book 6 billion euros and above. Implement required actions to reach 90% of the budget to prevent the risk of project delays
- Integration of acquisitions: Achieve €20m in synergies with LTC

- **Culture, engagement and deployment of the ESG Policy – 30%:**

  Culture and engagement
  - Succession planning for the key critical positions for the Group
  - Deployment and adoption of the new culture (leadership model and associated behaviors)
  - Roll-out the E3 leadership development program

  Deployment of the ESG Policy
  - Safety: workplace frequency rate (FR1: 0.9 at constant perimiter taking into account the impact of M&A)
  - E3 Leadership: 20% sites are E3 compatible, new training dedicated to E3 in place. Climate strategy aligned with target
  - Diversity: 22% women in top management positions and 18% for all Group employees (excluding harnesses)

These objectives were set in line with the Group's strategy and approved on the basis of the projected budget as reviewed by the Board of Directors on January 14th, 2025. Collective and individual objectives were set by the Board of Directors on February 18th, 2025.

Payment of annual variable compensation will be subject to the approval at the 2026 Shareholders' Meeting of the resolution related to the total compensation and benefits-in-kind paid in 2026 or granted to the Chief Executive Officer (CEO) for 2025 in accordance with Article L.225-100 of the French Commercial Code.

4. Long term compensation of the Chief Executive Officer: vesting of shares under the performance shares plan n°21 of Mars 18th, 2021

The Board of Directors took note of the findings made by the Compensation Committee on the partial fulfilment of the performance conditions for the definitive vesting of the shares granted to Christopher Guérin as Chief Executive Officer, under long-term incentive plan no. 21 of March 18th, 2021. Depending on the level of performance achieved at the end of the vesting period, the number of shares vested by the Chief Executive Officer could vary between 0 and a maximum of 20,000.

The Board of Directors noted the findings of the Remuneration Committee on the achievement of the performance conditions as follows:

- As regards the TSR condition, Nexans TSR performance is ranked 7th. The level reached is such that none of the shares are definitively vested.

- As regards the Free Cash Flow condition, the level of EUR 393 M is such that 100% of the shares are definitively vested under this condition.

- In 2024, Nexans has achieved 10 out of 15 CSR objectives. As a result, 70% of the shares granted under the CSR performance condition vested.

Given the level of achievement of the above performance conditions, 54% of the performance shares initially granted vested definitively on March 18th, 2025. Following the determination by the Compensation Committee that the performance conditions had been partially met, the Board of Directors noted that the number of shares definitively vested by Christopher Guérin on March 18th, 2025 is 54% of the shares initially granted under performance share plan no. 21 of March 18th, 2021. Consequently, the number of shares definitively vested by Christopher Guérin is 10,800, representing 54% of the maximum.

5. Long-term compensation of the Chief Executive Officer: vesting of shares under performance share plan no. 21A of September 30th, 2021 linked to the “Winds of Change” 2021-2024 strategic plan

The Board of Directors took note of the findings made by the Compensation Committee on the partial fulfilment of the performance conditions for the definitive vesting of the shares granted to Christopher Guérin as Chief Executive Officer, under long-term incentive plan no. 21A of September 30th, 2021 linked to the “Winds of Change” 2021-2024 strategic plan. Depending on the level of performance achieved at the end of the vesting period, the number of shares vested by the Chief Executive Officer could vary between 0 and a maximum of 11,000.

The Board of Directors took note of the findings made by the Compensation Committee of the fulfilment of the performance conditions as follows:

- As regards the TSR condition, Nexans TSR performance is ranked 8th. The level reached is such that none of the shares are definitively vested.
- As regards the portfolio rotation, the electrification rate of 76.5% is such that 50% of the shares are definitively vested under this condition.
- As regards the EBITDA margin condition, the level of 10.9% (at constant rate – LCE21) is such that 90% of the shares are definitively vested under this condition.
- As regards the EBITDA for Electrification activities condition, the level of EUR 600 M is such that 150% of the shares are definitively vested under this condition.
- As regards the Normalized Cash Conversion Ratio (NCCR) condition, the level of 61% is such that 100% of the shares are definitively vested under this condition.

Given the level of achievement of the above performance conditions, 76% of the performance shares initially granted vested definitively on March 17th, 2025. Following the determination by the Compensation Committee that the performance conditions had been partially met, the Board of Directors noted that the number of shares definitively vested by Christopher Guérin on March 17th,2025 is 76% of the shares initially granted under performance share plan no. 21A of September 30th, 2021 linked to the “Winds of Change” 2021-2024 strategic plan. Consequently, the number of shares definitively vested by Christopher Guérin is 8,360, representing 76% of the maximum.

6. Grant of performance shares to the Chief Executive Officer on March 21st, 2025

In accordance with the Group's long-term compensation policy and with the authorizations given by the Annual Shareholders' Meeting of May 16th, 2024 in its 19th and 20th resolutions, upon proposal by the Compensation Committee, the Board of March 21st, 2025 has adopted a long-term compensation plan n°25 in the form of a performance shares and restricted (free) shares plan for Group's corporate officer, top managers and key talents.

The main characteristics of this plan were presented to Shareholders in the notice of the Shareholders' Meeting of May 16th, 2024, within the limits of 330,000 performance shares for executive officers and main managers of the Group, and 50,000 free shares for high-potentials, and will be detailed in the notice of the Shareholders' Meeting of May 15th, 2025, in particular its scope, rules of allocation and performance conditions to be satisfied for vesting of the performance shares.

On the basis of the May 16th, 2024 shareholders' decision, the Board has decided in particular to grant to the Chief Executive Officer 19,000 performance shares (less than 6% of the envelope of total allocation number of performance shares authorized by the Shareholders' Meeting), which vesting is subject to the fulfilment of three performance conditions.

The performance conditions applicable to all beneficiaries of performance shares, including the Chief Executive Officer, are the following:

- **40%** of the performance shares awarded to the Chief Executive Officer (CEO) for 2025 will be subject to a vesting condition based on the Nexans' relative performance of the **Total Shareholder Return (TSR)**.

  On the recommendation of the Remuneration Committee, the Board of Directors has decided to change the way the external performance condition is measured for the long-term remuneration scheme. This external performance condition will be measured with a combined TSR performance, compared with a panel of 9 companies (the only criteria of TSR performance in previous plans), and with the Eurostoxx 600 industrial goods & services.

  This decision to move towards a combined TSR reflects the willingness of the Board of Directors to structure, for the CEO and the Group's key managers, a more balanced remuneration between the recognition of the Group's economic performance and shareholder return performance, while still being highly demanding. Changes in the economic landscape and in capital operations limit the possibility of measuring the relative TSR performance in a stable and reliable manner, and prompt to broaden the basis of comparison for stock market performance. A detailed benchmark analysis of SBF120 companies shows that a large proportion of companies that measure external performance against an Index. Nevertheless, it is important for Nexans to maintain a basis for industry segment comparison with a selected panel and an industrial segment index, the Eurostoxx 600 industrial Goods & Services. With 40% of shares allocated as part of long-term remuneration based on relative TSR performance, Nexans maintains a high standard of long-term remuneration. For a balanced remuneration policy, the Board of Directors has decided to allocate TSR performance with 30% of performance measured against the panel (TSR-Panel) and 70% of performance measured against an index (TSR-Index)". No shares can be vested with a TSR performance lower than the median of the panel and lower the index performance.

  For the considered period, the TSR corresponds to the increase in the share price plus the dividend per share. The increase in the share price is measured by comparing the average opening price and index values for the three months preceding the share grant with the averaged TSR for the three months preceding the end of the performance assessment period.

The number of definitely vested shares will be determined based on the following scale:

Performance achieved by Nexans compared to the TSR of the panel	% of shares vested for 30% of the stock market performance condition
1st rank	100%
2nd rank	90%
3rd rank	80%
4th rank	70%
5th rank	60%
Below the 5th rank	0%

Performance achieved by Nexans compared to the TSR of the index	% of shares vested for 70% of the stock market performance condition
≥ 140%	100%
≥ 130%	90%
≥ 120%	80%
≥ 110%	70%
≥ 100%	60%
< 100%	0%

- **40%** of the performance shares awarded in 2025 will be subject to a financial performance condition based on the **EBITDA**, assessed at December 31st, 2027, with a minimum level of Free Cash Flow conversion at the end of 2027. In the event of a significant change in the Group's reporting structure, the Board of Directors may decide to adjust the operating margin and capital employed to take account of this change;

Level of adjusted EBITDA for the 2027 financial year if the cash conversion ratio is greater than 30%	Percentage of shares vested under this conditions
≥ 1 030 €M	100 %
≥ 1 020 €M	90%
≥ 1 010 €M	80%
≥ 1 000 €M	70%
≥ 990 €M	60%
≥ 980 €M	50%
< 980 €M	0%

- **20%** of the performance shares awarded in 2025 will be subject to a performance condition linked to the **Group's CSR ambitions**, assessed at December 31st, 2027, as set out in the roadmap for 2025-2028.

		2027 Targets
ENVIRONMENT		
Focus on Decarbonization	Reduction of GHG emissions (respectively scopes "1 & 2"[1] et "3"[2] full scope)	39% 29,4%
Focus on Circular Economy	Copper recycled content[3]	21%
Transition énergétique	% of sales covered by a PEP (Product Environmental Profile)[4]	53%
ENGAGEMENT		
Focus on a Safe workplace	Total Recordable Incident Rate (LTI/MTI)[5]	6.3
Focus on People engagement	Gender diversity in graded positions[6]	30%
	NLV Engagement[7]	≥ 78%
ECOSYSTEMS		
Focus on Business Ethic	Completion rate of Compliance awareness trainings[8]	100%
Focus on CSR risks on the value chain	Supplier CSR net risk[9]	1.15

1. *Greenhouse Gas (GHG) emissions for scopes 1 and 2, as defined by the GHG protocol – ghgprotocol.org. The targets are based on the reduction of emissions of 2019, the base year and SBTi commitment. In accordance with SBTi, targets may be revised after 5 years or if a significant event, such as an acquisition or divestment, has an impact of +/-5% on the company's greenhouse gas emissions trajectory.*
2. *Greenhouse Gas (GHG) emissions for part of scope 3 relating to SBTi perimeter, as defined by the GHG protocol – ghgprotocol.org. The targets are based on the reduction of emissions of 2019, the base year and SBTi commitment. In accordance with SBTi, targets may be revised after 5 years or if a significant event, such as an acquisition or divestment, has an impact of +/-5% on the company's greenhouse gas emissions trajectory.*
3. *Percentage of total quantity of recycled copper tonnage used in metallurgy productions out of total copper tonnage in metallurgy productions. Are considered tonnages entering casting unit, including production in tolling. Recycled copper equals to tonnage scrap plus recycled content of cathodes and cathode recycled content is based on written supplier auto-declaration.*
4. *Percentage of sales covered by a third party verified Valid PEP out of total of D&U sales. In case of a significant event such as M&A or divestiture, this objective might be revised to reflect the Company performance at constant perimeter.*
5. *Total number of recorded LTI and MTI defined as FR2 based on the electrification scope. In case of a significant event such as M&A or divestiture, this objective might be revised to reflect the Company performance at constant perimeter.*
6. *Gender parity in management positions. Number of women in graded positions / Total number of graded positions. In case of a significant event such as M&A or divestiture, this objective/evaluation might be revised to reflect the Company performance at constant perimeter.*
7. *Engagement score from the Nexans employee engagement survey (Nexans Living Voices). The engagement index is a composite index made of a combination of annually defined questions from the annual NLV survey deemed reflective and predictive of engagement. In case of a significant event such as M&A or divestiture, this objective/evaluation might be revised to reflect the Company performance at constant perimeter.*
8. *Completion rate of target population, as yearly defined in the Compliance Training Strategy of the Group, having covered yearly e-learning training courses related to topics that can include, for example: anti-corruption, conflict of interest, competition law, harassment and discrimination or internal alerts systems.*
9. *Suppliers CSR net risk based on category / country risk and supplier vulnerability, applied to Nexans CSR critical categories and weighted by spend.* at constant LME - *In case of a significant event such as M&A or divestiture, this objective/evaluation might be revised to reflect the Company performance at constant perimeter.*

The number of shares definitely vested will be determined based on the following scale:

Average of objectives achievements	Percentage of vesting for the number of shares subject to that condition
100%	100 %
70% - 100%	Linear interpolation from 70% to 100%
Below 70%	0%

100% of the shares allocated subject to the CSR performance condition will be vested if all the CSR objectives are achieved at 100%, with a minimum average level of achievement of 70%, and will follow a linear progression between 70% and 100%. If an objective is achieved by more than 100%, the objective will be considered as 100% achieved. Each of the criteria making up the CSR Performance Condition is given the same weighting in the level of the CSR Index achieved at the end of the applicable performance period.

Depending on the level of performance acknowledged at the end of the vesting period at March 21st, 2029, the number of shares vested for the CEO will vary between 0 and a maximum of 19,000.

The granting of these shares to the company's CEO complies with the AFEP-MEDEF Code and with the characteristics set out in the compensation policy for executive officers (published in full on the Company's website: www.nexans.com) as follows:

Performance conditions	Vesting of the performance shares is subject to formal acknowledgment by the Compensation Committee that the performance conditions set by the Board at the grant date have been met.
Obligation to retain shares	The CEO is required to retain as registered shares until the cessation of his functions 25% of the performance shares definitively vested, with a minimum of 15,000 shares as set by the Board of Directors, without prejudice to any decision otherwise taken by the Board with regard to his situation, and in particular in the light of the objective of retaining an increasing number of shares vested in this way.
Prohibition of hedging instruments	Performance shares granted to the CEO may not be hedged until the end of the retention period determined by the Board of Directors.
Recommended "black out" periods	Group procedure on insider trading.

7. Long-term share-based compensation scheme in connection with the "Sparking Electrification" strategic plan (2025-2028)

On November 13th, 2024, at its Capital Markets Day 2024, Nexans presented its strategic plan and the Group's ambitions for the period 2025-2028. This new strategic roadmap is focused on strengthening its position in the electrification markets, through innovative solutions and new market segments. This Strategic Long-Term Incentive Plan aims at supporting the growth of the Group's financial performance, including an adjusted EBITDA target of 1,150 million euros by 2028. Considering that achieving these ambitious targets will require an outstanding commitment of the Executive Committee and key leaders for the Group, the Board of Directors is willing to set up a specific Long-Term Incentive Plan, based on the allocation of performance shares such as the 2021 Strategic Long-Term Incentive supporting the strategy "Winds of change". This plan, the "Strategic

Long-Term Incentive Plan”, applies to about 50 beneficiaries, including the Chief Executive Officer and the Executive Committee.

The Performance shares of the Long term Strategic Plan are granted pursuant to the 21st resolution adopted by the Annual Shareholder meeting of May 16th, 2024. This resolution authorized the Board of Directors to grant performance shares, up to a maximum of 130,000 shares to the purpose of a special Long-Term incentive plan based on the new Long-Term Strategy. At its meeting of March 21st, 2025, the Board of Directors set the performance conditions for the Strategic Long-Term Incentive Plan to be achieved by the end of 2028, with the aim of reinforcing the managers alignment with shareholders' interests in line with the strategic plan : “Sparking Electrification”.

- 10% of performance shares will be subject to a performance condition based on a ROCE condition in alignment with the 2028 ambition. This ROCE criteria illustrates the Group operational efficiency. Vesting 100% of the performance shares related to this condition requires the achievement of a ROCE of 20% by December 31st, 2028.

- 20% of performance shares will be subject to a performance condition based on organic growth targets of the Group's electrification activities. Vesting 100% of the performance shares related to this condition requires an average annual growth rate (CAGR) in the Group's electrification activities of +4% from 2025 to 2028.

- 20% of performance shares will be subject to a performance condition based on an adjusted EBITDA target. Vesting 100% of the performance shares related to this condition requires an adjusted EBITDA of €1,150 million by the end of end 2028, meaning more +40% from 2024.

- 20% of performance shares will be subject to a performance condition based on a Free Cash Flow conversion rate. Vesting 100% of the performance shares related to this condition requires cash conversion rate of 45%.

- 30% of performance shares will be subject to a combined stock market performance condition consisting in measuring Nexans' Total Shareholder Return (TSR) compared with a panel of comparable companies (30%) and compared with the Eurostoxx 600 Industrial index (70%) over the performance measurement period. No shares may be vested for a lower TSR performance of Nexans than the panel median and than the index performance.

The number of shares definitively vested will be determined as follows:

ROCE

10%

Achievements	Vesting
21.00%	150%
20.80%	140%
20.60%	130%
20.40%	120%
20.20%	110%
20.00%	**100%**
19.80%	90%
19.60%	80%
19.40%	70%
19.20%	60%
19.00%	50%
	0%

Organic Growth*

20%

Achievements	Vesting
5.00%	150%
4.80%	140%
4.60%	130%
4.40%	120%
4.20%	110%
4.00%	**100%**
3.80%	90%
3.60%	80%
3.40%	70%
3.20%	60%
3.00%	50%
	0%

**Standard sales excluding metallurgy*

EBITDA

20%

Achievements	Vesting
1200 €M	**150%**
1190 €M	140%
1180 €M	130%
1170 €M	120%
1160 €M	110%
1150 €M	**100%**
1140 €M	90%
1130 €M	80%
1120 €M	70%
1110 €M	60%
1100 €M	50%
	0%

Free Cash Flow

20%

Achievements	Vesting
50%	**150%**
49%	**140%**
48%	**130%**
47%	**120%**
46%	**110%**
45%	**100%**
44%	90%
43%	80%
42%	70%
41%	60%
40%	50%
	0%

TSR performance vs index

30%

Panel (30%)

Achievements	Vesting
Rank 1	100%
Rank 2	90%
Rank 3	80%
Rank 4	70%
Rank 5	60%
<Rank 5	0%

Euro Stoxx 600 Industrial (70%)

Achievements	Vesting
≥140%	100%
≥130%	90%
≥120%	80%
≥110%	70%
≥100%	60%
<100%	0%

The allocation of shares to the Chief Executive Officer is conditional on the adoption of the 2025 compensation policy for the Chief Executive Officer by the Annual Shareholder Meeting of May 15th, 2025. On the recommendation from the Compensation Committee, the Board of Directors decided to grant 26,000 shares to the Chief Executive Officer, being the maximum authorized by the 21st resolution adopted by the Annual Shareholders Meeting on May 16th, 2024.

The granting of these shares to the company's Chief Executive Officer complies with the AFEP-MEDEF Code and with the characteristics set out in the compensation policy for executive officers (published in full on the Company's website: www.nexans.com) as follows:

Performance conditions	Vesting of the performance shares is subject to formal acknowledgment by the Compensation Committee that the performance conditions set by the Board at the grant date have been met.
Obligation to retain shares	The CEO is required to retain as registered shares until the cessation of his functions 25% of the performance shares definitively vested, with a minimum of 15,000 shares as set by the Board of Directors, without prejudice to any decision otherwise taken by the Board with regard to his situation, and in particular in the light of the objective of retaining an increasing number of shares vested in this way.
Prohibition of hedging instruments	Performance shares granted to the CEO may not be hedged until the end of the retention period determined by the Board of Directors.
Recommended "black out" periods	Group procedure on insider trading.