



## **ArcelorMittal**

*Société anonyme*

**Registered office:**

**24-26, boulevard d'Avranches, L-1160 Luxembourg**

**Grand-Duchy of Luxembourg**

**R.C.S. Luxembourg B 82.454**

### **CONVENING NOTICE**

The shareholders of ArcelorMittal, *société anonyme* (the "**Company**")

are invited to participate at the

**Annual General Meeting**

**and Extraordinary General Meeting**

**of Shareholders (the "General Meetings")**

on 4 May 2022 at 3:00 p.m. CET

to deliberate on the following matters set out below.

A virtual questions and answers session for shareholders will take place at 2:00 p.m. (CET) on 4 May 2022

**Disclaimer:**

*In view of the Covid-19 outbreak, ArcelorMittal is taking precautionary measures to limit the exposure for its employees, shareholders and other stakeholders. Given the current outbreak of this coronavirus, the Board of Directors of ArcelorMittal decided to hold this year's General Meetings without a physical presence, as permitted by Luxembourg law. In view thereof, arrangements are made to provide for the opportunity for shareholders to vote electronically, and by proxy voting (please refer to practicalities described at the end of this notice).*

**Agenda and Proposed Resolutions of the Annual General Meeting**

**1. Presentation of the management report of the board of directors of the Company (the "Board of Directors") and the reports of the independent auditor on the financial statements of the Company (the "Parent Company Financial Statements") and the consolidated financial statements of the ArcelorMittal group (the "Consolidated Financial Statements") for the financial year 2021 in each case prepared in accordance with the International Financial Reporting Standards ("IFRS") as adopted by the European Union.**

**2. Approval of the Consolidated Financial Statements for the financial year 2021**

*Draft resolution (Resolution I)*

The Annual General Meeting, after having reviewed the management report of the Board of Directors and the report of the independent auditor, approves the Consolidated Financial Statements for the financial year 2021 in their entirety, showing a consolidated net income of USD 15,565 million.

**3. Approval of the Parent Company Financial Statements for the financial year 2021**

*Draft resolution (Resolution II)*

The Annual General Meeting, after having reviewed the management report of the Board of Directors and the report of the independent auditor, approves the Parent Company Financial Statements for the financial year 2021 in their entirety, showing a net income of USD 13,318 million for the Company as parent company of the ArcelorMittal group, as compared to the consolidated net income of USD 15,565 million, in both cases established in accordance with IFRS as adopted by the European Union.

**4. Allocation of results and determination of the dividend and the remuneration of the members of the Board of Directors in relation to the financial year 2021**

*Draft resolution (Resolution III)*

The Annual General Meeting acknowledges the net income of USD 13,318 million and that no allocation to the legal reserve or to the reserve for treasury shares is required.

On this basis the Annual General Meeting, upon the proposal of the Board of Directors, decides to pay a dividend out of the distributable results consisting in profit brought forward and profit for the year.

The Annual General Meeting acknowledges that a dividend of USD 0.38 (gross) per share will be paid on 10 June 2022.

The Annual General Meeting, upon the proposal of the Board of Directors, sets the amount of total remuneration for the Board of Directors in relation to the financial year 2021 at EUR 1,605,093 (USD 1,817,929)<sup>1</sup>.

*Draft resolution (Resolution IV)*

Considering Resolution III above, the Annual General Meeting, upon the proposal of the Board of Directors, decides to allocate the results of the Company based on the Parent Company Financial Statements for the financial year 2021 as follows:

Net income for the year	USD 13,317,614,609
Profit brought forward (Report à nouveau)	USD 33,979,364,658
Results to be allocated and distributed	USD 47,296,979,267
Allocation to the legal reserve	--
Directors' remuneration for the financial year 2021 (as per Resolution III, above)	USD 1,817,929
Dividend of USD 0.38 (gross) per share relating to the financial year 2021 <sup>2</sup>	USD 346,139,417
Profit carried forward	USD 46,949,021,921

## 5. Resolutions concerning the Remuneration Report for the year 2021

### *Background*

ArcelorMittal has prepared a remuneration report for 2021 as required by the Shareholders Right Directive II (Directive (EU) 2017/828) as implemented by Luxembourg law on 1 August 2019 (the "**Shareholders' Rights Law**"), (the "**Remuneration Report**"). The Remuneration Report which includes the remuneration policy and certain additional information is set out in the Company's "Remuneration Report 2021 – Senior Management".

As required by the Shareholders' Rights Law, the Remuneration Report is submitted to an advisory vote at the Annual General Meeting.

A copy of the Company's Remuneration Report 2021–Senior Management which includes the remuneration policy is available on the Company's website [www.arcelormittal.com](http://www.arcelormittal.com) under "Investors – Equity Investors – Shareholders events – AGM – General Meetings of shareholders, 4 May 2022"

### *Draft resolution (Resolution V)*

The Annual General Meeting decides by an advisory vote to approve the Remuneration Report of the Company for 2021.

### *Draft resolution (Resolution VI)*

Based on Resolution III, allocating the amount of total remuneration for the Board of Directors in relation to the financial year 2021 at EUR 1,605,093 (USD 1,817,929), the Annual General Meeting approves the following annual fees per function that directors hold as well as the remuneration of the Chief Executive Officer ("**CEO**"):

- Basic director's remuneration: EUR 158,095 (USD 179,058);
- Lead Independent Director's remuneration: EUR 222,985 (USD 252,553);

<sup>1</sup> These figures and those set out in Resolution VI are based on the EUR/USD exchange rate on 31 December 2021.

<sup>2</sup> Based on 910,893,202 shares in issue at 31 December 2021 net of treasury shares held by the Company. Dividends will be paid on 10 June 2022, resulting in a total annualized cash dividend per share of USD 0.38.

- Additional remuneration for the Chair of the Audit and Risk Committee: EUR 30,675 (USD 34,743);
- Additional remuneration for the other Audit and Risk Committee members: EUR 18,877 (USD 21,380);
- Additional remuneration for the Chairs of the other committees: EUR 17,697 (USD 20.044);
- Additional remuneration for the members of the other committees: EUR 11,798 (USD 13.363);
- Additional remuneration for the Chair of the special committee: EUR 12,500 (USD 14,158);
- Additional remuneration for the members of the special committee: EUR 10,000 (USD 11,326); and
- CEO remuneration: EUR 1,508,404 (USD 1,783,285)

## **6. Discharge of the members of the Board of Directors**

### *Draft resolution (Resolution VII)*

The Annual General Meeting decides to grant discharge to the members of the Board of Directors in relation to the financial year 2021.

## **7. Election of members of the Board of Directors**

### *Background*

The Company places a strong emphasis on corporate governance and its Board of Directors is currently composed of 11 directors, of which 7 are independent directors. Its governance structure is enhanced by the leadership provided by Mr. Bruno Lafont as the Lead Independent Director.

This year, the mandate of each of the two following directors will come to an end on the date of this Annual General Meeting: Mrs. Vanisha Mittal Bhatia and Mr. Karel De Gucht.

After consideration of the above, as well as the individual qualifications and experience of each of the proposed nominees to the Board of Directors and their contributions to the Board of Directors, the Board of Directors concluded that Mrs. Vanisha Mittal Bhatia and Mr. Karel De Gucht should be re-elected as members of the Board of Directors for another three-year term.

The biographical information of the two directors proposed for re-election is available on [www.arcelormittal.com](http://www.arcelormittal.com) under "Investors – Equity investors – Shareholders events – AGM – General Meetings of shareholders, 4 May 2022".

### *Draft resolution (Resolution VIII)*

The Annual General Meeting re-elects Mrs. Vanisha Mittal Bhatia as director of ArcelorMittal for a three-year mandate that will automatically expire on the date of the annual general meeting of shareholders to be held in 2025.

### *Draft resolution (Resolution IX)*

The Annual General Meeting re-elects Mr. Karel De Gucht as director of ArcelorMittal for a three-year mandate that will automatically expire on the date of the annual general meeting of shareholders to be held in 2025.

## **8. Renewal of the authorisation of the Board of Directors of the Company and of the corporate bodies of other companies in the ArcelorMittal group to acquire shares in the Company**

## *Background*

Following publication of its fourth quarter and full year 2021 results via its press release dated 10 February 2022 indicating that ArcelorMittal expects strong cash flow generation in 2022 (based on then applicable market conditions), ArcelorMittal announced on 11 February 2022 a new share buyback program in the amount of USD1 billion (the “**Program**”) under the authorisation given by the annual general meeting of shareholders of 8 June 2021 (the “**2021 AGM**”). The Program is expected to be completed during the first half of 2022, subject to market conditions. The detailed press release is available on [www.arcelormittal.com](http://www.arcelormittal.com) under “Media - Press Releases”.

To be able to implement share buyback programs going forward, the Company proposes (a) to cancel its existing share buyback authorisation granted to the Board of Directors by the 2021 AGM with respect to share buyback programs and (b) to provide a new share buyback authorisation valid until the end of the annual general meeting of shareholders to be held in 2023 (the “**2023 AGM**”) or until the date of its renewal by a resolution of the general meeting of shareholders if such renewal date is prior to the 2023 AGM in such manner that the shares held by the Company do not in any event exceed 10% of the Company’s issued share capital.

The purpose of the proposed resolution is mainly to be able to implement the announced share buyback program and any other such program(s) to be announced thereafter, and to a lesser degree, to service existing commitments of the Company relating to its Mandatory Convertible Notes issued in 2020 and the Long-Term Incentive Plan. The Company has no intention to keep more than 10% of the Company’s issued share capital in the form of treasury shares and intends to cancel treasury shares in excess of such percentage.

### *Draft resolution (Resolution X)*

The Annual General Meeting decides (a) to cancel with effect as of the date of this Annual General Meeting the authorisation granted to the Board of Directors by the 2021 AGM with respect to the share buyback program, and (b) to authorise, effective immediately after this Annual General Meeting, the Board of Directors of the Company, with option to delegate, and the corporate bodies of the other companies in the ArcelorMittal group to acquire and sell shares in the Company in accordance with the Luxembourg law of 10 August 1915 on commercial companies, as amended (the “Law”) and any other applicable laws and regulations, including but not limited to entering into off-market and over-the-counter transactions and to acquire shares in the Company through derivative financial instruments.

The present authorisation is valid until the end of the 2023 AGM or until the date of its renewal by a resolution of the general meeting of shareholders if such renewal date is prior to the 2023 AGM.

The maximum number of shares that may be acquired under the authorisation may not in any event exceed 10% of the Company’s issued share capital.

The maximum number of own shares that ArcelorMittal may hold at any time directly or indirectly may not have the effect of reducing its net assets (“actif net”) below the amount mentioned in paragraphs 1 and 2 of Article 461-2 of the Law.

The purchase price per share to be paid shall not exceed 110% of the average of the final listing prices of the 30 trading days preceding the three trading days prior to each date of repurchase and shall not be less than one euro cent.

The final listing prices are those on the Euronext markets where the Company is listed or the Luxembourg Stock Exchange, depending on the market on which the purchases are made.

For off-market transactions, the maximum purchase price shall be 110% of the reference price on the Euronext markets where the Company is listed. The reference price will be deemed to be the average of the final listing prices per share on these markets during thirty (30) consecutive days on which these markets are open for trading preceding the three trading days prior to the date of purchase. In the event of a share capital increase by incorporation of reserves or issue premiums and the free allotment of shares as well as in the event of the division or regrouping of the shares, the purchase price indicated above shall be adjusted by a multiplying coefficient equal to the ratio between the number of shares comprising the issued share capital prior to the transaction and such number following the transaction.

All powers are granted to the Board of Directors, with the power to delegate, to ensure the implementation of this authorisation.

## 9. Appointment of an independent auditor in relation to the Parent Company Financial Statements and the Consolidated Financial Statements for the financial year 2022

### *Draft resolution (Resolution XI)*

The Annual General Meeting decides to appoint Ernst & Young, *société à responsabilité limitée*, with registered office at 35E, Avenue John F. Kennedy, L-1855 Luxembourg, Grand-Duchy of Luxembourg, as independent auditor to perform the independent audit of the Parent Company Financial Statements and the Consolidated Financial Statements regarding the financial year 2022.

## 10. Authorisation of grants of share-based incentives

### *Background*

The Executive Chairman and the CEO of the Company (jointly, the “**Executive Office**”) will be eligible for Performance Share Unit (“**PSU**”) grants under the Performance Share Unit Plan (the “**Executive Office PSU Plan**”). The Executive Office PSU Plan is designed to enhance the long-term performance of the Company and align the members of the Executive Office to the Company’s objectives. The Executive Office PSU Plan complements ArcelorMittal’s existing program of annual performance-related bonuses which is the Company’s reward system for short-term performance and achievements. The main objective of the Executive Office PSU Plan is to be an effective performance-enhancing scheme based on the achievement of ArcelorMittal’s strategy aimed at creating measurable long-term shareholder value. In addition, the Company has a long-term incentive plan in place for senior employees.

The Executive Office PSU Plan provides for cliff vesting on the third-year anniversary of the grant date, under the condition that the relevant Executive Office member continues to be actively employed by the ArcelorMittal group on that date. Awards under the Executive Office PSU Plan are subject to the fulfilment of cumulative performance criteria over a three-year period from the date of the PSU grant. The value of the grant at grant date will equal 120% of base salary for the Executive Chairman and for the CEO. Each PSU may give right to up to one and half (1.5) share of the Company.

The allocation of PSUs to the Executive Office will be reviewed by the Appointments, Remuneration and Corporate Governance Committee (the “**Committee**”), which is comprised of four independent directors and which makes a recommendation to the Board of Directors. This Committee will also determine the criteria for granting PSUs and make its recommendation to the Board of Directors. The vesting criteria of the PSUs are also monitored by the Committee.

The 2022 cap for the number of PSUs that may be allocated to the Executive Office and other retention-based grants below the Executive Office level, is proposed to be set at a maximum of 3,500,000 (three million five hundred thousand) shares (the “**2022 Cap**”), representing 0.3816% on a diluted basis and 0.3842% of the Company’s issued share capital (net of treasury shares) on an outstanding basis.

An explanatory presentation, including a description of the performance targets applicable to the PSU Plan is available on [www.arcelormittal.com](http://www.arcelormittal.com) under “Investors – Equity investors – Shareholders events – AGM – General Meetings of shareholders, 4 May 2022”.

### *Draft resolution (Resolution XII)*

The Annual General Meeting acknowledges the above background information provided about the Executive Office PSU Plan and other retention-based grants and authorises the Board of Directors:

(a) to allocate up to 3,500,000 (three million five hundred thousand) of the Company’s fully paid-up ordinary shares under the 2022 Cap, which may be either newly issued shares or shares held in treasury, such authorisation to be valid from the date of the Annual General Meeting until the 2023 AGM,

(b) to adopt any rules or measures to implement the Executive Office PSU Plan and other retention-based grants below the level of the Executive Office that the Board of Directors may at its discretion consider appropriate,

(c) to decide and implement any increase of the 2022 Cap by the additional number of shares of the Company necessary to preserve the rights of the grantees of shares-based incentive in the event of a transaction impacting the Company’s share capital, and

(d) to do or cause to be done all such further acts and things as the Board of Directors may determine to be necessary or advisable to implement the content and purpose of this resolution.

**Agenda and Proposed Resolutions of the Extraordinary General Meeting**

**Decision to cancel shares and to consequently reduce the issued share capital following the cancellation of shares repurchased under its share buyback program**

*Background*

Under the authorisation given by the 2021 AGM, the Company announced the above described Program.

The Company has however no intention to keep long term more than 10% of the Company's issued share capital in the form of treasury shares and intends to cancel treasury shares in excess of such percentage after having serviced existing commitments of the Company relating to its Mandatory Convertible Notes issued in 2020 and the Long-Term Incentive Plan. The proposed resolution is to allow the Company to cancel these excess treasury shares, to consequently amend the articles of association to reflect such cancellations and the resulting reduction in share capital, to reduce or cancel the relevant reserves and to approve the required delegations.

*Draft resolution (EGM Resolution I)*

The Extraordinary General Meeting authorizes the Board of Directors: (i) to cancel all the shares repurchased by the Company under its share buyback programs up to a maximum of 120 million shares and to consequently reduce the issued share capital of the Company and the authorized share capital of the Company by an amount corresponding to the product of the number of treasury shares cancelled multiplied by thirty-six US dollar cents (USD 0.36), being the par value of the shares in the Company - and (ii) to consequentially amend articles 5.1 and 5.2 of the articles of association of the Company (the "**Articles**") to reflect the above cancellations and reductions of the issued and authorized share capital of the Company, and (iii) to reduce or cancel the relevant reserves constituted under applicable law in relation thereto, if applicable and (iv) to instruct and delegate power to and authorize the Board of Directors or its delegate(s) to implement the cancellation of the number of treasury shares determined by the Board of Directors and the corresponding reduction of share capital and related matters in one or more instalments as deemed fit by the Board of Directors, to cause the share capital reductions and cancellations of the treasury shares and the consequential amendment of the Articles to be recorded by way of one or more notarial deeds, and generally to take any steps, actions or formalities as appropriate or useful to implement this decision of the Extraordinary General Meeting.

The present authorisation is valid for a period of three (3) years or until the date of its renewal by a resolution of the general meeting of shareholders if such renewal date is prior to the expiration of the three-year period.

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The Annual General Meeting will validly deliberate on all resolutions on the agenda regardless of the number of shareholders having voted electronically or by proxy, and the resolutions relating to these agenda items will be adopted by a simple majority of the votes validly cast by shareholders having voted electronically or by proxy. Each share is entitled to one vote.

The Extraordinary General Meeting will validly deliberate on the resolution on its agenda provided that a quorum of 50% of the Company's issued share capital is voted electronically or by proxy. The resolution will be validly adopted by at least two-thirds of the votes validly cast in favour by the shareholders participating in the vote. If the aforementioned quorum is not met, the Extraordinary General Meeting may be reconvened by the Board of Directors and at the reconvened meeting no quorum will be required. Each ArcelorMittal share is entitled to one vote.

A copy of the documentation related to the General Meetings is available from the date of publication of this convening notice on the Company's website [www.arcelormittal.com](http://www.arcelormittal.com) under "Investors – Equity Investors – Shareholders events – AGM – General Meetings of shareholders, 4 May 2022". Shareholders may obtain free of charge a soft copy of the Annual Report 2021 (in English) by making a request by e-mail to [privateinvestors@arcelormittal.com](mailto:privateinvestors@arcelormittal.com)

### **Additions of agenda items or tabling of alternative resolutions**

One or more shareholders holding together at least 5% of the issued share capital of the Company have the right to add new items to the agenda of General Meetings and/or table draft resolutions regarding existing or new agenda items. Any such request must be received by the Company before 6:00 p.m. Central European Time ("CET") on 12 April 2022. The request must be made in writing by e-mail to [gm2022@arcelormittal.com](mailto:gm2022@arcelormittal.com) and must include either (a) the text of the new agenda item and/or a draft resolution, and a background explanation or (b) an alternative resolution for an existing agenda item, with a clear identification of the agenda item concerned, the text of the proposed alternative resolution, and a background explanation. The request must include the name of a contact person and a contact address (e-mail) to enable the Company to confirm receipt within 48 hours, and proof must be provided (in the form of a confirmation issued by a financial intermediary) that the requestor was a shareholder of the Company on the Record Date (as defined below under "General Meetings - voting electronically (via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) for the European shares) or by proxy").

### **Ability for shareholders to ask questions and attend a virtual questions and answers ("Q&A") session**

The Company will provide the opportunity for a virtual Q&A session for shareholders. Such Q&A session will take place at 2:00 p.m. (CET) on 4 May 2022 for a maximum of one hour. Shareholders have the right to ask questions about items on the agenda of the General Meetings ahead of the virtual Q&A session. Questions must be received by the Company before 6:00 p.m. CET on 29 April 2022. Questions must be sent by e-mail to [gm2022@arcelormittal.com](mailto:gm2022@arcelormittal.com) and include the shareholder's full name and address and a proof of ownership of Company shares as at the Record Date (as defined hereafter) issued by a financial intermediary. Questions will be answered during the virtual Q&A session. Participating shareholders will also have the opportunity to ask written questions during the virtual Q&A session.

To attend, shareholders must have registered for the virtual Q&A session by sending an e-mail to [gm2022@arcelormittal.com](mailto:gm2022@arcelormittal.com) before 6:00 p.m. CET on 29 April 2022 together with the proof of ownership of Company shares at the Record Date by providing a Registration Certificate (as defined hereafter) as well as your mobile phone number.

Such e-mail address will be used to provide you in due course with required information to be able to attend the virtual Q&A session. However, if you wish to use another e-mail address, please mention it in your initial e-mail.

We recommend to connect yourself 10 minutes before the start of the virtual Q&A session.

For technical assistance on the day of the Q&A session, holders of European Shares and holders of New York Shares may contact [francis.crochot@arcelormittal.com](mailto:francis.crochot@arcelormittal.com).

We draw your attention on the fact that due to reasons beyond the control of the Company (such as technical deficiencies), you may not be able to participate to the virtual Q&A session.

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### **General Meetings – voting electronically (via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) for the European shares) and by proxy (no physical attendance possible due to the exceptional Covid-19 situation and in compliance with the law of 23 September 2020 on measures regarding the holding of meetings in companies and other legal entities as amended for the last time by the law of 17 December 2021)**

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Only shareholders who were holders of record of European Shares or New York Shares on the Record Date (as defined hereafter) are allowed to vote in the General Meetings. **The "Record Date" is defined as 20 April 2022 at midnight (24:00 hours) CET and at 6:00 p.m. (18:00 hours) New York time.**

**It will not be possible to attend the General Meetings in person due to the situation caused by the Covid-19 outbreak.**

ArcelorMittal's shares are divided into European Shares and New York Shares. "European Shares" are the shares directly or indirectly recorded in the Company's shareholders' register held in Luxembourg. "New York Shares" are the



shares directly or indirectly recorded in the Company's shareholders' register held in New York. The listing agent for the European Shares is ABN AMRO and the listing agent for the New York Shares is Citibank, N.A.

## 1. Electronic proxy voting

Shareholders may exercise their vote electronically by accessing [www.abnamro.com/evoting](http://www.abnamro.com/evoting) and following the registration steps.

To vote electronically, holders of European Shares whose ownership is directly or indirectly recorded can log in at [www.abnamro.com/evoting](http://www.abnamro.com/evoting) using their user account and password no later than 5:00 p.m. CET on 29 April 2022. If a shareholder is a new user and does not yet have a user account and password, he/she can create a user account and password at [www.abnamro.com/evoting](http://www.abnamro.com/evoting). Please also select via [www.abnamro.com/evoting](http://www.abnamro.com/evoting) whether your shares are in the register or in the clearing. If your shares are in the register, please select "**ABN AMRO Registrar**" as intermediary.

For further information please contact:

ABN AMRO Bank N.V.  
Equity Capital Markets / Corporate Broking HQ 7212  
Gustav Mahlerlaan 10  
NL-1082 PP Amsterdam, The Netherlands  
E-mail: [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com)  
Phone: +31 20 628 6070

## 2. Conditions for proxy voting and electronic voting

### (i) *European Shares*

Holders of European Shares on the Record Date may give voting instructions to the Company Secretary, Mr. Henk Scheffer, or to any other person designated by them. In case shareholders designate a person as proxy other than the Company Secretary, such person may only vote at the General Meetings by giving voting instructions to the Company Secretary.

Holders of European Shares, whose ownership is directly recorded under their name in the shareholders' register, must have obtained, and delivered to the Centralisation Agent the completed, dated, and signed proxy form by 5:00 p.m. CET on 29 April 2022.

The proxy form is available in English and French on request from the Centralisation Agent or the Company's website [www.arcelormittal.com](http://www.arcelormittal.com) under "Investors – Equity Investors – Shareholders events – AGM – General Meetings of shareholders, 4 May 2022".

Contacting the Centralising Agent for holders of European Shares on the Record Date:

ABN AMRO Bank N.V.  
Equity Capital Markets / Corporate Broking HQ 7212  
Gustav Mahlerlaan 10  
NL-1082 PP Amsterdam, The Netherlands  
E-mail: [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com)  
Phone: +31 20 628 6070

Holders of European Shares whose ownership is indirectly recorded (shares held in clearing) must have obtained and delivered to their financial intermediary the completed, dated and signed proxy form described above; this financial intermediary will have to provide the relevant Centralising Agent with the proxy form and the registration certificate, dated on the Record Date (20 April 2022) by 5:00 p.m. CET on 29 April 2022. The registration certificate must indicate the identity of the owner of the ArcelorMittal shares, the number of shares registered, and a statement

that the relevant shares were registered in the financial intermediary's records in the holder's name on the Record Date (the "**Registration Certificate**").

The Company Secretary will vote in accordance with the instructions given by the shareholder or the shareholder's proxy in the proxy form. If no voting instructions are given in the proxy form, the Company Secretary will vote in favor of the resolutions proposed and supported by the Board of Directors. The proxy form may be obtained from the relevant Centralisation Agent. The proxy form can be downloaded in English and French from [www.arcelormittal.com](http://www.arcelormittal.com) under "Investors – Equity Investors – Shareholders events – AGM – General Meetings of shareholders, 4 May 2022"

Holders of European Shares who wish to revoke their proxy may do so by timely delivering a properly executed later-dated proxy to the relevant Centralisation Agent no later than **5:00 p.m. CET on 29 April 2022**, by logging in at [www.abnamro.com/evoting](http://www.abnamro.com/evoting).

(ii) **New York Shares**

Holders of New York Shares on the Record Date must follow the voting procedures and instructions received from their financial intermediary or, as the case may be, its procedures on changing or revoking voting instructions.

**3. Request for information and contact details of Centralisation Agents**

Shareholders requiring more information may do so by:

• **Contacting the Centralising Agents:**

For European shares included in (i) the Euroclear Nederland system and admitted to trading on Euronext European markets (Amsterdam, Paris), (ii) in the Clearstream Banking or Euroclear Bank system and admitted to trading on the Luxembourg Stock Exchange's regulated market, and (iii) the Iberclear system and admitted to trading on the Spanish exchanges, the Centralisation Agent is:

ABN AMRO Bank N.V.

Equity Capital Markets / Corporate Broking HQ 7212  
Gustav Mahlerlaan 10  
NL-1082 PP Amsterdam, The Netherlands  
E-mail: [ava@nl.abnamro.com](mailto:ava@nl.abnamro.com)  
Phone: +31 20 628 6070

For New York Shares admitted to trading on the New York Stock Exchange, the Centralisation Agent is:

Citibank Shareholder Services

P.O. Box 43077  
Providence, Rhode Island 02940-3077, United States of America  
E-mail: [citibank@shareholders-online.com](mailto:citibank@shareholders-online.com)  
Phone: 1-877-CITI-ADR (toll-free, U.S. only) or + 1-781-575-4555 (international)

• **Contacting the Company's Investor Relations department:**

E-mail: [privateinvestors@arcelormittal.com](mailto:privateinvestors@arcelormittal.com)  
Phone: +44 (0) 203 214 2483

Luxembourg, 4 April 2022

*Lakshmi N. Mittal*

*(The Executive Chairman)*