



**AMENDMENT No. 2 REVISING THE AGREEMENT ON THE ESTABLISHMENT OF THE SANOFI  
EUROPEAN WORKS COUNCIL OF 24 FEBRUARY 2005**

**Preamble**

The scope of representation of the SANOFI European Works Council is made up of all the undertakings located in the Member States of the European Union or the European Economic Area, in which SANOFI directly or indirectly holds more than a 50% interest, as specified in article 1 of the main agreement of 24 February 2005.

As of 1 January 2021, the United Kingdom is no longer a Member State of the European Union and is no longer part of the European Economic Area.

The European Commission has provided clarification in a communication to stakeholders entitled “UK Withdrawal and EU Rules on European Works Councils”:

*Directive 2009/38/EC allows the participation of representatives from third countries in European Works Councils. Therefore, representatives from the UK will be able to participate in European Works Councils where the relevant agreement referred to in Article 6 of Directive 2009/38/EC so provides.*

As a result, Sanofi management and the members of the European Works Council met to discuss the role of the UK in the Sanofi European Works Council (EWC).

In accordance with article 9-2 of the agreement relating to the establishment of the Sanofi-Aventis European Works Council concluded on 24 February 2005, the European Works Council, during the plenary meeting of 16 June 2021, appointed the members of the Select Committee to undertake this revision, at the same time taking the opportunity of the renewal of the body in 2021.

<u>BD</u> BD	<u>ON</u> ON	<u>P.W</u> P.W	<u>MC</u> MC		
<u>BB</u> BB	<u>SF</u> SE, SF	<u>SD</u> SD	<u>MM</u> MM	<u>AE</u> AE	<u>SD</u> SD

## Article 1: Temporary retention of the United Kingdom in the European Works Council

Taking into account the position of the UK in the SANOFI Group in Europe, the parties agree that the UK representation on the EWC will be maintained on a transitional basis for the current term from 2021 to 2025.

The United Kingdom will continue to be fully covered by the current agreement. During this period the EWC will continue to have competence for all transnational issues related to the UK. EWC members from the UK will continue to enjoy the same rights and privileges as other EWC members.

The number of members representing the UK on the European Works Council will be based on the proportion of the workforce in relation to the other member countries as set out in the 2005 agreement.

One year before the end of the four-year term, the parties will review the final position of the UK by means of negotiation.

Seats are distributed according to the number of members in each country.

It should be noted that the reference date for calculating the number of staff at the time of EWC renewals is 31 December of the previous year (based on the up to date list of staff at 31 December of the last year of the term).


## ENTRY INTO FORCE AND DURATION

This amendment will take effect upon signature and for the duration of the term of the members of the European Works Council, i.e. for a fixed period from 2021 to 2025.

It will end with the end of the terms of new members of the European Works Council, and by 31 December 2025 at the latest.

## APPLICABLE LAW AND JURISDICTION

As the registered office of Sanofi is located in France, this agreement is governed by French law.

	<u>BD</u> BD	<u>ON</u> ON	<u>PO</u> P.W	<u>MC</u> MC			
<b>Amendment to agreement European Works Council</b>	<u>BB</u> BB	<u>SF</u> SF_SF	<u>SD</u> SD	<u>MM</u> MM	<u>AE</u> AE	2/3	<u>SD</u> SD

Any dispute concerning the interpretation and execution of this agreement shall be subject to the competent French and European courts. In the event of differences of interpretation, the French version of this amendment shall prevail.

A version in the language of the EWC Bureau members is prepared (French, English, Italian, Spanish, German, Hungarian).

## PUBLICATION

This agreement will be sent to the national "TéléAccords" platform at the Ministry of Labour, as well as to the clerk's office of the industrial tribunal and the European Commission in Brussels.

Done at Gentilly, on 21st September 2021

### **For the Management:**

Severine DUPUCH   
Severine Dupuch (Sep 21, 2021 15:16 GMT+2)

### **The members of the European Works Council Committee:**

For France  
Aline EYSSERIC   
Aline Eysseric (Sep 22, 2021 09:52 GMT+2)

Michel MOINE   
Michel Moine (Sep 22, 2021 11:32 GMT+2)

Stephan DELCLOY   
Stéphan Delcloy (Sep 22, 2021 11:44 GMT+2)

For Germany  
Sven FUCHS   
Beate BOCKELT   
SVEN FUCHS (Sep 27, 2021 08:45 GMT+2)

For Spain  
Jose DUARTE 

For Italy  
Massimo CERZA   
Massimo Cerza (Oct 4, 2021 23:13 GMT+2)

For Hungary  
Odett NAGYGYORGY   
Odett Nagygyorgy (Oct 12, 2021 16:47 GMT+2)

For the UK  
Paul WALSH   
Paul Walsh (Oct 8, 2021 12:27 GMT+1)

For the European trade union organisations: IndustriAll European Trade Unions  
Bruno DEMAITRE 